

No: 09../2026/BC-STH

Thai Nguyen, July 28th, 2026

REPORT ON CORPORATE GOVERNANCE
(6 months of 2026)

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

- Name of company: STH Holdings JSC
- Address of head office: No. 586 Cach Mang Thang 8 Street, Gia Sang Ward, Thai Nguyen Province.
- Tel: 02083852335
- Email: contact@sthc.vn
- Charter Capital: VND 195,000,000,000
- Stock code: STH
- Governance model: General Meeting of Shareholders, Board of Director, Board of Supervisors and General Directors.

Fax:

Website: <https://sthc.com.vn>

I. Activities of the General Meeting of Shareholders:

Information on meetings, resolutions and decisions of the General Meeting of Shareholders (including the resolutions of General Meeting of Shareholders approved in the form of written comments):

Resolution/Decision No.	Date	Content
01/2026/STH/NQ-DHĐCĐ	20/04/2026	- To approve the Board of Directors' report on the 2025 business results, the 2026 business plan and direction. - To approve the Board of Management's report on the 2025 business results, the 2026 business plan and direction. - To approve the Board of Supervisors' report on the 2025 business results, the 2026 business plan and direction. - To approve the audited financial statements for 2025 - To approve the 2025 remuneration settlement and the 2026 remuneration

		forecast for members of the Board of Directors and the Board of Supervisors - The BoD is authorized to select an audit firm for the year 2026 - To approve the 2026 business, production, and investment plan - To approve the 2025 profit distribution plan - To approve the transactions with related parties - To approve the plan to offer shares to existing shareholders to increase the Company's charter capital - To approve the plan to relocate the Company's headquarters - To approve the plan to list the Company's shares on the Ho Chi Minh City Stock Exchange (HOSE) - To approve the change in business lines - To approve Corporate Governance Regulations, Operational Regulations of the Board of Directors and the Board of Supervisors
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II. Board of Directors (semi-annual report):

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

No.	Board of Directors' members	Position	The date becoming/ceasing to the member of the Board of Directors	
			Date of appointment	Date of dismissal
1	Ms. Nguyễn Thị Vinh	Chairwoman	26/07/2025	
2	Mr. Lê Tuấn Dũng	Member of the BoD	26/07/2025	
3	Ms. Nguyễn Thị Hoài Thu	Independent member of the BoD	26/07/2025	

2. Meetings of the Board of Directors:

No.	Board of Directors' members	Number of meeting attended by Board of Directors	Attendance rate	Reasons for absence
1	Ms. Nguyễn Thị Vinh	04	100%	
2	Mr. Lê Tuấn Dũng	04	100%	
3	Ms. Nguyễn Thị Hoài Thu	04	100%	

3. Supervising the Board of Management by the Board of Directors:

In 6 months of 2026, the Board of Directors (BoD) has thoroughly overseen the activities of the Board of Management, in accordance with the Company's Charter and Internal Regulation on Corporate Governance, as follows:

- The Board of Directors has regularly monitored and evaluated the organization and implementation of the business plan. The BoD has directly participated in meeting with the Board of Management, requesting reports on the company's operations. Through close monitoring, the BoD has timely coordinated with the Executive Board to propose solutions to critical issues in 6 months of 2026.

- The BoD has evaluated the activities of the Board of Management and developed plans and made necessary adjustments to the Executive Board's operations to ensure maximum benefits for the Company.

- The BoD has ensured that all activities of the Board of Management comply with the law and follow the orientations of the General Meeting of Shareholders and the BoD.

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 (semi-annual report):

No.	Resolution/Decision No.	Date	Content	Approval rate
1	02/2026/NQ-HĐQT	11/02/2026	Decision on changing the auditing firm for the 2025 financial statements	100%
2	02/NQ-HĐQT	23/02/2026	Board Resolution on organizing the 2026 Annual General Meeting of Shareholders of STH Holdings Joint Stock Company	100%
3	50/QĐ-HĐQT	15/06/2026	Decision on the dismissal of management personnel	100%
4	52/QĐ-HĐQT	15/06/2026	Decision on the appointment of management personnel	100%

