

**RESOLUTION  
2026 ANNUAL GENERAL MEETING OF SHAREHOLDERS**

**GENERAL MEETING OF SHAREHOLDERS  
TRANSPORT ENGINEERING DESIGN INC.**

*Based on the Enterprises Law No. 59/2020/QH14 and subsequent guiding documents;*

*Based on the Charter on Organization and Operation of Transport Engineering Design Inc. (TEDI);*

*Based on the Regulations on Conducting TEDI General Meeting of Shareholders approved by General Meeting of Shareholders (GMS) at 2026 Annual GMS held on 08/5/2026;*

*Based on the Reports and Submission Letters by Board of Management (BOM) and Board of Supervisors (BOS) at 2026 Annual GMS;*

*Based on the Minutes of TEDI 2026 Annual GMS dated 08/5/2026.*

**RESOLVES**

**Article 1. Approve the following:**

1. Report on BOM 2025 performance results and 2026 activity plan;
2. Report on BOS 2025 performance results and 2026 activity plan;
3. TEDI 2025 separate and consolidated financial statements audited by AASC with the following major norms:

*Unit: Dong*

No.	Norm	Separate financial statement		Consolidated financial statement	
		2024	2025	2024	2025
1	Total assets	688,380,200,012	912,196,626,560	1,296,530,925,661	1,753,821,129,256
	- Short term assets	561,483,921,655	784,060,131,598	1,202,935,012,099	1,665,906,451,610
	- Long term assets	126,896,278,357	128,136,494,962	93,595,913,562	87,914,677,646
2	Total revenue:	678,813,672,084	888,344,782,637	1,370,259,779,171	1,809,723,225,022
	- Main business	654,503,960,449	863,560,100,194	1,362,471,663,279	1,796,371,834,054
	- Financial activities	23,995,074,935	24,555,568,424	7,350,463,514	12,079,608,092
	- Others	314,636,700	229,114,019	437,652,378	1,271,782,876
3	Before-tax profit	66,045,019,512	86,177,078,335	110,410,444,887	152,141,758,439
4	After-tax profit:	56,881,677,844	72,429,629,771	86,840,703,204	120,804,941,243
	- Parent Co. Shareholders	56,881,677,844	72,429,629,771	63,559,079,504	90,383,825,240
	- Minority shareholders	-	-	23,281,623,700	30,421,116,003
5	Basic earnings/share	x	x	5,085	7,224
6	Investment in fixed assets	13,917,827,034	6,503,499,630	17,849,625,539	11,563,128,192

4. 2025 after-tax profit distribution plan of Parent Company:

- Dividend (2,000 VND/share):	25,000,000,000 VND
- Bonus fund for Corporate Managers (5% of after-tax profit):	3,621,000,000 VND
- Sale-based bonus fund (5% of after-tax profit):	3,621,000,000 VND
- Bonus and welfare fund (15% of after-tax profit):	10,864,000,000 VND
- Undistributed after-tax profit this year:	29.323.629.771 VND
<b>Total:</b>	<b>72,429,629,771 VND</b>

5. Settlement of remuneration for BOM and BOS members in 2025:

Unit: Dong

No.	Full name	Position	Approved estimate	Settlement for 2025	Amount paid in 2025	Final payment
<b>I.</b>	<b>Board of Management</b>					
1	Phạm Hữu Sơn	Chairman	200,400,000	200,400,000	200,400,000	-
2	Đào Ngọc Vinh	Vice Chairman	180,000,000	180,000,000	180,000,000	-
3	Đỗ Thị Phương Lan	Member	160,800,000	160,800,000	160,800,000	
4	Mutsuya MORI	Member	160,800,000	160,800,000	160,800,000	-
5	Nhữ Đình Hòa	Member	160,800,000	160,800,000	160,800,000	-
<b>II.</b>	<b>Board of Supervisors</b>					
1	Võ Tùng Hưng	Head	40,000,000	40,000,000	40,000,000	-
2	Phạm T. Lan Hương	Head	80,000,000	80,000,000	80,000,000	-
3	Ngô Nam Hà	Member	80,400,000	80,400,000	80,400,000	-
4	Phan Lê Bình	Member	80,400,000	80,400,000	80,400,000	-
<b>III</b>	<b>Total</b>		<b>1,143,600,000</b>	<b>1,143,600,000</b>	<b>1,143,600,000</b>	<b>-</b>

