

# REPORT OF CORPORATE GOVERNANCE

## FIRST 6 MONTHS OF 2025

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

- Name of company: **VTC Telecommunications JSC**
- Headoffice: **614 (3rd floor) Điện Biên Phủ St., Vườn Lài Ward, Ho Chi Minh City**
- Telephone: **028. 38331106** Fax: **028. 38300253**
- Charter capital: **45.346.960.000 VND**
- Stock symbol: **VTC**
- Governance model: General Meeting of Shareholders, Board of Directors (BOD), Board of Supervisors (BOS) and General Director.
- The implementation of internal audit: Implemented

## I. Activities of the General Meeting of Shareholders

On April 25<sup>th</sup>, 2025, VTC Telecommunications JSC held the 2025 Annual General Meeting of Shareholders (AGM).

No.	AGM Resolution No.	Date	Content
01	01/2025/NQ-ĐHĐCĐ	April 25 <sup>th</sup> , 2025	<ul style="list-style-type: none"> <li>- Approve the Audited Financial Statements of 2024</li> <li>- BOD report on the 2020–2025 term and the year 2024, the strategic direction for the 2025–2030 term</li> <li>- Approve the 2024 BOS Report</li> <li>- Approve the Report on 2024 Business Performance</li> <li>- Approve the 2025 Business Plan</li> <li>- Approve the 2024 remuneration for the BOD and BOS and the 2025 remuneration plan</li> <li>- Distribution of 2024 profit and the 2025 allocation to welfare fund and 2024 dividend payout ratio</li> <li>- Approve the amendments of the Company Charter</li> <li>- Approve to authorize VTC Telecommunications JSC to enter into economic contracts for the provision of telecommunications and IT products and services, or other cooperative projects with VNPT group and its subsidiaries and affiliates</li> </ul>

## II. Board of Directors

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

In the first 6 months of 2025, VTC did not have any changes to members of BOD.

No.	BOD member	Position	The date becoming/ceasing to be the member of the BOD	
			Date of appointment (dd/mm/yyyy)	Date of dismissal
1	Mr. Lê Xuân Tiến	Chairman	15/04/2011	
2	Mr. Bùi Văn Bằng	BOD member, General Director	28/04/2017	
3	Mr. Võ Hùng Tiến	Independent BOD member	06/04/2007	
4	Ms. Lê Thị Thanh	BOD member, Head of the Representative Office	24/04/2015	
5	Ms. Trần Phương Hiền	Independent BOD member	25/06/2020	

## 2. Meeting of the Board of Directors

In the first 6 months of 2025, the members of BOD held 08 meetings to collect opinions to closely follow and give guidance to execute the company's daily operations.

No.	BOD member	Position	No. of meetings attended	Rate	Reasons for absence
1	Mr. Lê Xuân Tiến	Chairman Legal Representative	08/08	100%	
2	Mr. Bùi Văn Bằng	BOD member, General Director	08/08	100%	
3	Mr. Võ Hùng Tiến	Independent BOD member	08/08	100%	
4	Ms. Lê Thị Thanh	BOD member, Head of the Representative Office	08/08	100%	
5	Ms. Trần Phương Hiền	Independent BOD member	08/08	100%	

## 3. Supervising the Board of Management (BOM) by the BOD

- The BOD always dedicated to perform their role to give supportive guidance to the BOM in implement the company's production and business target.
- The BOD have been promulgated Resolutions and Decisions in order to promptly direct and create advantageous conditions for the BOM to operate. These Resolutions and Decisions are all based on the approval of BOD's members.

## 4. Activities of the BOD subcommittees: Nil.

## 5. Resolutions/Decisions of the BOD

In the first 6 months of 2025, the BOD held meetings to collect the opinions of members to review the business activities to promulgated Resolutions and Decisions base of the approval of the members. In particular:



No.	BOD Resolution No.	Date (dd/mm/yyyy)	Contents	Approval rate
01	01/2025/NQ-HĐQT	17/03/2025	<ul style="list-style-type: none"> <li>- Approve the 2024 Separated and Consolidated Financial Statements audited by MOORE AISC Auditing and Informatics services company limited.</li> <li>- Approve the Report on 2024 Business Performance</li> <li>- Approve the BOD report on the 2020–2025 term and the year 2024, the strategic direction for the 2025–2030 term</li> <li>- Approve the 2024 Report on management of BOM</li> <li>- Approve the 2024 BOS Report</li> <li>- Approve the 2025 Business Plan</li> <li>- Approve the 2024 remuneration for the BOD and BOS and the 2025 remuneration plan</li> <li>- Distribution of 2024 profit and the 2025 allocation to welfare fund</li> <li>- Approve the agenda and documents of 2025 AGM</li> <li>- Approve the amendments of the Company Charter</li> <li>- Approve other related aspects under the right of the BOD</li> </ul>	100%

