

No.: 384/BC-TNG

Thai Nguyen, 14 July 2026

REPORT ON THE CORPORATE GOVERNANCE SITUATION FIRST 6 MONTHS OF 2026 (Summerized Version)

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

- **Company name:** TNG Investment and Trading Joint Stock Company
- **Head office address:** No. 434/1 Bac Kan Street - Phan Dinh Phung Ward - Thai Nguyen

Province

- **Telephone:** 02083 858 508 Email: info@tng.vn
- **Charter capital:** VND 1,287,312,660,000
- **Stock code:** TNG

- Corporate governance model: General Meeting of Shareholders, Board of Directors, General Director, with an Audit Committee under the Board of Directors.

- Regarding performance 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 opinion collection):

No.	Resolution/Decision No.	Date	Content																								
1	185/2026/NQ-DHDCD	19/04/2026	Article 1. The following contents are approved: 1. Approval of the 2025 production and business results report Sales revenue for 2025: 8,699 billion Profit after tax: 393 billion <i>(Details as per the 2025 Financial Statements audited by Deloitte Vietnam Auditing Company Limited).</i> 2. Approval of the report of the BOD (“BOD”), the report of the Board of General Directors, and the report of the Audit Committee <i>(Details as per the Report presented at the Meeting.)</i> 3. Approval of the 2025 profit distribution plan <table><tr><th>No.</th><th>CONTENT</th><th>AMOUNT (VND)</th></tr><tr><td>A</td><td>Distributable profit (A=1+2)</td><td>396,660,180,402</td></tr><tr><td>1</td><td>Undistributed profit brought forward from 2024</td><td>3,565,606,546</td></tr><tr><td>2</td><td>Profit after tax for 2025</td><td>393,094,573,856</td></tr><tr><td>B</td><td>Profit distributed (B=I+II+III)</td><td>325,689,366,276</td></tr><tr><td>I</td><td>2025 cash dividend <i>(20% of owners' contributed capital)</i></td><td>254,397,502,000</td></tr><tr><td>II</td><td>2025 BOD remuneration (II=3.0% x (2)) <i>(3.0% of profit after tax for 2025)</i></td><td>11,792,837,216</td></tr><tr><td>III</td><td>Appropriation to the reward and welfare fund (III=15%xA) <i>(15% of total distributable profit)</i></td><td>59,499,027,060</td></tr></table>	No.	CONTENT	AMOUNT (VND)	A	Distributable profit (A=1+2)	396,660,180,402	1	Undistributed profit brought forward from 2024	3,565,606,546	2	Profit after tax for 2025	393,094,573,856	B	Profit distributed (B=I+II+III)	325,689,366,276	I	2025 cash dividend <i>(20% of owners' contributed capital)</i>	254,397,502,000	II	2025 BOD remuneration (II=3.0% x (2)) <i>(3.0% of profit after tax for 2025)</i>	11,792,837,216	III	Appropriation to the reward and welfare fund (III=15%xA) <i>(15% of total distributable profit)</i>	59,499,027,060
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			C	Undistributed profit remaining for the current year (C=A-B) 70,970,814,125
				<i>(Details as per Submission No. 01/TTr-TNG-DHDCD2026 dated 24/03/2026 of the BOD)</i> 4. Approval of the 2025 dividend payment plan The 2025 dividend paid to shareholders is 20% of charter capital in cash. Specific details are authorized to the BOD for approval. <i>(Details as per Submission No. 01/TTr-TNG-DHDCD2026 dated 24/03/2026 of the BOD).</i> 5. Approval of payment of the 2025 Board of Directors' remuneration The 2025 remuneration paid to the BOD is 3.0% of the Company's profit after tax for 2025, equivalent to VND 11,792,837,216. Specific details are authorized to the BOD for approval. <i>(Details as per Submission No. 01/TTr-TNG-DHDCD2026 dated 24/03/2026 of the BOD).</i> 6. Approval of the 2026 production and business plan Revenue: VND 9,500 billion Profit after tax: VND 450 billion <i>(Details as per Submission No. 01/TTr-TNG-DHDCD2026 dated 24/03/2026 of the BOD).</i> 7. Approval of the 2026 dividend payment plan Expected to pay from 16% to 20% of charter capital in cash or shares. The Board of Directors is authorized to decide on the plan for advance payment and dividend payment to protect shareholders' interests. <i>(Details as per Submission No. 01/TTr-TNG-DHDCD2026 dated 24/03/2026 of the BOD).</i> 8. Approval of the 2026 BOD remuneration payment plan The 2026 remuneration expected to be paid to the BOD is 3% of profit after tax for 2026, in cash. Specific details are authorized to the BOD for approval. <i>(Details as per Submission No. 01/TTr-TNG-DHDCD2026 dated 24/03/2026 of the BOD).</i> 9. Approval of the list of independent auditing firms and authorization for the BOD to select the independent auditing firm to examine the Company's operations

