



VINACAP KIM LONG JSC

SOCIALIST REPUBLIC OF VIETNAM
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Hanoi, January 15, 2026

GOVERNANCE REPORT
VINACAP KIM LONG JOINT STOCK COMPANY
Year 2025

To: - **State Securities Commission**
 - **Hanoi Stock Exchange**

(Issued together with Circular No. 96/2020/TT-BTC dated November 16, 2020 of the Ministry of Finance guiding the disclosure of information on the stock market)

- Public Company Name : **VINACAP KIM LONG JOINT STOCK COMPANY**
- Head Office Address : Doc Van, Phu Dong Commune, Hanoi City
- HN Office : 2nd Floor, No. 166 Tran Vy Street, Phu Dien, Hanoi
- Telephone : (024) 3537 7989 - Fax : (024) 3537 7988
- Email : tamnh@vinacap.vn
- Charter capital : 156,000,000,000 VND equivalent to 15,600,000 shares
- Stock code (if any): VTE
- Corporate governance model:
 - + General Meeting of Shareholders
 - + Board of Directors
 - + Supervisory Board
 - + Board of Directors: General Director and Deputy General Director
 - + Regarding the performance of the internal audit function: Implemented

I. Activities of the General Meeting of Shareholders

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



TT	Number of Resolutions/Decisions	Date	Contents
1	01/25/BB - General Meeting of Shareholders	05/04/2025	Minutes of the 2025 Annual General Meeting of Shareholders
2	02/25/NQ-AGM	05/04/2025	Resolution of the 2025 Annual General Meeting of Shareholders

II. Activities of the Board of Directors (2025 Report):

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

TT	Member of the Board of Directors	Position	Start Date/No Trigger as a Member of the Board of Directors	
			Appointment Date	Date of dismissal
1	Mr. Ngo Hoang Phuong	Chairman	07/03/2022	
2	Mr. Ngo Huu Tam	Member - General Director of VINACAP	07/03/2022	
3	Mr. Nguyen Thanh Hai	Commissioner (VNPT Capital Representative)	07/03/2022	05/04/2025
4	Mr. Hoang Van Loi	Commissioner (VNPT Capital Representative)	05/04/2025	

2. Board Meetings

TT	Member of the Board of Directors	Number of TV sessions attended by the Board of Directors	Meeting Attendance Rate	Reasons for not attending the meeting
1	Mr. Ngo Hoang Phuong	4/4	100%	-
2	Mr. Ngo Huu Tam	4/4	100%	
3	Mr. Nguyen Thanh Hai	0/4	0%	Busy working without authorization
4	Mr. Hoang Van Loi	4/4	100%	

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

- Promulgating Resolutions and Decisions to promptly direct and create favorable conditions for the Board of Directors to perform production and business tasks according to the resolution of the General Meeting of Shareholders in 2025
- On the basis of the provisions of the law, the Company's Charter, the Company's internal regulations, the executive apparatus and assistants in the Company always show the spirit of effort, coordination and timely and effective advice to the Board of Directors and the Board of Directors in performing their tasks.
- Organizing and effectively implementing the Resolution of the General Meeting of Shareholders, the Executive Board of Directors has completed the preparation of the Company's financial statements, signed a contract to audit the financial statements in 2025 with AASC Auditing Firm Co., Ltd. and disclosed information as prescribed.
- Supervise the activities of the Board of Directors and departments to implement the resolutions of the Board of Directors.

4. Activities of subcommittees under the Board of Directors:

Assisting the Board of Directors is 01 Company Secretary with duties including:

- Organizing meetings of the Board of Directors, the Control Board and the General Meeting of Shareholders under the orders of the Chairman of the Board of Directors or the Control Board;
- Make minutes of meetings;
- Advising on the procedure of meetings;
- Provide financial information, copies of minutes of meetings of the Board of Directors and other information to members of the Board of Directors and the Supervisory Board.
- The company secretary is responsible for keeping information confidential in accordance with the provisions of law and the company's charter.

