

TRANSPORT ENGINEERING DESIGN INC.



TEDI



DOCUMENTS

2025 ANNUAL GENERAL MEETING OF SHAREHOLDERS (ADDITIONAL, SUBSTITUTE DOCUMENTS)

HANOI, MAY 2025

LIST OF DOCUMENTS
2025 ANNUAL GENERAL MEETING OF SHAREHOLDERS
TRANSPORT ENGINEERING DESIGN INC.

1. Agenda of 2025 Annual General Meeting of Shareholders (*Subtitution*);
2. Draft Regulations on electing additional members of the Board of Supervisors for the 2024-2029 term (*Additional*);
3. Submissions of the Board of Managements on the dismissal and election of additional members of the Board of Supervisors for term III (2024-2029) (*Additional*);
4. Draft Submissions of the Board of Managements on Approval of the list of candidates for the election of additional members of the Board of Supervisors for the third term (2024-2029) (*Additional*);
5. Draft Resolution of the 2025 Annual General Meeting of Shareholders (*Subtitution*);
6. Ballot sample (*Additional*)

AGENDA
2025 ANNUAL GENERAL MEETING OF SHAREHOLDERS
TRANSPORT ENGINEERING DESIGN INC.

Time: 1/2 day, Thursday, 8th May 2025

Time	Content	Performed by
8:30-9:00	<ul style="list-style-type: none"> - Welcoming guests, delegates, shareholders - Checking shareholders' status, make the list of shareholders present at the General Meeting 	Organizing Committee Shareholders' Status Verification Committee
9:00-10:45	<ul style="list-style-type: none"> - Conducting flag ceremony - Stating the reasons, introducing the delegates - Introducing the Chairing Board and Shareholders' Status Verification Committee 	Organizing Committee
	Reporting the results of status verification of shareholders attending the General Meeting	Shareholders' Status Verification Committee
	Opening of the General Meeting	Chairperson
	<ul style="list-style-type: none"> - Appointing the Secretariat - Approving the General Meeting Agenda - Approving the Regulations on Conducting the General Meeting - Approval of the Regulations on electing additional members of the Board of Supervisors for Term III (2024-2029); - Electing the Election and Vote Counting Committee 	Chairing Board
	<ul style="list-style-type: none"> - Report by Board of Management - Submission Letter by Board of Management on the issues presented to the General Meeting for approval - Submission Letter by Board of Management on the investment decision for Building Complex Project at No. 10 Trung Kinh 	Chairing Board
	<ul style="list-style-type: none"> - Report by Board of Supervisors - Submission Letter by Board of Supervisors on selecting an auditing company for 2025 financial statements 	Head of Board of Supervisors
	The General Meeting discusses the issues presented in reports and submission letters by Board of Management and Board of Supervisors	Chairing Board
	Board of Management' report on the personnel of the Supervisory Board: <ul style="list-style-type: none"> - Dismissal and election of additional members of the Supervisory Board for the third term (2024-2029) - Approval of the list of candidates for election of additional members of the Supervisory Board for the third term (2024-2029) 	Chairing Board
	The General Meeting votes to approve the issues presented to the General Meeting Elect additional members of the Board of Supervisors for the 2024-2029 term	Election and Vote Counting Committee

Time	Content	Performed by
10:45-11:00	Coffee break	
11:00-11:30	- Announcing the results of the vote counting to approve the issues presented at the General Meeting - Announcing the results of the election of additional members of the Board of Supervisors for the third term (2024-2029)	Election and Vote Counting Committee
	Draft Minutes of Meeting, Resolution	Secretariat
	Approving the Minutes of Meeting, Resolution	Chairing Board
	Closing of the General Meeting	Chairing Board

ORGANIZING COMMITTEE

No:

QC/TEDI-DHDCD

Hanoi, May 8, 2025

**REGULATIONS (Draft)
ELECT ADDITIONAL BOARD MEMBERS
TRANSPORT DESIGN ENGINEERING DESIGN INC.**

Based on the Law on Enterprises No. 59/2020/QH14;

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

The regulations for electing additional members of the Board of Supervisors of the Transport Engineering Design Inc. (the Corporation) at the 2025 Annual General Meeting of Shareholders are as follows:

I. ELECTION OF ADDITIONAL MEMBERS OF THE BOARD OF SUPERVISORS (BOS)

- 1. Number of additional elected members of the Board of Supervisors: 01 person.**
- 2. Term of the Board of Supervisors: 2024-2029.**
- 3. Conditions to become a member of the Board of Supervisors**

