

*Hoi An, May 28, 2025*



**SHAREHOLDERS VERIFICATION REPORT AT THE  
2026 ANNUAL GENERAL MEETING OF SHAREHOLDERS**

To: The Annual General Meeting of Shareholders 2026  
Development Investment Construction Hoi An Joint Stock Company

Pursuant to the Enterprise Law No. 59/2020/QH14 dated June 17, 2020, and its guiding documents;

Pursuant to the Charter of Development Investment Construction Hoi An Joint Stock Company,

Today, at 8:00 am, on the 28<sup>th</sup> day of May 2026, at the Meeting Hall of Development Investment Construction Hoi An Joint Stock Company, the Annual General Meeting of Shareholders 2026 ("AGM") of Development Investment Construction Hoi An Joint Stock Company ("Company") was convened. The Shareholder Verification Committee consists of:

1. Mrs. Le Nguyen Dan Thanh – Deputy Head of Construction and Technical Department – Head of the Committee
2. Mrs. Nguyen Thi Thu Thao – Deputy Head of Finance and Accounting Department – Deputy Head.
3. Mrs. Nguyen Thi Van Ty – Specialist of Organization and Administration Department – Member
4. Mr. Truong Ngoc Trinh – Specialist of Construction and Technical Department – Member.
5. Mr. Truong Minh Hoa – Specialist of Construction and Technical Department – Member.

The Shareholder Verification Committee has conducted the verification of shareholders' eligibility to attend the AGM in accordance with the Company's Charter. As of 8:30 am, on the 28<sup>th</sup> day of May 2026, the verification results are as follows:

- The charter capital of the Company is VND 68,941,640,000 (Sixty-eight billion, nine hundred forty-one million, six hundred forty thousand dong), equivalent to 6,894,164 voting shares.
- Total number of shareholders invited to attend the AGM: 468 shareholders, representing 6,894,164 voting shares of the Company.
- Each common share carries one voting right at the AGM.
- Number of shareholders present in person or by proxy: 51 shareholders, representing 4,095,539 voting shares, accounting for 59.41%
- Number of shareholders absent: 417 shareholders, representing 2,798,625 voting shares, accounting for 40.59%



Pursuant to the prevailing Enterprise Law, the Meeting Regulations, and the Company's Charter, the AGM 2026 of the Company is deemed valid when shareholders attending the meeting represent more than fifty percent (50%) of the total voting shares of the Company.

The Shareholder Verification Committee reports that the Annual General Meeting of Shareholders 2026 of Development Investment Construction Hoi An Joint Stock Company, held on 28/05/2026, satisfies the conditions for proceeding. The Committee guarantees the accuracy and integrity of the above results.


This Shareholder Verification Report was prepared at 8:30 am, on the 28<sup>th</sup> day of May 2026, and has been publicly announced at the AGM./.


### SHAREHOLDER VERIFICATION COMMITTEE

**Head of the Committee**


  
Le Nguyen Dan Thanh

**Member**

  
Nguyễn Thị Vân Ty

  
Trương Minh Hòa

  
Nguyễn Thị Thu Thảo

  
Trương Ngọc Thảo





**ANNUAL GENERAL MEETING OF SHAREHOLDERS 2026 AGENDA**  
**DEVELOPMENT INVESTMENT CONSTRUCTION HOI AN JOINT STOCK COMPANY**

**Time:** 8:00 am, Thursday, May 28, 2026

**Venue:** No. 25, Hung Vuong Street, Hoi An Ward, Da Nang City.

<b>Time</b>	<b>Agenda items</b>
8:00 am	<ul style="list-style-type: none"><li>- Shareholders reception.</li><li>- Verifying shareholder eligibility and distributing voting ballots.</li></ul>
	<b>Opening Session:</b> <ul style="list-style-type: none"><li>- Opening remarks, declaration of reasons, and introduction of delegates.</li><li>- Report on shareholder eligibility verification.</li><li>- Approval of the Meeting Agenda, Working Regulations, and Voting Procedures.</li><li>- Introduction of the Chairperson, Secretariat, and the Verification &amp; Vote Counting Committee.</li></ul>
	<b>Discussion and Approval items:</b> <ul style="list-style-type: none"><li>- Report of the Board of Directors for 2025.</li><li>- Report of the Board of Supervisors for 2025.</li><li>- Proposal on Selection of Independent Auditor for the 2026 Financial Statements.</li><li>- Proposal on 2025 Financial Targets and 2026 Credit Limits.</li><li>- Approval of the Share issuance plan for dividend payment for the year 2025</li><li>- Approval of the Principle for Charter Capital Increase</li></ul>
	<ul style="list-style-type: none"><li>- Other matters under the authority of the General Meeting of Shareholders (if any).</li></ul>
	<b>Closing Session:</b> <ul style="list-style-type: none"><li>- Approval of the Meeting Minutes;</li><li>- Approval of the Resolutions of the General Meeting of Shareholders;</li><li>- Closing of the Meeting.</li></ul>



**DEVELOPMENT  
INVESTMENT  
CONSTRUCTION  
HOI AN JSC.**

**SOCIALIST REPUBLIC OF VIETNAM**  
**Independence – Freedom – Happiness**

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*Hoi An, May 28, 2026*

## **PROPOSAL**

### **Re: Approval of the Working Regulations and Voting Procedures at the 2026 Annual General Meeting of Shareholders**

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#### Pursuant to:

- *The Law on Enterprises No. 59/2020/QH14, passed by the 14th National Assembly of the Socialist Republic of Vietnam on June 17, 2020, and its guiding documents;*
- *The Charter of Development Investment Construction Hoi An Joint Stock Company;*

The Board of Directors (BOD) respectfully submits to the General Meeting of Shareholders (GMS) for approval the Working Regulations and Voting Procedures at the 2026 Annual General Meeting of Shareholders, as follows:

#### **I. RIGHTS AND OBLIGATIONS OF SHAREHOLDERS AND PARTICIPANTS AT THE GENERAL MEETING:**

##### **1. Participants of the General Meeting of Shareholders**

- Shareholders holding DIC – Hoi An shares listed in the shareholder register of DIC as of the record date confirmed by the Vietnam Securities Depository and Clearing Corporation (VSDC) on 20/04/2026, including shareholders who attend the Meeting in person or authorize another individual to attend on their behalf in accordance with the law and the Company's Charter.
- All members of the Board of Directors.
- Company employees involved in organizing the General Meeting.

##### **2. Shareholder Registration Process for the General Meeting**

- Before the meeting begins, the Shareholder Verification Committee will conduct the registration process for shareholders.
- Shareholders or authorized representatives (hereinafter referred to as "shareholders") attending the Meeting must bring and present the following documents to the Shareholder Verification Committee for shareholder registration:
  - ✓ For shareholders attending in person:
    - Original registration form for the General Meeting; and;
    - Original ID card/passport; authorization letter (if the shareholder is a legal entity)
  - ✓ In case of authorization to attend the Meeting, the documents include:
    - Original ID card/passport of the authorized representative.
    - Original Power of Attorney.
    - Copy of the ID Card/Passport of the authorizing person (if the authorizing person is an individual shareholder)
  - ✓ Shareholders arriving late may register upon arrival and subsequently participate and vote at the meeting. The Chairperson is not obligated to pause the meeting for late registrations.