No.	Resolution/Decision No.	Date	Content
			Approving the list of independent auditing firms and authorizing the BOD to select firms from this list to audit the Financial Statements and other audit reports in 2026 and up to the time of the 2027 Annual General Meeting of Shareholders, and to examine the Company's operations, as follows: (1) Firm: DELOITTE VIETNAM AUDITING COMPANY LIMITED Address: 12th Floor, Diamond Park Plaza Building, 16 Lang Ha, Giang Vo Ward, Hanoi City. (2) Firm: AASC AUDITING FIRM CO., LTD. Address: No. 01 Le Phung Hieu, Hoan Kiem Ward, Hanoi City. (Details as per Submission No. 02/TTr-TNG-DHDCD2026 dated 24/03/2026 of the BOD). 10. Approval of, and authorization for the BOD to approve, contracts and transactions with related parties and credit institutions (Details as per Submission No. 03/TTr-TNG-DHDCD2026 dated 24/03/2026 of the BOD). 11. Approval of changes to the Company's business lines The General Meeting of Shareholders approves the amendment and supplementation of the Company's business lines. (Details as per Submission No. 04/TTr-TNG-DHDCD2026 dated 24/03/2026 of the BOD). 12. Approval of amendments and supplements to the Company's Charter The General Meeting of Shareholders approves the amendment and supplementation of the Company's Charter and approves the amended and supplemented Charter (which has been updated with the amendments and supplements, including the change to the Company's business lines referred to in item 11 above). The amended and supplemented Charter shall take effect from 19/04/2026 and replace the Charter issued on 27/10/2025. (Details as per Submission No. 04/TTr-TNG-DHDCD2026 dated 24/03/2026 of the BOD). 13. Approval of the Company's internal corporate governance regulations (as amended and supplemented in 2026) The General Meeting of Shareholders approves the Company's internal corporate governance regulations (as amended and supplemented in 2026), replacing the internal corporate governance regulations approved by the General Meeting of Shareholders on 20/04/2025. The BOD is assigned to issue these regulations in accordance with the law. (Details as per Submission No. 04/TTr-TNG-DHDCD2026 dated 24/03/2026 of the BOD).

No.	Resolution/Decision No.	Date	Content
			14. Approval of the removal of a BOD member who has submitted a resignation letter and of the plan for the by-election of an additional BOD member (term 2026-2031) (1) Approval of the removal of the following BOD member who has submitted a resignation letter: Mr. Nguyen Manh Linh - BOD Member (term 2024-2029) This removal shall take effect from the date it is approved by the General Meeting of Shareholders. (2) Approval of the plan for the by-election of an additional BOD member (term 2026-2031) as follows: - Number of additional BOD members to be elected: 01 member. - Term of the additional BOD member to be elected: 2026-2031. <i>(Details as per Submission No. 05/TTTr-TNG-DHDCD2026 dated 24/03/2026 of the BOD).</i> 15. Results of the by-election of an additional BOD member (term 2026-2031) The General Meeting of Shareholders has elected the following additional BOD member for the term 2026-2031, effective from 19/04/2026: Ms. Nguyen Thi Phuong - Member of the Board of Directors After approving the removal of a BOD member and the by-election of an additional BOD member, the BOD is composed of the following members: (1) Mr. Nguyen Duc Manh - Term 2023-2028. (2) Mr. Nguyen Van Thoi - Term 2023-2028. (3) Ms. Ha Thi Tuyet - Term 2024-2029 (4) Ms. Doan Thi Thu - Term 2024-2029 (5) Mr. Nguyen Hoang Giang - Term 2025-2030 (6) Mr. Dao Duc Thanh - Term 2025-2030 (7) Ms. Nguyen Thi Phuong - Term 2026-2031 Article 2. Implementation provisions The General Meeting of Shareholders unanimously assigns the BOD, the Board of General Directors and the Company's legal representative to be responsible for implementing the work set out in this Resolution, ensuring the interests of shareholders and the Company, and in compliance with the law. This Resolution has been approved by the 2026 Annual General Meeting of Shareholders and takes effect from the date of signing.

II. The Board of Directors (first 6 months of 2026):

1. Information on members of the Board of Directors (“BOD”):

No.	BOD Member	Position (independent BOD member, non-executive BOD member)	Start date / date ceased to be a BOD member / independent BOD member	
			Appointm ent date	Removal date
Before the 2026 Annual General Meeting of Shareholders dated 19/04/2026				
1	Mr. Nguyen Van Thoi	Chairman of the BOD	23/04/2023	
2	Mr. Nguyen Duc Manh	Vice Chairman of the BOD	23/04/2023	
3	Mr. Nguyen Manh Linh	Non-executive Member of the BOD	21/04/2024	Dismissal from 19/04/2026
4	Mr. Nguyen Hoang Giang	Independent Member of the BOD	20/04/2025	
5	Ms. Doan Thi Thu	BOD Member	21/04/2024	
6	Ms. Ha Thi Tuyet	Independent Member of the BOD	21/04/2024	
7	Mr. Dao Duc Thanh	Non-executive Member of the BOD	20/04/2025	
After the 2026 Annual General Meeting of Shareholders dated 19/04/2026				
1	Mr. Nguyen Duc Manh	Chairman of the BOD	23/04/2023	
2	Mr. Nguyen Van Thoi	Standing Vice Chairman of the BOD	23/04/2023	
3	Mr. Nguyen Hoang Giang	Independent Member of the BOD	20/04/2025	
4	Ms. Doan Thi Thu	BOD Member	21/04/2024	
5	Ms. Ha Thi Tuyet	Independent Member of the BOD	21/04/2024	
6	Mr. Dao Duc Thanh	Non-executive Member of the BOD	20/04/2025	
7	Ms. Nguyen Thi Phuong	Member of the BOD	19/04/2026	Appointed on 19/04/2025

2. BOD meetings:

No.	BOD Member	Number of BOD meetings	Attendance rate	Reason for non-attendance
1	Mr. Nguyen Duc Manh	20/20	100%	
2	Mr. Nguyen Van Thoi	20/20	100%	
3	Mr. Nguyen Manh Linh	0/20	0%	Resigned as of 29/08/2025 and dismissal from 19/04/2026

4	Mr. Nguyen Hoang Giang	20/20	100%	
5	Ms. Doan Thi Thu	20/20	100%	
6	Ms. Ha Thi Tuyet	20/20	100%	
7	Mr. Dao Duc Thanh	20/20	100%	
8	Ms. Nguyen Thi Phuong	10/20	50%	Appointed as of 19/04/2026

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

Responsibilities of the Board of Directors:

Strategic supervision and control:

- Deciding on the Company's strategy and medium-term development plan, and its annual business plan.

