

Ha Noi, January 22, 2026

**REPORT  
ON CORPORATE GOVERNANCE  
year 2025**

**To:** - STATE SECURITIES COMMISSION OF VIETNAM  
- HANOI STOCK EXCHANGE

Name of the listed company : **CONSULTANCY DESIGN AND URBAN DEVELOPMENT  
JOINT STOCK COMPANY**

**Head office address:** 194 Buoï Street, Ngoc Ha Ward, Hanoi City

**Telephone:** 04.39744.168      **Fax:** 04.39744.068

**Charter capital:** VND 315,049,750,000 (Three hundred fifteen billion, forty-nine million, seven hundred fifty thousand vnd)

**Stock code:** CDO

**Governance model:** General Meeting of Shareholders, Board of Directors, Supervisory Board, and General Director

**Regarding the implementation of internal audit function:** Not yet implemented

**I. Activities of the General Meeting of Shareholders**

Information on meetings and Resolutions/Decisions of the General Meeting of Shareholders (including Resolutions passed in the form of written consultation): The Company held the 2025 Annual General Meeting of Shareholders on June 26, 2025.

Stt	Số Biên bản	Ngày	Nội dung
1	01/2025/CDO/ BB-ĐHĐCĐ Resolution No. 01/2025/NQ- ĐHĐCĐ	26/06/2025	As of the opening time, there were 10 shareholders and authorized representatives present at the General Meeting of Shareholders, holding a total of 16,585,514 shares, equivalent to 52.64% of the total voting shares. All shareholders and authorized representatives present at the 2025 Annual General Meeting of Shareholders were eligible to attend the Meeting. Pursuant to Clause 1, Article 18 of the Charter of Consultancy Design and Urban Development Joint stock Company, the 2025 Annual General Meeting of Shareholders of Consultancy Design and Urban Development Joint stock Company met the conditions to proceed.

			<p>-Approval and adoption of the contents of reports and submissions:</p> <p>+ Report No. 01/2025/BC-HĐQT/ĐHĐCĐ dated 26/05/2025 of the Board of Directors on corporate governance and operating results of the Board of Directors and each member of the Board of Directors in 2024</p> <p>+ Report No. 02/2025/CDO/BC-BKS/ĐHĐCĐ dated 26/05/2025 of the Supervisory Board on the Company's business results and on the operating results of the Board of Directors and the Board of Management in 2024.</p> <p>+ Report No. 03/2025/CDO/BC-BKS/ĐHĐCĐ dated 26/05/2025 of the Supervisory Board on the self-assessment of the operating results of the Supervisory Board and each member of the Supervisory Board in 2024.</p> <p>+ Adoption of Submission No. 01/2025/CDO/TTr-ĐHĐCĐ dated 26/05/2025 on the business results in 2024 and the audited Financial Statements for 2022, 2023, and 2024</p> <p>+ Adoption of Submission No. 02/2025/CDO/TTr-ĐHĐCĐ dated 26/05/2025 on the targets of the business plan for 2025.</p> <p>+ Adoption of Submission No. 03/2025/CDO/TTr-ĐHĐCĐ dated 26/05/2025 on the selection of the auditing firm for the 2025 financial statements.</p> <p>+ Adoption of Submission No. 04/2025/CDO/TTr-ĐHĐCĐ dated 26/05/2025 of the Board of Directors on the payment of remuneration to the Board of Directors and the Supervisory Board in 2025.</p>
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## II. Board of Directors (annual report 2025):

### 1. 1. Information on members of the Board of Directors (HĐQT):

No	Full Name	Position	Commencement / Cessation / Independent HĐQT Status	
			Date of Appointment	Date of Dismissal
1	Mr. Vu Dinh Nhan	Chairman of the Board of Directors	Re-appointed on 25/07/2024	
2	Ms. Luu Thi Nhung	Member of the Board of Directors	Re-appointed on 25/07/2024	
3	Ms. Vu Thi Mai Anh	Member of the Board of Directors	Re-appointed on 25/07/2024	



4	Ms. Tran Thi Viet Ha	Member of the Board of Directors	Re-appointed on 25/07/2024	
5	Mr. Bui Xuan Hieu	Member of the Board of Directors	Re-appointed on 25/07/2024	

