

REPORT ON CORPORATE GOVERNANCE SITUATION
(Promulgated with the Circular No. 96/2020/TT-BTC dated November 16, 2020
By the Minister of Finance)

SONG DA CORPORATION
SONG DA URBAN INVESTMENT
CONSTRUCTION AND DEVELOPMENT
JOINT STOCK COMPANY

SOCIALIST REPUBLIC OF VIETNAM
Independence - Freedom - Happiness

No.: 02/BC-HDQT

Hanoi, January 30, 2026

REPORT
On corporate governance situation
(In 2025)

To:

- The State Securities Commission;
- The Stock Exchange.

- Company name: Song Da Urban Investment Construction and Development Joint Stock Company
- Head office address: No. 19 Truc Khe Street, Lang Ha Ward, Ba Dinh District, Hanoi.
- Tel: 0243 552 6354 Fax: 0243 552 6348 Email:
- Charter capital: **200,000,000,000 VND**.
- Stock symbol: **SDU**
- Corporate governance model:
 - + General Meeting of Shareholders, Board of Directors, Board of Supervisors, and General Director/Director.
- Internal audit function implementation: 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 of the General Meeting of Shareholders adopted in the form of consulting opinion in writing):

No.	Resolution/Decision No.	Date	Content
01	09/NQ-DHDCD	08/09/2025	Annual General Meeting of Shareholders 2025

II. Board of Directors (Report 2025):

1. Information about members of the Board of Directors (BOD):

No.	Member of the BOD	Position	Start/end date of membership in the BOD/Independent BOD
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		<i>(Independent members of the Board of Directors, Non-executive members of the Board of Directors)</i>	Date of appointment	Date of dismissal
1	Mr. Hoang Van Anh	Chairman		
2	Mr. Pham Duc Thanh	Non-executive member of the BOD		
3	Mr. Nguyen The Loi	Non-executive member of the BOD		
4	Mr. Hoang Viet Phuong	Non-executive member of the BOD		
5	Mr. Vu Tuan Nhat	Independent member of the BOD		

2. Meetings of the Board of Directors:

No.	Member of the BOD	Number of BOD's meetings attended	Attendance rate	Reasons for absence
1	Mr. Hoang Van Anh	05	100%	
2	Mr. Pham Duc Thanh	05	100%	
3	Mr. Nguyen The Loi	05	100%	
4	Mr. Hoang Viet Phuong	05	0%	
5	Mr. Vu Tuan Nhat	05	0%	

3. Supervisory activities of the Board of Directors towards the Board of Directors:

- Projects initiated before obtaining investment project approval are reviewed and approved by the Board of Directors, ensuring compliance with regulations and the procedural order for basic construction investment, including associated work content and values.
- Measures for directing and managing production and business activities, as proposed by the General Director, are reviewed and approved by the Board of Directors collectively, ensuring objectivity and leveraging the collective intelligence of its members.
- Regularly direct, monitor, and assess the company's various activities, conduct inspections, and receive quarterly production and business performance reports from the General Director, and promptly addressing arising issues.
- For contracts of significant value requiring approval and decision by the Board of Directors, the BOD shall consider and issue a resolution for approval before assigning it to the General Director for signature and implementation.

- Coordinate with the Company's Board of Supervisors to re-evaluate the contractor selection results submitted by the General Director to ensure compliance with the provisions of law and the Company's Charter.

- Direct and supervise the General Director and the executive apparatus in strictly implementing the regulations, laws and decisions of the Board of Directors.

4. Activities of the subcommittees under the Board of Directors (If any): Due to current practical needs, the Company has not established subcommittees under the Board of Directors.

5. Resolutions/Decisions of the Board of Directors (In 2025):

No.	Resolution/Decision No.	Date	Content	Approval rate
1	01A/NQ-HĐQT	06/01/2025	Approval granted for extension of lease term and reduction of rent for business premises at SDU Building – 143 Tran Phu.	100%
2	02A/NQ-HĐQT	15/01/2025	Approval of the construction cost estimate for the project to renovate and rebuild the X1-26 Lieu Giai apartment complex.	100%
3	02B/NQ-HĐQT	20/01/2025	Approval of the business plan for the project to renovate and rebuild the X1-26 Lieu Giai apartment complex.	100%
4	02C/NQ-HĐQT	04/03/2025	Regular meeting of the 1 st Quarter of 2025	100%
5	01/NQ-HĐQT	10/03/2025	Approval of adjustments to the investment policy for the construction of the Green Diamond Independent Housing Project (foreign name: Green Diamond)	100%
6	03/NQ-HĐQT	26/3/2025	Approval granted for the sale of remaining apartments in the X1-26 Lieu Giai apartment complex renovation and reconstruction project.	100%
7	03A/NQ-HĐQT	09/4/2025	Approval granted for the sale of office space on the 5th and 6th floors of the X1-26 Lieu Giai apartment complex renovation and reconstruction project.	100%

