TAN PHU VIET NAM
JOINT STOCK COMPANY

SOCIALIST REPUBLIC OF VIETNAM
Independence - Freedom - Happiness

No.: 01/ 2026/BC-HĐQT-TPP

Ho Chi Minh City, date 29 month 01 year 2026

REPORT ON THE COMPANY'S GOVERNANCE SITUATION (2025)

Dear: - State Securities Commission;
- Hanoi Stock Exchange.

Company name: **TAN PHU VIETNAM JOINT STOCK COMPANY**

Head office address : 314 Luỹ Bán Bích Street, Tan Phu Ward, Ho Chi Minh City

Phone: (028) 3860 9003 Email: info@tanphuvietnam.vn

Charter capital: VND 628,862,820,000 (Six hundred twenty-eight billion eight hundred sixty-two million eight hundred twenty thousand dong)

Stock code: TPP

Corporate governance model:

☐General Shareholders' Meeting, Board of Directors, Supervisory Board, and General Director/Director.

☑The General Meeting of Shareholders, the Board of Directors, the General Director/Director, and the Audit Committee are members of the Board of Directors.

Regarding the performance of the internal audit function: It has been performed .

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 through written ballots):

No.	Resolution Number Decision	Day	Content
1	01/2025/NQ-ĐHĐCĐ	April 17, 2025	- Through the Report of the Board of Directors (accompanied by the Report of the Audit Committee) and the General Director of Tan Phu Vietnam Joint Stock Company ("the Company") on the operations in 2024 and the plan for 2025. - Through the audited financial statements for 2024, as per the content of Proposal No. 01/2025/TTr-HĐQT dated March 27, 2025, from the Board of Directors.

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Ký ngày: 29/1/2026 15:56:36

No.	Resolution Number Decision	Day	Content
			- Through the Company's profit distribution plan for 2024 (as per the content of Proposal No. 02/2025 /TTr-HĐQT dated March 27, 2025). - Through the report on Board of Directors' remuneration for 2024 and the plan for Board of Directors' remuneration for 2025 (as per the content of Submission No. 02/2025/TTr-HĐQT dated March 27, 2025). - Through the List of Auditing Firms for the Company's Financial Statements in 2025 (According to the content of Submission No. 03/2025/TTr-HĐQT dated March 27, 2025). - Through a public offering of additional shares to increase the charter capital in 2025, and the plan for using the capital raised from the offering (as per the content of Proposal No. 04/2025/HĐQT-TTr dated March 27, 2025).
2	09/NQ-ĐHĐCĐ	June 20, 2025	Through the amendment and supplementation of the detailed business lines of Tan Phu Vietnam Joint Stock Company as per the content of Proposal No. 05/2025/TTr-HĐQT dated June 9, 2025, of the Board of Directors.

II. Board of Directors (2025):

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

No.	Board Member	Position (Independent Board Member, Non-Executive Board Member)	Date of commencement/cessation of membership on the Board of Directors/independent board member	
			Appointment date	Dismissal date
1.	Tran Duc Huy	Chairman of the Board	October 18, 2024	
2.	Hoang Quoc Thuy	Vice Chairman of the Board of Directors	April 8, 2022	
3.	Phan Anh Tuan	Board Member	April 8, 2022	
4.	Ngo Duc Trung	Board Member	April 20, 2020	
5.	Vu Thuy Linh	Board Member	April 8, 2022	

2. Board of Directors Meetings:

No.	Board Member	Number of Board of Directors meetings attended	Meeting attendance rate	Reasons for not attending the meeting.
2	Tran Duc Huy	15/15	100%	
3	Ngo Duc Trung	15/15	100%	
4	Hoang Quoc Thuy	15/15	100%	
5	Phan Anh Tuan	15/15	100%	
6	Vu Thuy Linh	15/15	100%	

3. The Board of Directors' oversight of the General Management Board.

The Company's Board of Directors consists of 5 members, including 1 independent board member and 1 non-executive board member. The Board of Directors supervises the General Director's Office in accordance with the Company's Charter, internal regulations and rules, and current laws. Specifically, the Board members supervise the General Director's Office, attend meetings with the General Director's Office, and participate in briefings to hear reports on production and business operations, while also providing timely guidance in the following areas and tasks :

