

No.: 2401/2025/BC-DDG

Ho Chi Minh City, dated 24 January 2025

REPORT ON CORPORATE GOVERNANCE
(year 2024)

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

- Name of company: Indochine import export investment industrial JSC
- Address of head office: 162B Dien Bien Phu Street, Vo Thi Sau Ward, District 3, Ho Chi Minh City, VietNam.
- Điện thoại: 028 3810 7899 Fax: 028 3810 7218
- Email: info@dongduongcorp.com.vn Website: www.dongduongcorp.com.vn
- Charter Capital: 798.398.860.000 VND
- Stock symbol: DDG
- Governance model: General Meeting of Shareholders, Board of Director, Board of Supervisors and General Directors.

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
01/2024/DDG/NQ-DHĐCĐ	21/05/2024	<ul style="list-style-type: none">- To approve the report on the 2023 business results and the 2024 business plan of Board of Directors, Board of Management, Board of Supervisors.- To approve business plan in 2024.- To approve the audited financial statements for 2023- To approve the selection the audit firm for 2024- To approve the 2023 remuneration settlement and the 2024 remuneration forecast for members of the Board of Directors and the Board of Supervisors

		<ul style="list-style-type: none"> - To approve the 2023 profit distribution plan - To approve the issuance of shares to pay dividends for 2023 - To approve the amendment to the plan for using proceeds from the private placement of shares in 2023 - To approve the resignation and election of new members of the Board of Directors - To approve the resignation and election of new members of the Board of Supervisors - To approve adding business sectors - To approve the Green transformation strategy aligned with the company's core technology.
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II. Board of Directors (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	Mr. Nguyễn Thanh Quang	Chairman	30/06/2021	
2	Ms. Trần Kim Sa	Member of BoD	30/06/2021	
3	Mr. Trần Kim Cương	Member of BoD	30/06/2021	21/05/2024
4	Mr. Nguyễn Minh Tuấn	Independent member of BoD	30/06/2021	
5	Mr. Lê Quang Chính	Member of BoD	01/11/2022	
6	Mr. Nguyễn Trí Huệ	Member of BoD	21/05/2024	21/05/2024
7	Mr. Trương Thế Vinh	Independent member of BoD	21/05/2024	

2. Meetings of the Board of Directors:

No.	Board of Directors' members	Number of meeting	Attendance rate	Reasons for absence
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		attended by Board of Directors		
1	Mr. Nguyễn Thanh Quang	12/12	100%	
2	Ms. Trần Kim Sa	12/12	100%	
3	Mr. Trần Kim Cương	7/12	100%	Dismissal from 21/05/2024
4	Mr. Nguyễn Minh Tuấn	12/12	100%	
5	Mr. Lê Quang Chính	7/12	100%	Dismissal from 21/05/2024
6	Mr. Nguyễn Trí Huệ	5/12	100%	Appointment from 21/05/2024
7	Mr. Trương Thế Vinh	5/12	100%	Appointment from 21/05/2024

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

- The supervision activities of the Board of Directors over the Board of Management are conducted in accordance with the company's regulations and legal documents, including guiding, inspecting, monitoring the progress of work, and contributing to the timely handling of arising issues;

- Board of Directors directly guides the Board of Management in managing the company, providing directions for implementing business activities in accordance with the resolution of the 2024 annual General meeting of shareholders;

- Proposing business plans suitable to the actual situation of the Company and market fluctuations; assigning the Board of Management to implement the plans and closely monitoring the implementation process through reports and data provided by departments.

- Providing suggestions to the Board of Management on solutions and handling of issues arising during the company's operation and business activities.

- Under the guidance of the Board of Directors, the Board of Management has ensured that all activities comply with the law, the resolutions of the General Meeting of Shareholders, and the resolutions issued by the Board of Directors.

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 (annual report):

No.	Resolution/Decision No.	Date	Content	Approval rate
1	1101/2024/DDG/NQ-HĐQT	11/01/2024	Approving the signing and execution of contracts and transactions between the Company and its Related Parties	100%