### III. Board of Supervisors

#### 1. Information about members of the BOS

In the first 6 months of 2025, the company didn't have any change in the list of BOS member

No.	BOS member	Position	The date becoming/ceasing to be the member of the BOS (dd/mm/yyyy)		Qualification
			Date of appointment	Date of dismissal	
1	Mr. Nguyễn Thiện Lợi	Head of BOS	25/04/2014		Master of Business Administration, Bachelor of Finance
2	Mr. Nguyễn Văn Xuân	Member	28/04/2010		Bachelor of Finance and Accounting

3	Ms. Phan Thanh Tú	Member	25/06/2020		Bachelor of Accounting
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## 2. Meeting of the Board of Supervisors

No	BOS member	Position	No. of meeting attended	Rate	Voting rate	Reasons for absence
1	Mr. Nguyễn Thiện Lợi	Head of BOS	01/01	100%	100%	
2	Mr. Nguyễn Văn Xuân	Member	01/01	100%	100%	
3	Ms. Phan Thanh Tú	Member	01/01	100%	100%	

## 3. Supervising BOD, BOM and shareholders by BOS; The coordination among the BOS, the BOM, BOD and other managers:

In the first 6 months of 2025, the BOS monitored the implementation of management, administration, and compliance tasks by the BOD and the BOM. The BOS reviewed the business operations, financial management, and compliance of the BOM.

The BOS has received cooperation from the BOD, BOM and other management staff, including the provision of necessary reports and documents for monitoring and inspection, as well as designating personnel to serve the BOS when requested.

The BOS was invited to the extended meeting of BOD to provide their viewpoint to ensure the alignment of the company's operations and the benefit of shareholders.

## IV. Board of Management

No.	BOM member	Position	D.O.B (dd/mm/yyyy)	Qualification	Date of appointment
1	Mr. Bùi Văn Bằng	General Director	01/07/1976	Electrical and Electronics Engineer	01/07/2020
2	Mr. Trần Văn Mua	Deputy General Director	15/4/1979	Telecommunications Engineering Engineer	10/10/2017
3	Mr. Nguyễn Minh Vũ	Deputy General Director	10/01/1973	Electrical and Electronics Engineer	08/04/2020
4	Mr. Nguyễn Đức Long	Deputy General Director	29/02/1988	Master's Degree in Telecommunications	02/11/2020
5	Mr. Võ Anh Thịnh	Chief Accountant	05/8/1981	Master in Economics of Banking and Finance	01/09/2022



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

The company has conducted corporate governance training in accordance with regulations.

**VI. The list of affiliated persons of the company and transactions of affiliated persons of the company**

1. The list of affiliated persons of the company: **See Annex 01**

2. Transactions between the company and its affiliated persons or between the company and its major shareholders, internal persons and affiliated persons: In the first 6 months of 2025, VTC had some transactions with its subsidiary Smart Technologies Investment And Development JSC (STID), detailed in the Financial Statements for the Quarter I and II.

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: **Nil**.

4. Transactions between the company and other objects:

4.1 Transactions between the company and the company that its member of BOM, BOS, General Director have been founding members or member of BOD, or General Director in three (03) latest years: **Nil**

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: **Nil**.

4.3 Other transactions of the company (if any) may bring material or non-material benefits for members of BOD, members of BOS, General Director: **Nil**.

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

1. The list of internal persons and their affiliated persons: **See Annex 01**

2. Transactions of internal persons and affiliated persons with shares of the company: **Nil**.

**VIII. Other significant issues: Nil.**

ON BEHALF OF THE BOARD OF DIRECTORS,  
CHAIRMAN



Lê Xuân Tiến

## ANNEX 01

(Attached to the Report of Corporate Governance first 6 months of 2025)

No.	Name	Position	No. of share owned	Rate	Note
1	<b>Lê Xuân Tiến</b>	<b>Chairman/ Legal Representative</b>	927,862	20.46%	
2	Lê Thị Khuyên		0		
3	Lê Thị Vòng		0		
4	Lê Thị Vang		0		
5	Lê Văn Quyết		0		
6	Lê Thị Năm		0		
7	Lê Thị Ngọc Tú		0		
8	Lê Xuân Ngọc Thương		0		
9	Lê Xuân Ngọc Thơ		0		
10	<b>Bùi Văn Bằng</b>	<b>BOD member/ General Director</b>	0	0%	
11	Nguyễn Thị Tường Vân		0		
12	Bùi Nguyễn Phương Nghi		0		
13	Bùi Nguyễn Khánh Bằng		0		
14	Mai Thị Ba		0		
15	Bùi Thị Xe		0		
16	Bùi Quốc Hữu		0		
17	Bùi Văn Thức		0		
18	Bùi Văn Phong		0		
19	Bùi Văn Vũ		0		
20	Bùi Minh Hải		0		
21	<b>Trần Phương Hiền</b>	<b>BOD member</b>	0		
22	Dương Đình Hân		0		
23	Dương Đình Hạnh		0		
24	Lê Thị Lanh		0		
25	Trần Văn Sung		0		
26	Hồ Thị Xuyên		0		
27	Trần Thị Phương Thảo		0		
28	Dương Minh Hiền		0		
29	Dương Minh Quân		0		
30	Dương Minh Phú		0		
31	<b>Lê Thị Thanh</b>	<b>BOD member</b>	0		