III. Board of Supervisors (semi-annual report):

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	Qualification
1	Mr. Nguyễn Cáp Tiến Đạt	Head of Supervisory Board	The date becoming: 26/07/2025	Bachelor of Economics
2	Ms. Nguyễn Thị Hồng Thắm	Members of Supervisory Board	The date becoming: 26/07/2025	Bachelor of Economics - Major in Finance and Accounting
3	Ms. Nguyễn Thị Kim Huệ	Members of Supervisory Board	The date becoming: 26/07/2025	Bachelor's Degree, CPA

2. Meetings of Board of Supervisors:

No.	Members of Board of Supervisors	Numbers of meeting attended	Attendance rate	Voting rate	Reasons for absence
1	Mr. Nguyễn Cáp Tiến Đạt	01	100%	100%	
2	Ms. Nguyễn Thị Hồng Thắm	01	100%	100%	
3	Ms. Nguyễn Thị Kim Huệ	01	100%	100%	

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

- Monitor the Board of Directors' activities through meetings, discussions, and the decision-making process for Board resolutions; attend reporting meetings of the Board of Management to ensure compliance with the provisions of the law and Company's Charter;
- Review Board resolutions and decisions to ensure the appropriateness of decision-making authority. The Board of Supervisors also collaborates with the Board of Directors and the Board of Management in organizing the Company's General Meeting of Shareholders
- Regarding Investor relations: in 6 months of 2026, no shareholder or group of shareholders submitted any documents to the Board of Supervisors requesting an audit of matters related to the management and operation of the Board of Directors, Management Board, and other company operations.

4. The coordination among the Board of Supervisors, the Board of Management,

Board of Directors and other managers:

- Review and verify the Company's internal documents issued by the Board of Directors and the Board of Management to ensure compliance with newly enacted laws and regulations and the Company's development situation; control the processes for managing and using capital to preserve and grow the Company's capital;

- Review the Company's financial statements to ensure accuracy and reasonableness, oversee and assess other internal documents. Monitor the Company's financial activities and production and business operations, coordinate with the Board of Directors and the Board of Management to provide timely recommendations to prevent risks and minimize negative impacts on the progress of implementing the resolutions and tasks assigned by the General Meeting of Shareholders;

5. Other activities of the Board of Supervisors (if any): none**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	Mr. Lê Tuấn Dũng – CEO	13/09/1975	Master's degree	Appointed on July 1, 2025

V. Chief Accountant

No.	Name	Date of birth	Qualification	Date of appointment/ dismissal
1	Ms. Phùng Thị Hà	21/08/1988	Bachelor of Accounting	Dismissed on June 15, 2026
2	Ms. Bùi Thanh Hà	19/05/1986	Master's degree	Appointed on June 15, 2026

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: none

VII. The list of affiliated persons of the public company (semi-annual report) 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 (if any)	ID card No./ Certificate No.; date of issue; place	Contact address	Time of starting to be affiliated person	Time of ending to be affiliated person	Reasons	Relationship with company
1	Nguyễn Thị Vinh	-	Chairwoman			26/07/2025	-	-	Internal Person, Blockholder
2	Lê Tuấn Dũng	-	Member of the BOD - CEO			01/07/2025	-	-	Internal person
3	Nguyễn Thị Hoài Thu	-	Independent member of the BoD			26/07/2025	-	-	Internal Person
4	Nguyễn Cáp Tiến Đạt	-	Head of Supervisory Board			26/07/2025	-	-	Internal Person
5	Nguyễn Thị Hồng Thắm	-	Members of Supervisory Board			26/07/2025	-	-	Internal Person
6	Nguyễn Thị Kim Huệ	-	Members of Supervisory Board			26/07/2025	-	-	Internal Person
7	Bùi Thanh Hà	-	Chief Accountant			15/06/2026	-	-	Internal Person
8	Phùng Thị Hà	-	Chief Accountant			24/06/2022	15/06/2026	Dismissal	-
9	Nguyễn Tổng Thắng	-	Corporate governance officer			17/06/2024	-		Internal Person

10	Thai Hung Trading JSC	-				-	-	-	Blockholder
11	STH Gateway One Member Co., Ltd	-	-			13/06/2025	-	-	Blockholder
12	Sigma Group Investment JSC	-				15/08/2025	-	-	Blockholder

2. Transactions between the Company and its affiliated persons or between the Company and its major shareholders, internal persons and affiliated persons: *ording to the attached Appendix 01*
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: *ording to the attached Appendix 01*
4. Transaction between the Company and other objects: *ording to the attached Appendix 01*

4.1. Transactions between the Company and the company that its members of Board of Management, 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).

