

No: 03./2025/BC-TIG

Ha Noi, January 24th, 2025

**REPORT ON CORPORATE GOVERNANCE OF LISTED COMPANY
(For 2024)**

**To: - The State Securities Commission;
- Hanoi Stock Exchange**

- Name of listed company: Thang Long investment group Joint Stock Company
- Address of head office: 8th Floor, Block B, Song Da Building, Pham Hung Street, My Dinh 1 Ward, Nam Tu Liem District, Hanoi City, Vietnam
- Tel: 02462588555 Fax: 02462566966 Email: info@tig.vn
- Charter capital: 1,936,062,050,000 VNĐ (In words: One trillion, nine hundred thirty-six billion, six hundred sixty-two million, fifty thousand dong)
- Stock Code: TIG
- Corporate governance model: General Meeting of Shareholders, Board of Directors, Supervisory Board and CEO.
- The implementation of internal audit: Implemented

I. Activities of the General Meeting of Shareholders

Documents concerning meetings, resolutions, and decisions made during the General Meeting of Shareholders (including those resolutions ratified in written form):

No	Resolution/Decision No	Date	Content
1	118/2024/NQ/ĐHĐCĐ-TIG	13/5/2024	<ul style="list-style-type: none">- Report on the business results of 2023 and the target plan for 2024.- Audited financial report for 2023.- Report on the activities of the Board of Directors in 2023 and the working direction for 2024.- Report from the Supervisory Board on business results, Board of Directors' activities, and the General Director's performance.- Proposal for selecting an independent audit

			firm. - Report on the remuneration of the Board of Directors and Supervisory Board for 2023 and remuneration plan for 2024. - Proposal for the distribution of net profit for 2023 and estimates for 2024. - Proposal on the plan for issuing and offering shares to increase charter capital in 2024; - Proposal for the listing of the company's shares on the HSX stock exchange. - Report on transactions executed and approval of investment and business activities for 2024.
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II. Board of Directors:

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

No	The members of the BOD	Position	The date becoming/ceasing to be the member of the BOD	
			Date of appointment	Date of dismissal
1	Mr Nguyen Phuc Long	Chairman	29/4/2011	
2	Mr Nguyen Viet Viet	Member	15/5/2018	
3	Mr Ho Ngoc Hai	Member	29/6/2020	
4	Ms Dao Thi Thanh	Member	29/6/2020	
5	Mr Duong Quang Trung	Member	19/4/2023	

2. Meetings of the BOD

No	The members of the BOD	Position	Number of meetings attended by the BOD	Attendance rat	Reasons for absence
1	Mr Nguyen Phuc Long	Chairman	25	100%	
2	Mr Nguyen Viet Viet	Member	25	100%	
3	Mr Ho Ngoc Hai	Member	25	100%	
4	Ms Dao Thi Thanh	Member	25	100%	
5	Mr Duong Quang Trung	Member	25	100%	

3. Supervising the Board of Management by the Board of Directors:

The BOD directly oversees, supervises, and urges the General Director and management staff to implement the Resolutions of the General Meeting of Shareholders (GMS) and the BOD, as well as to engage in business activities, strategic development, project management, fundraising, financial management, cost control, investment, construction, operation, and human resource management.

BOD members also actively assist in the implementation of work across all company activities while coordinating with the Supervisory Board to manage risks related to the company's operations.

In terms of shareholder relations, the BOD consistently informs shareholders of the company's activities and events through the media, the company's website, and other public information channels. The BOD also ensures that periodic and ad-hoc reports and disclosures are made to the State Securities Commission (SSC), Hanoi Stock Exchange (HNX), and Vietnam Securities Depository (VSDC) in accordance with legal requirements.