- Deciding on plans and investment projects within its authority.

- Deciding on solutions for market expansion, marketing and technology.

- Appointing, removing, dismissing, entering into and terminating contracts with the General Director and the Company's key managers.

- Supervising and directing the General Director and other managers.

- Deciding on the Company's organizational structure.

- Establishing committees under the Board of Directors.

- Appointing or removing the Company Secretary

- Approving internal management documents (and the Company's Corporate Governance Regulations)

Control, information disclosure and ensuring transparency

- Submitting the annual financial statements to the General Meeting of Shareholders

- Proposing approval of the financial statements, management reports and audit reports (and the Corporate Governance report) to be submitted to the General Meeting of Shareholders.

- Developing internal control and risk management mechanisms

Ensuring shareholders' rights and interests

- Advising the General Meeting of Shareholders on the dividend payment level, and the timing and procedures for dividend payment

- Resolving conflicts within the Company

- Convening the General Meeting of Shareholders

- Organizing the collection of shareholders' opinions for the General Meeting of Shareholders to adopt decisions

Ensuring charter capital and assets

- Proposing the types of shares and the total number of shares of each type to be offered
- Deciding on the issuance of new shares within the limit of the total number of shares of each type permitted to be offered.

- Deciding on raising additional capital in other forms
- Deciding on the offering price of the Company's shares and bonds

Specifically:

The BOD directly directs the Board of General Directors to implement the following key matters:

- Reviewing and reassessing IT processes to prevent cybersecurity risks and the leakage of business information through unlicensed software, as well as risks in financial transactions
- Issuing production and business operation procedures that have not yet been documented
- Closely supervising the bidding process for input goods and services
- Requiring the Management Board to analyze the 2025 business results report, achievements and remaining limitations, thereby proposing remedial recommendations and ensuring the fulfilment of the 2026 revenue and profit plan assigned by the General Meeting of Shareholders.

- Preparing, assessing and analyzing the financial position and the efficiency of production and business operations on a monthly basis, and publishing monthly and quarterly Production and Business Results Reports as required;

- Requiring the Board of General Directors to prepare and forecast implementation of the production and business plan for the following month, with orientations and key tasks to mobilize the necessary human resources, investment capital and operating mechanisms, and to proactively remedy and supplement any resources that are still lacking;

- Requiring departments to prepare investment and renovation/repair plans and to have such plans approved on a quarterly and annual basis, avoiding piecemeal and inconsistent arisings;

- Requiring departments that have prepared investment and renovation/repair plans to closely monitor and report on implementation status and the progress of projects and work items against the plans set, as well as the progress of subsequent plans;

- Revising the organizational and operating model and rearranging departments and personnel to strengthen management and improve work efficiency, while also assessing the capacity of officers and employees;

- Preparing and appraising a Personnel Competency Assessment Dictionary to further improve human resource management and staff training for the Company;

- Focusing on reviewing the operational procedures currently in effect throughout the Company, and thereby updating, revising and drafting new procedures to unify and coordinate activities among departments.

- Issuing policies and regimes for employees to safeguard their benefits, while also publicizing the regulations and codes of conduct employees must comply with in order to maintain labor regulations and reward/discipline rules;

- Disseminating the Company's regulations and legal provisions on labor protection to the Company's mass organizations and managers;

- Continuing the operation of the Company's Bidding Council in order to perform the following functions and objectives:

- Selecting goods and services of the best quality and at the most competitive prices, supplied by capable suppliers;

- Handling violations of the Company's management order and requiring material compensation (if any) from individuals who fail to comply with the Company's regulations on the purchase and sale of goods and dealings with individuals and suppliers. The minimum amount recovered and compensated shall equal 100% of the difference between the market price and the transaction price.

- Directing the Board of General Directors to assess the 2025 operating results and review implementation of the 2025-2030 plan

4. Activities of sub-committees under the Board of Directors (if any)

a. The Audit Committee

- Making proposals or drafting a proposal to submit to the Board of Directors regarding the appointment, re-appointment or removal of internal audit members

- Providing comments on candidates for the position of Independent Auditor

- Providing comments on the draft contract to be signed with the Independent Auditor

- Supervising the application of accounting standards in the preparation of financial statements

- Assessing the accuracy and completeness of financial information prior to disclosure

- Proposing the entity to perform the independent audit. Assessing the independence of the Independent Auditor. Supervising the internal audit and independent audit functions.

- Reviewing conditions that could lead to the removal of the Independent Auditor and providing recommendations in such cases

- Performing other duties relating to the audit function within the Company as assigned by the Board of Directors

Composition standards: Independent, non-executive members of the Board of Directors constitute the majority of the Audit Committee. One of them is appointed Chairman of the Committee. At least one member of the Audit Committee is an accounting and finance expert who does not work in the Company's accounting/finance department.

b. Human Resources - Remuneration - Compensation Sub-committee

- Providing comments on proposals for the appointment of Board of Directors members or Management Board members

- Setting criteria on the qualities and competencies of Board of Directors members or Management Board members

- Drafting, or reviewing the drafted content of, procedures for appointing Board of Directors members or Management Board members

- Periodically (at least twice a year) assessing the size and composition of the Board of Directors and the Management Board and the conditions for appointment, and making recommendations on necessary changes to be submitted to the General Meeting of Shareholders at its next meeting

- Directing the preparation and drafting of the Company's labor regulations

- Performing other duties relating to the Company's personnel policy as assigned by the Board of Directors.

