

No. 2201.3/2025/BCQT-FID

Hanoi, 22 month 01, 2025

REPORT

Corporate governance situation (in 2024)

To: - State Securities Commission;
- Hanoi Stock Exchange (HNX).

- Company name: **Vietnam**
- Head Office Address: VP24, 4th Floor, Office Area, Stellar Garden Building, 35 Le Van Thiem, Thanh Xuan Trung Ward, Thanh Xuan District, Hanoi City, Vietnam
- Phone: 0243.9741739 Fax: 0243.9741740
- Website: <http://www.vndi.vn/>
- Email: infovndi@gmail.com
- Charter capital: VND 247,159,580,000 (*In words: Two hundred and forty-seven billion, one hundred and fifty-nine million, five hundred and eighty thousand dong*).
- Stock Code: FID
- Corporate governance model: General Meeting of Shareholders, Board of Management, Board of Supervisory and Board of Directors.
- Regarding the implementation of the internal audit function: Implemented

I. Activities of the General Meeting of Shareholders

Information on meetings and Resolutions/Decisions of the General Meeting of Shareholders (including Resolutions of the General Meeting of Shareholders adopted in the form of written consultation):

No	Number of Resolutions/Decisions	Day	Content
1	01/2024/NQ-DHDCĐ	19 July 2024	<ul style="list-style-type: none">- Approve the 2023 Board of Management's Operating Report and 2024 plan;- Approve the report on production and business activities of the Board of Directors in 2023 and the plan for 2024;- Approve the Board of Supervisory 2023



			<p>Operation Report and 2024 plan;</p> <ul style="list-style-type: none"> - Approved the Audited Financial Statements for 2023; - Approve the report on the selection of the audit unit in 2024; - Approve the report on remuneration of the Board of Management and the Board of Supervisory in 2023 and the payment plan in 2024; Profit distribution plan in 2023 and expected in 2024; - To approve the dismissal of members of the Board of Management for Mr. Pham Hoang Cau; - Approve the list of nominations for the Board of Management and the results of the election of members of the Board of Management for Ms. Vu Thi Thuy.
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II. Board of Management (2024 Report):

1. Information about members of the Board of Management:

No	Member of the Board of Directors	Position (<i>independent member of the Board of Directors, non-executive member of the Board of Directors</i>)	Start/no longer a member of the Board of Directors/ Independent Board of Directors	
			Date of Appointment	Date of dismissal
1	Mr. Ha Xuan Truong	Chairman of the Board of Management	22 February 2017	-
2	Ms. Vu Thi Thuy	Member of the Board of Management	19 July 2024	-
3	Mr. Nguyen Duc Toan	Independent Member of the Board of Directors	26 May 2023	-
4	Ms. Bui Thuy Linh	Member of the Board of Management	27 May 2022	-
5	Mr. Pham Tuan Khanh	Member of the Board of Management	27 May 2022	-
6	Mr. Pham Hoang Cau	Member of the Board of Management	22 February 2017	19 July 2024

2. Board of Management meetings:

No	Member of the Board	Number of	Meeting	Reasons for not
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	of Management	meetings attended by the Board of Management	attendance rate	attending the meeting
1	Mr. Ha Xuan Truong	7/7	100%	-
2	Vu Thi Thuy	2/7	28,57%	Appointed on 19 July 2024
3	Mr. Nguyen Duc Toan	7/7	100%	-
4	Ms. Bui Thuy Linh	7/7	100%	-
5	Mr. Pham Tuan Khanh	7/7	100%	-
6	Mr. Pham Hoang Cau	5/7	71,43%	Dismissal on 19 July 2024

3. Supervisory activities of the Board of Directors over the Board of Directors:

- In 2024, the Board of Management supervised the activities of the Board of Directors through meetings on production and business activities of the Board of Directors.
 - The Board of Management successfully held the 2024 Annual General Meeting of Shareholders on July 19, 2024.
 - The Board of Management regularly supervises the Board of Directors on the implementation of the Resolutions of the Board of Management and the implementation of the production and business plan approved at the 2024 Annual General Meeting of Shareholders.
 - The Board of Management regularly coordinates with the Board of Directors to monitor and evaluate the feasibility and effectiveness of the Company's investment capital in order to have timely remedial plans.
 - The Board of Management supervises and inspects the human resource management of the Board of Directors; develop a labor recruitment plan in accordance with the needs of the Company; Supervisory the implementation of policies for employees so that they are satisfactory based on the provisions of law.
 - Develop and complete working processes; Manage communication in a scientific way to improve financial management and general governance quality in accordance with the actual operation of the Company.
4. Activities of subcommittees of the Board of Management: None
5. Resolutions/Decisions of the Board of Management (Annual Report):

