

**SONG DA INVESTMENT AND  
CONSTRUCTION JOINT  
STOCK COMPANY**

Number: 25.4.1/SDD-CBTT

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

*Hanoi, April 25, 2025*

**INFORMATION DISCLOSURE ON THE ELECTRONIC INFORMATION PORTAL OF  
THE STATE SECURITIES COMMISSION AND THE HANOI STOCK EXCHANGE**

Dear:

- State Securities Commission
- Hanoi Stock Exchange

1. Organization name : SONG DA INVESTMENT AND CONSTRUCTION  
JOINT STOCK COMPANY

- Stock code : SDD

- Address : No. 21, Lane 178 Tay Son - Trung Liet Ward - Dong Da District - Hanoi City

- Contact phone number : 02422112194/0965919566      Website:  
songdaic.vn

- Authorized person to make information disclosure: Le Quang Dai

- Information type published: 24h ☒ 72h ☐ Unusual ☒ Request ☐ Periodic ☒

2. Information disclosure content :

Minutes and Resolution of the 2025 Annual General Meeting of Shareholders held  
on April 24, 2025 of the company.


3. At the same time, the company also publishes information on the website : [http: songdaic.vn](http://songdaic.vn) link : relationship with partners

We hereby commit that the information published above is true and take full legal  
responsibility for the content of the published information .

**Recipient :**

- As above.
- Save VP.

**AUTHORIZED PERSON TO MAKE  
INFORMATION DISCLOSURE**



*[Signature]*

**Le Quang Dai**

**RESOLUTION**  
**ANNUAL GENERAL MEETING OF SHAREHOLDERS 2025**

**Base:**

- Enterprise Law 59/2020/QH14 dated June 17, 2020;
- Charter of Organization and Operation of Song Da Investment and Construction Joint Stock Company ;
- Minutes of the 2025 Annual General Meeting of Shareholders No. 01 / 2025/BB-SDD-ĐHĐCĐTN dated April 24, 2025 of the Company.

**RESOLUTION:**

**Article 1 :** The 2025 Annual General Meeting of Shareholders unanimously voted to approve the following contents:

**\* Content 01 :**

Approval of the Report on Business Performance Results in 2024 and the Company's Business Performance Orientation and Tasks in 2025 according to the content of Submission No. 01/TTr-SDD-HDB dated March 31, 2025 of the Board of Directors.

**\* Content 02:**

Approval of the Board of Directors' 2024 Performance Results Report and 2025 Performance Plan according to the content of Submission No. 02/TTr-SDD-HDB dated March 31, 2025 of the Board of Directors .

**\* Content 03 :**

Approval of the 2024 Business Performance Report and 2025 Business Plan of the Company's Board of Supervisors according to the content of Submission No. 03/TTr-SDD-HDB dated March 31, 2025 of the Board of Directors .

**\* Content 04 :**

Through the company's 2024 audited financial statements according to Content of Submission No. 04/TTr-SDD-HDB dated March 31, 2025 of the Board of Directors



**\* Content 05 :**

Approval of the 2024 profit distribution plan and the 2025 profit distribution plan according to the content of Submission No. 05/TTr-SDD-HDB dated March 31, 2025 of the Board of Directors .

**\* Content 06 :**

Approval of remuneration payment of the Board of Directors and the Board of Supervisors in 2024 and remuneration plan for the Board of Directors and Board of Supervisors 2025 in report No. 06/TTr-SDD-HĐQT of the Board of Directors on March 31, 2025.

**\* Content 07 :**

Approval of the selection of an auditor for the company's 2025 Financial Statements in Submission No. 07/TTr-SDD-BKS of the Board of Supervisors on March 31, 2025.

**Article 2: Other issues :**

The General Meeting of Shareholders unanimously authorized the Board of Directors to fully implement the contents approved at the General Meeting.

**Article 3 :** The company's shareholders, Board of Directors, and Board of Management shall, according to their obligations and powers, implement the Resolution.

The Resolution takes effect from April 24, 2025.

**Recipient :**

- Company Shareholders;
- State Securities Commission, Hanoi Stock Exchange (report);
- Member of Board of Directors, Board of Management, Board of Supervisors;
- LuuVP.

**TM. GENERAL MEETING OF  
SHAREHOLDERS  
CHAIRMAN OF THE CONGRESS**



**Nguyen Nho Trung**





**MEETING MINUTES**  
**ANNUAL GENERAL MEETING OF SHAREHOLDERS 2025**  
**SONG DA INVESTMENT AND CONSTRUCTION JOINT STOCK COMPANY**

**A: Business name, time, location, and members of the congress:**

- 1- Company name: **Song Da Investment and Construction Joint Stock Company**
- 2- Head office: No. 21, Lane 178 Tay Son - Trung Liet Ward - Dong Da District - Hanoi City
- 3- Time: 14:00 April 24, 2025
- 4- Meeting location: at the hall of Muong Sang 2 Hydropower Plant, Muong Sang Commune - Moc Chau District - Son La Province
- 5- Ingredient:
  - Shareholders in the List of shareholders with the right to attend the 2025 Annual General Meeting of Shareholders on March 27, 2025 provided by Vietnam Securities Depository and Clearing Corporation;
  - Board of Directors;
  - Board of Control;
  - Board of Directors;

**B: Opening, Report on shareholder qualification verification, Presidium, Secretariat, Vote counting committee, Working regulations of the Congress:**

**1- Opening:**

- Grandfather Because Hoang Anh, on behalf of the organizing committee, announced the reason and introduced the delegates.

**2- Report on verification of shareholder qualifications to attend the 2025 Annual General Meeting of Shareholders:**

- The total number of shareholders and shareholder representatives entitled to attend the General Meeting according to the List finalized on March 27, 2025 is: 3,959 shareholders, the total number of shares is: 16,007,685 shares, of which: 16,007,334 common shares with voting rights and 351 shares without voting rights.





- Ms. Tran Ngoc Quynh Anh, on behalf of the Shareholders' Qualification Examination Board, announced the results of the shareholders' qualification examination to attend the 2025 Annual General Meeting of Shareholders as follows:

- As of 14:00 on April 24, 2025, the total number of shareholders attending and authorized was 18 shareholders, representing 9,834,954 shares, accounting for 61.4% of the total number of voting shares of the Company.

Pursuant to Article 145 of Enterprise Law No. 59/2020/QH14; Pursuant to the Charter of organization and operation of the Company, the 2025 Annual General Meeting of Shareholders of Song Da Investment and Construction Joint Stock Company with the above participants is eligible to hold the General Meeting in accordance with the provisions of the Law.

### **3- Presidium, Secretariat , Vote Counting Committee at the Congress:**

- Mr. Nguyen Nho Trung - on behalf of the congress organizing committee, introduced the list of personnel of the Presidium, Secretariat , and Vote Counting Committee at Congress

#### ***\* The Presidium consists of 03 members :***

- Mr. Nguyen Nho Trung                      - Chairman of the Board of Directors -  
Chairman

- Mr. Nguyen Phuong Dong                      - Member of Board of Directors - Company  
Director

- Ms. Bui Kim Thanh                      - Member of Board of Directors - Deputy  
Director of the company.

#### ***• The Congress Secretariat consists of 01 member:***

- Mr. Le Dai Thang                      - Secretary of the Congress

#### ***• The counting committee consists of 03 members:***

- Mr. Vi Hoang Anh                      - Head of Muong Sang 2 Power Plant as Head  
of the Committee;

- Mr. Mui Van Anh                      - Member;

- Mr. Hoang The Tai                      - Member;

The Congress unanimously approved the list of the Presidium, Secretariat, and Ballot Counting Committee to vote at the 2025 Annual General Meeting of Shareholders of the company by raising the Voting Card with the following ratio:

TT	Content	Number of shares attending the meeting with voting rights	Valid	Rate %/
1	Number of shares with voting rights	9,834,954	9,834,954	100%
2	Number of shares voting against	0	0	0%
3	Number of shares with no vote	0	0	0%

The composition of the Presidium, Secretariat, and Vote Counting Committee was unanimously approved by the Congress with 100% of the voting shares at the Congress.

The Presidium, Secretary, and the Ballot Counting Committee voted to go to work.

#### **4- Working regulations of the Congress:**

Mr. Nguyen Nho Trung - Chairman of the Board of Directors presented to the Congress the Working Regulations and Agenda of the Company's 2025 Annual General Meeting of Shareholders. The Congress approved the contents of the Agenda and the Regulations by raising ballots.

#### **Voting results :**

TT	Content	Number of shares attending the meeting with voting rights	Valid	Rate %/
1	Number of shares with voting rights	9,834,954	9,834,954	100%
2	Number of shares voting against	0	0	0%
3	Number of shares with no vote	0	0	0%

The Congress approved the Regulations for the 2025 Annual General Meeting of Shareholders with 100% of voting shares at the Congress.