- Upon registration, the Shareholder Verification Committee will issue each voting shareholder one (01) Voting Ballot bearing the Company's seal. The Voting Ballot includes the registration number, full name of the shareholder, and the number of shares held by that shareholder. Shareholders will use the Voting Ballot to vote on agenda items by raising the card.

### **3. Authorization to Attend the AGM**

a. Shareholders entitled to attend the AGM may authorize an individual to represent them at the meeting. The authorized person is not permitted to delegate this authorization to another party;

b. The authorization must be made in writing.

The authorized person must submit the authorization documents before entering the meeting room.

c. The Voting Ballot of the authorized person remains valid in the following cases:

- The authorizing shareholder has passed away, is legally incapacitated, or has lost legal capacity;
- The authorizing shareholder has revoked the authorization;
- The authorizing shareholder has revoked the authority of the authorized person.

This provision does not apply if the Company has received prior notice of any of the above events before the AGM commences or before the meeting is reconvened.

### **4. Obligations of AGM Participants**

a. AGM Participants must strictly adhere to this Regulations, the Company's Charter, internal governance regulations, and applicable laws, including :

- Appropriate attire;
- Compliance with the Chairperson's authority in conducting the meeting;
- Civil and polite conduct, refraining from acts that obstruct or disrupt the meeting's order, preventing it from proceeding fairly and legally;
- Audio and video recording at the meeting must be publicly announced and approved by the Chairperson;
- Respecting the resolutions of the AGM.

b. Speaking at the AGM

- Shareholders wishing to speak must be granted permission by the Chairperson;
- Contents of the speech should be concise and relevant to the AGM agenda.

## **II. CHAIRPERSON, SECRETARIAT, SHAREHOLDER VERIFICATION AND VOTE COUNTING COMMITTEE**

### **1. Chairperson**

a. The Chairman of the BOD shall preside over the AGM.

b. The Chairperson's Rights and Responsibilities:

- Manage the meeting's activities according to the agenda approved by the shareholders;
- Guide the meeting's discussion and voting on agenda items and related issues throughout the meeting;
- Resolve issues arising during the meeting;
- Answer questions from the General Meeting of Shareholders or designate individuals to answer, or record shareholder comments if they are outside the agenda;
- Take necessary actions to conduct the meeting legally and orderly, reflecting the expectation of the majority of attending shareholders;
- Request attendees to undergo checks or other legal and reasonable security measures;



- Request competent authorities to maintain meeting order; expel those who disobey the Chair's management, intentionally disrupt the meeting, hinder its progress, or fail to comply with security checks;
- Perform other tasks in accordance with the Charter, internal governance regulations, and legal provisions to manage the meeting.

## **2. Secretariat**

- The secretariat consists of two members**, proposed by the Board of Directors and approved by the AGM through voting.
- Responsibilities of the Secretariat:
  - Accurately and truthfully record the meeting's speeches and discussions, and compile meeting reports;
  - Receive written questions from shareholders;
  - Draft and announce the AGM Minutes;
  - Prepare resolutions on the items approved by the AGM;
  - Perform other tasks assigned by the Chairperson.

## **3. Shareholder Verification And Vote Counting Committee**

- The list of the Shareholder Verification and Vote Counting Committee is proposed by the Board of Directors and approved by the AGM through voting.
- The Committee's obligations:
  - Conduct shareholder registration procedures as specified in Section I.2 of this Regulation;
  - Supervise the voting process;
  - Count, calculate, and record the number of votes for each items on the agenda;
  - Report the voting results at the AGM as directed by the Chair.

## **III. VOTING PROCEDURE AT THE AGM**

### **1. Voting Principles**

All agenda items must be approved through shareholder voting.

### **2. Voting method**

Voting at the meeting is conducted by raising Voting Ballots.

- Shareholders will raise their Voting Ballot to vote "For," "Against," or "Abstain" when requested by the organizers or the Chairperson. Agenda items are approved when the required percentage of voting shares is reached.
- 3. In case of shareholders or authorized representatives arriving late and voting after registration, the validity of previously voted items remains unchanged.

The above Working Regulations and Voting Procedures are submitted for the AGM's consideration and approval./.

**ON BEHALF OF THE AGM  
CHAIRMAN OF THE AGM**



*Trần Đình Lợi*







**DEVELOPMENT  
INVESTMENT  
CONSTRUCTION  
HOI AN JSC.**

No. :14/BC-HĐQT

**SOCIALIST REPUBLIC OF VIETNAM**  
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*Hoi An, May 28, 2026*

**REPORT  
ACTIVITIES OF THE BOARD OF DIRECTORS IN 2025  
AND PLAN FOR 2026**

To: The General Meeting of Shareholders of Development Investment Construction Hoi An Joint Stock Company.

*Pursuant to the Enterprise Law No. 59/2020/QH14;*

*Pursuant to the Company's Charter on organization and operation;*

*Pursuant to the business performance results of 2025,*

The Board of Directors (BOD) respectfully reports to the General Meeting of Shareholders (GMS) on the BOD's activities in 2025 and the plan for 2026 as follows:

The year 2025 has been marked by significant fluctuations. In the early months, the entire country focused on the consolidation and merger of government agencies and mass organizations. This was followed by the reorganization of administrative boundaries and the merging of localities, which generally affected administrative procedures and other activities to varying degrees. By the end of the year, although these processes were largely completed, they have not yet fully stabilized and remain in a phase of further refinement and consolidation.

In addition, 2025 has also been a year of numerous natural disasters, particularly severe floods occurring across many parts of the country, making the economic situation even more challenging.

For Construction Investment Development Joint Stock Company – Hoi An, in 2025, after many consecutive years of difficulties due to the prolonged pandemic and broader economic challenges, the Company has yet to overcome its internal difficulties. Although the General Meeting of Shareholders and the Board of Directors set out directions from the beginning of the year, many challenges remained unresolved during implementation. At the same time, the impact of the consolidation of government agencies and administrative units this year has further complicated the Company's production and business activities.

At today's General Meeting of Shareholders, the Board of Directors sincerely welcomes and looks forward to receiving valuable comments and contributions to help the Company achieve greater stability and sustainable development.



## **I. ACTIVITIES OF THE BOARD OF DIRECTORS IN 2025:**

### **1/ Personnel:**

The Board of Directors for the 2024–2029 term consists of five members, including:

- 1/ Mr. : Tran Dinh Loi – Chairman
- 2/ Mr. : Tran Van Viet – Vice chairman cum. General Director
- 3/ Mr. : Tran Dinh Danh – Member
- 4/ Mr. : Ho Hai Bac – Member and concurrently the Person in charge of Corporate Governance
- 5/ Mr. : Tran Quoc Tuan – Member

### **2/ Organization of the 2025 Annual General Meeting of Shareholders:**

The BOD convened and organized the 2025 Annual General Meeting of Shareholders in compliance with legal regulations and the Company's Charter, specifically :

- Record date for determining the list of shareholders entitled to attend the AGM: 20/3/2025.
- Date of the Annual General Meeting: 28/4/2025.
- Dividend entitlement closing date for 2024: 26/9/2025.
- Dividend payment date for 2024 (in cash): 22/10/2025.