Members of the Board of Supervisors must fully meet the following standards and conditions:

- a) Have full civil act capacity and not be prohibited from establishing and managing an enterprise according to the provisions of the Law;
- b) Not to hold the position of Enterprise Manager in the Corporation and not to be a person having family relationship with members of the Board of Directors, General Director, Enterprise Manager of the Corporation and representative of capital of other enterprises in the Corporation. The Controller does not necessarily have to be a shareholder or employee of the Corporation;
- c) The Controllers are not members of the accounting and financial departments of the Corporation and are not members or employees of the independent auditing company that audited the financial statements of the Corporation in the three (03) previous consecutive years;
- d) Trained in one of the following majors: economics, finance, accounting, auditing, law, business administration or majors suitable for the business activities of the Corporation;

II. RIGHT TO NOMINATE AND CANDIDATE FOR BOARD OF SUPERVISION MEMBER

1. Right to nominate and run for membership in the Board of Supervisors

Shareholders who meet the criteria for membership in the Board of Supervisors have the right to run for or be nominated as members of the Board of Supervisors under the following conditions:

Shareholders holding voting shares have the right to pool their voting rights together into a group of shareholders to nominate candidates for election to the Board of Supervisors.

If a shareholder or group of shareholders owns 5% or more of voting shares, they

can nominate candidates to elect additional members of the Board of Supervisors;

2. Other regulations related to the right to nominate and run for election as a member of the Board of Supervisors

The nomination must be in writing and in the minutes of the shareholder group meeting (the minutes must clearly state the name of the shareholder, the number of each type of shareholder's shares, the name of the nominee and the authorization for the shareholder to sign the nomination form).

III. APPLICATION FORM FOR NOMINATION AND CANDIDATE TO THE BOARD OF SUPERVISION

Application documents for candidacy and nomination of candidates for the Board of Supervisors include:

- 1) Application for nomination and candidacy (01 original copy according to attached form No. 01);
- 2) Minutes of the group meeting of shareholders (01 original copy according to attached form No. 02 (if any));
- 3) Candidate's personal resume (01 original copy according to attached form No. 03);
- 4) Copy of ID or passport;
- 5) Relevant diplomas and certificates certifying cultural and professional qualifications.

Nomination and candidacy documents must be sent to the Board of Managements of Transport Engineering Design Inc. before 5:00 p.m. on **April 28, 2025** (after the deadline, the documents are invalid) to the following address:

- Organizing Committee of the 2025 General Meeting of Shareholders of Transport Engineering Design Inc..
- Address: HR Department, Room 205, Building A, Transport Engineering Design Inc., 278 Ton Duc Thang, Hang Bot Ward, Dong Da District, Hanoi City.

The Organizing Committee of the 2025 General Meeting of Shareholders is responsible for compiling and submitting to the Board of Managements for approval a list of qualified candidates to be submitted to the General Meeting of Shareholders for inclusion in the official election list at the 2025 General Meeting of Shareholders.

IV. PRINCIPLES FOR ELECTION OF ADDITIONAL MEMBERS OF THE BOARD OF SUPERVISION

1. The voting is carried out by the cumulative voting method, whereby each shareholder has a total number of votes corresponding to the total number of shares owned multiplied by the number of elected members of the Board of Supervisors. Shareholders have the right to accumulate all their votes for one candidate or divide their votes among several candidates.

- a. The number of candidates for additional election to the Board of Supervisors at the 2025 General Meeting of Shareholders is 01 (one) member, accordingly the total number of votes of each shareholder is equal to the total number of shares owned multiplied (x) by 01 (one).

2. The total number of votes for a candidate of a shareholder shall not exceed the total number of votes allowed of that shareholder (equal to the number of shares multiplied by the number of members elected).

Example of cumulative voting principle:

- Shareholder A owns 1,000 (one thousand) voting shares and will have $1,000 \times 1 = 1,000$ votes to elect members of the Board of Supervisors.
- According to the cumulative voting method, shareholder A can vote in one of the following cases, provided that the total number of votes does not exceed 1,000 votes for members of the Board of Supervisors.
 - + Equal number of votes for all members of the Board of Supervisors;
 - + Or vote a different number of votes for each candidate for the Board of Supervisors

3. Determine the percentage (%) of votes

The percentage (%) of votes of an election candidate is determined by the following formula:

$$\% \text{ of votes} = \frac{\text{Total number of shares elected}}{\text{Total number of shares present on valid ballot}} * \text{Number of members to be elected}$$

4. Shareholders who vote for a candidate write the number of votes they want to vote for that candidate in the "Number of votes" column.