Key Issues Addressed by the BOD in 2024:

- Organizing the annual GMS for 2024.
- Approving investment plans, and share transfers at subsidiaries, affiliates, and other companies.
- Appointing key personnel at the company, subsidiaries, and the Hungary branch.
- Overseeing the completion of the 2023 tax settlement process.
- Selecting an auditing firm for the 2024 financial statements.
- Directing the transfer of the neighboring garden houses in the Low-rise Housing Project, Dai Mo Ward, Nam Tu Liem District.
- Overseeing the management team's adherence to labor laws, ensuring the legal rights of employees, including salary adjustments, allowances, and fulfilling social, health, and unemployment insurance obligations, as well as providing support for employees facing severe difficulties.
- Implementing the stock issuance plan for dividend payments for 2023 to existing shareholders.

4. Activities of the Board of Directors' subcommittees:

The BOD of the company focuses on improving the internal governance practices according to the guidelines of the State Securities Commission (SSC) and in compliance with current legal regulations.

- Company Secretary Department:
 - + Assists the BOD in organizing meetings and issuing BOD Resolutions in accordance with the GMS Resolutions, the company's Charter, internal procedures, and legal requirements.
 - + Acts as a liaison between the BOD and the General Director, ensuring compliance with information disclosure regulations and timely updates to shareholders regarding business activities and development directions of the company.
 - + Coordinates with the Supervisory Board to ensure that Resolutions, proposals, and voting results are properly communicated to the Board for oversight in accordance with the relevant laws and duties of the Supervisory Board.
 - Internal Audit Department:
- The company established an Internal Audit Department in 2022 to meet the legal requirements for listed companies. The department carries out its functions and tasks in compliance with both legal and internal company regulations.

5. Resolutions/Decisions of the Board of Directors in 2024:

No	Resolution No	Date	Content	Approval Rate
1	02/2024/NQ/HĐQT-TIG	03/01/2024	Dismissal of the head of the Hungary branch	100%
2	03/2024/NQ/HĐQT-TIG	03/01/2024	Appointment of the head of the Hungary branch	100%
3	11/2024/NQ/HĐQT-TIG	04/01/2024	Finalizing the list of shareholders for company management purposes	100%
4	13/2024/NQ/HĐQT-TIG	04/01/2024	Appointment of Director at TLG International Korlátolt Felelősségű Társaság	100%
5	25/2024/NQ/HĐQT-TIG	19/02/2024	Plan for organizing the annual general meeting of shareholders in 2024	100%
6	29/2024/NQ/HĐQT-TIG	22/03/2024	Approving the program and materials for the annual GMS in 2024	100%
7	31/2024/NQ/HĐQT-TIG	30/03/2024	Extension of submission and financial statement disclosure deadlines for 2023	100%
8	36/2024/NQ/HĐQT-TIG	03/4/2024	Extension of the date for	100%

			organizing the annual GMS in 2024	
9	45/2024/NQ/HĐQT-TIG	24/4/2024	Finalizing the list of shareholders for company management purposes	100%
10	109/2024/NQ/HĐQT-TIG	05/04/2024	Plan to transfer the neighboring garden houses at the Low-rise Housing Project in Dai Mo Ward, Nam Tu Liem	100%
11	125/2024/NQ/HĐQT-TIG	11/6/2024	Selection of the auditing firm for the 2024 financial statements	100%
12	128/2024/NQ/HĐQT-TIG	11/06/2024	Approval of the sale of real estate owned by TLG International Korlátolt Felelősségű Társaság, a subsidiary in Hungary	100%
13	135/2024/NQ/HĐQT-TIG	23/07/2024	Approval of the plan to issue shares to pay dividends for 2023	100%
14	145/2024/NQ/HĐQT-TIG	25/09/2024	Approval of the share transfer in Ha Thanh Real Estate Investment JSC	100%
15	147/2024/NQ/HĐQT-TIG	01/10/2024	Approval of the share purchase through private placement in Kim Lan Financial Investment JSC	100%
16	148/2024/NQ/HĐQT-TIG	01/10/2024	Approval of the share purchase from existing shareholders in Tig Holdings JSC	100%
17	149/2024/NQ/HĐQT-TIG	01/10/2024	Approval of the share purchase from existing shareholders in Ha Thanh Real Estate Investment JSC	100%
18	151/2024/NQ/HĐQT-TIG	01/11/2024	Dismissal and appointment of the company secretary and the person responsible for corporate governance	100%
19	159/2024/NQ/HĐQT-TIG	26/11/2024	Change of the representative for the company's investment in Thang Long Phu Tho Investment JSC	100%

