

## Appendix V

### REPORT ON CORPORATE GOVERNANCE

(Promulgated with the Circular No 96/2020/TT-BTC on November 16, 2020 of the Minister of Finance)

**NHI HIEP BRICK-TILE  
CO-OPERATION**

**THE SOCIALIST REPUBLIC OF VIETNAM  
Independence - Freedom - Happiness**

No.: 04./2025/BCQT-NH

Ho Chi Minh, day 16<sup>th</sup>, July, 2025

## REPORT ON CORPORATE GOVERNANCE

(The first six months of 2025)

To:

- The State Securities Commission;
- The Hanoi Stock Exchange

- Name of the listed company: **NHI HIEP BRICK-TILE CO-OPERATION**
- Address of headoffice: No 34, DT 743 Street, Tan Dong Hiep Ward, Ho Chi Minh City.
- Telephone: 02743.749080 Fax: 02743.749287 Email: [nhihiep\\_company@yahoo.com.vn](mailto:nhihiep_company@yahoo.com.vn)
- Charter capital: 30.415.420.000 VND
- Stock symbol: NHC
- Governance model: General Meeting of Shareholders, Board of Directors, Board of Supervisors, Director
- The implementation of internal audit: Not yet implemented

### I. Activities of the General Meeting of Shareholders.

Information on meetings, resolutions and decisions of the General Meeting of Shareholders (including the resolutions of the General Meeting of Shareholders approved in the form of written comments):

No	Resolution/Decision No	Date	Content
1	No: 01/NQ-ĐHĐCĐ	18/04/2025	<b>Resolution of the Annual General Meeting of Shareholders 2025, approving the issues:</b> <ul style="list-style-type: none"><li>- Approval of the 2024 business performance and production results report.</li><li>- Approval of 2025 business production plan.</li><li>- Through the Board of Directors' report, the Board of Supervisors' performance report, and the audited 2024 financial report.</li><li>- Through the approval of the profit distribution targets and the allocation of funds for the year 2025.</li><li>- Through the authorization for the Board of Directors to sign contracts for transactions with</li></ul>

			<p>related parties.</p> <ul style="list-style-type: none"> <li>- Change of Company Headquarters Address/ Change of Company's Headquarters Address to the new address: No. 34, DT 743 Street, Tan Dong Hiep Ward, Di An City, Binh Duong Province. At the same time, amend and supplement the Company's Charter regarding the content related to the change of the Company's headquarters address upon approval from the state management authorities.</li> <li>- Through the authorization for the Board of Directors to select the auditing firm to conduct the financial audit for the year 2025.</li> <li>- Through the exemption of board members starting from April 18, 2025, regarding: Mr. Nguyen Quoc Binh - member of the board of directors, 100% ownership</li> <li>- Unified through the results of the supplementary election of members to the Board of Directors for the term 2022-2027: Mr. Lam Thanh Lam with a rate of 100%.</li> <li>- Agree not to pay dividends in 2024, based on the production and business results of the first 6 months of 2025, the Board of Directors will consider asking for shareholders' opinions.</li> </ul>
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## II. Board of Directors:

- Information about the members of the Board of Directors (BOD) for the term VI (2022-2027):

No	<i>Board of Directors' members</i>	<i>Position</i>	<i>The date becoming/ceasing to be the member of the Board of Directors</i>	
			<b>Date of appointment</b>	<b>Date of dismissal</b>
01	Mr. Nguyen Hong Chau	Chairman of the Board of Directors	22/04/2022	
02	Mr. Nguyen Quoc Binh	Member of the Board of Directors	22/04/2022	18/4/2025
03	Ms. Lam Thi Mai	Member of the Board of Directors	22/04/2022	
04	Mr. Pham Thanh Liem	Member of the Board of Directors	19/4/2024	
05	Mr. Lam Thanh Lam	Member of the Board of Directors	18/4/2025	
06	Ms. Bui Hoai Chau	Member Independent of the Board of Directors	19/4/2024	

1. Meetings of the Board of Directors:

No	Board of Director' member	Number of meetings attended by Board of Directors	Attendance rate	Reasons for absence
	<b><u>Board member</u></b>			
01	Mr. Nguyen Hong Chau	02	100%	
02	Mr. Nguyen Quoc Binh	02	100%	
03	Ms. Lam Thi Mai	02	100%	
04	Mr. Pham Thanh Liem	02	100%	
05	Mr. Lam Thanh Lam	02	100%	
06	Ms. Bui Hoai Chau	02	100%	

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

The first six months of 2025, the Board of Directors supervises the Executive Board on various work matters:

