

CÔNG BỐ THÔNG TIN ĐỊNH KỲ
INFORMATION DISCLOSURE PERIODIC

Kính gửi/ To:

- Ủy ban Chứng khoán Nhà nước/ *The State Securities Commission;*
- Sở Giao dịch Chứng khoán Việt Nam/ *Vietnam Exchange;*
- Sở Giao dịch chứng khoán TP.HCM/ *HoChiMinh Stock Exchange.*

1. Tên tổ chức/ *Organization name:* Công ty Cổ phần Sông Ba/ *Song Ba Joint Stock Company.*

- Mã chứng khoán/ *Securities Symbol:* **SBA**
- Địa chỉ trụ sở chính/ *Address:* 573 Núi Thành – Q. Hải Châu –TP. Đà Nẵng/ *573 Nui Thanh, Hai Chau District, Da Nang City.*
- Điện thoại/ *Telephone* : 0236.3653592 – 0236.2215592;
- Fax : 0236.3653593
- Email : sba2007@songba.vn

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

Biên bản họp và Nghị quyết Đại hội đồng cổ đông thường niên năm 2025/
Minutes of the meeting and Resolution of the Annual General Meeting of Shareholders 2025.

3. Thông tin này đã được công bố trên trang thông tin điện tử của công ty vào ngày 31/03/2025 tại đường dẫn/ *This information was published on the company's website on 31/03/2025, as in the link:* <https://songba.vn/quan-he-co-dong>.

Chúng tôi xin cam kết các thông tin công bố trên đây là đúng sự thật và hoàn toàn chịu trách nhiệm trước pháp luật về nội dung các thông tin đã công bố/ *We hereby certify that the information provided is true and correct and we bear the full responsibility to the law.*

Trân trọng/ *Yours truly.*

Nơi nhận/Recipient

- Như trên/As above
- TCHC/Administrative Department;
- Lưu: TC-KT, VTh/Save: Financial Accounting department; Documentary department.

Tài liệu đính kèm/ Attachment:

- Biên bản họp và Nghị quyết ĐHĐCĐ thường niên năm 2025.
- *Minutes of the meeting and Resolution of the Annual General Meeting of Shareholders 2025.*

**Đại diện tổ chức
Organization representative**

Người đại diện theo pháp luật/ *Legal representative*

**TỔNG GIÁM ĐỐC
General Director,**



ĐINH CHÂU HIẾU THIÊN

**RESOLUTION OF THE GENERAL MEETING OF
SHAREHOLDERS OF SONG BA JOINT STOCK COMPANY**

Pursuant to the Law on Enterprises dated 17 June 2020;

Pursuant to the Charter of organization and operation of Song Ba Joint Stock Company (Company);

Pursuant to the Minutes of the Annual General Meeting of Shareholders of Song Ba Joint Stock Company in 2025 dated 31 March 2025,

DECIDES

- 1) To approve the Company's 2024 business performance results and 2025 plan as stated in the attached Report no. 29/25/TTr-SBA-HDQT dated 21 March 2025 of the Company's Board of Management, specifically the main business targets are as follows:

a. Implementation results in 2024:

No.	Items	Plan	Performance	Rate (%)
1	Total commercial electricity output (million kWh)	220.00	192.88	87.67
-	<i>Khe Dien</i>	<i>40.00</i>	<i>50.72</i>	<i>126.80</i>
-	<i>Krong H'Nang</i>	<i>180.00</i>	<i>142.16</i>	<i>78.98</i>
2	Total revenue (billion VND)	255.83	240.04	93.83
2.1	Electricity generation revenue	250.83	231.66	92.36
-	<i>Khe Dien</i>	<i>58.23</i>	<i>66.11</i>	<i>113.53</i>
-	<i>Krong H'Nang</i>	<i>192.60</i>	<i>165.55</i>	<i>85.96</i>
2.2	<i>Consulting services and other revenues (consulting service, finance service, etc.)</i>	<i>5.00</i>	<i>8.38</i>	<i>167.60</i>
3	Total cost (billion VND)	132.69	111.71	84.19

4	Profit before tax (billion VND)	123.13	128.33	104.22
5	Profit after corporate income tax (billion VND)	110.22	113.54	103.01
6	Basic earnings per share (VND/share)	1,822	1,877	103,02

b. 2025 plan:

