

HCMC, April 14<sup>th</sup>, 2026



## MINUTES OF THE 2025 ANNUAL GENERAL MEETING OF SHAREHOLDERS

DESIGN AND CONSTRUCTION JOINT STOCK COMPANY NO. 1

### I. Company name: Design and Construction Joint Stock Company No. 1

- Business registration Certificate No.: 0301248798 for the first register on July 14<sup>th</sup>, 2003 issued by the HCMC Department of Planning and Investment (present is the HCM Department of Finance), and the 14<sup>th</sup> amendment register on October 13<sup>th</sup>, 2025.
- Head office: 28 Mac Dinh Chi Street, Da Kao Ward, Dist 1, Ho Chi Minh City
- Phone: (028) 3823 0276. Fax: (028) 3822 5050.

### II. Time: 09:00 AM, April 14<sup>th</sup>, 2026

### III. Address: NOVOTEL SAIGON CENTRE, Burgundy Hall, 2<sup>nd</sup> Floor, 167 Hai Ba Trung, Xuan Hoa ward, Ho Chi Minh City .

### IV. Chairperson: Mr. Pham Hung Cuong – Chairman of the Board of Directors.

### V. The Secretariat:

1. Mrs. Nguyen Truc Mai.
2. Ms. Huynh Thi Ngoc Thinh.

### VI. Shareholders Eligibility Verification Report:

The Organizing Committee proceeds to register delegates to attend the General Meeting. Mr. Ho Minh Chau, on behalf of the The Shareholder's Eligibility Verification Committee, read the Shareholders Eligibility Verification Report to attend the General Meeting:

1. Number of shareholders attending the Meeting : 29 Shareholders .
2. Representing the number of shares : 52,286,693 shares.
3. Equivalent to : 98.66% Authorized Capital

The delegates attending are fully qualified to attend the General Meeting.

### VII. Procedures of the 2026 Annual General Meeting of Shareholders:

Mr. Pham Hung Cuong - On behalf of the Organizing Committee, announced the reason and opened the Meeting.

The General Meeting of Shareholders unanimously elected the following people to the Presiding Committee including:

*Presiding Committee:*

1. Mr. Pham Hung Cuong – Chairman of the Board of Directors
2. Mr. Chu Quang Huan – Deputy chairman of the Board of Directors – Deputy General Director
3. Mr. Nguyen Minh Tam - Member of the Board of Directors - General Director
4. Mrs. Tran Thi Binh An - Head of the Supervisory Board

*The Secretariat:*

1. Mrs. Nguyen Truc Mai - Head of the Board.
2. Ms. Huynh Thi Ngoc Think - Member.

*Vote Counting Committee:*

1. Mr. Ho Minh Chau - Head of the Board.
2. Mr. Nguyen Ngoc Nhan - Member.
3. Ms. Nguyen Thi Thanh Truc - Member.

**VIII. Meeting content:**

1. In accordance with the assignment from the Chairperson, Ms. Huỳnh Thị Ngọc Thịnh, the representative of the Secretariat presented and sought approval from the Assembly for the following documents:
  - Meeting Agenda;
  - Regulations on organizing the 2026 Annual General Meeting of Shareholders
2. The representative of the Board of Directors presented its report on activities.
3. The Independent Board Member presented the its report on activities.
4. The representative of the Supervisory Board presented its report on activities.
5. The General Director presented its report on business Operations.
6. The representative of the Presidium presented the proposal for the audited financial report for 2025.
7. The representative of the Presidium presented the proposal for the profit distribution plan for 2025 and the profit- sharing plan in 2026.
8. The representative of the Presidium presented the Board of Directors and Supervisory Board's operating budget.
9. The representative of the Presidium presented the proposal for the list of auditing and reviewing units for the financial report of 2026.
10. The representative of the Presidium presented the proposal for the Company's additional business lines.

11. The representative of the Presidium presented the proposal for the policy capital contribution, share acquisition, and the establishment of subsidiaries and associates
12. The representative of the Presidium presented the proposal for the listing of shares
13. The representative of the Presidium presented the proposal for the public offering of additional shares to existing shareholders).
14. The representative of the Presidium presented the proposal to issue shares for dividend payment
15. The representative of the Presidium presented the proposal to amend and supplements to the Company Charter
16. The representative of the Presidium presented the proposal to amend and supplements to the Company's Internal Governance Regulations
17. The representative of the Presidium presented the proposal to amend and supplements to the Operating Regulations of the Board of Directors
18. The representative of the Presidium presented the proposal to amend and supplements to the Operating Regulations of the Supervisory Board
19. The representative of the Presidium presented the proposal for the dismissal/ election additional member of the Supervisory Board
20. In accordance with the assignment from the Chairman of the General Assembly, Ms. Huỳnh Thị Ngọc Thịnh, the representative of the Secretariat presented and sought approval from the General Meeting for the Regulations for the election of additional members of the Board of Supervisors for the 2024-2029 term.
21. The representative of the Presidium presented the List of candidates nominated/candidates for the election of additional members of the Board of Supervisors for the term 2024 - 2029.
22. The General Meeting proceeded with the voting to approve the items presented at the General Meeting.

## **IX. Discussion**

The Shareholders raised questions, and the Board of Director responded as follows:

**Issue 1:** Clarification the purpose of using the capital raised from the plan to offer additional shares to existing shareholders

- Repaying bank loans;

*Response:* Regarding the repayment of bank loans, this is considered an optimal solution to restructure finances, reduce interest expenses, and significantly improve operating cash flow. Enhancing financial health not only strengthens the Company's resilience

against market volatility but also creates a solid foundation for accessing credit with more favorable terms in the future.

- Purchasing shares of Ninh Thuan Mineral Joint Stock Company:

*Response:*

- *Regarding the purpose and benefits for the Company as well as the shareholders*

The acquisition of shares in Ninh Thuan Mineral Joint Stock Company is a strategic move aimed at boosting the supply chain of input materials (stone, leveling materials, etc.). By increasing control over mineral resources, the company not only ensures a stable supply for projects but also opens up opportunities to increase profit margins and enhance long-term competitiveness.

- *Regarding the transfer price:*

The share transfer price will be determined based on the valuation results of an independent valuation firm, ensuring that it objectively and reasonably reflects the value of the target enterprise. Based on this, the Company will proactively negotiate to achieve a price that is appropriate to market conditions and expected investment returns, thereby optimizing benefits for the Company and shareholders, while ensuring transparency and compliance with current legal regulations.

**Issue 2:** Clarification on the benefits of listing migration

*Response:* Transitioning to a main exchange listing will contribute to enhancing transparency, refining the corporate governance system in accordance with advanced standards, and strengthening investor confidence. Furthermore, the migration will boost liquidity, thereby expanding the shareholder base. More importantly, this serves as a foundation for the Company to enhance its capital mobilization capacity in the future, supporting investment plans and scale expansion. The Presidium firmly believes that the listing migration will create positive momentum, increasing enterprise value and ensuring long-term benefits for shareholders."

**Issue 3:** Adding Business Lines

*Response:* The Presidium stated that adding business lines is a strategic step to diversify operations and enhance the company's competitiveness in an increasingly expanding market. Accordingly, the company will continue to research and assess market trends to select suitable areas, focusing on sectors closely related to its core business, such as the production and supply of construction materials, including sand, stone, and non-fired bricks. This expansion will not only help the company be more proactive in securing input materials but also contribute to optimizing the value chain and improving the efficiency of production and business operations in the long term.

**X. Voting to approve each issue:**

Mr. Ho Minh Chau on behalf of the Voting Counting Committee announced the voting result for the issue in the Meeting Agenda:

**1. The report on the activities of the Board of Directors:**

a. Total number of shares attending the meeting:	52,286,693 Shares
b. Total of invalid voting shares, accounting for:	0 Shares
c. Total of agreed voting shares, accounting for:	96.2% total of voting shares of attending and voting shareholders
d. Total of dis agreed voting shares, accounting for:	0% total of voting shares of attending and voting shareholders
e. Total of no comment voting shares, accounting for:	3.8% total of voting shares of attending and voting shareholders
f. Total of invalid voting shares, accounting for:	0 shares
g. Total of no return voting shares, accounting for:	0 shares

**2. The report on the activities of the Independent Board Members:**

a. Total number of shares attending the meeting:	52,286,693 Shares
b. Total of invalid voting shares, accounting for:	0 Shares
c. Total of agreed voting shares, accounting for:	96.2% total of voting shares of attending and voting shareholders
d. Total of dis agreed voting shares, accounting for:	0% total of voting shares of attending and voting shareholders
e. Total of no comment voting shares, accounting for:	3.8% total of voting shares of attending and voting shareholders
f. Total of invalid voting shares, accounting for:	0 shares
g. Total of no return voting shares, accounting for:	0 shares

**3. The report on the activities of the Board of Supervisors:**

a. Total of voting shares of attending and voting the shareholders:	52,286,693 Shares
b. Total of invalid voting shares:	0 Shares
c. Total of agreed voting shares, accounting for:	96.2% total of voting shares of attending and voting shareholders
d. Total of dis agreed voting shares, accounting for:	0% total of voting shares of attending and voting shareholders
e. Total of no comment voting shares, accounting for:	3.8% total of voting shares of attending and voting shareholders
f. Total of invalid voting shares, accounting for:	0 shares
g. Total of no return voting shares, accounting	0 shares

for:

**4. The General Director's report on the business Operation**

a. Total of voting shares of attending and voting the shareholders:	52,286,693 Shares
b. Total of invalid voting shares:	0 Shares
c. Total of agreed voting shares, accounting for:	96.2% total of voting shares of attending and voting shareholders
d. Total of dis agreed voting shares, accounting for:	0% total of voting shares of attending and voting shareholders
e. Total of no comment voting shares, accounting for:	3.8% total of voting shares of attending and voting shareholders
f. Total of invalid voting shares, accounting for:	0 shares
g. Total of no return voting shares, accounting for:	0 shares

**5. The proposal for the audited financial report for 2025:**

a. Total of voting shares of attending and voting the shareholders:	52,286,693 Shares
b. Total of invalid voting shares:	0 Shares
c. Total of agreed voting shares, accounting for:	96.2% total of voting shares of attending and voting shareholders
d. Total of dis agreed voting shares, accounting for:	0% total of voting shares of attending and voting shareholders
e. Total of no comment voting shares, accounting for:	3.8% total of voting shares of attending and voting shareholders
f. Total of invalid voting shares, accounting for:	0 shares
g. Total of no return voting shares, accounting for:	0 shares

**6. The proposal for the profit distribution plan for 2025 and the profit-sharing plan in 2026:**

a. Total of voting shares of attending and voting the shareholders:	52,286,693 Shares
b. Total of invalid voting shares:	0 Shares
c. Total of agreed voting shares, accounting for:	96.2% total of voting shares of attending and voting shareholders
d. Total of dis agreed voting shares, accounting for:	0% total of voting shares of attending and voting shareholders
e. Total of no comment voting shares, accounting for:	3,8% total of voting shares of attending and voting shareholders

f. Total of invalid voting shares, accounting for: 0 shares

g. Total of no return voting shares, accounting for: 0 shares

**7. The proposal for the Board of Directors and Supervisory Board's operating budget:**

a. Total of voting shares of attending and voting the shareholders: 52,286,693 Shares

b. Total of invalid voting shares: 0 Shares

c. Total of agreed voting shares, accounting for: 96.2% total of voting shares of attending and voting shareholders

d. Total of dis agreed voting shares, accounting for: 0% total of voting shares of attending and voting shareholders

e. Total of no comment voting shares, accounting for: 3.8% total of voting shares of attending and voting shareholders

f. Total of invalid voting shares, accounting for: 0 shares

g. Total of no return voting shares, accounting for: 0 shares

**8. The proposal for the list of auditing and reviewing units for the financial report of 2026:**

a. Total of voting shares of attending and voting the shareholders: 52,286,693 Shares

b. Total of invalid voting shares: 0 Shares

c. Total of agreed voting shares, accounting for: 96.2% total of voting shares of attending and voting shareholders

d. Total of dis agreed voting shares, accounting for: 0% total of voting shares of attending and voting shareholders

e. Total of no comment voting shares, accounting for: 3.8% total of voting shares of attending and voting shareholders

f. Total of invalid voting shares, accounting for: 0 shares

g. Total of no return voting shares, accounting for: 0 shares

**9. The proposal for the Company's additional business lines:**

a. Total of voting shares of attending and voting the shareholders: 52,286,693 Shares

b. Total of invalid voting shares: 0 Shares

c. Total of agreed voting shares, accounting for: 100% total of voting shares of attending and voting shareholders

d. Total of dis agreed voting shares, accounting for: 0% total of voting shares of attending

for: and voting shareholders

e. Total of no comment voting shares, accounting for: 0% total of voting shares of attending and voting shareholders

f. Total of invalid voting shares, accounting for: 0 shares

g. Total of no return voting shares, accounting for: 0 shares

**10. The proposal for the policy capital contribution, share acquisition, and the establishment of subsidiaries and associates:**

a. Total of voting shares of attending and voting the shareholders: 52,286,693 Shares

b. Total of invalid voting shares: 0 Shares

c. Total of agreed voting shares, accounting for: 96.2% total of voting shares of attending and voting shareholders

d. Total of dis agreed voting shares, accounting for: 0% total of voting shares of attending and voting shareholders

e. Total of no comment voting shares, accounting for: 3.8% total of voting shares of attending and voting shareholders

f. Total of invalid voting shares, accounting for: 0 shares

g. Total of no return voting shares, accounting for: 0 shares

**11. The proposal for the listing of shares:**

a. Total of voting shares of attending and voting the shareholders: 52,286,693 Shares

b. Total of invalid voting shares: 0 Shares

c. Total of agreed voting shares, accounting for: 96.2% total of voting shares of attending and voting shareholders

d. Total of dis agreed voting shares, accounting for: 0% total of voting shares of attending and voting shareholders

e. Total of no comment voting shares, accounting for: 43.8% total of voting shares of attending and voting shareholders

f. Total of invalid voting shares, accounting for: 0 shares

g. Total of no return voting shares, accounting for: 0 shares

**12. The proposal for the plan for the public offering of additional shares to existing shareholders**

a. Total of voting shares of attending and voting the shareholders:	52,286,693 Shares
b. Total of invalid voting shares:	0 Shares
c. Total of agreed voting shares, accounting for:	96.2% total of voting shares of attending and voting shareholders
d. Total of dis agreed voting shares, accounting for:	0% total of voting shares of attending and voting shareholders
e. Total of no comment voting shares, accounting for:	3.8% total of voting shares of attending and voting shareholders
f. Total of invalid voting shares, accounting for:	0 shares
g. Total of no return voting shares, accounting for:	0 shares

**13. The proposal to issue shares for dividend payment**

a. Total of voting shares of attending and voting the shareholders:	52,286,693 Shares
b. Total of invalid voting shares:	0 Shares
c. Total of agreed voting shares, accounting for:	96.2% total of voting shares of attending and voting shareholders
d. Total of dis agreed voting shares, accounting for:	0% total of voting shares of attending and voting shareholders
e. Total of no comment voting shares, accounting for:	3.8% total of voting shares of attending and voting shareholders
f. Total of invalid voting shares, accounting for:	0 shares
g. Total of no return voting shares, accounting for:	0 shares

**14. The proposal to amend and supplements to the Company Charter**

a. Total of voting shares of attending and voting the shareholders:	52,286,693 Shares
b. Total of invalid voting shares:	0 Shares
c. Total of agreed voting shares, accounting for:	100% total of voting shares of attending and voting shareholders
d. Total of dis agreed voting shares, accounting for:	0% total of voting shares of attending and voting shareholders
e. Total of no comment voting shares, accounting for:	0% total of voting shares of attending and voting shareholders
f. Total of invalid voting shares, accounting for:	0 shares
g. Total of no return voting shares, accounting for:	0 shares

**15. The proposal to amend and supplements to the Company's Internal Governance**

**Regulations**

- |   |   |
|---|---|
| a. Total of voting shares of attending and voting the shareholders: | 52,286,693 Shares   |
| b. Total of invalid voting shares:                                  | 0 Shares  |
| c. Total of agreed voting shares, accounting for:                   | 96.2% total of voting shares of attending and voting shareholders |
| d. Total of dis agreed voting shares, accounting for:               | 0% total of voting shares of attending and voting shareholders    |
| e. Total of no comment voting shares, accounting for:               | 3.8% total of voting shares of attending and voting shareholders  |
| f. Total of invalid voting shares, accounting for:                  | 0 shares  |
| g. Total of no return voting shares, accounting for:                | 0 shares  |

**16. The proposal to amend and supplements to the Board of Directors' Operating**

**Regulations**

- |   |   |
|---|---|
| a. Total of voting shares of attending and voting the shareholders: | 52,286,693 Shares   |
| b. Total of invalid voting shares:                                  | 0 Shares  |
| c. Total of agreed voting shares, accounting for:                   | 96.2% total of voting shares of attending and voting shareholders |
| d. Total of dis agreed voting shares, accounting for:               | 0% total of voting shares of attending and voting shareholders    |
| e. Total of no comment voting shares, accounting for:               | 3.8% total of voting shares of attending and voting shareholders  |
| f. Total of invalid voting shares, accounting for:                  | 0 shares  |
| g. Total of no return voting shares, accounting for:                | 0 shares  |

**17. The proposal to amend and supplements to the Supervisory Board's Operating**

**Regulations**

- |   |   |
|---|---|
| a. Total of voting shares of attending and voting the shareholders: | 52,286,693 Shares   |
| b. Total of invalid voting shares:                                  | 0 Shares  |
| c. Total of agreed voting shares, accounting for:                   | 96.2% total of voting shares of attending and voting shareholders |
| d. Total of dis agreed voting shares, accounting for:               | 0% total of voting shares of attending and voting shareholders    |
| e. Total of no comment voting shares, accounting for:               | 3.8% total of voting shares of attending and voting shareholders  |
| f. Total of invalid voting shares, accounting for:                  | 0 shares  |
| g. Total of no return voting shares, accounting for:                | 0 shares  |

**18. The proposal for the dismissal/ election of additional member of the Supervisory Board:**

- |   |   |
|---|---|
| a. Total of voting shares of attending and voting the shareholders: | <b>52,286,693 Shares</b>  |
| b. Total of invalid voting shares:                                  | <b>0 Shares</b>   |
| c. Total of agreed voting shares, accounting for:                   | <b>95.18%</b> total of voting shares of attending and voting shareholders |
| d. Total of dis agreed voting shares, accounting for:               | <b>0%</b> total of voting shares of attending and voting shareholders     |
| e. Total of no comment voting shares, accounting for:               | <b>4.82%</b> total of voting shares of attending and voting shareholders  |
| f. Total of invalid voting shares, accounting for:                  | <b>0 shares</b>   |
| g. Total of no return voting shares, accounting for:                | <b>0 shares</b>   |

**19. The Results of the election of additional members of the Board of Supervisors:**

No.	Full name	Position	Total of approval vote shares
1	Le Cao Canh	Member of the Supervisory Board	52,286,693

Mrs. Nguyen Truc Mai, on behalf of the Secretariat, read the draft Minutes and draft Resolution for the General Meeting to approve.

