

No.: 08/BC-DL

Ho Chi Minh, July 30, 2025

REPORT ON CORPORATE GOVERNANCE
(The semi-annual report year 2025)

To: - The State Securities Commission of VietNam;
- The Hanoi Stock Exchange.

- Name of company: BA RIA - VUNG TAU TOURIST JOINT STOCK COMPANY
- Address of headoffice: 207 Vo Thi Sau, Vung Tau Ward, Ho Chi Minh City
- Telephone: 0254.3856445 – 3856446
- Fax: 0254.3856444
- Email: info@vungtautourist.com.vn
- Charter capital: 186.445.000.000 VNĐ
- Stock symbol: VTG
- Governance model:

+ General Meeting of Shareholders, Board of Directors, Board of Supervisors, Board of Management.

- The implementation of internal audit: Implemented.

I. Activities of the General Meeting of Shareholders

No.	Resolution/ Decision No.	Date	Content
1	01/NQ-BBDL	11/6/2025	<p>The Company announces the invitation for shareholders to attend the 2025 Annual General Meeting of Shareholders at the Sammy Hotel Vung Tau Conference Hall, No. 157 Thuy Van, Thang Tam Ward, Vung Tau City at 13:30 on 11/6/2025.</p> <ul style="list-style-type: none">- Total number of shareholders invited: All shareholders listed as 29/4/2025, holding 18.644.500 voting shares of Ba Ria - Vung Tau Tourist Joint Stock Company.- Shareholders attending the Annual General Meeting of Shareholders: 12 shareholders and shareholder representatives, owning and representing a total of 5,898,978 voting shares, equivalent to 31.6392% of the Company's total voting shares.- According to the Law on Enterprises and the Company's Charter, the 2025 Annual General Meeting of Shareholders does not meet the requirements to proceed.

II. Board of Directors

1. Information about the members of the Board of Directors:

No.	Board of Director' member	Position	The date becoming/ceasing to be the member of the Board of Directors	
			Date of appointment	Date of dismissal
1	Mr. Thai Hoang Than	The Chairman of the BoDs	14/8/2023	
2	Mrs. Nguyen Thi Bao Ngoc	Member of the BoDs	14/8/2023	
3	Mr. Tran Van Phat	Member of the BoDs	14/8/2023	
4	Mr. Nguyen Tien Manh	Non-executive member of the BoDs	14/8/2023	
5	Mr. Le Van Chien	Non-executive member of the BoDs	14/8/2023	

2. Meetings of the Board of Directors:

No.	Board of Director' member	Number of meetings attended by Board of Directors	Attendance rate	Reasons for absence
1	Mr. Thai Hoang Than	8	100%	
2	Mrs. Nguyen Thi Bao Ngoc	8	100%	
3	Mr. Tran Van Phat	8	100%	
4	Mr. Nguyen Tien Manh	8	100%	
5	Mr. Le Van Chien	8	100%	

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

- Assessing business operations and the implementation of the business plan of 2025. During business operations, the Board of Directors regularly discuss and communicates with the Board of Management to resolve challenges and achieve the set goals.

- For issues requiring approval from the Board of Directors, in case meetings cannot be organized for discussion, approval is obtained from the Board of Directors through written consultation.

4. Activities of the Board of Directors' subcommittees (If any): None.

5. Resolutions/Decisions of the Board of Directors:

No.	Resolution/ Decision No.	Date	Content	Approval rate (%)
01	01/NQ-HĐQT	10/01/2025	Selecting AFC Vietnam Auditing Company Limited as the audit firm to audit the financial statements 2024 of Ba Ria - Vung Tau Tourist Joint Stock Company.	100