No	Number of Resolutions/Decision	Day	Content	Adopti on Rate
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1	1303/2024/FID/NQ-HĐQT	13 March 2024	Closing the list of shareholders to attend the 2024 Annual General Meeting of Shareholders	100%
2	1004/2024/FID/NQ-HĐQT	10 April 2024	Dismissal and election of the Chairman of the Board of Management	100%
3	1104/2024/FID/NQ-HĐQT	11 April 2024	Change of the time of the Annual General Meeting of Shareholders in 2024	100%
4	0605/2024/FID/NQ-HĐQT	06 May 2024	Change of auditing unit of separate and consolidated financial statements in 2023	100%
5	0606.1/2024/FID/NQ-HĐQT	06 June 2024	Approval of the contents of the 2024 Annual General Meeting of Shareholders	100%
6	2407/2024/FID/NQ-HĐQT	24 July 2024	Approval of business results for the 2nd quarter of 2024	100%
7	1710/2024/FID/NQ-HĐQT	17 October 2024	Approval of business results in quarter 3 2024	100%

III. Board of Supervisory (2024):

1. Information about members of the Board of Supervisory:

No	Members of the Board of Supervisory	Duty	Start/no longer a member of the Board of Supervisory	Qualifications
1	Mrs. Hoang Tuyet Lan	Head of the Supervisory Board	Appointment February 2017	Bachelor of Accounting
2	Mr. Nguyen Huu Tho	Members of the Supervisory Board	Appointed 27 May 2022	Bachelor of Accounting
3	Mr. Nguyen Thanh Trung	Members of the Board of Supervisory	Appointed 27 May 2022	Bachelor of Accounting

2. Meetings of the Board of Supervisory:

No	Members of the Board of Supervisory	Number of Meetings Attended	Meeting attendance rate	Voting Rate	Reasons for not attending the meeting
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1	Mrs. Hoang Tuyet Lan	3/3	100%	100%	-
2	Mr. Nguyen Huu Tho	3/3	100%	100%	-
3	Mr. Nguyen Thanh Trung	3/3	100%	100%	-

3. Supervisory activities of the Board of Supervisory for the Board of Management, the Board of Directors and shareholders:
- In 2024, the Board of Supervisory has held 03 meetings, conducted activities to monitor and evaluate the Company's activities through financial statements and checked a number of documents. Supervision contents include:
 - + Supervise the activities of the Board of Management and appraise the performance reports of the Board of Management.
 - + The Board of Supervisory has inspected and supervised all aspects of the Company's activities through participating in meetings of the Board of Management, the Board of Directors and periodic documents and reports of professional departments.
 - + Inspect and supervise the compliance with legal policies, regimes of the State, regulations of the Board of Management and the Board of Directors of the Company through the consideration and study of the Resolutions of the Board of Management and the Decisions on operating production and business activities of the Board of Directors.
 - + Examining and reviewing separate and consolidated financial statements in 2023; separate and consolidated financial statements of the Company. Coordinate with UHY Auditing and Consulting Co., Ltd. to supervise the implementation of inventory, settlement and verification of separate and consolidated financial statements in 2023; separate and semi-annual consolidated financial statements in 2024.
4. Coordination of activities between the Board of Supervisory for the activities of the Board of Management, the Board of Directors and other managers:
- The Board of Supervisory has closely coordinated with the Board of Management, the Board of Directors and managers of functional departments in inspection and supervision. The Board of Management and the Board of Directors create conditions for facilities as well as provide sufficient information and documents necessary for the inspection of the Board of Supervisory.
 - The activities of the Board of Supervisory shall comply with the Company's Charter and the Resolution of the General Meeting of Shareholders.
 - The Board of Supervisory has received good cooperation from the Board of Management, the Board of Directors and functional department managers, creating conditions for facilities as well as providing sufficient information and documents necessary for the inspection of the Board of Supervisory.
5. Other activities of the Board of Supervisory: None

