

UNUSUAL INFORMATION DISCLOSURE

Dear: State Securities Commission

Hanoi Stock Exchange

1. Organization name: VKC Holdings Joint Stock Company

- Stock code: VKC
- Address/Address: 854 National Highway 1K, Chau Thoi Quarter, Ward Dong Hoa, City Ho Chi Minh
- Contact phone: 097186 6916
- E-mail: info@vcom.com.vn Website: www.vinhkhanh.com.vn

2. Contents of disclosure/Contents of disclosure:

VKC Holdings Joint Stock Company announced the report on the Company's governance situation in 2025

3. This information was announced on the company's website on January 27, 2026 at link <https://vinhkhanh.com.vn/quan-he-co-dong.htm>

We hereby pledge that the above published information is true and fully responsible before the law for the content of the published information.

Attached documents:

Report on governance situation in 2025

VKC HOLDINGS JOINT STOCK COMPANY

Legal representative

(Sign, indicate full name, position, stamp)



PHAM HOANG PHONG

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

**VKC HOLDINGS
JOINT STOCK
COMPANY**

SOCIALIST REPUBLIC OF VIETNAM
Independence - Freedom - Happiness

Number: 06/2026/BCQT/VKC

January 27, 2026

REPORT on Corporate Governance 2025

Dear: - State Securities Commission;
- Stock Exchange

- Company name: **VKC HOLDINGS JOINT STOCK COMPANY**
- Head office address: 854 National Highway 1K, Chau Thoi Hamlet, Dong Hoa Ward, Ho Chi Minh City
- Phone: 097 186.6916 Email: info@vcom.com.vn
- Registered capital: 200,000,000,000 VND (In words: Two hundred billion Vietnamese Dong)
- Stock code: VKC
- Corporate governance model : General Shareholders' Meeting (GSM), Board of Directors (BOD), General Director (GD), and an Audit Committee under the BOD.
- Regarding the performance of internal audit functions:

I. Activities of the General Meeting of Shareholders

Information about meetings and Resolutions/Decisions of the General Meeting of Shareholders (GMS) (including resolutions of the General Meeting of Shareholders adopted through written consultation):

On April 4, 2025, at 854 National Highway 1K, Chau Thoi Hamlet, Binh An Ward, Di An City, Binh Duong Province, VKC Holding Joint Stock Company held its 2025 Annual General Meeting of Shareholders. The procedures for organizing the meeting and the authority to issue resolutions of the General Meeting complied strictly with the provisions of the law and the Company's Charter.

The 2025 Annual General Meeting of Shareholders adopted Resolution No. 49/DHĐCĐTN/VKC-2025 dated April 4, 2025, with reports and proposals containing the following content:

1. Approved the Board of Directors' Report for 2024.
2. Approval of the Board of Directors' Activity Report for 2024.
3. Approval of the Supervisory Board's Activity Report for 2024.
4. Approved the audited financial statements for 2024.
5. Approve the proposal for selecting an auditing firm for the 2025 financial statements.
6. Approve the report on the results of production and business activities in 2024.
7. Approve the Business Production Plan for 2025.

8. Approve the proposal on remuneration and bonuses for the Board of Directors and Supervisory Board for 2024 and the plan for 2025.
9. Approve the proposal for changes to the company's governance structure.
10. Approve the proposal for transferring assets in Long An.
11. Through the printed report get high review direction case handle reason talent product position accept in Echo row TMCP Vietnamese Nam Thanh Vuong (VPBank) .
12. Approval of the submission review direction case handle reason talent product position accept in Military Commercial Joint Stock Bank (MB Bank) .
13. Approval of the proposal for debt cancellation .
14. Approve the proposal to sell treasury shares.
15. Approval of the proposal to acquire assets in Long An in exchange for accounts receivable from Mr. Tran Van Ton.
16. Through the submission to revoke the company's status as a public company .
17. Approval of the proposal to dismiss and elect additional members of the Board of Directors for the term 2021-2026.

