

No.: 43/BC-HĐQT

*Hanoi, day 24 month 01 year 2024***MINUTES OF 2024 MANAGEMENT REPORT MEETING****To: The State Securities Commission****Hanoi Stock Exchange****A. Time and place:**

- Listed company name: Song Da 2 Joint Stock Company
- Address: Km10, Nguyen Trai Street, Van Quan Ward, Ha Dong District, Hanoi
- Telephone number: 024 33 510 542 Fax: 024 33 828 255
- Authorized Capital: 144.235.360.000 dong
- Ticker Symbol: SD2

I. Activities of the General Meeting of Shareholders

Information on meetings and Resolutions/Decisions of the General Meeting of Shareholders (including Resolutions of the General Meeting of Shareholders adopted in the form of written opinions):

No.	Resolution/Decision Number	Date	Content
1	10/2024/NQ-ĐHĐCĐ	27/4/2024	Resolution of the 2024 Annual General Meeting of Shareholders

II. Board of Directors**1. Information about Board of Directors Members**

No.	Board Members	Position	Date of starting/cease being a member of	Number of Board of	Meeting attendance rate (%)	Reason for not attending
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			the Board of Directors	Directors meetings attended		the meeting
1	Mr. Dương Ngọc Hải	Chairman of the Board	29/06/2021	02/02	100	
2	Mr. Hoàng Văn Sơn	Board Member	28/02/2022	02/02	100	
		General Director	26/04/2017			
4	Mr. Nguyễn Vũ Luật	Board Member	29/05/2017	02/02	100	
5	Mr. Bùi Xuân Ngọc	Board Member	29/06/2021	02/02	100	
6	Mr. Lê Văn Toàn	Board Member	29/06/2021	02/02	100	

2. Supervisory activities of the Board of Directors towards the Board of General Directors:

- Summarizing business results in 2024, implementing mission plans for 2025
- The Board of Directors holds regular meetings as prescribed and organizes several thematic meetings to issue resolutions on policies, direct operational solutions, evaluate achieved results, and make timely adjustments;
- Monitoring and supervising the business operations to closely adhere to the goals and plans of the Board of Directors' resolution and the Company's General Meeting of Shareholders for 2024;
- Directing the Board of General Director to develop and implement monthly, quarterly, and annual business plans and solutions for 2024 in line with the resolutions of the Board of Directors and the General Meeting of Shareholders;

- The Board of Directors also successfully directed the organization of the 2024 Annual General Meeting of Shareholders, approving important matters related to the company's business activities and investments;

- The supervisory activities of the Board of Directors towards the General Director are carried out by the Board members in accordance with legal regulations and the company's charter.

3. Activities of the subcommittees of the Board of Directors:

The Internal Supervisory Board, under the Board of Directors, is responsible for providing advice and assisting the Board of Directors in controlling compliance with laws, resolutions of the General Meeting of Shareholders, the Board of Directors, and the internal management regulations of the Company. They supervise the use of the company's capital and assets, and provide recommendations to manage risks, prevent, and suggest measures to address any errors.

4. Resolutions/Decisions of the Board of Directors:

No.	Resolution number	Date	Content
1	01/NQ-HĐQT	23/01/2024	Resolution to approve the policy for liquidating the D48 formwork system
2	05/NQ-HĐQT	08/03/2024	Resolution to convene the 2024 Annual General Meeting of Shareholders of Song Da 2 Joint Stock Company
3	06/NQ-HĐQT	15/03/2024	Resolution of the First Quarter Meeting of 2024
4	07/NQ-HĐQT	05/04/2024	Resolution to approve the liquidation of 13 fixed assets according to Resolution No. 54/NQ-HĐQT dated 11/11/2023 of the Board of Directors
5	10/2024/NQ-HĐQT	27/04/2024	Resolution of the 2024 Annual General Meeting of Shareholders
6	11/NQ-HĐQT	14/05/2024	Resolution to approve the final settlement of investment capital for completed projects

No.	Resolution number	Date	Content
7	12/NQ-HĐQT	14/05/2024	Resolution to approve the management expense settlement for 2023 of Song Da 2 Joint Stock Company
8	13/NQ-HĐQT	14/05/2024	Resolution to approve the management cost estimate for 2024 of Song Da 2 Joint Stock Company
9	14/NQ-HĐQT	23/05/2024	Resolution to approve the auditing company for the financial statements of 2024 of Song Da 2 Joint Stock Company
10	15/NQ-HĐQT	23/05/2024	Resolution to approve the management expense final settlement for 2023 of the Ho Xuong Rong Urban Area Project Management Board
11	16/NQ-HĐQT	23/05/2024	Resolution to approve the selection result and contract signing with the asset auction organization for the liquidation of 13 fixed assets
12	17/NQ-HĐQT	06/06/2024	Resolution of the Second Quarter Meeting of 2024
13	19/NQ-HĐQT	14/06/2024	Resolution to approve the plan to hire a lawyer to sue KPT Vietnam Company and related parties
14	20/NQ-HĐQT	28/06/2024	Resolution to approve the adjustment of the management cost estimate for 2024 of Song Da 2 Joint Stock Company
15	21/NQ-HĐQT	28/06/2024	Resolution to approve the management cost estimate for 2024 of the Ho Xuong Rong Urban Area Project Management Board
16	22/NQ-HĐQT	08/07/2024	Resolution to approve the auction of 13 liquidated assets according to Resolution No. 07/NQ-HĐQT dated 05/04/2024 of the Board of Directors
17	23/NQ-HĐQT	10/07/2024	Resolution to approve cooperation and joint venture to submit an application to participate in the investment project of Residential Area No. 1, Tan Duc Commune, Phu Binh District, Thai Nguyen Province

