

CÔNG TY CỔ PHẦN ĐẦU TƯ
CHÂU Á – THÁI BÌNH DƯƠNG
APEC INVESTMENT
JOINT STOCK COMPANY

CỘNG HÒA XÃ HỘI CHỦ NGHĨA VIỆT NAM
Độc lập - Tự do - Hạnh phúc
THE SOCIALIST REPUBLIC OF VIETNAM
Independence - Freedom - Happiness

Số: 09./2025/CV-API
No.: 09./2025/CV-API

H.N, ngày 22 tháng 01, năm 2025
H.N, day 22 month 01, year 2025

CÔNG BỐ THÔNG TIN TRÊN CÔNG THÔNG TIN ĐIỆN TỬ CỦA SỞ GIAO DỊCH
CHỨNG KHOÁN HÀ NỘI
*INFORMATION DISCLOSURE ON THE ELECTRONIC INFORMATION PORTAL OF
THE HANOI STOCK EXCHANGE*

Kính gửi/To: Ủy ban Chứng khoán nhà nước/*The State Securities Commission of Viet Nam*

Sở Giao dịch Chứng khoán Việt Nam/*Viet Nam Stock Exchange*

Sở Giao dịch Chứng khoán Hà Nội/*Ha Noi Stock Exchange*

1. Tên tổ chức/*Name of organization*: Công ty Cổ phần Đầu tư Châu Á - Thái Bình Dương/*Apec Investment Joint Stock Company*

- Mã chứng khoán/Mã thành viên/*Stock code/ Broker code*: API

- Địa chỉ/*Address*: Tầng 3, tòa nhà Grand Plaza, 117 Trần Duy Hưng, Phường Trung Hòa, Quận Cầu Giấy, Thành phố Hà Nội/*3rd Floor, Grand Plaza Building, 117 Tran Duy Hung, Trung Hoa Ward, Cau Giay District, Hanoi City*

- Điện thoại liên hệ/*Tel*: (024) 3577 1983 Fax: (024) 3577 1983

- E-mail: contact@apec.com.vn

2. Loại thông tin công bố/*Type of information disclosed*: 24 giờ 72 giờ bất thường theo yêu cầu định kỳ/ 24 hours 72 hours irregular on request periodic

3. Nội dung thông tin công bố/*Content of information disclosed*: Báo cáo quản trị năm 2025/*2025 management report*.

4. Thông tin này đã được công bố trên trang thông tin điện tử của công ty vào ngày ngày .../.../2025 tại đường dẫn <https://apeci.com.vn>/*This information was published on the company's website on .../.../2025 (date), as in the link: https://apeci.com.vn*

Chúng tôi xin cam kết các thông tin công bố trên đây là đúng sự thật và hoàn toàn chịu trách nhiệm trước pháp luật về nội dung các thông tin đã công bố/*We hereby certify that the information provided is true and correct and we bear the full responsibility to the law.*

Tài liệu đính kèm/Attached documents:

Nội dung thông tin cần công bố và các tài liệu có liên quan/ *The Information content to be published and related documents.*

Đại diện tổ chức
Organization representative

Người đại diện theo pháp luật/Người UQ CBTT
Legal representative/ Person authorized to disclose information

(Ký, ghi rõ họ tên, chức vụ, đóng dấu)
(Signature, full name, position, and seal)



TỔNG GIÁM ĐỐC
Nguyễn Phương Dung

**APEC INVESTMENT
JOINT STOCK COMPANY**

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

No : 08./2025/BCQT-APEC

Hà Nội, 22, January, 2025

**REPORT ON CORPORATE GOVERNANCE
(Year 2024)**

**To: - State Securities Commission
- Hanoi Stock Exchange
- Ho Chi Minh Stock Exchange**

Name of listed company: APEC INVESTMENT JOINT STOCK
Head office address: 3rd Floor, Grand Plaza Building, 117 Tran Duy Hung, Trung Hoa Ward, Cau Giay District, Ha Noi
Telephone: 024.3577.1983 Fax: 024.3577.1985
Charter capital: 840,839,760,000 VND
Stock code: API

Corporate governance model:

+ General Meeting of Shareholders, Board of Directors, Supervisory Board and General Director.

