

No : 02.../BC-THP

Da Nang, January 09, 2026

**REPORT ON CORPORATE GOVERNANCE
YEAR 2025**

To:- State Securities Commission of Viet Nam;
- Hanoi Stock Exchange.

- Company name : THUAN PHUOC SEAFOODS AND TRADING CORPORATION
- Head office address: No. 02 Bui Quoc Hung Street, Da Nang Fisheries Service Industrial Zone, Son Tra Ward, Da Nang City, Viet Nam.
- Telephone: 0236.3920920 Fax: 0236.3923308 Email: info@thuanphuoc.vn
- Charter capital: VND 216,111,850,000
- Stock code: THP
- Corporate governance model: General Meeting of Shareholders, Board of Directors, Supervisory Board and General Director
- Internal audit function: Not implemented

I. ACTIVITIES OF THE GENERAL MEETING OF SHAREHOLDERS

Information on meetings and Resolutions/Decisions of the General Meeting of Shareholders (including resolutions approved in the form of written consultation).

No.	Resolution No.	Date	Contents
1	Resolution No. 06/NQ-DHĐCĐ	15 March 2025	<ul style="list-style-type: none">- Approval of the 2024 business performance report and 2025 business plan;- Approval of the Board of Directors' operation report for 2024 and plan for 2025;- Approval of the Supervisory Board's operation report for 2024;- Approval of the proposal on selection of the auditing firm for the 2025 financial statements;- Approval of the audited 2024 financial statements;- Approval of the proposal on profit distribution and dividend payment for 2024 and profit distribution and dividend plan for 2025;- Approval of remuneration and bonuses for the Board of Directors and Supervisory Board for 2024 and plan for 2025.
2	Resolution No. 19/NQ-DHĐCĐ	27 September 2025	<ul style="list-style-type: none">- Approval of the proposal on approving the share transfer transaction exempted from public tender offer.

II. BOARD OF DIRECTORS (Year 2025) :

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

No.	Member of the Board of Directors	Position (Independent / Non-executive Board Member)	Date of Appointment	Date of Dismissal
1	Mr. Tran Van Linh	Chairman of the Board of Directors / Non-executive Board Member	03 June 2017	
2	Ms. Nguyen Thi Phi Anh	Member of the Board of Directors	03 June 2017	
3	Ms. Duong Thi Tuyet Hang	Member of the Board of Directors	03 June 2017	
4	Ms. Le Thanh Thao	Member of the Board of Directors	03 June 2017	
5	Ms. Le Thi Minh Thao	Member of the Board of Directors	03 June 2017	

2. Meetings of the Board of Directors:

No.	Member of the Board of Directors	Number of Meetings Attended	Attendance Rate	Reason for Non-attendance
1	Mr. Tran Van Linh	16	100%	
2	Ms. Nguyen Thi Phi Anh	16	100%	
3	Ms. Duong Thi Tuyet Hang	16	100%	
4	Ms. Le Thanh Thao	16	100%	
5	Ms. Le Thi Minh Thao	16	100%	

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

In accordance with the provisions of the Company Charter and the internal regulations on corporate governance, the Board of Directors and the Board of Management held joint meetings to reach consensus on matters related to the Company's production and business operations, including supervision, consultation, and proposing business solutions and strategies to ensure effective performance during the year, in line with the objectives set out in the Resolution of the General Meeting of Shareholders for 2025; resolving matters related to personnel; and supervising and directing information disclosure to ensure transparency and timeliness in compliance with applicable regulations.

The Board of Directors directed the successful organization of the Annual General Meeting of Shareholders and the Extraordinary General Meeting of Shareholders in 2025, and the preparation of financial statements in accordance with the provisions of law and the Company Charter.

The Board of Directors supervised the implementation of resolutions issued by the Board of Directors and the General Meeting of Shareholders. Based on supervisory

activities, timely assessments and conclusions were made for implementation by the General Director and the Board of Management.