II. BOARD OF DIRECTORS:

1. Information about the members of the Board of Directors

No.	Board Member	Position (<i>Independent Board Member, Non- Executive Board Member</i>)	Date of commencement/cessation of membership on the Board of Directors/independent board member	
			Appointment date	Dismissal date
1	Than Xuan Nghia	Chairman of the Board	August 25, 2023	
2	Nguyen Trung Truc	Board Member	July 20, 2022	Resignation date: June 26, 2025
3	Ta Ngoc Bich	Board Member	July 26, 2024	
4	Pham Thi Lan	Board Member	July 26, 2024	
5	Nguyen Quang Huy	Board Member	July 26, 2024	Dismissal effective April 4, 2025
6	Nguyen Van Tho	Board Member	April 4, 2025	

2. Board of Directors Meetings:

No.	Board Member	Number of Board of Directors meetings attended	Meeting attendance rate	Reasons for not attending the meeting.
1	Than Xuan Nghia	8/8	100%	
2	Nguyen Trung Truc	8/8	100%	Resignation date: June 26, 2025
3	Ta Ngoc Bich	8/8	100%	
4	Pham Thi Lan	8/8	100%	
5	Nguyen Quang Huy	3/3	100%	Resignation effective March 25, 2025
6	Nguyen Van Tho	5/5	100%	Appointment dated 04/04/2025

3. The Board of Directors' oversight of the Management Board.

The Board of Directors regularly monitors and guides the General Management Board in implementing the 2025 production and business plan in accordance with the Company's development strategy. The monitoring results are as follows:

- ✓ Participate in and contribute opinions to important Executive Board meetings regarding the preparation of proposals and projects to be submitted to the Board of Directors; and implement resolutions and decisions of the Board of Directors.
- ✓ Participate in and contribute opinions to meetings on production and business planning, investment, employee policies, compensation and benefits, and the development and improvement of company management processes.
- ✓ The Board of Directors regularly reports on the company's business performance through Board meetings so that the Board can provide timely guidance .
- ✓ Participate in, direct, and supervise the restructuring and reduction of operating costs to align with the Company's current business situation.
- ✓ Directing and urging the executive board to negotiate and handle the Company's legal issues related to bond issue VKCH2123001 and VPB, VCB, and Vietinbank.
- ✓ Complying with legal regulations on corporate governance, the company must disclose complete and timely information on its production and business performance to shareholders, state management agencies, and relevant parties based on transparency, accuracy, and timeliness.

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

5. Resolutions/Decisions of the Board of Directors for 2025

No.	Resolution Number	Day	Content	Approval rate
1	16/2025/VKC-NQ-HĐQT	February 14, 2025	By finalizing the list of shareholders to attend the 2025 Annual General Meeting: Meeting date: April 4, 2025, Record date, time and location of attendance at the General Meeting.	5/5
2	19/2025/VKC-NQ-HĐQT	February 19, 2025	Through the report on the results of capital contribution and establishment of two subsidiary companies: Vinh Khanh Investment and Business Joint Stock Company and Vinh Khanh Plastic Cable Manufacturing Joint Stock Company.	5/5
3	23/2025/VKC-NQ-HĐQT	February 25, 2025	Through the policy of signing and executing contractual transactions between VKC Company and related parties in accordance with the provisions of the Enterprise Law and the Company's charter.	5/5
4	30/2025/VKC-NQ-HĐQT	March 14, 2025	Through Mr. Pham Hoang Phong continuing to hold the position of General Director from March 14, 2025.	5/5
5	35/2025/VKC-NQ-HĐQT	March 19, 2025	Through the agreement on the transfer of assets in Long An Province, the Certificate of Land Use Rights, Ownership of Houses and Other Assets Attached to Land: 209, map sheet number 17, Tan Trach Commune, Can Duoc District, Long An Province, issued on July 25, 2023, to VKC Holdings Joint Stock Company.	5/5
6	44/2025/VKC-NQ-HĐQT	April 1, 2025	Through the establishment of a Shareholder Eligibility Verification Committee and a Vote Counting Committee at the Annual General Meeting on April 4, 2025, and the approval of the list of eligible candidates nominated for membership on the Company's Board of Directors. Through the submission of a proposal to revoke the company's public status and a proposal to transfer Long An	5/5

