

**Appendix V**  
**REPORT ON CORPORATE GOVERNANCE (**  
*Issued together with Circular No. 96/2020/TT-BTC dated November 16, 2020*  
*of the Minister of Finance)*

**JOINT STOCK COMPANY**  
**XUAN HOA VIETNAM**

**SOCIALIST REPUBLIC OF**  
**VIETNAM**Independence - Freedom - Happiness

No. 30/BC-XHC

*Phu Tho, January 28, 2026*

**REPORT on the state**  
**of corporate governance for the whole year 2025**

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

- Company name: **XUAN HOA VIETNAM JOINT STOCK COMPANY**
- Head office address: Nguyen Van Linh Street, Xuan Hoa Ward, Phu Tho Province
- Phone: 02113.863.244                      Email: xuanhoa@xuanhoa.vn
- Capital fee: 210,965,000,000 VND
- Stock code: XHC
- Corporate governance model: General Meeting of Shareholders, Board of Directors, Supervisory Board and General Director.

**General Meeting of Shareholders:** It is the highest decision-making body, operating in accordance with the provisions of the Law on Enterprises and the Charter of Organization and Operation of Xuan Hoa Vietnam Joint Stock Company.

**Board of Directors:** consists of 05 members, elected by the General Meeting of Shareholders.

**The Executive Board consists of 06 members:**

- + General Director of the Company:                      01 person
- + Deputy General Director of the Company:            04 people
- + Chief accountant:    01 person

**The Supervisory Board consists of 03 members** elected by the General Meeting of Shareholders: Supervising the activities of the Board of Directors and the Executive Board in the management and administration of the Company.

**Professional departments:** including 03 blocks (Business Division, General Division, Production Division).

- Regarding the implementation of the internal audit function: Not yet implemented

**I. Activities of the 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 written opinions):

TT	Resolution No./ Decision	Date	Contents
1	No. 06/XH - NQ - GENERAL MEETING OF SHAREHOLDERS	20/06/2025	<p>The Resolution of the Annual General Meeting of Shareholders in 2025 approves the following contents:</p> <ol style="list-style-type: none"> <li>To approve the contents of the reports: + Report of the General Director + Report of the Board of Directors + Report of the Supervisory Board</li> <li>Approve the report of the Board of Directors on the audited 2024 financial statements</li> <li>Approving the report of the Board of Directors on the plan to distribute after-tax profits in 2024</li> <li>Approving the report of the Board of Directors on the targets of the 2025 plan</li> <li>Approval of the Supervisory Board's report on the selection of auditing firms for the fiscal year 2025</li> <li>Recognition of the results of the election of members of the Supervisory Board for the term 2025-2030</li> <li>Recognition of the results of the election of members of the Board of Directors for the term 2025-2030</li> </ol>

## II. Board of Directors (2025 Full-Year Report)

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

TT	Member of the Board of Directors	Position	Start date/ no longer a member of the Board of Directors/ Independent Board of Directors	
			Appointment Date	Date of dismissal
1	Mr. Nguyen Viet Anh	Chairman of the Board of Directors	30/04/2022 (term 2022-2025) 20/06/2022 (term 2025-2030)	
2	Mr. Nguyen Hoang Hai	Member of the Board of Directors	30/04/2022 (term 2022-2025) 20/06/2022 (term 2025-2030)	
3	Mr. Khuc Van Quang	Member of the Board of Directors	30/04/2022 (term 2022-2025) 20/06/2022 (term 2025-2030)	
4	Mr. Nguyen Anh Tuan	Member of the Board of Directors	08/11/2022 (term 2022-2025) 20/06/2022 (term 2025-2030)	
5	Mr. Nguyen Tien Hai	Member of the Board of Directors	08/11/2022 (term 2022-2025) 20/06/2022 (term 2025-2030)	



## 2. Board of Directors Meetings:

TT	Member of the Board of Directors	Number of meetings attended by the Board of Directors	Meeting Attendance Rate	Reason Failure to attend meetings
1	Mr. Nguyen Viet Anh	13	100%	
2	Mr. Nguyen Hoang Hai	13	100%	
3	Mr. Khuc Van Quang	13	100%	
4	Mr. Nguyen Anh Tuan	13	100%	
5	Mr. Nguyen Tien Hai	13	100%	

## 3. Supervisory activities of the Board of Directors over the Board of Directors

The supervision activities of the Board of Directors over the Board of Directors shall be strictly and periodically implemented in accordance with the Charter of organization and operation of Xuan Hoa Vietnam Joint Stock Company, specifically as follows:

- At meetings, the Board of Directors requests the Board of Directors to report, analyze and evaluate the Company's production and business activities, issues related to financial activities, market research, scientific and technological research on digital transformation and internal control.

