

No: 12/2025/CDO/CV

Ha Noi, June 02, 2025

## DISCLOSURE OF UNUSUAL INFORMATION

To: State Securities Commission

Vietnam Stock Exchange

Hanoi Stock Exchange

- **Name of the organization:** Consultancy Design and Urban Development Joint Stock Company
- **Stock code:** CDO
- **Head office:** No. 194 Bui Street, Cong Vi Ward, Ba Dinh District, Hanoi City
- **Phone:** 04.3974.4168 **Fax:** 04.3974.4068
- **Person responsible for disclosure:** Mr. Bui Xuan Hieu

2. **Content of the disclosed information:**

Disclosure of documents for the 2025 Annual General Meeting of Shareholders in accordance with Circular 96/2020/TT-BTC dated November 16, 2020, issued by the Ministry of Finance.

3. **This information has been disclosed on the official website of the Joint Stock Company for Consultancy, Design, and Urban Development at the address:** [www.cddc.vn](http://www.cddc.vn), under the "Shareholder Relations" section, on June 2, 2025.

We hereby commit that the disclosed information is true and take full responsibility before the law for the content of the disclosed information.

**Recipients:**

- As above
- To be filed at Office, Finance – Accounting Department

June 2, 2025  
**Legal Representative**  
  
**Bui Xuan Hieu**



**NOTICE OF MEETING**  
**ANNUAL GENERAL MEETING OF SHAREHOLDERS 2025**  
**CONSULTANCY DESIGN AND URBAN DEVELOPMENT JOINT**  
**STOCK COMPANY**

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**To: Esteemed Shareholders of Consultancy Design and Urban Development Joint Stock Company**

Pursuant to the Law on Enterprises No. 59/2020/QH14 dated June 17, 2020, and the Charter of Consultancy Design and Urban Development Joint Stock Company (Enterprise Code: 0102963747, Head Office Address: No. 194 Buoï Street, Cong Vi Ward, Ba Dinh District, Hanoi City), the Company's Board of Directors has decided to convene the 2025 Annual General Meeting of Shareholders of Consultancy Design and Urban Development Joint Stock Company (Stock Code: CDO).

We respectfully invite our esteemed shareholders to attend the General Meeting:

- **Meeting time:** Starting at 8:00 AM, Thursday, June 26, 2025.
- **Meeting venue:** Sandals Vista Hotel. Address: 148 Le Hong Phong Street, Ward 1, Bao Loc City, Lam Dong Province.
- **Meeting Agenda:** The General Meeting will review and approve matters under the authority of the General Meeting of Shareholders (as outlined in the attached proposed agenda).
- **Meeting Documents:** Shareholders are kindly requested to view and download the documents at the website: [www.cddc.vn](http://www.cddc.vn)

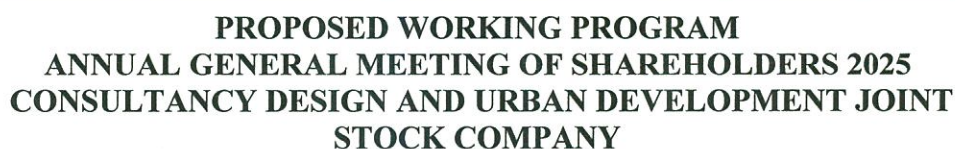
**Note:**

1. Shareholders attending the General Meeting are kindly requested to bring this invitation along with their ID Card/Passport/Citizen Identification Card or Business Registration Certificate (for organizations) to complete the check-in procedures.
2. In case a shareholder authorizes another person to attend the meeting, please fully complete the "Letter of Authorization". The authorized person must comply with Point 1 above and bring the Letter of Authorization to attend the meeting.
3. Shareholders are kindly requested to visit the Company's website at [www.cddc.vn](http://www.cddc.vn) to access information and documents related to the 2025 Annual General Meeting of Shareholders.

**ON BEHALF OF THE BOARD OF DIRECTORS**  
**CHAIRMAN**







June 26, 2025

Content	Expected time
1. Welcoming delegates attending the general meeting.	7:30 am to 8:00 am
2. Opening - Declaration of purpose; - Report on the verification of shareholder qualifications.	8:00 am to 8:15 am
3. Introductions - Introduction of the Chairperson, Chairperson's nomination of the Secretary of the meeting, and approval of the Presidium and the Ballot Counting Committee; - Approval of the working regulations of the General Meeting; - Approv	8:15 am to 8:30 am
4. Reports - Report of the Board of Directors (BOD) on governance and the operational results of the BOD and its individual members for 2024; - Report of the Supervisory Board (SB) on the company's business results, and the operational results of the BOD and the Management Board for 2024; - Self-assessment report of the SB and its individual members for 2024.	08:30 am – 09:30 am
5. Presentation of Proposals - Proposal to approve the 2024 business results and the audited financial reports for 2022, 2023, and 2024; - Proposal to approve the business plan targets for 2025; - Proposal to approve the selection of the auditing firm for the 2025 financial statements; - Proposal to approve the remuneration for the BOD and the SB for 2025.	09:30 am – 10:30 am
6. Discussions - Shareholders' opinions and responses to shareholders' contributions.	10:30 am – 11:00 am
7. Voting The General Meeting votes on the issues discussed; Break for recess; Announcement of vote results.	11:00 am – 11:15 am
8. Closing the meeting - Presentation of the minutes and resolutions of the 2025 Annual General Meeting of Shareholders; - Voting to approve the minutes and resolutions of the 2025 Annual General Meeting of Shareholders; - Declaration of the meeting's closure.	11:15 am – 11:30 am
<b>Declaring the closing of the meeting.</b>	11:30 am

**SOCIALIST REPUBLIC OF VIETNAM**

Independence - Freedom - Happiness



**PROXY FOR  
ATTENDING THE 2025 ANNUAL SHAREHOLDERS' MEETING**

**To: Consutancy Design and Urban Development Joint Stock Company**

**A. PROXY HOLDER**

- Shareholder's Full Name: .....
- CCCD/Business Registration Number: .....
- Issued by: ..... Issued on: ...../...../.....
- A shareholder of Consutancy Design and Urban Development Joint Stock Company , holding (1): ..... shares.

**B. PROXY RECEIVER**

- Full Name: .....
- CCCD Number: ..... Issued on: ...../...../..... Issued by: .....
- Number of shares authorized: ..... shares;

**C. PROXY DETAILSS**

The proxy receiver is authorized to represent (2): ..... shares to attend the 2025 Annual Shareholders' Meeting of Consutancy Design and Urban Development Joint Stock Company on June 26, 2025, and vote on all matters listed in the agenda with the corresponding number of shares.

I take full responsibility for this authorization and will not file any complaints or lawsuits against the Company or the Proxy Receiver. This proxy is valid from the date of signing until the conclusion of the 2025 Annual Shareholders' Meeting of Consutancy Design and Urban Development Joint Stock Company. Thank you very much.

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

**PROXY HOLDER**

*(Signature and full name, with  
stamp if an organization)*

**PROXY RECEIVER**

*(Signature and full name, with  
stamp if an organization)*

1) If the shareholder does not fill in (1) and (2), it will be understood that the shareholder authorizes the entire number of shares they own to the proxy receiver..



**REGULATIONS  
ON ORGANIZING THE 2025 ANNUAL GENERAL MEETING OF SHAREHOLDERS  
OF URBAN DESIGN CONSULTING AND DEVELOPMENT .JSC**

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**CHAPTER I  
GENERAL PROVISIONS**

**Article 1: Scope and Subjects of Application**

**1.1.** These regulations apply to the organization of the 2025 Annual General Meeting of Shareholders (hereinafter referred to as the “Meeting”) of Consutancy Design and Urban Development Joint Stock Company.

**1.2.** These regulations specifically define the rights and obligations of shareholders and meeting participants, as well as the conditions and procedures for conducting the Meeting

**CHAPTER II  
RIGHTS AND OBLIGATIONS OF SHAREHOLDERS AND MEETING PARTICIPANTS**

**Article 2: Rights and Obligations of Shareholders**

**2.1. Conditions for Attending the Meeting**

Eligible participants are shareholders or authorized representatives of shareholders whose names appear on the list of shareholders as of the record date for the Meeting (May 26, 2025).

**2.2. Shareholders’ Rights When Attending the Meeting**

a. Shareholders may attend the Meeting in person or authorize another person to attend on their behalf. Authorization must be made in writing.

b. Shareholders have the right to vote on all matters within the authority of the Meeting in accordance with the Law on Enterprises, relevant legal documents, and the Charter of the Consutancy Design and Urban Development Joint Stock Company.

c. Shareholders must be publicly informed of the contents of the Meeting agenda.

d. At the Meeting, each shareholder or authorized representative will receive a Voting Card and Ballot Paper upon registration with the Shareholder Credentials Verification Committee:

- **Voting Card:** Used for voting by a show of hands on matters such as: approval of the Chairing Committee, Voting Committee, Meeting Regulations, Meeting Agenda, the Meeting Minutes, Resolutions, and other issues as directed by the Chairperson.