No.	Resolution Number	Day	Content	Approval rate
			assets in exchange for Tran Van Ton's accounts receivable.	
7	55/2025/VKC-NQ-HĐQT	April 24, 2025	<p>the 25th amendment of the charter of VKC Holdings Joint Stock Company. Through the establishment of an audit committee for VKC Holdings, reporting directly to the Board of Directors.</p> <p>Through the issuance of the operating regulations of the Inspection Committee of VKCHoldings Joint Stock Company.</p>	5/5
8	113/2025/VKC-NQ-2025	September 29, 2025	<p>Through authorizing the Shareholder Representative to have full voting rights on all matters within the authority of the General Meeting of Shareholders at the subsidiary companies and to report back to the Board of Directors of VKC Holdings Joint Stock Company at the next meeting.</p> <p>Through searching for, soliciting, and working with investors interested in acquiring the entire debt of VKCH2123001 bonds and handing over related collateral to settle the entire outstanding debt related to this bond issue. If a suitable partner is found, the Board of Directors will submit the matter to the General Meeting of Shareholders for approval of the transfer of this bond issue at the next General Meeting of Shareholders.</p> <p>Through the process of soliciting organizations and individuals to acquire the debts owed by VKC Holdings Joint Stock Company to banks, which are secured by related assets, VKC Holdings Joint Stock Company agrees to transfer the related assets to the organizations and individuals on the condition that all outstanding debts at these banks are settled and VKC Holdings Joint Stock</p>	3/4

No.	Resolution Number	Day	Content	Approval rate
			Company no longer has any payment obligations to these banks. The Board of Directors will submit the matter to the General Meeting of Shareholders for approval if it exceeds the authority (valued at 35% or more of total assets as recorded in the most recent financial statement) or differs from the proposal approved by the General Meeting of Shareholders on April 4, 2025.	

III. Supervisory Board/Audit Committee (“BKS/UBKT”)

Change form from Supervisory Board to Audit Committee from April 24, 2025

1. Information about members of the Supervisory Board/Inspection Committee

No.	Member of the Supervisory Board/Inspection Committee	Position	Appointment date	Dismissal date	Professional qualifications
1	Mr. Nguyen Van Tho	Chairman of the Inspection Committee	April 24, 2025		Bachelor
2	Mr. Nguyen Trung Truc	Member of the Inspection Committee	April 24, 2025	Resignation date: June 26, 2025	Bachelor
3	Ms. Pham Thi Lan	Member of the Inspection Committee	April 24, 2025		
4	Mr. Lam Hoang Hai	Head of the Supervisory Board		April 4, 2025	Master's degree
5	Mr. Pham Cong Tinh	Supervisory Board Member		April 4, 2025	Bachelor
6	Ms. Nguyen Thi Le	Supervisory Board Member		April 4, 2025	Bachelor

2. Meeting of the Supervisory Board/Inspection Committee

No.	Member of the Supervisory Board/Inspection Committee	Number of meetings attended	Meeting attendance rate	Voting ratio	Reasons for not attending the meeting.
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1	Mr. Nguyen Van Tho	0	0	0%	
2	Mr. Nguyen Trung Truc	0	0	0%	Resignation request, June 26, 2025
3	Ms. Pham Thi Lan	0	0	0%	
4	Mr. Lam Hoang Hai	1	100%	100%	
5	Mr. Pham Cong Tinh	1	100%	100%	
6	Ms. Nguyen Thi Le	1	100%	100%	

3. Supervisory activities of the Supervisory Board/Inspection Committee over the Board of Directors and the General Director's Board.

