

Appendix V

REPORT ON CORPORATE GOVERNANCE

(Promulgated with the Circular No 96/2020/TT-BTC on November 16, 2020 of the Minister of Finance)

**VINAHUD URBAN AND
HOUSING DEVELOPMENT
INVESTMENT JOINT
STOCK COMPANY**

THE SOCIALIST REPUBLIC OF VIETNAM
Independence - Freedom – Happiness

No: 50/2025/BC- VINAHUD

Hanoi, July, 18, 2025

REPORT ON CORPORATE GOVERNANCE

(6 months/year 2025)

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

- Name of company: VINAHUD URBAN AND HOUSING DEVELOPMENT INVESTMENT JOINT STOCK COMPANY

- Address of headoffice: Vinahud building, number 105 Nguyen Ba Khoan street, Trung Hoa ward, Cau Giay district, Hanoi city.

- Telephone: 024 37835757 Fax: 024 37835656 Email: vinahud2007@gmail.com

- Charter capital: 380.000.000.000 VND

- Stock symbol: VHD

- Governance model:

+ General Meeting of Shareholders, Board of Directors, Board of Supervisors, General Director and Director.

- The implementation of internal audit: Not yet 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):

No.	Resolution/Decision No.	Date	Content
	Not yet implemented.		

II. Board of Directors (Semiannual report/annual report):

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

No.	Board of	Position	The date becoming/ceasing to be the member of
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	<i>Directors' members</i>	<i>(Independent members of the Board of Directors, Non-executive members of the Board of Directors)</i>	<i>the Board of Directors</i>	
			<i>Date of appointment</i>	<i>Date of dismissal</i>
1	Mr. Truong Quang Minh	Chairman of the Board of Directors	2021/04/26	
2	Mr. Phan Anh Tuan	Member of the Board of Directors	2024/09/05	
3	Mr. Bui Viet Anh	Independent members of the Board of Directors	2024/09/05	

2. Meetings of the Board of Directors:

<i>No.</i>	<i>Board of Director' member</i>	<i>Number of meetings attended by Board of Directors</i>	<i>Attendance rate</i>	<i>Reasons for absence</i>
1	Mr. Truong Quang Minh	11/11	100%	
2	Mr. Phan Anh Tuan	11/11	100%	
3	Mr. Bui Viet Anh	11/11	100%	

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

- Supervise and direct the preparation for the Annual General Meeting of Shareholders in 2025 of the Company.
- Monitor the implementation of business production tasks and the business production plan for the year 2025 of the Executive Board and the Company.
- Direct the Executive Board to continue organizing and restructuring the personnel of the departments, saving costs.
- Decide and direct the Executive Board to implement tasks related to management operations and the leasing of offices in the Vinahud building effectively and safely.
- The Board of Directors coordinates with the Supervisory Board to organize the inspection and supervision of the company's business activities and management, overseeing the Board of Directors in the implementation of the Resolutions and Decisions of the General Meeting of Shareholders and the Board of Directors.

4. Activities of the Board of Directors' subcommittees (If any): Not yet available.

5. Resolutions/Decisions of the Board of Directors (Semi-annual report/annual report):

No.	Resolution/Decision No.	Date	Content	Approval rate
1	01B/2025/NQ-HĐQT	09/01/2025	Signing a Business Cooperation Contract with VNI Invest Joint Stock Company	100%
2	02/2025/NQ-HĐQT	16/01/2025	Signing a Loan Agreement with Xuan Phu Hai Investment and Construction Joint Stock Company	100%
3	15/2025/NQ-HĐQT	03/3/2025	Relieving the position of Chief Accountant of the Company	100%
4	16/2025/NQ-HĐQT	03/3/2025	Appointment of the Chief Accountant of the Company	100%
5	202/2025/NQ-HĐQT	01/4/2025	Friends Investment and Construction Limited Liability Company signed a Loan Agreement Addendum with Mrs. Pham Thi Hanh.	100%
6	22/2025/NQ-HĐQT	09/4/2025	Extend the time to hold the Annual General Meeting of Shareholders in 2025.	100%
7	2105/2025/NQ-HĐQT	21/05/2025	Signing a loan contract with Xuan Phu Hai Investment and Construction Joint Stock Company	100%
8	29/2025/NQ-HĐQT	30/5/2025	Signing the audit contract for the separate financial statements and the consolidated financial statements with the branch of A&C Audit and Consulting Company in Hanoi.	100%
9	34/2025/NQ-HĐQT	18/06/2025	Signing a loan agreement with An Son Consulting Services Company Limited.	100%
10	36/2025/NQ-HĐQT	19/6/2025	By using the Company's assets to secure Ms. Tran	100%



			Thi Mai Anh's credit obligations at Tien Phong Commercial Joint Stock Bank.	
11	37/2025/NQ-HĐQT	23/6/2025	Convening the Annual General Meeting of Shareholders in 2025	100%

