

**TỔNG CÔNG TY TƯ VẤN THIẾT KẾ  
GIAO THÔNG VẬN TẢI - CTCP**

**TRANSPORT ENGINEERING  
DESIGN INCORPORATED**

Số: 1471 /TEDI-CBTT

No.: 1471 /TEDI-CBTT

**CỘNG HÒA XÃ HỘI CHỦ NGHĨA VIỆT NAM  
Độc lập - Tự do - Hạnh phúc**

**THE SOCIALIST REPUBLIC OF VIETNAM  
Independence - Freedom - Happiness**

Hà Nội, ngày 09 tháng 05 năm 2025

Ha Noi, day 09 month 05 year 2025

**CÔNG BỐ THÔNG TIN/INFORMATION DISCLOSURE**

**V/v: Biên bản, Nghị quyết Đại hội đồng cổ đông thường niên năm 2025**

**Sub: Minutes and Resolutions of the 2025 Annual General Meeting of Shareholders**

Kính gửi / To: - Ủy ban Chứng khoán Nhà nước / *The State Securities Commission*;  
- Sở Giao dịch chứng khoán Hà Nội / *Hanoi Stock Exchange*;  
- TCT TVTK GTVT-CTCP / *Transport Engineering Design Incorporated*.

- Tên giao dịch/*Trading name*: Tổng công ty Tư vấn thiết kế Giao thông vận tải-CTCP / *Transport Engineering Design Incorporated*;
- Mã chứng khoán/*Securites code*: TED;
- Địa chỉ trụ sở chính/*Address of headoffice*: 278 Tôn Đức Thắng, Hàng Bột, Đống Đa, Hà Nội/ *278 Ton Duc Thang, Hang Bot, Dong Da, Hanoi*;
- Điện thoại/*Tel*: (84-24).38514431. Fax: (84-24).38514980. Email: *tedi.ctdc@gmail.com*.
- Website: *www.tedi.vn*;
- Người được ủy quyền công bố thông tin/*Persons authorized to disclose information*: Ông Nguyễn Công Tâm/Mr. Nguyen Cong Tam;
- Chức vụ tại công ty/*Position in the company*: Trưởng phòng Tổ chức cán bộ - Lao động/*Manager of Human Resource Department*;
- Loại thông tin công bố/*Type of Infomation*:  
☐ 24h; ☐ 72h; ☐ Yêu cầu/*Request*; ☒ Bất thường/*Abnormal*; ☐ Định kỳ/*Periodic*

**Nội dung công bố thông tin / Contents of information disclosure:**

- Biên bản, Nghị quyết Đại hội đồng cổ đông thường niên năm 2025 / *Minutes and Resolutions of the 2025 Annual General Meeting of Shareholders*

(Chi tiết đính kèm / *Details Attached*)

Chúng tôi xin cam kết các thông tin công bố trên đây là đúng sự thực và hoàn toàn chịu trách nhiệm trước pháp luật về nội dung các thông tin đã công bố/*We hereby commit that the information disclosed above is true and take full responsibility to the law for the content of the disclosed information./*

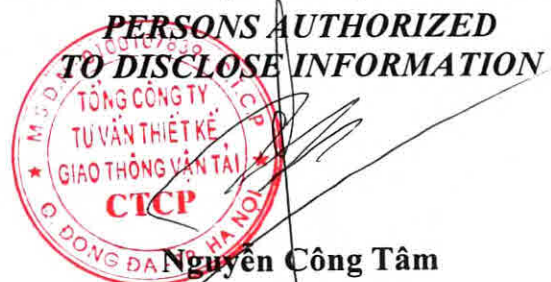
**Nơi nhận/Recipients:**

- Như trên/As above;
- Lưu/Archived: VT, Tổ CBTT./.

**NGƯỜI ĐƯỢC ỦY QUYỀN CBTT**

**PERSONS AUTHORIZED**

**TO DISCLOSE INFORMATION**



**Nguyễn Công Tâm**

No: 13 NQ/TEDI-ĐHĐCĐ

Hanoi, 8<sup>th</sup> May 2025

**RESOLUTION  
2025 ANNUAL GENERAL MEETING OF SHAREHOLDERS**

**GENERAL MEETING OF SHAREHOLDERS  
TRANSPORT ENGINEERING DESIGN INC.**

*Based on the Enterprises Law No. 59/2020/QH14 and subsequent guiding documents;*

*Based on the Charter on Organization and Operation of Transport Engineering Design Inc. (TEDI);*

*Based on the Regulations on Conducting TEDI General Meeting of Shareholders approved by General Meeting of Shareholders at 2025 annual General Meeting held on 8th May 2025;*

*Based on the annual Reports and Submission Letters by Board of Management and Board of Supervisors at 2025 Annual General Meeting of Shareholders;*

*Based on the Minutes of TEDI 2025 Annual General Meeting of Shareholders dated 8th May 2025.*

**RESOLVES**

**Article 1. Approve the following:**

1. Report on 2024 performance result and 2025 activity plan of Board of Management;
2. Report on 2024 performance result and 2025 activity plan of Board of Supervisors;
3. TEDI 2024 separate and consolidated financial statements audited by AASC with the following major norms:

*Unit: Dong*

No.	Norm	Separate financial statement		Consolidated financial statement	
		2023	2024	2023	2024
1	Total assets	629,634,627,272	688,380,200,012	1,239,225,449,618	1,296,530,925,661
	- Short term assets	505,281,938,903	561,483,921,655	1,142,079,472,844	1,202,935,012,099
	- Long term assets	124,352,688,369	126,896,278,357	97,145,976,774	93,595,913,562
2	Total revenue:	744,677,168,856	678,813,672,084	1,493,107,652,667	1,370,259,779,171
	- Main business	717,580,959,704	654,503,960,449	1,480,350,205,508	1,362,471,663,279
	- Financial activities	26,796,312,369	23,995,074,935	11,169,229,437	7,350,463,514
	- Others	299,896,783	314,636,700	1,588,217,722	437,652,378
3	Before-tax profit	73,509,468,742	66,045,019,512	122,442,625,555	110,410,444,887
4	After-tax profit:	62,879,995,360	56,881,677,844	96,523,922,887	86,840,703,204
	- Parent Company's Shareholders	62,879,995,360	56,881,677,844	71,415,200,297	63,559,079,504
	- Minority shareholders	-	-	25,108,722,590	23,281,623,700
5	Basic earnings/share	x	x	4,281	5,085
6	Investment in fixed assets	8,166,919,430	13,917,827,034	11,909,688,687	17,849,625,539



4. 2024 after-tax profit distribution plan of Parent Company:

- Dividend (2,000 VND/share):	25,000,000,000 VND
- Bonus fund for Corporate Managers:	2,334,000,000 VND
- Sales-based bonus fund:	2,334,000,000 VND
- Bonus and welfare fund:	5,688,000,000 VND
- Undistributed after-tax profit this year:	21,525,677,844 VND
<b>Total:</b>	<b>56,881,677,844 VND</b>

5. Settlement of remuneration for Board of Managements and Board of Supervisors members in 2024:

Unit: Dong

No.	Full name	Position	Approved estimate	Settlement for 2024	Amount paid in 2024	Final payment
<b>I.</b>	<b>Board of Managements</b>					
1	Hitoshi YAHAGI	Chairman	70,650,000	70,650,000	70,650,000	-
2	Pham Huu Son	Vice Chairman	63,450,000	63,450,000	63,450,000	-
		Chairman	117,750,000	117,750,000	117,750,000	-
3	Dao Ngoc Vinh	Member	56,520,000	56,520,000	56,520,000	-
		Vice Chairman	105,750,000	105,750,000	105,750,000	-
4	Do Minh Dung	Member	56,520,000	56,520,000	56,520,000	-
5	Do Thi Phuong Lan	Member	150,720,000	150,720,000	150,720,000	-
6	Mutsuya MORI	Member	94,200,000	94,200,000	94,200,000	-
7	Nhu Dinh Hoa	Member	94,200,000	94,200,000	94,200,000	-
<b>II.</b>	<b>Board of Supervisors</b>					
1	Mach Thanh Toan	Head of BOS	42,390,000	42,390,000	42,390,000	-
2	Vo Tung Hung	Head of BOS	70,650,000	70,650,000	70,650,000	-
3	Ngo Nam Ha	Member	75,360,000	75,360,000	75,360,000	-
4	Vo Hoang Anh	Member	28,260,000	28,260,000	28,260,000	-
5	Phan Le Binh	Member	47,100,000	47,100,000	47,100,000	-
<b>III</b>	<b>Total</b>		<b>1,073,520,000</b>	<b>1,073,520,000</b>	<b>1,073,520,000</b>	<b>-</b>

