

REPORT ON CORPORATE GOVERNANCE

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

THANH DAT
INVESTMENT DEVELOPMENT
JOINT STOCK COMPANY

THE SOCIALIST REPUBLIC OF VIETNAM
Independence - Freedom – Happiness

No: 104/2026/DTD-BCQT

Ninh Binh, July 28, 2026

REPORT ON CORPORATE GOVERNANCE

(6 months)

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

- Name of company: THANH DAT INVESTMENT DEVELOPMENT JOINT STOCK
COMPANY

- Address of headoffice: Nguyen Thi Dinh Street, Phu Ly Ward, Ninh Binh Province

- Telephone: 02263 883 661

Fax: 0226 3883 136

Email: thanhmathn2010@gmail.com

- Charter capital: 666.860.550.000 VNĐ

- Stock symbol: **DTD**

- Governance model:

+ General Meeting of Shareholders, Board of Directors, Board of Supervisors, General
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):

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No.	Resolution/Decision No.	Date	Content
1	01/2026/NQ-DHĐCĐ	15/04/2026	- To approve the Report on the activities of the Board of Directors (BOD) and the Board of Management (BOM) in 2025 and the plan for 2026; - To approve the Report on the activities of the Supervisory Board in 2025 and the plan for 2026; - To approve the Company's 2025 Audited Financial Statements; - To approve the 2025 Profit Distribution Plan; - To approve the remuneration for the Board of Directors (BOD) and the Supervisory Board in 2025 and the remuneration plan for 2026; - To approve the authorization for the BOD to select the auditing firm for the 2026 Financial Statements; - To approve the Plan for share issuance for 2025 dividend payment; - To approve the 2025 Cash Dividend Payment Plan; - To approve the Plan for share issuance under the Employee Stock Ownership Plan (ESOP); - To approve the signing of economic contracts and transactions with related parties in 2026; - To approve the authorization for the BOD to perform tasks within the authority of the General Meeting of Shareholders (GMS) in 2026.

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II. Board of Directors (Semi-annual report):

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

No.	Board of Directors' members	Position Independent members of the Board of Directors, Non- executive members of the Board of Directors))	The date becoming/ceasing to be the member of the Board of Directors	
			Date of appointment	Date of dismissal
1	Mr. Nguyen Huy Cuong	Chairman of the BOD	18/04/2025	
2	Mr. Tran Viet Duc	Member of the BOD	18/04/2025	
3	Mr. Nguyen Huu Thuyet	Member of the BOD	18/04/2025	
4	Mr. Tran Van Thang	Independent Member of the BOD	18/04/2025	
5	Mr. Nguyen Manh Hai	Member of the BOD	18/04/2025	

2. Meetings of the Board of Directors:

No.	Board of Director' member	Number of meetings attended by Board of Directors	Attendance rate	Reasons for absence
1	Mr. Nguyen Huy Cuong	6/6	100%	
2	Mr. Tran Viet Duc	6/6	100%	
3	Mr. Nguyen Huu Thuyet	6/6	100%	
4	Mr. Tran Van Thang	6/6	100%	
5	Mr. Nguyen Manh Hai	6/6	100%	

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

The Board of Directors (BOD) fully performed its supervisory functions in accordance with the Law on Enterprises 2020, the Law amending and supplementing a number of articles of the Law on Enterprises, and the Company's Charter. Supervisory activities were carried out in a proactive, substantive and strategic manner, focusing on improving management efficiency, ensuring compliance, and enhancing the Company's adaptability to actual operating conditions:

3.1 Regularly organizing, chairing, and participating in meetings of the Board of Directors and the Board of General Directors, specifically:

- The BOD regularly organized and participated in periodic and thematic meetings with the Board of General Directors to monitor the implementation progress of the approved strategies and business plans. Production and business reports were required on a periodic basis, enabling the BOD to promptly assess the results and provide appropriate directions and adjustments;

- The 2026 Annual General Meeting of Shareholders was successfully held on April 22, 2026 in the form of an in-person meeting, with 100% of the BOD members in attendance. Important matters regarding the annual plan, profit distribution, etc. were approved;

- The BOD chaired or co-chaired many important meetings relating to investment, production and business activities, organizational structure, personnel matters, and other management issues; at the same time, it participated in the Company's regular meetings to gain an understanding of actual operations and strengthen coordination between governance and management.

3.2 Ensuring compliance with laws and internal policies

- The BOD regularly urged the executive management to fully perform reporting and information disclosure obligations in accordance with current regulations; reviewed internal matters affecting legal compliance, financial matters, and information transparency.

