

No.: *12* /BC - FGL

Gia Lai, July 9<sup>th</sup>, 2025

**REPORT ON CORPORATE GOVERNANCE OF THE LISTED COMPANY**  
**(for the first six months of 2025)**

To:       - The State Securities Commission of Vietnam  
          - Hanoi Stock Exchange

- Name of listed company: **GIA LAI COFFEE JOINT STOCK COMPANY**
- Head office address: No. 97 Pham Van Dong/ Yet Kieu – Pleiku City – Gia Lai Province
- Telephone: 02693824654   Fax: 02693822847   Email: giacomex@gmail.com
- Charter Capital: 146,763,000,000 VND
- Securities code: FGL
- Corporate Governance Model: General Meeting of Shareholders, Board of Directors, Board of Supervisors and General Director.

**I. Activities of the General Meeting of Shareholders**

The Annual General Meeting of Shareholders for 2025, held on April 17, 2025, approved the following Resolutions:

No.	Resolution/Decision No.	Date	Content
	Resolutions of the 2025 Annual General Meeting of Shareholders	April 17, 2025	<ol style="list-style-type: none"><li>1. Report of the Board of Directors for 2024 and orientations for tasks in 2025.</li><li>2. Report on the status and results of production and business activities in 2024 and orientations for tasks, production and business plan for 2025.</li><li>3. Report on the Board of Supervisors' activities for the term of 2024 and the operation plan for 2025.</li><li>4. Proposal for the approval of the audited financial statements for 2024.</li><li>5. Proposal for the production &amp; business plan for 2025.</li><li>6. Proposal on remuneration for 2024 and approval of the remuneration plan for 2025 of the Board of Directors and Board of Supervisors.</li><li>7. Proposal for the approval of Transaction Contracts with related persons/parties.</li><li>8. Proposal for the dismissal of members of the BOD and approval of the reduction in the number of BOD members to three (03).</li></ol>





			9. Proposal for the dismissal and election of members of the Board of Supervisors for the term 2023-2028. 10. Proposal for amendments of the company's Charter and corporate governance regulations. 11. Proposal for the approval of the selection of the auditing firm for the Company in 2025.
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## II. The Board of Directors (Report of the first 6 months).

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

No.	Member of the BoD	Position	The date becoming/ceasing to be the member of BoD		Number of meetings attended	Attendance Rate	Reason for absence
			Appointment Date	Dismissal Date			
1	Trinh Quang Hung	Chairman	April 28, 2023		02	100%	
2	Trinh Dinh Truong	Vice Chairman	April 28, 2023		02	100%	
3	Nguyen Cong Tien	Executive Member	June 26, 2024		02	100%	
4	Phung Ngoc Kim	Non-Executive Member	April 28, 2023	April 17, 2025	02	100%	
5	Trinh Quang Vinh	Non-Executive Member	April 28, 2023	April 17, 2025	02	100%	

### 2. Supervisory activities of the Board of Directors over the Board of Management

- The Board of Directors (BOD) has consistently directed the Board of Management in the implementation of production & business and investment plans, promptly addressed arising issues and regularly inspected and supervised the execution of assigned functions and duties performed by the Board of Management.

- The BoD has assigned tasks to each member and operated under the direction of the Chairman of the Board of Directors. Based on the strategic objectives approved by the General Meeting of Shareholders, the BoD has defined specific objectives and directions and periodically convened meetings to evaluate the implementation of production - business plan at the Company.

- Concentrate on reviewing the operational processes currently being carried out throughout the Company, and based on that, update, amend and create new processes to ensure consistency and enhance operational coordination among the departments.

### 3. Activities of the Board of Directors' sub-committees: None

### 4. Resolutions/Decisions Issued by the Board of Directors (Report of the first 6 months)

No.	Resolution/ Decision No.	Date	Content
1	01/NQ-FGL-HĐQT	February 20, 2025	Resolution on convening the Annual General Meeting of Shareholders for 2025.



2	02/NQ-FGL-HĐQT	April 17, 2025	Resolution of the Annual General Meeting of Shareholders for 2025.
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### III. The Board of Supervisors (Report of the first 06 months)

#### 1. Information about members of the Board of Supervisors

No.	Member	Position	The date becoming/ceasing to be the member of the Board of Supervisors		Number of meetings attended	Attendance rate	Reason for absence
			Appointment Date	Dismissal Date			
1	Tran Dong Hung	Head of the Board	April 28, 2023		3/3	100%	
2	Bui Thi Bich Huong	Member	April 28, 2023		3/3	100%	
3	Nguyen Thi Thu Van	Member	April 17, 2025		1/3	33.3%	Newly appointed
4	Bui Thi Lieu	Member	June 26, 2024	April 17, 2025	2/3	66.6%	Dismissed

#### 2. Supervisory activities of the Board of Supervisors over the Board of Directors, the Board of Management and Shareholders:

- In the first 6 months of 2025, the Board of Supervisors attended the Board of Directors' meetings and provided opinions on the matters discussed during these sessions.