6. 2025 business plan:

Unit: Million VND

No	Norm	Consolidated data			Parent Company data		
		2024 result	2025 plan	(%)	2024 result	2025 plan	(%)
1	Total asset value	1,296,531	1,250,000	96.4	688,380	640,000	93.0
2	Total revenue	1,370,260	1,260,000	92.0	678,814	578,000	85.1
3	Before-tax profit	110,410	101,070	91.5	66,045	57,400	86.9
4	After-tax profit:	86,841	81,451	93.8	56,882	49,420	86.9
	- Parent Company's shareholders	63,559	57,996	91.2	56,882	49,420	86.9
	- Minority shareholders	23,282	23,455	100.7	-	-	-
5	Basic earnings/share	5,085	4,650	91.4	x	x	x
6	Investments in fixed assets	17,850	27,063	151.6	13,918	14,930	107.3

7. 2025 after-tax profit distribution plan:

*(According to Parent Company business results)*

- Dividend: 2,000 VND/share.
- Bonus fund for Board of Management, Board of Supervisors, Executive Board: Not more than 5% and 3% of after-tax profit for Class-A company and Class-B company respectively, in which 50% as bonus for Board of Management and Board of Supervisors; 50% as bonus for Executive Board (General Director & Deputy General Directors and Chief Accountant).
- Sales-based bonus fund: Not more than 5% if the company is ranked Class A and having revenue 4 times of the owners' equity
- Bonus and welfare fund: 10% after-tax profit.
- Undistributed after-tax profit: The remaining amount.

8. Estimated remuneration fund for Board of Management and Board of Supervisors members in 2025:

No.	Position	Q'ty	Coefficient	Person-months	Monthly rate (VND)	Annual remuneration (VND)
1	BOM Chairman	1	1.0	12	16,700,000	200,400,000
2	BOM Vice Chairman - General Director	1	0.9	12	15,000,000	180,000,000
3	BOM Member	3	0.8	36	13,400,000	482,400,000
4	Head of BOS	1	0.6	12	10,000,000	120,000,000
5	BOS Member	2	0.4	24	6,700,000	160,800,000
	<b>Total</b>	<b>8</b>		<b>96</b>		<b>1,143,600,000</b>

*The actual remuneration of Board of Management and the Board of Supervisors members will be adjusted according to 2025 business result of Parent Company.*

9. Authorize TEDI Board of Managements to select one of the following 3 auditing companies to audit 2025 financial statements:

- 1) AASC;
- 2) Ernst & Young Vietnam;
- 3) UHY.

10. Approve the investment policy for Building Complex Project at No. 10 Trung Kinh with detailed Resolution as attached.

**Article 2.** Approve the dismissal and additional election of Board of Supervisors member for Term III (2024-2029) with details as follows:

1. Dismissal of Board of Supervisors member for Term III of TEDI in accordance with the letter of resignation of Mr. Võ Tùng Hưng;
2. Number of candidates for additional election of Board of Supervisors member for Term III (2024-2029): 01 candidate.

**Article 3.** Approve the additional election result of Board of Supervisors member for Term III (2024-2029) of TEDI as follows:

1. Ms. Phạm Thị Lan Hương.

#### **Article 4. Implementation clause.**

General Shareholders Meeting authorize Board of Management and Board of Supervisors of TEDI to direct and monitor the implementation of the Resolution in accordance with the Laws and TEDI Charter.

Members of Board of Management, Board of Supervisors, Executive Board, relevant individuals and units are under obligation to execute this Resolution in accordance with the Laws and TEDI Charter.

#### **Article 5. Effectiveness.**

The Resolution consists of four (04) pages made in Vietnamese and English with the same validity. In case of disputes arisen or discrepancies found between the Vietnamese and English versions, the Vietnamese version shall prevail.

This Resolution is approved by General Meeting of Shareholders and becomes effective from 8th May 2025./.

***Recipients:***

- As in Article 4;
- Shareholders;
- TEDI Website;
- File.



**ON BEHALF OF  
GENERAL MEETING OF SHAREHOLDERS  
CHAIRPERSON**



**Pham Huu Son**



No: 13a NQ/TEDI-ĐHĐCĐ

*Hà Nội, 8th May 2025*

**RESOLUTION**

**On the investment and construction decision  
for Building Complex Project at No. 10 Trung Kính**

**GENERAL MEETING OF SHAREHOLDERS  
TRANSPORT ENGINEERING DESIGN INC.**

*Based on the Enterprise Law No. 59/2020/QH14;*

*Based on the Charter on Organization and Operation of Transport Engineering Design Inc. (TEDI);*

*Based on the Submission Letter No. 1196/TTr./TEDI-HĐQT dated 15/04/2025 by Board of Management on the investment decision of Building Complex Project at No. 10 Trung Kính;*

*Based on the Minutes of TEDI 2025 Annual General Meeting of Shareholders dated 8th May 2025.*

**RESOLVES**

**Article 1.** Decide the investment and construction of Building Complex Project at No. 10 Trung Kính (Hà Nội), with details as follows:

1. Project name: Building Complex Project at No. 10 Trung Kính.
2. Location: No. 10 Trung Kính, Trung Hòa Ward, Cầu Giấy District, Hà Nội.
3. Investor: TEDI
4. Project objectives:
  - Diversify, expand business lines in order to maximize TEDI capital use efficiency.
  - Create surplus for the company, increase benefits for shareholders, improve the professionalism, better the trade name of TEDI.
  - Create working environment to improve the working efficiency and employees' attachment to TEDI.
  - Increase TEDI revenue from commercial and service sector.
5. Investment scale:
  - Type of project: Building project;
  - Functions: Class-B building complex for service and office purposes;
  - Grade of project: Grade I;
  - Height < 100m;
  - Number of floors:  $\leq 25$ , number of basements:  $\leq 3$ ; for service and commercial purpose: 01 - 02 floors, for office purpose: 23 - 24 floors;

6. Total investment cost: **702,727,000,000 VND** (*excluding loan interest*)
7. Financing mechanism:
  - Owners' equity (20% of total project cost): 145,000,000,000 VND (One hundred forty-five billion Dong).
  - Fund mobilized from other legal financing sources (80% of total project cost): Banks and other investors.
8. Investment cost recovery plan: Revenue during the project operation.
9. Implementation period: 2025 - 2028.

**Article 2.** Board of Management and Board of Supervisors are assigned to organize the project implementation in compliance with the prevailing regulations and TEDI regulations.

**Article 3.** This Resolution is effective from its signing date. This Resolution is made in Vietnamese and English with the same validity, becomes effective from its signing date. In case of disputes arisen or discrepancies found between the Vietnamese and English versions, the Vietnamese version shall prevail./.

***Recipients:***

- As in Article 2;
- TEDI shareholders;
- TEDI Website;
- File 7.

**ON BEHALF OF  
GENERAL MEETING OF SHAREHOLDERS  
CHAIRPERSON**



**Phạm Hữu Sơn**

**MINUTES  
2025 Annual General Meeting of Shareholders  
Transport Engineering Design Inc.**

Today, at 8:30 a.m. on 8th May 2025, at the Headquarters of Transport Engineering Design Inc. (*hereinafter abbreviated as TEDI*), No. 278 Ton Duc Thang Street - Hang Bot Ward - Dong Da District - Hanoi City, TEDI 2025 Annual General Meeting of Shareholders (*hereinafter abbreviated as the Meeting*) took place.

