

APPENDIX V

REPORT ON CORPORATE GOVERNANCE

(Issued in conjunction with Circular No. 96/2020/TT-BTC dated November 16, 2020, by the Ministry of Finance providing guidance on information disclosure in the securities market)

VIGLACERA CORPORATION - JSC
Viglacera Ha Long Joint Stock Company

SOCIALIST REPUBLIC OF VIETNAM
Independence - Freedom - Happiness.

No.: 28.07/2026/BCQT-VHL

Quang Ninh, July 28, 2026

REPORT ON CORPORATE GOVERNANCE For the First Six Months of 2026

To:

- State Securities Commission
- Hanoi Stock Exchange

- Name of the Listed Company: **VIGLACERA HA LONG JOINT STOCK COMPANY**
- Head Office Address: **An Tiem Area 2, Viet Hung Ward, Quang Ninh Province**
- Telephone: **02033.845926** Fax: **02033.846577** Email: **viglacerahalongcbtt@gmail.com**
- Charter Capital: **250.000.000.000 VNĐ**
- Stock Code: **VHL**
- Trading Floor: **HNX**
- Corporate Governance Model: General Meeting of Shareholders, Board of Directors, Supervisory Board, and Executive Board (including the General Director, Deputy General Directors, and Chief Accountant).
- Internal Audit Implementation: Conducted.

I. Activities of the General Meeting of Shareholders.

Information on the General Meeting of Shareholders and the Resolutions adopted during the first six months of 2026:

No.	Resolution Number	Date	Content
1	75/NQ-ĐHĐCĐ/2026	30 March 2026	Resolution No. 75/NQ-ĐHĐCĐ/2026 of the 2026 Annual General Meeting of Shareholders

II. Board of Directors (Report for the First Six Months of 2026):

1. Information on Members of the Board of Directors (BOD):

List of Members of the Board of Directors for the 2022–2027 Term:

No.	BOD Member	Position (Independent BOD Member, Non-Executive BOD Member)	Start/End Date as BOD Member/Independent BOD Member	
			Appointment Date	Dismissal Date
1	Mr. Nguyen Duc Luyen	Chairman of the Board of Directors	11/3/2025	
2	Mr. Quach Huu Thuan	Vice Chairman of the Board of Directors	23/3/2025	30/3/2026
3	Mr. Dinh Quang Huy	Member of the Board of Directors	22/4/2022	
4	Mr. Tran Thanh	Member of the Board of Directors	30/3/2026	
5	Mr. Dang Minh Tam	Member of the Board of Directors	23/3/2025	
6	Mr. Le Duc Tai	Independent Member of the Board of Directors	23/3/2025	

2. Meetings of the Board of Directors: (The First Six Months of 2026)

No.	BOD Member	Number of BOD Meetings Attended	Attendance Rate (%)	Reason for Non-Attendance
1	Mr. Nguyen Duc Luyen	12	100%	
2	Mr. Quach Huu Thuan	0	0%	Mr. Quach Huu Thuan submitted his resignation as a member of the Board of Directors effective from 1 December 2025 and was awaiting approval by the 2026 Annual General Meeting of Shareholders.
3	Mr. Dinh Quang Huy	12	100%	
4	Mr. Tran Thanh	10	83,3%	Mr. Tran Thanh was elected as an additional member of the Board of Directors at the 2026 Annual General Meeting of Shareholders held on 30 March 2026.
5	Mr. Dang Minh Tam	12	100%	
6	Mr. Le Duc Tai	12	100%	

3. Supervision Activities of the BOD over the Executive Board: The supervision activities have

been carried out in compliance with the provisions of the Law on Enterprises and the Company Charter.

