

Appendix V
REPORT ON CORPORATE GOVERNANCE

*(Issued together with Circular No. 96/2020/TT-BTC dated November 16, 2020 of
the Ministry of Finance)*

**VIETNAM TEXTILE
AND GARMENT GROUP
HUE TEXTILES GARMENT
JOINT STOCK COMPANY**

SOCIALIST REPUBLIC OF VIETNAM
Independence - Freedom - Happiness

No. 910 /BC-HĐQT

Hue City, July 30 , 2025

REPORT ON CORPORATE GOVERNANCE
(First 6-month of 2025)

Company name: Hue Textile Garment Joint Stock Company

Address: No. 122 Duong Thieu Tuoc, Thuy Duong Ward, Hue City, Vietnam.

Phone number: 0234.3864.337 Fax: 0234.364.338 Email: contact@huegatex.com.vn

Charter Capital: 200.962.590.000 VND

Stock code: HDM

Corporate governance model: the General Meeting of Shareholders, the Board of Directors, Board of Supervisory, and General Director.

The implementation of internal audit: Not yet implemented.

I. Activities of the General Meeting of Shareholders

Information on meetings and Resolutions of the General Meeting of Shareholders (including Resolutions of the General Meeting of Shareholders adopted in the form of written opinions):

No.	Resolution/ Decision	Date	Content
01	556/NQ-ĐHCD	April 25, 2025	<ul style="list-style-type: none">- Approval of 2024 business results and 2025 plan.- Profit distribution plan for 2024.- Agreed to approve the dividend payment of 30%.- Salary and remuneration of the BOD and BOS of the Company.- Report of the Company's Board of Directors.- Approval of the plan to select an auditor for the Company's financial statements in 2024.- Report of the Company's Board of Supervisors.

II. Board of Directors (2024 Report):

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

No.	Member of the BOD	Position (independent member of the Board of Directors,	Date of appointment/ceasing being a member of the Board of Directors/Independent Board of Directors
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		non-executive member of the Board of Directors)	Date of appointment	Date of ceasing
1	Mr. Nguyen Duc Tri	Non-executive Board Member	May 2020	
2	Mr. Nguyen Van Phong	Non-executive Board Member	November 2017	
3	Ms. Nguyen Hong Lien	Member of Board of Directors and Deputy General Director	May 2020	
4	Mr. Le Hong Quan	Member BOD and Deputy General Director	April 2023	
5	Mr. Nguyen Ngoc Binh	Non-executive Board Member		April 2025
6	Ms. Tran thi Thuan	Member BOD and Deputy General Director	April 2025	

2. Board of Directors meetings: The Board of Directors attended 21 meetings, including 04 face-to-face meetings and 17 meetings in the form of written opinions. The face-to-face meetings of the Board of Directors as well as the written opinions of the Board of Directors were in compliance with the provisions of the Law and the Company's Charter.

No.	Member of the BOD	Number of Board of Directors meetings attended	Meeting attendance rate	Reason for not attending the meeting
1	Mr. Nguyen Duc Tri	12	100%	
2	Mr. Nguyen Van Phong	12	100%	
3	Ms. Nguyen Hong Lien	12	100%	
4	Mr. Le Hong Quan	12	100%	
5	Mr. Nguyen Ngoc Binh	09	75%	Not in BOD since April 20, 2025
6	Ms. Tran Thi Thuan	03	25%	Joined BOD from 20/04/2025

3. Supervisory activities of the Board of Directors over the Board of Management:

- The Board of Directors performs the function of supervising the activities of the Board of Management to ensure that the Company's activities comply with the law, closely follow the Resolutions of the General Meeting of Shareholders and the Board of Directors to carry out its tasks..

- Monitor and grasp the production and business management process through reports from

the Company's Board of Management.

- Check and supervise the implementation, management, organization of production and business and implementation of the Resolutions of the General Meeting of Shareholders and the Board of Directors of the Company's Board of Management..

4. Activities of subcommittees of the Board of Directors (if any): The Board of Directors does not establish subcommittees under the Board of Directors.