- Monitoring the implementation of resolutions and decisions issued by the General Meeting of Shareholders and the Board of Directors .
- Oversee the direction and management of production and business activities by the Board of Directors to improve operational efficiency and achieve business plan targets as per the 2025 Annual General Meeting of Shareholders Resolution .
- Monitoring the company's financial management, managing investment costs to prevent risks in production and business operations .
- Inspect and monitor the maintenance and application of the Company's Charter, internal regulations, and rules in accordance with the Company's development direction and legal regulations .

- Summarize business performance in 2024, analyze the advantages and disadvantages affecting business operations, propose solutions and directions for business operations in 2025 .
- Other activities.

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

The Board of Directors does not establish subcommittees.

5. Resolutions/Decisions of the Board of Directors :

No.	Resolution/Decision Number	Day	Content	Approval rate
1.	01/QD-HDQT-TPP	January 23, 2025	Mr. Tran Duc Huy is appointed as a Member of the Audit Committee of Tan Phu Vietnam Joint Stock Company, effective from January 23, 2025.	100%
2.	02/QD-HDQT-TPP	January 2, 2025	Mr. Doan Minh Truong is relieved of his duties as Chief Financial Officer of Tan Phu Vietnam Joint Stock Company effective January 2nd, 2025.	100%
3.	03/QD-HDQT-TPP	January 2, 2025	Ms. Nguyen Thi Huyen is relieved of her duties as Deputy General Director of Tan Phu Vietnam Joint Stock Company effective January 2nd, 2025.	100%
4.	04/QD-HDQT-TPP	January 2, 2025	Vu Quoc Toan is relieved of his position as Deputy General Director of Tan Phu Vietnam Joint Stock Company effective January 2nd, 2025.	100%
5.	05/QD-HDQT-TPP	January 2, 2025	Ms. Nguyen Thi Thoai is relieved of her duties as Chief Accountant of Tan Phu Vietnam Joint Stock Company effective January 2nd, 2025.	100%
6.	06/QD-HDQT-TPP	January 2, 2025	Ms. Nguyen Thi Thoai is appointed as Deputy General Director of Tan Phu Vietnam Joint Stock Company, effective from January 2nd, 2025.	100%
7.	07/QD-HDQT-TPP	January 2, 2025	Ms. Le Thi Hong is appointed as the Head of Finance and Accounting at Tan Phu Vietnam Joint Stock Company, effective January 2nd, 2025.	100%

No.	Resolution/Decision Number	Day	Content	Approval rate
8.	01/2025/NQ-HĐQT	January 2, 2025	Through the policy of conducting transactions with Related Parties. 2025	100%
9.	02/2025/NQ-HĐQT	February 24, 2025	Through the plan for convening and organizing the 2025 Annual General Meeting of Shareholders of the Company and its implementation .	100%
10.	03/2025/NQ-HĐQT	May 20, 2025	Through a written shareholder consultation process.	100%
11.	06/NQ-HĐQT	June 10, 2025	Through capital investment to establish an affiliated company headquartered in Ba Ria - Vung Tau province.	100%
12.	07/NQ-HĐQT	June 12, 2025	Through the approval of the plan to offer additional shares to the public to increase charter capital in 2025 and the plan for using the proceeds from the offering .	100%
13.	08/NQ-HĐQT	June 12, 2025	Through the registration process for a public offering of additional shares to increase charter capital in 2025.	100%
14.	08/QD-HDQT-TPP	July 22, 2025	Ms. Le Thi Hong is appointed as Chief Accountant of Tan Phu Vietnam Joint Stock Company effective July 22, 2025.	100%
15.	09/NQ-HĐQT	July 31, 2025	Through detailed adjustments to the plan for using the proceeds from the additional public offering of shares to increase charter capital in 2025.	100%
16.	10/NQ-HĐQT	July 31, 2025	Through updating the registration documents for the public offering of shares to increase charter capital in 2025.	100%
17.	11/NQ-HĐQT	September 8, 2025	Through adjustments to the plan for offering additional shares to the public to increase charter capital in 2025 and the plan for using the proceeds from the offering.	100%
18.	12/NQ-HĐQT	September 8, 2025	Through the registration process for a public offering of additional shares to increase charter capital in 2025.	100%
19.	13/NQ-HĐQT	September 15, 2025	Through additional capital contribution to the affiliated	100%