Composition standards: Independent members of the Board of Directors constitute the majority of the Human Resources Committee. One of them is appointed Chairman of the Committee. Members of the Human Resources Committee have a firm grasp of the fundamental principles of business ethics, management, the Law on Enterprises, the Labor Code, and other applicable regulations.

c. Development Policy Sub-committee

- Defining the Company's development strategies, objectives and plans, as well as its basic performance targets

- Determining operational priorities

- Developing organizational policy

- Assessing the long-term productivity of the Company's operations

Composition standards: Experienced in the fields in which the Company operates.

d. Sustainable Development Sub-committee

- Developing the Company's long-term development plan in line with a sustainable development orientation

- Inspecting and supervising all of the Company's activities relating to production and business operations, finance, human resources and the environment, etc., to ensure that the Company achieves sustainable production and business operations, sustainable finances, a sustainable workforce, and an improved working environment

- Supervising and evaluating the preparation of the annual Sustainability Report in accordance with GRI standards

- Supervising and evaluating the implementation of the corporate assessment under VCCI's Corporate Sustainability Index (CSI);

Composition standards: Members of the Sustainable Development Committee are knowledgeable about GRI standards and standards relating to the economic, environmental and social aspects of the Company's core business operations.

e. Investor Relations Sub-committee

- Monitoring shareholder information and the number of shares held by shareholders (common shares, preferred shares of all types, name, address, citizen identification number, etc.) through the list provided by the Vietnam Securities Depository and Clearing Corporation at each record date.

- Advising and assisting the Company's leadership in organizing events in accordance with the law, such as the annual General Meeting of Shareholders, extraordinary general meetings of shareholders, and the collection of shareholders' written opinions, etc.; reporting voting statistics for each meeting, and reporting the list of shareholders attending meetings and shareholders representing other shareholders;

- Monitoring and performing periodic and ad-hoc information disclosure for the Company in accordance with current law, submitting reports as mandatorily, periodically or unexpectedly required by competent authorities, and proposing and advising the Company's leadership on solutions relating to information disclosure.

- Receiving and responding to shareholders' inquiries or requests. Resolving internal disputes between shareholders and the Company, the Board of Directors, the Supervisory Board, or the General Director within the scope of operations and in accordance with the Company's Charter.

- Researching and engaging legal counsel to resolve shareholders' issues and disputes (if any).

5. Resolutions/Decisions of the Board of Directors (Report for the first 6 months of 2025)

No	Resolution/ Decision No.	Date	Content	Approval rate
1	01/NQ-HDQT	05/01/2026	Re: Approval of the Related Party Transaction Regulations	6/6
2	06/NQ-HDQT	09/01/2026	Re: Approval of the 3rd advance cash dividend payment for 2025	6/6
3	14/NQ-HDQT	13/01/2026	Re: Approval of the borrowing plan at Vietnam International Commercial Joint Stock Bank	6/6
4	90/NQ-HDQT	27/02/2026	Re: Approval of transactions between the Company and related persons	6/6
5	87/NQ-HDQT	02/03/2026	Re: Convening the 2026 Annual General Meeting of Shareholders	6/6
6	92/NQ-HDQT	03/03/2026	Re: Approval of transactions between the Company and related persons	6/6
7	97/NQ-HDQT	10/03/2026	Re: Approval of the private-placement purchase of shares of TNG Land Joint Stock Company	6/6
8	02/NQ-HDQT	24/03/2026	Re: Approval of the agenda and meeting documents for the General Meeting of Shareholders	6/6
9	131/NQ-HDQT	31/03/2026	Re: Approval of the Creditor Protection Policy	6/6
10	146/NQ-HDQT	03/04/2026	Re: Nomination of candidates and approval of the list of candidates for the by-election of an additional Board of Directors member (term 2026-2031)	6/6
11	186A/NQ-HDQT	19/04/2026	Re: Removal of Mr. Nguyen Van Thoi as Chairman of the Board of Directors and election as Standing Vice Chairman of the Board of Directors	7/7
12	186B/NQ-HDQT	19/04/2026	Re: Removal of Mr. Nguyen Duc Manh as Standing Vice Chairman of the Board of Directors and election as Chairman of the Board of Directors	7/7
13	186C/NQ-HDQT	19/04/2026	Re: Change of the legal representative of TNG Investment and Trading Joint Stock Company	7/7
14	186D/NQ-HDQT	19/04/2026	Re: Appointment of members of the Audit Committee and other sub-committees under the Board of Directors of TNG Investment and Trading Joint	7/7

