

SONG DA CONSULTING JOINT
STOCK COMPANY
**2025 ANNUAL GENERAL
MEETING OF SHAREHOLDERS**

SOCIALIST REPUBLIC OF VIETNAM
Independence - Freedom - Happiness

No.: 20/2025/NQ-DHDCD

Hanoi, May 14th, 2025

**RESOLUTION OF
THE 2025 ANNUAL GENERAL MEETING OF SHAREHOLDERS OF
SONG DA CONSULTING JOINT STOCK COMPANY**

GENERAL MEETING OF SHAREHOLDERS

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

Pursuant to Law on Securities No. 54/2019/QH14 dated November 26th, 2019 of the National Assembly of the Socialist Republic of Vietnam;

Pursuant to the Charter of Song Da Consulting Joint Stock Company;

Pursuant to Minutes No. 19/2025/BB-DHDCD dated May 14th, 2025 of the 2025 Annual General Meeting of Shareholders of Song Da Consulting Joint Stock Company.

HEREBY RESOLVES:

Article 1. The General Meeting of Shareholders of Song Da Consulting Joint Stock Company approved a number of matters as follows:

1. Business performance for 2024

No.	Items	Unit	Annual plan	Annual performance	Percentage of completing the plan
I	Total production and business value	VND 10 ³	56,300,000	67,368,710	119.7%
II	Financial plan				
1	Total revenue	VND 10 ³	53,776,107	72,205,016	134.3%
2	Payment to the budget	VND 10 ³	6,633,933	5,693,529	85.8%
3	Profit before tax	VND 10 ³	2,515,000	2,546,774	101.3%
4	Profit after tax	VND 10 ³	2,012,000	1,955,458	97.2%
5	Profit margin				
-	Profit before tax-to-revenue ratio	%	4.7%	3.5%	

No.	Items	Unit	Annual plan	Annual performance	Percentage of completing the plan
-	<i>Profit after tax-to-charter capital ratio</i>	%	7.7%	7.5%	
-	<i>Profit after tax-to-equity ratio</i>	%	4.0%	3.9%	
6	Charter capital	VND 10 ³	26,097,100	26,097,100	100.0%
7	Equity	VND 10 ³	50,089,000	50,151,623	100.1%
8	Expected dividend payout ratio	%	5	5	

2. Business plan for 2025

Key economic indicators of the business plan for 2025 are as follows:

No.	Items	Unit	Plan for 2025
1	Total production and business value	VND 10 ³	72,800,000
2	Revenue	VND 10 ³	67,407,407
3	Profit		
-	<i>Profit before tax</i>	VND 10 ³	2,750,516
-	<i>Profit after tax</i>	VND 10 ³	2,200,413
4	Payment to the State budget	VND 10 ³	5,942,696
5	Charter capital	VND 10 ³	26,097,100
6	Equity	VND 10 ³	50,198,754
7	Dividends	%	5

3. Audited 2024 financial statements

Approve the 2024 financial statements of Song Da Consulting Joint Stock Company audited by UHY Auditing and Consulting Co., Ltd., including the following main indicators:

Unit: VND 10³

No.	Items	Results for 2024
I	Assets	80,465,433
A	Current assets	61,849,797
1	Cash and cash equivalents	8,136,597
2	Short-term financial investments	5,039,656
3	Short-term receivables	37,860,286
4	Inventory	10,639,534

No.	Items	Results for 2024
5	Other current assets	173,724
B	Non-current assets	18,615,635
1	Long-term receivables	11,993,862
2	Fixed assets	4,230,544
3	Long-term financial investments	992,422
4	Other non-current assets	1,398,807
II	Capital resources	80,465,433
A	Liabilities	30,313,809
1	Current liabilities	25,222,777
2	Non-current liabilities	5,091,032
B	Owner's equity	50,151,623
III	Business results	
A	Revenue	72,205,017
1	Net revenue from goods sales and service provision	71,918,563
2	Financial revenue	285,898
3	Other income	556
B	Total costs	69,658,242
1	Cost of goods sold	58,656,607
2	Financial expenses	563,732
3	Overhead expenses	10,428,098
4	Other expenses	9,805
C	Profit before tax	2,546,774
D	Corporate income tax	591,316
E	Profit after tax	1,955,459

(More details can be found in the 2024 financial statements audited by UHY Auditing and Consulting Co., Ltd.)

