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Hanoi, 3rd April 2025

**REPORT
OPERATIONAL RESULTS OF THE BOARD OF SUPERVISORS
SONG DA CORPORATION - JSC**

Submitted to: The 2025 Annual General Meeting of Shareholders

Pursuant to the functions and duties of the Board of Supervisors as stipulated in the Law on Enterprises and the Charter of Song Da Corporation – JSC, the Board of Supervisors of Song Da Corporation – JSC hereby reports to the General Meeting of Shareholders on its operational results for the year 2024 as follows:

I. ACTIVITIES OF THE BOARD OF SUPERVISORS

1. Information on the Board of Supervisors:

The Board of Supervisors of Song Da Corporation – JSC for the 2023 - 2028 term comprises the following members:

NO.	MEMBERS	POSITION	APPOINTMENT
1	Nguyen Van Thang	Head Of The Board of Supervisors	09 June 2023
2	Tong Quang Vinh	Member of the Board of Supervisors	09 June 2023
3	Ha Tuan Linh	Member of the Board of Supervisors	09 June 2023

2. Activities of the Board of Supervisors:

In 2024, the members of the Board of Supervisors of the Corporation fulfilled their assigned duties effectively, exercising their rights and obligations in accordance with the law and the Corporation's Charter. The Board of Supervisors developed an annual activity plan, assigned specific responsibilities to each member, held regular meetings, and carried out inspections and supervision in line with the functions, duties, and powers prescribed in the Corporation's Charter and the Law on Enterprises. The Board also monitored the implementation of the Resolutions of the Annual General Meeting of Shareholders. Specifically:

2.1. Supervision of the Board of Management and the General Director in the management and operation of the Corporation, with a focus on the following areas:

- The exercise of rights and obligations by the Board of Management and the General Director, as well as the responsibilities of the Corporation's management in accordance with applicable laws, the Charter, and the Resolutions of the General Meeting of Shareholders.

- The implementation of the Resolutions of the General Meeting of Shareholders; the issuance of resolutions and decisions by the Board of Management and the effectiveness, legality, and compliance of their execution with the law and the Corporation's Charter.

- The completion and implementation of the Restructuring Plan of Song Da Corporation – JSC for the 2023 - 2028 period.

- Capital recovery activities: Recovery of receivables (such as from Ha Long Cement, Viet Lao Power, etc.); finalisation and settlement of contracts at construction sites and projects (such as Xekaman 3, Xekaman 1 hydropower projects, etc.).

- Market development and job-seeking efforts: Seeking investment opportunities in hydropower, renewable energy, and other domestic and international projects to leverage Song Da's existing resources.

- Development and issuance of a system of processes and regulations for managing capital investment outside the enterprise: Implementing solutions to enhance the performance of subsidiaries and associates through the Corporation's capital representatives at these subsidiaries and affiliates (especially those operating in construction and installation sectors).

2.2. Review of the reasonableness, legality, reliability, and prudence in the management and operation of business activities; assessment of the systematic nature, consistency, and appropriateness of the Corporation's accounting, statistical, and financial reporting practices.

2.3. Engagement with the independent audit firm: Supervision of the review audit of the Corporation's semi-annual financial statements for the first six months of 2024, and the year-end audit of the 2024 financial statements. Evaluation of the audit report and management letter issued by the independent audit firm.

2.4. Appraisal of the completeness, legality, and truthfulness of the following reports: the Corporation's annual and semi-annual business performance reports; annual and semi-annual financial statements; the Board of Management's report on corporate governance. The appraisal report was submitted at the Annual General Meeting of Shareholders of the Corporation.

2.5. Review, inspection, and assessment of the effectiveness and efficiency of the Corporation's internal control system, internal audit, risk management, and early warning mechanisms.

2.6. Participation in meetings of the Board of Management and other meetings of the Corporation (upon invitation), with active engagement in discussions.

2.7. Reporting the operational results of the Board of Supervisors at the Annual General Meeting of Shareholders.

2.8. Exercising other rights and duties in accordance with the Law on Enterprises, the Charter of the Corporation, and Resolutions of the General Meeting of Shareholders.

During the supervision process, when deficiencies or shortcomings were identified in the Corporation's operations, or when investee enterprises in which the Corporation holds equity showed signs of financial instability, the Board of Supervisors issued written notifications to the Board of Management of the Corporation. The purpose was to instruct relevant individuals, organisations, and capital representatives of the Corporation at those enterprises to promptly develop and immediately implement measures to address the deficiencies and shortcomings in the Corporation's operations. These measures were also aimed at preventing and remedying risks, financial insecurity, and weaknesses in the management and administration of the investee enterprises.

