

# DOCUMENTS

**HANOI, MAY 2026**

No: 260410.05 / TB-TEDI

*Hanoi, 10 April 2025*

**INVITATION  
TO 2026 ANNUAL GENERAL SHAREHOLDERS MEETING  
TRANSPORT ENGINEERING DESIGN INC.**

**(Stock code: TED)**

**To: Shareholders**

Board of Management of Transport Engineering Design Inc. (TEDI) with stock code TED respectfully invites the shareholders to attend 2026 Annual General Shareholders Meeting with details as follows:

- 1. Time:** 8:30 a.m. Friday, **8<sup>th</sup> May 2026**.
- 2. Location:** Sports and Culture Hall, Transport Engineering Design Inc., 278 Ton Duc Thang, O Cho Dua Ward, Hanoi City.
- 3. Meeting contents:** As in the attached agenda.
- 4. Meeting documents:** Documents of 2026 Annual General Shareholders Meeting are posted on TEDI website: [www.tedi.vn](http://www.tedi.vn).

**5. Participants:**

Shareholders with their names on the List of shareholders finalized on **8<sup>th</sup> April 2026** by Vietnam Securities Depository and Clearing Corporation (VSDC).

Shareholders who cannot attend the Meeting may authorize other persons to attend it (using the attached Form). The authorized persons are not allowed to further authorize others.

**6. Register to attend the Meeting:**

- 6.1** For the success of the Meeting and well-organized reception, shareholders are kindly requested to confirm their participation/authorization by mail or fax sent to the following before **5:00 p.m. on 5<sup>th</sup> May 2026**:

Human Resources Department of Transport Engineering Design Inc., 278 Ton Duc Thang – O Cho Dua Ward - Dong Da District - Hanoi City.

Phone: 024. 38519567      Fax: 024.38514980

Email: [hoidongquantritedi@gmail.com](mailto:hoidongquantritedi@gmail.com)

*Please contact Mr. Võ Hoàng Hà - Human Resource Department for further information, Phone: 0438519567; Cell phone: 0949521666.*

6.2 Should any shareholder not be able to attend the Meeting in person, he may authorize the Organizing Committee who have accepted the authorization for attending the Meeting, with details as follows:

- (1) Mr. Nguyễn Công Tâm: ID No. 040074000555 issued on 24/7/2021 by Department for Administrative Management on Social Order.
- (2) Mr. Võ Hoàng Hà: ID No. 001068014568 issued on 20/7/2018 and by Department for Administrative Management on Social Order.

6.3 Shareholders shall bear all necessary costs required for them to attend the Meeting.

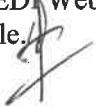
6.4 For attending the Meeting, shareholders are required to present the following papers: Invitation to the Meeting, personal identification papers (ID card, passport, etc.), authorization letter (in case of being authorized to attend the Meeting), copy of ID card of the authorized person.

The presence of shareholders at the Meeting is highly appreciated.

Thank you!

**Recipients:**

- As above;
- BOM - BOS;
- General Director;
- TED Website;
- File.



**ON BEHALF OF BOARD OF MANAGEMENT**

**CHAIRMAN**



**Pham Huu Son**



**LIST OF DOCUMENTS**  
**2026 ANNUAL GENERAL MEETING OF SHAREHOLDERS**  
**TRANSPORT ENGINEERING DESIGN INC.**

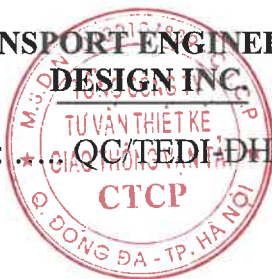
1. Agenda of 2026 Annual General Meeting of Shareholders;
2. Regulations on Conducting the General Meeting of Shareholders;
3. Report by Board of Management at 2026 Annual General Meeting of Shareholders;
4. Submission Letter by Board of Management requesting for approval by General Meeting on the following:
  - 1) Report on 2025 performance result and 2026 activity plan of Board of Management;
  - 2) 2025 audited financial statements;
  - 3) 2025 profit distribution plan;
  - 4) Settlement of remuneration of Board of Management and Board of Supervisors members in 2025;
  - 5) 2026 business plan;
  - 6) 2026 profit distribution plan;
  - 7) Estimated remuneration of Board of Management and Board of Supervisors members in 2026;
5. Submission Letter by Board of Management on the adjustment of investment decision for Building Complex Project at No. 10 Trung Kinh;
6. Submission Letter by Board of Management on the orientation of TEDI Development Strategy in 2026-2035 Period with Vision to 2050;
7. Report by Board of Supervisors at 2026 Annual General Meeting of Shareholders;
8. Submission letter by Board of Supervisors on selecting auditing company for the audit of 2026 financial statements;
9. Draft Resolution of 2026 Annual General Meeting of Shareholders;
10. Draft Resolution by General Meeting approving the adjustment of investment decision for Building Complex Project at No. 10 Trung Kinh;
11. Draft Resolution by General Meeting approving the orientation of TEDI Development Strategy in 2026-2035 Period with Vision to 2050;
12. Form of letter of confirmation or authorization to attend General Meeting of Shareholders;
13. Forms of voting ballot and voting card;
14. Summary of 2025 audited financial statements.

**AGENDA**  
**2026 ANNUAL GENERAL MEETING OF SHAREHOLDERS**  
**TRANSPORT ENGINEERING DESIGN INC.**

**Time: 1/2 day, Friday, 8<sup>th</sup> May 2026**

<b>Time</b>	<b>Content</b>	<b>Performed by</b>
8:30-9:00	<ul style="list-style-type: none"> <li>- Welcoming guests, delegates, shareholders</li> <li>- Checking shareholders' status, make the list of shareholders present at the General Meeting</li> </ul>	Organizing Committee Shareholders' Status Verification Committee
9:00-10:45	<ul style="list-style-type: none"> <li>- Conducting flag ceremony</li> <li>- Stating the reasons, introducing the delegates</li> <li>- Introducing the Chairing Board and Shareholders' Status Verification Committee</li> </ul>	Organizing Committee
	Reporting the results of status verification of shareholders attending the General Meeting	Shareholders' Status Verification Committee
	Opening of the General Meeting	Chairperson
	<ul style="list-style-type: none"> <li>- Appointing the Secretariat</li> <li>- Approving the General Meeting Agenda</li> <li>- Approving the Regulations on Conducting the General Meeting</li> <li>- Electing the Vote Counting Committee</li> </ul>	Chairing Board
	<ul style="list-style-type: none"> <li>- Report by Board of Management</li> <li>- Submission Letter by Board of Management on the issues presented to General Meeting for approval</li> <li>- Submission Letter by Board of Management on the adjustment of investment decision for Building Complex Project at No. 10 Trung Kinh</li> <li>- Submission Letter by Board of Management on the orientation of TEDI development strategy in 2026-2035 with vision to 2050</li> </ul>	Chairing Board
	<ul style="list-style-type: none"> <li>- Report by Board of Supervisors</li> <li>- Submission Letter by Board of Supervisors on selecting auditing company for the audit of 2026 financial statements</li> </ul>	Head of Board of Supervisors
	General Meeting discusses the issues presented in reports and submission letters by Board of Management and Board of Supervisors	Chairing Board
	General Meeting votes to approve the issues presented to General Meeting	Vote Counting Committee
10:45-11:00	Coffee break	
11:00-11:30	Announcing the results of the vote counting to approve the issues presented at the General Meeting	Head of Vote Counting Committee
	Draft Minutes of Meeting, Resolution	Secretariat
	Approving the Minutes of Meeting, Resolution	Chairing Board
	Closing of the General Meeting	Chairing Board

**ORGANIZING COMMITTEE**

*Hanoi, 8<sup>th</sup> May 2026*

## **REGULATIONS**

### **ON CONDUCTING 2026 ANNUAL GENERAL MEETING OF SHAREHOLDERS**

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#### **CHAPTER I**

#### **GENERAL PROVISIONS**

##### **Article 1: Scope of application**

These regulations are used for holding 2026 Annual General Meeting of Shareholders (General Meeting) of Transport Engineering Design Inc. (hereinafter referred to as TEDI).

**Article 2:** These Regulations specifically stipulate the rights and obligations of shareholders and parties participating in the General Meeting, conditions and procedures for conducting the General Meeting.

**Article 3:** Shareholders and participants are responsible for complying with the provisions of these Regulations.

#### **CHAPTER II**

#### **CONDITIONS FOR PARTICIPATION IN THE GENERAL MEETING**

##### **Article 4: Conditions for participation in the General Meeting**

An individual shareholder or authorized representative of an institutional shareholder whose name is on the list of shareholders on the closing date for attending the General Meeting has the right to directly attend the General Meeting or authorizes another person to attend the General Meeting.

#### **CHAPTER III**

#### **RIGHTS AND OBLIGATIONS OF SHAREHOLDERS AND PARTIES PARTICIPATING IN THE GENERAL MEETING**

##### **Article 5: Rights and obligations of shareholders or authorized representatives**

1. Shareholders or authorized representatives have the right to attend the General Meeting and vote on all issues of the General Meeting in accordance with the provisions of the Charter on Organization and Operation of TEDI, Enterprises Law and other relevant legal documents.

2. At the General Meeting, each shareholder or authorized representative attending the General Meeting must present their IDs (or other provable identification documents), Invitation Letter, Power of Attorney (if any) to the Shareholders' Status Verification Committee and receive Voting Cards, Voting Ballots (with the shareholder code and number of shares with voting rights).

3. Shareholders or authorized representatives who arrive late at the General Meeting have the right to register, participate and vote immediately at the General Meeting, but the Chairman shall not stop the General Meeting and the validity of the voting that has been conducted will not be affected.

4. Shareholders or authorized representatives must comply with the provisions of these Regulations, the direction of Chairperson and respect the results of the General Meeting.

- During the General Meeting, shareholders leaving the meeting hall must ask for permission from the Chairperson of the General Meeting.
- During the General Meeting, shareholders must comply with the instructions by the Chairperson of the General Meeting, behave properly, and shall not cause disorder.
- Shareholders must maintain the confidentiality, discipline in their speech, proper use and preservation of documents, and shall not copy them or take recording for people outside the General Meeting without the permission of Chairperson of the General Meeting.
- A person authorized to attend the General Meeting shall not re-authorize another person to attend the General Meeting.

5. Stating comments at the General Meeting: Shareholders register their comments with the Chairperson of the General Meeting (via the Secretariat of the General Meeting), raise hands and state comments upon the acceptance by the Chairperson of the General Meeting Chairman. Time for a shareholder stating his comments should not exceed 5 minutes, the comments should be concise, avoiding duplication.

#### **Article 6: Rights and obligations of the Shareholders' Status Verification Committee**

1. The Shareholders' Status Verification Committee is decided by TEDI Board of Management.

2. Duties of the Shareholders' Status Verification Committee:

- Check the status of shareholders or authorized representatives attending the General Meeting: Check the IDs (or other provable identification documents), Invitation Letter, Authorization Letter (if any).
- Provide meeting documents (if any) to shareholders or authorized representatives of shareholders.
- Prepare and report to the General Meeting the results of checking shareholders' status attending the General Meeting.

#### **Article 7: Rights and obligations of the Chairing Board and the Secretariat**

1. Chairperson and members of the Chairing Board include 3 people: Chairman of Board of Management; Vice Chairman of Board of Management cum General Director and 01 member of Board of Management. Chairman of Board of Management is the Chairperson of the General Meeting. Chairing Board has the function to control the General Meeting.

2. Decisions by the Chairing Board on matters of sequences, procedures or events arising outside the agenda of the General Meeting shall be of the highest enforcement. The Chairing Board shall take actions deemed necessary to conduct the General Meeting in a valid and orderly manner and reflect the wishes of the majority of shareholders and

shareholder representatives attending the General Meeting; Guide the shareholders in implementing the General Meeting agenda and discussions; Submit proposals for discussion and conclusion on necessary issues for the General Meeting of Shareholders to vote; Answer questions requested by the General Meeting of Shareholders.

3. Without consulting the General Meeting, Chairing Board may at any time postpone the General Meeting to another time or place (in accordance with the provisions of TEDI Charter and Enterprises Law) upon finding that:

- The conduct of those present at the General Meeting prevents or is likely to prevent the orderly conduct of the General Meeting;
- The delay is necessary so that the General Meeting may be properly conducted.

4. The Secretariat of General Meeting is introduced by the Chairperson of the General Meeting and performs the following tasks as assigned by Chairing Board: Record the contents of the General Meeting in full and truthfully; Assist the Chairperson in announcing draft documents, conclusions, Resolutions of the General Meeting and notices of the Chairperson to shareholders upon request; Receive registration forms for stating comments from shareholders.

#### **Article 8: Rights and obligations of the Vote Counting Committee**

1. The Vote Counting Committee is nominated by the Chairperson and approved by the General Meeting of Shareholders, consisting of 01 Head and a number of members.

2. Duties of the Vote Counting Committee:

- Instruct how to use Voting Cards, Voting Ballots;
- Check and supervise the voting by shareholders and shareholder representatives;
- Organize vote counting;
- Prepare minutes of vote counting;
- Return the Minutes and all voting forms to the Chairperson of the General Meeting.