4. Plan for profit distribution, fund allocations, and dividend payment for 2024

The General Meeting approved the Company's profit distribution plan for 2024 as follows:

Unit: VND

No.	Items	Amount
1	Profit before corporate income tax	2,546,774,428
2	Payable corporate income tax	591,315,603
3	Profit after corporate income tax	1,955,458,825
4	Profit carried forward from the previous year	109,607,609
5	Distributed profit during this period	2,065,066,434
6	Fund allocations	600,000,000
-	<i>Commendation and welfare fund</i>	<i>600,000,000</i>
7	Bonus for the Management and Executive Board	100,000,000
8	Profit for dividend payment	1,304,824,000
9	Charter capital	26,097,100,000
10	Number of outstanding shares	2,609,648
11	Cash dividend payout ratio (%)	5

5. Report on the activities of the Board of Directors of the Company

- Approve the Report of the Board of Directors on corporate governance and its performance in 2024; plan for 2025 as presented at the General Meeting.

- Approve Report of the Board of Directors on corporate governance and the results of the 5-year period (2020-2024) and orientations, tasks for the 5-year period (2025-2029) as presented at the General Meeting.

6. Report on the activities of the Board of Supervisors of the Company

Approve the Report of the Board of Supervisors on its performance in 2024 and plan for 2025 as presented at the General Meeting.

7. Selection of the auditing firm to audit the 2025 financial statements

Approve and authorize the Board of Directors of the Company to select one of the following auditing firms to audit the 2025 Financial statements:

- UHY Auditing and Consulting Co., Ltd.
- A&C Auditing and Consulting Co., Ltd.
- International Auditing and Valuation Co., Ltd.

8. Plan for payment of remuneration of the Board of Directors and the Board of Supervisors of the Company

8.1 Settlement of remuneration expenses for 2024

Approve the settlement of remuneration expenses for 2024 of the Board of Directors and Board of Supervisors of the Company as follows:

Unit: VND

No.	Title	Remuneration/ month/ person according to the 2024 plan	Profit achievement rate in 2024	Remuneration/month/ person to be settled for 2024	Notes
1	Member of the Board of Directors	5,000,000	100%	5,000,000	
2	Member of the Board of Supervisors	3,000,000	100%	3,000,000	

The total remuneration expenses of the Board of Directors and the Board of Supervisors in 2024 are VND 312,000,000.

8.2 Plan for payment of remuneration of the Board of Directors and the Board of Supervisors for 2025

Approve the plan for payment of remuneration of the Board of Directors and the Board of Supervisors of the Company for 2025 when the Company completes its business plan and its actual profit is equal to the planned one, the maximum remuneration of the Board of Directors, the Board of Supervisors shall be as follows:

Unit: VND

No.	Title	Remuneration/month/ person	Notes
1	Member of the Board of Directors	5,000,000	04 members
2	Part-time Head of the Board of Supervisors	5,000,000	01 Head
3	Member of the Board of Supervisors	3,000,000	02 members

9. Amendments and supplements to the Charter of Song Da Consulting Joint Stock Company

a) Approve the amendment and supplement to the "Charter of Song Da Consulting Joint Stock Company" (attached to detailed amendment and supplement to the Charter).

b) This amended and supplemented Charter takes effect from the date of approval by the 2025 Annual General Meeting of Shareholders.

10. Election of Members of the Board of Directors and Board of Supervisors for the 2025-2030 term

10.1. Election of members of the Board of Directors of the Company for the 2025-2030 term

Approve the election results and the list of elected members of the Board of Directors as follows:

1. Mr.: Pham Van Manh
2. Mr.: Dinh Van Duan
3. Mr.: Nguyen Van Hoang
4. Mr.: Cu Van Vinh
5. Mr.: Pham Anh Duc

10.2. Election of members of the Board of Supervisors for the 2025-2030 term

Approve the election results and the list of elected members of the Board of Supervisors as follows:

1. Ms. Trinh Thi Anh Dao
2. Mr. Nguyen Khanh Tung
3. Ms. Nguyen Quynh Trang

Article 2. The General Meeting of Shareholders of Song Da Consulting Joint Stock Company assigns the Board of Directors of the Company to implement the Resolution of this General Meeting based on the above contents in accordance with the applicable laws and regulations of the Company.

Article 3. This Resolution takes effect from the date of signing. Shareholders, members of the Board of Directors, members of the Board of Supervisors, Chief Executive Officer, Vice Chief Executive Officers, Representatives of the Company's capital share in other enterprises and relevant individuals shall implement this Resolution.

Recipients:

- As in Article 3;
- The State Securities Commission;
- Hanoi Stock Exchange;
- Company's website;
- Archives: The Board of Directors, the Organization and Human Resource Department.