- **Ballot Paper:** Used for written voting on matters presented at the Meeting such as: reports by the Board of Directors and Supervisory Board, proposals on financial statements and business results, remuneration for the Board of Directors and Supervisory Board, 2025 business plan, and selection of the auditing firm. All issues requiring written voting will be clearly stated on the Ballot Paper.

e. Shareholders or authorized representatives may discuss and vote on all contents of the Meeting.

f. Shareholders or representatives who arrive late may still register and participate, including voting, but the Chairperson is not obligated to pause the Meeting, and previous voting results remain valid.





### **2.3. Shareholders' Obligations When Attending the Meeting**

- a. Shareholders or their authorized representatives must bring identification documents such as a National ID Card, Passport, Citizen ID, Business Registration Certificate, or proof of securities account ownership, along with a valid Power of Attorney (for authorized representatives), and must register with the Shareholder Credentials Verification Committee.
- b. Comply with the provisions of these Regulations.
- c. Strictly observe the rules during the Meeting and respect the Meeting's proceedings.
- d. Shareholders must sit in the designated seat or area assigned by the Organizing Committee and follow seating arrangements.
- e. Mobile phones must not be used during the Meeting; all phones must be turned off or set to silent.
- f. Filming, photographing, or recording is not allowed without the Chairperson's consent during the Meeting.
- g. No information may be transmitted outside the room in any form until the Meeting concludes.
- h. Shareholders or their representatives are responsible for attending the Meeting from the beginning until it ends. In cases of force majeure requiring early departure, they must inform the Organizing Committee and submit their written opinions on the issues to be voted on.

### **Article 3: Rights and Obligations of the Shareholder Credentials Verification Committee**

The Shareholder Credentials Verification Committee is established by the Board of Directors and introduced to the General Meeting. Its functions and responsibilities include:

- Verifying the eligibility of shareholders or authorized representatives attending the Meeting by checking identification documents such as: National ID Card, Passport, Citizen ID, Business Registration Certificate, and valid Power of Attorney (for authorized representatives).
- Distributing to shareholders or authorized representatives the following: Voting Cards, Ballot Papers, and other meeting materials.
- Reporting to and being accountable before the General Meeting for the results of the shareholder eligibility verification.

### **Article 4: Rights and Obligations of the Vote Counting Committee**

The Vote Counting Committee consists of individuals nominated by the Chairperson of the General Meeting, approved by the Meeting, and decided upon in terms of number and specific list. The Committee has the following functions and responsibilities:

- Provide instructions on the voting procedures, distribute ballots, collect ballots, and count votes.
- Review, assess, and determine the validity of ballots, and summarize any complaints (if any).
- Prepare the vote counting minutes.
- Seal the ballots and hand them over to the Chairperson.
- Count the votes and report the results of the voting on matters requiring shareholder approval at the Meeting.

### **Article 5: Rights and Obligations of the Chairing Committee and the Secretariat**

**5.1.** The Chairperson of the Board of Directors shall act as the Chairperson of the Meeting. Other members of the Chairing Committee are nominated by the Chairperson and approved by a vote of the General Meeting. The Chairing Committee is responsible for conducting the Meeting.

**5.2.** Decisions of the Chairing Committee regarding the order, procedures, or any events arising outside the official agenda of the Meeting shall be final and binding.

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5.3. The Chairing Committee shall take necessary actions to conduct the Meeting properly and orderly, or to ensure that the Meeting reflects the wishes of the majority of shareholders in attendance.

5.4. The Chairperson of the Meeting may postpone the Meeting even if the required number of participants has been reached to another time and location determined by the Chairperson if any of the following situations occur:

- a. The attendees cannot be accommodated comfortably at the Meeting venue.
- b. Any participant is obstructing or disturbing the Meeting, posing a threat to a fair and lawful proceeding.
- c. A postponement is deemed necessary to ensure the Meeting is conducted properly.
- d. The Chairperson may also postpone the Meeting if there is unanimous agreement or a request from the General Meeting of Shareholders with sufficient participation.

5.5. The Secretariat shall perform supporting tasks as assigned by the Chairing Committee.

### **CHAPTER III**

## **ORDER OF PROCEEDINGS OF THE GENERAL MEETING**

### **Article 6: Conditions for Holding the General Meeting**

The General Meeting shall be conducted when the attending shareholders or their authorized representatives represent more than 50% of the total voting shares, based on the shareholder list prepared at the record date for attending the Meeting.

### **Article 7: Method of Conducting the General Meeting**

7.1. The Meeting is expected to be held over half a day.

7.2. The Meeting will discuss and approve the matters presented.

#### **7.3. Speaking at the Meeting:**

##### **-Principles:**

Shareholders may register to speak by submitting a "Request to Speak" form provided by the Organizing Committee or by raising their Voting Card and receiving approval from the Chairperson. The form should be submitted to the Secretariat during the Meeting. To maintain order during discussions, shareholders who registered in advance will be given priority to speak. Afterward, shareholders who raise their Voting Card will be invited to speak as arranged by the Chairperson.

##### **-Speaking Format:**

Shareholders should speak briefly and focus on key matters relevant to the approved agenda of the Meeting. The Chairperson will organize the speaking order and respond to questions raised by shareholders. The Chairperson has the right to remind or request shareholders to stay on topic to save time and ensure discussion quality.

#### **7.4. Voting Procedure:**

- Matters such as approval of the Chairing Committee, the Vote Counting Committee, working regulations, meeting agenda, minutes of the Meeting, resolutions, and other issues under the Chairperson's direction will be voted on by raising Voting Cards directly at the Meeting.

Issues reported and submitted for approval during the Meeting such as the activities of the Board of Directors (BOD) and Supervisory Board (SB), proposals to approve business results for 2024, and audited financial statements for 2022, 2023, and 2024; remuneration for the BOD and SB; business plan for 2025; and appointment of the audit firm will be voted by filling out the Ballot Paper. Each issue on the Ballot will clearly state the voting options. Shareholders cast their votes by selecting one of the options: Agree, Disagree, or Abstain, and then submit the ballot into the sealed box as instructed by the Vote Counting Committee.

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## **Article 8: Approval of the Shareholders' General Meeting Decisions**

The decisions of the Shareholders' General Meeting are approved when more than 50% of the total voting shares of shareholders with voting rights present in person or through authorized representatives at the Meeting approve them.

## **Article 9: Meeting Minutes and Resolutions of the Shareholders' General Meeting**

The minutes of the Shareholders' General Meeting must be drafted, read, and approved before the meeting is adjourned. Based on the Meeting Minutes, the resolutions of the Shareholders' General Meeting are drafted, read, and approved before the meeting concludes. Both the minutes and resolutions are written in Vietnamese and are kept at the Company's headquarters.

## **CHAPTER IV**

### **OTHER REGULATIONS**

## **Article 10: In Case the General Meeting Cannot Be Held**

**10.1.** If the first General Meeting does not meet the conditions for convening as stipulated in Article 6 of this Regulation, the notice of the second General Meeting must be sent within 30 days from the intended start date of the first General Meeting. The second General Meeting may only be held if the number of attendees, including shareholders and authorized representatives, reaches at least 33% (thirty-three percent) of the total voting shares.

**10.2.** If the second General Meeting does not meet the conditions for convening as specified in Section 10.1 of this Article, the notice for the third General Meeting must be sent within 20 days from the intended date of the second General Meeting. In this case, the General Meeting will be conducted regardless of the number of shareholders attending and the percentage of voting shares represented by the attending shareholders.

## **CHAPTER V**

### **ENFORCEMENT**

## **Article 11: Enforcement**

This Regulation consists of 5 chapters and 11 articles, and it comes into effect immediately after being approved by the Shareholders' General Meeting.

Shareholders and attendees of the General Meeting are responsible for complying with the provisions of this Regulation.

June 26, 2025

On behalf of the **Shareholders' General Meeting**

Chairman



**VU DINH NHAN**



Hanoi, May 26<sup>th</sup>, 2025

**REPORT OF THE BOARD OF DIRECTORS ON CORPORATE  
GOVERNANCE AND PERFORMANCE OF THE BOARD OF  
DIRECTORS AND EACH MEMBER IN 2024**

The Board of Directors would like to report to the General Meeting of Shareholders on the corporate governance and performance of the Board of Directors and each individual member in 2024 as follows:

**I. EVALUATION BY THE BOARD OF DIRECTORS ON THE  
IMPLEMENTATION RESULTS OF THE RESOLUTIONS OF THE 2024  
GENERAL MEETING OF SHAREHOLDERS**

**1. General Assessment**

In 2024, Vietnam's socio-economic development took place under adverse conditions both externally (at the international and regional levels across various sectors including economy, politics, military, extreme weather, and widespread epidemics) and internally (significant difficulties faced by an open economy highly dependent on external factors), which negatively affected supply chains, prices, energy security, and food security. Nevertheless, Vietnam achieved a commendable economic growth result. The GDP growth rate in 2024 is expected to reach 7% (exceeding the National Assembly's target of 6.5–7%, according to the General Statistics Office report).