4. Activities of Subcommittees under the BOD: Currently, the Board of Directors has not established any subcommittees.

5. Resolutions and Decisions of the Board of Directors during the First Six Months of 2026:

No.	Date	Meeting Content
1	10/2/2026	Approval of the 2025 consolidated and separate audited financial statements as audited by Deloitte Vietnam Co., Ltd., the independent auditor.
2	26/3/2026	Approval of the agenda for the 2026 Annual General Meeting of Shareholders (AGM), matters to be submitted for shareholders' approval, and the final list of candidates for additional election to the Board of Directors and the Supervisory Board.
3	30/3/2026	Approval of matters for voting by the authorized representative of Viglacera Ha Long Joint Stock Company at the 2026 AGM of joint stock companies; restructuring and reassignment of personnel serving on the Boards of Directors, Members' Councils and Supervisory Boards of subsidiaries and associates.
4	06/4/2026	Approval of the reassignment of duties among members of the Board of Directors.
5	17/4/2026	Approval in principle for Viglacera Ha Long Joint Stock Company to lease electric forklifts to replace part of its diesel forklift fleet.
6	12/5/2026	Approval of the liquidation sale of long-aged inventory (inventory held for more than two years and fully provided for at 100%).
7	12/5/2026	Implementation of the divestment plan in associate companies in accordance with the resolution approved by the Annual General Meeting of Shareholders.
8	08/6/2026	Reorganization of the organizational structure and rotation of professional staff within the office division of Viglacera Ha Long Joint Stock Company.
9	10/6/2026	Approval in principle for Viglacera Ha Long II Joint Stock Company (an associate) to make an additional VAT payment in accordance with the decision of the competent authority.
10	10/6/2026	Approval in principle to convene an Extraordinary General Meeting of Shareholders of Viglacera Clinker Brick Joint Stock Company and to terminate the collective housing project developed by the company.
11	18/6/2026	Approval of the appointment of Deloitte Vietnam as the independent auditor for the 2026 financial statements.
12	18/6/2026	Assignment of the June 2026 business production and operating plan targets and key tasks for Viglacera Ha Long Joint Stock Company, its subsidiaries and associate companies.

III. Supervisory Board (Report for the First Six Months of 2026)

1. Information on Members of the Supervisory Board (SB):

The members of the Supervisory Board for the 2022–2027 term include the following individuals:

No.	SB Member	Position	Start/End Date as SB Member		Professional Qualification
			Appointment Date	Dismissal Date	
1	Nguyen Quang Hai	Chairperson of SB	21/03/2023		Bachelor's Degree in Corporate Finance
2	Pham Thi Hien	Member	22/04/2022	30/3/2026	Bachelor's Degree in Accounting
3	Tran Trung Kien	Member	22/04/2022		Master's Degree in Business Administration
4	Vu Dinh Tich	Member	30/3/2026		Master's Degree in Business Administration

2. Meetings of the Supervisory Board (SB):

No.	SB Member	Number of Meetings Attended	Attendance Rate (%)	Voting Rate (%)	Reason for Non-Attendance
1	Mr. Nguyen Quang Hai	03	100%	100%	
2	Mrs. Pham Thi Hien	0	0%	0%	
3	Mr. Tran Trung Kien	03	100%	100%	
4	Mr. Vu Dinh Tich	03	100%	100%	

3. Supervisory Activities of the SB over the BOD, Executive Board, and Shareholders:

During the first six months of 2026, the Supervisory Board held three meetings:

- To review the 2025 financial statements and approve the Supervisory Board's 2026 work plan.
- To recommend the appointment of an independent auditor for the 2026 financial statements.
- To assign members to participate in the physical inventory count as of 30 June 2026.

4. Coordination Between the SB, the BOD, the Executive Board, and Other Management Personnel.

The coordination between the Board of Directors, the Executive Board, and the Supervisory Board has been effectively implemented. The Company's departments have actively collaborated and provided the required documents in a timely manner, contributing to the improvement and enhanced efficiency of the Supervisory Board's operations.

5. Other Activities of the SB (if any): None

IV. Executive Board:

No.	Member	Date of Birth	Professional Qualification	Appointment Date
1	Tran Thanh - General Director	25/12/1978	Master's Degree in Business Administration	01/01/2023

2	Tran Duy Hung - Deputy General Director	11/05/1975	Civil Engineer	17/05/2022
3	Bui Van Quang - Deputy General Director	18/12/1978	Master's Degree in Business Administration	22/8/2023

V. Chief Accountant:

No.	Name	Date of Birth	Professional Qualification	Appointment/Dismissal Date
1	Dinh Thi Thu Hang	31/10/1978	Bachelor's Degree in Accounting	Appointed on 01/06/2023

VI. Corporate Governance Training:

Corporate governance training programs attended by members of the Board of Directors, members of the Supervisory Board, the Executive Director (General Director), other management personnel, and the Company Secretary were conducted in accordance with corporate governance regulations..

VII. List of Related Parties of the Public Company (Report for the First Six Months of 2026) and Transactions Between Related Parties and the Company: None

1. List of Related Parties of the Company: *List attached*

[illegible]

Note: NSH Number: Refers to the National ID/Passport Number (for individuals) or Business Registration Certificate Number, Operating License, or equivalent legal documents (for organizations).*

2. Transactions Between the Company and Related Parties, Major Shareholders, Insiders, or Related Persons of Insiders: *None*

[illegible]

Note: NSH Number: Refers to the National ID/Passport Number (for individuals) or Business Registration Certificate, Operating License, or equivalent legal documents (for organizations)*.*

3. Transactions Between Insiders, Related Persons of Insiders, and Subsidiaries or Controlled Companies: *None*

[illegible]

4. Transactions Between the Company and Other Entities: *None*

4.1. Transactions Between the Company and Companies Where Members of the Board of Directors, Supervisory Board, or Executive Director (General Director) Are or Have Been Founders, Members of the BOD, or Executive Directors in the Last Three (3) Years (as of the Report Date).