5. Resolutions/Decisions of the Board of Directors in the first 6-month of 2025:

No.	Resolution/ Decision Number	Date	Content	Approval Rate
1	103/QĐ-HĐQT	08/01/2025	Approval of the adjustment to construction drawings and arising cost estimates of the 3-floor Garment Factory investment project	100%
2	123/NQ-HĐQT	13/01/2025	Approval of transactions with related parties in 2025 and change of capital representative at Hanosimex Company	100%
3	124/QĐ-HĐQT	13/01/2025	Appointment of the Company's capital representative at Hanosimex Company	100%
4	125/QĐ-HĐQT	13/01/2025	Regarding the General Director's salary	100%
5	171/NQ-HĐQT	21/01/2025	Approval of bonus payment for the BOD, Executive Board, BOS, and Company's managers	100%
6	289/QĐ-HĐQT	25/02/2025	Approval of adjustment to contractor selection plan – 3-floor Garment Factory investment project	100%
7	302/NQ-HĐQT	28/02/2025	Approval of the plan to organize the 2025 Annual General Meeting of Shareholders	100%
8	347/QĐ-HĐQT	11/03/2025	Establishment of the Organizing Committee for the 2025 Annual General Meeting of Shareholders	100%
9	356/QĐ-HĐQT	13/03/2025	Approval of request dossier for independent audit costs – 3-floor Garment Factory investment project	100%
10	421/NQ-HĐQT	31/03/2025	Approval of additional salary payment for the BOD, Executive Board, BOS, managers, and employees in Q1/2025	100%
11	424/NQ-HĐQT	31/03/2025	Approval of the contents to be submitted to the 2025 AGM	100%
12	428/QĐ-HĐQT	31/03/2025	Approval of final settlement of machinery investment for the 2023 Yarn Factory Equipment Supplementation Project	100%
13	453/NQ-HĐQT	08/04/2025	Evaluation of Q1/2025 business performance and implementation of Q2/2025 tasks	100%
14	492/QĐ-HĐQT	08/04/2025	Regarding the salaries of the Deputy General	100%

			Directors	
15	489/QĐ-HĐQT	15/04/2025	Appointment of Mr. Dao Van Tu	100%
16	492/QĐ-HĐQT	15/04/2025	Appointment of Ms. Tran Thi Thuan	100%
17	531/NQ-HĐQT	21/04/2025	Additional content for the 2025 AGM	100%
18	556/NQ-ĐHCB	25/04/2025	Resolution of the Company's 2025 AGM	100%
19	598/QĐ-HĐQT	07/05/2025	Assignment of tasks to members of the BOD	100%
20	699/QĐ-HĐQT	02/06/2025	Issue of the Company's Financial Regulations	100%
21	700/QĐ-HĐQT	02/06/2025	Issue of the Company's Investment Regulations	100%
22	755/QĐ-HĐQT	19/06/2025	Approval of the project on additional depth investment in Yarn Factory equipment in 2024	100%

III. Board of Supervisors (2024):

1. Information about Board of Supervisors members:

No.	Board of Supervisors members	Position	Professional qualifications	Start date as a member of the BOS	End date as a member of the BOS
1	Ms. Phan Nu Quynh Anh	Head of BOS	Bachelor's degree	May 2020	
2	Mr. Ho Nam Phong	Member	Master's degree	March 2015	
3	Ms. Pham Thi Van Ha	Member	Master's degree	March 2018	

2. Meeting of Board of Supervisors: 02

No.	Board of Supervisors members	Number of meetings attended	Meeting attendance rate	Reason for not attending the meeting
1	Ms. Phan Nu Quynh Anh	02	100%	
2	Mr. Ho Nam Phong	02	100%	
3	Ms. Pham Thi Van Ha	02	100%	

3. Supervisory activities of the Board of Supervisors, the Board of Managements and shareholders:

- During the year, the Board of Supervisors held 03 meetings to evaluate the production and business activities of the Board of Directors and the Board of Managements of the Company. At the same time, the Board of Supervisors met and unanimously approved the

selection of KPMG Limited as the auditor of the Company's 2024 Financial Statements.

- The Head of the Supervisory Board attends meetings of the Board of Directors and participates in signing written opinions on events.

4. Coordination of activities between the Board of Supervisors, the Board of Managements and other management staff: The Board of Supervisors has been facilitated by the Board of Directors and the Board of Managements of the Company in updating the production and business activities, collecting information and documents to serve the supervision work..