No.	Resolution/Decision Number	Day	Content	Approval rate
			company – DNP Production and Trading Joint Stock Company.	
20.	14/NQ-HĐQT	October 7, 2025	Through the final registration date to exercise the right to purchase shares.	100%
21.	15/2025/NQ-HĐQT	November 20, 2025	Based on the results of the 2025 public offering.	100%
22.	16/2025/NQ-HĐQT	November 25, 2025	Through additional capital contribution to the affiliated company – DNP Production and Trading Joint Stock Company.	100%
23.	17/2025/NQ-HĐQT	November 25, 2025	Through the implementation and adjustment of the plan for using the capital raised from the 2025 public offering of shares.	100%
24.	18/2025/NQ-HĐQT	December 8, 2025	Through adjustments to the plan for using the capital raised from the 2025 public offering of shares.	100%

III. Audit Committee

1. Information about the members of the Audit Committee :

No.	Member of the Audit Committee	Position	Date of commencement/departure from membership of the Audit Committee	Professional qualifications
1	Ms. Vu Thuy Linh	Chairman of the Audit Committee	Appointment: April 12, 2022	Master of Business Administration
2	Tran Duc Huy	Member of the Audit Committee	Appointment: January 23, 2025	Master of Business Administration

2. Meeting of the Audit Committee :

No.	Member of the Supervisory Board/Audit Committee	Number of meetings attended	Meeting attendance rate	Voting ratio	Reasons for not attending the meeting.
1	Ms. Vu Thuy Linh	02/02	100%	100%	
2	Mr. Tran Duc Huy	02/02	100%	100%	

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

In 2025, the Audit Committee completed its oversight of the Board of Directors and the General Management Board in various activities, including :

- Monitoring the implementation of the 2025 Annual General Meeting Resolution and the 2025 written shareholder consultation process, the Audit Committee has closely monitored the progress of the implementation of the 2025 Annual General Meeting Resolution and acknowledges that the Company's leadership has been and is implementing the plans set out in the Resolution correctly.
- Monitoring the accuracy of the company's financial reports and official disclosures related to the company's financial results .
- Review the internal control and risk management systems .
- Review transactions with related parties that fall under the approval authority of the Board of Directors or the General Meeting of Shareholders and make recommendations on transactions requiring approval from the Board of Directors or the General Meeting of Shareholders .
- Supervise the company's internal audit department .
- Monitoring and evaluating the independence and objectivity of audit firms and the effectiveness of the audit process and other non-audit services .
- Monitoring the company's production and business operations aims to ensure that the company complies with legal regulations, regulatory requirements, and other internal company regulations .

4. Coordination of activities between the Audit Committee and the Board of Directors, the General Management Board, and other management personnel :

- The Audit Committee has proactively coordinated closely with the Board of Directors and the General Management Board in inspecting and supervising all production and business activities of the Company. The Board of Directors and the General Management Board have facilitated the Audit Committee in collecting information and documents related to the Company's production and business activities .
- Representatives from the Audit Committee attended Board of Directors meetings, contributing opinions on issues related to the management of the Company's production and business operations and the implementation of objectives approved by the General Meeting of Shareholders .
- In addition to regular meetings, the members of the Audit Committee also actively coordinate with the Board of Directors in activities related to compliance control and internal auditing of the Company .

5. Other activities of the Audit Committee :

Do not have .

