

No: 01/2025/BCQT-DCS

Hanoi, January 28, 2025

REPORT ON THE COMPANY'S GOVERNANCE SITUATION IN 2025

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

Our company is:

- **Name of the issuing organization (TCPH):** EDX Holding Joint Stock Company
- **Head office address:** 51 Le Dai Hanh Street, Hai Ba Trung Ward, Hanoi City
- **Phone:** 0931299568
- **government:** <https://daichau.edx.vn>
- **Charter capital:** VND 603,110,000,000
- **Stock ticker:** DCS

I. Activities of the General Meeting of Shareholders

In 2025, the company held two specific meetings as follows:

- **The Annual General Meeting of Shareholders 2025 will be held** on May 12, 2025, according to **Meeting Minutes No. 01/2025/BB-ĐHĐCĐ**.
- **The first extraordinary general meeting of shareholders in 2025 was held on** September 9, 2025, according to **Meeting Minutes No.: 01/2025/BB-ĐHĐCĐBT**.

The General Shareholders' Meeting was convened and conducted in accordance with the provisions of the Enterprise Law and the Company's Charter, to discuss and vote on several important issues related to senior personnel appointments and a new governance model.

II. Board of Directors

In 2025, the Company's **Board of Directors** held 5 meetings and issued 5 resolutions within its authority. Specifically, these are as follows:

- The Board of Directors met on February 24, 2025 (according to Meeting Minutes No. 2402/2025/BB-HĐQT) to select an auditing firm to audit the financial statements for the years 2022 to 2024 of Dai Chau Group Joint Stock Company.
- The Board of Directors met on March 18, 2025 (according to Meeting Minutes No.: 180302/2025/BB-HĐQT) to discuss the establishment of a new project team for the project "Hung Vuong Temple and the Temples of Vietnamese Cultural Figures and National Heroes" in Bac Giang province.



- The Board of Directors met on July 10, 2025 (according to Meeting Minutes No.: 1007/2025/BB-HĐQT) to convene an extraordinary General Meeting of Shareholders in 2025 to seek shareholder opinions on matters within the authority of the General Meeting of Shareholders.
- The Board of Directors met on August 12, 2025 (according to Meeting Minutes No.: 1208/2025/BB-HĐQT) to address the processing of data in the financial statements and authorize their implementation.
- The Board of Directors met on December 17, 2025 (according to Meeting Minutes No.: 1712/2025/BB-HĐQT) to convene the second extraordinary General Meeting of Shareholders in 2025.

1. Information about the members of the Board of Directors

As of December 31, 2025, the Company's Board of Directors has 6 members, including:

No.	Full name	Position	Number of Board of Directors meetings in 2024	Number attendance	Attendance rate
1	Mr. Nguyen Dinh Hung	Chairman of the Board	5	5	100%
2	Mr. Do Van Khue	Board Member	5	5	100%
3	Mr. Do Hong Dat	Board Member	5	5	100%
4	Mr. Hoang Xuan Vuong	Board Member	5	5	100%
5	Mr. Tran Manh Hai	Board Member	5	5	100%
6	Mr. Nghiem The Quy	Board Member	5	5	100%

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

The Board of Directors regularly monitors the activities of the Management Board and other management and operational tasks of the Company. At the same time, the Board of Directors coordinates with relevant departments to inspect and supervise the following:

- Implementing the targets and plans set by the General Meeting of Shareholders and the Board of Directors.
- Implementing the resolutions of the General Meeting of Shareholders, as well as the resolutions and decisions issued by the Board of Directors.
- The Board of Directors regularly reviews and evaluates the implementation of the production and business plan and financial targets, thereby providing timely guidance to the Management Board to ensure the resources for the Company's operations.

- Verify compliance with the provisions of the Enterprise Law, the Company Charter, and other applicable regulations.