- Implement the regime of periodic information disclosure of the Company in accordance with current regulations and fully and properly disclose the production and business situation to shareholders, state management agencies and related parties on the basis of transparency, accuracy and timeliness.

- Manage and operate the company in accordance with best management practices.

- Implement the regime of monthly/quarterly reporting to the Board of Directors on the company's production and business situation.

- Implement the regime of irregular reporting and promptly direct abnormal issues in production and business activities that affect the Company's business results.

- Non-executive members of the Board of Directors have actively contributed to improving the independence, objectivity, transparency, efficiency and quality of the Board of Directors' decisions.

## 4. Activities of subcommittees of the Board of Directors: None

## 5. Resolutions/Decisions of the Board of Directors (2025 Full Year Report)

TT	Resolution No./ Decision	Date	Contents	Pass Rate
1	No. 01/XH-NQ-HDQT	05/01/2025	Approved the Company's production and business plan in 2025	100%
2	No. 02/XH-NQ-HDQT	06/03/2025	Approving the plan to hold the Annual General Meeting of Shareholders in 2025	100%



TT	Resolution No./ Decision	Date	Contents	Pass Rate
3	No. 03/XH-NQ-HDQT	31/03/2025	Approval of production and business results for Quarter 1/2025 and Targets/plans for Quarter 2/2025	100%
4	No. 04/XH-NQ-HDQT	06/06/2025	Approved the plan to open an MB Bank account	100%
5	No. 05/XH-NQ-HDQT	06/06/2025	Approving the plan to grant MB bank credit line	100%
6	No. 06/XH-NQ-HDQT	30/06/2025	Approval of production and business results for Quarter 2/2025 and Targets/plans for Quarter 3/2025	100%
7	No. 07/XH-NQ-HDQT	04/07/2025	Approving the content of dividend payment in 2024 (10%)	100%
8	No. 08/XH-NQ-HDQT	14/07/2025	Approving the policy of capital contribution to establish Southern Xuan Hoa Joint Stock Company	100%
9	No. 09/XH-NQ-HDQT	06/08/2025	Approving the plan to suspend the business of the Southern Branch	100%
10	No. 10/XH-NQ-HDQT	03/09/2025	Approving the investment capital contribution plan and authorizing the representative of contributed capital	100%
11	No. 10-01/XH-NQ-HDQT	06/09/2025	Approved the loan plan of Agribank	100%
12	No. 11/XH-NQ-HDQT	08/11/2025	Approving the plan to change the address on the business license according to the new administrative boundaries	100%
13	No. 12/XH-NQ-HDQT	06/11/2025	Approving the investment plan to contribute capital to establish Nett Vietnam Joint Stock Company and authorize capital management	100%

### III. Supervisory Board (2025 Full-year Report)

#### 1. Information about members of the Supervisory Board (Supervisory Board)

TT	Member of the Supervisory Board	Position	Start date/ no longer a member of the Supervisory Board	Qualifications
1	Mr. Truong Hong Phong	Head of the Supervisory Board	30/04/2022 (term 2022-2025) 20/06/2025 (term 2025-2030)	Bachelor of Accounting
2	Ms. Tran Thi Thu Hang	Member of the Supervisory Board	08/11/2022 (term 2022-2025) 20/06/2025 (term 2025-2030)	Bachelor of Economics
3	Ms. Nguyen Thi Khuyen	Member of the Supervisory Board	25/06/2024 (term 2022-2025) 20/06/2025 (term 2025-2030)	Bachelor of Business Administration

#### 2. Meeting of the Supervisory Board



TT	Member of the Supervisory Board	Number of meetings attended	Meeting Attendance Rate	Voting Rate	Reasons for not attending the meeting
1	Mr. Truong Hong Phong	5	100%	100%	
2	Ms. Tran Thanh Hang	5	100%	100%	
3	Ms. Nguyen Thi Khuyen	5	100%	100%	

### **3. Supervision activities of the Control Board of the Board of Directors, the Board of Directors and shareholders.**

- Supervise the observance of the Law on Enterprises, the Company's Charter, the implementation of resolutions of the General Meeting of Shareholders and the Board of Directors.