3.3 Evaluating management activities and providing directions for solutions to improve operational efficiency

- Based on the results of the first six months of the year, the BOD comprehensively evaluated the Company's key operating areas; at the same time, it directed the review of costs, cash flow control, organizational streamlining, and improvement of operational efficiency to ensure the achievement of the business objectives set for the entire year of 2026.

3.4 Inspecting and supervising the implementation of resolutions and decisions of the Board of Directors and the General Meeting of Shareholders

The BOD closely monitored the implementation progress of the approved resolutions, requiring the Board of General Directors to submit periodic reports and provide explanations in the event of delays or issues arising beyond the approved plans. At the same time, the BOD continued to improve the mechanism for delegation of authority and allocation of responsibilities between governance and executive management, ensuring clear accountability, enhancing compliance, and improving the effectiveness of implementation throughout the Company.

4. Activities of the Board of Directors' subcommittees (If any):

The board of directors does not establish subordinate subcommittees.

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

No.	Resolution/Decision No.	Date	Content	Approval rate
1	16/2026/NQ-HĐQT	02/02/2026	Resolution of the BOD to approve the execution of economic contracts between Thanh Dat Investment Development Joint Stock Company and related parties in 2026.	100%
2	09/2026/NQ-HĐQT	03/03/2026	Resolution of the BOD to approve the organization of the 2026 Annual General Meeting of Shareholders.	100%
3	49/2026/NQ-HĐQT	11/05/2026	Resolution of the BOD to approve the share issuance plan for the payment of 2025 dividends.	100%
4	55/2026/NQ-HĐQT	19/05/2026	Board of Directors Resolution on the Selection of an Audit Firm to Review the Semi-Annual Financial Statements and Audit the 2026 Annual Financial Statements of the Company	100%
5	54/2026/NQ	27/05/2026	Resolution of the BOD to approve the payment of 2025 dividends in cash.	100%
6	56/2026/NQ-HĐQT	27/05/2026	Resolution of the BOD to approve the record date for the exercise of the right to receive 2025 share dividends.	100%

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III. Board of Supervisors/ (Semi-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. Pham Van Ha	Head of the SB	18/04/2025	Bachelor of Laws
2	Ms. Nguyen Thi Thuy Van	Member of the SB	18/04/2025	Bachelor of Accounting
3	Mr. Nguyen Dinh Thuan	Member of the SB	18/04/2025	Bachelor of Engineering in Hydraulic Engineering

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. Pham Van Ha	2	100%	100%	
2	Ms. Nguyen Thi Thuy Van	2	100%	100%	
3	Mr. Nguyen Dinh Thuan	2	100%	100%	

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

During the first six months of 2026, the Supervisory Board (SB) fully performed its supervisory, inspection and evaluation functions in accordance with the Law on Enterprises 2020, the Law amending and supplementing a number of articles of the Law on Enterprises, the Company's Charter, and the Regulations on the Organization and Operation of the Supervisory Board. During the 2025–2030 term, the SB continued to improve the quality of its supervision with the orientation of strengthening the effectiveness of internal control, ensuring transparency and financial and corporate governance discipline:

- The SB regularly inspected the Company's compliance with applicable regulations, ensuring that internal processes, internal regulations, and resolutions of the BOD and the General Meeting of Shareholders (GMS) were implemented in accordance with applicable laws;
- Periodically reviewed the financial statements and information disclosure documents, and evaluated their legality, reasonableness, and fair presentation of the Company's financial position;
- Regarding relations with shareholders: In the first six months of 2026, there was 01 (One) letter from a shareholder to the Supervisory Board requesting an examination of matters related to the Appendix "Discussion" at the 2026 Annual General Meeting of Shareholders, and the Supervisory Board has provided a full written response to the shareholder.;
- Supervised the implementation of the resolutions adopted by the General Meeting of Shareholders and the resolutions of the BOD, and promptly identified and recommended corrective measures for any deficiencies, if any;
- Monitored and evaluated the activities of the BOD and the Board of General Directors in the management of production and business activities, and provided comments and recommendations to improve the effectiveness of corporate governance and management;
- During the reporting period, there were no requests from shareholders for the SB to inspect matters relating to the management and administration of the BOD, the Board of General Directors, or the Company's financial statements.

The SB will continue to uphold its independent and objective role while closely coordinating with the Company's professional departments, thereby contributing to improving the quality of corporate governance, protecting the legitimate rights and interests of shareholders, and ensuring the Company's sustainable development.

