

Mẫu CBTT/SGDHCM-02

Appendix CBTT/SGDHCM-02

(Ban hành kèm theo Quyết định số 340/QĐ-SGDHCM ngày 19 tháng 08 năm 2016 của
TGD SGDCK TPHCM về Quy chế Công bố thông tin tại SGDCK TPHCM)
(Promulgated with the Decision No 340/QĐ-SGDHCM on August 19, 2016 of the Hochiminh Stock
Exchange on Disclosure of Information Regulation on Hochiminh Stock Exchange)

**CÔNG TY CP SONADEZI
CHÂU ĐỨC**

**SONADEZI CHAU DUC
SHAREHOLDING COMPANY**

CỘNG HÒA XÃ HỘI CHỦ NGHĨA VIỆT NAM

**Độc lập - Tự do - Hạnh phúc
THE SOCIALIST REPUBLIC OF VIETNAM
Independence - Freedom - Happiness**

Số/No.: 541 .2025/SZC-KHTH

Châu Đức, ngày 10 tháng 4 năm 2025
Chau Duc, day month year

**CÔNG BỐ THÔNG TIN
TRÊN CỔNG THÔNG TIN ĐIỆN TỬ
CỦA ỦY BAN CHỨNG KHOÁN NHÀ
NƯỚC VÀ SGDCK TP.HCM**

**DISCLOSURE OF INFORMATION ON
THE STATE SECURITIES
COMMISSION'S PORTAL AND
HOCHIMINH STOCK EXCHANGE'S
PORTAL**

Kính gửi/ To:

- Ủy ban Chứng khoán Nhà nước/ *The State Securities Commission*
- Sở Giao dịch chứng khoán TP.HCM/ *Hochiminh Stock Exchange*



- Tên tổ chức / *Organization name*: CÔNG TY CP SONADEZI CHÂU ĐỨC/ *SONADEZI CHAU DUC SHAREHOLDING COMPANY*
- Mã chứng khoán/ *Securities Symbol*: SZC
- Địa chỉ trụ sở chính/ *Address*: Tầng 9, Cao ốc Sonadezi, Số 1, Đường 1, KCN Biên Hòa 1, phường An Bình, thành phố Biên Hòa, tỉnh Đồng Nai/ *9th Floor, Sonadezi Building, No. 01, Street 01, Bien Hoa 01 Industrial Park, An Binh Ward, Bien Hoa City, Dong Nai Province*
- Điện thoại/ *Telephone*: 0251.8860788
- Fax: 0251.8860783
- Người thực hiện công bố thông tin/ *Submitted by*: Ông Nguyễn Minh Tân/ *Mr. Nguyen Minh Tan*

Chức vụ/ *Position*: Phó Tổng Giám đốc/ *Deputy General Director*

Loại thông tin công bố: ☒ định kỳ ☐ bất thường ☐ 24h ☐ theo yêu cầu

Information disclosure type: ☒ Periodic ☐ Irregular ☐ 24 hours ☐ On demand

Nội dung thông tin công bố/ Content of Information disclosure:

Bổ sung tài liệu họp Đại hội đồng cổ đông thường niên 2025 gồm/ *Additional document for the 2025 Annual General Meeting of Shareholders include:*

1. Tờ trình về việc phê duyệt chủ trương ngưng sử dụng nhận diện thương hiệu Greg Norman và Logo Shark đối với sân Golf Châu Đức / *Proposal on approval of the policy to stop using Greg Norman brand identity and Shark Logo for Chau Duc Golf Course.*

2. Dự thảo Nghị quyết Đại hội đồng cổ đông thường niên năm 2025/ *Draft of Resolution 2025 Annual General Shareholders' Meeting of Sonadezi Chau Duc Shareholding Company.*

Thông tin này đã được công bố trên trang thông tin điện tử của Công ty vào ngày/./2025. tại đường dẫn: <http://www.sonadezichauduc.com.vn>

This information was disclosed on Company/Fund's Portal on date/...../.... Available at: <http://www.sonadezichauduc.com.vn>

Tôi cam kết các thông tin công bố trên đây là đúng sự thật và hoàn toàn chịu trách nhiệm trước pháp luật về nội dung các thông tin đã công bố.

I declare that all information provided in this paper is true and accurate; I shall be legally responsible for any misrepresentation.