No.	Items	Unit	Plan for 2025
1	Total commercial electricity output	Million kWh	190.00
-	<i>Khe Dien</i>	<i>Million kWh</i>	<i>40.00</i>
-	<i>Krong H'Nang</i>	<i>Million kWh</i>	<i>150.00</i>
2	Total revenue	Billion VND	224.12
2.1	Electricity generation revenue	Billion VND	219.12
-	<i>Khe Dien</i>	<i>Billion VND</i>	<i>58.03</i>
-	<i>Krong H'Nang</i>	<i>Billion VND</i>	<i>161.09</i>
2.2	Consulting service revenue and other revenues	Billion VND	5.00
3	Total cost	Billion VND	111.09
4	Total profit before tax	Billion VND	113.03
5	Profit after tax	Billion VND	90.91
6	Basic earnings per share	VND/Share	1,503

- 2) To approve of the Company's 2024 Financial Statements audited by AAC Auditing and Accounting Company Limited according to the contents stated in Statement no. 30/25/TTr- SBA-HDQT dated 21 March 2025 of the Company's Board of Management.
- 3) To approve the 2024 Board of Management's Report on governance and performance of the Board of Management and each member of the Board of Management according to the content stated in Report no. 31/25/BC-SBA-HDQT dated 21 March 2025 of the Board of Management of the Company.
- 4) To approve the 2024 Board of Supervisors' performance report according to the content stated in Report no. 06/25/BC-SBA-BKS dated 21 March 2025 of the Company's Board of Supervisors.

- 5) To authorize the Company's Board of Management to decide to select 01 (one) out of 03 (three) auditing units, namely AASC Auditing Firm Company Limited, AAC Auditing and Accounting Company Limited, VACO Auditing Company Limited to audit the Company's 2025 financial statements according to the content stated in Statement no. 07/25/TTr- SBA-BKS dated 21 March 2025 of the Company's Board of Supervisors.
- 6) To approve the 2024 profit distribution plan and the 2025 profit distribution plan according to the content stated in Statement no. 32/25/TTr-SBA-HDQT dated 21 March 2025 of the Company's Board of Management. Regarding the 2025 dividend advance, the General Meeting of Shareholders authorizes the Company's Board of Management to decide on the rate, timing, method of dividend advance and decide on procedures related to the 2025 dividend advance.
- 7) To approve the salary and remuneration for 2024 and the salary and remuneration plan for 2025 of the Board of Management and the Board of Supervisors of the Company according to the content stated in Statement no. 33/25/TTr-SBA-HDQT dated 21 March 2025 of the Board of Management of the Company.
- 8) On the election of members of the Board of Management and Board of Supervisors of Song Ba Joint Stock Company for the term 2025 - 2030:
- ✓ To approve the list of 05 people elected as members of the Board of Management of Song Ba Joint Stock Company for the 2025-2030 term, including the following names:

No.	Full Name
1	<i>Mr Thai Hong Quan</i>
2	<i>Mr Pham Phong</i>
3	<i>Mr Hoang Xuan Qui</i>
4	<i>Mr Hoang Nam Son</i>
5	<i>Mr Nguyen Hung Viet</i>

The Company's Board of Management for the 2025-2030 term held its first meeting and elected *Mr. Thai Hong Quan* as Chairman of the Board of Management.

- ✓ To approve the list of 03 people elected as members of the Board of Supervisors of Song Ba Joint Stock Company for the 2025-2030 term, including the following names:

No.	Full Name
1	Ms Tran Thi Minh Ha
2	Ms Huynh Thi Long
3	Ms Tran Nguyen Anh Thu

The Company's Board of Supervisors for the 2025-2030 term held its first meeting and elected Ms. Tran Thi Minh Ha as Chief of the Board of Supervisors.

This Resolution was approved in full by the General Meeting of Shareholders of Song Ba Joint Stock Company at the 2025 annual meeting on 31 March 2025.

The Company's Board of Management, the Company's Board of Supervisors and related persons of the Company are responsible for organizing the implementation of the contents of this Resolution in accordance with the provisions of the Law and the Company's Charter.

Recipients:

- Shareholders;
- The Company's Board of Management;
- The Company's Board of Supervisors;
- The Company's General Director;
- The Company's Website Announcement;
- Archiving.

**ON BEHALF OF GENERAL
MEETING OF SHAREHOLDERS
CHAIRMAN**



THAI HONG QUAN

Da Nang, 31 March 2025

**MINUTES
OF THE 2025 GENERAL MEETING OF SHAREHOLDERS OF
SONG BA JOINT STOCK COMPANY**

Company name: **Song Ba Joint Stock Company (SBA).**

Head office: No. 573 Nui Thanh, Hoa Cuong Nam Ward, Hai Chau District, Da Nang City.

