

No: 2401.24/BCQT/TTC

Haiphong, January 24, 2025

## REPORT ON CORPORATE GOVERNANCE (2024)

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

- Name of company: Thanh Thai Group Joint Stock Company
- Address of headoffice: No. 6 Nguyen Trai Street, May To Ward, Ngo Quyen District, Hai Phong City, Vietnam
- Telephone: 02253.552576 Fax: 02253.836425
- Email: info@thanhthaigroup.com.vn Website: www.thanhthaigroup.com.vn
- Charter capital: VND 52,000,000,000
- Stock symbol: KKC
- Governance model: General Meeting of Shareholders, Board of Directors, Board of Supervisors, General Director.

### 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):

No.	Resolution/ Decision No.	Date	Content
01	01/2024/NQ-ĐHĐCĐ	April 26, 2024	The 2024 Annual General Meeting of Shareholders approved the following contents: <ul style="list-style-type: none"><li>- The Report of the Board of Directors and the Board of Managers on the activities in 2023 and the plan and direction of operation for 2024;</li><li>- The Report of the Board of Supervisors on the activities in 2023 and the plan for 2024;</li><li>- The audited 2023 Financial Statements;</li><li>- The payment of remuneration for members of the Board of Directors, Board of Supervisors</li></ul>



			<p>for 2023 and the estimated remuneration for 2024;</p> <ul style="list-style-type: none"> <li>- Selecting a firm to audit the 2024 Financial Statements;</li> <li>- Profit-sharing plan for 2023 and the business plan for 2024;</li> <li>- Investment policy for a Serviced Apartment and Office building at No.6 Nguyen Trai Street, May To Ward, Ngo Quyen District, Hai Phong City;</li> <li>- The reallocation of funds from the Development Investment Fund to Bonus and welfare funds;</li> <li>- The dismissal and election of member of the Board of Directors.</li> </ul>
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## II. Board of Directors (Annual report 2024):

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

No.	Board of Directors's 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. Pham Ba Chinh	Chairman	November 30, 2023	
2	Ms. Trinh Thanh Nhan	Independent Member	September 28, 2021	
3	Ms. Mac Thi Nhung	Member - General Director	April 26, 2024	
4	Mr. Tran Trung Hieu	Member	September 28, 2021	April 26, 2024

### 2. Meetings of the Board of Directors:

No.	Board of Director's member	Number of meetings attended by Board of Directors	Attendance rate	Reasons for absence
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1	Mr. Pham Ba Chinh	5/5	100%	
2	Ms. Trinh Thanh Nhan	5/5	100%	
3	Ms. Mac Thi Nhung	3/5	100%	Ms. Mac Thi Nhung has been appointed as a member of the Board of Directors from April 26, 2024
4	Mr. Tran Trung Hieu	2/5	100%	Mr. Tran Trung Hieu was dismissed from his position as a member of the Board of Directors from April 26, 2024

### 3. Supervising the Board of Managers by the Board of Directors:

In 2024, the Board of Directors coordinated and supervised the Board of Managers to ensure compliance with the Company's Charter, Governance Regulations, and applicable laws. Specifically, the Board of Directors has implemented activities:

- Directed and supervised the General Director in production, business operations, and capital mobilization, closely monitoring the business plan approved by the Annual General Meeting of Shareholders;

- Collaborated with the Board of Managers in the implementation of the Board of Directors's resolutions and ensured the right policy and compliance to the law.

### 4. Activities of the Board of Directors' subcommittees:

The Board of Directors did not establish any subcommittees.

### 5. Resolutions/Decisions of the Board of Directors (Annual report 2024):

No.	Resolution/Decision No.	Date	Content	Approval rate
1	01/2024/KKC/NQ-HĐQT	January 10, 2024	Approval of signing and implementing the contracts, transactions between the Company and its affiliated persons	100%
2	02/2024/HĐQT-NQ	March 14, 2024	Convene of 2024 annual general meeting of shareholders	100%
3	03/2024/KKC/NQ-HĐQT	October 31, 2024	Approval of financial investment policy of Thanh Thai Group Joint Stock Company	100%

## III. Board of Supervisors (Annual report 2024):

### 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/ Audit Committee	Qualification
1	Ms. Vu Thi Hong Lien	Head of the Board of Supervisors		Bachelor of Business Administration and Corporate Accounting
2	Ms. Pham Khanh Chi	Member of the Board of Supervisors	Appointed on April 29, 2022	Bachelor of Accounting
3	Mr. Dao Van Tien	Member of the Board of Supervisors	Appointed on November 30, 2023	Bachelor of Business Administration

