CÔNG TY CỔ PHẦN ĐẦU TƯ VÀ PHÁT TRIỂN SAO MAI VIỆT
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Appendix V

REPORT ON CORPORATE GOVERNANCE

(Promulgated with the Circular No 96/2020/TT-BTC on November 16, 2020 of the Minister of Finance)

SAO MAI VIET INVESTMENT AND DEVELOPMENT JOINT STOCK COMPANY	**THE SOCIALIST REPUBLIC OF VIETNAM**
---	**Independence - Freedom – Happiness**

No: 20/2026/BC-UNI	*HCM City, day 20 month 1 year 2026*

REPORT ON CORPORATE GOVERNANCE IN 2025

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

- Name of company: **SAO MAI VIET INVESTMENT AND DEVELOPMENT JOINT STOCK COMPANY**

- Address of headoffice: A3.4A12 The Goldview Apartment, 346 Ben Van Don Street, Vinh Hoi Ward, Ho Chi Minh City

- Telephone: 078.678.1977 Fax: Email:

- Charter capital: 426.176.320.000 VND

- Stock symbol: UNI

- Governance model: General Meeting of Shareholders, Board of Directors, Board of Supervisors, General Director.

- The implementation of internal audit: Implemented.

I. Activities of the General Meeting of Shareholders

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

No.	Resolution/Decision No.	Date	Content
1	273A/2025/NQ/ĐHĐCĐ-UNI	27/03/2025	Resolution of the General Meeting of Shareholders via Written Shareholder Consultation

2	273B/2025/NQ/ĐHĐCĐ-UNI	27/03/2025	Resolution of the General Meeting of Shareholders via Written Shareholder Consultation
3	273C/2025/NQ/ĐHĐCĐ-UNI	27/03/2025	Resolution of the General Meeting of Shareholders via Written Shareholder Consultation
4	207/2025/NQ/ĐHĐCĐ-UNI	20/06/2025	Resolution of the Annual General Meeting of Shareholders of the Company
5	207A/2025/NQ/ĐHĐCĐ-UNI	20/06/2025	Resolution re: Election of a new Independent Member of the Board of Directors for the remaining 2022–2027 term
6	207B/2025/NQ/ĐHĐCĐ-UNI	20/06/2025	Resolution re: Dismissal and supplementary election of a Member of the Supervisory Board for the remaining 2022–2027 term

II. Board of Directors (Annual report):

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

No.	*Board of Directors' members*	*Position / Independent members of the Board of Directors, Non-executive members of the Board of Directors))*	*The date becoming/ceasing to be the member of the Board of Directors*	
			Date of appointment	*Date of dismissal*
1	Ms. Phan Hong My Phuong	Chairperson of the BOD	24/03/2022	
2	Ms. Vu Thi Nhu Mai	Member of the BOD	18/03/2022	
3	Ms. Nguyen Thi Le Thanh	Member of the BOD	20/05/2023	
4	Ms. Nguyen Thi Lieu	Member of the BOD	20/06/2025	

2. Meetings of the Board of Directors:

No.	Board of Directors' member	Number of meetings attended by Board of Directors	Attendance rate	Reasons for absence
1	Ms. Vu Thi Nhu Mai	13/13	100%	
2	Ms. Phan Hong My Phuong	13/13	100%	

3	Ms. Nguyen Thi Le Thanh	13/13	100%	
4	Ms. Nguyen Thi Lieu	4/13	100%	Appointed June 20, 2025

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

The Board of Directors (BODs) has fully and regularly supervised, urged, and directed the Board of General Directors in executing the 2025 business plan in accordance with the Company's long-term development strategy, the Resolutions of the General Meeting of Shareholders (GMS), the Resolutions and Decisions of the BOD, and the Company's internal governance regulations. It has also promptly resolved arising matters within its authority to facilitate the business operations of the Board of General Directors.

At BOD meetings, the Board of General Directors reports on the Company's business operations. BOD members discuss, propose policies and solutions, and coordinate with the General Director in implementing the BOD's Resolutions and Decisions, supporting the Board of General Directors in fulfilling the tasks assigned by the GMS.

4. Activities of the Board of Directors' subcommittees (If any):

- Pursuant to the provisions of Circular No. 116/2020/TT-BTC dated December 31, 2020, issued by the Ministry of Finance guiding a number of articles on corporate governance applicable to public companies under Government Decree No. 155/2020/NĐ-CP dated December 31, 2020, detailing the implementation of a number of articles of the Law on Securities, as well as the Company's Charter and Internal Regulations on Corporate Governance, the establishment of subcommittees under the Board of Directors (BOD) is not mandatory. Therefore, up to the present time, the BOD has not established any subcommittees under the BOD.
- The BOD assigns tasks to each BOD member to take charge of specialized fields and supervise the operations of units throughout the entire Company.

