

Hanoi, January 22nd, 2025

COMPANY MANAGEMENT REPORT

2024

To: - State Securities Commission

- Hanoi Stock Exchange

- Company: Urban Development and Design Consulting Joint Stock Company
- Address: No. 194 Buoï Street, Cong Vi Ward, Ba Dinh District, Hanoi City
- Tel: 04.39744.168 Fax: 04.39744.068
- Charter capital: **315,049,750,000 VND** (*Three hundred and fifteen billion, forty-nine million, seven hundred and fifty thousand VND*)
- Stock code: CDO
- Management model: General Shareholder Meeting, Board of Directors, Board of Supervisors, and Director
- On the implementation of internal audit function: Not yet implemented

I. Activities of the General Shareholders Meeting

Information on meetings and Resolutions/Decisions of the General Meeting of Shareholders (including Resolutions of the General Meeting of Shareholders adopted in the form of written opinions): on June 27th, 2024, the company had its first annual shareholder meeting. The first annual general meeting of shareholders in 2024 was deemed ineligible to proceed by 7.36% of the total number of voting shares of direct shareholders and shareholders' proxies, so the second general meeting of shareholders was held on July 25th, 2024.

No	Number of documents	Date	Content
1	01/2024/CDO/ BB-DHDCD	27/06/2024	At the opening of the General Meeting, there were 4 shareholders and authorized representatives attending, owning 2,318,133 shares, equivalent to 7.36% of the total number of voting shares. All shareholders and authorized representatives presented at the 2024 Annual General Meeting of Shareholders were eligible to attend the meeting. According to Clause 1, Article 18 of the Charter of Urban Development and Design Consulting Joint Stock



			<p>Company, a General Meeting of Shareholders was conducted when shareholders representing more than 50% of the voting shares attend. The meeting was attended by direct shareholders and authorized representatives of shareholders, accounting for 7.36% of the total number of voting shares. The 2024 Annual General Meeting of Shareholders of Urban Development and Design Consulting Joint Stock Company was not permitted to proceed.</p>
2	<p>02/2024/CDO/ BB-DHDCD Resolution 01/2024/NQ- DHDCD</p>	25/07/2024	<p>- Approve the contents of reports and submissions: + Report No. 01/2024/BC-HDQT/DHDCD dated July 1st, 2024 of the Board of Directors on the management and performance of the Board of Directors and each member of the Board of Directors in 2023</p> <p>+ Report No. 02/2024/CDO/BC-BKS/DHDCD dated July 1st, 2024 of the Board of Supervisors on the Company's business results and the performance of the Board of Directors in 2023</p> <p>+ Report No. 03/2024/CDO/BC-BKS/DHDCD The of the Board of Supervisors dated July 1st, 2024 on self-assessment of the Board of Supervisors and each member's performance in 2023.</p> <p>+ Submission No. 01/2024/CDO/TTr-DHDCD dated 01/07/2024 on the 2023 Financial Statements and 2023 Business Results.</p> <p>+ Submission No. 02/2024/CDO/TTr-DHDCD dated 01/07/2024 on the 2024 business plan targets.</p> <p>+ Submission No. 03/2024/CDO/TTr-DHDCD dated 01/07/2024 to designate an auditor for the 2024 financial statements.</p> <p>+ Submission No. 04/2024/CDO/TTr- DHDCD on July 1st, 2024, for the payment of salary to the Board of Directors and the Board of Supervisors for 2024.</p> <p>+ Submission No. 05/2024/CDO/TTr- DHDCD dated July 1st, 2024 by the Board of Directors on the dismissal of members of the Board of Directors (“BOD”) and the Board of Supervisors (“BOS”) for the term 2019-2024 due to the end of their term and the election of members of the Board of Directors and the Board of Supervisors for the new term 2024-2029.</p>

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			+ Submission No. 06/2024/CDO/TTr-DHDCD on July 25 th , 2024, to approve the list of candidates for election to the Board of Directors (“BOD”) and the Board of Supervisors (“BOS”) for the term 2024-2029.
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II. Board of Directors (2024 report):