4.2. Transactions Between the Company and Companies Where Related Persons of Members of the Board of Directors, Supervisory Board, or Executive Director (General Director) Are Members of the BOD or Executive Directors.

4.3. Other Transactions of the Company (if any) That May Provide Material or Non-Material Benefits to Members of the Board of Directors, Supervisory Board, or Executive Director (General Director).

VIII. Share Transactions of Insiders and Related Persons of Insiders (Report for the First Six Months of 2026): *None*

1. List of Insiders and Related Persons.

(Attached list included separately)

2. Transactions of Insiders and Related Persons Involving the Company's Shares: *None*

No.	Transacting Party	Relationship with Insider	Shares Owned at Beginning of Period Shares Owned at Beginning of Period		Shares Owned at End of Period		Reason for Increase/Decrease (e.g., Purchase, Sale, Conversion, Bonus, etc.)
			Number of Shares	Percentage	Number of Shares	Percentage	

VII. Other Noteworthy Issues. *None*

Chairperson of the BOD

(Signed and sealed)



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LIST OF INSIDERS AND THEIR RELATED PERSONS

Stock Code **VHL**
Company Name **Viglacera Ha Long Joint Stock Company**

No.	Stock Code	Full Name	Position in the Company	Relationship with Insider	Type of Identification Document (ID Card, Citizen ID, Passport, Business Registration Certificate)	Securities Registration Certificate Number	Date of Issuance of Securities Registration Certificate	Remarks
1	2	3	4	5	6	7	8	10
1	VHL	Nguyen Duc Luyen	Chairman of the Board					
1.01	VHL	Hoang Cam Tu		Wife				
1.01	VHL	Nguyen Ha Thu		Daughter				
1.01	VHL	Nguyen Ha An		Daughter				
1.02	VHL	Nguyen Van Luan		Father				
1.03	VHL	Nguyen Thi Nhat		Mother				
1.04	VHL	Nguyen Duc Nam		Younger brother				
1.05	VHL	Bui Thi Xa		Sister-in-law				
1.06	VHL	Nguyen Duc Ninh		Younger brother				
1.07	VHL	Nguyen Thi Minh Ha		Sister-in-law				
1.08	VHL	Hoang Minh Duc		Father-in-law				
1.09	VHL	Do Thi Toan		Mother-in-law				
1.10	VHL	Hoang Thi Mai		Sister-in-law				
2	VHL	Le Duc Tai	Board Member					
2.01	VHL	Nguyen Thi Tuyen		Mother				
2.02	VHL	Le Van Thai		Father				
2.03	VHL	Nguyen Tat Thang		Father-in-law				
2.04	VHL	Ha Thi Hien		Mother-in-law				
2.05	VHL	Nguyen Dieu Huong		Wife				
2.06	VHL	Le Duc Hoang		Son				
2.07	VHL	Le Hoang Quan		Son				
2.08	VHL	Le Thi Thu Huong		Younger sister				

No.	Stock Code	Full Name	Position in the Company	Relationship with Insider	Type of Identification Document (ID Card, Citizen ID, Passport, Business Registration Certificate)	Securities Registration Certificate Number	Date of Issuance of Securities Registration Certificate	Remarks
1	2	3	4	5	6	7	8	10
3	VHL	Dang Minh Tam	Board Member					
3.01	VHL	Ong Dang Dinh Quyen		Father				
3.02	VHL	Ba Nguyen Thi Minh		Mother				
3.03	VHL	Ong Nguyen Van Diet		Father-in-law				
3.04	VHL	Ba Vu Thi Hai		Mother-in-law				
3.05	VHL	Ba Nguyen Thi Thom		Wife				
3.06	VHL	Dang Ngoc Y Nhi		Daughter				
3.07	VHL	Dang Truong Hung		Son				
3.08	VHL	Ong Dang Hong Quang		Older brother				
3.09	VHL	Ong Dang Quoc Chung		Older brother				
3.10	VHL	Ong Dang Quoc Tuan		Younger brother				
4	VHL	Dinh Quang Huy	Board Member					
4.01	VHL	Nguyen Thi Yen		Wife				
4.02	VHL	Dinh Hai Quang		Son				
4.03	VHL	Dinh Thi Van Anh		Daughter				
4.04	VHL	Dinh Thi Hao		Younger sister				
4.05	VHL	Dinh Thi My		Younger sister				
4.06	VHL	Dinh Thi Dung		Younger sister				
4.07	VHL	Dinh Quang Tien		Younger brother				
4.08	VHL	Dinh Thi Lan		Younger sister				
5	VHL	Tran Thanh	General Director					
5.01	VHL	Tran Van Manh		Father				
5.02	VHL	Vu Thi Minh Thu		Wife				
5.03	VHL	Vu Duc Ty		Father-in-law				
5.04	VHL	Nguyen Kim Dung		Mother-in-law				
5.05	VHL	Tran Anh Thu		Daughter				