Tài liệu đính kèm/
Attachment:

- Tài liệu liên quan đến việc
CBTT / *Documents related to the disclosure*

Đại diện tổ chức

Organization representative

Người đại diện theo pháp luật/Người UQ CBTT

Legal representative/Party authorized to disclose information

(Ký, ghi rõ họ tên, chức vụ, đóng dấu)

(Signature, full name, position, and seal)

PHÓ TỔNG GIÁM ĐỐC/

DEPUTY GENERAL DIRECTOR



Nguyễn Minh Tân

Chau Duc, April 10th, 2025

PROPOSAL

Regarding the approval of the policy to discontinue the use of the Greg Norman Brand and Shark Logo for the Chau Duc Golf Course

To: The General Meeting of Shareholders.

Based on the current situation of the Chau Duc golf course Project implementation.

The Board of Directors of Sonadezi Chau Duc Shareholding Company (SZC) respectfully reports to the General Meeting of Shareholders as follows:

1. Overview of the Chau Duc Golf course Project implementation:

- Project implementation name: Chau Duc Golf Course
- Location: Suoi Nghe Commune, Chau Duc District, Ba Ria-Vung Tau Province
- Investment objective: The Chau Duc golf course Project implementation is invested and constructed in accordance with the policy of economic development and the policy of encouraging tourism development of Ba Ria - Vung Tau province. The completed Project implementation will transform a desolate agricultural land into a service - tourism spot, contributing to increasing utility services to attract domestic and foreign investors to promote investment in the Chau Duc Industrial Park and urban area.
- Scale: Chau Duc Golf Course has 36 holes, with a total area of 152ha, including two 18-hole courses (Resort Golf Course and Tournament Golf Course). Items in Chau Duc Golf Course include:
 - + Resort 18-hole golf course, area of 77.56 ha, including: Golf courses, Drainage system, Irrigation system, Electric car road, Grass planting.
 - + Tournament 18-hole golf course, area of 74.44 ha, including: Golf courses, Drainage system, Irrigation system, Electric car road, Grass planting.
 - + Auxiliary items of the Golf Course include: Clubhouse, Golf practice area, Rest stop, Maintenance and maintenance workshop, Staff house, Chemical and pesticide storage, Pumping station, Electrical station, Golf course landscape + Internal roads, parking lot + Gate, fence.
- Design consultant: Greg Norman Design Consulting Company (Greg Norman).
- Type and level of construction: Civil construction, Level I.
- Total investment (excluding loan interest during construction) is approximately **VND 1,264 billion.**

2. Investment activities of Chau Duc golf course:

With the goal of increasing investment attraction for Chau Duc Industrial Park urban real estate, starting construction from 2018, up to now, the 18-hole Resort golf course, Clubhouse and auxiliary items have been completed and officially put into operation since March, 2022.

Total realized investment cost (until March, 2025): VND 747,628 million.

3. Chau Duc Golf Course Brand:

- The 36-hole Chau Duc Golf Course was designed by Greg Norman through a golf course design Contracts signed between SZC and Greg Norman in October, 2010. Up to now, the construction of the 18-hole Resort golf course has been completed and accepted by Greg Norman for use.

- In order to promote the image and Brand identity of Chau Duc Golf Course to the local and national golfer community, SZC has exchanged and coordinated with Greg Norman to complete the design drawings related to the use of the Greg Norman Brand and Shark logo. On that basis, SZC has also implemented the installation of the Greg Norman Brand identity and Shark logo for some locations of the Clubhouse and the Resort golf course.

- The use of Greg Norman Identity and Shark logo in the production and business activities of Chau Duc golf course has some advantages and difficulties as follows:

a. Advantages:

Greg Norman is one of the most famous names in the world of golf, as a legendary athlete and a talented golf course designer. The Greg Norman Brand brings significant value to golf courses, such as:

❖ Prestige and class:

- Greg Norman is an icon of golf; a golf course carrying Greg Norman's Brand signifies class and quality affirmation.

- Attract professional golfers and high-end customers seeking top-tier golf experiences.

❖ Unique and challenging design: The golf courses designed by Greg Norman often feature natural terrains, maximizing the beauty of the surrounding landscape.

