

JOINT STOCK COMPANY

GKM HOLDINGS

No: 2407/2025/BC-GKM

SOCIALIST REPUBLIC OF VIETNAM

Independence - Freedom - Happiness

Ninh Binh, July 24, 2025

## REPORT

### Corporate Governance Situation

(6 Months 2025)

To: - State Securities Commission

- Stock Exchange

- **Company Name:** GKM Holdings Joint Stock Company
- **Head Office Address:** Chau Son Industrial Park, Phu Van Ward, Ninh Binh Province
- **Telephone:** 0988.951.976
- **Fax:**
- **Email:** ctcg.gkmholdings@gmail.com
- **Charter Capital:** VND 314,342,370,000 (Three hundred fourteen billion, three hundred forty-two million, three hundred seventy thousand Vietnamese Dong)
- **Stock Code:** GKM
- **Corporate Governance Model:** General Meeting of Shareholders, Board of Directors, Supervisory Board, and General Director/Director
- **Internal Audit Function:** Implemented.

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

Information on meetings and Resolutions/Decisions of the General Meeting of Shareholders (including Resolutions passed by written consent):

No	Resolution/Decision No.	Date	Content
1	01/2025/NQ/ĐHĐCĐ-GKM	28/06/2025	Resolution 01: Report of the Board of Directors on 2024 business performance and strategic direction for 2025. Resolution 02: Report on the Audit Committee's activities in 2024 and plan for 2025. Resolution 03: Report on the production and business activities of the Management Board and plan for 2025. Resolution 04: Approval of the audited financial statements for 2024. Resolution 05: Profit distribution plan for 2024 and dividend payment plan. Resolution 06: Approval of remuneration and operating budget for the Board of Directors in 2025. Resolution 07: Selection of an independent auditing firm for the

			<p>2025 financial statements.</p> <p>Resolution 08: Issuance of shares to increase capital.</p> <p>Resolution 09: Issuance of shares to employees under the Employee Stock Ownership Plan (ESOP).</p> <p>Resolution 10: Offer of shares to existing shareholders.</p> <p>Resolution 11: Private placement to professional investors.</p> <p>Resolution 12: Dismissal and election of additional Board of Directors members.</p> <p>Resolution 13: Approval of amendments and supplements to the agenda of the 2025 Annual General Meeting of Shareholders.</p> <p>Resolution 14: Other matters under the authority of the General Meeting of Shareholders.</p> <p>Resolution 15: Approval of the election results for additional Board of Directors members for the 2022-2027 term.</p> <p>Resolution 16: Implementation provisions.</p>
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## II. Board of Directors (6-month/year report)

### 1. Information on Board of Directors (BOD) Members

No	BOD Member	Position (Independent BOD Member, Non-Executive BOD Member)	Appointment Date	Termination Date
1	Nguyen Huu Phu	BOD Member/Chairman of the BOD	06/10/2023	
2	Dang Viet Le	BOD Member/Chairman of the BOD	06/10/2023	28/06/2025
3	Nguyen Cong Duy	BOD Member/Audit Committee Member	06/10/2023	
4	Do Minh Duc	Independent BOD Member/Chairman of the Audit Committee	06/10/2023	28/06/2025
5	Nguyen Anh Tuan	BOD Member/General Director	28/06/2025	
6	Hoang Van Hai	BOD Member/Deputy General Director	06/10/2023	28/06/2025
7	Dao Thi Nga	BOD Member	28/06/2025	
8	Mazur Krzysztof	BOD Member	28/06/2025	

### 2. BOD Meetings

No	BOD Member	Number of BOD Meetings Attended	Attendance Rate	Reason for Non-Attendance
1	Nguyen Huu Phu	5/5	100%	
2	Dang Viet Le	3/5	60%	Dismissed as BOD Member on 28/06/2025
3	Nguyen Cong Duy	5/5	100%	
4	Do Minh Duc	3/5	60%	Dismissed as BOD Member on 28/06/2025
5	Nguyen Anh Tuan	3/5	60%	Elected as BOD Member on 28/06/2025
6	Hoang Van Hai	2/5	40%	Dismissed as BOD Member on

