

No: 2508/2026/GKM/BCQTCT

Ninh Binh, day 25 month 08 year 2026

REPORT ON CORPORATE GOVERNANCE
(First 6 months of 2026)

To: The State Securities Commission;
Hanoi Stock Exchange.

GENERAL INFORMATION

- Name of company: GKM Holdings Joint Stock Company
- Address of head office: Chau Son Industrial Park, Phu Van Ward, Ninh Binh Province
- Telephone: 0988.951.976 | Email: ctcg.gkmholdings@gmail.com
- Charter capital: 314.342.370.000 VND.
- Stock symbol: GKM
- Governance model: General Meeting of Shareholders, Board of Directors, Board of Supervisors and General Director
- The implementation of internal audit: Implemented

I. Activities of the general meeting of shareholders

Information on meetings and resolutions/decisions of the General Meeting of Shareholders:

No	Resolution/Decision No.	Date	Content
1	01/2026/NQ/ĐHĐCĐ-GKM	27/06/2026	Resolution 01: Report of the Board of Directors on the business performance results for 2025 and strategic orientation for 2026. Resolution 02: Report on the activities of the Audit Committee for 2025 and plan for 2026. Resolution 03: Report on production and business activities of the Board of General Directors and plan for 2026. Resolution 04: Approval of the audited financial statements for 2025. Resolution 05: Profit distribution plan for 2025 (no dividend distribution due to loss-making results).

			Resolution 06: Approval of remuneration and operating budget for the Board of Directors in 2026. Resolution 07: Selection of an independent auditing firm for the 2026 financial statements. Resolution 08: Approval of the 2026 business plan (revenue approximately VND 70 billion, profit after tax approximately VND 7 billion, expected dividend 3%). Resolution 09: Dismissal of Mr. Nguyen Huu Phu from the positions of Member of the Board of Directors and Chairman of the Board of Directors (pursuant to his resignation letter effective from 16/06/2026). Resolution 10: Other matters under the authority of the General Meeting of Shareholders. Resolution 11: Implementation provisions.
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II. Activities of the board of directors

1. List of members of the Board of Directors:

No.	Board Directors' members	Position (Independent members of the Board of Directors, Non-executive members of the Board of Directors)	Date of appointment	Date of dismissal
1	Nguyễn Hữu Phú	BOD Member/Chairman of the BOD	06/10/2023 (appointed Chairman from 11/06/2025)	16/06/2026 (resignation; AGM approved on 27/06/2026)
2	Nguyễn Anh Tuấn	BOD Member/General Director	28/06/2025	
3	Đào Thị Nga	BOD Member (cum Chairwoman of the Audit Committee)	28/06/2025	

4	Nguyễn Công Duy	Independent BOD Membe/Member of the Audit Committee	06/10/2023	
5	Mazur Krzysztof (Krzysztof Mazur)	BOD Member	28/06/2025	

Number of BOD meetings in the first 6 months of 2026: 04 meetings (based on disclosed documents: 19/03/2026, 02/04/2026 (two contents), 12/05/2026).

2. Main resolutions:

- On 19/03/2026: Approval of the establishment of Hanoi Branch – GKM Holdings Joint Stock Company (address: Floor 3, No. 132 Mai Hac De, Hai Ba Trung Ward, Hanoi); appointment of Mr. Nguyen Anh Tuan – General Director concurrently as Director of Hanoi Branch; assignment to the General Director to carry out registration procedures and operations of the branch.
- On 02/04/2026: Approval of handling of accounts payable to suppliers that could not be contacted, total amount of VND 2,685,208,372, transferred from account 331 to account 711 – Other income (list of 9 suppliers detailed in Resolution No. 0244/NQ-HĐQT-GKM); assignment to the Accounting Department to make accounting entries for 2025, archive dossiers and check tax obligations.
- On 02/04/2026: Approval of provision for doubtful debts (total VND 16,740,511,805), provision for investments in other entities (VND 7,650,000,000) and provision for inventory devaluation (VND 14,648,345,350) according to Submission No. 2303/2026/TT-KT-GKM; assignment to the Board of Management to direct implementation and report results within 30 days (Resolution No. 024/2026/NQ-HĐQT).
- On 12/05/2026: Approval of the contents and plan for organizing the 2026 Annual General Meeting of Shareholders (meeting date 27/06/2026, record date 04/06/2026, venue Floor 8 – 132 Mai Hac De, Hanoi; form of direct or combined online meeting); assignment to the General Director to organize implementation and disclose information (Resolution No. 04/2026/NQ-HĐQT-GKM / 1205/2026/NQ-GKM).
- June 2026: Receipt and handling of the resignation letter of Mr. Nguyen Huu Phu (Member of the BOD and Chairman of the BOD) effective from 16/06/2026; extraordinary information disclosure within 24 hours as required (Information Disclosure No. 1706/2026/CBTT-GKM dated 17/06/2026); submission to the 2026 Annual General Meeting of Shareholders for consideration and approval.