### **CHAPTER IV SEQUENCE OF THE GENERAL MEETING**

#### **Article 9: Conditions for holding the General Meeting**

The General Meeting is held when the number of shareholders attending the General Meeting represents more than 50% of the total number of shares with voting rights, according to the list of shareholders on the closing date prepared by the Vietnam Securities Depository and Clearing Corporation (VSDC).

#### **Article 10: Method to conduct the General Meeting**

1. The General Meeting is expected to last for half a day.
2. The General Meeting will discuss and approve the issues specified in the General Meeting agenda.

#### **Article 11: Approval of the General Meeting Decision**

Issues are approved at the General Meeting if approved by at least fifty percent (50%) or more of the total votes of shareholders with voting rights present at the General Meeting in person or through authorized representatives.



### **Article 12: Minutes of the General Meeting**

All contents of the General Meeting must be recorded in the Minutes by the Secretariat. The Minutes of General Meeting are read and approved before closing the General Meeting and kept according to regulations.

## **CHAPTER V IMPLEMENTATION CLAUSE**

**Article 13:** These Regulations consist of 5 chapters and 13 articles, approved on 08/5/2026 and takes effect upon approval by the General Meeting.

### ***Recipients:***

- Shareholders;
- BOM - BOS;
- Organizing Committee;
- Related Committees;
- File./.

**ON BEHALF OF BOARD OF MANAGEMENT  
CHAIRMAN**

**Pham Huu Son**

No: 260410.01 BC/TEDI-HĐQT

*Hanoi, 10 April 2026*

**ANNUAL REPORT BY BOARD OF MANAGEMENT  
ON 2025 PERFORMANCE RESULT AND 2026 ACTIVITY PLAN  
At 2026 Annual General Meeting of Shareholders  
3<sup>rd</sup> Session, Term III (2024-2029)**

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To: General Meeting of Shareholders

Pursuant to the Charter on Organization & Operation of Transport Engineering Design Inc. (TEDI) and relevant legal regulations, TEDI Board of Management respectfully reports to the General Meeting of Shareholders on 2025 performance result and 2026 activity plan as follows:

**PART I  
2025 PERFORMANCE RESULT**

**I. GENERAL:**

Amidst the challenging global economic landscape, and with the decisive efforts of the Government, ministries, and provinces and cities in the final year of the 2021-2025 term, Vietnam's economy in 2025 experienced a strong recovery with impressive GDP growth exceeding 8%, an economic size of approximately US\$514 billion, rising to the top 32 in the world and officially entering upper-middle income group.

With the motto of "Discipline and responsibility, proactive and timely action, streamlined and efficient, accelerated breakthroughs", Ministry of Construction directed decisive and coordinated efforts across all sectors, successfully completing its tasks with industry growth exceeding 9%, contributing 1.96 percentage points to the national GDP. A notable achievement is the acceleration of expressway infrastructure development, setting a record for key national projects, completing the entire North-South expressway from Cao Bang to Ca Mau; completing 3,345 km of main expressway routes and 458 km of interchanges and access roads (bringing the total length of expressways nationwide to 3,803 km); completing 1,586 km of national highways and 1,701 km of coastal roads, contributing to expanding regional and inter-regional economic space; and completing several projects and welcoming the first flights at Long Thanh International Airport on 19/12/2025.

As a leading consulting firm in Vietnam in the field of transportation infrastructure, TEDI participated in most of the key national and priority projects of the transportation sector, contributing to improving transportation infrastructure, strengthening connectivity, and creating strong momentum for the development of the country in general and provinces/cities in particular.

2025 is marked by exceptional growth in TEDI's business operations. Consolidated revenue reached VND 1,810 billion, exceeding the strategic target for 2017-2026 period by VND 210 billion. Particularly, TEDI had breakthrough development in railway sector

with the implementation of numerous national and urban railway projects, bringing railway sector to account for over 10% of total contract value signed in 2025.

## **II. BOARD OF MANAGEMENT MEMBERS:**

List of Board of Management (BOM) members in Term III (2024-2029):

- 1) Mr. Pham Huu Son - BOM Chairman, fulltime;
- 2) Mr. Dao Ngoc Vinh - BOM Vice Chairman, General Director;
- 3) Mr. Mutsuya Mori - BOM Member, no-executive;
- 4) Ms. Do Thi Phuong Lan - BOM Member, non-executive;
- 5) Mr. Nhu Dinh Hoa - Independent BOM Member, non-executive.

## **III. PERFORMANCE RESULT OF BOARD OF MANAGEMENT:**

### **3.1. General Meeting of Shareholders:**

#### ***a) Annual General Meeting of Shareholders:***

2025 Annual General Meeting of Shareholders was held on 08/05/2025. A summary of 2025 General Meeting of Shareholders' Resolution is as follows:

No.	Resolution	Date	Description
1	13-NQ/TED I-ĐHĐCĐ	08/5/2025	<p>Approved the following:</p> <ol style="list-style-type: none"> <li>1. Annual report of Board of Management;</li> <li>2. Annual report of Board of Supervisors;</li> <li>3. 2024 audited separate and consolidated financial statements;</li> <li>4. 2024 after-tax profit distribution plan;</li> <li>5. Settlement of remuneration for BOM and BOS members in 2024;</li> <li>6. 2025 business plan;</li> <li>7. 2025 profit distribution plan;</li> <li>8. Estimated remuneration for BOM and BOS members in 2025;</li> <li>9. List of 3 auditing firms for 2025 financial statements;</li> <li>10. Decision on investment in Building Complex Project at No. 10 Trung Kinh.</li> </ol> <p>Rearranged personnel of Board of Supervisors for Term III (2024-2029):</p> <ol style="list-style-type: none"> <li>1. Dismissal of Mr. Vo Tung Hung.</li> <li>2. Election of Ms. Pham Thi Lan Huong as a replacement</li> </ol>

#### ***b) Irregular General Meeting of Shareholders: None***

#### ***c) Request for written opinions of shareholders: None***

### **3.2. Board of Management meetings and request for written opinions of BOM members:**

#### ***a) BOM meetings:***

In 2025, BOM held four regular meetings to consider and decide matters within its authority, with the participation of BOS members. These meetings were conducted in accordance with the procedures stipulated in the Enterprises Law, TEDI's Charter, and related regulations; all voting items received high consensus.

No.	BOM member	No. of meetings attended	% of meeting participation	Reason for not attending BOM meetings
1	Mr. Phạm Hữu Sơn	04/04	100%	
2	Mr. Đào Ngọc Vinh	04/04	100%	
3	Mr. Nhữ Đình Hòa	04/04	100%	
4	Mr. Mutsuya MORI	04/04	100%	
5	Ms. Đỗ Thị Phương Lan	04/04	100%	

***b) Request for written opinions of BOM members:***

To consider and resolve issues under BOM authority arising between two meetings, BOM organized 28 times to collect written opinions from BOM members. The organization of collecting opinions from BOM members and issuing Resolutions was implemented in accordance with provisions of Clause 16, Article 35, TEDI Charter.

**3.3. Decisions by Board of Management:**

BOM issued decisions and documents within its authority during the year, ensuring the compliance with the procedures prescribed in TEDI Charter.

- On production and business activities:
  - + Approved 2025 detailed business plan after General Meeting of Shareholders issued approving Resolution.
  - + Issued directives to Capital Representatives to implement BOM resolutions and decisions and the requirements by State management agencies.
  - + Approved 2025 internal audit plan.
- On corporate governance:
  - + Approved the time to close the list of shareholders exercising the right to receive dividends in 2024;
  - + Amended internal governance regulations and rules: Regulations on KPI, Salary and Bonus, Emulation and Reward;
  - + Rearranged TEDI Capital Representatives in the subsidiaries and changing the authorized capital ratios to the Capital Representatives;
  - + Nominated personnel to join BOM and BOS in a number of subsidiaries;
  - + Sent Corporate Managers and Executives to overseas business trips.

**3.4. Evaluation of the implementation of Resolution by 2025 GMS**

In 2025, BOM fully implemented the assigned tasks according to Resolution No. 13 NQ/TEDI-DHĐCĐ dated 08/05/2025 by GMS, specifically as follows:

***a) General evaluation***

TEDI continued to comprehensively review, update, and supplement internal regulations and rules, improving the efficiency and effectiveness of the management by BOM and Executive Board; implementing restructuring of some subsidiaries; focusing on building a high-quality workforce, innovating business operations and governance; paying attention to the well-being of employees and ensuring the rights of shareholders.

Projects undertaken by TEDI ensured quality and timely completion, meeting customer requirements. TEDI brand and reputation continued to be affirmed, gaining trust from customers and partners, and maintaining and developing its market share. Many big contracts were signed and implemented.

BOM properly fulfilled its functions of governance, supervision, and business direction of TEDI, while also promptly addressed the difficulties and obstacles faced by the enterprise.

***b) Results of production and business norms implemented in 2025***

In 2025, TEDI completed with excess the consolidated norms approved by the General Meeting of Shareholders, specifically:

- Total asset value reached VND 1,754 billion, achieving 140% of annual plan.
- Consolidated revenue reached VND 1,810 billion, achieving 144% of annual plan, including: Parent Company revenue: VND 888 billion, achieving 154% of annual plan; Subsidiaries revenue: VND 991 billion, achieving 128% of annual plan; revenue from internal subcontracting: VND 69 billion.
- Consolidated before-tax profit reached VND 152 billion, equivalent to 151% of annual plan, including: Parent Company: VND 86 billion, equivalent to 150% of annual plan; Subsidiaries: VND 82 billion, equivalent to 133% of annual plan; excluding profit from internal financial revenue of VND 16 billion.
- Consolidated after-tax profit reached VND 121 billion, equivalent to 148% of annual plan, including: Parent Company: VND 72 billion, equivalent to 147% of annual plan; Subsidiaries: VND 64 billion, equivalent to 129% of annual plan; excluding profit from internal financial revenue of VND 15 billion.
- Earnings per share of TEDI reached VND 7,224, equivalent to 155% of annual plan. The average earnings per share of 10 subsidiaries reached VND 4,836, equivalent to 124% of annual plan.
- Investment in fixed assets reached VND 11.6 billion, 43% of annual plan, including: Parent Company: VND 6.5 billion, equivalent to 44% of the annual plan; Subsidiaries: VND 5.1 billion, equivalent to 42% of the annual plan.

***c) 2024 profit distribution.***

BOM directed the Executive Board to distribute profits for 2025 in accordance with Clause 4, Article 1 of Resolution 13-NQ/TEDI-ĐHĐCĐ dated 08/05/2025, specifically:

- Dividend (2,000 VND/share; 50% of Net Profit):	25,000,000,000 VND
- Management Bonus Fund (5% of Net Profit):	2,334,000,000 VND
- Sales Bonus Fund (5% of Net Profit):	2,334,000,000 VND
- Bonus and Welfare Fund (10% of Net Profit):	5,688,000,000 VND
- Undistributed Net Profit this year (32% of Net Profit):	21,525,677,844 VND
<b>Total:</b>	<b>56,881,677,844 VND</b>

BOM decided to allocate the Bonus Fund for Corporate Managers to members of BOM, BOS, and Executive Board. Allocate of Sales Bonus Fund and Bonus and Welfare Fund was left to General Director to decide, ensuring compliance with current regulations. 2024 dividend was paid to shareholders on 01/09/2025.

***d) Remuneration of Board of Management and Board of Supervisors.***

BOM directed the payment of remuneration to BOM and BOS members in accordance with Clause 8, Article 1 of Resolution 13-NQ/TEDI-ĐHĐCĐ dated 08/05/2025, with a total amount of VND 1.144 billion.

***e) Selection of auditing company for financial statements.***

Pursuant to the authorization by GMS to assign BOM to select an auditing company among three auditing companies approved under Clause 10, Article 1 of

Resolution 13-NQ/TEDI-ĐHĐCĐ dated 08/05/2025, BOM decided to select AASC as the auditing company for 2025 separate and consolidated financial statements of TEDI and General Director signed auditing contract No. 070725.004/HĐTC.FIS2 dated 07/07/2024 with AASC and disclosed information as prescribed.

***f) Building Complex Project at No. 10 Trung Kinh***

To implement Resolution 13a-NQ/TEDI-ĐHĐCĐ dated 08/05/2025 by GMS approving the investment policy for Building Complex Project at 10 Trung Kinh, BOM issued Resolution No. 06.03 NQ-NK3/TEDI-HĐQT dated 14/07/2025, assigning General Director to implement the project, and Resolution No. 06.05 NQ-NK3/TEDI-HĐQT dated 25/07/2025 approving the project management model and the organizational model for No. 10 Trung Kinh project implementation as a basis for General Director to implement the project.

On 03/02/2026, BOM issued Resolution No. 05.05 NQ-NK3/TEDI-HĐQT unanimously agreeing to submit to General Meeting of Shareholders a proposal to adjust the project investment decision to conform with actual situation and current legal regulations.

***g) Head of Board of Supervisors in Term III (2024-2029)***

In accordance with Article 3 of Resolution 13a-NQ/TEDI-ĐHĐCĐ dated 08/05/2025 by GMS on the election results of additional BOS members for Term III (2024-2029), BOS elected Ms. Pham Thi Lan Huong as the Head of BOS for Term III (2024-2029).