5. If a shareholder does not vote for one or more candidates, leave the "Number of votes" column blank or cross it out.

6. The total number of votes for candidates of a shareholder shall not exceed the total number of votes allowed by that shareholder (equal to the number of shares multiplied by the number of members elected).

V. REGULATIONS ON VOTING

The ballot is pre-printed with a code corresponding to the shareholder code and number of shares held, with the Corporation's seal stamped in the upper left corner of the ballot.

1. Valid ballot

- The ballot is issued by the Congress Organizing Committee according to the unified form with the Corporation's seal as prescribed above, not scraped, erased, crossed out or erased;
- The total number of votes of shareholders for candidates is equal to or less than the total number of voting rights of shareholders;

2. Invalid ballot:

An invalid ballot is a ballot that violates one of the following conditions:

- Not issued by the Organizing Committee, not stamped by the Corporation.
- Blank ballot
- The ballot paper is arbitrarily filled with names of people not on the list or crossed out;

VI. WINNER:

1. The elected member of the Board of Supervisors is the one with the number of votes counted from high to low, starting from the candidate with the highest number of votes until the required number of members is reached.

2. If there are many candidates with equal number of votes, making it impossible to choose the required number of candidates, then the number of candidates must be re-elected to choose the remaining number after the candidates with higher number of votes

have been elected. The re-election still follows the principle of cumulative voting.

3. Any complaints about the election results will only be considered at the General Meeting, shareholders may not object to this validity at any other time. In case of disagreement about the election procedures or results, the Ballot Counting Committee will re-examine and consult the General Meeting for decision.

VII. ANNOUNCEMENT OF ELECTION RESULTS

1. Based on the Minutes of the vote counting, the election results of the members of the Board of Supervisors are announced by the Vote Counting Committee right at the Congress.

2. This result will be recorded in the Resolution of the Congress.

VIII. EFFECTIVENESS

This Regulation takes effect immediately after being approved by the General Meeting of Shareholders and only applies to the election of additional members of the Board of Supervisors of Transport Engineering Design Inc. for the 2024 - 2029 term.

Recipients:

- Shareholders;
- BOM - BOS;
- Organizing Committee;
- Related Committees;
- File./.

**ON BEHALF OF BOARD OF
MANAGEMENT
CHAIRMAN**

Pham Huu Son



SOCIALIST REPUBLIC OF VIETNAM

Independence - Freedom - Happiness

Form 01

....., date month year 2025

APPLICATION / NOMINATION

**To: General Meeting of Shareholders
Transport Engineering Design Inc. (TEDI);**

Based on the Law on Enterprises No. 59/2020/QH14;

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

After studying the regulations on shareholders' rights and the standards and conditions for becoming a member of the Board of Supervisors in the Regulations on electing additional members of the Board of Supervisors and the Charter of Transport Engineering Design Inc. (TEDI),

We/I are a group of shareholders/shareholders holding voting shares, accounting for% of the charter capital of Transport Engineering Design Inc., and would like to run for/nominate a person to participate in the election of additional members of the Board of Supervisors of Transport Engineering Design Inc. for the 2024-2029 term, specifically as follows:

- Full name: Gender:
- Nationality:
- Date of birth: .../.../.....;
- ID card/Passport number: Issued on: .../.../.....

In:

We hereby attach the above candidate's CV with this document.

Best regards./.