### **3/ Corporate Governance and Strategic Direction:**

- The BOD developed production and business plans, credit limits, and financial plans for the implementation of 2025 projects, submitting them to the AGM for approval.
- Based on the resolutions approved at the General Meeting of Shareholders, the BOD implemented and assigned the 2025 production and business plan to the Board of Management (BOM) for execution.
- Regularly monitored and urged the implementation of the BOD's resolutions and decisions; supported and coordinated with the BOM to promptly implement appropriate measures to adjust production and business activities, and rectify, supplement, and improve management aspects in corporate governance.
- Enhanced supervision, management, and direction of the implementation of the GMS's objectives and compliance with legal regulations and the Company's Charter.
- Made key personnel decisions within the BOD's authority.

### **4/ BOD Meetings and Resolutions:**

In addition to quarterly meetings, the BOD held various meetings and issued resolutions, including:

- January 15, 2025: Approved the transfer of land use rights to an insider of the Company under Resolution No. 04/NQ-HĐQT-DICHA dated January 15, 2025.



- September 4, 2025: Approved personnel appointment under Decision No. 31/QĐ-HĐQT dated September 4, 2025.
- December 1, 2025: Approved a loan agreement between the Company and an insider under Resolution No. 38/NQ-HĐQT-DICHA dated December 1, 2025.
- December 22, 2025: Approved borrowings from individuals who are insiders and related persons of the Company under Resolution No. 43/NQ-HĐQT-DICHA dated December 22, 2025.
- December 31, 2025: Approved borrowings from individuals who are related persons of the Company under Resolution No. 47/NQ-HĐQT-DICHA dated December 31, 2025.

All resolutions and decisions were disclosed in the Company's 2025 Corporate Governance Report, published on the Company's website, and disclosed in accordance with legal regulations.

#### 5/ Transactions between the Company and related parties:

No.	Name of organization/individual	Relationship with the Company	Transaction period with the Company.	BOD Resolution/Decision No.	Description, volume, and total transaction value (VND)	Interest expense incurred (VND)	Notes
1	Tran Van Son	Member of the BOS, Internal Audit	15/01/2025	04/NQ-HĐQT-DICHA	6,600,000,000	-	Transfer of land use rights for Plot No. 129 (lo B2-2-14) Area 150m2
2	Vo Ho Quỳnh Giao	Chief Accountant	15/01/2025	04/NQ-HĐQT-DICHA	6,600,000,000	-	Transfer of land use rights for Plot No. 131 (lo B2-2-12) Area 150m2
3	Tran Van Son	Member of the BOS, Internal Audit	01/12/2025	38/NQ-HĐQT-DICHA	5,000,000,000	35,983,561	Personal loan
4	Tran Van Son	Member of the BOS, Internal Audit	22/12/2025	43/NQ-HĐQT-DICHA	2,100,000,000		Personal loan
5	Le Dinh Thinh	Member of the BOS	22/12/2025	43/NQ-HĐQT-DICHA	2,000,000,000	3,287,671	Personal loan
6	Le Thi Kim Nhung	Wife of Mr. Nguyen Hoang Phuong – Vice General Director	22/12/2025	43/NQ-HĐQT-DICHA	4,000,000,000	6,575,342	Personal loan
7	Tran Thi Kim Cuc	Sister of Mr. Tran Dinh Loi – CT HĐQT and Mr. Tran Dinh Danh – Member of BOD	22/12/2025	43/NQ-HĐQT-DICHA	2,500,000,000		Personal loan

8	Tran Thi Kim Cuc	Sister of Mr. Tran Dinh Loi – CT HĐQT and Mr. Tran Dinh Danh – Member of BOD	31/12/2025	47/NQ-HĐQT-DICHA	2,000,000,000	4,027,397	Personal loan
9	Tran Thi Bich Hau	Daughter of Mr. Tran Dinh Loi – CT HĐQT; Sister of Mr. Tran Dinh Huy – Vice General Director	22/12/2025	43/NQ-HĐQT-DICHA	2,500,000,000		Personal loan
10	Tran Thi Bich Hau	Daughter of Mr. Tran Dinh Loi – CT HĐQT; Sister of Mr. Tran Dinh Huy – Vice General Director	31/12/2025	47/NQ-HĐQT-DICHA	2,000,000,000	4,027,397	Personal loan
11	Tran Dinh Huy	Vice General Director; Major shareholder; Son of Mr. Tran Dinh Loi – CT HĐQT	22/12/2025	43/NQ-HĐQT-DICHA	2,500,000,000	3,698,630	Personal loan
12	Tran Thi Kim Hoa	Sister of Mr. Tran Dinh Loi – CT HĐQT and Mr. Tran Dinh Danh – Member of BOD	22/12/2025	43/NQ-HĐQT-DICHA	2,000,000,000	2,958,904	Personal loan

## 6/ Remuneration, Operating Expenses, and Other Benefits of the BOD and Board of Supervisors (BOS):

The remuneration levels for the Board of Directors and the Board of Supervisors were approved at the 2025 AGM under Resolution No. 16/NQ-DHĐCĐ dated April 26, 2025, as follows:

- + Remuneration for full-time BOD Chairman: 60,000,000 VND/month
- + Remuneration for BOD members: 8,000,000 VND/month
- + Remuneration for Head of BOS: 5,000,000 VND/month
- + Remuneration for BOS members: 4,500,000 VND/month
- + Total remuneration paid in 2025: 1,272,000.000 VND

Remuneration for the BOD and the BOS is paid at the end of the Company's salary month.

Bonuses for full-time BOD members are implemented in accordance with State regulations and Company policies.

## 7/ Activities of independent BOD members and the independent member's assessment of the BOD's activities.



Mr. Tran Quoc Tuan, the independent BOD member, fulfilled his duties responsibly in compliance with legal regulations and the Company's Charter. His input in BOD discussions was independent, objective, and aimed at the Company's stability and development.

Assessment of the BOD's activities by the independent member: The Company's BOD worked with a high sense of responsibility, complying with legal regulations. BOD meetings were convened in accordance with the Charter and internal corporate governance regulations. BOD resolutions were passed by majority vote, and meeting minutes were fully recorded and signed by attending BOD members.

#### **8/ Results of the BOD's supervision of the General Director and other executives:**

Through monitoring, reporting, and inspections, the BOD confirmed that the General Director and executives performed their assigned duties in accordance with legal regulations, the Company's Charter, and resolutions of the GMS and BOD. However, implementation has been slow and not timely, resulting in projects and works not being completed on schedule

#### **9/ Implementation Results of 2025 AGM Resolutions:**

**a. Revenue :**

- + Plan: 250 billion VND.
- + Actual : 258.96 billion VND.
- + Achieved : 103.59%.

**b. Deposit to National budget :**

- + Plan: 12 billion VND.
- + Actual : 10.2 billion VND.
- + Achieved : 85%.

**c. Profit ( before Tax):**

- + Plan: 15 billion VND.
- + Actual : 21.84 billion VND.
- + Achieved : 145.58%.