Regarding the implementation of internal audit function: Implemented

I. Activities of the General Meeting of Shareholders

No.	Resolution No	Date	Content
1	12/2024/NQ-ĐHĐCĐ	10/05/2024	Approved: (1) Report of the Board of Directors on the business performance in 2023 and the business plan for 2024; (2) Report of the Board of Directors on the activities in 2023 and the business plan for 2024; (3) Report of the Board of Supervisors on the activities in 2023 and the operation plan in 2024; (4) Audited financial statements in 2023; (5) Business results in 2023, Business plan in 2024; (6) Selection of an auditor/reviewer of the 2024 financial statements; (7) Remuneration plan for the Board of Directors and the Board of Supervisors in 2023 and expected remuneration in 2024; (8) Approval of amendments to the company charter; (9) Approval of authorization for the Board of Directors to decide on a number of issues under the authority of the General Meeting of Shareholders; (10) Approval of the list of the Board of Directors and the Board of Supervisors for the term 2024-2029.



II. Board of Directors

1. Information about members of the Board of Directors (BOD) for the term (2024-2029):

No.	BOD Member	Position	Date of starting to be a member of the BOD	Date of ceasing to be a member of the BOD	No of meetings attended	Ratio	Reason for not attending
1	Mr Nguyen Van Ly	Chairman	03/11/2021	10/05/2024	6/13	46%	
2	Mr Nguyen Do Lang	Member of the BOD	2006	10/05/2024	0/13	0%	
3	Mr Dinh Quoc Duc	Member of the BOD	30/06/2020		13/13	100%	
4	Ms Nguyen Thi Thanh	Member of the BOD	24/06/2021	10/05/2024	0/13	0%	
5	Mr Ho Xuan Vinh	Member of the BOD	24/06/2021		13/13	100%	
6	Mr Nguyen Duc Quan	Chairman	10/05/2024		7/13	54%	
7	Ms Nguyễn Do Hoang Lan	Member of the BOD	10/05/2024		7/13	54%	
8	Ms Nguyen Phuong Dung	Member of the BOD	10/05/2024		7/13	54%	

2. Supervisory activities of the Board of Directors over the Board of Management:

Based on the Company's operating charter, the Board of Directors regularly closely supervises, promptly supports and ensures the effective operation of the Board of Management through the implementation of the 2024 business plan as shown in the minutes of the Board of Directors' meetings. Quarterly, the Board of Directors requests the Board of Management to prepare a report on business results according to the set plan, pointing out difficulties and advantages in the operation.

Overall, the Board of Directors has performed well in supervising the Board of Management, ensuring that the Company's operations are always closely controlled to follow the strategic direction and adjust decisions promptly when required by practice.

The members of the Board of Directors regularly attend regular and irregular meetings of the Board of Management. The meeting content includes requesting the Board of Directors to explain the business performance, progress of implementing the plan for each quarter of the year, and to propose a production and business plan for the following quarters based on the Key Plan set out at the Annual General Meeting of Shareholders.

The Board of Directors pays special attention to risk management solutions, in order to support the Executive Board in early identification of problems and help the Company maintain sustainability and stability in its operations.

The Board of Directors regularly monitors the activities of the Board of Directors and promptly directs the implementation of the Resolution of the 2024 Annual General Meeting of Shareholders and the Resolution of the Board of Directors. The Board of Directors holds regular meetings to review and evaluate the Company's operations, propose timely solutions and directions for the Company's operations. Check the implementation and compliance with the provisions of the Enterprise Law, the Charter and the Company's Governance Regulations. Monitor and direct the implementation of information disclosure according to regulations.

