

**MECHANICAL ENGINEERING  
SERVICE JOINT STOCK COMPANY**

\*\*\*\*\*

No. 73/TB-CDCT

*Re: Report on corporate governance  
situation in the first 6 months of 2025*

**SOCIALIST REPUBLIC OF VIETNAM**

**Independence - Freedom – Happiness**

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*Hanoi, July 28, 2025*

## **INFORMATION DISCLOSURE**

**To:** - State Securities Commission;  
- Hanoi Stock Exchange;  
- Respected shareholders.

### **I/ INTRODUCTION OF THE INFORMATION DISCLOSURE ORGANIZATION:**

1. Organization name: Mechanical Engineering Service Joint Stock Company.
2. Address: 8th Floor, Tower A, Sky Tower Building, 88 Lang Ha, Dong Da, Hanoi.
3. Stock code: **MES**
4. Phone: 024 39331768/39332225 - Fax: 024 39332225

### **II. INFORMATION DISCLOSURE CONTENT:**

The Board of Management of Mechanical Engineering Service Joint Stock Company announces the full text of the Corporate Governance Report for the first 6 months of 2025.

*Detailed information is posted on the Website: [mesc.com.vn](http://mesc.com.vn) and attached documents*

Mechanical Engineering Service Joint Stock Company commits that the information disclosed above is true and is fully responsible for the content of the disclosure.

Sincerely thank you.

#### **Recipients:**

- As above;
- Board of Management; Board of Supervisors;
- Website posting; CIMS;
- Archived TCHC, TCKT.



**Cao Tien Dung**

**CORPORATE GOVERNANCE REPORT**  
**(First 6 months of 2025)**

**To:**    - State Securities Commission;  
          - Hanoi Stock Exchange;  
          - Respected shareholders.

- Company name: Mechanical Engineering Service Joint Stock Company
- Head office address: 8th Floor, Tower A, Sky Tower Building, 88 Lang Ha, Lang Ward, Hanoi City.
- Phone: 04.39332225 - Fax: 04.39332225
- Charter capital: 186,000,000,000 VND
- Stock code: **MES**
- Corporate governance model: General Meeting of Shareholders, Board of Management, Board of Supervisors and General Director
- Regarding the implementation of internal audit function: Not yet implemented.

**I. Activities of the General Meeting of Shareholders:**

Information on meetings and Resolutions/Decisions of the General Meeting of Shareholders

No.	Resolution/ Decision number	Date	Contents
1	14/2025/NQ- ĐHĐCĐ	18/4/2025	<ul style="list-style-type: none"><li>- Resolution 01: Approval of the Board of Management' Report on 2024 activities and 2025 tasks and directions.</li><li>- Resolution 02: Approval of the Board of Supervisors's Monitoring Report in 2025.</li><li>- Resolution 03: Approval of the Executive Board's Report on 2024 business performance and 2025 business plan.</li><li>- Resolution 04: Approval of the audited 2024 financial report according to the report No. 03/2025/TTr-HĐQT dated March 17, 2025.</li><li>- Resolution 05: Approval of the report No. 04/2025/TTr-HĐQT dated March 17, 2025 on reporting 2024 business performance and 2025 business plan.</li><li>- Resolution 06: Approval of Report No. 05/2025/TTr-HĐQT dated March 17, 2025 on the plan for distributing after-tax profits in 2024.</li><li>- Resolution 07: Approval of Report No. 06/2025/TTr-HĐQT dated March 17, 2025 on the plan for paying</li></ul>



No.	Resolution/ Decision number	Date	Contents
			remuneration to members of the Board of Management and the Board of Supervisors of the Company in 2025. - Resolution 08: Approval of Report No. 07/2025/TTr-BKS dated March 17, 2025 on the selection of an independent auditing company to audit the Company's 2025 Financial Statements. - Resolution 09: Approval of Report No. 08/2025/TTr-HĐQT dated March 17, 2025 on authorizing the Board of Management of the Company to carry out procedures for divestment of state capital invested by the Hanoi People's Committee for the period up to the end of 2025. - Resolution 10: Approval of Report No. 09/2025/TTr-HĐQT dated March 17, 2025 on authorizing the Board of Management of the Company to carry out tasks related to office swapping.