IV. Executive Board

No	Executive Board Members	Date of birth	Duty	Qualifications	Date of appointment/dismissal of members of the Executive Board
1	Ms. Bui Thuy Linh	09/01/1984	General Director	Bachelor of Business Administration	Appointed 27 May 2022
2	Mr. Ha Xuan Truong	16/03/1961	Deputy General Director	Bachelor of Economics	Appointed 14 September 2022

V. Chief Accountant

STT	Full name	Date of birth	Professional qualifications	Date of appointment/dismissal
1	Mr. Ngo Van Khanh	19/07/1993	Bachelor of Accounting	Appointed 10 November 2023

VI. Corporate Governance Training:

Corporate governance training courses that members of the Board of Management, members of the Board of Supervisory, General Directors, and other managers have participated in in accordance with regulations on corporate governance: Members of the Board of Management, members of the Board of Supervisory, General Directors, and other managers of the Company always actively participate in corporate governance seminars organized by the Company. organization and the SSC, Hanoi Stock Exchange invited to attend.

VII. List of related persons of public companies (in 2024) and transactions of related persons of the company with the Company itself

1. List of related persons of the company: Details in Appendix I.
2. Transactions between the company and related persons of the company; or between the company and major shareholders, insiders, related persons of internal persons: None.
3. Transactions between company insiders, related persons of insiders and subsidiaries and companies controlled by the company: None .
4. Transactions between the company and other subjects:
 - 4.1. Company-to-company transactions in which members of the Board of Management, members of the Board of Supervisory, the General Director and other managers have been founding members or members of the Board of Management or the General Director in the past three (03) years (calculated at the time of making the report): Without.
 - 4.2. Company-to-company transactions in which related persons of members of the Board of Directors, members of the Supervisory Board, General Directors and other managers are members of the Board of Directors and General Directors: None.

4.3. Other transactions of the company (if any) that may bring material or immaterial benefits to members of the Board of Management, members of the Board of Supervisory, General Directors and other managers: None.

VIII. Transactions of Insider Shares and Related Persons of Insiders (2024)

1. List of insiders and related persons of insiders: Details in Appendix II.
2. Insider and related person transactions for the company's shares: None.

VIII. Other issues to note: None.

Recipient:

- Dear Sir;

- Save: Clerical Office

**CHAIRMAN OF THE BOARD OF
MANAGEMENT**



HA XUAN TRUONG

APPENDIX I: LIST OF RELATED PERSONS OF THE COMPANY

STT	Name of organization/individual	Stock trading account (if any)	Position at the company (if any)	NSH Certificate Number*, date of issue, place of issue	Head Office Address/ Contact Address	The start time is the person involved	The time is no longer a relevant person	Reason	Related relationship with the company
1	Ha Xuan Truong	-	Chairman of the Board of Management cum Deputy General Director	-	-	22 February 2017	-	-	Chairman of the Board of Management
2	Vu Thi Thuy	-	Member of the Board of Management	-	-	19 July 2024	-	-	Member of the Board of Management
3	Nguyen Duc Toan	-	Independent Member of	-	-	26 May 2023	-	-	Member of the Board of



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			the Board of Management						Management
4	Bui Thuy Linh	-	Member of the Board of Management cum General Director	-	-	27 May 2022	-	-	Member of the Board of Management cum General Director
5	Pham Tuan Khanh	-	Member of the Board of Management	-	-	27 May 2022	-	-	Member of the Board of Management
6	Hoang Thi Tuyet Lan	-	Head of the Board of Supervisory	-	-	22 February 2017	-	-	Head of the Board of Supervisory
7	Nguyen Huu Tho	-	Member of the Board of Supervisory	-	-	27 May 2022	-	-	Member of the Board of Supervisory
8	Nguyen Thanh Trung	-	Member of	-	-	27 May -	-	-	Member of

