

No: 02 - 2025/BCQT.DIC

Ho Chi Minh City, July 25, 2025

LISTED CORPORATE GOVERNANCE REPORT

2025

To ;

- State Securities Commission;
- Hanoi Stock Exchange

- Name of company: **DIC INVESTMENT AND TRADING JOINT STOCK COMPANY**
- Address of headoffice: 82 Tran Huy Lieu, Ward 15, Phu Nhuan District, Ho Chi Minh City
- Tel: (84.8) 3931 0504 Fax: (84.8) 3843 9279 Email: info@dic-intraco.vn
- Charter capital: 265,858,400,000 VND Stock symbol: **DIC**
- Governance model: General Meeting of Shareholders, Board of Directors, Board of Supervisors and General Director.
- The implementation of internal audit: Not yet implemented.

I. Activities of the General Meeting of Shareholders

Information about meetings and Resolutions / Decisions of the General Meeting of Shareholders (including resolutions of the General Meeting of Shareholders approved in the form of written opinions):

No.	Resolution / Decision No.	Date	Content
1	01/NQDHDCD.DIC-INTRACO	June 27, 2025	<p>1/ Approval of report on the activities of the Board of Directors in 2024 and the operational plan for 2025.</p> <p>2/ Approval of report on the activities of the Supervisory Board in 2024 and the operational plan for 2025.</p> <p>3/ Approval of report of the Company's Board of General Directors on the business and production situation in 2024 and the operational plan for 2025</p> <p>4/ Approval of Proposal for the 2024 Financial Statements (Audited).</p> <p>5/ Approval of the Proposal on the Selection of the Auditor for the 2025 Financial Statements</p> <p>6/ Approval of proposal on the business performance results for the year 2024 and the profit distribution plan for 2024</p> <p>7/ Approval of proposal on the business production plan for 2025.</p> <p>8/ Approval of proposal on the remuneration for the</p>

			<p>Board of Directors and the Supervisory Board in 2024 and the remuneration payment plan for the Board of Directors and the Supervisory Board in 2025.</p> <p>9/ Approval of proposal for the election of members of the Board of Directors for the 2025 – 2030 term.</p> <p>10/ Approval of proposal for the election of members of the Supervisory Board for the 2025 – 2030 term.</p> <p>11/ Election of the Board of Directors for the 2025–2030 Term.</p> <p>12/ Election of the Board of Supervisors for the 2025–2030 Term</p>
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II. Board of Director

1. Information about the Members of the Board of Directors (“BOD”) :

No.	Board of Directors’ members	Position	The date becoming to be the member of the Board of Directors	Number of meetings attended by Board of Directors	Attendance rate	Reasons for absence
1	Mr. Nguyen Duc Hai	Chairman of the Board of Directors;	2009	06	100%	
2	Ms. Le Thi Thuy Nga	Member	2014	06	100%	
3	Mr. Bui Thanh Nhan	Member	2020	06	100%	
4	Mr. Dinh Tien Dung	Member	2020	06	100%	
5	Nguyen Anh Kiet	Member	2024	06	100%	
6	Hoang Van Thiem	Member	2024	06	100%	
7	Vu Tien Viet	Member	2024	06	100%	

2. Supervisory activities of the Board of Directors to the Board of Management.

- + Monitor the preparation of the Parent Company's and Consolidated Financial Statements QI/2025, QII/2025, Review Report for the first 6 months of 2025 and the Audited 2024 Financial Statements.
- + Direct the strict implementation of reporting and information disclosure regimes according to regulations.

- + Supervise and direct the Management Board to deploy and implement resolutions and decisions of the Board of Directors.
- + Coordinate and supervise the implementation of loan guarantees at the Bank to finance business activities.
- + Direct the consolidation and management work at the Company's office, factories and subsidiaries.
- + Periodically coordinate with the Board of Directors and relevant departments to assess the financial capacity of some customers with overdue debts and direct the implementation of debt collection measures for these customers.
- + Request the Board of Directors to analyze the Business Results Report for the first 6 months of 2025, from which recommendations for solutions are made, and a production and business plan for 2025 is developed.
- + Modify the organizational model, rearrange departments and personnel to strengthen management and improve work efficiency.
- + Approval of personnel changes, resignations, dismissals of the Board of Directors.

