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Số: 601 /CBTT-HUD1

Hanoi, May .04, 2026

## INFORMATION DISCLOSURE

To: - The State Securities Commission (SSC)  
- Ho Chi Minh City Stock Exchange (HOSE)  
- Shareholders

1. **Company name:** HUD1 Investment and Construction Joint Stock Company
2. Stock code: HU1
3. Head office: No. 168 Giai Phong, Phuong Liet Ward, Hanoi
4. Telephone: 024.38687557
5. **Information Disclosure Officer:**
  - Full name: Luong Cong Tu
  - Position: Person to implement disclosure of information

6. **Type of information disclosure:**

24h     72h     Upon request     Extraordinary     Periodic

7. **Contents of information disclosure:**

HUD1 Investment and Construction Joint Stock Company discloses information regarding the execution of a transaction with a value exceeding 15% of the Company's total assets based on the audited financial statements for the year 2025, specifically as follows:

- Pursuant to the Debt-for-Equity Swap Agreement dated October 17, 2026, between HUD1 Investment and Construction Joint Stock Company ("HUD1") and Hanoi Urban Investment Joint Stock Company (the "Creditor"), on .04./05../2026, HUD1 and the Creditor agreed to sign an Appendix No. ...01../2026/PL-TTHDN/HURI-HUD1 (the "Appendix") to adjust and amend certain contents of the Debt-for-Equity Swap Agreement to suit the actual situation.
- The main adjustments and amendments in the Appendix relating to HUD1's share issuance for debt-for-equity swap for the Creditor are as follows.
  - + Total outstanding principal balance of the debts (the Loan Agreements) as of December 31, 2025, and as of the signing date of the Appendix: VND 155,384,334,711



- + Expected value of the debts to be swapped: VND 150,000,000,000
- + Expected number of shares to be issued for the swap to the Creditor: 15,000,000 shares
- + Total issuance value at par value: VND 150,000,000,000
- + Debt-for-equity swap ratio: 10,000:1 (whereby VND 10,000 of debt will be swapped for 1 new HU1 share)
- + Outstanding principal balance of the Loan Agreements after the swap (expected): VND 5,384,334,711

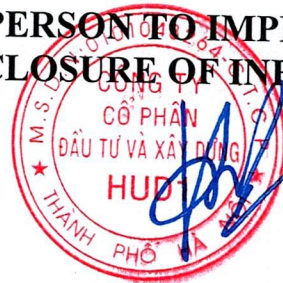
8. This information is published on the Company's website at: [www.hud1.com.vn](http://www.hud1.com.vn) (Investor Relations section).

We hereby certify that the information disclosed above is true and we assume full legal responsibility for the contents of the disclosed information.

**Recipients:**

- As addressed above;
- BOD, Supervisory Board;
- Archived: Clerical Office, BOD Office

**PERSON TO IMPLEMENT  
DISCLOSURE OF INFORMATION**



**Luong Cong Tu**



**RESOLUTION**

*Re: Approval of the implementation of the share issuance plan for debt-for-equity swap*

**THE BOARD OF DIRECTORS**

**HUD1 INVESTMENT AND CONSTRUCTION JOINT STOCK COMPANY**

*Pursuant to:*

- *Law on Enterprises No. 59/2020/QH14 passed by the National Assembly on June 17, 2020, and its amending and supplementing documents;*
- *Law on Securities No. 54/2019/QH14 passed by the National Assembly on November 26, 2019;*
- *Law No. 56/2024/QH15 passed by the National Assembly on November 29, 2024, amending the Law on Securities, the Law on Accounting, the Law on Independent Audit, the Law on State Budget, the Law on Management and Use of Public Property, the Law on Tax Administration, the Law on Personal Income Tax, the Law on National Reserves, and the Law on Handling of Administrative Violations;*
- *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;*
- *Decree No. 245/2025/ND-CP dated September 11, 2025 of the Government amending and supplementing a number of articles of Decree No. 155/2020/ND-CP dated December 31, 2020 of the Government detailing the implementation of a number of articles of the Law on Securities;*
- *Resolution of the 2026 Annual General Meeting of Shareholders of HUD1 Investment and Construction Joint Stock Company No. 347/NQ-ĐHĐCĐ dated April 09, 2026 (the "2026 AGM Resolution");*
- *The current Charter of HUD1 Investment and Construction Joint Stock Company ("HUD1" or the "Company").*

**HEREBY RESOLVES:**

**Article 1.** To approve the implementation of HUD1's share issuance plan for debt-for-equity swap, in accordance with the plan approved by 2026 AGM Resolution. The details of the share issuance plan for debt-for-equity swap are set out in Appendix 01 attached to this Resolution.


