

**REPORT OF THE SUPERVISORY BOARD  
ON ACTIVITIES IN 2024**

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**To: General Meeting of Shareholders**

- Pursuant to the Law on Enterprises No. 59/2020/QH14 dated June 17, 2020, and its guiding documents;
- Pursuant to the Charter on organization and operation of Son Ha Development of Renewable Energy Joint Stock Company;
- Pursuant to the Resolution of the 2024 Annual General Meeting of Shareholders of Son Ha Development of Renewable Energy Joint Stock Company.

The Supervisory Board (**SB**) of Son Ha Development of Renewable Energy Joint Stock Company ("**the Company**") would like to report on the activities of the SB, the performance of the Board of Directors ("**BOD**") and the Board of Management ("**BOM**"), and the business results of the Company in 2024, with the main contents as follows:

**I. Activities of the Supervisory Board in 2024**

The Supervisory Board carried out inspections and supervision of the Company's compliance with the provisions of the Law on Enterprises, the Law on Securities, the Law on Accounting, and other relevant legal documents; monitored the adherence to the Company's Charter, Regulations on organization and operation, and the Resolutions of the 2024 General Meeting of Shareholders ("**GMS**"), specifically:

- Reviewed the appropriateness of the Resolutions/Decisions issued by the BOD and the Board of Management (BOM) regarding the management and operation of the Company's business activities; supervised the content, order, and procedures for the issuance of documents related to corporate governance;
- Inspected and evaluated the development and implementation of key operational procedures of the Company to identify potential risks or deficiencies and proposed remedial solutions;
- Supervised the BOD and BOM in implementing the Resolutions of the GMS;
- Reviewed and monitored quarterly Financial Statements to assess the accuracy and reasonableness of financial data; coordinated with the Independent Auditor to assess the impact of significant accounting and auditing errors on the Financial Statements; monitored the Company's leadership in implementing the Auditor's recommendations;
- Supervised the Company's compliance with laws.

**II. Supervision results of the activities of the BOD and Board of Management**

**1. Resolutions of the BOD in 2024:**





No.	Resolution/Decision No.	Date	Content	Approval rate
1	No. 01/2024/NQ-SHE	02/01/2024	Decision on the dismissal of Mr. Hoang Manh Tan from the position of Director of the Company	100%
2	No.02/2024/QĐ-SHE	02/01/2024	Decision on the appointment of Mr. Tran Ngoc Hung to the position of Director of the Company	100%
3	No. 01/2024/NQ-SHE	05/03/2024	Approval of the organization of the 2024 Annual GMS	100%
4	No.02/2024/NQ-SHE	13/06/2024	Approval of borrowing, issuing guarantees, and opening LC at BIDV bank	100%
5	No.03/2024/NQ-HĐQT-SHE	27/06/2024	Approval of collecting shareholders' opinions in writing regarding the change of the company's head office address	100%
6	No.04/2024/NQ-HĐQT-SHE	28/06/2024	Resolution on the selection of an Independent Auditing Organization to review and audit the 2024 Financial Statements	100%
7	No. 42/2024/QĐ-SHE	15/08/2024	Decision on the dismissal of Ms. Nguyen Ba Thi Hop from the position of Chief Accountant of the Company	100%
8	No. 43/2024/QĐ-SHE	15/08/2024	Decision on the appointment of Ms. Trinh Thi Kim Anh to the position of Chief Accountant of the Company	100%
9	No. 08/2024/NQ-SHE	24/11/2024	Approval of changing the company's round seal	100%
10	No. 09/2023/NQ-SHE	24/12/2024	Approval of borrowing and using assets as security at MB bank	100%

## 2. Assessment of BOD meetings and the implementation of resolutions of the GMS

- Meetings of the BOD were convened and organized in accordance with the provisions of the Law on Enterprises, the Company's Charter, and the Regulations on organization and operation;
- The minutes of BOD meetings fully reflected the content of the meetings and the opinions of members, and were prepared in compliance with regulations;
- Resolutions and Decisions of the BOD and the Chairman of the BOD were issued in the correct order and procedures, in accordance with the provisions of the law, the Company's Charter, and the Resolutions of the GMS;



- Resolutions and Decisions of the BOD and the Chairman of the BOD were implemented by the Company in accordance with the time and legal regulations.

### 3. Evaluation of the performance of the BOD and BOM

- The BOD and BOM have complied with legal regulations in the management and operation of the Company's business activities. Members of the BOD, BOM, and other managerial staff have performed their assigned functions and duties in accordance with the Law on Enterprises, the Law on Securities, the Law on Accounting, the Company's Charter, and the Resolutions of the GMS;
- The decisions of the BOD and the Chairman of the BOD have been primarily focused on implementing the 2024 GMS Resolution and directing business operations. These decisions were issued in a timely manner, meeting governance requirements and facilitating the BOM in managing business activities effectively;
- Based on the GMS Resolution, the BOD and BOM have relatively closely followed the economic situation and the stock market, flexibly managed the Company's business activities, and timely adjusted the structure of the Company's business management apparatus and personnel in accordance with the developments of the stock market to save costs and maintain business operations at an appropriate scale;
- The BOM's decisions on managing business operations were aligned with the situation and developments of the market;
- The BOM fully and strictly complied with the provisions of the law, the regulations of the State Securities Commission, and the Stock Exchanges regarding the reporting and information disclosure regime.