**I. COMPANY INFORMATION :**

1. Company name: Transport Engineering Design Inc.;
2. English name: Transport Engineering Design Incorporated;
3. Abbreviation: TEDI;
4. Business registration number: 0100107839. Date of issue: 3 June 2014;  
Place of issue: Hanoi City Department of Planning and Investment;
5. Stock code: TED;
6. Head office: 278 Ton Duc Thang - Hang Bot - Dong Da - Hanoi.

**II. PARTICIPANTS INVITED TO THE MEETING.**

1. TEDI shareholders: 209 shareholders, representing 12,500,000 voting shares;
2. Representatives of TEDI Board of Management, OCG, R1F, TVP;
3. TEDI Board of Supervisors;
4. Representative of AASC Auditing Co., Ltd.

**III. CONTENTS AND DEVELOPMENTS OF THE MEETING.**

**1. Statement of reasons, introduction of delegates, Chairing Board, Shareholders' Status Verification Committee:**

Ms. Nguyễn Như Lam, on behalf of the Organizing Committee, announced the reasons, introduced the delegates, introduced the Chairing Board and the Shareholders' Status Verification Committee:

*a) Chairing Board consists of 3 people:*

- |  |                                |
|--|--------------------------------|
| - Mr. Pham Huu Son - TEDI BOM Chairman           | - Chairperson of the Meeting ; |
| - Mr. Dao Ngoc Vinh - TEDI BOM Vice Chairman, GD | - Member                       |
| - Mr. Nhu Dinh Hoa - TEDI BOM Member             | - Member                       |

*b) Shareholders' Status Verification Committee consists of 3 people:*

- Mr. Ngo Nam Ha - Member of Board of Supervisors, DGM of Business Management Department - Head
- Mr. Le Tien Loc - DGM of Financial and Accounting Department - Member
- Ms. Nguyen Thi Minh Huong - Expert of Human Resource Department - Member

**2. Report on shareholders' status verification results:**

Mr. Ngo Nam Ha - Head of Shareholders' Status Verification Committee, announced the shareholders' status verification results before opening of the Meeting:

- Total number of shareholders of TEDI: 209 shareholders. Total number of shares is: 12,500,000 shares.
- Total number of shareholders invited to the Meeting: 209 shareholders, representing 100% of voting shares.



- Total number of shareholders attending the Meeting: 81 shareholders (*57 shareholders attending the Meeting in person and 24 shareholders authorized their representatives to attend the Meeting*), representing ownership of: 11,121,701 shares, equal to 88.97% of the number of voting shares of TEDI.

Pursuant to the provisions of the Enterprises Law No. 59/2020/QH14 and the Charter on Organization and Operation of TEDI, TEDI 2025 Annual General Meeting of Shareholders is legal, valid and qualified to proceed.

*(Minutes of Shareholders' Status Verification is attached)*

### **3. Opening of the Meeting**

Mr. Pham Huu Son - Chairman of TEDI Board of Managements opened the Meeting.

### **4. Approve the Meeting contents:**

Mr. Nhu Dinh Hoa, on behalf of the Chairing Board of the Meeting, obtained the approval on the following contents:

- (1) Chairperson of the Meeting appointed the Meeting Secretariat consisting of 2 people:

- Mr. Nguyen Cong Tam - GM of Human Resource Department - Head of Secretariat
- Ms. Tran Thi Thu Huong - Standing Member of BOM Assistant Group - Member

- (2) The Meetings voted to approve the Agenda by raising voting cards, including the following:

- Board of Management's performance report;
- Board of Management's submission letter on the issues to be voted at the Meeting

including: (1) report by Board of Managements; (2) 2024 financial statements; (3) 2024 after-tax profit distribution; (4) settlement of remuneration of Board of Management and Board of Supervisors members in 2024; (5) 2025 business plan; (6) 2025 after-tax profit distribution plan; (7) estimated remuneration for Board of Management and Board of Supervisors members in 2025.

- Board of Managements' submission letter on investment decision for Building Complex Project at No. 10 Trung Kinh.

- Report on the activities of Board of Supervisors;

- Submission letter by Board of Supervisors on the list of candidate companies to audit 2025 financial statements;

- Board of Managements' submission letter on dismissal and election of additional members Board of Supervisors Term III (2024-2029)

- Board of Managements' submission letter on Approval of the list of candidates for election of additional members Board of Supervisors Term III (2024-2029)

*Voting results: 100 % of attending shares with voting rights presented agreement. 0 % of attending shares presented disagreement and no other opinions.*

- (3) The Meeting voted to approve the Regulations on conducting the Meeting by raising voting cards:

*Voting results: 100 % of attending shares with voting rights presented agreement. 0 % of attending shares presented disagreement and no other opinions.*

- (4) The Meeting voted to approve the Regulations on additional election of Board of Supervisors members for Term III (2024-2029) by raising voting cards:

*Voting results: 100 % of attending shares with voting rights presented agreement. 0 % of attending shares presented disagreement and no other opinions.*

- (5) The Chairing Board introduced and the Meeting voted to approve the Vote Counting Committee by raising the Voting Card, including 07 people as follows:

- 1) Mr. Vo Hoang Ha - Head;
- 2) Mr. Vu Thanh Trung - Member;
- 3) Mr. Tran Huy Tuan - Member;
- 4) Mr. Nguyen Minh Tung - Member.
- 5) Mr. Bui Xuan Hanh - Member.
- 6) Mr. Le Tien Loc - Member.

7) Mr. Pham Minh Giang - Member

*Voting results: 100 % of attending shares with voting rights presented agreement. 0 % of attending shares presented disagreement and no other opinions.*

**5. Report No. 1181/ BC/TEDI-HĐQT dated 14 April 2025 by Board of Management:**

The Meeting listened to Mr. Pham Huu Son - Chairman of Board of Management, on behalf of the Chairing Board of the Meeting, explaining Report No. 1181 BC/TEDI-HĐQT dated 14/4/2025 by TEDI Board of Management on the performance results of Board of Management, results of monitoring the activities of Executive Board in 2024, and 2025 activity plan of Board of Management.

**6. Submission Letter No. 1182 TTr./TEDI-HĐQT dated 14 April 2025 of Board of Management:**

The Meeting listened to Mr. Dao Ngoc Vinh - Vice Chairman of Board of Management, on behalf of the Chairing Board of the Meeting, explaining the Submission Letter No. 1182 TTr./TEDI-HĐQT dated 14/4/2025 by Board of Management on the issues submitted to the General Meeting of Shareholders for approval, including:

**(1) Board of Management's Report:**

- Report No. 1181 BC/TEDI-HĐQT dated 14/4/2025 was submitted to the Meeting.