According to the assessment of the Board of Directors, the General Director and the Board of Management developed business plans, adapted and flexibly adjusted to market developments; corporate governance was emphasized and costs were reduced. The General Director and the Board of Management complied with the provisions of law, the Company Charter, and the Company's operating regulations, and continuously improved and enhanced the enterprise management system.

4. Activities of the Board of Directors' subcommittees (If any) : None .

5. Resolutions/Decisions of the Board of Directors:

No.	Date	Summary of Contents
1	07 January 2025	Resolution on preparation for organizing the 2025 Annual General Meeting of Shareholders
2	18 January 2025	Resolution on bonuses for the Board of Directors and the Supervisory Board for 2024
3	13 February 2025	Resolution approving the 2025 business and production plan
4	13 March 2025	Resolution on fixed asset investment in 2025 and loans for fixed asset investment at VietinBank – Da Nang Branch
5	20 March 2025	Resolution on the record date for payment of remaining cash dividends for 2024
6	26 April 2025	Resolution on dismissal from the position of Deputy General Director for Ms. Duong Thi Tuyet Hang
7	26 May 2025	Resolution on adjustment of the investment project
8	27 June 2025	Resolution on acquisition of land use rights – Land Lot No. 1620
9	27 June 2025	Resolution on acquisition of land use rights – Land Lot No. 2845
10	27 June 2025	Resolution on acquisition of land use rights – Land Lot No. 2864
11	24 July 2025	Resolution on adjustment of the investment project
12	24 July 2025	Resolution on adjustment of the investment project
13	28 July 2025	Resolution on preparation for organizing the 2025 Extraordinary General Meeting of Shareholders
14	14 August 2025	Resolution on loans from Vietnam International Commercial Joint Stock Bank – Da Nang Branch
15	18 August 2025	Resolution on mortgaging assets of the Da Nang City Development Investment Fund
16	10 September 2025	Resolution approving loan plan with VietinBank Da Nang
17	01 October 2025	Resolution on adjustment of loan amount and loan tenor of the credit agreement and appendices
18	02 October 2025	Resolution approving loan plan with Vietcombank Da Nang
19	27 November 2025	Resolution on the record date for payment of the first cash dividend for 2025

III. SUPERVISORY BOARD (Year 2025)

1. Information on Members of the Supervisory Board :

No.	Member of the Supervisory Board	Position	Date of Appointment	Professional Qualification
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1	Mr. Nguyen Van Trung	Head of the Supervisory Board	19 March 2022	Bachelor of Accounting
2	Mr. Mai Dang Hai	Member of the Supervisory Board	03 June 2017	Bachelor of Economics
3	Ms. Huynh Thi Nguyet	Member of the Supervisory Board	19 March 2022	Bachelor of Accounting

2. Meetings of the Supervisory Board :

No.	Member of the Supervisory Board	Number of Meetings Attended	Attendance Rate	Voting Rate
1	Mr. Nguyen Van Trung	02	100%	100%
2	Mr. Mai Dang Hai	02	100%	100%
3	Ms. Huynh Thi Nguyet	02	100%	100%

3. Supervisory activities of the Supervisory Board over the Board of Directors, the Executive Management and shareholders :

By participating in meetings of the Company's management, the Supervisory Board performed its supervisory function over the management and administration activities of the Board of Directors and the Executive Management, as well as the Company's production and business operations, to ensure compliance with the Company Charter, internal corporate governance regulations, and resolutions of the General Meeting of Shareholders.

To perform the above duties, the Supervisory Board held meetings to review quarterly, semi-annual and annual financial statements; proposed the selection of the auditing firm; and performed other duties in accordance with the operating regulations of the Supervisory Board. Accordingly, the Board of Directors and the Executive Management fully complied with the provisions of law in the performance of their management and executive functions and duties.