No.	Resolution/ Decision No.	Date	Content	Approval rate (%)
02	02/NQ- HĐQT	17/01/2025	Responding to the written consultation with the shareholders of Saigon Binh Chau Corporation.	100
03	03/NQ- HĐQT	08/4/2025	Organizing the 2025 Annual General Meeting of Shareholders.	100
04	04/NQ- HĐQT	08/4/2025	Approval for the Company's legal representative to sign transaction contracts in 2025 with its subsidiaries.	60
05	05/NQ- HĐQT	08/4/2025	Continuing the suspension of the Vung Tau Branch (tourism) for one year.	100
06	06/NQ- HĐQT	19/5/2025	<p>Approval of the proposed contents to be presented at the 2025 Annual General Meeting of Shareholders:</p> <p>Content 1:</p> <ul style="list-style-type: none"> - Approval of the 2025 Annual General Meeting of Shareholders agenda. <p>Content 2: Approval of the draft documents to be presented at the Annual General Meeting of Shareholders:</p> <ol style="list-style-type: none"> 1. Report on the activities of the Board of Directors in 2024 and the operational plan for 2025. 2. Report on the business performance in 2024 and the business plan for 2025. 3. Report of the Board of Supervisors. 4. Statement to amend, supplement the Company's Charter. 5. Statement of approving the audited financial statements 2024. 6. Statement on the distribution of profits and dividend payments for 2024. 7. Statement on the remuneration of members of Board of Directors and Board of Supervisors in 2024 and the plan for 2025. 8. Statement of approving the report on business results in 2024 and the plan for 2025. 9. Statement of selecting the audit firm for the 2025 financial statements. 10. Statement of approving the Company's restructuring plan for the period 2021–2025. 11. Draft Resolution for the 2025 Annual General Meeting of Shareholders. 12. Other contents (if any). 	60
07	07/NQ- HĐQT	03/6/2025	Appointing personnel to attend the 2025 Extraordinary General Meeting of Shareholders of Saigon Binh Chau Corporation.	60
08	08/NQ- HĐQT	24/6/2025	Re: Liquidation of the 7-seater Toyota Innova car, license plate No. 72A-025.19	100

III. Board of Supervisors:

1. Information about members of Board of Supervisors:

No.	Members of Board of Supervisors	Position	The date becoming/ceasing to be the member of the Board of Supervisors	Qualification
1	Mrs. Nguyen Thi Ly	Head of The BoS	14/8/2023	University of Finance and Accountancy
2	Mrs. Vu Ngoc Linh	Member of the BoS	14/8/2023	Bachelor of Economics - Major in Accounting and Auditing
3	Mrs. Huynh Hong Thao	Member of the BoS	14/8/2023	Bachelor of Banking and Finance

2. Meetings of Board of Supervisors:

No.	Members of Board of Supervisors	Number of meetings attended	Attendance rate (%)	Voting rate (%)	Reasons for absence
1	Mrs. Nguyen Thi Ly	2	100	100	
2	Mrs. Vu Ngoc Linh	2	100	100	
3	Mrs. Huynh Hong Thao	2	100	100	

3. Supervising Board of Directors, Board of Management and shareholders by Board of Supervisors:

- Supervising the issuance of resolutions by the General Meeting of Shareholders and the Board of Directors of the Company. The resolutions of the General Meeting of Shareholders and Board of Directors are issued based on compliance with the Company's Charter, Internal Regulations on Corporate Governance.

- The Board of Directors fully exercises its entitlements, functions, and responsibilities as stipulated in the Company's Charter and applicable legal regulations.

- Organizing the supervision of the Board of Management in the organization and direction of business operations according to their functions, responsibilities, and authority, ensuring compliance with the laws, the Company's Charter, and the implementation of the General Meeting of Shareholders and Board of Directors resolutions.

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

Coordination between the Board of Supervisors, the Board of Directors, the Board of Management, and the shareholders is maintained and performed well, ensuring the principle of acting in the best interests of the shareholders and complying with the legal regulations and the regulations of Ba Ria - Vung Tau Tourist Joint Stock Company.

The Board of Supervisors implements its functions, duties, and entitlements as prescribed, closely coordinating with the Board of Directors, Board of Management in the implementation of their duties.

The Board of Directors, the Board of Management, and functional departments always facilitate conditions and work closely with the Board of Supervisors in all areas of operation.