## 2. Meetings of the Board of Directors

No	Full Name	Number of BOD Meetings Attended	Attendance Rate	Reason for Non-Attendance
1	Mr. Vu Dinh Nhan	8/8	100%	
2	Ms. Luu Thi Nhung	8/8	100%	
3	Ms. Vu Thi Mai Anh	8/8	100%	
4	Ms. Tran Thi Viet Ha	8/8	100%	
5	Mr. Bui Xuan Hieu	8/8	100%	

## 3. Supervision Activities of the Board of Directors over the Executive Board:

The Board of Directors holds regular meetings on a quarterly basis to evaluate the performance of the Executive Board, assess the implementation of Resolutions and Decisions issued by the Board, and review the level of achievement in business and production activities through monthly briefings and various reporting systems (including Management Reports and Financial Statements). Based on these evaluations, the Board sets out detailed plans for the upcoming month and addresses any outstanding issues in the Company's operations.

Extraordinary meetings of the Executive Board, held to make important strategic decisions, also involve members of the Board of Directors, who participate in the supervision, monitoring, and consultation process to provide guidance and direction.

The Board of Directors regularly reminds and urges the Executive Board to comply with legal regulations on periodic and ad-hoc information disclosure and reporting obligations.

## 4. Activities of Subcommittees under the Board of Directors:

The Board of Directors did not establish any subcommittees during the reporting period.

## 5. Resolutions/Decisions of the Board of Directors (annual report 2025):

No	Resolution No	Date	Content
1	01/2025/CDO/NQ-HĐQT	10/01/2025	Approval of the 2025 business and production plan
2	02/2025/CDO/NQ-HĐQT	03/03/2025	Approval of the selection of the audit firm for financial statements for 2022, 2023, and 2024
3	03/2025/CDO/NQ-HĐQT	25/03/2025	Approval of the extension of the deadline for holding the 2025 Annual General Meeting of Shareholders, no later than 30/06/2025

4	04/2025/CDO/NQ-HĐQT	29/04/2025	Approval of the convening of the 2025 Annual General Meeting of Shareholders
5	05/2025/CDO/NQ-HĐQT	26/05/2025	Approval of the time and venue for organizing the 2025 Annual General Meeting of Shareholders
6	06/2025/CDO/NQ-HĐQT	26/05/2025	Approval of the establishment of the shareholder eligibility verification committee for the 2025 AGM
7	07/2024/CDO/NQ-HĐQT	26/05/2025	Approval of the meeting agenda and related documents for the 2025 Annual General Meeting of Shareholders
8	08/2025/CDO/NQ-HĐQT	06/08/2025	Approval of the implementation of projects at subsidiary companies
9	09/2025/CDO/NQ-HĐQT	20/10/2025	Approval of the transfer of shares of Hong Ha Food Joint Stock Company
10	10/2025/CDO/NQ-HĐQT	18/12/2025	Approval of the implementation of the production and business plan for 2025

### III. The Supervisory Board:

#### 1. Information on Members of the Supervisory Board (BKS):

No	Full Name	Position	Commencement / Cessation / Independent BKS Status	Professional Qualifications
1	Ms. Nguyen Thi Tuyet Lam	Head of the Supervisory Board	Re-appointed on 25/07/2024	
2	Ms. Nguyen Thi Thu Hong	Member of the Supervisory Board	Re-appointed on 25/07/2024	
3	Ms. Nguyen Dieu Ly	Member of the Supervisory Board	Re-appointed on 25/07/2024	

#### 2. Meetings of the Supervisory Board

No	Member of the Supervisory Board	Number of Meetings Attended	Attendance Rate	Reason for Non-Attendance
1	Ms. Nguyen Thi Tuyet Lam	4/4	100%	
2	Ms. Nguyen Thi Thu Hong	4/4	100%	
3	Ms. Nguyen Dieu Ly	4/4	100%	



### 3. Supervisory Activities of the Supervisory Board over the Board of Directors, Executive Board, and Shareholders:

The Supervisory Board has conducted inspections and supervision to ensure compliance with the Enterprise Law, the Company's Charter on organization and operation, and Resolutions of the General Meeting of Shareholders in managing and operating all business activities of the Company.

It has reviewed and evaluated the performance of the Board of Directors in executing the functions and duties stipulated in the Company's Charter as well as the implementation of the Resolutions of the 2025 Annual General Meetn of Shreholders.

The Supervisory Board has appraised the business operation reports, the financial statements for the first half of 2025, and the evaluation report on the management work of the Board of Directors, preparing reports to be submitted to the 2025 Annual General Meeting of Shareholders.

