

Số: 154/BC-HĐQT

Hanoi, April 04, 2025

**REPORT ON THE PERFORMANCE OF THE BOARD OF DIRECTORS
AT THE 2024 ANNUAL GENERAL MEETING OF SHAREHOLDERS**

To: Esteemed Shareholders

The Board of Directors (BOD) of Ha Do Group Joint Stock Company respectfully submits to the General Meeting of Shareholders (GMS) this report on the performance of the BOD in 2024 and the operational orientation for 2025 as follows:

I. PERFORMANCE OVERVIEW OF THE BOD IN 2024

1. Organization and Performance of the BOD in 2024

a. Organization and Personnel of the BOD in 2024

In 2024, Ha Do Group Joint Stock Company experienced significant changes in its BOD:

On April 27, 2024, during the 2023 Annual GMS, the GMS's resolution approving the structure and numbers of BOD members and leading to the election of the following individuals for the 2024–2029 term:

- (1) Mr. Nguyễn Trọng Thông – Member of the BOD;
- (2) Mr. Nguyễn Trọng Minh – Member of the BOD;
- (3) Mr. Lê Xuân Long – Member of the BOD;
- (4) Ms. Cao Thị Tâm – Member of the BOD;
- (5) Mr. Nguyễn Hoàng Trung – Member of the BOD;
- (6) Mr. Hoàng Đình Hùng – Independent Member of the BOD;
- (7) Ms. Trần Thị Quỳnh Anh – Independent Member of the BOD.

- On October 3, 2024, during an Extraordinary GMS, the resignation of Mr. Nguyễn Trọng Thông from his roles as a Member and Chairman of the BOD was formally approved, following his personal request. Mr. Nguyễn Trọng Thông will continue to serve as Founding Chairman, providing guidance to the BOD and Board of Management (BOM) on critical decisions and development strategies.

- Also on October 3, 2024, the BOD elected Mr. Lê Xuân Long as Chairman of the BOD for the 2024–2029 term.

a. Performance of the BOD in 2024

In 2024, due to significant economic and political fluctuations in the country, particularly challenges in the real estate and energy sectors, the BOD provided adaptive leadership and strategic guidance. Under the BOD's direction, the BOM executed a series of measures to maintain the Company's business operations, resulting in the following key outcomes:

- The BOD issued 49 Resolutions and Decisions, primarily focusing on organizational restructuring, personnel management, and the implementation of resolutions approved by the GMS (*Further details can be found in the 2024 Corporate Governance Report*).

- After a year of directing and supervising the BOM in executing the GMS Resolutions, the Company has achieved:

+ Total consolidated revenue: VND 2,717 billion, reaching 93.8% of the plan in 2024;

+ Consolidated net profit after tax: VND 447 billion, reaching 45.9% of the plan in 2024;

+ Earnings per share (EPS): 1,083 VND/share.

- The BOD implemented a dividend payout totaling 15% of the charter capital, (comprising a 5% cash dividend and a 10% stock dividend) and the company updated its new charter capital in both the Business Registration Certificate and the Company's Charter, ensuring compliance with the 2023 Annual GMS Resolution.

- Successfully transitioned the role of legal representative from the Chairman of the BOD to the General Director in accordance with the 2024 Extraordinary GMS Resolution.

- The BOD fulfilled its responsibilities in strategic direction and oversight of the BOM as follows:

+ At the start of the year, based on the Company's 2024–2029 development strategy, the BOD proactively guided and approved the 2024 business strategy and plan, ensuring timely implementation by the BOM.

+ The BOD actively directed and supported the BOM in completing the Company's internal legal document system.

+ The BOD exercised strict oversight over the BOM's operations to ensure business activities remained stable, secure, and efficient. BOD members also regularly attended BOM meetings to stay informed and to enhance their supervisory effectiveness. Additionally, quarterly meetings were held between the BOD and BOM to assess the progress of the approved business plan.

+ Dedicated members of the BOD actively directed and closely supervised the BOM in executing the Resolutions and Decisions issued by the GMS and the BOD concerning the business plan.

- The BOD fully complied with corporate governance reporting obligations and supervised information disclosure as per the regulations of the State Securities Commission of Vietnam (SSC) and the Ho Chi Minh City Stock Exchange (HOSE). Furthermore, all relevant disclosures were publicly posted on the Company's website to enhance corporate transparency and ensure that shareholders were promptly informed of the Company's operations.

2. Activities of Independent BOD members and their assessment of the BOD's performance

a. Activities of Independent BOD members

The Company's BOD currently has two independent members. They consistently participate in meetings, either in person or online, and provide their opinions in writing. With many years of experience in management and corporate governance, the independent BOD members have played an important role in enhancing governance effectiveness and providing valuable insights to the Group's development strategy.

b. Assessment of the BOD's performance by Independent BOD members

- The independent BOD members highly evaluated the performance of the BOD in 2024. The BOD effectively fulfilled its role in strategic direction and oversight of the BOM, ensuring full compliance with legal regulations, the Company's Charter, and resolutions of the GMS.