## 2. Meetings of Board of Supervisors:

No.	Members of Board of Supervisors	Number of meetings attended	Attendance rate	Voting rate	Reasons for absence
1	Ms. Vu Thi Hong Lien	04	100%	100%	
2	Ms. Pham Khanh Chi	04	100%	100%	
3	Mr. Dao Van Tien	04	100%	100%	

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

In accordance with the Company's Charter and the Board of Supervisors' Operating Regulations, the Board of Supervisors has diligently performed its oversight responsibilities of the Board of Directors and the Board of Managers in 2024:

- Inspect and supervise the Board of Directors and the Board of Managers to ensure compliance with the Enterprise Law, the Company's Charter, and other internal regulations;
- Verify the rationality of the Board of Directors's resolutions;
- Review the Company's periodic Financial Statements (Quarterly);
- Attend meetings of the Board of Directors and the Board of Managers and provide input within the scope of its authority and responsibilities.
- The Board of Supervisors has closely monitored the Company's compliance with disclosure requirements as prescribed by law in terms of time, conditions, and authority.
- The Board of Supervisors notes that in 2024, no shareholder or group of shareholders has submitted any documents to the Board of Supervisors requesting an inspection of any



issues related to the management and operation of the Board of Directors, Board of Managers, and other company operations.

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

In 2024, the Board of Supervisors received active cooperation from the Board of Directors, the General Directors, and other departments. The Board of Supervisors received timely information and documents related to the Company's production, business operations, and other activities upon request. The Board of Supervisors participated in meetings of the Board of Directors and the Board of Managers as an observer and provided comments and recommendations to the Board of Directors and the Board of Managers to mitigate risks and ensure compliance with laws and regulations and the Company's Charter.

**5. Other activities of the Board of Supervisors: No**

**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	Ms. Mac Thi Nhung – General Director	July 23, 1983	Bachelor of Financial accounting	Appointed on November 30, 2023

**V. Chief Accountant**

Name	Date of birth	Qualification	Date of appointment/ dismissal
Nguyen Thi Hai Yen	December 3, 1988	Bachelor of Accounting	Appointed on November 30, 2023

**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: No

**VII. The list of affiliated persons of the public company (Annual report 2024) and transactions of affiliated persons of the Company**

**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	Mr. Pham Ba Chinh	005C288908-MB Securities Joint Stock Company	Chairman of the Board of Directors			September 20, 2022	-		Internal person
2	Ms. Trinh Thanh Nhan	077C989922 - Mirae asset	Member of the Board of Directors			September 28, 2021	-		Internal person
3	Mr. Tran Trung Hieu	-	Member of the Board of Directors			September 28, 2021	April 26, 2024	Dismissed	
4	Ms. Mac Thi Nhung	012C008090 - Haiphong Securities Joint Stock Company	Member of the Board of Directors/ General Director/ PTQCT			January 1, 2016	-		Internal person
5	Ms. Vu Thi Hong Lien	012C011222 - Haiphong Securities Joint Stock Company	Head of the Board of Supervisors			May 25, 2016	-		Internal person
6	Ms. Dao Van Tien	-	Member of the Board of Supervisors			November 30, 2023	-		Internal person
7	Ms. Pham	077C986979	Member of the Board of			April 29, 2022	-		Internal person



	Khanh Chi	- Mirae asset	Supervisors						
8	Ms. Nguyen Thi Hai Yen	4136991 - SSI	Chief Accountant			April 29, 2022	-		Internal person
9	T&D Group Coporation Joint Stock Company	077C997979 - Mirae asset	-			September 28, 2021	-		Major shareholder (Holding company)

**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 (if any, specifying date of issue)	Content, quantity, total value of transaction	Note
1	T&D Group Coporation Joint Stock Company	Holding company			2024	Resolution No. 01/2024/KKC/NQ-HĐQT on January 1, 2024 by Board of Directors	<ul style="list-style-type: none"> <li>- Selling goods and services: VND 340,936,530</li> <li>- Collecting payments for goods and services: VND 8,843,250,618</li> </ul>	
2	Holding Thanh Duc Joint Stock Company	Related organization of Mr. Tran Trung Hieu (Time of ending to be affiliated)				Resolution No. 01/2024/KKC/NQ-HĐQT on January 1, 2024 by Board of Directors	<ul style="list-style-type: none"> <li>- Selling goods and services: VND 742,896,000</li> <li>- Collecting payments for goods and services : VND 10,307,698,473</li> </ul>	Mr. Hieu is the Director of Holding Thanh Duc Joint Stock Company



	person: April 26, 2024)								
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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: No

4. Transactions between the Company and other objects:

- 4.1. Transactions between the Company and the company that its members of Board of Managers, 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): No
- 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) as a member of Board of Directors, Director or General Director: No
- 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: No