- Appraisal of financial statements in 2024. Evaluate the production and business and financial situation and give independent opinions to the Board of Directors and the Executive Board.

- Control compliance with the Company's information disclosure regulations.

### **4. The coordination of activities between the Control Board for the activities of the Board of Directors, the Executive Board and other managers.**

- The Supervisory Board regularly coordinates with the Board of Directors and the Executive Board through exchanging information, attending a number of meetings of the Board of Directors, the Executive Board and other managers.

### **5. Other activities of the Control Board (if any):**

The Supervisory Board attends other closing ceremonies and meetings.

### **IV. Board of Directors**

TT	Members Board of Directors	Date of birth	Qualifications	Appointment Date/ dismissal of members of the Executive Board
1	Mr. Nguyen Anh Tuan	28/12/1979	Master of Business Administration	07/10/2022 (appointed)
2	Ms. Nguyen Thi Hieu	27/10/1976	Bachelor of Economics	26/07/2022 (appointed)
3	Mr. Khuc Van Quang	12/02/1976	Master of Business Administration	18/02/2023 (appointed)
4	Mr. Nguyen Hoang Hai	07/10/1980	Mechanical Engineering Engineer	18/02/2023 (appointed)
5	Mr. Khuc Manh Viet	17/02/1980	Bachelor of Business Administration	18/02/2023 (appointed)



TT	Members Board of Directors	Date of birth	Qualifications	Appointment Date/ dismissal of members of the Executive Board
6	Mr. Le Van Giang	25/01/1984	Master of Business Management	03/08/2023 (appointed)

#### V. Chief Accountant

STT	Full name	Date of birth	Professional qualifications	Appointment Date/ dismissal
1	Ms. Nguyen Thi Hieu	27/10/1976	Bachelor of Economics	26/07/2022 (appointed)

#### VI. Training on corporate governance:

Training courses on corporate governance that members of the Board of Directors, members of the Supervisory Board, the Director (General Director), other managers and the Company Secretary have participated in accordance with the regulations on corporate governance: Leadership skills; Production management; International Standards/ Customer Standards: IWAY, RESA, FSC, GO/NOGO, QSA, BSCI, CTPAT, SCAN, GMP, SMETA, EQA, ...

#### VII. List of related persons of the public company and transactions of related persons of the company with the company itself (Full Year Report 2025).

##### 1. List of related persons of the company

TT	Name of organization/ individual	Securities Trading Accounts	Position at the company	NSH* number, date of issue, place of issuance of NSH	Head Office Address/ Contact Address	When to start as a stakeholder	The time when he is no longer the relevant person	Reason	Relationship with the company
1	Nguyen Viet Anh		Chairman of the Board of Directors/ Legal representative			30/4/2022		Supplementary and alternative potting	Insider
2	Nguyen Hoang Hai		TV Board of Directors/ Deputy General Director			30/4/2022		Supplementary and alternative potting	Insider
3	Khúc Văn Quang		TV Board of Directors/ Deputy General Director			30/4/2022		Supplementary and alternative potting	Insider
4	Nguyen Anh Tuan		TV Board of Directors/ General Director/			07/10/2022		Supplementary and alternative potting	Insider

TT	Name of organization/ individual	Securities Trading Accounts	Position at the company	NSH* number, date of issue, place of issuance of NSH	Head Office Address/ Contact Address	When to start as a stakeholder	The time when he is no longer the relevant person	Reason	Relationship with the company
			Legal representative						
5	Nguyen Tien Hai		Board of Directors TV			08/11/2022		Supplementary and alternative potting	Insider
6	Khuc Manh Viet		Deputy General Director			18/02/2023		Appointment	Insider
7	Le Van Giang		Deputy General Director			03/08/2023		Appointment	Insider
8	Nguyen Thi Hieu		Chief Accountant / Disclosure Person			26/07/2022		Appointment	Insider
9	Truong Hong Phong		Head BKS			30/4/2022		Supplementary and alternative potting	Insider
10	Tran Thanh Hang		TV BKS			08/11/2022		Supplementary and alternative potting	Insider
11	Nguyen Thi Khuyen		TV BKS			25/6/2024		Supplementary and alternative potting	Insider
12	VAC Vietnam Investment Joint Stock Company					02/11/2015			Related companies
13	Bao Viet Fund Management Co., Ltd.					15/09/2022			Related companies
14	Toyota Boshoku Hanoi Co., Ltd.					02/11/2015			Related companies
15	Xuan Hoa Elevator Joint Stock Company					15/02/2023			Related companies
16	Demy Furniture Joint Stock Company					09/02/2023			Related companies
17	Xuan Hoa Power Joint Stock Company					06/03/2023			Related companies
18	Xuan Hoa Vietnam –					11/09/2025			Related companies