IV. Executive Board :

No.	Board Member management	Date of birth	Professional qualifications	Date of appointment/dismissal of Executive Board members
1	Mr. Phan Anh Tuan – General Director		Master of Corporate Finance	April 9, 2022

2	Mr. Ngo Duc Trung – Deputy General Director		Electrochemical Engineer	March 17, 2016 Reappointment / May 19, 2022
3	Mr. Murugan Subramanian – Deputy General Manager		Engineering	January 21, 2020
4	Ms. Nguyen Thi Thoai – Deputy General Director		Bachelor of Accounting and Auditing Chief Accountant (CFO) Certification	January 2, 2025

V. Chief Accountant/Head of Finance and Accounting

Full name	Date of birth	Professional qualifications	Date of appointment/dismissal
Nguyen Thi Thoai		Bachelor of Accounting and Auditing Chief Accountant (CFO) Certification	Dismissal: January 2, 2025
Le Thi Hong		Master of Accounting Chief Accountant Certificate	Appointment: January 2, 2025

VI. Training in corporate governance:

In 2025, members of the Board of Directors, members of the Audit Committee, the General Management Board, and other management staff attended workshops and training sessions on corporate governance.

VII. List of related parties of a public company and transactions of the company's related parties with the Company itself:

1. List of company associates:

No.	Name of organization/individual	Securities trading account (if any)	Position at the company (if any)	NSH Certificate Number*, Date of Issue, Place of Issue	Head office address/ Contact address	The starting point is when the person is involved.	The point at which one is no longer involved.	Reason	Relationship with the company
1.	Tran Duc Huy		Chairman of the Board of Directors and			October 18, 2024			Insider

			Member of the Audit Committee						
2.	Hoang Quoc Thuy		Vice Chairman of the Board of Directors			January 1, 2021			Insider
3.	Phan Anh Tuan		Board Member and General Director			April 8, 2022			Insider
4.	Ngo Duc Trung		Board Member and Deputy General Director			March 17, 2016			Insider
5.	Vu Thuy Linh		Independent Board Member and Chairman of the Audit Committee			April 8, 2022			Insider
6.	Vu Quoc Toan		Deputy General Manager			February 22, 2019	January 2, 2025	Dismissal	Insider
7.	Nguyen Thi Huyen		Deputy General Manager			August 7, 2024	January 2, 2025	Dismissal	Insider
8.	Murugan Subramaniam		Deputy General Manager			January 21, 2020			Insider
9.	Doan Minh Truong		Chief Financial Officer			January 9, 2023	January 2, 2025	Dismissal	Insider
10.	Nguyen Thi Thoai		Chief Accountant			January 16, 2017	January 2, 2025	The Chief Accountant is dismissed and a	Insider

			Deputy General Manager			January 2, 2025		Deputy General Director is appointed.	
11.	Le Thi Hong		Chief Accountant			January 2, 2025			Insider
12.	Le Thi Van		Company Administrator			September 8, 2022			Insider
13.	DNP Holding Joint Stock Company		Parent company						Parent company
14.	DNP Production and Trading Joint Stock Company		Affiliated company						Affiliated company

Note: NSH number: ID card/Passport number (for individuals) or Business registration certificate number, operating license number or equivalent legal document (for organizations).*

2. Transactions between a company and its related parties; or between a company and major shareholders, insiders, or related parties of insiders:

Do not have.

3. Transactions between company insiders, related parties of insiders, and subsidiaries or companies controlled by the company:

Do not have.

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, Directors (General Directors) and other managers have been founding members or members of the Board of Directors, Directors (General Directors) in charge during the past three (03) years (calculated at the time of report preparation):

Do not have.

4.2. Transactions between the company and companies where related parties of Board of Directors members, Supervisory Board members, Directors (General Directors), and other managers are members of the Board of Directors or Directors (General Directors):

Do not have.

4.3. Other transactions of the company (if any) that may provide material or non-material benefits to members of the Board of Directors, members of the Supervisory Board, Directors (General Director) and other managers:

Do not have.