No	Resolution/ Decision No.	Date	Content	Approval rate
			Stock Company	
15	187/NQ-HDQT	19/04/2026	Re: Approval of the 2025 cash dividend payment	7/7
16	188/NQ-HDQT	19/04/2026	Re: Promulgation of the internal corporate governance regulations	7/7
17	213/NQ-HDQT	28/04/2026	Re: Approval of termination of the joint venture arrangement with TNG Land Joint Stock Company	7/7
18	214/NQ-HDQT	28/04/2026	Re: Approval of transactions between the Company and related persons	7/7
19	268/NQ-HDQT	22/05/2026	Re: Approval of transactions between the Company and related persons	7/7
20	269/NQ-HDQT	22/05/2026	Re: Approval of the loan and asset mortgage at VietinBank - Thai Nguyen Branch	7/7
21	280/NQ-HDQT	26/05/2026	Re: Selection of the auditing firm to review the financial statements for the 6-month period ending 30 June 2026 and audit the financial statements for the year ending 31 December 2026	7/7
22	335/NQ-HDQT	23/06/2026	Re: Approval of the borrowing plan at Military Commercial Joint Stock Bank - Thai Nguyen Branch	7/7
23	346/NQ-HDQT	24/06/2026	Re: Termination of operations of Song Cong 1 Garment Branch	7/7

III. The Audit Committee (first 6 months of 2026):

1. Information on members of the Audit Committee:

No	Supervisory Board/Audit Committee Member	Position	Start date / date ceased to be a Supervisory Board/Audit Committee member	Qualifications
1	Mr. Nguyen Hoang Giang	Chairman of the Audit Committee	Appointed on 21/04/2025	Master's degree
2	Ms. Ha Thi Tuyet	Member of the Audit Committee	Appointed on 21/04/2025	Bachelor of Laws
3	Mr. Dao Duc Thanh	Head of Internal Audit	Appointed on 21/04/2025	Bachelor of Economics

2. Audit Committee meetings:

No	Audit Committee Member	Number of meetings attended	Attendance rate	Voting rate	Reason for non-attendance
1	Mr. Nguyen Hoang Giang	2/2	100%	2/2	
2	Ms. Ha Thi Tuyet	2/2	100%	2/2	
3	Mr. Dao Duc Thanh	2/2	100%	2/2	

3. Supervisory activities of the Audit Committee over the BOD, the Board of General Directors and shareholders:

- At least annually, receiving and reviewing the independent audit report
- Discussing the quarterly financial statements and the audited annual financial statements with the Management Board and the independent auditor
- Discussing press releases on the Company's profit and other financial information, and guiding analysts and credit rating agencies on how to interpret profit figures
- Engaging external legal, accounting or other advisory services when necessary
- Discussing policies on risk assessment and risk management
- Holding separate quarterly meetings with the Management Board, Internal Audit and the Independent Auditor
- Establishing clear recruitment policies for current or former employees of the independent audit firm currently auditing the Company
- Reporting regularly to the Board of Directors
- Conducting an annual self-assessment of the Audit Committee's performance

4. Coordination between the Audit Committee and the activities of the BOD, the Board of General Directors and other managers:

4.1. The Head of Audit shall report functionally to the Board of Directors and administratively to the General Director. In order to establish and maintain sufficient authority for the internal audit function to perform its functions and duties, the Audit Committee shall:

- Approve the internal audit charter
- Approve the risk-based audit plan
- Approve the internal audit staffing plan and budget plan
- Receive information reported by the Head of Internal Audit on activities relating to internal audit

- Appoint or remove the Head of Internal Audit
- Approve the salary and bonus of the Head of Internal Audit
- Ensure that areas of potential resource constraints and limitations on the scope of internal audit are identified

4.2. The Head of Internal Audit shall have unrestricted access to, and direct communication with, the Audit Committee, including holding separate meetings with the Audit Committee without the presence of the Management Board (Deputy General Directors).

4.3. The Audit Committee empowers the internal audit function to:

- Have unrestricted access to functions, records, assets and personnel relevant to its audits; auditors are responsible for maintaining the confidentiality of such information.
- Allocate resources, select the content and scope of work, and apply techniques to achieve audit objectives, and issue audit reports.
- Obtain support from the Company's personnel where necessary, as well as support from services inside and outside the Company, to ensure completion of the audit plan

5. Other activities of the Audit Committee (if any):

- Assessing the process of developing the Company-wide 2026 production and business plan;
- Assessing the periodic annual implementation process of the Company's Capital and Asset Inventory Council;
- Assessing the process for receiving and resolving shareholders' inquiries ahead of the 2025 AGM;
- Assessing the process of planning the organization of the 2026 AGM, and the assignment of specific tasks to departments for joint implementation;
- Assessing the process of organizing the 2026 AGM in strict compliance with the Company's Charter and the 2020 Law on Enterprises;
- Assessing the AGM information disclosure process for compliance with regulations;
- Assessing the process and the information presented in the Sustainability Report and the 2025 Annual Report, in order to obtain an overview of the Company's operations in 2025 and its orientation for 2026;
- Assessing the Company's Charter for consistency with Decree No. 155/2020/ND-CP and Decree No. 245/2025/ND-CP detailing certain articles of the Law on Securities, and Circular No. 116/2020/TT-BTC guiding certain provisions on corporate governance applicable to public companies under Decree No. 155/2020/ND-CP dated 31 December 2020 and Decree No.

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245/2025/ND-CP amending and supplementing certain articles of Decree No. 155/2020/ND-CP of the Government detailing the implementation of certain articles of the Law on Securities.

- Assessing the Company's process for preparing monthly/quarterly financial statements, and evaluating the Company's operating performance by comparing TNG's key financial indicators with those of peer companies in the same industry, so that investors can obtain the most comprehensive overview.