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

No.	Resolution/Decision No.	Date	Content	Approval rate
1	1A/2025/NQ/HĐQT-UNI	01/01/2025	Resolution re: Execution of loan agreements to supplement capital for business operations	100%
2	35/2025/NQ/HĐQT-UNI	03/03/2025	Resolution re: Organization of written shareholder consultation to approve the contents of Proposal No. 33/2025/TTr-HĐQT dated March 3, 2025	100%

No.	Resolution/Decision No.	Date	Content	Approval rate
3	173A/2025/NQ/HĐQT-UNI	17/03/2025	Resolution re: Establishment of the Vote Counting Assistance Team for written shareholder consultation to approve the contents under Proposal No. 33/2025/TTr-HĐQT dated March 3, 2025	100%
4	283A/NQ/HĐQT-UNI	28/03/2025	Resolution re: Approval of the list of prospective investors for the Company's private placement of shares	100%
5	14A/NQ/HĐQT-UNI	01/04/2025	Resolution re: Approval of the results of the private placement of shares	100%
6	94A/2025/NQ/HĐQT-UNI	09/04/2025	Resolution re: Extension of the deadline for organizing the 2025 Annual General Meeting of Shareholders	100%
7	55A/2025/NQ/HĐQT-UNI	05/05/2025	Resolution re: Convening the 2025 Annual General Meeting of Shareholders	100%
8	205/2025/NQ/HĐQT-UNI	20/05/2025	Resolution re: Use of assets for mortgage/pledge to secure debt repayment obligations of Kyoritsu Maintenance Vietnam Co., Ltd.	100%
9	225A/NQ/2025/HĐQT-UNI	22/05/2025	Resolution re: Appointment of the Person in Charge of Corporate Governance	100%
10	17A/NQ/HĐQT-UNI	01/07/2025	Resolution re: Execution of contracts with related parties of the Company's insiders	100%
11	16A/2025/NQ/HĐQT-UNI	01/07/2025	Resolution re: Appointment of Deputy General Director in charge of Sales / Business	100%
12	38/2025/NQ/HĐQT-UNI	31/07/2025	Resolution re: Execution of the 2025 Financial Statements Audit Contract	100%
13	301A/2025/NQ/HĐQT-UNI	30/12/2025	Resolution re: Appointment of Deputy General Director in charge of Project Development	100%

III. Board of Supervisors (Annual report):

1. Information about members of Board of Supervisors:

No.	Members of Board of Supervisors	Position	The date becoming to be the member of the Board of Supervisors	Qualification
1	Ms. Tran Thi Thanh Loan	Head of the SP	18/03/2022 (Appointed)	Bachelor of Accounting
2	Ms. Vu Thanh Thuy	Member of the SP	18/03/2022 (Appointed)	Bachelor of Accounting
3	Ms. Hoang Thi Nhung	Member of the SP	20/06/2025 (Dismissed)	Bachelor of Accounting
4	Ms. Nguyen Thi Ngoc Oanh	Member of the SP	20/06/2025 (Appointed)	Bachelor of Accounting

2. Meetings of Board of Supervisors

No.	*Members of Board of Supervisors*	*Number of meetings attended*	*Attendance rate*	*Voting rate*	*Reasons for absence*
1	Ms. Tran Thi Thanh Loan	2/2	100%	100%	
2	Ms. Vu Thanh Thuy	2/2	100%	100%	
3	Ms. Hoang Thi Nhung	2/2	100%	100%	

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

- Inspecting and supervising to ensure that the Company complies with the Law on Enterprises, the Company's Charter, and the Resolutions of the General Meeting of Shareholders (GMS). The Supervisory Board is consulted and invited to attend all meetings of the Board of Directors (BOD) and provided with complete meeting documents.

- Reviewing and appraising the Company's Business Operation Reports and Financial Statements.

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

- There has consistently been close coordination between the Supervisory Board (SB) and the Board of Directors (BOD) as well as the Board of General Directors of the Company. The SB receives full cooperation and favorable conditions from the BOD and the Board of General Directors in performing its duties, such as the provision of information and documents, and the assignment of personnel to work with the SB upon request. All summary reports on the inspection and supervision activities of the SB are submitted to the BOD and the Board of General Directors.

5. Other activities of the Board of Supervisors:

IV. Board of Management

No.	Members of Board of Management	Date of birth	Qualification	Date of appointment / dismissal of members of the Board of Management /
1	Ms. Vu Thi Nhu Mai	12/11/1977	Bachelor of Economics	08/02/2022 (Appointed)
2	Mr. Nguyen Luong Hoang	10/10/1984	Master of Business Administration	12/08/2025 (Appointed)
3	Mr. Lam Viet Chau	11/11/1977	Bachelor of Architecture	30/12/2025 (Appointed)

V. Chief Accountant

Name	*Date of birth*	*Qualification*	*Date of appointment/ dismissal*
Mr. Le Hoang Son	08/11/1986	Master of Finance and Banking	26/05/2022 (Appointed)

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.