**VIII. Share transactions of internal persons and their affiliated persons (Annual report 2024)**

**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
<b>I</b>	<b>Mr. Pham Ba Chinh</b>	<b>288908 - MBS</b>	<b>Chairman of the Board of Directors</b>			<b>0</b>	<b>0</b>	
1	Pham Xuan Binh	-	-			0	0	Father
2	Nguyen Thi Thai	-	-			0	0	Mother
3	Dao Ngoc An	-	-			0	0	Father-in-law
4	Nguyen Bich Phuong	-	-			0	0	Mother-in-law
5	Dao Thi Phuong Vi	-	-			0	0	Wife
6	Pham Nhu Y	-	-			0	0	Child
7	Pham Gia Hung	-	-			0	0	Child
8	Pham Minh Phuc	-	-			0	0	Child
9	Pham Chinh Nghia	-	-			0	0	Younger brother



10	Le Thi Nguyen Anh	-	-	-				0	0	Sister-in-law
11	Vinaship Joint Stock Company (stock symbol: VNA)	-	-	-				0	0	Member of the Board of Directors
II	Ms. Trinh Thanh Nhan	077C989922 - Mirae asset	Member of the Board of Directors					0	0	
1	Mai Trinh Bich Ngoc	-	-	-				0	0	Child
2	Mai Trinh Ha My	-	-	-				0	0	Child
III	Ms. Mac Thi Nhung	012C008090 - Haiphong Securititis Joint Stock Company	General Director/ PTQTCT					0	0	
1	Nguyen Thi Tuyet	-	-	-				0	0	Child
2	Mac Xuan Huu	-	-	-				0	0	Child
3	Nguyen Thi Loan	-	-	-				0	0	Father-in-law
4	Nguyen Khanh Vy	-	-	-				0	0	Child
5	Nguyen Hien My	-	-	-				0	0	Child
IV	Ms. Vu Thi Hong Lien	012C011222 - Haiphong Securititis Joint Stock	Head of the Board of Supervisors					0	0	



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7	Dao Bao Minh	-	-	-			0	0	Child
8	Nguyen The Hue	-	-	-			0	0	Brother-in-law
9	Dao Thi Hien	-	-	-			0	0	Sister
10	Vu Xuan Thao	-	-	-			0	0	Brother-in-law
11	Dao Thi Thuy	-	-	-			0	0	Sister
12	Nguyen Minh Vuong	-	-	-			0	0	Brother-in-law
13	Tran Thi Thu Hang	-	-	-			0	0	Sister-in-law
14	Thinh Tien Service and Trade Investment Company Limited	-	-	-			0	0	Mr. Dao Van Tien is the Director
VI	Ms. Pham Khanh Chi	077C986979 - Mirae asset	Member of the Board of Supervisors				0	0	
1	Pham Quyet Thang	-	-	-			0	0	Father
2	Le Thi Minh	-	-	-			0	0	Mother
3	Pham Khanh Huyen My	-	-	-			0	0	Younger sister
4	Le Quang Nhat	-	-	-			0	0	Child
VII	Ms. Nguyen Thi Hai Yen	4136991 - SSI	Chief Accountant				0	0	
1	Nguyen Dinh Diem	-	-	-			0	0	Father



2	Doan Thi Tien	-	-	-			0	0	Mother
3	Nguyen Thi Huong	-	-	-			0	0	Sister
4	Nguyen Thanh Luan	-	-	-			0	0	Younger brother
5	Nguyen Huy Hoang	-	-	-			0	0	Husband
6	Nguyen Hai Dang	-	-	-			0	0	Child



2. Transactions of internal persons and affiliated persons with shares of the company: No

**IX. Other significant issues: No**

*Recipients:*

- *Archived;*
- *The State Securities Commission;*
- *The Stock Exchange.*

**CHAIRMAN OF THE  
BOARD OF DIRECTORS**



**Pham Ba Chinh**

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**THANH THAI GROUP JOINT  
STOCK COMPANY**

**THE SOCIALIST REPUBLIC OF VIETNAM**  
**Independence - Freedom – Happiness**

No: 24011.24/BCCD-TTC

Haiphong, January 24, 2025

**THE LIST OF STATE-OWNED SHAREHOLDERS AND  
MAJOR SHAREHOLDERS**

**To: The Hanoi Stock Exchange.**

**Stock symbol: KKC**

**The record date of the shareholder list: December 31, 2024**

No.	Name of individual/ organization (representative)	Classification of Shareholders		ID/ Business Registration Number	Number of shares held	Percentage of shares held (%)	Note
		State-owned shareholders	Major shareholders				
1	T&D Group Coporation Joint Stock Company		X	0202049199	4.455.369	85,68%	

**LEGAL REPRESENTATIVE  
CHAIRMAN OF THE BOARD OF  
DIRECTORS**



**Phạm Ba Chinh**