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

No	BOD Members	Position	Date of commencement/no longer being an independent member of the BOD	
			Date of appointment	Date of dismissal
1	Mr. Vu Dinh Nhan	Chairman	Reappointed on 25/07/2024	
2	Ms. Luu Thi Nhung	Member	Reappointed on 25/07/2024	
3	Ms. Vu Thi Mai Anh	Member	Reappointed on 25/07/2024	
4	Ms. Tran Thi Viet Ha	Member	Reappointed on 25/07/2024	
5	Mr. Bui Xuan Hieu	Member	Reappointed on 25/07/2024	

2. Board of Directors Meetings

No	BOD Members	Number of meetings attended	Meeting attendance rate	Reason for not attending meetings
1	Mr. Vu Dinh Nhan	8/8	100%	
2	Ms. Luu Thi Nhung	8/8	100%	
3	Ms. Vu Thi Mai Anh	8/8	100%	
4	Ms. Tran Thi Viet Ha	8/8	100%	
5	Mr. Bui Xuan Hieu	8/8	100%	

3. The BOD's supervisory actions over the Board of Management:

- The BOD meets quarterly to evaluate management, implement resolutions and decisions, and evaluate production and business performance through monthly meetings and reporting systems (Management Report, Financial Report). From there, offer a thorough plan for the following month and fix any unresolved difficulties in the Company's production and business processes.
- The Board of Management holds extraordinary meetings to make key decisions, supervise, monitor, discuss, and provide directions.
- Regularly remind and encourage the Board of Management to report, disclose information, and reveal remarkable information in compliance with the law.

4. Activities of subcommittees under the Board of Directors: The Board of Directors does not establish any subcommittees.

5. Resolutions/Decisions of the Board of Directors (2024 report):

No	Resolutions	Date	Contents
1	01/2024/CDO/NQ-HDQT	15/01/2024	Approval of 2024 business production plan.
2	02/2024/CDO/NQ- HDQT	26/03/2024	Approving an extension of the period for the 2024 Annual General Meeting of Shareholders to June 30 th , 2024 at the latest.
3	03/2024/CDO/NQ- HDQT	02/05/2024	Approval of the convening of the 2024 Annual General Meeting of Shareholders.
4	04/2024/CDO/NQ- HDQT	24/05/2024	Approving the time and venue for the 2024 Annual General Meeting of Shareholders.
5	05/2024/CDO/NQ- HDQT	24/05/2024	Approval of the establishment of a shareholder qualification review committee at the 2024 Annual General Meeting of Shareholders.
6	06/2024/CDO/NQ- HDQT	24/05/2024	Approving the meeting agenda and documents for the Company's 2024 Annual General Meeting of Shareholders.
7	07/2024/CDO/NQ- HDQT	28/06/2024	Approving the time and venue for the 2024 Annual General Meeting of Shareholders (2nd time).
8	08/2024/CDO/NQ- HDQT	28/06/2024	Approval of the establishment of a shareholder qualification review committee at the 2024 Annual General Meeting of Shareholders (2nd time).
9	09/2024/CDO/NQ- HDQT	28/06/2024	Approving the meeting agenda and documents for



			the Company's 2024 Annual General Meeting of Shareholders (2nd time).
10	10/2024/CDO/NQ- HDQT	25/07/2024	Approving the nomination of Board of Directors candidates for the 2024-2029 term.
11	11/2024/CDO/NQ- HDQT	25/07/2024	Approving the election of the Chairman of the Board of Directors of Urban Development and Design Consulting Joint Stock Company for the term 2024-2029.
12	12/2024/CDO/NQ- HDQT	02/08/2024	Approval of the transfer of shares of the Hong Ha Food Joint Stock Company.
13	13/2024/CDO/NQ- HDQT	06/12/2024	Approval of the implementation of the 2024 production and business plan.