III. Board of Supervisors (Semi-annual report/annual report):

1. Information about members of Board of Supervisors:

No.	Members of Board of Supervisors	Position	The date becoming/ceasing to be the member of the Board of Supervisors	Qualification
1	Mr. Mai Kien	Head of of Board of Supervisors	2024/05/09	Civil engineer, Master's in Business Administration
2	Ms. Nguyen Thi Mien	Member of of Board of Supervisors	2022/12/12	Master of Finance
3	Ms. Nguyen Thi Lieu	Member of of Board of Supervisors	2024/05/09	Bachelor's degree in accounting and auditing

2. Meetings of Board of Supervisors

No.	Members of Board of Supervisors	Number of meetings attended	Attendance rate	Voting rate	Reasons for absence
1	Mr. Mai Kien	1/1	100%	100%	
2	Ms. Nguyen Thi Mien	1/1	100%	100%	
3	Ms. Nguyen Thi Lieu	1/1	100%	100%	

3. Supervising Board of Directors, Board of Management and shareholders by Board of Supervisors:

- Reviewing the appropriateness in organizing meetings, passing resolutions of the Board of Directors, and the Management Board in management activities.

- Check and supervise the order and procedures for issuing documents of the Company, in accordance with the regulations of the law and the Company's charter.
- Supervising the Board of Directors and the executive board in the implementation of the resolutions of the General Shareholders' Meeting.
- Check the business production activities, financial situation, and compliance with financial-accounting regulations, as well as the preparation and publication of the company's main reports.

4. *The coordination among the Board of Supervisors, the Board of Management, Board of Directors and other managers: Important meetings of the Board of Directors and the Executive Board have representatives from the Supervisory Board attending, discussing, and contributing opinions to supervise the organization's work and approve the decisions of the Board of Directors in accordance with legal regulations and the company's charter.*

5. *Other activities of the Board of Supervisors (if any): Not yet*

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	Mr. Phan Anh Tuan	1994/02/23	Bachelor of Economics	Date of appointment 2024/09/18

V. Chief Accountant

Name	Date of birth	Qualification	Date of appointment/ dismissal
Ms. Khuong Thi Huong	1984/04/29	Bachelor of Economics	Date of appointment 2025/03/03
Ms. Nguyen Phuong Ngan	1982/04/14		Date of impeachment 2025/03/03

VI. Training courses on corporate governance:

Training courses on corporate governance were involved by members of Board of Directors, the Board of Supervisors, Director (General Director), other managers and secretaries in accordance with regulations on corporate governance: Not yet available

VII. The list of affiliated persons of the public company (Semi-annual report/annual report) and transactions of affiliated persons of the Company)

1. *The list of affiliated persons of the Company: Appendix 01 attached*

2. Transactions between the Company and its affiliated persons or between the Company and its major shareholders, internal persons and affiliated persons: Not yet available

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: Not yet available

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).

- Loan contract number 1701/HDV/XPB-VHD dated January 17, 2025 between Vinahud Urban and Housing Development Investment Joint Stock Company and Xuan Phu Hai Investment and Construction Joint Stock Company, which has been approved by the Company's Board of Directors according to Resolution number 02/2025/NQ-HĐQT dated January 16, 2025.

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).

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.

VIII. Share transactions of internal persons and their affiliated persons (Semi-annual report/annual report)

1. Transactions of internal persons and affiliated persons with shares of the Company: Appendix 02 attached

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	
1	Mr. Truong Quang Minh		1.714.100	4,51%	9.400.000	24,74%	buying

IX. Other significant issues: Not yet

Recipients:

- As respectfully submitted;
- Archived: VT, VP

CHAIRMAN OF THE BOARD OF DIRECTORS *nb*



Truong Quang Minh
TRUONG QUANG MINH



Appendix 01: List of people involved with the company.

No.	Name of organization/individual	Securities trading account (if any)	Position at the Company (if any)	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	Mr. Truong Quang Minh		Chairman of the Board of Directors			2021/04/26			Major shareholder
2	Mr. Phan Anh Tuan		Member of the Board of Directors			2024/09/05			
3	Mr. Bui Viet Anh		Member of the Board of Directors			2024/09/05			
4	Mr. Mai Kien		Head of Board of Supervisors			2024/09/05			
5	Ms. Nguyen Thi Lieu		Member of Board of Supervisors			2024/09/05			
6	Ms. Nguyen Thi Mien		Member of Board of Supervisors			2022/12/12			
7	Mr. Phan Anh Tuan		Deputy general director			2024/09/18			
8	Ms. Khuong Thi Huong		Chief Accountant			2025/03/03			

9	Ms. Nguyen Phuong Ngan		Chief Accountant				2025/03/ 03	impeachment	
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Appendix 2: List of insiders and persons related to insiders

No.	Name	Securities trading account (if any)	Position at the company (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 owners hip at the end of the period	Note
1	Mr. Truong Quang Minh		Chairman of the Board of Directors			9,400,000	24.74%	
	Ms. Tran Nguyen Hai					0	0	Wife
	Ms. Nguyen Thi Nhung					0	0	Mother
	Mr. Truong Minh Duc					0	0	son
	Ms. Truong Nguyen Hanh					0	0	daughter
	Truong Thu Thảo					0	0	sister
	Mr Truong Anh Tuan					0	0	Brother in law
	Son Long investment and development joint stock company					0	0	Truong Quang Minh is the Chairman of the Board of Directors.