III. Activities of the supervisory board / activities of the supervisory board

The Audit Committee has performed its supervisory functions according to the Company Charter and legal regulations, with no significant violations recorded in the first 6 months of 2026.

1. Information about members of Board of Supervisors (BOS)/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	Professional qualification
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1	Đào Thị Nga	Chairwoman of the Audit Committee	Start date: 28/06/2025	Bachelor's Degree
2	Nguyễn Công Duy	Member of the Audit Committee	Start date: 10/10/2023	Bachelor's Degree

2. Meetings of Board of Supervisors or Audit Committee

No.	Members of Board Supervisors/ Audit Committee	Number of meetings attended	Attendance rate	Voting rate	Reasons for absence
1	Đào Thị Nga - Chairwoman of the Audit Committee	100%	100%	100%	
2	Nguyễn Công Duy - Member of the Audit Committee	100%	100%	100%	

3. Supervision activities of the BOS / Audit Committee over the Board of Directors, the Executive Board of Management and shareholders:

In the first 6 months of 2026, the Audit Committee organized periodic and extraordinary meetings, implemented supervision and evaluation of the Company's situation through reviewing the Q1/2026 financial statements, inspecting dossiers and documents related to receivables, inventories, capital contribution investments and payables; monitoring the implementation of BOD Resolutions on handling accounts payable to uncontactable suppliers and making provisions (dated 02/04/2026). The Audit Committee proposed recommendations to the Board of Directors and the Board of General Directors on risk management solutions, ensuring the honesty of financial statements and compliance with accounting and tax regulations. At the same time, it supervised the activities of the Board of Directors, appraised the performance reports of the BOD and the Board of General Directors; inspected compliance with laws, State policies and internal regulations by reviewing BOD Resolutions (establishment of Hanoi Branch, organization of the 2026 Annual General Meeting of Shareholders) and executive decisions of the General Director.

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

On a quarterly and ad-hoc basis, the Audit Committee coordinated with the Board of General Directors to participate in meetings organized by the Board of Directors to review and evaluate the Company's operational situation. The Audit Committee coordinated with the Board of Directors and the Board of General Directors in implementing Resolutions and development plans of the Company in each specific period, especially contents related to cleaning up accounting books, making provisions and preparing for the 2026 Annual General Meeting of Shareholders.

5. Other activities of the BOS/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	Nguyễn Anh Tuấn	09/05/1976	Bachelor's Degree	Appointment date: 11/06/2025 (General Director); concurrent Director of Hanoi Branch from 19/03/2026
2	Đào Thị Quỳnh	21/06/1991	Bachelor's Degree	Appointment date: 11/06/2025 (Chief Accountant)

VI. Corporate governance training

In the first 6 months of 2026, the Company has not organized in-depth internal training courses on corporate governance or new information disclosure regulations. The Company focused on maintaining and strengthening compliance with current regulations through reviewing and completing internal processes on information disclosure, supplementing personnel for the accounting – information disclosure department and closely coordinating with the auditing firm to ensure timely performance of information disclosure obligations under securities laws.