**(2) 2024 financial statements:**

TEDI 2024 separate financial statement and the consolidated financial statement have been audited by AASC Auditing Co., Ltd., with basic norms as follows:

*Unit: Dong*

No.	Norm	Separate financial statements		Consolidated financial statements	
		2023	2024	2023	2024
1	Total assets	629,634,627,272	688,380,200,012	1,239,225,449,618	1,296,530,925,661
	- Short term assets	505,281,938,903	561,483,921,655	1,142,079,472,844	1,202,935,012,099
	- Long term assets	124,352,688,369	126,896,278,357	97,145,976,774	93,595,913,562
2	Total revenue:	744,677,168,856	678,813,672,084	1,493,107,652,667	1,370,259,779,171
	- Main business	717,580,959,704	654,503,960,449	1,480,350,205,508	1,362,471,663,279
	- Finance	26,796,312,369	23,995,074,935	11,169,229,437	7,350,463,514
	- Others	299,896,783	314,636,700	1,588,217,722	437,652,378
3	Before-tax profit	73,509,468,742	66,045,019,512	122,442,625,555	110,410,444,887
4	After-tax profit:	62,879,995,360	56,881,677,844	96,523,922,887	86,840,703,204
	- Parent Co.shareholders	62,879,995,360	56,881,677,844	71,415,200,297	63,559,079,504
	- Minority shareholders	-	-	25,108,722,590	23,281,623,700
5	Basic earnings per share	x	x	4,281	5,085
6	Investment in fixed assets	8,166,919,430	13,917,827,034	11,909,688,687	17,849,625,539

**(3) 2024 after-tax profit distribution plan:**

Based on 2024 audited separate financial statement, 2024 after-tax profit distribution plan is as follows:

No.	Norm	Amount (VND)	Percentage	Note
I.	Charter capital	125,000,000,000		
II.	Number of shares	12,500,000	100%	
	Number of outstanding shares	12,500,000	100%	
III.	Total before-tax profit	66,045,019,512		
IV.	Current corporate income tax	9,163,341,668		
V.	Deferred corporate income tax	0		



No.	Norm	Amount (VND)	Percentage	Note
<b>VI.</b>	<b>After-tax profit</b>	<b>56,881,677,844</b>	<b>100.00%</b>	
1	Dividend (2,000 VND/share x 12,500,000 shares)	25,000,000,000	44.0%	
2	Bonus fund for Board of Management, Board of Supervisors, Executive Board	2,334,000,000	4.1%	
	<i>In which:</i>			
	- Bonus for Board of Management and Board of Supervisors (50%)	1,167,000,000		
	- Bonus for Executive Board (50%)	1,167,000,000		
3	Sales-based bonus fund	2,334,000,000	4.1%	
4	Bonus and welfare fund	5,688,000,000	10.0%	
5	Undistributed after-tax profit	21,525,677,844	37.8%	

**(4) Settlement of remuneration for BOM and BOS members in 2024:**

Settlement of the remuneration fund for Board of Management and Board of Supervisors members in 2024 is VND 1,073,520,000, equal to the estimate approved by 2024 General Meeting of Shareholders, details are as follows:

*Unit: Dong*

No.	Full name	Position	Approved estimate	Settlement for 2024	Amount paid in 2024	Remaining amount to be paid
<b>I.</b>	<b>Board of Management</b>					
1	Hitoshi YAHAGI	Chairman	70,650,000	70,650,000	70,650,000	-
2	Pham Huu Son	Vice Chairman	63,450,000	63,450,000	63,450,000	-
		Chairman	117,750,000	117,750,000	117,750,000	-
3	Dao Ngoc Vinh	Member	56,520,000	56,520,000	56,520,000	-
		Vice Chairman	105,750,000	105,750,000	105,750,000	-
4	Do Minh Dung	Member	56,520,000	56,520,000	56,520,000	-
5	Do Thi Phuong Lan	Member	150,720,000	150,720,000	150,720,000	-
6	Mutsuya MORI	Member	94,200,000	94,200,000	94,200,000	-
7	Nhu Dinh Hoa	Member	94,200,000	94,200,000	94,200,000	-
<b>II.</b>	<b>Board of Supervisors</b>					
1	Mach Thanh Toan	Head	42,390,000	42,390,000	42,390,000	-
2	Vo Tung Hung	Head	70,650,000	70,650,000	70,650,000	-
3	Ngo Nam Ha	Member	75,360,000	75,360,000	75,360,000	-
4	Vo Hoang Anh	Member	28,260,000	28,260,000	28,260,000	-
5	Phan Le Binh	Member	47,100,000	47,100,000	47,100,000	-
<b>III</b>	<b>Total</b>		<b>1,073,520,000</b>	<b>1,073,520,000</b>	<b>1,073,520,000</b>	<b>-</b>

**(5) 2025 business plan:**

*Unit: Million VND*

No	Norm	Consolidated data			Parent Company data		
		2024 result	2025 plan	%	2024 result	2025 plan	%
1	Total asset value	1,296,531	1,250,000	96.4	688,380	640,000	93.0
2	Total revenue	1,370,260	1,260,000	92.0	678,814	578,000	85.1



No	Norm	Consolidated data			Parent Company data		
		2024 result	2025 plan	%	2024 result	2025 plan	%
3	Before-tax profit	110,410	101,070	91.5	66,045	57,400	86.9
4	After-tax profit:	86,841	81,451	93.8	56,882	49,420	86.9
	- Parent Co. shareholders	63,559	57,996	91.2	56,882	49,420	86.9
	- Minority shareholders	23,282	23,455	100.7	-	-	-
5	Basic earnings per share	5,085	4,650	91.4	x	x	x
6	Investment in fixed assets	17,850	27,063	151.6	13,918	14,930	107.3

**(6) 2025 after-tax profit distribution plan:**

*(According to Parent Company's business results)*

- Dividend: 2,000 VND/share.
- Bonus fund for Board of Management, Board of Supervisors, Executive Board: Not more than 5% and 3% of after-tax profit respectively for Class A and Class B companies (of which 50% as bonus for Board of Management - Board of Supervisors; 50% as bonus for Executive Board (General Director, Deputy General Director and Chief Accountant)).
- Sales-based bonus fund: Not more than 5% of after-tax profit when the company is ranked Class A with revenue exceeding 4 times of owners' equity.
- Bonus and welfare fund: 10% of after-tax profit.
- Undistributed after-tax profit: The remaining amount.

**(7) Estimated remuneration for BOM and BOS members in 2025:**

No.	Position	Number	Coefficient	Number of person-month	Monthly rate (VND)	Planned annual remuneration (VND)
1	BOM Chairman	1	1.0	12	16,700,000	200,400,000
2	BOM Vice Chairman – General Director	1	0.9	12	15,000,000	180,000,000
3	BOM Member	3	0.8	36	13,400,000	482,400,000
4	BOS Head	1	0.6	12	10,000,000	120,000,000
5	BOS Member	2	0.4	24	6,700,000	160,800,000
	<b>Total</b>	<b>8</b>		<b>96</b>		<b>1,143,600,000</b>

*The actual remuneration of Board of Management and Board of Supervisors members will be adjusted according to 2025 business results of Parent Company.*

**7. Submission Letter No. 1196 TTr./TEDI-HĐQT dated 15 April 2025 by Board of Management on investment decision for Buiding Complex Project at No. 10 Trung Kinh:**

The Meeting listened to Mr. Dao Ngoc Vinh - Vice Chairman of Board of Management, on behalf of the Chairing Board of the Meeting, explaining the Submission Letter No. 1196 TTr./TEDI-HĐQT dated 15/4/2025 by Board of Management on the investment decision for the Building Complex Project at No. 10 Trung Kinh, with details as follows:

1. Project name: Building Complex Project at No. 10 Trung Kinh.
2. Location: No. 10 Trung Kinh, Trung Hòa Ward, Cầu Giấy District, Hà Nội.
3. Investor: TEDI
4. Project objectives:
  - Diversify, expand business lines in order to maximize TEDI capital use efficiency.

- Create surplus for the company, increase benefits for shareholders, improve the professionalism, better the trade name of TEDI.
  - Create working environment to improve the working efficiency and employees' attachment to TEDI.
  - Increase TEDI revenue from commercial and service sector.
5. Investment scale:
- Type of project: Building project;
  - Functions: Class-B building complex for service and office purposes;
  - Grade of project: Grade I;
  - Height < 100m;
  - Number of floors:  $\leq 25$ , number of basements:  $\leq 3$ ; for service and commercial purpose: 01 - 02 floors, for office purpose: 23 - 24 floors;
6. Total investment cost: **702,727,000,000 VND** (*excluding loan interest*)
7. Financing mechanism:
- Owners' equity (20% of total project cost): 145,000,000,000 VND (One hundred forty-five billion Dong).
  - Fund mobilized from other legal financing sources (80% of total project cost): Banks and other investors.
8. Investment cost recovery plan: Revenue during the project operation.
9. Implementation period: 2025 - 2028.