**3.5. Corporate governance activities:**

***a) Restructuring of the subsidiaries:***

BOM issued resolutions related to the restructuring of subsidiaries, specifically:

- TEDI-GIC: Restructuring business lines, focusing on leasing services of office space, machinery and equipment, and LAS laboratory. TEDI received employees from TEDI-GIC to strengthen human resources for Engineering Survey and Services Division and Road and Railway Engineering Division, meeting the current workload.
- TEDI-WECCO: Restructuring business lines, focusing on leasing services of office space, machinery and equipment, and laboratory. TEDI-PORT received employees from TEDI-WECCO to enhance competitiveness and expand the waterway and port market.
- TEDCO4: Continuing with restructuring personnel, consolidating the management and administration apparatus, and developing the market on the basis of TEDI's support in finding work opportunities and bidding for projects.

By the time of reporting, the restructuring of 03 subsidiaries was basically completed and there was a clear change in production and business as well as corporate governance.

***b) Completion of internal governance regulations***

BOM issued decisions updating, amending, and supplementing internal regulations, specifically:

- Amending and supplementing the Regulation on Salary - Bonus
- Amending and supplementing the Regulation on Emulation - Reward

**3.6. Evaluating the task accomplishment by BOM members.**

- Performed functions and duties complying with the Charter and the Task Assignment Table for BOM members.



- Fully attended 04 BOM meetings and sent full 30 written opinion ballots of BOM members.
- Strictly supervised the management activities and the production and business situation TEDI; promptly directed and resolved obstacles in production and business to fulfill the plan assigned by GMS.
- Proactive in supporting the Executive Board to develop markets, products, and seek work opportunities.
- Promulgated and updated, supplemented, and amended internal governance regulations.
- BOM members appointed as Capital Representatives at the subsidiaries promptly conveyed the policies, guidelines, Resolutions, and Decisions of TEDI BOM for voting and directed the implementation at the Subsidiaries.

### **3.7. Shareholder management.**

Since listing on UPCoM (10/05/2022), the management of TEDI shareholders is carried out by Vietnam Securities Depository and Clearing Corporation (VSDC). TEDI has 03 major shareholders holding 73.6% of the charter capital.

## **IV. SUPERVISION OF PERFORMANCE BY EXECUTIVE BOARD AND CAPITAL REPRESENTATIVES**

BOM regularly supervised the activities of TEDI Executive Board, Capital Representatives and Supervisors at subsidiaries and other management departments through quarterly and annual periodical reports and ad-hoc reports to ensure that TEDI activities were safe, compliant with the laws, and fully accomplished BOM Resolutions.

### **4.1 Evaluation of performance results in 2025**

#### ***1) Market and product development activities***

Marketing, market, and product development work focused mainly on key national projects, included in the public investment plans of the Government and provinces/cities, which are the traditional markets of TEDI.

The railway sector developed meeting expectations; promptly changed marketing strategies and effectively approached customers in the context of merging provincial/city administrative boundaries, merging the Ministry of Transport into the Ministry of Construction, and investment policies changed with participation of large private corporations in transport infrastructure under EPC method, making TEDI have to shift from a technical consultant to a comprehensive solution provider to maintain its leading position and expand private market share.

#### ***2) Bidding activities:***

TEDI Company Group participated in bidding for 580 packages, of which 236 were direct appointment (accounting for 41%), and 344 were competitive bidding (accounting for 59%). In competitive bidding: the winning rate: 87%, awaiting results: 5%, and failure: 8%. Total winning bid value was 3,758 billion VND, including 1,866 billion VND of Parent Company, and 1,892 billion VND of the Subsidiaries.

#### ***3) Contract signing activities:***

Total value of contracts and contract amendments was 3,785 billion VND, including 1,805 billion VND of Parent Company, and 1,980 billion VND of the Subsidiaries.

Structure by sector: Bridges and Tunnels 23.5%; Roads 55.6%; Railways 9.9%; Aviation 0.4%; port and waterway 2.2%; Construction Supervision 7.6%; Others: 0.8%.

Structure by funding source: Central budget: 19.6%; local budget: 54.6%; Public-Private Partnership (PPP): 23.4%; ODA: 0.3% and others: 2.1%.

**4) Output value implementation:**

Total output value realized by TEDI Company Group reached 2,400 billion VND, including 1,373 billion VND of Parent Company, 1,231 billion VND of the subsidiaries, excluding internal items of 204 billion VND.

Structure: Bridges and tunnels 26.7%, Roads 41.1%; Railways 13.3%; Aviation 0.8%; Ports-waterways 3.2%; Construction Supervision 11.3%; Others 3.6%.

**5) Payment received:**

Total payment received is 2,042 billion VND, including 938 billion VND of Parent Company, 1,170 billion VND of the Subsidiaries, excluding internal items of 66 billion VND.

Structure: Central budget capital: 19.4%; Local budget: 59.2%; PPP: 11.8%; ODA: 3.6%; others: 6.0%. PPP tends to increase.

**6) Internal transactions with the subsidiaries:**

Total value of services provided to subsidiaries is 24.022 billion VND; internal purchase service value is 41.302 billion VND. Year-end balances of internal accounts receivable and payable are 36.196 billion VND and 20.787 billion VND respectively.

**7) Revenue realization:**

- + Total consolidated revenue reached 1,810 billion VND, achieving 144% of the plan, of which: net revenue from main business line was 1,797 billion VND, financial income was 12 billion VND, other income was 1 billion VND.
- + Parent Company's revenue reached 888 billion VND, equal to 154% of the plan.
- + Revenue of 10 Subsidiaries was 991 billion VND, equal to 128% of the plan.
- + Internal transaction revenue excluded: (69 billion VND)
- + Revenue structure:
  - + By sector: Roads 75.0%; Construction Supervision 15.2%; Ports-waterways: 2.5%; Aviation 0.7%; Railways 3.0%; others 3.6%.
  - + By funding source: State Budget: 14.2%; Local Budget: 67.8%; PPP: 4.5%; ODA: 5.2%; others: 8.2%.
- + Business efficiency:
  - + Return on total assets (ROA): 06,89%
  - + Return on equity (ROE): 29,31%
  - + Return on total revenue (ROT): 06,68%
  - + Net profit margin on net sales from business operations: 8,39%.

**8) Asset management:**

- Total consolidated investment in asset procurement is 21.6 billion VND, equal to 73% of the plan, of which Fixed Assets: 11.6 billion VND (48% of the plan); Capital Construction: 3.0 billion VND and Tools & Instruments: 7.0 billion VND.

- The ending balance of short-term receivables is 779.747 billion VND, of which debts over 1 year account for 49.9% and debts under 1 year account for 50.1% of total receivables. The provision for bad debts is 83.2 billion, equivalent to 9.6% of total receivables and 19.3% of receivables over 1 year. The corresponding figures of the Parent Company are 395.902 billion VND; 40%; 60%; 40 billion VND; 23.1%.



- The ending consolidated inventory balance is 355.3 billion VND (Parent Company: 180.1 billion VND), of which inventory balance over 1-year accounts for 34.4% (Parent Company: 38.5%). The provision for devaluation of inventory is 2.3 billion VND, equal to 1.9% of the inventory balance over 1 year.

**9) Capital management:**

- The ending balance of payables is 1,342 billion VND, of which debts over 3 years account for 11.9%; debts from 1-3 years account for 12.1% and debts under 1 year account for 76.0%.
- Capital mobilization and utilization: The balance of consolidated short-term loans is 13.042 billion VND.
- Capital investment in subsidiaries: Total capital invested in 10 subsidiaries as of 31/12/2025 is 73.788 billion VND. Dividends and distributed profits in 2025 are 24.884 billion VND. Capital investment efficiency reached 33.7% of investment capital.
- Capital preservation of TEDI: After making provisions according to regulations, TEDI and its subsidiaries are all profitable. 2025 consolidated before-tax profit reached 152 billion VND, and after-tax profit reached 121 billion VND.

**10) Payment to State budget**

- TEDI fulfilled the payment to State budget: declaration, payment and settlement of taxes in compliance with prevailing regulations.
- Total tax amount paid due in 2025 is 182 billion VND (Parent Company: 88 billion VND); Total tax amount already paid in 2025 is 159 billion VND (Parent Company: 76 billion VND).
- Remaining tax amount to be paid as of 31/12/2025 is 37 billion VND (Parent Company: 19 billion VND) was settled before 31/03/2026 in accordance with prevailing regulations.

**11) Quality management, scientific and technological research and development:**

*a) Quality management*

All units strived to comprehensively control quality, improve processes, and promote research and application of new technologies. The evaluation on quality of design products is carried out with increasing professionalism, properly control the quality, minimize errors in survey and design documents and estimates.

In the context of projects deployed with very short times and increasingly high-quality requirements, all units developed design processes and methods with reinforced application of IT, and automated 3D design using BIM. At the same time, production units also formed the mindset and proactively discussed early the outstanding technical issues. Design viewpoints and philosophies, as well as notes on technical issues of design solutions were studied carefully before detailed deployment.

*b) Scientific and technological research and development:*

Completed 02 corporation-level science and technology research topics in 2024 and 2025;

Successfully organized TEDI Science and Technology Innovation Award 2025 with the participation of 26 reports in the preliminary round. Organizing Committee and Jury evaluated and selected 12 solutions for the final round.

Established the CoreBIM Team with functions and tasks: (1) Managing and controlling BIM information; (2) Supporting project implementation and coordination; (3) Researching, developing, and integrating technology; (4) Training, communication,

and strategic advising. TEDI aims to perfect BIM management and implementation ecosystem at the enterprise level, ensuring synchronization from information standardization, CDE infrastructure, and human capacity to data integration serving the operation of digital assets. In the immediate period, carrying out tasks to develop synchronous BIM at production units.

Researching and updating new policies of the Government to deploy the projects: fulfilled 35 tasks of commenting and advising on legal documents related to construction investment management and construction works quality management; contributed opinions to technical regulations, standards, codes, etc. requested by Ministry of Construction and state management agencies in construction activities.

*c) Software investment:*

Fundamentally equipped with enough licensed software to ensure uniformity and efficient use, well serving the requirements of bidding, project implementation as well as ensuring legal compliance for software copyright under the Intellectual Property Law and the Science and Technology Law.

*d) ISO 9001:2015 Quality Management System*

Completed annual contents to maintain and effectively deploy ISO 9001-2015 Quality Management System across TEDI.

Issued Quality Objectives and Plan on programs related to ISO System;

Continued to review and update some contents into ISO document system;

BVC conducted the 1st Surveillance Audit after Recertification of TEDI Quality Management System according to ISO 9001-2015 in September and October 2025.

**12) Corporate management:**

*a) Human resource management:*

- Total employees: 1,838 people (326 females, accounting for 17.7%). Of which, Parent Company: 760 people (129 females, 17%), Subsidiaries: 1,078 people (209 females, 18.3%).

+ Employees with a university degree or higher account for 78.7% (Master's - PhD: 12.3%). (Parent Company 70.1%, 15% and Subsidiaries 84.8% and 10.4%).

+ Employees holding titles from chief engineer and more: 26.7% (Parent company 27.8%, Subsidiaries 26.0%).

- Recruited 499 people; resigned 292 people; Retired 08 people. Total employees increased by 199 people compared to the beginning of the year (of which Parent Company: 280 people; 107 people; 01 person and increased by 172 people).

- Practicing certificates: 1,086, including 580 Class I, 315 Class II, 191 Class III, of which Parent Company: 316 certificates, 147 class I; 143 class II; 61 class III.

- Recruitment: Recruitment work has many innovations, using multiple recruitment channels to meet human resource needs in the condition of doubled workload, especially in the railway sector.

- Training: Total number of employee participations in training courses: TEDI Company Group: 1,726 turns, including 99 turns of long-term training and 1,627 turns of short-term training with a total training cost of 4.620 billion VND. Parent Company: 32 training courses with a total training expense of 3.547 billion VND for 1,482 turns of employees.

- Personnel appointment: Total key personnel from deputy manager and equivalent is 309 people, accounting for 16.8%. During the year, newly appointed area 50 people,

decreased by 23 people (Parent Company: 119 people - 15.6% and newly appointed: 18 people, transferred: 04 people).

- Salary increment, grade promotion, title change: Total 429 people, of which, Parent Company reviewed title salaries for 178 people.

- Total Salary - Bonus fund in 2025 of TEDI Company Group is 715.409 billion VND, paid in 2025 is 493.905 (69% of the total salary & bonus fund), the remaining amount payable to employees as of 31/12/2025 is 221.501 billion VND, equal to 31% of the total salary fund.

- Salary - Bonus Fund in 2025 of Parent Company is 310.232 billion VND, paid in 2025 is 218.446 (70.4% of total salary & bonus fund), the remaining amount payable to employees as of 31/12/2025, is 91.786 billion VND, equal to 29.6% of the total salary fund.

- Average income of employees of TEDI Company Group is 27.85 million VND/person/month, of which Parent Company is 33.61 million, the average of 10 Subsidiaries is 26.62 million VND/person/month.

- Strictly performed the obligation to pay Social Insurance, Health Insurance, and Unemployment Insurance according to prevailing regulations, with insurance premium of 40.409 billion VND in 2025, the average number of employees participating in insurance in TEDI Company Group was 1,604 people/month with an average salary for paying insurance of 6.62 million VND/person/month. Parent Company paid 15.654 billion VND in insurance for 612 people, with the average salary for paying insurance of 6.76 million VND/person/month.