20	161/2024/NQ/HĐQT-TIG	11/12/2024	Approval of the temporary suspension of the stock issuance plan to pay dividends for 2023	100%
21	163/2024/NQ/HĐQT-TIG	13/12/2024	Approval of the full transfer of shares at several other companies	100%
22	164/2024/NQ/HĐQT-TIG	13/12/2024	Approval of the full transfer of shares in affiliate companies	100%
23	166/2024/NQ/HĐQT-TIG	13/12/2024	Approval of the share purchase in Thang Long Phu Tho Investment JSC	100%
24	168/2024/NQ/HĐQT-TIG	18/12/2024	Approval of the share purchase in Hoa Anh Dao Real Estate JSC	100%
25	170/2024/NQ/HĐQT-TIG	31/12/2024	Approval of the partnership with Hanoi Agricultural Development Investment and Research Development Co. Ltd. to implement the project at address: No 202 Ho Tung Mau, Phu Dien ward, Bac Tu Liem district, Hanoi	100%

III. Board of Supervisors

1. Information about the members of Board of Supervisors

No	Members of Board of Supervisors	Position	Date of appointment/dismissal	Qualification
1	Ms Nguyen Thi Anh Tuyet	Head of the Supervisory Board	26/4/2021	Bachelor of Accounting
2	Ms Ho Thi Thu Ha	Member of the Supervisory Board	25/4/2013	Bachelor of Accounting
3	Mr Vu Ngoc Anh	Member of the Supervisory Board	19/4/2023	Bachelor of Business Administration

2. Meetings of the Board of Supervisors

No	Members of Board of Supervisors	Position	Number of meetings attended	Attendance rate	Voting rate	Reasons for absence
1	Ms Nguyen Thi Anh Tuyet	Head of the Board of Supervisors	2	100%	100%	
2	Ms Ho Thi Thu Ha	Member of the Board of Supervisors	2	100%	100%	
4	Mr Vu Ngoc Anh	Member of the Board of Supervisors	2	100%	100%	

3. Supervisory activities over the Board of Directors, Board of Management, and shareholders

❖ Supervision of the Board of Directors (BOD):

- The BOD has closely monitored the activities of the Executive Board in business operations and the implementation of plans and directives established by the General Meeting of Shareholders (GMS).
- The BOD has held 25 meetings and issued 25 resolutions within its authority. The number of meetings and member attendance were in compliance with the company regulations and legal requirements.
- All resolutions passed by the BOD were in accordance with the BOD's functions, the resolutions of the GMS, and applicable laws and company regulations.
- The BOD has fully implemented the plans, directives, and resolutions set by the GMS, ensuring compliance with the law and company's Charter.

❖ Supervision of the Executive Board (General Director):

- The Executive Board (General Director) has been proactive in implementing tasks according to the directions and plans of the GMS and BOD, following company regulations and the law. They effectively managed the company's activities, directed departments and individuals, and addressed business challenges.
- The Executive Board anticipated most risks, reducing potential threats in investments and business activities, leading to the development of effective strategies and adjusting project timelines to meet current conditions, resulting in positive outcomes.
- The Executive Board adhered to state policies, ensuring stable employment and income for employees.

- Regarding information disclosure, the Executive Board strictly followed and directed relevant departments/individuals to comply with regulations on periodic and extraordinary information disclosures as per Circular 96/2020/TT-BTC and other related laws.
- 4. The coordination between Board of Supervisors and the Board of Directors, Board of Management, and other management personnel:**
- The Supervisory Board has worked closely with the BOD and the Executive Board while maintaining its independence in overseeing the company's operations according to its functions and responsibilities. In 2024, Board of Supervisors participated in quarterly and special meetings of the BOD and Executive Board, or was reported on these meetings to improve the quality and independence of internal oversight.
 - The BOD has provided timely and complete resolutions and decisions to the BKS. The Executive Board has supported and facilitated the BKS in gathering information and documents related to the company's business operations when requested.
 - The BOD has strengthened its oversight of the Executive Board and management departments to ensure compliance with the resolutions of the GMS, BOD, and legal regulations.
- 5. Other Activities of the Supervisory Board (If any):** No