### **C- CONTENTS PRESENTED AT THE CONFERENCE:**

#### **\* Content 01 :**

Mr. Nguyen Phuong Dong - Member of the Board of Directors - Director of the Company presented: Report on the Company's production and business results in 2024 and the direction and tasks of production and business in 2025 according to the content of Submission No. 01/TTr-SDD-HDB dated March 31, 2025 of the Board of Directors.

#### **\* Content 02:**

Mr. Nguyen Nho Trung - Chairman of the Board of Directors presented: Report on the Board of Directors' performance in 2024 and the 2025 operating plan according

to the content of Submission No. 02/TTr-SDD-HDB dated March 31, 2025 of the Board of Directors .

**\* Content 03 :**

Ms. Tran Ngoc Quynh Anh - Head of the Board of Supervisors presented: Report on the 2024 operating results and the 2025 operating plan of the Company's Board of Supervisors according to the content of Submission No. 03/TTr-SDD-HDB dated March 31, 2025 of the Board of Directors .

**\* Content 04 :**

Ms. Bui Kim Thanh - Member of the Board of Directors presented: The company's 2024 financial report has been audited according to Content of Submission No. 04/TTr-SDD-HDB dated March 31, 2025 of the Board of Directors .

**\* Content 05 :**

Ms. Bui Kim Thanh - Member of the Board of Directors presented: Profit distribution plan for 2024 and the 2025 profit distribution plan according to the content of Submission No. 05/TTr-SDD-HDB dated March 31, 2025 of the Board of Directors .

**\* Content 06 :**

Ms. Bui Kim Thanh - Member of Board of Directors presented: Remuneration payment of the Board of Directors and Board of Supervisors in 2024 and remuneration plan for the Board of Directors and Board of Supervisors 2025 in report No. 06/TTr-SDD-HĐQT of the Board of Directors on March 31, 2025.

**\* Content 07 :**

Ms. Tran Ngoc Quynh Anh - Head of the Board of Supervisors presented: Proposal for selecting an auditing unit for the company's 2025 Financial Report in Proposal No. 07/TTr-SDD-BKS of the Board of Supervisors on March 31, 2025.

**D - SHAREHOLDERS' DISCUSSION AT THE GENERAL MEETING**

At the end of the presentation of the reports, Mr. Nguyen Nho Trung - Chairman of the meeting, on behalf of the presidium, directed the discussion program of the shareholders.

Shareholders attending the meeting expressed their opinions and discussed the following main contents before the meeting:



- The Company's production and business results in 2024 and the Company's business plan and solutions for 2025 and the following years.

- The role of the Board of Directors and the Board of Management in corporate governance and management in 2025 and the following years.

Mr. Nguyen Nho Trung and the Presidium answered all questions, concerns and discussions of shareholders at the Congress.

## **E - VOTING ON ISSUES AT THE CONGRESS:**

### **1 – Voting form:**

Mr. Nguyen Nho Trung - on behalf of the presidium, asked for opinions from shareholders attending the meeting to vote on each issue of the meeting by raising a voting ballot according to the meeting's form.

Shareholders raise their votes to vote: Approve: 100% equivalent to: 100 shares with the above voting form.

### **2 – The voting results for each issue are as follows:**

*2.1- Approve the Report on Business Performance Results in 2024 and the Company's Business Performance Orientation and Tasks in 2025 according to the content of Submission No. 01/TTr-SDD-HDB dated March 31, 2025 of the Board of Directors with the following results:*

TT	Content	Number of shares attending the meeting with voting rights	Valid	Rate %/
1	Number of shares with voting rights	9,834,954	9,834,954	100%
2	Number of shares voting against	0	0	0%
3	Number of shares with no vote	0	0	0%

*2.2- Approve the Board of Directors' Report on 2024 Operational Results and 2025 Operational Plan according to the content of Submission No. 02/TTr-SDD-HDB dated March 31, 2025 of the Board of Directors with the following results:*

TT	Content	Number of shares attending the meeting with voting rights	Valid	Rate %/
1	Number of shares with voting rights	9,834,954	9,834,954	100%
2	Number of shares voting against	0	0	0%
3	Number of shares with no vote	0	0	0%

**2.3 - Approval of the 2024 Business Performance Report and 2025 Business Plan of the Company's Board of Supervisors according to the content of Submission No. 03/TTr-SDD-HDB dated March 31, 2025 of the Board of Directors with the following results:**

TT	Content	Number of shares attending the meeting with voting rights	Valid	Rate %/
1	Number of shares with voting rights	9,834,954	9,834,954	100%
2	Number of shares voting against	0	0	0%
3	Number of shares with no vote	0	0	0%

**2.4- Approval of the company's 2024 audited financial statements according to Content of Submission No. 04/TTr-SDD-HDB dated March 31, 2025 of the Board of Directors with the following results:**

TT	Content	Number of shares attending the meeting with voting rights	Valid	Rate %/
1	Number of shares with voting rights	9,614,954	9,614,954	97.8%
2	Number of shares voting against	0	0	0%
3	Number of shares with no vote	220,000	220,000	2.2%

**2.5- Approval of the 2024 profit distribution plan and the 2025 profit distribution plan according to the content of Submission No. 05/TTr-SDD-HDB dated March 31, 2025 of the Board of Directors with the following results:**

TT	Content	Number of shares attending the meeting with voting rights	Valid	Rate %/
1	Number of shares with voting rights	9,834,954	9,834,954	100%
2	Number of shares voting against	0	0	0%
3	Number of shares with no vote	0	0	0%

**2.6-. Approval of the Report on remuneration payment level for the Board of Directors and Board of Supervisors in 2024 and remuneration plan for the Board of Directors and Board of Supervisors 2025 in report No. 06/TTr-SDD - BOD of the Board of Directors on March 31, 2025 with the following results:**

TT	Content	Number of shares attending the meeting with voting rights	Valid	Rate %/
1	Number of shares with voting rights	9,834,954	9,834,954	100%
2	Number of shares voting against	0	0	0%
3	Number of shares with no vote	0	0	0%



**2.7. Approval of the Proposal for selecting an auditing unit for the Company's 2025 Financial Statements in Proposal No. 07/TTr-SDD-BKS of the Board of Supervisors on March 31, 2025 with the following results:**

TT	Content	Number of shares attending the meeting with voting rights	Valid	Rate %/
1	Number of shares with voting rights	9,834,954	9,834,954	100%
2	Number of shares voting against	0	0	0%
3	Number of shares with no vote	0	0	0%

**E - PART 5: APPROVAL OF MINUTES AND RESOLUTIONS OF THE CONGRESS**

**1. Mr. Le Dai Thang, on behalf of the General Meeting Secretariat, presented the Minutes of the 2025 Annual General Meeting of Shareholders:**

The General Meeting unanimously voted to approve the Minutes of the 2025 Annual General Meeting of Shareholders with the approval rate: 100% of the voting shares at the General Meeting.

**2. Mr. Le Dai Thang, on behalf of the General Meeting Secretariat, presented the Resolution of the 2025 Annual General Meeting of Shareholders:**

The Congress unanimously voted to pass the Resolution of the 2025 Annual General Meeting of Shareholders with the approval rate: 100% of the shares with voting rights at the Congress.

This Minutes was fully and honestly recorded by the Secretary of the General Meeting, consisting of 07 pages, was read and voted and approved by the 2025 Annual General Meeting of Shareholders before the end of the meeting.

The 2025 Annual General Meeting of Shareholders of Song Da Investment and Construction Joint Stock Company ended at 5:30 p.m. on the same day.

**Recipient:**

- State Securities Commission, HNX (for report);
- Board of Directors, Supervisory Board, Management Board (for reference);
- Company shareholders (on Website: songdaic.vn);
- Save to Board of Directors, TCHC

**TM. SECRETARY**

**PREFECT**

**Le Dai Thang**

**TM. PRESIDENTIAL**

**BOARD**

**CHAIRMAN OF THE CONGRESS**



**Nguyen Nho Trung**



**MINUTES OF SHAREHOLDER QUALIFICATION CHECK  
ATTENDING THE ANNUAL GENERAL MEETING OF SHAREHOLDERS IN 2025**

Today, April 24, 2025, at Muong Sang 2 Hydropower Plant, Muong Sang Commune, Moc Chau District, Son La Province, the Committee for Checking the Qualification of Shareholders to Attend the General Meeting of Shareholders of Song Da Investment and Construction Joint Stock Company, the annual meeting of 2025 held on April 24, 2025, includes:

1. Ms. Tran Ngoc Quynh Anh - Head of the Board of Supervisors as Head of the Board
2. Grandfather : Hoang The Tai - Member
3. Mr. Vi Hoang Anh - Member

**-Report on the results of shareholder qualification verification at the opening meeting at 2:00 p.m. on April 24, 2025 as follows:**

1. The number of shareholders on the last registration date to exercise the right to attend the meeting on March 27, 2025, convened by the Board of Directors to attend the meeting is: 3,959 shareholders, owning and representing 16,007,334 common shares with voting rights and 351 common shares without voting rights (treasury shares repurchased by the Company) .
2. Number of Shareholders, Authorized Shareholders attending the meeting with voting rights present: 18 shareholders ; own and represent: 9,834,954 shares, accounting for: 61.4% of the total number of common shares with voting rights. Of which: 10 shareholders directly attending, owning: 2,681,154 Shares; Shareholders with authorization to attend the meeting: 08 shareholders, representing : 7,153,800 shares .
3. The number of absent shareholders represents: 6,172,380 shares, accounting for: 38.6% of voting shares.