IV. Board of Managements (BOM)

No.	Member of the Board of Managements	Date of birth	Professional qualifications	Date of appointment as a member of the BOM	Date of dismissal as a member of the BOM
01	Mr. Nguyen Van Phong (*) General Director	June 11, 1961	Bachelor's degree		January 01, 2025
02	Ms. Nguyen Hong Lien (*) General Director	November 8, 1978	Master's degree	June 2019	
03	Mr. Le Hong Quan Deputy General Director	July 2, 1974	Engineer	July 2022	
04	Mr. Nguyen Tien Hau Deputy General Director	September 20, 1965	Bachelor's degree	March 2018	
05	Mr. Dao Van Tu Deputy General Director	October 20, 1970	Bachelor's degree	October 2021	
06	Ms. Tran Thi Thuan Deputy General Director	October 10, 1972	Bachelor's degree	July 2022	
07	Mr. Nguyen Ba Khanh Tung Chief Executive Officer	September 30, 1986	Bachelor's degree	July 2022	

(*) Note: On December 24, 2024, the Board of Directors resolved to appoint Ms. Nguyen Hong Lien as General Director, replacing Mr. Nguyen Van Phong (who retired in accordance with State regulations). The decision takes effect from January 01, 2025.

V. Chief Accountant

No.	Full name	Date of birth	Professional qualifications	Date of appointment
01	Ms. Nguyen Khanh Chi	December 16, 1982	Bachelor's degree	January 2020

VI. Training on corporate governance: The Company sends representatives to participate in programs and seminars on corporate governance organized by the State Securities Commission and a number of other organizations..

VII. List of related persons of the public company and transactions of related persons of the company with the Company:

1. List of related persons of the Company: **According to Appendix 01 attached to the report.**

2. Transactions between the company and related persons of the company; or between the company and major shareholders, insiders, and related persons of insiders: **According to Appendix 02 attached to the report.**

3. Transactions between company insiders, related persons of insiders and subsidiaries, companies controlled by the company: None

4. Transactions between the company and other entities

a. Transactions between the company and companies in which members of the Board of Directors, members of the Board of Supervisors, General Director and other managers have been and are founding members or members of the Board of Directors, General Director within the past three (03) years (calculated at the time of preparing the report): **According to Appendix 03 attached to the report.**

b. Transactions between the company and companies in which related persons of members of the Board of Directors, members of the Board of Supervisors, General Director and other managers are members of the Board of Directors, General Director. **According to Appendix 04 attached to the report.**

c. Other transactions of the company (if any) that may bring material or immaterial benefits to members of the Board of Directors, members of the Board of Supervisors, General Director and other managers: None

VIII. Stock transactions of insiders and related parties of insiders:

1. List of insiders and related persons of insiders: **According to Appendix 05 attached to the report.**

2. Transactions of insiders and related persons on company shares according to the closing list on March 25, 2025: **According to Appendix 06 attached to the report.**

IX. Other issues to note: None.

Recipient:

- As above;
- Archive: Clerical

**ON BEHALF OF BOD
CHAIRMAN**



NGUYEN DUC TRI

Appendix 01: List of related persons of the Company

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4	Nguyen Tien Hau		Deputy General Director, Person in charge of corporate governance, Authorized person to disclose information					03/2018			Insider
4,1	And related person of Mr. Nguyen Tien Hau are presented in Appendix 5: List of Insiders and related persons of the Company's insiders										
5	Dao Van Tu		Deputy General Director					10/2021			Insider
5,1	And related person of Mr. Dao Van Tu are presented in Appendix 5: List of Insiders and related persons of the Company's insiders										
6	Tran Thi Thuan		Deputy General Director					07/2022			Insider
6,1	And related person of Ms. Tran Thi Thuan are presented in Appendix 5: List of Insiders and related persons of the Company's insiders										
7	Nguyen Ba Khanh Tung		Executive Director					07/2022			Insider
7,1	And related person of Mr. Nguyen Ba Khanh Tung are presented in Appendix 5: List of Insiders and related persons of the Company's insiders										
8	Nguyen Khanh Chi		Chief Accountant					01/2020			Insider
8,1	And related person of Ms. Nguyen Khanh Chi are presented in Appendix 5: List of Insiders and related persons of the Company's insiders										
IV Related Person - Company Secretary											
1	Huynh Quang Nhat		Company Secretary					03/2018			Insider
1,1	And related person of Mr. Huynh Quang Nhat are presented in Appendix 5: List of Insiders and related persons of the Company's insiders										
V Other related person											
1	Vietnam Textile and Garment Group										Parent company
1,1	Cao Huu Hieu										Legal representative of Vietnam Textile and Garment Group
2	Hoa Tho Textile and Garment Joint Stock Corporation							05/2020			
2,1	Nguyen Duc Tri		Chairman of BOD					05/2020			Mr. Nguyen Duc Tri is a member of the Board of Directors.
2,2	Nguyen Ngoc Binh		Member of BOD					04/2023	25/04/2025	Resigned	Mr. Nguyen Ngoc Binh is a member of the Board of Directors and General Director.