The General Meeting agreed to approve the contents of the Minutes and the Resolution of the Meeting and authorized the Chairperson and the Secretariat to sign the Minutes and the Resolution of the Meeting.

Mr. Pham Hung Cuong – Chairperson of the Board of Directors, on behalf of the Presidium, declared the closing of the General Meeting.

The Minutes of the 2026 Annual General Meeting consist of 11 pages, prepared in 03 copies.

The meeting ended at 12h AM on April 14<sup>th</sup>, 2026.

**THE SECRETARIAT**

**CHAIRPERSON**

**Nguyen Truc Mai**

**Huynh Thi Ngoc Thinh**

**Pham Hung Cuong**



No: 01/2026/NQ-ĐHĐCD

HCMC, April 14<sup>th</sup> 2026

## RESOLUTION OF THE 2026 ANNUAL GENERAL MEETING OF SHAREHOLDERS

### DESIGN AND CONSTRUCTION JOINT STOCK COMPANY NO. 1

- Pursuant to the Enterprise Law No. 59/2020/QH14 dated June 17, 2020, and its implementation guidelines;
- Pursuant to the Securities Law No. 54/2019/QH14 dated November 26, 2019 and its implementation guidelines;
- Pursuant to the Charter of DECOFI;
- Pursuant to the Meeting minutes of the 2026 Annual General meeting of shareholders

### RESOLVE

**Article 1.** Approval of the Board of Directors' report on the summary of Company's business result for 2025 and the Business plan for 2026 with the following key contents:

1. The Business result for 2025:

- Total Asset: 1.685.829.401.598 VND.
- Net Revenue: 1.969.711.686.292 VND.
- Earnings before tax: 95.207.211.864 VND.
- Earnings after tax: 75.539.656.121 VND

2. The Business plan for 2026:

- Revenue: 2.800.000.000.000 VND.
- Earnings before Tax: 100.000.000.000 VND.

**Article 2.** Approval of the Independence BOD member's report

**Article 3.** Approval of the Board of Supervisors' report.

**Article 4.** Approval of The General Director report about business performance

**Article 5.** Approval of the Audited Financial statement for 2025 (according to attached document).

**Article 6.** Approval of the profit distribution plan in 2025 and the profit-sharing plan in 2026, with the following contents:

**1. The profit distribution plan in 2025:**

Pursuant to Circular 200/2014/TT-BTC dated December 22, 2014, A joint stock company is only allowed to allocate its funds and pay dividends to shareholders after it has fulfilled its tax and financial obligations to the State Budget in accordance with the Law and has fully compensated for previous losses as per the regulations of the law and the Company's Charter

- Earnings after tax (EAT) in 2025: 75.539.656.121 VND
- EAT is distributed as follow:
  - + Development investment fund (5% EAT): 3.776.982.806 VND
  - + Reward fund (8% EAT): 6.043.172.490 VND
  - + Remuneration for the Board of Directors / Supervisory Board: 3.428.000.000 VND
  - + Remaining Profit: 62.291.500.825 VND
  - + Retained Earnings of previous years: 10.304.613.189 VND
  - + Stock dividend (12% of equity): 63.598.669.200 VND
  - + Total retained Earnings after allocation of funds, remuneration, stock dividend: 8.997.444.814 VND

**2. The profit- sharing plan in 2026:**

- Development Investment Fund allocation: 10% EAT.
- Reward and Welfare Fund allocation: 15% EAT
- Maximum dividend profit: 50% EAT.

**Article 7.** Approval of operating budget of the Board of Directors and Supervisory Board as follow:

- The operating budget includes: the remuneration, bonuses, other benefits and other costs for the BOD and BOS in the 2026 fiscal year is allocated from company expenses. Maximum expenditure is determined by 7% of the Earnings After Tax for the 2026 fiscal year, but not lower than 2 billion Vietnamese dong.

**Article 8.** Approval of the List of independent audit firms to conduct the audit and review the 2026 financial statements.

**Article 9.** Approval of the additional business lines of the Company.

312  
ÔNG  
Ổ P  
DỰ  
HIỆT  
30  
Ổ H

**Article 10.** Approval of the policy on capital contribution and/or the acquisition of shares; and the establishment or acquisition of subsidiaries and associates.

**Article 11.** Approval of the listing of shares.

**Article 12.** Approve of the plan for shares issuance for dividend payment

**Article 13.** Approval of the plan for the offering of additional shares to existing shareholders.

**Article 14.** Approval of amendments and supplements to the Company Charter.

**Article 15.** Approval of amendments and supplements to the Company's Internal Governance Regulations.

**Article 16.** Approval of amendments and supplements to the Operating Regulations of the Board of Directors.

**Article 17.** Approval of amendments and supplements to the Operating Regulations of the Supervisory Board

**Article 18.** Approval of the dismissal of Mr. Vu Ngoc Tue from the position of Member of the Supervisory Board for the 2024–2029 term

**Article 19.** Approval of the List of Nominees for the supplementary election of Members of the Supervisory Board for the 2024–2029 term

**Article 20.** Approval of the results of the supplementary election of Members of the Supervisory Board for the 2024–2029 term

Newly elected Member of the Supervisory Board: Mr Le Cao Canh

**Article 21.** Enforcement Provisions:

This Resolution was approved by the 2026 Annual General Meeting of DECOFI's Shareholders signed April 14<sup>th</sup>, 2026 and takes effect from the date of signing hereof./.  
Members of the Board of Directors, Board of Supervisors, Executive Board, and Shareholders are responsible for implementing this Resolution and organizing its implementation under their authorities and functions, following the Law and the Company's Charter.

**ON BEHALF OF THE BOD  
CHAIRPERSON**

**Recipient:**

- Article 21;
- SSX, HNX;
- Save BOD's office.

*(Signed)*

**PHAM HUNG CUONG**



**REPORT OF THE BOARD OF DIRECTORS  
ANNUAL GENERAL MEETING OF SHAREHOLDERS IN 2026****Dear: GENERAL MEETING OF SHAREHOLDERS**

The Board of Directors (BOD) of Design and Construction Joint Stock Company No. 1 (DECOFI) respectfully reports to Shareholders on the Company's Operating Results in 2025 and presents the BOD's operating plan for 2026, with specific development goals and strategies to improve the Company's operational efficiency and sustainable development.

**I. THE 2025 PRODUCTION AND BUSINESS PERFORMANCE SUMMARY****1. The current situation of the Company.**

The construction industry is grappling with supply chain volatility, rising material costs, intensifying competition, and shifting regulations, creating significant challenges for enterprises across the sector. In this general situation, the Company made efforts to achieve the planning goals submitted to the General Shareholders' Meeting (GSM), maintain stability in production and business, and create a solid foundation for operations in the coming years.

In 2025, although the construction industry faced many difficulties, the Company achieved very positive results. The Company has successfully achieved and exceeded the targets set forth in the Annual General Meeting of Shareholders for 2025. Specifically;

**The revenue in 2025:** 1.969,71 billion VND, reaching **103,67 % of the plan**, an increase of **48,50%** compared to 2024.

**Profit after:** 75,54 billion VND, reaching **107,91% of the plan**, an increase of **91,80%** compared to 2024.

In the unpredictable and unfavorable economic situation, the above-mentioned Company's Business results are remarkable efforts that deserve recognition, in which the BOD highly appreciated the management and direction of the Executive Board (EB), which has ensured growth targets as well as stability in all areas of the Company's operations. This is a solid foundation for the Company to continue to grow strongly in the coming years.

**2. Implementation status compared to plan**

In 2025, The Company completed 103,67% of the revenue target plan, and 107,91% of the benefit profit after tax plan which approved by the General Meeting of Shareholders on April 18<sup>th</sup>, 2025, mainly due to objective factors and some difficulties in the process projects. However, the Company continues to improve efficiency and complete goals in the coming time.

*Unit: Billion VND*

Items	Plan 2025	Perform 2025	Completion Rate
Revenue	1.900	1.969,71	103,67%
Benefit profit after tax	70	75,54	107,91%

+ **Fixed asset investment situation:** To meet the needs of high-rise building construction and other activities. In 2025, the Company invested in purchasing fixed assets, including Construction hoists and other machinery and equipment for about 6,44 billion VND; Car for about 2,25 billion VND; Containers and Office facilities and equipment for about 1,4 billion VND; and completion of Office Renovation for about 6,44 million VND. The purchase of formwork scaffolding, tools, construction equipment, and management is about 48,13 billion VND.

+ **Debt situation:** In general, the Company didn't have any major changes in its debt in the past year. All debts are managed and paid on time, with no bad debts. The Company maintains a prudent financial management policy, ensuring debt repayment capacity and maintaining financial stability. Managing good debt helps the Company maintain its reputation in the market and have enough resources to continue implementing new projects and expanding business operations.

### 3. Business Result

*Unit: Billion VND*

Items	2025	2024	% 2025/2024
Total Asset Value	1.685,83	1.041,14	161,92%
Total Revenue	1.969,71	1.326,41	148,50%
Net Revenue	1.969,71	1.326,41	148,50%
Gross Profit	157,65	109,13	144,46%
Gross profit/revenue ratio	8,00%	8,23%	97,21%
Financial revenue	13,93	0,10	14.217,20%
Expense finance	17,41	8,91	195,33%
<i>In which: Interest expense</i>	17,41	8,91	195,33%
Profit or loss in associated companies	0	2,16	
Selling expenses	1,48	0,59	249,32%
General and administrative expenses	60,68	52,23	116,18%
Net profit from business operations	92,00	49,65	185,29%
Other profits and losses	3,21	0,37	872,96%
Profit before tax	95,21	50,02	190,34%
Profit after tax	75,54	39,38	191,80%

Earnings per share EPS (VND)	1.112	732	151,91%
------------------------------	-------	-----	---------

#### 4. Liquidity, capital structure, asset structure, and operating capacity

Items	2025	2024
Current Ratio	1,21	1,13
Quick Ratio	0,96	0,87
Debt/Total Assets Ratio	0,61	0,53
Debt/Equity Ratio	0,70	0,38
Current Assets/Total Assets	0,74	0,60
Fixed Assets/Total Assets	0,04	0,06
Inventory turnover	8,96	12,47
Net Sales/Total Assets	1,17	1,27

#### 5. Earnings Power

Items	2025	2024
Profit after tax/Net revenue	3,84%	2,97%
Profit after tax/Equity	11,60%	8,13%
Profit after tax/Total assets	4,48%	3,78%
Profit before tax/Net revenue	4,83%	3,77%

## II. ACTIVITIES OF THE BOARD OF DIRECTORS IN 2025.

### 1. The Member of BOD

The BOD of DECOFI has 05 members in 2025 changed in the BOD' personnel, specifically as follows:

No.	Full name	Position	Note
1	Mr. Pham Hung Cuong	Chairman of the Board	
2	Mr. Chu Quang Huan	Deputy Chairman of BOD	
3	Mr. Nguyen Minh Tam	Board Member	
4	Mr. Ho Viet Trung	Board Member	
5	Mr. Nguyen Ba Tho	Board Member	Relieved of duty from 21/11/2025
6	Mr. Dang Hong Minh	Board Member	Appointment from 21/11/2025

### 2. Activities of BOD in 2025

In 2025, the BOD seriously implemented the contents approved at the **2025 Annual and Extraordinary General Meeting of Shareholders**. At the same time, the BOD has focused on promoting the supervision of the Board of Management's activities through regular meetings to

evaluate the Company's business performance. These meetings not only help assess the current situation but also provide strategic direction for the next stages, ensuring the Company's sustainable development.

According to the Board of Directors' operation plan, the BOD's work has been carried out by the Resolution of the General Meeting of Shareholders, strictly complying **with the Company's Charter, the Company's internal regulations on corporate governance, the BOD's operating regulations, and current legal regulations**. All members of the BOD have demonstrated a high sense of responsibility, are clear about their assigned tasks, and are always careful in performing their duties for the common Company's benefits. Management and operation have always been carried out transparently and fairly, ensuring the rights of Shareholders and related parties.

In 2025, in addition to holding **the Annual General Meeting of Shareholders on April 18<sup>th</sup> 2025, the Board of Directors also held an Extraordinary General Meeting of Shareholders on November 21<sup>st</sup>, 2025** to review and decide on several important matters within the authority of the General Meeting of Shareholders.

In addition to performing and completing the general responsibilities for the BOD's activities, the members have successfully completed the tasks as assigned by the BOD. Each member has been proactive and made efforts to complete the work, actively contributing to the Company's important decisions and the overall success of the past year.

### 3. The meetings and documents issued by BOD in 2025

The BOD's activities are organized and conducted in accordance with the Company's Charter and current legal regulations. The minutes and Resolutions approving and passing issues related to the functions, tasks, and rights of the collective and individual members of the BOD in all aspects of the Company's operations have all reached the consensus of the members, ensuring implementation by regulations.

In 2025, the BOD held 35 meetings, focusing on resolving issues under the authority of the BOD as well as key issues related to the Company's business operations. The list of Resolutions and Decisions issued by the BOD in 2025 is as follows:

No.	Time	Content	Attend	Resolution/ Decision No.
1.	January 01 <sup>st</sup> , 2025	Resolution on the Establishment of the Lunar New Year 2025 Reward Committee	5/5	01/2025/NQ-HĐQT
2.	January 20 <sup>th</sup> , 2025	Resolution on the Allocation of support to employees during the Lunar New Year 2025	5/5	03/2025/NQ-HĐQT
3.	January 24 <sup>th</sup> , 2025	Resolution on the Advance payment of remuneration to members of the Board of Directors and Supervisory Board for 2025	5/5	04/2025/NQ-HĐQT
4.	February 17 <sup>th</sup> 2025	Temporary suspend business at DECOFI Hoang An Co. Ltd from March 1, 2025 to February 28, 2026.	5/5	05/2025/NQ-HĐQT

No.	Time	Content	Attend	Resolution/ Decision No.
5.	February 26 <sup>th</sup> , 2025	Resolution on the Approval for the last registration date to make shareholders' rights.	5/5	06/2025/NQ-HĐQT
6.	March 19 <sup>th</sup> , 2025	Resolution on the Execution of a credit line agreement with Nam A Commercial Joint Stock Bank – An Dong Branch.	5/5	07/2025/NQ-HĐQT
7.	March 27 <sup>th</sup> , 2025	Resolution on the Approval of the agenda and meeting materials for the Annual General Meeting of Shareholders 2025	4/4	08/2025/NQ-HĐQT
8.	April 18 <sup>th</sup> , 2025	Resolution on the Assignment of duties, advance payment of Remuneration to the Board of Directors and Supervisory Board, and the establishment of the Company's salary committee for 2025.	5/5	08A/2025/NQ-HĐQT
9.	April 21 <sup>st</sup> , 2025	Resolution on the implementation of the plan to issue shares to increase charter capital from owners' equity.	5/5	09/2025/QD-HĐQT
10.	April 25 <sup>th</sup> , 2025	Resolution on the Continuation of credit transactions with Nam A Commercial Joint Stock Bank – An Dong Branch	5/5	10/2025/NQ-HĐQT
11.	May 16 <sup>th</sup> , 2025	Resolution on the Approval for the last registration date to make shareholders' rights.	5/5	11/2025/NQ-HĐQT
12.	May 29 <sup>th</sup> , 2025	resolution on the appointment of the audit firm to review the semi-annual financial statements and audit the annual financial statements for 2025.	5/5	12/2025/NQ-HĐQT
		Decision on the Establishment of the debt recovery committee	5/5	13/2025/QD-HĐQT
13.	June 03 <sup>rd</sup> , 2025	Resolution on the Approval of the results of share issuance to increase charter capital from owners' equity	5/5	14/2025/NQ-HĐQT
14.	June 12 <sup>nd</sup> , 2025	Decision on the Establishment of the committee for asset inventory, quality assessment, and disposal as of June 30, 2025.	5/5	14A/2025/NQ-HĐQT
15.	June 13 <sup>rd</sup> , 2025	Resolution on the Amendment and supplementation of the company's charter of organization and operation.		15/2025/NQ-HĐQT
16.	June 23 <sup>rd</sup> , 2025	Resolution on credit transactions with Nam A Commercial Joint Stock Bank – An Dong Branch."	5/5	16/2025/NQ-HĐQT
17.	July 02 <sup>nd</sup> 2025	Resolution on the Implementation of the plan for private placement of shares.	5/5	17/2025/NQ-HĐQT
18.	July 02 <sup>nd</sup> 2025	Resolution on Ensuring that the share issuance complies with regulations on foreign ownership limits.	5/5	18/2025/NQ-HĐQT
19.	July 02 <sup>nd</sup> 2025	Resolution on the Approval of the dossier for private placement of shares.	5/5	19/2025/NQ-HĐQT
20.	July 10 <sup>th</sup> 2025	Resolution on the Amendment of the company's organizational structure.	5/5	20/2025/QD-HĐQT