However, in some aspects, the economic sectors have not yet significantly shifted towards productivity improvement, particularly in industry and services; the capacity for self-reliance and resilience remains limited. Market operations across various sectors have yet to be efficient and still fall short of creating conditions for sustainable development aligned with national potential.

Overall, Vietnam's economy in 2024 continued to face many challenges, which significantly impacted the business and production activities of the **Consultancy Design and Urban Development Joint Stock Company** in particular. The Board of Directors (BOD) focused on two major projects at its subsidiaries: the **Candle Hotel Project in Xiangkhouang, Lao PDR**, and the **Super Candle Hotel Business Project in Doi Can**. However, both projects belong to industries that are still struggling during the economic



recovery period, so the company's business performance did not meet the targets set out at the 2024 Annual General Meeting of Shareholders.

## 2. Summary of the Board of Directors' Meetings and Resolutions

In 2024, the Company's Board of Directors held a total of 8 meetings. These meetings were convened to address matters within the Board's authority, discuss and reach consensus on significant issues, and provide direction on key matters.

On a monthly basis, the Chairman of the Board of Directors held at least one working session with the Executive Board to provide guidance and resolve issues under the Board's jurisdiction.

The main matters addressed and resolved by the Board of Directors during its meetings in 2024 included the following:

No	Resolution Number	Date	Content
1	01/2024/CDO /NQ-HĐQT	15/01/2024	Approval of the 2024 business and production plan
2	02/2024/CDO /NQ-HĐQT	26/03/2024	Approval of extension for holding the 2024 Annual General Meeting of Shareholders (AGM) no later than 30/06/2024.
3	03/2024/CDO /NQ-HĐQT	02/05/2024	Approval to convene the 2024 Annual General Meeting of Shareholders
4	04/2024/CDO /NQ-HĐQT	24/05/2024	Approval of the time and venue for the 2024 AGM
5	05/2024/CDO /NQ-HĐQT	24/05/2024	Approval to establish the Shareholder Eligibility Verification Committee for the 2024 AGM.
6	06/2024/CDO /NQ-HĐQT	24/05/2024	Approval of the meeting agenda and materials for the 2024 AGM
7	07/2024/CDO /NQ-HĐQT	28/06/2024	Approval of the time and venue for the second session of the 2024 AGM
8	08/2024/CDO /NQ-HĐQT	28/06/2024	Approval to establish the Shareholder Eligibility Verification Committee for the second session of the 2024 AGM
9	09/2024/CDO /NQ-HĐQT	28/06/2024	Approval of the meeting agenda and materials for the second session of the 2024 AGM
10	10/2024/CDO /NQ-HĐQT	25/07/2024	Approval of nomination of Board of Directors candidates for the 2024–2029 term



11	11/2024/CDO /NQ-HĐQT	25/07/2024	Approval of the election of the Chairman of the Board of Directors for the 2024–2029 term
12	12/2024/CDO /NQ-HĐQT	02/08/2024	Approval of share transfer of Hong Ha Food Joint Stock Company
13	13/2024/CDO /NQ-HĐQT	06/12/2024	Approval of the implementation of the 2024 business and production plan

### 3. Implementation of Resolutions of the General Meeting of Shareholders

#### 3.1. Business Performance in 2024:

Recognizing both the challenges and market opportunities, the Board of Directors (BOD) provided decisive direction and directly participated in supporting business strategies, ensuring timely consensus to implement the 2024 Annual General Meeting of Shareholders (AGM) resolutions. The BOD convened regular meetings to review and assess the Company's operations, propose timely directives, and orient business activities. The BOD also monitored compliance with the Enterprise Law, the Company's Charter, and Corporate Governance Regulations, while overseeing the disclosure of information in accordance with regulations.

The Board of Directors actively implemented the AGM resolutions and provided comprehensive leadership and direction for all Company activities.

In 2024, the Company focused on implementing a project in the Lao People's Democratic Republic. Due to major fluctuations in the USD/VND exchange rate, coupled with the reversal of provisions related to investments in subsidiaries and operating expenses, the Company recorded an after-tax profit of nearly VND 2,395 billion.

#### Project Implementation Status:

- **Cung Xuan Company**, whose core business is hotel and restaurant services, has shown signs of recovery. Its business activities are gradually improving, with revenues increasing quarter by quarter.
- **Project in the Lao PDR:** The restaurant project in Laos has been completed and is now in operation. However, due to the economic downturn, its business performance remains limited.

#### 3.2. Remuneration of the Members of the Board of Directors

- The remuneration of the Board of Directors in 2024 is as follows:

Unit: VND

TT	Position	Monthly Amount	Annual Amount (2024)
1	Remuneration of the Chairman of the Board of Directors	5.000.000 đ	60.000.000 đ



2	Remuneration of Board Members (4 members)	3.000.000 đ	144.000.000 đ
	<b>Total</b>	<b>17.000.000đ</b>	<b>204.000.000 đ</b>

#### **4. Report on Transactions Between the Company and Its Subsidiaries, and Board Members**

- In 2024, there were no transactions between the company and its subsidiaries, or companies in which the company holds over 50% of the charter capital.
- There were no transactions between the Company and the members of the Board of Directors in 2024.

## **II. ACTIVITIES OF THE BOARD OF DIRECTORS AND REPORT OF INDEPENDENT BOARD MEMBERS IN 2024**

### **1. Activities of the Board of Directors in 2024**

In compliance with the resolutions of the Annual General Meeting (AGM) of Shareholders in 2024, the Board of Directors (BOD) has ensured oversight and control to safeguard the interests of the company's shareholders, fulfilling its duties, and achieving the business plan targets while continuously improving corporate governance to align with the Charter, internal regulations, and the prevailing legal requirements. The main focuses of the BOD's activities in 2024 were as follows:

- Establishing and monitoring the implementation of the 2024 business plan;
- Successfully organizing the AGM on 25/07/2024;
- Overseeing the consolidation of the company's financial statements and those of its subsidiaries;
- Supervising the investment activities of the Company in its subsidiaries;
- Managing and monitoring the fundraising and capital usage activities;
- Deciding on the quarterly and annual business plans of the Company.

All activities of the BOD were carefully considered, ensuring compliance with the Law on Enterprises, the Charter, and internal corporate governance regulations. The BOD maintained objectivity, transparency, and adhered to the rights, obligations, and responsibilities set forth by the law, respecting the legitimate rights and interests of shareholders.

The meetings of the BOD were properly convened and organized in accordance with regulations, ensuring the required number of members participated. All decisions reached through voting were highly consensual, and written opinions were sought following the appropriate procedures.

### **2. Key Decisions of the Board of Directors in 2024**



In terms of management and operations, the General Director and other management staff have always adhered to the provisions of the law, the company's Charter, the corporate governance regulations, and the resolutions and decisions of the General Meeting of Shareholders (GMS) and the Board of Directors (BOD). The issued regulations have progressively improved the company's governance efficiency, enhanced the coordination between the BOD and the Executive Board, and protected the legitimate rights and interests of shareholders, while building and developing strong relationships with both domestic and international investors.

The company has ensured timely and complete disclosure of information in accordance with legal requirements, including: financial statements, annual reports, governance reports, reports on related-party transactions, and other required disclosures.

In 2024, the BOD made several decisions regarding the management and leadership of the Company, as follows:

- Continued to unify and assign tasks to each member based on specific areas and work streams to maximize individual strengths and improve the effectiveness of the organization and management of the BOD.
- The BOD regularly appointed members to attend all coordination meetings with the Executive Board and various departments to monitor the progress of tasks handled by each department, while providing guidance and feedback to address emerging challenges in the management and operations of the Executive Board, ensuring that the daily operations of the Company align with the objectives set by the General Meeting of Shareholders.
- Issued resolutions to agree on the company's policies and strategies for management, operations, investments, services, and other decisions regarding business operations and investments.
- Collaborated with the Supervisory Board to search for and select an audit firm to perform the audit of the Company's financial statements.
- Decided the date, time, and venue for the Annual General Meeting of Shareholders (AGM) in 2024, along with other agenda items to be presented to the AGM for approval in accordance with legal regulations and the company's Charter.
- Focused on monitoring investments in subsidiary companies to expand business development, enhance capital efficiency, and consider other investment options, such as investment delegation and office space investment.

### **3. Evaluation by the Independent Member of the Board of Directors in 2024**

All BOD members actively participated in planning activities, compliance control, strategy critique, and ensured adherence to corporate governance best practices and standards.

