

## **REPORT ON CORPORATE GOVERNANCE IN 2025**

**To: - State Securities Commission of Vietnam  
- Stock Exchange**

- Trading name: PVR Hanoi Investment Joint Stock Company
- Head office address: 2<sup>nd</sup> Floor, MHD Trung Van Building, HH Lot, Trung Van Urban Area, No.29 To Huu street, Dai Mo ward, Hanoi city.
- Telephone: 0823115599
- Email: congtypvr@gmail.com
- Charter Capital: 531.009.130.000 VND
- Stock code: PVR

### **I. Activities of General Meeting of Shareholders (GMS):**

<b>No.</b>	<b>Resolution/Decision No.</b>	<b>Date</b>	<b>Contents</b>
1	82/NQ-ĐHĐCĐ-PVR	23/04/2025	Resolution of the 2025 Annual General Meeting of Shareholders approving the following contents: <ul style="list-style-type: none"><li>- Report on performance of the Board of Directors (BoD) in 2024 and business development orientation for 2025;</li><li>- Report of CEO on business performance in 2024;</li><li>- Report on the activities of Supervisory Board in 2024;</li><li>- Proposal on business plan and expected revenue for 2025;</li><li>- Proposal on the CT10-11 Van Phu project, Ha Dong, Hanoi;</li><li>- Proposal on remuneration for the BoD and Supervisory Board in 2024; Estimated remuneration of the BoD and BoS in 2025; and other expenses;</li></ul>

			<ul style="list-style-type: none"> <li>- Proposal on approval of the audited 2024 financial statements;</li> <li>- Proposal on selection of the auditor for the 2025 financial statements.</li> </ul>
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## II. Board of Directors:

### 1. Information on BoD members:

No.	BoD members	Position	Appointment/Dismissal Date	
			Appointment date	Dismissal date
1	Mr. Bùi Văn Phú	Chairman	23/06/2022	
2	Mr. Đỗ Duy Điền	Member	23/06/2022	
3	Mr. Phạm Văn Quyết	Member	12/08/2024 (24/09/2024)	

### 2. BoD meetings:

No.	BoD members	No. of meetings attended	Attendance rate	Reasons
1	Mr. Bùi Văn Phú	05/05	100%	
2	Mr. Đỗ Duy Điền	05/05	100%	
3	Mr. Phạm Văn Quyết	05/05	100%	

3. Supervisory activities of the BoD over the Management Board: The supervision was generally conducted in a timely and effective manner, facilitated by the Chairman of the BoD.

4. Activities of BOD committees: No committees have been established.

### 5. BoD Resolutions/Decisions/Notices in 2025:

No.	Resolution/Decision/Notice No.	Date	Contents	Approval rate
1	19/NQ-HĐQT-PVR	20/02/2025	Resolution on the approval of the estimated budget, time and venue, finalization of the shareholder list and agenda items of the 2025 Annual General Meetings of Shareholders.	100%

2	22/TB-HĐQT-PVR	20/02/2025	Notice on the approval of the borrowing plan to cover Company's operating expenses	100%
3	51/NQ-HĐQT-PVR	21/03/2025	Resolution approving time, venue and contents of the reports and proposals as stated in the Minutes of the BoD's meeting dated March 21, 2025	100%
4	96/NQ-HĐQT-PVR	19/06/2025	Resolution on the selection of AASC Auditing Firm Company Limited as the entity to audit and review the Company's 2025 financial statements	100%
5	125/QĐ-HĐQT-PVR	28/08/2025	Decision on the change of the Company's official seal specimen	100%
6	135/TB-HĐQT-PVR	18/11/2025	Notice on the approval of the borrowing plan to cover Company's operating expenses	100%

### III. Supervisory Board:

#### 1. Information on Supervisory Board Members (BoS):

No.	BoS members	Position	Appointment /Dismissal date	Professional Qualification
1	Mrs. Khúc Thị Thanh Trâm	Head of BoS	23/06/2022	Accountant
2	Mrs. Đỗ Thị Hương	Member	23/06/2022	Accountant
3	Ms. Khúc Bích Ngọc	Member	25/07/2024 (24/09/2024)	Accountant

#### 2. Supervisory Board meetings:

No.	BoS members	No. Meetings attended	Attendance rate	Voting ratio	Reason for absence
1	Mrs. Khúc Thị Thanh Trâm	02/02	100%		



2	Ms. Khúc Bích Ngọc	02/02	100%		
3	Mrs. Đỗ Thị Hương	01/02	50%		personal reason

3. Supervisory activities of the BoS over the BoD, Management Board and Shareholders: the Supervisory Board assigned its members to attend the BoD's meetings throughout 2025.

4. The coordination between the BoS, the BoD, the Management Board and other managerial staff: The coordination and information exchange were regularly maintained through direct communication, as most of the above-mentioned members work on a full-time basis at the Company. In addition, the BoD and the Management Board cooperated and created favorable conditions for the BoS to perform its duties in accordance with the regulations.