Business registration certificate no. 0400439955 first issued by the Department of Planning and Investment of Da Nang City on 04 July 2007, 12th registration of change dated 06 April 2022.

Time and date: From 08:00, 31 March 2025.

Location: Minh Toan Galaxy Hotel, No. 306, 2/9 Street, Hai Chau District, Da Nang City.

I. PARTICIPANTS

1) The Company's Board of Management, including:

- *Mr. Thai Hong Quan*, Chairman of the Board of Management
- *Mr. Dinh Chau Hieu Thien*, Member of Board of Management, General Director of the Company
- *Mr. Pham Phong*, Member of Board of Management
- *Mr. Hoang Nam Son*, Independent Member of the Board of Management
- *Mr. Hoang Xuan Qui*, Member of Board of Management

2) The Company's Board of Supervisors, including:

- *Ms. Phan Thi Anh Dao*, Chief of the Board of Supervisors
- *Ms. Huynh Thi Long*, Member of the Board of Supervisors
- *Ms. Tran Nguyen Anh Thu*, Member of the Board of Supervisors

3) Shareholders and authorized representatives

4) The Company's Board of Directors, Company's Employees

5) Participants.

II. PROCEDURES FOR OPENING A GENERAL MEETING OF SHAREHOLDERS

1) Report on the results of shareholder qualification examination

Mr. Pham Van Luan reported on behalf of the Organizing Committee:

- The total number of voting shares of the Company is: 60,488,261 shares, equivalent to 60,488,261 votes.
- Total number of invited shareholders: All shareholders whose names are on the shareholder list closed on 03 March 2025.
- The total number of shareholders attending as of 08:00 on 31 March 2025 is **41** shareholders, owning and representing **39,053,317** shares attending the Meeting, accounting for **64,56 %** of the total number of voting shares of the Company. Therefore, the 2025 Annual General Meeting of Shareholders of SBA is eligible to proceed as prescribed.

2) Statement of reasons and introduction of participants to the General Meeting of Shareholders

Mr. Pham Van Luan will represent the Organizing Committee.:

- To declare the reason for the 2025 Annual General Meeting of Shareholders
- To introduce the participants and participants of the General Meeting of Shareholders.

3) Introduce and invite the Presidium to chair the meeting

Mr. Pham Van Luan will represent the Organizing Committee to introduce and invite the Presidium to chair the meeting:

- *Mr. Thai Hong Quan*, Chairman of the Board of Management, Chairperson
- *Mr. Dinh Chau Hieu Thien*, Member of Board of Management, General Director of the Company.

4) Appoint a Secretary, approve the Vote Counting Committee

Mr. Thai Hong Quan, Chairperson:

- Appoint the meeting's secretary: *Mr. Phan Dinh Long*, Company Secretary as the meeting's secretary.
- Introduce the Vote Counting Committee for the General Meeting of Shareholders to vote and approve, including the following members:
 - + *Mr. Tran Van Tan*, TTTV&KD ATD, Chief
 - + *Mr. Huynh Van Sanh*, Department of KTKH, Deputy Chief
 - + *Mr. Truong Ngoc Hung*, Finance and Accounting Department, member
 - + *Mr. Nguyen Huu Bao Khanh*, Organization - Administration Department, member

- + *Mr. Hua Huy Hieu*, KTKH Department, member
- + *Ms. Vo Thi Minh Thu*, Finance and Accounting Department, member

The General Meeting of Shareholders approved the Vote Counting Committee with 100% of the total votes.

5) Approval of the Regulations and Agenda of the General Meeting of Shareholders

Mr. Thai Hong Quan, Chairperson:

Introduce *Mr. Pham Van Luan*, on behalf of the organizing committee, to present the Regulations for organizing the General Meeting of Shareholders and *Mr. Dinh Chau Hieu Thien*, General Director, to present the Agenda for the 2025 General Meeting of Shareholders for the General Meeting of Shareholders to vote and approve.

The General Meeting of Shareholders approve the Meeting Regulations and Agenda of the 2025 General Meeting of Shareholders with 100% of the total votes.