No.	Name	Position	No. of share owned	Rate	Note
32	Lê Văn Tân		0		
33	Lê Thị Hải An		0		
34	Lê Thị Thanh Nhân		0		
35	Lê Tuấn Anh		0		
36	<b>Võ Hùng Tiến</b>	<b>BOD member</b>	<b>20,519</b>	<b>0.45%</b>	
37	Võ Huỳnh Phương Thảo		0		
38	Võ Huỳnh Dạ Thảo		0		
39	Nghiêm Bách Hương		0		
40	Võ Anh Minh		0		
41	Võ NghiêM Quỳnh Anh		0		
42	<b>Nguyễn Thiện Lợi</b>	<b>Head of BOS</b>	<b>0</b>	<b>0%</b>	
43	Nguyễn Văn Nhân		0		
44	Trần Thị Hồng		0		
45	Nguyễn Anh Tuấn		0		
46	Trần Thị Kim Ngân		0		
47	Nguyễn Trần Tổ Như		0		
48	Nguyễn Anh Khoa		0		
49	<b>Nguyễn Văn Xuân</b>	<b>BOS member</b>	<b>0</b>	<b>0%</b>	
50	Nguyễn Văn Bê		0		
51	Phạm Thị Quý Nhi		0		
52	Nguyễn Tùng Lâm		0		
53	Nguyễn Thị Vũ		0		
54	Nguyễn Văn Đặng		0		
55	Nguyễn Văn Sang		0		
56	Nguyễn Văn Đông		0		
57	Nguyễn Thị Đoài		0		
58	Nguyễn Văn Thụ		0		
59	Nguyễn Băng Giang		0		
60	Nguyễn Minh Phương		0		
61	<b>Phan Thanh Tú</b>	<b>BOS member</b>	<b>0</b>	<b>0%</b>	
62	Ninh Vĩnh Quang		0		
63	Ninh Phan Quang Huy		0		
64	Ninh Phan Quang Hiếu		0		
65	<b>Trần Văn Mua</b>	<b>Deputy General Director</b>	<b>0</b>	<b>0%</b>	

No.	Name	Position	No. of share owned	Rate	Note
66	Nguyễn Thị Mộng Thùy		0		
67	Trần Nguyễn Diệu My		0		
68	Trần Công Bình		0		
69	Trần Hồng An		0		
70	Trần Công Thắng		0		
71	Vương Thị Minh		0		
72	Trần Công Mua		0		
73	Trần Thị Tuyết Hậu		0		
74	Trần Công Phương		0		
75	<b>Nguyễn Minh Vũ</b>	<b>Deputy General Director</b>	<b>11</b>	<b>0.0002%</b>	
76	Mai Thị Kim Oanh		170	0.004%	
77	Nguyễn Thanh Sơn		0		
78	Hoàng Thị Dung		0		
79	Nguyễn Thị Thanh Thủy		0		
80	Nguyễn Tuấn Cường		0		
81	Nguyễn Thành Vinh		0		
82	Nguyễn Vũ Quang Minh		0		
83	Nguyễn Vũ Mai Phương		0		
84	<b>Nguyễn Đức Long</b>	<b>Deputy General Director</b>	<b>0</b>	<b>0%</b>	
85	Nguyễn Thị Diễm Phương		0		
86	Nguyễn Văn Lan		0		
87	Nguyễn Thị Việt		0		
88	Nguyễn Thị Hồng Thắm		0		
89	Nguyễn An Nhiên		0		
90	Nguyễn Hoàng Vũ		0		
91	<b>Võ Anh Thịnh</b>	<b>Chief Accountant</b>	<b>0</b>	<b>0%</b>	
92	Lê Thị Mai		0		
93	Võ Anh Kiệt		0		
94	Võ Anh Đức		0		
95	Võ Anh Phúc		0		
96	<b>Dương Thị Hoàng Cát</b>	<b>Corporate governance and disclosing information person</b>	<b>0</b>	<b>0%</b>	
97	Dương Văn Hưng		0		



No.	Name	Position	No. of share owned	Rate	Note
98	Huỳnh Thị Phụng		0		
99	Dương Quốc Công		0		
100	Hồ Ngọc Đạt		0		
101	Hồ Bảo Ngọc		0		
102	Hồ Bảo Minh		0		
103	<b>Smart Technologies Investment And Development JSC</b>	<b>Subsidiary</b>	<b>0</b>		

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