It has checked and assessed the Company's key processes to identify potential risks or shortcomings, thereby proposing appropriate recommendations and solutions.

In 2025, the Supervisory Board did not receive any requests or complaints from shareholders or groups of shareholders holding shares with the ownership ratio and duration as stipulated in the Company's Charter.

### 4. Coordination Activities between the Supervisory Board and the Board of Directors, Executive Board, and Other Management Personnel:

The Supervisory Board closely collaborates with the Board of Directors and the Executive Board, providing independent opinions to ensure that decisions are optimized to maintain the rights and interests of shareholders and stakeholders.

The Board of Directors has strengthened its supervision over the activities of the Executive Board and management departments to ensure the proper implementation of the Resolutions of the General Meeting of Shareholders, the Board of Directors, and compliance with legal regulations.

### 5. Other Activities of the Supervisory Board (if any)

#### IV. Executive Board

No	Executive Board Member	Date of Birth	Professional Qualifications	Date of Appointment/Removal
1	Mr. Bui Xuan Hieu	16/08/1957	Bachelor's Degree in Management	12/04/2017

#### V. Chief Accountant

Name	Date of Birth	Professional Qualifications	Date of Appointment/Removal
Ms. Lai Minh Nguyet	05/02/1976	Master's Degree in Economics	24/03/2020

#### VI. Người phụ trách quản trị công ty

Name	Date of Birth	Professional Qualifications	Date of Appointment/Removal
Ms. Trương Thi Ngọc Ha	19/07/1988	Bachelor's Degree in International Studies	10/05/2023

#### VII. Corporate Governance Training:

Corporate governance training programs attended by members of the Board of Directors, members of the Supervisory Board, the Chief Executive Officer, other key management personnel, and the Corporate Secretary in accordance with corporate governance regulations: None

#### VIII. List of Related Persons of the Public Company (Annual Report 2025) and Transactions Between the Company and Its Related Persons

##### 1. List of Related Persons of the Company

No	Name of Organization/Individual	Securities trading account (if any)	Position at the company (if any)	ID Number, Date of Issue, Place of Issue	Registered Address / Contact Address	Start Date as a Related Person	End Date as a Related Person	Reason	Related Relationship with the Company
1	Vu Dinh Nhan		Chairman of the Board of Directors			20/09/2014			
2	Vu Thi Mai Anh		Member of the Board of Directors			20/09/2014			
3	Luu Thi Nhung		Member of the Board of Directors			20/09/2014			
4	Tran Thi Viet Ha		Member of the Board of Directors			16/08/2018			
5	Bui Xuan Hieu		Member of the Board of Directors			12/04/2017			
6	Lai Minh Nguyet		Chief Accountant			24/03/2020			
7	Nguyen Thi Tuyet Lam		Head of the Supervisory Board			12/04/2017			



8	Nguyen Thi Thu Hong		Member of the Supervisory Board			25/07/2024			
9	Nguyen Dieu Ly		Member of the Supervisory Board			25/07/2019			
10	Urban Spring Joint Stock Company		Subsidiary			07/08/2017			
11	Public Company for Urban Planning and Development Consulting		Subsidiary			09/01/2018			

**2. Transactions between the company and related parties of the company; or between the company and major shareholders, insiders, or persons related to insiders. (None)**

**3. Transactions between the company's insiders, persons related to insiders, and subsidiaries or entities controlled by the company. (None)**

**4. Transactions between the company and other parties**

4.1. Transactions between the company and any company in which a member of the Board of Directors, a member of the Supervisory Board, or the General Director (Director) has been or is currently a founding member, or a member of the Board of Directors, or the General Director (Director) within the past three (03) years (as of the reporting date). (None)

4.2. Transactions between the company and any company in which a related party of a member of the Board of Directors, a member of the Supervisory Board, or the General Director (Director) is a member of the Board of Directors or the General Director (Director) (None)

4.3. Other transactions of the company (if any) that may provide material or non-material benefits to members of the Board of Directors, members of the Supervisory Board, or the General Director (Director). (None)

