

No: 01/2026/ BCQT – HC3

*Hai Phong, January 28<sup>th</sup> 2026*

**REPORT ON CORPORATE GOVERNANCE**  
**(Year: 2025)**

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

- Name of company: Hai Phong Construction Joint-Stock Corporation No.3
- Address of head office: 3<sup>rd</sup> floor, HTower II building, No 195 Van Cao, Gia Vien ward, Hai Phong city
- Telephone: 0225.3849481 Fax: 0225.3840314 Email: [haco3vn@gmail.com](mailto:haco3vn@gmail.com)
- Charter capital: 206.857.170.000 VND
- Stock symbol: HC3
- Governance model: General Meeting of Shareholders, Board of Directors, Board of Supervisors, General Director
- The implementation of internal audit: Implemented

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

Information on meetings, resolutions and decisions of the General Meeting of Shareholders (including the resolutions of the General Meeting of Shareholders approved in the form of written comments):

No	Resolution/ Decision No.	Date	Content
1	01/2025/NQ-ĐHĐCĐ	May 06 <sup>th</sup> 2025	<ul style="list-style-type: none"><li>- Approval of the Board of Directors activity report and the Board of Supervisor's activity report in 2024</li><li>- Approval of the Audited Financial Statements and Consolidated Financial Statements in 2024</li><li>- Approval of business results, profit distribution and dividend payment in 2024, financial targets in 2025 and other issues</li><li>- Approval of dividend payment plan in 2024</li><li>- Approval of remuneration for the Board of Directors and the Board of Supervisors in 2024 and plan in 2025</li><li>- Approval of authorizing the Board of Directors to decide on selecting an auditing firm for the audit of the Financial Statements in 2025 and assigning the General Director to sign the auditing contract.</li></ul>





## II. Board of Directors

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

No	Member of the BOD	Position	The date becoming to be the member of the BOD	Number of meetings attended by the BOD	Attendance rate	Reason for not absence/ Notes
1	Mr. Phạm Kỳ Hưng	Chairman	December 11 <sup>th</sup> 2002	8/8	100%	
2	Mr. Phạm Đức Duy	Vice Chairman	April 11 <sup>th</sup> 2017	8/8	100%	
3	Ms. Nguyễn Thị Thúy	Member	April 25 <sup>th</sup> 2008	7/8	87%	Not in Hai Phong on the scheduled meeting date
4	Ms. Bùi Thị Ngọc Anh	Member	June 6 <sup>th</sup> 2023	8/8	100%	
5	Ms. Đào Thanh Bình	Member	June 6 <sup>th</sup> 2023	8/8	100%	

### 2. Supervising the Board of Management by the Board of Directors:

- Regularly monitor the Board of Management in implementing the Resolutions and Decisions of the General Meeting of Shareholders (GMS) and the Board of Directors.
- Supervise the management of the Company's finance, capital and assets; oversee risk management, senior executive personnel matters, and the development, issuance and implementation of internal regulations under the authority of the Board of Management.
- Check the implementation and compliance with the provisions of the Enterprise Law, the Company Charter, the Corporate Governance Regulations and the provisions of current Law.
- Direct the Company's production and business activities. Issue solutions, provide timely direction and regularly monitor the Company's Board of Management in implementation to achieve the set goals.
- Check and supervise the implementation of the Company's investment projects.
- Convene regular quarterly meeting to review and evaluate the company's operations; and convene additional meetings as required when matters requiring resolution arise.
- Successfully organized the 2025 Annual General Meeting of Shareholders.

3. Activities of the Board of Directors's subcommittees: Currently, the Board of Directors has not established any subcommittees. The Board of Directors is advised by the secretariat and specialized departments in relevant areas.