- BOD made timely strategic decisions, driving business operations while enhancing the corporate governance quality. The coordination between the BOD and BOM was closely maintained, contributing to the Company's stability and sustainable development. Additionally, the BOD prioritized transparency and information disclosure, ensuring that shareholders and stakeholders have a clear view of the Company's operational status.

3. Activities of the BOD Committees

In 2024, the committees under the BOD actively operated, effectively supporting corporate governance and oversight:

- Audit Committee: fully and effectively performed its functions and duties as stipulated in the Audit Committee Regulations, internal regulations, and applicable Laws. It strictly monitored the Company's financial statement to ensure the delivery of reliable and timely information; closely monitored the internal audit unit, internal control system, and risk management, promptly identifying and addressing operational risks. Furthermore, the Audit Committee actively incorporated good corporate governance practices into the BOD'S operations at the Company.

- Investment Development Committee: Proactively sought investment opportunities; however, the implementation progress of some projects was delayed due to legal obstacles. The committee is currently accelerating project development efforts to establish a solid foundation for long-term growth.

- Design and Project Management Committee: Oversaw design planning, and the implementation of investment ideas for residential, office, hotel, and energy projects, ensuring quality standards, on-site design integrity, and consistency in project design and execution.

- Financial Investment and M&A Committee: Identified numerous potential investment opportunities; however, execution encountered challenges due to market fluctuations and policy-related constraints. A more flexible strategy is required to optimize capital resources.

- Digital Transformation Committee: Focused on researching digital transformation strategies and applying AI technology in business operations, supervised technological proposals to enhance operational efficiency and sustainable development. While AI applications in corporate management and operations have been proposed, further resources and greater departmental alignment are needed for effective implementation.

4. Oversight Results for the BOM

- The BOD closely monitored the activities of the BOM to ensure compliance with the Company's decision-making authority framework, Charter, Business operations regulations, and other internal policies. The BOM approved detailed plans for each department on a weekly, monthly, quarterly, and annual basis, reporting on progress during operational meetings. The BOD also frequently consulted with the BOM to stay updated on emerging issues and to make timely governance decisions.

- The BOD acknowledged the BOM's commendable efforts and agility in navigating economic and political fluctuations. The BOM made strategic decisions to maximize efficiency, including:

- + Real Estate Sector: Due to legal constraints and delays in land utilization, existing land banks could not be developed to recover capital. Furthermore, challenges in M&A activities have resulted in a shortage of new projects needed to sustain the business pipeline. The final product launch for Hado Charm Villas has been rescheduled for 2025 to optimize profitability.

- + Energy Sector: All power plants exceeded their production and revenue targets. Strict cost control measures and operational oversight ensured safe and efficient plant performance.

- + Financial Sector: The BOM effectively managed cash flow, ensuring stable liquidity despite economic uncertainties. Capital mobilization was executed flexibly, while financial cost control was strictly enforced, contributing to profit optimization and financial stability for the Company.

5. Report on transactions between the Company and related parties

Details of transactions are presented in the 2024 Audited Financial Statement.

6. Remuneration and operating expenses of the BOD in 2024

The total remuneration and expenses for the BOD and its committees in 2024 amounted to VND 9.78 billion approved by the 2023 Annual GMS. (Details of the remuneration for each Board member are presented in the 2024 Audited financial statements.)

II. DIRECTION FOR THE BOD' ACTIVITIES IN 2025

Based on the achievements in 2024 and given the continued market challenges as well as the economic and political fluctuations in the country, the BOD has established the following key targets for 2025:

Unit: billion VND

| No. | Indicator | Actual 2024 | Plan 2025 | |
|-----|-----------------------------------|-------------|-----------|---------|
| | | | Amount | %/ 2024 |
| 1 | Consolidated revenue | 2,717 | 2,936 | 108.06% |
| 2 | Consolidated net profit after tax | 447 | 1,057 | 236.46% |

To ensure stable and sustainable long-term growth, the BOD has set its strategic direction for 2025 with the following priorities:

- Accelerate the development of new projects and actively pursue M&A opportunities to create employment for 2025 and the following years.
- Strengthen financial capacity by optimizing cash flow, reducing costs, and diversifying capital sources to ensure stable development. Enhance cooperation with domestic and international financial institutions to expand investment opportunities.
- Apply artificial intelligence and digital transformation technologies in management and operation to improve efficiency.
- Enhance competitiveness in the three core business sectors: Real Estate, Energy, and Finance. Explore international market expansion and leverage integration opportunities to strengthen the company's position, and increase shareholder value.
- Streamline the organizational structure and optimize human resources to align with business operations, enhancing overall efficiency. Develop policies to attract and recruit high-quality personnel.

With these strategic directions, the BOD is committed to fostering sustainable business growth, adapting flexibly to market changes, and creating long-term value for shareholders and partners.

This report on the BOD's activities in 2024 and its strategic direction for 2025 is hereby submitted to the 2024 Annual GMS for approval.

Sincerely thank you./.

Recipients:

- Annual GMS in 2024;
- Members of the BOD and the BOM;
- Archive: Admin office, BOD secretary.

**OBO. BOARD OF DIRECTORS
CHAIRMAN**

(Signed)

Lê Xuân Long