3	Hoa Tho Quang Nam Garment Joint Stock Company							30/03/2010			
3,1	Nguyen Duc Tri		Member of BOD					30/03/2010			Mr. Nguyen Duc Tri is Chairman of the Board of Directors.
4	Hoa Tho - Thang Binh Fiber Joint Stock Company							09/03/2015		Mr. Nguyen Ngoc Binh is no longer a member of BOD	
4,1	Nguyen Ngoc Binh		Member of BOD					09/03/2015			Mr. Nguyen Ngoc Binh is Chairman of the Board of Directors.
5	Hoa Tho Construction Mechanical Company Limited							12/11/2015		Mr. Nguyen Ngoc Binh is no longer a member of BOD	
5,1	Nguyen Ngoc Binh		Member of BOD					12/11/2015			Mr. Nguyen Ngoc Binh is Chairman of the Board of Member.
6	Viet Thang Corporation - JSC							15/03/2012	25/04/2025	Mr. Nguyen Ngoc Binh is no longer a member of BOD	
6,1	Nguyen Ngoc Binh		Member of BOD					12/11/2015			Mr. Nguyen Ngoc Binh is a member of the Board of Directors.
7	Hanoi Textile and Garment Joint Stock Corporation							01/11/2024			
7,1	Nguyen Ba Khanh Tung		Executive Director					07/2022			Mr. Nguyen Ba Khanh tung is a member of the Board of Directors, Deputy General Director
8	Vinatex Phu Hung Joint Stock Company							03/2018			

8,1	Pham Thi Van Ha		Member of BOS					03/2018			Ms. Pham Thi Van Ha is a member of Board of Supervisors
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Corporate Governance Report first 6-month of 2025

Appendix 02: Transactions between the Company and related persons of the Company or between the Company and major shareholders, insiders, and related persons of

No.	Name of organization/ individual	Related Relationships with the Company	Certificate number	Date of issue	Place of issue	Head office address/ Contact address	Time of transaction with the Company	Resolution/Decision number approved by the General Meeting of Shareholders/Board of Directors (if any, specify the date of issue)	Content, quantity, total transaction value	Note
1	Vietnam Textile and Garment Group	Major shareholder – Parent company	100100008	06/10/2021	Department of Planning and Investment of Hanoi City	25 Ba Trieu, Hang Bai, Hoan Kiem, Hanoi	First 6-month of 2025	Resolution 123/NQ-HĐQT dated January 13, 2025	Asset leasing, sales agency, loan transactions	- Regular transactions, less than 20% of the Company's total assets recorded in the most recent financial statements; - Regular lending transactions less than 10% of the Company's total assets according to the most recent report
2	Hoa Tho Textile and Garment Joint Stock Corporation	Organization related to insider	400101556	28/06/2022	Department of Planning and Investment of Da Nang City	36 Ong Ich Duong, Hoa Tho Dong, Cam Le, Da Nang	First 6-month of 2025	Resolution 123/NQ-HĐQT dated January 13, 2025	Garment processing. Trading of goods.	Regular transactions, less than 20% of the Company's total assets recorded in the most recent financial statements
3	Vinatex Phu Hung Joint Stock Company	Organization related to insider	3301622257	11/01/2018	Department of Planning and Investment of Thua Thien - Hue Province	Phu Bai Industrial Zone, Phu Bai Ward, Huong Thuy Town, Thua Thien Hue Province.	First 6-month of 2025	Resolution 123/NQ-HĐQT dated January 13, 2025	Trading of raw materials in the textile industry	Non-Regular transactions, less than 20% of the Company's total assets recorded in the most recent financial statements