- Promptly settled policies and benefits for employees: Total expenditure of Bonus and Welfare Fund in 2025 for TEDI Company Group was 21.041 billion VND, of which Parent Company: 8.665 billion VND, 10 Subsidiaries: 12.376 billion VND; Total expenditure for labor protection, uniforms, and occupational safety & health was 6.813 billion VND, of which Parent Company: 6.314 billion VND.

### ***13) Office administration***

#### ***a) Communication***

Basically, performed tasks well in 2025:

- Total articles posted on TEDI Website: 213 news articles (Vietnamese, English) including information about activities, events, and project news - maps, Information disclosure, and TEDI Magazine;

- Coordinated with some media agencies: Transport Newspaper, National Assembly Television reported on events inspecting the site of projects: North-South High-Speed Railway, Lao Cai - Hanoi - Hai Phong Railway, Airport in Laos, Vinh - Thanh Thuy Expressway...

- Completed 3 video clips introducing projects participating in the FIDIC 2025 awards: Tran Hoang Na Bridge, North-South Expressway in the East (Van Phong - Nha Trang Section), Bac Kan - Ba Be route;

- Completed 02 clips introducing TEDI and the song clip "Glorious TEDI";

#### ***b) Capital construction:***

- Completed repair works for offices and basic infrastructure of the headquarters.

- Investment project to build Commercial and Service Office Building at No. 10 Trung Kinh: Implemented project investment preparation with details as follows:

+ *Regarding design work*: Completed general site plan dossier and architectural plan according to the approved design task; updated legal documents and completed the application for approval of the investment policy.

+ *Regarding human resources*: Formulated a recruitment plan for personnel positions according to the approved personnel orientation, interview plan, and procedure dossiers are being finalized according to the schedule.

+ *Regarding organization of activities*: Prepared detailed plans and scopes of work for completing legal procedures for submission and implementation in accordance with the plan.

+ *Regarding finance*: Prepared financial data for official submission of project dossier to the authorities and prepared budget plan for preparation of project legal dossiers.

*c) Emulation and Reward*

- Sector, provincial/city-level achievements:
  - + Certificate of Merit from MOT to the collective and 05 individuals;
  - + Title of Excellent Labor Collective from Hanoi PC Chairman;
  - + Certificate of Merit from Ba Ria - Vung Tau PC for TEDI;
  - + Creative Labor Certificate of Merit from Vietnam General Confederation of Labor to 15 individuals of TEDI;
  - + Certificate of Merit from HCMC PC Chairman for TEDI and 04 individuals;
  - + Certificate of Merit from Phu Tho PC for TEDI and 01 individual;
  - + Certificate of VCCI for "Typical Enterprise for Employees" in 2025 to TEDI
- Emulation movement for initiatives, improvements, and project quality:
  - + 12 solutions won TEDI Science and Technology Innovation Award 2025, including 01 First Prize, 02 Second Prizes, 03 Third Prizes, and 06 Consolation Prizes.
  - + 28 Works/Projects won High-Quality Works Award in 2025 in: Design, Construction Supervision, and Engineering Survey, of which: 02 First Prizes; 04 Second Prizes, and 22 Third Prizes.
  - + 282 initiatives, improvements, and production rationalizations in 2025, of which Parent Company had 124 initiatives, improvements, and production rationalizations recognized and rewarded.
  - + Unexpected commendations in 2025 for the units completing survey and design of National Key Projects: Phong Chau Bridge (Phu Tho) and Tu Lien Bridge (Hanoi City);
- Emulation and commendation titles in 2025: TEDI Company Group has 50 outstanding typical individuals; 213 grassroots emulation fighters; 994 advanced workers, of which:
  - + Parent Company: 326 individuals were rewarded, accounting for 80% of total employees, including 23 Outstanding Typical Individuals; 62 Grassroots Emulation Fighters and 241 Advanced Workers.
  - + Subsidiaries: 27 outstanding typical individuals from 9 Subsidiaries
  - + Total expenditure for rewards during the year including rewards for individuals with achievements in projects, initiatives, high-quality works, and emulation titles in 2025 in TEDI Company Group is 3,437,039,000 VND,



including 2,096,931,000 VND of Parent Company and 1,340,108,000 VND of the subsidiaries.

#### **14) Corporate culture**

- In 2025, for the first time, the Parent Company drafted and issued the Employee Handbook helping employees understand basic information about the Parent Company, rights, obligations, as well as regulations during work, acting as a manual accompanying employees throughout their career development at the Parent Company.

- Many policies and benefits directly related to employees were considered and adjusted by the Parent Company to suit reality and employee aspirations: Increased the basic salary for insurance payment; Increased the level of title salary advances, productivity bonuses; increased meal allowances; supported employees working on holidays; etc.

- To enhance interaction and connection among employees, TEDI agreed to organize an annual Team Building collective activity from 2025 combined with "return to roots" activities. 2025 program was held in August with a series of returning to roots activities, offering incense at Dong Loc T-Junction Relic Site and General Vo Nguyen Giap's grave; visiting the actual North-South Expressway project, Vung Ang - Bung section through Quang Tri province, a project designed and supervised by TEDI; visiting Phong Nha Cave, one of the most outstanding natural wonders in Vietnam; combined with Team Building activities "Connect - Breakthrough - Lead" and the Gala night "Proud of TEDI". The program attracted the participation of nearly 150 employees.

- With the goal of enhancing TEDI brand recognition and creating a uniform and professional image, TEDI decided to provide uniforms from 2026 to each employee of Parent Company with 05 office shirts, female employees with 02 additional office skirts.

- In 2025, for the 7th consecutive year, Parent Company continued to be honored as "*Typical Enterprise for Employees*" and received a Certificate from VCCI "*Having a good working environment, ensuring occupational safety and hygiene, caring to contribute to community social responsibility*".

#### **4.2 Evaluating the task accomplishment by Executive Board:**

- General Director and Deputy General Directors:

- + Performed well in financial management, personnel organization, product quality, and office administration; ensured daily business operations run smoothly, complying with current laws and TEDI internal rules, regulations.
- + Performed well in managing production and business, fulfilled resolutions and decisions of BOM. Main production and business targets exceeded the plan by over 145%; well completed the 2025 target program, especially the railway sector accounting for over 25% of total contract value signed in 2025.
- + Actively sought work opportunities, developed markets and products, ensured sufficient jobs for employees.
- + Performed well in contract signing, advancing, completed work volume acceptance, final settlement acceptance, closely following the Investor's disbursement plan to fully collect funding, ensuring cash flow for production and business.
- + Effectively managed projects, meeting schedule requirements, ensuring quality, and promptly resolving emerging requests of Investors/Customers.
- + Strictly controlled costs, enhanced implementation volume acceptance, fully collected funds to ensure project efficiency, return on total revenue (ROT)

reached 8.02%, of which the margin of after-tax profit on main business revenue reached 6.4%.

- + Strictly implemented Resolutions and decisions of GMS and BOM: Enhanced risk control in production, business, and finance; updated and supplemented internal regulations, step by step completed corporate governance in compliance with the law and achieving high efficiency.
- Chief Accountant:
  - + Declared, finalized, and fulfilled payments including social insurance to state budget, complying with current legal regulations.
  - + Prepared quarterly, semi-annual, and annual financial statements complying with standards, accounting regimes, and current legal regulations, meeting schedule requirements.
  - + Proactively advised and prepared periodic management reports meeting the timely requirements for management and decision-making of General Director in the financial field.
- (1) Enterprise rating evaluation: Class A Enterprise, achieved the title of Outstanding Enterprise in 2025.
- (2) Evaluating the task accomplishment by Executive Board: Well completed tasks in 2025.

#### **4.3 Evaluating the task accomplishment by Capital Representatives, Supervisors.**

Based on the evaluation of 2025 production and business results and the performance of the Capital Representatives in 2025 stated above, evaluation and rating of the subsidiaries and task accomplishment by the Capital Representatives and Supervisors at 10 Subsidiaries are as follows:

- (3) Enterprise rating in 2025:
  - + Class A Enterprise: 07 subsidiaries (RECO, HECO, BRITEC, TECCO2, TECCO5, TEDI-PORT, APECO).
  - + Class B Enterprise: 03 subsidiaries (GIC, TEDCO4, TEDI-WECCO)
- (4) Evaluating the task accomplishment Capital Representatives, Supervisors:
  - + Well completed: Capital Representatives at 08 subsidiaries (RECO, HECO, BRITEC, TECCO2, TECCO5, TEDI-PORT, APECO, TEDI-WECCO).
  - + Completed tasks: Capital Representatives at 02 subsidiaries (GIC, TEDCO4)

**PART II**  
**BOM ACTIVITY PLAN IN 2026**

**I. 2026 BUSINESS PRODUCTION**

**1. Principles for preparation of 2026 plan**

(5) Revenue: Not lower than the strategic goal up to 2026, 5-year plan 2024-2028 approved by TEDI GMS, and not lower than the average performance of 3 years 2023-2025.

(6) Ratio of after-tax profit and total revenue: Not less than 6.5%.

(7) In-depth investment: Not less than 2% of revenue

(8) After-tax profit distribution plan:

No.	Norm	Parent Company	Subsidiaries
1	Dividend	20% of charter capital	$\geq 70\%$ of after-tax profit
2	Bonus fund for BOM, BOS and Executive Board	Not exceeding 5% of after-tax profit (Class A Enterprise) and not exceeding 3% of after-tax profit (Class B Enterprise).	
3	Sale bonus fund	Not exceeding 5% of after-tax profit for companies rated Class A Enterprise, fulfilling the revenue plan and not less than 4 times the owner's equity	
4	Bonus and welfare fund	$\leq 15\%$ of after-tax profit	
5	Undistributed after-tax profit	The remaining amount	

**2. Major financial norms:**

*Unit: Billion VND*

No	Norm	Consolidated			Parent Company		
		2025 plan	2026 plan	%	2025 result	2026 plan	%
1	Total assets	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
3	After-tax profit	120,805	104,038	86.1	72,430	68,440	94.5
3.1	Parent Co.	90,384	76,476	84.6	72,430	68,440	94.5
3.2	Other shareholders	30,421	27,562	90.6	-	-	-
5	Basic earnings per share	7,224	6,000	83.1	x	x	x
6	Investment in fixed assets	11,563	25,828	223.4	6,503	11,538	177.4

**3. 2025 after-tax profit distribution plan:**

*(in accordance with business results of Parent Company)*

Dividend	2,000 VND/share
Bonus fund for BOM, BOS and Executive Board	Class A Enterprise not exceeding 5% of after-tax profit, Class B Enterprise not exceeding 3% of after-

	tax profit, of which 50% reward for BOM - BOS; 50% reward for Executive Board.
Sale bonus fund	Not exceeding 5% of after-tax profit when the company is ranked as a Class A and having revenue exceeds 4 times the owner's equity
Bonus and welfare fund	Not exceeding 15% of after-tax profit
Undistributed after-tax profit	The remaining amount

#### 4. Estimated remuneration of BOM and BOS members in 2026:

The estimated remuneration for members of BOM and BOS in 2026 is 1.3872 billion VND, specifically:

*Unit: VND*

No.	Position	Q'ty	Coefficient	Person-months	Monthly remuneration level (VND)	Planned annual remuneration (VND)
1	BOM Chairman	1	1,0	12	20,300,000	243,600,000
2	BOM Vice Chairman-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	BOS Head	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 BOD and Supervisory Board members will be adjusted according to the production and business results of the Parent Company in 2026.*

## II. ACTIVITIES PLAN OF THE BOM IN 2026

1. Direct and supervise the activities of TEDI to ensure continued stable development and fulfillment of the 2026 plan targets assigned by the General Meeting of Shareholders; develop new potential markets in the context of merging provinces/cities and two-level administration, the policy of shifting public investment capital to local governments; focus resources to anticipate work sources from expressway projects, national railways, urban railways in Hanoi, Ho Chi Minh City, etc.; airport port planning, railway TOD, etc.;

2. Enhance inspection and control to ensure that the resolutions and decisions of BOM, internal rules and regulations, and state policies and laws are enforced and effective within TEDI;

3. Continue the restructuring of subsidiaries to develop product market sectors according to the orientation of TEDI BOM; build and develop human resources, optimize labor structure; perfect the system of internal rules and regulations suitable to actual situations; enhance research and development to meet and complete the digital transformation program and BIM application in survey and design to increase labor productivity and ensure project quality and progress;



4. Evaluate the results of implementing the Development Strategy for the 2017-2026 period and direct the formulation of the 10-year Development Strategy, for the 2026-2035 period and vision to 2050;

5. Continue to improve financial governance capacity, ensuring safe and effective finance across TEDI, applying International Accounting Standards according to the roadmap prescribed by the State; strictly control the operating costs of TEDI, supervise accounting, and control project effectiveness by contract; perfect the internal control system and strengthen internal auditing to control risks in all activities of TEDI: quality management, contract management, production administration, capital and asset management, human resource management, office administration, etc.;

6. Direct the development and organization of implementation for training programs according to the career and market development orientation of TEDI; enhance training to improve professional qualifications and soft skills for lead item engineers, lead survey and design engineers, and project managers; build a team of key experts, leading experts with prestigious personal brands;

7. Execute TEDI management functions within the scope of authority and duties of BOM stipulated in the Charter and regulations on decentralization of financial approval authority and corporate governance of TEDI, in which:

- + Organize regular BOM meetings at least once a quarter, extraordinary meetings, and collect written opinions to promptly resolve issues within the BOM authority.
- + Direct the Capital Representative at subsidiaries to coordinate with the Subsidiary's BOM to organize the Annual General Meeting of Shareholders in 2026/Term V (2026-2031) complying with the direction of TEDI BOM.
- + Organize the Annual General Meeting of Shareholders of TEDI in 2026 complying with provisions in the Charter and current law.
- Organize the Conference of Capital Representatives in 2026 combined with corporate governance training for Insiders of TEDI and Capital Representatives at Subsidiaries.