VIII. Stock transactions by insiders and related parties of insiders :

1. List of insiders and related parties of insiders

No.	Full name	Securities trading account (if any)	Job title at the company (if any)	ID/Passport number, date of issue, place of issue	Address contact	Number of shares held at the end of the period	Ending stock ownership ratio	Note
1	**Tran Duc Huy**		**Chairman of the Board**			**0**	**0%**	
1.1	Nguyen Nhat Linh					0	0%	Wife
1.2	Tran Nguyen Huy Anh					0	0%	Son
1.3	Tran Thuy Linh					0	0%	Daughter
1.4	Tran Duc Ban					0	0%	Father (Deceased)
1.5	Pham Thi Hong Vuong					0	0%	Mother
1.6	Nguyen Mong Giao					0	0%	Father-in-law

1.7	Bui Xuan Huong					0	0%	Mother-in-law
1.8	Tran Thuan Phuoc					0	0%	Brother
1.9	Tran Huyen					0	0%	Sister
1.10	CMC Corporation		Mr. Tran Duc Huy holds the position of Chairman of the Board of Directors [1]/ Member of the Board of Directors			0	0%	
1.11	Tasco Joint Stock Company		Mr. Tran Duc Huy holds the position of Vice Chairman of the Board of Directors [2].			0	0%	
1.12	DNP Holding Joint Stock Company		Mr. Tran Duc Huy holds the position of Chairman of the Board of Directors.			33,158,340	52.73%	
1.13	DNP Production and		Mr. Tran Duc Huy holds the			0	0%	

[1] He/She is relieved of his/her duties as Chairman of the Board of Directors of CMC Joint Stock Company effective December 18, 2025, and will continue to serve as a Member of the Board of Directors;

[2] The Board of Directors member was dismissed by the General Meeting of Shareholders of Tasco Joint Stock Company on May 26, 2025, according to Resolution No. 01/2025/NQ-ĐHĐCĐ.

	Trading Joint Stock Company		position of member of the Board of Directors.					
2	**Hoang Quoc Thuy**		**Vice Chairman of the Board of Directors**			**0**	**0%**	
2.1	Hoang Minh Tho					0	0%	Father
2.2	Hoang Thi Nga					0	0%	Sister
2.3	Hoang Trung Thuan					0	0%	Brother
2.4	Hoang Thi Hang					0	0%	Sister
2.5	Nguyen Thi Hang					0	0%	Wife
2.6	Hoang Linh Chi					0	0%	Daughter
2.7	Hoang Quoc Trung					0	0%	Son
2.8	Bui Si Lam					0	0%	Brother-in-law

2.9	Nguyen Thi Hau					0	0%	Mother-in-law
2.10	Nguyen Van Bao					0	0%	Father-in-law
3	**Phan Anh Tuan**		**Board Member and CEO**			**0**	**0%**	
3.1	Phan Van Hung					0	0%	Father
3.2	Pham Thi Ty					0	0%	Mother
3.3	Phan Duy Nhat Minh			Do not have		0	0%	Son (Still young)
3.4	Phan Ngoc Khanh Linh			Do not have		0	0%	Son (Still young)
3.5	Phan Thi Ngoc Anh					0	0%	Sister
3.6	CMC Corporation		Member of CMC Corporation			0	0%	
4	**Ngo Duc Trung**		**Board Member pair Deputy General Manager**			**558,915**	**0.89%**	
4.1	Tran Thi Minh Canh					0	0%	Wife

4.2	Nguyen Kim Nga					0	0%	Mother
4.3	Ngo Bich Loan					0	0%	Sister
4.4	Ngo Bich Lien					0	0%	Sister
4.5	Ngo Bich Hong					0	0%	Sister
4.6	Ngo Thuy Hanh					0	0%	Sister
4.7	Ngo Thao Trang					0	0%	Daughter
4.8	Ngo Thao Nguyen					0	0%	Daughter
4.9	Tran Dinh Tản					0	0%	Father-in-law
4.10	Tran Thi Khiem					0	0%	Mother-in-law
4.11	Nguyen Kim Cuong					0	0%	Brother-in-law
4.12	Hoang Trung Hac					0	0%	Brother-in-law
4.13	Nguyen Van Nam					0	0%	Brother-in-law