3. Activities of subcommittees under the Board of Directors: (none)

4. Decisions of the Board of Directors:

No.	Decision No	Date	Content	Note
1	04/2024/API/NQ-HĐQT	30/01/2024	Resolution of the Board of Directors on the dissolution of Apec Tuc Duyen and Lagoon Lang Co	
2	07/2024/API/NQ-DHĐCĐ	20/03/2024	Resolution on convening the General Meeting of Shareholders	
3	10/2024/API/NQ-HĐQT	01/04/2024	Resolution of the Board of Directors on the appointment of the General Director	
4	14/2024/API/NQ-HĐQT	13/05/2024	Resolution of the Board of Directors on the election of the Chairman of the Board of Directors and the General Director	
5	14A/2024/API/NQ-HĐQT	13/05/2024	Resolution of the Board of Directors on remuneration of the Board of Directors and the Supervisory Board disclosure	Not subject to disclosure
6	16/2024/API-QĐ	28/05/2024	Decision on adjusting Gia Sang - Thai Nguyen project	Not subject to disclosure
7	18/NQ/HĐQT	22/07/2024	Resolution on approving the Branch of A&C Auditing and Consulting Company Limited as the auditing unit	
8	20/2024/API/NQ-HĐQT	29/08/2024	Resolution on investing in APS shares	
9	22/2024/NQ-HĐQT	19/11/2024	Resolution on contributing capital to establish E-Academy Company	

10	24/2024/API/NQ-HĐQT	23/12/2024	Resolution of the Board of Directors meeting on investment trust for MHS company	Not subject to disclosure
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III. Board of Supervisors

1. Information about members of the Board of Supervisors (BOS) for the term (2024-2029)

No.	BOS members	Position	Date of becoming a member of the BOS	Date of ceasing to be a member of the BOS	Number of meetings attended	Ratio	Reason for not attending
1	Ms Nguyen Thi Ngoc Ha	Head of the Board	24/06/2021		3/3	100%	
2	Ms Nguyen Phuong Dung	Member	24/06/2021	10/05/2024	1/3	33%	
3	Ms Dinh Thi Thu Hang	Member	03/11/2021		3/3	100%	
4	Ms Nguyen Thu Huong	Member	10/05/2024		2/3	67%	

2. Supervisory activities of the Board of Supervisors over the Board of Directors and the Board of General Directors:

- The Supervisory Board attended meetings with the Board of Directors to promptly grasp the business situation.
- The Supervisory Board inspected and supervised the financial situation and business activities of the Company.

In general, the Supervisory Board believes that the Board of Directors and the Board of Management have demonstrated high responsibility in managing and operating the Company. The Supervisory Board did not detect any unusual cases in the activities of the members of the Board of Directors, members of the Board of Management and other managers of the Company.

IV. Executive Board

No.	Executive Board Member	Date of birth	Professional qualification	Date of appointment
1	Nguyen Phuong Dung – General Director	10/05/1993	Bachelor of Economics	01/04/2024

V. Chief Accountant

Full name	Date of birth	Professional qualifications	Date of appointment
Vu Thi Thanh Loan	24/12/1993	Bachelor of Economics	01/09/2023

VI. Training on corporate governance (none)**VII. List of related persons of the Company as prescribed in Clause 34, Article 6 of the Securities Law and transactions of related persons of the Company with the Company itself****1. List of related persons of the Company****1.1 List of related persons of the Company who are individuals**

No.	Name of organization / Individual	Securities trading account (if any)	Position at the company (if any)	Time of starting to be a related person	Time of no longer being a related person	Reason	Related relationship with the company
1	Nguyen Van Ly		Chairman	03/11/21	10/05/24		
2	Nguyen Do Lang		Member of the BOD	30/06/20	10/05/24		
3	Dinh Quoc Duc		Member of the BOD	30/06/20			
4	Ho Xuan Vinh		Member of the BOD	24/06/21			
5	Nguyen Thi Thanh		Chairman	24/06/21	10/05/24		
6	Nguyen Duc Quan		Member of the BOD	10/05/24			
7	Nguyen Do Hoang Lan		Member of the BOD	10/05/24			
8	Nguyen Phuong Dung		General Director; Member of the BOD	01/04/24			
9	Pham Van Dung		General Director	14/09/21	01/04/24		
10	Vu Thi Thanh Loan		Chief Accountant	01/09/23			
11	Nguyen Thi Ngoc Ha		Head of the Supervisory Board	24/06/21			
12	Dinh Thi Thu Hang		Member of the Supervisory Board	03/11/21			
13	Nguyen Thu Huong		Member of the Supervisory Board	10/05/24			
14	Nguyen Do Lang		Shareholders owning more than 10% of the charter capital				