No	BOD Member	Number of BOD Meetings Attended	Attendance Rate	Reason for Non-Attendance
				28/06/2025
7	Dao Thi Nga	3/5	60%	Elected as BOD Member on 28/06/2025
8	Mazur Krzysztof	3/5	60%	Elected as BOD Member on 28/06/2025

### 3. Supervisory Activities of the BOD over the Board of Management

The General Director and management levels have carried out their tasks in accordance with the Company Charter, resolutions of the General Meeting of Shareholders, and the BOD, specifically:

- Prepared the 2025 business plan for approval at the 2025 Annual General Meeting of Shareholders.
- Implemented the business plans approved by the 2025 Annual General Meeting of Shareholders and the BOD.
- Continued to implement the company restructuring plan, change of headquarters, company name, and address outstanding issues to resolve the audit firm's disclaimer of opinion on the company's financial statements.
- Disclosed information in accordance with current legal regulations.

Weekly, the BOD holds meetings with the General Director and management staff to enhance interaction and close collaboration between the BOD and the General Director.

Quarterly, the General Director is responsible for reporting business performance, progress on implementing BOD resolutions, and any difficulties encountered during operations. Through timely and accurate reports from the General Director, the BOD promptly issues adjusted or supplementary resolutions in line with actual circumstances.

### 4. Activities of Sub-Committees under the BOD (if any): None

### 5. Resolutions/Decisions of the BOD (6-month/year report)

No	Resolution/Decision No.	Date	Content	Approval Rate
1	02/2025/GKM/NQ-ĐHDCĐ	06/06/2025	<p>Resolution 01: Report of the BOD on 2024 business performance and strategic direction for 2025.</p> <p>Resolution 02: Report on the Audit Committee's activities in 2024 and plan for 2025.</p> <p>Resolution 03: Report on the production and business activities of the Management Board and plan for 2025.</p> <p>Resolution 04: Approval of the audited financial statements for 2024.</p> <p>Resolution 05: Profit distribution plan for 2024 and dividend payment plan.</p> <p>Resolution 06: Approval of remuneration and operating budget for the BOD in 2025.</p> <p>Resolution 07: Selection of an independent auditing firm for the 2025 financial statements.</p> <p>Resolution 08: Issuance of shares to increase capital.</p> <p>Resolution 09: Issuance of shares to employees under the ESOP.</p>	100%

			<p>Resolution 10: Offer of shares to existing shareholders.</p> <p>Resolution 11: Private placement to professional investors.</p> <p>Resolution 12: Dismissal and election of additional BOD members.</p> <p>Resolution 13: Other matters under the authority of the General Meeting of Shareholders.</p>	
2	0906/2024/NQ-HĐQT/GKM	11/06/2025	<p>Resolution 01: Dismissal and appointment of the General Director.</p> <p>Resolution 02: Authorization for company information disclosure.</p> <p>Resolution 03: Assignment of tasks for organizing the 2025 Annual General Meeting of Shareholders.</p> <p>Resolution 04: Amendment of the Charter.</p> <p>Resolution 05: Dismissal and election of the Chairman of the BOD.</p> <p>Resolution 06: Dismissal and appointment of the Chief Accountant.</p> <p>Resolution 07: Assignment to Mr. Đặng Việt Lê, Nguyễn Hữu Phú, and Nguyễn Anh Tuấn to carry out the handover and receipt of tasks, documents, accounting books, and disclose information in accordance with legal regulations.</p> <p>Resolution 08: The resolution takes effect from the date of signing, and BOD members, the General Director, and related individuals of GKM Holdings Joint Stock Company are responsible for implementing this resolution.</p>	
3	07/2025/NQ-GKM	30/06/2025	<p>Resolution 01: Approval of the policy to sign a rice purchase and sale contract with Eco HT Joint Stock Company.</p> <p>Resolution 02: Authorization for the General Director.</p> <p>Resolution 03: Responsibility for disseminating, thoroughly understanding, and implementing this resolution.</p>	
4	04/NQ/HĐQT/GKM	20/06/2025	<p>Resolution 01: Approval of the policy to invest in fund certificates of the Vision Dynamic Investment Fund.</p> <p>Resolution 02: Authorization for the General Director.</p> <p>Resolution 03: Responsibility for disseminating, thoroughly understanding, and implementing this resolution.</p>	
5	03/2025/NQ.HĐQT	18/06/2025	<p>Resolution 01: Submission to the 2025 Annual General Meeting of Shareholders.</p> <p>Resolution 02: Responsibility for disseminating, thoroughly understanding,</p>	

