

Hanoi, 22th January 2026**REPORT ON CORPORATE GOVERNANCE**

(Year 2025)

Dear:

- State Securities Committee
- HNX Stock Exchange

- Name of Company: **HONGHA VIETNAM JOINT STOCK COMPANY**
- Address of Head office: Operating building, New Urban Area of Tu Hiep, Yen So Ward, Hanoi City.
- Tel: 024.3554.0845
- Charter capital: 200.000.000.000 vnd (Two hundred billions vietnam dong)
- Stock code: PHH
- Corporate governance model: General Meeting of Shareholders, Board of Directors, Board of Supervisors and General Director
- Implementation of the internal audit function: unfulfilled

I. Activities of 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 collecting written opinions)

Order	Number of resolutions/decisions	Date	Content
1	01/2025/NQ-DHĐCĐ	28/5/2025	<p>Resolution 2025 Annual General Shareholders' Meeting approved the contents:</p> <ul style="list-style-type: none">- Approving the Report on production and business activities in 2024 and the production and business plan in 2025 at the Parent Company and after the merger.- Approving the report of the Board of Directors on activities in 2024 and plans for 2025.- Approving the report of Board of Supervisors in 2024.

		<ul style="list-style-type: none"> - Approving the 2024 audited financial statements by AASC Auditing Firm Co., Ltd. - Approving the 2024 profit distribution plan. - Approving the settlement of remuneration payments for the Board of Directors and Board of Supervisors in 2024 and the remuneration payment plan for 2025. - Assign/Authorize the Board of Directors to proactively decide to sign some contracts and transactions. - Approval of the plan to mobilize financial resources for the implementation of the Viet Duc Hospital – Branch 2 project, as well as other investment and business activities. - Approval of the election of members of the Board of Directors and the Supervisory Board for the 2025–2030 term. - Approving the Resolution and implementation provisions.
--	--	---

II. Board of Directors (Annual report)

1. Information about members of the Board of Directors

Order	Members of the Board of Directors	Position (independent member of the Board of Directors, non-executive member of the Board of Directors)	Date of starting/no longer being an independent member of the Board of Directors/Board of Directors	
			Date of appointment	Dismissal date
1	Ms. Nguyen Thi Huyen Trang	Chairman	30/06/2020	
2	Ms. Nguyen Thi Thuy Huyen	Members of the Board of Directors	28/04/2021	

3	Ms. Tran Thi Thanh Binh	Members of the Board of Directors	28/04/2021	
---	-------------------------	-----------------------------------	------------	--

2. Board of Directors meetings:

Order	Members of the Board of Directors	Number of meetings attended	Rate	Reasons for not participating
1	Ms. Nguyen Thi Huyen Trang	8	100%	
2	Ms. Nguyen Thi Thuy Huyen	8	100%	
3	Ms. Tran Thi Thanh Binh	8	100%	

3. Supervision activities of the Board of Directors for the Board of General Directors:

- The Board of Directors regularly directs and supervises the management and administration of the Board of General Directors. In addition to discussing and exchanging at regular meetings/other meetings of the Board of Directors, the Board of Directors also regularly exchanges via phone and email about the strategic situation and results of production and business activities. business, the implementation of the Board of Directors Resolution and the goals set by the Board of Directors.
- Inspect and supervise investment projects and sign contracts of the Company.
- Inspect and supervise compliance with the Enterprise Law, Company Charter and current legal regulations.
- In general, in 2025 the Board of General Directors and management levels have made efforts and proactively in their work to achieve the planned goals set by the General Meeting of Shareholders..

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

5. Resolutions/Decisions of the Board of Directors

Order	Resolution/ Decision number	Date	Content	Rate
1	01/2025/NQ-HĐQT	02/04/2025	Approval of the record date for finalizing the list of shareholders eligible to attend the 2025 Annual General Meeting of Shareholders (AGM) and the organization of the 2025 AGM	100%

2	01-1/2025/NQ-HĐQT	02/04/2025	Approval of the Selection of a Strategic Investor and the Determination of the Selling Price of Purchase Rights to the Company's Shares in Tu Hiep Hong Ha Petroleum Joint Stock Company	100%
3	02/2025/NQ-HĐQT	22/04/2025	Approval of the extension for holding the 2025 Annual General Meeting of Shareholders	100%
4	03/2025/NQ-HĐQT	24/4/2025	Approval of the schedule, agenda, and materials for the 2025 Annual General Meeting of Shareholders.	100%
5	04/2025/NQ-HĐQT	29/05/2025	Election of the Chairman of the Board of Directors	100%
6	05/2025/NQ-HĐQT	23/07/2025	Approval of the sale/transfer of 8,158,000 shares of Tu Hiep Hong Ha Petroleum Joint Stock Company	100%
7	06/2025/NQ-HĐQT	30/07/2025	Approval of the sale/transfer of 6,450,308 shares of Tu Hiep Hong Ha Petroleum Joint Stock Company	100%
8	07/2025/NQ-HĐQT	30/09/2025	Approval of the remuneration of Ms. Nguyen Thi Thuy Huyen – General Director.	100%