### 4. Resolutions/Decisions of the Board of Directors

No	Resolution/ Decision No	Date	Content
	<b>Resolution</b>		
1	01/2025/NQ-HĐQT	March 08 <sup>th</sup> 2025	Approval of extension of time for holding the 2025 Annual General Meeting of Shareholders
2	02/2025/NQ-HĐQT	May 08 <sup>th</sup> 2025	Payment of cash dividend – Second installment in 2024



3	03/2025/NQ-HĐQT	October 11 <sup>th</sup> 2025	Appointment of Person in charge of Corporate Governance of Hai Phong Construction Joint-Stock Corporation No.3
4	04/2025/NQ-HĐQT	October 11 <sup>th</sup> 2025	Appointment of General Director of Hai Phong Construction Joint-Stock Corporation No.3
5	05/2025/NQ-HĐQT	December 15 <sup>th</sup> 2025	Payment of interim cash dividend – First installment in 2025
<b>Decision</b>			
1	01/2025/QĐ-HĐQT	March 14 <sup>th</sup> 2025	Decision on the record date, time and venue of the 2025 Annual General Meeting of Shareholders
2	02/2025/QĐ-HĐQT	June 06 <sup>th</sup> 2025	Payment of cash dividend - Second installment in 2024
3	03/2025/QĐ-HĐQT	August 06 <sup>th</sup> 2025	Termination of Labour contract and dismissal from the position of General Director for Retirement of Ms. Nguyen Thi Thuy
4	04/2025/QĐ-HĐQT	October 11 <sup>th</sup> 2025	Appointment of Person in charge of Corporate Governance of Hai Phong Construction Joint-Stock Corporation No.3
5	05/2025/QĐ-HĐQT	October 11 <sup>th</sup> 2025	Appointment of General Director of Hai Phong Construction Joint-Stock Corporation No.3

### III. Board of Supervisors

#### 1. Information about the member of the Board of Supervisors (BOS)

No	Members of the Board of Supervisors	Position	The date becoming to be the member of the Board of Supervisors	Number of meetings attended by the Board of Supervisors	Attendance rate	Reason for absence/ Notes
1	Mr. Nguyễn Hoàng Hiệp	Head of the Board of Supervisors	June 6 <sup>th</sup> 2023	3/3	100%	
2	Ms. Nguyễn Thị Minh Thu	Member	April 11 <sup>th</sup> 2017	3/3	100%	
3	Ms. Trần Hồng Vân	Member	April 14 <sup>th</sup> 2020	3/3	100%	

#### 2. Supervising Board of Directors, Board of Management and shareholders by Board of Supervisors

- Supervise the implementation of Resolutions of the General Meeting of Shareholders, Resolutions



of the Board of Directors, the Company Charter and documents of the Company's Board of Directors.

- Supervise compliance with laws, transparency, and effectiveness in the management and administration of the Board Directors and the Board of Management.
- Supervise financial and accounting activities, tax obligations, investment activities, and financial investments.
- Review the implementation and progress of construction projects in the investment phase.
- Review the Parent Company's Separate Financial Statements and Consolidated Financial Statements in 2024 and for the first, second and third quarters of 2025. Make timely recommendations on related issues.
- In 2025, representatives of the Board of Supervisors attended 08 meetings of the Board of Directors and regularly supervised and collected information to evaluate the management work of the Board of Directors and the operation of the Board of Management.
- The Board of Supervisors held 03 meetings to evaluate the company's production and business activities, outline the activities of the Board of Supervisors.

3. The coordination between the Supervisory Board and the activities of the Board Directors, Board of Management and other management personnel

- The representative of the Board of Supervisors fully participates in the meetings of the Board Directors and proposes ideas to enhance the Company's operational efficiency.
- Before each meeting, the Board Directors sends meeting documents to the Head of the Board of Supervisors. After each meeting, the Board Directors sends minutes and resolutions (if any) to the Head of the Board of Supervisors.
- Access information to serve regular monitoring, collect information to serve the evaluation of the management work of the Board Directors and the operation of the Board of Management.

4. Other activities of the Board of Supervisors

- Participate in activities as required by the company's business and production operations, in accordance with the functions and duties of each member of the Board of Supervisors.
- Strictly and fully implement reports on control work according to regulations.