		and implementing this resolution.	
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### III. Supervisory Board/Audit Committee (6-month/year report)

#### 1. Information on Supervisory Board (SB)/Audit Committee Members

No	SB/Audit Committee Member	Position	Date of Appointment/Termination	Professional Qualifications
1	Dao Thi Nga	Chairman of the Audit Committee	Appointment Date: 28/06/2025	Bachelor's Degree
2	Nguyen Cong Duy	Audit Committee Member	Appointment Date: 10/10/2023	Bachelor's Degree
3	Do Minh Duc	Chairman of the Audit Committee	Appointment Date: 10/10/2023; Dismissed: 28/06/2025	Bachelor's Degree

#### 2. SB/Audit Committee Meetings

No	SB/Audit Committee Member	Number of Meetings Attended	Attendance Rate	Voting Rate	Reason for Non-Attendance
1	Dao Thi Nga	Chairman of the Audit Committee	66%	66%	Appointed Chairman of the Audit Committee on 28/06/2025
2	Nguyen Cong Duy	Audit Committee Member	100%	100%	
3	Do Minh Duc	Chairman of the Audit Committee	66%	66%	Appointment Date: 06/10/2023; Dismissed: 28/06/2025

#### 3. Supervisory Activities of the SB/Audit Committee over the BOD, Management Board, and Shareholders

In 2025, the Audit Committee held 3 meetings, conducting supervisory and evaluation activities of the company through financial statements, document reviews, and assessments of overdue receivables.

- Prepared the 2025 Audit Committee activity report and plan for approval at the General Meeting of Shareholders; proposed risk management and capital structure solutions to the BOD and Management Board that are key, focused, and aligned with the company's development plan.
- Supervised the BOD's activities, reviewed the BOD and Management Board's activity reports, and monitored compliance with legal policies, state regulations, and BOD and General Director's regulations by reviewing BOD resolutions and the General Director's business operation decisions.

#### 4. Coordination Activities between the SB/Audit Committee and the BOD, Management Board, and Other Managers

Periodically, quarterly, and on an ad-hoc basis, the Audit Committee participates in meetings organized by the BOD together with the Management Board to review and evaluate the company's operations. Collaborated with the BOD and Management Board to implement resolutions and the company's development plans in specific phases.

#### 5. Other Activities of the SB/Audit Committee (if any): None

### IV. Management Board

No	Management Board Member	Date of Birth	Professional Qualifications	Date of Appointment/Dismissal
1	Nguyen Huu Phu		Bachelor's Degree	Dismissed: 11/06/2025
2	Nguyen Anh Tuan		Bachelor's Degree	Appointed: 11/06/2025
3	Dao Thi Quynh		Bachelor's Degree	Appointed: 11/06/2025

**V. Chief Accountant**

Name	Date of Birth	Professional Qualifications	Date of Appointment/Dismissal
Dao Thi Quynh		Bachelor's Degree in Banking and Finance	Appointed: 11/06/2025
Duong Manh Cuong		Bachelor's Degree	Dismissed: 11/06/2025

**VI. Corporate Governance Training**

Corporate governance training courses attended by BOD members, SB members, General Director, other managers, and the Company Secretary as per corporate governance regulations: None

**VII. List of Related Parties of the Public Company (6-month/year report) and Transactions with Related Parties****1. List of Related Parties of the Company**