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) and other managers as a member of Board of Directors, Director (General Director or CEO)

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.

VIII. Share transactions of internal persons and their affiliated persons (semi-annual report):

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
I	Nguyễn Thị Vinh	-	Chairwoman of the BoD			1,969,500	10.1%	
1	Nguyễn Quốc Thái	-	-			0	0	Father
2	Nguyễn Thị Cái	-	-			0	0	Mother
3	Lê Hồng Khuê	-	-			0	0	Husband
4	Lê Thị Hồng Hạnh	-	-			0	0	Daughter
5	Lê Đăng Khoa	-	-			0	0	Son

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
6	Lê Hồng Khải	-	-			0	0	Son
7	Hoàng Trường Giang	-	-			0	0	Son in law
8	Nguyễn Thượng Nguyên	-	-			23,560	0.12%	Brother
9	Ma Thị Út Sinh					0	0	Sister - in - law
10	Nguyễn Văn Tuấn	-	-			0	0	Brother
11	Bạch Phương Vinh	-	-			0	0	Sister - in - law



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
12	Nguyễn Thị Quy	-	-			0	0	Sister
13	Trịnh Gia Tâm					0	0	Brother - in - law
14	Thai Hung Trading JSC	-	-			1,560,300	8%	Chairwoman of the BoD
15	Eco Valley Vietnam Investment JSC					0	0	Member of the BoD - CEO
16	Quan Chu Tea JSC					0	0	Chairwoman of the BoD
17	Sigma Group JSC					4,166,000	21.36%	Chairwoman of the BoD
II	Lê Tuấn Dũng	-	Member of the BoD - CEO			0	0	

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
1	Lê Tuấn Thư	-	-			0	0	Father
2	Đinh Thị Nga	-	-			0	0	Mother
3	Lê Thị Hằng	-	-			0	0	Sister
4	Lê Thị Thu Lan	-	-			0	0	Sister
5	Lê Tuấn Anh	-	-			0	0	Brother
6	Verdeyen Tomas	-	-			0	0	Son in law

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
7	Lê Minh Phương	-	-			0	0	Daughter
8	Lê Phước Anh	-	-			0	0	Son
9	Lê Phúc Quang	-	-			0	0	Son
10	STH Gateway One Member Co., Ltd	-	-			7,955,000	40.79%	CEO
III	Nguyễn Thị Hoài Thu	-	Member of the BoD			0	0	
1	Nguyễn Văn Cầu	-	-					Father
2	Trần Thị Tám	-	-			0	0	Mother

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
3	Hoàng San	-	-					Father in law
4	Vũ Thị Lê	-	-					Mother in law
5	Nguyễn Như Quỳnh	-	-			0	0	Sii
6	Nguyễn Thế Phương	-	-			0	0	Younger sibling
7	Hoàng Lê Anh	-	-			0	0	Husband
8	Hoàng Tuệ Minh	-	-			0	0	Biological child
9	Trần Việt Bằng	-	-			0	0	Brother - in - law

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
10	Nguyễn Thị Nhung	-	-			0	0	Sister - in - law
IV	Nguyễn Cáp Tiến Đạt	-	Head of Supervisory Board			0	0	
1	Nguyễn Hồng Tiến	-	-			0	0	Father
2	Cáp Thị Hải Hoa	-	-			0	0	Mother
3	Trần Thị Minh	-	-			0	0	Mother-in-law
4	Trần Minh Anh	-	-			0	0	Wife
5	Nguyễn Cáp Thuỳ Dương	-	-			0	0	Sister
6	Hoàng Văn Trường	-	-			0	0	Brother - in - law
7	Nguyễn Trần Minh Ngọc	-	-			0	0	Biological child
V	Nguyễn Thị Hồng Thắm	-	Member of Supervisory Board			0	0	