❖ International reputation: The Greg Norman Brand has a global reach, helping golf courses become widely known and attracting golf tourists from all over the world.

b. Difficulties and obstacles:

Besides the advantages of using the Greg Norman Brand, there are also some challenges and difficulties, such as:

❖ In using the Greg Norman Brand:

- Cost: Collaborating with a well-known Brand like Greg Norman requires a significant investment Cost, from design and construction to maintenance and promotion.

- Exclusivity: The Contracts terms may bind the golf course in using the Brand and adhering to strict standards, limiting flexibility in management and development.

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❖ In implementing the Contracts:

- According to the Golf Course Design Contracts, in case of any substitution or change in design, the Greg Norman Company's written approval must be obtained before implementation. In the event that Greg Norman's consent has not been obtained but the substitution or change is still implemented, the right to use Greg Norman's identity will be lost. This makes it difficult to adjust the golf course design during operation to suit the requirements at each time.

- Besides that, according to the Contracts, before issuing or distributing documents or products using the Greg Norman Identity or Shark Logo, the Greg Norman Company's approval must be obtained. This causes difficulties and prolongs the time in implementing communication publications and gift products to promote the golf course.

- In addition, the Cost for maintaining and preserving the golf course grass in the Green, Fairway, and Teebox areas is relatively high to meet the requirements according to Greg Norman's standards, affecting the golf course's business production efficiency.

- Currently, the Golf Course Design Contracts has expired (December 31st, 2024); however, Greg Norman has not yet agreed to extend the implementation time of the golf course design Contracts, and has requested a Contracts extension Cost of USD 15,000 per a month (This clause is not specified in the golf course design Contracts that the two Parties have signed).

4. Proposals and recommendations:

The use of the Greg Norman Brand and Shark logo in the past has brought certain effects; domestic and foreign golfers have also known Sonadezi Chau Duc's 18-hole Golf Resort as a high-class golf course that meets the criteria and standards to meet players' actual experience needs.

The implementation of the Resort golf course design with Greg Norman has also helped the Company gain more experience in design, understand the principles as well as the steps to implement related procedures, thereby being able to apply them flexibly to the next phase of the project – Phase 2 – 18-hole Tournament Golf Course.

However, in addition to the achievements, there are still many difficulties and obstacles that affect design adjustment, phase 1 operation, and phase 2 implementation progress. Furthermore, Greg Norman is also not willing to negotiate a Contracts extension unless it comes with a commercial term (SZC must pay an unreasonable additional Cost).

To facilitate SZC's proactive adjustment of design and reduction of foreign expert hiring costs during the implementation of Phase 2 - the 18-hole Tournament course, as

well as to facilitate the Golf course operation, The Board of Directors requests the approval of the General Meeting of Shareholders on the following matters:

1. Approve the policy of discontinuing the use of the Greg Norman brand identity and Shark Logo for the Chau Duc Golf course.
2. Assign the Company's Board of Directors to implement the related procedures in accordance with regulations.

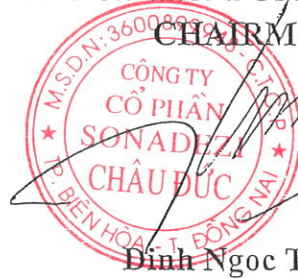
Best Regards.

Recipients:

- As above;
- Archive: Secretariat, BOD.

ON BEHALF OF THE BOARD OF DIRECTORS

CHAIRMAN



Đinh Ngọc Thuan



RESOLUTION
2025 ANNUAL GENERAL SHAREHOLDERS' MEETING
SONADEZI CHAU DUC SHAREHOLDING COMPANY

GENERAL MEETING OF SHAREHOLDERS

Pursuant to the Law on Enterprises No. 59/2020/QH14 dated 17/6/2020, amended and supplemented by Law No. 03/2022/QH15 dated 11/01/2022;

Pursuant to the Law on Securities No. 54/2019/QH14 dated 26/11/2019, amended and supplemented by Law No. 56/2024/QH15 dated 29/11/2024;

Pursuant to the Charter of Sonadezi Chau Duc Shareholding Company;

Pursuant to the Minutes of the ballot counting of the contents at the 2025 Annual General Meeting of Shareholders of Sonadezi Chau Duc Shareholding Company.

