

No. 08./2026/BC-PPE

Hanoi, January 28th 2026

REPORT ON CORPORATE GOVERNANCE
(year)

To: - The State Securities Commission;
- The Stock Exchange.

- Name of company: PP Enterprise Investment Consultancy Joint Stock Company
- Address of headoffice: 12th Floor, Diamond Flower Tower, 48 Le Van Luong Street, Yen Hoa Ward, Hanoi City, Viet Nam.
- Telephone: 024.3577.2222 Fax: 024.3557.2222 Email: info.ppe.co@gmail.com
- Charter capital: 36.000.000.000 VND.
- Stock symbol: PPE
- Governance model: General Meeting of Shareholders, Board of Directors, Board of Supervisors and Director.
- The implementation of internal audit: Not yet 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	22/2025/PPE/NQ-ĐHĐCĐ	14/02/2025	The Resolution of the Extraordinary General Meeting of Shareholders in 2025 approves the following matters: <ul style="list-style-type: none">- Approval of the investment in and receipt of transferred shares in other enterprises, and asset loan transactions for capital mobilization.- Approval of the change of the Company's principal business lines.- Approval of the Appendix amending the Company Charter.- Approval of the dismissal and additional election of members of the Board of Directors.
2	90/2025/PPE/NQ-ĐHĐCĐ	19/05/2025	Resolution of the 2025 Annual General Meeting of Shareholders approving contents under the authority of the General Meeting of Shareholders:

			<ul style="list-style-type: none"> - Approval of the Report on the Activities of the Board of Directors; - Approval of the Report on the Activities of the Supervisory Board; - Approval of the audited financial statements for the year 2024; - Approval of the remuneration for the Board of Directors and Supervisory Board for 2024 and approval of the proposed remuneration for 2025; - Approval of the profit distribution plan and dividend payment for 2024; approval of the business plan for 2025; - Approval of the authorization to select an independent auditing firm to audit the financial statements for 2025; - Approval of the amendments and supplements to the Company's Charter; - Approval of divestment, share transfer, and termination of loan transactions; - Approval of investment and acquisition of equity interests in Hoa Binh Minh Nghe An Limited Liability Company; - Approval of private placement of shares to increase the company's charter capital; - Approval of the dismissal and election of additional Board Members; - Approval of the dismissal and election of additional Supervisory Board Members.
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II. Board of Directors:

1. Information about the members of the Board of Directors:

No.	Board of Directors' members	Position (Independent members of the Board of Directors, Non-executive members of the Board of Directors)	The date becoming/ceasing to be the member of the Board of Directors	
			Date of appointment	Date of dismissal
1	Mr. Tran Duc Hiep	Chairman of the board of Directors	14/02/2025	
2	Mr. Truong Xuan Binh	Board of Director' member	19/05/2025	
3	Mr. Pham Bach Huy	Board of Director' member	19/05/2025	
4	Mr. Hoang Viet	Chairman of the board of Directors	30/11/2023	14/02/2025
5	Ms. Le Tuyet Mai	Board of Director' member	30/11/2023	19/05/2025
6	Mr. Nguyen Manh Tuan	Board of Director' member	30/11/2023	19/05/2025

2. Meetings of the Board of Directors:

No.	Board of Director' member	Number of meetings attended by Board of Directors	Attendance rate	Reasons for absence
1	Mr. Tran Duc Hiep	19	100%	
2	Mr. Truong Xuan Binh	13	100%	
3	Mr. Pham Bach Huy	13	100%	
4	Mr. Hoang Viet	2	100%	
5	Ms. Le Tuyet Mai	8	100%	
6	Mr. Nguyen Manh Tuan	8	100%	

3. Supervising the Board of Management by the Board of Directors:

a. Strategic monitoring and control:

- To supervise the Executive Board in executing the business plan for the year 2025, which has been approved by the Annual General Meeting of Shareholders.
- Supervise the Board of Management in implementing Resolutions and Decisions of the Board of Directors in compliance with the Company Charter, Internal Management Regulations and relevant laws.
- Maintain regular reports from the Executive Board to the Board of Directors on the business and operating situation of the Company.
- Maintain an ad-hoc reporting regime and promptly issue directives in response to irregular issues arising in the Company's day-to-day operations.

b. Control, disclose information and ensure transparency:

- Preparation of the 2024 Financial Statements.
- Preparation and drafting of the 2024 Annual Report.
- Preparation of the quarterly financial statements and the semi-annual financial statements for 2025.
- Propose approval of financial reports, management reports, audit reports, and corporate governance reports submitted to the General Meeting of Shareholders.
- The implementation and completion of procedures for the increase of the Company's charter capital as approved by the 2025 Annual General Meeting of Shareholders.

c. Ensure the rights and interests of shareholders:

- Supervision and assistance to the Executive Management in the organization of the 2025 Extraordinary General Meeting of Shareholders;
- Supervise and support the Board of Management in organizing the 2025 Annual General Meeting of Shareholders;
- Supervise the Board of Management in implementing business activities according to the 2025 plan approved by the Annual General Meeting of Shareholders.

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

5. Resolutions/Decisions of the Board of Directors:

No.	Resolution/Decision No.	Date	Content	Approval rate
1	06/2025/PPE/NQ-HĐQT (Pursuant to Minutes of Meeting No. 05/2025/PPE/BBH-HĐQT)	15/01/2025	Approve the documents of the 2025 Extraordinary General Meeting of Shareholders.	100%
2	16/2025/PPE/NQ-HĐQT (Pursuant to Minutes of Meeting No. 15/2025/PPE/BBH-HĐQT)	06/02/2025	Amend and supplement the documents of the 2025 Extraordinary General Meeting of Shareholders.	100%
3	26/2025/PPE/NQ-HĐQT (Pursuant to Minutes of Meeting No. 25/2025/PPE/BBH-HĐQT)	14/02/2025	Dismiss Mr. Hoang Viet from the position of Chairman of the Board of Directors	100%
4	27/2025/PPE/NQ-HĐQT (Pursuant to Minutes of Meeting No. 25/2025/PPE/BBH-HĐQT)	14/02/2025	Elect Mr. Tran Duc Hiep as Chairman of the Board of Directors of the Company	100%
5	28/2025/PPE/NQ-HĐQT (Pursuant to Minutes of Meeting No. 25/2025/PPE/BBH-HĐQT)	14/02/2025	Change the legal representative of the Company	100%
6	36/2025/PPE/NQ-HĐQT (Pursuant to Minutes of Meeting No. 35/2025/PPE/BBH-HĐQT)	28/02/2025	Approve the loan transaction	100%
7	37/2025/PPE/NQ-HĐQT (Pursuant to Minutes of Meeting No. 35/2025/PPE/BBH-HĐQT)	28/02/2025	Approve the acquisition of shares and the appointment of a representative to manage the shares at Hoa Binh Minh Investment and Trading Joint Stock Company	100%
8	38/2025/PPE/NQ-HĐQT (Pursuant to Minutes of Meeting No. 35/2025/PPE/BBH-HĐQT)	28/02/2025	To approve the acquisition of shares and the appointment of a representative to manage the shares at Hoa Binh Minh TM Joint Stock Company	100%
9	45/2025/PPE/NQ-HĐQT (Pursuant to Minutes of Meeting No. 44/2025/PPE/BBH-HĐQT)	27/03/2025	To extend the time for holding the 2025 Annual General Meeting of Shareholders	100%
10	49/2025/PPE/NQ-HĐQT (Pursuant to Minutes of Meeting No. 48/2025/PPE/BBH-HĐQT)	01/04/2025	Convening the 2025 Annual General Meeting of Shareholders	100%
11	70/2025/PPE/NQ-HĐQT (Pursuant to Minutes of Meeting No. 69/2025/PPE/BBH-HĐQT)	25/04/2025	Approval of the 2025 Annual General Meeting of Shareholders Documents	100%
12	82/2025/PPE/NQ-HĐQT (Pursuant to Minutes of Meeting No. 81/2025/PPE/BBH-HĐQT)	13/05/2025	To amend and supplement the documents of the 2025 Annual General Meeting of Shareholders	100%
13	93/2025/PPE/NQ-HĐQT	19/05/2025	To dismiss Mr. Nguyen Manh Tuan	100%