No.	Resolution/Decision No.	Date	Content	Approval rate
8	04/NQ-HĐQT	12/5/2025	Approval of loans for production and business activities.	100%
9	05/NQ-HĐQT	17/6/2025	Approval of contract value adjustment for the sale of office space on the 5th and 6th floors of the X1-26 Lieu Giai apartment complex renovation and reconstruction project.	100%
10	06/NQ-HĐQT	23/6/2025	Approval of the selection of the auditing firm for the 2025 financial statements.	100%
11	07/NQ-HĐQT	26/6/2025	Regular meeting of the 2 th Quarter of 2025	100%
12	09/NQ-HĐQT	08/9/2025	Resolution of the Annual General Meeting of Shareholders 2025	100%
13	09A/NQ-HĐQT	08/10/2025	Approval of the lease plan for the ground floor space – SDU Building, 143 Tran Phu Street	
14	09B/NQ-HĐQT	15/10/2025	Regular meeting of the 4 th Quarter of 2025	
15	10/NQ-HĐQT	10/11/2025	Approval of the construction cost estimate for the project to renovate and rebuild the X1-26 Lieu Giai apartment complex.	
16	10A/NQ-HĐQT	10/11/2025	Approval of the business plan for the project to renovate and rebuild the X1-26 Lieu Giai apartment complex.	
17	11/NQ-HĐQT	23/12/2025	Approval of the credit application at Tien Phong Commercial Bank.	
18	12/NQ-HĐQT	25/12/2025	Approval of the lease plan for basement level 1 + basement ramp 1, basement level 2 + basement ramp 2 – SDU Building 143 Tran Phu	

III. Board of Supervisors/Audit Committee (In 2025):

1. Information about members of Board of Supervisors/ Audit Committee:

No.	Members of the Board of Supervisors/ Audit Committee	Position	Start/end date of membership in the Board of Supervisors/Audit Committee	Qualification
1	Mr. Hoang Ngoc Doanh	Head of the Board of Supervisors	27/4/2017	Bachelor of Finance and Accounting
2	Ms. Ha Thi Lan	Member of the Board of Supervisors	27/4/2017	Bachelor of Finance and Accounting
3	Mr. Doan Hung Truong	Member of the Board of Supervisors	29/6/2023	Bachelor of Finance and Accounting

2. Meetings of the Board of Supervisors/ Audit Committee

No.	Members of the Board of Supervisors/ Audit Committee	Number of meetings attended	Attendance rate	Voting rate	Reasons for absence
1	Mr. Hoang Ngoc Doanh	Head of the Board of Supervisors	05	100%	
3	Ms. Ha Thi Lan	Member of the Board of Supervisors	05	100%	
4	Mr. Doan Hung Truong	Member of the Board of Supervisors	05	100%	

3. Supervisory activities of the Board of Supervisors towards the Board of Directors, the Executive Board and shareholders:

The Board of Supervisors performs its duties on behalf of shareholders to control all business, management and operation activities of the Company.

Maintain regular monthly and quarterly control work in accordance with the Company's charter and the operating regulations of the Board of Supervisors, taking prevention and control as the main goal, ensuring that the Company's operations always comply with the provisions of the Law and the Law on Enterprises, contributing to the unit's increasingly developing and achieving high production and business efficiency, ensuring the interests of shareholders and the rights of employees. Specifically, in 2025, Board of Supervisors has carried out the following monitoring activities:

- Review and appraise the production and business performance report, the Financial Statements 2025, and the report submitted to the Annual General Meeting of Shareholders 2025.
- Review the quarterly Financial Statements.

- Review the production and business performance situation of the quarters.
- Check and review the Company's documents and accounting books, the debt collection situation, the situation of capital mobilization and use, business management of costs of the Company's ongoing projects and sales plans.
- Check the progress of the Company's projects.

4. Coordination of activities between the Board of Supervisors/Audit Committee with the activities of the Board of Directors, the Executive Board and other managers

- Attend meetings of the Board of Directors and contribute opinions on the Company's production and business activities.
- Coordinate activities well with the Board of Directors, the Executive Board and other managers through regular monthly and quarterly inspection activities.