Attached: Minutes of shareholder group meeting (if it is a shareholder group)

**TM GROUP OF SHAREHOLDERS
/ SHAREHOLDERS**
(Sign and print full name)

MINUTES OF SHAREHOLDERS MEETING

Regarding the nomination of candidates to participate in the election of additional members of the Board of Supervisors
Transport Engineering Design Inc. term 2024-2029

Minutes of this group meeting (hereinafter referred to as the "**Minutes**") was made at ...h00, on/..../2025, at, address:, including the following Mr./Ms.:

TT	Shareholder code	Full name	Number of shares owned	Total number of voting shares	% of charter capital
1	TEDI.....				
2	TEDI.....				
3	TEDI.....				
4	TEDI.....				
5	TEDI.....				
		Total			

BASE:

Based on the Law on Enterprises No. 59/2020/QH14;

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

CONTENT:

We, the gentlemen/ladies whose names are on the list, have studied together the Charter of Organization and Operation of Transport Engineering Design Inc., discussed and reached an agreement to nominate candidates to participate in the election of additional members of the Board of Supervisors of Transport Engineering Design Inc. for the 2024-2029 term as follows:

1. Nominate candidates to elect additional members of the Board of Supervisors.

- Full name: Gender:
- Nationality:
- Date of birth: .../.../.....;
- ID card/Passport number: Issued on: .../.../.....

In:

2. Authority.

We authorize Mr./Ms., shareholder with code TEDI-..... to represent the group of shareholders to sign the Nomination Form to send to the Organizing Committee of the 2025 General Meeting of Shareholders of Transport Engineering Design Inc.

This working minutes serves as a basis for the 2025 General Meeting of Shareholders of Transport Engineering Design Inc.to elect additional members of the Board of Supervisors of Transport Engineering Design Inc. for the 2024-2029 term.

AFTER READING AND AGREEING TO THE ABOVE CONTENT, All participants agreed that this Minutes consists of 02 (two) pages, signed by all Members attending the meeting.

The meeting ended at 00, date / /2025 .

SIGNATURES OF MEETING MEMBERS

TT	Shareholder code	Full name	Number of shares owned	Total number of voting shares	Ratio %/ Charter capital	Signature
1	TEDI.....					
2	TEDI.....					
3	TEDI.....					
4	TEDI.....					
5	TEDI.....					
6	TEDI.....					

(Candidates for nomination and election to the Board of Supervisors of Transport Engineering Design Inc. for the 2024-2029 term)

Ảnh 4x6cm

Full name at birth: *(Print in capital letters)*.....;

Other names:

Date of birth: month year Gender:

Place of birth :

Hometown:

Nationality : Religion :

- Place of permanent residence registration:
- Current address:
- General education level: /
- Highest professional qualification:
- Political theory: - State management:
- Foreign language:; IT:
- Health status: Type, Height:cm, Weight: kg, Blood type:;
- ID card/CCCD/Passport number: Issued on: .../.../..... At:

SUMMARY OF TRAINING AND DEVELOPMENT PROCESS

School name	Training and development majors	From month, year – To month, year	Training form	What degree, certificate, level?

SUMMARY OF WORK EXPERIENCE

From month .../...~.../.....	
From month .../...~.../.....	
From month .../...~.../.....	
From month .../...~.../.....	
From month .../...~.../.....	
C this case	
Current positions held in other organizations	
Number of shares held hold	
Behavior illegal	
fish debt to the Company t y	
Remuneration and fish profit other benefits	

FAMILY RELATIONSHIP

Those Related persons : (*including Wife, husband, biological father, adoptive father, biological mother, adoptive mother, biological child, adopted child, biological brother, biological sister, biological sibling, brother-in-law, brother- in -law, sister-in-law*)

TT	People related	ID/Passport number	M mandarin system	Number neck part s in	Note
1					
2					
3					
4					
5					
6					
7					
8					
9					
10					
11					

Declarant

I hereby certify that the above statements
are true.

(*Sign, full name*)

....., date.....month year 2025

Confirmation of competent authority
(*Signed and sealed*)

No: 1309 TTr/TEDI-HĐQT

Hanoi, April 23, 2025

SUBMISSION

**Re: dismissal and election of additional members
Board of Supervisors Term III (2024-2029)**

To: General Meeting of Shareholders

Based on the Law on Enterprises No. 59/2020/QH14;

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

Based on the application for dismissal from office of Mr. Vo Tung Hung, Head of TEDI Supervisory Board, term 2024-2029;

Based on Resolution No. 05.02 NQ-NK3/TEDI-HĐQT dated April 24, 2025 of the Board of Managements of the Corporation.

The Board of Managements of the Corporation submits to the General Meeting of Shareholders for consideration and resolution on the following specific contents:

1. Approving the dismissal of a member of the Board of Supervisors for term III (2024-2029) due to the following application for dismissal:

- 1) Dismiss Mr. Vo Tung Hung from the position of member of the Board of Supervisors for term III (2024-2029) according to the individual's application for dismissal from office.