5. Board Resolutions/Decisions (2025 Report)

Date	Number of Documents	Contents
05/03/2025	01/25/NQ-HDQT	<ul style="list-style-type: none"> - Record the report on the evaluation of the implementation of the Annual General Meeting of Shareholders in 2025 and record the production and business results in the first 2 months of 2025: - Appointment of Mr. Tran Van Quy as Deputy General Director - Approving the overall factory upgrade scheme for use and lease - Agree not to develop a plan for the 2025-2029 period - Approving the plan to organize the 2025 Annual General Meeting of Shareholders
15/05/2025	01/25/QD-HDQT	<ul style="list-style-type: none"> - Recording business results in the first 4 months of 2025 - Recognition of the results of working with key customers - Acknowledging the Planning of Gia Lam District and Adjusting the project of renovation and upgrading of factories in accordance with the general planning of Gia Lam District - Approval of investment projects on electric cable production lines
28/05/2025	29/25/QD-HDQT	<ul style="list-style-type: none"> - Decision on selection of financial statement auditing unit in 2025
15/09/2025	03/25/NQ-HDQT	<ul style="list-style-type: none"> - Recording the results of production and business activities 08 First Month 2025 - Acknowledging the reasons for the delay in the progress of the implementation works - Acknowledging the investment and production – business orientation by the end of 2025 of the Board of Directors - Approval of rooftop solar power investment projects

III. Supervisory Board:

1. Information about members of the Supervisory Board

TT	Member of the Supervisory Board	Position	Date of start/no longer being a member of the Board of Directors	Qualifications
1	Mr. Pham Van Ninh	Head of Department	Re-appointment 07/03/2022	Bachelor's degree

TT	Member of the Supervisory Board	Position	Date of start/no longer being a member of the Board of Directors	Qualifications
2	Mr. Dinh Quang Huu	Members	Re-appointment 07/03/2022	Master's
3	Mr . Vu Hoang Cong	Members	Re-appointment 07/03/2022	Bachelor's degree

2. Meeting of the Supervisory Board

TT	Member of the Supervisory Board	Number of meetings attended by the Board of Directors	Meeting Attendance Rate	Reasons for not attending the meeting
1	Mr. Pham Van Ninh	4/4	100%	
2	Mr. Dinh Quang Huu	1/4	25%	
3	Mr . Vu Hoang Cong	2/4	50%	

3. Supervisory activities of the Supervisory Board of Directors, the Board of Directors and shareholders:

- Consider the legality, order and procedures for promulgating Resolutions and Decisions of the Board of Directors and the Board of Directors in accordance with the provisions of law; Charter and Regulations of the Company.
- Examine the implementation of financial plans and business plans approved by the 2025 General Meeting of Shareholders.
- Inspect and supervise the implementation and results of the implementation of the Resolution of the Annual General Meeting of Shareholders in 2025 for the Board of Directors and the Board of Directors,
- Consider and appraise financial statements for the first 5 months of 2025.

4. The coordination of activities between the Supervisory Board for the activities of the Board of Directors, the Board of Directors and other managers:

- In 2025, the Supervisory Board has received coordination from the Board of Directors, the Board of Directors and the managers of the units such as providing necessary reports and documents for inspection and supervision.

- At meetings chaired by the Chairman of the Board of Directors, the Supervisory Board is invited to attend to ensure that the Company's activities are appropriate and meet the interests of shareholders.

IV. Board of Directors

STT	Member of the Board of Directors	Date of birth	Qualifications	Date of appointment/ dismissal of members of the Board of Directors
1	Mr. Ngo Huu Tam	24/09/1981	Master of Business Administration	07/03/2022
2	Mr. Tran Van Quy	11/07/1983	Bachelor's degree	05/03/2025
3	Mr. Hoang Van Loi	21/06/1973	Engineer/Bachelor	27/08/2022

V. Chief Accountant

Full name	Date of birth	Professional qualifications	Appointment Date
Ngo Thi Hieu	11/04/1991	Bachelor of Accounting	01/04/2025

VI. Training on corporate governance:

Training courses on corporate governance that members of the Board of Directors, members of the Supervisory Board, Executive Director (General Director), other managers and company secretaries have participated in in accordance with the regulations on corporate governance: Yes

VII. List of Public Company Related Persons (2025 Report) and the company's related transactions with the company itself:

- List of relevant persons of the company: According to the attached list.
- Transactions between the company and its related persons; or between the company and major shareholders, internal persons, related persons of internal persons: No
- Transactions between insiders of listed companies, related persons of insiders and subsidiaries or companies controlled by listed companies: No
- Transactions between the company and other entities: No
- Transactions between companies and companies operated by members of the Board of Directors, members of the Control Board, Director (General Director) who have been founding members or members of the Board of Directors, Director (General Director) in the past three (03) years (counting at the time of making the report): None

- Transactions between companies and companies operated by related persons of members of the Board of Directors, members of the Supervisory Board, Director (General Director) who are members of the Board of Directors, Director (General Director) operate: No

- Other transactions of the company (if any) that may bring material or non-material benefits to members of the Board of Directors, members of the Supervisory Board, Director (General Director) to operate: No

VIII. Trading of shares of insiders and related persons of insiders

- List of insiders and related persons of internal persons (according to the attached file)
- Transactions of insiders and related persons on shares of listed companies: No

IX. Other issues to note: No

Recipients

- As above;
- Save the Board of Directors;
- Supervisory Board of the Company (B/c);
- Save the company secretary.

BH. BOARD



CHỦ TỊCH HỘI ĐỒNG QUẢN TRỊ
Ngô Hoàng Phương

LIST OF NNB/NCLQ

STT	Mã CK	Full name	Position at the company	Relationship with insiders	Type of NSH Paper	NSH Paper	Date of Issue
Number(10)	Varchar(10)	Varchar(50)	Varchar(100)	Varchar(100)	Integer (CCCC; Passport; Business License)	Varchar(30)	Date (dd/mm/yyyy)
1	091C265581	Ngo Hoang Phuong	Chairman of the Board of Directors	Father	CCCC	38073005581	30/10/2018
2		Ngo Binh		Birth mother (deceased)			Failure to provide CCCC
3		Ngo Thi Thanh Ngo		Wife			Failure to provide CCCC
4	9844	Nguyen Thanh Ha		With			Failure to provide CCCC
5	058C120041	Ngo Phuc Lam		Children			Failure to provide CCCC
6	1971546	Ngo Nguyen Vu		England			Failure to provide CCCC
7		Ngo Bac Muoi		Sister-in-law			Failure to provide CCCC
8		Nguyen Thi Huê		Sister-in-law			Failure to provide CCCC
9	009C010946	Nguyen Phuong Lien		Sister-in-law			Failure to provide CCCC
10		Pham Van Trung Kien		Brother-in-law			Failure to provide CCCC
11	005C0029241	Ngo Hong Quang		Brother			Failure to provide CCCC
12		Hoang Yen		Sister-in-law			Failure to provide CCCC
12		Nguyen Thanh Hai	Board Members		CCCC	10021974	10/02/1974
13		Nguyen Van Xu		Father			Failure to provide CCCC
14		Do Phuong Nga		Wife			Failure to provide CCCC
15		Nguyen Hai Long		Children			Failure to provide CCCC
16		Nguyen Do Phuong Nguyen		Children			Failure to provide CCCC
17		Nguyen Thi Hai Bac		Children			Failure to provide CCCC
18		Ngo Huu Tam	Legal representative		CCCC	38081000007	06/12/2012
19		Ngo Van At		Dad			Failure to provide CCCC
20		Nguyen Thi Nham		Mother			Failure to provide CCCC
21		Ngo Van Thanh		In	CCCC	38083000061	
22		Hoang Thi Thuy		Wife	CCCC	38181008433	
23		Ngo Hoang Bach		With			Failure to provide CCCC
24	026CH28956 VPS	Hoang Van Loi	Deputy General Director, Member of the Board of Directors		CCCC	31073002322	22/11/2021
25		Dinh Thi Thu Huong		Wife	CCCC	31176012438	05/10/2021
26		Hoang Thi Bang An		With	CCCC	1301016038	22/11/2021
27		Hoang Duc Phan		With	CCCC	1207038387	22/11/2021
28		Pham Van Ninh	Head of Supervisory Board		CCCC	36075000078	10/05/2021
29		Pham Van Phu		With			Failure to provide CCCC
30		Vu Thi Nuan		Sister			Failure to provide CCCC
31		Hoang Thi Bich Ngoc		Wife			Failure to provide CCCC
32		Pham Ha Phuong		Sister			Failure to provide CCCC
33		Pham Ha Chi		Sister			Failure to provide CCCC
34		Pham Thi Voc		Sister			Failure to provide CCCC
35		Pham Ngoc Tuyen		Brother			Failure to provide CCCC
36		Pham Thi Nhieu		Em (Deceased)			Failure to provide CCCC
37		Pham Thi Nhung		Brother			Failure to provide CCCC
38		Pham Thi Ngoan		Brother			Failure to provide CCCC
39		Pham Van Giang		Children			Failure to provide CCCC
40		Pham Van Thang		Sister			Failure to provide CCCC
41	058C507398	Dinh Quang Huu	Member of the Supervisory Board	England	CCCC	20073000017	24/07/2021
42		Dinh Van Lan		Dad (Deceased)			Failure to provide CCCC
43		Tran Thi Quy		Mother	CCCC	35147004589	27/09/2021