**- Based on the results of the shareholder qualification examination at the opening hour, the Shareholder Qualification Examination Committee would like to report:**

The Company's 2025 Annual General Meeting of Shareholders held on April 24, 2025 is eligible to hold the General Meeting. as prescribed in Clause 1, Article 14.5 of the Law on Enterprises 2020 and the Company's Charter .

The Board of Shareholders' Qualifications Verification respectfully reports to the General Meeting of Shareholders./.

**On behalf of the SHAREHOLDER QUALITY  
INSPECTION COMMITTEE PREFECT**

**Tran Ngoc Quynh Anh**

**JOINT STOCK COMPANY SONG DA INVESTMENT AND CONSTRUCTION**

No. 21, Lane 178 Tay Son - Trung Liet Ward - Dong Da District - Hanoi City

Phone: 02422112194. Mail: [songdaic@gmail.com](mailto:songdaic@gmail.com) . Website: [songda.vn](http://songda.vn)**THE 20 25 ANNUAL GENERAL MEETING OF SHAREHOLDERS  
DA INVESTMENT AND CONSTRUCTION JOINT STOCK COMPANY****Dear: Dear Shareholders of Song Da Investment and Construction Joint Stock Company****Congress time :** 14:00 Thursday, April 24 , 2025**Location:** Muong Sang 2 Hydropower Plant, Muong Sang Commune, Moc Chau District, Son La Province.

TIME	PROGRAM CONTENT	CHAIRMAN
13h 3 0 - 13h 4 5	Reception and registration of delegates attending the Congress	Organizing Committee
	Check shareholder qualifications, make list of shareholders attending the meeting	Union Qualification Examination Board
	Distribute documents, ballots	Organizing Committee
13:45 - 14:00	Announcement of reasons for opening the Congress, Introduction of delegates, Introduction of the Shareholder Qualification Examination Committee	Board of Directors Representative
	Report on the results of shareholder qualification examination	TC Inspection Committee CD
	Through the Working Regulations at the Congress	Board of Directors Representative
	Through the personnel of the Presidium , Secretariat , and Counting Committee	Board of Directors Representative
	Through the Congress Program	Preside
14h 0 0 - 15h 3 0	2024 Business Performance Report and 2025 Plan of the Board of Directors	Board of Directors Representative
	Approval of the Audited Financial Statements for 2024	Board of Directors Representative
	the Board of Directors' 2024 Operational Report and 2025 Plan	Board of Directors Representative
	2024 Operational Report and 2025 Plan of the Supervisory Board	Representative of BKS
	Approval of the 2024 profit distribution plan and 2025 profit payment plan	Board of Directors Representative
	Approval of the proposal on remuneration levels for the Board of Directors and the Board of Supervisors: 2024 and the plan for 2025	Board of Directors Representative
	Approval of the Proposal for selecting an auditor for the 2025 financial statements	Board of Directors Representative



**JOINT STOCK COMPANY SONG DA INVESTMENT AND CONSTRUCTION**

No. 21, Lane 178 Tay Son - Trung Liet Ward - Dong Da District - Hanoi City

Phone: 02422112194. Mail: [songdaic@gmail.com](mailto:songdaic@gmail.com). Website: songda.vn

	Approving some other contents under the authority of the 2025 Annual General Meeting of Shareholders	Board of Directors Representative
<b>1 5:30 - 1 6:40</b>	Discussion of the Submissions	The entire Congress
	Voting Rules Guide	Counting Committee
	Vote to approve the contents of the Congress	
	Vote Counting - Congress Break	
<b>16:40 - 17:00</b>	Approval of Minutes of Meeting and Resolution of General Meeting of Shareholders	Secretariat

*Recipient:*

- As above
- Board of Directors, Supervisory Board, Management Board
- Save VP

**Board of Directors****CHAIRPERSON**  
**Nguyễn Nho Trung**



**RULES ORGANIZING THE 2025 ANNUAL GENERAL MEETING OF SHAREHOLDERS**

**CHAPTER I**

**GENERAL PROVISIONS**

**Article 1. Scope of regulation:**

– This Regulation specifically stipulates the conditions for organizing the Congress, the rights and obligations of the parties participating in the Congress and the procedures for conducting the Congress.

**Article 2. Applicable subjects:**

– Shareholders and participants in the 2025 Annual General Meeting of Shareholders of Song Da Investment and Construction Joint Stock Company are responsible for complying with the provisions of this Regulation.

**Article 3. Validity:**

– This regulation applies to the organization of the 2025 Annual General Meeting of Shareholders of Song Da Investment and Construction Joint Stock Company.

**CHAPTER II:**

**CONDITIONS FOR CONDUCTING THE CONGRESS**

**Article 4. Conditions for implementation:**

The Annual General Meeting of Shareholders when the number of shareholders attending the meeting represents at least 50% of the voting shares according to the shareholder list of Song Da Investment and Construction Joint Stock Company as of March 27, 2025 provided by Vietnam Securities Depository and Clearing Corporation.

**CHAPTER III**

**RIGHTS AND OBLIGATIONS OF PARTIES ATTENDING THE CONFERENCE**

**Article 5. Conditions for attending the Congress:**

– All according to the shareholder list of Song Da Investment and Construction Joint Stock Company as of March 27, 2025 provided by Vietnam Securities Depository and Clearing Corporation and valid authorized attendees.

**Article 6. Provisions on Authorization:**

6.1. Authorization for a representative to attend the meeting: The General Meeting of Shareholders must be made in writing according to the company's form and must be signed according to the following provisions:



a. In case an individual shareholder is the authorized person, the authorization letter must have: The signature of that shareholder and the individual authorized to attend the meeting; or The signature of that shareholder and the legal representative of the organization authorized to attend the meeting. The organization authorized to attend the meeting must have a Letter of Introduction for the employee attending the General Meeting of Shareholders.

b. In case the institutional shareholder is the principal, the authorization letter must be signed by the legal representative of the institutional shareholder and the individual authorized to attend the meeting; or the legal representative of the institutional shareholder and the legal representative of the organization authorized to attend the meeting. The organization authorized to attend the meeting must have a Letter of Introduction for the employee attending the General Meeting of Shareholders.

6.2. Cases: The authorization letter is made in writing not according to the company's form, the Chairman of the General Meeting will have the full authority to decide the validity of that authorization letter.

6.3. One person may act as an authorized representative for one or more shareholders.

6.4. The person authorized to attend the General Meeting of Shareholders must submit the authorization document before entering the meeting room.

#### **Article 7. Rights and obligations of shareholders attending the meeting**

7.1. Rights of shareholders attending the meeting: To directly attend or authorize another person to attend the meeting by written authorization according to the company's form; When attending the annual meeting of the General Meeting of Shareholders, each shareholder/shareholder representative when attending the General Meeting of Shareholders will receive voting cards with the number of shares corresponding to the number of votes for the issues discussed at the meeting; To discuss and vote on all issues under the authority of the General Meeting according to the provisions of the Law on Enterprises, other relevant legal documents and the Company's Charter; To be informed by the Organizing Committee of the content and program of the General Meeting; To be distributed documents on the content and program of the General Meeting; Shareholders who arrive late to the General Meeting of Shareholders have the right to register immediately and then have the right to participate and vote immediately at the General Meeting, but the Chairman is not responsible for stopping the General Meeting for shareholders to register and the validity of the votes already conducted will not be affected.

7.2. Obligations of ordinary shareholders when attending the General Meeting: Comply with the provisions of the Enterprise Law, the Company Charter and this Regulation; When shareholders or authorized persons attend the General Meeting, they must complete the procedures for registering to attend the General Meeting with the General Meeting Organizing Committee and present the following documents: Invitation to attend the General Meeting (if any). Identity card, Citizen ID card or certified copy of the Business Registration Certificate.

7.3 Valid authorization letter: (in case of being authorized to attend the General Meeting), strictly comply with the regulations at the General Meeting of Shareholders, respect the results of the work at the General Meeting; Speak under the direction of the Chairman of the meeting and vote in accordance with the instructions of the Organizing Committee and respect the direction of the General Meeting by the Chairman of the General Meeting; Recording and filming of the



General Meeting must be publicly announced and approved by the Chairman of the General Meeting. Self-finance the expenses to attend the General Meeting (such as transportation, meals, rest, etc.).