VII. The list of affiliated persons of the public company (Semi-annual report/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 at the Company (if any)	No.*, date of issue, place of issue	Address	Time of starting to be affiliated person	Time of ending to be affiliated person	Reasons	Relationship with the Company
1	Mr. Phan Hong My Phuong		Chairperson of the BOD			24/03/2022			

2	Ms. Vu Thi Nhu Mai		Member of the BOD, General Director			18/03/ 2022			
3	Ms. Nguyen Thi Le Thanh		Member of the BOD			20/05/ 2023			
4	Ms. Nguyen Thi Lieu		Member of the BOD			20/06/ 2025			
5	Mr. Le Hoang Son		Chief Accountant			18/03/ 2022			
6	Ms. Tran Thi Thanh Loan		Head of the SP			18/03/ 2022			
7	Ms. Vu Thanh Thuy		Member of the SP			18/03/ 2022			
8	Ms. Nguyen Thi Ngoc Oanh		Member of the SP			20/06/ 2025			
9	Mr. Nguyen Dac Long					01/04/ 2025		Individual owning over 10% of shares	
10	Ms. Vu Thi Lan					01/04/ 2025		Individual owning over 10% of shares	
11	Ms. Nguyen Thi Hong Ly					01/04/ 2025		Individual owning over 10% of shares	
12	Nhan Nghia General Development Investment Company Limited					03/12/ 2025		Organization owning over 10% of shares	

Note: No.: ID card No./Passport No. (As for individuals) or Business Registration Certificate No., License on Operations or equivalent legal documents (As for organisations).

2. Transactions between the Company and its affiliated persons or between the Company and its major shareholders, internal persons and affiliated persons.

No.	Name of organization/ individual	Relationship with the Company	No.* date of issue, place of issue	Address	Time of transactions with the Company	Resolution No. or Decision No. approved by General Meeting of Shareholders/ Board of Directors (if any, specifying date of issue)	Content, quantity, total value of transaction	Note
1	Kyoritsu Maintenance Viet Nam CO.,LTD	Ms. Vu Thi Nhu Mai is Director	040182 3522	No. 6 2/9 Street, Phuoc Ninh Ward, Hai Chau Distreet, Da Nang	01/07/2025	17A/2025/NQ/ HĐQT-UNI	15% calculated on revenue from product sales of projects invested by Kyoritsu Company	
2	Ms. Vu Thi Nhu Mai	Insider			01/01/ 2025	1A/2025/NQ/ HĐQT-UNI	- Loan agreement - Contract value: 300,000,000, 000 VND	

Note: No.: ID card No./Passport No. (As for individuals) or Business Registration Certificate No., License on operations or equivalent legal documents (As for organisations).

3. **Transaction between internal persons of the Company, affiliated persons of internal persons and the Company's subsidiaries in which the Company takes controlling power.**

No.	*Transaction executor*	*Relationship with internal persons*	*Position at the listed Company*	*Passport No., date of issue, place of Issue*	*Address*	*Name of subsidiaries or companies which the Company control*	*Time of transaction*	*Content, quantity, total value of transaction*	*Note*

4. Transactions between the Company and other objects

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 (Annual report)***

1. Transactions of internal persons and affiliated persons with shares of the Company

No.	Name	Securities trading account (if any)	Position at the company (if any)	Relationship with the Company	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	Time of starting to be affiliated person	Note
1	**Mr. Phan Hong My Phuong**		**Chairperson of the BOD**				-	**0**	**24/03/2022**	
1.1	Mr. Phan Van Phuc			Father				0		
1.2	Ms. Phan Thi Thanh Nga			Mother				0		
1.3	Ms. Phan Hong My Hanh			Sister				0		
1.4	Mr. Phan Anh Dung			Husband				0		
1.5	Ms. Phan Minh Anh			Daughter				0		
2	**Ms. Vu Thi Nhu Mai**		**Member of the BOD, General Director**					**0**	**18/03/2022**	
2.1	Mr. Vu Duy Thang			Father				0		
2.2	Ms. Tran Thi My			Mother				0		