4	Dong Xuan Knitting One Member Limited Liability Company	Organization related to major shareholder	0100100583	03/07/2021	Department of Planning and Investment of Ha Noi	524 Minh Khai, Hanoi City	First 6-month of 2025	Resolution 123/NQ-HĐQT dated January 13, 2025	Buying and selling garments	Regular transactions, less than 20% of the Company's total assets recorded in the most recent financial statements
5	Hanoi Textile and Garment Joint Stock Corporation	Organization related to insider and major shareholder	0100100826	20/10/2021	Department of Planning and Investment of Ha Noi	25, Alley 13, Linh Nam Street, Mai Dong Ward, Hoang Mai District, Hanoi City.	First 6-month of 2025	Resolution 123/NQ-HĐQT dated January 13, 2025	Garment processing.	Regular transactions, less than 20% of the Company's total assets recorded in the most recent financial statements

Corporate Governance Report first 6-month of 2025

Appendix 03: Transactions between the Company and Companies in which members of the Board of Directors, members of the Board of Supervisors, General Director and other managers have been and are founding members or members of the Board of Directors, General Director within the past 3 years

No.	Name of organization/ individual	Related Relationships with the Company	Certificate number	Date of issue	Place of issue	Head office address/ Contact address	Time of transaction with the Company	Resolution/Decisi on number approved by the General Meeting of Shareholders/Bo ard of Directors (if any, specify the date of issue)	Content, quantity, total transaction value	Note
1	Hoa Tho Textile and Garment Joint Stock Corporation	Organization related to insider	0400101556	28/06/2022	Department of Planning and Investment of Da Nang City	36 Ong Ich Duong, Hoa Tho Dong, Cam Le, Da Nang	First 6- month of 2025	Resolution 123/NQ-HĐQT dated January 13, 2025	Garment processing. Buying and selling goods.	Regular transactions, less than 20% of the Company's total assets recorded in the most recent financial statements
2	Hanoi Textile and Garment Joint Stock Corporation	Organization related to insider and major shareholder	0100100826	20/10/2021	Department of Planning and Investment of Ha Noi	25, Alley 13, Linh Nam Street, Mai Dong Ward, Hoang Mai District, Hanoi City.	First 6- month of 2025	Resolution 123/NQ-HĐQT dated January 13, 2025	Garment processing.	Regular transactions, less than 20% of the Company's total assets recorded in the most recent financial statements

Corporate Governance Report first 6-month of 2025

Appendix 04: Transactions between the Company and the Company in which related persons of members of the Board of Directors, members of the Supervisory Board, Directors (General Directors) and other managers are members of the Board of Directors, Directors (General Directors) and executives

No.	Name of organization/ individual	Related Relationships with the Company	Certificate number	Date of issue	Place of issue	Head office address/Contact address	Time of transaction with the Company	Resolution/Decision number approved by the General Meeting of Shareholders/Board of Directors (if any, specify the date of issue)	Content, quantity, total transaction value	Note
1	Thien Tin Production and Trading Company Limited	Ms. Pham Thi My, wife of Mr. Nguyen Duc Tri - Chairman of the Board of Directors of the Company	0400509320	22/01/2024	Department of Planning and Investment of Da Nang City	19-21 Cam Bac 1, Hoa Tho Dong, Cam Le, Da Nang	First 6-month of 2025	Resolution 123/NQ-HĐQT dated January 13, 2025	Garment processing.	Regular transactions, less than 20% of the Company's total assets recorded in the most recent financial statements

Corporate Governance Report first 6-month of 2025

Appendix 05: List of Insiders and related persons of the Company's insiders as of June 30, 2025

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[illegible]

[illegible]

[illegible]

[illegible]

Corporate Governance Report first 6-month of 2025

Appendix 06: Transactions of insiders and related persons on the Company's shares

No.	The person who makes the transaction	Insider Relations	Number of shares owned at the beginning of the		Number of shares owned at the end of the period		Reason for increase, decrease (buy, sell, convert, reward ...)
			Number of shares	Ratio	Number of shares	Ratio	
1	Mr. Dao Van Tu	Insider - Member of Board of Managements	39.960	0,20	42.090	0,21	Stock trading on the stock exchange
2	Ms. Nguyen Khanh Chi	Insider - Chief Accountant	27.266	0,14	27.800	0,14	Stock trading on the stock exchange