#### **Regarding the Organization of BOD Meetings:**

- The BOD meetings were convened and held according to a specific schedule, with well-prepared documentation, following the principles outlined. The meeting content was thoroughly discussed, critiqued, and evaluated by BOD members to provide the best strategic guidance and solutions for the Company.



- Issues related to business strategy, financial strategy, corporate culture, and the development of the management system were tightly controlled and discussed between the BOD and the Executive Board. The Company's operational activities were executed according to a clear delegation of authority, with risks being identified and analyzed in a timely manner to ensure stability, legal compliance, and alignment with the goals set by the BOD and the Annual General Meeting (AGM).

- Investments for new strategies were independently researched, supported by scientific evidence, and critiqued within the BOD and with the Executive Board.

#### **Regarding the Supervision of the General Director and Other Executive Board Members:**

- Overall, the BOD performed well in supervising the Executive Board, ensuring that the Company's activities were closely monitored to follow the strategic direction, and adjustments were made to decisions as needed based on real-time situations.

- Decisions made by the Executive Board were analyzed, critiqued, and consulted with the BOD to ensure optimal solutions for the Company's interests. As a result, the BOD was always well-informed about the Company's operational status and kept up-to-date with the latest requirements from actual circumstances.

- BOD members proactively identified their roles and responsibilities to support the Executive Board, conducting multiple sessions to share experiences, interact, and train the Executive Board and middle management on governance practices.

- The BOD paid particular attention to risk management solutions to help the management team identify problems early and maintain the Company's sustainability, stability, and protection of investor interests.

#### **General Evaluation of the BOD's Activities:**

- According to the BOD's work plan, the tasks carried out in 2024 were in line with the resolutions set by the AGM, complying with the company's Charter, governance regulations, and corporate governance standards.

- All BOD members displayed a high sense of responsibility, professionalism, and clarity in their assigned duties to protect the Company's interests and carried out their roles with caution.

- The BOD proposed effective, timely solutions to help the Executive Board overcome several challenges during the Company's operations, ensuring thorough supervision and control to maintain full legal compliance.

- As per the BOD's work plan, all tasks were carried out in alignment with the resolutions of the 2024 AGM and in accordance with the Company's Charter and governance regulations.

- The BOD successfully led and managed the Company to complete the 2024 plan, ensuring the interests of shareholders.

#### **4. Evaluation of the Executive Board's Performance by the Board of Directors**

Based on the Company's organizational charter and the issued regulations, the Board of Directors (BOD) carries out the function of supervising the management and operation of the Company regularly and continuously. This is done through tools such



as observing and checking the implementation of the production and business tasks of the Executive Board and management staff.

The BOD has correctly exercised its functions and authority as stipulated by law and the Company's Charter, discussing and approving resolutions related to the Company's business activities. The BOD has met regularly and closely supervised, promptly directing and supporting the Executive Board in implementing the tasks and business plans for 2024. The BOD requires the Executive Board to report the results of each period and propose timely solutions to improve business efficiency. Additionally, the BOD directly works on issues deemed necessary with the Company's authorized personnel to ensure that all activities comply with the law, the resolutions of the General Meeting of Shareholders, and the decisions made by the BOD.

In general, in 2024, the Executive Board and management staff have carried out the BOD's directions and resolutions responsibly and effectively. During the operational process, the Executive Board has adhered to the delegation of authority, as stipulated in the Company's Charter and Internal Governance Regulations. The Executive Board has consistently followed the annual direction and tasks, closely monitoring the actual situation and being flexible in managing the Company's production and business activities. The Executive Board has implemented a number of synchronized, decisive, and timely business solutions that align with the BOD's direction and the market trends, playing a crucial role in the Company's business operations.

#### **Regarding the General Director:**

- The General Director has carried out his duties and rights as stipulated by the Enterprise Law and the Company's Charter and operational regulations.
- He has implemented the resolutions of the General Meeting of Shareholders and BOD decisions in the prescribed procedures and within the set timeline.
- The General Director regularly reports to and seeks guidance from the BOD to ensure that all areas of the Company's activities comply with the law, state policies, and the Company's Charter.

#### **Regarding Other Management Staff:**

- The management staff have executed their duties and responsibilities within their assigned areas, working with a sense of responsibility and setting an example in leadership and management.
- The entire Executive Board and management team of the Company operate as a united, cohesive team, supporting one another in fulfilling the management and governance tasks effectively.

### **III. DIRECTION OF THE BOARD OF DIRECTORS' ACTIVITIES IN 2025**

#### **1. Some shortcomings in 2024**

After a year of implementing the resolutions of the 2024 General Meeting of Shareholders, the Board of Directors (BOD) acknowledges some limitations that need to be addressed:



- The progress of project implementation has been slower than planned. The main reasons are the global economic downturn, the location of the projects being abroad, and challenges in being proactive, which have led to delays in project deployment.
- The competitive conditions are still not strong, the capital scale remains small, and the company's network of operations is limited, which has prevented the company from entering several business areas, thus not creating enough credibility with large investors interested in the company.

The Board of Directors has made decisions and worked hard to complete the business plan and achieve the goals set by the General Meeting of Shareholders. The business activities of the company have remained stable, laying a foundation for further development in the coming period.

## **2. Operational Direction for 2025**

In the context of a global economic downturn and the impacts of the Russia-Ukraine conflict, as well as the tax policies imposed by U.S. President Donald Trump on countries including Vietnam, the BOD will focus on strengthening the efforts to continue focusing resources on the ongoing projects. At the same time, the BOD will concentrate on finding and developing new projects, while liquidating or transferring ineffective investments. The BOD is committed to working actively with a high sense of responsibility to achieve the highest effectiveness for the company and increase shareholder value.

The BOD will direct the Executive Board to build and present the business plan for 2025 for the General Meeting of Shareholders to approve, and will continue to strongly direct the implementation of the plan after it is approved by the shareholders. Specific business activities to focus on include:

- Adjusting the company's strategy to align with the development of the economy and the company's capabilities.
- Strengthening corporate governance, closely monitoring the financial indicators of the parent company and its subsidiaries.
- Overseeing the performance of the General Director in implementing the resolutions of the General Meeting of Shareholders and the BOD, and guiding the Executive Board in proposing investment solutions to ensure effective use of capital, fostering sustainable and stable development for the company in the future.
- Building a human resource strategy appropriate for each stage of the company's development. Continuing to strengthen the organization, staff, and intensifying business activities.
- Paying attention to, sharing, and protecting the legal interests of shareholders, as well as ensuring the income, rights, and working conditions of all employees in the company.
- Strengthening cooperation with domestic and international partners to seek capital sources and investment business cooperation opportunities.

This report outlines the activities of the Board of Directors in 2024 and the operational direction for 2025.



We respectfully submit it to the 2025 General Meeting of Shareholders of the Urban Design and Development Consulting Joint Stock Company for approval.

We wish all shareholders and delegates good health, happiness, and success!

**ON BEHALF OF THE BOARD OF DIRECTORS  
CHAIRMAN**



**VU DINH NHAN**



Hanoi, May 26<sup>th</sup>, 2025



**REPORT OF THE SUPERVISORY BOARD  
AT THE 2025 ANNUAL GENERAL MEETING OF SHAREHOLDERS**

- Pursuant to the functions and duties of the Supervisory Board as stipulated in the Charter of the Consultancy Design and Urban Development Joint Stock Company;
- Pursuant to the Charter of Operations of the Consultancy Design and Urban Development Joint Stock Company;
- Pursuant to the financial statements for the year 2024;

The SUPERVISORY BOARD respectfully submits to the GENERAL MEETING OF SHAREHOLDERS the results of the review of the Company's financial position in 2024 and the management activities of the BOARD OF DIRECTORS and the EXECUTIVE BOARD during 2024 as follows:

**I. BUSINESS PERFORMANCE OF THE COMPANY**

**1. Preparation and audit of financial statements**

a. On the implementation of accounting standards and financial reporting

The financial statements for the year 2024 were prepared based on the selection of appropriate accounting policies, with consistent application of those policies, reasonable assessments and estimations, in full compliance with the laws and regulations of Vietnamese Accounting Standards and Accounting Regime.

b. On the audit of financial statements:

The separate and consolidated financial statements for 2024 were audited by AASC Auditing Firm Company Limited under audit contract No. 030325.002/HDTC.KT2 dated March 3, 2025.