**Article 2.** To approve the adjustment of information regarding the number of registered securities at the Vietnam Securities Depository and Clearing Corporation ("VSDC") and the additional listing of all successfully issued shares at the Stock Exchange where the Company's shares are currently listed. The Board of Directors of the Company commits to carrying out the

procedures for the aforementioned adjustment of registered securities information and additional listing in compliance with the law.

**Article 3.** To assign/authorize Mr. Le Thanh Hai – General Director (the Legal Representative of the Company), or a person authorized by Mr. Le Thanh Hai, to implement the following task:

- 3.1. To decide/approve matters related to the share issuances of the Company; to organize the implementation of necessary tasks, sign all dossiers/ documents/ materials, together with any amendments, supplements, or replacements related to the issuance dossier (if any and/or where necessary) to execute the share issuance plan for debt-for-equity swap, ensuring compliance with current applicable laws and requirements of competent state authorities.
- 3.2. Based on the actual results of the share issuance, to perform necessary tasks and sign relevant documents/dossiers to complete the procedures for increasing the Company's charter capital in accordance with the law, including but not limited to the following procedures: (i) Reporting the results of the share issuance to the State Securities Commission; (ii) Registering the changes to the Enterprise Registration Certificate of the Company; (iii) Adjusting information regarding the number of registered securities of the Company at the Vietnam Securities Depository and Clearing Corporation (VSDC); (iv) Registering the additional listing of the Company's shares at the Stock Exchange where the Company's shares are registered for listing; (v) Changing the Charter Capital, amending/supplementing the provisions stipulating the Charter Capital and relevant provisions in the Company's Charter to correspond with the new Charter Capital after the issuance; and (vi) Other procedures in accordance with current applicable law;
- 3.3. To perform other necessary tasks and procedures and sign other relevant documents (if arising) to complete the share issuance in accordance with the Plan approved by the General Meeting of Shareholders and the Board of Directors of the Company.

**Article 4.** This Resolution takes effect from the date of its signing and replaces Resolution No. 310/NQ-HDQT dated October 17, 2025 of the Board of Directors of the Company. Members of the Board of Directors, the Board of Management, and relevant Departments/Divisions are responsible for the implementation of this Resolution./.

Recipients: 

- As per Article 4;
- Supervisory Board;
- Archived: Office of the Board of Directors.

ON BEHALF OF THE BOARD OF  
DIRECTORS CHAIRMAN



Duong Tat Khiem

**APPENDIX 01: DETAILS OF THE SHARE ISSUANCE PLAN FOR DEBT-FOR-EQUITY SWAP OF HUD1 INVESTMENT AND CONSTRUCTION JOINT STOCK COMPANY**

*(Attached to Resolution No. 550./NQ-HDQT dated 04/05/2026 of the Board of Directors of HUD1 Investment and Construction Joint Stock Company)*

**1. Share issuance plan for debt-for-equity swap**

Issuer	: HUD1 Investment and Construction Joint Stock Company
Stock Name	: Share of HUD1 Investment and Construction Joint Stock Company
Share Type	: Common shares
Stock code	: HU1
Par value	: VND 10,000/share
Current charter capital	: VND 100,000,000,000 <i>(In words: One hundred billion Vietnam Dong)</i>
Number of issued shares	: 10,000,000 shares <i>(In words: Ten million shares)</i>
Number of outstanding shares	: 10,000,000 shares <i>(In words: Ten million shares)</i>
Number of treasury shares	: 0 shares
Issuance method	: Share issuance for debt swap
Purpose of the issuance	: To swap the debt with Hanoi Urban Investment Joint Stock Company (HURI) in order to improve the Company's financial position and business performance by increasing charter capital and reducing financial expenses.
Value of payables to be swapped	: VND 150,000,000,000.

**Note:** According to the 2025 audited financial statements, as of December 31, 2025, the outstanding debt of the Company to Hanoi Urban Investment Joint Stock Company was VND 155,384,334,711 *(In words: One hundred fifty-five billion, three hundred eighty-four million, three hundred thirty-four thousand, seven hundred and eleven Vietnam Dong)*. The remaining outstanding debt after the swap (VND 5,384,334,711)

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shall be maintained as Loans and finance lease liabilities.

Estimated number of shares to be issued for the debt swap : 15,000,000 shares (*In words: Fifteen million shares*)

Total issuance value at par value : VND 150,000,000,000 (*In words: One hundred fifty billion Vietnam Dong*)

Ratio of expected issuance shares to total outstanding shares : 150%

Determination methodology and debt swap ratio : - The debt swap ratio is **10,000:1** (*equivalent to VND 10,000 of debt being swapped for 01 newly issued share*).  
- Determination methodology: as stated in the 2026 AGM Resolution  
- Opinion of an independent valuation organization on the swap ratio: None.