VII. The list of affiliated persons of the public company (semi-annual report) and transactions of affiliated persons of the company with the company itself

1. The list of affiliated persons of the Company

No.	Name of organization/individual	Position at the Company (if any)	Time of starting to be affiliated person	Time of ending to be affiliated person	Reasons	Relationship with the Company
1	Nguyễn Hữu Phú	Chairman of the BOD (until 16/06/2026)	06/10/2023	16/06/2026	Resignation as BOD Member and Chairman of the BOD	Former Chairman of the BOD
2	Nguyễn Anh Tuấn	BOD Member cum General Director, Person in charge of Corporate Governance,	28/06/2025			BOD Member cum General Director

		Director of Hanoi Branch				
3	Đào Thị Nga	BOD Member cum Chairwoman of the Audit Committee	28/06/2025			BOD Member cum Chairwoman of Audit Committee
4	Nguyễn Công Duy	Independent BOD Member cum Member of the Audit Committee	06/10/2023			Independent BOD Member cum Member of Audit Committee
5	Mazur Krzysztof (Krzysztof Mazur)	BOD Member	28/06/2025			BOD Member
6	CTCP Xuất Nhập Khẩu An Giang (An Giang Import-Export Joint Stock Company)	None	06/10/2023			Mr. Nguyen Huu Phu is a BOD Member (related while Mr. Phu was an internal person)
7	Công ty Cổ phần An Trường An (An Truong An Joint Stock Company)	None	06/10/2023			Mr. Nguyen Huu Phu is a BOD Member cum Chairman of the BOD (related while Mr. Phu was an internal person)

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 of internal persons: None

3. Transactions 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: None

4.1. Transactions between the Company and the company that its members of Board of Directors, members of the Board of Supervisors, Director (General Director) and other

managers 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

(The detailed list of affiliated persons of each internal person is updated in the attached Annex, reflecting changes due to the resignation of Mr. Nguyen Huu Phu effective from 16/06/2026.)

VIII. Share transactions of internal persons and their affiliated persons (Report for the first 6 months of 2026)

1. The list of internal persons and their affiliated persons

Please see the Annex attached (updated according to changes in BOD personnel, especially the resignation of Mr. Nguyen Huu Phu effective from 16/06/2026; current BOD members including Mr. Nguyen Anh Tuan, Ms. Dao Thi Nga, Mr. Nguyen Cong Duy, Mr. Mazur Krysztof and their affiliated persons all reported ownership of 0 GKM shares at the end of the reporting period).

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

No.	Executor	Relationship	Beginning shares	Ending shares	Reason
	None				

IX. Other issues

- Violation & Remedy: GKM stock continues to be maintained under control area by HNX (pursuant to Decision 659/QĐ-SGDHN) and trading restriction (pursuant to Decision 660/QĐ-SGDHN) in 2026. The main causes are delayed information disclosure, especially related to the collection, inspection, reconciliation and confirmation of data with the independent auditing organization for important financial items (long-term financial investments, receivables, provisions); late submission of the reviewed semi-annual financial statements for 2025 more than 45 days beyond the prescribed deadline. The Company has sent written explanations of causes, measures and remediation roadmap; committed to strengthening internal processes controlling information disclosure deadlines, supplementing personnel for the accounting – information disclosure department, closely coordinating with the auditing firm to complete outstanding reports, restructure debts, optimize costs and expand markets.

- Price explanation / securities status: The Company has disclosed written explanations of causes and remedial measures for the status of stocks under warning, control and trading restriction (documents disclosed around May and June 2026).

- Info change: No change in the address of the head office, email or contact telephone number was recorded in the first 6 months of 2026. The Company established the Hanoi

Branch (Floor 3, No. 132 Mai Hac De, Hai Ba Trung Ward, Hanoi) pursuant to the BOD Resolution dated 19/03/2026.

- Senior personnel: Mr. Nguyen Huu Phu resigned from the positions of Member of the Board of Directors and Chairman of the Board of Directors effective from 16/06/2026 (personal reasons); the Company made extraordinary information disclosure within 24 hours as required (Information Disclosure No. 1706/2026/CBTT-GKM dated 17/06/2026) and submitted to the 2026 Annual General Meeting of Shareholders for consideration and approval.

- Other issues: No share transactions by internal persons/affiliated persons; no other major changes in ownership structure or extraordinary events beyond the contents stated above.