No.	Resolution/Decision No.	Date	Content	Approval rate
2	202/2024/DDG/NQ-HĐQT	20/02/2024	Approving the consolidation of results from the private placement of shares to increase the Company's Charter Capital in 2023	100%
3	2302/2024/DDG/NQ-HĐQT	23/02/2024	Approving the adjustment of the plan for using the proceeds from the private placement of shares in 2023	100%
4	2302A/2024/DDG/NQ-HĐQT	23/02/2024	Approving the acquisition of the transferred capital contribution in Kim Minh Phu Company limited and Minh Phuong Company limited	100%
5	2702/2024/DDG/NQ-HĐQT	27/02/2024	Approving the registration of increased charter capital, amendment of the Company's Charter, registering additional shares for securities depository and listing.	100%
6	0503/2024/DDG/NQ-HĐQT	05/03/2024	Approving the organization of the 2024 Annual General Meeting of Shareholders	100%
7	2904/2024/DDG/NQ-HĐQT	29/04/2024	Approving the convocation of the 2 nd Annual General Meeting of Shareholder in 2024	100%
8	2806/2024/DDG/NQ-HĐQT	28/06/2024	Approving the plan to partially divest from CL Joint stock company	100%
9	1907/2024/DDG/NQ-HĐQT	19/07/2024	Approving the change of the Company's Representative Office address	100%
10	2607/2024/DDG/NQ-HĐQT	26/07/2024	Appointed as Deputy General Director of the Company	100%
11	0210/2024/DDG/NQ-HĐQT	02/10/2024	Correted the disclosed information	100%

No.	Resolution/Decision No.	Date	Content	Approval rate
12	2511/2024/DDG/NQ-HĐQT	25/11/2024	Change in the position of Chief Accountant	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/ceasing to be the member of the Board of Supervisors	Qualification
1	Mr. Châu Vĩnh Nghiêm	-	The date seasing: 21/05/2024	-
2	Ms. Vũ Thị Chinh	Members of Board of Supervisors	The date becoming: 30/06/2021	Bachelor of Banking and Finance
3	Ms. Chu Hồng Nhung	Members of Board of Supervisors	The date becoming: 06/04/2022	Bachelor of Business Administration
4	Mr. Lê Việt Duy	Head of Board of Supervisors	The date becoming: 21/05/2024	Bachelor of Banking and Finance

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. Châu Vĩnh Nghiêm	01	100%	100%	Dismissal from 21/05/2024
2	Ms. Vũ Thị Chinh	05	100%	100%	
3	Ms. Chu Hồng Nhung	05	100%	100%	
4	Mr. Lê Việt Duy	04	100%	100%	Appointment from 21/05/2024

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

- Ensuring compliance with all applicable laws, regulations, and the Company's Charter.

- Supervising the implementation of resolution of the General Meeting of shareholders, updating information on Company's operations, and participating in Board of Directors' meetings

- Monitoring the Board of Directors and the Board of Management in the management and operation of the Company (including checking the reasonableness, legality, honesty, and due diligence in the management and operation of business activities)

- To check and make sure that the dates in the reports are correct, reasonable and in accordance with current accounting standards.

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

- The Board of Supervisors, the Board of Directors, the Board of Management and other management staff have collaborated in review documents, internal reports, and financial statements to ensure that the Company's situation is accurately reflected and complies with the laws, as well as the Company's charter and regulations ;

- During the monitor process, the Board of Supervisors received timely and full support from the BoD, the Executive Board and other departments.

5. Other activities of the Board of Supervisors (if any): no

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. Trần Kim Sa	01/04/1970	MBA	14/06/2016
2	Mr. Trần Kim Cương	21/08/1976	MBA	14/06/2016
3	Mr. Nguyễn Trí Huệ	06/04/1978	Bachelor	06/05/2022
4	Ms. Ngô Hoàng Yến	16/06/1976	Bachelor	26/07/2024

V. Chief Accountant

Name	Date of birth	Qualification	Date of appointment/ dismissal
Lê Văn Tám	01/08/1974	Bachelor of Accounting	Dismissal from 01/12/2024

Trần Thanh Đăng	07/04/1979	Bachelor of Accounting	Appointment from 01/12/2024
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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: no

VII. The list of affiliated persons of the public company (annual report) and transactions of affiliated persons of the Company:

1. The list of affiliated persons of the Company:



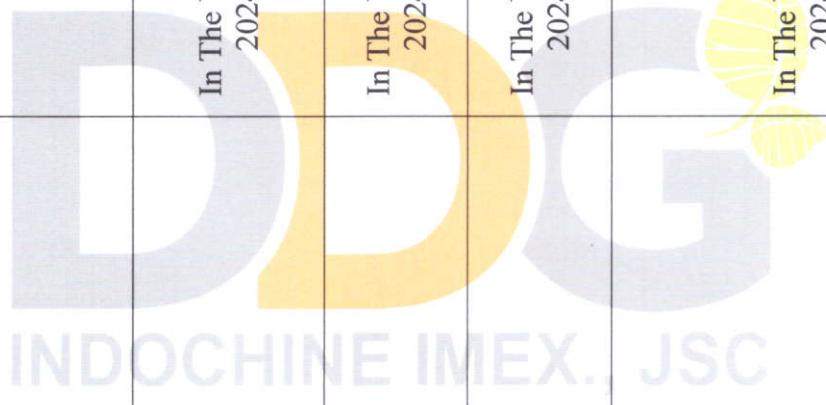
No.	Name of organization/ individual	Securities trading account (if any)	Position (if any)	ID card No./ Certificate No.; date of issue; place	Contact address	Time of starting to be affiliated person	Time of ending to be affiliated person	Reasons	Relationship with company
1	Nguyễn Thanh Quang	-	Chairman			-	-	-	Internal person
2	Trần Kim Sa	-	Member of BoD, CEO			-	-	-	Internal person
3	Trần Kim Cường	-	Deputy General Director			-	-	-	Internal Person
4	Nguyễn Minh Tuấn	-	Member of BoD			-	-	-	Internal Person
5	Lê Quang Chính	-	-			-	21/05/2024	Dismissal	-
6	Nguyễn Trí Huệ	-	Member of BoD			06/05/2022	-	-	Internal Person
7	Trương Thế Vinh	-	Member of BoD			21/05/2024	-	-	Internal Person
8	Ngô Hoàng Yến	-	Deputy General Director			26/07/2024	-	-	Internal Person
9	Châu Vĩnh Nghiêm	-	-			28/06/2023	21/05/2024	Dismissal	-
10	Chu Hồng Nhung	-	Member of Board of Supervisors			28/06/2023	-	-	Internal Person
11	Vũ Thị Chính	-	Member of Board of			10/03/2023	-	-	Internal Person

No.	Name of organization /individual	Relationship with the company	NSH No., date of issue, place of issue	Address	Time of transactions with the Company	Resolution No. Or Decision No. Approved by GMS or BOD	Content, quantity, total value of transaction
12	Lê Việt Duy	-	-			21/05/2024	-
13	Lê Văn Tám	-	-			01/12/2023	Dismissal
14	Trần Thanh Đăng	-	-			01/12/2024	-
15	Yang Tuấn An	-	-			-	-
16	CL Joint stock company	-	-			12/2021	-
17	Kim Minh Phu Trading, Service, and Technology Company limited	-	-			23/02/2024	-
18	Minh Phuong Technical Service Company limited	-	-			23/02/2024	-

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	NSH No., date of issue, place of issue	Address	Time of transactions with the Company	Resolution No. Or Decision No. Approved by GMS or BOD	Content, quantity, total value of transaction
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1	Trần Kim Cương	Deputy General Director	In The Year 2024	1101/2024/DDG/ NQ-HĐQT dated 11/01/2024	<ul style="list-style-type: none"> - Deposit to borrow the asset as collateral: 6.846.251.225 - Balance of deposit to borrow the asset as collateral : 8.806.251.225 - Borrow: 2.640.945.650
2	Trần Kim Sa	Member of BoD, CEO	In The Year 2024	1101/2024/DDG/ NQ-HĐQT dated 11/01/2024	<ul style="list-style-type: none"> - Balance of deposit to borrow the asset as collateral: 38.476.642.564 - Borrow: 16.062.000.001
3	Trần Cửu Long	Affiliated person of Ms. Sa	In The Year 2024	1101/2024/DDG/ NQ-HĐQT dated 11/01/2024	<ul style="list-style-type: none"> Deposit to borrow the asset as collateral: 14.384.480.000
4	Yang Tuấn An	Corporate governance officer	In The Year 2024	1101/2024/DDG/ NQ-HĐQT dated 11/01/2024	<ul style="list-style-type: none"> - Deposit to borrow the asset as collateral: 4.704.800.000
5	Nguyễn Thanh Quang	Chairman	In The Year 2024	1101/2024/DDG/ NQ-HĐQT dated 11/01/2024	<ul style="list-style-type: none"> - To pay for the forced sale of pledged shares to settle a bank loan: 40.750.000.000 - Payment the compensation for the margin call: 40.000.000.000