#### **8. Report and submission letter by the Board of Supervisors:**

The Meeting listened to Mr. Ngo Nam Ha - Member of the Board of Supervisors explaining:

- 1) Annual report of Board of Supervisors on 2024 performance result, results of monitoring financial activities, management and operation activities by Board of Management, General Director and Deputy General Directors in 2024; 2025 activity plan of Board of Supervisors;
- 2) Submission letter by Board of Supervisors on a list of candidate auditing companies to audit 2025 financial statements and requesting for authorization to TEDI Board of Management to decide on selecting one of the following three auditing companies:
  - (1) Ernst & Young Vietnam Co., Ltd.
  - (2) AASC Auditing Co., Ltd.
  - (3) UHY Auditing and Consulting Co., Ltd.

#### **9. Discussion and voting on the issues presented to General Meeting of Shareholders.**

The Meeting discussed the reports and submission letters by Board of Management and Board of Supervisors, with details:

##### **Comments:**

- 1) Shareholder Mr. Lê Quang Tiến: Recently the National Assembly has approved North-South high-speed railway project, national railway projects (Lao Cai – Ha Noi – Hai Phong and urban railway projects in Hanoi, HCMC and other provinces/cities). What is direction of the Board of Management to effectively prepare the workforce for participation in railway projects?
- 2) Shareholder Mr. Vũ Thành Trung: Crucial resources of TEDI is its workforce. Does the Board of Management have the policies and mechanisms to address the needs of employees in order to develop the TEDI's workforce to meet the increasingly high demands of society?
- 3) Shareholder Mr. Phạm Minh Giang: I am very excited on the TEDI's very first investment for construction project at No. 10 Trung Kinh street. Please kindly provide more details on Project's necessity and its expected prospects.

4) Shareholders Mr. Ha Minh: About company ranking, all subsidiaries are ranked Class A, only TEDCO4 is ranked Class C. Please kindly explain the reasons, whether due to poor business or poor management and what are the solutions to improve TEDCO4?

**Explanations:** Mr. Pham Huu Son - Chairman of Board of Managements:

**1. Question 1:**

As a leading consultant in the construction of Vietnam's transport infrastructure, TEDI always aims to fully develop 05 areas including Roads, Railways, Aviation, Seaports and Inland Waterways.

Realizing that to become a developed country, Vietnam must develop railway infrastructure with the advantages of high speed, large transport volume, fast travel time, low cost, etc., for more than 15 years, TEDI has invested in building and developing the railway sector in the condition of no source of work to anticipate the development of railways in the future.

Over the years, TEDI has focused on developing railway human resources through coordinating with the University of Transport to organize 02 railway Diploma 2 courses for TEDI road engineers, 01 short-term railway training course. At the same time, coordinating with OCG to implement the Railway Cooperation Program between TEDI and OCG in many forms: Organizing short-term online/offline training courses at TEDI; sending TEDI engineers to participate in OCG projects abroad and sending engineers for on-job training at OCG projects.

We can prepare human resources as well as invest in equipment to implement railway projects. However, this is only a necessary condition, TEDI really needs the coordination of OCG as well as foreign consulting organizations to learn, receive technology transfer, gradually master and build its CV through practical projects.

**2. Question 2**

TEDI always realizes that the reputation and brand that TEDI has achieved today is thanks to high-quality human resources that not every business has.

Over the years, TEDI has always been honored as "Outstanding Enterprise for Workers", awarded Certificates of Merit by the Ministry of Labor, Invalids and Social Affairs, Vietnam General Confederation of Labor and Vietnam Federation of Commerce and Industry VCCI, because TEDI has a system of policies and mechanisms towards the legitimate rights of workers, always caring about the material and spiritual life of workers.

Policies for employees are constantly being improved, aiming for fairness and transparency, creating the best working environment for employees and creating opportunities for each employee to devote themselves to the business according to the principle that those who work hard and effectively will receive appropriate income.

In 2024, the Board of Management directed the development and promulgation of KPI Regulations, assessing the level of task completion of officers and employees to quantify evaluation criteria, increase transparency in evaluating the quality of work of employees, and serve as a basis for fair payment of salaries, bonuses, and salary increases/decreases for employees.

In parallel with the KPI regulations, the Board of Management has decided to amend and complete the Salary - Bonus Regulations associated with the KPI Regulations.

In addition to paying attention to the income of employees, the Corporation focuses many resources on investing in production equipment, survey and design software for employees to increase labor productivity, reduce working hours, increase rest time, cultural and sports activities for employees, and regenerate labor to ensure physical strength to continue contributing to the business.

**3. Question 3**

***1) Necessity of implementing investment projects:***

The investment and construction project at land plot No. 10 Trung Kinh was considered by TEDI more than 20 years ago with the initial plan of building housing for workers. However, due to many objective reasons, the project could not be implemented.



According to the equitization plan approved by the Government, TEDI is allowed to manage and use 04 land plots for the purpose of office use, including: Headquarters at 278 Ton Duc Thang, Hanoi; Branch Headquarters in Ho Chi Minh City; land plot at 10 Trung Kinh and land plot at 237 Luong The Vinh. For all 4 land plots, TEDI has signed land lease contracts and paid annual land rent.

In 2024, the Land Law changed, land prices were close to market prices, so land rental costs increased. With the current operating model, the use of land at 10 Trung Kinh no longer brought the expected efficiency to businesses.

In addition, according to current land management regulations, in case of improper use of leased land, the State may reclaim the land.

The above factors determine the necessity of implementing the investment project to build a commercial service office building at land plot No. 10 Trung Kinh of TEDI.

#### **Project Objectives:**

- To diversify and expand business operations, thereby maximizing capital efficiency.
- To generate surplus value for the company, enhance shareholder benefits, improve professionalism, and further build TEDI's brand.
- To provide a modern working environment that boosts productivity and reinforces employee engagement and loyalty to TEDI.
- To increase corporate revenue from commercial and service sectors.

This project is not only a strategic step in developing a new and promising business area for TEDI, but also one that supports TEDI's core business and ensures long-term sustainable growth.

#### **1) Investment Efficiency:**

According to the feasibility study conducted by Savills—a leading real estate consulting firm—as well as independent assessments from major shareholders OCG and R1F, and internal analyses by TEDI's Investment Board, the project is feasible and profitable.

With TEDI taking the lead in executing the project and leveraging its existing experience in design, project supervision, and project management, along with implementing cost-saving measures, the project's actual performance is expected to exceed initial projections.

The Board of Directors (BOD) has agreed on the principle that the implementation of the No. 10 Trung Kinh project must not negatively impact TEDI's core production and business activities, thereby ensuring both stable development and shareholder dividend rights.

The BOD views this investment as a long-term strategy. After an estimated payback period of about 10 years, the project is expected to yield substantial revenue and profit for TEDI.

During the investment and payback period, employee contributions to business operations will be crucial in generating cash flow to support the project's investment needs.

#### **4. Question from Shareholder Hà Minh regarding TEDCO 4**

In recent years, TEDCO 4 has experienced a decline due to the following reasons:

First, in terms of personnel: The generational leadership transition at TEDCO 4 has not been successful. The workforce has decreased and is no longer capable of meeting requirements when work arises.

Second, in terms of investment in machinery, equipment, and technology: For many years, there has been no investment in facilities. Outdated machinery and equipment are no longer adequate for current needs.

Despite these challenges, TEDCO 4 is a unit with strong tradition, financial security, and full social insurance contributions for its employees. Therefore, even with low wages, workers remain committed and loyal to the company.

TEDI Executive Board has implemented solutions to support the unit in production and business activities, creating job sources in surveying and construction supervision (note: the unit no longer has sufficient resources to carry out design work).

TEDI has held a TEDI Group CEO meeting to propose solutions for reviving TEDCO 4, with commitments from subsidiary directors to support the unit by assigning job sources.

After a period of support, if the unit cannot recover, TEDI will consider an appropriate restructuring plan.