**2. Business and financial status of the Company**

a. Consolidated balance sheet:

Code	Item	Consolidated financial statements		Separate financial statements of the parent company	
		31/12/2024	01/01/2024	31/12/2024	01/01/2024
100	A. CURRENT ASSETS	74,425,398,601	63,722,768,583	9,713,483,833	8,439,065,113
110	I. Cash and cash	1,886,361,957	1,203,702,865	459,569,602	202,533,004



	equivalents				
111	1. Cash	1,886,361,957	1,202,702,865	459,569,602	202,533,004
112	2. Cash equivalents	-	1,000,000	0	0
130	III. Accounts receivable - short-term	61,647,474,542	51,295,486,527	3,032,190,552	2,032,587,288
131	1. Accounts receivable from customers	42,879,160,699	31,774,870,368	13,258,240,075	13,258,240,075
132	2. Prepayments to suppliers	28,183,586,910	28,284,610,994	11,746,049,915	11,746,049,915
136	3. Other short-term receivables	15,557,779,601	16,209,057,833	3,000,953,230	2,001,349,966
137	4. Provision for doubtful debts (*)	(24,973,052,668)	(24,973,052,668)	(24,973,052,668)	(24,973,052,668)
140	Inventories		157,689,161		
141	Inventories		157,689,161		
150	V. Other current assets	10,891,562,102	11,065,890,030	6,221,723,679	6,203,944,821
151	1. Short-term prepaid expenses	11,385,044	34,533,945		
152	2. Deductible value added tax	10,880,177,058	11,031,356,085	6,221,723,679	6,203,944,821
200	B. NON-CURRENT ASSETS	157,495,811,217	173,102,585,051	303,973,198,918	305,252,264,512
210	I. Accounts receivable - long-term	58,636,227,007	68,410,278,823	61,993,675,872	58,424,629,760
212	1. Long-term prepayments to suppliers	57,869,697,007	67,687,878,823	0	0
215	2. Receivables from long-term loans	0	0	61,227,145,872	57,702,229,760
216	3. Other long-term receivables	766,530,000	722,400,000	766,530,000	722,400,000
220	II. Fixed assets	14,499,402,605	15,129,106,830	0	0
221	1. Tangible fixed assets	14,499,402,605	15,129,106,830	0	0

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222	- Cost	22,151,787,115	21,999,236,971	2.929.324.438	2.929.324.438
223	- Accumulated depreciation (*)	(7,652,384,510)	(6,870,130,141)	(2.929.324.438)	(2.929.324.438)
227	2. Intangible fixed assets	0	0	0	0
228	- Cost	100.000.000	100.000.000	100.000.000	100.000.000
229	- Accumulated depreciation (*)	(100.000.000)	(100.000.000)	(100.000.000)	(100.000.000)
240	IV. Long-term work in progress	50,253,859,099	50,437,362,196	20.396.237.009	20.396.237.009
242	1. Construction in progress	50,253,859,099	50,437,362,196	20.396.237.009	20.396.237.009
250	V. Long-term financial investments	34,055,909,538	39,055,909,538	221,583,286,037	226.431.397.743
251	1. Investments in subsidiaries	0	0	202,712,830,530	202,712,830,530
253	2. Equity investments in other entities	35,000,000,000	40,000,000,000	35,000,000,000	40.000.000.000
254	3. Provision for long-term financial investments (*)	(944,090,462)	(944,090,462)	(16,129,544,493)	(16.281.432.787)
260	VI. Other non-current assets	50,412,968	69,927,664	0	0
269	1. Commercial advantage	50,412,968	69,927,664	0	0
270	TOTAL ASSETS	231,921,209,818	236,825,353,634	313,686,682,751	313.691.329.625
300	C - LIABILITIES	24,063,075,091	26,463,330,952	23,874,370,738	26,274,370,738
310	I. Current liabilities	24,063,075,091	26,463,330,952	23,874,370,738	26,274,370,738
311	1. Accounts payable to suppliers	5,389,813,211	5,389,813,211	5,217,563,211	5.217.563.211
312	2. Advances from customers	14,914,281,874	17,314,537,735	14,897,827,521	0



313	3. Taxes and other payables to State Treasury	23,952,198	23,952,198	23,952,198	17.297.827.521
319	4. Other short-term payables	3,735,027,808	3,735,027,808	3,735,027,808	23.952.198
322	5. Bonus and welfare funds	24,063,075,091	26,463,330,952	23,874,370,738	3.735.027.808
400	D - OWNER'S EQUITY	207,858,134,727	210,362,022,682	289,812,312,013	287.416.958.887
410	I. Capital	207,858,134,727	210,362,022,682	287.416.958.887	287.416.958.887
411	1. Share capital	315,049,750,000	315,049,750,000	315.049.750.000	315.049.750.000
411a	- Ordinary shares	315,049,750,000	315,049,750,000	315.049.750.000	315.049.750.000
417	2. Foreign exchange differences	(38,319,474,603)	(37,741,946,445)	0	0
418	3. Investment and development funds	6,894,055,616	6,894,055,616	6.894.055.616	6.894.055.616
421	4. Retained profits	(83,627,287,633)	(81,689,535,815)	(32,131,493,603)	(34.526.846.729)
421a	- Retained profits brought forward	(81,689,535,815)	(71,793,937,159)	(34,526,846,729)	(35.001.715.831)
421b	- Retained profits for the current period	(1,937,751,818)	(9,895,598,656)	2,395,353,126	474.859.102
429	5. Non-controlling interests	7,861,091,347	7,849,699,326	0	0
440	TOTAL LIABILITIE	231,921,209,818	236,825,353,634	313,686,682,751	313.691.329.625

b. Consolidated statement of business results

Item	Consolidated financial statements		Separate financial statements of the parent company	
	This year	Previous Year	This year	Previous Year
<b>1. Revenue from sales of goods and provision of services</b>	<b>22,230,523,406</b>	<b>21,744,649,451</b>	<b>0</b>	<b>0</b>
<b>3. Net revenue from sales of goods and provision of services</b>	<b>22,230,523,406</b>	<b>21,744,649,451</b>	<b>0</b>	<b>0</b>

<b>4. Cost of sales</b>	<b>20,155,040,157</b>	<b>19,696,261,681</b>	<b>0</b>	<b>0</b>
<b>5. Gross profits</b>	<b>2,075,483,249</b>	<b>2,048,387,770</b>	<b>0</b>	<b>0</b>
6. Financial income	6,084,670,524	3,263,890,352	5,347,514,743	1.831.853.110
7. Financial expenses	5,819,126,974	11,318,384,666	1,626,569,082	(189.798.537)
9. General and administration expenses	4,183,761,715	3,746,578,974	1,325,592,535	1.461.782.545
<b>10. Net operating profit</b>	<b>(1,842,734,916)</b>	<b>(9.752.685.518)</b>	<b>2,395,353,126</b>	<b>559.869.102</b>
11. Other income	-	904.500		
12. Other expenses	83,624,881	85.000.000		85.000.000
<b>14. Results of other activities</b>	<b>(83,624,881)</b>	<b>(84,095,500)</b>		<b>(85.000.000)</b>
<b>15. Accounting profit before tax</b>	<b>(1,926,359,797)</b>	<b>(9,836,781,018)</b>	<b>2,395,353,126</b>	<b>474.869.102</b>
16. Income tax expense - current			0	0
<b>18. Net profit after tax</b>	<b>(1,926,359,797)</b>	<b>(9,836,781,018)</b>	<b>2,395,353,126</b>	<b>474.869.102</b>

### 3. Financial management

- Regarding the financial expenditure regime: The Company has complied with the current regulations on financial expenditure;
- The reconciliation of receivables, payables, and advance payments has been conducted in full;
- Regarding the initial recording, accounting books, and preparation of financial statements: The Company is applying the computerized General Journal accounting method. Accounting records and financial reports are prepared and stored in accordance with current State regulations;
- Regarding the management of fixed assets and tools: The Company has conducted an inventory of fixed assets, prepared fixed asset and tool registers and cards, maintained documentation, and calculated depreciation in compliance with applicable regulations;
- Regarding obligations to the State Budget: The Company has fully declared and reported all relevant taxes.

### 4. Report on transactions between the Company and its subsidiaries, and members of the Board of Directors

- In 2024, there were no transactions between the Company and its subsidiaries or companies in which the Company holds more than 50% of charter capital;



- There were no transactions between the Company and members of the Board of Directors in 2024.

## **II. RESULTS OF SUPERVISION OF THE BOARD OF DIRECTORS' AND EXECUTIVE BOARD'S ACTIVITIES**

### **1. Board of Directors**

- The operation of the Board of Directors of the parent company in 2024 was in accordance with the Enterprise Law, the Charter of Operations, the resolutions of the General Meeting of Shareholders/Board of Directors, and relevant legal regulations.
- The Board of Directors and the Executive Board of the Company organized and fully exercised their powers, duties, and functions as stipulated in the Company's Charter and implemented all contents of the resolution of the 2024 Annual General Meeting of Shareholders.
- In 2024, the Board of Directors held meetings as required and regularly exchanged opinions with the Executive Board to evaluate the implementation of the business production plan and other company activities; the members of the Board of Directors always engaged in open discussions, thoroughly analyzing issues to reach a high consensus in forecasting situations, setting goals, plans, and solutions for the upcoming period.
- The Board of Directors regularly monitored the activities and implementation of issued decisions and supervised the operational situation of the units. The Board of Directors continuously monitored and closely directed the Executive Board in carrying out the business production plan. The Executive Board assigned specific tasks to each member and organized monthly meetings, on the basis of which it closely monitored the performance of the company's business activities.
- The Board of Directors organized quarterly meetings as required by law and the Company's Charter. During the period, the Board of Directors held 08 meetings and issued resolutions in accordance with the proper procedures, consistent with the functions, duties, and powers of the Board of Directors as stipulated in the Company's Charter.
- The Board of Directors directed, supported, and facilitated the Director and the Supervisory Board in performing their functions and duties as prescribed.
- In 2024, the Board of Directors continued to engage in active and effective activities, working closely with the Executive Board to provide guidance and promptly resolve any issues arising related to the Company's production and business activities.
- The Board of Directors' activity report fully and truthfully reflects the Company's operations and management direction, as well as the Board's resolutions, in compliance with the Enterprise Law and the Company's Charter. Through the review of the resolutions of the General Meeting of Shareholders and the Board of Directors' meeting minutes, the Supervisory Board agrees with the Board of Directors' assessment of the 2024 performance presented to the General Meeting of Shareholders.

