



No.: 01./2026/BC-HĐQT-C21

Ho Chi Minh City, January 30., 2026

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

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

- Name of company: **CENTURY 21 JOINT STOCK COMPANY (“C21”)**
- Address of head office: 41 Nguyen Thi Minh Khai Street, Sai Gon Ward, Ho Chi Minh City, Vietnam
- Telephone: 028.38248139 Fax: Email: [quantri@c21.com.vn](mailto:quantri@c21.com.vn)
- Charter capital: VND 193.363.710.000
- Stock symbol: C21
- Governance model: General Meeting of Shareholders, Board of Directors, General Director and Internal Audit Department is under the Board of Directors
- 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):

- The Company has not yet held the General Meeting of Shareholders in 2025.

No.	Resolution/Decision No.	Date	Content

**II. Board of Directors:**

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

No.	Members of the Board of Directors	Position ( <i>Independent members of the Board of Directors, Non-executive members of the Board of Directors</i> )	The date becoming/ceasing to be the member of the Board of Directors/Independent members of the Board of Directors	
			Date of appointment	Date of dismissal
01	Mr. Tran The Vinh	Chairman of the Board of Directors ( <i>Independent member of the Board of Directors, Non-executive</i> )	15/10/2020	
02	Ms. Do Thi Kim Oanh	Member of the Board of Directors	20/04/2019	

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No.	Members of the Board of Directors	Position ( <i>Independent members of the Board of Directors, Non-executive members of the Board of Directors</i> )	The date becoming/ceasing to be the member of the Board of Directors/Independent members of the Board of Directors	
			Date of appointment	Date of dismissal
03	Mr. Duong Pham Dang Khoa	Member of the Board of Directors	25/07/2023	

## 2. Meetings of the Board of Directors:

No.	Members of the Board of Directors	Number of meetings attended by Board of Directors	Attendance rate	Reasons for absence
01	Mr. Tran The Vinh	04/04	100%	
02	Ms. Do Thi Kim Oanh	04/04	100%	
03	Mr. Duong Pham Dang Khoa	04/04	100%	

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

- Supervise the compliance with the Resolutions and Decisions of the General Meeting of Shareholders and the Board of Directors.
- Monitor, advise, and propose solutions and strategies to ensure effective business operations in 2025.
- Issue documents, internal audit regulations, internal governance regulations, and the company's charter in compliance with legal requirements.

## 4. Activities of the Board of Directors' subcommittees (If any):

- The Internal Audit Department operates according to the Internal Audit Regulations issued by the Company's Board of Directors.

## 5. Resolutions/Decisions of the Board of Directors:

No.	Resolution/Decision No.	Date	Content	Approval rate
01	01/2025/NQ-HĐQT	25/04/2025	Extension of the time limit for holding the 2025 Annual General Meeting of Shareholders	100%
02	02/2025/NQ-HĐQT	12/09/2025	Appointment of the Person in charge of Corporate Governance	100%

## III. Board of Supervisors/Audit Committee:

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

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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
01	Ms. Nguyen Thi Kim Hoa	Head of the Internal Audit Department	Appointed on November 5, 2020	Accounting and Auditing

## 2. Meetings of Board of Supervisors or Audit Committee:

No.	Members of Board of Supervisors/ Audit Committee	Number of meetings attended	Attendance rate	Voting rate	Reasons for absence
01	Ms. Nguyen Thi Kim Hoa	03	100%	100%	

## 3. Supervising Board of Directors, Board of Management and shareholders by Board of Supervisors or Audit Committee:

### Internal Audit Department:

- Comply with the regulations in the Company's Charter and the Internal Audit Regulations.
- The Head of the Internal Audit Department participates in several meetings of the Board of Directors to stay updated on the company's governance.
- Inspect and monitor the company's financial situation and business activities; Review the company's financial statements.

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

- In the process of carrying out its duties, the Internal Audit Department consistently receives timely cooperation from the members of the Board of Directors, the Board of General Directors, and the relevant departments within the Company.

## 5. Other activities of the Board of Supervisors and Audit Committee (if any):

- None.

## IV. Board of Management

No.	Members of Board of Management	Year of birth	Qualification	Date of appointment / dismissal of members of the Board of Management
01	Ms. Do Thi Kim Oanh		Bachelor's degree	Appointed on March 16, 2020

## V. Chief Accountant

Name	Year of birth	Qualification	Date of appointment/ dismissal
Ms. Nguyen Thanh Vy		Bachelor's degree in Accounting	Appointed on July 15, 2023 (Accounting Supervisor)

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## VI. Training courses on corporate governance:

Training courses on corporate governance were involved by members of Board of Directors, the Board of Supervisors, General Director, other managers and secretaries in accordance with regulations on corporate governance:

– None.

## 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 Appendix I attached)

Note: NSH No.: ID card No./Passport No. (As for individuals) or Business Registration Certificate No., License on Operations or equivalent legal documents (As for organisations).