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



Pham Van Manh

SOCIALIST REPUBLIC OF VIETNAM
INDEPENDENCE – FREEDOM – HAPPINESS

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APPENDIX

**ON AMENDMENTS AND SUPPLEMENTS TO THE CHARTER OF
SONG DA CONSULTING JOINT STOCK COMPANY**

*Attached to the Resolution of the 2025 Annual General Meeting of Shareholders
of Song Da Consulting Joint Stock Company
(No.20/2025/NQ-DHDCD dated May 14th, 2025)*



Hanoi, May 2025

APPENDIX
ON AMENDMENTS AND SUPPLEMENTS TO THE CHARTER OF
SONG DA CONSULTING JOINT STOCK COMPANY

*Attached to the Resolution of the 2025 Annual General Meeting of
 Shareholders of Song Da Consulting Joint Stock Company
 (No. 20/2025/NQ-DHDCD dated May 14th, 2025)*

Article 2. Name, form, head office, branch, representative office and activities of the Company

Amend Clause 3. The registered office of the Company is:

- Head office address: G9 Building, No. 495, Nguyen Trai Street, Thanh Xuan Bac Ward, Thanh Xuan District, Hanoi City
- Email: ktkh.sdcc@gmail.com

Article 4. The Company's business objectives

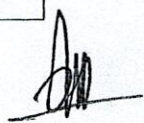
Amend and supplement Clause 1. Business lines of the Company

No.	Name of business lines	Code
3	<p>Architecture and related technical consulting activities</p> <p>Details: - Supervision of construction and installation of mechanical equipment in works, including: installation of construction equipment;</p> <p>- Supervision of construction and completion of transportation works;</p> <p>- Supervision of construction and completion of industrial works, underground works, and mining works;</p> <p>- Supervision of construction and completion of irrigation and hydropower works;</p> <p>- Supervision of construction and completion of civil, industrial, and technical infrastructure works;</p> <p>- Preparation of environmental impact assessment reports for investment projects in civil, industrial, irrigation, hydropower, transportation, and urban technical infrastructure works up to Group A (limited to designs within the scope of registered business activities);</p> <p>- Design of bridge and road construction works;</p>	<p>7110</p> <p>(main)</p>

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- Design of underground construction and mining exploitation;
- Design of irrigation works;
- Design of hydraulic and hydropower works;
- Design of hydropower plants;
- Design of master plans, interior and exterior architecture for civil, industrial, and urban technical infrastructure works;
- Preparation and appraisal of investment projects for civil, industrial, transportation, irrigation, hydropower, and urban technical infrastructure works up to Group A;
- Preparation of master and detailed plans for civil, industrial, and urban technical infrastructure works up to Group A;
- Testing to determine physical and mechanical properties of soil, rock, foundations, and construction materials for construction works;
- Topographic, geotechnical, and hydrogeological surveys for construction works;
- Consulting and supervision of construction and equipment installation for civil, industrial, transportation, irrigation, hydropower, and urban technical infrastructure works up to Group A;
- Consulting on the preparation of bidding documents for construction and equipment for civil, industrial, irrigation, hydropower, transportation, and urban technical infrastructure works up to Group A;
- Preparation of total cost estimates for civil, industrial, irrigation, hydropower, transportation, and urban technical infrastructure works up to Group A;
- Design of electrical systems for civil and industrial construction works;
- Structural design for civil, industrial, and urban technical infrastructure works;
- Mechanical-electrical design for works;
- Design of water supply and drainage systems;
- Design of civil, industrial, and urban technical infrastructure construction works;
- Appraisal of designs and total cost estimates for civil, industrial, irrigation, hydropower, transportation, and urban technical infrastructure works up to Group A;
- Project management for civil, industrial, transportation, irrigation, and urban technical infrastructure works;
- Quality inspection of construction works;
- Certification of structural safety and compliance with construction quality standards;



<ul style="list-style-type: none"> - Consulting on bidding, evaluation of bidding documents, and selection of contractors for construction and equipment for construction works; - Cost management consulting (Level 2); - Design of fire prevention and firefighting systems; - Surveying and mapping activities; - Geological and water resource exploration activities; - Design and design appraisal for civil and industrial construction works; - Design and design appraisal for mining and mineral processing industrial works; - Design and design appraisal for oil and gas industrial works; - Design and design appraisal for energy industrial works: thermal power, geothermal power, nuclear power, hydropower, wind power, solar power, and tidal power; - Design and design appraisal for transportation works: roads, railways, bridges, tunnels, inland waterways, and maritime; - Design and design appraisal for agriculture and rural development works; - Design and design appraisal for technical infrastructure works: water supply and drainage, waste treatment; - Design and design appraisal for specialized construction works (piles, foundation reinforcement and treatment, structures, pre-stressed structures, building envelopes, and facades); - Consulting on investment project management for construction. 	
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Hanoi, May 14th, 2025

CHIEF EXECUTIVE OFFICER



Dinh Van Duan

C.T.C.P. SÔNG ĐÀ