## II. Board of Management (Report for the first 6 months of 2025):

### 1. Information about members of the Board of Management:

No.	Board Member	Position/(independent board member, non-executive board member)	Date of commencement/cease as a member of the Board of Management/Independent Board of Management	
			Date of appointment	Date of removal
1	Cao Tien Dung	Chairman	10/10/2022	
2	To Huu Chung	Board member	10/10/2022	
3	Tran Minh Cuong	Board member	10/10/2022	

### 2. Board of Management Meetings

No.	Board Member	Number of Board of Management Meetings Attended	Meeting Attendance Rate	Reasons for Not Attending Meetings
1	Cao Tien Dung - Chairman of the Board of Management	19	100%	
2	To Huu Chung - Board of Management Member	19	100%	
3	Tran Minh Cuong- Board of Management Member	19	100%	

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

- Regularly direct and supervise the Board of General Directors of the Company in implementing production and business plans to achieve the set goals.
- Inspect and supervise the implementation of the Company's projects.
- Inspect the implementation and compliance with the provisions of the Law on Enterprises, the Company's Charter and current legal provisions.

4. Activities of subcommittees under the Board of Management (if any): None

5. Resolutions and Decisions of the Board of Management (Report for the first 6 months of 2025):

No.	Resolution, Decision No.	Date	Contents	Pass Rate
1	01/2025/NQ-HĐQT	17/01/2025	Resolution on Considering the development of the 2025 Salary Payment Plan and Additional Salary Payment for officers and employees on the occasion of the Lunar New Year of At Ty - 2025.	100%
2	01.1/2025/NQ-HĐQT	03/02/2025	Resolution on Considering the 2024 Financial Statement data prepared by the Finance and Accounting Department and provided to the auditing unit - MOORE AISC Auditing And Informatics Services Company Limited - to perform the 2024 financial statement audit	100%
3	02.1/2025/NQ-HĐQT	10/02/2025	On reviewing the contents for the Company's capital representative at Sai Dong Land Joint Stock Company to vote at the meeting of the Board of Management of Sai Dong Land Joint Stock Company	100%
4	02/2025/NQ-HĐQT	10/02/2025	Resolution on Approving the plan to organize the 2025 Annual General Meeting of Shareholders	100%
5	02.2/2025/NQ-HĐQT	19/2/2025	Resolution on Approving the plan to organize the 2025 Annual General Meeting of Shareholders of the Company	100%
6	02.3/2025/NQ-HĐQT	28/2/2025	Resolution on Considering the plan to pay monthly salaries to officers and employees of the Company in February of 2025; Reviewing the preparation work for the organization of the company's 2025 Annual General Meeting of Shareholders	100%
7	03.1/2025/TTr - HĐQT	10/3/2025	On reviewing the audited 2024 Financial Statements; Considering hiring a consulting unit to organize the 2025 Annual General Meeting of Shareholders	100%
8	11.1/2025/NQ-HĐQT	18/3/2025	On agreeing on working content with Song Hong Joint Stock Company	100%
9	11.2/2025/NQ-HĐQT	18/3/2025	On approving the implementation of the work of making estimates of costs for transferring state capital invested in the	100%



