

/Appendix V
REPORT ON CORPORATE GOVERNANCE

(Issued together with Circular No. 96/2020/TT-BTC dated November 16, 2020 by the Minister of Finance)

**HAI DUONG PHARMACEUTICAL
MEDICAL MATERIALS JOINT
STOCK COMPANY**

SOCIALIST REPUBLIC OF VIETNAM
Independence - Freedom – Happiness

Hai Phong, July, 18th, 2026

No.: 855 /BC-DHD

REPORT
ON CORPORATE GOVERNANCE
For the First Six Months of 2026
(Abridged Version)

To the attention of:

- State Securities Commission of Vietnam.
- Hanoi Stock Exchange.

- Company name: HAI DUONG PHARMACEUTICAL MEDICAL MATERIALS JOINT STOCK COMPANY
- Head office: No. 102 Chi Lang Street, Thanh Dong Ward, Hai Phong City
- Telephone: 0220.3853848; Fax: 0220.3853848; Email: info@hdpharma.vn
- Charter capital: 485.943.040.000 VND
- Stock code: DHD
- Corporate Governance Model:
 - + General Meeting of Shareholders, Board of Directors, Supervisory Board, and General Director.
- 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 by written consent):

No	Resolution/Decision No.	Date	Content
1	43+44/2026/BB+NQ-DHĐCĐ-DHD	07/4/2026	Minutes and Resolution of the 2026 Annual General Meeting of Shareholders

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

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

No	Member of the Board of Directors	Position (<i>Independent Member of the BOD, Non-Executive Member of the BOD</i>)	Date of Appointment/Cessation as a Member of the BOD/Independent Member of the BOD	
			Date of Appointment	Date of Cessation
1	Mr Nguyen Trung Viet	Chairman of the BOD	02/04/2024	
2	Mrs Nguyen Thi Tu Anh	Member of the BOD	02/04/2024	
3	Mr Tran Phuc Duong	Non-Executive Member of the BOD	02/04/2024	

2. Meetings of the Board of Directors:

No	Member of the BOD	Number of BOD Meetings Attended	Meeting Attendance Rate	Reason for Non-Attendance
1	Mr Nguyen Trung Viet	6	100%	
2	Mrs Nguyen Thi Tu Anh	6	100%	
3	Mr Tran Phuc Duong	6	100%	

3. Supervisory Activities of the Board of Directors over the Board of Management:

3.1. The Board of Directors provides direction and supervises all activities of the General Director, while creating the most favorable conditions in terms of mechanisms, policies, human resources, and facilities to enable the General Director to fulfill the assigned duties.

3.2. On a quarterly and annual basis, the General Director shall submit to the Board of Directors a written report on the Company's business performance and its operational plans for the forthcoming period.

3.3. The General Director, who concurrently serves as a member of the Board of Directors, is responsible for reporting to the Board of Directors on all matters related to the management and operation of the Company.

3.4. For the Company's research and survey programs, negotiations, and contract-signing activities that fall within the functions and responsibilities of the Board of Directors, the General Director shall report to the Chairperson of the Board of Directors so that a member of the Board of Directors may be designated to participate.

4. Activities of the Committees under the Board of Directors (if any):

5. Resolutions/Decisions of the Board of Directors in 2026:

No	Resolution/Decision No.	Date	Content	Approval Rate
1	39+40 /BB-NQ/HĐQT	11/02/2026	- Preparation and approval of the 2026 Production and Business Plan: + Planned production output value for 2026: VND 518 billion; + Planned sales revenue for 2026: VND 840 billion. - Preparation and implementation of the Company's development strategy for 2026 and subsequent years. + Making pharmaceutical products manufacturing the core focus of the Company's production and business operations. + For health supplements, the products should be re-audited with respect to their registration dossiers, formulations, manufacturing processes and conditions, customers' financial	3/3