IV. The Board of Management

No	Member of the Board of Management	Date of Birth	Qualification	Date of appointment the member of the Board of Management	Date of dismissal the members of the Board of Management
1	Mr Ho Ngoc Hai	17/12/1980	Construction engineer	29/06/2020	
2	Ms Dao Thi Thanh	02/06/1974	Master of Finance	29/06/2020	
3	Mr Nguyen Minh Quan	05/12/1962	Architect	15/12/2014	

V. Chief Accountant

Name	Date of Birth	Qualifications	Qualification	Date of appointment
1	Ms Nguyen Thi Thanh Huong	25/02/1980	Bachelor of economics	12/11/2021

VI. Training courses on corporate governance:

The Board of Directors of the company always emphasizes improving corporate governance

in compliance with current legal regulations. In line with this, the Board has participated in corporate governance training courses to ensure all members are fully equipped to perform governance responsibilities.

VII. List of Affiliated person of the Public company and Transactions of Affiliated person of the company with The company

1. The list of affiliated persons of the Company

No	Name of organization/individual	Securities trading account (if any)	Position in the company (if any)	Type of NSH Paper, NSH Date of issue, NSH issue place	Head office address/ Contact address	Time of starting to be affiliated person	Time of ending to be affiliated person	Reason for changing
1	Nguyen Phuc Long	005C039929 and 076C000268	Chairman of BOD			29/4/2011		
2	Nguyen Viet Viet		Member of BOD			15/5/2018		
3	Mr Ho Ngoc Hai		Member of BOD			29/6/2020		
4	Dao Thi Thanh		Member of BOD and Deputy General Director			29/6/2020		

5	Nguyen Minh Quan		Deputy General Director			15/12/2014		
6	Duong Quang Trung		Member of BOD			19/4/2023		
7	Nguyen Thi Anh Tuyet		Head of Supervisor			26/4/2021		
8	Ho Thi Thu Ha		Member of Supervisory			25/4/2013		
9	Vu Ngoc Anh		Member of Supervisory			29/4/2023		
10	Nguyen Thi Thanh Huong		Chief Account			12/11/2021		

					Nội.			
11	Phan Thi Ngat		Internal Audit Officer			02/08/2022		
12	Pham Thi Mo		Company Secretary cum Corporate Governance Officer			01/11/2024		
13	Thang Long Phu Tho investment JSC			2600840484, issued for the first time on July 28, 2011, and amended for the 8th time on December 29, 2024 by the Department of Planning and Investment of Phu Tho	King's Garden, Dong Trung Commune, Thanh Thuy District, Phu Tho Province.	28/07/2011		Subsidiary company
14	Sakura Real Estate JSC			0104178615, issued for the 16th time on December 16, 2024, by the Department of Planning and Investment of Hanoi	No. 108 Nguyen Trai Street, Thuong Dinh Ward, Thanh Xuan District, Hanoi City	20/12/2024		Subsidiary company
15	Thang Long – Huong Son 1 Wind Power Joint Stock Company			Number 3200694985, issued for the 2nd time on December 25, 2020, by the Quang Tri	K2 Street, Nam Dong Ha Industrial Park, Dong Luong Ward, Dong Ha	10/06/2019	18/12/2024	Affiliate company