No.	Resolution, Decision No.	Date	Contents	Pass Rate
			Mechanical Engineering Service Joint Stock Company	
10	11.3/2025/NQ-HĐQT	24/3/2025	On reviewing the approval of the 2024 Annual Report of the Mechanical Engineering Service Joint Stock Company	100%
11	11.4/2025/NQ-HĐQT	24/3/2025	On reviewing the signing a contract with the unit performing the work of consulting on the transfer of state capital invested in the Mechanical Engineering Service Joint Stock Company	100%
12	12.1/2025/NQ-HĐQT	28/03/2025	On approving the establishment and development of the company's salary scale and payroll	100%
13	12.2/2025/NQ-HĐQT	03/04/2025	On reviewing the cost of transferring state capital at the Mechanical Engineering Service Joint Stock Company prepared by the consulting unit	100%
14	12.3/2025/NQ-HĐQT	14/04/2025	On agreeing on the 1st Quarter 2025 Financial Statements prepared by the Finance and Accounting Department and assigning the Finance and Administrative Department to be in charge of operating	100%
15	14.1/2025/NQ-HĐQT	26/04/2025	Additional salary payments for officers and employees on the occasion of the 50th anniversary of the country's reunification (April 30, 1975 - April 30, 2025) and International Labor Day, May 1.	100%
16	14.2/2025/NQ-HĐQT	15/05/2025	Minutes of the Board of Management meeting on Reviewing the contents and authorizing the capital representative of Sai Dong Land JSC to vote at the meeting of the Board of Management of Sai Dong Land Company on May 16, 2025	100%
17	15/2025/NQ-HĐQT	05/06/2025	On selecting the unit to perform the work of Reviewing the semi-annual financial statements and Auditing the financial statements of the Company for the fiscal year ending December 31, 2025	100%
18	15.1/2025/NQ-HĐQT	12/06/2025	On reviewing selection of a unit to perform consulting work on the transfer of the right to purchase shares issued by Sai Dong Land Joint Stock Company	100%
19	15.2/2025/NQ-HĐQT	18/06/2025	On reviewing selection of a unit to advise on the valuation of the right to purchase shares issued by Sai Dong Land Joint Stock Company	100%

### III. Board of Supervisors (Report for the first 6 months of 2025)

#### 1. Information about Board of Supervisors members:

No.	Member of the Board of Supervisors	Position	Date of commencement/cease as a member of the Board of Supervisors	Professional qualifications
1	Tran Minh Duc	Head of Board of Supervisors	10/10/2022	Bachelor of Economics
2	Nguyen Thi Minh Giang	Member	10/10/2022	Bachelor
3	Ngo Trong Tuan	Member	10/10/2022	Engineer

## 2. Board of Supervisors meeting

No.	Member of the Board of Supervisors	Number of meetings attended	Meeting attendance rate	Voting rate	Reason for not attending meeting
1	Tran Minh Duc - Head of the Board of Supervisors	2	100%	100%	
2	Nguyen Thi Minh Giang - Member of the Board of Supervisors	2	100%	100%	
3	Ngo Trong Tuan - Member of the Board of Supervisors	2	100%	100%	

3. Supervisory activities of the Board of Supervisors towards the Board of Management, Executive Board and shareholders.

- Supervise the implementation of the Resolutions of the General Meeting of Shareholders, the Resolutions of the Board of Management, the Company Charter and documents of the Company's Board of Management.

- Review the implementation and progress of projects in the investment phase.

- Review quarterly and annual financial statements and make timely recommendations on related issues.

4. Coordination of activities between the Board of Supervisors and the Board of Management, the Executive Board and other management staff.

- Review the appropriateness of decisions of the Board of Management and the Board of general directors;

- Monitor the Board of general directors in implementing the auditor's recommendations.

5. Other activities of the Board of Supervisors: None

## IV. Executive Board

No.	Board Member	Date of birth	Qualification	Date of appointment/removal of Executive Board members/
1	Mr. Cao Tien Dung - Operations Manager	15/01/1978	Master of Civil Engineering	Appointment date 10/10/2022



2	Mr. To Huu Chung - Deputy General Director	14/6/1965	Bachelor of Law	Appointment date 10/10/2022
3	Mr. Tran Minh Cuong - Deputy General Director	21/08/1979	Master of Economic Management	Appointment date 10/01/2024