List of creditors subject to the swap : The creditor subject to the swap is **Hanoi Urban Investment Joint Stock Company**  
*(Detailed information is set out in Appendix 02 attached hereto)*

Plan for handling undistributed shares due to the creditor's partial or full refusal to swap : In the event that the creditor refuses to swap the approved debt in part or in full, the Board of Directors decides to reduce the number of shares to be issued based on the actual swapped volume.

Transfer Restriction : The issued shares shall be subject to a transfer restriction for **01 year** from the completion date of the issuance, except for transfers made pursuant to a legally effective court judgment or decision, an arbitration award, or inheritance in accordance with the law.

Expected Issuance Timeline : In 2026, after the State Securities Commission (SSC) issues a notice of receipt of full registration documents for the share issuance for debt swap.

**2. Plan to ensure the Company's share issuance complies with regulations on the foreign ownership limit**

2.1. The maximum foreign ownership ratio at HUD1 is 50% of the charter capital (pursuant to

Document No. 8870/UBCK-PTTT dated December 24, 2021 of the State Securities Commission acknowledging receipt of the notification dossier on HUD1's maximum foreign ownership limit). According to information published by the Vietnam Securities Depository and Clearing Corporation as of May 04, 2026, the foreign ownership ratio at HUD1 is 0.019%.

- 2.2. The entire volume of shares issued for the debt-for-equity swap is expected to be distributed to Hanoi Urban Investment Joint Stock Company (a **domestic institutional investor**). Therefore, the foreign ownership ratio upon the completion of HUD1's share issuance will ensure compliance with regulations on the foreign ownership limit.
- 2.3. The Company commits to ensuring strict compliance with legal regulations on the foreign ownership ratio during the share issuance process.



**APPENDIX 02: LIST OF CREDITORS TO RECEIVE SHARES IN THE SHARE ISSUANCE FOR DEBT-FOR-EQUITY SWAP OF  
HUD1 INVESTMENT AND CONSTRUCTION JOINT STOCK COMPANY**

*(Attached to Resolution No.: 39/NQ-HDQT dated 04/05/2026 of the Board of Directors of HUD1 Investment and Construction Joint Stock Company)*

No.	Creditor Name	Business Registration Certificate	Head Office Address	Number of shares owned at the time of approval of the Capital Increase Plan	Principal balance as of Dec 31, 2025 (Based on the 2025 Audited Financial Statements) (VND)	Value of debt swapped (VND)	Expected number of shares to be issued to the Creditor	Creditor's ownership ratio after the issuance	Relationship between the creditors and the Issuer, members of the Board of Directors, Supervisors, and the Board of Management
1	Hanoi Urban Investment Joint Stock Company (Domestic Investor)	0101198589	No. 29, No. 2A, Trung Yen 7 Street, Trung Yen Urban Area, Thanh Xuan Ward, Hanoi City, Vietnam	0	155,384,334,711	150,000,000,000	15,000,000	60%	None

RESOLUTION

Re: Approval of the registration dossier for share issuance for debt-for-equity swap

THE BOARD OF DIRECTORS

HUDI INVESTMENT AND CONSTRUCTION JOINT STOCK COMPANY

Pursuant to:

- Law on Enterprises No. 59/2020/QH14 passed by the National Assembly on June 17, 2020, and its amending and supplementing documents;
- Law on Securities No. 54/2019/QH14 passed by the National Assembly on November 26, 2019;
- Law No. 56/2024/QH15 passed by the National Assembly on November 29, 2024, amending the Law on Securities, the Law on Accounting, the Law on Independent Audit, the Law on State Budget, the Law on Management and Use of Public Property, the Law on Tax Administration, the Law on Personal Income Tax, the Law on National Reserves, and the Law on Handling of Administrative Violations;
- 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;
- Decree No. 245/2025/ND-CP dated September 11, 2025 of the Government amending and supplementing a number of articles of Decree No. 155/2020/ND-CP dated December 31, 2020 of the Government detailing the implementation of a number of articles of the Law on Securities;
- Resolution of the 2026 Annual General Meeting of Shareholders of HUDI Investment and Construction Joint Stock Company No. 347/NQ-ĐHĐCĐ dated April 09, 2026 (the "2026 AGM Resolution");
- Resolution of the Board of Directors No. 350/NQ-HĐQT dated 04/05/2026 regarding the Approval of the implementation of the share issuance plan for debt-for-equity swap;
- The current Charter of HUDI Investment and Construction Joint Stock Company ("HUDI" or the "Company").