IV. The Board of Management

No.	Management Board Member	Date of birth	Qualifications	Appointment/removal date of the Management Board member
1	Mr. Tran Minh Hieu	1979	Bachelor of Economics, MBA	Appointed General Director on 21/04/2025
2	Ms. Doan Thi Thu	1972	Textile Engineer, Master of Business Administration	04/07/2017
3	Mr. Luu Duc Huy	1970	Bachelor of Business Administration	11/01/2019
4	Ms. Nguyen Thi Phuong	1973	College degree in Industrial Garment Technology	01/06/2021
5	Mr. Le Xuan Vi	1981	Bachelor's degree	20/02/2023

V. Chief Accountant

Full name	Date of birth	Professional qualifications	Appointment/removal date
Tran Thi Thu Ha	1973	Bachelor of Accounting	08/01/2018

VI. Corporate governance training:

The majority of BOD members, the Company's Board of General Directors, the person in charge of corporate governance, the company secretary, and the person authorized to disclose information have completed corporate governance training courses and will continue to fully participate in corporate governance training courses in accordance with the law and the requirements of the competent state authorities.

VII. List of related persons of the public company for 2026 and transactions between the Company's related persons and the Company itself

1. List of the Company's related persons:

No	Name of organization/individual	Position at the Company (if any)	Date on which became a related person	Date on which ceased to be a related person	Reason	Relationship with the Company
1	Nguyen Duc Manh	Chairman of the BOD	Appointed Chairman of the BOD as of 19/04/2026			Insider
2	Nguyen Van Thoi	Standing Vice Chairman of the BOD	Appointed Standing Vice Chairman of the BOD as of 19/04/2026 (			Insider
3	Nguyen Manh Linh	BOD Member	Appointed Member of the BOD on 21/04/2024	Dismissal from 19/04/2026		Insider
4	Nguyen Hoang Giang	Member of the BOD, Chairman of the Audit Committee	Appointed Member of the BOD on 20/04/2025			Insider
5	Ha Thi Tuyet	BOD Member	Appointed Member of the BOD on 21/04/2024			Insider
6	Dao Duc Thanh	Member of the BOD; Person in charge of corporate governance; Person authorized for information disclosure	Appointed Member of the BOD as of 20/04/2025			Insider

No	Name of organization/individual	Position at the Company (if any)	Date on which became a related person	Date on which ceased to be a related person	Reason	Relationship with the Company
7	Doan Thi Thu	Member of the BOD, Deputy General Director	Appointed Deputy General Director as of 04/07/2017, Appointed Member of the BOD on 21/04/2024			Insider
8	Tran Minh Hieu	General Director	Appointed General Director as of 21/04/2025			Insider
9	Luu Duc Huy	Deputy General Director	Appointed Deputy General Director on 11/01/2019			Insider
10	Nguyen Thi Phuong	Deputy General Director; Member of the BOD	Appointed Deputy General Director on 01/06/2021; appointed Member of the BOD as of 19/04/2026			Insider
11	Le Xuan Vi	Deputy General Director	Appointed Deputy General Director on 20/02/2023			Insider
12	Tran Thi Thu Ha	Chief Accountant	Appointed Chief Accountant on 08/01/2018			Insider
13	Nguyen Thuy Ngan	Company Secretary	Appointed Company Secretary as of 21/04/2025			Insider

No	Name of organization/individual	Position at the Company (if any)	Date on which became a related person	Date on which ceased to be a related person	Reason	Relationship with the Company
14	TNG Land Joint Stock Company		30/06/2022			Associate company
15	Bac Thai Investment and Construction Joint Stock Company		12/12/2002			Associate company
16	Thuan Thanh Trading and Service Company Limited		20/01/2025			Person related to insiders
17	Linh Anh Kitchen Company Limited		16/07/2025			Person related to insiders
18	P&M Prestige Company Limited		16/07/2025			Person related to insiders
19	L.A.M Invest Company Limited		30/09/2025			Person related to insiders

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

Related party transactions			
	2024	2025	First 6 months of 2026
Purchases of goods			
TNG Land Joint Stock Company	12.050.287.446	14.929.248.207	7.862.608.626
Ms. Nguyen Thi Nhuan	14.904.088.682		
Thuan Thanh Trading and Service Company Limited		15.693.366.000	8.103.034.000
Linh Anh Kitchen Company Limited		7.909.318.000	6.674.391.000
P&M Prestige Company Limited		1.215.466.000	1.074.636.000
Sales of goods and provision of services			
TNG Land Joint Stock Company	12.050.287.446	2.235.157.654	2.749.769.439
Ms. Nguyen Thi Nhuan	14.904.088.682		
Thuan Thanh Trading and Service Company Limited		45.959.596	27.272.730
Linh Anh Kitchen Company Limited		55.471.380	54.545.454
P&M Prestige Company Limited		3.636.364	
L.A.M Invest Company Limited		109.090.908	218.181.816
Cash dividends paid			
Mr. Nguyen Duc Manh	11.499.194.800	24.191.519.700	13.538.652.000
Mr. Nguyen Van Thoi	26.583.701.600	50.968.977.400	24.710.620.000
Investment in associate companies			
TNG Land Joint Stock Company			140.000.000.000
Yen Binh Golf Company Limited		29.400.000	

3. Transactions between the Company's insiders or persons related to insiders and subsidiaries or companies controlled by the Company: None

4. Transactions between the Company and other parties

4.1. Transactions between the Company and companies in which BOD members, Supervisory Board members, the Director (General Director) and other managers have been, or currently are, founding members, BOD members, or the Director (General Director) in charge of management, within the last three (03) years (as at the reporting date):

Related party transactions			
	2024	2025	6 tháng nam 2026
Purchases of goods			
TNG Land Joint Stock Company	12.050.287.446	14.929.248.207	7.862.608.626
Sales of goods and provision of services			
TNG Land Joint Stock Company	12.050.287.446	2.235.157.654	2.749.769.439
Investment in associate companies			
TNG Land Joint Stock Company			140.000.000.000