No.	Resolution number	Date	Content
18	24/NQ-HĐQT	01/08/2024	Resolution to approve the policy of liquidating 11 inefficient fixed assets that are not in use at Song Da 2 E&C Single-Member Limited Liability Company
19	25/NQ-HĐQT	01/08/2024	Resolution to approve the plan to re-auction 13 liquidated assets according to Resolution No. 07/NQ-HĐQT dated 05/04/2024 after two unsuccessful auctions
20	26/NQ-HĐQT	28/08/2024	Resolution to reappoint the Deputy General Director of Song Da 2 Joint Stock Company
21	28/NQ-HĐQT	28/08/2024	Resolution to approve the working capital loan limit and guarantee for 2024 at the Bank for Investment and Development of Vietnam (BIDV) – Ha Dong Branch
22	29/NQ-HĐQT	28/08/2024	Resolution to approve the performance results of the business tasks in the second quarter of 2024, Production and business plan in the third quarter of 2024
23	30/NQ-HĐQT	30/08/2024	Resolution to approve the change in investment form for the Residential Project in Quang Tho Ward, Sam Son City, and Quang Tam Ward, Thanh Hoa City
24	31/NQ-HĐQT	10/09/2024	Resolution to approve the plan for the third auction of 13 liquidated fixed assets according to Resolution No. 07/NQ-HĐQT dated 05/04/2024 of the Board of Directors
25	32/NQ-HĐQT	30/09/2024	Resolution to approve the implementation and submission for approval of the adjustment of the 1/500 detailed planning project at Ho Xuong Rong Urban Area – Thai Nguyen City
26	33/NQ-HĐQT	15/10/2024	Resolution to approve the selection of a legal consultancy service provider related to the issues in package A4, Da Nang – Quang Ngai Expressway Project
27	34/NQ-HĐQT	17/10/2024	Resolution to approve the supplementary mortgage of assets at the Bank for Investment and Development of Vietnam (BIDV) – Ha Dong Branch

No.	Resolution number	Date	Content
28	35/NQ-HĐQT	14/11/2024	Resolution to approve the contract and joint venture regulations for the Residential Project in Quang Tho Ward, Sam Son City, and Quang Tam Ward, Thanh Hoa City
29	36/NQ-HĐQT	03/12/2024	Resolution approving the work plan and cost estimate for the investment preparation phase of the Residential Area project in Quang Tho Ward, Sam Son City and Quang Tam Ward, Thanh Hoa City
30	37/NQ-HĐQT	03/12/2024	Resolution approving the contract on implementation of compensation and site clearance support for residential area projects in Quang Tho ward, Sam Son city and Quang Tam ward, Thanh Hoa city
31	38/ NQ-HĐQT	10/12/2024	Resolution of the fourth quarter meeting of 2024
32	39/NQ-HĐQT	18/12/2024	Resolution deciding to raise the salary level for Mr. Le Hoang Minh - Chief Accountant
33	40/NQ-HĐQT	18/12/2024	Resolution deciding to raise the salary level for Mr. Nguyen Duy Huong - Deputy General Director of the company
34	41/NQ-HĐQT	26/12/2024	Resolution to appoint a representative for the capital contribution of Song Da 2 Joint Stock Company at the Quang Tho Ward Residential Project, Sam Son City, and Quang Tam Ward, Thanh Hoa City.
35	42/ NQ-HĐQT	31/12/2024	Resolution to dismiss Mr. Vu Van Kien from the position of Chief Accountant and appoint Ms. Phan Thi Chuyen, Deputy Head of the Finance and Accounting Department, as Chief Accountant and concurrently as Head of the Finance and Accounting Department of Song Da 2 E&C Single-Member Limited Liability Company.

III. Board of Supervisors:

1. Information about members of Board of Supervisors:

No.	Members of Board of Supervisors	Position	Date of starting/no longer being a member of	Number of meetings the Board of	Meeting attendance rate (%)	Reason for not attending the meeting

			the Board of Supervisors	Supervisors attended		
1	Nguyễn Bình Lục	Chief of department	29/05/2017	02/02	100	
2	Đỗ Xuân Hoàng	Member	29/06/2021	02/02	100	
3	Lê Tuấn Việt	Member	29/06/2021	02/02	100	

2. Supervision activities of Board of Supervisors for the Board of Directors, Board of General Directors and shareholders:

- The Board of Supervisors has developed a plan to regularly inspect and supervise the entity's business operations; participated with the Board of Directors in approving business plans. They also review and supervise financial reports before disclosing information.