3. Activities of the subcommittees of the Board of Directors

The specialized subcommittees of the Board of Directors continue to perform their assigned functions, specifically:

- **Human Resources Management Subcommittee:** Responsible for internal affairs, administration, training, and organizational structure development of the Company.
- **Finance Subcommittee:** Corporate financial management, preservation and development of the Company's capital.
- **Project Development Subcommittee:** Research and planning of investment projects.

4. Resolutions of the Board of Directors in 2025

No.	Resolution number	Date of issuance	Main content
1	2402/2025/NQHDQT-DCS	February 24, 2025	Selecting an auditor for the financial statements of 2022, 2023, and 2024.
2	180302/2025/NQHDQT-DCS	March 18, 2025	Establishing a new project team: The project "Temple of Hung Kings and Cultural Figures - National Heroes of Vietnam" in Bac Giang province.
3	1007/2025/NQ-ĐHĐCD	July 10, 2025	Convening an extraordinary general meeting of shareholders in 2025.
4	1208/2025/NQ-HĐQT	August 12, 2025	Processing data on financial statements and authorizing their execution.
5	1712/2025/NQ-ĐHĐCD	December 17, 2025	Convening the second extraordinary general meeting of shareholders in 2025.

III. Internal Audit Subcommittee (replacing the Supervisory Board)

1. Decision to change the monitoring model

The Board of Directors has approved the transformation of the **Supervisory Board** into an **Internal Audit Subcommittee**, in order to align with the Company's new governance direction.

2. Personnel of the Internal Audit Subcommittee

The Supervisory Board nominates the following two members for the Internal Audit Subcommittee:

No.	Full name	Position at the Subcommittee
1	Ms. Duong Lan Phuong	Prefect
2	Mr. Do Van Khue	Member

3. Monitoring activities in 2025

The subcommittee attended and supervised the Board of Directors' meetings, the 2025 Annual General Meeting of Shareholders, and the 2025 Extraordinary General Meeting of Shareholders, while also conducting internal compliance monitoring. No serious misconduct or violations were recorded during the year.

4. Coordination with the Board of Directors and the Management Board.

The coordination between the Internal Audit Subcommittee and the Board of Directors and the Management Board has been maintained effectively, ensuring transparency and full information during the monitoring process.

IV. Training in corporate governance

In 2025, no corporate governance training courses will be organized or attended by members of the Board of Directors, Subcommittee members, the Management Board, or management personnel.

V. List and transactions of related parties

- Transactions arise between the company and related parties.

No.	Name of person involved	Transaction value	Content	Termite relationship
1	Mr. Nguyen Dinh Hung	10,000,000,000	The acquisition of receivables and investments was approved by the General Meeting of Shareholders in the extraordinary General Meeting Resolution No. 02/2025/NQ-ĐHĐCĐBT dated September 9, 2025.	Chairman of the Board
2	Mr. Do Van Khue	500,000,000	Lend money	Board Member
3	Mr. Nghiem The Quy	250,000,000	Lend money	Board Member

- Transactions arise between the Company and related businesses.

No.	Company name	Value transaction	Content goods and services	Relationship
1	ANTA Business Services Co., Ltd.	60,000,000	General administrative services	Wife of Mr. Hoang Xuan Vuong - Member of the Board of Directors
2	EDX Group Co., Ltd.	564,630,000	Office rental services	Mr. Nguyen Dinh Hung - Chairman of the Board of Directors, is the legal representative.

- There are no changes to the list of people involved.
- No transactions occur between insiders and subsidiaries/businesses controlled by the Company.

VI. Insider and related party stock transactions

- Mr. Nguyen Dinh Huy – the brother of the Chairman of the Board of Directors – sold 241,000 shares.
- Mr. Nguyen Dinh Hung – Chairman of the Board of Directors – purchased 465,600 shares.

VII. Other points to note

Aside from the Board of Directors meetings, the 2025 Annual General Meeting, and the 2025 Extraordinary General Meeting, the company has no other notable corporate governance events this year.

Recipient:

- As addressed to;
- Save the document.

January 28, 2026

**On behalf of the Board of Directors
CHAIRMAN OF THE BOARD OF**



NGUYEN DINH HUNG