4. Coordination between the Supervisory Board and the Board of Directors, the Executive Management and other managers :

- The Supervisory Board proactively exchanged information and reached consensus with the Board of Directors on contents and plans, carried out supervision, and coordinated with the Executive Management during the supervision process.
- The Executive Management created favorable conditions for the Supervisory Board to collect information and documents relating to the Company's production and business activities.
- The Board of Directors provided the Supervisory Board with all resolutions and decisions of the Board of Directors.
- The Board of Directors, the Executive Management, the Supervisory Board and other managers of the Company maintained close coordination in the management and administration of the Company's production and business activities.

5. Other Activities of the Supervisory Board : None.

IV. EXECUTIVE MANAGEMENT :

No.	Member of Executive Management	Date of Birth	Professional Qualification	Date of Appointment
1	Ms. Nguyen Thi Phi Anh	05 September 1959	Bachelor of Fisheries Processing Engineering	13 May 2007
2(*)	Ms. Duong Thi Tuyet Hang	13 February 1968	Bachelor of Food Technology Engineering	01 May 2014
3	Ms. Le Thanh Thao	11 December 1985	Master of Development Economics	01 May 2018
4	Ms. Le Thi Minh Thao	26 September 1987	Master of Financial Economics	04 May 2015
5	Mr. Pham Dinh Nguyen	06 December 1978	Bachelor of Chemical – Food Technology Equipment Engineering	01 November 2019
6	Mr. Doan Huu Ly	10 August 1977	Bachelor of Mechanical Engineering	01 September 2024

(*) Ms. Duong Thi Tuyet Hang ceased to hold the position of Deputy General Director of Thuan Phuoc Seafoods and Trading Corporation as from 01 May 2025.

V. CHIEF ACCOUNTANT :

Full Name	Date of Birth	Professional Qualification	Date of Appointment	Remarks
Ms. Ha Thi Thu Thuy	09 November 1976	Bachelor of Economics – Foreign Trade	18 December 2019	

VI. CORPORATE GOVERNANCE TRAINING : None.

VII. LIST OF RELATED PERSONS OF THE COMPANY AND TRANSACTIONS WITH RELATED PERSONS :

1. The list of affiliated persons of the Company:

No.	Name of Organization / Individual	Securities Trading Account (if any)	Position at the Company (if any)	ID No., Date of Issue, Place of Issue	Head Office Address / Contact Address	Time of Becoming a Related Person	Relationship with the Company
1	Mr. Tran Van Linh	-	Chairman of the Board of Directors			03 June 2017	Internal persons and major shareholders

2	Ms. Nguyen Thi Phi Anh	-	Member of the Board of Directors / General Director			03 June 2017	Internal persons and shareholders owning more than 10%
3	Ms. Duong Thi Tuyet Hang	-	Member of the Board of Directors			03 June 2017	Internal person
4	Ms. Le Thi Minh Thao	-	Member of the Board of Directors / Deputy General Director			03 June 2017	Internal persons and major shareholders
5	Ms. Le Thanh Thao	-	Member of the Board of Directors / Deputy General Director / Corporate Governance Officer cum Company Secretary			03 June 2017	Internal persons and major shareholders
6	Mr. Pham Dinh Nguyen	-	Deputy General Director			20 December 2019	Internal person
7	Mr. Doan Huu Ly	-	Deputy General Director			01 September 2024	Internal person
8	Ms. Ha Thi Thu Thuy	-	Chief Accountant			08 June 2017	Internal person
9	Mr. Nguyen Van Trung	-	Head of the Supervisory Board			19 March 2022	Internal person
10	Mr. Mai Dang Hai	-	Member of the Supervisory Board			03 June 2017	Internal person
11	Ms. Huynh Thi Nguyet	-	Member of the Supervisory Board			19 March 2022	Internal person