				Department of Planning and Investment	City, Quang Tri Province.			
16	Thang Long – Huong Son 2 Wind Power Joint Stock Company			Number 3200695107, issued for the 2nd time on December 25, 2020, by the Quang Tri Department of Planning and Investment	K2 Street, Nam Dong Ha Industrial Park, Dong Luong Ward, Dong Ha City, Quang Tri Province.	10/06/2019	16/12/2024	Affiliate company
17	Vietnam Securities Newspaper Investment Joint Stock Company			Number 0105227209, issued for the 11th time on February 17, 2022, by the Hanoi Department of Planning and Investment	Floor 8, Block B, Song Da Building, Pham Hung Street, My Dinh 1 Ward, Nam Tu Liem District, Hanoi	30/03/2011	17/12/2024	Affiliate company
18	Hyundai Vietnam Electronics and Home Appliances Co., Ltd			Number 0102064813, issued for the 9th time on August 15, 2018, by the Hanoi Department of Planning and Investment	Floor 8, Block B, Song Da Building, Pham Hung Street, My Dinh 1 Ward, Nam Tu Liem District, Hanoi	22/06/2016	16/12/2024	Affiliate company
19	Ha Thanh Real Estate Investment Joint Stock Company			Number 0103266795, issued for the 17th time on January 25, 2022, by the Hanoi Department of Planning and Investment	Floor 8, Block B, Song Da Building, Pham Hung Street, My Dinh 1 Ward, Nam Tu Liem District, Hanoi	30/10/2018	25/09/2024	Affiliate company

20	TIG Green Technology Building Investment Joint Stock Company			Number 0103671296, issued for the 12th time on November 9, 2021, by the Hanoi Department of Planning and Investment	Floor 8, Block B, Song Da Building, Pham Hung Street, My Dinh 1 Ward, Nam Tu Liem District, Hanoi	31/03/2022	17/12/2024	Affiliate company
21	VietNam Financial Investment Securities JSC			Number 0102614143, issued for the 7th time on December 3, 2024, by the Hanoi Department of Planning and Investment	Floor 1 and Floor 8, Block B, Song Da Building, Pham Hung Street, My Dinh 1 Ward, Nam Tu Liem District, Hanoi	29/03/2022		
22	Thang Long Investment Group Joint Stock Company Magyarországi Fióktelepe			01-17-001551, issued on March 27, 2023, registered by the Court of the Budapest Metropolitan Area	1068 Budapest, Felsőerdősor utca 8, Hungary	27/03/2023		Branch
23	TLG International Korlátolt Felelősségű Társaság			01-09-409630, issued on December 9, 2022, registered by the Court of the Budapest Metropolitan Area	1136 Budapest, Tátra street 5. Building A. floor 1. door 2	09/12/2022		Subsidiary company
24	RE-G Ingatlanhasznosító Korlátolt Felelősségű Társaság			01-09-702125	1094 Budapest, Berzenczey utca 9	31/10/2023		Subsidiary company

Note: National Registration Number: ID Card/Passport Number (for individuals) or Business Registration Certificate Number, Operating License, or equivalent legal documents (for organizations).*

2. Transactions between the company and its related parties; or between the company and major shareholders, insiders, or related parties of insiders

No	Name of organization/ individual	Relationship with the Company	No.* date of issue, place of issue	Address	Time of transactions with the Company	Resolution No. or Decision No. approved by General Meeting of Shareholders/ Board of Directors (if any, specifying date of issue)	Content, quantity, total value of transaction	Note

3. Transactions between internal persons, affiliated persons of internal persons with subsidiaries, companies controlled by the company: None
4. Transactions between the company and other parties: None

VIII. Transactions between internal persons, affiliated persons of internal persons

1. The list of internal persons and their affiliated persons

No	Full name	Securities trading account (if any)	Position in the company (if any)	Relations hip with insiders	Type of NSH Paper, Date of issue, issue place	Head office address/ Contact address	Number of shares owned at the end of the period	Rate of shares owned at the end of the period	Note
1	Nguyen Phuc Long	005C039929 & 076C000268	Chairman of BOD				38.110.093	19,68%	
1.1	Ho Thanh Huong	076C002231 & 009C868389		Spouse			3.380.248	1,75%	
1.2	Nguyen Ho Huong Ly			Child			-	0	
1.3	Nguyen Ho Phuc Lan			Child	Underage		-	0	
1.4	Nguyen Ho Kim Phung			Child	Underage		-	0	