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1.2 List of related persons of the Company as an organization

No.	Name of individual/organization	Securities trading account (if any)	Position at the company	Time of starting to be a related person	Time of no longer being a related person	Reason	Related relationship with the company
1	Apec Securities Joint Stock Company			2006			Company with the same key management members
2	Apec Thai Nguyen Investment Joint Stock Company			2021			Company with the same key management members
3	Kim Boi Trading and Tourism Joint Stock Company			2023			Company with the same key management members
4	Apec Land Hue Investment Joint Stock Company			2010			Subsidiary
5	Apec Tuc Duyen Investment Joint Stock Company			2015			Subsidiary
6	Dubai International Investment Joint Stock Company			2018			Subsidiary
7	Lagoon Lang Co Joint Stock Company			2015	12/07/2024		Subsidiary
8	Apec Group Joint Stock Company			2021			Company with the same key management members
9	E-ACADEMY Education Joint Stock Company			12/2024			Subsidiary

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

No.	Name of individual/organization	Relationship with the company	Business Registration Number/ ID Card	Address	Time of transaction with the company	Content	Total transaction value
1	Công ty Cổ phần Đầu tư IDJ Việt Nam	Insider's related company	0102186593	3rd Floor, Grand Plaza Building, 117 Tran Duy Hung, Trung Hoa Ward, Cau Giay District, Ha Noi	2024	IDJ Office for rent	1,406,437,584
					2024	IDJ provides construction contracts	-467,749,762

					2024	Debt offset	8,749,946,999
					2024	Offset API payables	15,602,068,201
2	Apec Land Hue Investment Joint Stock Company	Subsidiary	3301232560	9th floor, building 28 Ly Thuong Kiet, Vinh Ninh ward, Hue city, Thua Thien Hue	2024	API repays loan principal	11,500,000,000
					2024	API pays interest according to the loan contract	1,650,493,151
3	Apec Tuc Duyen Investment Joint Stock Company	Subsidiary	4601240821	North-South Intersection, Group 22, Gia Sang Ward, Thai Nguyen City, Thai Nguyen Province, Vietnam	2024	API contribute capital	4,000,000
4	Kim Boi Trading and Tourism Joint Stock Company	Insider's related company	5400265183	Mo Da Village, Bo Town, Kim Boi District, Hoa Binh Province, Vietnam	2024	Debt offset	2,922,491,668
					2024	API receivable loan interest	1,288,961,754
					2024	API for providing goods	291,870,000
5	Thien Duong Hong Travel Service Limited Company	Insider's related company	3401185466	Hong Chinh Village, Hoa Thang Commune, Bac Binh District, Binh Thuan Province, Vietnam	01/2024-03/2024	Thien Duong Hong repays loan principal	9,000,000,000
					01/2024-03/2024	Thien Duong Hong pays interest	1,209,452,056
6	Apec Group Joint Stock Company	Company with the same key management members	0108072810	3rd Floor, Grand Plaza Building, 117 Tran Duy Hung, Trung Hoa Ward, Cau Giay District, Ha Noi	01/2024-06/2024	APG repays loan principal	30,000,000,000
					2024	API loan Interest Receivable	10,370,438,357
					2024	APG provides debt collection and brokerage services	384,760,846
7	E-ACADEMY Education Joint Stock Company	Subsidiary	0110909574	3rd Floor, Grand Plaza Building, 117 Tran Duy Hung, Trung Hoa Ward, Cau Giay District, Ha Noi	12/2024	Contribute capital to subsidiaries	300,000,000

3. Transactions between insiders of a listed company, related persons of insiders and subsidiaries, companies controlled by the listed company: none

4. Transactions between the company and other entities

4.1. Transactions between the company and companies in which members of the Board of Directors, members of the Supervisory Board, and Executive Director (General Director) have been and are founding members or members of the Board of Directors, Executive Director (General Director) within the past three (03) years (calculated at the time of preparing the report): 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, Executive Director (General Director) are members of the Board of Directors, Executive Director (General Director): None.