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
1	Đỗ Thị Tập	-	-					Mother
2	Nguyễn Văn Tiệp	-	-					Father
3	Nguyễn Thị Thu	-	-			0	0	Sister
4	Nguyễn Văn Chín	-	-			0	0	Brother - in - law
5	Nguyễn Văn Thuận	-	-			0	0	Brother
6	Lê Thị Dung	-	-			0	0	Sister - in - law
7	Nguyễn Văn Thập	-	-			0	0	Brother
8	Nguyễn Thị Hòa	-	-			0	0	Sister - in - law
9	Trần Thị Thông	-	-			0	0	Mother-in-law
10	Nguyễn Văn Cảnh	-	-					Father-in-law
11	Nguyễn Văn Long	-	-			0	0	Husband
12	Nguyễn Đức Tuấn	-	-			0	0	Son
13	Nguyễn Thế	-	-			0	0	Son

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
	Thảo							
VI	Nguyễn Thị Kim Huệ	-	Member of Supervisory Board			0	0	
1	Nguyễn Văn Bốn	-	-			0	0	Father
2	Nguyễn Thị Khiên	-	-			0	0	Mother
3	Nguyễn Thị Huyền	-	-			0	0	Sister
4	Nguyễn Đình Vũ	-	-			0	0	Sister
5	Ngô Duy Lương	-	-			0	0	Father-in-law
6	Đỗ Thị Năm	-	-			0	0	Mother-in-law
7	Ngô Văn Minh	-	-			0	0	Husband
8	Ngô Ngọc Minh Châu	-	-			0	0	Daughter
VII	Bùi Thanh Hà	-	Chief Accountant			0	0%	
1	Bùi Đức Thọ	-	-			0	0	Father
2	Phạm Thị Tiến	-	-			0	0	Mother
3	Bùi Đức	-	-			0	0	Brother

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
	Thanh							
4	Chu Thị Hưng	-	-			0	0	Sister - in - law
VIII	Nguyễn Tổng Thắng	-	Corporate governance officer			200	0,001%	
1	Nguyễn Tổng Dụng	-	-			0	0	Father
2	Nguyễn Thị Hoa	-	-			0	0	Mother
3	Nguyễn Thành Công	-	-			0	0	Father in law
4	Hoàng Thị Nguyên	-	-			0	0	Mother in law
5	Nguyễn Thị Bằng	-	-			0	0	Wife
6	Nguyễn Thùy Dương	-	-			0	0	Daughter
7	Nguyễn Minh Khôi	-	-			0	0	Son
8	Nguyễn Tổng Kiên	-	-			0	0	Brother
9	Nguyễn Tổng Quyết	-	-			0	0	Brother
10	Nguyễn Tổng Chiến	-	-			0	0	Brother
11	B.C.H JSC	-	-			0	0	Independent member of BoD

2. Transactions of internal persons and affiliated persons with share of the company:
none

IX. Other significant issues: none

Recipients:

- HNX;
- Archived;

CHAIRWOMAN OF THE
BOARD OF DIRECTORS

(Sign: full name and seal)



Nguyễn Thị Vinh





APPENDIX 01 – LIST OF TRANSACTIONS BETWEEN STH HOLDINGS AND RELATED PERSONS

Transactions between the Company and related parties under Items 2, 3, and 4 of Section VII of the 2026 Corporate Governance Report are as follows:

No.	Name of the person/entity	Relationship with STH	Certificate Number, date of issue, place of issuance	Headoffice address/ Contact address	Time of transaction with the company	Number of Resolution/Decision of the General Meeting of Shareholders/Board of Directors	Key information of the transaction	Note
1	Nguyễn Thị Vinh	Internal person			First 6 months of 2026	Resolution of the 2026 AGM No. 01/2026/STH/NQ-DHDCD dated April 15, 2026	Disbursement and recovery of advances	Chairwoman of the BoD
2	Lê Đăng Khoa	Related person of Internal person					Acquisition of shares in Le Premium Investment JSC	Son of Ms. Nguyen Thi Vinh
3	CTCP Thương mại Thái Hưng	Major shareholder; Related party of Internal person					Trading of goods and provision of services	Ms. Nguyen Thi Vinh is Chairwoman of Thai Hung
4	CTCP Đầu tư ECO Valley Việt Nam	Related party of Internal person					Trading of goods and provision of services	Ms. Nguyen Thi Vinh is General Director
5	CTCP Đầu tư Le Mont	Other related party					Trading of goods and provision of services	Ms. Le Thi Hong Hanh (daughter of Ms. Vinh) is General Director