5. Other activities of the BoS: None.

#### **IV. Management Board:**

No.	Member of Management Board	Date of Birth	Professional Qualification	Appointment date
1	Ông Đỗ Duy Điền (CEO)	03/06/1980	construction engineer	29/06/2022

#### **V. Chief Accountant:**

Name	Date of Birth	Professional Qualification	Appointment date
Khúc Thị Thanh Huyền	09/10/1979	Bachelor in Finance and Accounting	29/06/2022

#### **VI. Corporate Governance Training:**

Corporate governance training courses were attended by BoD members, BoS members, CEO, other managers and company's secretary according to corporate governance regulation: None.

1. List of related persons of Public Company:

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	Bùi Văn Thắng (Brother)									
	Bùi Văn Chung (Brother)									
	Trần Thị Thắm (Wife)									

	Bùi Huyền My (Daughter)									
	Bùi Đức Hùng (Son)									
	Bùi Chí Dũng (Son)									
2	Đỗ Duy Điền		BoD member cum CEO					23/06/ 2022		Elected for the 2022- 2027 term
	Đỗ Duy Hạ (Father)									

	Đỗ Thị Rệu (Mother)									
	Đỗ Bích Đào (Sister)									
	Đỗ Thị Mai (Sister)									
	Đỗ Thị Hương (Sister)									



	Đỗ Duy Hải (Brother)									
	Nguyễn Thùy Ninh (Wife)									
	Đỗ Khánh Linh (Daughter)									
	Đỗ Mỹ Linh (Daughter)									

3	Phạm Văn Quyết		BoD member					12/08/2024 (24/09/ 2024)		Supplem entarily elected for the 2022- 2027 term
	Phạm Văn Tuấn (Father)									
	Đới Thị Quỳnh (Mother)									
	Lê Thị Hoà (Wife)									
	Phạm Việt Hằng (Daughter)									

	Phạm Việt Hoàng (Son)									
4	Khúc Thị Thanh Trâm		Head of BoS					23/06/2022 30/06/2022 (Elected as Head of BoS)		Elected for the 2022- 2027 term
	Khúc Đình Sơn (Father)									
	Trần Thị Thắm (Mother)									

	Khúc Xuân Trường (Brother)									
	Đồng Phú Đạt (Husband)									
	Đồng Thanh Trà (Daughter)									
5	Đỗ Thị Hường		BoS member					23/06/ 2022		Elected for the 2022- 2027 term



	Nguyễn Mạnh Thắng (Husband)									
	Nguyễn Mạnh Hùng (Son)									
	Nguyễn Lâm Dũng (Son)									
6	Khúc Bích Ngọc		BoS member					25/07/2024 (24/09/ 2024)		Supplem entarily elected for the 2022- 2027 term
	Khúc Mạnh Hùng (Father)									
	Khúc Thị Hằng (Mother)									

	Khúc Quang Minh (Brother)									
7	Khúc Thị Thanh Huyền		Chief Accountant					29/06/ 2022		
	Đặng Xuân Phúc (Husband)									
	Đặng Nhật Anh (Son)									

	Đặng Bảo Trân (Daughter)									
8	Bùi Thị Thu Thủy		Corporate governance officer					29/06/ 2022		
	Bùi Văn Chung (Father)									
	Bùi Thị Thu Hà (Mother)									
	Vũ Tuấn Phong									

	(Husband)									
	Bùi Hồng Hạnh (Sister)									
	Bùi Minh Phúc (Brother)									
9	<b>Trần Thị Thắm</b>									<b>Shareholder holding 10% or more</b>



	Bùi Văn Phú (Husband)		BoD chairman							
	Bùi Huyền My (Daughter)									
	Bùi Đức Hùng (Son)									
	Bùi Chí Dũng (Son)									

2. Transactions between the Company and its related persons, or between the Company and major shareholders, insiders, and related persons of insiders:

No.	Name of organization/ individual	Relationship with the Company	ID card	Head office address / Contact address	Transaction date with the Company	BoD Resolution/Decision/Notice No. Approving the transaction	Transaction details, quantity, and total transaction value	Note
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1	Bùi Thị Thu Thủy	Major Shareholder			March, May, August, 2025	Notice No.22/TB-HĐQT-PVR dated February 20, 2025 on the approval of the borrowing plan to cover the Company's operating expenses	Mrs. Bùi Thị Thu Thủy provided a loan of VND 144.253.460 to the Company	Outstanding loan balance as of December 31, 2025: VND 14.777.602.703
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3. Transactions between insiders of the listed company and related persons of insiders with subsidiaries or companies under the control of the listed 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 Supervisory Board, or executive officers (Chief Executive Officer/General Director) have been or are founders, members of the Board of Directors, or executive officers within the last three (03) years (as of the reporting date): None