II. OPERATIONAL RESULTS

1. Evaluation of the management and administration of the Corporation's business activities, with a focus on the following areas:

1.1. Implementation of the business and production plan:

In 2024, the Corporation still faced many difficulties. These came not only from outside pressures due to major changes in the business environment, but also from internal problems within the Corporation itself. Some long-standing issues from before the equitisation process have been gradually resolved, but there are still problems that cannot yet be completely fixed. The Corporation continued to struggle with restructuring financial investments, recovering debts, and finding new business opportunities.

Faced with these challenges, the Board of Management and the General Director made strong efforts to find solutions, focus on removing obstacles, and firmly direct business activities. This included work on project acceptance and payment, capital recovery, and marketing and bidding for new jobs throughout the Corporation. As a result, some positive progress was made. The 2024 business performance report of Song Da Corporation – JSC submitted to the General Meeting of Shareholders gives a true picture of the Corporation's actual operations. The results are as follows:

No.	ITEMS	UNIT	2024 PLAN		2024 ACTUAL		COMPLETION RATE	
			Whole Corp.	Parent Co.	Whole Corp.	Parent Co.	Whole Corp.	Parent Co.
1	Total production and business value	VND bn	6,800	1,360	6,886	1,398	101%	103%
2	Revenue	VND bn	6,600	1,345	6,420	1,390	97%	103%
3	Payment to State budget	VND bn	530	50	586	37	111%	74%
4	Accounting profit before tax	VND bn	620	470	992	485	160%	103%

1.2. Contract settlement at construction sites and projects:

The Corporation has been focusing on resolving outstanding issues with project owners. It is currently working with the investor to address issues concerning project acceptance, payment, and final settlement at the Xekaman 1 hydropower project; however, progress on this matter remains slow.

1.3. Debt recovery:

Despite considerable efforts, the debt recovery work of the Corporation and its subsidiaries operating in the construction sector remains slow, due to many difficulties and issues related to documentation, and the project owners' lack of funding for payment. The value of work-in-progress and receivables is still very high, making it difficult for the Corporation and its construction subsidiaries to balance cash inflows with the capital needs for business and investment activities.

1.4. Completion and implementation of the Restructuring Plan of Song Da Corporation – JSC for the 2023–2028 period:

The Restructuring Plan for Song Da Corporation – JSC for the 2023 - 2028 period has been approved and communicated for implementation.

2. Results of the appraisal of the 2024 Financial Statements of the Corporation:

After objectively and comprehensively reviewing all aspects related to the Corporation's financial position, and analysing and assessing the financial information, the Board of Supervisors makes the following comments and evaluations:

2.1. On the quality and reliability of the financial statements: The 2024 standalone financial statements of Song Da Corporation – JSC and the consolidated financial statements were audited by UHY Auditing and Consulting Co., Ltd. According to the independent auditor:

- The separate financial statements present fairly, in all material respects, the financial position of Song Da Corporation – JSC as at 31 December 2024, as well as the results of its operations and its cash flows for the financial year then ended, in accordance with Vietnamese Accounting Standards (VAS), the Vietnamese Corporate Accounting System, and relevant legal regulations on the preparation and presentation of financial statements.

- The consolidated financial statements received a qualified audit opinion in relation to two consolidated subsidiaries: Song Da 4 and Song Da 6. The auditor also included an emphasis of matter regarding the financial statements of certain consolidated subsidiaries, which contain material uncertainties that may cast significant doubt on their ability to continue as going concerns. Except for the effects of the matter described above, the consolidated financial statements present fairly, in all material respects, the consolidated financial position of Song Da Corporation – JSC as at 31 December 2024, as well as the consolidated results of operations and consolidated cash flows for the financial year then ended, in accordance with Vietnamese Accounting Standards (VAS), the Vietnamese Corporate Accounting System, and relevant legal regulations on the preparation and presentation of consolidated financial statements.

2.2. Assessment of the financial position and potential risks: In 2024, the Corporation basically fulfilled the key targets approved by the Annual General Meeting of Shareholders, ensured profitability, and preserved and increased the capital of the shareholders. The financial difficulties and legacy issues from the pre-equitisation period are gradually being resolved. The Corporation's financial outlook is expected to become more stable over time.