5	**Vu Thuy Linh**		**Independent Board Member and Chairman of the Audit Committee**			**0**	**0%**	
5.1	Pham Thi Thanh Hien					0	0%	Mother
5.2	Vu Anh Tu					0	0%	Brother
5.3	Tran Thi Quynh					0	0%	Sister-in-law
6	**Murugan Subramaniam**		**Deputy General Manager**			**0**	**0%**	
6.1	Nguyen Thuy Ngoc Phuong					0	0%	Wife
6.2	Harish Ragavandra Murugan					0	0%	Son
6.3	Danish Ragavandra Murugan					0	0%	Son
6.4	Subramaniam Dorasamy					0	0%	Dad
6.5	Racham Thangvedu					0	0%	Mom

6.6	Madurimuttu Subramaniam					0	0%	Brother (Deceased)
6.7	Kaladevi Subramaniam					0	0%	Sister
6.8	Jayandi Subramaniam					0	0%	Sister
6.9	Nguyen Thang Long					0	0%	Father-in-law
6.10	Nguyen Thi Kim Phuong					0	0%	Mother-in-law
7	**Nguyen Thi Thoai**		**Deputy General Manager**			**0**	**0%**	
7.1	Nguyen Van Thien					0	0%	Father
7.2	Vo Thi Lan					0	0%	Mother
7.3	Tran Van Kim Ngoc					0	0%	Husband
7.4	Tran Minh Chau			Do not have		0	0%	Son (Still young)
7.5	Tran Minh Xuan			Do not have		0	0%	Son (Still young)

7.6	Nguyen Thi Kim Hoanh					0	0%	Younger sister
7.7	Nguyen Thi Anh Kim					0	0%	Younger sister
7.8	Nguyen Thi Anh Nguyet					0	0%	Younger sister
7.9	Nguyen Van Truong					0	0%	Brother
7.10	Tran Van Mon					0	0%	Father-in-law
7.11	Nguyen Thi Thuong					0	0%	Mother-in-law (deceased)
7.12	Nguyen Manh Hung					0	0%	Brother-in-law
7.13	Do Xuan Lam					0	0%	Brother-in-law
8	**Le Thi Hong**		**Chief accountant**			**0**	**0%**	
8.1	Le Huu Kinh					0	0%	Father

8.2	Dinh Thi Duyen					0	0%	Mother
8.3	Tran Hoai Nhan					0	0%	Husband
8.4	Tran Le Ngoc Linh			Do not have		0	0%	Daughter (still young)
8.5	Tran Le Tri Dung			Do not have		0	0%	Son (still young)
8.6	Le Huu Tien					0	0%	Brother
8.7	Le Huu Thanh					0	0%	Brother
8.8	Truong Thi Tam					0	0%	Mother-in-law
9	**Le Thi Van**		**Company Administrator**			**0**	**0%**	
9.1	Luong Van Phuong					0	0%	Husband
9.2	Luong Minh Hieu			Do not have		0	0%	Son (Still young)
9.3	Luong Minh Long			Do not have		0	0%	Son (Still young)

9.4	Le Thi Tam					0	0%	Mother-in-law
9.5	Le Thi Thuy					0	0%	Mother
9.6	Le Thi Viet Anh					0	0%	Sister
9.7	Le Huy Thanh					0	0%	Brother
9.8	Le Van Nam					0	0%	Brother-in-law

2. Transactions by insiders and related parties involving the company's stock:

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	DNP Holding Joint Stock Company	Parent company	22,955,774	51.01%	33,158,340	52.73%	Purchase additional shares issued by the company to existing shareholders.

IX. Other points to note:

Do not have.

Recipient:
- as above;
- Note: VT .

CHAIRMAN OF THE BOARD OF DIRECTORS

M.S.D.N: 0303640880 - C.T.C.P. CÔNG TY CỔ PHẦN TÂN PHÚ VIỆT NAM P.TÂN PHÚ - TP.HỒ CHÍ MINH

TRAN DUC HUY