#### V. Chief Accountant

Full Name	Date of birth	Qualifications	Date of appointment/resignation
Ms. Nguyen Thi Van Ha - Chief Accountant	15/3/1971	Bachelor of Economics	Date of appointment 28/12/2023

#### VI. Corporate governance training: No training course attended during the reporting period

#### VII. List of related persons of the Public Company (Report for the first 6 months of 2025) and transactions between related persons of the Company and the Company itself:

##### 1. List of related persons of the Company:

*List of related persons of the Company in Appendix I attached to the Report on the management situation for the first 6 months of 2025.*

##### 2. Transactions between the Company and related persons of the Company; or between the Company and major shareholders, insiders, related persons of insiders;

No.	Name of organization/ individual	Relationship with the company	NSH certificate number, date of issue, place of issue	Head office address, contact address	Time of transaction with the company	Resolution/Decision No. of the General Meeting of Shareholders/Board of management.... Approved	Content, quantity, total transaction value	Note
	None							

##### 3. Transactions between company insiders, related persons of insiders and subsidiaries, companies controlled by the company.

No.	Transaction Executor	Relationship with Insider	Position at the Company	Citizen ID/ Passport Number, Date of Issue, Place of Issue	Address	Name of Subsidiary, Company Controlled by the Company	Time of Transaction	Content, Quantity, Total Value of Transaction	Note
	None								

##### 4. Transactions between the company and other entities: None

4.1. Transactions between the company and companies in which members of the Board of management, members of the Board of Supervisors, Directors (General Directors) and other managers have been and are founding members or members of the Board of management, Directors (General Directors) in the past three (03) years (calculated at the time of preparing the report).

4.2. Transactions between the company and companies in which related persons of members of the Board of management, members of the Board of Supervisors, Directors (General Directors) and other managers are members of the Board of management, Directors (General Directors).

4.3. Other transactions of the company (if any) that may bring material or immaterial benefits to members of the Board of management, members of the Board of Supervisors, Directors (General Directors) and other managers.

**VIII. Stock transactions of insiders and related persons of insiders (Report for the first 6 months of 2025):**

1. List of insiders and related persons of insiders.

*List of insiders and related persons of insiders in Appendix II attached to the Report on the Company's governance situation for the first 6 months of 2025.*

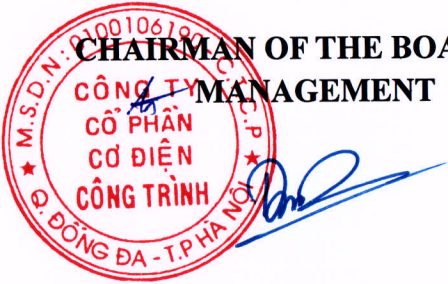
2. Transactions of insiders and related persons on the company's stocks:

No.	Transaction maker	Relationship with insiders	Number of shares owned at the beginning of the period		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	
	None						

**IX. Other matters to note: None**

**Recipients:**

- As above;
- Board of management, Board of Supervisors;
- Website;
- Archived TCHC.



**CHAIRMAN OF THE BOARD OF  
MANAGEMENT**

**Cao Tien Dung**



**Reporting period: First 6 months of 2025**

[illegible]

Ord.	Name of organization/ individual	Securities transaction account (if any)	Position in the company (if any)	NSH Number*, date of issue, place of issue	Head office address/ Contact address	Time is relevant	Time is no longer relevant	Reason	Relevant relationship with the company
	Joint Stock Company								
11	Hanoi City People's Committee								State shareholder, major shareholder

*Note: NSH number\*: Citizen ID card/Passport number (for individuals) or Business Registration Certificate, Operating License or equivalent legal documents (for organizations)*