5. Other activities of the Board of Supervisors/Audit Committee (if any): No other activities

IV. Executive Board

No.	Members of the Executive Board	Date of birth	Qualification	Date of appointment/ dismissal of members of the Executive Board
1	Mr. Trinh Xuan Thuy	18/11/1975	Master of Business Administration	21/10/2022
2	Mr. Nguyen Duc Thu	11/6/1972	Electrical Engineer	16/9/2019

V. Chief Accountant

Full name	Date of birth	Qualification	Date of appointment/ dismissal
Ms. Nguyen Ngoc Huyen	14/7/1985	Bachelor of Finance and Accounting	24/6/2022

VI. Corporate governance training:

Corporate governance training courses attended by members of the Board of Directors, the Board of Supervisors, the Executive Director (General Director), other managers and the Company Secretary as required under corporate governance regulations:

In 2025, members of the Board of Directors, members of the Board of Supervisors, the Executive General Director, other managers and the Secretary of the Board of Directors will not participate in any corporate governance training courses.

VII. List of related persons of the public company (Report 2025) and transactions of related parties of the company with the Company itself

1. List of related persons of the company

No.	Name of organization/ individual	Position at the company (if any)	Start date of being a related person	End date of being a related person	Reason	Relationship with the Company
1	Song Da Corporation					
2	Hoang Van Anh	Chairman of the BOD				
3	Pham Duc Thanh	Member of the BOD				
4	Nguyen The Loi	Member of the BOD				
5	Hoang Viet Phuong	Member of the BOD				
6	Vu Tuan Nhat	Member of the BOD				
7	Trinh Xuan Thuy	General Director				
8	Nguyen Duc Thu	Deputy General Director				
9	Nguyen Ngoc Huyen	Chief Accountant				

Note: Owner's Certificate* No.: ID Card/Passport No. (for individuals) or Business Registration Certificate No., Operating License or equivalent legal documents (for organizations).

2. Transactions between the company and related persons of the company; or between the company and major shareholders, insiders, related persons of insiders: None

Note: Owner's Certificate* No.: ID Card/Passport No. (for individuals) or Business Registration Certificate No., Operating License or equivalent legal documents (for organizations)

3. Transactions between company insiders, related persons of insiders and subsidiaries or companies controlled by the company

4. Transactions between the company and other entities

4.1. Transactions between the company and companies in which members of the Board of Directors, members of the Board of Supervisors, and Director (General Director), and other managers have been and are founding members or members of the Board of Directors, Executive Directors (General Directors) within the past three (03) years (calculated at the time of preparing the report): None

4.2. Transactions between the company and companies in which related persons of members of the Board of Directors, members of the Board of Supervisors, and Director (General Director), and other managers are members of the Board of Directors, and Executive Director (General Director): None

4.3. Other transactions of the company (if any) that may bring material or non-material benefits to members of the Board of Directors, members of the Board of Supervisors, and Directors (General Directors), and other managers: None

VIII. Transactions of shares by insiders and related persons of insiders (Semi-annual report/annual report)

1. List of insiders and related persons of insiders

No	Full name	Position at the company (if any)	Number of shares owned at the end of the period	Percentage of shares owned at the end of the period	Notes
1	Hoang Van Anh	Chairman of the BOD	4,998,000	24.99%	
	Hoang Viet Tuong		300,000	1.50%	
	Hoang Van Ke		6,000	0.03%	
	Pham Thi Hai		0	0.00%	
	Hoang Thi Phuong Thuy		210,000	1.05%	
2	Pham Duc Thanh	Member of the BOD	0	0.00%	
3	Nguyen The Loi	Member of the BOD	200,000	1.00%	
4	Hoang Viet Phuong	Member of the BOD	0	0.00%	
5	Vu Tuan Nhat	Member of the BOD	0	0.00%	
6	Hoang Ngoc Doanh	Head of the Board of Supervisors	0	0.00%	
7	Ha Thi Lan	Member of the Board of Supervisors	0	0.00%	
8	Doan Hung Truong	Member of the Board of Supervisors	0	0.00%	
9	Trinh Xuan Thuy	General Director	8,700	0.04%	
10	Nguyen Duc Thu	Deputy General Director	0	0.00%	
11	Nguyen Ngoc Huyen	Chief Accountant	0	0.00%	

2. Transactions of the insiders and related persons in the company's shares: None.

IX. Other notes

Recipients:

- As above
- Filing: HCTH, KTKT

CHAIRMAN OF THE BOARD OF DIRECTORS

(Sign, full name and seal)