5. Other activities of the Board of Supervisors: None.

IV. Board of Management: None

V. Chief Accountant

Name	Date of birth	Qualification	Date of appointment/ dismissal
Nguyen Thi Bao Ngoc	17/2/1975	University of Economics	01/7/2017

VI. Training courses on corporate governance:

The members of the Company Leadership regularly participate in corporate governance programs to enhance operational capacity and contribute to the Company's activities. Acknowledging the critical role of the Company Leadership, the Company always emphasizes training programs, certifications, and governance initiatives.

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	Time of starting to be affiliated person	Time of ending to be affiliated person	Reasons	Relationship with the Company
1	State capital Representative: Mr. Thai Hoang Than	-	<i>The Chairman of the BoDs</i>			14/8/2023			Internal person
2	Mrs. Nguyen Thi Bao Ngoc	-	Member of the BoDs			14/8/2023			Internal person
3	Mr. Tran Van Phat		Member of the BoDs			14/8/2023			Internal person

4	Ngoc Lam Trading - Tourist Company Limited Representative: Mr. Nguyen Tien Manh	-	Non-executive member of the BoDs	14/8/2023			Internal person
5	Mr. Le Van Chien	-	Non-executive member of the BoDs	14/8/2023			Internal person
6	Mrs. Nguyen Thi Ly	-	Head of the BoSs	14/8/2023			Internal person
7	Mrs. Vu Ngoc Linh	-	Member of the BoSs	14/8/2023			Internal person
8	Mrs. Huynh Hong Thao	-	Member of the BoSs	14/8/2023			Internal person
9	Mrs. Tran Thi Thuy Cuc		BoDs secretary	14/8/2023			Internal person

2. Transactions between the Company and its affiliated persons or between the Company and its major shareholders, internal persons and affiliated persons:

No.	Name of organization/ individual	Relationship with the Company	NSH 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
1	Nghinh Phong Tourist Joint Stock Company	Subsidiary	35022 13663	No. 207 Vo Thi Sau Street, Thang Tam Ward, Vung Tau City, Ba Ria - Vung Tau Province	2025	04/NQ-HĐQT ngày 08/4/2025	- Office lease agreement No. 11/HD-DL/2023. Appendix to Contract No. 01/PLHD/2025 Total transaction value: VND 158.400.000	
2	Thuy Van Tourist Joint Stock Company	Subsidiary	35007 36379	No. 115 Thuy Van Street, Ward 2, Vung Tau City, Ba Ria - Vung Tau Province	2025	04/NQ-HĐQT ngày 08/4/2025	- Loan agreement No.04/2025/H DCV.DLTV. Total transaction value: 138.950.032 đồng	



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, 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, General Director and other managers as a member of Board of Directors, General Director.

None

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, 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: Attached Appendix I.
2. Transactions of internal persons and affiliated persons with shares of the Company: None.

IX. Other significant issues: None.

Recipient:

- As above;
- Archived: Office, BoDs secretary.

**CHAIRMAN OF THE
BOARD OF DIRECTORS**



Thai Hoang Than

APPENDIX 01: THE LIST OF INTERNAL PERSONS (INDIVIDUALS, ORGANIZATIONS) AND THEIR AFFILIATED PERSONS

Promulgated with The semi-annual period of 2025 Report on Corporate governance No 08 on July 30, 2025)

Stock symbol:
Name of company

VTG

Ba Ria - Vung Tau Tourist Joint Stock Company

No.	Name of organizations/ individuals	Securities trading account (if available)	Position at the company (if available)	Relationship with internal persons	Type of documents (ID Card/Passport/ Business Registration Certificate)	Address	Number of shares owned at the end of the period	Percentage of share ownership at the end of the period	Note
1	Thai Hoang Than		The Chairman of the BoDs & Legal representative				Representing ownership: 10,978,400 shares	58,88	0909227856
1.01	Thai Kiet Thanh			Father			0 cp		
1.02	Tran Thi Ha			Mother			0 cp		
1.03	To Thi Thanh Huong			Wife			0 cp		
1.04	Thai Bao Binh			Child			0 cp		
1.05	Thai Bao An			Child			0 cp		
1.06	Nguyen Ngoc Tri			Sibling			0 cp		