	Me Linh Star company limited						0	0	
	Xuan Phu Hai Investment and Construction joint sotck company						0	0	Truong Quang Minh is the Chairman
	VNI invest joint stock company						0	0	Truong Quang Minh is a member of the Board of Directors.
	Me Linh Homes joint stock company						0	0	Truong Quang Minh is a member of the Board of Directors.
2	Mr. Phan Anh Tuan				Member of of the Board of Directors		0	0	
	Ms. Mai Thi Khanh Huyen						0	0	wife
	Mr. Phan Hong Tan						0	0	Father
	Ms. Dao Thi Tu Anh						0	0	Mother
	Mr. Phan Minh Nhat						0	0	Brother
	Ms. Nguyen Thi Huang Giang						0	0	Mother in law

	Mr. Pham Khanh Toan					0	0	Father in law
	Ms. Phan Ngoc Thao Linh					0	0	daughter
	Friends investment and construction company limited					0	0	Phan Anh Tuan is a Chairman
	Me Linh thinh vuong company limited					0	0	Phan Anh Tuan is a Chairman
	Me Linh Homes joint stock company					0	0	Phan Anh Tuan is a member of the Board of Directors.
3	Mr. Bui Viet Anh				Member of the Board of Directors	0	0	
	Mr. Bui Hai Sam					0	0	Brother
	Mr. Bui Duy Lam					0	0	Brother
	Ms. Nguyen Thi Thu Hien					0	0	Sister in law
	Ms. Bui Thuy Quynh					0	0	Sister
	Mr. Tran Quoc Hung					0	0	Brother in law
	Mr. Bui Hai Phong					0	0	Brother

	Ms. Ngo Lan Huong						0	0	wife
	Ms. Bui Phuong Mai						0	0	daughter
	Mr. Bui Cong Minh						0	0	son
	Ms. Ngo Dinh Hien						0	0	Father in law
	Ms. Nghiem Thi Ly						0	0	Mother in law
	IUC Group Joint stock company						0	0	Bui Viet Anh is a member of the Board of Directors.
	BGI construction Joint stock company						0	0	Bui Viet Anh is a member of the Board of Directors.
4	Ms. Nguyen Thi Mien		Member of Board of Supervisors				0	0	
	Mr. Nguyen Vu Tinh						0	0	Father
	Ngô Thị Mai						0	0	Mother
	Mr. Le Van Dung						0	0	Father in law
	Ms. Le Thi Hai						0	0	Mother in law
	Ms. Nguyen Thi Kim Phuong						0	0	Sister

	Ms. Nguyen Thi Men						0	0	Sister
	Ms. Nguyen Van Tien						0	0	Sister
	Mr. Le Van Du						0	0	husband
	Ms. Le Ngoc Bao San						0	0	daughter
5	Ms. Nguyen Thi Lieu		Member of Board of Supervisors				0	0	
	Mr. Nguyen Thanh Ngoc						0	0	father
	Ms. Pham Thi Nu						0	0	mother
	Mr. Nguyen Thanh Luan						0	0	brother
	Ms. Hoang Thi Dep						0	0	Sister in law
	Mr. Truong Thanh Minh						330.000	0,87%	husband
	Ms. Truong Nhat Linh						0	0	daughter
	Ms. Truong Ngoc Y Nhi								daughter
	Mr. Truong Quang Binh						0	0	Father in law
	Ms. Ho Thi Huong						0	0	Mother in law
6	Mr. Mai Kien		Head of Board of				0	0	

		Supervisors							
	Ms. Phan Vu Hong Trang					0	0	wife	
	Mr. Mai Duc Phong					0	0	son	
	Ms. Mai Phuong Linh					0	0	daughter	
	Mr. Mai Long					0	0	father	
	Ms. Bui Thi Thai					0	0	mother	
	Mr. Mai Cuong					0	0	Brother	
	Ms. Do Quynh Anh					0	0	Sister in law	
	Mr. Phan Vu Cuong					0	0	Father in law	
	Ms. Vu Thi Ngoc Yen					0	0	Mother in law	
7	Ms. Khuong Thi Huong	Chief Accountant				0	0		
	Mr. Khuong Van Hop					0	0	father	
	Ms. Do Thi Bang					0	0	mother	
	Mr. Nguyen Quang Long					0	0	husband	
	Mr. Nguyen Hong Minh					0	0	son	
	Mr. Nguyen Quang Bao					0	0	son	