**10. Submission Letter No. 1309 TTr./TEDI-HĐQT dated 23/4/2025 by Board of Management on the dismissal and additional election of Board of Supervisors member for Term III (2024-2029)**

The Meeting listened to Mr. Nhu Đình Hoa - Member of Board of Management, on behalf of the Chairing Board of the Meeting, explaining the Submission Letter No. 1309 TTr./TEDI-HĐQT dated 23/4/2025 by Board of Management on the dismissal and additional election of Board of Supervisors member for Term III (2024-2029), with details as follows:

1. Approve the dismissal of Board of Supervisors member for Term III (2024-2029) based on the letter of resignation by Mr. Võ Tùng Hung, Head of TEDI Board of Supervisors.
2. Approve the number of members for additional election of Board of Supervisors member for Term III (2024-2029): 01 member

The Meeting voted to approve the dismissal and additional election of Board of Supervisors member for Term III (2024-2029) by raising voting cards, with results as follows:

*Voting results: 100 % of attending shares with voting rights presented agreement. 0 % of attending shares presented disagreement and no other opinions.*

**11. Submission Letter No. 1358 TTr./TEDI-HĐQT dated 28/4/2025 by Board of Management on the list of candidates for additional election of Board of Supervisors member for Term III (2024-2029)**

The Meeting listened to Mr. Nhu Đình Hoa - Member of Board of Management, on behalf of the Chairing Board of the Meeting, explaining the Submission Letter No. 1358 TTr./TEDI-HĐQT dated 28/4/2025 by Board of Management on the list of candidates for additional election of Board of Supervisors member for Term III (2024-2029), with details as follows:

As of 17h00, 28/4/2025 (deadline for self nomination, nomination of candidates for additional election of Board of Supervisors member for Term III (2024-2029), TEDI Board of Management received the following letters of nomination and self nomination with the following candidates:

- Number of candidates nominated, self nominated to Board of Supervisors: 01 candidate;

After reviewing the letter of nomination, self nomination of candidates in comparison with prevailing regulations and TEDI Charter, results of nomination, self nomination of candidates for Board of Supervisors member for Term III (2024-2029) as follows:

- Number of candidates qualified for additional election of Board of Supervisors member for Term III (2024-2029): 01 candidate;

List of candidates for additional election of Board of Supervisors member: 01 candidate, with details as follows:

- Full name: PHẠM THỊ LAN HUƠNG. Gender: Female;
- Nationality: Vietnamese;
- Birthdate: 27/10/1988;
- ID: 068188011814 issued on 30/5/2022 by Police Department on Administration Management of Social Order

*(Letter of nomination by shareholders and CV of the above candidate have been included in additional Meeting documents sent to shareholders)*



The Meeting voted to approve the list of candidates for additional election of Board of Supervisors member for Term III (2024-2029) by raising voting card with results as follows:

*Voting results: 100 % of attending shares with voting rights presented agreement. 0 % of attending shares presented disagreement and no other opinions.*

## 12. Vote

Mr. Vo Hoang Ha - Head of Vote Counting Committee guided the voting and announced the results of Shareholders' Status Verification Committee on the developments of shareholders attending the Meeting before the voting time as follows:

*The total number of shareholders attending the Meeting was 85 shareholders (61 shareholders were present and 24 shareholders authorized their representatives to attend the Meeting), representing the ownership of 11,579,001 shares, equal to 92.63% of the number of voting shares of TEDI.*

## 13. Vote counting results

Mr. Vo Hoang Ha - Head of the Vote Counting Committee announced the results of the vote counting on the issues submitted to the General Meeting of Shareholders, with details as follows:

- Total number of votes issued: 61 votes, representing 11,579,001 shares, equal to 100% of the voting shares present at the Meeting.
- Total number of votes collected: 61 votes, representing 11,579,001 shares, equal to 100% of the voting shares present at the Meeting.
- Number of valid votes: 61 votes, representing 11,579,001 shares, equal to 100% of the votes collected.
- Number of invalid votes: 0 votes, representing 0 shares, equal to 0% of the votes collected.
- Vote counting results:

No.	Issue voted	Agree		Disagree		No comments		Invalid		Result
		Number of shares	%	Number of shares	%	Number of shares	%	Number of shares	%	
1	Annual Report by Board of Management	11,567,801	99.9	0	0	11,200	0.1	0	0	Passed
2	Annual report by Board of Supervisors	11,567,801	99.9	0	0	11,200	0.1	0	0	Passed
3	2024 audited financial statements	11,567,801	99.9	0	0	11,200	0.1	0	0	Passed
4	2024 profit distribution plan	11,567,801	99.9	0	0	11,200	0.1	0	0	Passed
5	Settlement of remuneration for BOM and BOS in 2024	11,547,901	99.7	0	0	31,100	0.3	0	0	Passed
6	2025 business plan	11,567,801	99.9	0	0	11,200	0.1	0	0	Passed
7	2025 profit distribution plan	11,567,801	99.9	0	0	11,200	0.1	0	0	Passed
8	Estimated remuneration for members of the BOM and BOS in 2025	11,547,901	99.7	0	0	31,100	0.3	0	0	Passed
9	List of candidate auditing companies for 2025 financial statements	11,567,801	99.9	0	0	11,200	0.1	0	0	Passed
10	Investment decision for Building Complex Project at No. 10 Trung Kinh	11,567,801	99.9	0	0	11,200	0.1	0	0	Passed

*(Minutes of Vote Counting is attached)*

According to Point d, Clause 1, Article 27, TEDI Charter, the resolution on the content of "investment project or sale of assets with a value of thirty-five percent (35%) or more of the total



value of assets recorded in the most recent financial report of the Corporation" is approved if approved by shareholders representing sixty-five percent (65%) or more of the total number of votes of all shareholders attending the meeting and according to Clause 2 - Article 27 - TEDI Charter, "resolutions are approved when approved by shareholders owning fifty percent (50%) or more of the total number of votes of all shareholders attending the meeting, except for the case specified in Clause 1 of this Article", the above 10 contents have been passed by the General Meeting of Shareholders.

#### 14. Announcement of election results

Mr. Võ Hoàng Hà - Head of Vote Counting Committee announced the result of additional election of Board of Supervisors member for Term III (2024-2029) as follows:

- Total number of votes issued: 61 votes, representing 11,579,001 shares, equal to 100% of the voting shares present at the Meeting and 95.88% of the voting shares.
- Total number of votes collected: 61 votes, representing 11,579,001 shares, equal to 100% of the voting shares present at the Meeting.
- Number of valid votes: 61 votes.
- Number of invalid votes: 0 vote.
- Vote counting results:

No.	List of candidates for election	Number of votes	Tỷ lệ %
1	Phạm Thị Lan Hương	11.569.101	99,9%

According to the Regulations on election, Mrs. Phạm Thị Lan Hương has been elected as Board of Supervisors member for Term III (2024-2029).

*(Minutes of Vote Counting is attached)*

#### 15. Approval of the Minutes and Resolution of 2025 Annual General Meeting of Shareholders.

- Mr. Nguyen Cong Tam - Head of the Secretariat presented the draft Minutes and Resolution of the 2025 Annual General Meeting of Shareholders.
- Mr. Đào Ngọc Vinh, on behalf of the Chairing Board of the Meeting, guided the voting to approve the Minutes and Resolution of the 2025 Annual General Meeting of Shareholders by raising the voting card with the following results:

*Voting results: 100 % of attending shares with voting rights presented agreement. 0 % of attending shares presented disagreement and no other opinions.*

Minutes were made and approved at 12:10 on May 8, 2025.

The minutes consist of eleven (11) pages, prepared in Vietnamese and English with the same validity. In case of any discrepancy between the Vietnamese and English versions, the Vietnamese version shall prevail for application.