3. Activities of subcommittees under the Board of Directors: **None**

4. Resolutions/Decisions of the Board of Directors:

No.	Resolution / Decision No.	Date	Content
1	02-2025/NQHĐQT.DIC-INTRACO	May 08, 2025	Resolution of the Board of Directors of DIC Investment and Trading Joint Stock Company (Regarding: <i>The extension of the time for holding the 2025 Annual General Meeting of Shareholders</i>)
2	03-2025/NQHĐQT.DIC-INTRACO	May 12, 2025	Resolution of the Board of Directors of DIC Investment and Trading Joint Stock Company (Regarding: <i>Regarding the Convening of the 2025 Annual General Meeting of Shareholders</i>)
3	04-2025/NQHĐQT.DIC-INTRACO	May 14, 2025	Resolution of the Board of Directors of DIC Investment and Trading Joint Stock Company (Regarding: <i>Approval of the resignation submitted by Mr. Nguyen Manh Chien from the position of Deputy General Director of DIC Investment and Trading Joint Stock Company</i>)
4	04-2025/NQHĐQT.DIC-INTRACO	June 05, 2025	Resolution of the Board of Directors of DIC Investment and Trading Joint Stock Company (Regarding: <i>Approval of documents and official timing for the 2025 Annual General Meeting of Shareholders</i>)
5	05-2025/NQHĐQT.DIC-INTRACO	June 27, 2025	Resolution of the Board of Directors of DIC Investment and Trading Joint Stock Company (Regarding: <i>Election of the Chairman of the Board of Directors of DIC Investment and Trading Joint Stock Company</i>)

III. Board of Supervisors

1. Information about members of Board of Supervisors:

No.	Members of the Board of Supervisors	Position	he date becoming to be the member of the Board of Supervisors	Number of meetings attended	Attendance rate	Reasons for absence
1	Ms. Phan Thuy Tram	Head of the Board of Supervisors 2020–2025 Term	Appointed as the Head of the Board of Supervisors from October 20, 2020.	02	100%	
2	Ms. Dang Thi Kim Chau	Member	Appointed as a member of the Board of Supervisors from October 20, 2020	02	100%	
3	Ms. Nguyen Thi Diep	Member	Appointed as a member of the Board of Supervisors from October 20, 2020	01	50%	The term concluded effective from June 27, 2025
4	Mr. Huynh Minh Thang	Head of the Board of Supervisors 2025–2030 Term	Head of the Board of Supervisors 2025–2030 Term	01	50%	Appointed the Head of the Supervisory Board with effect from June 27, 2025

2. Supervision activities of the Board of Supervisors for the Board of Directors, the Executive Board and shareholders

In 2025, the Board of Supervisors performed its inspection and supervision tasks well as follows:

- + Participate in meetings of the Board of Directors and the Board of Directors, grasp and propose ideas to enhance the company's operational efficiency.
- + Check and supervise the implementation of Resolutions of the General Meeting of Shareholders, Board of Directors, Company Charter, and report on the management work of the Management Board.
- + Consider factors that affect production and business operations such as inventory, accounts receivable and payable, and other items. Monitor the implementation of the 2025 production and business plan.

- + Review quarterly financial statements, especially the audited financial statements for the first 6 months of 2025 and the 2024 audited financial statements.

3. The coordination of activities between the Board of Supervisors and the activities of the Board of Directors, Executive Board and other managers:

- + In 2025, the Board of Directors and the Board of Management facilitated the Board of Supervisors in providing full information on the company's production and business activities and financial situation.
- + The Board of Supervisors has closely coordinated with the Board of Directors and the Board of Management to implement the targets and plans approved by the General Meeting of Shareholders while maintaining independence in performing the functions of inspection, supervision and internal control.

4. Other activities of the Board of Supervisors: **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
1	Mr. Nguyen Duc Hai	May 24, 1971	Chairman of the Board of Directors	2025–2030 Term
2	Mr. Dinh Tien Dung	June 09, 1970	Bachelor of Economics	May 15, 2013
3	Mr. Vu Quang	February 01, 1981	Bachelor of Economics	February 07, 2014
4	Mr. Nguyen Anh Kiet	December 10, 1977	Master of Finance - Banking	March 22, 2022
5	Mr. Hoang Van Thiem	July 27, 1976	Bachelor of Economics	March 22, 2022

V. Chief Accountant

Full name	Date of birth	Professional qualifications	Date of appointment/ dismissal
Mr. Nguyen Anh Kiet	December 10, 1977	Master of Finance - Banking	August 15, 2019

VI. Training courses on corporate governance: **None**

VII. The list of affiliated persons of the public company and transactions 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)	NSH No., date of issue, place of issue	Address	ime of starting to be affiliated person	Time of ending to be affiliated person	Reason
1	Mr. Nguyen Duc Hai		Chairman of the Board of Directors		HCMC	October 15, 2020		
2	Ms. Le Thi Thuy Nga		Non-executive member of the Board of Directors		HCMC	October 15, 2020		
3	Mr. Bui Thanh Nhan		Non-executive member of the Board of Directors		HCMC	October 15, 2020		
4	Mr. Dinh Tien Dung		Executive member of the Board of Directors cum Deputy General Director		HCMC	October 15, 2020		
5	Mr. Nguyen Anh Kiet		Executive member of the Board of Directors cum Deputy General Director		HCMC	March 22, 2022		
6	Mr. Hoang Van Thiem		Executive member of the Board of Directors cum Deputy General Director		HCMC	March 22, 2022		
7	Mr. Vu Tien Viet		Non-executive member of the Board of Directors		HCMC	August 02, 2024		
8	Ms. Phan Thuy Tram		Head of the Board of Supervisors		HCMC	October 15, 2020		
9	Ms. Dang Thi Kim Chau		Members of the Board of Supervisors		HCMC	October 15, 2020		
10	Ms. Nguyen Thi Diep		Members of the Board of Supervisors		HCMC	October 15, 2020		