**IX. Share transactions by insiders and related persons of insiders in 2025**

**1. List of insiders and related persons of insiders**

No	Full name	Securities trading account (if any)	Position at the company (if any)	ID Number, Date of Issue, Place of Issue	Registered Address / Contact Address	Số cổ phiếu sở hữu cuối kỳ	Tỷ lệ sở hữu cổ phiếu cuối kỳ	Ghi chú
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<b>I</b>	<b>Vu Dinh Nhan</b>		<b>Chairman of the Board of Directors</b>			<b>665.002</b>	<b>2.11 %</b>	
1	Vu Dinh Nghia			Deceased				
2	Le Kim Thu					434.780	1,4%	
3	Vu Thi Thuy Van					57.500	0,18 %	
<b>II</b>	<b>Vu Thi Mai Anh</b>		<b>Member of the Board of Directors</b>			<b>2</b>	<b>0%</b>	
1	Nguyen Thi Tuan					0		
2	Nguyen The Lan					0		
3	Vu Quoc Viet					0		
4	Nguyen The Lam					0		
5	Nguyen The Gia Bao					0		
<b>III</b>	<b>Luu Thi Nhung</b>		<b>Member of the Board of Directors</b>			<b>1</b>	<b>0%</b>	
1	Luu The Cuu					0		
2	Nguyen Thi Tuyet					0		
3	Nguyen Ho Diep					0		
4	Nguyen Minh Duc					0		
5	Luu The Tan					0		
<b>IV</b>	<b>Tran Thi Viet Ha</b>		<b>Member of the Board of Directors</b>			<b>0</b>	<b>0%</b>	



1	Tran Y Quang					0		
2	Dao Thi Hong Nhung					0		
3	Dinh Quang Viet Thang					0		
4	Nguyen Thi Lanh					0		
5	Dinh Quang Chap			Deceased		0		
6	Tran Thi Hong Lien					0		
7	Do Dang Khoa					0		
8	Tran Hoang Yen					0		
9	Nguyen Mong Lan					0		
10	Dinh Quang Viet					0		
11	Dinh Ha Thu					0		
12	Ha Viet Infrastructure Construction and Trading Company Limited					0		
V	Bui Xuan Hieu		Member of the Board of Directors cum Director			230	0%	
1	Bui Ba Tat			Deceased		0		



2	Ta Thi Chan					0		
3	Nguyen Thi Minh Hong					0		
4	Bui Binh Nguyen					0		
5	Bui Binh Minh					0		
6	Bui Thi Chen					0		
7	Bui Xuan Cach					0		
8	Bui Thi Kien					0		
9	Do Van Hoa					0		
10	Le Ngoc Tuan					0		
11	Nguyen Thi Dung					0		
<b>VI</b>	<b>Lai Minh Nguyet</b>		<b>Chief Accountant</b>			<b>0</b>	<b>0%</b>	
1	Do Van Thien					0		
2	Do Thanh Loan					0		
3	Do Thanh Lam					0		
<b>VI I</b>	<b>Nguyen Thi Tuyet Lam</b>		<b>Head of the Supervisory Board</b>			<b>0</b>	<b>0%</b>	
1	Nguyễn Văn Được					0		
2	Nguyen Thi Sau					0		
3	Nguyen Thi Duc					0		
4	Nguyen Thi Bich Thao					0		
5	Tran Ngoc Tu					0		

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6	Tran Ngoc Duy					0		
7	Tran Duy Tung					0		
8	Tran Ngoc Thang							
9	Nguyen Thi Bang							
10	Duong Van Dieu							
11	Dao Ngoc Thanh							
<b>VI II</b>	<b>Nguyen Thi Thu Hong</b>		<b>Member of the Supervisory Board</b>			<b>2</b>	<b>0%</b>	
1	Nguyen Thi Sau					0	0%	
2	Nguyen Thi Thu Bich					0		
3	Nguyen Thi Tuoi					0		
4	Nguyen Tai Nguyen					0		
<b>IX</b>	<b>Nguyen Dieu Ly</b>		<b>Member of the Supervisory Board</b>			<b>0</b>	<b>0%</b>	
1	Nguyen Quang Minh					0		
2	Nguyen Minh Tuan					0		
3	Nguyen Khanh An					0		
4	Nguyen Van Quang					0		



5	Khuc Thi Dau					0		
6	Nguyen Quang Duy					0		
7	Nguyen Thi Dung					0		
8	Nguyen Phung Son			Deceased				
9	Nguyen Thi Thu Hien					0		
10	Nguyen Thi Phuong Thao					0		

**2. Transactions by insiders and related persons involving the company's shares (*none*)**

**X. Other matters to note (*none*)**

**CHAIRMAN OF THE BOARD OF  
DIRECTORS**

**(Signed and sealed)**



**VU DINH NHAN**