Yen Binh Golf Company Limited		29.400.000	
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4.2. Transactions between the Company and companies in which persons related to BOD members, Supervisory Board members, the Director (General Director) and other managers are BOD members, or the Director (General Director) in charge of management:

Related party transactions			
	2024	2025	First 6 months of 2026
Purchases of goods			
TNG Land Joint Stock Company	12.050.287.446	14.929.248.207	7.862.608.626
Ms. Nguyen Thi Nhuan	14.904.088.682		
Thuan Thanh Trading and Service Company Limited		15.693.366.000	8.103.034.000
Linh Anh Kitchen Company Limited		7.909.318.000	6.674.391.000
P&M Prestige Company Limited		1.215.466.000	1.074.636.000
Sales of goods and provision of services			
TNG Land Joint Stock Company	12.050.287.446	2.235.157.654	2.749.769.439
Ms. Nguyen Thi Nhuan	14.904.088.682		
Thuan Thanh Trading and Service Company Limited		45.959.596	27.272.730
Linh Anh Kitchen Company Limited		55.471.380	54.545.454
P&M Prestige Company Limited		3.636.364	
L.A.M Invest Company Limited		109.090.908	218.181.816
Cash dividends paid			
Mr. Nguyen Duc Manh	11.499.194.800	24.191.519.700	13.538.652.000
Mr. Nguyen Van Thoi	26.583.701.600	50.968.977.400	24.710.620.000
Investment in associate companies			
TNG Land Joint Stock Company			140.000.000.000
Yen Binh Golf Company Limited		29.400.000	

4.3. Other transactions of the Company (if any) that may bring material or non-material benefits to BOD members, Supervisory Board members, the Director (General Director) and other managers: None

VIII. Share trading by insiders and persons related to insiders (first 6 months of 2026)

1. List of insiders and persons related to insiders

No.	Full name	Position at the Company	Relationship with the insider	Number of shares held at period end	Percentage of shares held at period end	Notes
1	Nguyen Duc Manh	Chairman of the BOD		15.500.152	12,04%	
1.1	Nguyen Van Thoi	Vice Chairman of the BOD	Father	24.710.620	19,20%	
1.2	Do Thi Ha	Person related to the Chairman of the BOD	Mother	2.194.554	1,70%	
1.3	Nguyen Manh Linh	BOD Member (Dismissal from 19/04/2026)	Brother	719.076	0,56%	
2	Nguyen Van Thoi	Vice Chairman of the BOD		24.710.620	19,20%	
2.1	Do Thi Ha	Person related to the Vice Chairman of the BOD	Wife	2.194.554	1,70%	
2.2	Nguyen Duc Manh	Chairman of the BOD	Child	15.500.152	12,04%	
2.3	Nguyen Manh Linh	BOD Member (Dismissal from 19/04/2026)	Child	719.076	0,56%	
2.4	Nguyen Thi Mien	Person related to the Vice Chairman of the BOD	Sister	83.885	0,07%	
2.5	Nguyen Thi Mien	Person related to the Vice Chairman of the BOD	Sister	0	0,00%	
2.6	Nguyen Thi Mien	Person related to the Vice Chairman of the BOD	Sister	304.857	0,24%	
2.7	Nguyen Thi Nhuan	Person related to the Vice Chairman of the BOD	Sister	301.030	0,23%	

No.	Full name	Position at the Company	Relationship with the insider	Number of shares held at period end	Percentage of shares held at period end	Notes
2.8	Nguyen Van Thoi	Person related to the Vice Chairman of the BOD	Brother	828	0,0006%	
3	Nguyen Manh Linh	BOD Member (Dismissal from 19/04/2026)		719.076	0,56%	
3.1	Nguyen Van Thoi	Vice Chairman of the BOD	Father	24.710.620	19,20%	
3.2	Do Thi Ha	Person related to a Member of the BOD	Mother	2.194.554	1,70%	
3.3	Nguyen Duc Manh	Chairman of the BOD	Brother	15.500.152	12,04%	
3.4	Vo Hoang An	Person related to a Member of the BOD	Wife			
3.5	Vo Van Bay	Person related to a Member of the BOD	Father-in-law			
3.6	Hoang Thi Kim Tuyen	Person related to a Member of the BOD	Mother-in-law			
4	Nguyen Hoang Giang	BOD Member				
5	Doan Thi Thu	BOD Member		398.272	0,31%	

No.	Full name	Position at the Company	Relationship with the insider	Number of shares held at period end	Percentage of shares held at period end	Notes
5.1	Nguyen Van Ngo	Person related to a Member of the BOD	Husband			
5.2	Doan Thi Van	Person related to a Member of the BOD	Sister			
5.3	Doan Xuan Thanh	Person related to a Member of the BOD	Brother			
6	Ha Thi Tuyet	BOD Member				
6.1	Vu Tien Nguyen	Person related to a Member of the BOD	Husband			
6.2	Vu Hai Ngan	Person related to a Member of the BOD	Child			Minor
6.3	Vu Minh Phuc	Person related to a Member of the BOD	Child			Minor
6.4	Ha Anh Chien	Person related to a Member of the BOD	Father			
6.5	Pham Thi Thai	Person related to a Member of the BOD	Mother			