Recipients:

- As above: for reporting
- Archived: Clerical

CHAIRMAN OF THE BOARD OF DIRECTORS



TỔNG GIÁM ĐỐC
Nguyễn Anh Tuấn

Annex: The list of internal persons and their affiliated persons / Transactions of internal persons and affiliated persons with shares of the Company

No.	Full Name	Securities Trading Account (if any)	Position at the Company (if any)	ID Card No./Passport No., Date of Issue, Place of Issue	Contact Address	Number of Shares Owned at the End of the Period	Percentage of Share Ownership at the End of the Period	Note
1	Nguyễn Anh Tuấn		General Director, BOD Member			0	0%	Internal Person
1.1	Nguyễn Văn Toại					0	0%	Father
1.2	Hồ Thị Thu Nga					0	0%	Mother
1.3	Đỗ Công Minh					0	0%	Father-in-law
1.4	Phạm Thị Hợi					0	0%	Mother-in-law
1.5	Đỗ Thị Phương Mai	067C000009				0	0%	Wife
1.6	Nguyễn Đỗ Uyên Nhi					0	0%	Daughter
1.7	Nguyễn Mai Khanh					0	0%	Daughter
1.8	Nguyễn Phương Linh					0	0%	Younger sister
1.9	Nguyễn Thanh Mỹ Linh					0	0%	Sister-in-law
1.10	Đỗ Đức Lộc					0	0%	Brother-in-law
2	Đào Thị Nga		BOD Member cum Chairwoman of Audit Committee			0	0%	Internal Person
2.1	Nông Hoàng Trúc Nhi					0	0%	Daughter
2.2	Đào Ngọc Ngựa					0	0%	Father
2.3	Vương Thị Đào					0	0%	Mother

2.4	Đào Thị Tài						0	0%	Elder sister
2.5	Đình Quang Hòa						0	0%	Brother-in-law
2.6	Đào Thị Nhựt						0	0%	Elder sister
2.7	Lê Văn Đức						0	0%	Brother-in-law
2.8	Đào Thị Hằng						0	0%	Elder sister
2.9	Mã Ích Hải						0	0%	Brother-in-law
2.10	Đào Nguyên Hùng						0	0%	Elder brother
2.11	Vũ Thị Luyện						0	0%	Sister-in-law
2.12	Đào Thị Bằng						0	0%	Younger sister
2.13	Nguyễn Hữu Quyết						0	0%	Brother-in-law
3	KRZYSZTOF MAZUR				BOD Member		0	0%	Internal Person
3.1	Zuzanna Mazur						0	0%	Biological child
3.2	Joanna Mazur						0	0%	Biological child
3.3	Regina Burchard						0	0%	Mother
3.4	Ryszard Mazur						0	0%	Father
3.5	Malgorzata Mazur						0	0%	Biological child
4	Nguyễn Công Duy				Independent BOD Member cum Member of Audit Committee		0	0%	Internal Person
4.1	Nguyễn Thị Lan Huynh						0	0%	Mother
4.2	Nguyễn Đình Huân						0	0%	Father-in-law
4.3	Ngô Thị Thảo						0	0%	Mother-in-law
4.4	Nguyễn Thanh Hà						0	0%	Wife

4.5	Nguyễn Tuệ Mẫn						0	0%	Daughter
4.6	Nguyễn Trang Hạ Vy						0	0%	Younger sister
4.7	Nguyễn Đình Hoàng						0	0%	Brother-in-law
4.8	Trần Thị Huyền						0	0%	Sister-in-law
5	Đào Thị Quỳnh						0	0%	Insider
5.1	Đào Ngọc Kinh						0	0%	Biological father
5.2	Vũ Thị Oanh						0	0%	Biological mother
5.3	Hoàng Duy Ninh						0	0%	Father-in-law
5.4	Hoàng Thị Du						0	0%	Mother-in-law
5.5	Hoàng Duy Bình						0	0%	Husband
5.6	Đào Việt Khoa						0	0%	Older brother
5.7	Nguyễn Thị Thu Huyền						0	0%	Sister-in-law
5.8	Hoàng Duy Hiếu						0	0%	Son
5.9	Hoàng Duy Thành						0	0%	Son