III. Board of Supervisors:

1. Information about the members of the Board of Supervisors (BOS):

No	BOS Members	Position	Date of starting/no longer being a member of the BOS	Professional qualifications
1	Ms. Nguyen Thi Tuyet Lam	Head	Reappointed on 25/07/2024	
2	Mr. Nguyen Tuan Anh	Member	Dismissed on 25/07/2024	
3	Ms. Nguyen Dieu Ly	Member	Reappointed on 25/07/2024	
4	Ms. Nguyen Thi Thu Hong	Member	Appointed on 25/07/2024	

2. BOS meetings

No	BOS Members	Number of meetings attended	Meeting attendance rate	Reason for not attending meetings
1	Ms. Nguyen Thi Tuyet Lam	3/3	100%	
2	Mr. Nguyen Tuan Anh	2/3	66.67%	Dismissal
3	Ms. Nguyen Dieu Ly	3/3	100%	
4	Ms. Nguyen Thi Thu Hong	1/3	33.33%	Newly appointed

3. Supervisory activities of the BOS over the BOD, Executive Board and shareholders:

The Board of Supervisors conducted inspection and supervision activities to ensure compliance with the provisions of the Enterprise Law, the Company's Charter of Organization and Operation, and the Resolution of the General Meeting of Shareholders in managing and operating all of the Company's business activities.

- Evaluate the Board of Directors' performance against the Company's Charter and the 2024 Annual General Meeting resolutions.
- Prepare a report for the 2024 Annual General Meeting of Shareholders by evaluating the production and business environment, 2024 financial report, and Board of Directors' management performance.
- Evaluate the Company's main processes for potential risks and deficiencies, and offer appropriate remedies.
- In 2024, the Company's Board of Supervisors received no requests or complaints regarding share ownership percentages or durations as per the Company's Charter.

4. Coordination of actions among the Board of Supervisors, Board of Directors, Executive Board, and other management staffs:

- The Board of Supervisors works closely with the Board of Directors and the Board of Management, providing independent perspectives to ensure that decisions are optimal for protecting the rights and interests of shareholders and connected parties.
- The Board of Directors has enhanced oversight of the Board of Directors' and

management departments' actions to guarantee appropriate implementation in line with the resolutions of the General Meeting of Shareholders, the Board of Management, and the provisions of the law.

5. Other activities of BOS (if any)

IV. Executive Board

No	Executive Board members	Date of birth	Professional Qualifications	Date of appointment or dismissal of members of the Executive Board
1	Mr. Bui Xuan Hieu	16/08/1957	Bachelor of Management	12/04/2017

V. Chief accountant

Full name	Date of birth	Professional Qualifications	Date of appointment or dismissal
Ms. Lai Minh Nguyet	05/02/1976	Master of Economics	24/03/2020

VI. Person in charge of company administration

Full name	Date of birth	Professional Qualifications	Date of appointment or dismissal
Ms. Truong Thi Ngoc Ha	19/07/1988	Bachelor of International Studies	10/05/2023

VII. Training in company management:

Company management training courses are attended by members of the Board of Directors, members of the Board of Supervisors, the Executive Director, other managers, and the Company Secretary in compliance with corporate governance requirements: None.

VIII. List of individuals associated with public firms (2024 report) and their dealings with the company:

1. List of linked people in the company

No	Organization/ Individual name	Securities trading account (if any)	Position at the company (if any)	NSH* No, date of issue, place of issue	Head office address/Contact address	Starting time to be concerned	Time not to be concerned	Reason	Relatio to the compan
1	Vu Dinh Nhan		Chairman			20/09/2014			
2	Vu Thi Mai Anh		Member of the BOD			20/09/2014			
3	Luu Thi Nhung		Member of the BOD			20/09/2014			
4	Tran Thi Viet Ha		Member of the BOD			16/08/2018			
5	Bui Xuan Hieu		Director			12/04/2017			
6	Lai Minh Nguyet		Chief accountant			24/03/2020			
7	Nguyen Thi Tuyet Lam		Head of the BOS			12/04/2017			
8	Nguyen Tuan Anh		Member of the BOS			20/09/2014	25/07/2024	Dismissal	
9	Nguyen Dieu Ly		Member of the BOS			25/07/2019			
10	Nguyen Thi Thu Hong		Member of the BOS			25/07/2024			
11	Cung Xuan JSC		Subsidiary company			07/08/2017			
12	Public Company on Urban Development and Design Consulting		Subsidiary company			09/01/2018			

2. Transactions between the company and related individuals of the company; or between the company and key shareholders, insiders, related persons of insiders (None).

3. Transactions involving company insiders, insiders' related persons, subsidiaries, and company-controlled companies (None).

4. Transactions between the company and other entities

4.1. Transactions between the company and companies in which the members of the Board of Directors, members of the Board of Supervisors, and the Executive Director (General Director) have been and are founding members or members of the Board of Directors, Executive Director (General Director) within the last three (03) years (at the time of reporting) *(None)*.