### **2. Executive Board of the Company**

- In 2024, the Executive Board of the Company consistently adhered to the provisions of the Enterprise Law, the Charter of Operations, the resolutions of the General Meeting of Shareholders/Board of Directors, and relevant legal regulations.



- Along with the Executive Committee, the Director of the Company has fully and timely implemented the decisions and resolutions of the Board of Directors and the General Meeting of Shareholders, executed the Company's business production plan effectively; proactively developed management plans, operated the business, and optimized the organizational structure and management efficiency of the Company.
- In carrying out their responsibilities, the Executive Board of the Company has consistently worked with a high level of accountability. The Executive Board has thoroughly assessed the opportunities and challenges, regularly conducted risk management activities to prevent losses, and forecasted to seize opportunities. At the same time, it focused on strong, flexible, and detailed management of all company activities; implemented solutions and timely decisions to resolve difficulties, actively expand and retain markets, and promote investment across the entire company.
- The Executive Board has worked closely, proactively, and actively in job search and production business guidance, ensuring employment and increasing income for employees.
- The Executive Board of the Company regularly organizes meetings to discuss the implementation of the Company's and its subsidiaries' business production plans, while providing directives, corrections, and measures to address existing issues and shortcomings.

Through its supervision, the Supervisory Board evaluates that the management and operation activities of the Board of Directors and the Executive Board of the Company in 2024 have complied with the law, the Company's Charter, and regulations. The Supervisory Board has summarized the results of its supervision and audits of the key operational areas and has made specific recommendations to the Board of Directors and the Executive Board, contributing to the enhancement of the Company's safety and effectiveness in its operations.

### **3. Coordination and Activities of the Supervisory Board with the Board of Directors, Executive Board, and Shareholders**

- In 2024, the Supervisory Board attended all meetings of the Board of Directors and the Executive Board, providing opinions on the strategies and decisions made by the Board of Directors and the Executive Board to ensure that the resolutions and decisions are in compliance with legal regulations and safeguard the Company's interests.
- The Supervisory Board worked closely with the Board of Directors and the Executive Board while maintaining its independence. The quarterly meetings of the Board of Directors and the Executive Board included participation from the Supervisory Board to enhance the quality and independence of its oversight activities.
- The Board of Directors promptly and fully provided its resolutions and decisions to the Supervisory Board, and the Executive Board facilitated the Supervisory Board's access to relevant information and documents regarding the Company's business operations upon request.
- The Supervisory Board also received documents during the oversight process from the Board of Directors and the Executive Board and provided feedback and exchange of opinions to ensure that the operations align with the directions set forth in the resolutions of the General Meeting of Shareholders.

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- The Board of Directors has strengthened its supervision of the Executive Board and other management departments to ensure proper implementation of the resolutions of the General Meeting of Shareholders and the Board of Directors and compliance with legal regulations.

***Above is the Supervisory Board's activity report for 2024 regarding the business results and the performance of the Board of Directors and the Executive Board. We respectfully report to the Annual General Meeting of Shareholders 2025!***

**On behalf of the SUPERVISORY BOARD**

**Chairperson**



***Nguyen Thi Tuyet Lam***





Ha noi, May 26<sup>th</sup>, 2025

**REPORT OF THE SUPERVISORY BOARD  
AT THE 2025 ANNUAL GENERAL MEETING OF SHAREHOLDERS**

- Pursuant to the functions and duties of the Supervisory Board as stipulated in the Charter of the Urban Development and Design Consulting Joint Stock Company;
- Pursuant to the Charter of Operations of the Urban Development and Design Consulting Joint Stock Company;

The Supervisory Board respectfully submits to the General Meeting of Shareholders its self-assessment of performance in 2024 and outlines its directions and tasks for 2025 as follows:

**PART I – SELF-ASSESSMENT OF THE SUPERVISORY BOARD'S PERFORMANCE IN 2024**

**1. Organizational structure of the Supervisory Board**

The Supervisory Board of the Company consists of 03 members, including:

- Chairwoman: Ms. Nguyen Thi Tuyet Lam
- Member: Ms. Nguyen Dieu Ly
- Member: Ms. Nguyen Thi Thu Hong

**2. Activities of the Supervisory Board**

In 2024, the Supervisory Board performed its duties and responsibilities assigned by the General Meeting of Shareholders with honesty, prudence, and in the best interest of the Company and its shareholders. The Supervisory Board maintained regular contact with the Board of Directors and the Executive Board in overseeing business operations, ensuring that the Company developed in accordance with the established orientation and in compliance with the law. During the year, the Supervisory Board of the Urban Design and Development Consulting Joint Stock Company carried out the following activities:

-Organized meetings and assigned responsibilities to each member; prepared and approved the activity plan, submitted it to the Board of Directors/Executive Board, and requested guidance from the Owner's Representative.



-Participated in meetings with the Board of Directors and the Company's Leadership regarding weekly, monthly, quarterly, and annual business plans and the reports on the implementation of business results.

-Supervised the compliance with the Resolutions of the 2024 Annual General Meeting of Shareholders, the Company's Charter, State laws, and the rules, regulations, and decisions of the Board of Directors and the Executive Board in managing and executing tasks for the year 2024.

-Appraised the separate and consolidated financial statements on a quarterly/biannual/annual basis in order to assess the Company's business and financial performance; reviewed the Board of Directors' corporate governance report and presented the appraisal report at the Annual General Meeting of Shareholders.

-Conducted inspection and supervision of the Company's activities and those of its departments and divisions.

-Reviewed and revised internal regulations and procedures previously issued to ensure alignment with legal requirements.

-Selected the independent audit firm: Based on the criteria approved by the Annual General Meeting of Shareholders, the Supervisory Board worked with relevant parties to decide and propose to the Chairman of the Board of Directors to approve and sign the audit service agreement with the selected independent auditing firm.

-Regularly submitted inspection and supervision reports to the Board of Directors.

-Proposed amendments and supplements to rules and procedures to enhance the Company's operations in accordance with legal regulations.

-Supervised the timely disclosure of periodic and extraordinary information and verified the accuracy of disclosed information provided to the Company's shareholders.

-Updated legal regulations and submitted recommendations to the Board of Directors and the General Director regarding necessary amendments to internal policies to ensure compliance with applicable laws.

-Conducted in-depth analysis of the Company's financial status during the term and offered observations and proposals to the Board of Directors and the Executive Board to improve operational efficiency.

-Held regular meetings and exchanged information to stay informed of the Company's governance status, consolidate findings, and share opinions to propose measures that serve the overall interests of the Company.

During the past year, the Supervisory Board did not receive any request from shareholders or shareholder groups holding 5% or more of the Company's shares to review the Company's operations or the management of the Board of Directors or the Executive Board. In general, throughout the performance of its duties, the Supervisory Board was fully supported and facilitated by the Board of Directors and the Executive Board to effectively fulfill its responsibilities.

### **3. Summary of the Meetings and Decisions of the Supervisory Board**



-Held regular quarterly meetings. The main agendas included preparing and implementing work plans, conducting thematic reviews, assigning responsibilities, evaluating implementation results, and overseeing the Company's activities, including those of the Board of Directors, Executive Board, and other management departments.

-Leadership: The Head of the Supervisory Board assigned specific duties to each supervisor. In addition to fulfilling the collective responsibilities of the Supervisory Board, each member was individually responsible for supervising specific thematic areas. They were expected to proactively develop and directly execute monitoring plans relevant to their assigned responsibilities, using in-depth analysis to identify root causes of issues, warn of potential risks, and propose appropriate solutions.

-Objectives: To minimize risks, ensure effectiveness, maintain compliance, and uphold the rule of law.

-Based on the Company's actual business situation in 2024, the Supervisory Board provided several proposals to the Board of Directors.