No	Resolution/Decision No.	Date	Content	Approval Rate
			capacity, and the need for additional investment in personnel, machinery, and testing equipment for the Quality Control Division, with a view to improving product quality and ensuring safety before the products are placed on the market. + Developing an independent and self-reliant sales and distribution system in terms of products, policies, and markets, while interacting with the manufacturing division as a strategic partner. - Establishment of a Subcommittee for organizing the General Meeting of Shareholders and preparation of the required documents and legal procedures in accordance with applicable laws and the Company's Charter for the 2026 Annual General Meeting of Shareholders for the fifth term (2019–2024), tentatively scheduled for April 7, 2026. - Selection of the Independent Auditor for the 2025 Financial Statements. - Continue the implementation and completion of Phase 2 of the HDPHARMA Plant Project in Cam Thuong in 2026: <i>"EU-GMP pharmaceutical production lines for cephalosporin antibiotics in tablet and powder dosage forms."</i> - Invest in a 16-needle injectable production line at No. 102 Chi Lang Street to enhance production capacity and product quality and meet manufacturing requirements in the coming period. The estimated duration for facility renovation and construction, as well as machinery and equipment installation, is approximately six to eight months, commencing in February 2026. - Invest in a production line for ophthalmic solutions, nasal drops, nebulizer solutions, and water for injection in plastic ampoules using blow-fill-seal (BFS) technology at No. 102 Chi Lang Street. The estimated duration for facility	

No	Resolution/Decision No.	Date	Content	Approval Rate
			renovation and construction, as well as machinery and equipment installation, is approximately six to eight months, commencing in February 2026. - Conduct a study on the registration requirements for health supplements and the qualification of the health supplement production line, with a view to investing in a BFS production line for probiotic oral liquid at No. 102 Chi Lang Street. - Develop a schedule for the construction of the remaining components of the HDPHARMA Plant Project in Cam Thuong. - The Finance and Accounting Department shall appropriately balance the use of the Company's own funds and medium-term borrowings and assess the financial feasibility and economic efficiency of the project prior to its implementation.	
2	41 /BB-NQ/HĐQT	06/03/2026	Approval of the working capital credit limit at Vietnam Joint Stock Commercial Bank for Industry and Trade – Hai Duong Branch.	3/3
3	43+44 /BB-NQ/HĐQT	20/03/2026	- Approval of the documents and reports to be submitted to the 2026 Annual General Meeting of Shareholders, as well as the arrangements for organizing the meeting. - Approval of the medium-term loan limit for the investment project for the injectable production line and the ophthalmic products production line at the plant located at No. 102 Chi Lang Street, with the Joint Stock Commercial Bank for Investment and Development of Vietnam – Hai Duong Branch.	3/3

No	Resolution/Decision No.	Date	Content	Approval Rate
4	46 /BB-NQ/HĐQT	07/04/2026	- Implementation of the plan to issue shares to increase share capital from owners' equity in accordance with the Resolution of the 2026 Annual General Meeting of Shareholders.	3/3
5	47+48 /BB-NQ/HĐQT	20/04/2025	- Finalization of the list of shareholders entitled to receive shares issued in 2026 to increase share capital from owners' equity and to receive the 2025 cash dividend.	3/3
6	49+50/BB-NQ/HĐQT	4/4/2025	- Amendment of the Company's Charter, adjustment of the registered number of securities, and modification of the trading registration for the shares issued in 2026 to increase share capital from owners' equity.	3/3

III. Supervisory Board/Audit Committee for the First Six Months of 2026: 2026

1. Information on Members of the Supervisory Board (SB)/Audit Committee

No	Members of the SB/Audit Committee	Position	Date of Appointment/Cessation as a Member of the SB/Audit Committee	Professional Qualifications
1	Pham Thi Thuy	Head of the Supervisory Board	02/04/2024	Bachelor of Economics
2	Tran Kim Cuong	Member of the Supervisory Board	02/04/2024	Specialist Pharmacist, Level I
3	Nguyen Thi Huong Lan	Member of the Supervisory Board	02/04/2024	Bachelor of Pharmacy

2. Meetings of the SB/Audit Committee

No	Members of the SB/Audit Committee	Number of BOD Meetings Attended	Meeting Attendance Rate	Reason for Non-Attendance	Number of BOD Meetings Attended
1	Pham Thi Thuy	1	100%	100%	
2	Tran Kim Cuong	1	100%	100%	
3	Nguyen Thi Huong Lan	1	100%	100%	

3. Supervisory Activities of the Supervisory Board/Audit Committee over the Board of Directors, the Executive Management, and Shareholders.

3.1. Supervise the activities of the Board of Directors and the management and administration of the Company's production and business operations by the Board of General Directors in accordance with the Law on Enterprises and the Company's Charter. Review the appropriateness of the decisions made by the Board of Directors and the Board of General Directors in the course of management.

3.2. Review the processes and procedures for issuing documents to ensure compliance with applicable laws and the Company's Charter.