- The Board of Supervisors monitored the Company's management and operation activities, compliance with legal regulations, the Law on Enterprises, the Company's Charter, and corporate governance regulations concerning the Board of Directors, the Board of Management and other managers within the Company's management system.

- Participated in the successful organization of the 2025 Annual General Meeting of Shareholders, supervised the implementation of the 2025 Annual General Meeting of Shareholders' resolutions and the issuance of resolutions and decisions by the Board of Directors and the Board of Management.

- Examined the audited financial statements, business performance, accounting records, and other documents of the Company to evaluate the accuracy and reliability of the financial data.

- Reviewed compliance with regulations ensuring business safety, analyzed business plans and identified potential risks in the business environment. Controlled adherence to information disclosure regulations in accordance with legal requirements.

#### 3. The Coordination among the Board of Supervisors with the Board of Directors, the Board of Management and other managers:

- Members of the Board of Supervisors have proactively coordinated and exchanged information among themselves as well as with the Board of Directors, the Board of Management and other managers to address challenges and provide timely solutions for the Company.

- In the first 6 months of 2025, the Board of Supervisors conducted assessments of rationality and supervised the activities of the Board of Directors and the works implemented and executed by the Board of Management.

**4. Other activities of the Board of Supervisors:** Conduct on-site inspections of coffee production and business operations at various branches and the accounting department

#### IV. Training courses on corporate governance: None



**V. List of Related Persons of the listed company as provided in Clause 34, Article 6, Law on Securities (Report of the first 6 months) and Transactions Between Related Persons and the Company**

1. List of related persons of the Company: (Appendix I)
2. Transactions between the Company and the related persons, or between the Company and major shareholders, internal persons, and related persons of internal persons:

No.	Transaction partner	Resolution No. of the GMS	Transaction details	Transaction amount
1	Trinh Quang Hung	02 NQ/ĐHĐCĐ-2025	Loan provided to the Company	9.750.000.000
2	Trinh Quang Hung	02 NQ/ĐHĐCĐ-2025	Loan principal repayment	10.580.000.000
3	Nguyen Cong Tien	02 NQ/ĐHĐCĐ-2025	Loan provided to the Company	550.000.000
4	Nguyen Quang Hai	02 NQ/ĐHĐCĐ-2025	Loan principal repayment	4.700.000.000
5	Nguyen Quang Hai	02 NQ/ĐHĐCĐ-2025	Loan interest payment	9.076.700
6	BIEN HO TEA JOINT STOCK COMPANY	02 NQ/ĐHĐCĐ-2025	Loan principal repayment	7.500.000.000
7	BIEN HO TEA JOINT STOCK COMPANY	02 NQ/ĐHĐCĐ-2025	Advance payment to the Company for goods	12.600.000.000

3. Transactions between internal persons of the listed Company, related persons of internal persons with subsidiary companies and companies under the authority of the listed company: None

4. Transactions between the Company and other entities: None

4.1. Transactions between the Company with the companies in which members of the Board of Directors, members of the Board of Supervisors, CEO (General Director) have been founding members or members of the Board of Directors, CEO (General Director) in the previous three (03) years (as of the reporting date): None

4.2. Transactions between the Company with the companies in which related persons of members of the Board of Directors, members of the Board of Supervisors, CEO (General Director) are members of the Board of Directors and CEO (General Director): None

4.3. Other transactions of the Company (if any) that could bring material or non-material benefits to members of the Board of Directors, members of the Board of Supervisors, CEO (General Director): None

**VI. Share transactions of internal persons and related persons of the internal persons (Report of the first 6 months)**

1. List of internal persons and related persons of internal persons: Details in Appendix II
2. Transactions of internal persons and related persons with shares of the listed company:

**VII. Others notable issues: None**

**REPRESENTATIVE OF THE ORGANIZATION**

**LEGAL REPRESENTATIVE**

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**CHỦ TỊCH HĐQT**  
*Trinh Quang Hung*