**d. Estimated dividend pay out for 2025 (in shares): 15%.**

## **II. EVALUATION OF BUSINESS PERFORMANCE IN 2025:**

### **1. Construction Sector :**

In 2025, the Company recorded the lowest number of executed construction contracts, with the total contract value also reaching its lowest level compared to previous years. The progress of ongoing projects has been significantly delayed. Details are as follows:



\*Ongoing (carry-over) projects include:

- Tam Thang Resettlement Area Project (Phase 2);
- Road from Dong Na to Tra Que;
- Construction of embankment along the A. Vuong River, Tay Giang District;
- DX31 Road;
- Transport infrastructure connection in Cam Nam Ward;
- Renovation and upgrading of Nguyen Thai Binh High School, Thang Binh District.

All of the above projects have exceeded their original contractual timelines and have been granted multiple extensions. However, the volume of work completed remains minimal relative to the elapsed implementation period.

\*New projects in 2025 include:

- Upgrading and renovation of roads in Xuan Lam residential area (section from Tran Cao Van to Hai Ba Trung), with a contract value of VND 1.86 billion;
- Upgrading and renovation of roads in Ngoc Thanh residential area, with a contract value of VND 1.24 billion.

The total value of the two contracts signed in 2025 is VND 3.1 billion.

## **2. Project Investment Sector:**

Project investment activities have consistently been a key focus of the Company. Particularly in the current period, the Company's revenue is primarily derived from, and dependent on, project development.

The Company continues to prioritize the implementation and acceleration of project completion.

+To date, site clearance has been completed for 151,794.5 m<sup>2</sup> out of a total 184,638 m<sup>2</sup>, equivalent to 82.2% of the total project area. Compensation and clearance payments have reached VND 242.5 billion out of VND 396.7 billion, representing 61.1%.

- Infrastructure works have progressed with land leveling substantially completed; the road system has been completed with asphalt concrete pavement; and the drainage system is largely in place (approximately 90% completion): The total executed value is approximately VND 155.7 billion out of VND 219.1 billion, equivalent to 71.1%.



- The project has been granted Land Use Rights Certificates (LURCs) in two phases: Phase 1 covering 16,545.4 m<sup>2</sup> and Phase 2 covering 7,145 m<sup>2</sup>, totaling 23,690.4 m<sup>2</sup>. As of December 31, 2025, a total of 16,995.4 m<sup>2</sup> has been subdivided and transferred, generating proceeds of VND 734.41 billion

### **3. Construction Material Production:**

After a prolonged suspension of operations since October 2023, and with outstanding contracted payments from previous years yet to be remitted to the Company, the Board of Directors and the Board of Management have urged and reminded the Head of the Brick Plant. Although the factory had planned to resume operations in early 2026, it has not yet restarted operations to date.

### **4. Other Activities:**

Due to difficulties resulting in reduced workload, in 2025, although the Company fully complied with all regulations on social insurance, health insurance, and unemployment insurance, the limited job volume and decreased income led to a reduction in workforce, as a number of employees left the Company for other employment opportunities.

## **III/ EXISTING CHALLENGES AND LIMITATIONS:**

### **1. Construction Sector:**

- The most significant current constraint lies in the bidding function. The Technical - Construction Department, which is responsible for this function, has mainly relied on monitoring general bidding information available online and is still facing difficulties, lacking clear direction and a concrete plan to effectively participate in project tenders.

- For projects under construction, apart from those temporarily suspended due to incomplete site handover, the remaining projects are progressing very slowly. This is largely due to excessive price reductions during the bidding stage, leading to insufficient funding. In addition, there has been a lack of close supervision and timely intervention to rectify issues. Coordination with relevant stakeholders to address arising issues has not been timely, thereby adversely affecting construction progress.

- Finalization and settlement of completed projects remain delayed, resulting in slow capital recovery and suboptimal project efficiency.

- Weekly site reports submitted to the Technical Department for reporting to the Board of Management are largely formalistic and do not accurately reflect on-site conditions. As a result, many issues and bottlenecks are not addressed in a timely manner.



- Material costs have increased significantly compared to contracted unit prices, particularly for fill materials, roadbed embankment, sand, and stone, which has had a substantial negative impact on project efficiency.

- The implementation of the two-tier local government restructuring model has also affected project execution, including delays in payment processing and untimely allocation of funding.

## **2. Project Investment Sector :**

- The determination of specific land prices for site clearance (land acquisition and compensation) has undergone multiple changes and been prolonged, adversely affecting the land clearance process and, consequently, the overall project schedule.

- The restructuring and implementation of the two-tier local government model across departments, agencies, and local authorities have introduced significant changes, impacting the execution of site clearance activities for the project.

- Regulations on compensation and site clearance policies have changed, including those relating to resettlement and compensation unit prices for structures and residential land, which remain lower than current market prices. This has resulted in prolonged difficulties and bottlenecks in compensation and land clearance, thereby affecting the project's construction progress.

- Coordination with local departments and authorities has not been sufficiently close or synchronized, leading to delays in the implementation of the Lam Sa – Xuan Hoa – Tu Le Project compared to the required schedule.

## **3. Finance and Accounting:**

Receivables collection remains slow, and certain projects are facing significant difficulties in capital recovery, particularly the Con Bap Project, where outstanding receivables remain substantial and have yet to be recovered. This has constrained working capital turnover, increased bank interest expenses, and directly impacted the business performance of both the Company and its affiliated units

## **4. Construction Material Production:**

The factory has been suspended for an extended period. Although operations were expected to resume in early 2026, there has been no concrete implementation plan to date.

## **5. Other Activities:**

- Coordination among departments, as well as between departments and construction teams, remains weak, resulting in inefficiencies and confusion, particularly in handling urgent tasks.



- Communication and information exchange between on-site engineering teams and office-based technical staff are still limited, affecting overall operational effectiveness.

- The supervision, follow-up, and performance monitoring of technical staff at construction sites by the Technical Department have not been effectively carried out.

#### **IV/ BUSINESS ORIENTATION AND TASKS FOR 2026:**

Although the Company achieved a relatively strong profit in 2025 despite the challenges encountered, its revenue was generated solely from the Lam Sa – Tu Le – Xuan Hoa Residential Area Project, while the construction segment remained sluggish. Therefore, as the Company enters 2026, these difficulties and challenges continue to persist. The General Meeting of Shareholders and the Board of Directors are required to develop plans with targets aligned to the overall context, while the Board of Management must formulate and implement specific action plans to address the outstanding issues from previous years, thereby gradually stabilizing and driving the Company's sustainable development:

##### **1/ Production and Business :**

a. Revenue :	180 billion VND
b. Deposit to National budget :	12 billion VND
c. Profit ( before Tax):	10 billion VND
d. Estimated Dividend Payout:	10 - 15%.

To continue the project's development and capital recovery, the General Meeting of Shareholders and the Board of Directors unanimously agree to further authorize the Company's General Director to negotiate and execute land use rights transfer agreements with all interested customers, including transfer agreements with values equal to or less than 35% of the Company's total assets as stated in the most recent financial statements.

2/ With the objective of stabilization and sustainable development, the Company needs to undertake a comprehensive restructuring aligned with its current situation and business orientation for 2026 and the years ahead. Particular emphasis should be placed on Human resources, ensuring that the workforce possesses not only strong professional expertise but also commitment and dedication. This will enable the Company to build sufficient scale and strength in both financial capacity and technical capability to overcome the current challenges and progressively position itself to participate in large-scale tenders and new projects.