	(Pursuant to Minutes of Meeting No. 92/2025/PPE/BBH-HĐQT)		from the position of Director	
14	94/2025/PPE/NQ-HĐQT (Pursuant to Minutes of Meeting No. 92/2025/PPE/BBH-HĐQT)	19/05/2025	To appoint Mr. Truong Xuan Binh as Director	100%
15	104/2025/PPE/NQ-HĐQT (Pursuant to Minutes of Meeting No. 103/2025/PPE/BBH-HĐQT)	05/06/2025	To approve the divestment and transfer of the Company's shares in Hoa Binh Minh Investment and Trading Joint Stock Company	100%
16	105/2025/PPE/NQ-HĐQT (Pursuant to Minutes of Meeting No. 103/2025/PPE/BBH-HĐQT)	05/06/2025	To approve the divestment and transfer of the Company's shares in Hoa Binh Minh TM Joint Stock Company	100%
17	110/2025/PPE/NQ-HĐQT (Pursuant to Minutes of Meeting No. 109/2025/PPE/BBH-HĐQT)	16/06/2025	To approve the liquidation of the loan agreement	100%
18	115/2025/PPE/NQ-HĐQT (Pursuant to Minutes of Meeting No. 114/2025/PPE/BBH-HĐQT)	30/06/2025	To select an independent auditing firm	100%
19	124/2025/PPE/NQ-HĐQT (Pursuant to Minutes of Meeting No. 123/2025/PPE/BBH-HĐQT)	28/07/2025	Approval of the investment in and acquisition of capital contributions, and the appointment of an authorized representative to manage the capital contributions in Hoa Binh Minh Nghe An Company Limited	100%
20	134/2025/PPE/NQ-HĐQT (Pursuant to Minutes of Meeting No. 133/2025/PPE/BBH-HĐQT)	13/08/2025	Approval of the plan to ensure that the share offering meets the statutory requirements on foreign ownership ratios	100%
21	138/2025/PPE/NQ-HĐQT (Pursuant to Minutes of Meeting No. 137/2025/PPE/BBH-HĐQT)	14/08/2025	Implementation of the plan for a private placement of shares to increase charter capital	100%
22	140/2025/PPE/NQ-HĐQT (Pursuant to Minutes of Meeting No. 139/2025/PPE/BBH-HĐQT)	14/08/2025	Approval of the investment in the acquisition of shares and approval of the draft share transfer agreement at Hoa Binh Minh Construction Materials Trading Joint Stock Company	100%
23	144/2025/PPE/NQ-HĐQT (Pursuant to Minutes of Meeting No. 143/2025/PPE/BBH-HĐQT)	14/08/2025	Approval of the dossier for registration of a private placement of shares to increase charter capital	100%
24	149/2025/PPE/NQ-HĐQT (Pursuant to Minutes of Meeting No. 148/2025/PPE/BBH-HĐQT)	16/09/2025	Amendment and supplementation of Resolution No. 138/2025/NQ-HĐQT dated August 14, 2025	100%
25	153/2025/PPE/NQ-HĐQT (Pursuant to Minutes of Meeting No. 152/2025/PPE/BBH-HĐQT)	16/09/2025	Approval of the registration dossier for a private placement of shares to increase charter capital	100%

26	164/2025/PPE/NQ-HĐQT (Pursuant to Minutes of Meeting No. 6 163/2025/PPE/BBH-HĐQT)	20/10/2025	Implementation of the private placement of shares to increase the Company's charter capital	100%
27	172/2025/PPE/NQ-HĐQT (Pursuant to Minutes of Meeting No. 171/2025/PPE/BBH-HĐQT)	29/10/2025	Approval of the results of the Company's private placement of shares	100%
28	173/2025/PPE/NQ-HĐQT (Pursuant to Minutes of Meeting No. 171/2025/PPE/BBH-HĐQT)	29/10/2025	Registration of the increase in the Company's charter capital	100%