III. Board of Supervisors:

1. Information about members of Board of Supervisors:

Order	Members	Position	Date of starting/no longer being a member of Board of Supervisors	Professional qualifications
-------	---------	----------	---	-----------------------------

1	Nguyen Quoc Tuan	Head of Board of Supervisors	12/05/2022	Master of Banking and Finance
2	Truong My Hanh	Members of Board of Supervisors	12/05/2022	Bachelor of Business Management
3	Nguyen Thi Huong	Members of Board of Supervisors	18/5/2023	Bachelor of Economics

2. Meetings of Board of Supervisors:

Order	Members	Number of meetings attended	Attending Rate	Voting rate	Reasons for not participating
1	Nguyen Quoc Tuan	2	100%	100%	
2	Truong My Hanh	2	100%	100%	
3	Nguyen Thi Huong	2	100%	100%	

3. Supervision activities of the Supervisory Board:

- Supervising the preparation process for the 2025 Annual General Meeting of Shareholders.
- Supervising the implementation and implementation of the Resolution of the 2025 General Meeting of Shareholders.
- The Supervisory Board considers and selects an auditing unit for the 2025 financial statements; Participate in determining and evaluating quarterly and annual financial reports.
- Supervising the implementation of the Company's Charter and Governance Regulations.
- Supervising the implementation of Resolutions of the Board of Directors.
- Supervising the implementation of information disclosure according to regulations.
- The Supervisory Board always coordinates closely with the Board of Directors and Executive Board to promptly grasp the actual situation of production and business activities to contribute opinions on the principle of compliance with the law and for the benefit of shareholders.

4. Coordination between the Board of Supervisors/Audit Committee for the activities of the Board of Directors, Board of Executive Directors and other managers:

- The Supervisory Board receives support from the Board of Directors, Board of General Directors and managers in the process of carrying out the tasks of the Supervisory Board in 2025

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

- The Supervisory Board has assigned tasks for 2025 to each member.

IV. Executive Board

Order	Members	Date of birth	Professional qualifications	Date of appointment /Removal
1	Nguyen Thi Thuy Huyen	26/06/1979	Bachelor of Economics	25/10/2024
2	Trần Thị Thanh Bình	25/12/1985	Bachelor of Economics	25/10/2024

V. Chief accountant:

Full Name	Date of birth	Professional qualifications	Date of appointment
Nguyen Thi Hoa Vinh	26/08/1985	Bachelor of Accounting	12/04/2023

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 the Company Secretary have participated in according to regulations on public governance Ty: *None*

VII. List of related persons of public companies (Annual report) and transactions of related persons of the company with the Company itself:

1. List of related people of the company: *Appendix 01*

2. Transactions between the company and related persons of the company; or between the company and major shareholders, insiders, or related persons of insiders: *Appendix 02*

3. Transactions between company insiders, related persons of insiders and subsidiaries and companies controlled by the company: *No*

4. Transactions between the company and the others:

4.1. Transactions between companies and companies in which members of the Board of Directors, members of the Supervisory Board, Director (General Director) and other managers have been or are founding members or members of the Board of Directors or Director (General Director) operating within the past three (03) years (calculated at the time of reporting): *Appendix 02*

4.2. Transactions between companies and companies in which related persons of members of the Board of Directors, members of the Supervisory Board, Director (General Director) and other managers are members of the Board of Directors, Director (General Director) manage: *No*

4.3. Other transactions of the company (if any) that may bring material or immaterial benefits to members of the Board of Directors, members of the Supervisory Board, Director (General Director) and other managers: *No*

VIII. Stock transactions of insiders and related persons of insiders (Annual report)

1. List of internal people and related people of internal people of the company:

Appendix 03

2. Transactions by insiders and related persons on company stocks: *No*

IX. Other issues that need attention: *No*

Place of receipt:

- *As above,*
- *Archives.*

CHAIRMAN 

Nguyễn Thị Huyền Trang



Appendix 01: LIST OF RELATED PERSONS OF THE COMPAN

1. Related person is an internal person:

Order	Name of organization/individual	Securities trading account (if any)	Position at the company (if any)	ID card/Passport number	Head office address/Contact address	Date of being the related person	Date of being no longer relevant	Reason	Relevant relationship with the company
1	Nguyen Thi Huyen Trang		Chairman			30/06/2020			
2	Nguyen Thi Thuy Huyen		Members of the Board of Directors/ General Director			28/04/2021			
3	Tran Thi Thanh Binh		Members of the Board of Directors/ Vice General Director			28/04/2021			
4	Nguyen Thi Huong		Members of Board of Supervisors			18/05/2023			
5	Truong My Hanh		Members of Board of Supervisors			12/05/2022			
6	Nguyen Quoc Tuan		Head of Board of Supervisors			12/05/2022			