# REPORT ON CORPORATE GOVERNANCE

Reporting period: First 6 months of 2025

## APPENDIX II. LIST OF INSIDERS AND RELATED PERSONS OF INSIDERS

Ord.	Name	Securities transaction account (if any)	Position in the company/ Relationship	Citizen ID number/Passport, date of issue, place of issue	Contact address	Number of shares owned at the end of the period	Percentage of shares owned at the end of the period	Note
<b>1</b>	<b>Cao Tien Dung</b>		<b>Chairman of the Board</b>			<b>3.100</b>	<b>0.02%</b>	
1.01	Luong Thi Thanh Huong		Wife					
1.02	Cao Tien Luong Huy		Son					
1.03	Cao Thi Huong Linh		Daughter					Small
1.04	Cao Tien Bao		Father					
1.05	Nguyen Thi Thao		Mother					
1.06	Cao Le Anh		Younger sister					
1.07	Luong Huu Quang		Father in law					
1.08	Dang Thi Luan		Mother in law					
1.09	Luong Hong Quan		Younger brother in law					
1.10	Hanoi People's Committee		Mr. Cao Tien Dung is the capital representative of Hanoi People's Committee capital at MES.			18.393.800	98.89%	State shareholder
<b>2</b>	<b>To Huu Chung</b>		<b>Member of Board of management, Deputy General Director of the company</b>			<b>3.400</b>	<b>0.02%</b>	

Ord.	Name	Securities transaction account (if any)	Position in the company/ Relationship	Citizen ID number/Passport, date of issue, place of issue	Contact address	Number of shares owned at the end of the period	Percentage of shares owned at the end of the period	Note
2.01	Phan Thi Thu Luong		Wife					
2.02	To Nu Ngoc Ha		Daughter					
2.03	To Nu Tra Giang		Daughter					
2.04	To Huu Lam		Father					
2.05	Nguyen Thi Phuong Lan		Mother					
2.06	To Huu Khang		Elder brother					
2.07	To Thi Bich Huyen		Elder sister					
2.08	To Huu Toan		Younger brother					
2.09	To Huu Xuan		Younger brother					
2.10	To Thi Ngoc Bich		Younger sister					
2.11	Phan Thanh Thong		Father in law					
2.12	Tran Thi Duc		Mother in law					
2.13	Phan Thi Phuong Hoa		Younger sister in law					
2.14	Phan Thanh Thang		Younger brother in law					
2.15	Phan Thanh Dat		Younger brother in law					
1.10	People's Committee of Hanoi		Mr. To Huu Chung is the representative of the capital of the People's Committee of Hanoi			18.393.800	98.89%	State shareholder



Ord.	Name	Securities transaction account (if any)	Position in the company/ Relationship	Citizen ID number/Passport, date of issue, place of issue	Contact address	Number of shares owned at the end of the period	Percentage of shares owned at the end of the period	Note
3	Tran Minh Cuong		Member of the Board of management, Deputy General Director of the company			3.400	0.02%	
3.01	Tran Van Hung		Father					
3.02	Nguyen Thi Minh Hang		Mother					
3.03	Pham Thi Thom		Mother in law					
3.04	Duong Thi Hong		Wife					
3.05	Duong Hai Yen		Sister in law					
3.06	Duong Thi Van		Younger brother in law					
3.07	Duong Duy Thanh		Elder brother in law					
3.08	Tran Duc Bao		Son					Small
3.09	Tran Chau Anh		Daughter					Small
3.10	People's Committee of Hanoi		Mr. Tran Minh Cuong is the representative of Hanoi People's Committee capital at MES			18.393.800	98.89%	State shareholder
4	Tran Minh Duc		Head of the Board of supervisors			4.300	0.02%	
4.01	Tran Duy Nhat		Father					
4.02	Tran Thi Do		Mother					