**Article 8. Rights and obligations of the Congress Chairman and the Secretariat**

8.1. Rights and obligations of the Chairman: The General Meeting of Shareholders will be chaired by the Chairman of the Board of Directors or the Head of the Supervisory Board, the Representative of the shareholder group as prescribed by the Law on Enterprises; The Chairman's decision on the order, procedures or events arising outside the agenda of the General Meeting of Shareholders will be the highest decision; The Chairman of the General Meeting may carry out the necessary work to conduct the General Meeting of Shareholders in a valid and orderly manner; or so that the General Meeting reflects the wishes of the majority of attendees; The Chairman has the right not to respond or only acknowledge the contributions of shareholders if the contributions and recommendations are outside the content of the General Meeting's request for opinions; The Chairman appoints the General Meeting Secretariat; Without consulting the General Meeting, the Chairman of the General Meeting of Shareholders may at any time postpone the General Meeting to another time (in accordance with the Enterprise Law and the Company's Charter) and at another location decided by the Chairman if he finds that: The conduct of those present obstructs or is likely to obstruct the orderly progress of the meeting. The postponement is necessary for the work of the General Meeting to be conducted properly. The maximum postponement period shall not exceed 3 (three) days from the date the meeting is scheduled to open.

8.2. Rights and obligations of the Secretariat : The Congress Secretariat has the function of drawing up the Congress Minutes and performing support tasks as assigned by the Chairman.

**Article 9. Vote counting committee**

9.1. Ballot Counting Committee: Includes 01 Head and members nominated by the Chairman of the General Meeting and approved by the General Meeting of Shareholders by raising ballots to vote directly at the General Meeting. Members of the Ballot Counting Committee may not be shareholders of the company.

9.2. Vote counting committee: Responsible for checking and supervising the voting of shareholders and organizing vote counting.

9.3. Ballot Counting Committee: Responsible for making minutes of the vote counting results and announcing them to the Congress; handing over the minutes and all ballots to the Congress Chairman.

9.4. The Vote Counting Committee must perform all work of checking, recording and announcing vote counting results honestly and accurately and must be responsible for those results.

## **CHAPTER IV**

### **CONDUCTING THE CONGRESS**

**Article 10. Contents of the Congress:** The Congress will discuss and approve the following contents:



1. Business performance results in 2024, business plan in 2025.
2. Board of Directors' 2024 Activity Report and Board of Directors' 2025 Activity Plan.
3. Audit report on 2024 operations and 2025 plan of the Board of Supervisors.
4. Audited financial statements for 2024.
5. Approval of the 2024 Profit Distribution Plan and 2025 Plan .
6. Approval of the content of the Proposal on the remuneration of the Board of Directors and the Board of Supervisors in 2024 and the Plan for 2025.
7. Select an independent auditing company to audit the company's financial statements for 2025.
8. And other matters under the authority of the Annual General Meeting of Shareholders

**Article 11.** Voting procedures to pass decisions at the Congress Voting on issues at the Congress, depending on the case, will be carried out in the following forms:

11.1. Voting by voting form:

- Voting on meeting contents: Will be carried out based on the principle that one voting share corresponds to one voting card and will be carried out in the form of voting. The voting contents stated in the voting card will be voted by the Shareholder/Authorized Person of the Shareholder by choosing one (01) of three (03) options: Agree, Disagree or No opinion.

- Shareholders vote according to the following principles: Voting begins when the Chairman of the meeting or the Head of the Ballot Counting Committee gives the signal and ends when the last shareholder puts his vote in the ballot box or 30 minutes after the start of voting, whichever comes first. After the end of voting, the ballot box will be sealed and shareholders who do not vote will be considered as having no opinion. The vote counting will be conducted immediately after the voting ends and the ballot box is sealed.

- Invalid ballots will not be counted, including: Ballots that do not follow the form issued by the Organizing Committee and do not have the company's seal; Ballots that are torn, crossed out, erased, or modified; Ballots with additional information or symbols; Ballots with multiple opinions on the same voting content, then that voting part is invalid. Voting for each content to be approved in the Voting Ballot is independent of each other and the validity of the voting part of this content does not affect the validity of other voting contents.

- In case a shareholder makes a mistake in the voting process and has not yet put it in the ballot box, he/she has the right to directly meet the Head of the Vote Counting Committee to request a replacement of the voting ballot to ensure the shareholder's rights.

11.2. Direct voting: Direct voting is applied in cases where the voting form specified in Article 11.1 above is not applicable. In case of direct voting at the meeting, shareholders/authorized representatives of shareholders vote on the issue requiring opinions by raising their voting ballots or by other means under the direction of the Chairman. The vote counting committee will record the number of votes in favor, against, and without opinions to announce the voting results before the General Meeting.

11.3. Applying information technology in vote counting: To ensure accuracy and timeliness in recording and synthesizing information and data and to create convenience for shareholders, the recording of attendance registration, recording of voting opinions and the

collection of information and data will be done through a computer system and software designed in accordance with voting principles.

**Article 12. Regulations on vote counting for voting by ballot**

12.1. Organization of vote counting: The vote counting must be conducted by the Ballot Counting Committee in a closed room immediately after the voting ends. The Ballot Counting Committee shall not erase or make corrections on the ballots. The Ballot Counting Committee shall record the voting results in the minutes of the General Meeting, including: Number of votes "Agree; Disagree; No opinion; Invalid." The percentage (%) corresponding to the number of votes "Agree; Disagree; No opinion; Invalid" out of the total number of votes collected . In case the representative of the Shareholders has any questions about the voting results, the Chairman shall consider and decide immediately at the General Meeting.

12.2. Announcement of vote counting results: After the vote counting process is completed, the Ballot Counting Committee shall prepare a vote counting record signed by all members of the Ballot Counting Committee. The Head of the Ballot Counting Committee shall, on behalf of the Ballot Counting Committee, read the vote counting record to the Congress.

**Article 13. Speaking at the Congress:**

Shareholders or authorized representatives attending the meeting have the right to participate in contributing opinions in the discussion of the General Meeting and when expressing opinions, they must raise their voting cards and receive approval from the Chairman of the General Meeting. Shareholders or authorized representatives attending the meeting can register the content of their speech at the General Meeting with the Presidium through the Secretary of the General Meeting using a question form. When the Chairman designates someone, that person will speak and the Chairman has the right to interrupt the presentation of the Shareholder's opinions if deemed necessary. The content of the speech must be concise and consistent with the content being discussed at the General Meeting and must not propose issues under the authority of the Board of Directors. Shareholders must not repeat opinions that have been expressed by other Shareholders and only opinions expressed in accordance with the content of the General Meeting's agenda will be recorded in the Minutes of the meeting.

**Article 14. Approval of decisions at the Congress:**

The issues of the General Meeting are approved when there is approval from shareholders with voting rights present in person or through authorized representatives present at the General Meeting with the ratio as prescribed in the Company's Charter and the provisions of the Enterprise Law; Shareholders or authorized representatives attending the meeting shall vote to agree, disagree or have no opinion on the issues to be approved at the General Meeting as prescribed in Article 11 of this Regulation. In the content of the voting ballot, not marking any content is considered as having no opinion.

**CHAPTER V**

**END OF CONGRESS**

**Article 15. Minutes of the Shareholders' Meeting:**



All contents of the General Meeting of Shareholders are recorded in minutes by the General Meeting Secretary. The minutes of the meeting are read and approved before the closing of the meeting and are kept in the documents of the General Meeting of Shareholders of the company.

**Article 16. Resolution of the General Meeting of Shareholders:**

Based on the results of the General Meeting, the Chairman issues a Resolution of the General Meeting of Shareholders on the issues approved by the General Meeting. Shareholders, members of the Board of Directors, the Supervisory Board, and the Director have the right to request the Court or Arbitration to review and cancel part or all of the decisions of the General Meeting of Shareholders in accordance with the provisions of the Enterprise Law.

**CHAPTER VI  
OTHER TERMS**

**Article 17. Cases where the General Meeting of Shareholders fails to hold:**

In case the first meeting does not meet the conditions for conducting as prescribed in Article 4 of this Charter, it shall be convened for the second time within (30) thirty days from the date of the first meeting scheduled to open. The second meeting of the General Meeting of Shareholders shall be held when the number of shareholders attending the meeting represents at least 33% of the shares with voting rights. In case the second meeting convened for the second time does not meet the conditions for conducting as prescribed in Clause 1 of this Article, it shall be convened for the third time within (20) twenty days from the date of the second meeting scheduled to open. In this case, the General Meeting of Shareholders shall be held regardless of the number of shareholders attending the meeting.

**Article 18. Some other provisions:**

After the meeting, the Chairman of the Board of Directors committed to implementing the production and business plan and the issues approved at the Congress and declared the Congress closed.