No.	Time	Content	Attend	Resolution/ Decision No.
		Decision on the Appointment of the company's construction director		21/2025/NQ-HĐQT
		Decision on the Appointment of the company's deputy general director		22/2025/NQ-HĐQT
21.	July 10 <sup>th</sup> 2025	Resolution on the Issuance of bid guarantees at MB Commercial Joint Stock Bank – East Saigon Branch.	5/5	21A/2025/NQ-HĐQT
22.	July 15 <sup>th</sup> 2025	Resolution on the Approval of financial leasing for business operations.	5/5	22A/2025/NQ-HĐQT
23.	July 16 <sup>th</sup> 2025	Resolution on the Approval of the credit line plan at Military Commercial Joint Stock Bank – East Saigon Branch.	5/5	23/2025/NQ-HĐQT
24.	July 18 <sup>th</sup> 2025	Resolution on the Investment in containers and i-beam covers for projects.	5/5	24/2025/NQ-HĐQT
25.	July 25 <sup>th</sup> 2025	Resolution on the Approval of the Plan to purchase Generali life insurance for management personnel	5/5	25/2025/NQ-HĐQT
26.	August 05 <sup>th</sup> 2025	Resolution on the Purchase of construction hoists for the high-rise residential and commercial-office project	5/5	26/2025/NQ-HĐQT
27.	August 07 <sup>th</sup> 2025	Resolution on the Determination of the offering price for private placement of shares	5/5	27/2025/NQ-HĐQT
28.	August 07 <sup>th</sup> 2025	Resolution on the Opening of a credit line at Military Commercial Joint Stock Bank – East Saigon Branch	5/5	28/2025/NQ-HĐQT
29.	August 26 <sup>th</sup> 2025	Resolution on the Approval of the credit line plan at Vietnam International Commercial Joint Stock Bank – Saigon Branch	5/5	29/2025/NQ-HĐQT
30.	September 11 <sup>th</sup> 2025	Resolution on the Appointment of the Company's capital representative at DECOFI Hoang An Construction One-Member Limited Liability Company.	5/5	29A/2025/NQ-HĐQT
31.	September 15 <sup>th</sup> 2025	Resolution on the Approval of the results of the private placement of shares	5/5	30/2025/NQ-HĐQT
32.	September 23 <sup>rd</sup> 2025	Resolution on the Amendment and supplementation of the Company's charter of organization and operation		31/2025/NQ-HĐQT
33.	October 07 <sup>th</sup> 2025	Resolution on Convening the first Extraordinary General Meeting of Shareholders in 2025	5/5	32/2025/NQ-HĐQT
34.	October 15 <sup>th</sup> 2025	Resolution on the Approval of the credit line plan at Techcom bank – Binh Duong Branch	5/5	32A/2025/NQ-HĐQT
35.	October 16 <sup>th</sup> 2025	Resolution on the Execution of a credit line agreement at An Binh Commercial Joint Stock Bank – Ho Chi Minh City Branch	5/5	32B/2025/NQ-HĐQT

No.	Time	Content	Attend	Resolution/ Decision No.
36.	October 30 <sup>th</sup> 2025	Resolution on the Approval of the agenda and meeting materials for the First Extraordinary General Meeting of Shareholders in 2025	5/5	33/2025/NQ-HĐQT
37.	November 17 <sup>th</sup> 2025	Resolution on the Approval of the change of the company's seal design	5/5	34/2025/NQ-HĐQT
38.	November 21 <sup>st</sup> 2025	Resolution on the Assignment of duties to members of the Board of Directors.	5/5	35/2025/NQ-HĐQT
39.	December 10 <sup>th</sup> 2025	Decision on the establishment of the committee for asset inventory, quality assessment, and disposal as of December 31, 2025	5/5	36/2025/QĐ-HĐQT

#### 4. Report on transactions with Board members and related persons of Board members

Board of Directors/ Stakeholders	Relationship	Content	Transaction value (VND)
Eco Grand Land Development and Investment Co., Ltd	Related parties	Construction	19.073.416.222
Phuc An Gia Real Estate Investment Co., Ltd	Related parties	Construction Electrical and Plumbing installation	299.316.426.741 462.749.438
Green View Development and Investment Co., Ltd	Related parties	Construction	31.883.615.792

#### 5. Board of Directors' remuneration in 2025

According to the Resolution of the 2025 Annual General Meeting of Shareholders, the remuneration of the BOD and the Board of Supervisors (BOS) is a maximum of 7% of the Profit after tax of the fiscal year. In 2025, the remuneration for the BOD and the BOS was settled at VND 3.428.000.000, which is 4,5% of the Profit after tax (In which: the BOD - VND 2.636.000.000 and the BOS - VND 792.000.000). The detailed remuneration for the BOD is as follows:

No.	Full Name	Position	Amount ( VND )
1	Mr. Pham Hung Cuong	Chairman of the Board	2.060.000.000
2	Mr. Chu Quang Huan	Vice Chairman of BOD	144.000.000
3	Mr. Nguyen Minh Tam	Member of BOD	144.000.000
4	Mr. Nguyen Ba Tho	Member of BOD	132.000.000
5	Mr. Ho Viet Trung	Member of BOD	144.000.000
6	Mr. Dang Hong Minh	Member of BOD	12.000.000

#### 6. Board of Directors' assessment of the Executive Board's activities

Facing many challenges in 2025, the EB has implemented its tasks with flexibility and high determination. The EB's activities are carried out by the provisions of Law, the Charter and Internal regulations of the Company, and comply with the resolutions and decisions of the BOD.

**a. Implementing the Board of Directors' decisions strictly:**

- The EB was serious and effective in developing the Board of Directors' resolutions, ensuring that the goals and plans are implemented on schedule and with high efficiency

**b. Fulfilling financial obligations and policies towards employees:**

- The EB paid the full amount of tax due and fees to the State budget by regulations
- The company has well-implemented policies towards employees, including paying salaries in full and on time, paying social insurance and health insurance by regulations, providing necessary working equipment, and constantly improving the working environment to increase satisfaction and work performance of employees.

**c. Maintain calendar scheduled:**

- The EB maintained a regular meeting schedule to evaluate the business results, learn from experience, and propose solutions to resolve problems in the operation process. Thereby ensuring that production activities take place effectively.

**d. Reporting regime:**

- The EB has strictly implemented the regime of periodic reporting of activities, financial reports, and annual reports following the provisions of law and the Company's internal regulations. The reports are prepared fully, accurately, and promptly, helping the BOD and Shareholders have an overview of the Company's operations.

Under the close BOD's guidance and the continuous efforts of the EB and officers, the Company has overcome difficulties and successfully completed the 2025 business plan, creating a solid foundation for achieving the goals in 2026 and the following years.

**7. Income of the EB, Chief Financial Officer and Chief Accountant in 2025**

In 2025, the income of the EB, CFO and Chief Accountant is: VND 6.143.283.969 details as follows

No.	Full Name	Position	Amount ( VND )
1	Mr. Nguyen Minh Tam	General Director	2.015.516.310
2	Mr. Chu Quang Huan	Deputy General Manager	1.884.163.291
3	Mr. Tran Thuan Loi	Deputy General Manager	406.033.755
4	Mr. Le Thanh Tung	Chief Financial Officer	877.445.237
5	Mr. Duong Dinh Tam	Chief Accountant	960.125.376

## **8. The implementation status of contents in the Resolution of the Annual General Meeting of Shareholders in 2025**

The progress report of implementation of plans according to Resolution of the General Meeting of Shareholders No. 01/2025/NQ-DHCD dated April 18, 2025 as follows:

### **a. Recovery of investment capital:**

- Investment cooperation with Ky Nguyễn Construction and Investment Development Co., Ltd to implement the Model Rural Residential Area in Dambri (Phase 1) project in Dambri Commune, Bao Loc City, Lam Dong province: Infrastructure completion was inspected and accepted by state authorities in June 2025
- Investment cooperation with Green View Investment and Development Co., Ltd to implement the Green View Model Rural Residential Area project in Dambri Commune, Bao Loc City, Lam Dong province: The construction of the technical infrastructure system was inspected and accepted by state authorities in December 2025.

Currently, both projects are awaiting approval from the competent authorities regarding the land-use purpose conversion valuation, which serves as the basis for executing business and sales plans. Consequently, recovering the investment capital in 2025 would not yield optimal returns for the Company. Therefore, the Board of Directors has decided to postpone the recovery of capital from these two projects. The Company will continue to monitor their progress and will evaluate capital recovery plans at an appropriate time to ensure investment efficiency.

### **b. Issuance of shares to increase charter capital:**

The Company has successfully executed a share issuance to increase share capital from equity, in accordance with the following resolutions:

- Resolution No. 09/2025/NQ-HĐQT dated April 21, 2025, regarding the approval of the issuance plan; and
- Resolution No. 14/2025/NQ-HĐQT dated June 3, 2025, regarding the ratification of the results of the share issuance to increase share capital from equity.

### **c. Private Placement of Shares:**

The Company successfully executed a private placement in accordance with:

- Resolution No. 17/2025/NQ-HĐQT dated July 2nd, 2025 and
- Resolution No. 30/2025/NQ-HĐQT dated September 15th, 2025, regarding the ratification of the results of the private share offering

The company has prepared a report on the use of capital raised from the offering, which has been audited in accordance with regulations, and has disclosed the information (attached report).

### **d. Employee Stock Ownership plan (ESOP)**

The 2025 Annual General Meeting of Shareholders (AGM) approved the plan for share issuance under the Employee Stock Ownership Plan (ESOP). However, the Company did not implement this plan during the 2025 fiscal year. Once a specific execution schedule is established, the Company will

submit the plan to the General Meeting of Shareholders for review and approval in compliance with applicable regulation

### III. BUSINESS PRODUCTION PLAN 2026

#### ❖ Plan targets for 2026

- Revenue 2026: **2.800 billion VND.**
- Profit after tax: **100 billion VND.**

To achieve the 2026 plan goals, the Company continues to seek and develop potential projects, specifically the following projects:

#### ❖ Solutions for implementation.

In 2026, the Board of Directors will focus on directing and implementing key solutions to effectively achieve the business and production targets approved by the General Meeting of Shareholders, specifically as follows:

- **Strengthening the direction and supervision of business and production activities:**  
The Board of Directors will continue to closely direct and supervise the Management Board in implementing the 2026 business plan; organize periodic meetings to monitor progress, evaluate operational efficiency, and provide timely and appropriate adjustment solutions
- **Expanding the market and finding new partners:**  
The BOD will continue to work with the EB to implement solutions to access and expand domestic and foreign markets. The Company will seek new strategic partners and exploit business cooperation opportunities to increase market share and enhance competitiveness.  
Furthermore, in order to take a more proactive approach in securing construction materials for project execution, the Board of Directors aims to research and propose investments in potential sand and stone quarries. Such investments will not only ensure a stable supply of materials and control input costs but also contribute to enhancing the Company's long-term operational efficiency
- **Brand development and enhancement for enterprises imagine:**  
Promoting the Company's brand through communication channels such as the Website, social networks, and digital media platforms. The goal is to enhance brand recognition and create a professional image in customers.
- **Developing high-quality human resources:**  
Focus on developing a high-quality workforce, committed and accompanying the Company for a long time. DECOFI will implement training policies, develop skills, attract talent, and implement competitive compensation programs to improve the capacity and motivation of the staff.
- **Digital Transformation & Governance Enhancement:**
  - *Digitalizing Management & Operations*

The Company will accelerate digital transformation by deploying integrated software systems for finance, accounting, project management, and internal workflows. These initiatives aim to enhance governance efficiency, ensure information transparency, and optimize operational costs.

- *Data-Driven Decision Making*

A strategic transition toward digitized workflows and centralized data management will be implemented to provide the Board with real-time insights for informed decision-making.

- *Operational Productivity*

By integrating advanced technology into construction and project management, the Company will drive labor productivity and overall operational performance.

▪ **Financial Governance & Corporate Compliance:**

The Company will strengthen financial oversight, cost control, and capital allocation efficiency. We remain committed to the full and timely fulfillment of all statutory financial and tax obligations in strict accordance with the law.

▪ **Information Transparency & Shareholder Rights**

We are dedicated to maintaining full, transparent, and timely information disclosure as required of a public company. The Company will continue to safeguard the legitimate rights and interests of shareholders, while focusing on maximizing corporate value and fostering sustainable development.

Best regards./.

**Recipient:**

- *Shareholders;*
- *Save BOD's office.*

*Ho Chi Minh City, 14/03/2026*

**ON BEHALF OF THE BOD  
CHAIRPERSON**

*Signed*

**PHAM HUNG CUONG**

**DESIGN AND CONSTRUCTION JOINT-STOCK COMPANY NO 1**

**AUDITED REPORT ON THE USE OF CAPITAL OBTAINED  
FROM THE PRIVATE OFFERING OF 10 MILLION SHARES IN 2025  
UP TO OCTOBER 6, 2025**



## **TABLE OF CONTENTS**

<b>CONTENT</b>	<b>PAGE</b>
REPORT OF THE BOARD OF MANAGEMENT	02 - 03
INDEPENDENT AUDITOR'S REPORT	04 - 05
REPORT ON THE USE OF CAPITAL OBTAINED FROM THE PRIVATE OFFERING OF 10 MILLION SHARES IN 2025 UP TO OCTOBER 6, 2025	06
NOTES TO THE REPORT ON THE USE OF CAPITAL OBTAINED FROM THE PRIVATE OFFERING OF 10 MILLION SHARES IN 2025 UP TO OCTOBER 6, 2025	07 - 12

## REPORT OF THE BOARD OF MANAGEMENT

The Board of management of Design And Construction Joint-Stock Company No 1 (hereinafter referred to as the "Company") presents its report and reports on the use of capital obtained from the private offering of 10 million shares in 2025 up to October 6, 2025 (hereinafter referred to as the "Report on the use of capital").

### Overview

Design And Construction Joint-Stock Company No 1 is a joint-stock company transformed from a state-owned enterprise under Decision No. 792/QĐ/BNN-TCCB dated March 21, 2003, issued by the Ministry of Agriculture and Rural Development. It operates under the initial business registration certificate No. 4103001711 dated July 14, 2003, granted by the Department of Planning and Investment of Ho Chi Minh City. The business registration certificate with enterprise code 0301248798 was amended for the 13th time on October 2, 2023 and the business registration certificates have changed.

The main activities of the Company are construction work and factory leasing.

The Company's head office located at 28 Mac Dinh Chi, Saigon Ward, Ho Chi Minh City.

**The Board of Directors, The Board of Management, and the Supervisory Board as of the date of this report are as follows:**

#### *The Board of Directors*

Mr Pham Hung Cuong	Chairman
Mr Chu Quang Huan	Vice Chairman
Mr Nguyen Minh Tam	Member
Mr Ho Viet Trung	Independent member
Mr Dang Hong Minh	Member

#### *Board of Management*

Mr Nguyen Minh Tam	General Director
Mr Chu Quang Huan	Deputy General Director
Mr Tran Thuan Loi	Deputy General Director
Mr Le Thanh Tung	Chief Financial Officer

#### *Board Of Supervisors*

Ms Tran Thi Binh An	Head
Ms Le Thi Minh	Member
Mr Vu Ngoc Tue	Member

#### **Auditor**

NVA Auditing Company Ltd has performed the review on the separate financial statements for the period from 1 January 2025 to 30 June 2025 for the Company.

#### **Legal Representative**

The legal representative of the Company as of the date of this report is Mr Nguyen Minh Tam.

124  
Đ  
S  
P  
D  
H  
T  
H  
H  
T  
O  
A  
H  
H

384  
G  
T  
H  
H  
T  
O  
A  
H  
H

**DESIGN AND CONSTRUCTION JOINT-STOCK COMPANY NO 1**  
28 Mac Dinh Chi, Saigon Ward, Ho Chi Minh City  
**Report of the Board of Management (continued)**

**Statement of the Board of Management's responsibility**

The Board of Management of the Company is responsible for preparing the Report on Capital Use that reflects the true and reasonable situation of capital use. During the implementation process, the Company must ensure full compliance with the provisions of the Securities Law, the Enterprise Law, the Company Charter, the Resolutions of the General Meeting of Shareholders and other relevant legal documents. During the preparation of this Report on Capital Use, the Board of Directors of the Company commits to comply with the following requirements:

- Establish and maintain internal controls that the Board of Management determines are necessary to enable the preparation and presentation of financial statements that are free from material misstatement, whether due to fraud or error;
- Select suitable accounting policies and apply them consistently;
- Make judgements and estimates that are reasonable and prudent;
- Prepare and present capital usage reports based on compliance with accounting standards, accounting regimes and current relevant regulations.

The Board of Management of the Company shall ensure that the accounting books are kept to reflect the Company's capital contribution situation with honesty and reasonableness at any time and ensure that the Capital Use Report complies with current regulations of the State. At the same time, it is responsible for ensuring the safety of the Company's assets and taking appropriate measures to prevent and detect fraud and other violations.

The Company's Board of Management commits that the Capital Use Report has honestly and reasonably reflected the capital use situation in accordance with Vietnamese accounting standards and regimes and complied with relevant current regulations.

The Board of Management commits that the Company has complied with its information disclosure obligations as stipulated in Circular No. 96/2020/TT-BTC dated November 16, 2020 of the Ministry of Finance guiding information disclosure on the securities market and Circulars 68/2024/TT-BTC dated September 18, 2024, Circular 18/2025/TT-BTC dated April 26, 2025; Government Decree No. 155/2020/ND-CP dated December 31, 2020 detailing the implementation of a number of articles of the Securities Law; Decree 245/2025/ND-CP dated September 11, 2025 amending and supplementing a number of articles of Decree No. 155/2020/ND-CP; and Circular No. 116/2020/TT-BTC. The Ministry of Finance's Circular No. 155/2020/ND-CP dated December 31, 2020, provides guidance on certain provisions regarding corporate governance applicable to public companies.



On behalf of the Board of Management

**Chu Quang Huan**  
Deputy General Director  
Ho Chi Minh City, 09 March 2026

No: 28.12.3.1/25/BCV/NVA

### INDEPENDENT AUDITOR'S REPORT

*Regarding the report on the use of capital raised from the private offering of 10 million shares up to October 6, 2025 of Design And Construction Joint-Stock Company No 1*

**To: Shareholders, The Board of Directors and The Board of Management  
Design And Construction Joint-Stock Company No 1**

We have audited the Report on the use of capital raised from the private offering of 10 million shares in 2025 up to October 6, 2025 of Design And Construction Joint-Stock Company No 1 (referred to as the "Company") prepared on 09 March 2026, and the notes to the Report on the use of capital (hereinafter referred to as the "Report on the use of capital") presented from page 06 to page 12 attached. This report is prepared on the basis of accounting presented in Note 2 of the Notes to the Report on the use of capital.

#### **The Board of Managements' responsibility**

The Board of Management is responsible for the preparation and the presentation to give a true and fair view on the report on the use of capital in accordance with the prevailing Vietnamese Accounting Standards and legal regulations related to the preparation and presentation of this report and is responsible for internal control that the Board of Directors determines is necessary to ensure the preparation and presentation of this report is free from material misstatement, whether due to fraud or mistakes.