11	Mr. Huynh Minh Thang		Head of the Board of Supervisors 2025–2030 Term		HCMC	June 27, 2025		
12	Mr. Vu Quang		Deputy General Director		HCMC	February 07, 2014		
13	Ms. Vu Thi Ni Na		Person in charge of corporate governance		HCMC	May 17, 2024		

2. Transactions between the Company and its affiliated persons or between the Company and its major shareholders, internal persons and affiliated persons: **None**

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: **None**

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):

In the first six months of 2025, the Company had a transaction with BMC Trading Production Company Limited and BMC Mineral Investment Company Limited, specifically as follows:

No.	Organization name	Relationship with the Company	Transaction Content, Value
1	BMC Production and Trading Company Limited	Related Party of Mr. Nguyen Duc Hai	Borrowing money: 1.900.000.000 VND Partnership payment: 2.571.854.638 VND
2	BMC Mineral Investment Company Limited	Related Party of Mr. Vu Tien Viet	Borrowing money: 21.780.560.000 VND Partnership payment: 21.120.000.000 VND

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): As set forth in Section VII, Subsection 4.1

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: **None**

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

1. The list of internal persons and their affiliated persons/ Transactions of internal persons and affiliated persons with shares of the Company: **Attachment**

2. Transactions of internal persons and affiliated persons with shares of the company: **None**

IX. Other issues to note: None

Recipient:

- As above (Report);
- Information Disclosure on Company Website;
- Save.

Chairman of the Board of Directors
(Signature and seal)



NGUYEN DUC HAI



LIST OF INSIDERS AND RELATED PERSONS OF INSIDERS

As of June 30, 2025

No.	Name of organization / individual	Securities trading account (if any)	Position in the company (if any)	ID card number/Business registration number	Date of issue of ID card/Business registration	Place of issue ID card/ Business registration	Address	Number of shares owned at the end of the period	Period shares ownership ratio at the end of the period	Remarks
Members of the Board of Directors										
1.	Mr. Nguyen Duc Hai		Chairman of the Board of Directors					1,200,005	4.60%;	
	Cong Huyen Phuong An									Wife
	Nguyen Duc Tuong Nhi									Daughter
	Nguyen Duc Bao Huy									Son

	Nguyen Duc Bao Khoi										Son
	Nguyen Manh Hung										Brother
	Nguyen Duc Hieu										Brother
	Nguyen Duc Hoan										Younger brother
	Nguyen Thi Mai										Older sister
	Nguyen Thi Tuyet										Older sister
	Nguyen The Anh										Younger brother
	Le Thi Bich Loi										Older sister
	Nguyen Thi Hoa										sister-in-law
	Dao Kim Hoang										sister-in-law

	Nguyen Van Tuan									Younger brother	
	Tran Thi Linh Ngoc									sister-in-law	
	Nguyen Thi Hong									sister-in-law	
	Nguyen Van Lam									brother-in-law	
	Tran Duc Phuong									brother-in-law	
	Nguyen Thi Nga									sister-in-law	
	BMC Trading Production Company Limited									Related organizations	
	Minh Phong Trading Transportation corporation									Related organizations	
2.	Ms. Le Thi Thuy Nga		Member of the Board of Directors						361,210	1.38%;	

	Trang Viet Thanh									Husband
	Trang Le Yen Nhi									Daughter
	Trang Thanh Tung									Son
	Le Thi Khanh Van									Older sister
	Le Quang Hung									Brother
	Le Duy Tuan									Brother
	Trang Thanh Thuy									Sister-in-law
	Trang Thi Ngoc Lan									Sister-in-law

3.	Mr. Dinh Tien Dung	-	Member of the Board of Directors							100836	0.39%;	
	Dinh Thi Tuyet											Older sister
	Dinh Van Vuong											Brother
	Dinh Thi Thu Huong											Older sister
	Dinh Thi Chieu											Older sister
	Dinh Thi Ly											Older sister
	Dinh Van Dai											Older brother
	Dinh Thi Nu											Older sister
	Dinh Thanh Phuoc											Older brother
	Pham Thi Hong Thuy											Wife
	Dinh Ngoc Thao Uyen											Daughter
	Dinh Ngoc Anh Thu											Daughter
	Pham Van Lam											Father-in-law
	Nguyen Thi Thanh											Mother-in-law