**CHAPTER VII  
TERMS OF IMPLEMENTATION**

**Article 19. Effective date** This Regulation consists of 7 (seven) chapters and 19 Articles, and takes effect immediately upon approval at the Annual General Meeting of Shareholders on April 26, 2024.

**COMMITTEE  
DIRECTORS**

**HEAD OF CONGRESS ORGANIZING  
CHAIRMAN OF THE BOARD OF**



**Nguyen Nho Trung**



**JOINT STOCK COMPANY  
SONG DA INVESTMENT AND  
CONSTRUCTION**

Ng: 01/TTr -SDD-HĐQT

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

*Hanoi, March 31, 2025*

**SUBMISSION**

**OF THE BOARD OF DIRECTORS**

**Regarding the approval of the 2024 Business Results Report and the 2025 Business Plan of the Company's Board of Directors**

**To: Annual General Meeting of Shareholders 2025**

*- Pursuant to the Law on Enterprises No. 59/2020/QH14 dated June 17, 2020 of the National Assembly;*

*- Pursuant to the Company's Organization and Operation Charter;*

The Board of Directors submits to the 2025 Annual General Meeting of Shareholders for approval of the 2024 Business Results Report and the 2025 Business Plan of the Company's Board of Directors:

*(Details of Report No. 01/BC-SDD-BGD dated March 2025 are attached to this Submission)*

Submit to the Congress for consideration and approval.

*Best regards!*

**Recipient:**

- As per your request;
- Save to Board of Directors and Office.

**TM. BOARD OF DIRECTORS  
CHAIRPERSON**



**Nguyen Nho Trung**

**REPORT OF THE BOARD OF DIRECTORS**  
**2024 BUSINESS PERFORMANCE RESULTS**  
**DIRECTIONS FOR PRODUCTION AND BUSINESS TASKS IN 2025**  
**To: Annual General Meeting of Shareholders 2025**

**PART ONE: BUSINESS PERFORMANCE RESULTS IN 2024**

Pursuant to the Resolution of the 2024 Annual General Meeting of Shareholders, through the process of implementing the 2024 production and business plan, the Board of Directors of Song Da Investment and Construction Joint Stock Company reports on the implementation of the Company's production and business activities in 2024, specifically as follows:

**A. Targets for implementing production and business tasks in 2024:**

Unit: VND

STT	Content	Plan 2024	Implementation in 2024	Project completion rate
A	<b>Power generation output</b>	<b>13,002,500</b>	<b>11,515,224</b>	<b>89%</b>
1	Dry season	4,369,500	2,727,217	62%
2	Rainy season	8,633,000	8,788,007	102%
B	<b>Revenue, Income</b>	<b>20,303,817,630</b>	<b>12,933,402,972</b>	<b>64%</b>
1	<i>Electricity generation revenue</i>	15,673,188,000	11,263,818,170	72%
2	<i>Financial Activity Revenue</i>	1,000,000	760,508	76%
3	<i>General contractor + construction revenue</i>	4,629,629,630	1,372,538,300	30%
C	<b>Total cost</b>	<b>28,995,548,418</b>	<b>28,983,615,971</b>	<b>100%</b>
1	Production cost	18,116,582,906	16,054,612,634	89%
2	Business Management Costs	2,086,816,000	3,987,357,545	191%
3	Financial costs	8,792,149,512	7,100,511,057	81%
4	Provisioning costs	-	<b>1,841,134,735</b>	#DIV/0!
D	<b>Profit (BC)</b>	<b>(8,691,730,789)</b>	<b>(16,050,212,999)</b>	<b>185%</b>
1	Profit before tax	(8,691,730,789)	(16,050,212,999)	185%
2	Corporate Income Tax	-	-	#DIV/0!



3	Profit after tax	(8,691,730,789)	(16,050,212,999)	185%
E	Basic earnings per share	(543)	(1,003)	185%

**B. Evaluation of performance results and factors affecting the completion of production and business tasks in 2024:**

**1. Commercial electricity output in 2024:**

In 2024, the commercial electricity output of Muong Sang 2 Hydropower Plant is: 11.5 million kWh. Reaching 89% of the annual plan and reaching: 64.2% of the design capacity (17.92 million kWh), reaching 134% compared to the previous year.

In 2024, due to floods and landslides, the water channel was damaged, affecting the power plant and causing power interruptions. The Company has just overcome some technical problems at the Muong Sang 2 Hydropower Plant, so it cannot operate at full capacity and has to stop operations for repairs and upgrades. Moreover, the small reservoir capacity, not containing enough water to generate 5 hours of peak hours during the dry season, is also a cause of revenue decline. At the same time, unfavorable weather conditions have caused the total electricity output in 2024 to be low, reaching only 11.5 million kWh/year and achieving revenue of 11.26 billion VND.

For construction and trade revenue:

- Construction and trade business achieved low: Revenue reached: 1.4 billion VND, profit 301 million VND.

**2- Evaluation of work aspects:**

**2.1- Work talent main :**

In general, the financial work is facing many difficulties because the revenue is not enough to meet the needs of paying principal and interest as well as salary expenses, tax payments and other expenses of the company. However, during the year, the company has mobilized all resources and conditions to meet the capital needs for continuous production and business, not to owe salaries to employees, pay taxes to the State Budget and Social Insurance.

Strictly comply with the establishment and implementation of the financial reporting and statistics system in accordance with the Financial Regulations of the Company, the State and the Ministry of Finance.

**2.2- Work nest function set multiplier labor and salary :**

The regime degree main Books for employees are always implemented by the Company. presently full according to regulations belong to France law, quote submit full enough the social insurance, health insurance and Tell dangerous lost career. Always care and each steps to increase income for workers attach with program degree, capacity, ability to respond application and level degree complete successful work belong to each rolling set.

During the year, the minimum number of workers in each department was kept stable to cut costs compared to previous years.



### **2.3- Work manage reason Technically art, substance quantity and occupational safety ; room on fire and room against storm flood:**

Cold Company leadership always confirms Definition: Work manage reason matter quantity works, products construction products , labor safety, room against storm flood and room on fire cure on fire work dynamic big arrive active dynamic product Company business, photo enjoy direct next arrive design equipment, asset product and calculate network workers

Always equipped , responsive meet all requirements about equipment bag sure labor safety for people and machine hook design be, often do good job lead direction thing onion on occupational safety , compliance the rules on occupational safety, do not let occupational safety incident

Buy insurance for Muong Sang 2 Hydropower Plant according to regulations.

## **PART TWO - BUSINESS PLAN FOR 2025**

2025 is expected to be a difficult year for business due to unfavorable weather fluctuations; ENSO is forecast to be in a neutral state but still leaning towards the hot phase by about 55-60% in the first months of 2025. The risk of water shortages on rivers will continue, from December 2024 to April 2025, water levels on rivers tend to decrease gradually, water levels on rivers are lower than the average, so the risk of local water shortages may appear in some rivers and streams in Son La province. Therefore, the revenue from commercial electricity generation of Muong Sang 2 Hydropower Plant will be low.

On that basis, the Board of Directors of Song Da Investment and Construction Joint Stock Company sets out the 2025 production and business plan as follows:

### **A. Production and Business Plan targets for 2025 :**

*Unit: VND*

STT	Content	Implemented in 2024	Plan for 2025	% of KH compared to the same period
<b>A</b>	<b>Power generation output</b>	<b>11,515,224</b>	<b>12,973,000</b>	<b>113%</b>
1	Dry season	2,727,217	4,390,000	161%
2	Rainy season	8,788,007	8,583,000	98%
<b>B</b>	<b>Revenue, Income</b>	<b>12,933,402,972</b>	<b>14,947,141,000</b>	<b>116%</b>
1	Electricity generation revenue	11,263,818,170	14,946,141,000	133%
2	Financial Activity Revenue	760,508	1,000,000	131%
3	General contractor + construction revenue	1,372,538,300	-	0%
<b>C</b>	<b>Total cost</b>	<b>28,983,615,971</b>	<b>25,412,320,290</b>	<b>88%</b>





**JOINT STOCK COMPANY  
SONG DA INVESTMENT AND  
CONSTRUCTION**

No: 02/TTr-SDD-HĐQT

**SOCIALIST REPUBLIC OF VIETNAM**

**Independence - Freedom - Happiness**

*Hanoi, March 31, 2025*

**SUBMISSION**

**OF THE BOARD OF DIRECTORS**

**On Approval of the 2024 Business Performance Report and 2025 Business Plan of the Board of Directors**

**To: Annual General Meeting of Shareholders 2025**

*- Pursuant to the Law on Enterprises No. 59/2020/QH14 dated June 17, 2020 of the National Assembly;*

*- Pursuant to the Company's Organization and Operation Charter;*

The Board of Directors submits to the 2025 Annual General Meeting of Shareholders for approval the 2024 Performance Results Report and the 2025 Operation Plan of the Board of Directors:

*(Details of Report No. 01/BC-SDD-HĐQT are attached to this Submission)*

Submit to the Congress for consideration and approval.