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

No.	Name of organization / individual	Relationship with the Company	Legal ID*, date of issue, place of issue	Registered address / Contact address	Transaction date with the Company	Resolution / Decision of the GMS / BOD approving the transaction	Description, quantity and total transaction value	Notes
3	Le Thi Minh Thao	Member of the Board of Directors / Deputy General Director			01 October 2025	Pursuant to Resolution No. 20/NQ-HDQT dated 01 October 2025	THP borrowed personal funds. Total amount: VND 5,000,000,000	

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 :
None

4. Transactions between the Company and other objects :

4.1. Transactions between the Company and companies in which members of the Board of Directors, members of the Supervisory Board, the General Director, or other managers were founding shareholders or members of the Board of Directors or executive management within the last three (03) years: 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, the General Director, or other managers are members of the Board of Directors or executive management: None.

4.3. Other transactions that may bring material or non-material benefits to members of the Board of Directors, members of the Supervisory Board, the General Director, or other managers: None.

VIII. Transactions in shares of internal persons and related persons of internal persons (2025)

1. List of internal persons and related persons of the Company's internal persons:

No.	Name of Organization / Individual	Securities Trading Account (if any)	Position at the Company (if any)	ID No., Date of Issue, Place of Issue	Head Office Address / Contact Address	Number of Shares Held at the End of the Period	Ownership Ratio at the End of the Period	Remarks
1	Mr. Tran Van Linh	—	Chairman of the Board of Directors			1,551,886	7.18%	Internal person
1.1	Ms. Tran Thi Lang	—	—			0	0.00%	Mother (deceased)
1.2	Mr. Tran Thanh Kim	—	—			0	0%	Father (deceased)
1.3	Ms. Phan Thi My Hoa	—	—			0	0.00%	Wife
1.4	Ms. Tran Nguyen Viet Linh	—	—			0	0%	Daughter
1.5	Ms. Tran Viet Ha Linh	—	—			0	0%	Daughter
1.6	Mr. Tran Phuc Khanh	—	—			0	0%	Son
1.7	Ms. Tran Thuc Quyen	—	—			0	0%	Daughter
2	Ms. Nguyen Thi Phi Anh	—	Member of the Board of Directors / General Director			12,373,380	57.2556%	Internal person
2.1	Mr. Nguyen Con	—	—			0	0%	Father (deceased)
2.2	Ms. Le Thi Dan	—	—			0	0%	Mother (deceased)
2.3	Mr. Le Van Cuong	—	—			247,500	1.14%	Husband

2.4	Ms. Le Thanh Thao	—	Member of the Board of Directors / Deputy General Director / Corporate Governance Officer cum Company Secretary			1,367,620	6.32%	Daughter
2.5	Mr. Nguyen Viet Thuong	—	—			0	0.00%	Son-in-law
2.6	Ms. Le Thi Minh Thao	—	Member of the Board of Directors / Deputy General Director			1,220,940	5.65%	Daughter
2.7	Mr. Doan Doan Hong Son	—	—			0	0.00%	Son-in-law
2.8	Ms. Nguyen Thi Phi Yen	—	—			57,000	0.26%	Elder sister
2.9	Mr. Vo Hong Son	—	—			60,000	0.26%	Brother-in-law
3	Ms. Duong Thi Tuyet Hang	—	Member of the Board of Directors			319,992	1.48%	Internal person
3.1	Mr. Duong Chung	—	—			0	0.00%	Father (deceased)
3.2	Ms. Tran Thi	—	—			0	0.00%	Mother

	Luan							(deceased)
3.3	Mr. Dang Thanh Tu	—	—			0	0.00%	Husband
3.4	Mr. Dang Thanh Trung Hoai	—	—			0	0.00%	Son
3.5	Ms. Dang Thanh Bao Vy	—	—			0	0.00%	Daughter
3.6	Ms. Duong Thi Nga	—	—			0	0.00%	Elder sister
3.7	Ms. Duong Tuyet Ha	—	—			0	0.00%	Younger sister
4	Ms. Le Thi Minh Thao	—	Member of the Board of Directors / Deputy General Director			1,220,940	5.65%	Internal person
4.1	Mr. Le Van Cuong	—	—			247,500	1.14%	Father
4.2	Ms. Nguyen Thi Phi Anh	—	Member of the Board of Directors / General Director			12,373,380	57.2556%	Mother
4.3	Mr. Doan Doan Hong Son	—	—			0	0.00%	Husband