##### **3/ Remuneration Plan for the BOD and BOS in 2026:**

+ Remuneration for full-time BOD Chairman:	60,000,000 VND/month
+ Remuneration for BOD members:	8,000,000 VND/month
+ Remuneration for Head of BOS:	5,000,000 VND/month



+ Remuneration for BOS members: 4,500,000 VND/month

#### **4/ Implementation Solutions :**

##### *3.1. Construction Sector:*

- For the construction segment, the bidding function must be given top priority, as the initial data and assumptions in the bidding dossier have a significant impact on the entire construction process. Accordingly, when preparing bid documents, all aspects must be carefully evaluated, including: site conditions; feasibility of site clearance; actual work volume; alignment between bid unit prices and actual costs; project complexity, including detailed items; and the appropriateness of the construction schedule; etc. Only after these factors have been thoroughly assessed should the bid discount rate be considered, ensuring it is aligned with market conditions while maintaining project efficiency. Lessons learned from recent years indicate that excessive bid discounts have led to inefficient execution and have adversely affected the Company's reputation and brand due to delays and prolonged project timelines.

-The Company shall strengthen and restructure its technical workforce, particularly site-based engineers, while enhancing professional capabilities to meet the requirements of the construction sector. At the same time, the Company should invest in modern equipment to execute transportation, infrastructure, and civil works projects with high technical and aesthetic quality, ensuring progress, efficiency, and maintaining credibility with project owners.

- In addition, the Company should proactively source and pursue bidding opportunities to secure workload for employees and generate stable revenue for the Company.

##### *3.2. Project Investment:*

- To prioritize and expedite the implementation progress of the Housing Development Investment Project combined with urban redevelopment in the Lam Sa – Tu Le – Xuan Hoa Residential Area (Hoi An Ward) and Bau Dung Area (Hoi An West Ward), Da Nang City, with a focus on accelerating execution milestones to enable timely capital recovery and cash flow improvement.

##### *3.3. Construction Material Production:*

- No later than the end of Q2 2026, the Factory is required to formulate a comprehensive strategic direction and detailed execution plan, including operational, financial, and market positioning aspects, for submission to the Board of Directors for review and approval..

##### *3.4. Other Activities:*

In 2026, the Company shall implement targeted measures to optimize capital structure, including reducing leverage ratios and improving overall profitability.



Greater efforts should be made in receivables collection and enhancing capital turnover efficiency to improve overall business performance.

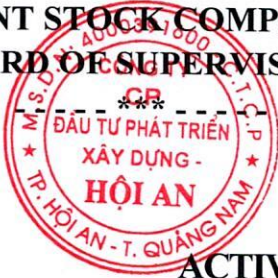
Special attention should be given to human resources, including consolidation, restructuring, and proper job allocation in line with each individual's functions, responsibilities, and expertise. At the same time, the Company should strengthen and maintain internal communication systems within each department, across affiliated units, and among departments and subsidiaries.

The above is a report on the BOD's activities regarding the implementation of the 2025 business performance and the 2026 plan. It is expected that, in the period ahead, the Board of Directors will continue to uphold the highest standards of responsibility and, in close coordination with the Board of Management, successfully implement the resolutions of the 2026 Annual General Meeting of Shareholders./.

**ON BEHALF OF THE BOARD OF DIRECTORS  
CHAIR MAN**



*Trần Đình Lợi*



*Hoi An, May 28, 2026*

## REPORT

### ACTIVITIES OF THE BOARD OF SUPERVISORS 2025 PRESENTED TO THE 2026 ANNUAL GENERAL MEETING OF SHAREHOLDERS

Respectfully to: **Shareholders.**

- Pursuant to the Law on Enterprises No. 59/2020/QH14 passed by the 14th National Assembly of the Socialist Republic of Vietnam on June 17, 2020;
- Pursuant to the Charter of Development Investment Construction Hoi An Joint Stock Company approved by the General Meeting of Shareholders;
- Pursuant to the Working Regulations of the Board of Supervisors;

On behalf of the Board of Supervisors of Development Investment Construction Hoi An Joint Stock Company, I hereby present to the General Meeting of Shareholders the report on the activities of the Board of Supervisors, along with the results of inspections and supervision in 2025, as follows::

#### **I. Organization and Activities of the Board of Supervisors :**

The Board of Supervisors consists of three members elected by the General Meeting of Shareholders. As of the present, the personnel of the Board of Supervisors comprises the following members:

- Mrs. Pham Thi Thanh Tam - Head
- Mr. Le Dinh Thinh - Member
- Mr. Tran Van Son - Member

In 2025, the Board of Supervisors held 04 meetings to assign responsibilities to each member, monitor the issuance of resolutions by the Board of Directors and the Board of Management regarding management and operations, oversee business activities, review quarterly and annual financial statements, and coordinate with the independent auditor to assess the impact of accounting errors. The Board of Supervisors also provided feedback on necessary improvements for more efficient business operations.

The Board of Supervisors was fully informed of the content of the Board of Directors' regular meetings and provided direct opinions on compliance with legal regulations, the company's charter, processes, and internal regulations.

The remuneration for the Board of Supervisors was approved at the 2025 Annual General Meeting of Shareholders under Resolution No. 16/NQ-ĐHĐCĐ dated April 28, 2025, as follows:



+ Remuneration for Head of BOS:	5.000.000 VND/month
+ Remuneration for BOS members:	4.500.000 VND/month
+ Total remuneration paid in 2025:	168.000.000 VND

The Board of Supervisors's remuneration is paid at the end of the Company's payroll month.

## II. Results of Supervision on the Implementation of the 2025 Business Plan:

In 2025, there were significant fluctuations. During the early months of the year, the entire country focused on the consolidation and merger of government agencies and mass organizations. This was followed by the reorganization of administrative boundaries and the merging of localities, which generally affected administrative procedures and other activities to varying degrees. By the end of the year, although these processes were largely completed, they had not yet fully stabilized and were still undergoing further refinement and consolidation. Nevertheless, the Board of Directors and the Board of Management of the Company provided flexible direction and management of business operations, enabling the Company to achieve the targets set by the General Meeting of Shareholders.

### 1. Key Indicators

#### 1.1. Business Performance Results

##### a. Revenue :

+ Plan:	250 billion VND.
+ Actual :	259 billion VND.
+ Achieved: :	103.59 %.

##### b. Deposit to National budget :

+ Plan:	12 billion VND.
+ Actual :	10.2 billion VND.
+ Achieved: :	85 %.

##### c. Profit (before Tax):

+ Plan:	15 billion VND.
+ Actual :	21,84 billion VND.
+ Achieved: :	145.58 %.

##### d. Estimated Dividend payout (in Shares): 15 %.

#### 1.2. Financial Position as of December 31, 2025.

Key financial indicators of the company in 2025, based on audited figures by ECOVIS AFA VIETNAM Auditing - Appraisal And Consulting Company Limited, are as follows:

Indicator	2024	2025
- Debt Ratio (Total Debt/Total Assets)	0,81	0,73
- Net Revenue/Total Assets	0,36	0,55
- Current Ratio	1,34	2,76



- The company's debt ratio remains below 1, indicating financial autonomy.
- The current ratio is above 1, confirming the company's ability to meet short-term obligations safely.
- Regarding charter capital: VND 68,941,640,000. In 2025, the Company did not increase its charter capital..