No	Organization/Individual Name	Securities Trading Account (if any)	Position at the Company (if any)	ID No./Passport No., Issuance Date, Issuing Authority	Head Office Address/Contact Address	Start Date as Related Party	End Date as Related Party	Reason	Relationship with the Company
1	Nguyen Huu Phu		Chairman of the BOD			Appointment Date: 06/10/2023		Elected as BOD Member Appointed Chairman of the BOD	Chairman of the BOD
						Appointment Date: 11/06/2025		Chairman of the BOD	
2	Dang Viet Le					Appointment Date: 06/10/2023	28/06/2025	Elected as BOD Member	
						Dismissed: 11/06/2025		Dismissed as Chairman of the BOD	
3	Nguyen Cong Duy		BOD Member/ Audit Committee Member			06/10/2023: Elected as Independent BOD Member Member			BOD Member/ Audit Committee Member



						10/10/2023: Appointed as Audit Committ			
4	Hoang Van Hai		BOD Member/ Deputy General Director			Appointm ent Date: 06/10/2023	28/06/2025	Elected as BOD MemberDis missed as Deputy General Director	
						Dismissed: 11/06/2025			
5	Do Minh Duc		BOD Member/ Chairman of the Audit Committe e			Appointm ent Date: 06/10/2023	28/06/2025	Elected as BOD MemberDis missed as Chairman of the Audit Committee	
						Dismissed: 11/06/2025			
6	Nguyen Anh Tuan		BOD Member/ General Director, Person in Charge of Corporate Governan ce			Appointm ent Date: 28/06/2025		Elected as BOD MemberEle cted	Elected as BOD Member/ General Director, Person in Charge of Corporate Governance
						Appointm ent Date: 11/06/2025		General Director	
7	Dao Thi Nga		BOD Member/ Chairman of the Audit Committe e			Appointm ent Date: 28/06/2025		Elected as BOD MemberEle cted	BOD Member/ Chairman of the Audit Committee
						Appointm ent Date: 11/06/2025		Chairman of the Audit Committee	
8	Krzysztof Mazur		BOD Member			28/06/2025		Elected as BOD Member	BOD Member
9	An Giang Import- Export JSC		None			06/10/2023			Mr. Phu is a BOD Member
10	An Truong An Joint Stock Company		None			06/10/2023			Mr. Phu is a BOD Member/Chairma n of the BOD Ms. Nga is a BOD Member

Note: ID No.\*: ID Card/Passport (for individuals) or Business Registration Certificate, Operating License, or equivalent legal document (for organizations).

**2. Transactions between the Company and Related Parties, or between the Company and Major Shareholders, Insiders, or Related Parties of Insiders: None**

**3. Transactions between Insiders, Related Parties of Insiders, and Subsidiaries or Companies Controlled by the Company: None**

**4. Transactions between the Company and Other Entities: None**

*4.1. Transactions between the Company and Companies where BOD Members, SB Members, General Director, and Other Managers Were or Are Founding Members or BOD Members, General Directors in the Past Three (3) Years (as of the report date): None*

*4.2. Transactions between the Company and Companies where Related Parties of BOD Members, SB Members, General Director, and Other Managers Are BOD Members or General Directors: None*

*4.3. Other Transactions of the Company (if any) that May Bring Material or Non-Material Benefits to BOD Members, SB Members, General Director, and Other Managers: None*

## **VIII. Share Transactions of Insiders and Related Parties of Insiders (6-month/year report)**

### **1. List of Insiders and Related Parties of Insiders/Company**

No	Name	Securities Trading Account (if any)	Position at the Company (if any)	ID No./Passport No., Issuance Date, Issuing Authority	Contact Address	Number of Shares Owned at End of Period	Ownership Percentage at End of Period	Note
<b>1</b>	<b>Nguyen Huu Phu</b>		Chairman of the BOD			0	0%	Insider
1.01	Cao Thi Lieu					0	0%	Wife
1.02	Nguyen Huu Chien					0	0%	Father
1.03	Nguyen Thi Chung					0	0%	Mother
1.04	Nguyen Thi Hoa					0	0%	Sister
1.05	Nguyen Thi Hanh					0	0%	Brother
1.06	Nguyen Dinh Khanh					0	0%	Brother-in-law
1.07	Cao Van Tuyen					0	0%	Father-in-law
1.08	Trinh Thi Thu Hang					0	0%	Mother-in-law
1.09	An Giang Import-Export JSC					0	0%	Mr. Phú is a BOD Member
1.1	An Truong An Joint Stock Company					0	0%	Mr. Phu is a BOD Member/Chairman of the BOD
<b>2</b>	<b>Nguyen Anh Tuan</b>		General Director BOD Member			0	0%	Insider