III. REPORTS, STATEMENTS AT THE MEETING AND VOTES FOR APPROVAL

III.1 Reports, statements at the meeting:

1) *Mr. Dinh Chau Hieu Thien* - Member of Board of Management, General Director of the Company presented:

- Report on the Company's production and business results in 2024 and plan for 2025.
- Report on the Company's strategic orientation for the period 2025-2030, vision to 2035

2) *Mr. Pham Thai Hung* - Chief Accountant of the Company

- Present the Company's audited financial statements for 2024

3) *Mr. Thai Hong Quan* - Chairman of the Board of Management of the Company presented:

- Report of the Board of Management in 2024 on governance, performance of the Board of Management, and each member of the Board of Management
- Statement of the 2024 profit distribution and the 2025 profit distribution plan.
- Statement of salary and remuneration for 2024 and salary and remuneration plan of the Board of Management and Board of Supervisors of the Company in 2025.

4) *Ms. Phan Thi Anh Dao* – Chief of the Company's Board of Supervisors presented:

- Report of the Board of Supervisors in 2024 on inspection and supervision of the Company's operations; evaluation of the performance of the Board of Supervisors and each member of the Board of Supervisors.

- Statement of the Board of Supervisors on the proposal to select an auditing unit for the Company's 2025 Financial Statements.

III.2 Discussion of General Meeting of Shareholders:

After the presentation of the Report and Statement by the Chairman of the Board of Management, General Director, Chief Accountant and Chief of the Company's Board of Supervisors, the Meeting discussed related issues, specifically:

Mr. Le Kim Dung (Shareholder Code: 64):

+ Regarding dividend distribution: Based on my observation, the report states that the unpaid dividends from before 2022 amount to 9.31 million VND, for 2023 amount to 11.7 billion VND, and for 2024 amount to 12.6 billion VND. I strongly propose that the Company take measures to fully pay out all outstanding dividends to shareholders to avoid any further backlog.

+ Regarding the 2024 dividend proposal: The Board of Directors' report proposes a 15% dividend distribution for 2024, but I propose increasing it to 20%. The reason is that retained earnings from previous years remain substantial, so I suggest the Company distribute a 20% dividend for 2024.

+ Regarding the Company's treasury shares: I request that the Company clarify any changes and the elimination of treasury shares.

+ Regarding the annual profit distribution proposal: The report does not fully disclose certain items such as pre-tax profit, remuneration, salaries for the Board of Directors, Supervisory Board, Company Secretary, and accumulated profits over the years. Therefore, I request that the Board of Directors standardize the report format to facilitate shareholders' monitoring.

+ Regarding the 2025 business plan: Observing the past five years, revenue has remained stable. Therefore, I propose that when formulating the plan, the Board of Directors and Executive Management should ensure the figures are more aligned with actual conditions.

All discussion contents were answered fully and clearly by the Chairman of the Board of Management and the General Director of the Company and received high consensus from all attending Shareholders.

III.3 The General Meeting of Shareholders voted to approve the contents:

The total number of shareholders present at the time of voting is **75** shareholders, owning and representing **39,524,205** shares attending the Meeting, accounting for **65,34%** of the Company's voting shares as of **03 March 2025**.

- The Chairperson introduced **Mr. Tran Van Tan** - Chief of the Vote Counting Committee to disseminate the voting rules.

- **Mr. Tran Van Tan** - Chief of the Vote Counting Committee disseminated the voting rules.

- The Chairperson took the vote of Shareholders to approve 7 contents to be submitted to the 2025 General Meeting of Shareholders, the voting results approved the specific contents as follows:

1) Report on the Company's business performance in 2024 and work plan for 2025:

- Approve : **39,524,065** shares, accounting for 100%.
- Disapprove : share, accounting for 0 %.
- No comment : 140 share, accounting for 0 %.

2) Audited financial statements of the Company for 2024

- Approve : **39,524,065** shares, accounting for 100%.
- Disapprove : share, accounting for 0 %.
- No comment : 140 share, accounting for 0 %.

3) Report of the Board of Management in 2024 on governance, performance of the Board of Management, and each member of the Board of Management:

- Approve : **39,442,831** shares, accounting for 99.794%.
- Disapprove : share, accounting for 0 %.
- No comment : 81.374 share, accounting for 0.206 %

4) Report of the Board of Supervisors in 2024 on inspection and supervision of the Company's operations; assessment of the performance of the Board of Supervisors and each member of the Board of Supervisors:

- Approve : **39,524,065** shares, accounting for 100%.
- Disapprove : share, accounting for 0 %.
- No comment : 140 share, accounting for 0 %

5) Report of the Board of Supervisors on the proposal to select an Auditing Unit for the Company's