*Best regards!*

**Recipient:**

- As per your request;
- Save to Board of Directors and Office.

**TM. BOARD OF DIRECTORS  
CHAIRPERSON**



**Nguyen Nho Trung**



No: 02/2025/BC- SDD- BOD

**REPORT OF 2024 PERFORMANCE RESULTS AND 2025 PERFORMANCE  
PLAN OF THE BOARD OF DIRECTORS**

Dear: **Annual General Meeting of Shareholders 2025**

**PART ONE**

**2024 PERFORMANCE RESULTS**

Performing the duties and powers of the Board of Directors according to the Company's Charter, assessing the implementation of the Resolution of the 2024 Annual General Meeting of Shareholders as well as reviewing the implementation of the Board of Directors' tasks before the General Meeting of Shareholders, the Board of Directors of Song Da Investment and Construction Joint Stock Company would like to report to the General Meeting the results of leadership and direction of the Board of Directors' activities in 2024 and the 2025 operation plan as follows:

**A- RESULTS OF 2024 TASKS IMPLEMENTATION:**

**1-Regarding human resources organization, legal compliance and corporate governance:**

\* Board of Directors consists of 03 members:

<b>TT number</b>	<b>Board Member</b>	<b>Position</b>	<b>Date of appointment</b>	<b>Dismissal Date</b>	<b>Number of shares held</b>	<b>Proportion</b>
1	Nguyen Nho Trung	Chairperson	April 29, 2024		0	0%
2	Nguyen Phuong Dong	Member	April 29, 2024		0	0%
3	Bui Kim Thanh	Member	April 29, 2024		1,635,500	10.2 %

***Subcommittees of the Board of Directors*** : None, only the Board of Directors Secretary.

**a- Board of Directors Activities:**

**- Meetings:**

STT	Board Member	Position	Number of sessions attended	Proportion	Reason for not attending
STT	Board Member	Position	Number of sessions attended	Proportion	Reason for not attending
1	Mr. Nguyen Nho Trung	Chairman of the Board	7/7	100%	
2	Mrs. Bui Kim Thanh	Board of Directors	7/7	100%	
3	Mr. Nguyen Phuong Dong	Board of Directors	7/7	100%	

***a.3-Resolutions of the Board of Directors (all Resolutions arising during the period)***

TT	Resolution/Decision Number	Day	Content
1	- Number: 01/2024/NQ-SDD-HĐQT	February 28, 2024	- Resolution of the Board of Directors on the last registration date to close the list of shareholders attending the 2024 Annual General Meeting of Shareholders;
2	- No. 01B/2024/NQ-SDD-HĐQT	February 28, 2024	- Resolution of the Board of Directors on Evaluation of 2023 business results, approval of 2024 business plan, 1st quarter 2024 business plan;
3	No: 02/2024/NQ-SDD-HĐQT	04/08/2024	Resolution of the Board of Directors on Approval of the documents for the 2024 Annual General Meeting of Shareholders and Meeting Invitation.
4	No: 03/2024/NQ-SDD-HĐQT	04/08/2024	Resolution of the Board of Directors on Evaluation of business results in the first quarter of 2024, business plan in the second quarter of 2024



5	No: 04/2024/NQ-SDD-HĐQT	April 17, 2024	Resolution of the Board of Directors on the submission of the list of nominees for the election of members of the Board of Directors and the Board of Supervisors of the company for the 2024-2029 term.
6	No: 05/2024/NQ-SDD-HĐQT	April 29, 2024	Election of Chairman of the Board of Directors for the 2024-2029 term
7	No: 06/2024/NQ-SDD-HĐQT	June 27, 2024	Resolution of the Board of Directors on Evaluation of Business Results of the 2nd Quarter of 2024 and Business Plan of the 3rd Quarter of 2024
8	June 27, 2024 Resolution - SDD - BOD	June 27, 2024	Resolution of the Board of Directors on selecting an auditor for the company's financial statements in 2024
9	No: 08/2024/NQ-SDD-HĐQT	September 30, 2024	Resolution of the Board of Directors on Evaluation of Business Results of the 3rd Quarter of 2024 and Approval of the Business Plan of the 4th Quarter of 2024
10	09/2024/NQ-SDD-HĐQT	12/30/2024	Resolution of the Board of Directors on Evaluation of Business Results of the 4th Quarter of 2024 and Implementation of the 2024 Business Plan and Approval of the 2025 Business Plan

- During its operations, the Board of Directors always complies with the provisions of the Law and the Charter of Organization and Operation of the Company.

- The Board of Directors has organized regular meetings according to the provisions of the charter. In 2024, the Board of Directors held 04 regular quarterly meetings and 04 extraordinary meetings. The assignment of tasks in the Board of Directors is based on the actual conditions and working positions of each member.

- In the meetings, the Board of Directors reached a high consensus in assessing the Company's production and business activities, the implementation of the Company's Charter and the Resolution of the 2024 Annual General Meeting of Shareholders, thereby providing specific instructions for the Company's production and business activities in 2024 and the following years.

- During the year, the Board of Directors issued many Resolutions, the content of the Resolutions mainly focused on: assessing the production and business activities of each quarter and year; Plans for the next quarter and year; Approving Contracts according to authority.

- Approve the plan to organize and reduce staff to improve labor productivity and reduce labor costs.

- Develop a plan and organize the 2024 Annual General Meeting of Shareholders well through the reports of the Board of Directors, Board of Management, Board of Supervisors; submissions under the decision-making authority of the Annual General Meeting of Shareholders: Profit distribution plan, Board of Management remuneration, Selection of auditing unit, Election of members of the Board of Management, Board of Supervisors for the 2024-2029 term.

- The Board of Directors, in conjunction with the Board of Directors, actively and proactively seeks and mobilizes resources to ensure sufficient capital for the company's production and business activities.

#### **4. Limitations that have not been done:**

The Company's Board of Directors members are scattered in many provinces and hold many other positions, so their activities are limited and scattered. They are not active in finding jobs for the company, leading to low output and revenue, mainly depending on the electricity generation of Muong Sang 2 Hydropower Plant, so production and business efficiency is not high and there are big losses.

**5. Remuneration of the Board of Directors** in accordance with the regulations approved at the 2024 Annual General Meeting of Shareholders

STT	Full name	2023			
		Time to receive salary and remuneration at the company	remuneration	Salary	Add
<b>I</b>	<b>BOARD OF DIRECTORS</b>		<b>72,000,000</b>	<b>600,000,000</b>	<b>672,000,000</b>
1	Nguyen Nho Trung	2024	24,000,000	-	24,000,000
2	Nguyen Phuong Dong	2024	24,000,000	360,000,000	384,000,000
3	Bui Kim Thanh	2024	24,000,000	240,000,000	264,000,000

## **PART TWO**

### **BUSINESS PLAN 2025**

In performing the duties and powers of the Board of Directors according to the Company's Charter, the Board of Directors of Song Da Investment and Construction



Joint Stock Company would like to report to the General Meeting of Shareholders the 2025 Operation Plan as follows:

**A. MAIN PLAN INDICATORS:**

TT	Indicator Name	Unit	KH 2025
<b>I</b>	<b>Labor and wages</b>		
1	Total number of employees	People	15
2	Average monthly income	Million Dong	12
<b>II</b>	<b>Revenue</b>	Billion VND	14.5
1	Construction and other revenue	Billion VND	0
2	Electricity sales revenue	Billion VND	14.5
<b>III</b>	<b>Profit after tax</b>	Billion VND	(10.5)
<b>IV</b>	<b>Investment value</b>	Billion VND	0

**B. IMPLEMENTATION PLAN:**

**1. Implementation of production and business plan:**

- Continue to implement synchronous and creative technical measures to maximize power generation capacity, strive to maintain stable power output. Organize dredging and repair of water channels, ensure water flow maintenance and increase reservoir capacity, make full use of water resources, do a good job of regulating water for power generation during favorable hours to improve efficiency, maximize energy economy from existing water resources.

- Financial stability, fully and promptly meeting financial needs for production and investment in construction as well as equipment repair, purchasing necessary spare equipment, ensuring construction items, not allowing stagnation to affect production and business.

- Building a dynamic management team with high professional qualifications, sense of responsibility, and good moral qualities. Building a team of technical workers in the construction and operation of hydroelectric plants with high skills and industrial production style.

- Strengthen business accounting, strictly manage production costs and business management, ensure effective production and business, and accumulate capital.

- Actively seek jobs to increase revenue and profit for the company to compensate for the electricity business of Muong Sang 2 Hydropower Plant which depends greatly on the weather during the year, whether it rains a lot or a little.

## **2- Regarding the organization and operation of the Board of Directors:**

The Company's Board of Directors holds meetings at least once a quarter to review production and business results, seek new contracts to gradually increase revenue and profits, and adjust specific task assignments for each member, with inspection of members' responsibilities during meetings.