No.	Stock Code	Full Name	Position in the Company	Relationship with Insider	Type of Identification Document (ID Card, Citizen ID, Passport, Business Registration Certificate)	Securities Registration Certificate Number	Date of Issuance of Securities Registration Certificate	Remarks
1	2	3	4	5	6	7	8	10
5.06	VHL	Tran Vinh Truong	Head of Control Board	Son				
5.07	VHL	Tran Thi Thuy Ha		Older sister				
5.08	VHL	Tran Thanh Nga		Younger sister				
6	VHL	Nguyen Quang Hai						
6.01	VHL	Nguyen Hong Thuy	Board of Supervisors	Father				
6.02	VHL	Nguyen Thi Thu Huong		Mother				
6.03	VHL	Nguyen Thi Thuy Hien		Younger sister				
7	VHL	Tran Trung Kien						
7.01	VHL	Tran Van Dai		Father				
7.02	VHL	Nguyen Thi Nha		Mother				
7.03	VHL	Tran Thi Bich Hanh		Wife				
7.04	VHL	Tran Cao		Father-in-law				
7.05	VHL	La Thi Tinh		Mother-in-law				
7.06	VHL	Tran Khoi Nguyen		Son				
7.07	VHL	Tran Giai Uyen		Daughter				
7.08	VHL	Tran Tuan Long		Older brother				
7.09	VHL	Tran Tuan Thanh	Board of Supervisors	Older brother				
8	VHL	Vu Dinh Tich						
8.01	VHL	Vu Van Thien		Father				
8.02	VHL	Do Thi Nguyet		Mother				
8.03	VHL	Nguyen Thi Kim Hoang		Wife				
8.04	VHL	Nguyen Dinh Mac		Father-in-law				
8.05	VHL	Dao Thi Hai		Mother-in-law				
8.06	VHL	Vu Thi Quynh Chi		Child				
8.07	VHL	Vu Dinh Tung		Child				
8.08	VHL	Vu Thi Kim Ngan		Elder sister				

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1	2	3	4	5	6	7	8	10
9	VHL	Tran Duy Hung	Deputy General Manager					
9.01	VHL	Tran Kinh Quoc		Father				
9.02	VHL	Nguyen Thi Them		Mother				
9.03	VHL	Mai Minh Xuong		Father-in-law				
9.04	VHL	Pham Thi Thuc		Mother-in-law				
9.05	VHL	Mai Dieu Thuy		Wife				
9.06	VHL	Tran Duy Anh		Son				
9.07	VHL	Tran Duy The Anh		Son				
9.08	VHL	Tran Thi Thuong Huyen		Older sister				
9.09	VHL	Tran Thi Thu Trang		Younger sister				
10	VHL	Bui Van Quang	Deputy General Manager					
10.01	VHL	Bui Van Sinh		Father				
10.02	VHL	Vu Thi Viet		Mother				
10.03	VHL	Pham Hong Thai		Father-in-law				
10.04	VHL	Nguyen Thi Uoc		Mother-in-law				
10.05	VHL	Pham Thi Thu		Wife				
10.06	VHL	Bui Quang Minh		Son				
10.07	VHL	Bui Quang Dung		Son				
10.08	VHL	Bui Van Vinh		Older brother				
10.09	VHL	Bui Thi Thanh Quy		Younger sister				
11	VHL	Dinh Thi Thu Hang	Chief Accountant					
11.01	VHL	Ta Thi Ban		Mother				
11.02	VHL	Hoang Dinh Long		Son				
11.03	VHL	Hoang Gia Nguyen		Son				
11.04	VHL	Dinh Thi Thu Hue		Older sister				
11.05	VHL	Dinh Thi Vien		Younger sister				

No.	Stock Code	Full Name	Position in the Company	Relationship with Insider	Type of Identification Document (ID Card, Citizen ID, Passport, Business Registration Certificate)	Securities Registration Certificate Number	Date of Issuance of Securities Registration Certificate	Remarks
1	2	3	4	5	6	7	8	10
12	VHL	Subsidiary						
12.1	VHL	Viglacera Ha Long		Subsidiary				
12.1	VHL	Viglacera Clinker Tile		Subsidiary				

CHAIRMAN OF THE BOARD
 (Sign, print full name and stamp)



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