### 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	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, specifying date of issue)	Content, quantity, total value of transaction	Note
01	Sao Mai Century 21 Company Limited	Subsidiary company	No. 4200378029, issued on July 23, 1999, by the Department of Planning and Investment of Khanh Hoa	438 Ngo Den Street, Ngoc Son Hamlet, Tay Nha Trang Ward, Khanh Hoa Province	06/01/2025		- Content : Receipt of dividend income - Total transaction value : VND 1.600.000.000	
02	Ham Tan Century 21 Company Limited	Subsidiary company	No. 3400367657, issued on June 24, 2003, by the Department of Planning and Investment of Binh Thuan	Ly Thai To Street, Tan Hai Commune, Lam Dong Province	06/05/2025		- Content : Reimbursement of payment made on behalf - Total transaction value : VND 80.262.680	

Note: NSH No.: ID card No./Passport No. (As for individuals) or Business Registration Certificate No., License on operations or equivalent legal documents (As for organisations).

### 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.

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No.	Transaction executor	Relationship with internal persons	Position at the listed Company	ID card No. /Passport No., date of issue, place of Issue	Address	Name of subsidiaries or companies which the Company control	Time of transaction	Content, quantity, total value of transaction	Note

#### 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).

No.	Name of organization/ individual	Relationship with the Company	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, specifying date of issue)	Content, quantity, total value of transaction	Note
01	Sao Mai Century 21 Company Limited	Subsidiary company	No. 4200378029, issued on July 23, 1999, by the Department of Planning and Investment of Khanh Hoa	438 Ngo Den Street, Ngoc Son Hamlet, Tay Nha Trang Ward, Khanh Hoa Province	06/01/2025		- Content : Receipt of dividend income - Total transaction value : VND 1.600.000.000	
02	Ham Tan Century 21 Company Limited	Subsidiary company	No. 3400367657, issued on June 24, 2003, by the Department of Planning and Investment of Binh Thuan	Ly Thai To Street, Tan Hai Commune, Lam Dong Province	06/05/2025		- Content : Reimbursement of payment made on behalf - Total transaction value : VND 80.262.680	

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.

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## 1. The list of internal persons and their affiliated persons

**2. Transactions of internal persons and affiliated persons with shares of the company:**

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, etc.)
			Number of shares	Percentage	Number of shares	Percentage	

— None.

(Sign, full name and seal)



Trần Thế Vinh

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## APPENDIX I

## THE LIST OF AFFILIATED PERSONS OF THE COMPANY

## REPORT ON CORPORATE GOVERNANCE (Year : 2025)

(According to the Report No. ...01.../2026/BC-HĐQT-C21 dated 30.../01/2026)

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
1	Sao Mai Century 21 Company Limited			Business Registration Certificate No. 4200378029, issued on July 23, 1999, by the Department of Planning and Investment of Khanh Hoa	438 Ngo Den Street, Ngoc Son Hamlet, Tay Nha Trang Ward, Khanh Hoa Province	23/07/1999			Subsidiary company
2	Ham Tan Century 21 Company Limited			Business Registration Certificate No. 3400367657, issued on June 24, 2003, by the Department of Planning and Investment of Binh Thuan	Ly Thai To Street, Tan Hai Commune, Lam Dong Province	24/06/2003			Subsidiary company
3	An Viet Century 21 Company Limited			Business Registration Certificate No. 5800749189, issued on June 10, 2009, by the Department of Planning and Investment of Lam Dong	Hamlet 6, Bao Lam 2 Commune, Lam Dong Province	10/06/2009			Subsidiary company
4	Schengen Invest Joint Stock Company			Business Registration Certificate No. 0316218122, issued on March 25, 2020, by the Department of Planning and Investment of Ho Chi Minh City	63 Pham Ngoc Thach Street, Xuan Hoa Ward, Ho Chi Minh City	31/12/2024			Subsidiary company
5	An Khanh Management & Services Joint Stock Company			Business Registration Certificate No. 0313228362, issued on April 24, 2015, by the Department of Planning and Investment of Ho Chi Minh City	63 Pham Ngoc Thach Street, Xuan Hoa Ward, Ho Chi Minh City	06/07/2018			Shareholders holding more than 10% of the voting shares



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
6	Phuong Hoang Kim Investment Joint Stock Company			Business Registration Certificate No. 0315268498, issued on September 13, 2018, by the Department of Planning and Investment of Ho Chi Minh City	63 Pham Ngoc Thach Street, Xuan Hoa Ward, Ho Chi Minh City	05/03/2020			Shareholders holding more than 10% of the voting shares
7	Nguyen Phi Hung Kiet					22/05/2024			Shareholders holding more than 10% of the voting shares
8	Tran The Vinh		Chairman of the Board of Directors, Legal Representative, Person in charge of Corporate Governance			15/10/2020			Internal person
9	Do Thi Kim Oanh		Board of Directors Member; General Director; Legal Representative			20/04/2019			Internal person
10	Duong Pham Dang Khoa		Board of Directors Member			25/07/2023			Internal person
11	Nguyen Thi Kim Hoa		Head of the Internal Audit Department			05/11/2020			Internal person