- Perform the functions of supervising the management and operation apparatus, promptly reward groups and individuals who bring benefits to the Company, and at the same time direct the replacement of weak staff who do not complete assigned tasks.

- Direct the organization of the 2025 Annual General Meeting of Shareholders in accordance with the provisions of the Enterprise Law and the Company Charter. At the same time, propose solutions to implement the targets of the production and business plan approved by the General Meeting of Shareholders.

- Direct the implementation of the Resolutions of the General Meeting of Shareholders and the Resolutions and decisions of the Board of Directors at meetings. Direct the Company's business activities to comply with relevant legal regulations.

Above are the 2024 Operational Results and 2025 Operational Plan of the Company's Board of Directors, respectfully submitted to the General Meeting of Shareholders for consideration and approval.

### ***Recipient:***

- Shareholders.
- Board of Directors, Supervisory Board,
- Save VP

  
**Board of Directors  
CHAIRPERSON**  
**Nguyen Nho Trung**



**JOINT STOCK COMPANY  
SONG DA INVESTMENT AND  
CONSTRUCTION**

No: 03/TTr-SDD-HĐQT

**SOCIALIST REPUBLIC OF VIETNAM**

**Independence - Freedom - Happiness**

*Hanoi, April 2025*

**SUBMISSION  
OF THE BOARD OF DIRECTORS  
Approval of the 2024 Performance Results Report and 2025 Performance Plan of the  
Board of Supervisors  
To: Annual General Meeting of Shareholders 2025**

*- Pursuant to the Law on Enterprises No. 59/2020/QH14 dated June 17, 2020 of the National Assembly;*

*- Pursuant to the Company's Organization and Operation Charter;*

The Board of Directors submits to the 2025 Annual General Meeting of Shareholders for approval the 2024 Performance Results Report and the 2025 Operation Plan of the Board of Supervisors:

*(Detailed Report of the Board of Supervisors is attached to this Submission)*

Submit to the Congress for consideration and approval.

*Best regards!*

**Recipient:**

- As per your request;
- Save to Board of Directors and Office.

**TM. BOARD OF DIRECTORS  
CHAIRPERSON**



**Nguyen Nho Trung**

**REPORT OF 2024 PERFORMANCE RESULTS AND 2025 PERFORMANCE  
PLAN OF THE SUPERVISORY BOARD**

Dear: **Annual General Meeting of Shareholders 2025**

Performing the functions, tasks and powers of the Board of Supervisors according to the Charter of Organization and Operation of the Company and the Law on Enterprises of the Socialist Republic of Vietnam, the Board of Supervisors of Song Da Investment and Construction Joint Stock Company would like to submit a Report to the 2025 Annual General Meeting of Shareholders of Song Da Investment and Construction Joint Stock Company on the results of operations and appraisal in 2024 and the expected operation plan for 2025 of the Board of Supervisors as follows :

**PART ONE**

**2024 PERFORMANCE RESULTS**

**I. 2024 SUPERVISORY BOARD ACTIVITIES REPORT:**

During the past year, the Company's Board of Supervisors has performed the following tasks:

1. The Board of Supervisors has developed a work plan and program for 2024 and assigned specific tasks to members of the Board of Supervisors for the 2024-2029 term.
2. Controlling the issuance of internal management regulations; The Board of Supervisors has conducted inspection and supervision before, during and after the Board of Directors issued internal management regulations; participated in contributing opinions and implementing control right in the stage of drafting the Company's internal management regulations.
3. Conduct inspection and supervision of the appropriateness of authority in decision-making of the Board of Directors and the Company Director; procedures for issuing documents of the Company, ensuring compliance with the provisions of the Law and the Company Charter.



4. Control the Resolutions of the Board of Directors, give opinions on the work of amending and improving the organizational structure, management and operation of the Company's business activities.

5. Every quarter, the Board of Supervisors shall appraise the Management Assessment Report of the Board of Directors, the Company's Business Performance Report and the Company's Financial Report; ensuring that the Reports truthfully reflect the Company's business performance and financial status at the time of the Report.

6. The Board of Supervisors has inspected the management and operation of business activities, accounting and statistics work and preparation of financial reports, inspected accounting books and documents, investment work, bidding work, signing and implementation of contracts in production and business activities and other documents at the Company's offices.

7. Organize the appraisal of the Company's management and operation assessment report and review the Financial Statements before the independent auditing company issues them.

8. Check and supervise the procedures and order in organizing the Annual General Meeting of Shareholders, ensuring compliance with the provisions of the Law and the Company's Charter.

9. The Board of Supervisors meets once a quarter, with a minimum of 2/3 of the total number of members attending. Currently, the Company's Board of Supervisors consists of 3 members.

10. The remuneration of the Board of Supervisors is in accordance with the regulations approved at the Annual General Meeting of Shareholders .

11- Select an independent Auditing unit for approval by the Board of Directors.

## II. 2024 SUPERVISORY BOARD'S REPORT:

The Board of Directors has sent the Management and Operation Evaluation Report, the Business Situation Report and the Company's Financial Report for 2024 to the Board of Supervisors in accordance with the provisions of the Company's Charter on the status of Annual Reports. Immediately after receiving the Reports, checking the inventory records of assets, capital; records of receivables and payables; the implementation status of contracts in business activities and other related records; reviewing the Audit Report issued by the Independent Auditing Company; combined with the results of regular inspection, supervision and appraisal of monthly and quarterly reports in 2024, the Board of Supervisors issued the following appraisal results:

## **1. Results of the appraisal report on the assessment of the Company's management and operation in 2024 :**

The Board of Supervisors agrees with the contents of the 2024 Management and Operation Evaluation Report of the Company's Board of Directors:

1.1 The members of the Board of Directors, the Executive Director and the managers have performed their assigned rights and duties in accordance with the provisions of the Enterprise Law, relevant Laws, the Company Charter and the Resolution of the Shareholders' Meeting, ensuring the legitimate interests of the Company and shareholders.

1.2 The Company's Board of Directors has directed promptly and closely according to the strategic goals set by the Shareholders' Meeting. Production management and operation are basically based on the Company's Charter and the Enterprise Law.

1.3 The Board of Directors has developed a quarterly work program and assigned specific tasks to each member. The Board of Directors has held regular quarterly meetings to check the implementation of the Company's production and business plan.

1.4 The Board of Directors has directed and supervised the Executive Director in implementing and applying the issued internal management regulations, promptly amending and supplementing a number of management documents to comply with current laws.

1.5 For key projects or important project items, the Company's Board of Directors issues timely resolutions or decisions to facilitate implementation.

1.6 The resolutions of the Board of Directors have high consensus among the members of the Board of Directors, the resolutions are all enforceable, comply with the provisions of the Law, the Company's Charter and are seriously organized and implemented by the Director.

## **2. Results of the appraisal of the Report on the Company's production and business situation in 2024:**

In general, the 2024 business results have not achieved the set plan, in which the revenue mainly from electricity sales only reached 72% of the plan, resulting in a large loss, and the revenue from construction and installation activities is mainly from receiving the main B and handing it over to the sub-B to perform, only receiving the main B's surcharge, so the profit is not high. The labor and salary targets reached 100% of the set plan.

Subjective and objective causes have been presented in the Report on the Company's production and business situation in 2024. The Board of Supervisors recommends that the Board of Directors and the Company's Director focus on developing and making production and business plans for the following years in accordance with the actual situation, continuing to effectively construct and install to increase revenue, ensure effective production and



business and ensure jobs for the Company's employees so that the Company can develop stably and firmly.

### 3. Audit results of the Company's Financial Statements for 2024:

Immediately after receiving the Company's Financial Statements; The Board of Supervisors conducted an inspection using the sampling method and applied the necessary tests, examined the evidence verifying the information in the Financial Statements, assessed compliance with current accounting standards and regimes, applied accounting principles and methods as well as the overall presentation of the Financial Statements. Conducting an appraisal of each indicator on the Financial Statements, the method of determining the cost of goods sold, accounting estimates such as: depreciation of fixed assets, allocation of salary funds, allocation of tools, equipment, etc., checking accounting books, documents, inventory records of materials, assets, capital at December 31, 2024, records of receivables and payables; contracts in business activities and other related documents; reviewing the Audit Report, management letter issued by the Independent Auditing Company, the Board of Supervisors has the following comments:

#### 3.1 Key financial indicators:

*Unit: Million VND*

STT	INDICATORS	2023	2023	Increase/decrease rate %
1	Total Asset Value	239,419	211,242	88%
2	Net revenue	57,692	12,637	22%
3	Net operating profit	(14,442)	(14,505)	100%
4	Other profits	(5,398)	(1,544)	29%
5	Profit before tax	(19,841)	(16,050)	80.89%
6	Profit after tax	(19,841)	(16,050)	80.89%
7	Dividend Yield Ratio	0	0	#DIV/0!
8	Basic earnings per share	(1,003)	(1,003)	81%

#### b-Main Financial Indicators:

TT	INDICATORS	2023	2024	Note
1	Solvency ratio			
	Current Ratio (Current Assets/Current Liabilities)	0.19	0.024	
	Quick Ratio (Current Assets – Inventory)/Current Liabilities	0.16	0.024	
2	Capital structure indicators			
	Debt Ratio: Debt/Total Assets	0.55	0.57	
	Debt Ratio: Debt / Equity	1.23	1.31	
3	Performance indicators			
	Inventory Turnover (Cost of Goods Sold/Inventory)	22.61	0	
	Net Revenue/Total Assets	0.24	0.06	
4	Profitability ratio			
	Profit after tax/Net revenue ratio	-0.33	-1.27	
	Profit after tax/Equity ratio	-0.18	-0.18	
	Profit after tax/Total assets ratio	-0.029	-0.076	
	Operating Profit/Net Sales Ratio	-0.18	-1.15	

### 3.2 Emphasis:

The 2024 financial statements have been audited. The auditors declined to express an audit opinion.