- Develop the plan for 2025.
- Drafting documents and announcing information for the Annual General Meeting of Shareholders in 2025, on April 18, 2025.
- Sign a contract with the related party, Binh Duong Materials and Construction corporation regarding: Distributor contract for construction material products; Office space lease agreement; Contract for mixed stone grinding service; Petroleum Purchase and Sale Contract.
- Sign a contract with the related party, Nui Nho Stone Joint Stock Company regarding: Distributor contract for construction material products.
- Enhance the search for customers to consume distributed construction material products and the directions of action to achieve the profit plan targets.
- Search for partners and negotiate the lease of the remaining area at the headquarters of the land at Nhi Hiep Company.
- Implement the plan to establish a gas station, electric charging station, gas filling station, and other services at the Nhị Hiệp land area, while also registering to supplement the land use plan with the People's Committee of DiAn City
- Looking for a partner to transfer Song Phan Joint Stock Company.
- The company has signed an audit contract for the financial statements with Southern Auditing and Accounting Financial Consulting Services Company Limited (AASCS) to conduct the audit of the financial statements for the year 2025.

4. Resolutions/Decisions of the Board of Directors:

No	Resolution/Decision No.	Date	Content	Approval rate
01	No: 13/NK06/NQ-HĐQT	21/02/2025	Through the final registration date to participate in the 2025 Annual General Meeting of Shareholders.	100%

02	No: 14/NK06/NQ-HĐQT	27/03/2025	Evaluation of the implementation in Q1 2025 and the direction for Q2 2025, through the organization time and the draft materials for the 2025 Annual General Meeting of Shareholders of the Company	100%

### III. Board of Supervisors:

#### 1. Information about members of Board of Supervisors, for the term VI (2022-2027):

No	Members of Board of Supervisors	Position	The date becoming/ceasing to be the member of the Board of Supervisors		Qualification
			Date of appointment	Date of dismissal	
01	Mr. Huynh Minh Tam	Head of Board of Supervisors	22/4/2022		Bachelor of Economics
02	Mr. Ho Huyen Trang	Member of Board of Supervisors	22/4/2022		Bachelor of Economics
03	Ms. Phan Thi Thuyen Huong	Member of Board of Supervisors	22/4/2022		Bachelor of Economics

#### 2. Meetings of Board of Supervisors:

No	Members of Board of Supervisors	Number of meetings attended	Attendance rate	Voting rate	Reasons for absence
01	Mr. Huynh Minh Tam	01	100%	100%	
02	Mr. Ho Huyen Trang	01	100%	100%	
03	Ms. Phan Thi Thuyen Huong	01	100%	100%	

#### 3. Supervising Board of Directors, Board of Management and shareholders by Board of Supervisors or Audit Committee:

- Monitor and supervise the implementation of the resolutions of the General Meeting of Shareholders, the resolutions of the Board of Directors, the Charter, and the working regulations between the Chairman of the Board of Directors and the Director, as well as internal documents issued for the management and operation of the enterprise.
- Supervise and monitor the implementation of plans as well as the economic and technical standards of the parent company and subsidiaries.
- Check the legality and reasonableness in the management and operation of business activities; in the recording of accounting books and the financial reports of the company.

- Monitor and supervise the disclosure of information in accordance with the regulations of the State Securities Commission.

4. The coordination among the Board of Supervisors, the Board of Management, Board of Directors and other managers:

The Board of Supervisors has attended the meetings of the Board of Directors to grasp the situation and propose timely feedback on any shortcomings, in order to enhance the company's operational efficiency.

5. Other activities of the Board of Supervisors (if any): None

**IV. Board of Management:**

No	Members of Board of Management	Date of birth	Qualification	Date of appointment / dismissal of members of the Board of Management	
				Date of appointment	Date of dismissal
01	Mr. Lam Thanh Lam	14/12/1991	Bachelor of Geology	01/08/2023	

**V. Chief Accountant:**

Name	Date of birth	Qualification	Date of appointment/ dismissal	
			Date of appointment	Date of dismissal
Ms. Nguyen Thi Thu Phuong	25/5/1976	Bachelor of Economics	01/6/2006	

**VI. Training courses on corporate governance:**

Members of the Board of Directors, members of the Supervisory Board, and the company secretary participated in and completed the training course on Corporate Governance.