# Appendix I: List of related persons of the Company

No.	Full name	Securities trading account (if any)	Position at the company (if any)	ID number	Date of issue	Place of issue	Address	Number of shares owned at the end of the period	Percent age of shares owned at the end of the period	Note
1	Trinh Quang Hung		Chairman of the BoD							
2	Trinh Dinh Truong		Vice Chairman of the BoD							
3	Nguyen Cong Tien		Member of the BoD cum General Director							
4	Tran Dong Hung		Head of the Board of Supervisors							
5	Bui Thi Bich Huong		Member of the Board of Supervisors							
6	Nguyen Thi Thu Van		Member of the Board of Supervisors							





No.	Full name	Securities trading account (if any)	Position at the company (if any)	ID number	Date of issue	Place of issue	Address	Number of shares owned at the end of the period	Percent age of shares owned at the end of the period	Note
7	Nguyen Van Quan		Deputy General Director							
8	Le Ba Hieu		Chief Accountant							



**Appendix II: List of internal persons and related persons of internal persons**

No.	Full name	Securities trading account (if any)	Position in the company (if any)	ID number	Date of issue	Place of issue	Address	Number of shares owned at the end of the period	Percent age of shares owned at the end of the period	Note
<b>I. BOARD OF DIRECTORS</b>										
<b>1</b>	<b>Trinh Quang Hung</b>		<b>Chairman of the BoD</b>							
1.1	Le Thi Hong									
1.2	Trinh Quang Vinh									
1.3	Trinh Quang Dung									
1.4	Trinh Ngoc Nhat Le									
1.5	Trinh Huy Hoang									
1.6	Bien Ho Tea Joint Stock Company									
1.7	<i>Mr. Trinh Quang Hung is the Chairman of the BoD of Bien Ho Tea Joint Stock Company and concurrently owns 13.85% of the Company's shares</i>									
1.8	Trinh Quang Hai									



1.9	Trinh Thi Huong									
1.10	Trinh Thi Hoang									
<b>2</b>	<b>Trinh Dinh Truong</b>									
2.1	Le Thi Thanh Tinh									
2.2	Trinh Dinh Chien									
2.3	Dao Thi Nhuong									
2.4	Trinh Thi Trinh									
2.5	Trinh Thi Ha									
2.6	Trinh Tien Lap									
2.7	Trinh Tam Khoi									
2.8	Trinh Thao Nguyen									
2.9	Trinh Minh Khue									
2.10	Bien Ho Tea Joint Stock Company									
	<i>Mr. Trinh Dinh Truong is the Vice Chairman of the BoD of Bien Ho Tea Joint Stock Company.</i>									
<b>5</b>	<b>Nguyen Cong Tien</b>		<b>Member of the BoS cum General Director</b>							
5.1	Duong Thi Hieu									
5.2	Nguyen Cong Manh									



5.3	Nguyen Thi Le									
5.4	Nguyen Thu Thao									
<b>II. BOARD OF SUPERVISORS</b>										
<b>1</b>	<b>Tran Dong Hung</b>		<b>Head of the Board of Supervisors</b>							
1.1	Tran Thi Lan									
1.2	Tran Duc Anh									
<b>2</b>	<b>Bui Thi Bich Huong</b>		<b>Member of the Board of Supervisors</b>							
2.1	Bui Van Phu									
2.2	Bui Thi Thanh Tam									
2.3	Nguyen Viet Ha									
2.4	Nguyen Ha An									
2.5	Nguyen Viet An									



3	Nguyen Thi Thu Van		Member of the Board of Supervisors							
3.1	Nguyen Quang Tri									
3.2	Nguyen Thi Bong									
3.3	Nguyen Quang Son									
3.4	Mrs. Nguyen Thi Thu Van – Chairwoman of the BoD, concurrently Director and the Legal Representative of Legend Highland Investment Joint Stock Company									
3.5	Nguyen Quang Hung									
3.6	Nguyen Quang Hai									
3.7	Nguyen Quang Tuan									
<b>III. DEPUTY GENERAL DIRECTOR</b>										
1	Nguyen Van Quan		Deputy General Director							
1.1	Phan Thị Thanh Hieu									
1.2	Nguyen Quang Minh									
1.3	Nguyen Minh Nhat									
<b>IV. CHIEF ACCOUNTANT</b>										



1	Le Ba Hieu		Chief Accountant							
1.1	Tran Le Diem									
1.2	Le Ba Hien									
1.3	Le Minh Khoi									
1.4	Lam Thi Hoa									