## III. Regarding the appraisal of the 2024 Financial Statements

### 1. Preparation and audit of the 2024 Financial Statements

- The Company's 2024 financial statements were prepared in accordance with the Vietnam Accounting Standards, the Vietnamese Accounting Policy for Enterprises, and other relevant legal regulations on the preparation and presentation of financial statements.
- The 2024 financial statements were audited by A&C Audit and Consulting Company Limited, which has been approved by the State Securities Commission to audit listed companies.
- The auditor's opinion on the Company's 2024 Financial Statements: *"In our opinion, the financial statements give a true and fair view, in all material respects, of the financial position of the Company as of December 31, 2024, as well as the results of its operations and cash flows for the fiscal year then ended, in accordance with the Vietnam Accounting Standards, the Vietnamese Accounting Policy for Enterprises, and relevant legal regulations related to the preparation and presentation of financial statements"*.
- The SB has reviewed the 2024 financial statements: The statements have fully, clearly, and accurately reflected the financial situation of the Company.

### 2. The basic financial indicators the Company has achieved in 2024 are as follows:

#### Summary Balance Sheet for 2024

Unit: VND

No.	Item	Ending Balance	Beginning Balance	Ending Balance	Beginning Balance
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		( 31/12/2024)	( 01/01/2024)	% of Total Assets - Liabilities & Owners' Equity	% of Total Assets - Liabilities & Owners' Equity
1	<b>TOTAL ASSETS</b>	<b>252,758,830,894</b>	<b>221,722,841,077</b>	<b>100%</b>	<b>100%</b>
1.1	Current Assets	228,801,939,056	195,131,732,561	91%	88%
1.2	Non-current Assets	23,956,891,838	26,591,108,516	9%	12%
2	<b>TOTAL LIABILITIES &amp; OWNERS' EQUITY</b>	<b>252,758,830,894</b>	<b>221,722,841,077</b>	<b>100%</b>	<b>100%</b>
2.1	Liabilities	102,157,940,566	83,036,814,633	40%	37%
2.2	Owner's Equity	150,600,890,328	138,686,026,444	60%	63%

### Business performance results in 2024

Unit: VND

No.	INDICATOR	2024	2023	%/ Net Revenue		Increase (decrease) comparison between 2024 and 2023	
						Value	Percentage (%)
1	Revenue from sale of goods and rendering of services	197,559,826,258	184,975,558,124			12,584,268,134	6.8%
2	Deductions	1,152,208,737	218,846,174	0.59%	0.12%	933,362,563	426.5%
3	Net revenue from sale of goods and rendering of services	196,407,617,521	184,756,711,950	100.00%	100.00%	11,650,905,571	6.3%
4	Costs of goods sold and services rendered	167,299,979,301	146,911,424,207	85.18%	79.52%	20,388,555,095	13.9%
5	Gross profit from sale of goods and rendering of services	29,107,638,220	37,845,287,743	14.82%	20.48%	-8,737,649,524	-23.1%

6	Income from financial activities	230,859,886	825,196,061	0.12%	0.45%	-594,336,175	-72.0%
7	Expenses from financial activities	4,447,582,259	5,838,682,499	2.26%	3.16%	-1,391,100,240	-23.8%
8	In which: Interest expenses	4,263,508,191	5,736,266,710	2.17%	3.10%	-1,472,758,519	-25.7%
9	Selling expenses	3,309,670,500	5,129,266,729	1.69%	2.78%	-1,819,596,229	-35.5%
10	General and administrative expenses	9,843,240,664	8,762,636,136	5.01%	4.74%	1,080,604,528	12.3%
11	Operating profit	11,738,004,683	18,939,898,440	5.98%	10.25%	-7,201,893,758	-38.0%
12	Other income	3,719,301,304	3,725,344,579	1.89%	2.02%	-6,043,275	-0.2%
13	Other expenses	86,000,711	92,126,112	0.04%	0.05%	-6,125,401	-6.6%
14	Other profit	3,633,300,593	3,633,218,467	1.85%	1.97%	82,126	0.0%
15	<b>Net profit before tax</b>	<b>15,371,305,276</b>	<b>22,573,116,907</b>	<b>7.83%</b>	<b>12.22%</b>	<b>-7,201,811,632</b>	<b>-31.9%</b>
16	Current corporate income tax expense	3,121,544,697	4,683,447,453	1.59%	2.53%	-1,561,902,756	-33.3%
18	<b>Net profit after tax</b>	<b>12,249,760,579</b>	<b>17,889,669,454</b>	<b>6.24%</b>	<b>9.68%</b>	<b>-5,639,908,876</b>	<b>-31.5%</b>
21	Basic earnings per share	1,065	1,540			128	8.3%
22	Diluted earnings per share	1,065	1,540			128	8.3%