	Pham Kim Anh									Older sister-in-law	
	Pham Van Ly									Older brother-in-law	
	Pham Quang Cuong									Older brother-in-law	
	Pham Kim Thoa									Older sister-in-law	
	Pham Duc Tho									Older brother-in-law	
	Pham Mai Phuong									Older sister-in-law	
	Pham Thi Phuong Loan									Older sister-in-law	
	Pham Thi Bich Van									Older sister-in-law	
	representative Office at 562 Nguyen Van Cu Street, NHT Global Trading Joint Stock Company									Related organizations	
4.	Mr. Bui Thanh Nhan	-	Member of the Board of Directors						71,862	0.28%;	

	Nguyen Thi Huyen									Wife
	Bui Kim Chi									Daughter
	Le Thi Y									Mother-in-law
	Nguyen Dang Xuan									Father-in-law
	Nguyen Thi Thu Trang									Younger sister
	NHT Trading Investment Development Company Limited									Related organizations
	Bui Minh Phuong									Son
7.	Nguyen Anh Kiet	-	Member of the Board of Directors					16,004	0.06%;	
	Ngo Thi Ngoc									Wife

	Nguyen Nguyen Thao								Daughter
	Nguyen Anh Phung								Younger sister
	Nguyen Phuc Gia Khang								Son
	Nguyen Ngoc Ha My								Daughter
	Hoang Thi Tuyen								Mother-in-law
	Duong Dinh Minh Nhut								Brother-in-law
8.	Hoang Van Thiem	-	Member of the Board of Directors					13	0.00005 %;
	Hoang Van Thong								Father
	Bui Thi Man								Mother
	Doan Thi Thu Huyen								Wife
	Hoang Nhat Nam								Son
	Hoang Nhat Khanh Chi								Daughter
	DIC Minerals Joint Stock Company								Related organizations
9.	Vu Tien Viet	-	Member of the Board of Directors					1,250,000	4.79%;

1.	Mr. Nguyen Duc Hai	-	Chairman of the Board of Directors	See Members of the Board of Directors						
2.	Mr. Dinh Tien Dung	-	Deputy General Director	See Members of the Board of Directors						
3.	Mr. Vu Quang	-	Deputy General Director						-	-
	Ta Thi Ly									Mother
	Huynh Lang Kieu									Wife
	Vu Khanh Linh									Daughter
	Vu Phong									Son
	Vu Ngoc Vinh									Brother
4.	Mr. Nguyen Anh Kiet		Deputy General Director and Chief Accountant	See Members of the Board of Directors						
5.	Mr. Hoang Van Thiem		Deputy General Director	See Members of the Board of Directors						
6.	Mrs. Vu Thi Ni Na		Person in charge of corporate governance						-	-
	Nguyen Minh Hoang									Husband
	Vu Dinh Le									Father
	Trinh Thi Kim									Mother
	Vu Hoai Son									Younger brother
	Nguyen Vu Han Nhi			Young						Daughter
	Nguyen Thi Ngoc Mai									Mother-in-law

	Nguyen Minh Phung								Father-in-law
	Nguyen Ngoc Hoang Oanh								Sister-in-law

Member of Board of Supervisors

1.	Ms. Phan Thuy Tram		Head of the Board of Supervisors 2020 – 2025 term					-	-	
	Vo Khac Dai									Husband
	Phan Quang Sang									Father
	Bui Thi Nuong									Mother
	Phan Nhu Nguyet									Mother-in-law
	Phan Quynh Nhung									Younger sister
	Vo Thi Dat									Younger sister
	Vo Thi Trieu									Younger sister
	Vo Khac Nha									Younger brother
	Vo Phan An Khang									Son
	XNK Hung Thinh Trading Investment Joint Stock									Related organizations
2.	Huynh Minh Thang		Head of the Board of Supervisors 2025 – 2030 term					-	-	

	Chau Thi Thao									Wife
	Huynh Minh Phuc Thinh									Son
	Nguyen Thi Bich Nga									Mother
	Huynh Ngoc Toan									Father
	Huynh Thi Hoai Thuong									Younger sister
	Chau Van Thong									Father-in-law
	Hang Thi Den									Mother-in-law
	Chau Thi Phuc									Younger sister-in-law
	Châu Văn Nhân									Younger brother-in-law
	Tien Quan Refrigeration Company Limited									Related organizations
3.	Mrs. Nguyen Thi Diep		Member of Board of Supervisors					-	-	
	Nguyen Thi Giang									settle in Japan
	Nguyen Van Dung									
	Nguyen Chi Cuong									
	Nguyen Van Hung									Father
	Nguyen Thi Ha									mother