4.3. Other transactions of the company (if any) that may bring material or immaterial benefits to members of the Board of Directors, members of the Board of Supervisors, and Executive Director (General Director): None.

VIII. Stock transactions of insiders and related parties of insiders

1. List of insiders and related persons of insiders

No.	Name of individual/organization	Securities trading account	Position at the company	ID number	Date of issue	Place of issue	Address	Number of shares owned at the end of the period	Percentage of shares owned at the end of the period	Note
1	Nguyen Duc Quan		Chairman of the BOD							
	Nguyen Duc Lam									Father
	Phan Thi Thuc									Mother
	Nguyen Son Tung									Brother
	Ly Linh Phuong									Wife
	Ly Van Binh									Father in law
	Le Thi Kim Khanh									Mother in law
	Apec Securities Joint Stock Company		Company with Mr. Nguyen Duc Quan as Member of BOD and General Director					11,016,720	13.10%	
	IDJ Viet Nam Investment Joint Stock Company		Company with Mr. Nguyen Duc Quan as Chairman							
	Apec Group Joint Stock Company		Company with Mr. Nguyen Duc Quan as Chairman					3,051,900	3.63%	
2	Nguyen Do Hoang Lan		Member of BOD							
	Nguyen Do Lang							16,482,668	19.60%	Father

	Nguyen Ngoc Bich									Father
	Vu Thi Thuy									Mother
	Tran Hai Quan									Husband
	Nguyen Tuan Anh									Bother
	Tran Ha Anh									Daughter
	Tran Hoang Anh									Daughter
	Tran Minh Khoi									Son
	IDJ Viet Nam Investment Joint Stock Company		Company with Ms. Nguyen Thi Ngoc Ha as member of the Supervisory Board							
7	Dinh Thi Thu Hang		Member of the Supervisory Board						-	0.00%
	Dinh Van Kiem									Father
	Nguyen Thi Hoa									Mother
	Nguyen Van Tuy									Father in law
	Nguyen Thi Lien									Mother in law
	Nguyen Chi Lang									Husband
	Nguyen Tuong Quan									Son
	Dinh Thi Thu Hien									Sister
	Dinh Thi Doan Trang									Sister
	Nguyen Hong Son									Brother in law
8	Nguyen Thu Huong		Member of the Supervisory Board							
	Nguyen Van Phong									Father
	Le Thi Dung									Mother
	Nguyen Viet Cuong									Brother
	Apec Securities Joint Stock Company		Company with Ms. Nguyen Thu Huong as Chief Accountant							
	IDJ Viet Nam Investment Joint Stock Company		Company with Ms. Nguyen Thu Huong as Head of the Supervisory Board							
9	Vu Thi Thanh Loan		Acting Chief Accountant							
	Vu Van Quang									Father

	Ha Thi Huong									Mother
	Nguyen Van Chi									Father in law
	Nguyen Thi Ngoc									Mother in law
	Nguyen Van Son									Husband
	Nguyen Quang Duong									Son
	Vu Thuy Linh									Sister

2. Transactions of insiders and related persons on shares of listed companies:

No.	Transaction Executor	Insider Relations	Number of shares owned at the beginning of the period		Number of shares owned at the end of the period		Reason for increase/decrease
			Number of shares	Ratio	Number of shares	Ratio	

IX. Other matters to note: None

CHAIRMAN
BOARD OF DIRECTORS



CHỦ TỊCH HĐQT
Nguyễn Đức Quân