44	058C531455	Tran Thi Dong		Wife	CCCD	34175001890	24/07/2021
45	058C280601	Dinh Hoang Viet Dung		With	CCCD	1201004369	04/03/2021
46		Dinh Thi Ha Phuong		With	CCCD	1309017931	14/04/2023
47		Dinh Cao Son		England	Passport	C3X7XH09T	
48		Dinh Thi Thuy		Sister	CCCD	37171001618	19/02/2022
49		Dinh Chi Tinh		In	Passport	N1876189	18/09/2017
50		Dinh Thi Anh Que		In	CCCD	37187007836	25/04/2021
51	7458881	Vu Hoang Cong	Member of the Supervisory Board	Wife	CCCD	2008400148	14/09/2021
52	19988	Tran Thi Thanh Huyen		Wife	CCCD	34184025726	07/05/2022
53		Vu Van Nhan		Father	CCCD	36058000192	10/05/2021
54		Pham Thi Lien		Mother	CCCD	37160009096	22/11/2021
55		Tran Van Ha		Father-in-law (Deceased)			Failure to provide CCCD
56		Nguyen Thi Ly		Mother-in-law	CCCD	34158005614	31/08/2021
57		Vu Thi Hoang Ngan		Biological children			Failure to provide CCCD
58		Vu Hoang Son Tuan		Biological children			Failure to provide CCCD
59		Lai Thi Hong Trang		Sister-in-law	CCCD	36187000675	23/07/2021
60		Ngo Thi Hieu	Chief Accountant		CCCD	38191004874	17/06/2022
61		Nguyen Duc Anh		Husband	CCCD	38087000230	17/06/2022
62		Ngo Ngoc Thuc		Father	CCCD	38060034352	08/10/2021
63		Ngo Thi Nhung		Mother	CCCD	38160028491	08/10/2021
64		Nguyen Chi Dung		Father-in-law	CCCD	38059006046	08/11/2021
65		Le Thi Huong		Mother-in-law	CCCD	38163029882	28/09/2021
66		Ngo Ngoc Trung		Brother	CCCD	38087034875	08/10/2021
67		Nguyen Thi Ngoc		Sister-in-law	CCCD	38191025834	28/09/2021
68		Nguyen Chi Cuong		Brother-in-law	CCCD	38094014739	28/09/2021
69		Le Huyen Trang		Sister-in-law	CCCD	38194031121	08/11/2021
70		Nguyen Duc Minh		Offspring			Failure to provide CCCD
71		Nguyen Đức Phúc		Offspring			Failure to provide CCCD
78		Nguyen Thi Mai		Mother-in-law	CCCD	1148014806	Failure to provide CCCD
79	058C220612	Nguyen Dinh Hieu	Company Secretary		CCCD	31081007230	19/04/2021
80		Nguyen Thi Sam		Wife	CCCD	30184000001	19/04/2021
81		Nguyen Minh Khuê		With			Failure to provide CCCD
82		Nguyen Minh Tam		Children			Failure to provide CCCD
83		Nguyen Dinh Nhung		Father			Failure to provide CCCD
84		Dao Thi Be		Mother			Failure to provide CCCD
85		Nguyen Thi Hao		Sister			Failure to provide CCCD

BH. BOARD



CHỦ TỊCH HỘI ĐỒNG QUẢN TRỊ

Ngô Hoàng Phương