#### Cash Flow Statement for 2024

Unit: VND

No.	Description	Current Year	Previous Year
I	Net cash flow from operating activities	-8,859,637,191	29,375,607,501
II	Net cash flow from investing activities	-3,808,609,512	19,549,874,208
III	Net cash flow from financing activities	14,666,367,474	-49,951,748,451
	<b>Net cash flow for the year</b>	<b>1,998,120,771</b>	<b>-1,026,266,742</b>
	Cash and cash equivalents at the beginning of year	1,958,467,618	2,984,734,360



	Cash and cash equivalents at the end of year	3,956,588,389	1,958,467,618
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**Some key financial indicators**

No.	Indicator	2024	2023
1	ROA	4.8%	8.1%
2	ROE	8.1%	12.9%
3	ROS	6.2%	9.7%

### 3. Evaluation of financial indicators in 2024

Based on a general assessment of the Company through basic financial indicators, the SB has the following general comments:

***Regarding assets:***

- Total assets at the end of the year decreased by 14% compared to the beginning of the year, equivalent to VND 31 billion. In the structure of current assets: cash and cash equivalents increased by 102%, equivalent to VND 1.9 billion, receivables from customers increased by 41%, equivalent to VND 37.6 billion, advances to suppliers decreased by 23%, equivalent to VND 1.9 billion, and inventory decreased by 5%, equivalent to VND 4.2 billion, due to the Company actively selling goods and reducing inventory.
- The short-term receivables ratio to total assets is 53%. Increased by 7% compared to the 2023 structure, mainly due to higher sales in 2024 compared to 2023, leading to an increase in receivables.

***Regarding liabilities and owner's equity:***

- The ratio of liabilities to total capital stood at 40%, an increase of 3% compared to 2023. Among these, payables to suppliers accounted for a significant portion at 11%, and loans and finance lease liabilities made up 25%. This indicates that the Company is utilizing external resources to expand its business and production activities.

***Regarding the correlation between a company's assets and capital:***

- The ratio of current assets to current liabilities is 2.3, and the ratio of non-current assets to non-current liabilities is 6.2. These figures indicate that the Company's asset and capital structure is maintained at a safe level, ensuring its solvency.

***Regarding revenue, expenses, and profit:***

- Compared to 2023, the Company's net revenue in 2024 increased by VND 12.5 billion (*a 7% increase*), while profit after tax decreased by VND 5.6 billion (*a 32% decrease*).
- The operating profit margin and gross profit margin both declined compared to 2023.
- Interest expenses decreased by 24% compared to 2023, as the Company actively collected debts to pay off financial loans.
- The cost of goods sold to revenue ratio in 2024 was 85%, an increase of 5.66% compared to 2023 (79%).
- Selling expenses decreased by VND 1.8 billion compared to 2023, equivalent to a 35% reduction.



- General and administrative expenses increased by VND 1 billion compared to 2023, representing a 12% rise.
- Profit after tax in 2024 decreased by 32% compared to 2023.
- Key financial indicators: Return on Assets (ROA) decreased by 3.2% compared to 2023; Return on Equity (ROE) decreased by 4.8% compared to 2023; and Return on Sales (ROS) decreased by 3.5% compared to 2023.

**Regarding cash flow:**

- Net cash flow from operating activities in 2024 was negative.

**4. Control of legal compliance at the Company:**

All of the Company's activities are in accordance with its Business Registration Certificate issued by the Department of Planning and Investment, the Company's Charter, and comply with the laws of Vietnam. The Company has adhered well to legal regulations, fulfilled its tax obligations to the State, complied with social and health insurance requirements for employees, and properly performed the borrowing and repayment of principal and interest to banks.

**Assessment of the implementation of the Resolution of the GMS and the 2024 business plan**

**Business performance results:**

*Unit: VND*

No.	Indicator	Plan	Implementation	Completion rate
1	Net Revenue	200,000,000,000	196,407,617,521	98%
2	Profit After Tax	15,000,000,000	12,249,760,579	82%
3	Dividend (VND)	10%		

In 2024, despite being in the recovery phase after being affected by the pandemic, the macroeconomic environment still faces many difficulties, with interest rate hikes and rising material prices, the Company has taken good steps to control costs and operate well, profit after tax reached 89% of the planned target.

**5. Evaluation of the SB's activities in 2024:**

The SB has fulfilled its responsibility of overseeing the Company's financial situation and the legality of the activities of the BOD, the Director, and other Managerial staff of the Company. The coordination between the SB and the BOD, as well as the Director, is in compliance with the law and the Company's Charter.

In 2024, the SB conducted several meetings related to the evaluation of business operations and other Company activities, including:

- Evaluate the financial statements for the first half of the year and the business operations for the first half of the year, reviewing the data on the mid-year accounting period's business results;
- Evaluate the 2024 financial statements and the business operations for the 2024 fiscal year, the company's year-end business results, and agree on the basic content of the SB's activity report to be presented at the 2024 annual GMS.

The SB's activity report has been presented in detail in sections I, II, III, IV, V of this Report.