4. The coordination among the Board of Supervisors, the Board of Management, Board of Directors and other managers:

During the first six months of 2026, the Supervisory Board (SB) continued to coordinate with the Board of Directors (BOD), the Board of General Directors, and the Company's management personnel in accordance with the principles of transparency, independence, and regulatory compliance, with the objective of enhancing the quality of corporate governance and protecting the legitimate interests of shareholders. Specifically:

- The SB attended all meetings of the BOD and a number of thematic meetings of the executive management to closely monitor significant management decisions. At these meetings, the SB provided comments on risk control, helping ensure that such decisions were more consistent with applicable laws and actual circumstances;

- The BOD and the executive management facilitated the SB's access to documents, reports, and corporate governance records in a complete and timely manner, thereby effectively supporting its supervisory activities;
- The SB reviewed important internal documents, including the corporate governance regulations, investment approval procedures, financial and accounting procedures, etc., to ensure that they were updated and consistent with new legal regulations and the Company's development orientation;
- Examined the quarterly financial statements, business performance reports, and governance reports of the BOD and the executive management. The SB provided an independent assessment of the truthfulness, legality, and completeness of these reports before they were disclosed or submitted to the GMS;
- Examined the legal validity and authority of the resolutions and decisions issued by the BOD, ensuring that they did not exceed the BOD's authority or give rise to potential legal risks. The SB proactively participated by providing comments from the drafting stage to strengthen early-stage control;
- Closely coordinated with the Company's professional departments, particularly the finance and accounting, legal, and investment departments, in the course of inspecting activities relating to capital management and utilization, as well as the operation of the internal control system;
- In line with its role as a governance partner, the SB not only performed supervision after events had occurred, but also proactively provided early warnings, thereby contributing to enhancing the Company's risk prevention capability and improving its internal management system.

5. Other activities of the Board of Supervisors and (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	Mr. Tran Viet Duc	01/6/1963	Bachelor of Economics	25/04/2025
2	Mr. Nguyen Quang Tri	13/04/1992	Bachelor's Degree	17/07/2021
3	Mr. Tran Duc Dung	1984	Bachelor of Civil Engineering	15/04/2025

V. Chief Accountant

Name	Date of birth	Qualification	Date of appointment / dismissal
Duong Thi Thu Hien	05/08/1990	Bachelor of Accounting	15/07/2021

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: None

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

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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)	NSH 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	Nguyen Huy Cuong		Chairman of the BOD			18/04/2025		Appointment	Internal Person
2	Tran Viet Duc		Member of the BOD, General Director			18/04/2025		Appointment	Internal Person
3	Nguyen Huu Thuyet		Member of the BOD			18/04/2025		Appointment	Internal Person
4	Tran Van Thang		Independent Member of the BOD			18/04/2025		Appointment	Internal Person
5	Nguyen Manh Hai		Member of the BOD			18/04/2025		Appointment	Internal Person
6	Pham Van Ha		Head of the SB			18/04/2025			Internal Person

7	Nguyen Thi Thuy Van		Member of the SB			18/04/2025				Internal Person
8	Nguyen Dinh Thuan		Member of the SB			18/04/2025				Internal Person
9	Nguyen Quang Tri		Deputy General Director			17/07/2021				Internal Person
10	Tran Duc Dung		Deputy General Director			15/04/2025				Internal Person
11	Duong Thi Thu Hien		Chief Accountant			15/07/2021				Internal Person
12	Vu Duc Quy		Person Authorized to Disclose Information			21/08/2018				Internal Person
13	Dong Van III Industrial Park Infrastructure Development Investment Joint Stock Company			0700769376	N1 Road, Dong Van III Industrial Park Management Office,					Subsidiary

						Dong Van Ward, Duy Tien Town, Ha Nam Province					
14	Tan Cang – Dong Van Ha Nam Joint Stock Company					N1 Road, Dong Van III Industrial Park Manageme nt Office, Dong Van Ward, Duy Tien Town, Ha Nam Province	0700792992				Associate

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)

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2. Transactions between the Company and its affiliated persons or between the Company and its major shareholders, internal persons and affiliated persons.:

No.	Name of organization/ individual	Relationship with the Company	NSH No.*, date of issue, place of issue	Address	Time of transactions with the Company	Resolution No. or Decision No. approved by General Meeting of Shareholders/ Board of Directors	Content, quantity, total value of transaction	Note
1	Dong Van III Industrial Park Infrastructure Development Investment Joint Stock Company	Subsidiary	0700769376	N1 Road, Dong Van III Industrial Park Management Office, Dong Van Ward, Duy Tien Town, Ha Nam Province	01/01/2026-30/06/2026	Resolution of the BOD No. 16/2026/NQ-HĐQT dated 02/02/2026 to approve the execution of economic contracts with related parties	Thanh Dat Investment Development Joint Stock Company sold petroleum materials and provided construction services to Dong Van III Company, with a total transaction value of VND 23.664.984.566 Dong Van III Company provided catering services to Thanh Dat Investment Development Joint Stock Company, with a total service value of VND 64.897.200	

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):

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 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): 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):