4.4	Ms. Le Thanh Thao	—	Member of the Board of Directors / Deputy General Director / Corporate Governance Officer cum Company Secretary			1,367,620	6.32%	Elder sister
4.5	Mr. Nguyen Viet Thuong	—	—			0	0.00%	Brother-in-law
4.6	Ms. Doan Le Mai Hoang	—	—			0	0%	Daughter
4.7	Ms. Doan Le Mai Khanh	—	—			0	0%	Daughter
5	Ms. Le Thanh Thao	—	Member of the Board of Directors / Deputy General Director / Corporate Governance Officer cum Company Secretary			1,367,620	6.32%	Internal person
5.1	Mr. Le Van Cuong	—	—			247,500	1.14%	Father
5.2	Ms. Nguyen Thi Phi Anh	—	Member of the Board of Directors / General Director			12,373,380	57.2556%	Mother
5.3	Ms. Le Thi Minh Thao	—	—			1,220,940	5.65%	Younger sister
5.4	Mr. Doan Doan Hong Son	—	—			0	0.00%	Brother-in-law

5.5	Mr. Nguyen Viet Thuong	—	—			0	0.00%	Husband
5.6	Mr. Nguyen Viet An	—	—			0	0%	Son
5.7	Mr. Nguyen Viet Duy Khang	—	—			0	0%	Son
6	Mr. Pham Dinh Nguyen	—	Deputy General Director			8,400	0.04%	Internal person
6.1	Ms. Tran Thi Le Quyen	—	—			9,000	0.04%	Wife
6.2	Mr. Pham Tuan Khang	—	—			0	0.00%	Son
6.3	Mr. Pham Ngoc Nam	—	—			0	0.00%	Father
6.4	Ms. Chau Thi Thanh	—	—			0	0.00%	Mother
6.5	Ms. Pham Thi Thuy	—	—			0	0.00%	Younger sister
6.6	Ms. Pham Thi Thuan	—	—			0	0.00%	Younger sister

6.7	Ms. Pham Thi Ha	—	—			0	0.00%	Younger sister
6.8	Mr. Le Hong Gam	—	—			0	0.00%	Brother-in-law
6.9	Mr. Vo Quang Hoa	—	—			0	0.00%	Brother-in-law
7	Mr. Doan Huu Ly	—	Deputy General Director			0	0.00%	Internal person
7.1	Ms. Nguyen Thi Luu	—	—			0	0.00%	Mother
7.2	Ms. Trinh Thi Cuc	—	—			0	0.00%	Wife
7.3	Mr. Doan Vu Tu Anh	—	—			0	0%	Son
7.4	Mr. Doan Huu Nghia	—	—			0	0%	Son
7.5	Mr. Doan Huu Thong	—	—			0	0.00%	Younger brother
7.6	Ms. Doan Thi Hoa	—	—			0	0.00%	Elder sister

7.7	Ms. Doan Thi Thuan	—	—			0	0.00%	Elder sister
8	Ms. Ha Thi Thu Thuy	—	Chief Accountant			4,200	0.02%	Internal person
8.1	Mr. Ha Dinh Khoi	—	—			0	0%	Father (deceased)
8.2	Ms. Tran Thi Hue	—	—			0	0.00%	Mother
8.3	Mr. Ha Dinh Khanh	—	—			0	0.00%	Elder brother
8.4	Ms. Ha Thi Thu Huong	—	—			0	0.00%	Younger sister
8.5	Ms. Ha Thi Cam Tu	—	—			0	0.00%	Younger sister
8.6	Mr. Nguyen Tran Dan	—	—			0	0.00%	Husband
8.7	Ms. Nguyen Thi Hoa My	—	—			0	0.00%	Daughter
8.8	Ms. Nguyen Ha Quy Vy	—	—			0	0%	Daughter