3.3. Review the quarterly, semi-annual, and annual financial statements to ensure the truthfulness and reasonableness of accounting records and the timely updating of accounting vouchers and books. Examine economic contracts and employment contracts; oversee the procurement of raw materials, auxiliary materials, machinery, equipment, tools, and supplies, as well as related expenses; monitor the use of funds for investment items; and assess the financial statements on the basis of the independent auditor's report before submission to the General Meeting of Shareholders.

3.4. Proposal for the selection of an independent audit firm.

3.5. Participate in meetings of the Board of Directors and meetings of the Board of General Directors concerning significant matters related to the Company's production and business strategy. Review internal documents issued by the Board of Directors and the Board of General Directors in the course of corporate governance to ensure that the Company's strategic directions and management policies comply with applicable laws and are consistent with the resolutions of the General Meeting of Shareholders. Provide comments and recommendations on certain matters relating to production and business operations, investment activities, and other relevant areas.

4. Coordination between the Supervisory Board/Audit Committee and the Board of Directors, the Executive Management, and

Other Managerial Personnel.

In 2024, the Supervisory Board coordinated in the implementation of the policies and resolutions of the General Meeting of Shareholders; fully participated in the monthly, quarterly, and extraordinary meetings of the Board of Directors; and provided comments and recommendations to improve the management mechanisms and policies of the Board of General Directors. All resolutions issued by the Board of Directors were approved by the Supervisory Board.

The Supervisory Board, the Board of Directors, and the Board of General Directors coordinated closely in implementing the policies and directions approved by the General Meeting of Shareholders. All policies and decisions issued by the Board of Directors and the Board of General Directors were provided to the Supervisory Board for supervision and inspection in accordance with applicable regulations.

5. Other Activities of the Supervisory Board/Audit Committee (if any).

IV. Executive Management

No	Member of the Executive Management	Date of birth	Professional Qualifications	Date of Appointment as a Member of the Executive Management
1	Mrs Nguyen Thi Tu Anh	01/09/1965	Specialist Pharmacist, Level I	02/04/2024

V. Chief Accountant

Name	Date of birth	Professional Qualifications	Date of Appointment
Mr Chu Van Long	06/02/1966	Bachelor of Economics	02/04/2024

VI. Training on Corporate Governance:

Corporate governance training courses attended by members of the Board of Directors, members of the Supervisory Board, the Director (General Director), other managerial personnel, and the Company Secretary in accordance with corporate governance regulations.

VII. List of Related Persons of the Public Company for the First Six Months of 2026 and Transactions between Related Persons of the Company and the Company

1. List of related persons of the company

No	Name of person/organization	Securities Trading Account (if any)	Position Held at the Company (if any)	Owner's Identification Document No.*, Date of Issue, and Place of Issue	Registered Office Address/Contact Address	Date of Becoming a Related Person	Date of Ceasing to Be a Related Person	Reason	Relationship with the Company
1	Tran Mai Lan								Wife of the Chairperson of the BOD
2	Nguyen Trung Nam								Younger brother of the Chairperson of the BOD
3	Vu Van Xuyen								Husband of the General Director
4	Vu Hien Minh Anh								Daughter of the General Director
5	Tran Khanh Huyen								Daughter of the Head of the Supervisory Board
6	Pham Thi Lan								Younger sister of the Head of the Supervisory Board
7	Tran Van Oanh								Father of a Member of the Supervisory Board

No	Name of person/organization	Securities Trading Account (if any)	Position Held at the Company (if any)	Owner's Identification Document No.*, Date of Issue, and Place of Issue	Registered Office Address/Contact Address	Date of Becoming a Related Person	Date of Ceasing to Be a Related Person	Reason	Relationship with the Company
8	Pham Thi Nhan								Mother of Mr. Tran Kim Cuong
9	Pham Thi Thu Huong								Wife of Mr. Tran Kim Cuong
10	Tran Van Minh								Younger brother of Mr. Tran Kim Cuong
11	Ho Thi Ngoc Thanh								Wife of Mr. Chu Van Long

Note: Owner's Identification Document No. means the identity card/passport number (for an individual) or the Enterprise Registration Certificate number, operating licence number, or equivalent legal document number (for an organization)/Owner.*

2. Transactions between the Company and its related persons; or between the Company and major shareholders, internal persons, or related persons of internal persons.