- The Board of Directors operates in accordance with the Company's charter and regulations, managing the Company through resolutions, decisions, and directives, and guiding the General Director's Office in their implementation.
- Board members fully participate in all board meetings. The content of the meetings or written opinions are discussed in detail by the board members to reach a consensus before voting. Resolutions and decisions are passed with high consensus and are seriously implemented by the Company.
- The members of the Board of Directors possess professional expertise and always ensure the best interests of the Company and its Shareholders.
- The Board of Directors has managed operations in accordance with its functions and duties, in compliance with the Enterprise Law and the Company's organizational and operational regulations. Decisions of the Board of Directors have been issued within its authority and in a timely manner.
- The General Director has assigned specific responsibilities and duties to the members of the Board of Directors and the various Departments and Divisions.
- The Supervisory Board has overseen the Board of Directors' compliance with legal regulations, adherence to the Company Charter, implementation of resolutions of the General Meeting of Shareholders, implementation of resolutions and decisions of the Board of Directors, and the management of the Company's business operations.

4. Coordination of activities between the Supervisory Board/ Inspection Committee and the activities of the Board of Directors, the General Director's Office, and other management personnel.

- The Board of Directors and the General Management Board always cooperate to jointly carry out the Company's production and business tasks as set forth by the General Meeting of Shareholders, and comply with the Company's Charter and legal regulations.
- The Supervisory Committee has attended all meetings of the Board of Directors and has provided opinions on the policies and decisions of the Board of Directors, ensuring compliance with legal regulations and safeguarding the interests of the Company.

5. Other activities of the Supervisory Board/Inspection Committee (if any):

Evaluate the internal control system. Provide advice and recommendations on preventing and detecting errors, and minimizing violations. Forecast and respond to measurable risks in other

IV. Executive Board

No.	Executive Board Member	Date of birth	Professional qualifications	Date of appointment/dismissal
1	Pham Hoang Phong	September 1, 1966	Master of Business Administration	Appointment date June 24, 2024

V. Chief Accountant

Full name	Date of birth	Professional qualifications	Date of appointment/dismissal
Vo Van Viet	July 18, 1982	Bachelor of Economics	Appointment date December 2, 2024

VI. Person in charge of company administration

Full name	Date of birth	Professional qualifications	Date of appointment/dismissal
Quach Linh Chi	June 26, 1969	Bachelor of Human Resources Management	Date of appointment: June 6, 2024

VII. Training in corporate governance:

The corporate governance training courses attended by members of the Board of Directors, members of the Supervisory Board, the CEO, other management departments, and the Company Secretary were in accordance with corporate governance regulations: Members of the Board of Directors have independently improved and supplemented their knowledge of corporate governance in accordance with best practices and current legal regulations.

VIII. List of related parties of a public company (annual report) and transactions of related parties with the company itself.

1. List of related parties of the company: *Appendix I attached.*
2. Transactions between a company and its related parties; or between a company and major shareholders, insiders, or related parties of insiders:

Name of organization/individual	Relationship	Transaction	Amount (VND)
Vinh Khanh Investment and Business Joint Stock Company	Subsidiary company	Loan	1.360.000.000
		Selling car intestine covers	1.349.798.992

3. Transactions between company insiders, related parties of insiders, and subsidiaries or companies controlled by the company:

Name of organization/individual	Relationship	Transaction	Amount (VND)
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M Tyre Joint Stock Company	Company's related organization/insider	Buy car intestine cover	5.024.883.462
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4. Transactions between the company and other parties:

4.1. Transactions between the company and companies where members of the Board of Directors, members of the Supervisory Board /Inspection Committee , Director (General Director) and other managers have been founding members or members of the Board of Directors, Director (General Director) in charge during the past three (03) years (calculated at the time of report preparation): None.

4.2. Transactions between the company and companies where related parties of Board of Directors members, Supervisory Board members, Directors (General Directors), and other managers are members of the Board of Directors or Directors (General Directors): None.

4.3. 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, Directors (General Director) and other managers : None .