#### **Auditor's responsibility**

Our responsibility is to express an opinion on the report on the use of capital based on our audit. We conducted our audit in accordance with Vietnamese Standards on Auditing. These standards require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether the report on the use of capital are free from material mistakes.

The audit fieldwork includes the implementation of procedures to obtain audit evidence supporting the amounts and the disclosures in the report on the use of capital. The audit procedures are selected on the basis of the auditor's judgment, including the assessments of risks of material mistakes in this report due to errors or fraud. When assessing these risks, the auditor had considered whether the internal control system of the Company related to the preparation and presentation of the report on the use of capital is true and fair to design audit procedures that are appropriate with actual situation, however, not provide the opinion on the effectiveness of the internal control system of the Company. The audit also includes our assessment on the appropriateness of the accounting policies applied, the accounting estimates of the Company's Management as well as our evaluation on the overall presentation of the report on the use of capital.

The procedures we performed did not include an assessment and confirmation of the post-issuance use of capital and did not constitute an audit or review of the report on the use of capital in accordance with Vietnamese Accounting Standards or Vietnamese Auditing Standards on review service contracts, and therefore would not provide any assurance from us on the overall Financial Statements of Design And Construction Joint-Stock Company No 1.

We believe that audit evidence we have obtained is sufficient and appropriate for our audit opinion.



### Auditor's Opinion

In our opinion, the information presented in the Report on the use of capital raised from the private offering of 10 million shares in 2025 up to October 6, 2025 of Design And Construction Joint-Stock Company No 1 has honestly and reasonably reflected, in all material respects, in compliance with and in accordance with Vietnamese accounting standards, accounting regime for enterprises and legal regulations related to the preparation and presentation of the Report on the use of capital. In accordance with the basis for preparing the report presented in Note 2 of the Explanatory Note on the Report on the use of capital.

### Accounting basis and limitations on recipients and users of audit reports

Without denying the above opinion, we would like to draw the attention of the readers to Note 2 of the Note to the Capital Use Report which describes the legal basis and basis for preparing the report that the company applies in preparing the Capital Use Report. This report is prepared for the company to use for the purpose of providing information and meeting the requirements of State management agencies and is only related to the use of shareholders' contributed capital and not related to the entire Financial Statement of the company. Therefore, this Capital Use Report may not be suitable for other purposes.

NVA Auditing Co., Ltd, (NVA)  
Deputy General Director



*Le Hong Dao*  
Registered Auditor No. 1732-2023-152-1  
*Ho Chi Minh City, 09 March 2026*

Auditor

**Le Thi Nhu Ngoc**  
Registered Auditor No. 4799-2024-152-1



**REPORT ON THE USE OF CAPITAL**  
Obtained from the private offering of 10 million shares in 2025 up to October 6, 2025

As of October 6, 2025, the proceeds from the private placement of 10 million shares have been used according to the plan approved in Resolution No. 01/2025/NQ-ĐHĐCĐ of the Annual General Meeting of Shareholders 2025 dated April 18, 2025, specifically as follows:

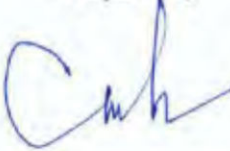
Unit: VND

No	Capital usage content	The adjusted capital utilization plan was approved	Actual use of capital	Difference
1	Repayment of short-term loan from Nam A Commercial Bank - An Dong Branch according to Credit Limit Agreement No. 0098/2025/902-CV dated May 16, 2025	100,000,000,000	100,000,000,000	-
<b>Total</b>		<b>100,000,000,000</b>	<b>100,000,000,000</b>	<b>-</b>

The 250 million VND stock issuance consulting fee has been reimbursed by the Company from other sources to ensure full payment according to the approved capital utilization plan.

The amount of capital used will be reported by the company to shareholders at the nearest General Meeting of Shareholders.

Prepared by



Dang Thi Xinh

Chief Accountant



Duong Dinh Tam

Deputy General Director



Chu Quang Huan

Ho Chi Minh City, 09 March 2026

**NOTES TO THE REPORT ON THE USE OF CAPITAL**  
Obtained from the private offering of 10 million shares in 2025 up to October 6, 2025

**1. Business highlights**

Design And Construction Joint-Stock Company No 1 is a joint-stock company transformed from a state-owned enterprise under Decision No. 792/QĐ/BNN-TCCB dated March 21, 2003, issued by the Ministry of Agriculture and Rural Development. It operates under the initial business registration certificate No. 4103001711 dated July 14, 2003, granted by the Department of Planning and Investment of Ho Chi Minh City. The business registration certificate with enterprise code 0301248798 was amended for the 13th time on October 2, 2023 and the business registration certificates have changed.

The main activities of the Company are construction work and factory leasing.

The Company's head office located at 28 Mac Dinh Chi, Saigon Ward, Ho Chi Minh City.

**2. Basis for preparing the Capital Use Status report**

Fiscal year of the Company is from 1 January to 31 December annually.

The standard currency unit used in accounting is Vietnam dong (VND).

**Statement on the compliance with the accounting standards and system**

The Company applies the Vietnamese Accounting System issued under Circular No. 200/2014/TT-BTC ("Circular 200"), which provides guidance on Accounting System for enterprises issued by the Ministry of Finance on December 22, 2014, and Circular No. 53/2016/TT-BTC dated March 21, 2016, amending and supplementing Circular No. 200/2014/TT-BTC, also issued by the Ministry of Finance.

The Company has applied the Vietnamese Accounting Standards and the related guiding documents issued by the State. The separate financial statements have been prepared and presented in full compliance with all provisions of each standard, the circulars guiding the implementation of the standards, and the current Vietnamese Accounting System.

**Basis for preparing report**

The accompanying report is presented in Vietnamese Dong (VND), according to the historical cost principle, in accordance with the regulations of the State Securities Commission, accounting standards, Vietnamese corporate accounting regime and relevant current regulations in Vietnam.

This report on capital use is prepared based on the actual amount the Company received from the private offering of 10 million shares in 2025 up to October 6, 2025, and the amount the Company has disbursed/paid according to the corresponding items according to the approved capital use plan from the closing date of the offering to October 6, 2025, which is summarized from the accounting books and is a part of the total balance of cash flows inflows and cash flows outflows of the Company.

**Intended use of report**

This report on capital use is also prepared for the company to report to the Annual General Meeting of Shareholders and to meet the requirements of State management agencies and is only related to the use of shareholders' contributed capital and not related to the entire Financial Statement of the company. Therefore, this report may not be suitable for other purposes.

**DESIGN AND CONSTRUCTION JOINT-STOCK COMPANY NO 1**  
 28 Mac Dinh Chi, Saigon Ward, Ho Chi Minh City  
**Notes to the report on the use of capital (continued)**

**3. Information on private placement of shares**

**Legal basis**

- Resolution of the Annual General Meeting of Shareholders 2025 No. 01/2025/NQ-ĐHĐCĐ dated April 18, 2025;
- Board of Directors Resolution No. 17/2025/NQ-HĐQT dated July 2, 2025, approving the implementation of a private placement of shares, approving the plan for using the capital raised from the offering, the list of professional securities investors purchasing privately placed shares, and the offering price for these investors;
- Board of Directors Resolution No. 18/2025/NQ-HĐQT dated July 2, 2025, on approving the plan to ensure the issuance of shares meets the foreign ownership ratio;
- Board of Directors Resolution No. 19/2025/NQ-HĐQT dated July 2, 2025, on Approving the Registration Dossier for Private Placement of Shares;
- Official Letter No. 97/2025/CV-DCF dated July 2, 2025, regarding the commitment to offer shares privately to investors that meet the regulations on cross-ownership;
- Document No. 018/2025/TB-HMN dated July 2, 2025, from Ho Chi Minh City Development Commercial Bank announces the freezing of accounts receiving payments for shares purchased in the offering;
- Board of Directors Resolution No. 27/2025/NQ-HĐQT dated August 7, 2025, on determining the offering price for privately placed shares;
- Official Letter No. 4662/UBCK-QLCB dated August 25, 2025, from the State Securities Commission regarding the registration dossier for the private placement of DCF shares;
- Board of Directors Resolution No. 30/2025/NQ-HĐQT dated September 15, 2025, on Approving the Results of the Private Placement of Shares;
- Report on the results of the private placement of shares No. 148/2025/BC-DCF dated September 15, 2025;
- Official Letter No. 5458/UBCK-QLCB dated September 19, 2025, from the State Securities Commission regarding the report on the results of DCF's private placement of shares.
- The Certificate of Business Registration, amended for the 15th time on October 13, 2025, was issued by the Ho Chi Minh City Department of Finance, with the company's charter capital being 529,988,910,000 VND.

**General information**

No	Content	Information
1	Name of the stock offered	: Design And Construction Joint-Stock Company No 1
2	Code	: DCF
3	Type	: Common shares
4	Face value	: 10,000 VND/share
5	Total number of shares issued	: 10,000,000 shares
6	Offering price	: 10,000 VND/share
7	Total expected capital raised	: 100,000,000,000 VND

2487,  
 G TY  
 HÁN  
 /NG  
 T KẾ  
 ) 1  
 HỒ C

1/0/5  
 IN  
 H/

**DESIGN AND CONSTRUCTION JOINT-STOCK COMPANY NO 1**

28 Mac Dinh Chi, Saigon Ward, Ho Chi Minh City

**Notes to the report on the use of capital (continued)**

No	Content	Information
8	Release method	: Private placement of shares
9	Distribution method	: Private offering to professional securities investors
10	Transfer Restriction Period	: Shares offered to professional securities investors are restricted from transfer for 01 year from the end date of the offering
11	Expected offering time	: In 2025, after receiving approval from the State Securities Commission.
12	Offering Completion Date	: 11/09/2025

**Release results**

The report on the results of the private placement of shares, Resolution No. 30/2025/NQ-HDQT dated September 15, 2025, recorded the results of the private placement of shares of Construction and Design Company No. 1 Joint Stock Company as follows:

No	Content	Information
1	Total number of shares distributed	: 10,000,000 shares, equivalent to 100% of the total shares offered, of which: - Domestic investors: 10,000,000 shares; - Foreign investors, economic organizations with foreign investors holding more than 50% of charter capital: 0 shares.
2	Price	: - Lowest selling price: 10,000 VND/share - Highest selling price: 10,000 VND/share - Weighted average selling price: 10,000 VND/share
3	Total proceeds from the offering	: 100,000,000,000 VND
4	Total cost	: 250,000,000 VND
	- Issuance consulting fee	: 250,000,000 VND
5	Total net proceeds from the offering:	: 99,750,000,000 VND

**Details of each deposit**

Date	Amount (VND)	Notes
11/09/2025	450,000,000	
11/09/2025	100,000,000	
11/09/2025	450,000,000	
11/09/2025	450,000,000	
11/09/2025	450,000,000	
11/09/2025	450,000,000	
11/09/2025	490,000,000	
11/09/2025	490,000,000	
11/09/2025	400,000,000	
11/09/2025	490,000,000	
11/09/2025	400,000,000	
11/09/2025	200,000,000	
11/09/2025	450,000,000	



**DESIGN AND CONSTRUCTION JOINT-STOCK COMPANY NO 1**  
 28 Mac Dinh Chi, Saigon Ward, Ho Chi Minh City  
**Notes to the report on the use of capital (continued)**

<b>Date</b>	<b>Amount (VND)</b>	<b>Notes</b>
11/09/2025	450,000,000	
11/09/2025	450,000,000	
11/09/2025	450,000,000	
11/09/2025	200,000,000	
11/09/2025	450,000,000	
11/09/2025	450,000,000	
11/09/2025	100,000,000	
11/09/2025	450,000,000	
11/09/2025	450,000,000	
11/09/2025	450,000,000	
11/09/2025	450,000,000	
11/09/2025	450,000,000	
11/09/2025	450,000,000	
11/09/2025	450,000,000	
11/09/2025	450,000,000	
11/09/2025	450,000,000	
11/09/2025	450,000,000	
11/09/2025	450,000,000	
11/09/2025	150,000,000	
11/09/2025	490,000,000	
11/09/2025	490,000,000	
11/09/2025	465,000,000	
11/09/2025	250,000,000	
11/09/2025	250,000,000	
11/09/2025	4,000,000,000	
11/09/2025	5,265,000,000	
11/09/2025	500,000,000	
11/09/2025	19,000,000,000	
11/09/2025	6,000,000,000	
11/09/2025	4,000,000,000	
11/09/2025	14,735,000,000	
11/09/2025	1,000,000,000	
11/09/2025	15,735,000,000	
11/09/2025	4,500,000,000	
11/09/2025	9,500,000,000	
<b>Cộng</b>	<b>100,000,000,000</b>	

(\*) **Note:** Funds received from investors should be transferred directly to account 367704070002043 at Ho Chi Minh City Development Commercial Bank - Hoc Mon Branch (blocked account for receiving funds from private placement share purchases) of the Company.



**DESIGN AND CONSTRUCTION JOINT-STOCK COMPANY NO 1**  
 28 Mac Dinh Chi, Saigon Ward, Ho Chi Minh City  
 Notes to the report on the use of capital (continued)

**Details by list of investors buying shares**

Investor	Relationship	Number of shares	Actual amount paid (VND)	Notes
Mr Pham Hung Cuong	Chairman the Board of Directors	2,500,000	25,000,000,000	
Mr Nguyen Minh Tam	General Director	2,500,000	25,000,000,000	
Mr Chu Quang Huan	Deputy General Director	2,000,000	20,000,000,000	
Mr Le Thanh Tung	Chief Financial Officer	1,000,000	10,000,000,000	
Mr Duong Dinh Tam	Chief Accountant	1,000,000	10,000,000,000	
Mr Duong Duy Khoa	Investor	500,000	5,000,000,000	
Mr Le Nhat Truong	Investor	500,000	5,000,000,000	
<b>Total</b>		<b>10,000,000</b>	<b>100,000,000,000</b>	

On September 19, 2025, the State Securities Commission issued công văn (official letter) No. 5458/UBCK-QLCB regarding the report on the results of the private placement of shares of Construction and Design Company No. 1 Joint Stock Company.

**4. Use of capital raised from stock issuance**

**4.1. Capital utilization plan**

Based on:

Resolution of the Annual General Meeting of Shareholders 2025 No. 01/2025/NQ-DHĐCĐ dated April 18, 2025.

Board of Directors Resolution No. 17/2025/NQ-HĐQT dated July 2, 2025, approving the implementation of a private placement of shares, approving the list of professional securities investors purchasing shares, and approving the plan for using the capital raised from the private placement of shares.

The plan to use capital raised from the issuance of 10 million individual shares in 2025 up to now approved is specifically adjusted as follows:

No	Capital usage content	Estimated amount of money used	Notes
1	Repayment of short-term loan from Nam A Commercial Bank - An Dong Branch according to Credit Limit Agreement No. 0098/2025/902-CV dated May 16, 2025	100,000,000,000	
<b>Total</b>		<b>100,000,000,000</b>	

**4.2. Capital usage details**

No	Date	Capital usage content	Amount	Notes
1	22/09/2025	Early liquidation of GNN 11, 12, 13, 14, 15, 16 and a portion of GNN 17 under Credit Agreement No. 0098/2025/902-CV dated May 16, 2025	100,000,000,000	
<b>Total</b>			<b>100,000,000,000</b>	

2482  
 NG T  
 PHÁ  
 DUNG  
 IẾT K  
 Ô 1  
 5 HỒ

052138  
 CÔNG  
 TNH  
 IỂM T  
 NV  
 TP. HỒ

**DESIGN AND CONSTRUCTION JOINT-STOCK COMPANY NO 1**  
28 Mac Dinh Chi, Saigon Ward, Ho Chi Minh City  
**Notes to the report on the use of capital (continued)**

**5. Intended use of report**

The report on capital use is prepared to reflect the use of capital obtained from the private offering of 10 million shares in 2025 up to October 6, 2025.

This report on capital use is also prepared for the company to report to the General Meeting of Shareholders and to meet the requirements of State management agencies and is only related to the use of shareholders' contributed capital and not related to the entire Financial Statement of the company. Therefore, this report may not be suitable for other purposes.

<p>Prepared by</p>  _____ <b>Dang Thi Xinh</b>	<p>Chief Accountant</p>  _____ <b>Duong Dinh Tam</b>	<p>Deputy General Director</p>  _____ <b>Chu Quang Huan</b>
---	---	---



*Ho Chi Minh City, 09 March 2026*

Số: 20/2026/UQ/DCF

TP. Hồ Chí Minh, ngày 24 tháng 02 năm 2026

## GIẤY ỦY QUYỀN

### Bên ủy quyền:

- Họ và Tên: **NGUYỄN MINH TÂM**

- Chức vụ : Tổng Giám đốc

Là đại diện theo pháp luật của:

- Tên doanh nghiệp: **CÔNG TY CỔ PHẦN XÂY DỰNG VÀ THIẾT KẾ SỐ 1**

- Mã doanh nghiệp : 0301248798 do Sở KH và ĐT TP.Hồ Chí Minh cấp lần 15 ngày 13/10/2025.

- Địa chỉ trụ sở chính: 28 Mạc Đĩnh Chi, Phường Sài Gòn, TP. Hồ Chí Minh.

### Bên được ủy quyền:

- Họ và Tên : **CHU QUANG HUÂN**

- Chức vụ : Phó Tổng Giám đốc

- Số CCCD : 027078005582 Cấp ngày: 10/07/2021 Nơi cấp: Cục CS QLHC CT về TTXH

- Địa chỉ : 23 Đường 5, Hiệp Bình Chánh, Tp. Thủ Đức, Hồ Chí Minh

### 1. Nội dung ủy quyền:

Ông: **CHU QUANG HUÂN** được quyền đại diện và nhân danh **CÔNG TY CỔ PHẦN XÂY DỰNG VÀ THIẾT KẾ SỐ 1** thực hiện quyền quyết định và phê duyệt, ký trên hồ sơ sau:

- Báo cáo tài chính năm 2025 (báo cáo riêng và hợp nhất);

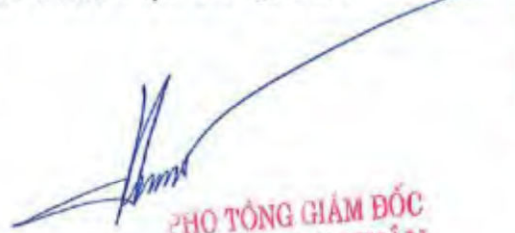
### 2. Quyền nghĩa vụ của hai bên:

- Bên được ủy quyền được đại diện cho Bên ủy quyền thực hiện các nội dung nêu trên.
- Bên được ủy quyền có nghĩa vụ thực hiện đúng các quy định về nội dung ủy quyền trên, không được ủy quyền cho người khác và có trách nhiệm thông báo lại kết quả thực hiện công việc cho Bên ủy quyền.
- Bên ủy quyền hoàn toàn chịu trách nhiệm về việc ủy quyền này và cam kết tuân thủ nghiêm chỉnh các quy định hiện hành của pháp luật.