Ho Chi Minh City, January 30, 2026

CHAIRMAN OF THE BOARD OF DIRECTORS



Trần Thế Vinh



## APPENDIX II

## THE LIST OF INTERNAL PERSONS AND THEIR AFFILIATED PERSONS

## REPORT ON CORPORATE GOVERNANCE (Year : 2025)

(According to the Report No. ..01../2026/BC-HĐQT-C21 dated ..30../01/2026)

No.	Name	Securities trading account (if any)	Securities trading account (if any)	ID card No./Passport No., date of issue, place of issue	Address	Number of shares owned at the end of the period	Percentage of share ownership at the end of the period	Note
1	Tran The Vinh		Chairman of the Board of Directors, Legal Representative, Person in charge of Corporate Governance			0	0%	
1.1	Tran Bieu							Father
1.2	Le Thi Niem					0	0%	Mother
1.3	Nguyen Thi Thanh Hoa					0	0%	Wife
1.4	Tran Dang Khoa					0	0%	Son





No.	Name	Securities trading account (if any)	Securities trading account (if any)	ID card No./Passport No., date of issue, place of issue	Address	Number of shares owned at the end of the period	Percentage of share ownership at the end of the period	Note
1.5	Tran Nguyen Truc Ngan					0	0%	Daughter
1.6	Tran Huu Nguyen					0	0%	Son
1.7	Tran Huu Phu					0	0%	Brother
1.8	Tran Thi Quy					0	0%	Sister
1.9	Tran Huu Loc					0	0%	Brother
1.10	Tran Thi Phuoc					0	0%	Sister
1.11	Tran Huu Duc					0	0%	Brother
1.12	Tran Thi Khanh Chi					0	0%	Sister





No.	Name	Securities trading account (if any)	Securities trading account (if any)	ID card No./Passport No., date of issue, place of issue	Address	Number of shares owned at the end of the period	Percentage of share ownership at the end of the period	Note
1.13	Tran Thanh Long					0	0%	Brother
2	Do Thi Kim Oanh		Board of Directors Member; General Director; Legal Representative			0	0%	
2.1	Do Cao Thuong							Father
2.2	Le Thi Kim Ai					0	0%	Mother
2.3	Nguyen Minh Tuan					0	0%	Husband
2.4	Nguyen Gia Bao					0	0%	Son
2.5	Nguyen Ngoc Bao Chau					0	0%	Daughter
2.6	Do Thi Kim Na					0	0%	Sister

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No.	Name	Securities trading account (if any)	Securities trading account (if any)	ID card No./Passport No., date of issue, place of issue	Address	Number of shares owned at the end of the period	Percentage of share ownership at the end of the period	Note
2.7	Do Cao An					0	0%	Brother
3	Duong Pham Dang Khoa		Board of Directors Member			0	0%	
3.1	Duong Buu Chanh					0	0%	Father
3.2	Pham Thi Dung					0	0%	Mother
3.3	To Phuong Thao					0	0%	Wife
3.4	Duong Quoc Viet					0	0%	Son
3.5	Duong Quoc Nam					0	0%	Son
3.6	Duong Ngoc Bao Nghi					0	0%	Daughter





No.	Name	Securities trading account (if any)	Securities trading account (if any)	ID card No./Passport No., date of issue, place of issue	Address	Number of shares owned at the end of the period	Percentage of share ownership at the end of the period	Note
3.7	Duong Pham Thanh Truc					0	0%	Sister
3.8	Chau Quoc Phong					0	0%	Brother-in-law
4	Nguyen Thi Kim Hoa		Head of the Internal Audit Department			0	0%	
4.1	Nguyen Van Dau					0	0%	Father
4.2	Nguyen Thi Ty					0	0%	Mother
4.3	Nguyen Tan Tai					0	0%	Brother
4.4	Nguyen Thi Kim Lien					0	0%	Sister
4.5	Nguyen Tan Loi					0	0%	Brother





No.	Name	Securities trading account (if any)	Securities trading account (if any)	ID card No./Passport No., date of issue, place of issue	Address	Number of shares owned at the end of the period	Percentage of share ownership at the end of the period	Note
4.6	Nguyen Tan Phuoc					0	0%	Brother
4.7	Nguyen Thi Yen					0	0%	Sister
4.8	Nguyen Tan Thanh					0	0%	Brother
4.9	Nguyen Tan Phuc					0	0%	Brother

Ho Chi Minh City, January ..30..., 2026  
**CHAIRMAN OF THE BOARD OF DIRECTORS**



*Trần Thế Vinh*