HEREBY RESOLVES:

**Article 1.** To approve the Company's registration dossier for share issuance for debt-for-equity swap (The detailed list is attached in Appendix 01).

**Article 2.** To assign/authorize Mr. Le Thanh Hai – General Director (the Legal Representative of the Company), or a person authorized by Mr. Le Thanh Hai, to carry out the procedures for registering the share issuance with the State Securities Commission; to decide on the contents and sign relevant documents to amend, supplement, and provide explanations for the dossier, and to perform other necessary tasks during the process of registering the share issuance/offering as required by competent state authorities.

**Article 3.** This Resolution takes effect from the date of its signing and replaces Resolution No. 311/NQ-HDQT dated October 17, 2025 of the Board of Directors of the Company. Members of the Board of Directors, the Board of Management of the Company, and relevant Departments/Divisions are responsible for the implementation of this Resolution.

**Recipients:** ✗

- *As per Article 3;*
- *Supervisory Board;*
- *Archived: Office of the Board of Directors.*

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



**Duong Tat Khiem**

**APPENDIX 01: LIST OF DOCUMENTS IN THE REGISTRATION DOSSIER FOR  
SHARE ISSUANCE FOR DEBT-FOR-EQUITY SWAP OF HUD1 INVESTMENT AND  
CONSTRUCTION JOINT STOCK COMPANY**

*(Attached to Resolution No. 351/NQ-HDQT dated 04/05/2026 of the Board of Directors of  
HUD1 Investment and Construction Joint Stock Company)*

No.	Document Name
1.	Registration form for private share issuance for debt-for-equity swap
2.	Resolution of the 2026 Annual General Meeting of Shareholders of HUD1 No. 347/NQ-DHDCD dated April 09, 2026 and Minutes of the 2026 Annual General Meeting of Shareholders of HUD1 No. 346/BB-DHDCD dated April 09, 2026
3.	Resolution of the Board of Directors of HUD1 No. 350/NQ-HDQT dated 04/05/2026 regarding the Approval of the implementation of the share issuance plan for debt-for-equity swap
4.	Enterprise Registration Certificate No. 0101043264, first registered on January 02, 2004, 10th amendment registered on October 16, 2025
5.	Audited separate and consolidated financial statements for the year 2025
6.	Debt-for-equity swap agreement and its Appendix between HUD1 Investment and Construction Joint Stock Company and Hanoi Urban Investment Joint Stock Company
7.	Written commitment of the Company on not violating the regulations on cross-ownership under the Law on Enterprises during the Company's share issuance
8.	Documents related to the debt subject to the swap

## APPENDIX TO DEBT SWAP AGREEMENT

**No. 01/2026/PL-TTHĐN/HU1-HUD1**

Between

**HUD1 INVESTMENT AND CONSTRUCTION JOINT STOCK COMPANY** And  
**HANOI URBAN INVESTMENT JOINT STOCK COMPANY**

*Dated May 04, 2026*

This Appendix to the Debt Swap Agreement (hereinafter referred to as the “**Appendix**”) is entered into on [Date] [Month] 2026 by and between the following parties:

**A. HUD1 INVESTMENT AND CONSTRUCTION JOINT STOCK COMPANY**, a joint stock company established under the laws of the Socialist Republic of Vietnam, having its head office address at 168 Giai Phong Road, Phuong Liet Ward, Hanoi City, Vietnam, under Enterprise Registration Certificate No. 0101043264 initially issued by the Department of Planning and Investment of Hanoi on January 02, 2004, as amended from time to time (hereinafter referred to as “**Party A**”); and

**B. HANOI URBAN INVESTMENT JOINT STOCK COMPANY**, a joint stock company established under the laws of the Socialist Republic of Vietnam, having its head office address at No. 29, Lot 2A, Trung Yen 7 Street, Trung Yen Urban Area, Thanh Xuan Ward, Hanoi City, Vietnam, under Enterprise Registration Certificate No. 0101198589 initially issued by the Department of Planning and Investment of Hanoi on December 04, 2001, as amended from time to time (hereinafter referred to as “**Party B**”).

### **WHEREAS:**

1. \_\_\_\_\_  
The Parties entered into a Debt Swap Agreement dated October 17, 2025 (hereinafter referred to as the “**Agreement**”), whereby the Parties agreed on the principles of swapping debts into HU1 Shares. Specifically, Party A shall pay part and/or all of the debt under the Loan Agreements using HU1 Shares issued by Party A, and Party B agrees to the debt payment via this debt-to-equity swap method.
2. During 2025, Party A continued to incur additional loan debts from Party B under new Loan Agreements.
3. The Parties agree to adjust and amend certain contents of the Agreement to suit the actual situation.