8.9	Ms. Nguyen Thi My Lien	—	—			0	0.00%	Sister-in-law
8.10	Mr. Nguyen Van Dung	—	—			0	0.00%	Brother-in-law
9	Mr. Nguyen Van Trung	—	Head of the Supervisory Board			20,700	0.10%	Internal person
9.1	Mr. Nguyen Tam	—	—			0	0%	Father (deceased)
9.2	Ms. Nguyen Thi Hue	—	—			0	0.00%	Mother
9.3	Ms. Do Thi Nguyet	—	—			44,900	0.21%	Wife
9.4	Mr. Nguyen Trung Kien	—	—			0	0.00%	Son
9.5	Mr. Nguyen Trung Tuan	—	—			0	0.00%	Son
9.6	Ms. Nguyen Thi Dung	—	—			67,710	0.31%	Elder sister
9.7	Ms. Tran Thi Tu	—	—			33,000	0.15%	Elder sister

9.8	Mr. Huynh Van Sau	-	-			28,300	0.13%	Brother-in-law
10	Mr. Mai Dang Hai	-	Member of the Supervisory Board			13,600	0.06%	Internal person
10.1	Mr. Mai Dang Ba	-	-			0	0%	Father (deceased)
10.2	Ms. Pham Thi Ho	-	-			0	0.00%	Mother
10.3	Ms. Dong Thi Thuy Tien	-	-			0	0.00%	Wife
10.4	Ms. Mai Dong Huyen	-	-			0	0.00%	Daughter
10.5	Mr. Mai Dang Lam	-	-			0	0.00%	Elder brother
10.6	Ms. Tran Thi Thu Huong	-	-			0	0.00%	Sister-in-law
10.7	Ms. Mai Thi Ly	-	-			0	0.00%	Elder sister
10.8	Ms. Mai Thi Hanh	-	-			0	0.00%	Elder sister

10.9	Ms. Mai Thi Sau	-	-			0	0.00%	Elder sister
11	Ms. Huynh Thi Nguyet	-	Member of the Supervisory Board			3,000	0.00%	Internal person
11.1	Mr. Huynh Ba Sung	-	-			0	0.00%	Father-in-law
11.2	Ms. Nguyen Thi Mai	-	-			0	0.00%	Mother-in-law
11.3	Ms. Nguyen Thi Minh	-	-			0	0.00%	Mother
11.4	Mr. Huynh Ngoc Anh	-	-			0	0.00%	Elder brother
11.5	Ms. Huynh Thi Nga	-	-			0	0.00%	Younger sister
11.6	Ms. Nguyen Thi Bich Phuong	-	-			0	0.00%	Sister-in-law
11.7	Mr. Tran Bao Vuong	-	-			0	0.00%	Brother-in-law
11.8	Mr. Huynh Ba	-	-			3,000	0.00%	Husband

	Khanh							
11.9	Ms. Huynh Ngoc Bao Tram	—	—			0	0%	Daughter
11.1	Ms. Huynh Ngoc Bao Chau	—	—			0	0%	Daughter

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

N o.	Person conducting the transaction	Relation ship with internal person	Number of shares held at the beginning of the period		Number of shares held at the end of the period		Reason for increase/decrease (purchase, sale, conversion, bonus, etc.)
			Number of shares	Ratio	Number of shares	Ratio	
1	Nguyen Thi Phi Anh – Member of the Board of Directors / General Director	—	11,066,070	51.21%	12,373,380	57.2556%	Buy more shares

IX. Other significant issues : none

Recipients:

- As above;
- Members of the Board of Directors;
- Board of Management; Supervisory Board;
- Archived.

CHAIRMAN OF THE BOARD OF DIRECTORS



TRAN VAN LINH