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			the Board of Supervisory			2022			the Board of Supervisory
9	Ngo Van Khanh	-	Chief Accountant	-	-	10 November 2023	-	-	Chief Accountant
10	Pham Hoang Cau	-	Authorized Information Disclosure Officer	-	-	22 February 2017	The day is no longer the member of the Board of Directors (19 July 2024)	Dismissal from the position of member of Board of Directors (replacement: Ms. Vu Thi Thuy)	Authorized Information Disclosure Officer
11	Vietnam Industrial Iron and Steel Joint Stock Company	-	-	-	-	18 April 2023	-	-	Subsidiaries

APPENDIX II: LIST OF INSIDERS AND RELATED PERSONS OF INSIDERS

STT	Name	Stock trading account (if any)	Position at the company (if any)	ID number/Passport, date of issue, place of issue	Contact Us	Number of shares owned at the end of the period	Stock ownership ratio at the end of the period	Notes
1	Ha Xuan Truong	-	Chairman of the Board of Management cum Deputy General Director	-	-	0	0,00%	
1.1	Thu Lan Lake	-	-	-	-	0	0,00%	Wife
1.2	Ha Tien Tung	-	-	Lost	-	0	0,00%	Biological children
1.3	Ha Tra My	-	-	-	-	0	0,00%	Biological children
2	Vu Thi Thuy	-	Member of the Board of Management	-	-	0	0,00%	
2.1	Vu Anh Tuan	-	-	Lost	-	-	-	Father

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2.2	Pham Thi Thoi	-	-	-	-	0	0.00%	Native
2.3	Vu Chi Thanh	-	-	-	-	0	0.00%	Brother
2.4	Vu Thi Kim Thao	-	-	-	-	0	0.00%	Sister-in-law
2.5	Vu Thi Thuy	-	-	-	-	0	0.00%	Sister
2.6	Nguyen Xuan Tuyet	-	-	-	-	0	0.00%	Brother-in-law
2.7	Vu Thi Lieu	-	-	-	-	0	0.00%	Sister
2.8	Vuong Tran Hai	-	-	-	-	0	0.00%	Brother-in-law
2.9	Vu Thi Hang	-	-	-	-	0	0.00%	Sister
2.10	Khuyen Trung Truc	-	-	-	-	0	0.00%	Brother-in-law
2.11	Vu Cong Uy	-	-	-	-	0	0.00%	Father-in-law
2.12	Dinh Thi Kim	-	-	-	-	0	0.00%	Mother-in-law

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	Giang							
2.13	Vu Thanh Binh	-	-	-	-	0	0.00%	Husband
2.14	Vu Anh Duong	-	-	-	-	0	0.00%	Daughter
2.15	Thai Binh Steel Joint Stock Company	-	-	-	-	0	0.00%	The company is led by Ms. Thuy as Deputy General Director
2.16	Vietnam Iron and Steel Industry Joint Stock Company	-	-	-	-	0	0.00%	The company is led by Ms. Thuy as Deputy General Director
3	Nguyen Duc Toan	-	Member of the Board of Management	026079001700, date of issue: 25 April 2021, place of issue: Department of	Duy Phien, Tam Duong, Vinh Phuc	0	0,00%	

STT	Name	Stock trading account (if any)	Position at the company (if any)	ID number/Passport, date of issue, place of issue	Contact Us	Number of shares owned at the end of the period	Stock ownership ratio at the end of the period	Notes
				Social Management				
3.1	Nguyen Duc Dinh	-	-	-	-	0	0,00%	Biological father
3.2	Nguyen Thi Dau	-	-	-	-	0	0,00%	Biological mother
3.3	Dang Thi Thu Trang	-	-	-	-	0	0,00%	Wife
3.4	Nguyen Duc Anh	-	-	-	-	0	0,00%	Biological children
3.5	Nguyen Duc Hung	-	-	-	-	0	0,00%	Biological children
4	Bui Thuy Linh	-	Member of the Board of Management cum General Director	-	-	0	0,00%	
4.1	Bui Chi Nhan	-	-	-	-	0	0,00%	Biological father