2.01	Nguyen Van Toai				0	0%	Father
2.02	Ho Thi Thu Nga				0	0%	Mother
2.03	Do Cong Minh				0	0%	Father-in-law
2.04	Pham Thi Hoi				0	0%	Mother-in-law
2.05	Do Thi Mai Phuong				0	0%	Wife
2.06	Nguyen Do Uyen Nhu				0	0%	Daughter
2.07	Nguyen Mai Khanh				0	0%	Daughter
2.08	Nguyen Phuong Linh				0	0%	Sister
2.09	Nguyen Thanh My Linh				0	0%	Sister-in-law
2.1	Do Duc Loc				0	0%	Brother-in-law
3	<b>Dao Thi Nga</b>		BOD Member Chairman of the Audit Committee		0	0%	Insider
3.01	Nong Hoang Truc Nhi				0	0%	Daughter
3.02	Dao Ngoc Ngua				0	0%	Father
3.03	Vuong Thi Dao				0	0%	Mother
3.04	Dao Thi Tai				0	0%	Sister
3.05	Dinh Quang Hoa				0	0%	Brother-in-law
3.06	Dao Thi Nhu				0	0%	Sister
3.07	Le Van Duc				0	0%	Brother-in-law
3.08	Dao Thi Hang				0	0%	Sister
3.09	Ma Ich Hai				0	0%	Brother-in-law
3.1	Dao Nguyen Hung				0	0%	Brother
3.12	Vu Thi Luyen				0	0%	Sister-in-law
3.13	Dao Thi Bang				0	0%	Sister
3.14	Nguyen Huu Quyet				0	0%	Brother-in-law
3.15	An Truong An Joint Stock Company				0	0%	Ms. Nga is a BOD Member
4	<b>Krzysztof Mazur</b>		BOD Member		0	0%	Insider
4.01	Zuzanna Mazu				0	0%	Daughter
4.02	Joanna Mazur				0	0%	Daughter
4.03	Regina Burchard				0	0%	Mother
4.04	Ryszard Mazur				0	0%	Father
4.05	Malgorzata				0	0%	Daughter

	Mazur							
5	Nguyen Cong Duy		BOD Member/ Audit Committee Member			0	0%	Insider
5.01	Nguyen Thi Lan Huynh					0	0%	Mother
5.02	Nguyen Dinmh Huan					0	0%	Father-in-law
5.03	Ngo Thi Thao					0	0%	Mother-in-law
5.04	Nguyen Thanh Ha					0	0%	Wife
5.05	Nguyen Tue Man					0	0%	Daughter
5.06	Nguyen Trang Ha Vy					0	0%	Sister

## 2. Share Transactions of Insiders and Related Parties of Insiders with the Company's Shares

No	Transaction Performer	Relationship with Insider	Number of Shares Owned at Beginning of Period	Number of Shares Owned at End of Period	Reason for Increase/Decrease (Purchase, Sale, Conversion, Bonus...)
			Number of Shares	Percentage	Number of Shares
1	Dang Viet Le	Chairman of the BOD	2,770,976	8.815%	2,758,376
2	Dang Viet Le	Chairman of the BOD	2,758,376	8.775%	2,713,676
3	Dang Viet Le	Chairman of the BOD	2,713,676	8.633%	2,683,676

## IX. Other Significant Issues

Recipients: - ...;

- Archived: VT, ...

CHAIRMAN OF THE BOARD OF DIRECTORS



NGUYỄN HỮU PHÚ