No.	Full name	Position at the Company	Relationship with the insider	Number of shares held at period end	Percentage of shares held at period end	Notes
6.6	Vu Nham Tan	Person related to a Member of the BOD	Father-in-law			
6.7	Nguyen Thi Ta	Person related to a Member of the BOD	Mother-in-law			
6.8	Ha Phuong Thieu	Person related to a Member of the BOD	Brother			
7	Dao Duc Thanh	BOD Member		164.738	0,13%	
7.1	Nguyen Thi Hai	Person related to a Member of the BOD	Wife			
7.2	Dao Thanh Phuong	Person related to a Member of the BOD	Child			Minor
7.3	Dao Bao Quyen	Person related to a Member of the BOD	Child			Minor
7.4	Nguyen Thi Thao	Person related to a Member of the BOD	Mother			
7.5	Dao Duc Thai	Person related to a Member of the BOD	Brother			
7.6	Nguyen Xuan Trinh	Person related to a Member of the BOD	Father-in-law			
7.7	Le Thi Dien	Person related to a Member of the BOD	Mother-in-law			

No.	Full name	Position at the Company	Relationship with the insider	Number of shares held at period end	Percentage of shares held at period end	Notes
8	Nguyen Thi Phuong	BOD Member		180.733	0,14%	
8.1	Nguyen Thanh Lam	Person related to a Member of the BOD	Husband			
8.2	Nguyen Hong Linh	Person related to a Member of the BOD	Child			Minor
8.3	Nguyen Thanh Binh	Person related to a Member of the BOD	Father			
8.4	Nguyen Hai Duong	Person related to a Member of the BOD	Mother			
8.5	Nguyen Thi Ngoc Dung	Person related to a Member of the BOD	Mother-in-law			
9	Tran Minh Hieu	General Director		137.948	0,11%	
9.1	Nguyen Thi Hong Hanh		Wife			
9.2	Tran Bao Ngoc		Child			Minor
9.3	Tran Bao Tram		Child			Minor
9.4	Tran Gia Huy		Child			Minor
9.5	Ta Thi Thu		Mother			
10	Luu Duc Huy	Deputy General Director		31.418	0,024%	
10.1	Luu Vinh Vu	Person related to a Deputy General Director	Father			

No.	Full name	Position at the Company	Relationship with the insider	Number of shares held at period end	Percentage of shares held at period end	Notes
10.2	Tran Thi Thanh	Person related to a Deputy General Director	Mother			
10.3	Nguyen Thi Tuyet	Person related to a Deputy General Director	Wife			
10.4	Luu Manh Thang	Person related to a Deputy General Director	Child			
10.5	Luu Hoang Minh	Person related to a Deputy General Director	Child			
11	Le Xuan Vi	Deputy General Director		94.495	0,07%	
11.1	Le Quy Mao	Person related to a Deputy General Director	Father			
11.2	Nguyen Thi Quy	Person related to a Deputy General Director	Mother			
11.3	Pham Van An	Person related to a Deputy General Director	Father-in-law			
11.4	Nguyen Thi Nguyen	Person related to a Deputy General Director	Mother-in-law			
11.5	Pham Thi Huyen Trang	Person related to a Deputy General Director	Wife			
11.6	Le Duong Khanh Hien	Person related to a Deputy General Director	Child			Minor

No.	Full name	Position at the Company	Relationship with the insider	Number of shares held at period end	Percentage of shares held at period end	Notes
11.7	Le Duong Khanh Chi	Person related to a Deputy General Director	Child			Minor
11.8	Le Duong Khanh Vy	Person related to a Deputy General Director	Child			Minor
12	Tran Thi Thu Ha	Chief Accountant		180.911	0,14%	
12.1	Nguyen Duc Trung	Person related to the Chief Accountant	Husband			
12.2	Nguyen Tran Trung Duc	Person related to the Chief Accountant	Child			
12.3	Nguyen Tran Duc Bao	Person related to the Chief Accountant	Child			
12.4	Tran Thanh Hai	Person related to the Chief Accountant	Brother			
13	Nguyen Thuy Ngan	Company Secretary		15.564	0,01%	
13.1	Nhu Thanh Tung	Person related to the Company Secretary	Husband			
13.2	Nhu Thanh Duy	Person related to the Company Secretary	Child			Minor
13.3	Chu Do Khoi Nguyen	Person related to the Company Secretary	Child			Minor
13.4	Nguyen Van Ngoc	Person related to the Company Secretary	Father			
13.5	La Thi Kim Oanh	Person related to the Company Secretary	Mother			

2. Transactions of insiders and related persons with respect to the Company's shares:

No.	Full name	Position	Number of shares						Transaction period			
			Before the transaction		Registered transaction		Actual transaction		After the transaction		Start	End
			Number of shares	Percent age	Bought	Sold	Bought	Sold	Number of shares	Percent age		
1	Nguyen Duc Manh	Chairman of the BOD	11.577.152	8,993%	5.500.000		3.923.000		15.500.152	12,041%	12/02/2026	13/03/2026
2	Luu Duc Huy	Deputy General Director	111.418	0,087%		80.000		80.000	31.418	0,024%	12/03/2026	13/03/2026
Total					5.500.000	80.000	3.923.000	80.000				

Note: Based on the reports on the results of share/fund certificate/covered warrant transactions of insiders and persons related to insiders received by TNG. All information is posted on the Company's website at: <https://tng.vn/giao-dich-co-phieu?p=196https://tng.vn/giao-dich-co-phieu?p=196>

IX. Other matters requiring attention: None

Recipients:

- As addressed above
- Filed

**TNG INVESTMENT
AND TRADING JOINT STOCK COMPANY**



Manh
CHỦ TỊCH HĐQT
Nguyễn Đức Mạnh