Hanoi, 8 May 2025

ON BEHALF OF THE SECRETARIAT

Head

  
**Nguyen Cong Tam**

ON BEHALF OF CHAIRING BOARD

Chairperson

  
**Phạm Hữu Sơn**

THE SOCIALIST REPUBLIC OF VIETNAM  
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**SHAREHOLDERS' STATUS VERIFICATION REPORT  
2025 ANNUAL GENERAL MEETING OF SHAREHOLDERS  
TRANSPORT ENGINEERING DESIGN INC. (TEDI)**

At 09:00 AM on May 8, 2025, at the headquarters of Transport Engineering Design Inc. (TEDI), located at No. 278 Ton Duc Thang Street, Hang Bot Ward, Dong Da District, Hanoi City.

According to Decision No. 71/QĐ-TEDI dated March 26, 2025, issued by the Board of Management of TEDI, the Shareholders' Status Verification Committee is composed of the following members:

1. **Mr. Ngo Nam Ha** - Head of the Committee
2. **Mr. Le Tien Loc** - Member
3. **Ms. Nguyen Thi Minh Huong** - Member

The Committee conducted the verification of shareholder status for attending the 2025 Annual General Meeting of Shareholders, with the following results:

- **Total number of shareholders of TEDI: 209**
- **Total number of shareholders attending the Meeting: 81**

Including:

- Shareholders attending **in person: 57**
- Shareholders attending **by proxy: 24**

These shareholders represent the ownership of **11,121,701 shares**, equivalent to **88,97%** of the total voting shares of TEDI.

Pursuant to the Law on Enterprises No. 59/2020/QH14 and the Charter of TEDI, the Shareholder Status Verification Committee hereby declares that the 2025 Annual General Meeting of Shareholders of TEDI is **legal, valid, and qualified** to proceed.

This report was prepared at 09:00 AM on May 8, 2025, and was publicly presented before the Meeting.

*(List of attending shareholders attached)*

**SHAREHOLDER STATUS VERIFICATION COMMITTEE**

**HEAD OF COMMITTEE**

**MEMBER**

**MEMBER**



**Ngo Nam Ha**



**Nguyen Thi Minh Huong**



**Le Tien Loc**



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SHAREHOLDERS' STATUS VERIFICATION REPORT  
2025 ANNUAL GENERAL MEETING OF SHAREHOLDERS  
TRANSPORT ENGINEERING DESIGN INC. (TEDI)

At 11:30 on May 8, 2025, at the headquarters of Transport Engineering Design Inc. (TEDI), located at No. 278 Ton Duc Thang Street, Hang Bot Ward, Dong Da District, Hanoi City.

According to Decision No. 71/QĐ-TEDI dated March 26, 2025, issued by the Board of Management of TEDI, the Shareholders' Status Verification Committee is composed of the following members:

1. **Mr. Ngo Nam Ha** - Head of the Committee
2. **Mr. Le Tien Loc** - Member
3. **Ms. Nguyen Thi Minh Huong** - Member

The Committee conducted the verification of shareholder status for attending the 2025 Annual General Meeting of Shareholders, with the following results:

- **Total number of shareholders of TEDI: 209**
- **Total number of shareholders attending the Meeting: 85**

Including:

- Shareholders attending **in person: 61**
- Shareholders attending **by proxy: 24**

These shareholders represent the ownership of **11,579,001 shares**, equivalent to **92.63%** of the total voting shares of TEDI.

Pursuant to the Law on Enterprises No. 59/2020/QH14 and the Charter of TEDI, the Shareholder Status Verification Committee hereby declares that the 2025 Annual General Meeting of Shareholders of TEDI is **legal, valid, and qualified** to proceed.

This report was prepared at 11:030 on May 8, 2025, and was publicly presented before the Meeting.

*(List of attending shareholders attached)*

SHAREHOLDER STATUS VERIFICATION COMMITTEE

HEAD OF COMMITTEE

MEMBER

MEMBER



**Ngo Nam Ha**



**Nguyen Thi Minh Huong**



**Le Tien Loc**



**SOCIALIST REPUBLIC OF VIETNAM**  
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**VOTE COUNTING MINUTES**  
**APPROVING THE CONTENTS SUBMITTED TO**  
**2025 GENERAL MEETING OF SHAREHOLDERS**  
**TRANSPORT ENGINEERING DESIGN INC.**

Pursuant to the Charter of Organization and Operation of Transport Engineering Design Inc.

Based on the results of the election of the Election Committee and vote counting at TEDI 2025 General Meeting of Shareholders

Our vote counting committee includes:

1. Mr. Vo Hoang Ha	Head
2. Mr. Vu Thanh Trung	Member;
3. Mr. Tran Huy Tuan	Member;
4. Mr. Nguyen Minh Tung	Member;
5. Mr. Bui Xuan Hanh	Member;
6. Mr. Le Tien Loc	Member;
7. Mr. Pham Minh Giang	Member.

Based on the reports and submissions of the Board of Management and the Supervisory Board at the 2025 Annual General Meeting of Shareholders;

Pursuant to the Working Regulation approved by the Annual General Meeting of Shareholders in 2025;

The Election and Vote Counting Committee conducted a vote count. The results of the vote counting are as follows:

***Content 1: Approval of the Board of Management' Activity Report***

- The total number of voting votes was 11,579,001 votes, accounting for 100% of the total voting votes of shareholders attending the meeting.

- Total number of valid ballots 11,579,001 votes, accounting for 100% of the total number of voting votes of shareholders attending the meeting.

- Number of invalid ballots 0 votes, accounting for 0% of the total number of voting votes of shareholders attending the meeting.

- The number of votes in favor was 11,567,801 votes, accounting for 99.9% of the total voting votes of shareholders attending the meeting.

- The number of votes against was 0 votes, accounting for 0% of the total voting votes of shareholders attending the meeting.

- The number of votes without opinions was 11,200 votes, accounting for 0.1% of the total number of voting votes of shareholders attending the meeting.

**Conclude: The General Meeting approved the Report on the Activities of the Board of Management**

***Content 2: Approval of the Supervisory Board's Operation Report***

- The total number of voting votes was 11,579,001 votes, accounting for 100% of the total voting votes of shareholders attending the meeting.
- Total number of valid ballots 11,579,001 votes, accounting for 100% of the total number of voting votes of shareholders attending the meeting.
- Number of invalid ballots 0 votes, accounting for 0% of the total number of voting votes of shareholders attending the meeting.
- The number of votes in favor was 11,567,801 votes, accounting for 99.9% of the total voting votes of shareholders attending the meeting.
- The number of votes against was 0 votes, accounting for 0% of the total voting votes of shareholders attending the meeting.
- The number of votes without opinions was 11,200 votes, accounting for 0.1% of the total number of voting votes of shareholders attending the meeting.

**Conclude: The General Meeting agreed to approve the Operation Report of the Supervisory Board**

***Content 3: Approval of the 2024 financial statements that have been independently audited***

- The total number of voting votes was 11,579,001 votes, accounting for 100% of the total voting votes of shareholders attending the meeting.
- Total number of valid ballots 11,579,001 votes, accounting for 100% of the total number of voting votes of shareholders attending the meeting.
- Number of invalid ballots 0 votes, accounting for 0% of the total number of voting votes of shareholders attending the meeting.
- The number of votes in favor was 11,567,801 votes, accounting for 99.9% of the total voting votes of shareholders attending the meeting.
- The number of votes against was 0 votes, accounting for 0% of the total voting votes of shareholders attending the meeting.
- The number of votes without opinions was 11,200 votes, accounting for 0.1% of the total number of voting votes of shareholders attending the meeting.

**Conclude: The General Meeting agreed to approve the independently audited financial statements for 2024**

***Content 4: Approval of the after-tax profit distribution plan in 2024***

**Conclude: The General Meeting agreed to approve the after-tax profit distribution plan in 2024**

***Content 5: Approval of the Settlement of remuneration for members of the Board of Managements and the Supervisory Board in 2024***

- The total number of voting votes was 11,579,001 votes, accounting for 100% of the total voting votes of shareholders attending the meeting.
- Total number of valid ballots 11,579,001 votes, accounting for 100% of the total number of voting votes of shareholders attending the meeting.
- Number of invalid ballots 0 votes, accounting for 0% of the total number of voting votes of shareholders attending the meeting.
- The number of votes in favor was 11,547,901 votes, accounting for 99.73% of the total voting votes of shareholders attending the meeting.
- The number of votes against was 0 votes, accounting for 0% of the total voting votes of shareholders attending the meeting.
- The number of votes without opinions was 31,100 votes, accounting for 0.27% of the total number of voting votes of shareholders attending the meeting.