#### **4. Performance Evaluation of the Members of the Supervisory Board**

Evaluation basis: Based on the assigned tasks and activity plan, the evaluations are as follows:

*a) Ms. Nguyen Thi Tuyet Lam – Head of the Supervisory Board:*

-Effectively fulfilled the responsibilities of the Head of the Supervisory Board in accordance with the Supervisory Board's operational regulations.

-Took the lead in drafting and implementing the Supervisory Board's annual and periodic (quarterly/monthly) control plans.

-Organized and presided over regular and ad-hoc meetings of the Supervisory Board as stipulated.

-Assigned tasks and evaluated the performance of other supervisory members.

-Led the preparation of reports by the Supervisory Board submitted to the General Meeting of Shareholders, the Board of Directors, and the General Director.

-Acted as the focal point for receiving information and documents related to the Supervisory Board's activities.

-Organized the use, circulation, and storage of documents of the Supervisory Board, ensuring confidentiality and compliance with applicable legal regulations.

-Supervised the activities of the Board of Directors and Executive Board: assessed financial statements before and after audits, and participated in monthly/quarterly/annual meetings of the Board of Directors and Executive Board.

*b) Ms. Nguyen Dieu Ly – Member of the Supervisory Board*

-Closely monitored the implementation of the resolutions of the General Meeting of Shareholders.

-Oversaw the Company's financial situation, including assessments of receivables and payables management, materials and goods liabilities, and overall inventory.



-Supervised training activities, human resource management and utilization, labor-related policies, and salary and welfare regimes for employees.

-Ensured compliance with legal regulations and internal company rules.

*c) Ms. Nguyen Thi Thu Hong – Member of the Supervisory Board*

-Monitored in detail the execution of resolutions issued by the Board of Directors.

-Oversaw compliance matters.

-Controlled and assessed the management and use of capital, supervised cash flow, analyzed key financial indicators, and forecasted potential financial risks facing the Company.

-Monitored the issuance of official documents and the Company's investment activities.

**General Assessment:**

The members have shown proactiveness in their work, effectively fulfilling their roles and responsibilities. They actively contributed opinions to the Board of Directors and Executive Board during meetings, fully carried out their assigned supervisory tasks, and successfully implemented the inspection and supervision plan.

**5. Remuneration and Operational Expenses of the Supervisory Board**

The payment and receipt of remuneration by the Supervisory Board were executed in accordance with the levels approved by the General Meeting of Shareholders (as detailed in the 2024 proposal and the projected remuneration for 2025).

**PART II – ORIENTATIONS AND TASKS FOR 2025**

In accordance with the rights and responsibilities of the Supervisory Board stipulated in the Law on Enterprises, the Company's Charter, and the mandate of the 2024 Annual General Meeting of Shareholders, the Supervisory Board sets forth its 2025 plan and action program as follows:

**1. Objective of the Plan**

-Supervise all production and business activities of the Company.

-Monitor the implementation of resolutions passed by the General Meeting of Shareholders and adherence to legal regulations.

-Evaluate the risk management system.

**2. Activity Plan**

-Continue to carry out the inspection/supervision tasks regarding the Company's management and business operations in accordance with the functions and responsibilities prescribed by the Law on Enterprises and the Company's Charter.

-Monitor compliance with legal regulations, the Company's Charter, the implementation of regulations and resolutions of the General Meeting of Shareholders, the Board of Directors, and the Executive Board.

-Inspect and supervise the Company's financial status, capital balance, and cash flow management; assess operational efficiency and debt payment capacity; oversee capital management and usage, ensure preservation and development of equity capital; monitor the implementation of the

quarterly/annual business plan; and evaluate the implementation progress and effectiveness of the Company's investment projects.

- Appraise the quarterly, semi-annual, and annual financial statements for 2025 before and after auditing.

- Coordinate with state authorities, inspection, and audit teams to supervise the management and business activities of the Company, and monitor the implementation of recommendations from inspection and audit reports.

- Supervise periodic and ad-hoc information disclosure in accordance with regulations.

- Review and address proposals from shareholders submitted to the Supervisory Board (if any).

- Oversee the implementation of the General Meeting of Shareholders' resolutions by the Board of Directors and Executive Board.

- Coordinate with the Company's leadership and departments to successfully fulfill the targets and tasks approved by the General Meeting of Shareholders.

***This concludes the Supervisory Board's 2024 Activity Report. We respectfully present it to the 2025 Annual General Meeting of Shareholders.***

**On behalf of the SUPERVISORY BOARD,**

**Chairperson**



***Nguyen Thi Tuyet Lam***





Hanoi, May 26<sup>th</sup>, 2025

## PROPOSAL

(Re: Approval of 2024 business results and audited financial statements for 2022, 2023, and 2024)

### To: The 2025 Annual General Meeting of Shareholders

#### Consutancy Design and Urban Development Joint Stock Company

- Pursuant to the Law on Enterprises No. 59/2020/QH14 dated June 17, 2020, and guiding documents;
- Pursuant to the Law on Securities No. 54/2019/QH14 dated November 26, 2019, and guiding documents;
- Pursuant to the Charter of the Consutancy Design and Urban Development Joint Stock Company (CDO);

The Board of Directors respectfully submits to the General Meeting of Shareholders for review and approval the 2024 business results and the audited financial statements for 2022, 2023, and 2024 as follows:

#### 1. Audited Financial Statements for 2022, 2023, and 2024

The complete audited financial statements for 2022, 2023, and 2024 of Consutancy Design and Urban Development Joint Stock Company have been published on the Company's website at <http://cddc.vn>, under the section Investor Relations / Financial Statements.

#### 2. Business Results for 2024

As of December 31, 2024, the key operating results of Consutancy Design and Urban Development Joint Stock Company are as follows:

Unit: VND

Item	2024	
	Consolidated Financial Statements	Separate financial statements of the parent company
Revenue from sales of goods and provision of services	22.230.523.406	0
Net operating profit	(1.842.734.916)	2.395.353.126
Net profit after tax	(1.926.359.797)	2.395.353.126

#### 3. Profit Distribution Plan for 2024

- Total profit after tax for 2024: VND (1,926,359,797)

- Undistributed profit after tax as of December 31, 2024: VND (32,131,493,729)
- Dividend payment for 2024: The Company will not distribute dividends.

We respectfully submit this for the consideration and approval of the General Meeting of Shareholders!

**Recipients:**

- *As above*
- *Board of Directors,*
- *Supervisory Board,*
- *Company archive*

**On behalf of the BOARD OF DIRECTOR**

**Chairman**



**VU DINH NHAN**





**CONSULTANCY DESIGN AND URBAN  
DEVELOPMENT JSC**

*No. 02/2025/CDO/TTr-DHĐCĐ*

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

*Ha noi, May 26<sup>th</sup>, 2025*

**PROPOSAL**

*(Re: Approval of the business plan targets for the year 2025)*

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

**Consutancy Design and Urban Development Joint Stock Company**

- Pursuant to the Law on Enterprises No. 59/2020/QH14 dated June 17, 2020, and guiding documents;*
- Pursuant to the Law on Securities No. 54/2019/QH14 dated November 26, 2019, and guiding documents;*
- Pursuant to the Charter of the Consutancy Design and Urban Development Joint Stock Company (CDO);*

The Board of Directors respectfully presents to the General Meeting of Shareholders for consideration the business plan targets for the year 2025, as follows:

Unit of measurement: Million VND

No	Target	Actual 2024	Plan 2025
1	Revenue	22.231	25.000
2	After-tax Profit	(1.926)	2.500
3	Dividend Payout Ratio	0%	0%

**Recipients:**

- As above*
- Board of Directors;*
- Company archive*

**On behalf of the BOARD OF DIRECTORS**

**Chairman**



**VU DINH NHAN**

**CONSULTANCY DESIGN AND URBAN  
DEVELOPMENT JSC**

No. 03/2025/CDO/TTr-DHĐCĐ



**SOCIALIST REPUBLIC OF VIETNAM**

**Independence – Freedom – Happiness**

Hanoi, May 26<sup>th</sup>, 2025

**PROPOSAL**

*(Re: Approval of the selection of the audit firm for the 2025 financial statements)*

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

**Consutancy Design and Urban Development Joint Stock Company**

- Pursuant to the Law on Enterprises No. 59/2020/QH14 dated June 17, 2020, and guiding documents;
- Pursuant to the Law on Securities No. 54/2019/QH14 dated November 26, 2019, and guiding documents;
- Pursuant to the Charter of the Consutancy Design and Urban Development Joint Stock Company (CDO);

In order to conduct the audit of the financial statements for the fiscal year 2025 of Consutancy Design and Urban Development Joint Stock Company, the Supervisory Board respectfully submits to the General Meeting of Shareholders the proposal for selecting an independent audit firm to perform the audit and review of the Company's financial statements for the fiscal year 2025 as follows:

**1. Proposed Criteria for Selecting an Independent Audit Firm**

- The firm must be an independent audit organization approved by the State Securities Commission and the Ministry of Finance to audit public companies and listed organizations.
- The firm should possess a team of auditors who are honest, qualified, and experienced to ensure the quality of the financial statement audit.
- Audit fees should be reasonable and commensurate with the content, scope, and schedule of the audit as required by the Company.