The financial statements have been audited and confirmed to fairly and accurately reflect the Company's financial position as of December 31, 2025.

### III. Transactions Between the Company and Related Parties:

#### a) Share transactions of insiders:

In 2025, insiders and their related persons did not conduct any share purchase or sale transactions.

#### b) Contracts or transactions with insiders:

No.	Name of organization/individual	Relationship with the Company	Transaction period with the Company.	BOD Resolution/Decision No.	Description, volume, and total transaction value (VND)	Interest expense incurred (VND)	Notes
1	Tran Van Son	Member of the BOS, Internal Audit	15/01/2025	04/NQ-HĐQT-DICHA	6,600,000,000	-	Transfer of land use rights for Plot No. 129 (lo B2-2-14) Area 150m2
2	Vo Ho Quỳnh Giao	Chief Accountant	15/01/2025	04/NQ-HĐQT-DICHA	6,600,000,000	-	Transfer of land use rights for Plot No. 131 (lo B2-2-12) Area 150m2
3	Tran Van Son	Member of the BOS, Internal Audit	01/12/2025	38/NQ-HĐQT-DICHA	5,000,000,000	35,983,561	Personal loan
4	Tran Van Son	Member of the BOS, Internal Audit	22/12/2025	43/NQ-HĐQT-DICHA	2,100,000,000		Personal loan
5	Le Dinh Thinh	Member of the BOS	22/12/2025	43/NQ-HĐQT-DICHA	2,000,000,000	3,287,671	Personal loan
6	Le Thi Kim Nhung	Wife of Mr. Nguyen Hoang Phuong – Vice General Director	22/12/2025	43/NQ-HĐQT-DICHA	4,000,000,000	6,575,342	Personal loan
7	Tran Thi Kim Cuc	Sister of Mr. Tran Dinh Loi – CT HĐQT and Mr. Tran Dinh Danh – Member of BOD	22/12/2025	43/NQ-HĐQT-DICHA	2,500,000,000	4,027,397	Personal loan
8	Tran Thi Kim Cuc	Sister of Mr. Tran Dinh Loi – CT HĐQT and Mr. Tran Dinh Danh – Member of BOD	31/12/2025	47/NQ-HĐQT-DICHA	2,000,000,000		Personal loan
9	Tran Thi Bich Hau	Daughter of Mr. Tran Dinh Loi – CT HĐQT; Sister of Mr.	22/12/2025	43/NQ-HĐQT-DICHA	2,500,000,000	4,027,397	Personal loan



		Tran Dinh Huy – Vice General Director					
10	Tran Thi Bich Hau	Daughter of Mr. Tran Dinh Loi – CT HĐQT; Sister of Mr. Tran Dinh Huy – Vice General Director	31/12/2025	47/NQ-HĐQT-DICHA	2,000,000,000		Personal loan
11	Tran Dinh Huy	Vice General Director; Major shareholder; Son of Mr. Tran Dinh Loi – CT HĐQT	22/12/2025	43/NQ-HĐQT-DICHA	2,500,000,000	3,698,630	Personal loan
12	Tran Thi Kim Hoa	Sister of Mr. Tran Dinh Loi – CT HĐQT and Mr. Tran Dinh Danh – Member of BOD	22/12/2025	43/NQ-HĐQT-DICHA	2,000,000,000	2,958,904	Personal loan

c) Assessment of compliance with corporate governance regulations:

The Company has strictly complied with corporate governance regulations.

#### **IV. Supervision Results of the Board of Directors, Board of Management, and Management Personnel:**

##### **1. Activities of the Board of Directors (BOD)**

The Board of Directors consists of five (05) members. In 2025, the BOD issued five resolutions and decisions regarding business operations, investments, and financial matters. The BOD has fully implemented the goals and tasks set by the 2025 General Meeting of Shareholders. All activities of the BOD complied with the Company's Charter and current legal regulations.

##### **2. Board of Management**

Over the past year, the Board of Management has executed the resolutions of the General Meeting of Shareholders and the BOD.

The resolutions and decisions of the BOD and Board of Management focused on implementing the directives of the General Meeting of Shareholders, evaluating business performance, and setting directions for the next period.

#### **V. Assessment of Coordination between the Board of Supervisors, the Board of Directors, and the Board of Management**

Board of Supervisors' duties by providing necessary documents for oversight and allowing participation in discussions on company operations.

The Board of Supervisors regularly communicates its findings and recommendations to the BOD and Board of Management, ensuring compliance with legal regulations and the Company's Charter.

#### **VI. Recommendations of the Board of Supervisors:**



To further enhance the company's potential, reduce costs, and increase profits for DIC Hoi An, and increase dividends for DIC Hoi An's shareholders, the Board of Supervisors recommends that the Company's Leadership:

- Develop annual business plans aligned with the Company's capacity and resources to ensure feasibility and successful execution;
- Continue building medium- and long-term financial restructuring strategies, focusing resources on high-yield investment projects to generate strong cash flows;
- Strengthen debt recovery efforts, finalize and settle completed construction projects to expedite receivables from investors and customers, thereby reducing financial strain and loan interest expenses.

#### **VII. Board of Supervisors' Operational Direction for 2026.**

After the General Meeting, the Board of Supervisors will hold meetings to assign tasks and develop a detailed action plan for 2026 in accordance with its functions as stipulated in the Company's Charter and State Law, focusing on:

- Supervising the implementation of the Resolutions of the Annual General Meeting of Shareholders. Supervising compliance with state laws and the company's Charter. Supervising the implementation of Resolutions, Decisions, and Directives of the Board of Directors.
- Verifying the legality and accuracy of business operations, accounting records, and financial statements.
- Appraising the company's semi-annual and annual financial statements.
- Reporting to the General Meeting of Shareholders on the accuracy, truthfulness, and legality of record-keeping, document storage, accounting records, financial statements, and other reports of the company.
- Supervising the coordination of activities between the Board of Directors, the Board of Management, and the Board of Supervisors.
- Carrying out other duties as required by the Law on Enterprises and the Company's Charter.

This report has been unanimously approved by the members of the Board of Supervisors and is hereby submitted to the 2026 Annual General Meeting of Shareholders.

We wish out esteemed shareholders good health and success.

Sincerely!

#### **Recipients:**

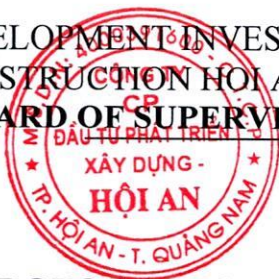
- As above;
- BOD;
- Filed by BOS.