CHỦ TỊCH HĐQT
Hoàng Văn Anh

LIST OF INSIDERS AND PERSONS (INDIVIDUALS, ORGANIZATIONS) RELATED TO INSIDERS

No.	Stock symbol	Full name	Position at the company	Relationship with the insider
Number(10)	Varchar(10)	Varchar(50)	Varchar(100)	Varchar(100)
1	SDU	Hoang Van Anh	Chairman of the Board of Directors	
1.01	SDU	Hoang Van Dinh		Father
1.02	SDU	Trinh Thi Khai		Mother
1.03	SDU	Pham Luong		Father-in-law
1.04	SDU	Hoang Thi Ngoc		Mother-in-law
1.05	SDU	Pham Thi Hai		Wife
1.06	SDU	Hoang Thi Phuong Thuy		Daughter
1.07	SDU	Nguyen Ngoc Phuong		Son-in-law
1.08	SDU	Hoang Le Thanh Lam		Daughter
1.09	SDU	Nguyen Dinh Uoc		Son-in-law
1.10	SDU	Hoang Le Thanh Thanh		Daughter
1.11	SDU	Hoang Thi Phuong Linh		Daughter
1.12	SDU	Vuong Minh Hoa		Son-in-law
1.13	SDU	Hoang Viet Tuong		Younger brother
1.14	SDU	Hoang Thi Bon		Younger sister-in-law
1.15	SDU	Hoang Van Ke		Younger brother
1.16	SDU	Bui Thi Quynh Nga		Younger sister-in-law
1.17	SDU	Hoang Viet Phuong		Younger brother
1.18	SDU	Bui Thi Thu Hanh		Younger sister-in-law
1.19	SDU	Hoang Viet Dung		Younger brother
1.20	SDU	Do Thi Minh Huyen		Younger sister-in-law
1.21	SDU	Hoang Van Phuc		Elder brother
1.22	SDU	Do Thi Chin		Elder sister-in-law
1.23	SDU	Pham Minh Hung		Younger brother of wife
1.24	SDU	Pham Thi Minh Huong		Younger sister of wife
1.25	SDU	Pham Minh Hieu		Younger brother of wife



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No.	Stock symbol	Full name	Position at the company	Relationship with the insider
Number(10)	Varchar(10)	Varchar(50)	Varchar(100)	Varchar(100)
1.26	SDU	Pham Minh Dung		Younger brother of wife
2	SDU	Pham Duc Thanh	Member of the Board of Directors	
2.01	SDU	Pham Duc Thuan		Father
2.02	SDU	Do Thi Van Giang		Mother
2.03	SDU	Tran Dinh Mang		Father-in-law
2.04	SDU	Nguyen Thi Nhung		Mother-in-law
2.05	SDU	Tran Thuy Ha		Wife
2.06	SDU	Pham Hoang Yen		Daughter
2.07	SDU	Pham Van Khanh		Daughter
2.08	SDU	Pham Duc Tri		Son
2.09	SDU	Pham Thi Lan		Younger sister
2.10	SDU	Pham Thi Thao		Younger sister
2.11	SDU	Pham Duc Hung		Husband of younger sister
2.12	SDU	Le Hong Son		Husband of younger sister
3		Nguyen The Loi	Member of the Board of Directors	
3.01	SDU	Nguyen Duc Luong		Father
3.02	SDU	Do Thi Mui		Mother
3.03	SDU	Hoang Van Dinh		Father-in-law
3.04	SDU	Trinh Thi Khai		Mother-in-law
3.05	SDU	Hoang Thi Thuy		Wife
3.06	SDU	Nguyen The Duc		Son
3.07	SDU	Nguyen Thuy Duong		Daughter
4	SDU	Hoang Viet Phuong		
4.01	SDU	Hoang Van Dinh		Father
4.02	SDU	Trinh Thi Khai		Mother
4.03	SDU	Bui Xuan Thuy		Father-in-law
4.04	SDU	Bui Thi Nhan		Mother-in-law
4.05	SDU	Bui Thi Thu Hanh		Wife
4.06	SDU	Hoang Bao Long		Son
4.07	SDU	Hoang Phu An		Son
5	SDU	Vu Tuan Nhat	Member of the Board of Directors	
5.01	SDU	Vu Van Thanh		Father
5.02	SDU	Vu Thanh Thuy		Mother
5.03	SDU	Bui Van Thanh		Father-in-law
5.04	SDU	Nguyen Thi Nhan		Mother-in-law
5.05	SDU	Vu Phuong Dong		Younger sister