### PART III CONCLUSION

The above is Annual Report by Board of Management submitted to the General Meeting of Shareholders for approval at the 2026 Annual General Meeting.

In order to have a basis for implementing the tasks in 2026, Board of Management requests General Meeting of Shareholders to review, discuss and approve the Report by Board of Management presented above and approve the issues submitted by Board of Management to General Meeting of Shareholders in the Submission Letter No. 2624.10.02. TTr/TEDI-HĐQT dated 10/4/2026.

Thank you very much!

***Recipients:***

- As above;
- TEDI BOM members;
- TEDI BOS;
- TEDI Executive Board;
- TEDI Party, Trade Union;
- Capital Reps., Supervisors;
- Internal Audit Committee;
- File 7

ON BEHALF OF BOARD OF MANAGEMENT  
CHAIRMAN



**Pham Huu Son**

No: 260410.02 TTr./TEDI-HĐQT

Hanoi, 10 April 2026

**SUBMISSION LETTER**

**On issues to be voted**

**At 2026 Annual General Meeting of Shareholders**

To: General Meeting of Shareholders

*Based on the Enterprise Law;*

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

*Based on TEDI 2025 financial statements audited by AASC;*

*Based on the Resolution No. 09 NQ-NK3/TEDI-HĐQT dated 17/03/2026 by TEDI Board of Management (BOM);*

TEDI BOM would like to present the following to General Meeting of Shareholders for voting and approval:

**1. Report by Board of Management:**

Report No. 260410.01 BC/TEDI-HĐQT dated 10/4/2026 by Board of Management.

**2. 2025 financial statements:**

TEDI 2025 separate and consolidated financial statements have been audited by AASC with major norms as follows:

*Unit: Dong*

No.	Norm	Separate financial statements		Consolidated financial statements	
		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 Company's 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 per share	x	x	5,085	7,224
6	Investments in fixed assets	13,917,827,034	6,503,499,630	17,849,625,539	11,563,128,192

### 3. 2025 after-tax profit distribution plan

Based on 2025 separate financial statement, 2025 after-tax profit distribution plan is proposed as follows:

No.	Norm	Amount (VND)	%	Remarks
<b>I.</b>	<b>Charter capital</b>	<b>125,000,000,000</b>		
<b>II.</b>	<b>Number of shares</b>	<b>12,500,000</b>	<b>100%</b>	
	<i>Number of outstanding shares</i>	<i>12,500,000</i>	<i>100%</i>	
<b>III.</b>	<b>Total before-tax profit</b>	<b>86,177,078,335</b>		
<b>IV.</b>	<b>Current corporate income tax</b>	<b>13,747,448,564</b>		
<b>V.</b>	<b>Deferred corporate income tax</b>	<b>0</b>		
<b>VI.</b>	<b>After-tax profit</b>	<b>72,429,629,771</b>	<b>100.00%</b>	
1	Dividend (2,000 VND/share x 12,500,000 shares)	25,000,000,000	34.52%	
2	Bonus fund for BOM, BOS, Executive Board	3,621,000,000	5.0%	
	<i>In which:</i>			
	<i>- Bonus for Board of Management and Board of Supervisors (50%)</i>	<i>1,810,500,000</i>		
	<i>- Bonus for Executive Board (50%)</i>	<i>1,810,500,000</i>		
3	Sales-based bonus fund	3,621,000,000	5.0%	
4	Bonus and welfare fund	10,864,000,000	15.0%	
5	Undistributed after-tax profit	29,323,629,771	40.48%	

### 4. Settlement of 2025 remuneration of BOM and BOS members:

Final settlement of the remuneration for Board of Management and Board of Supervisors members in 2025 is 1,143,600,000 VND in accordance with the estimate approved by 2025 General Meeting of Shareholders, specifically as follows:

Unit: Dong

No.	Name	Position	Approved estimate	Settlement for 2024	Amount already paid in 2024	Final payment amount
<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	-

No.	Name	Position	Approved estimate	Settlement for 2024	Amount already paid in 2024	Final payment amount
2	Phạm Thị 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>

#### 5. 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 per share	7,224	6,000	83.1	x	x	x
6	Total investment in fixed assets	11,563	25,828	223.4	6,503	11,538	177.4

#### 6. 2026 after-tax profit distribution plan:

(in accordance with business result of Parent Company)

- Dividend: 2,000 VND/share.
- Bonus fund for Board of Managements, Board of Supervisors, 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.
- Sales-based bonus fund: Not more than 5% if TEDI is ranked Class A and having revenue 4 times higher than owners' equity.
- Bonus and welfare fund: Not more than 15% of after-tax profit.
- Undistributed after-tax profit: The remaining amounts.

#### 7. Estimated 2026 remuneration for Board of Management and Board of Supervisors members:

No.	Position	Q'ty	Coefficient	Person-months	Monthly rate/person (VND)	Annual remuneration (VND)
1	BOM Chairman	1	1.0	12	20,300,000	243,600,000
2	BOM Vice Chairman- GD	1	0.9	12	18,300,000	219,600,000

No.	Position	Q'ty	Coefficient	Person-months	Monthly rate/person (VND)	Annual remuneration (VND)
3	BOM Member	3	0.8	36	16,200,000	583,200,000
4	BOS Head	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 Board of Management and Board of Supervisors members will be adjusted according to the 2026 business results of the Parent Company.*

TEDI BOM would like to present the above to GMS for consideration and approval.

Thank you!

**Recipients:**

- As above
- BOM members;
- BOS;
- Executive Board;
- Capital Reps, Supervisors;
- File

**ON BEHALF OF BOARD OF MANAGEMENT  
CHAIRMAN**



**Pham Huu Son**

No.: 260410.03 TTr./TEDI-HĐQT

*Hà Nội, 10 April 2026*

**SUBMISISON LETTER**  
**On adjustment of investment decision for Building Complex Project**  
**at No. 10 Trung Kính**

To: General Meeting of Shareholders

*Based on the Enterprise 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 Resolution No. 13a NQ/TEDI-ĐHĐCĐ dated 08/5/2025 by TEDI General Meeting of Shareholders on the investment decision for Building Complex Project at No. 10 Trung Kính;*

*Based on the Resolution No. 08.05 NQ-NK3/TEDI-HĐQT dated 03/02/2026 by TEDI Board of Management,*

TEDI Board of Management would like to request for approval by General Meeting of Shareholders on the adjustments of the investment decision for Building Complex Project at No. 10 Trung Kính, Hà Nội with the following details:

1. Investor name: Transport Engineering Design Inc.
2. Project name: Building Complex Project at No. 10 Trung Kính.
3. Project objective: Construction of building complex for the purpose of commerce, service, office, headquarter of TEDI and real estate business.
4. Project scale:
  - Total land area: 2.581m<sup>2</sup>
  - Number of floors: 28 floors, number of basements: 03 basements
  - Total construction area: ~42.880m<sup>2</sup>, including:
    - + Total area of basements: ~6.613,5m<sup>2</sup>
    - + Total area of floors: ~36.266,5 m<sup>2</sup>
  - Building height: ~114,2m
  - Construction density: ~49,9%
  - Land use coefficient: ~12,97%
5. Estimated project investment cost: 874, 923 billion VND, including:
  - Investor's capital: 175 billion VND
  - Mobilized capital: 699,923 billion VND
6. Project life: 50 years from the date of land provided, land rent, land use purpose changed.



7. Project location: Lot HH3 (K7-6) QHPK H2-2

8. Implementation period: Quarter II/2025-Quarter II/2029.

The above is for consideration and approval by General Meeting of Shareholders.

Thank you!

**Addressees:**

- As above;
- TEDI BOM members;
- TEDI BOS;
- Executive Board;
- Capital Reps. & Supervisors in subsidiaries;
- Filed

**ON BEHALF OF BOARD OF MANAGEMENT**

**CHAIRMAN**



**Phạm Hữu Sơn**



No.: 260410.04 TTr./TEDI-HĐQT

*Hà Nội, 10 April 2026*

**SUBMISSION LETTER**

**On the orientation of TEDI Development Strategy in 2026-2035 Period and Vision to 2050 for submission to General Meeting of Shareholders**

To: General Meeting of Shareholders

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

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

*Based on the Resolution No. 09a NQ-NK3/TEDI-HĐQT dated 17/3/2026 by TEDI Board of Management (BOM).*

TEDI BOM would like to present the following to General Meeting of Shareholders for voting and approval on the orientation of TEDI Development Strategy in 2026-2035 Period and Vision to 2050 with details as follows:

**I. MISSION, VISION AND CORE VALUES**

- 1. Mission:** "Creating sustainable value for every construction project"
- 2. Vision:** "Maintaining the position of leading construction consultant in Vietnam, reaching to the regional and international level"
- 3. Core values:** "Independence - Creativity - Honesty - Responsibility"

**II. STRATEGIC OBJECTIVES**

**II.1. General objectives.**

Maintain the position of leading transport infrastructure consulting firm in Vietnam, build a reputable brand regionally and internationally. Step by step expand into the fields of investment consultancy, development consultancy, office and transport and industrial infrastructure investment, and other potential business lines.

**II.2. Specific objectives.**

1. Regarding position and market:
  - 1) TOP 1 in transport infrastructure consultancy in Vietnam in terms of revenue and the number of large and important projects applying advanced technology for the first time.
  - 2) Leading in survey and design of high-speed railway and Metro projects in urban areas.
  - 3) Striving for a minimum of 30% market share of transport infrastructure projects financed by State budget and large private investors.
2. Regarding products and services:
  - 1) 100% of design projects applying high technical standards and BIM.

- 2) Step by step expanding into the fields of investment consultancy, development consultancy, office and transport and industrial infrastructure investment. Developing at least 03 new products or services suitable to TEDI's capacity.
- 3) Client satisfaction rate  $\geq 95\%$  on all products and services.
3. Regarding personnel and organization:
  - 1) Increasing the scale of human resource to meet the requirements of production and business growth, and business line development.
  - 2) Annually, at least 80% of employees to be trained and key personnel accounting for at least 90%.
  - 3) Growth rate of labor productivity higher than that of revenue.
  - 4) Growth rate of the employees' real incomes higher than the inflation rate and under the leading group of transport infrastructure consulting market.
4. Regarding technology and innovation:
  - 1) 100% of design and supervision processes digitalized.
  - 2) Applying artificial intelligence (AI) in management and production.
  - 3) Applying at least 5 technological innovation solutions per year.
  - 4) Integrating AI and Big Data in important projects.
5. Regarding sustainable development:
  - 1) Minimizing the paper and energy consumption by full digital transformation of internal processes.
  - 2) Applying green and sustainable criteria in production and business activities.
  - 3) Reducing carbon emissions in production and business activities.
  - 4) Supporting community or educational projects related to infrastructure and transportation every year.
6. Regarding investment:
  - 1) Completing the investment project in land lot No. 10 Trung Kinh and studying investments in other land lots;
  - 2) Investing in other fields suitable to TEDI's capacity.
  - 3) TEDI's investments subject to careful appraisal, with low risk tolerance threshold.
  - 4) Increasing the efficiency of investment and exploitation of assets on land.
7. Regarding business growth:
  - 1) Revenue from transport infrastructure consulting services
    - Revenue growth rate: In accordance with Vietnam's economic growth target for 2026-2035 period, with details as follows:
      - + 2026-2030: 10%/year.
      - + 2031-2035: 7%-8%/year.
    - Ratio of after-tax profit and revenue: Not lower than 6.5%.
  - 2) Revenue from other activities:
    - Revenue from investment activities:
      - + Investment in the subsidiaries: Increase by 10%/year.

- + Real estate projects: Revenue generated from 2030.
- Development consultancy: Striving for a minimum of 03 projects.
- Other potential fields: Effectively supporting the main business line, ensuring the revenue growth targets.

8. Regarding capital:

- 1) Charter capital of TEDI: In case of increasing charter capital, use the undistributed after-tax profit under the form of paying dividends in shares to the existing shareholders.
- 2) Charter capital of the subsidiaries: In case of increasing charter capital, use the undistributed after-tax profit under the form of paying dividends in shares to the existing shareholders and/or mobilize capital from the existing shareholders.

TEDI BOM would like to present the above to GMS for consideration and approval.

Thanh you!

**Recipients:**

- As above
- BOM members;
- BOS;
- Executive Board;
- Capital Reps, Supervisors;
- File.