#### IV. Recommendations:

The SB would like to make the following recommendations to the BOD and the BOM:

##### 1. Regarding business strategy:

Currently, the economy still faces many difficulties and challenges. The Company needs to develop a strategy to strengthen the development of existing key sales channels, expand the market share, and open new distributors.

Concentrating resources to enhance efficient production and business activities as a solid foundation for developing new investment sectors.

##### 2. Regarding financial and cost management:

- Develop appropriate budgeting and cash flow plans to ensure a secure capital source for the Company's production and business activities in each period.
- Tightly control the cash flow plan, flexibly aligned with the Company's business and investment strategies.
- In 2024, general and administrative expenses increased compared to 2023. Therefore, the Company should strengthen the control of arising expenses to ensure compliance with the financial plan and strive to exceed the targets set for the following years.

##### 3. Regarding governance and risk management systems:

- Maintain and enhance the quality of corporate governance by developing an appropriate management reporting system to provide a specific and detailed picture of the market, products, advantages, and risks to the Company's BOM, enabling them to formulate suitable business plans and strategies for each period and in the context of many current difficulties, risks, and challenges.
- Review the Company's system of processes and regulations to ensure the smooth operation of business activities, with clear responsibilities, authorities, and benefits for each department.

##### 4. Regarding organizational structure and human resource management:

- The company's leadership is conducting a review of the KPI system to ensure it is suitable for each staff position (especially in the company's electric motorcycle sector).
- Internal training and external training methods should be combined to enhance the professional skills of employees.

The above is the SB's Report on the 2024 operational activities of Son Ha Development of Renewable Energy Joint Stock Company, respectfully submitted to the Annual GMS.

Sincerely thank you!

##### **Recipients:**

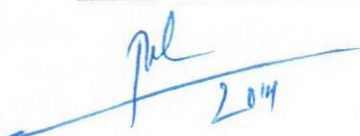
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**ON BEHALF OF THE SUPERVISORY BOARD**

**HEAD OF THE BOARD**

  
2024  
Nguyễn Phi Gấm



**REPORT OF THE BOARD OF DIRECTORS ON THE OPERATING  
RESULTS OF 2024 AND THE OPERATING PLAN FOR 2025****To: General Meeting of Shareholders**

In 2024, the global economy continues to face numerous challenges and fluctuations due to political factors, global economic conditions, and the aftermath of the COVID-19 pandemic.

Many countries, especially the United States and European nations, continued to implement tight monetary policies to control inflation. This led to higher borrowing costs and slowed down the economic growth process.

The Russia-Ukraine war remained ongoing, causing instability in Europe and affecting global energy prices. In addition, trade confrontations between the US and China also affected international trade. The consequences of the pandemic and geopolitical tensions continued to disrupt global supply chains, especially in the manufacturing and technology industries.

Vietnam's economy in 2024, despite the continued international and domestic challenges (high inflation, prolonged geopolitical conflicts, and the slowdown of major economies), managed to overcome difficulties to achieve outstanding accomplishments: energy and food security were ensured; the labor market showed positive recovery. Vietnam remains among the countries with the highest economic growth in the region. Vietnam's success demonstrates the effectiveness of the Government's macroeconomic policies.

**1. Implementation of the 2024 General Meeting of Shareholders' Resolution**

In 2024, the Board of Directors ("BOD") carried out the following tasks:

- The BOD and the Board of Management ("BOM") of Son Ha Development of Renewable Energy Joint Stock Company ("the Company" or "SHE") effectively managed and operated the Company, and implemented the Resolutions of the General Meeting of Shareholders ("GMS") in accordance with the Charter and current laws, ensuring the preservation of capital and shareholders' rights.
- The BOD held regular meetings with the BOM to grasp the business operations situation and provide timely guidance, ensuring safe and economical business operations, compliance with the law, implementation of the Charter, Resolutions of the GMS, and the BOD, as well as the recommendations of the Supervisory Board at the 2024 Annual GMS. In 2024, the BOD convened 12 meetings and issued 12 Resolutions and Decisions, with the main contents approved regarding the organization of the GMS, short-term bank loans, salary approval, financial statement audits, contracts with related parties, and issues arising in business operations within their authority in accordance with the Company's Charter and current legal regulations.

*In addition, several matters during the year have not yet been implemented, specifically:*

At the Annual GMS on April 26, 2024, the plan for profit distribution for 2023 was



approved according to Proposal No. 02/2024/TTr-HDQT/SHE dated April 3, 2024; the plan to issue shares to increase charter capital from the owner's equity according to Proposal No. 08/2024/TTr-HDQT/SHE dated April 3, 2024; the plan to issue additional shares to the public and private placement of shares according to Proposal No. 09/2024/TTr-HDQT/SHE dated April 3, 2024 and the capital transfer transaction involving Sonha SSP Vietnam Sole Member Company Limited and Sonha International Corporation according to Proposal No. 10/2024/TTr-HDQT SHE dated April 3, 2024. However, due to the volatility of the stock market in 2024, which led to a decline in the price of SHE shares, the BOD recognized that the issuance of shares to increase share capital from owner's equity could result in share dilution and a further drop in SHE's market price. Therefore, the BOD has not yet carried out the share issuance and capital transfer transactions.