No.	Name of organizations/ individuals	Securities trading account (if available)	Position at the company (if available)	Relationship with internal persons	Type of documents (ID Card/Passport/ Business Registration Certificate)	Address	Number of shares owned at the end of the period	Percentage of share ownership at the end of the period	Note
1.07	Thai Thi Thanh Trang			Sibling			0 cp		
1.08	Thai Hoang Danh			Sibling			0 cp		
1.09	The People's Committee of Ba Ria - Vung Tau Province			Mr. Thai Hoang Than represents the ownership					
2	Nguyen Thi Bao Ngoc		Member of the BoDs & Chief Accountant				Individual ownership: 1,600 shares	0,01	903176878
2.01	Nguyen Cong Minh			Father			0 cp		
2.02	Nguyen Thi Ngoan			Mother			0 cp		
2.03	Tran Anh Hung			Husband			0 cp		
2.04	Tran Ngoc Hoan Vu			Child			0 cp		

No.	Name of organizations/ individuals	Securities trading account (if available)	Position at the company (if available)	Relationship with internal persons	Type of documents (ID Card/Passport/ Business Registration Certificate)	Address	Number of shares owned at the end of the period	Percentage of share ownership at the end of the period	Note
2.05	Nguyen Cong Hoang Ngoc			Sibling			0 cp		
2.06	Nguyen Thi Phuong Ngoc			Sibling			0 cp		
2.07	Hồ Thị Phương			Chị dâu			0 cp		
3	Tran Van Phat		Member of the BoDs				Individual ownership: 700 shares	0,005	0913718170
3.01	Tran Van Dinh			Father			0 cp		
3.02	Doan Thi Phuong			Mother			0 cp		
3.03	Chu Vu Thuy An			Wife			0 cp		
3.04	Tran Chau Khoi Nguyen			Child			0 cp		
3.05	Tran Chau Gia Nguyen			Child			0 cp		

No.	Name of organizations/ individuals	Securities trading account (if available)	Position at the company (if available)	Relationship with internal persons	Type of documents (ID Card/Passport/ Business Registration Certificate)	Address	Number of shares owned at the end of the period	Percentage of share ownership at the end of the period	Note
3.06	Tran Thi Hiep			Sibling			0 cp		
3.07	Tran Thi Hen			Sibling			0 cp		
3.08	Tran Van Thoi			Sibling			0 cp		
3.09	Tran Van Thanh			Sibling			0 cp		
4	Nguyen Tien Manh		Non-executive member of the BoDs				Representing ownership: 2.237.340 shares	12	903299559
4.01	Nguyen Xuan Lung			Father			0 cp		
4.02	Le Thuy Phuong			Mother			0 cp		
4.03	Nguyen Thuy Anh			Wife			0 cp		
4.04	Nguyen Thuy Chi			Child			0 cp		
4.05	Nguyen Ha Linh			Child			0 cp		

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No.	Name of organizations/ individuals	Securities trading account (if available)	Position at the company (if available)	Relationship with internal persons	Type of documents (ID Card/Passport/ Business Registration Certificate)	Address	Number of shares owned at the end of the period	Percentage of share ownership at the end of the period	Note
4.06	Nguyen Hoai An			Child			0 cp		
4.07	Nguyen Le Dung			Sibling			0 cp		
4.08	Ngoc Lam Trading - Tourist Company Limited			Mr. Nguyen Tien Manh represents the ownership of shares					
4.09	Aviation Hotel Joint Stock Company			Mr. Nguyen Tien Manh - Director					
5	Le Van Chien		Non-executive member of the BoDs				Representing ownership: 2.796.675 shares	15,16	903212348
5.01	Ha Thi Minh Hang			Wife			0 cp		
5.02	Le Thi Thanh Ha			Child			0 cp		
5.03	Le Ngan Ha			Child			0 cp		



No.	Name of organizations/ individuals	Securities trading account (if available)	Position at the company (if available)	Relation- ship with internal persons	Type of documents (ID Card/Passport/ Business Registration Certificate)	Address	Number of shares owned at the end of the period	Percenta ge of share ownersh ip at the end of the period	Note
5.04	Le Van Cam			Father			0 cp		
5.05	Le Thi Sinh			Mother			0 cp		
5.06	Le Dinh Truong			Sibling			0 cp		
5.07	Dao Thi Hong			Sister-in- law			0 cp		
5.08	Le Thi Thanh Huong			Sibling			0 cp		
5.09	Quan Truong Giang			Brother-in- law			0 cp		
5.10	Le Thi Thanh Huong			Sibling			0 cp		
5.11	Nguyen Duc Bang			Brother-in- law			0 cp		