TT	Name of organization/ individual	Securities Trading Accounts	Position at the company	NSH* number, date of issue, place of issuance of NSH	Head Office Address/ Contact Address	When to start as a stakeholder	The time when he is no longer the relevant person	Reason	Relationship with the company
	Southern Joint Stock Company								
19	Nett Vietnam Joint Stock Company					11/11/2025			Related companies

2. Transactions between the company and its related persons; or between the company and major shareholders, internal persons, related persons of internal persons: **None**

3. Transactions between internal persons of the company, related persons of internal persons and subsidiaries or companies under the control of the company: **None**

4. Transactions between the company and other entities:

4.1. Transactions between the company and companies in which members of the Board of Directors, members of the Control Board, Director (General Director) and other managers have been founding members or members of the Board of Directors, Director (General Director) in the past three (03) years (counting at the time of making the report):

- Toyota Boshoku Vietnam Co., Ltd.
- Xuan Hoa Elevator Joint Stock Company
- DEMY Furniture Joint Stock Company
- Xuan Hoa Power Joint Stock Company
- Nett Vietnam Joint Stock Company
- Xuan Hoa Vietnam Joint Stock Company - Southern

4.2. Transactions between companies and companies operated by related persons of members of the Board of Directors, members of the Control Board, Director (General Director) and other managers who are members of the Board of Directors or Director (General Director): **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, Director (General Director) and other managers: **None**

## **VIII. Trading of shares of insiders and related persons of insiders (For the whole year of 2025)**

### **1. List of insiders and related persons of insiders**



STT	Full name	Securities Trading Accounts	Position at the company	ID card number/passport, date of issue, place of issue	Contacts	Number of shares owned at the end of the period	Shareholding ratio at the end of the period	Notes
<b>1</b>	<b>Nguyen Viet Anh</b>		<b>Chairman of the Board of Directors/ Legal representative</b>			<b>1,763,043</b>	<b>8.36%</b>	
1.01	Nguyen Ba Moc							
1.02	Phạm Thị Dung							
1.03	Wang Xuan Su							
1.04	Nguyen Thi Thanh							
1.05	Vuong Thi Hong Ha							
1.06	Nguyen Viet Hoang							
1.07	Nguyen Tung Lam							
1.08	Nguyen Hoang Hai							
1.09	Ta Le Hai Anh							
<b>2</b>	<b>Nguyen Anh Tuan</b>		<b>Member of the Board of Directors/ General Director/ Legal representative</b>			<b>562,636</b>	<b>2.67%</b>	
2.01	Nguyen Thi Da Lien					104,912	0.50%	
2.02	Nguyen Tuan Minh							
2.03	Nguyen Anh Chien							
2.04	Thai Thi Hieu							
2.05	Nguyen Thi Minh Hien					1,243,023	5.89%	
2.06	Nguyen Tuan Ha							
2.07	Nguyen Thi Tuyet							
2.08	Nguyen Quang Canh							
2.09	Bui Thi Ngoc							
<b>3</b>	<b>Nguyen Hoang Hai</b>		<b>Member of the Board of Directors/ Deputy General Director</b>			<b>2.390.282</b>	<b>11.33%</b>	
3.01	Nguyen Ba Moc							
3.02	Phạm Thị Dung							
3.03	Ta Ngoc Anh							
3.04	Le Thi Hoa					989,332	4.69%	
3.05	Ta Le Hai Anh					100,000	0.47%	
3.06	Nguyen Hoang Bao Long							
3.07	Nguyen Hoang Bao An							