4.2. Transactions between the company and companies in which related people of members of the Board of Directors, members of the Board of Supervisors, and the Executive Director (General Director) serve on the Board of Directors *(None)*.

4.3. Other company transactions (if any) that may provide material or immaterial benefits to members of the Board of Directors, the Board of Supervisors, or the Executive Director (General Director) *(None)*.

IX. Insiders and their linked parties' share transactions in 2024

1. List of insider people and related people of insider people

No	Organization/ Individual name	Securities trading account (if any)	Position at the company (if any)	ID card/Passport number, date of issue, place of issue	Contact address	Number of shares owned at the end of the period	Share ownership ratio at the end of the period	Note
I	Vu Dinh Nhan		Chairman			665.002	2.11%	
1	Vu Dinh Nghia							
2	Le Kim Thu					434.780	1,4%	
3	Vu Thi Thuy Van					57.500	0,18%	
II	Vu Thi Mai Anh		Member of the BOD			2	0%	
1	Nguyen Thi Tuan					0		
2	Nguyen The Lan					0		
3	Vu Quoc Viet					0		
4	Nguyen The Lam					0		
5	Nguyen The Gia Bao					0		
III	Luu Thi Nhung		Member of the BOD			1	0%	
1	Luu The Cuu					0		
2	Nguyen Thi Tuyet					0		
3	Nguyen Hồ Diep					0		
4	Nguyen Duc Minh					0		

5	Luu The Tan					0		
IV	Tran Thi Viet Ha		Member of the BOD			0	0%	
1	Tran Y Quang					0		
2	Dao Thi Hong Nhung					0		
3	Dinh Quang Viet Thang					0		
4	Nguyen Thi Lanh							
5	Dinh Quang Chap							
6	Tran Thi Hong Lien					0		
7	Do Dang Khoa							
8	Tran Hoang Yen					0		
9	Nguyen Mong Lan							
10	Dinh Quang Viet					0		
11	Le Thi Van							
12	Dinh Ha Thu					0		
13	Ha Viet trading and construction infrastructure company limited							
V	Bui Xuan Hieu		Member of the BOD cum Director			230	0%	
1	Bui Ba Tat					0		
2	Ta Thi Chan					0		
3	Nguyen Thi Minh Hong					0		
4	Bui Binh Nguyen					0		
5	Bui Binh Minh					0		
6	Bui Thi Chen					0		
7	Bui Xuan Cach					0		
8	Bui Thi Kien					0		
9	Do Van Hoa					0		
10	Le Ngoc Tuan					0		
11	Nguyen Thi Dung					0		
VI	Lai Minh Nguyet		Chief accountant			0	0%	
1	Do Van Thien					0		
2	Do Thanh Loan					0		

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3	Do Thanh Lam					0		
VII	Nguyen Thi Tuyen Lam		Head of the BOS			0	0%	
1	Nguyen Van Duoc					0		
2	Nguyen Thi Sau					0		
3	Nguyen Thi Duc					0		
4	Nguyen Thi Bich Thao					0		
5	Tran Ngoc Tu					0		
6	Tran Ngoc Duy					0		
7	Tran Duy Tung					0		
VIII	Nguyen Thi Thu Hong		Member of the BOS			2	0%	
1	Nguyen Thi Sau					0	0%	
2	Nguyen Thi Thu Bich					0		
3	Nguyen Thi Tuoi					0		
4	Nguyen Tai Nguyen							
IX	Nguyen Dieu Ly		Member of the BOS			0	0%	
1	Nguyen Quang Minh					0		
2	Nguyen Minh Tuan					0		
3	Nguyen Khanh An					0		
4	Nguyen Van Quang							
5	Khuc Thi Dau							
6	Nguyen Quang Duy							
7	Nguyen Thi Dung							
8	Nguyen Phung Son		Passed away					
9	Nguyen Thi Thu Hien							
10	Nguyen Thi Phuong Thao							



2. Transactions by insiders and connected parties on company shares (*none*)
- X. Other issues to note (*none*)

CHAIRMAN OF THE BOARD

(*Signed and stamped*)


VU DINH NHAN