## PART II

### BOARD OF SUPERVISORY BOARD'S ACTIVITY PLAN 2025

1. Continue the task of inspecting and supervising the operations and management activities of the Board of Directors and the Board of Management to inspect the reasonableness, honesty and prudence in the management and operation of production and business activities, investment implementation, capital management , materials and assets of the Company. company

2. Review the Company's plans and reports on: financial situation, production and business, implementation of investment projects, management of organization, labor, salary, bonus, and other policies related to employees. moving



3. Review the Auditing Company's Report.

4. Periodic, quarterly and ad hoc inspections related to the organization and implementation of decisions of the General Meeting of Shareholders, Board of Directors and Board of Management.

5. Collect information, exchange and communicate with shareholders and handle issues as requested by shareholders.

6. Maintain close coordination in operations with the Board of Directors, Board of Management and functional departments of the Company.

7. Select an auditing unit for approval by the Board of Directors.

Respectfully submit to the Company's General Meeting of Shareholders for consideration and approval./.

***Recipient:***

- As above
- Save BKS, VP.

**TM BOARD OF CONTROL**

**HEAD OF COMMITTEE**



**Tran Ngoc Quynh Anh**

**JOINT STOCK COMPANY  
SONG DA INVESTMENT AND  
CONSTRUCTION**

No: 04/TTr-SDD-HĐQT

**SOCIALIST REPUBLIC OF VIETNAM**

**Independence - Freedom - Happiness**

Hanoi, 31 March 2025

**SUBMISSION  
OF THE BOARD OF DIRECTORS  
Approval of the Company's 2024 Audited Financial Report  
To: Annual General Meeting of Shareholders 2025**

*- Pursuant to the Law on Enterprises No. 59/2020/QH14 dated June 17, 2020 of the National Assembly;*

*- Pursuant to the Company's Organization and Operation Charter;*

The Board of Directors submits to the 2025 Annual General Meeting of Shareholders for approval of the 2024 Audited Financial Report as follows:

The Company's 2024 Financial Statements have been audited by: Vietnam Auditing and Valuation Company Limited - Hanoi Branch signed on March 24, 2025 announced on the website: songdaic.vn / shareholder relations section and the electronic information portal of the State Securities Commission, Hanoi Stock Exchange.

Submit to the Congress for approval and vote.

*Best regards!*

**Recipient:**

- As per your request;
- Save to Board of Directors and Office.

**TM. BOARD OF DIRECTORS**

**CHAIRPERSON**



**Nguyen Nho Trung**



**SUBMISSION**  
**OF THE BOARD OF DIRECTORS**  
**The Company's profit distribution and dividend plan for 2024 and profit distribution and dividend plan for 2025**

**To: Annual General Meeting of Shareholders 2025**

- Pursuant to the Law on Enterprises No. 59/2020/QH14 dated June 17, 2020 of the National Assembly;

- Pursuant to the Company's Organization and Operation Charter;

- Based on the Company's 2024 Business Performance Results; 2025 Business Plan.

The Board of Directors submits to the Company's 2025 Annual General Meeting of Shareholders for approval: The profit distribution and dividend distribution plan for the 2025 fiscal year as follows:

TT	Content	Amount
1	Retained profit after tax realized in 2023	(53,978,601,765)
2	Profit in 2024 after corporate income tax	(16,050,212,999)
3	Total undistributed profit after corporate income tax	(70,028,814,764)
4	Fund allocation	0
5	Remaining profit after tax in 2024	(70,028,814,764)
6	Charter Capital	160,076,850,000
7	Dividend Ratio from Profit After Tax	0%
8	Dividend amount in 2024	0
9	Remaining profit after tax in 2024	(70,028,814,764)

Because the Company has no profit and negative profit, the Board of Directors submits to the General Meeting of Shareholders for approval the plan not to pay dividends in 2024 and 2025.

*Thanks a lot!*

**Recipient:**

- As per your request;
- Save to Board of Directors and Office.

**TM. BOARD OF DIRECTORS**  
**CHAIRPERSON**

  
Nguyen Nho Trung

**SUBMISSION**

**OF THE BOARD OF DIRECTORS**

**Payment of Remuneration of the Board of Directors, Board of Supervisors, and Corporate Secretary in 2024 and Plan for Payment of Remuneration of the Board of Directors, Board of Supervisors, and Corporate Secretary in 2025**

**To: Annual General Meeting of Shareholders 2025**

- Pursuant to the Law on Enterprises No. 59/2020/QH14 dated June 17, 2020 of the National Assembly;

- Pursuant to the Company's Organization and Operation Charter;

- Based on the Company's 2024 Business Performance Results; 2025 Business Plan.

The Board of Directors submits to the Company's 2025 Annual General Meeting of Shareholders for approval: Remuneration payment for the Board of Directors and Board of Supervisors in 2024 and Remuneration payment plan for the Board of Directors and Board of Supervisors in 2025 as follows:

**1. Remuneration for Board of Directors, Supervisory Board, Secretary in 2025:**

TT	Content	Quantity	Amount /month	Number of months	Total payment	Note
1	Chairman of the Board	01	2,000,000	12	24,000,000	
2	Board Member	02	2,000,000	12	48,000,000	
3	Head of Board of Supervisors	01	2,000,000	12	24,000,000	
4	Board Member	02	2,000,000	12	48,000,000	
5	Secretary of the Board of Directors	01	2,000,000	12	24,000,000	
	<b>Total</b>				<b>168,000,000</b>	

**2. Remuneration payment plan for Board of Directors, Supervisory Board, Secretary in 2025 :**



TT	Content	Quantity	Amount /month	Number of months	Total payment	Note
1	Chairman of the Board	01	2,000,000	12	24,000,000	
2	Board Member	02	2,000,000	12	48,000,000	
3	Head of Board of Supervisors	01	2,000,000	12	24,000,000	
4	Board Member	02	2,000,000	12	48,000,000	
5	Secretary of the Board of Directors	01	2,000,000	12	24,000,000	
	<b>Total</b>				<b>168,000,000</b>	

Remuneration of the Board of Directors, Board of Supervisors, and Company Secretary is paid once.

The Board of Directors submits to the General Meeting of Shareholders for approval and voting.

*Best regards!*

**Recipient:**

- As per your request;
- Save to Board of Directors and Office.

**TM. BOARD OF DIRECTORS  
CHAIRPERSON**



**Nguyen Nho Trung**



**SONG DA INVESTMENT AND  
CONSTRUCTION JOINT STOCK  
COMPANY**

Number: 07/TLT-SDD-BKS



**SOCIALIST REPUBLIC OF VIETNAM**

**Independence - Freedom - Happiness**

*Hanoi, March 31, 2025*

**SUBMISSION  
OF THE BOARD OF SUPERVISION  
Selecting an Auditor for the Company's Financial Statements in 2025  
To: Annual General Meeting of Shareholders 2025**

*- Pursuant to the Law on Enterprises No. 59/2020/QH14 dated June 17, 2020 of the National Assembly;*

*- Pursuant to the Company's Organization and Operation Charter;*

The Board of Supervisors of Song Da Investment and Construction Joint Stock Company submits to the Company's 2025 Annual General Meeting of Shareholders for approval: Selecting an Auditing unit for the Company's 2025 Financial Statements as follows:

- Select an auditing company recognized by the Ministry of Finance as qualified to audit public interest companies.

- The General Meeting of Shareholders authorizes the Board of Directors to negotiate and select one of the above auditing companies to conduct the audit of the Company's semi-annual financial statements and audit of the Company's 2025 financial statements.

Submit to the Congress for approval and vote.

*Best regards!*

**Recipient:**

- As per your request;
- Save to Board of Directors and Office.

**TM. BOARD OF SUPERVISION  
PREFECT**

**Tran Ngoc Quynh Anh**