- Approve : **39,524,065** shares, accounting for 100%.
- Disapprove : share, accounting for 0 %.
- No comment : 140 share, accounting for 0 %

6) 2024 Profit distribution plan and 2025 profit distribution plan

- Approve : **39,524,065** shares, accounting for 100%.
- Disapprove : share, accounting for 0 %.
- No comment : 140 share, accounting for 0 %

7) Statement of salary and remuneration of the Board of Management and Board of Supervisors of the Company in 2024 and salary and remuneration plan of the Board of Management and Board of Supervisors of the Company in 2025:

- Approve : **39,524,065** shares, accounting for 100%.
- Disapprove : share, accounting for 0 %.
- No comment : 140 share, accounting for 0 %

IV. ELECTION OF MEMBERS OF THE BOARD OF MANAGEMENT AND BOARD OF SUPERVISORS FOR THE 2025 - 2030 TERM

1) Adoption of election regulations and instructions on how to vote

Mr. Thai Hong Quan - Chairperson:

- The shareholders' opinion was obtained through the Vote Counting Committee as the Election Committee and the General Meeting of Shareholders voted to approve with 100% approval rate.
- The Chairperson introduced *Mr. Tran Van Tan* - Chief of the Election Committee to disseminate the Election Regulations for Board of Management's members and Board of Supervisors' members and instructions on how to vote.

The General Meeting of Shareholders voted to approve the Election Regulations with 100% approval rate.

2) Adoption of the List of candidates and nominations

- *Mr. Thai Hong Quan* - Chairperson: Presentation of the Report on the list of nominees to elect members of the Board of Management and Board of Supervisors for the 2025 - 2030 term.
- *Mr. Tran Van Tan* - Chief of the Vote Counting Committee read the resumes of the candidates for the Board of Management and Board of Supervisors.
- The General Meeting of Shareholders voted to approve the List of nominees and candidates for the Board of Management and Board of Supervisors for the 2025-2030 term with 100% approval rate.

3) General Meeting of Shareholders' Election, Election Results

- Shareholders vote to elect members of the Board of Management and Board of Supervisors for the 2025-2030 term (02 ballot boxes).

❖ Results of election of members of Board of Management for term 2025 ÷ 2030

No.	Full name	Vote Rate (%)
1	<i>Mr Thai Hong Quan</i>	23.29
2	<i>Mr Pham Phong</i>	26.06

3	<i>Mr</i> Hoang Xuan Qui	22.78
4	<i>Mr</i> Hoang Nam Son	4.44
5	<i>Mr</i> Nguyen Hung Viet	23.27

❖ **Results of election of members of the Board of Supervisors for the term 2025 ÷ 2030:**

No.	Full name	Vote Rate (%)
1	<i>Ms</i> Tran Thi Minh Ha	30.19
2	<i>Ms</i> Huynh Thi Long	38.56
3	<i>Ms</i> Tran Nguyen Anh Thu	31.11

❖ **List of elected members of the Board of Management for the 2025-2030 term**

	Full name
1	<i>Mr</i> Thai Hong Quan
2	<i>Mr</i> Pham Phong
3	<i>Mr</i> Hoang Xuan Qui
4	<i>Mr</i> Hoang Nam Son
5	<i>Mr</i> Nguyen Hung Viet

The Board of Management of the Company for the 2025-2030 term held its first meeting and elected *Mr*.Thai Hong Quan as Chairman of the Board of Management.

❖ **List of elected members of the Board of Supervisors for the 2025-2030 term**

	Full name
1	<i>Ms</i> Tran Thi Minh Ha
2	<i>Ms</i> Huynh Thi Long
3	<i>Ms</i> Tran Nguyen Anh Thu

The Company's Board of Supervisors for the 2025-2030 term held its first meeting and elected *Ms*.Tran Nguyen Anh Thu as Chief of the Board of Supervisors.

Approval of the minutes and resolutions of the 2025 general meeting of hareholders

The Chairperson introduced *Mr.* Phan Dinh Long - Secretary of the meeting to present the draft Minutes and Resolution of the 2025 Annual General Meeting of Shareholders for the General Meeting of Shareholders to vote and approve.

The minutes of the meeting and the Resolution of the General Meeting of Shareholders were unanimously approved by the General Meeting of Shareholders with 100% approval rate.

The 2025 Annual General Meeting of Shareholders ends at 11 hours 30 minutes on the same day.

**SECRETARY OF THE
MEETING**



PHAN DINH LONG

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



CHAI HONG QUAN