Order	Name of organization/individual	Securities trading account (if any)	Position at the company (if any)	ID card/Passport number	Head office address/Contact address	Date of being the related person	Date of being no longer relevant	Reason	Relevant relationship with the company
7	Nguyen Thi Hoa Vinh		Chief accountant			01/02/2022			

2. Related person is a Subsidiary:

Order	Name of organization/individual	Securities trading account	Position at the company (if any)	Business registration number, date of issue, place of issue	Head office address / Contact address	Date of being the related person	Date of being no longer relevant	Reason	Relevant relationship with the company
1	Hong Ha Hanoi Joint Stock Company				No 18, 4 Alley, Kim Lien ward, Hanoi	02/06/2005			

Appendix 02: TRANSACTIONS OF THE COMPANY ON REPORT

1. Transactions between the company and related persons, or between the company and major shareholders, insiders, or related persons of insiders


Order	Name of organization/individual	Relationship with the Company	Business registration number, date of issue, place of issue	Head office address / Contact address	Time of transaction	Resolution/Decision number approved by the General Meeting of Shareholders/Board of Directors (if any)	Content, quantity, total transaction value	Note
1	Hong Ha Hanoi Joint Stock Company	Subsidiary company					<ul style="list-style-type: none"> - Sell: 0 - Buy: 0 	

Appendix 03: List of internal people and people related to the internal company

Order	Name	Securiti- es trading account (if any)	Position at the company (if any)	Relationships with internal people	ID card/Passp ort number	Contact address	Number of shares owned at the end of the period	Share ownership ratio at the end of the period	Note
1	Nguyen Thi Huyen Trang		Chairman				3.575.600	19,75%	
2	Ha Anh Quang			Husband			0	0%	
3	Nguyen Ngoc Hue			Father			0	0%	
4	Pham Thi Thuy			Mother			0	0%	
5	Nguyen Thi Thuy Huyen			Sister			2.486.770	13,74%	
6	Nguyen Ngoc Truong			Brother			0	0%	
7	Ha Tung Lam			Son			0	0%	
8	Ha Gia Linh			Daughter			0	0%	
9	Nguyen Thi Thuy Huyen		Members of the Board of Directors/ General Director				2.486.770	13,74%	
10	Nguyen Van Thanh			Husband			135.700	0,75%	
11	Nguyen Ngoc Hue			Father			0	0%	

Order	Name	Securiti- es trading account (if any)	Position at the company (if any)	Relationships with internal people	ID card/Passp ort number	Contact address	Number of shares owned at the end of the period	Share ownership ratio at the end of the period	Note
12	Pham Thi Thuy			Mother			0	0%	
13	Nguyen Thi Huyen Trang			Sister			3.575.600	19,75%	
14	Nguyen Ngoc Truong			Brother			0	0%	
15	Tran Thi Thanh Binh		Board of Directors/ Vice General Director				1.000.000	5,52%	
16	Pham Xuan Tung			Husband			0	0%	
17	Tran Ngoc Tien			Father			0	0%	
18	Le Thi Nham			Mother			0	0%	
19	Pham Xuan Khu			Father-in- law			0	0%	
20	Nguyen Thi Hoa Vinh		Chief accountant				0	0%	
21	Nguyen Ngoc Khuong			Father			0	0%	
22	Dao Thi Xuan			Mother			0	0%	
23	Nguyen The Hung			Husband			0	0%	
24	Nguyen Ngoc Linh			Daughter			0	0%	

Order	Name	Securiti- es trading account (if any)	Position at the company (if any)	Relationships with internal people	ID card/Passp ort number	Contact address	Number of shares owned at the end of the period	Share ownership ratio at the end of the period	Note
25	Nguyen Huy Hoang			Son			0	0%	
26	Nguyen Thi Thu Huong			Sister			0	0%	
27	Nguyen Ngoc Quang			Brother			0	0%	
28	Nguyen Quoc Tuan		Head of Board of Supervisors				0	0%	
29	Nguyen Khanh Linh			Wife			0	0%	
30	Nguyen Quoc Binh			Father			0	0%	
31	Nguyen Thi Hao			Mother			0	0%	
32	Nguyen Duy Minh			Brother			0	0%	
33	Nguyen Thi Huong		Members of Board of Supervisors				11,000	0,005%	
34	Tran Van Loc			Husban			0	0%	
35	Nguyen Manh Thang			Father			0	0%	
36	Nguyen Thi Nga			Mother			0	0%	
37	Tran Thành An			Son			0	0%	



Order	Name	Securiti- es trading account (if any)	Position at the company (if any)	Relationships with internal people	ID card/Passp ort number	Contact address	Number of shares owned at the end of the period	Share ownership ratio at the end of the period	Note
38	Tran Phuc Anh			Daughter			0	0%	
39	Nguyen Dinh Tuong			Brother			0	0%	
40	Truong My Hanh		Members of Board of Supervisors				2,511,496	13,88%	
41	Tran Minh			Husband			0	0%	
42	Tran Minh Ngoc			Daughter			0	0%	
43	Tran Hoang Son			Son			0	0%	
44	Nguyen Thi Thuy			Mother			0	0%	