III. Board of Supervisors/Audit Committee:

1. Information about members of Board of Supervisors or Audit Committee:

No.	Members of Board of Supervisors/ Audit Committee	Position	The date becoming/ceasing to be the member of the Board of Supervisors/ Audit Committee		Qualification
			The date becoming	The date ceasing	
1	Mr. Nguyen Thanh Tung	Members of Board of Supervisors	21/06/2024		Bachelor of Accounting
		Head of Board of Supervisors	16/05/2025		
2	Mr. Vu Quoc Hoan	Members of Board of Supervisors	19/05/2025		Bachelor of Accounting
3	Ms. Cao Thuy Linh	Members of Board of Supervisors	19/05/2025		Bachelor of Accounting
4	Ms. Nguyen Thi Thanh	Members of Board of Supervisors	30/11/2023	19/05/2025	Bachelor of Accounting
5	Mr. Le Van Huy	Members of Board of Supervisors	30/11/2023	19/05/2025	Bachelor of Accounting

2. Meetings of Board of Supervisors or Audit Committee: In 2025, the Company held a total of 2 meetings of the Supervisory Board.

No.	Members of Board of Supervisors/ Audit Committee	Number of meetings attended	Attendance rate	Voting rate	Reasons for absence
1	Mr. Nguyen Thanh Tung	3	100%	100%	
2	Mr. Vu Quoc Hoan	1	100%	100%	
3	Ms. Cao Thuy Linh	1	100%	100%	
4	Ms. Nguyen Thi Thanh	2	100%	100%	
5	Mr. Le Van Huy	2	100%	100%	

3. Supervising Board of Directors, Board of Management and shareholders by Board of Supervisors or Audit Committee: Implemented supervision and supervision of Directors, Board of Management and shareholders according to the Internal Management Regulations, Company Charter and enterprise law.

4. The coordination among the Board of Supervisors, Audit Committee, the Board of Management, Board of Directors and other managers:

- The Board of Supervisors proactively discusses and agrees with the Board of Management on the contents and plans for inspection and supervision, and coordinates with the Board of Directors in the implementation and supervision process.
- The Board of Supervisors is provided with complete and clear information by the Board of Directors and other managers as required.
- The Supervisory Board has carried out an appraisal of the Report on the increase in the Company's contributed charter capital.

5. Other activities of the Board of Supervisors and Audit Committee (if any): None.

IV. Board of Management

No.	Members of Board of Management	Date of birth	Qualification	Date of appointment / dismissal of members of the Board of Management
1	Mr. Truong Xuan Binh	11/03/1954	Bachelor	Appointed on May 19 th , 2025
2	Mr. Nguyen Manh Tuan	27/01/1976	Bachelor	Dismissed on May 19 th , 2025

V. Chief Accountant

Name	Date of birth	Qualification	Date of appointment/ dismissal
Mr. Kieu Anh Tuyen	12/12/1993	Bachelor of Accounting	30/11/2023

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:

The Company's management officers and Corporate Secretary have proactively updated themselves on new legal regulations on corporate governance (for example: Decision No. 22/QĐ-HĐTV dated April 18, 2025 of the Vietnam Stock Exchange on the promulgation of the Regulation on Listing and Trading of Listed Securities, Guidelines on information disclosure in English issued by the Hanoi Stock Exchange, ...), Annual forum programs on corporate governance and internal training.

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: According to attached Appendix I.
2. Transactions between the Company and its affiliated persons or between the Company and its major shareholders, internal persons and affiliated persons.