#### IV. Board of Directors

No	Member of Board of Directors	Position	Date of birth	Qualifications	Date of appointment/dismissal
1	Ms. Nguyễn Thị Thuý	General Director	December 18 <sup>th</sup> 1968	Master	Reappointed on July 18 <sup>th</sup> 2023 Dismissal from the position of General Director for retirement from November 01 <sup>st</sup> 2025
2	Ms. Bùi Thị Ngọc Anh	Deputy General Director	December 2 <sup>nd</sup> 1985	Master	Appointed on September 14 <sup>th</sup> 2022
		General Director			Appointed on November 01 <sup>st</sup> 2025
3	Mr. Phạm Đức Duy	Deputy General Director	April 16 <sup>th</sup> 1983	Master	Appointed on July 3 <sup>rd</sup> 2018
4	Mr. Bùi Thanh Hải	Deputy General Director	November 1 <sup>st</sup> 1982	Bachelor	Appointed on September 16 <sup>th</sup> 2024



## V. Chief Accountant

No	Full name	Position	Date of birth	Professional qualifications	Date of appointment/dismissal
1	Ms. Luu Thi Phuong	Chief accountant	September 2 <sup>nd</sup> 1978	Bachelor	Appointed on April 21 <sup>st</sup> 2017

## VI. Training courses on corporate governance

Training courses on corporate governance were involved by members of Board of Directors, the Board of Supervisors, Director (General Director), other managers and secretaries in accordance with regulations on corporate governance: Not attended.

## 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:

2. Transactions between the Company and its affiliated persons or between the Company and its major shareholders, internal persons and affiliated persons: *None*

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 Directors, the Board of Supervisors, Director (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, Director (General Director) and other managers as a member of Board of Directors, Directors (General Director of CEO): *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, Director (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: *According to the attached appendix 1*

2. Transactions of internal persons and affiliated persons with shares of the Company: *None*

No	Transaction executor	Relationship with internal persons	Number of shares owned at the beginning of the period		Number of shares owned at the end of the period		Reasons for increasing, decreasing (buying, selling, converting, rewarding...)
			Number of shares	Percentage	Number of shares	Percentage	
1	Dương Thị Ngọc	Sister-in-law of Member of BOD, General Director - Nguyễn Thị Thuý	546.063	2,640%	0	0%	Sell
2	Nguyễn Thị Thuý	Member of BOD, General Director	1.150.403	5,561%	1.696.466	8,201%	Buy

**IX. Other significant issues: None**

CHAIRMAN OF THE BOARD OF MANAGEMENT



**Chủ tịch HĐQT  
PHẠM KỲ HÙNG**

**Recipients:**

- Ha Noi Stock Exchange
- For filling



**APPENDIX 1: THE LIST OF AFFILIATED PERSONS AND  
RELATED PERSONS OF THE COMPANY**

*(Issued with the Report on Corporate Governance No.01/2026/BCQT-HC3 dated 28/01/2026)*