Ord.	Name	Securities transaction account (if any)	Position in the company/ Relationship	Citizen ID number/Passport, date of issue, place of issue	Contact address	Number of shares owned at the end of the period	Percentage of shares owned at the end of the period	Note
4.03	Tran Van Duy		Elder brother					
4.04	Duong Bao Anh		Wife					
4.05	Tran Hong Anh		Daughter					Small
4.06	Tran Bao Nam		Son					Small
3.09	Tran Chau Anh		Daughter					Small
4.07	Duong Bao An		Father in law					
4.08	Nguyen Thi Minh		Mother in law					
4.09	Duong Bao Chau		Younger brother in law					
4.10	People's Committee of Hanoi		Mr. Tran Minh Cuong is the capital representative of Hanoi People's Committee capital at MES.			18.393.800	98.89%	State shareholder
<b>5</b>	<b>Nguyen Thi Minh Giang</b>		<b>Member of Board of Supervisors</b>			<b>2.100</b>	<b>0.01%</b>	
5.01	Nguyen Van Loc		Father					Dead
5.02	Nguyen Thi Mai		Mother					
5.03	Nguyen Thi Tu Linh		Elder sister					
5.04	Nguyen Thi Tu Tam		Elder sister					
5.05	Pham Thanh Nam		Husband					
5.06	Pham Khanh Chi		Daughter					Small



Ord.	Name	Securities transaction account (if any)	Position in the company/ Relationship	Citizen ID number/Passport, date of issue, place of issue	Contact address	Number of shares owned at the end of the period	Percentage of shares owned at the end of the period	Note
5.07	Pham Anh Duy		Son					Small
5.08	Pham Huu Hiep		Father in law					
5.09	Doan Thi Vinh		Mother in law					
5.10	Pham Thanh Sem		Elder brother in law					
6	<b>Ngo Trong Tuan</b>		<b>Member of Board of Supervisors</b>			<b>2.300</b>	<b>0.01%</b>	
6.01	Ngo Trong Tan		Father					
6.02	Nguyen Thi Hanh		Mother					
6.03	Pham Bich Lien		Wife					
6.04	Ngo Diep Phuong		Daughter					Small
5.06	Pham Khanh Chi		Daughter					Small
6.05	Pham Van Tien		Father in law					
6.06	Nguyen Thi Song Loan		Mother in law					
6.07	Pham Ngoc Tuan		Younger brother in law					
7	<b>Nguyen Thi Van Ha</b>		<b>Chief Accountant</b>			<b>2.500</b>	<b>0.01%</b>	
7.01	Hoang Tuan		Husband					Dead
7.02	Hoang Tung		Son					
7.03	Do Mai Chi		Daughter in law					



Ord.	Name	Securities transaction account (if any)	Position in the company/ Relationship	Citizen ID number/Passport, date of issue, place of issue	Contact address	Number of shares owned at the end of the period	Percentage of shares owned at the end of the period	Note
7.04	Nguyen Van Nhuan		Father					
7.05	Pham Thi Thieu		Mother					
7.06	Nguyen Son Hai		Younger brother					
7.07	Nguyen Thi Thanh Hoa		Younger sister					
7.08	Nguyen Thi Thanh Huong		Younger sister					
7.09	Nguyen Thi Thanh Huyen		Younger sister					
7.10	Hoang Hong		Father in law					Dead
7.11	Tran Thi Nhi		Mother in law					
7.12	Hoang Anh		Elder brother in law					
7.13	Hoang Thi Yen		Elder sister in law					
8	<b>Le Quang Thai</b>		<b>Company administrator</b>			<b>1.800</b>	<b>0.01%</b>	
8.01	Nguyen Thi Thuy Ngan		Wife					
8.02	Le Quang Minh		Son					
8.03	Le Quang Bieng		Father					
8.04	Le Thi Yen		Mother					
8.05	Nguyen Thi Thuy		Mother in law					
8.06	Le Thi Thu Ha		Younger sister					



Ord.	Name	Securities transaction account (if any)	Position in the company/ Relationship	Citizen ID number/Passport, date of issue, place of issue	Contact address	Number of shares owned at the end of the period	Percentage of shares owned at the end of the period	Note
8.07	Le Quang Thinh		Younger brother					
8.08	Nguyen Quoc Khanh		Elder brother in law					
9	Trade Union of Mechanical Engineering Service Joint Stock Company		Political and social organization of public companies			1.000	0.005%	