RESOLVED

Article 1. Approved Report No. 57.2025/BC-SZC-HDQT dated March 20th, 2025 of the Board of Directors on production and business activities, corporate governance, implementation of investment projects in 2024, evaluation of activities in 2024 by the Board of Directors, and the Assessment report of the independent Board of Directors' members.

Article 2. Approved Report No. 55.2025/BC-SZC-HDQT dated March 20th, 2025 of the Board of Directors on the results and usage of capital raised from the issuance of additional shares to existing shareholders.

Article 3. Approved Report No. 56.2025/BC-SZC-HDQT dated March 20th, 2025 of the Board of Directors on Private Corporate Bond Issuance activities.

Article 4. Approved some key performance indicators of the Company in 2024 as follows:

NO.	CONTENT	UNIT	2024 ACTUAL
1	Revenue	Million VND	910,893
2	Profit after tax	Million VND	302,127
3	Total state budget liabilities incurred	Million VND	148,035
4	Basic construction investment	Million VND	304,557
5	Compensation for land clearance	Million VND	202,400

Article 5. Approved the 2025 operating plan with the following key performance indicators:

NO.	CONTENT	UNIT	2025 PLAN
1	Revenue	Million VND	930,896
2	Profit after tax	Million VND	302,277
3	Total state budget liabilities incurred	Million VND	148,200
4	Basic construction investment	Million VND	437,617
5	Compensation for land clearance	Million VND	1,207,710

Article 6. Approved the 2024 financial statements of Sonadezi Chau Duc Shareholding Company, which have been audited by RSM Vietnam Auditing & Consulting Co., Ltd.

Article 7. Approved the Board of Supervisors's report on the supervision of production and business activities in 2024 at Sonadezi Chau Duc Shareholding Company.

Article 8. Approved the list of 03 Auditing companies proposed by the Board of Supervisors, including:

1. CPA VietNam Auditing Co., Ltd. (CPA VIETNAM);
2. RSM Vietnam Auditing & Consulting Co., Ltd. (RSM);
3. A&C Auditing and Consulting Co., Ltd. (A&C).

Authorizes the Board of Directors to select one of the above three companies to audit the 2025 financial statements of Sonadezi Chau Duc Shareholding Company.

Article 9. Approved the plan for allocation to funds and distribution of 2024 profit as follows:

No.	Content	Value (VND)	% EAT
1	Charter capital	1,799,858,630,000	
2	Profit after tax (EAT)	302,127,157,852	
3	Allocation to funds	75,740,000,000	25.07%
3.1	Development Investment Fund	50,000,000,000	16.55%
3.2	Reward and Welfare Fund	12,000,000,000	3.97%
3.3	Community Social Work Fund	7,000,000,000	2.32%
3.4	Manager's Bonus Fund	740,000,000	0.24%

No.	Content	Value (VND)	% EAT
3.5	Agency and Related Parties Work Fund	6,000,000,000	1.99%
4	Remaining profit after fund allocation	226,387,157,852	
5	Remaining Profit from Previous Year	241,455,752,034	
6	Total Remaining Profit	467,842,909,886	
7	Dividends		
7.1	Percentage	10%	
7.2	Estimated value	179,985,863,000	
8	Remaining profit carried forward to the next year	287,857,046,886	

Article 10. Approved the profit distribution plan for 2025 as follows:

No.	CONTENT	Value (VND)	% Profit after tax
1	Charter capital	1,799,858,630,000	
2	Profit after tax	302,277,058,774	
3	Allocation to funds	73,900,000,000	24.4%
3.1	Development investment fund	50,000,000,000	16.5%
3.2	Reward and Welfare Fund	10,000,000,000	3.3%
3.3	Community Social Work Fund	7,000,000,000	2.3%
3.4	Manager's Bonus Fund	900,000,000	0.3%
3.5	Agency and Related Parties Work Fund	6,000,000,000	2.0%
4	Remaining profit after fund allocation	228,377,058,774	
5	Remaining profit from previous year	287,857,046,886	
6	Total remaining profit	516,234,105,660	
7	Dividend		
7.1	Percentage	10%	
7.2	Estimated value	179,985,863,000	
8	Remaining profit carried forward to the next year	336,248,242,660	

The allocation to the employee welfare and reward fund and the management reward fund in 2025 will be based on the production and business results of 2025 and current regulations.