1.5	Nguyen Ho Phuc Anh			Child	Underage		-	0	
1.6	Nguyen Ho Bao tran			Child	Underage		-	0	
1.7	Nguyen Van Thuong			Father			404.185	0,21%	
1.8	Nguyen Thi Minh Chau			Mother			404.185	0,21%	
1.9	Ho Van Son			Father in law			-	0	
1.10	Nguyen Thi Hanh Lien			Sibling			-	0	

1.11	Nguyen Xuan Bieu			Sibling-in-law			-	0	
1.12	Nguyen Thi hanh Loan			Sibling			-	0	
1.13	Tran Duc Dung			Sibling-in-law			-	0	
1.14	VietNam Financial Investment Securities JSC			Chairman of BOD			-	0	
1.15	Thang Long Phu Tho investment JSC			Member of BOD			-	0	
1.16	Sakura Real Estate JSC			Vice Chairman of BOD					

2	Nguyen Viet Viet		Member of BOD			-	0	
2.1	Nguyen Bac Huong		Father			-	0	
2.2	Vu Thi Bich		Mother			-	0	
2.3	Nguyen Phi Long		Sibling			-	0	
2.4	Nguyen Viet Hung		Sibling			-	0	

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3.2	Ho Thanh Huong			Sibling				3.380.248	1,75%		
3.3	Nguyen Phuc Long			Chủ tịch HĐQT công ty	Sibling- in-law			38.110.093	19,68%		
3.4	Vu Thi Phuong Thao				Spouse			-	0		
3.5	Ho Phuc Lam				Child		Underage	-	0		
3.6	Ho Bao Tram				Child		Underage	-	0		

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5.2	Nguyen Thi Manh			Mother				-	0	
5.3	Nguyen Hai Duong			Sibling				-	0	
5.4	Nguyen Thi Huyen Trang			Sibling				-	0	
5.5	Tran Van Tuoi			Spouse				-	0	
5.6	Tran Van Tai			Father-in-law				-	0	

5.7	Tran Thi Xuan			Mother-in-law				-	0	
5.8	Tran Khanh Ly			Child				-	0	
5.9	Tran Truc An			Child				-	0	
6	Ho Thi Thu Ha		Member of the Board of Supervisors					195	0	
6.1	Nguyen Thi The			Mother				-	0	
6.2	Le Anh Vu			Spouse				-	0	

6.3	Le Ho Anh Duy			Child			-	0	
6.4	Le Ho Anh Duc			Child			-	0	
6.5	Ho Thi Hang			Sibling			-	0	
6.6	Ho Thi Hien			Sibling			-	0	
6.7	Ho Thi Phuong Thuy			Sibling			-	0	
7	Vu Ngoc Anh		Member of the Board of Supervisors				-	0	

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8.2	Nguyen Thi Thu Hue			Spouse				-	0	
8.3	Nguyen Minh Hoang			Child				-	0	
8.4	Nguyen Vu Dung			Child				-	0	
9	Duong Quang Trung							-	0	
9.1	Vu Thi Thanh			Parent				-	0	

9.2	Duong Anh Tuan			Sibling				-	0	
9.3	Le Thi Minh Hang			Sibling- in-law				-	0	
9.4	Duong Thi Tu Anh			Sibling				-	0	
9.5	Than Thi Hong Ngoc			Spouse				-	0	
9.6	Than Van Toan			Father-in- law				-	0	
9.7	Ta Thi Kien			Parent-in- law				-	0	

9.8	Duong Hai Nam			Child				-	0	
9.9	Vietnam Financial Investment Securities Corporation			Vice Chairman/ General Director				-	0	
10	Nguyen Thi Thanh Huong			Chief Accountant				-	0	
10.1	Le Thi Van			Mother				-	0	
10.2	Nguyen Thi Kim Dung			Sibling				-	0	

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2. Transactions of internal persons and affiliated persons in the company's stock: None

IX. Other notable issues: None

ON HALF OF THE COMPANY

Chairman of the Board of Directors



Nguyễn Phúc Long