**ON BEHALF OF BOARD OF MANAGEMENT**

**CHAIRMAN**



**Phạm Hữu Sơn**

No.: ..... /TEDI-BKS

*Hà Nội, ..... April 2026*

**REPORT BY BOARD OF SUPERVISORS  
AT 2026 ANNUAL GENERAL MEETING OF SHAREHOLDERS**

To: General Meeting of Shareholders of Transport Engineering Design Inc.

Pursuant to the Charter on Organization and Operation of Transport Engineering Design Inc. ("TEDI") and relevant legal regulations, TEDI Board of Supervisors respectfully reports to General Meeting of Shareholders on 2025 performance result and 2026 activity plan with the following details:

**PART I - ACTIVITIES OF BOARD OF SUPERVISORS IN 2025**

**I. PERFORMANCE RESULT OF BOARD OF SUPERVISORS**

**1. Overall evaluation of performance result in 2025**

***a. Organization***

TEDI Board of Supervisors had 03 members as follows:

- Ms. Phạm Thị Lan Hương - Head (elected on 08/5/2025)
- Mr. Võ Tùng Hưng - Head (dismissed on 08/5/2025)
- Mr. Ngô Nam Hà - Member
- Mr. Phan Lê Bình - Member

***b. Evaluation of the performance by Board of Supervisors members***

- Mr. Võ Tùng Hưng / Phạm Thị Lan Hương - Head: Perform the duties of the Head according to regulations and assignment of tasks within Board of Supervisors; Develop and manage the implementation of the plan of Board of Supervisors; fully participate in meetings organized by Board of Management, meetings of Board of Supervisors, and other tasks as prescribed;

- Mr. Ngô Nam Hà - Member: Perform tasks according to regulations and assignment of duties in Board of Supervisors; Supervise the activities of Board of Management/Executive Board; Appraise the separate financial statements and consolidated financial statements; participate in the meetings of Board of Management, meetings of Board of Supervisors, and other tasks according to regulations;

- Mr. Phan Lê Bình - Member: Perform tasks according to regulations and assigned duties in Board of Supervisors; Supervise the activities of Board of Management/Executive Board; Appraise individual financial statements and consolidated financial statements; participate in meetings of Board of Management, meetings of Board of Supervisors, and other works as prescribed.

Overall evaluation of results: The monitoring activities of specialized topics are in-depth, with proposals in management activities helping Board of Management/Executive Board through meetings; tasks are completed well and no member has violated the regulations.

### **c. Activities by Board of Supervisors**

- In 2025, BOS held three meetings, conducted in accordance with TEDI Charter of Organization and Operation. The main agendas of these meetings included: electing BOS Head and assigning tasks to its members; summarizing BOS activities in 2024 and outlining its direction and tasks for 2025; selecting independent auditing firms to audit TEDI separate and consolidated financial statements for submission to the Annual General Meeting of Shareholders; and evaluating the Parent Company's financial statements and consolidated financial statements for 2024 and the first six months of 2025.

- BOS members fully participated in all 04 regular meetings of Board of Management and provided feedback on 33 requests for written opinions from BOM members.

- Overseeing the operations and compliance with Charter of BOM and Executive Board; managing and implementing production and business targets, in accordance with the Resolution of 2025 Annual General Meeting of Shareholders.

- Others as required by General Meeting of Shareholders and Charter, and Regulations on BOS operations.

## **II. REPORT ON SUPERVISION RESULTS**

### **1. Results of supervision of Board of Management activities**

- In 2025, BOM held 4 regular meetings and conducted 33 written consultations with its members, thereby issuing resolutions, decisions, and documents within BOM authority, including key contents such as: Approving the detailed business plan for 2025; Amending and supplementing internal governance regulations: Regulations on Salaries and Bonuses (Second Amendment); Regulations on Emulation and Reward (First Amendment); Selecting an independent auditing firm to audit TEDI separate and consolidated financial statements; Implementing Project No. 10 Trung Kinh; Restructuring subsidiaries (TEDI-GIC, TEDI-WECCO, TEDCO4)...

- BOM meetings and written consultations comply with the regulations in TEDI Charter of Organization and Operation, with full attendance/submission of opinions from all members of BOM (5/5 members). Resolutions, decisions, and documents issued by BOM comply with regulations, closely adhering to the Resolution of 2025 Annual General Meeting of Shareholders and TEDI production and business situation.

- BOM regularly directs and supervises the activities of TEDI Executive Board, Capital Representatives and Supervisors at the subsidiaries to ensure that TEDI operations comply with the law and correctly implement the Resolutions by General Meeting of Shareholders and BOM.

- In 2025, BOS did not receive any petitions or complaints related to any member of BOM.

### **2. Evaluation of activities by General Director and Deputy General Directors**

- BOM closely followed the production and business targets and objectives set forth in the resolutions and decisions of GMS and BOM. In 2025, TEDI production and business results exceeded the targets set by the General Meeting of Shareholders (Total assets were VND 1,754 billion, reaching 140% of the plan; Consolidated revenue was VND 1,810 billion, equivalent to 144% of the plan, of which the parent company's revenue was VND 888 billion, reaching 154% of the plan; Consolidated after-tax profit



reached VND 121 billion, equivalent to 148% of the plan (of which: parent company's profit was VND 72 billion, equivalent to 147% of the plan); Basic earnings per share of TEDI reached VND 7,224, equivalent to 155% of the plan).

- To achieve the above-mentioned business results, in addition to traditional markets and customers, BOM made efforts to seek work from new investors, focusing on railway projects and large-scale projects. They regularly directed, inspected, and provided timely solutions to emerging issues to meet project deadlines as required by investors; reviewed and developed regulations and rules on corporate governance and production costs for approval by BOM; required contract management units to develop detailed monthly acceptance/payment plans for implementation and monitoring; strengthened risk management, negotiated acceptance/payment conditions in contracts signed with customers, and saved on production and business costs.

- In 2025, BOS did not receive any petitions or complaints related to any member of Executive Board.

### 3. Appraisal results of financial statements

Based on the appraisal of TEDI 2025 financial statements audited by AASC, Board of Supervisors gave the following comments:

- Agreed with TEDI 2025 financial statements audited by AASC;
- Financial statements are confirmed by the auditing company to reflect fairly and truthfully in all key aspects the financial conditions and business results in the fiscal year, complying with the current Vietnamese accounting system, accounting standards and relevant legal regulations.

As of 31st December 2025, major norms shown in TEDI separate financial statements (*including head office of TEDI, Architecture and Civil Engineering Consultants, Branch in Ho Chi Minh City*) and consolidated financial statements of are as follows:

#### a. Business results:

*Unit: million VND*

No.	Norm	2024 result	2025		2025 result/ 2024 result	2025 result/ 2024 plan
			Plan	Result		
<b>I</b>	<b>Consolidated financial statements</b>					
1	Total revenue	1.370.260	1.260.000	1.809.724	132	144
2	Consolidated after-tax profit of Parent Company shareholders	63.559	51.045	90.384	142	177
3	EPS (VND/share)	5.085	4.650	7.224	142	155
<b>II</b>	<b>Separate financial statements of Parent Company</b>					
1	Total revenue	678.814	578.000	888.345	131	154
2	After-tax profit on Parent Company's financial statements	56.882	49.420	72.430	127	147

**b. Asset and Capital Structure**

*Unit: million VND*

No.	Norm	Parent Company		Consolidated	
		Amount	Proportion	Amount	Proportion
<b>1</b>	<b>Total assets</b>	<b>912.197</b>	<b>100%</b>	<b>1.753.821</b>	<b>100%</b>
A	Short-term assets	784.060	85,95%	1.665.906	94,99%
B	Long-term assets	128.137	14,05%	87.915	5,01%
<b>2</b>	<b>Total capital</b>	<b>912.197</b>	<b>100%</b>	<b>1.753.821</b>	<b>100%</b>
A	Liabilities	661.444	72,51%	1.341.624	76,50%
A1	Short-term debt	660.344	72,39%	1.339.743	76,39%
A2	Long-term debt	1.100	0,12%	1.881	0,11%
B	Owners' equity	250.751	27,49%	412.197	23,50%

**c. Structure of asset**

*Unit: million VND*

No.	Norm	Parent Company		Consolidated	
		Amount	Proportion	Amount	Proportion
<b>I</b>	<b>Short-term assets</b>	<b>784.060</b>	<b>85,95%</b>	<b>1.665.906</b>	<b>94,99%</b>
1	Cash and the equivalent	104.641	11,47%	387.304	22,08%
2	Short-term financial investment	102.543	11,24%	137.996	7,87%
3	Short-term receivables	395.901	43,40%	779.747	44,46%
4	Inventory	180.161	19,75%	355.314	20,26%
5	Others	814	0,09%	5.545	0,32%
<b>II</b>	<b>Long-term assets</b>	<b>128.137</b>	<b>14,05%</b>	<b>87.915</b>	<b>5,01%</b>
1	Fixed assets	61.157	6,70%	74.659	4,26%
3	Long-term financial investment	59.991	6,58%		0,00%
2	Others	6.989	0,77%	13.256	0,75%
	<b>Total</b>	<b>912.197</b>	<b>100%</b>	<b>1.753.821</b>	<b>100%</b>

**d. Structure of liabilities**

*Unit: million VND*

No.	Norm	Parent Company		Consolidated	
		Amount	Proportion	Amount	Proportion
<b>I</b>	<b>Short-term liabilities</b>	<b>660.344</b>	<b>99,83%</b>	<b>1.339.743</b>	<b>99,86%</b>
1	Short-term liabilities to suppliers	44.219	6,69%	101.158	7,54%
2	Short-term advance payment by buyers	332.824	50,32%	636.753	47,46%
3	Tax and payables to State	18.481	2,79%	39.618	2,95%
4	Payables to employees	91.786	13,88%	221.501	16,51%

No.	Norm	Parent Company		Consolidated	
		Amount	Proportion	Amount	Proportion
5	Short-term liabilities	58.857	8,90%	66.092	4,93%
6	Payables by progress under contracts		0,00%	1.067	0,08%
7	Short-term unearned revenue	26.261	3,97%	27.595	2,06%
8	Others	78.424	11,86%	208.421	15,53%
9	Short-term financial loans	22	0,00%	13.042	0,97%
10	Short-term provisions		0,00%		0,00%
11	Bonus and welfare fund	9.470	1,43%	24.496	1,83%
<b>II</b>	<b>Long-term liabilities</b>	<b>1.100</b>	<b>0,17%</b>	<b>1.881</b>	<b>0,14%</b>
1	Long-term unearned revenue		0,00%	546	0,04%
2	Others	1.100	0,17%	1.335	0,10%
	<b>Total</b>	<b>661.444</b>	<b>100%</b>	<b>1.341.624</b>	<b>100%</b>

***e. Solvency ratio of consolidated financial statements:***

No.	Solvency	Unit	2024	2025
1	Overall solvency	Time	1,38	1,31
2	Current solvency	Time	1,19	1,24
3	Quick ratio	Time	0,91	0,98

***Comments and evaluation of financial conditions:***

Through analysis of 2025 financial statements, it could be concluded that:

- TEDI financial conditions are stable and growing, the revenue and profit results all exceed the plan approved by GMS;
- Financial statement data shows the balance of assets and capital in the TEDI production and business activities. Long-term assets are always guaranteed to be invested with long-term capital, and short-term assets ensure full payment of short-term debts;
- Solvency ratio: All are guaranteed. Cash and short-term investments account for a fairly high proportion in the asset structure, so the liquidity of TEDI is often maintained pretty well.
- Performance indicators show that TEDI maintained a growth trend and improved business efficiency during the period. The net profit margin improved slightly, indicating the ability to control costs and enhance operational efficiency. Return on



equity and total assets continued to remain positive, reflecting the TEDI efficient use of resources.

## **2. Evaluation results of the coordination among Board of Supervisors, Board of Management, General Director and shareholders**

- Board of Supervisors proactively participated in discussing, grasping and evaluating TEDI operations at regular Board of Management meetings. In addition, promptly coordinated with General Director and shareholders in implementing shareholders' requests on TEDI business operations.

- BOS sent a representative to 2025 Employee Conference to gather information on the production management by the Executive Board and other management staff.

- BOS received close cooperation and support from BOM, Executive Board of TEDI during its performance.

## **3. Report on related transactions**

TEDI fully reported the transactions with related parties in accordance with laws and regulations.

## **PART II - 2026 ACTIVITY PLAN**

Based on the functions and tasks stipulated in the TEDI Charter, Board of Supervisors unanimously determined the focus of 2026 activity plan as follows:

- Supervise the compliance with Charter and implementation of the Resolution of 2026 General Meeting of Shareholders;
- Attend all Board of Management meetings to grasp the governance situation of TEDI;
- Assess the truthfulness and reasonableness of semi-annual and annual financial statements;
- Update newly issued policies and regulations to improve professional qualifications to meet the requirements on tasks assigned;
- Other duties as prescribed by laws.

Above is the Report on 2025 performance result and 2026 activity plan of TEDI Board of Supervisors for the consideration and approval by General Meeting of Shareholders.

Thank you!

### ***Recipients:***

- As above;
- BOM;
- BOS members;
- File./.