No.	Name of organization/individual	Relationship with the Company	NSH No.*, date of issue, place of issue	Address	Time of transactions with the Company	Resolution No. or Decision No. approved by General Meeting of Shareholders/ Board of Directors (if any,	Content, quantity, total value of transaction	Note

						specifying date of issue)		
1	Mr. Truong Xuan Binh	Internal persons		Ha Noi City	Effective from March 1, 2025 to June 16 th , 2025	Resolution of the Board of Directors No. 36/2025/PPE/NQ-HĐQT dated February 28, 2025 regarding the approval of a loan transaction and Resolution of the Board of Directors No. 110/2025/PPE/NQ-HĐQT dated June 16, 2025 regarding the approval of the liquidation of the loan agreement	Mr. Truong Xuan Binh provided a loan to the Company, with the actual amount disbursed being VND 17,444,000,000. The Company has fully fulfilled its obligations regarding the repayment of the loan principal and interest, and completed the liquidation of the loan agreement on June 16, 2025	At the time of the loan disbursement, Mr. Truong Xuan Binh was not an insider of the Company. Mr. Truong Xuan Binh became an insider of the Company as of May 19, 2025
2	Mr. Hoang Viet	Major shareholders		Ha Noi City	24 October 2025	Resolution of the 2025 Annual General Meeting of Shareholders No. 90/2025/PPE/NQ-ĐHĐCĐ dated 19 May 2025	Mr. Hoang Viet has completed payment for the purchase of an additional 2,000,000 privately placed shares of the Company	Mr. Hoang Viet has officially increased his ownership interest from 11.08% to 55.53% as of 15 January 2026

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 Management, 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, Director (General Director or 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 công ty / Transactions of internal persons and affiliated persons with shares of the Company: According to attached Appendix II.

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

IX. Other significant issues: None.

Recipients:

- UBCK, HNX;
- Archived: VT, TK HDQT.

**CHAIRMAN OF THE BOARD OF
DIRECTORS**

(Sign, full name and seal)



CHỦ TỊCH HĐQT
TRẦN ĐỨC HIỆP

Appendix I.

The list of affiliated persons of the Company

No.	Name of organization/individual	Securities trading account (if any)	Position at the Company (if any)	NSH No. *, date of issue, place of issue	Address	Time of starting to be affiliated person	Time of ending to be affiliated person	Reasons	Relationship with the Company
I. Board of Directors									
1	Mr. Tran Duc Hiep		Chairman of the board of Directors			14/02/2025		Elected	
2	Mr. Truong Xuan Binh		Board of Director' member			19/05/2025		Elected	
3	Mr. Pham Bach Huy		Board of Director' member			19/05/2025		Elected	
4	Mr. Hoang Viet		Chairman of the board of Directors			30/11/2023	14/02/2025	Dismissed	
5	Mr. Nguyen Manh Tuan		Board of Director' member			30/11/2023	19/05/2025	Dismissed	
6	Ms. Le Tuyet Mai		Board of Director' member			30/11/2023	19/05/2025	Dismissed	
II. Board of Supervisors									
1	Mr. Nguyen Thanh Tung		Members of Board of Supervisors (Head of Board of Supervisors from May 16, 2025)			21/06/2024		Elected	
2	Mr. Vu Quoc Hoan		Members of Board of Supervisors			19/05/2025		Elected	

3	Ms. Cao Thụy Linh		Members of Board of Supervisors				19/05/2025		Elected	
4	Ms. Nguyen Thi Thanh		Members of Board of Supervisors (Head of Board of Supervisors from June 21, 2024)				30/11/2023	19/05/2025	Dismissed	
5	Mr. Le Van Huy		Members of Board of Supervisors				30/11/2023	19/05/2025	Dismissed	
III. Board of Directors										
1	Mr. Truong Xuan Binh		Director				19/05/2025		<i>Appointed</i>	
2	Mr. Nguyen Manh Tuan		Director				30/11/2023	19/05/2025	Dismissed	
IV. Chief Accountant										
1	Mr. Kieu Anh Tuyen		Chief Accountant				30/11/2023		<i>Appointed</i>	
V. Persons authorized to disclose information										
1	Ms. Nguyen Thi Thuong		Persons authorized to disclose information				16/09/2024		<i>Appointed</i>	