- With respect to the 2023 profit distribution plan, the content related to increasing share capital from the owner's equity (10%, equivalent to VND 11,502,516,000) according to Proposal No. 02/2024/TTr-HDQT/SHE dated April 3, 2024; the plan to issue shares to increase share capital from the owner's equity according to Proposal No. 08/2024/TTr-HDQT/SHE dated April 3, 2024 and the plan to issue additional shares to the public and via private placement according to Proposal No. 09/2024/TTr-HDQT/SHE dated April 3, 2024, were approved by the 2024 Annual GMS:

Reason for non-implementation: In the second half of 2024, the domestic stock market experienced negative fluctuations due to several influencing factors. As the market remained flat and declined, the stock prices of most companies, including SHE, dropped significantly, reducing the attractiveness of SHE shares to investors. The BOD determined that the likelihood of successfully conducting a public offering to existing shareholders and a private placement in 2024 was very low. Therefore, the BOD did not proceed with the plan approved under the Resolution of the 2024 Annual GMS.

The BOD respectfully reports to the GMS and proposes not to implement the plan for the additional public offering and private placement of shares as outlined in Proposal No. 09/2024/TTr-HDQT/SHE dated April 3, 2024, which was approved in 2024.

- Regarding the capital transfer transaction between Sonha SSP Vietnam Sole Member Company Limited and Sonha International Corporation, as stated in Proposal No. 10/2024/BC-HDQT/SHE dated April 3, 2024, and approved by the 2024 Annual GMS:

Reason for non-implementation: As the plans to issue shares to increase share capital from the owner's equity, to conduct a public offering, and to issue shares via private placement could not be carried out, the Company did not have sufficient financial resources to execute the capital transfer transaction between Sonha SSP Vietnam Sole Member Company Limited and Sonha International Corporation.

## **2. Activities of the BOD in 2024**

### **2.1. General activities**

In 2024, the BOD closely monitored both domestic and international situation, the management of the Company's BOM, and the activities of SHE to issue timely guidelines, resolutions, and decisions that supported the BOM in fulfilling its production and business ("P&B") tasks. The BOD's resolutions and decisions focused on the following contents:

- Approval of the schedule and agenda for the 2024 Annual GMS.
- Preliminary reviews of operations after 3, 6, 9, and 12 months in 2024.
- Approval of borrowings, issuing guarantees, and the opening of LC at banks to meet credit needs for production and business activities.
- Approval of decisions on the dismissal and appointment of the Company's Director and Chief



Accountant.

- Approval of changes to the Company's head office address and seal format.
- Approval of the audit contract for the 2024 financial statements with A&C Auditing and Consulting Company Limited and disclosure of information in accordance with regulations.
- Close coordination with the BOM in implementing the 2024 business plan and preparing the 2025 business plan to achieve strategic goals.
- Regular coordination with the Supervisory Board on day-to-day operations, the Company's development direction, investment plans, risk management, and reporting on matters as required by state regulatory authorities.

*In addition to the favorable conditions, there were several unmet targets, specifically:*

- The production volume of electric motorcycles did not meet the annual plan: due to the prolonged impact of the post-COVID-19 economic downturn, businesses and individuals prioritized financial resources for reinvestment and recovery of production and business activities, while cutting back on consumer spending. This led to weak market demand and significant difficulties in sales.
- The decline in production volumes across product lines resulted in lower revenue and profit, failing to meet the annual targets.

In 2024, despite certain favorable conditions, there were still many objective difficulties. The Company's leadership proactively implemented timely and appropriate adjustments in response to the actual situation. Together with the continuous efforts of the BOD, the BOM, and all employees, the Company remained committed to its sustainable development goals, thereby laying a solid foundation for 2025 and the years to come.

## 2.2. Results of implementing some indicators in 2024

Unit: VND

No.	Indicator	Implementation
1	Net revenue from sale of goods and rendering of services	196,407,617,521
2	Net profit before tax	15,371,305,276
3	Net profit after tax	12,249,760,579
4	Basic earnings per share	1,065
5	TOTAL ASSETS (31/12/2024)	252,758,830,894
5.1	Current assets	228,801,939,056
5.2	Non-current assets	23,956,891,838
6	TOTAL LIABILITIES AND OWNERS' EQUITY (31/12/2024)	252,758,830,894
6.1	Liabilities	102,157,940,566
6.2	Owner's equity	150,600,890,328

Compared to the set plan

Unit: VND



No.	Indicator	Unit	2024 Plan	2024 Implementation	% Implementation/ Plan
1	Net revenue	VND	200,000,000,000	196,407,617,521	98%
2	Profit after tax	VND	15,000,000,000	12,249,760,579	82%
3	Dividend	%	10%	0%	

The 2024 dividend payment plan will be implemented according to Proposal No. 02/2025/TTr-HDQT/SHE, the profit distribution plan for 2024 presented by the Board of Directors at the 2025 annual GMS. Accordingly, the net revenue achieved 98% and the profit after tax reached 82% of the 2024 plan.