**Stock symbol: HC3**

**Name of company: Hai Phong Construction Joint-Stock Corporation No.3**

No	Stock symbol	Full name	Position	Relationships with affiliated persons	Time the person became an affiliated person/ related person	Notes
1	2	3	4	5	9	10
Text	Text	Text	Text	Text	Date (dd/mm/yyyy)	Text
<b>1</b>	<b>HC3</b>	<b>Phạm Kỳ Hưng</b>	<b>Chairman</b>		12/11/2002	
1.01	HC3	Phạm Thị Kim Thoa		Wife		
1.02	HC3	Phạm Đức Duy		Son		
1.03	HC3	Chu Mai Phương		Daughter in law		
1.04	HC3	Phạm Văn Thành		Father		Dead
1.05	HC3	Nguyễn Thị Thi		Mother		Dead
1.06	HC3	Phạm Khánh		Father in law		Dead
1.07	HC3	Dương Thị Ân		Mother in law		Dead
1.08	HC3	Phạm Thị Bích Nga		Older sister		Dead
1.09	HC3	Phạm Thị Tô Hòa		Older sister		
1.10	HC3	Phạm Thị Kim Thịnh		Younger sister		
1.11	HC3	Phạm Thị Kim Hoa		Younger sister		
1.12	HC3	Phạm Kỳ Hùng		Younger brother		
1.13	HC3	Phạm Thị Bích Thủy		Younger sister		
1.14	HC3	Trần Ngọc Giang		Brother in law		
1.15	HC3	XiaoWenzhi		Brother in law		Not provided
1.16	HC3	Ngô Vũ Vân		Brother in law		
1.17	HC3	Nguyễn Thị Dung		Sister in law		
1.18	HC3	Thanh Hung Joint Stock Company		Mr. Pham Ky Hung is Vice chairman	10/1/2007	
1.19	HC3	GS-HP Sunflower International Village Joint Venture		Mr. Pham Ky Hung is Chairman of the Board of Members	1/15/1997	
<b>2</b>	<b>HC3</b>	<b>Phạm Đức Duy</b>	<b>Vice Chairman</b>		<b>6/7/2023</b>	
<b>2</b>	<b>HC3</b>	<b>Phạm Đức Duy</b>	<b>Deputy General Director</b>		<b>7/3/2018</b>	
2.01	HC3	Chu Mai Phương		Wife		
2.02	HC3	Phạm Gia Hân		Daughter		Still young
2.03	HC3	Phạm Khánh Ngân		Daughter		Still young
2.04	HC3	Phạm Kỳ Hưng		Father		
2.05	HC3	Phạm Thị Kim Thoa		Mother		
2.06	HC3	Chu Tiến Vĩnh		Father in law		
2.07	HC3	Phạm Thị Tiến		Mother in law		
<b>3</b>	<b>HC3</b>	<b>Nguyễn Thị Thúy</b>	<b>Member of Board of Directors</b>		<b>4/25/2008</b>	
<b>3</b>	<b>HC3</b>	<b>Nguyễn Thị Thúy</b>	<b>General Director</b>		<b>7/18/2018</b>	
3.01	HC3	Dương Ngọc Tuấn		Wife		





No	Stock symbol	Full name	Position	Relationships with affiliated persons	Time the person became an affiliated person/ related person	Notes
1	2	3	4	5	9	10
3.02	HC3	Dương Ngọc Tú		Son		
3.03	HC3	Dương Minh Hoàng		Son		
3.04	HC3	Nguyễn Thị Thanh Thủy		Daughter in law		
3.05	HC3	Cô Thị Thu Thủy		Daughter in law		
3.06	HC3	Nguyễn Đình Lâm		Father		Dead
3.07	HC3	Lã Thị Châm		Mother		Dead
3.08	HC3	Dương Ngọc Quang		Father in law		Dead
3.09	HC3	Nguyễn Thị Toan		Mother in law		No ID
3.10	HC3	Nguyễn Đình Hùng		Older brother		Dead
3.11	HC3	Nguyễn Thị Hào		Older sister		
3.12	HC3	Nguyễn Đình Tuấn		Older brother		
3.13	HC3	Nguyễn Đình Dũng		Older brother		
3.14	HC3	Nguyễn Thị Huyền		Older sister		
3.15	HC3	Nguyễn Thị Linh		Older sister		
3.16	HC3	Nguyễn Đình Khánh		Older brother		Dead
3.17	HC3	Nguyễn Thị Bảo		Older sister		
3.18	HC3	Nguyễn Đình Thủy		Older brother		
3.19	HC3	Vương Thị Xuân		Sister in law		
3.20	HC3	Trần Văn Công		Brother in law		
3.21	HC3	Nguyễn Thị Phụng		Sister in law		
3.22	HC3	Phương Thị Doan		Brother in law		
3.23	HC3	Phạm Văn Thông		Brother in law		
3.24	HC3	Đặng Đình Phụng		Brother in law		Dead
3.25	HC3	Nguyễn Thị Hoa		Sister in law		
3.26	HC3	Nguyễn Hồng Lâm		Brother in law		
4	HC3	Bùi Thị Ngọc Anh	Member of Board of Directors		6/6/2023	
4	HC3	Bùi Thị Ngọc Anh	Deputy General Director		9/14/2022	Up to October 31st 2025
4	HC3	Bùi Thị Ngọc Anh	General Director			Appointed on November 01st 2025
4	HC3	Bùi Thị Ngọc Anh	Person in charge of corporate governance			Appointed on October 13th 2025
4.01	HC3	Bùi Ngọc Phương		Father		
4.02	HC3	Lê Thị Thủy		Mother		
4.03	HC3	Nguyễn Văn Bình		Father in law		
4.04	HC3	Nguyễn Thị Mỹ Lợi		Mother in law		
4.05	HC3	Nguyễn Hoàng		Husband		
4.06	HC3	Nguyễn Hoàng Lam Giang		Daughter		Still young
4.07	HC3	Nguyễn Hiền Long		Son		Still young
4.08	HC3	Bùi Ngọc Khôi		Younger brother		
4.09	HC3	Trần Lam Giang		Sister in law		
5	HC3	Bùi Thanh Hải	Deputy General Director			
5.01	HC3	Phạm Thị Toan		Wife		
5.02	HC3	Bùi Quang Minh		Son		Still young