The list of internal persons and their affiliated persons

12

2.3	Mr. Truong Son Tuan						0	0	Biological children
3	Mr. Pham Bach Huy			Board of Director' member			0	0	
3.1	Ms. Tran Thi Hang						0	0	Wife
3.2	Ms. Pham Thuy Huong						0	0	Biological children
3.3	Mr. Hoang Viet Trung						0	0	Son-in-law
4	Mr. Nguyen Thanh Tung			Head of Board of Supervisors			0	0	
4.1	Ms. Ninh Thi Ha						0	0	Wife
4.2	Mr. Nguyen Minh Duc						0	0	Biological children
4.3	Ms. Nguyen Ha Minh Anh						0	0	Biological children
4.4	Mr. Nguyen Van Mai						0	0	Father
4.5	Ms. Le Thi Nga						0	0	Mother
4.6	Mr. Ninh Duc Cuong						0	0	Father-in-law
4.7	Ms. Bui Thi Chinh						0	0	Mother-in-law
4.8	Ms. Nguyen Thi Huyen						0	0	Younger sister
4.9	Mr. Nguyen Van Thien						0	0	Brother-in-law
5	Mr. Vu Quoc Hoan			Members of Board of Supervisors			0	0	
5.1	Mr. Vu Quy Manh						0	0	Father
5.2	Ms. Pham Thi Kim						0	0	Mother
5.3	Mr. Vu Quy Bac						0	0	Brother
5.4	Ms. Bui Thi My Dung						0	0	Sister-in-law
6	Ms. Cao Thuy Linh			Members of Board of Supervisors			0	0	
6.1	Mr. Cao Xuan Sang						0	0	Father

6.2	Ms. Nguyen Thi Van					0	0	Mother
6.3	Mr. Ha Manh Hai					0	0	Husband
6.4	Mr. Ha Anh Quan					0	0	Biological children
6.5	Ms. Cao Khanh Linh					0	0	Biological younger sister
6.6	Ms. Ha Thi Binh					0	0	Mother-in-law

II. Board of Directors

1	Mr. Truong Xuan Binh			Director		95.200	2,64%	
1.1	Ms. Dang Thi Tam					0	0	Wife
1.2	Ms. Truong Thuy Mai					0	0	Biological children
1.3	Mr. Truong Son Tuan					0	0	Biological children

III. Chief Accountant

1	Mr. Kieu Anh Tuyen			Chief Accountant		0	0	
1.1	Ms. Nguyen Thi Kim Ngan					0	0	Wife
1.2	Ms. Kieu Bao Linh					0	0	Biological children
1.3	Ms. Kieu Thao Linh					0	0	Biological children
1.4	Mr. Kieu Minh Thu					0	0	Father
1.5	Ms. Bui Thi Quang					0	0	Mother
1.6	Mr. Kieu Quoc Lap					0	0	Brother
1.7	Ms. Le Viet Trinh					0	0	Sister-in-law
1.8	Mr. Kieu Minh Duong					0	0	Younger brother
1.9	Mr. Nguyen Duc Hieu					0	0	Father-in-law
1.10	Ms. Nguyen Thi Nghia					0	0	Mother-in-law

IV. Persons authorized to disclose information									
1	Ms. Nguyen Thi Thuong		Persons authorized to disclose information				0	0	
1.1	Mr. Dao Duc Anh						0	0	Husband
1.2	Ms. Dao Anh Thu						0	0	Biological children
1.3	Mr. Nguyen Kim Thai						0	0	Father
1.4	Ms. Nguyen Thi Diu						0	0	Mother
1.5	Ms. Nguyen Thi Phuong Thuy						0	0	Younger sister
1.6	Mr. Nguyen Kim Hoang Long						0	0	Younger brother
1.7	Mr. Dao Van Chuc						0	0	Father-in-law
1.8	Ms. Lieu Thi Phuong						0	0	Mother-in-law