### 3. Thời hạn ủy quyền

Giấy Ủy quyền này có giá trị từ ngày 24 tháng 02 năm 2026 đến hết ngày 31 tháng 03 năm 2026 hoặc đến khi có Quyết định khác thay thế.

NGƯỜI ĐƯỢC ỦY QUYỀN



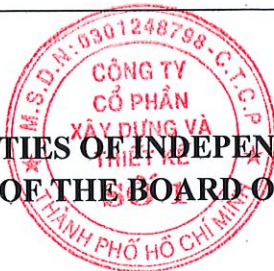
**PHÓ TỔNG GIÁM ĐỐC  
CHU QUANG HUÂN**



NGƯỜI ỦY QUYỀN



**TỔNG GIÁM ĐỐC  
NGUYỄN MINH TÂM**



## REPORT ON THE ACTIVITIES OF INDEPENDENT BOARD MEMBERS AND THEIR ASSESSMENT OF THE BOARD OF DIRECTORS' PERFORMANCE IN 2026

Pursuant to Clause 4, Article 280 of Government Decree No. 155/2020/ND-CP dated December 31, 2020 (amended by Clause 82, Article 1 of Government Decree No. 245/2025/ND-CP dated September 11, 2025) detailing some provisions of the Securities Law,

The independent Board of Directors members shall report on their activities and provide an assessment of the activities of the Board of Directors of Construction and Design Company No. 1 (DECOFI) in 2025 as follows:

### 1. The activities of independent board members.

The Independent Board Member has exercised their powers and responsibilities in accordance with prevailing laws, the Company's internal regulations, and the assignments from the Chairman of the Board of Directors, based on the principles of prudence, independence, and objectivity, for the best interests of the shareholders and the Company, specifically as follows.

- *Fully participating in both meetings via written ballots Board meetings* in accordance with the Regulations on the Organization and Operation of the Board of Directors; providing contributions and voting on discussed matters and solicitation of opinions in compliance with legal regulations, Government directives, the Company's Charter, and internal regulations, with a commitment to contributing to the Company's sustainable, safe, and efficient development.
- *Participating in regular monthly briefing meetings* between the Board of Directors, the Management Board, and key leaders to collaborate with other Board members in directing and supervising the General Director and other managers in implementing the 2025 business operations as assigned by the General Meeting of Shareholders.
- *Providing opinions on the programs, agendas, and documents* submitted to the General Meeting of Shareholders.
- *Preparing the report on the activities* of Independent Board Members and their assessment of DECOFI's Board of Directors' performance.
- *Attending the Company's programs and activities*, and performing other tasks as assigned by the Chairman of the Board of Directors.

### 2. Independent board member's assessment of the Board's performance in 2025

#### 1.1. Regarding organizational structure

The Board of Director has 05 members in 2025, including Mr. Ho Viet Trung as an independence Board member.

DECOFI complies with conditions and number of the independence Board members as required by legal regulations and the Company's Charter

#### 1.2. Regarding the Board of Directors' organization meetings and resolutions.

❖ In 2025, the Board of Directors held 35 meetings

- In general, Board meetings were convened and conducted in accordance with the sequences and procedures prescribed by law, the Company's Charter, and the Regulations on the Board of Directors' Operations. Meeting notices, along with relevant dossiers and documents, were fully sent to Board members prior to the meetings for research and contribution of opinions.
- The meeting agendas comprehensively covered all matters relating to the Company's operations. Board members actively discussed and cautiously evaluated issues to provide appropriate directions and solutions for the Company's business and production activities.
- Minutes of Board meetings were fully recorded, bearing the signatures of the attending Board members and the secretary, ensuring compliance with legal regulations.
- For urgent matters arising within its authority, the Board of Directors conducted solicitation of members' opinions in writing (circular resolutions) as prescribed to promptly issue executive decisions.
- Furthermore, the Board of Directors proactively organized working sessions with the Board of Management and relevant units to exercise its supervisory function, update operational status, and provide timely resolutions for difficulties and obstacles in the Company's business and production activities.

In 2025, the Board of Directors issued:

- 35 Resolutions
- 07 Decisions
- Resolution and Decision of the Board of Directors are approved within the proper authority and comply with legal regulations.
- The disclosure of information regarding the resolutions and decisions of the Board of Directors is fully carried out in accordance with the regulations in Circular 96/2020/TT-BTC.

**1.3. Regarding the monitoring of the General Director and other Management Board members' operations**

The Board of Directors (BOD) effectively performed its supervisory function over the executive activities of the General Director and the Board of Management, while maintaining close coordination with the Management Board to promptly issue appropriate decisions and policies, ensuring the Company's stable, safe operations and compliance with legal regulations.

The General Director clearly assigned duties to each member of the Board of Management to proactively implement tasks and ensure the progress of the Company's plans.

For significant matters, the Management Board proactively reported and sought advisory opinions from Board members in charge of specific areas or from the collective Board of Directors to effectively fulfill their assigned duties

24879  
IG TY  
PHẦN  
DUNG V  
IẾT KẾ  
Ổ I  
TỔ HỒ C

#### 1.4. Supervision of Board members' activities

The Board of Directors (BOD) has assigned specific duties to each member in charge of specialized areas and monitored and supervised the activities of the Company's units.

Board members have fully exercised their rights and fulfilled their obligations in accordance with legal regulations, the Company's Charter, and the Regulations on the Board of Directors' Operations; working with a sense of responsibility and cooperation to successfully complete their assigned tasks.

#### 1.5. General assessment of the Board of Directors' performance

In 2025, the Company's Board of Directors (BOD) operated in full compliance with legal regulations, the Resolutions of the General Meeting of Shareholders, and the Company's Charter. The BOD has provided close direction over the Company's operations and effectively fulfilled its role in strategic development.

The BOD has proactively implemented the Company's development strategies, including reviewing and adjusting the 2026 Development Strategy with a vision toward 2035, while formulating the development plan for the 2026–2027 period and subsequent phases, and strengthening risk management to enhance operational efficiency.

The Board of Directors (BOD) consistently respects and facilitates the Supervisory Board in performing its inspection and oversight functions; the BOD seriously acknowledges and rectifies any existing shortcomings or limitations in management as recommended by the Supervisory Board.

With a high sense of responsibility, transparency, and adherence to corporate governance principles for listed companies, the BOD has created favorable conditions for Independent Board Members to fully exercise their rights and fulfill their obligations in accordance with legal regulations."

*Ho Chi Minh City, March 19<sup>th</sup>, 2026*

**INDEPENDENT BOARD MEMBERS**

*Signed*

**HO VIET TRUNG**





Ho Chi Minh City, March 11<sup>st</sup>, 2026

## REPORT ON THE SUPERVISORY BOARD'S ACTIVITIES

*At the 2026 Annual General Meeting of Shareholders*

*Dear: Shareholders of Design and Construction Joint Stock Company No. 1 (Company)*

**Dear The General Meeting,**

- Pursuant to the Law on Enterprises No. 59/2020/QH14 dated June 17, 2020 of the National Assembly of the Socialist Republic of Vietnam;
- Pursuant to the Securities Law No. 54/2019/QH14 dated November 26, 2019 of the National Assembly of the Socialist Republic of Vietnam;
- Pursuant to the Charter of DECOFI;
- Pursuant to the results of the inspection and supervision activities of the Board of Supervisors on the DECOFI's operations in 2025.

The Board of Supervisors (BOS) reports to the 2026 Annual General Meeting of Shareholders the results of inspection and supervision of activities in 2025 as follows:

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

#### **1. Member of the Board of Supervisors:**

Board of Supervisors members in 2025 include:

- Mrs. Tran Thi Binh An
  - Mrs. Le Thi Minh
  - Ms. Le Thi Tinh (resigned from April 18<sup>th</sup>, 2025)
  - Mr. Vu Ngoc Tuy (appointed from April<sup>th</sup>, 2025)
2. Monitor compliance with the provisions of the Law and the Company's Charter for the Board of Directors and Executive Board in the management and operation of the Company.
  3. Monitor the implementation of the Resolutions approved by the 2025 General Meeting of Shareholders.
  4. Proposing to select an independent auditing unit to audit the Company's financial statements for 2025, including the review period of the semi-annual financial statements and the financial statements at the end of the fiscal year.

5. Check the rationality, legality and honesty in business management and operation; the rationality, legality and honesty in organizing accounting, statistics and preparing financial reports.
6. The Board of Supervisors' finalized remuneration in 2025 is 792,000,000 VND, details are as follows:

- Ms. Tran Thi Binh An	540,000,000 VND
- Ms. Le Thi Minh	144,000,000 VND
- Mr. Vu Ngoc Tue	108,000,000 VND

## **II. RESULTS OF SUPERVISION WORK IN 2025:**

### **1. Monitoring the implementation of the Resolution of the General Meeting of Shareholders in 2025:**

- The Board of Directors and the Executive Board comply with the reports approved by the General Meeting of Shareholders.
- Investment, cooperation, liquidation, borrowing and lending activities are approved with the correct authority and order according to internal management regulations and procedures.

### **2. Financial Monitoring 2025:**

Based on periodic reports and analytical data presented by the Executive Board at Board of Directors meetings, the Supervisory Board assesses:

- Despite ongoing economic difficulties, in 2025, business revenue experienced impressive growth compared to the previous year, with an increase of 48.50%, rising from VND 1,326.4 billion to VND 1,969.7 billion. The main source of revenue came from construction activities, where the company successfully bid for projects in Central Vietnam and areas surrounding Ho Chi Minh City.
- Consolidated profit after tax in 2025 reached VND 75.54 billion, up 91.80% compared to 2024, mainly from construction and installation profit. The growth rate of cost of goods sold is 48.86%, equivalent to the revenue growth rate of 48.50%. Compared to 2024, business management expenses in 2025 increased by 16.18%, but the proportion of revenue tends to decrease from 3.94 to 3.08%.
- The Company's financial structure is controlled within safe limits. According to the 2025 Financial Report, the debt to total assets ratio is 61%; in which short-term debts are mainly payables corresponding to the value of receivables in short-term assets. The Company is currently managing its commercial debt portfolio well, with no signs of bad debt risk.
- The 2025 financial statements fully reflect the Company's business and financial situation and are presented according to the prescribed reporting formats, in accordance with the current Vietnamese accounting standards and regulation.

- The following is some information on the Company's financial situation and consolidated financial statements:

*Unit: Million VND*

Target	Year 2025	Year 2025	Replace change	% Growth
<b>Net revenue from sales and services</b>	<b>1,969,711.69</b>	<b>1,326,405.07</b>	<b>643.306,62</b>	<b>48.50%</b>
Cost of goods sold	1,812,063.54	1,217,276.14	594.787,40	48.86%
<b>Gross profit from sales and service provision</b>	<b>157,648.14</b>	<b>109,128.92</b>	<b>48.519,22</b>	<b>44.46%</b>
Financial revenue	13,928.95	97.97	13.830,98	14,117.20%
Financial expenses	17,413.11	8,914.79	8.498,33	95.33%
Profit and loss in joint ventures and associates	0	2,162.5	-2,162.54	
Selling expenses	1,483.32	594.95	888,37	149.32%
Business management costs	60,678.68	52,227.25	8.451,42	16.18%
<b>Net operating profit</b>	<b>92,001.98</b>	<b>49,652.45</b>	<b>42.349,53</b>	<b>85.29%</b>
Other profits	3,205.23	367.17	2.838,06	772.96%
<b>Total accounting profit before tax</b>	<b>95,207.21</b>	<b>50,019.62</b>	<b>45.187,59</b>	<b>90.34%</b>
Profit after corporate income tax	75,539.66	39,384.16	36.155,49	91.80%

*Unit: Million VND*

Target	December 31, 2025	December 31, 2025	Replace change	% Growth
Current assets	1,246,577.37	626,116.87	620,460.50	99.10%
Long-term assets	439,252.03	415,020.22	24,231.81	5.84%
<b>Total assets</b>	<b>1,685,829.40</b>	<b>1,041,137.09</b>	<b>644,692.31</b>	<b>61.92%</b>
Short-term debt	1,030,365.75	553,684.20	476,681.55	86.09%
Long-term debt	4,459.25	2,780.52	1,678.73	60.37%
Equity	651,004.40	484,672.37	166,332.03	34.32%
<b>Total capital</b>	<b>1,685,829.40</b>	<b>1,041,137.09</b>	<b>644,692.31</b>	<b>61.92%</b>

### 3. Monitoring the performance in 2025:

- The Board of Supervisors contributed opinions to the Board of Directors and Executive Board on risk management in the Company's investment activities and regular production and business activities. Risks detected through control activities are promptly recommended to minimize/prevent risks, ensure compliance with legal regulations and ensure the interests of the Company and stakeholders.
- The Board of Supervisors found that construction and installation activities do not pose any significant risks in the Company's current management process system as well as compliance with laws, regulations and rules of related individuals and units.

#### **4. Appraisal of reports of the Board of Directors and the Executive Board:**

- The Board of Directors' report accurately and reasonably reflects the Company's operations and direction, and the Board of Directors' resolutions in accordance with the provisions of law and the Company's Charter.
- The Executive Board's report honestly and reasonably reflects the Company's business result in 2025, in accordance with and in compliance with the law, the Charter as well as the Resolutions of the Board of Directors and the Resolutions of the General Meeting of Shareholders.

#### **5. Results of coordination with the Board of Directors and the Executive Board:**

- The Supervisory Board actively coordinated with the Board of Directors and the Executive Board and received appropriate interaction and information. Through its control activities, the Supervisory Board provided opinions and recommendations to the Board of Directors and the Executive Board on measures to strengthen control, minimize risks, ensure compliance with the provisions of the Law, the Charter and internal regulations, contributing to improving the Company's operational efficiency in 2025.

### **III. CONCLUSION AND RECOMMENDATIONS:**

#### **1. Conclude:**

- In 2025, the Board of Supervisors didn't detect any irregularities in the Company's operations, and there were no recommendations or complaints from Shareholders or employees sent to the Board of Supervisors. The Company's operations in 2025 complied with the provisions of law, the Company's Charter and the Resolution of the General Meeting of Shareholders.

#### **2. Recommendation:**

Based on the monitoring activities, the Supervisory Board recommends some opinions to the Board of Directors and the Executive Board as follows:

- Regularly monitor macroeconomic fluctuations, analyze and evaluate impacts on the Company to have effective and timely measures and solutions in management and operation to ensure the goals of the business strategy.
- Pay more attention to human resources, improve human resource quality, recruit highly qualified personnel and increase benefits, especially for direct construction workers at the site. Build corporate culture, create the DECOFI brand starting from DECOFI people.
- Further improve the construction quality at projects, put quality as the top priority to bring satisfaction to customers, aiming at the goal of the Company's profit associated with the construction quality that the Company brings to customers.
- Research and apply new techniques and technologies in the construction field to optimize costs, control capital costs, and improve productivity and construction quality.

3798  
TY  
AN  
G VA  
CE  
I  
CHIN

- Propose that the General Meeting of Shareholders approve the audited Financial Statements for 2025.

Above is the report on the key contents of the Board of Supervisors regarding the Company's business result in 2025.

The Board of Supervisors respectfully submits it to the General Meeting.

*Wish the General Meeting great success!*

**ON BEHALF OF  
THE BOARD OF SUPERVISION**

*(signed)*

**Tran Thi Binh An  
Head of the Board of Supervision**





## **REPORT OF THE GENERAL DIRECTOR**

### **Dear: GENERAL MEETING OF SHAREHOLDERS**

Design And Construction Joint Stock Company No. 1

On behalf of the Management Board, I would like to formally report to the Annual General Meeting of Shareholders for 2026 on the Company's business performance in 2025, as well as our strategic direction and operational plans for 2026.

### **I. THE 2025 PRODUCTION AND BUSINESS PERFORMANCE SUMMARY**

2025 continued to be a challenging year for the construction industry, characterized by volatile real estate markets, project implementation delays, and persistently high costs for materials and financing.

In this context, the Management Board focused on implementing various solutions to maintain stable operations, strengthen corporate governance, control costs, and improve construction efficiency across all projects.

The Company continues to affirm its reputation in the construction sector by participating in and executing various residential, urban, civil, and technical infrastructure projects across multiple provinces.

In addition to implementing existing projects, the Company has actively sought and developed new opportunities, expanding partnerships with developers and strategic partners to build a solid foundation for growth in the coming years.

In summary, despite market challenges, the Company has maintained stable operations, ensured continued employment for our workforce, and progressively strengthened its position in the construction market."

#### **+ Partner and Product:**

Over the past year, civil engineering and construction remained the Company's core business activity, with various ongoing projects such as: **Tran Binh Trong apartment, Tan Binh apartment, High-rise apartment complex combined with commercial office services (PI City Sky Park), Charm Diamond, Binh Dinh Marina Home ...**

In addition to ongoing projects, the company has also signed several new contracts with a number of domestic clients, including: **Phu Cuong Investment Corporation, Asian School...**

The company has been implementing construction in the fields of **technical infrastructure, low-rise buildings, high-rise buildings**, and satisfying multimarket needs.

Besides, The Company is seeking new partners and opportunities to expand its scale and develop new projects, such as: **CNT Group JSC, Hai Thanh Co. Ltd, LICOGI 13 Thuan Phuoc Co. Ltd, Kim Cuc Real Estate Investment and Business Co. Ltd, Son Kim Land Corporation, GAMUDA Land JSC, Vina capital Fund Management JSC, Van Xuan Group, Ecopark Corporation JSC.** The Company expects to sign contracts in 2026 to expand the market.