No	Stock symbol	Full name	Position	Relationships with affiliated persons	Time the person became an affiliated person/ related person	Notes
1	2	3	4	5	9	10
5.03	HC3	Bùi Thu Ngân		Daughter		Still young
5.04	HC3	Bùi Đình Chu		Father		Dead
5.05	HC3	Trần Thị Thắm		Mother		
5.06	HC3	Phạm Văn Duẩn		Father in law		Dead
5.07	HC3	Phan Thị Đưa		Mother in law		
5.08	HC3	Bùi Văn Tuấn		Older brother		
5.09	HC3	Bùi Thị Kim Thêu		Younger sister		
5.10	HC3	Trần Thị Liên		Sister in law		
5.11	HC3	Trần Văn Hương		Brother in law		
<b>6</b>	<b>HC3</b>	<b>Đào Thanh Bình</b>	<b>Member of Board of Directors</b>		<b>6/6/2023</b>	
6.01	HC3	Trần Long Khánh		Husband		
6.02	HC3	Trần Quang Bách		Son		Still young
6.03	HC3	Đào Việt Trúc		Father		
6.04	HC3	Đỗ Thị Mai		Mother		
6.05	HC3	Trần Quang Thành		Father in law		Dead
6.06	HC3	Đào Thị Nga		Mother in law		
6.07	HC3	Đào Thanh Nhân		Older sister		
6.08	HC3	Lê Sỹ Tùng		Brother in law		
<b>7</b>	<b>HC3</b>	<b>Lưu Thị Phương</b>	<b>Chief accountant</b>		<b>4/21/2017</b>	
7.01	HC3	Lưu Bá Khả		Father		Dead
7.02	HC3	Phạm Thị Mận		Mother		Not provided
7.03	HC3	Đinh Hữu Thìn		Father in law		Not provided
7.04	HC3	Đinh Thị Táp		Mother in law		Dead
7.05	HC3	Đinh Hữu Hưng		Husband		Not provided
7.06	HC3	Đinh Phương Diệp		Daughter		Still young
7.07	HC3	Đinh Thị Ngân Giang		Daughter		Still young
7.08	HC3	Lưu Thị Thúy Nga		Younger sister		Dead
7.09	HC3	Vũ Xuân Quân		Brother in law		Not provided
<b>8</b>	<b>HC3</b>	<b>Nguyễn Hoàng Hiệp</b>	<b>Head of the Board of Supervisors</b>		<b>6/6/2023</b>	
8.01	HC3	Nguyễn Hoàng Rộng		Father		
8.02	HC3	Hoàng Thị Muộn		Mother		
8.03	HC3	Dương Văn Châu		Father in law		
8.04	HC3	Nguyễn Thị Loan		Mother in law		
8.05	HC3	Nguyễn Hoàng Trường		Older brother		
8.06	HC3	Nguyễn Thị Kim Thanh		Sister in law		
8.07	HC3	Dương Thủy Diệu		Wife		
8.08	HC3	Nguyễn Hoàng Lân		Son		Still young
8.09	HC3	Nguyễn Hoàng Phương Linh		Daughter		Still young
<b>9</b>	<b>HC3</b>	<b>Trần Hồng Vân</b>	<b>Member of Board of Supervisors</b>		<b>4/14/2020</b>	
9.01	HC3	Trần Việt Tiến		Father		
9.02	HC3	Lê Kim Liên		Mother		
9.03	HC3	Phạm Tuấn Anh		Husband		
9.04	HC3	Phạm Trần Nhật Minh		Son		Still young