**2. Proposal**

Based on the above criteria, the General Meeting of Shareholders authorizes the Board of Directors to select an audit firm to perform the audit and review of the financial statements of Consutancy Design and Urban Development Joint Stock Company for the fiscal year 2025.

We respectfully submit this proposal for the consideration and approval of the General Meeting of Shareholders!

**Recipients:  
BOARD**

- As above
- Board of Directors,
- Supervisory Board,
- Company archive

**On behalf of the SUPERVISORY**

**Chairperson**

**NGUYEN THI TUYET LAM**



**CONSULTANCY DESIGN AND URBAN  
DEVELOPMENT JSC**

*No. 04/2025/CDO/TTr-DHĐCĐ*

**SOCIALIST REPUBLIC OF VIETNAM**

**Independence – Freedom – Happiness**

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*Hanoi, May 26<sup>th</sup>, 2025*

**PROPOSAL**

*(Re: Approval of remuneration for the Board of Directors and the Supervisory Board for 2025)*

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

**Consutancy Design and Urban Development Joint Stock Company**

- Pursuant to the Law on Enterprises No. 59/2020/QH14 dated June 17, 2020, and guiding documents;
- Pursuant to the Law on Securities No. 54/2019/QH14 dated November 26, 2019, and guiding documents;
- Pursuant to the Charter of the Consutancy Design and Urban Development Joint Stock Company (CDO);

The Board of Directors (“BOD”) respectfully submits to the General Meeting of Shareholders for approval the remuneration levels for the Board of Directors and the Supervisory Board (“SB”) of Consutancy Design and Urban Development Joint Stock Company for the year 2025 as follows:

- The monthly remuneration for the Chairman of the Board of Directors is VND 5,000,000, and for each other BOD member is VND 3,000,000.
- The monthly remuneration for the Head of the Supervisory Board is VND 3,000,000, and for each other SB member is VND 2,000,000.
- The total remuneration for the BOD and SB shall be accounted as business expenses of the Company in accordance with regulations on corporate income tax.

We respectfully submit this proposal for the consideration and approval of the General Meeting of Shareholders!

**Recipients:**

- *As above*
- *Board of Directors,*
- *Supervisory Board,*
- *Company archive*

**On behalf of the BOARD OF DIRECTORS**



**VU DINH NHAN**



CONSULTANCY DESIGN AND URBAN DEVELOPMENT

JOINT STOCK COMPANY



## VOTING CARD

**Delegate Attendance Code**

**CDO-.....**

**Shareholder's Name / Representative:.....**

**Number of Voting Shares:**

**..... CP**

Note:

*This voting card is valid only for the 2025 Annual General Meeting of Shareholders of the Urban Design Consulting and Development Joint Stock Company and is used for voting on the matters at the Meeting.*



**VOTING SLIP**

**At the Annual General Meeting of Shareholders in 2025**  
**Consultancy Design and Urban Development Joint Stock Company**

Name of Shareholder or Authorized Representative: .....

Number of Valid Voting Shares: ..... shares

Contact Address:

ID Card/Passport Number: ..... Date of Issue: ..... Issuing Authority: .....

**Voting Option (\*)**

No	Voting Issue	For (1)	Against (2)	No Opinion (3)
1	Report of the Board of Directors on governance and the results of the Board of Directors' activities, and individual members of the Board of Directors in 2024			
2	Report of the Supervisory Board on the Company's business results, and the results of the activities of the Board of Directors and Executive Board in 2024			
3	Self-assessment report of the Supervisory Board and individual members of the Supervisory Board on their activities in 2024			
4	Proposal to approve the 2024 business results and the audited financial statements for 2022, 2023, and 2024			
5	Proposal to approve the business plan targets for 2025			



**CONSULTANCY DESIGN AND URBAN DEVELOPMENT JOINT STOCK COMPANY**

Phone: +844 39744 168

Fax: +844 39744 068

6	Proposal to approve the selection of the audit firm for the 2025 financial statements			
7	Proposal to approve the remuneration for the Board of Directors and Supervisory Board in 2025			

(\*)*Shareholder/Authorized Representative votes by selecting ONE of the options: For, Against, or No Opinion for each voting item.*

Lam Dong, June 26, 2025  
**Shareholder/Authorized Representative**  
*(Signature and Full Name)*





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Lam Dong, June 26, 2025

No: /2025/NQ-ĐHĐCĐ

DRAFT

## RESOLUTION

### 2025 ANNUAL GENERAL MEETING OF SHAREHOLDERS

#### CONSULTANCY DESIGN AND URBAN DEVELOPMENT JOINT STOCK COMPANY

- Pursuant to the Law on Enterprises No. 59/2020/QH14 dated June 17, 2020, and its guiding documents;
- Pursuant to the Law on Securities No. 54/2019/QH14 dated November 26, 2019, and its guiding documents;
- Pursuant to the Consutancy Design and Urban Development Joint Stock Company (CDO);
- Pursuant to the Minutes of the 2025 Annual General Meeting of Shareholders of the Consutancy Design and Urban Development Joint Stock Company dated June 26, 2025;

## RESOLVES

### **Article 1. Approve and adopt the contents of the following Reports:**

- Report No. 01/2025/BC-BOD/GMS dated June 2, 2025, by the Board of Directors on the governance and performance of the Board of Directors and each member of the Board of Directors for the year 2024;
- Report No. 02/2025/CDO/BC-SC/GMS dated June 2, 2025, by the Supervisory Board on the company's business results and the performance of the Board of Directors and the Executive Board for the year 2024;
- Report No. 03/2025/CDO/BC-SC/GMS dated June 2, 2024, by the Supervisory Board on the self-assessment of the performance of the Supervisory Board and each member of the Supervisory Board for the year 2024.

### **Article 2. Approve the Business Results for the Year 2024 and the Audited Financial Statements for the Years 2022, 2023, and 2024, as follows:**

1. Approve the Audited Financial Statements for the Years 2022, 2023, and 2024  
The full audited financial statements for the years 2022, 2023, and 2024 of the *Consutancy Design and Urban Development Joint Stock Company* have been uploaded on the Company's official website at the following link: <http://cddc.vn>, under the "Shareholder Relations/Financial Reports" section.
2. Approve the Business Results for the Year 2024:

Unit: Million VND

Indicator	2024	
	CONSOLIDATED	PARENT COMPANY
Sales and Service Revenue	22.231	0
Operating Profit (Loss)	(1.843)	2.395
Net Profit (Loss) After Corporate Income Tax	(1.926)	2.395

*Detailed information as per Proposal No. 01/2025/CDO/TTr-GMS dated June 2, 2025, of the Board of Directors, which has been approved by the Annual General Meeting of Shareholders.*

**Article 3. Approve the Proposal for the Business Plan Indicators for the Year 2025.**

**Unit: Million VND**

STT	Indicator	Actual for 2024	Plan for 2025
1	Revenue	22.231	25.000
2	Net Profit (Loss)	(1.926)	2.500
3	Dividend Payout Ratio	0%	0%

*Detailed information as per Proposal No. 02/2025/CDO/TTr-CDO dated June 2, 2025, of the Board of Directors, which has been approved by the Annual General Meeting of Shareholders*

**Article 4. Approve the Proposal for the Selection of the Auditing Firm for the Financial Statements for the Year 2025.**

*Detailed information as per Proposal No. 03/2025/CDO/TTr-CDO dated June 2, 2025, of the Board of Directors, which has been approved by the Annual General Meeting of Shareholders.*

**Article 5. Approve the Proposal of the Board of Directors regarding the remuneration for the Board of Directors and the Supervisory Board for the year 2025, as follows:**

- The remuneration for the Chairman of the Board of Directors is 5,000,000 VND/month, and for each member of the Board of Directors is 3,000,000 VND/person/month.
- The remuneration for the Head of the Supervisory Board is 3,000,000 VND/month, and for each member of the Supervisory Board is 2,000,000 VND/person/month.

*Detailed information as per Proposal No. 04/2025/CDO/TTr-GMS dated June 2, 2025, of the Board of Directors, which has been approved by the Annual General Meeting of Shareholders.*

**Article 6. Implementation Clause:**

This resolution shall be effective from June 26, 2025. The members of the Board of Directors, the Supervisory Board, and the Executive Board are responsible for implementing this resolution and organizing its execution in accordance with their functions and tasks, as stipulated in the Charter





of the *Consutancy Design and Urban Development Joint Stock Company*, and the relevant laws of Vietnam.

**Recipients:**

- Board of Directors, Supervisory Board, Executive Board;
- State Securities Commission, Hanoi Stock Exchange;
- Publish on the company's website;
- Saved in Administration Dept.

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