No	Name of Organization /Individual	Relationship with the Company	Owner's Identification Document No.*, Date of Issue, and Place of Issue	Registered Office Address/Contact Address	Date of Transaction with the Company	Number of the Resolution/Decision of the General Meeting of Shareholders/Board of Directors, etc. approving the transaction (if any, specifying the date of issuance)	Contents, Quantity, and Total Value of the Transaction	Remark
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Note: Owner's Identification Document No. means the identity card/passport number (for an individual) or the Enterprise Registration Certificate number, operating licence number, or equivalent legal document number (for an organization)/Owner.*

3. Transactions between the Company's internal persons or their related persons and the Company's subsidiaries or companies controlled by the Company.

No	Person Conducting the Transaction	Relationship with the Internal Person	Position Held at the Listed Company	ID Card/Passport Number, Date of Issue, and Place of Issue	Address	Name of the Subsidiary or Company Controlled by the Listed Company	Date of Transaction	Contents, Quantity, and Total Value of the Transaction	Remark

4. Transactions between the Company and Other Parties

4.1. Transactions between the Company and companies in which members of the Board of Directors, members of the Supervisory Board, the Director (General Director), or other managers are or have been founding members, members of the Board of Directors, or executive Directors (General Directors) during the preceding three (03) years, calculated as of the reporting date.

4.2. Transactions between the Company and companies in which related persons of members of the Board of Directors, members of the Supervisory Board, the Director (General Director), or other managers serve as members of the Board of Directors or as executive Directors (General Directors).

4.3. Other transactions of the Company (if any) that may confer material or non-material benefits on members of the Board of Directors, members of the Supervisory Board, the Director (General Director), or other managers.

VIII. Share Transactions of Internal Persons and Their Related Persons in the First Six Months of 2026

No	Name	Securities Trading Account (if any)	Position Held at the Company (if any)	ID Card/Passport Number, Date of Issue, and Place of Issue	Contact address	Number of Shares Held at the End of the Period	Shareholding Percentage at the End of the Period	Remark
							(%)	
1	Nguyen Trung Viet					20.146.855	41,46	
2	Tran Mai Lan					6.735.098	13,86	Wife of the Chairperson of the BOD
3	Nguyen Thi Tu Anh					1.819.773	3,74	
4	Vu Van Xuyen					1.058.289	2,18	Husband of the General Director
5	Vu Hien Minh Anh					155.736	0,32	Daughter of the General Director
6	Nguyen Trung Nam					731.367	1,51	Younger brother of the General Director

No	Name	Securities Trading Account (if any)	Position Held at the Company (if any)	ID Card/Passport Number, Date of Issue, and Place of Issue	Contact address	Number of Shares Held at the End of the Period	Shareholding Percentage at the End of the Period	Remark
							(%)	
7	Tran Phuc Duong					1.973.600	4,06	
8	Pham Thi Thuy					447.876	0,92	
9	Tran Khanh Huyen					21.729	0,04	Daughter of the Head of Supervisory Board
10	Pham Thi Lan					8.480	0,02	Younger sister of the Head of Supervisory Board
11	Tran Kim Cuong					249.701	0,51	
12	Tran Van Oanh					477.751	0,98	Father of Mr Tran Kim Cuong - Member of the Supervisory Board
13	Pham Thi Nhan					131.569	0,27	Mother of Mr Tran Kim Cuong

No	Name	Securities Trading Account (if any)	Position Held at the Company (if any)	ID Card/Passport Number, Date of Issue, and Place of Issue	Contact address	Number of Shares Held at the End of the Period	Shareholding Percentage at the End of the Period	Remark
							(%)	
14	Pham Thi Thu Huong					13.259	0,03	Wife of Mr Tran Kim Cuong
15	Tran Van Minh					65.780	0,13	Younger brother of Mr Tran Kim Cuong
16	Chu Van Long					174.999	0,36	
17	Ho Thi Ngoc Thanh					117.113	0,24	Wife of Mr Chu Van Long
18	Nguyen Thi Huong Lan					6.443	0,01	

2. Transactions in the Company's Shares by Internal Persons and Their Related Persons

No	Person Conducting the Transaction	Relationship with the Internal Person	Number of Shares Held at the Beginning of the Period		Number of Shares Held at the End of the Period		Reason for Increase or Decrease (Purchase, Sale, Conversion, Bonus Issue, etc.)
			Number of Shares	Percentage (%)	Number of Shares	Percentage (%)	