**+ Human resources:**

In 2026, The Company continues to **restructure new, high-quality human resources** to meet the increasing workload requirements and the increasingly strict progress, quality, and technical requirements of Investors.

The Company focuses on improving the capacity to manage its workers and organize control and cost risk assessment for each project strictly and effectively.

In addition, the Company also pays special attention to **building a strong successor team**, ensuring that it meets the technical criteria of large-scale projects, not only domestically but also in international markets, to improve competitiveness and sustainable development.

**II. ASSESSMENT OF THE CONSTRUCTION MARKET IN 2026**

Entering 2026, Vietnam's economy is expected to maintain its recovery momentum, with the real estate and construction sectors showing more positive signals compared to previous years.

Several favorable factors for the construction industry include:

- The gradual recovery of the real estate market, particularly in the residential and urban segments.
- Growing demand for infrastructure development and social housing.
- The increasing effectiveness of Government policies aimed at resolving bottlenecks in the real estate market.

However, the industry continues to face significant challenges, such as:

- Intensifying competition among construction enterprises.
- Fluctuations in raw material prices and labor costs.
- Rising demands from developers regarding project timelines, quality, and the financial capacity of contractors.

In this environment, construction companies must continue to strengthen their management capabilities, optimize costs, and constantly innovate construction technologies to enhance their competitive edge.

**III. PROJECT IMPLEMENTATION STATUS OF THE COMPANY**

In recent times, the Company has been executing numerous large-scale construction projects with significant total contract values.

Some of our key projects include:

- Sky Park project – Structural, Finishing and MEP Package
- Simonia Heights project - Structural, Finishing and MEP Package
- Tan Binh Apartment project – Structural, Finishing and MEP Package
- Charm B4 project
- Maritime Affordable housing project - Structural, Finishing and MEP Package
- ASIAN – Da Nang School project

In addition to the ongoing feasible projects, the Company is also actively approaching various other potential projects to expand our operational scale in the coming period



#### IV. PLAN TARGETS FOR 2026

Based on an assessment of market conditions and the Company's capabilities, the Management Board has established the 2026 business plan with the following key targets

- Revenue 2026: **2.800 billion VND.**
- Profit after tax: **100 billion VND.**

To achieve the 2026 plan goals, the Company will focus on implementing the following key solutions:

##### 1. Expanding the market and Business Development:

Enhance marketing and bidding activities to secure new projects; maintain and develop partnerships with strategic developers; and expand market presence into residential, urban, industrial factory, and technical infrastructure projects.

##### 2. Enhancing Construction Capacity

Continue investing in modern construction machinery and equipment; standardize project management processes; and improve construction quality to meet the increasingly stringent requirements of developers.

##### 3. Strengthening Financial Governance

Strictly control production costs, optimize cash flow, and improve capital efficiency in business operations.

##### 4. Human Resources Development

Focus on training and developing a team of highly skilled engineers and project managers, while building a professional and efficient working environment.

#### V. INVESTMENT PLAN FOR 2026

The Company expects to implement an investment plan with a total value of approximately VND 98.5 billion, focusing on the following categories

No.	Category	Content	Value (billion VND)	Note
1	Investment in machinery and equipment for the Company	Investment in machinery and equipment for construction	90,0	See details the List of machinery and equipment (*)
2	Investment for Office	Renovation	3,0	
3	Invest in upgrading company equipment and software	- Upgrade computer systems and network systems - Apply management software.	2,0	
4	Invest in activities marketing	Advertising activities, contacting customers.	3,5	

(\*) the List of machinery and equipment:

No.	Category	Quantity	Value (billion VND)	Note
1	Tower Cranes	03-05 sets	10,0	Used; only invest when winning high-rise projects
2	Cage Hoists	04-06 sets	12,0	
3	Aluminum formwork system	02-03 sets	18,0	Invest in vertical structures, rent horizontal structures; only invest when winning high-rise projects
4	Plywood Formwork, Climbing Formwork, Other machinery	project size	50,0	Invest in each phase

This investment aims to improve construction capacity, enhance management efficiency, and create favorable conditions for the company's development in the coming years.

## VI. COMMITMENT OF THE MANAGEMENT BOARD

2026 is identified as a pivotal year for the Company's development strategy. The Management Board is committed to upholding a high sense of responsibility, innovating management and governance practices, and synchronously implementing solutions to enhance operational and business efficiency.

Under the guidance of the Board of Directors, with the support of shareholders, partners, and customers, and through the collective efforts of all employees, the Management Board is confident that Construction and Design No. 1 Joint Stock Company (DECOFI) will achieve its 2026 targets and continue to develop sustainably in the years to come.

We would like to express our sincere gratitude to our Valued Shareholders for your continued trust and partnership.

Best regards./.

**Recipient:**

- Shareholders;
- Save BOD's office.

Ho Chi Minh City, ... 19/03/2026

**THE GENERAL DIRECTOR**

*(Signed)*

**NGUYEN MINH TAM**



No. 07/2026/TT/DCF-HĐQT

HCMC, .....19/03/2026

## PROPOSAL OF THE BOARD OF DIRECTORS

(Re: Audited financial statements 2025)

**To: THE ANNUAL GENERAL MEETING OF SHAREHOLDERS (“GSM”)  
Design and Construction Joint Stock Company No. 1 (“DECOFI”)**

*Pursuant to*

- The Enterprise Law No. 59/2020/QH14 dated June 17, 2020, and its implementation guidelines;
- The Securities Law No. 54/2019/QH14 dated November 26, 2019 and its implementation guidelines;
- The Decree No. 155/2020/ND-CP dated December 31, 2020 of the Government detailing the implementation of a number of articles of the Securities Law and its amending and supplementary documents
- The Organizational Charter of DECOFI
- The 2025 Audited financial statements by NVA Auditing Co., LTD

The Board of Directors of DECOFI respectfully submits to the GSM for consideration and approval of the separate and consolidated financial statements for the fiscal year ending December 31<sup>st</sup>, 2025, audited by NVA Auditing Co., Ltd (NVA), including the following contents:

1. Independent Auditor's Report: Providing an unqualified opinion (clean opinion).
2. Balance Sheet as of December 31, 2025;
3. Income Statement for the year 2025;
4. Cash Flow Statement for the year 2025;
5. Notes to the Financial Statements

The Board of Directors respectfully requests the General Meeting of Shareholders to consider, discuss, and approve the aforementioned audited separate and consolidated financial statements for the year 2025.

The BOD respectfully requests the GSM’s consideration and approval./.

ON BEHALF OF THE BOD  
CHAIRPERSON

**Recipient:**

- Shareholders;
- Save BOD’s office.

**PHAM HUNG CUONG**



## PROPOSAL OF THE BOARD OF DIRECTORS

(Re: *The profit distribution plan in 2025 and the profit-sharing plan in 2026*)

**To: THE ANNUAL GENERAL MEETING OF SHAREHOLDERS 2026 (“GSM”)  
Design and Construction Joint Stock Company No. 1 (“DECOFI”)**

Pursuant to

- The Enterprise Law No. 59/2020/QH14 dated June 17, 2020, and its implementation guidelines;
- The Securities Law No. 54/2019/QH14 dated November 26, 2019 and its implementation guidelines;
- The Decree No. 155/2020/ND-CP dated December 31, 2020 of the Government detailing the implementation of a number of articles of the Securities Law and its amending and supplementary documents
- The Organizational Charter of DECOFI

The Board of Directors (BOD) of DECOFI respectfully submits to the GSM for consideration and approval of the profit distribution plan in 2025 and the profit-sharing plan in 2026 as follows:

### 1. The profit distribution plan in 2025:

Following the Circular No. 200/2014/TT-BTC dated December 22<sup>nd</sup>, 2014, issued by the Ministry of Finance, a joint-stock company is only permitted to appropriate funds and pay dividends once it has fulfilled all tax and other financial obligations as prescribed by law, and has fully offset previous losses (if any) in compliance with legal regulations and the Company’s Charter

Unit: VND

No.	Description	Value
I	Earnings after tax (EAT)	75.539.656.121
II	Allocation of funds	9.820.155.296
1	Development Investment Fund (5%EAT)	3.776.982.806
2	Reward Fund (8%EAT)	6.043.172.490

No.	Description	Value
III	Remuneration for the Board of Directors/ Supervisory Board	3.428.000.000
IV	Remaining profit (IV) = (I) - (II) - (III)	62.291.500.825
V	Retained earnings of previous years	10.304.613.189
VI	Stock dividend (12% equity)	63.598.669.200
VII	Total retained earnings after tax after allocation of funds, remuneration (VII = IV+ V-VI)	8.997.444.814

**2. The profit- sharing plan in 2026:**

- Revenue forecast: 2.800.000.000.000 VND
- Earnings after tax forecast: 100.000.000.000 VND

No.	Description	Estimated allocation rate for 2026
I	Earnings after tax (EAT)	100.000.000.000 VND
II	Allocation of funds	
1	Development Investment Fund	10%EAT
2	Reward and Welfare Fund	15%EAT
III	Maximum dividend profit	50%EAT
IV	Remaining earnings (V) = (I) - (II) - (III) - (IV)	Remaining earnings



Respectfully submitted to the GSM for consideration and approval./.

**ON BEHALF OF THE BOD  
CHAIRPERSON**

**Recipient:**

- Above;
- Save BOD's office.

**Signed**

**PHAM HUNG CUONG**

No. 05./2026/TT/DCF-HĐQT

HCMC, ... 19/03/2026



## PROPOSAL OF THE BOARD OF DIRECTORS

Re: *The Operating budget for of the Board of Directors (“BOD”) and The Board of Supervisor (“BOS”) for 2026*

**To: THE ANNUAL GENERAL MEETING OF SHAREHOLDERS (“GSM”)**

*Pursuant to*

- *The Enterprise Law No. 59/2020/QH14 dated June 17, 2020, and its implementation guidelines;*
- *The Securities Law No. 54/2019/QH14 dated November 26, 2019 and its implementation guidelines;*
- *The Decree No. 155/2020/ND-CP dated December 31, 2020 of the Government detailing the implementation of a number of articles of the Securities Law and its amending and supplementary documents;*
- *The Organizational Charter of DECOFI*

The BOD of DECOFI respectfully submits to the GSM for approval the 2026 operating budget for the Board of Directors and the Supervisory Board as follows:

1. The operating budget includes: the remuneration, bonuses, other benefits and other costs for the BOD and BOS in the 2026 fiscal year is allocated from company expenses. Maximum expenditure is determined by 7% of the Earnings After Tax for the 2026 fiscal year, but not lower than 2 billion Vietnamese dong.
2. Payment Principles: The payment shall be ensured within the budget scope approved by the General Meeting of Shareholders and in compliance with prevailing legal regulations.
3. Objectives: The approval of the operating budget serves as an essential basis for the Board of Directors and the Supervisory Board to fully perform their assigned functions and duties, contributing to the Company’s safe, efficient, and sustainable operations while safeguarding the interests of shareholders.

*Respectfully requests the GSM’s consideration and approval./.*

ON BEHALF OF THE BOD  
CHAIRPERSON

**Recipient:**

- *Shareholders;*
- *Save BOD’s office*

PHAM HUNG CUONG

No: 06./2026/TT/DCF-BKS

HCMC....., 19/03/2026



## PROPOSAL OF THE BOARD OF DIRECTORS

(Re: The selection of an independent audit firm for the 2026 Financial Statements)

To: THE ANNUAL GENERAL MEETING OF SHAREHOLDERS (“GSM”)

Design and Construction Joint Stock Company No. 1 (“DECOFI”)

Pursuant to

- The Enterprise Law No. 59/2020/QH14 dated June 17, 2020, and its implementation guidelines;
- The Securities Law No. 54/2019/QH14 dated November 26, 2019 and its implementation guidelines;
- The Decree No. 155/2020/ND-CP dated December 31, 2020 of the Government detailing the implementation of a number of articles of the Securities Law and its amending and supplementary documents
- The Organizational Charter of DECOFI

To ensure that the audit of the Company’s 2026 Financial Statements is conducted effectively and in compliance with legal regulations, the Board of Supervisors, in agreement with the Board of Directors, respectfully submits to the General Meeting of Shareholders for consideration and authorization for the Board of Directors to select an independent audit firm to perform the following:

- Audit of separate and consolidated financial statements for 2026
- Review of separate and consolidated semi-annual (first 6 months) financial statements for 2026

The selection audit firm must meet the following criteria:

- The company is legally operating in Vietnam and has been approved by the Ministry of Finance and the State Securities Commission to perform audits for public interest entities according to the attached list, with updates up to the time of selection;
- The company has sufficient capacity, qualifications, and a professional audit team;
- The audit fee is appropriate for the scope of the audit and the Company's audit plan.

The BOS respectfully requests the GSM’s consideration and approval

**Recipient:**

- Shareholders;
- Save BOD’s office.
- Save BOS’s office

ON BEHALF OF THE  
SUPERVISORY BOARD

(signed)

TRAN THI BINH AN



**LIST OF AUDIT FIRMS AND AUDITORS APPROVED TO AUDIT PUBLIC  
INTEREST ENTITIES IN THE SECURITIES SECTOR FOR 2026**

<b>STT</b>	<b>TÊN CÔNG TY</b>
1	Công ty TNHH KPMG (KPMG)
2	Công ty TNHH Hãng kiểm toán AASC (AASC)
3	Công ty TNHH Kiểm toán và Tư vấn A&C (A&C)
4	Công ty TNHH Kiểm toán và Dịch vụ tin học Moore AISC (Moore AISC)
5	Công ty TNHH PwC (Việt Nam) (PwC)
6	Công ty TNHH Grant Thornton Việt Nam (GT)
7	Công ty TNHH Kiểm toán và Kế toán AAC (AAC)
8	Công ty TNHH Dịch vụ Tư vấn tài chính Kế toán và Kiểm toán phía Nam (AASCS)
9	Công ty TNHH Kiểm toán và Tư vấn PKF-TTG (PKF-TTG)
10	Công ty TNHH Kiểm toán & Tư vấn RSM Việt Nam (RSM)
11	Công ty TNHH Kiểm toán và Định giá Việt Nam (VAE)
12	Công ty TNHH Kiểm toán BDO (BDO)
13	Công ty TNHH Kiểm toán Deloitte Việt Nam (Deloitte)
14	Công ty TNHH Kiểm toán và Tư vấn Chuẩn Việt (VIETVALUES)
15	Công ty TNHH Kiểm toán Quốc tế (ICPA)
16	Công ty TNHH Ernst & Young Việt Nam (E&Y)
17	Công ty TNHH Kiểm toán và Tư vấn UHY (UHY)
18	Công ty TNHH Kiểm toán Nhân Tâm Việt (NTV)
19	Công ty TNHH Kiểm toán AFC Việt Nam (AFC)
20	Công ty TNHH Kiểm toán VACO (VACO)
21	Công ty TNHH Kiểm toán – Thẩm định giá và tư vấn ECOVIS AFA VIỆT NAM (ECOVIS AFA)
22	Công ty TNHH Hãng kiểm toán và Định giá ASCO (ASCO)
23	Công ty TNHH Kiểm toán NVA (NVA)
24	Công ty TNHH Kiểm toán An Việt (An Việt)
25	Công ty TNHH Kiểm toán và Định giá Quốc tế (IAV)
26	Công ty TNHH Kiểm toán và Thẩm định giá Việt Nam (AVA)
27	Công ty TNHH Kiểm toán CPA VIETNAM (CPA VN)
28	Công ty TNHH Kiểm toán FAC (FAC)



No. 07/2026/TT/DCF-HĐQT

HCMC, ... 19/03/2026



## PROPOSAL OF THE BOARD OF DIRECTORS

Re: *Amendments and Additions industry and business codes of  
Design and Construction joint stock company No. 1*

**To: THE ANNUAL GENERAL MEETING OF SHAREHOLDERS (“GSM”)**

Pursuant to:

- The Enterprise Law No. 59/2020/QH14 dated June 17, 2020, and its implementation guidelines;
- The Securities Law No. 54/2019/QH14 dated November 26, 2019 and its implementation guidelines;
- The Decree No. 155/2020/ND-CP dated December 31, 2020 of the Government detailing the implementation of a number of articles of the Securities Law and its amending and supplementary documents;
- The Organizational Charter of DECOFI
- The situation and operational requirements of DECOFI;

Through reviewing the current business lines of DECOFI, to comply with current legal regulations and the actual operating situation of the Company, the BOD respectfully submits to the GSM for consideration and approval of amending and supplementing the Company's industry code and business lines, specifically as follows:

1. Amend details of the Company's industry code and business lines as follows:

STT	Current Business lines	Adjusted business lines
1	Houses construction (4100)	<ul style="list-style-type: none"><li>- Construction of residential buildings (4101)</li><li>- Construction of non-residential buildings (4102)</li></ul>
2	Construction of railway works and road works (4210)	<ul style="list-style-type: none"><li>- Construction of railway infrastructure (4211)</li><li>- Construction of road infrastructure (4212)</li></ul>
3	Construction of railway works and road works (4290)	Construction of other civil engineering works (4299)

STT	Current Business lines	Adjusted business lines
4	Rental of machinery, equipment and other tangible items (7730)	Leasing of construction machinery and equipment without operators (77302)
5	Wholesale of materials and other installation equipment in construction ( <i>Import – export business of construction materials and equipment</i> )(4663)	Wholesale of other construction materials and installation equipment (4673)
6	Construction of public works (4220)	<ul style="list-style-type: none"> <li>- Construction of electrical works (4221)</li> <li>- Construction of water supply and drainage works (4222)</li> <li>- Construction of telecommunications and communication infrastructure (4223)</li> <li>- Construction of other public utility works (4229)</li> </ul>
7	Installation of water supply and drainage systems, heaters and air conditioners ( <i>no mechanical processing, waste recycling, electroplating at the headquarters</i> ) (4322)	Installation of water supply and drainage systems, heaters and air conditioners system (4322)
8	Producing concrete and products from cement and plaster ( <i>not operating at the headquarters</i> ) (2395)	Producing concrete and products from cement and plaster ( <i>not operating at the headquarters</i> ) (2395)



2. Add industry code and business lines of the Company as follows:

No.	Business lines are added
1	Construction of hydraulic works (4291)
2	Construction of mining works (4292)
3	Construction of processing and manufacturing works (4293)

No.	Business lines are added
4	Intermediary services for specialized construction (4340)

3. To approve the amendment and supplement of Clause 1, Article 4 of the Company's Charter regarding the Company's business lines, in accordance with the changes specified in Sections 1 and 2 of this Proposal.
4. To assign/authorize the General Director to implement tasks related to the amendment and supplement of the Company's business lines and business line codes, including but not limited to the following:
  - To perform procedures related to the amendment and supplement of business lines and business line codes with competent State authorities, including the adjustment of detailed descriptions within the scope of the business lines/codes approved by the GSM in this Proposal;
  - To perform other tasks related to the amendment and supplement of the Company's business lines and codes in accordance with legal regulations.