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No	Stock symbol	Full name	Position	Relationships with affiliated persons	Time the person became an affiliated person/ related person	Notes
1	2	3	4	5	9	10
9.05	HC3	Trần Sơn		Older brother		
9.06	HC3	Đỗ Thị Hằng		Mother in law		
9.07	HC3	Phạm Văn Tuấn		Father in law		Dead
<b>10</b>	<b>HC3</b>	<b>Trần Thị Minh Thu</b>	<b>Member of Board of Supervisors</b>		<b>4/11/2017</b>	
10.01	HC3	Phạm Văn Thắng		Husband		
10.02	HC3	Phạm Thanh Phong		Son		Still young
10.03	HC3	Phạm Trần Bảo Chi		Daughter		Still young
10.04	HC3	Trần Thị Ngân		Mother		
10.05	HC3	Trần Văn Hiền		Father		
10.06	HC3	Trần Mạnh Hà		Older brother		
10.07	HC3	Phùng Thị Nhân		Sister in law		
10.08	HC3	Trần Xuân Đông		younger brother		
10.09	HC3	Đỗ Thị Hiền		Sister in law		
10.10	HC3	Trần Thị Hạnh		Mother in law		
10.11	HC3	Phạm Văn Thái		Father in law		
<b>11</b>	<b>HC3</b>	<b>Chu Phương Mai</b>	<b>Secretary</b>		<b>7/1/2018</b>	
11.01	HC3	Nguyễn Lân		Husband		
11.02	HC3	Nguyễn Khánh Linh		Daughter		
11.03	HC3	Nguyễn Khánh Ngọc		Daughter		
11.04	HC3	Nguyễn Minh Quân		Son		Still young
11.05	HC3	Nguyễn Quốc Cường		Son in law		
11.06	HC3	Chu Tiến Vĩnh		Father		Dead
11.07	HC3	Phạm Thị Tiên		Mother		
11.08	HC3	Nguyễn Long		Father in law		
11.09	HC3	Lê Thị Hải		Mother in law		
11.10	HC3	Chu Mai Phương		Younger sister		
11.11	HC3	Phạm Đức Duy		Brother in law		
<b>12</b>	<b>HC3</b>	<b>Vũ Thị Vân Thường</b>	<b>Secretary</b>		<b>7/26/2017</b>	
			<b>Authorized person to disclose information</b>			
<b>12</b>	<b>HC3</b>	<b>Vũ Thị Vân Thường</b>			<b>7/27/2017</b>	
12.01	HC3	Hoàng Văn Đạt		Husband		
12.02	HC3	Hoàng An Đông		Son		
12.03	HC3	Hoàng Thanh Hải		Son		Still young
12.04	HC3	Vũ Văn Sứ		Father		
12.05	HC3	Vũ Thị Việt		Mother		
12.06	HC3	Vũ Nam		Younger brother		
12.07	HC3	Hoàng Đại Đường		Father in law		
12.08	HC3	Vũ Thị Mai		Mother in law		
12.09	HC3	Hoàng Tiến Đại		Brother in law		
<b>13</b>	<b>HC3</b>	<b>Party Committee of Hai Phong Construction Joint Stock Company No. 3</b>		<b>Political and social organizations of public companies (Unions, Youth Unions, etc.)</b>		



No	Stock symbol	Full name	Position	Relationships with affiliated persons	Time the person became an affiliated person/ related person	Notes
1	2	3	4	5	9	10
14	HC3	Trade Union of Hai Phong Construction Joint Stock Company No. 3		Political and social organizations of public companies (Unions, Youth Unions, etc.)		

PREPARED BY

  
Chu Phương Mai

REPRESENTATIVE OF ORGANIZATION



**Chủ tịch HĐQT**  
**PHẠM KỲ HÙNG**