**Conclude: The General Meeting agreed to approve the Settlement of remuneration for members of the Board of Management and the Supervisory Board in 2024**

***Content 6: Approval of the production and business plan in 2025***

- The total number of voting votes was 11,579,001 votes, accounting for 100% of the total voting votes of shareholders attending the meeting.
- Total number of valid ballots 11,579,001 votes, accounting for 100% of the total number of voting votes of shareholders attending the meeting.
- Number of invalid ballots 0 votes, accounting for 0% of the total number of voting votes of shareholders attending the meeting.
- The number of votes in favor was 11,567,801 votes, accounting for 99.9% of the total voting votes of shareholders attending the meeting.
- The number of votes against was 0 votes, accounting for 0% of the total voting votes of shareholders attending the meeting.
- The number of votes without opinions was 11,200 votes, accounting for 0.1% of the total number of voting votes of shareholders attending the meeting.

**Conclude: The General Meeting agreed to approve the Production and Business Plan in 2025**

***Content 7: Approve the after-tax profit distribution plan in 2025***

- The total number of voting votes was 11,579,001 votes, accounting for 100% of the total voting votes of shareholders attending the meeting.
- Total number of valid ballots 11,579,001 votes, accounting for 100% of the total number of voting votes of shareholders attending the meeting.
- Number of invalid ballots 0 votes, accounting for 0% of the total number of voting votes of shareholders attending the meeting.



- The number of votes in favor was 11,567,801 votes, accounting for 99.9% of the total voting votes of shareholders attending the meeting.
- The number of votes against was 0 votes, accounting for 0% of the total voting votes of shareholders attending the meeting.
- The number of votes without opinions was 11,200 votes, accounting for 0.1% of the total number of voting votes of shareholders attending the meeting.

**Conclude: The General Meeting approved the 2025 After-tax Profit Distribution Plan**

***Content 8: Approval of the Estimate of remuneration for members of the Board of Management and Supervisory Board in 2025***

- The total number of voting votes was 11,579,001 votes, accounting for 100% of the total voting votes of shareholders attending the meeting.
- Total number of valid ballots 11,579,001 votes, accounting for 100% of the total number of voting votes of shareholders attending the meeting.
- Number of invalid ballots 0 votes, accounting for 0% of the total number of voting votes of shareholders attending the meeting.
- The number of votes in favor was 11,547,901 votes, accounting for 99.73% of the total voting votes of shareholders attending the meeting.
- The number of votes against was 0 votes, accounting for 0% of the total voting votes of shareholders attending the meeting.
- The number of votes without opinions was 31,100 votes, accounting for 0.27% of the total number of voting votes of shareholders attending the meeting.

**Conclude: The General Meeting agreed to approve the Estimate of remuneration for members of the Board of Management, Supervisory Board in 2025**

***Content 9: Approval of the list of auditing units of the 2025 financial statements***

- The total number of voting votes was 11,579,001 votes, accounting for 100% of the total voting votes of shareholders attending the meeting.
- Number of valid ballots 11,579,001 votes, accounting for 100% of the total number of voting votes of shareholders attending the meeting.
- Number of invalid ballots: 0 votes, accounting for 0% of the total number of voting votes of shareholders attending the meeting.
- The number of votes in favor was 11,567,801 votes, accounting for 99.9% of the total voting votes of shareholders attending the meeting.
- The number of votes against was 0 votes, accounting for 0% of the total voting votes of shareholders attending the meeting.
- The number of votes without opinions was 11,200 votes, accounting for 0.1% of the total number of voting votes of shareholders attending the meeting.

**Conclude:** The General Meeting agreed to approve the List of auditing units of the 2025 Financial Statements

***Content 10: Approval of the Decision on investment in the construction of the Project of Building Complex No. 10 Trung Kinh***

- The total number of voting votes was 11,579,001 votes, accounting for 100% of the total voting votes of shareholders attending the meeting.
- Total number of valid ballots 11,579,001 votes, accounting for 100% of the total number of voting votes of shareholders attending the meeting.
- Number of 0 votes, accounting for 0% of the total number of voting votes of shareholders attending the meeting.
- The number of votes in favor was 11,567,801 votes, accounting for 99.9% of the total voting votes of shareholders attending the meeting.
- The number of votes against was 0, accounting for a percentage of the total number of voting votes of shareholders attending the meeting.
- The number of votes without opinions was 11,200 votes, accounting for 0.1% of the total number of voting votes of shareholders attending the meeting.

**Conclude:** The General Meeting agreed to approve the Decision on investment in the construction of the Building Complex Project No. 10 Trung Kinh

The vote counting record consists of 05 pages, completed at 11:40 a.m., May 8, 2025 and has been publicly approved by the General Meeting.

**ON BEHALF OF ELECTIONS AND VOTE COUNTING**

**HEAD**



**Vo Hoang Ha**

**SOCIALIST REPUBLIC OF VIETNAM**  
**Independence - Freedom - Happiness**  
**VOTE COUNTING MINUTES**  
**ADDITIONAL ELECTION OF THE SUPERVISORY BOARD**  
**FOR THE THIRD TERM (2024-2029)**  
**TRANSPORT ENGINEERING DESIGN INC.**

Pursuant to the Charter of Organization and Operation of Transport Engineering Design Inc. (TEDI).

Based on the results of the election of the Election and Vote Counting Committee at TEDI 2025 General Meeting of Shareholders

Our vote counting committee includes:

1. Mr. Vo Hoang Ha
2. Mr. Vu Thanh Trung
3. Mr. Tran Huy Tuan
4. Mr. Nguyen Minh Tung
5. Mr. Bui Xuan Hanh
6. Mr. Le Tien Loc
7. Mr. Pham Minh Giang

Based on the list of nominations and candidacy for election of additional members of TEDI Supervisory Board including the following names (in alphabetical order):

1. Pham Thi Lan Huong

The Chairing Board announced the list and was unanimous by the Meeting on the nominated members to participate in the candidacy for the Supervisory Board. The number of personnel elected to the Supervisory Board is 01 person.

The Election and Vote Counting Committee has disseminated the rules and principles of election before the Meeting; The election results will be calculated according to the number of shares owned or voted representatives of each official shareholder.

The Election and Vote Counting Committee distributed election ballots, supervised the voting process, collected ballots and counted votes. The results of the vote counting are as follows:

1. Total number of votes issued: 61 votes, representing 11,579,001 shares, equal to 100% of the voting shares.
2. Total number of votes: 61 votes, representing 11,579,001 shares, equal to 100% of voting shares.

In which:

- Number of valid votes: 61 votes
- Number of invalid votes: 0 vote

**The results of the vote count are as follows:**

No.	Full name	Vote count	Proportion
1	Pham Thi Lan Huong	11.569.101	99,91%



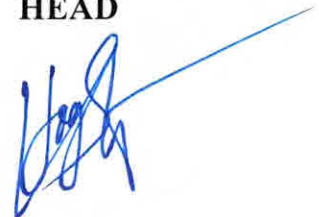
Based on the results of vote counting, the approved election rules, the Charter on organization and operation of TEDI; the following persons have been elected to TEDI Supervisory Board for the third term (2024-2029) in order of number of votes from high to low.

**List of elected persons to the Supervisory Board**

No.	Full name	Vote count	Proportion
1	Pham Thi Lan Huong	11.569.101	99,91%

The 2-page vote counting record was completed at 11:50 a.m. on May 8, 2025 and was publicly approved by the Meeting.

**ON BEHALF OF ELECTIONS AND  
VOTE COUNTING COMMITTEE  
HEAD**



**Vo Hoang Ha**