VIII. Insider and related party stock transactions (Annual Report):

1. List of insiders and related parties of insiders: **Appendix 2** attached .

2. Transactions by insiders and related parties involving company shares: **See Appendix 3** attached .

IX. Other points to note: None.

Recipients:

- State Securities Commission,
- Hanoi Stock Exchange;
- File: Secretariat

CHAIRMAN OF THE BOARD OF DIRECTORS

(Signature, full name and seal)



THAN XUAN NGHIA

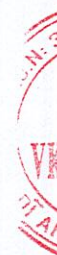
APPENDIX 1: List of related persons of the company

1. List of relevant individuals of the company

List of relevant individuals of the company

ST T	Name of organization/individual	Securities trading account (if any)	Position at the Company (if any)	NSH Certificate Number*, date of issue, place of issue	Head office address/contact address	The starting point is the person concerned.	Time is no longer relevant.	Reason	Relationship with the Company
I	Board of Directors								
1	THAN XUAN NGHIA		Chairman of the Board of Directors			18/08/2023			Insider
2	TA NGOC BICH		Board of Directors Member			26/07/2024			Insider
3	PHAM THI LAN		Board of Directors Member			26/07/2024			Insider
4	NGUYEN VAN THO		Board of Directors Member			04/04/2025			Insider
5	NGUYEN TRUNG TRU'C		Board of Directors Member			20/07/2022			Insider
II	Board of Directors								
1	PHAM HOANG PHONG		General Director			24/06/2024			Insider
III	Audit Committee (ABC)								
1	NGUYEN VAN THO		Chairman of the Inspection Committee			24/04/2025			Insider
2	PHAM THI LAN		Member of the Inspection Committee			24/04/2025			Insider
IV	Chief Accountant								
1	VO VAN VIET		Chief Accountant			02/12/2024			Insider

VI	Corporate Governance Officer								
1	QUACH LINH CHI		City HC-NS			06/06/2024			Insider
VI	Authorized CBTB person: no								
0									
2. List of related organizations of the company									
ST T	Name of organization/individual	Securities trading account	Position at the Company	NSH Certificate Number*, date of issue, place of issue	Head office address/contact address	The starting point is the person concerned.	Time is no longer relevant.	Reason	Relationship with the Company
1	Vinh Khanh Investment and Business Joint Stock Company					01/11/2024			Subsidiary
2	Vinh Khanh Plastic Cable Manufacturing Joint Stock Company					29/12/2024			Subsidiary



APPENDIX 2: LIST OF INSIDERS AND RELATED PERSONS OF INSIDERS (as of December 31, 2025)

[illegible]

2.18	BDLAND Joint Stock Company						Manager
2.19	Vinh Khanh Investment and Business Joint Stock Company						Chairman of the Board of Directors and General Director
3	PHAM THI LAN		Board of Directors Member				Insider
3.1	Pham Van Luong						Father (deceased)
3.2	Le Thi Thien						Mother-in-law
3.3	Pham Thi Bich						Older sister
3.4	Pham Thi Luyen						Older sister
3.5	Pham Thanh Long						brother
3.6	Pham Van Dai						Younger brother
3.7	Pham Thi Van Anh						Daughter
3.8	Pham Thi Thuy Mo						Daughter
3.9	Pham Anh Duc						Boy
3.10	Nguyen Huu Hai Anh						Son-in-law
3.11	Le Ngoc Hoang						Son-in-law
4	NGUYEN VAN THO		Board of Directors Member				Insider
4.1	Tran Thi Mai						biological mother
4.2	Nguyen Van Thinh						brother
4.3	Children's Market Group						Wife
4.4	Tran Thi Lam						Mother-in-law
5	NGUYEN TRUNG TRUC	020C125105	Board of Directors Member			70	Insider
5.1	NGUYEN THI NGUYET						Mothers
5.2	PHAN THI TAM						Mother-in-law
5.3	DINH THI THUY VAN						Wife
5.4	NGUYEN THI THAO						Sister
5.5	VO VAN CHINH						brother-in-law
1	Pham Hoang Phong		General Director				Insider
1.1	Pham Hoang Nam						Father
1.2	Tran Van De						Father-in-law
1.3	Tran Thi Lan						Mother-in-law