**VII. The list of affiliated persons of the public company and transactions of affiliated persons of the Company (attached list).**

1. The list of affiliated persons of the Company

1. The list of affiliated persons of the Company

No	Name of organization/individual	Securities trading account (if any)	Position at the Company (if any)	No. *, date of issue, place of issue	Address	Time of starting to be affiliated person	Time of ending to be affiliated person	Reasons	Relationship with the Company
1	Binh Duong Materials and Construction corporation (representing 30% of the capital)					December 2000			Major shareholder
2	Nui Nho Stone Joint Stock Company (representing 19.57% of the capital)					April 2024			Major shareholder
3	Song Phan Joint Stock Company					06/5/2016			Subsidiary
4	Mr. Nguyen Hong Chau		Chairman of the Board of Directors			15/04/2017			
5	Ms. Lam Thi Mai		Member of the Board of Directors			15/04/2017			
6	Mr. Nguyen Quoc Binh		Member of the Board of Directors			22/4/2022	18/4/2025	Dismissal	
7	Mr. Pham Thanh Liem		Member of the Board of Directors			19/4/2024			
8	Mr. Lam Thanh Lam		Member of the Board of Directors/Director			18/4/2025/ 01/08/2023		Appointment	
9	Ms. Bui Hoai Chau		Member			19/4/2024			



		Issuance: April 28, 2025				- Contract for stone processing and grinding -Contract for Office space lease	
2	Nui Nho Stone Joint Stock Company	Major share holder (representing 19.57% of the capital)	Business Registration Certificate No.: 3700762471, 13th change on May 12, 2025	No. 34, DT 743 Street, Tan An Quarter, Tan Dong Hiep Ward, Di An City, Binh Duong Province	02/01/2025	Resolution of the General Shareholders' Meeting	- Distributor contract for the consumption of products and goods.

**3. Transaction between internal persons of the Company, affiliated persons of internal persons and the Company's subsidiaries in which the Company takes controlling power.**

No	Transaction executor	Relationship with internal persons	Position at the listed Company	ID card No. /Passport No., date of issue, place of issue	Address	Name of subsidiaries or companies which the Company control	Time of transaction	Content, quantity, total value of transaction	Note

**4. Transactions between the Company and other objects:**

- 4.1. Transactions between the Company and the company that its members of Board of Management, the Board of Supervisors, Director (General Director) have been founding members or members of Board of Directors, or CEOs in three (03) latest years (calculated at the time of reporting): None
- 4.2. Transactions between the Company and the company that its affiliated persons with members of Board of Directors, Board of Supervisors, Director (General Director) and other managers as a member of Board of Directors, Director (General Director or CEO)
- 4.3. Other transactions of the Company (if any) may bring material or non- material benefits for members of Board of Directors, members of the Board of Supervisors, Director (General Director) and other managers.

**VIII. Giao dịch cổ phiếu của người nội bộ và người liên quan của người nội bộ (Báo cáo 6 tháng/năm)/Share transactions of internal persons and their affiliated persons (Semi-annual report/annual report)**

1. Dành sách người nội bộ và người có liên quan của người nội bộ / the list of internal persons and their affiliated persons with shares of the Company  
of internal persons and affiliated persons with shares of the Company

No.	Name	Securities trading account (if any)	Position at the company (if any)	ID card No./Passport No., date of issue, place of issue	Address	Number of shares owned at the end of the period	Percentage of share ownership at the end of the period	Note
1	Binh Duong Materials and Construction corporation	004CA07939				913.794	30.04%	Major share holder
2	Nui Nho Stone Joint Stock Company					595.242	19.57%	Major share holder
3	Song Phan Joint Stock Company							Subsidiary
4	Mr. Nguyen Hong Chau	004CA07922 024466	Chairman of the Board of Directors			190	0,006%	
4.1	Ms. Nguyen Thuy Hanh	043861				114	0,0037%	Wife





									Director.
4.9	High-Quality Tile Joint Stock Company								Mr. Chau is the head of the supervisory board.
5	Ms. Lam Thi Mai	003C037283 030C201989	Member of the Board of Directors				284.800	9,36%	
5.1	Nui Nho Stone Joint Stock Company								Ms. Mai is a member of the board of directors
5.2	Mr. Nguyen Duc Thuan								Husband
5.3	Ms. Nguyen Thanh Thuy								Daughter
5.4	Ms. Nguyen Thanh Thao	311C365488							Daughter
5.5	Ms. Nguyen Phuong Thanh	003C094788							Daughter



6	Mr. Nguyen Quoc Binh		Member of the Board of Directors						Dismissal 18/4/2025
6.1	Ms. Phan Tong Thuy Huyen Trang								Wife
6.2	Ms. Nguyen Ngoc Uyen Minh								Daughter
6.3	Ms. Nguyen Thi Ngoc Thanh								Sibling
6.4	Ms. Nguyen Thi Thu Thuy								Sibling
6.5	Mr. Nguyen Quoc Thai								Sibling

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6.6	Mr. Nguyen Thanh Thong									Sibling
6.7	Mr. Nguyen Thanh Hai									Sibling
6.8	Ms. Nguyen Thi Thu Ha									Sibling
6.9	Ms. Nguyen Thi Thu An									Sibling
6.10	Ms. Tong Thi Bay									Mother-in-law
6.11	Mr. Phan Van Thu									Father-in-law
6.12	Ms. Phan Tông Thuy Thuy Lan									Sibling