However, certain financial risks still remain for Song Da Corporation – JSC. The Corporation's assets are mainly concentrated in receivables and financial investments, many of which are currently illiquid, leading to high risk exposure. Capital recovery from projects (such as hydropower projects under Viet Lao Power, and other projects initiated and tendered by subsidiaries) and receivables from Ha Long Cement, Viet Lao Power, etc., remains very slow. Some external equity investments have low or no returns. Several dividend and profit distributions have been overdue for many years and remain uncollected (for each of these specific issues, the Board of Supervisors has provided comments either directly in meetings or in written reports to the Board of Management). This situation has significantly impacted the Corporation's business operations, financial position, and especially the subsidiaries operating in the construction and installation sector.

3. Results of supervision over the Board of Management, the General Director, and other executives of the Corporation:

In 2024, the Board of Management, the General Director, and other executives of the Corporation operated within their powers and responsibilities as stipulated in the Corporation's Charter; complied with legal regulations; and properly carried out corporate governance duties. However, the progress in completing the system of internal regulations and management procedures remains slow.

The meetings of the Board of Management (with the Board of Supervisors invited to attend) were conducted in accordance with regulations and focused on key matters related to the implementation of the General Meeting of Shareholders' Resolutions. Resolutions and decisions issued by the Board of Management were appropriate to actual conditions, meeting governance needs and the Corporation's business development. The Board of Management provided direction and guidance to the General Director in executing the annual business plan in accordance with the resolutions of the General Meeting of Shareholders and in preparing plans and matters under its authority.

The General Director of the Corporation implemented the resolutions of the General Meeting of Shareholders and the resolutions and decisions of the Board of Management in line with assigned functions, duties, and authority.

Given the Corporation's ongoing difficulties and unresolved issues, the Board of Management and the General Director have conducted serious reviews, identified internal weaknesses, and proposed specific measures to boost business operations, address financial problems, and gradually improve the Corporation's performance.

4. Results of the assessment of coordination between the Board of Supervisors and the Board of Management, and the General Director of the Corporation:

In 2024, the Board of Supervisors was provided with favourable conditions by the Board of Management and the General Director in accessing information on the Corporation's business operations and financial position. The Board of Management, the Board of Supervisors, and the General Director maintained good coordination in managing, operating, and supervising the Corporation's business activities, as well as monitoring the operations of enterprises in which the Corporation holds shares or contributed capital.

The Board of Supervisors attended meetings of the Board of Management and the General Director (when invited), and provided opinions in accordance with its functions, duties, and powers. All recommendations made by the Board of Supervisors were acknowledged and implemented.

III. RECOMMENDATIONS OF THE BOARD OF SUPERVISORS

In 2024, the Board of Management and the General Director of the Corporation made great efforts to maintain stability, gradually resolve long-standing issues, and basically fulfilled the targets approved by the Annual General Meeting of Shareholders. In order to ensure that Song Da Corporation – JSC operates in a stable, efficient, and increasingly sustainable manner in the coming years, the Board of Supervisors makes the following urgent recommendations:

1. Develop a detailed plan for the implementation of the Restructuring Plan of Song Da Corporation – JSC for the 2023 - 2028 period.

2. Strengthen capital recovery efforts to avoid capital losses or erosion; minimise the risk of capital and assets being appropriated, and maximise the mobilisation of financial resources for the expansion of business and investment activities across the Corporation. Specifically:

- More decisive and effective measures are needed to recover outstanding receivables from: Ha Long Cement, Viet Lao Power, Su Pan 2, Licogi, etc.

- Focus on resolving documentation-related issues and accelerate acceptance, final settlement, and contract liquidation processes with project owners at sites such as: Xekaman 1, Xekaman 3 hydropower projects, etc.

- Instruct the capital representatives of the Corporation at subsidiaries and associates to actively lead capital recovery efforts. For uncooperative or deliberately delaying debtors, legal action should be taken - particularly in the case of project owners or main contractors related to works and projects that subsidiaries or associates have independently sourced and won through bidding.

3. Strengthen the restructuring and streamlining of the organisational structure, in parallel with modernising corporate governance and improving the quality of human resources. Finalise the system of internal regulations and management procedures in line with the Corporation's governance model.

4. Focus on market development and job-seeking activities; actively participate in bidding for domestic and international projects, with priority given

to construction and civil engineering—Song Da’s core business sectors. Explore and pursue investment opportunities in hydropower or renewable energy projects, both domestically and abroad, to make full use of the Corporation’s existing resources.

5. Organise reviews and evaluations of the performance and accountability of the Corporation’s capital representatives at underperforming or loss-making subsidiaries and associates. Based on these assessments, propose effective solutions to improve governance, enhance business performance, and ensure the preservation and growth of the Corporation’s invested capital in these enterprises.