No.	Name of organizations/ individuals	Securities trading account (if available)	Position at the company (if available)	Relationship with internal persons	Type of documents (ID Card/Passport/ Business Registration Certificate)	Address	Number of shares owned at the end of the period	Percentage of share ownership at the end of the period	Note
5.12	Hai An Investment Consulting And Travel Services Limited Liability			Mr. Le Van Chien represents the			0 cp		
5.13	Ankhang Construction Services Trading Company Limited			Mr. Le Van Chien represents the					
5.14	The National Oil Services Joint Stock Company Of Viet Nam			Mr. Le Van Chien - General Director					
6	Nguyen Thi Ly		Head of the BoSs				Individual ownership: 200 shares	0,001	0912275288
6.01	Nguyen Cong Hop			Father			0 cp		
6.02	Hoang Thi Mo			Mother			0 cp		
6.03	Nguyen Dac Diem			Husband			0 cp		
6.04	Nguyen Tuan Kiet			Child			0 cp		
6.05	Nguyen Tuan Nghia			Child			0 cp		

No.	Name of organizations/ individuals	Securities trading account (if available)	Position at the company (if available)	Relationship with internal persons	Type of documents (ID Card/Passport/ Business Registration Certificate)	Address	Number of shares owned at the end of the period	Percentage of share ownership at the end of the period	Note
6.06	Nguyen Thi Loan			Sibling			0 cp		
6.07	Nguyen Thi Lien			Sibling			0 cp		
7	Vu Ngoc Linh		Member of the BoSs				Cá nhân sở hữu: 00 cp		0986679313
7.01	Vu Dinh Thai			Father			0 cp		
7.02	Nguyen Thi Loan			Mother			0 cp		
7.03	Trinh Van Dao			Husband			0 cp		
7.04	Trinh Thien			Child			0 cp		
7.05	Trinh Thien Thanh			Child			0 cp		
7.06	Vu My Linh			Sibling			0 cp		
8	Huynh Hong Thao		Member of the Board of Supervisors				Cá nhân sở hữu: 500 cp	0,003	0913087809

No.	Name of organizations/ individuals	Securities trading account (if available)	Position at the company (if available)	Relationship with internal persons	Type of documents (ID Card/Passport/ Business Registration Certificate)	Address	Number of shares owned at the end of the period	Percentage of share ownership at the end of the period	Note
8.01	Huynh Hue			Father			0 cp		
8.02	Dang Thi Lanh			Mother			0 cp		
8.03	Le Van Viet			Husband			0 cp		
8.04	Le Huynh Thao Phuong			Child			0 cp		
8.05	Le Huynh Phuong Anh			Child			0 cp		
8.06	Huynh Xuan Hong			Sibling			0 cp		
8.07	Huynh Dang Quang			Sibling			0 cp		
8.08	Huynh Dang Bao Chau			Sibling			0 cp		
9	Tran Thi Thuy Cuc		Secretary				Individual ownership: 400 shares	0,002	0975560016
9.01	Tran Van Huu			Father			0 cp		

No.	Name of organizations/ individuals	Securities trading account (if available)	Position at the company (if available)	Relation- ship with internal persons	Type of documents (ID Card/Passport/ Business Registration Certificate)	Address	Number of shares owned at the end of the period	Percenta ge of share ownersh ip at the end of the period	Note
9.02	Truong Thi Ut			Mother			0 cp		
9.03	Nguyen Van Phat			Husband			0 cp		
9.04	Nguyen Tran Mai Han			Child			0 cp		
9.05	Nguyen Mai Anh			Child			0 cp		
9.06	Tran Thi Thu Huong			Sibling			0 cp		
9.07	Tran Trong Hiep			Sibling			0 cp		