*Some factors affecting fluctuations in revenue and profit include:*

- The solar water heater product line (“**Thai Duong Nang**”) maintained a solid performance in 2024, achieving 92% of the planned output. The year 2024 was favorable for the solar water heater manufacturing sector, as the prices of key materials declined compared to the previous year and the supply sources remained stable. This led to a corresponding decrease in product costs. Based on that, the Company promptly adjusted its selling prices to ensure output, revenue, and profit targets were met.
- The electric motorcycle product line did not meet the planned production volume in 2024 due to several factors: strong market competition from similar products, consumers' continued preference for gasoline-powered motorcycles, a lack of infrastructure for charging stations and battery swapping, and the absence of government support policies for electric vehicle users. For other operating expenses, the BOD and the BOM provided timely direction and effectively managed the Company's costs.

In the context of an economic downturn, the Company's P&B activities were inevitably affected. Although the results did not fully meet the expectations of the BOD and BOM, they reflect the concerted efforts of the leadership and all staff, and provide shareholders with strong confidence in the Company's promising growth in the coming period.

### 2.3. Decisions/Resolutions of the Board of Directors

The Decisions/Resolutions of the Board of Directors in 2024 include:

No.	Resolution/Decision No.	Date	Content
1	No. 01/2024/NQ-SHE	02/01/2024	Decision on the dismissal of Mr. Hoang Manh Tan from the position of Director of the Company
2	No.02/2024/QD-SHE	02/01/2024	Decision on the appointment of Mr. Tran Ngoc Hung as Director of the Company
3	No. 01/2024/NQ-SHE	05/03/2024	Approval of the organization of the 2024 Annual GMS
4	No. 02/2024/NQ-SHE	13/06/2024	Approval of borrowing, issuing guarantees, and opening LC at BIDV bank
5	No. 03/2024/NQ-HDQT-	27/06/2024	Approval of collecting shareholders'



	SHE		opinions in writing regarding the change of the Company's head office address
6	No. 04/2024/NQ-HDQT-SHE	28/06/2024	Resolution on the selection of an Independent Auditing Organization to review and audit the 2024 Financial Statements
7	No. 42/2024/QD-SHE	15/08/2024	Decision on the dismissal of Ms. Nguyen Ba Thi Hop from the position of Chief Accountant
8	No. 43/2024/QD-SHE	15/08/2024	Decision on the appointment of Ms. Trinh Thi Kim Anh as Chief Accountant
9	No. 08/2024/NQ-SHE	24/11/2024	Approval of changing the company's round seal
10	No. 09/2023/NQ-SHE	24/12/2024	Approval of borrowing and using assets as security at MB bank

#### 2.4. Remuneration of the BOD and the SB in 2024

The remuneration for the BOD and SB was implemented in accordance with the Resolution of the 2024 Annual General Meeting of Shareholders, based on the business results reflected in the audited financial statements and the duration of their respective terms of office. Specifically:

No.	Content	Position	Remuneration (VND/person/month)	Total remuneration (VND/person/year)	Note
I	<b>BOARD OF DIRECTORS</b>				
1	Le Vinh Son	Chairman of the BOD	3,000,000	36,000,000	
2	Hoang Manh Tan	Member of the BOD	1,500,000	18,000,000	
3	Tran Ngoc Hung	Member of the BOD	1,500,000	12,263,736	Appointed from April 26, 2024
4	Nguyen Dinh Quy	Member of the BOD	1,500,000	18,000,000	
5	Nong Thi Thanh Van	Member of the BOD	1,500,000	18,000,000	
6	Luong Dieu Cam	Member of the BOD	1,500,000	18,000,000	
	<b>Total I</b>			<b>120,263,736</b>	
II	<b>SUPERVISORY BOARD</b>				
7	Nguyen Thi Gam	Head of the SB	2,000,000	24,000,000	
8	Le Thi Thao	Member of the SB	1,000,000	12,000,000	



9	Tran Van Thi	Member of the SB	1,000,000	12,000,000	
	<b>Total II</b>			<b>48,000,000</b>	
	<b>Total I + II</b>			<b>168,263,736</b>	

## 2.5. Salary of the BOD and Board of Management implemented in 2024

No.	Full name	Chức danh	Salary (VND)
1	Hoang Manh Tan	Vice Chairman of the BOD	1.468.577.028
2	Tran Ngoc Hung	Director	293.491.304
3	Dinh Duc Tuan	Deputy Director	554.584.452
	<b>Total</b>		<b>2.316.652.784</b>

## 2.6. Activities of the independent member of the BOD and the independent member's evaluation of the BOD's performance.