IV. 2025 OPERATIONAL PLAN OF THE BOARD OF SUPERVISORS OF THE CORPORATION

The Board of Supervisors will develop and implement a work plan for inspection and supervision in accordance with its functions, duties, and powers as stipulated in the Law on Enterprises and the Charter of Song Da Corporation – JSC. Specifically:

1. Supervise the Board of Management and the General Director in the management and operation of the Corporation, with a focus on:

- The exercise of powers and responsibilities by the Board of Management, the General Director, and the Corporation’s management in accordance with legal regulations, the Charter of the Corporation, and the Resolutions of the General Meeting of Shareholders.

- The implementation of the Resolutions of the General Meeting of Shareholders; the issuance of resolutions and decisions by the Board of Management, and their execution to ensure effectiveness, compliance with laws, and alignment with the Corporation’s Charter.

- Restructuring and streamlining the organisational structure and reforming corporate governance. Finalise the system of internal regulations and management procedures in accordance with the Corporation’s governance model.

- Capital recovery: Recover outstanding receivables (e.g., Ha Long Cement, Viet Lao Power, etc.); finalise and settle contracts at construction sites and projects (e.g., Xekaman 3, Xekaman 1 hydropower projects).

- Market development and job-seeking activities: Seek investment opportunities in hydropower, renewable energy, and other domestic and international projects to make full use of Song Da’s existing resources.

- Implement solutions to improve the performance of subsidiaries and associates through the capital representatives at these enterprises, especially those operating in the construction sector.

- Carry out other key assigned tasks.

2. Review the reasonableness, legality, truthfulness, and prudence in the management and operation of business activities; assess the systematic nature, consistency, and appropriateness of the Corporation’s accounting, statistical work, and preparation of financial statements.

3. Work with the independent audit firm; supervise the audit of the

Corporation's 2024 financial statements and the review audit of the semi-annual financial statements for the first half of 2025.

4. Appraise the completeness, legality, and truthfulness of the following reports:

- The Corporation's annual and semi-annual business performance reports;
- The Corporation's annual and semi-annual financial statements;
- The Board of Management's report on corporate governance.

Present the appraisal report at the Annual General Meeting of Shareholders of the Corporation.

5. Review contracts and transactions with related parties that fall under the approval authority of the Board of Management or the General Meeting of Shareholders, and provide recommendations on contracts or transactions requiring such approvals.

6. Review, inspect, and evaluate the effectiveness and efficiency of the Corporation's internal control system, internal audit function, risk management, and early warning mechanisms.

7. Examine the accounting books, accounting records, and other documents of the Corporation, as well as its management and operational activities, when deemed necessary or as requested under a Resolution of the General Meeting of Shareholders, or at the request of a shareholder or group of shareholders as provided for in the Law on Enterprises and the Charter of the Corporation.

8. Recommend to the Board of Management or the General Meeting of Shareholders measures to amend, supplement, or improve the structure for managing, supervising, and operating the Corporation's business activities.

9. Attend and participate in discussions at meetings of the General Meeting of Shareholders, the Board of Management, and other meetings of the Corporation (when invited).

10. Conduct specific inspections of matters related to the management and operation of the Corporation at the request of shareholders.

11. Monitor the Corporation's financial position and the compliance with legal regulations by members of the Board of Management, the General Director, and other executives in the course of their activities.

12. Review, extract, and make copies of part or all of the declarations concerning the list of related persons and related interests as stipulated in Clauses 1 and 2, Article 164 of the Law on Enterprises.

13. Monitor the Corporation's external investments. Supervise the activities of the capital representatives of the Corporation at enterprises in which the Corporation holds shares or contributed capital. Assess the effectiveness and the extent to which the Corporation's invested capital is preserved and developed, including the status of dividends and profit distributions received from these enterprises.

14. Conduct direct or indirect inspections and supervision of the parent company, subsidiaries, and associates of the Corporation (if deemed necessary).

Monitor the implementation status of recommendations made by the Board of Supervisors of the Corporation.

15. Report on the operational results of the Board of Supervisors at the Annual General Meeting of Shareholders.

16. Exercise other rights and perform other duties as prescribed by the Law on Enterprises, the Charter of the Corporation, and the Resolutions of the General Meeting of Shareholders.

The above is the Report on the 2024 Operational Results and the 2025 Work Plan of the Board of Supervisors of Song Da Corporation – JSC. The Board of Supervisors respectfully submits this report to the General Meeting of Shareholders for review and approval.

Respectfully!

Recipients:

- As stated above,
- Board of Management, Board of Supervisors of the Corporation,
- Archives: Board of Supervisors, Office.

**ON BEHALF OF THE BOARD OF SUPERVISORS
HEAD OF THE BOARD OF SUPERVISORS**



Nguyen Van Thang