4.2. Transactions between the Company and companies in which related persons of members of the Board of Directors, members of the Supervisory Board, or executive officers (Chief Executive Officer/General Director) are members of the Board of Directors or executive officers: None

4.3. Other transactions of the Company (if any) that may result in material or non-material benefits to members of the Board of Directors, members of the Supervisory Board, or executive officers (Chief Executive Officer/General Director): None

# **VIII. Share transactions of insiders and related persons of insiders (2025 Report)**

## **1. List of Insiders and Related persons of Insiders:**

No	Name	Securities trading account (if any)	Position in the Company (if any)	Relationship with Insider	CID/Passport				Address	Nb of shares held at the end of the period	Shareholding percent age at the end of the period	Note
					Type	Number	Issue date	Place of Issue				
1	Bùi Văn Phú		BoD Chair main							2.715.520	5,23%	
	Bùi Văn Chiêm			Father						0	0	
	Vũ Thị Thân			Mother						0	0	

	Bùi Văn Thắng			Brother						0	0	
	Bùi Văn Chung			Brother						0	0	
	Trần Thị Thắm			Wife						12.483.000	24,05%	
	Bùi Huyền My			Daughter						0	0	



	Bùi Đức Hùng			Son						0	0	
	Bùi Chí Dũng			Son						0	0	
2	Đỗ Duy Điền		BoD member; CEO							2.500	0,0048 %	
	Đỗ Duy Hạ			Father						0	0	
	Đỗ Thị Rệu			Mother						0	0	

	Đỗ Bích Đào			Sister						0	0	
	Đỗ Thị Mai			Sister						0	0	
	Đỗ Thị Hương			Sister						0	0	
	Đỗ Duy Hải			Brother						0	0	

	Nguyễn Thùy Ninh			Wife						0	0	
	Đỗ Khánh Linh			Daught er						0	0	
	Đỗ Mỹ Linh			Daught er						0	0	
3	Phạm Văn Quyết		BoD memb er							0	0	

	Phạm Văn Tuân			Father								
	Đới Thị Quỳnh			Mother						0	0	
	Lê Thị Hoà			Wife						0	0	
	Phạm Việt Hằng			Daught er						0	0	
	Phạm Việt Hoàng			Son						0	0	



4	Khúc Thị Thanh Trâm		Head of BoS							0	0	
	Khúc Đình Sơn			Father						0	0	
	Trần Thị Thắm			Mother						0	0	
	Khúc Xuân Trường			Brother						0	0	

	Đồng Phú Đạt			Husband						0	0	
	Đồng Thanh Trà			Daught er						0	0	
5	Đỗ Thị Hường		BoS memb er							0	0	
	Nguyễn Mạnh Thắng			Husband						0	0	

	Nguyễn Mạnh Hùng			Son						0	0	
	Nguyễn Lâm Dũng			Son						0	0	
6	Khúc Bích Ngọc		BoS member							0	0	
	Khúc Mạnh Hùng			Father								
	Khúc Thị Hằng			Mother						0	0	
	Khúc Quang Minh			Brother						0	0	

7	Khúc Thị Thanh Huyền		Chief Accountant							2.539.400	4,89%	
	Đặng Xuân Phúc			Husband						0	0	
	Đặng Nhật Anh			Son						0	0	
	Đặng Bảo Trân			Daughter						0	0	

8	Bùi Thị Thu Thủy		Corporate governance officer							2.808.000	5,41%	
	Bùi Văn Chung			Father						0	0	
	Bùi Thị Thu Hà			Mother						0	0	
	Vũ Tuấn Phong			Husband						0	0	

	Bùi Hồng Hạnh			Sister						0	0	
	Bùi Minh Phúc			Brother						0	0	

2. Transactions of insiders and related persons in shares of the listed company:

No	Person conducting the transaction	Relationship with the insider	Nb of shares held at the beginning of the period		Nb of shares held at the end of the period		Reason for increase/decrease (purchase, sale, conversion, bonus)
			Nb of shares	Percentage	Nb of shares	Percentage	
1	Trần Thị Thắm (From 15/05/2025 to 13/06/2025)	Related person of Insider (Mr. Bùi Văn Phú – Chairman of BoD)	12.483.000	24,05%	12.483.000	24,05%	Price shares doesn't meet expectation



2	Bùi Văn Phú (From 23/05/2025 to 20/06/2025)	Chairman of BoD Related person of major shareholder – Mrs. Trần Thị Thắm (major shareholder)	2.715.520	5,23%	2.715.520	5,23%	Price shares doesn't meet expectation
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**IX. Other matters:** None

**Recipient:**

- As "To";
- BoS;
- Archive Doc Dept, BoD.

ON BEHALF OF BOD  
CHAIRMAN OF BOD



Bùi Văn Phú