**ON BEHALF OF BOARD OF SUPERVISORS  
HEAD**

**Phạm Thị Lan Hương**

No: ..... /TEDI-BKS

*Hanoi, ..... April 2026*

**SUBMISSION LETTER**

**On the list of auditing company for 2026 financial statements  
of Transport Engineering Design Inc.**

To: General Meeting of Shareholders of Transport Engineering Design Inc.

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

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

*Based on the list of auditing companies approved by Ministry of Finance for auditing the public interest entities listed on the website [www.mof.gov.vn](http://www.mof.gov.vn);*

*Based on the proposals to provide auditing services for financial statements by independent auditing companies in response to the Invitation No. 262/TEDI-BKS dated 20/01/2026 on providing auditing services for financial statements in 2026.*

In order to audit 2026 financial statements of the Transport Engineering Design Inc. in accordance with the provisions of the laws and TEDI Charter, Board of Supervisors respectfully submits to the General Meeting of Shareholders a plan to select an independent auditing unit to audit TEDI 2026 financial statements as follows:

**1. Requirements to independent auditing company**

- (i) Must be in the list of independent auditing companies qualified to provide auditing services for public interest companies announced by Ministry of Finance at the website: [www.mof.gov.vn](http://www.mof.gov.vn);
- (ii) Being an auditing company with a team of honest, reputable and experienced auditors in auditing units in transport sector to ensure the quality of annual financial statement auditing; and
- (iii) Offer reasonable auditing fees, suitable to the scope and progress of the auditing requested by TEDI and subsidiaries.

**2. Selection of independent auditing companies for the list of candidate auditing companies for 2025 financial statements.**

Based on the above requirements and the proposals on auditing services for 2026 financial statements, Board of Supervisors would like to propose 03 following auditing companies to be included in the list of candidate auditing companies to provide auditing services for the 2026 financial statements:

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

### **3. Proposals by Board of Supervisors**

With the above requirements and options, Board of Supervisors respectfully request for approval by General Meeting of Shareholders on the following:

- (i) List of 03 candidate auditing companies for 2026 financial statements of Transport Engineering Design Inc. and
- (ii) Authorization to TEDI Board of Management to select 01 out of 03 candidate auditing companies in the list stated under Item 2 and assigning General Director to sign the contract to provide auditing services with the selected independent auditing company to audit 2026 financial statements.

BOS respectfully submit the above to General Meeting of Shareholders for approval.

Thank you very much!

***Recipients:***

- As above;
- BOM;
- Executive Board;
- Internal Audit Committee;
- File./.

**ON BEHALF OF  
BOARD OF SUPERVISORS HEAD**

**Phạm Thị Lan Hương**

No: 14/NQ/TEDI-DHDCĐ

Hanoi, 8<sup>th</sup> May 2026**RESOLUTION (Draft)****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 at 2026 annual General Meeting held on 08/5/2026;*

*Based on the Reports and Submission Letters by Board of Managements and Board of Supervisors at 2026 Annual General Meeting of Shareholders;*

*Based on the Minutes of TEDI 2025 Annual General Meeting of Shareholders dated 08/5/2026.*

**RESOLVES****Article 1. Approve the following:**

1. Report on 2025 performance result and 2026 activity plan of Board of Management;
2. Report on 2025 performance result and 2026 activity plan of Board of Supervisors;
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: 3,621,000,000 VND

- Sales-based bonus fund:	3,621,000,000 VND
- Bonus and welfare fund:	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 Managements</b>					
1	Phạm Hữu Sơn	Chairman	200,400,000	200,400,000	200,400,000	-
2	Đào Ngọc Vinh	V. 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 of BOS	40,000,000	40,000,000	40,000,000	-
2	Phạm Thị Lan Hương	Head of BOS	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).
- Sales-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: 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 Vice Chairman - 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 Board of Management and the Board of Supervisors members will be adjusted according to 2026 business results of Parent Company.*

9. Authorize TEDI Board of Managements 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. Implementation clause.**

General Shareholders Meeting authorize Board of Management and Board of Supervisors of TEDI to direct and monitor the implementation of the Resolution in accordance with the Laws and TEDI Charter.

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

**Article 3. Effectiveness.**

The Resolution consists of three (03) 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 General Meeting of Shareholders and becomes effective from 08/5/2026./.

**Recipients:**

- As in Article 2;
- Shareholders;
- TEDI Website;
- File./.

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

**Pham Huu Son**



**RESOLUTION (Draft)  
On the adjustments of investment decision  
for Building Complex Project at No. 10 Trung Kính**

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

*Based on the Enterprise Law No. 59/2020/QH14;*

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

*Based on the Resolution No. 13a NQ/TEDI-ĐHĐCĐ dated 08/5/2025 by General Meeting of Shareholders on the investment decision for the Building Complex Project at No. 10 Trung Kính;*

*Based on the Submission No. .... / TTr./TEDI-HĐQT dated ..... /4/2026 of the Board of Managements on the adjustment of investment decision for Building Complex Project at No. 10 Trung Kính;*

*Based on the Minutes of TEDI 2026 Annual General Meeting of Shareholders dated 08/5/2026.*

**RESOLVES**

**Article 1.** Adjust the investment decision for the Building Complex Project at No. 10 Trung Kính (Hà Nội), with details as follows:

1. Investor name: Transport Engineering Design Inc.
2. Project name: Building Complex Project at No. 10 Trung Kính.
3. Project objective: Construction of building complex for the purpose of commerce, service, office, headquarter of TEDI and real estate business.
4. Project scale:
  - Total land area: 2.581m<sup>2</sup>
  - Number of floors: 28 floors, number of basements: 03 basements
  - Total construction area: ~42.880m<sup>2</sup>, including
    - + Total area of basements: ~6.613,5m<sup>2</sup>
    - + Total area of floors: ~36.266,5 m<sup>2</sup>
  - Building height: ~114,2m
  - Construction density: ~49,9%
  - Land use coefficient: ~12,97%
5. Estimated project investment cost: 874, 923 billion VND, including:

- Investor's capital: 175 billion VND
  - Mobilized capital: 699,923 billion VND
6. Project life: 50 years from the date of land provided, land rent, land use purpose changed.
  7. Project location: Lot HH3 (K7-6) QHPK H2-2
  8. Implementation period: Quarter II/2025-Quarter II/2029.

**Article 2.** This Resolution shall replace the Resolution No. 13a NQ/TEDI-DHDCD dated 08/5/2025 by General Meeting of Shareholders.

Board of Management and Board of Supervisors are assigned to organize the project implementation in compliance with the prevailing regulations and TEDI regulations.

**Article 3.** The Resolution consists of two (02) 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 General Meeting of Shareholders and becomes effective from 08/5/2026./.

***Recipients:***

- As in Article 2;
- Shareholders;
- TEDI Website;
- File./.

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

**Phạm Hữu Sơn**

No.: 14b NQ/TEDI-HĐCĐ

Hà Nội, 8th May 2026

**RESOLUTION (Draft)**  
**the orientation of TEDI Development Strategy in 2026-2035 Period**  
**and Vision to 2050**

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

*Based on the Enterprise Law No. 59/2020/QH14;*

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

*Based on the Submission No. .... / TTr./TEDI-HĐQT dated ..... /4/2026 by Board of Management on the orientation of TEDI Development Strategy in 2026-2035 Period and Vision to 2050;*

*Based on the Minutes of TEDI 2026 Annual General Meeting of Shareholders dated 08/5/2026.*

**RESOLVES**

**Article 1.** Approve the orientation of TEDI Development Strategy in 2026-2035 Period and Vision to 2050, with details as follows:

**I. MISSION, VISION AND CORE VALUES**

1. **Mission:** "Creating sustainable value for every construction project"
2. **Vision:** "Maintaining the position of leading construction consultant in Vietnam, reaching to the regional and international level"
3. **Core values:** "Independence - Creativity - Honesty - Responsibility"

**II. STRATEGIC OBJECTIVES**

**II.1. General objectives.**

Maintain the position of leading transport infrastructure consulting firm in Vietnam, build a reputable brand regionally and internationally. Step by step expand into the fields of investment consultancy, development consultancy, office and transport and industrial infrastructure investment, and other potential business lines.

**II.2. Specific objectives.**

1. Regarding position and market:
  - 1) TOP 1 in transport infrastructure consultancy in Vietnam in terms of revenue and the number of large and important projects applying advanced technology for the first time.
  - 2) Leading in survey and design of high-speed railway and Metro projects in urban areas.
  - 3) Striving for a minimum of 30% market share of transport infrastructure projects financed by State budget and large private investors.

2. Regarding products and services:
  - 1) 100% of design projects applying high technical standards and BIM.
  - 2) Step by step expanding into the fields of investment consultancy, development consultancy, office and transport and industrial infrastructure investment. Developing at least 03 new products or services suitable to TEDI's capacity.
  - 3) Client satisfaction rate  $\geq 95\%$  on all products and services.
3. Regarding personnel and organization:
  - 1) Increasing the scale of human resource to meet the requirements of production and business growth, and business line development.
  - 2) Annually, at least 80% of employees to be trained and key personnel accounting for at least 90%.
  - 3) Growth rate of labor productivity higher than that of revenue.
  - 4) Growth rate of the employees' real incomes higher than the inflation rate and under the leading group of transport infrastructure consulting market.
4. Regarding technology and innovation:
  - 1) 100% of design and supervision processes digitalized.
  - 2) Applying artificial intelligence (AI) in management and production.
  - 3) Applying at least 5 technological innovation solutions per year.
  - 4) Integrating AI and Big Data in important projects.
5. Regarding sustainable development:
  - 1) Minimizing the paper and energy consumption by full digital transformation of internal processes.
  - 2) Applying green and sustainable criteria in production and business activities.
  - 3) Reducing carbon emissions in production and business activities.
  - 4) Supporting community or educational projects related to infrastructure and transportation every year.
6. Regarding investment:
  - 1) Completing the investment project in land lot No. 10 Trung Kinh and studying investments in other land lots;
  - 2) Investing in other fields suitable to TEDI's capacity.
  - 3) TEDI's investments subject to careful appraisal, with low risk tolerance threshold.
  - 4) Increasing the efficiency of investment and exploitation of assets on land.
7. Regarding business growth:
  - 1) Revenue from transport infrastructure consulting services
    - Revenue growth rate: In accordance with Vietnam's economic growth target for 2026-2035 period, with details as follows:
      - + 2026-2030: 10%/year.
      - + 2031-2035: 7%-8%/year.
    - Ratio of after-tax profit and revenue: Not lower than 6.5%.

2) Revenue from other activities:

- Revenue from investment activities:
  - + Investment in the subsidiaries: Increase by 10%/year.
  - + Real estate projects: Revenue generated from 2030.
- Development consultancy: Striving for a minimum of 03 projects.
- Other potential fields: Effectively supporting the main business line, ensuring the revenue growth targets.

8. Regarding capital:

- 1) Charter capital of TEDI: In case of increasing charter capital, use the undistributed after-tax profit under the form of paying dividends in shares to the existing shareholders.
- 2) Charter capital of the subsidiaries: In case of increasing charter capital, use the undistributed after-tax profit under the form of paying dividends in shares to the existing shareholders and/or mobilize capital from the existing shareholders.

**Article 2.** Board of Management and Board of Supervisors are assigned to organize the implementation in compliance with the prevailing regulations and TEDI regulations.

**Article 3.** The Resolution consists of three (03) 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 General Meeting of Shareholders and becomes effective from 08/5/2026./.

***Recipients:***

- As in Article 2;
- Shareholders;
- TEDI Website;
- File./.

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

**Phạm Hữu Sơn**

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

**LETTER OF CONFIRMATION OR AUTHORIZATION**

**To attend 2026 Annual General Meeting of Shareholders  
of Transport Engineering Design Inc.**

To: Transport Engineering Design Inc.

Name of organization/person: .....  
Representative (for organization): .....  
ID/Business Registration Certificate No.: ..... Date of issue: ..... Place of issue:.....  
Address: .....  
Currently holding: .....shares (*In words:.....shares*)

**Confirm at attend the General Meeting of Shareholders :**

☐

**Or agree to authorize the following:**

☐

Authorized person: .....  
ID: ..... Date of issue: ..... Place of issue:.....  
Number of authorized shares:.....

To attend 2026 Annual General Meeting of Shareholders and exercise all rights and obligations at the General Meeting corresponding to the number of authorized shares. I am fully responsible for this authorization and commit to strictly comply with current laws and regulations.