No	Person Conducting the Transaction	Relationship with the Internal Person	Number of Shares Held at the Beginning of the Period		Number of Shares Held at the End of the Period		Reason for Increase or Decrease (Purchase, Sale, Conversion, Bonus Issue, etc.)
			Number of Shares	Percentage (%)	Number of Shares	Percentage (%)	
1	Nguyen Trung Viet		14.702.263	40,84	20.146.855	41,46	Purchase of Additional Shares and Issuance of Shares to Increase Share Capital from Owners' Equity
2	Tran Mai Lan	Wife of the Chairperson of the BOD	5.765.962	16,02	6.735.098	13,86	Sale of Shares and Issuance of Shares to Increase Share Capital from Owners' Equity
3	Nguyen Thi Tu Anh		1.363.191	3,79	1.819.773	3,74	Sale of Shares and Issuance of Shares to Increase Share Capital from Owners' Equity
4	Vu Van Xuyen	Husband of the General Director	783.918	2,18	1.058.289	2,18	Issuance of Shares to Increase Share Capital from Owners' Equity and Sale of Shares
5	Vu Hien Minh Anh	Daughter of the General Director	89.160	0,25	155.736	0,32	Purchase of Additional Shares and Issuance of Shares to Increase Share Capital from Owners' Equity
6	Nguyen Trung Nam	Younger brother of the General Director	541.754	1,51	731.367	1,51	Issuance of Shares to Increase Share Capital from Owners' Equity
7	Tran Phuc Duong		1.461.926	4,06	1.973.600	4,06	Issuance of Shares to Increase Share Capital from Owners' Equity

No	Person Conducting the Transaction	Relationship with the Internal Person	Number of Shares Held at the Beginning of the Period		Number of Shares Held at the End of the Period		Reason for Increase or Decrease (Purchase, Sale, Conversion, Bonus Issue, etc.)
			Number of Shares	Percentage (%)	Number of Shares	Percentage (%)	
8	Pham Thi Thuy		324.260	0,90	447.876	0,92	Purchase of Additional Shares and Issuance of Shares to Increase Share Capital from Owners' Equity
9	Tran Khanh Huyen	Daughter of the Supervisory Board	14.793	0,04	21.729	0,04	Issuance of Shares to Increase Share Capital from Owners' Equity and Purchase of Additional Shares
10	Pham Thi Lan	Daughter of the Supervisory Board	6.282	0,02	8.480	0,02	Issuance of Shares to Increase Share Capital from Owners' Equity and Sale of Shares
11	Tran Kim Cuong		185.664	0,52	249.701	0,51	Sale of Shares and Issuance of Shares to Increase Share Capital from Owners' Equity
12	Tran Van Oanh	Father of Mr Tran Kim Cuong – Member of Supervisory Board	353.890	0,98	477.751	0,98	Issuance of Shares to Increase Share Capital from Owners' Equity
13	Pham Thi Nhan	Mother of Mr Tran Kim Cuong	97.459	0,27	131.569	0,27	Issuance of Shares to Increase Share Capital from Owners' Equity
14	Pham Thi Thu Huong	Wife of Mr Tran Kim Cuong	199.882	0,55	13.259	0,03	Sale of Shares and Issuance of Shares to Increase Share Capital from Owners' Equity

No	Person Conducting the Transaction	Relationship with the Internal Person	Number of Shares Held at the Beginning of the Period		Number of Shares Held at the End of the Period		Reason for Increase or Decrease (Purchase, Sale, Conversion, Bonus Issue, etc.)
			Number of Shares	Percentage (%)	Number of Shares	Percentage (%)	
15	Tran Van Minh	Younger brother of Mr Tran Kim Cuong	48.726	0,13	65.780	0,13	Issuance of Shares to Increase Share Capital from Owners' Equity
16	Chu Van Long		129.629	0,36	174.999	0,36	Issuance of Shares to Increase Share Capital from Owners' Equity
17	Ho Thi Ngoc Thanh	Wife of Mr Chu Van Long	86.751	0,24	117.113	0,24	Issuance of Shares to Increase Share Capital from Owners' Equity
18	Nguyen Thi Huong Lan		5.273	0,01	6.443	0,01	Issuance of Shares to Increase Share Capital from Owners' Equity

IX. Other Matters Requiring Attention: None
Recipients:

- As addressed above;
- Filed at the Company Office.

LEGAL REPRESENTATIVE OF THE COMPANY

(Signature, full name, and seal)



TỔNG GIÁM ĐỐC
ĐSCK I: NGUYỄN THỊ TÚ ANH