STT	Full name	Securities Trading Accounts	Position at the company	ID card number/passport, date of issue, place of issue	Contacts	Number of shares owned at the end of the period	Shareholding ratio at the end of the period	Notes
3.08	Nguyen Hoang Bao Nam							
3.09	Nguyen Viet Anh							
3.10	Vuong Thi Hong Ha							
4	<b>Khúc Văn Quang</b>		<b>Member of the Board of Directors/ Deputy General Director</b>			<b>753,300</b>	<b>3.57%</b>	
4.01	Khúc Văn Bằng							
4.02	Nguyen Thi Thu Ha							
4.03	Luu Van Ty							
4.04	Nguyen Thi Thuan							
4.05	Luu Thi Bich Ngoc							
4.06	Qu Liu Huang Tong							
4.07	Qu Luu Hoang Phuc							
4.08	Khúc Đại Minh							
4.09	Doan Thi Thuy Duong							
5	<b>Nguyen Tien Hai</b>		<b>Board Members</b>					
5.01	Dang Thi Phuong							
5.02	Pham Thuy Trang							
5.03	Nguyen Ha Phuong							
5.04	Nguyen The Nam							
5.05	Nguyen Quynh Lam Phuong							
5.06	Nguyễn Tiến Minh							
5.07	Luu Thi Huong Giang							
5.08	Pham Thi Thuy Vinh							
6	<b>Khuc Manh Viet</b>		<b>Deputy General Director</b>					
6.01	Qu The Tau							
6.02	Tran Thi Vy							
6.03	Khuc Manh Tuan							
6.04	Khúc Mạnh Toàn							
6.05	Khuc Thi Thu Phuong							
6.06	Tran Thi Lan Huong							
6.07	Khuc Tran Bao Ly							
6.08	Khuc Tran Bao Anh							
6.09	Khuc Tran Bao Quyen							
6.10	Khuc Tran Bao An							
6.11	Nguyen Hoang Yen							



STT	Full name	Securities Trading Accounts	Position at the company	ID card number/passport, date of issue, place of issue	Contacts	Number of shares owned at the end of the period	Shareholding ratio at the end of the period	Notes
6.12	Pham Ngoc Long							
6.13	Tran Quang Hap							
6.14	Ta Thi Thuy							
7	<b>Le Van Giang</b>		<b>Deputy General Director</b>					
7.01	Le Van Phong							
7.02	Pham Le Hang							
7.03	Cu Ngoc Tan							
7.04	Vu Thi Hien							
7.05	Cu Thi Thuy Ha							
7.06	Le Phu Thanh							
7.07	Le Nguyen Ngoc Minh							
7.08	Le Duc Anh							
7.09	Le Van Duong							
7.10	Le Thuy Quynh							
7.11	Vu Thi Luong							
8	<b>Nguyen Thi Hieu</b>		<b>Chief Accountant/ Disclosure Person</b>					
8.01	Nguyen Duc Tam							
8.02	Hoang Thi Luu							
8.03	Nguyễn Hữu Võ							
8.04	Ha Thi Van							
8.05	Nguyen Thi Nhan							
8.06	Nguyen Trong Nghia							
8.07	Nguyen Ha Nam							
8.08	Nguyễn Hà Sơn							
8.09	Nguyen Quoc Anh							
9	<b>Truong Hong Phong</b>		<b>Head of the Supervisory Board</b>					
9.01	Truong Quang Chuc							
9.02	Le Thi Be							
9.03	Do Minh Thu							
9.04	Nguyen Thi Mien							
9.05	Truong Hong Quang							
9.06	Nguyen Thi Thanh Huyen							
9.07	Do Thi Minh Thuy							
9.08	Truong Gia Huy							
9.09	Truong Hoang Tung							
10	<b>Nguyen Thi Khuyen</b>		<b>Member of the Supervisory Board</b>					



STT	Full name	Securities Trading Accounts	Position at the company	ID card number/passport, date of issue, place of issue	Contacts	Number of shares owned at the end of the period	Shareholding ratio at the end of the period	Notes
10.01	Nguyen Van Hiep							
10.02	Nguyen Thi Sinh							
10.03	Nguyen Thi Xuyen							
10.04	Nguyen Thi Hoa							
10.05	Hoang Ngoc Chien							
10.06	Ngo Thi Mui							
10.07	Hoang Ngoc Truong							
10.08	Thai Royal Family							
10.09	Hoang Gia Phuc							
11	Tran Thanh Hang		Member of the Supervisory Board					
11.01	Tran Huu Nghi							
11.02	Nguyen Thi Uyen							
11.03	Tran Phuong Thanh							
11.04	Nguyen Duc Quang							

**2. Transactions of insiders and related persons on company shares: None**

**IX. Other matters to note: None**

**Recipient:**

- As above;- Save: Social Security,  
Board of Directors,

**CHAIRMAN OF THE BOARD OF DIRECTORS**

(Sign, specify full name and seal)



**Nguyen Viet Anh**