2. Approving the number of additional members of the Board of Supervisors for term III (2024-2029).

- 1) Number of additional members elected to the Board of Supervisors: 01 member.

The Board of Managements of the Corporation respectfully submits to the General Meeting of Shareholders for consideration and resolution.

Thank you very much!

Recipients:

- As above
- BOM, BOS:
- File /

ON BEHALF OF BOARD OF MANAGEMENT

CHAIRMAN



Pham Huu Son

No: TTr/TEDI-HĐQT

Hanoi, April 2025



PROPOSAL (Draft)

**Re: Approval of the list of candidates for election of additional members
Board of Supervisors Term III (2024-2029)**

To: General Meeting of Shareholders

Based on the Law on Enterprises No. 59/2020/QH14;

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

Based on the Regulations on the election of additional members of the Board of Supervisors for the third term (2024-2029)

Based on the results of the candidacy and nomination.

As of 5:00 p.m., April 28, 2025 (deadline for nomination and election of additional members of the Board of Supervisors for term III (2024-2029), the Board of Managements of the Corporation has received nomination and candidacy applications from the following candidates:

- Number of nominations and candidacy for the Board of Supervisors: candidates;

After checking the nomination and candidacy applications and reviewing the candidates' profiles, comparing them with the provisions of the Law and TEDI's Charter, the results of the nomination and candidacy for members of the Board of Supervisors for term III (2024-2029) are as follows:

- Number of candidates eligible to elect additional members of the Board of Supervisors for term III (2024-2029): candidates;

The list of candidates for election to the Board of Supervisors is as follows:

- Full name: Gender:
- Nationality:
- Date of birth:
- ID card number: issued on at

(Shareholder nomination form and candidate's CV are attached)

The Board of Managements of the Corporation respectfully submits to the General Meeting of Shareholders for consideration and resolution.

Thank you very much!

Recipients:

- As above
- BOM, BOS;
- File./.

**ON BEHALF OF BOARD OF MANAGEMENT
CHAIRMAN**

Pham Huu Son

No: 13 NQ/TEDI-ĐHĐCĐ

Hanoi, 8th May 2025

**RESOLUTION (Draft)
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 Reports and Submission Letters by Board of Managements 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 activity result and 2025 activity plan of Board of Management;
2. Report on 2024 activity result and 2025 activity plan of Board of Supervisors;
3. TEDI 2023 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
Total:	56,881,677,844 VND

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
I.	Board of Managements					
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	-
II.	Board of Supervisors					
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	-
III	Total		1,073,520,000	1,073,520,000	1,073,520,000	-

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	-	-	-

No	Norm	Consolidated data			Parent Company data		
		2024 result	2025 plan	(%)	2024 result	2025 plan	(%)
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 BOM and BOS; 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 higher than 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
	Total	8		96		1,143,600,000

The actual remuneration of Board of Management and the Board of Supervisors members will be adjusted according to 2025 business results 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 Decision as attached.

Article 2. Approving the dismissal and election of additional members to the Board of Supervisors for the third term (2024-2029) as follows:

1. Dismissing members of the Board of Supervisors for the third term (2024-2029) of the Transport Engineering Design Inc. according to the application for dismissal of Mr. Vo Tung Hung;

2. Number of additional members elected to the Board of Supervisors for the third term (2024-2029): 01 member.

Article 3. Approving the results of the election of additional members of the Board of Supervisors for the third term (2024-2029) of the Transport Engineering Design Inc. as follows:

Mr./Ms.

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



ANNUAL GENERAL MEETING OF SHAREHOLDERS 2025

TRANSPORT DESIGN ENGINEERING INCORPORATED

ELECTION BALLOT

**ELECTION OF ADDITIONAL MEMBERS OF THE BOARD OF SUPERVISORS
FOR THE TERM 2024-2029**

Shareholder code:

Shareholder name:

Number of shares owned or repre

- Shareholders vote for candidates by filling in the number of votes in the column to the right of the corresponding candidate's name.

The total number of votes for candidates for the Board of Supervisors must not be greater than the

- Total votes: „ shares x 1 = „ votes

**LIST OF CANDIDATES FOR ADDITIONAL ELECTION OF MEMBERS OF THE
BOARD OF SUPERVISORS**

TT	CANDIDATE'S NAME	NUMBER OF VOTES
1		
2		
	TOTAL VOTES	