- The Board of Directors, the General Director, and the shareholders have exercised their rights and duties in accordance with the laws, the Company's Charter, and the resolutions of the General Meeting of Shareholders, ensuring the legitimate interests of the Company and the shareholders.

3. Coordination of activities between the Board of Supervisors and the activities of the Board of Directors, the Executive Director, and other management officers:

- The Board of Directors holds regular quarterly meetings with the participation of the Board of Directors and the General Director, ensuring that the resolutions of the Board of Directors are implemented seriously, promptly, and effectively.;

- Documents related to the company's operations are sent to the Board of Supervisors;

- The exchange of information and coordination between the Board of Supervisors and the shareholders is carried out in accordance with the Company's Charter.

4. Other activities of the Board of Supervisors (if any): None

IV. Corporate Governance Training: The corporate governance training courses that members of the Board of Directors, members of Board of Supervisors, the General Director, other management officers, and the company secretary have attended as required by corporate governance regulations: None.

V. List of affiliated persons of the listed company as stipulated in Clause 46, Article 4 of the Securities Law, and transactions of related persons of the company with the company itself.:

1. List of affiliated persons of the company:

No.	Name of organization/ individual	Securities trading account	Position	NSH No, date of issue, place of issue			Date of starting being a related person	Date of no longer being a related person	Reason
				No.	Date of issue	Place of issue			
I	Organization								
1	Song Da Corporation			0100105780	06/4/2018	Hanoi			
II	Individual								
1	Dương Ngọc Hải		Chairman of the Board	019082015019	16/9/2021	Police Department for Administrative Management of Social Order			
2	Hoàng Văn Sơn		Board Member	038073002953	04/5/2021	Police Department for Administrative Management of Social Order	28/02/2022		
			General Director				13/11/2023		
3	Nguyễn Vũ Luật		Board Member	036073000151	26/1/2015	Police Department on Residence Management and National Data on Population	29/05/2017		
4	Bùi Xuân Ngọc		Board Member	038059003827	13/6/2018	Police Department on Residence Management and National Data on Population	29/06/2021		
5	Lê Văn Toán		Board Member	038075003180	21/2/2017	Police Department on Residence Management and National	29/06/2021		

						Data on Population			
6	Lê Hoàng Minh		Chief Accountant	038081016158	24/4/2021	Police Department on Residence Management and National Data on Population	21/10/2021		
7	Nguyễn Bình Lục		Head of Board of Supervisors	025066000182	21/12/2017	Police Department on Residence Management and National Data on Population	29/05/2017		
8	Đỗ Xuân Hoàng		Member of Board of Supervisors	0907761503	28/2/2020	Thai Nguyen	29/06/2021		
9	Lê Tuấn Việt		Member of Board of Supervisors	038094007551	23/2/2018	Police Department on Residence Management and National Data on Population	29/06/2021		

2. Transactions between the company and its related persons; or between the company and major shareholders, insiders, or related persons of insiders:

None

3. Transactions between insiders of the listed company, persons related to the insiders, and the subsidiary company, or the company controlled by the listed company: *None*

4. Transactions between the company and other entities.

4.1. Transactions between the company and any company in which a member of the Board of Directors, a member of Board of Supervisors, or the Executive Director (General Director) has been or currently is a founding member or a member of the Board of Directors, or the Executive Director (General Director) within the past three (03) years (as of the reporting date):

None

4.2. Transactions between the company and any company in which a related person of a member of the Board of Directors, a member of Board of Supervisors, or the Executive Director (General Director) serves as a member of the Board of Directors or as the Executive Director (General Director):

None

4.3. Other transactions of the company (if any) may bring material or immaterial benefits to members of the Board of Directors, members of Board of Supervisors, and the Executive Director (General Director): *None*

VI. Stock transactions by insiders and affiliated person of insiders (2024 Report).

1. List of insiders and affiliated person to insiders: *Details included.*

2. Transactions of insiders and affiliated person on shares of listed companies: *None*

VII. Other issues to note: *None*

**CÔNG TY
CỔ PHẦN
SÔNG ĐÀ 2**

Digitally signed by CÔNG TY CỔ PHẦN
SÔNG ĐÀ 2
DN: C=VN, O=Hà Nội, O=CÔNG TY CỔ
PHẦN SÔNG ĐÀ 2, CN=CÔNG TY CỔ
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CHỦ TỊCH HĐQT
(Ký tên và đóng dấu)



**CÔNG TY
CỔ PHẦN
SÔNG ĐÀ 2**

Dương Ngọc Hải