# THE PARTIES AGREE TO ADJUST THE FOLLOWING CONTENTS:

## 1. Adjustment to the Portfolio of Loan Agreements in Section 1.2, Article 1 of the Agreement

1.1. "Loan Agreements" refers to the loan agreements between Party A and Party B, including:

- Loan Agreement No. 01HDVT/HURI-HUD1 dated April 20, 2023;
- Loan Agreement No. 02HDVT/HURI-HUD1 dated June 05, 2023;
- Loan Agreement No. 03HDVT/HURI-HUD1 dated July 06, 2023;
- Loan Agreement No. 01.2024/HD/ĐTHN-HUD1 dated January 15, 2024;
- Loan Agreement No. 02.2024/HD/ĐTHN-HUD1 dated April 15, 2024;
- Loan Agreement No. 03.2024/HD/ĐTHN-HUD1 dated June 03, 2024;
- Loan Agreement No. 04.2024/HD/ĐTHN-HUD1 dated October 10, 2024;
- Loan Agreement No. 01.2025/HĐ/ĐTHN-HUD1 dated January 02, 2025;
- Loan Agreement No. 02.2025/HĐ/ĐTHN-HUD1 dated March 01, 2025.

## 2. Adjustment to the Principal Debt Values in Article 2 of the Agreement

At the time of preparing this Appendix, the principal values of the debts related to the Loan Agreements are as follows:

No.	Loan Agreement	Outstanding Principal as of Dec 31, 2025 (VND)	Current Outstanding Principal (VND)
1	No. 01HDVT/HURI-HUD1 dated 20/04/2023	41,500,000,000	41,500,000,000
2	No. 02HDVT/HURI-HUD1 dated 05/06/2023	8,884,334,711	8,884,334,711

No.	Loan Agreement	Outstanding Principal as of Dec 31, 2025 (VND)	Current Outstanding Principal (VND)
3	No. 03HDVT/HURI-HUD 1 dated 06/07/2023	28,000,000,000	28,000,000,000
4	No. 01.2024/HD/ĐTHN-H UD1 dated 15/01/2024	1,000,000,000	1,000,000,000
5	No. 02.2024/HD/ĐTHN-H UD1 dated 15/04/2024	3,500,000,000	3,500,000,000
6	No. 03.2024/HD/ĐTHN-H UD1 dated 03/06/2024	47,000,000,000	47,000,000,000
7	No. 04.2024/HD/ĐTHN-H UD1 dated 10/10/2024	2,000,000,000	2,000,000,000
8	No. 01.2025/HĐ/ĐTHN-H UD1 dated 02/01/2025	13,500,000,000	13,500,000,000
9	No. 02.2025/HĐ/ĐTHN-H UD1 dated 01/03/2025	10,000,000,000	10,000,000,000

No.	Loan Agreement	Outstanding Principal as of Dec 31, 2025 (VND)	Current Outstanding Principal (VND)
<b>Total</b>		<b>155,384,334,711</b>	<b>155,384,334,711</b>

### 3. Adjustment to the Debt Swap Principles in Section 3.1, Article 3 of the Agreement

The Parties agree on the debt swap principles related to the Loan Agreements as follows:

- **Expected value of swapped debts:** 150,000,000,000 VND.
- **Expected number of shares issued for swap to Party B:** 15,000,000 shares (In words: Fifteen million shares).
- **Total issuance value at par value:** 150,000,000,000 VND (In words: One hundred and fifty billion Dong).
- **Debt swap ratio:** 10,000:1 (whereby 10,000 VND of debt will be swapped for 01 new HU1 share).
- **Remaining outstanding principal of Loan Agreements after swap (expected):** 5,384,334,711 VND.

### 4. Implementation Terms

4.1. Other contents of the Debt Swap Agreement dated October 17, 2025, which are not adjusted or amended by this Appendix, shall remain unchanged and retain full legal validity.

4.2. This Appendix is an integral and inseparable part of the Debt Swap Agreement dated October 17, 2025.

4.3. This Appendix takes effect from the date of signing and is made into 04 (four) originals of equal legal validity, with each Party keeping 02 (two) originals.

The authorized representatives of the Parties have agreed upon and fully understood the adjustments and amendments in this Appendix and hereby sign and seal below.

**FOR PARTY A  
GENERAL DIRECTOR**

**Le Thanh Hai**

**FOR PARTY B  
DIRECTOR**

**Ngo Van Toan**