No.	Company Name	Related Person	Position	Enterprise Registration No.	Address	Transaction Period	Contract Details
1	Quang Anh Company Limited	Mr. Nguyen Quang Anh – father of Mr. Nguyen Quang Tri, Deputy General Director	Director of Quang Anh Company Limited			01/01/2026–30/06/2026	Quang Anh Company Limited purchased petroleum materials with a total value of VND 4.530.014

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

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

1. The list of internal persons and their affiliated persons

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 ownership at the end of the period	Note
1	Nguyen Huy Cuong		Chairperson of the BOD					
1.1	Pham Thi Loan							Wife
1.2	Nguyen Thanh Tam							Daughter
1.3	Nguyen Quang Tri		Deputy General Director					Son-in-law
1.4	Nguyen Thanh Dat							Son
1.5	Nguyen Pham Thanh							Son

2	Tran Viet Duc		Member of the BOD, General Director						
2.1	Ngo Thi Thuong Huyen							Wife	
2.2	Tran Quang Anh							Son	
2.3	Tran Huyen Trang							Daughter	
2.4	Tran Viet Thang							Elder Brother	
2.5	Tran Thi Loi							Elder Sister	
2.6	Tran Thi Dung							Elder Sister	
2.7	Tran Thi Oanh							Younger Sister	
3	Nguyen Huu Thuyet		BOD Member						

[illegible]

3.11	Vu Thi Hoa							Younger Brother's Wife
3.12	Nguyen Huu Thuy							Younger Brother
3.13	Nguyen Thi Hoa							Younger Brother's Wife
4	Tran Van Thang				Independent BOD Member			
4.1	Lai Thi Van Hang							Wife
4.2	Tran Thang Long							Son
4.3	Pham Thi Thuong							Daughter-in-law
4.4	Tran Thanh Luan							Son
4.5	Nguyen Thi Phuong Quynh							Daughter-in-law

4.6	Tran Van Chien							Elder Brother
4.7	Lai Thi Lan							Sister-in-law
4.8	Tran Thi Yen							Elder Sister
4.9	Lai Vu Dinh							Brother-in-law
5	Nguyen Manh Hai					Member of the BOD		
5.1	Nguyen Manh Thang							Biological Father
5.2	Tran Thi Hien							Biological Mother
5.3	Pham Thi Cuc							Wife
5.4	Nguyen Huy Quan							Son
6	Pham Van Ha					Head of the Supervisory Board		
6.1	Pham Huy Thang							Biological Father

[illegible]

[illegible]

[illegible]

8.10	Mai Duc Khuong								Younger Brother-in-law
8.11	Do Thi Phuong								Younger Sister-in-law
8.12	Cao Van Trinh								Younger Brother-in-law
9	Nguyen Quang Tri					Deputy General Director			
9.1	Nguyen Thanh Tam					Member of the Board of Directors			Wife
9.2	Nguyen Quang Anh								Biological Father
9.3	Cao Thuy Kieu								Biological Mother
9.4	Nguyen Huy Cuong					Chairman of the Board of Directors			Father-in-law

9.5	Pham Thi Loan								Mother-in-law
9.6	Nguyen Thi Le My								Elder Sister
9.7	Nguyen Thi Kim Chung								Elder Sister
9.8	Nguyen Xuan Loc								Son
9.9	Nguyen Truong Xuan								Elder Brother-in-law
9.10	Nguy Song Toan								Elder Brother-in-law
10	Tran Duc Dung					Deputy General Director			
10.1	Tran Van Dong								Biological Father
10.2	Nguyen Thi Mien								Biological Mother

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11.12	Tran Thi Thu Phuong								Elder Sister- in-law
12	Vu Duc Quy			Authorized Person for Information Disclosure					
12.1	Vu Duc Cuong								Biological Father
12.2	Nguyen Thi Bich Hien								Biological Mother
12.3	Bui Minh San								Father-in- law
12.4	Nguyen Thi Bich Hanh								Mother-in- law
12.5	Bui Kim Ngan								Wife
12.6	Vu Tung Lam								Younger Brother
13	Dong Van III Industrial Park Infrastructure Development				0700769376	N1 Road, Dong Van III Industrial Park Management Office, Dong Van Ward, Duy Tien Town, Ha Nam Province	0	0%	Subsidiary

	Investment Joint Stock Company								
14	Tan Cang - Dong Van Ha Nam Joint Stock Company			0700792992	N1 Road, Dong Van III Industrial Park Management Office, Dong Van Ward, Duy Tien Town, Ha Nam Province	0	0%		Associate Company

2. Transactions of internal persons and affiliated persons with shares of the Company: None

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IX. Other significant issues: None

CHAIRMAN OF THE BOARD OF DIRECTORS

Recipients:

-As above

-Archived:....



NGUYEN HUY CUONG