Article 11. Approved the 2024 remuneration and salaries of the Board of Directors, the Board of Supervisors, and the Company Secretary / Person in charge of Corporate Governance as follows:

- Salary of the full-time Head of the Board of Supervisors: 29,200,000 VND/month

- Remuneration of Board of Directors' members: 8,000,000 VND/person/month

- Remuneration of the Board of Supervisors' members, Company Secretary/ Person in charge of Corporate Governance: 4,000,000 VND/person/month

Based on the production and business results of 2024 and according to the provisions of Circular 28/2016/TT-BLDTBXH:

- + The total approved remuneration fund of the Board of Directors, the Board of Supervisors, and Person in charge of Corporate Governance in 2024 is VND 1,498,000,000

The dedicated Head of the Board of Supervisors' salary, subject to final settlement for the year, is VND 837,293,000.

Article 12. Approval of the proposed remuneration and salaries for the year 2025 for the Board of Directors, Board of Supervisors, Company Secretary/ Person in charge of Corporate Governance as follows:

Monthly provisional allowance:

- Dedicated Head of the Board of Supervisors' salary: 34,200,000 VND/month

- Board of Directors' members' remuneration: 8,000,000 VND/person/month

- Remuneration for Member of the Board of Supervisors, Company Secretary/ Corporate Governance Officer: 4,000,000 VND/person/month

Based on the production and business results of 2025, the actual salary fund of the Head of the Board of Supervisors and the actual remuneration of the Board of Directors and the Member of the Board of Supervisors will be finalized within the salary fund and the remuneration fund for managers in accordance with current regulations.

Article 13. Authorizes the Board of Directors to approve the adjustment of salary and remuneration contents under the authority of the General Meeting of Shareholders if there is a change in relevant laws. The Board of Directors will report back on these salary and remuneration adjustments at the nearest General Meeting of Shareholders.

Article 14. Approval of the adjustment of several business lines of the Company, detailed as follows:

No.	Business lines and industries after adjustment	Code
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No.	Business lines and industries after adjustment	Code
1	<p>Real estate business, land use rights of the owner, user or lessee</p> <p>Details: Real estate business.</p> <p>(operates only when fully qualified to conduct business as pre-scribed by law and in accordance with Article 10 of the Real Estate Business Law No. 29/2023/QH15 dated November 28, 2023).</p> <p>- Exclusion: Investment in the construction of cemetery infrastructure for the transfer of land use rights associated with the in-frastructure.</p>	6810 (Main)
2	<p>Architectural activities and related technical consultancy.</p> <p>Details:</p> <ul style="list-style-type: none"> - Surveying, topographic mapping, and geological drilling. - Consulting on design, planning, and investment project formula-tion. - Consulting on project management, supervision, appraisal, and inspection of civil, industrial, transportation, and technical in-frastructure construction works. <p>(operates only when fully qualified to conduct business as pre-scribed by law).</p>	7110

Article 15. Approval of the 15th amendment and supplement to the Company's Charter, effective from April 11, 2025. The Board of Directors and the Company's legal representative are authorized to issue the amended Charter in accordance with regulations.

Article 16. Approval of the Internal Regulations on Corporate Governance and the Regulations on Operation of the Board of Directors of Sonadezi Chau Duc Shareholding Company (1st amendment and supplement), effective from April 11, 2025. The Board of Directors is authorized to issue and implement these regulations in accordance with the prevailing regulations.

Article 17. Approval of the dismissal of Ms. Trinh Thi Hoa from the position of Member of the Board of Supervisors.

Article 18. Approval of the election results and the elected Member of the Board of Supervisors for the remaining term of term IV (2022 – 2027), being

Article 19. Approve the policy of discontinuing the use of the Greg Norman brand identity and Shark Logo for the Chau Duc Golf course.

Article 20. Implementing Clause

This resolution is fully adopted at the 2025 Annual General Shareholders' Meeting of Sonadezi Chau Duc Shareholding Company and is effective from the date

of signing. The Board of Directors, Board of General Directors of the Company and relevant individuals are to implement tasks according to the provisions of this resolution.

Recipients:

- Company Shareholders
(posted on the Company's website);
- BOD, BOS;
- SSC, HOSE;
- Archive: Secretariat, GMS.

**ON BEHALF OF THE GENERAL
MEETING OF SHAREHOLDERS
CHAIRMAN OF BOD**

Dinh Ngoc Thuan