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4.2	Nguyen Thi Hoa	-	-	-	-	0	0,00%	Biological mother
4.3	Bui Thi Phuong Anh	-	-	-	-	0	0,00%	Siblings
4.4	Bui Tuyet Nhung	-	-	-	-	0	0,00%	Siblings
4.5	Bui Chi Hien	-	-	-	-	0	0,00%	Brother
4.6	Tran Hoang Hiep	-	-	-	-	0	0,00%	Younger siblings
4.7	Nguyen Linh Huong	-	-	-	-	0	0,00%	Biological children
4.8	Nguyen Linh Vy	-	-	-	-	0	0,00%	Biological children
4.9	Bui Duc An	-	-	-	-	0	0,00%	Biological children
4.10	Bui Duc Anh	-	-	-	-	0	0,00%	Biological

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								children
5	Pham Tuan Khanh	-	Member of the Board of Management	-	-	0	0,00%	
5.1	Nguyen Thi An	-	-	-	-	0	0,00%	Wife
5.2	Pham Tuan Hung	-	-	-	-	0	0,00%	Biological children
5.3	Pham Quynh Anh	-	-	-	-	0	0,00%	Biological children
5.4	Vietnam Industrial Iron and Steel Joint Stock Company	-	-	-	-	0	0.00%	Company with Mr. Khanh as General Director
6	Hoang Thi Tuyet Lan	-	Head of the Board of Supervisory	162921165, date of issue: 04 May 2005, place of	No. 7, Group 4,	0	0,00%	

STT	Name	Stock trading account (if any)	Position at the company (if any)	ID number/Passport, date of issue, place of issue	Contact Us	Number of shares owned at the end of the period	Stock ownership ratio at the end of the period	Notes
				issue: Police of Nam Dinh province.	Thanh Tri Ward, Hanoi City			
6.1	Hoang Van Phong	-	-	-		0	0,00%	Biological father
6.2	Nguyen Thi Ninh	-	-	Lost.	-	-	-	Biological mother
6.3	Mai Van Thanh	-	-	-	-	0	0,00%	Pounds
6.4	Mai Duc Hoang	-	-	-	-	0	0,00%	Biological children
6.5	Mai Ngoc Huong	-	-	-	-	0	0,00%	Biological children
6.6	Hoang Van Dang	-	-	-	-	0	0,00%	Brother
6.7	Hoang Nhu Hoa	-	-	-	-	0	0,00%	Siblings

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6.8	Hoang Khanh Du	-	-	-	-	0	0,00%	Younger siblings
7	Nguyen Huu Tho	-	Member of the Board of Supervisory	-	-	0	0,00%	
7.1	Ta Thi Hoi	-	-	-	-	0	0,00%	Biological mother
7.2	Nguyen Hong Tham	-	-	-	-	0	0,00%	Siblings
7.3	Nguyen Duc Tam	-	-	-	-	0	0,00%	Younger siblings
7.4	Doan Thu Huong	-	-	-	-	0	0,00%	Wife
7.5	Nguyen Khanh Ngan	-	-	-	-	0	0,00%	Biological children
7.6	Nguyen Tung	-	-	-	-	0	0,00%	Biological

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	Quan							children
8	Nguyen Thanh Trung	-	Member of the Board of Supervisory	-	-	0	0,00%	
8.1	Nguyen Thanh An	-	-	-	-	0	0,00%	Biological father
8.2	Nguyen Thi Thuy Ha	-	-	-	-	0	0,00%	Biological mother
8.3	Nguyen Thanh Nam	-	-	-	-	0	0,00%	Younger siblings
9	Ngo Van Khanh	-	Chief Accountant	-	-	0	0,00%	
9.1	Ngo Van Thanh	-	-	-	-	0	0,00%	Biological father
9.2	Pham Thi Mai	-	-	-	-	0	0,00%	Biological mother

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9.3	Ngo Thi My Linh	-	-	-	-	0	0,00%	Younger siblings
10	Pham Hoang Cau	-	Authorized Information Disclosure Officer	-	-	372.800	1,51%	
10.1	Pham Hong Chinh	-	-	-	-	0	0,00%	Biological father
10.2	Ngo Thi Nhung	-	-	-	-	0	0,00%	Wife
10.3	Pham Phuong Mai	-	-	-	-	0	0,00%	Younger siblings
10.4	Pham Phuong Hien	-	-	-	-	0	0,00%	Younger siblings
10.5	Pham Hoang Dung	-	-	-	-	0	0,00%	Biological children