No.	Name	Securities trading account (if any)	Position at the company (if any)	Relationship with the Company	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	Time of starting to be affiliated person	Note
2.3	Ms. Vu Thi Kim Lien			Sister			156.700	0.37%		
2.4	Ms. Vu Thi Lan Phuong			Sister				0		
2.5	Mr. Le Minh Nhan			Son				0		
2.6	Mr. Le Minh Nghia			Son				0		
3	**Ms. Nguyen Thi Le Thanh**		**Member of the BOD**				**500**	**0**	**20/05/2023**	
3.1	Mr. Vu Duy Be			Husband				0		
3.2	Ms. Vu Thanh Thuy		Member of the SP	Daughter				0	18/03/2022	
3.3	Ms. Vu Thanh Thao			Daughter				0		
4	**Ms. Nguyen Thi Lieu**		**Member of the BOD**					**0**	**20/06/2025**	
4.1	Mr. Nguyen Van Trung			Father				0		

No.	*Name*	*Securities trading account (if any)*	*Position at the company (if any)*	*Relationship with the Company*	*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*	*Time of starting to be affiliated person*	*Note*
4.2	Ms. Vu Thi Len			Mother				0		
5	**Mr. Nguyen Luong Hoang**		**Deputy General Director in charge of Business**					**0**	**12/08/2025**	
5.1	Mr. Nguyen Luong Huy			Father			149.900	0.351%		
5.2	Ms. Phan Thi Hoa			Mother				0		
5.3	Ms. Nguyen Phan Tram Oanh			Sister				0		
5.4	Mr. Nguyen Luong Khai			Brother				0		
5.5	Ms. Nguyen Phuong Dung			Wife				0		

No.	*Name*	*Securities trading account (if any)*	*Position at the company (if any)*	*Relationship with the Company*	*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*	*Time of starting to be affiliated person*	*Note*
5.6	Ms. Nguyen Hoang Kha Han			Daughter				0		
5.7	Mr. Nguyen Luong Hoang Bach			Son				0		
6	**Mr. Lam Viet Chau**		**Deputy General Director in charge of Project Development**				**10.900**	**0.03%**	**30/12/2025**	
6.1	Ms. Ngo Minh Phuong			Mother				0		
6.2	Mr. Lam Viet Cuong			Brother				0		
6.3	Ms. Pham Thi Thu Thuy			Wife				0		
6.4	Ms. Lam Linh Dan			Daughter				0		

No.	Name	Securities trading account (if any)	Position at the company (if any)	Relationship with the Company	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	Time of starting to be affiliated person	Note
7	**Ms. Tran Thi Thanh Loan**		**Chief of Board of Supervisors**				**2.000**	**0.004%**	**18/03/2022**	
7.1	Ms. Hoang Thi Lien			Mother				0		
7.2	Ms. Tran Bich Thuy			Older sister				0		
7.3	Mr. Tran Hoang Minh			Older brother				0		
7.4	Mr. Truong Nhu Nguyen			Husband				0		
7.5	Mr. Truong Nhu Nghia			Son				0		
7.6	Mr. Truong Nhu Thanh			Son				0		
8	**Ms. Nguyen Thi Ngoc Oanh**		**Board of Supervisor**					**0**	**20/06/2025**	
8.1	Mr. Nguyen Van Phung			Husband				0		
8.2	Ms. Nguyen Ngoc Khanh Phi			Daughter				0		

No.	*Name*	*Securities trading account (if any)*	*Position at the company (if any)*	*Relationship with the Company*	*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*	*Time of starting to be affiliated person*	*Note*
8.3	Ms. Nguyen Thi Ngọc Lan			Sister				0		
9	**Mr. Le Hoang Son**		**Chief Accountant**					**0**	**26/05/2022**	
9.1	Mr. Le Van Manh			Father				0		
9.2	Ms. Nguyen Thi Minh Nguyet			Mother				0		
9.3	Ms. Le Quang Thanh Thu			Wife				0		

2. Transactions of internal persons and affiliated persons with shares of the company

No.	Transaction executor	Relationship with internal persons	Number of shares owned at the beginning of the period		Number of shares owned at the end of the period		Reasons for increasing, decreasing (buying, selling, converting, rewarding, etc.)
			Number of shares	Percentage	Number of shares	Percentage	
1	Ms. Vu Thi Nhu Mai	General Director	3.446.236	8,09%	0	0%	Selling
2	Mr. Vu Duy Be	Related person of a Member of the Supervisory Board	1.519.388	3,57%	0	0%	Selling
3	Ms. Vu Thi Kim Lien	Related person of General Director	1.082.312	2,54%	156.700	0,37%	Selling
4	Ms. Vu Thanh Thao	Related person of a Member of the Supervisory Board	1.377.892	3,23%	0	0%	Selling
5	Ms. Vu Thanh Thuy	Member of the Supervisory Board	1.424.131	3,34%	0	0%	Selling
6	Ms. Nguyen Thi Le Thanh	Member of the Board of Directors	605.322	1,42%	500	0%	Selling

IX. Other significant issues

Recipients:
- …;
- Archived: ...

CHAIRPERSON OF THE BOARD OF DIRECTORS
(Sign, full name and seal)



PHAN HONG MY PHUONG