*Respectfully requests the GSM's consideration and approval././.*

**Recipient::**

- Above;
- Save BOD's office.

**ON BEHALF OF THE BOD  
CHAIRPERSON**

**PHAM HUNG CUONG**



No: ..09../2026/TT/DCF-HĐQT

HCMC, .....19/03/2026



## PROPOSAL OF THE BOARD OF DIRECTORS

*Re: The policy on capital contribution and/or the acquisition of shares;  
and the establishment or acquisition of subsidiaries and associates*

**To: THE ANNUAL GENERAL MEETING OF SHAREHOLDERS (“GSM”)**

*Pursuant to*

- *The Enterprise Law No. 59/2020/QH14 dated June 17, 2020, and its implementation guidelines;*
- *The Securities Law No. 54/2019/QH14 dated November 26, 2019 and its implementation guidelines;*
- *The Decree No. 155/2020/ND-CP dated December 31, 2020 of the Government detailing the implementation of a number of articles of the Securities Law and its amending and supplementary documents;*
- *The Organizational Charter of DECOFI;*
- *The DECOFI's actual business performance*

The BOD of DECOFI respectfully submits to the GSM for consideration and approval the contents related to the policy and plan for DECOFI to invest capital/purchase shares, establish/acquire subsidiaries and affiliated companies.... specifically as follows:

### **1. Implementation a plan:**

Approval in principle and adoption of plans for DECOFI to contribute capital, purchase shares, and establish or acquire subsidiaries and associates. These actions aim to carry out business activities permitted under the law and relevant guiding documents. The methods and sectors of participation are as follows.

- a. Establishment or Acquisition of Subsidiaries and Associates: To engage in business activities including: trading construction materials and equipment; mining and mineral extraction; interior design and furnishing; and architectural design.
- b. Capital Contribution and Share Purchase: Investing in enterprises operating in the following sectors: trading construction materials and equipment; mining and mineral extraction; interior design and furnishing; and architectural design.
- c. Other Investment Activities: Contributing capital or purchasing shares in enterprises operating in other sectors, subject to the prior approval of the Competent Authorities.

2. Capital Contribution/Share Purchase Ratio: Decofi may contribute capital or purchase shares representing a portion or the entirety of the target enterprise's charter capital.

The specific ratio will be determined based on agreements with relevant parties and shall not exceed the maximum limits permitted by law;

3. Purchase Price: The purchase price shall be determined through negotiation based on the due diligence of the enterprise's current status, agreements with relevant parties, and prevailing market conditions;
4. Value of Capital Contribution and Share Purchase: The General Meeting of Shareholders hereby authorizes the Board of Directors to decide on the specific investment value, based on the actual situation of each period and in compliance with current legal regulations;
5. The General Meeting of Shareholders (GMS) hereby authorizes the Board of Directors (BOD) to decide on the form, method, sequence, investment value, capital contribution ratio, share purchase, and the establishment or acquisition of subsidiaries and associates. The BOD is responsible for organizing the implementation of detailed plans and reporting the results at the nearest Annual General Meeting of Shareholders. The BOD is empowered to negotiate with relevant parties; work, exchange, and reach agreements with competent State Authorities; and decide on all matters related to transactions, including but not limited to: selecting target enterprises; determining DECOFI's participation level/ratio, pricing, and attached conditions; deciding on the organizational structure and legal form of the target enterprises; determining cooperation/linkage models and methods; approving transaction contents and documents signed and/or participated in by DECOFI to execute transactions, as well as all other issues arising during DECOFI's investment and cooperation process; and deciding on amendments, supplements, or adjustments to plans, issues, and transactions as agreed upon with Competent Authorities and relevant parties;
6. During the implementation process, the Board of Directors is entitled to decide on all matters within its assigned scope and may assign, decentralize, or authorize the Chairman of the Board, the General Director, or other units and individuals within the DECOFI system (in accordance with legal regulations and DECOFI 's internal rules) to perform the aforementioned tasks.

## 2. Action Plan for 2026

1. Agreed to acquire shares of NINH THUAN EXPLOITING MINERALS INVESTMENT CONSTRUCTION JSC to strengthen DECOFI'S self-sufficiency in raw material supply, specifically as follows:

a. Enterprise information:

- Name of Company : NINH THUAN EXPLOITING MINERALS INVESTMENT CONSTRUCTION JSC
- Address : LK4.2-25 Luu Trong Lu, Phu Ha Ward, Phan Rang – Thap Cham, Ninh Thuan



- Tax code : 4500572669
- Business registration date : 10/01/2014
- Business activities : Mineral extraction (stone, sand, gravel, clay)

**b. Information about the transfer transaction:**

- Transaction type: Share transfer.
- Expected ownership percentage after the transaction: 100%.
- Total investment amount: Up to VND 400 billion.
- Expected implementation time: Within 2026.

*Respectfully requests the GSM's consideration and approval./.*

**ON BEHALF OF THE BOD  
CHAIRPERSON**

**Recipient:**

- Above;
- Save BOD's office

**PHAM HUNG CUONG**



No. 10./2026/TT/DCF-HĐQT

HCMC, 19/03, 2026



## PROPOSAL OF THE BOARD OF DIRECTORS

Re: Listing of shares on the Ho Chi Minh City Stock Exchange

**To: THE ANNUAL GENERAL MEETING OF SHAREHOLDERS (“GSM”)**

Pursuant to

- The Enterprise Law No. 59/2020/QH14 dated June 17, 2020, and its implementation guidelines;
- The Securities Law No. 54/2019/QH14 dated November 26, 2019 and its implementation guidelines;
- The Decree No. 155/2020/ND-CP dated December 31, 2020 of the Government detailing the implementation of a number of articles of the Securities Law and its amending and supplementary documents;
- The Organizational Charter of DECOFI

The BOD of DECOFI respectfully submits to the GSM for consideration and approval the listing of shares on the Ho Chi Minh City Stock Exchange as follows:

1. To approve the listing of all issued shares (at the time of performing share listing registration procedures) of DECOFI (Stock code: DCF) on the Ho Chi Minh City Stock Exchange (HOSE) in accordance with the sequences and provisions of current laws. The BOD shall determine the number of DECOFI's shares at the time of listing registration to serve as the basis for the share listing registration.
2. To assign the Board of Directors to organize and implement all necessary tasks and procedures in accordance with the law to complete the listing of the Company's shares on the Ho Chi Minh City Stock Exchange (HOSE), including but not limited to:
  - i. Decide on the number of shares to be registered for listing based on the total number of issued shares of Construction and Design No. 1 Joint Stock Company at the time of performing the share listing registration procedures on the Ho Chi Minh City Stock Exchange (HOSE);
  - ii. Decide on the timing for implementing the share listing registration in accordance with market conditions and the Company's actual situation, ensuring compliance with legal regulations;
  - iii. Decide on the timing and implement procedures for the delisting of the Company's shares from the UPCOM trading system after receiving the listing approval from the Ho Chi Minh City Stock Exchange (HOSE), in accordance with legal regulations;



- iv. Decide to implement and approve all necessary dossiers/procedures and sign, execute relevant documents and materials to perform the share listing in accordance with legal regulations;
- v. Decide to supplement, amend, complete, and provide explanations for all contents related to the share listing (including contents not presented in this Proposal – if any);
- vi. Decide on the reference price for the first trading day and the first trading date of the Company's shares on the Ho Chi Minh City Stock Exchange (HOSE), ensuring the best interests of shareholders, in accordance with market conditions and legal regulations;
- vii. Decide on all other necessary matters related to the implementation of the share listing in accordance with legal regulations

The Board of Directors is responsible for reporting the implementation progress and the results of the Company's share listing registration to the General Meeting of Shareholders (GMS) at subsequent meeting(s) until the listing is completed in accordance with regulations.

*Respectfully requests the GSM's consideration and approval./.*

**ON BEHALF OF THE BOD  
CHAIRPERSON**

**Recipient:**

- Shareholders;
- Save BOD's office

**PHAM HUNG CUONG**



No: 18/2026/TT/DCF-HDQT

HCMC, ...27/03/2026



## PROPOSAL OF THE BOARD OF DIRECTORS

(Re: The plan for share issuance for dividend payment)

To: ~~THE 2026~~ ANNUAL GENERAL MEETING OF SHAREHOLDERS (“GSM”)

Pursuant to

- The Enterprise Law No. 59/2020/QH14 dated June 17, 2020, and its implementation guidelines;
- The Securities Law No. 54/2019/QH14 dated November 26, 2019 and its implementation guidelines;
- The Decree No. 155/2020/ND-CP dated December 31, 2020 of the Government detailing the implementation of a number of articles of the Securities Law and its amending and supplementary documents;
- Circular No. 118/2020/TT-BTC dated December 31, 2020, of the Ministry of Finance guiding some contents on offering and issuing securities, public tender offers, share buybacks, registration of public companies and requirements for public company status and its amending and supplementary documents;
- The Organizational Charter of DECOFI;
- The DECOFI's actual business performance.

The BOD of DECOFI respectfully submits to the GSM to approve the 2026 share issuance plan for dividend payment with the following details:

### I. PURPOSE OF ISSUANCE

Issuing shares to pay dividends for 2026.

### II. PLAN FOR ISSUING SHARES TO PAY DIVIDENDS

1. Issuing organization: Design and Construction Joint Stock Company No. 1.
2. Securities name: Design and Construction Joint Stock Company No. 1.
3. Stock symbol: DCF.
4. Type of share: Common stock.
5. Par value: VND 10.000 /share.
6. Current charter capital: VND 529.988.910.000.
7. Number of shares issued: 52.998.891 shares

In which:

- + Total number of outstanding shares: 52.998.891 shares.
  - + Total number of treasury shares: 0 shares.
8. Number of shares expected to be issued: 6.359.867 shares.
  9. Total expected issuance value (at par value): VND 635.986.670.000.
  10. Expected charter capital after issuance: VND 593.587.580.000
  11. Expected number of share after issuance: 59.358.758 shares
  12. Issuing ratio: 12%
  13. Rights exercise ratio: 100 : 12 (On the record date for rights exercise, a shareholder owning 01 share shall receive 01 right to receive additional shares; for every 100 rights, the shareholder shall receive 12 new shares).
  14. Target recipients: Existing shareholders named in the list of share ownership provided by the Vietnam Securities Depository and Clearing Corporation (VSDC) as of the record date to receive dividends, in accordance with the Resolution of the Board of Directors
  15. Funding sources for issuance: From the undistributed after-tax profit based on the DECOFI's 2025 Audited Financial Statements
  16. Rounding principles and treatment of fractional shares: The number of additional shares issued for stock dividend payment to each shareholder shall be rounded down to the nearest whole number (unit). Any fractional shares resulting from rounding down (if any) shall be cancelled.  
*Example: On the record date, Shareholder A owns 141 shares. The number of shares Shareholder A is entitled to receive is 16.92 shares (=141 \* 12%). After rounding down to the nearest whole number, the actual number of shares Shareholder A receives is 16 shares. The fractional part of 0.92 shares shall be cancelled.*
  17. Transfer restrictions: Additional shares issued for dividend payment shall not be subject to any transfer restrictions.
  18. Implementation timeline: Expected in 2026, upon receiving written approval from the State Securities Commission (SSC).
  19. Additional securities registration and additional trading registration/listing: All successfully issued shares shall be additionally registered at the Vietnam Securities Depository and Clearing Corporation (VSDC) and additionally registered for trading/listing on the Hanoi Stock Exchange (HNX) in accordance with legal regulations.
  20. Change of Charter Capital: To approve the amendment and supplementation of the Company's Charter, and the procedures for changing/adjusting the Enterprise Registration Certificate (ERC) based on the new capital level upon completion of the issuance



### III. DELEGATION AND ASSIGNMENT OF AUTHORITY TO THE BOARD OF DIRECTORS

1. To decide on the implementation of the issuance plan and determine the specific timing for the share issuance for dividend payment.
2. To decide on the record date for shareholders to exercise their rights.
3. To decide on the preparation and explanation of the registration dossier for the stock dividend issuance to be submitted to the State Securities Commission (SSC). Simultaneously, to proactively adjust the issuance plan and other related documents based on the Company's actual situation or requirements from SSC.
4. To decide on the procedures, dossiers, and appropriate timing for additional securities registration at the Vietnam Securities Depository and Clearing Corporation (VSDC) and additional trading registration/listing at the Hanoi Stock Exchange (HNX) for the total number of successfully issued shares, based on the actual results after the State Securities Commission (SSC) announces the receipt of the issuance result report
5. To decide on the procedures and dossiers for amending the Company's business registration contents regarding the change of charter capital, based on the actual issuance results, with the Ho Chi Minh City Department of Finance.
6. To decide on the amendment of articles related to charter capital, shares, and stocks in the Company's Charter of Organization and Operation, in accordance with the actual charter capital upon completion of the share issuance
7. To decide on other matters related to the process of share issuance for dividend payment
8. Depending on each specific case, the Board of Directors (BOD) is authorized to delegate to the General Director the execution of one or more of the specific tasks mentioned above

Respectfully submitted to the GSM for consideration and approval./.

**Recipient::**

- *As above;*
- *BOD's office.*

**ON BEHALF OF THE BOD**

**CHAIRPERSON**

*(Signed)*

**PHAM HUNG CUONG**



No: 20/2026/TT/DCF-HĐQT

HCMC, ... 08/04/2026

## PROPOSAL OF THE BOARD OF DIRECTORS

(Re: Adoption of the public share offering plan for existing shareholders)

**To: THE 2026 ANNUAL GENERAL MEETING OF SHAREHOLDERS (“GSM”)**

Pursuant to

- The Enterprise Law No. 59/2020/QH14 dated June 17, 2020, and its implementation guidelines;
- The Securities Law No. 54/2019/QH14 dated November 26, 2019 and its implementation guidelines;
- The Decree No. 155/2020/ND-CP dated December 31, 2020 of the Government detailing the implementation of a number of articles of the Securities Law and its amending and supplementary documents;
- Circular No. 118/2020/TT-BTC dated December 31, 2020, of the Ministry of Finance guiding some contents on offering and issuing securities, public tender offers, share buybacks, registration of public companies and requirements for public company status and its amending and supplementary documents;
- The Organizational Charter of DECOFI;
- The DECOFI's actual business performance.

The BOD of DECOFI respectfully submits to the GSM for the adoption of the public share offering plan for existing shareholders specifically as follows:

### I. OFFERING TARGET

Offering additional shares to existing shareholders to increase charter capital, restructure, and enhance financial capacity to meet the company's business needs.

### II. ADOPTION OF THE PUBLIC SHARE OFFERING PLAN FOR EXISTING SHAREHOLDERS

1. Issuing organization: Design and Construction Joint Stock Company No. 1.
2. Securities name: Design and Construction Joint Stock Company No. 1.
3. Stock symbol: DCF.
4. Type of share: Common stock.
5. Par value: VND 10.000 /share.
6. Current charter capital: VND 529.988.910.000.

7. Number of shares issued: 52.998.891 shares

In which:

- + Total number of outstanding shares: 52.998.891 shares.
- + Total number of treasury shares: 0 shares.

8. Number of shares expected to be issued: 46.639.024 shares.

9. Total offering value (at par value): VND 466.390.240.000

10. Offering price: VND 10.000 / share.

11. Estimated total proceeds from the offering: VND 466.390.240.000

12. Offering ratio: 88% (46.639.024 shares: 52.998.891 shares).

13. Form of issuance: Offering additional shares to the public for existing shareholders.

14. Eligible Offerees: Existing shareholders whose names appear on the list of shareholders as of the record date for the exercise of rights to purchase additional shares, as provided by the Vietnam Securities Depository and Clearing Corporation (VSDC) in accordance with regulations.

15. Method of Distribution: Distribution via exercise of rights for existing shareholders.

16. Right Exercise Ratio: 100:88 (Shareholders owning 01 (one) share shall receive 01 (one) purchase right; 100 (one hundred) purchase right entitles the holder to purchase 88(eighty- eight) new shares).

17. Transfer of Purchase Rights: Purchase rights may be transferred once (01) (the transferee of the purchase rights is not permitted to further transfer them to a third party). The transferor and transferee shall mutually agree upon the transfer price, handle payment, and be responsible for fulfilling all obligations in accordance with relevant regulations regarding such transfers.

18. Principle for rounding fractional shares: The number of shares offered to the public for existing shareholders will be rounded down to the nearest whole unit

*Example: On the record date, shareholder A owned 120 shares. The number of additional shares offered to shareholder A that they could purchase was  $120 \times 88/100 = 105.6$  shares. After rounding down to the nearest whole number, shareholder A was entitled to purchase 105 shares.*

19. Handling of unsold shares (if any): Unsold shares are defined as those for which shareholders and/or transferees of purchase rights fail to exercise their rights (in part or in full), or shares that have been registered for purchase but for which payment was not made within the stipulated deadline, and/or for other reasons.

- The GMS shall authorize the BOD to decide on the plan for handling any unsold shares:

- + Target offerees and distribution method: The remaining unsold shares shall be offered by the BOD to other investors (including existing shareholders) under conditions that are no more favorable than those offered to existing

shareholders. The BOD is authorized to determine the selection criteria and the list of investors eligible to purchase such remaining shares.