**ON BEHALF OF THE BOS  
HEAD OF THE BOARD**



***Pham Thi Thanh Tam***





*Hoi An, May 28, 2026*

**PROPOSAL TO THE GENERAL MEETING OF SHAREHOLDERS**  
**Re: Selection of Independent Auditor for the 2026 Financial Statements**

- Pursuant to the Law on Independent Audit No. 67/2011/QH12 dated March 29, 2011;
- Pursuant to Decree No. 17/2012/ND-CP dated March 13, 2012, of the Prime Minister, detailing and guiding the implementation of certain provisions of the Law on Independent Audit;
- Pursuant to Decision No. 89/2007/QĐ-BTC dated October 24, 2007, of the Ministry of Finance on the promulgation of regulations for selecting approved audit firms for issuers, listed organizations, and securities business organizations;
- Pursuant to the Charter on the organization and operation of Development Investment Construction Hoi An Joint Stock Company;
- Pursuant to the capability profiles submitted by eligible audit firms providing auditing and financial advisory services for issuers, listed organizations, and securities business organizations in 2026.

The Board of Supervisors (BOS) hereby reviews and proposes to the Annual General Meeting of Shareholders to authorize the Board of Directors (BOD) and the Board of Supervisors to negotiate and sign a contract with ECOVIS AFA VIETNAM Auditing - Appraisal and Consulting Company Limited to audit the 2026 Financial Statements and review the 2026 semi-annual financial statements;

Respectfully submitted!

**Recipients :**

- GMS;
- BOD;
- Filed by BOS.

**ON BEHALF OF THE BOARD OF  
SUPERVISORS**  
**Head of the BOS**

**Pham Thi Thanh Tam**





**DEVELOPMENT  
INVESTMENT  
CONSTRUCTION  
HOI AN JSC.**

**SOCIALIST REPUBLIC OF VIETNAM**  
**Independence – Freedom – Happiness**

*Hoi An, May 28, 2026*

## **PROPOSAL TO THE GENERAL MEETING OF SHAREHOLDERS**

**(Re: Approval of Financial Indicators for 2025  
and Credit Limits for 2026)**

- Pursuant to the Law on Enterprises No. 59/2020/QH14, passed by the 14th National Assembly of the Socialist Republic of Vietnam on June 17, 2020;
- Pursuant to the Charter on Organization and Operation of Development Investment Construction Hoi An Joint Stock Company;
- Pursuant to the Financial Statements for 2025, audited by ECOVIS AFA Vietnam Auditing - Appraisal And Consulting Company Limited.
- On behalf of the Accounting and Finance Department of Development Investment Construction Hoi An Joint Stock Company, I hereby report to the General Meeting the financial targets for 2025 and the credit limits for 2026 as follows:



### **I- APPROVAL OF THE 2025 FINANCIAL STATEMENT**

1. Total assets:	468,433,530,434 VND
- Short-term assets:	453,021,604,257 VND
- Long-term assets:	15,411,926,177 VND
2. Total Liabilities and Equity:	468,433,530,434 VND
- Liabilities:	343,299,869,995 VND
+ Short-term Liabilities:	164,249,869,995 VND
+ Long-term Liabilities:	179,050,000,000 VND
3. Total Business Capital as of 31/12/2025:	
+ Paid-in Capital:	68,941,640,000 VND
+ Premium Capital:	19,801,941,805 VND
+ Treasury shares:	0 VND
4. Remuneration for the BOD and the BOS in 2025:	1,272,000,000 VND
5. Business Results and Profit Distribution in 2025:	



+ Total revenue from sales and services:	258,962,931,790 VND
+ Profit before Tax :	21,836,294,159 VND
+ Corporate income tax payable :	4,881,712,425 VND
+ Profit After Tax :	16,954,581,734 VND
+ Development and Investment Fund Allocation:	1,695,458,173 VND
+ Bonus and Welfare Fund Allocation :	1,695,458,173 VND
+ Retained Earnings After Fund Allocation :	13,563,665,388 VND
+ Retained Earnings from Previous Year :	4,481,818,408 VND
+ Cumulative Retained Earnings:	18,045,483,796 VND
+ Paid-in Capital :	68,941,640,000 VND
+ Dividend Payout for 2025 (in Shares):	10,341,240,000 VND

- Dividend payment date will be announced later on the website: [http:// dichoi.vn](http://dichoi.vn)

## II- CREDIT LIMITS FOR 2026:

To effectively implement the production and business plans for 2026, the Board of Directors submits to the General Meeting of Shareholders for approval, authorizing the Board of Directors to review and approve credit application documents, guarantee documents, collateral documents, deposit transactions, and other related transactions with banks. The Board shall be responsible for loan agreements and repayment (both principal and interest) in accordance with commitments made with lending banks, credit institutions, and other individuals, with the following details:

Credit providers: Commercial banks in Vietnam, credit institutions, and other individuals.

- + Short-term Credit Limit: 200.000.000.000 VND
- + Credit limit for Lam Sa Xuan Hoa Tu Le project: 200.000.000.000 VND
- + Loan security: Assets owned, used, and managed by the company, and other personal assets.

The General Meeting of Shareholders is kindly requested to review and approve this proposal./.

**ON BEHALF OF THE BOARD OF DIRECTORS  
CHAIRMAN**



*Trần Đình Lợi*



Hoi An, May 28, 2026

## PROPOSAL

*Re: Share Issuance Plan for Dividend Payment for the Year 2025*

**To: The General Meeting of Shareholders of Development Investment Construction Hoi An Joint Stock Company (the “Company”)**

- Pursuant to the Law on Enterprises No. 59/2020/QH14 passed by the National Assembly of the Socialist Republic of Vietnam on June 17, 2020, and its guiding and amending documents;
- Pursuant to the Law on Securities No. 54/2019/QH14 passed by the National Assembly of the Socialist Republic of Vietnam on November 26, 2019, and its guiding and amending documents;
- Pursuant to Decree No. 155/2020/ND-CP dated December 31, 2020 of the Government detailing the implementation of a number of articles of the Law on Securities, and its guiding and amending documents;
- Pursuant to Decree No. 245/2025/ND-CP dated September 11, 2025 of the Government amending and supplementing a number of articles of Decree No. 155/2020/ND-CP;
- Pursuant to the Charter of Organization and Operation of the Company.

The Board of Directors of the Company respectfully submits to the General Meeting of Shareholders for approval the Share Issuance Plan for Dividend Payment for the Year 2025, with the following details:

1. **Share name:** Shares of Development Investment Construction Hoi An Joint Stock Company
2. **Type of shares:** Ordinary shares
3. **Ticker symbol:** DIH
4. **Par value:** VND 10,000 per shares
5. **Current charter capital:** VND 68,941,640.000
6. **Total issued shares:** 6,894,164 shares  
Of which:
  - Outstanding shares: 6,894,164 shares
  - Treasury shares: 0 shares
7. **Number of shares to be issued:** 1,034,124 shares
8. **Total issuance value (at par value):** VND 10,341,240.000
9. **Total shares after issuance:** 7,928,288 shares
10. **Charter capital after issuance:** VND 79,282,880,000