*Note:*

- *Shareholders can only mark X in one of the two squares to confirm attendance or authorize another person. When marking X in the authorization box, shareholders are requested to fill in full information of the authorized person;*
- *Shareholders are requested to send the authorization letter (if any) to TEDI **before 17h 5th May 2026** (in case of fax, the original must be presented to the Organizing Committee upon attending the General Meeting).*

....., date ....month ....year 2026

**Authorized person**  
*(Signature and full name)*

**Shareholder's confirmation/ authorization**  
*(Signature and full name,  
stamp if any)*





**2026 ANNUAL GENERAL MEETING OF SHAREHOLDERS  
TRANSPORT ENGINEERING DESIGN INC.**

**VOTING CARD**

**Shareholder name:**

**NGUYỄN VĂN A**

**Shareholder code: TED .....**

**Number of shares owned or represented:**

**..... SHARES**



**2026 ANNUAL GENERAL MEETING OF SHAREHOLDERS  
TRANSPORT ENGINEERING DESIGN INC.**

**VOTING BALLOT**

**1. Information of shareholder participating in voting:**

Shareholder code: **TED.....**  
Shareholder name: **Nguyễn Văn A**  
Number of shares owned or represented: **.....shares**

**2. Voting section**

No.	Voting content	Agree	Disagree	No Opinion
1	Report on Board of Management's performance			
2	Report on Board of Supervisors' performance			
3	Audited 2025 Financial Statements			
4	2025 after-tax distribution plan			
5	Settlement of remuneration for BOM and BOS members in 2025			
6	2026 production and business plan			
7	2026 after-tax profit distribution plan			
8	Estimated remuneration for BOM and BOS members in 2026			
9	List of candidate auditing companies for audit of 2026 financial statements			
10	Adjustments of investment decision on Building Complex Project at No. 10 Trung Kinh			
11	Orientation of TEDI Development Strategy in 2026-2035 period, with vision to 2050			

**3. Instructions for voting**

Shareholder marks "X" in one of the 3 columns "Agree", "Disagree", "No opinion"

## SEPARATE FINANCIAL STATEMENTS OF 2025

### (SUMMARY REPORT)

*(Data after independent audit)*

1. Unit name: Transport Engineering Design Inc.
2. Business registration certificate No. 0100107839 dated June 3, 2014
3. Business: Consulting on design of transport technical infrastructure
4. Address: 278 Ton Duc Thang, O Cho Dua Ward, Hanoi City.
5. Phone: 04 3851 4431. Fax 04.3513 2935
6. Charter capital: 125,000,000,000 VND

*Unit: VND*

No	Items	Code	31/12/2025	01/01/2025
<b>A.</b>	<b>BALANCE SHEET</b>			
<b>I</b>	<b>Current assets</b>	100-BCDKT	<b>784,060,131,598</b>	<b>561,483,921,655</b>
1	Cash and cash equivalents	110-BCDKT	104,641,302,147	68,341,386,891
2	Short-term investments	120-BCDKT	102,542,523,416	31,833,692,631
3	Short-term receivables	130-BCDKT	395,901,243,067	268,036,323,798
4	Inventories	140-BCDKT	180,160,861,649	191,533,597,495
5	Other current assets	150-BCDKT	814,201,319	1,738,920,840
<b>II</b>	<b>Non- current assets</b>	200-BCDKT	<b>128,136,494,962</b>	<b>126,896,278,357</b>
2	Fixed assets	220-BCDKT	61,157,044,157	62,609,367,064
	- Tangible fixed assets	221-BCDKT	59,870,574,819	60,787,714,333
	- Intangible fixed assets	227-BCDKT	1,286,469,338	1,821,652,731
5	Long-term investments	250-BCDKT	59,990,383,387	54,328,968,387
6	Other non-current assets	260-BCDKT	6,989,067,418	9,957,942,906
	<b>Total assets</b>	<b>270-BCDKT</b>	<b>912,196,626,560</b>	<b>688,380,200,012</b>
<b>III</b>	<b>Liabilities</b>	300-BCDKT	<b>661,444,664,132</b>	<b>474,701,867,355</b>
1	Current liabilities	310-BCDKT	660,344,413,132	473,737,374,355
2	Long-term liabilities	330-BCDKT	1,100,251,000	964,493,000
<b>IV</b>	<b>Equity capital</b>	400-BCDKT	<b>250,751,962,428</b>	<b>213,678,332,657</b>
1	Owner's equity	410-BCDKT	250,751,962,428	213,678,332,657
	<i>In which: Owner's equity</i>	<i>411-BCDKT</i>	<i>125,000,000,000</i>	<i>125,000,000,000</i>
	<i>Share premium</i>	<i>412-BCDKT</i>	<i>815,232,000</i>	<i>815,232,000</i>
	<i>Retained earnings</i>	<i>421-BCDKT</i>	<i>124,936,730,428</i>	<i>87,863,100,657</i>
	<b>Total capital</b>	<b>440-BCDKT</b>	<b>912,196,626,560</b>	<b>688,380,200,012</b>

B.	STATEMENT OF INCOME		This period	Previous period
I.	Separate statement of income			
1	Total revenue		888,344,782,637	678,813,672,084
	- Net revenue from sales and service provision	10-BCKQKD	863,560,100,194	654,503,960,449
	- Financial operating revenue	21-BCKQKD	24,555,568,424	23,995,074,935
	- Other income	31-BCKQKD	229,114,019	314,636,700
2	Total cost		802,167,704,302	612,768,652,572
	- Cost of goods sold and services rendered	11-BCKQKD	646,266,612,908	497,269,378,775
	- Financial costs	22-BCKQKD	1,403,748,228	184,592,488
	- Business management costs	26-BCKQKD	154,300,940,147	114,954,868,950
	- Other costs	32-BCKQKD	196,403,019	359,812,359
3	Total profit before tax	50-BCKQKD	86,177,078,335	66,045,019,512
4	Current corporate income tax expense	51-BCKQKD	13,747,448,564	9,163,341,668
5	Deferred corporate income tax expense	52-BCKQKD	-	-
6	Profit after corporate income tax	60-BCKQKD	72,429,629,771	56,881,677,844
II.	Status of performing obligations to the State		This period	Previous period
1	Amount to be paid from previous year carried forward		6,662,180,425	4,422,897,013
2	Total amount payable to NS		87,521,811,580	60,006,338,541
	Including: taxes		87,331,036,418	59,979,133,611
	- Other payables		190,775,162	27,204,930
3	Total amount paid to NS		75,702,942,303	57,767,055,129
4	The remaining amount to be paid is carried over to the next period.		18,481,049,702	6,662,180,425
	- Must Pay		18,481,049,702	7,610,925,547
	- Receivables		-	948,745,122
C	CASH FLOW STATEMENT		This period	Previous period
1	Cash and cash equivalents at the beginning of the period		68,341,386,891	66,609,323,773
2	Impact of exchange rate changes		379,067,977	594,410,443
3	Cash flow during the period		35,920,847,279	1,137,652,675
	Net cash flow from operating activities		119,838,899,028	25,067,772,394
	Net cash flow from investing activities		(58,889,091,589)	7,265,806,819
	Net flow from financing activities		(25,028,960,160)	(31,195,926,538)
5	Cash and cash equivalents at the end of the period		104,641,302,147	68,341,386,891
D	Other indicators			
1	Profit after tax/Equity (%)		57.94%	45.51%
2	Profit after tax/Total revenue (%)		8.15%	8.38%
3	Profit after tax/Total assets (%)		7.94%	8.26%
4	Total liabilities/Equity (times)		2.64	2.22

TABLE MAKER

Vo Thu Thuy

CHIEF ACCOUNTANT

Tang Thi Thu Hien

Hanoi, March 30th, 2026

GENERAL DIRECTOR



Đào Ngọc Vinh

**CONSOLIDATED FINANCIAL STATEMENTS OF 2025**  
**(SUMMARY REPORT)**

(Data after independent audit)

1. Unit name: Transport Engineering Design Inc.
2. Business registration certificate No. 0100107839 dated June 3, 2014
3. Business: Consulting on design of transport technical infrastructure
4. Address: 278 Ton Duc Thang, O Cho Dua Ward, Hanoi City.
5. Phone: 04 3851 4431. Fax 04.3513 2935
6. Charter capital: 125,000,000,000 VND

Unit: VND

TT	Target	Code	31/12/2025	01/01/2025
<b>A.</b>	<b>BALANCE SHEET</b>			
<b>I</b>	<b>Current assets</b>	<b>100-BCDKT</b>	<b>1,665,906,451,610</b>	<b>1,202,935,012,099</b>
1	Cash and cash equivalents	110-BCDKT	387,304,478,419	172,888,446,987
2	Short-term financial investments	120-BCDKT	137,996,237,216	67,848,840,267
3	Accounts Receivable	130-BCDKT	779,746,855,969	620,905,952,618
4	Inventory	140-BCDKT	355,313,678,650	336,780,627,090
5	Other current assets	150-BCDKT	5,545,201,356	4,511,145,137
<b>II</b>	<b>Long-term assets</b>	<b>200-BCDKT</b>	<b>87,914,677,646</b>	<b>93,595,913,562</b>
2	Fixed assets	220-BCDKT	74,658,364,005	77,241,290,325
	- <i>Tangible fixed assets</i>	221-BCDKT	71,399,427,807	73,368,767,798
	- <i>Intangible fixed assets</i>	227-BCDKT	3,258,936,198	3,872,522,527
5	Other long-term assets	260-BCDKT	13,256,313,641	16,354,623,237
	<b>TOTAL ASSETS</b>	270-BCDKT	<b>1,753,821,129,256</b>	<b>1,296,530,925,661</b>
<b>III</b>	<b>Liabilities</b>	<b>300-BCDKT</b>	<b>1,341,623,448,670</b>	<b>937,314,087,163</b>
1	Short-term debt	310-BCDKT	1,339,742,743,125	935,619,139,618
2	Long-term debt	330-BCDKT	1,880,705,545	1,694,947,545
<b>IV</b>	<b>Equity</b>	<b>400-BCDKT</b>	<b>412,197,680,586</b>	<b>359,216,838,498</b>
1	Owner's equity	410-BCDKT	412,197,680,586	359,216,838,498
	- <i>Owner's equity</i>	411-BCDKT	125,000,000,000	125,000,000,000
	- <i>Surplus Share Capital</i>	412-BCDKT	815,232,000	815,232,000
	- <i>Other owners' equity</i>	414-BCDKT	28,896,097,892	26,086,235,108
	- <i>Difference in asset revaluation</i>	416-BCDKT	(9,876,529,675)	(9,876,529,675)
	- <i>Development investment fund</i>	418-BCDKT	88,593,101	89,435,416
	- <i>Undistributed profit after tax</i>	421-BCDKT	166,425,916,404	122,948,477,490
	- <i>Non-controlling interests</i>	429-BCDKT	100,848,370,864	94,153,988,159
2	Other funding sources and funds	430-BCDKT	-	-
	<b>TOTAL CAPITAL</b>	<b>450-BCDKT</b>	<b>1,753,821,129,256</b>	<b>1,296,530,925,661</b>

B.	STATEMENT OF INCOME		This period	Previous period
I	Consolidated statement of income			
1	Total revenue		1,809,723,225,022	1,370,259,779,171
	- Net revenue from sales and service provision	10-BCKQKD	1,796,371,834,054	1,362,471,663,279
	- Financial operating revenue	21-BCKQKD	12,079,608,092	7,350,463,514
	- Other income	31-BCKQKD	1,271,782,876	437,652,378
2	Total cost		1,657,581,466,583	1,259,849,334,284
	- Cost of goods sold and services rendered	11-BCKQKD	1,351,733,124,395	1,031,018,348,781
	- Financial costs	22-BCKQKD	2,568,039,972	887,662,625
	- Business management costs	26-BCKQKD	302,330,978,220	225,885,744,635
	- Other costs	32-BCKQKD	949,323,996	2,057,578,243
3	Profit in LDLK company	24-BCKQKD	-	-
4	Total profit before tax (1-2+3)	50-BCKQKD	152,141,758,439	110,410,444,887
5	Profit after corporate income tax	60-BCKQKD	120,804,941,243	86,840,703,204
	- Profit after corporate income tax of shareholders of parent company	61-BCKQKD	90,383,825,240	63,559,079,504
	- Profit after corporate income tax of non-controlling shareholders	62-BCKQKD	30,421,116,003	23,281,623,700
6	Basic earnings per share	70-BCKQKD	7,224	5,085
II.	Status of performing obligations to the State		This period	Previous period
1	The remaining amount payable from the previous year is transferred to be recorded on the financial statements.		14,126,775,695	14,675,305,265
2	Total amount payable to NS		181,969,728,161	128,986,947,265
	Including: taxes		181,755,608,052	128,538,666,693
	- Other payables		214,120,109	448,280,572
3	Total amount paid to NS		159,025,538,573	129,535,476,835
4	The remaining amount to be paid is carried over to next year.		37,070,965,283	14,126,775,695
	- Must Pay		39,617,764,482	17,799,720,867
	- Receivables		2,546,799,199	3,672,945,172
C	CASH FLOW STATEMENT		This period	Previous period
1	Cash and cash equivalents at the beginning of the period		172,888,446,987	155,213,660,196
2	Impact of exchange rate changes		379,194,424	595,342,621
3	Cash flow during the period		214,036,837,008	17,079,444,170
3.1	Net cash flow from operating activities		327,745,155,297	76,170,814,845
3.2	Net cash flow from investing activities		(77,502,959,045)	(12,589,604,055)
3.3	Net flow from financing activities		(36,205,359,244)	(46,501,766,620)
5	Cash and cash equivalents at the end of the period		387,304,478,419	172,888,446,987
D	Other indicators		-	-
1	Profit after tax/Equity (%)		29.31%	24.18%
2	Profit after tax/Total revenue (%)		6.68%	6.34%
3	Profit after tax/Total assets (%)		6.89%	6.70%
4	Total liabilities/Equity (times)		3.25	2.61

Hanoi, March 30th, 2026

TABLE MAKER



Vo Thu Thuy

CHIEF ACCOUNTANT



Tang Thi Thu Hien

GENERAL DIRECTOR



Dao Ngoc Vinh