- Regarding the activities of the independent member of the BOD: In 2024, the independent member of the BOD performed duties in accordance with legal regulations and the Company's Charter: actively participated in strategic planning and compliance oversight, and provided important opinions in shaping the Company's strategy and development. They also contributed to reviewing and monitoring business objectives to ensure common interests, while sharing knowledge with the BOM to support market development and the expansion of P&B activities.
- Regarding the independent member's evaluation of the BOD's performance:
  - The BOD has operated with a high sense of responsibility and transparency in corporate governance, in full compliance with the regulations applicable to public companies. BOD meetings were convened in a timely manner and conducted in accordance with the procedures stipulated in the Company's Charter and internal corporate governance regulations. All meeting agendas were thoroughly discussed and carefully evaluated by BOD members to propose directions and solutions that bring the greatest benefits to the Company.
  - Matters related to business strategy, market expansion, technology investment, and the development of management systems were regularly reviewed and evaluated by the BOD during periodic meetings.
  - Decisions made by the BOD in these meetings were approved based on majority voting, and minutes were properly prepared and documented.

## 2.7. Other activities

Coordination with the Supervisory Board in overseeing the activities of the BOM.

## 3. Board of Directors' activity plan for 2025

In 2025, the global economy is forecasted to face many uncertainties. While inflation is expected to be under control and central banks are gradually easing monetary policies to support economic growth, trade tensions and geopolitical volatility will continue to pose major challenges.

In the context of the global economy in 2025 being highly uncertain, commodity prices may



fluctuate significantly, competition among superpowers is increasing, the 4.0 industrial revolution and digital transformation continue to develop strongly, Vietnam's economy may have important opportunities.

In Vietnam, despite a mixture of opportunities, favorable conditions, difficulties, and challenges, the economy is forecasted to continue facing numerous obstacles in 2025. Although domestic consumption is expected to grow, the increase will likely be modest, resulting in weak overall demand. The lingering impact of the global economic downturn, which has been accumulating since the pandemic era, is likely to continue affecting Vietnam's economy. However, Vietnam still has the potential for a more positive recovery if support policies introduced in 2025 produce clearer impacts on the economy. Growth drivers such as investment (including private investment, FDI, public investment, and state-owned enterprises), consumption, tourism, and exports are expected to continue receiving strong promotion. In addition, long-standing issues and structural bottlenecks may see more focused efforts for resolution and positive transformation in 2025, especially in areas such as enterprise-related obstacles, investment projects, the real estate market, and corporate bonds...

**The BOD outlines the Company's strategic direction for 2025 as follows:**

- ❖ For traditional product lines:
  - Diversify product designs while ensuring high product quality, excellent warranty and after-sales services, and strong customer care;
  - Proactively seek out, approach, and develop new customer sources, introduce products to international clients, and promote exports of Thai duong nang product line;
  - Improve production processes and cost management to maintain product quality control, keep defective product rates at a low level, reduce costs, and eliminate unnecessary waste in purchasing, production, sales, transportation, inventory, and installation stages.
- ❖ Implement policies to attract and retain talented, experienced, and capable personnel, while continuously providing training to enhance the qualifications of existing staff. Regularly evaluate employees based on their competencies and work performance to optimize human resources.
- ❖ To minimize the risk of supply chain disruptions, the Company will continuously monitor global, regional, and domestic market developments in order to proactively and promptly propose solutions to ensure a stable supply of imported inputs for production. The Company will adopt an effective procurement strategy to gain a competitive advantage in input material pricing.
- ❖ Expand the national distribution and sales network for electric motorcycles; improve the distribution system and customer care services, including after-sales support. Develop a diverse range of models with good quality and reasonable pricing to offer customers a wide selection.
- ❖ In 2025, the BOD will continue striving to operate effectively in setting strategic directions for the Company's development, strengthening corporate governance, maintaining close and regular coordination with the Supervisory Board, and providing active support to the Board of Management in production and business operations to ensure safety, reasonableness, and efficiency.

The above is the report on the activities of the Board of Directors in 2024 and its activity plan for 2025.

We respectfully submit this report to the General Meeting of Shareholders for review, feedback, and approval./.

Best regards!



**Recipients:**

- As above;
- Archived: BOD, Office;
- CBTT.

**ON BEHALF OF THE BOARD OF DIRECTORS**



**Le Vinh Son**



**SELF-ASSESSMENT REPORT ON THE 2024 PERFORMANCE  
OF THE SUPERVISORY BOARD, ITS MEMBERS, AND THE 2025 PLAN**

**To: The General Meeting of Shareholders**

- Pursuant to the Law on Enterprises No. 59/2020/QH14 dated June 17, 2020;
- Pursuant to the Charter on the organization and operation of Son Ha Development of Renewable Energy Joint Stock Company;
- Pursuant to Resolution No. 01/2024/NQ-DHDCD/SH dated April 26, 2024 of the Annual General Meeting of Shareholders of Son Ha Development of Renewable Energy Joint Stock Company

The Supervisory Board (“SB”) of Son Ha Development of Renewable Energy Joint Stock Company (“SHE”, “the Company”) hereby presents its self-assessment report on the activities of the SB and its members in 2024 as follows:

**1. Evaluation of the activities of the Supervisory Board and its members in 2024**

**1.1. Evaluation of the Supervisory Board's activities in 2024:**

Based on the provisions of the law, the charter, the regulations on the organization and operation of the SB, and the Company’s development direction, the SB performed its oversight functions over the activities of the BOD and the Board of Management (“BOM”), specifically:

- Oversaw the implementation of resolutions of the General Meeting of Shareholders by the BOD and BOM;
- Monitored the implementation of BOD resolutions and decisions by the BOM;
- Supervised various operational areas of the Company, identified and reported timely on issues and shortcomings, and proposed corrective measures;
- The SB has carried out the supervision of compliance with legal regulations and the Charter in the management and administration of the company, related to overseeing major business activities such as purchasing, investing in renovation, repairing, expanding asset categories, and managing inventory handling,...
- Representatives of the SB fully attended all regular and extraordinary meetings of the BOD, as well as meetings of the BOM and monthly operational meetings of the Executive Board (“EB”) , as required and when necessary, participated in discussions on the Company’s business operations and key initiatives. During these meetings, the SB carried out its oversight role, engaged in discussions, and contributed opinions on the matters presented. At the same time, the SB also provided recommendations and proposals to the BOD and EB regarding measures to strengthen control, revise/improve internal processes and regulations, and support restructuring efforts, aiming to ensure compliance with internal policies, minimize risks, and improve the quality and efficiency of operations;
- In 2024, the Supervisory Board held several meetings related to the evaluation of the Company’s production and business activities, including:





- Evaluated the financial report for the first half of the year and the business operations for the first half of the year, reviewing the data on the mid-year accounting results;
  - Evaluated the 2024 financial report and the production and business activities of the 2024 fiscal year, the company's year-end business results, and agreed on the basic content of the Supervisory Board's activity report to be presented to the annual general meeting of shareholders in 2024.
  - Directly supervised the Internal Audit Department of SHE to implement the annual audit plan and conduct surprise inspections in 2024. The SB also participated with several internal audit and inspection teams to implement, direct, and supervise the inspection and audit work to assess the company's production and business situation.
- Audit and inspection activities were conducted following a risk-based approach and consistently throughout the audit process. The results of these audits were submitted to the BOD and the EB for timely guidance on the issuance and adjustment of policies and regulations to align with actual business operations. These efforts also contributed to improving the internal control system, streamlining departmental operations, and ensuring compliance with applicable laws and the Company's internal governance framework.
- The SB fulfilled its assigned duties, actively participated in discussions, and unanimously voted on matters within its scope of authority in 2024.

## 1.2. Evaluation of the activities of the Supervisory Board members

### ❖ Ms. Nguyen Thi Gam – Head of the Supervisory Board - Full-time member

- Assigned responsibilities: Overall responsibility and supervision; oversight of the BOD and EB in implementing GMS resolutions; supervision and evaluation of the BOD and BOM's performance of their rights and obligations; monitoring of the Company's business operations; general oversight of finance, capital accounting, general accounting, and risk management. Performed the rights and duties of the Head of the Supervisory Board.
- Performance evaluation for 2024: Duties fulfilled.

### ❖ Ms. Le Thi Thao - Member of the Supervisory Board

- Assigned responsibilities: Supervision of the BOD and EB in implementing GMS resolutions; responsible for reviewing and verifying the Company's financial statements and periodic governance reports; responsible for risk control in the areas of finance and accounting, and risk management; inspection and supervision of other operational areas as assigned by the Head of the Supervisory Board.
- Performance evaluation for 2024: Duties fulfilled.

### ❖ Mr. Tran Van Thi – Member of the Supervisory Board

- Assigned responsibilities: Supervision of the BOD and EB in implementing GMS resolutions; updating the list of major shareholders, members of the BOD, SB, BOM, and related persons; inspection and supervision of business functions such as finance, capital management, cash flow, and other areas as assigned by the Head of the Supervisory Board.
- Performance evaluation for 2024: Duties fulfilled.

## 2. Supervisory Board's activity plan for 2025

The year 2025 marks the continued implementation of the Company's restructuring and enhancement of corporate governance capacity through the adoption of higher standards



in corporate governance practices. The focus will be on strengthening accountability, acting in the best interests of the Company, fostering relationships with customers, suppliers, and other stakeholders, creating a positive impact on the community and environment, enhancing the Company's reputation, and promoting fairness in dealings with all stakeholders.

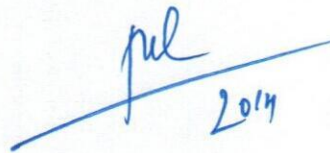
In 2025, the Supervisory Board will hold quarterly meetings to continue strengthening its role in inspection, supervision, evaluation, and in providing independent, objective assurance and recommendations on matters such as: compliance with legal and internal regulations, evaluation of the internal control system, governance processes, and risk management processes, ensuring the achievement of the Company's operational goals, strategic objectives, and planned targets.

In addition, the Supervisory Board will continue to coordinate with the BOD and the BOM to enhance risk management measures in business operations and investment expansion, with caution in response to market fluctuations.

The above is the Supervisory Board's report respectfully submitted to the General Meeting of Shareholders for review and approval.

**Sincerely thank you!**

**ON BEHALF OF THE SUPERVISORY BOARD  
HEAD OF THE BOARD**



**Nguyen Thi Gam**