- 11. Form of issuance:** Share issuance for dividend payment for the year 2025
- 12. Eligible participants:** Existing shareholders listed as of the record date for exercising the right to receive shares. The record date shall be decided by the Board of Directors as authorized by the General Meeting of Shareholders.
- 13. Issuance ratio** (new shares/outstanding shares): 15%
- 14. Exercise ratio:** 20:3 (Shareholders owning 01 share will receive 01 right; for every 20 rights, shareholders will receive 03 new shares).
- 15. Source of issuance:** Undistributed after-tax profits as of December 31, 2025 based on the audited financial statements for 2025
- 16. Treatment of Fractional Shares:** The number of additional shares distributed to each shareholder will be rounded down to the nearest whole share; fractional entitlements (if any) will be cancelled.
- Example: Shareholder A owns 146 shares at the record date. With an exercise ratio of 20:3, Shareholder A is entitled to receive:  $(146 / 20) \times 3 = 21.9$  shares. Accordingly, Shareholder A will receive 21 new shares. The fractional 0.9 share will be cancelled.*
- 17. Implementation Timeline:** Expected in Q3 2026, after the State Securities Commission of Vietnam confirms receipt of complete issuance documents. The General Meeting of Shareholders authorizes the Board of Directors to decide the appropriate timing.
- 18. Additional Securities Registration and Listing:** The General Meeting of Shareholders authorizes the Board of Directors to carry out procedures for Additional securities registration at the Vietnam Securities Depository and Clearing Corporation (VSDC); and Additional listing at the Hanoi Stock Exchange (HNX); in accordance with applicable laws after completion of the issuance.
- 19. Amendment of the Company Charter:** Approval of amendments to the Company Charter (charter capital section) and adjustment of the Enterprise Registration Certificate in accordance with applicable laws and guidance of competent authorities.

**20. Authorization to the Board of Directors:**

The General Meeting of Shareholders authorizes the Board of Directors to decide on all matters relating to the issuance, including but not limited to:

- Approving and submitting issuance dossiers and explanatory documents to competent authorities; and making necessary adjustments as required by the State Securities Commission and other authorities.
- Deciding the record date for finalizing the list of shareholders entitled to participate in the share issuance for dividend payment for the year 2025.
- Determining measures to ensure foreign ownership limits in compliance with applicable laws.
- Amending provisions relating to charter capital, shares, and share capital structure in the Company's Charter in accordance with applicable laws and guidance of competent State authorities.



- Carrying out procedures for registration of changes in charter capital and amendment of the Enterprise Registration Certificate based on the actual results of the issuance, in compliance with applicable laws and guidance of competent State authorities.
- Implementing procedures, perform necessary tasks, and determine the appropriate timing for additional securities registration at the Vietnam Securities Depository and Clearing Corporation (VSDC) and additional listing at the Hanoi Stock Exchange (HNX) for the additional shares issued under the plan approved by the General Meeting of Shareholders, in accordance with applicable laws and guidance of competent State authorities.
- Handling other matters relating to the share issuance to ensure the successful implementation of the share issuance for dividend payment.
- Depending on specific circumstances, the Board of Directors may further authorize the legal representative to perform one or more of the aforementioned tasks.

The above constitutes the Share Issuance Plan for Dividend Payment for the Year 2025.

The Board of Directors respectfully submits to the General Meeting of Shareholders for consideration and approval.

Sincerely,

**ON BEHALF OF THE BOARD OF DIRECTOR**  
**CHAIRMAN**



*Trần Đình Lợi*



Hoi An, May 28, 2026

## PROPOSAL

*Re: Approval of the Principle for Charter Capital Increase*

**To: The General Meeting of Shareholders of Development Investment Construction Hoi An Joint Stock Company (the “Company”)**

- Pursuant to the Law on Enterprises No. 59/2020/QH14 passed by the National Assembly of the Socialist Republic of Vietnam on June 17, 2020, and its guiding and amending documents;
- Pursuant to the Law on Securities No. 54/2019/QH14 passed by the National Assembly of the Socialist Republic of Vietnam on November 26, 2019, and its guiding and amending documents;
- Pursuant to Decree No. 155/2020/ND-CP dated December 31, 2020 of the Government detailing the implementation of a number of articles of the Law on Securities, and its guiding and amending documents;
- Pursuant to Decree No. 245/2025/ND-CP dated September 11, 2025 of the Government amending and supplementing a number of articles of Decree No. 155/2020/ND-CP;
- Pursuant to the Charter of Organization and Operation of the Company.
- Pursuant to the proposal submitted by the major shareholders of DIH, Mr. Vu Van Thanh and Mr. Do Thanh Quang;
- Pursuant to Resolution No. 13/NQ-HĐQT-DICHA dated May 22, 2026 of the Board of Directors approving the policy on charter capital increase;

The Board of Directors of the Company respectfully submits to the General Meeting of Shareholders for Approval of the Principle for Charter Capital Increase, with the following details:

### **I/ Purpose of the Issuance:**

To supplement capital for business operations, enhance financial capacity, increase operating capital scale, and meet the funding requirements for the Company’s investment and business plans.

### **II/ General Information:**

1. **Share name:** Shares of Development Investment Construction Hoi An Joint Stock Company
2. **Type of shares:** Ordinary shares
3. **Ticker symbol:** DIH
4. **Par value:** VND 10,000 per shares
5. **Current charter capital:** VND 68,941,640.000

### **III/ Expected issuance policy:**

1. **Expected number of shares to be issued:** 4,000,000 shares
2. **Total expected issuance value at par value:** VND 40,000,000,000
3. **Issuance method:** The General Meeting of Shareholders (“GMS”) shall approve the principle for charter capital increase through a share offering. The Board of Directors shall, based on actual circumstances, determine the appropriate issuance method in accordance with applicable laws, including public offering and/or private placement of shares.





4. **Issuance price:** The Board of Directors is authorized to determine the specific issuance price based on market conditions, the Company's capital demand, and in compliance with applicable laws and shareholders' interests.
5. **Offerees:** Specific investors/offerees shall be determined by the Board of Directors in accordance with the selected issuance method and prevailing laws.
6. **Expected implementation period:** Within the year 2026 and/or a timeline suitable for the Company's capital requirements.

#### **IV/ Authorization to the Board of Directors:**

The General Meeting of Shareholders approves the policy and authorizes the Board of Directors to organize and implement the issuance plan, including but not limited to the following tasks:

- To formulate a detailed issuance plan in compliance with legal regulations and the Company's actual conditions;
- To decide on the issuance method, target investors, criteria for investor selection, number of shares to be issued, issuance price, subscription ratio, issuance timing, and the plan for use of proceeds from the issuance;
- To proactively determine the appropriate implementation timing in accordance with market conditions; and to suspend, adjust, or terminate the issuance plan if market conditions are deemed unfavorable or the issuance is no longer appropriate;
- To amend and supplement the issuance plan as required by competent state authorities (if any);
- To carry out necessary procedures related to registration of the offering, additional securities registration, depository registration, and additional listing of newly issued shares in accordance with applicable laws;
- To carry out procedures for amendment of the Enterprise Registration Certificate relating to the charter capital increase upon completion of the issuance;
- To perform other related tasks necessary to ensure the successful implementation of the issuance in compliance with applicable laws;
- Depending on specific circumstances, the Board of Directors may authorize the legal representative of the Company to perform one or several of the above-mentioned tasks;
- Detailed matters relating to the implementation shall be considered and decided by the Board of Directors in accordance with actual circumstances and applicable laws.

The above constitutes the 2026 charter capital increase principle.

The Board of Directors respectfully submits to the General Meeting of Shareholders for consideration and approval.

Sincerely,

**ON BEHALF OF THE BOARD OF DIRECTOR  
CHAIRMAN**



*Trần Đình Lợi*