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1.4	Pham Hoang Diem Thi							Younger sister
1.5	Pham Hoang Diem Anh							Younger sister
1.6	Tran Du Hung							brother-in-law
1.7	Tran Thi Thuy Ha							Wife
1.8	Pham Hoang Vu							biological child
1.9	Pham Hoang Thuy Van							Daughter
1.10	Pham Hoang Thuy An							Daughter
III	Audit Committee (ABC)							
1	NGUYEN VAN THO		Chairman of the Inspection Committee			-	0	Insider
1.1	Tran Thi Mai					-	-	biological mother
1.2	Nguyen Van Thinh					-	-	brother
1.3	Children's Market Group					-	-	Wife
1.4	Tran Thi Luom					-	-	Mother-in-law
2	PHAM THI LAN		Member of the Inspection Committee			0	0	Insider
2.1	Pham Van Luong					0	0	Father (deceased)
2.2	Le Thi Them					0	0	Mother-in-law
2.3	Pham Thi Bich					0	0	Older sister
2.4	Pham Thi Luyen					0	0	Older sister
2.5	Pham Thanh Long							brother
2.6	Pham Van Dai							Younger brother
2.7	Pham Thi Van Anh							Daughter
2.8	Pham Thi Thuy Mo							Daughter
2.9	Pham Anh Duc							Boy
2.10	Nguyen Huu Hai Anh					0	0	Son-in-law
2.11	Le Ngoc Hoang							Son-in-law
3	NGUYEN TRUNG TRUC	020C125105	Member of the Inspection Committee			70		Insider
3.1	NGUYEN THI NGUYET							Mothers
3.2	PHAM THI TAM							Mother-in-law

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3.3	DINH THI THUY VAN							Wife
3.4	NGUYEN THI THAO							Sister
3.5	VO VAN CHINH							brother-in-law
1	VO VAN VIET	0	Chief Accountant			0	0	Insider
1.1	Le Thi Tuan		biological mother					biological mother
1.2	Nguyen Thi An		Mother-in-law					Mother-in-law
1.3	Tran Thuy Linh		Wife					Wife
1.4	Vo Gia Minh		Child					Boy
1.5	Vo Van Hung		brother					brother
1.6	Vo Thi Trang		Sister					Sister
1.7	King Vo Van Vuong		brother					brother
1.8	Vo Van Viet		younger brother					younger brother
2.9	Vo Thi Xuan		younger brother					Younger sister
V	Corporate Governance Officer							
1	QUACH LINH CHI	020C125114	City HC-NS			38	0	Insider
1.1	Quach Van Chung							Father
1.2	Lotus Flower							biological mother
1.3	Quach Thu Yen							Sister
1.4	Lam Ka-hung							Brother-in-law
1.5	Quach Vinh Tan							younger brother
1.6	Truong Cam Van							Sister-in-law
1.7	Guo Yongkang							younger brother
1.8	Nguyen Thi Thanh Hoa							Sister-in-law
1.9	Quach Vinh Thang							younger brother
1.10	Duan Huu Phuong Anh							Sister-in-law
1.11	Thi Kien Hoa							Husband
1.12	Thi Tinh Anh							Daughter
1.13	Thi Tinh Ngan							Daughter
VI	Authorized CBTT person: no							
	0							

APPENDIX 3: TRANSACTIONS OF INSIDERS AND RELATED PERSONS IN THE COMPANY'S SHARES

STT	The person making the transaction	Insider Relations	Number of shares at the beginning of the period		Number of shares at the end of the period		Reason for increase, decrease (purchase, sale, transfer, exchange, reward ...)
			Number of shares	Ratio (%)	Number of shares	Ratio (%)	
1	Than Xuan Nghia		1,000,000	5.19	3,000,000	15.561	increase investment rate
2	Pham Thi Lan		1,197,200	6.21	-	0	Personal needs