10/10/2023



7.4	Mr. Pham Minh Hien																			Son
7.5	Mr. Pham Cong Minh																			Biological father
7.6	Ms. Nguyen Thi Phuoc																			Biological mother
7.7	Mr. Pham Thanh Tam																			Sibling
7.8	Ms. Pham Thi Dieu Hien																			Sibling
7.9	Ms. Pham Tha Thu Nga																			Sibling
7.10	Ms. Do Thi Thao Suong																			Daughter-in-law



7.11	Mr. Tran Tan Kiet																Brother-in-law
7.12	Mr. Nguyen Phong Luu																Father-in-law
7.13	Nui Nho Stone Joint Stock Company													595.242	19.57%		Mr. Liem is the Director
8.1	Mr. Lam Thanh Lam								Member of the Board of Directors/Director								
8.2	Ms. Nguyen Thi Hue																Biological mother
8.3	Mr. Dinh Van Cam																Father-in-law
8.4	Ms. Le Thi My Duyen																Mother-in-law

8.5	Ms. Đinh Thị My Trinh																		Wife
8.6	Mr. Lam Đình Hieu																		Son
8.7	Ms. Lam Thi Thuy Trang																		Sister
8.8	Ms. Lam Thi Trang Cam																		Sister
8.9	Ms. Lam Thi Cam Thuy																		Sister
8.10	Mr. Tran Thanh Thai																		Brother-in-law
8.11	Mr. Cao Xuan Hoa																		Brother-in-law
8.12	Mr. Bui Van Cong																		Brother-in-law
8.13	Nui Nho Stone Joint Stock Company																		Mr. Lam is a member of the supervisory board.

		Husband	Son	Biological mother	Sibling	Sibling
	Member Independent of the Board of Directors					
	Bui Hoai Chau	Mr. Nguyen Trung Kien	Mr. Nguyen Trung Hieu	Ms. Bui Thuy Oanh	Ms. Bui Ngoc Lan	Ms. Bui Thuy Hong
9		9.1	9.2	9.3	9.4	9.5

9.6	Deputy General Director – Saigon Fuel Joint Stock Company (SFC)									Ms. Chau is the Deputy General Director.
10	Mr. Huynh Minh Tam				Head of Board of Supervisors					
10.1	Ms. Nguyen Thanh Mai									Wife
10.2	Ms. Huynh Nguyen Van Anh									Daughter
10.3	Mr. Huynh Minh Tri									Son
10.4	Mr. Huynh Van Hung									Biological father
10.5	Ms. Nguyen Thi Lan									Biological mother

10.6	Ms. Huynh Thi Ngoc Tuyet								Sibling
10.7	Mr. Huynh Minh Su								Sibling
10.8	Binh Duong Materials and Construction corporation								Mr. Tam is the Chief Accountant
11	Ms. Phan Thi Thuyen Huong	001C503103	Member of Board of Supervisors				590	0,019%	
11.1	Ms. Pham Thi Be								Biological mother
11.2	Mr. Cao Hoang Minh								Husband
11.3	Mr. Phan Viet Hung								Sibling

11.4	Mr. Phan Viet Huyen	003C304191							Sibling
11.5	Mr. Cao Van Nhi								Father-in-law
11.6	Ms. Cao Phan Gia Han								Daughter
11.7	Ms. Cao Phan Ha My								Daughter
11.8	Nui Nho Stone Joint Stock Company								Ms. Huong is the Deputy Director
12	Mr. Ho Huyen Trang						Member of Board of Supervisors		
12.1	Ms. Tran Thi Chi								Biological mother

12.2	Mr. Ho Dien Ngan									Sibling
12.3	Mr. Ho Nhan Tam									Sibling
12.4	Ms. Nguyen Thi Anh									Wife
13	Ms. Nguyen Thi Thu Phuong	001C531433	Chief Accountant/ The information announcer/ The person in charge of company management.				115	0.0038%		
13.1	Ms. Nguyen Thi Hien	001C524263					400	0.013%		Biological mother
13.2	Ms. Nguyen Thi Thu Lan									Sibling

**VIII. Share transactions of internal persons and their affiliated persons.**

Transactions of internal persons and affiliated persons with shares of the company.

In the first six months of 2025, the company had no transactions related to the shares of its internal members and the related parties of the company's internal members.

No	Transaction executor	Relationship with internal persons	owned at the beginning of the period	Number of shares owned at the end of the period	Reasons for increasing, decreasing (buying, selling, converting, rewarding, etc.)

**IX. Other significant issues.**

CHAIRMAN OF THE BOARD OF DIRECTORS,



NGUYEN HONG CHAU