- + Offering price: To be decided by the BOD at the time of the offering, but in any case, not lower than the offering price for existing shareholders.
  - + In the event that the distribution period expires in accordance with current laws (including any extensions, if applicable) and some shares remain undistributed, such shares shall be cancelled, and the BOD shall decide to conclude the offering. The Company will proceed to increase its charter capital based on the actual number of successfully distributed shares.
  - The distribution of any remaining unsold shares to other investors must satisfy the following conditions:
    - + Compliance with regulations on cross-ownership as stipulated in Article 195 of the Law on Enterprises No. 59/2020/QH14.
    - + Compliance with regulations on handling shares for which investors failed to register or make payment, and fractional shares, as stipulated in Article 42 of Decree No. 155/2020/ND-CP.
20. Transfer Restrictions: Additional shares issued to existing shareholders are not subject to transfer restrictions. The remaining shares distributed to other investors shall be restricted from transfer for a period of 01 (one) year from the completion date of the offering.
21. Execution Timeline: Expected in 2026, after receiving the written approval from the State Securities Commission (SSC).
22. Compliance with Foreign Ownership Limit: The GMS authorizes the BOD to approve the plan to ensure that the share issuance complies with regulations on foreign ownership limits.
23. Minimum Offering Success Rate: Not applicable.
24. Public Tender Offer: In the event that the ownership ratio of investors (and their related persons) participating in the public offering for existing shareholders results in their ownership exceeding the thresholds specified in Clause 1, Article 35 of the Law on Securities, such parties shall be exempt from public tender offer procedures.
25. Additional securities registration and additional trading registration/listing of shares: The total number of successfully distributed shares will be additionally registered with the Vietnam Securities Depository and Clearing Corporation (VSDC) and registered for additional trading/ listing on the Stock Exchange in accordance with legal regulations.
26. Change of Charter Capital: Approval of the amendments and supplements to the Company's Charter, and procedures for changing/adjusting the Enterprise Registration Certificate (ERC) based on the new capital level upon the conclusion of the offering.

### **III. PLAN FOR THE USE OF PROCEEDS FROM THE OFFERING**

The total proceeds collected from the offering shall be utilized for the following purposes:

No	Content of capital utilization	Amount (VND)
1	Acquired 95% of the shares of Ninh Thuan Mineral Exploitation and Construction Investment Joint Stock Company at a maximum price of VND 32,000 per share (*).	Maximum 304.000.000.000
2	Repay loans at banks (the remaining amount after payment for the acquisition of shares of Ninh Thuan Mineral Exploitation and Construction Investment Joint Stock Company).	Expected 162.390.240.000
	<b>Total</b>	<b>466.390.240.000</b>

In the event that the proceeds from the offering do not reach the expected amount, the GMS authorizes the BOD to determine the priority for utilizing the proceeds based on the Company's actual situation

(\* *Basic information about Ninh Thuan Mineral Exploitation and Construction Investment Joint Stock Company:*

Ninh Thuan Mineral Exploitation and Construction Investment JSC:

- + Registered capital: VND 100.000.000.000
- + Head office address: LK4.2-25 Luu Trong Lu Road, Phan rang Ward, Khanh Hoa Province
- + Business Registration Certificate: No. 4500572669 issued by the Department of Finance of Khanh Hoa Province on January 10, 2014, amended for the 15th time on March 24, 2026.
- + Main business activities: Quarrying of stone, sand, gravel, and clay.
- + Relationship with the Issuer and related parties of the Issuer: None.

The granite quarry for paving stones is under the exploitation rights of Ninh Thuan Mineral Exploitation and Construction Investment JSC

- + Location: Northwest region Maviack mountain, Phuoc Dinh commune, Thuan Nam district, Ninh Thuan province (now Phuoc Dinh ward. Khanh Hoa province).
- + Legal basis:
  - Decision No. 1853/QD-BTNMT dated August 16<sup>th</sup>, 2016, of the Ministry of Natural Resources and Environment approving the environmental impact assessment report and the environmental remediation and restoration plan for the project "Investment in the exploitation of granite quarry for cladding in the

Northwest area of Mavieck mountain, Phuoc Dinh commune, Thuan Nam district, Ninh Thuan province, with an exploitation capacity of 18,000 m<sup>3</sup>/year (monolithic)";

- Decision No. 306/QD-UBND dated September 19, 2017, of the Ninh Thuan Provincial People's Committee approving the Ninh Thuan Mineral Exploitation and Construction Investment Joint Stock Company to implement the project "Investment in the exploitation of granite quarrying in the Northwest area of Mavieck Mountain, Phuoc Dinh commune, Thuan Nam district, Ninh Thuan province, with an exploitation capacity of 18,000 m<sup>3</sup>/year (monolithic)";
- Mineral exploitation license No. 368/GP-BTNMT dated January 31, 2018, issued by the Minister of Natural Resources and Environment;
- Decision No. 2150/QD-BTNMT dated July 4, 2018, of the Ministry of Natural Resources and Environment approving the fee for the right to exploit granite quarry for cladding in the Northwest area of Mavieck Mountain, Phuoc Dinh commune, Thuan Nam district, Ninh Thuan province;
- Decision No. 530/QD-UBND dated September 21, 2023, of the People's Committee of Ninh Thuan province approving the adjustment of investment policy;
- Decision No. 393/QD-UBND dated July 16, 2024, of the People's Committee of Ninh Thuan province approving the adjustment of investment policy;
- Construction permit No. 02/GPXD-UBND dated March 14, 2025, issued by the People's Committee of Thuan Nam District;
- Certificate of land use rights, ownership of houses and other assets attached to land No. DK 891837 dated August 2, 2023, issued by the Ninh Thuan Land Registration Office;
- Certificate of land use rights, ownership of houses and other assets attached to land No. DM 302216 dated March 31, 2024, issued by the Department of Natural Resources and Environment of Ninh Thuan Province;
- Other legal documents

#### **IV. DELEGATION AND ASSIGNMENT OF AUTHORITY TO THE BOARD OF DIRECTORS**

1. Decide on the implementation of the offering plan and determine the specific timing for the public offering of shares to existing shareholders.
2. Decide on the detailed capital use plan and adjust the plan for the use of proceeds from the offering (where necessary and consistent with the Company's actual business operations) and report any such adjustments to the GMS at the nearest meeting.
3. Decide on the record date for the exercise of rights by shareholders.
4. Decide on the distribution of unsold shares to other investors in accordance with the principles approved by the GMS.

5. Decide on the preparation and explanation of the registration dossier for the public offering to be submitted to the State Securities Commission (SSC); and proactively adjust the issuance plan and other relevant documents based on the Company's actual situation or requirements from the SSC.
6. To decide on the adjustment of the offering ratio and the rights exercise ratio at the time of the offering (in the event of any changes in the number of outstanding shares during the implementation process)
7. Decide on the offering plan to ensure the foreign ownership limit complies with legal regulations.
8. Decide on the procedures, documentation, and appropriate timing for additional securities registration with the Vietnam Securities Depository and Clearing Corporation (VSDC) and register for additional trading/listing of securities on the Stock Exchange for the total number of successfully distributed shares following the result of the offering as notified by the SSC.
9. Decide on the procedures and documentation for amending the Company's business registration related to the change in charter capital based on the actual results of the issuance with the Ho Chi Minh City Department of Finance.
10. To approve the amendments to the articles regarding charter capital, shares, and stock certificates in the Charter of Organization and Operation of the Company, based on the actual charter capital upon completion of the share issuance.
11. Decide on any other matters related to the process of the public offering of shares to existing shareholders.
12. Depending on specific cases, the BOD is authorized to further delegate the General Director to perform one or several of the specific tasks mentioned above.

Respectfully submitted to the GSM for consideration and approval./.

**Recipient::**

- *As above;*
- *BOD's office.*

**ON BEHALF OF THE BOD  
CHAIRPERSON**

*(Signed)*

**PHAM HUNG CUONG**

No: 12./2026/TT/DCF-HĐQT

HCMC, .....12/03/2026



## PROPOSAL OF THE BOARD OF DIRECTORS

(Re: Amendments and additions of the Company Charter)

To: THE ANNUAL GENERAL MEETING OF SHAREHOLDERS (“GSM”)

Pursuant to

- The Enterprise Law No. 59/2020/QH14 dated June 17, 2020, and its implementation guidelines;
- The Securities Law No. 54/2019/QH14 dated November 26, 2019 and its implementation guidelines;
- The Decree No. 155/2020/ND-CP dated December 31, 2020 of the Government detailing the implementation of a number of articles of the Securities Law and its amending and supplementary documents
- The Circular No. 116/2020/TT-BTC dated December 31, 2020, issued by the Ministry of Finance, provides guidance on certain provisions regarding corporate governance applicable to public companies under Decree No. 155/2020/ND-CP dated December 31, 2020, of the Government detailing the implementation of certain provisions of the Law on Securities and its amendments and supplements.
- The Organizational Charter of DECOFI

The Board of Directors of DECOFI respectfully submits to the GSM for consideration and approval the amendment and supplementation of the DECOFI’s Charter, including the following contents:

1. Approval of amendments and supplements to the Company’s Charter Pursuant to the key contents presented in the Appendix attached to this Proposal. These amendments and supplements include content updates that do not alter the fundamental interpretation or meaning of the previous Charter, as well as technical adjustments to the format, numbering of Chapters, Sections, and Articles to ensure consistency with the revised content.
2. Approval of the issuance of the full text of the Company’s Charter  
*As detailed in the attached draft Charter.*
3. Authorization of the Board of Directors which is assigned to finalize, sign, and promulgate the full text of the new Charter of Construction and Design No. 1 Joint Stock Company. The amended and supplemented Charter shall take effect from the date of signing and issuance, superseding the current Charter in its entirety .

The BOD respectfully requests the GSM’s consideration and approval./.

ON BEHALF OF THE BOD

CHAIRPERSON

Recipient:

- Shareholders;
- Save BOD’s office.

PHAM HUNG CUONG



No: 17/2026/TT/DCF- HĐQT

HCMC, ..... 19/03/2026

## PROPOSAL OF THE BOARD OF DIRECTORS

*(Re-Amending and supplementing the Internal Regulations on Corporate Governance of DECOFI)*

### **To: THE ANNUAL GENERAL MEETING OF SHAREHOLDERS (“GSM”)**

*Pursuant to:*

- *The Law on Enterprises No. 59/2020/QH14 dated June 17, 2020, and its amending and supplementing documents;*
- *The Law on Securities No. 54/2019/QH14 dated November 26, 2019, and its amending and supplementing documents;*
- *Decree No. 155/2020/ND-CP dated December 31, 2020, of the Government detailing the implementation of several articles of the Law on Securities, and its amending and supplementing documents;*
- *Circular No. 116/2020/TT-BTC dated December 31, 2020, of the Ministry of Finance providing guidance on several articles of corporate governance applicable to public companies under Decree No. 155/2020/ND-CP dated December 31, 2020, of the Government detailing the implementation of several articles of the Law on Securities, and its amending and supplementing documents;*
- *The Organization Charter of DECOFI;*
- *The Internal Regulations on Corporate Governance of DECOFI, issued under the General Meeting of Shareholders' Resolution No. 0001/2021/NQ-DHCD dated April 16, 2021.*

The Board of Directors respectfully submits to the GMS for consideration and approval of the full-text amendments and supplements to the Internal Regulations on Corporate Governance of DECOFI . The revised full-text of the Internal Regulations on Corporate Governance is attached to this Proposal as a replacement.

To authorize the Board of Directors of the Company to finalize, sign, and issue the new full-text of the Internal Regulations on Corporate Governance of DECOFI. The new Internal Regulations on Corporate Governance shall take effect from the date of signing and issuance, replacing the current version in its entirety.

*Respectfully submitted to the GMS for consideration, discussion, and approval./.*

**ON BEHALF OF THE BOD  
CHAIRPERSON**

**Recipients:**

- *As above;*
- *Archived: BOD Office.*

**PHAM HUNG CUONG**



No: 4./2026/TT/DCF- HĐQT

HCMC, ..... 19/03/2026

## PROPOSAL OF THE BOARD OF DIRECTORS

*Re: Amendments and supplements to the Regulations on the Operations of the Board of Directors*

### **To: THE ANNUAL GENERAL MEETING OF SHAREHOLDERS (“GMS”)**

*Pursuant to:*

- *Law on Enterprises No. 59/2020/QH14 dated June 17, 2020 and its guiding documents on amendments and supplements;*
- *Law on Securities No. 54/2019/QH14 dated November 26, 2019 and its amendments and supplements;*
- *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 amendments and supplements;*
- *Circular No. 116/2020/TT-BTC dated December 31, 2020 of the Ministry of Finance guiding a number of articles on corporate governance applicable to public companies in 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 amendments and supplements;*
- *The Organization Charter of DECOFI;*
- *The Regulations on the Operations of the Board of Directors of DECOFI issued under Resolution No. 0001/2021/NQ-DHCD dated April 16, 2021.*

The Board of Directors respectfully submits to the GMS for consideration and approval of the amendments and supplements to the Regulations on the Operations of the Board of Directors of DECOFI, as follows:

1. To approve the amendments and supplements to the Company’s Board of Directors’ Operational Regulations according to the main contents presented in the Appendix attached to this Proposal; amendments and supplements to the contents that do not change the understanding and meaning of the former Regulations, and amendments and supplements related to the format, the use of Chapters, Sections, and Articles to be consistent with the amended contents.
2. To approve the issuance of the full text of the Company’s Board of Directors’ Operational Regulations as detailed in the attached draft Regulations.
3. To authorize the Company's Board of Directors to finalize and sign for the issuance of the full text of the new Board of Directors' Operational Regulations of DECOFI.

The amended and supplemented Board of Directors' Operational Regulations shall take effect from the date of signing and issuance, replacing the full text of the existing Board of Directors' Operational Regulations.

*Respectfully submitted to the GMS for consideration, discussion, and approval./.*

**ON BEHALF OF THE BOD  
CHAIRMAN**

**Recipients:**

- *As above;*
- *Archived: BOD Office.*

**PHAM HUNG CUONG**





No: 15./2026/TT/DCF-BKS

HCMC, .....19/03/2026

## PROPOSAL OF THE SUPERVISORY BOARD

(Re: Amendments and supplements to the Regulations on the Operations  
of the Supervisory Board of DECOFI)

### To: THE ANNUAL GENERAL MEETING OF SHAREHOLDERS (“GSM”)

Pursuant to:

- Law on Enterprises No. 59/2020/QH14 dated June 17, 2020 and its guiding documents on amendments and supplements;
- Law on Securities No. 54/2019/QH14 dated November 26, 2019 and its amendments and supplements;
- 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 amendments and supplements;
- Circular No. 116/2020/TT-BTC dated December 31, 2020 of the Ministry of Finance guiding a number of articles on corporate governance applicable to public companies in 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 amendments and supplements;
- The Charter on the Organization and Operation of Design and Construction Joint Stock Company No. 1;
- The Regulations on the Operations of the Supervisory Board of DECOFI issued under Resolution No. 0001/2021/NQ-DHCD dated April 16, 2021.

The Supervisory Board respectfully submits to the GSM for consideration and approval of the amendments and supplements to the Regulations on the Operations of the Supervisory Board of DECOFI, as follows:

1. To approve the amendments and supplements to the Regulations on the Operations of the Supervisory Board of the Company in accordance with the key contents presented in the Appendix attached to this Proposal; such amendments and supplements shall not alter the interpretation or meaning of the previous Regulations, including technical amendments and supplements regarding the format and the use of Chapter, Section, and Article numbers to ensure consistency with the revised contents.
2. To approve the issuance of the full-text of the Regulations on the Operations of the Supervisory Board of the Company, as detailed in the attached draft Regulations.

3. To authorize the Supervisory Board of the Company to finalize, sign, and issue the new full-text of the Regulations on the Operations of the Supervisory Board of DECOFI. The amended and supplemented Regulations on the Operations of the Supervisory Board shall take effect from the date of signing and issuance, replacing the current version in its entirety.

*Respectfully submitted to the GMS for consideration, discussion, and approval./.*

**Recipients:**

- *As above;*
- *Archived: BOD Office, Supervisory Board.*

**ON BEHALF OF THE  
SUPERVISORY BOARD  
HEAD OF THE BOARD**

**TRAN THI BINH AN**





No. 19/2026/TT/DCF-HĐQT

HCMC, March 25<sup>th</sup>, 2026

## PROPOSAL OF THE BOARD OF DIRECTORS

*(V/v: The dismissal/ supplementary election of members of the Supervisory Board)*

**To: THE ANNUAL GENERAL MEETING OF SHAREHOLDERS (“GSM”)**

**Design and Construction Joint Stock Company No. 1 (“DECOFI”)**

- Pursuant to the Enterprise Law No. 59/2020/QH14 dated June 17, 2020, and its implementation guidelines;
- Pursuant to the Charter of DECOFI
- Pursuant to the Resignation letter of Mr. Vu Ngoc Tue – Member of the Board of Supervisor

The BOD of DECOFI respectfully submits to the GSM for consideration and approval of the dismissal and election of one (1) additional member to the Supervisory Board for the 2024 – 2029 term as follows:

- Dismissal of Mr. Vu Ngoc Tue from the Supervisory Board, effective from April 14<sup>th</sup>, 2026.
- Election of one (1) additional member to the Supervisory Board. The term of the newly elected member of the Supervisory Board will be the same as that of the current members (2024 – 2029) and will begin on April 14<sup>th</sup>, 2026.

Respectfully submitted for the GSM’s consideration and approval.

**ON BEHALF OF THE BOD  
CHAIRPERSON**

**Recipient:**

- Above;
- Save BOD’s office.

*(signed)*

**PHAM HUNG CUONG**



No. 19/2026/TT/DCF-HĐQT

HCMC, 03/04/2026

## PROPOSAL OF THE BOARD OF THE DIRECTORS

(Re: The List of Nominees for the supplementary election of Members of the Supervisory Board for the 2024 – 2029 term)

### **To: THE ANNUAL GENERAL MEETING OF SHAREHOLDERS (“GSM”)**

#### **Design and Construction Joint Stock Company No. 1 (“DECOFI”)**

- Pursuant to the Enterprise Law No. 59/2020/QH14 dated June 17, 2020, and its implementation guidelines;
- Pursuant to the Charter of DECOFI;
- Pursuant to the regulation on election of additional members of Independent Members of the Board of Directors and the Supervisory Board;
- Pursuant to the nomination/candidacy documents of the shareholders.

The Board of Directors of DECOFI respectfully submits to the 2026 Annual General Meeting of Shareholders for consideration and approval of the List of candidates to participate in the election of members of the Board of Supervisors for the 2024 - 2029 term as follows:

1. Mr Le Cao Canh

Respectfully submitted for the GSM's consideration and approval.

**Recipient:**

- above;
- Save BOD's office.

**ON BEHALF OF THE BOD  
CHAIRPERSON**

(signed)

**PHAM HUNG CUONG**