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No.	Stock symbol	Full name	Position at the company	Relationship with the insider
Number(10)	Varchar(10)	Varchar(50)	Varchar(100)	Varchar(100)
5.06	SDU	Bui Thanh Liem		Anh vợ
5.07	SDU	Bui Mai Huong		Wife
5.08	SDU	Vu Phuong Thao		Daughter
5.09	SDU	Vu Tuan Minh		Son
6	SDU	Hoang Ngoc Doanh	Head of the Board of Supervisors	
6.01	SDU	Hoang Van Tuyen		Father
6.02	SDU	Le Thi Oanh		Mother
6.03	SDU	Ta Van Quang		Father-in-law
6.04	SDU	Nguyen Thi Xuyen		Mother-in-law
6.05	SDU	Ta Thi Nhung		Wife
6.06	SDU	Hoang Huyen Trang		Daughter
6.07	SDU	Hoang Bao Han		Daughter
6.08	SDU	Hoang Thi Duyen		Younger sister
6.09	SDU	Hoang Minh Tham		Younger sister
6.10	SDU	Hoang Ngoc Sinh		Younger brother
7	SDU	Ha Thi Lan	Member of the Board of Supervisors	
7.01	SDU	Ha Van Nghi		Father
7.02	SDU	Nguyen Thi Binh		Mother
7.03	SDU	Nguyen Dang Huynh		Father-in-law
7.04	SDU	Pham Thi Choe		Mother-in-law
7.05	SDU	Nguyen Thanh Dang		Husband
7.06	SDU	Nguyen Dang Khanh		Son
7.07	SDU	Nguyen Ha My Linh		Daughter
7.08	SDU	Ha Van Ngoc		Elder brother
7.09	SDU	Ha Thi Thuy		Elder sister
7.10	SDU	Ha Duc Hung		Elder brother
7.11	SDU	Ha Thi Huong		Younger sister
8	SDU	Doan Hung Truong	Member of the Board of Supervisors	
8.01	SDU	Doan Hung Son		Father
8.02	SDU	Dao Thi Thao		Mother
8.03	SDU	Doan Thi Phuong		Younger sister
8.04	SDU	Doan Ngoc Minh Chau		Daughter
8.05	SDU	Doan Truong Phuc		Son
9	SDU	Trinh Xuan Thuy	General Director	
9.01	SDU	Trinh Xuan Chi		Father
9.02	SDU	Hoang Thi Minh Tuyen		Mother
9.03	SDU	Tran Minh Thai		Father-in-law
9.04	SDU	Vu Thi Kim Thanh		Mother-in-law
9.05	SDU	Tran Thi Thu Trang		Wife
9.06	SDU	Trinh Dang Quang		Son

No.	Stock symbol	Full name	Position at the company	Relationship with the insider
Number(10)	Varchar(10)	Varchar(50)	Varchar(100)	Varchar(100)
9.07	SDU	Trinh Duc Vuong		Son
9.08	SDU	Trinh Thi Kim Que		Younger sister
9.09	SDU	Trinh Thi Van Khanh		Younger sister
9.10	SDU	Vu Thanh Kien		Husband of younger sister
9.11	SDU	Truong Van Quang		Husband of younger sister
10	SDU	Nguyen Duc Thu	Deputy General Director	
10.1	SDU	Nguyen Thung		Father
10.2	SDU	Ho Thi Dung		Mother
10.3	SDU	Vu Van Thuoc		Father-in-law
10.4	SDU	Dinh Thi Gai		Mother-in-law
10.5	SDU	Nguyen Xuan Tung		Elder brother
10.6	SDU	Nguyen Xuan Bach		Elder brother
10.7	SDU	Hoang Thi Hang		Elder sister-in-law
10.8	SDU	Doan Thi Lien		Elder sister-in-law
10.9	SDU	Vu Hoang Anh		Wife
10.10	SDU	Nguyen Ngoc Huy		Son
10.11	SDU	Nguyen Minh Ngoc		Son
11	SDU	Nguyen Ngoc Huyen	Chief Accountant	
11.01	SDU	Nguyen Huu Chien		Father
11.02	SDU	Le Thi Hue		Mother
11.02	SDU	Nguyen Manh Thang		Younger brother
11.03	SDU	Hoang Thu Trang		Younger sister-in-law
11.04	SDU	Phan Nhat Phong		Son
11.05	SDU	Phan Hong Minh		Daughter

FOUNDER



Tong Van Tuong

ORGANIZATION



CHỦ TỊCH HĐQT

Hoàng Văn Anh