6. 2026 business plan:

Unit: Million VND

No	Norm	Consolidated data			Parent Company data		
		2025 result	2026 plan	(%)	2025 result	2026 plan	(%)
1	Total asset value	1,753,821	1,500,000	85.5	912,197	790,000	86.6
2	Total revenue	1,809,723	1,600,000	88.4	888,345	800,000	90.1
3	Before-tax profit	152,142	130,829	86.0	86,177	80,300	93.2
4	After-tax profit:	120,805	104,038	86.1	72,430	68,440	94.5
	- Parent Co. shareholders	90,384	76,476	84.6	72,430	68,440	94.5
	- Minority shareholders	30,421	27,562	90.6	-	-	-
5	Basic earnings/share	7,224	6,000	83.1	x	x	x
6	Investments in fixed assets	11,563	25,828	223.4	6,503	11,538	177.4

7. 2026 after-tax profit distribution plan:

(According to Parent Company business results)

- Dividend: 2,000 VND/share.

- Bonus fund for BOM, BOS, Executive Board: Not more than 5% and 3% of after-tax profit for Class-A company and Class-B company respectively, in which 50% as bonus for BOM and BOS; 50% as bonus for Executive Board (General Director & Deputy General Directors and Chief Accountant).
- Sale-based bonus fund: Not more than 5% if the company is ranked Class A and having revenue 4 times higher than owners' equity
- Bonus and welfare fund: Not more than 15% after-tax profit.
- Undistributed after-tax profit: The remaining amount.

8. Estimated remuneration fund for BOM and BOS members in 2026:

No.	Position	Q'ty	Coefficient	Person-months	Monthly rate (VND)	Annual remuneration (VND)
1	BOM Chairman	1	1.0	12	20,300,000	243,600,000
2	BOM VC - GD	1	0.9	12	18,300,000	219,600,000
3	BOM Member	3	0.8	36	16,200,000	583,200,000
4	Head of BOS	1	0.6	12	12,200,000	146,400,000
5	BOS Member	2	0.4	24	8,100,000	194,400,000
	<b>Total</b>	<b>8</b>		<b>96</b>		<b>1,387,200,000</b>

*The actual remuneration of BOM and BOS members will be adjusted according to 2026 business results of Parent Company.*

9. Authorize TEDI BOM to select one of the following 3 auditing companies to audit 2026 financial statements:

- 1) An Viet;
- 2) AASC;
- 3) Ernst & Young Vietnam.

10. Approve the adjustment of investment decision for Building Complex Project at No. 10 Trung Kinh with detailed Resolution as attached.

11. Approve the orientation of TEDI Development Strategy in 2026-2035 Period and Vision to 2050 with detailed Resolution as attached.

**Article 2.** Approve the dismissal of BOS member and election of additional BOS member for Term III (2024-2029) with details as follows:

1. Dismissal of BOS member for Term III (2024-2029) of TEDI based on the resignation letter of Ms. Phạm Thị Lan Hương;
2. Number of additional members to be elected to BOS for Term III (2024-2029): 01 member.

**Article 3.** Approve the election result of additional BOS member for Term III (2024-2029) of TEDI with details as follows:

1. Mr. Ngô Phạm Đức Trình.

**Article 4. Implementation clause.**

GMS authorize TEDI BOM and BOS to direct and monitor the implementation of the Resolution in accordance with the Laws and TEDI Charter.

Members of BOM, BOS, Executive Board, relevant individuals and units are under obligation to execute this Resolution in accordance with the Laws and TEDI Charter.

**Article 5. Effectiveness.**

The Resolution consists of four (04) pages made in Vietnamese and English with the same validity. In case of disputes arisen or discrepancies found between the Vietnamese and English versions, the Vietnamese version shall prevail.

This Resolution is approved by GMS and becomes effective from 08/5/2026./.

***Recipients:***

- As in Article 4;
- Shareholders;
- TEDI Website;
- File.

**ON BEHALF OF  
GENERAL MEETING OF SHAREHOLDERS  
CHAIRPERSON**



**Pham Huu Son**