6	Yang Hỷ An	Affiliated person of Ms. Sa	In The Year 2024	1101/2024/DDG/ NQ-HĐQT dated 11/01/2024	- Repay the loan: 5.885.000.000 - Borrow: 6.127.550 - Sell goods and services: 1.000.088.117 - Received the payment for goods and services: 4.000.000.000 - Purchase goods and services: 2.008.262.704 - Payment for goods and services: 5.000.000.000
7	Công ty cổ phần CL	Subsidiary Company	In The Year 2024	1101/2024/DDG/ NQ-HĐQT ngày 11/01/2024	- Sell goods and services: 14.234.792.842 - Received the payment for goods and services: 4.747.770.815
8	Công ty TNHH TM DV Kỹ thuật Kim Minh Phú	Affiliated Company	In The Year 2024	1101/2024/DDG/ NQ-HĐQT dated 11/01/2024	- Debt payment: 31.780.000.000
9	Công ty TNHH Dịch vụ Kỹ thuật Minh Phương	Affiliated Company	In The Year 2024	1101/2024/DDG/ NQ-HĐQT dated 11/01/2024	



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

4. Transaction between the Company and other objects: no

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):

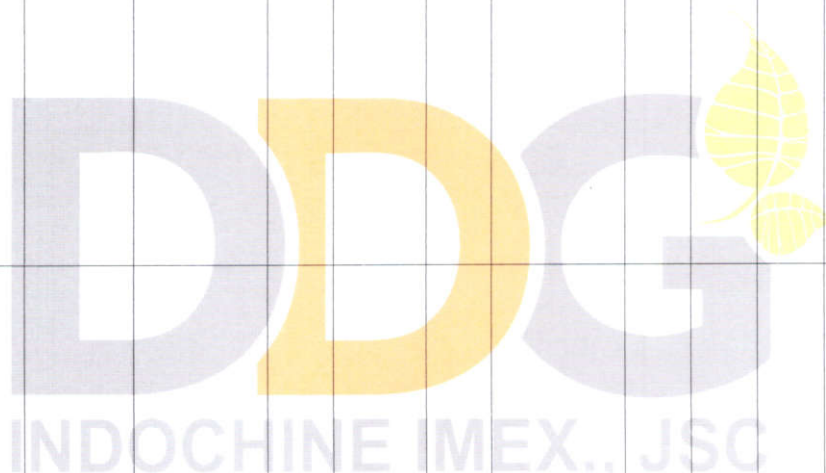
1. The list of internal persons and their affiliated persons:

No.	Name of organization/ individual	Securities trading account (if any)	Position (if any)	ID card No./ Certificate No.; date of issue; place	Contact address	Number of shares owned at the end of the period	Percentage of share ownership at the end of the period	Note
I	Nguyễn Thanh Quang	-	Chairman			334.700	0,42%	
1	Nguyễn Toại	-	-			0	0	Father
2	Bồ Thị Diệm	-	-			0	0	Mother
3	Phan Thị Thành Minh	-	-			0	0	Wife
4	Nguyễn Thanh Minh	-	-			0	0	Brother
5	Nguyễn Thị Thanh Hương	-	-			0	0	Sister
6	Nguyễn Thanh Sơn	-	-			0	0	Brother
7	Nguyễn Phan Hoài Trang	-	-			0	0	Daughter
8	Nguyễn Thanh Đức Trí	-	-			0	0	Son
9	Nguyễn Phan Minh Trang	-	-			0	0	Daughter
II	Trần Kim Sa	-	Member of			750.100	0,94%	

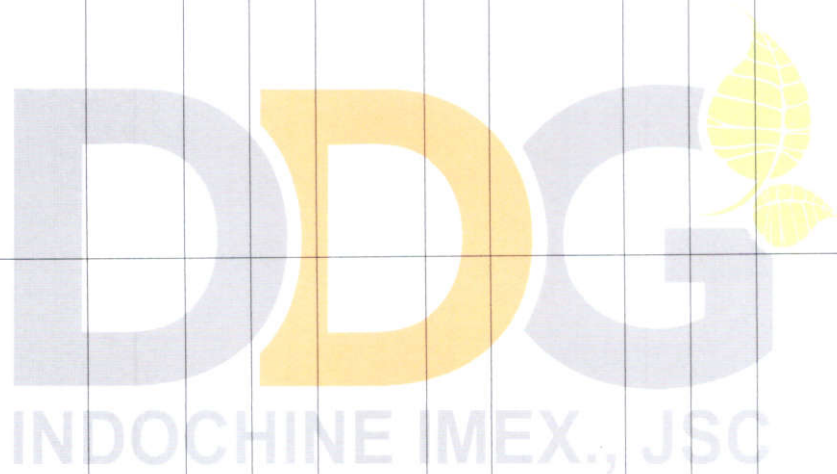
5	Trương Quý Nhi	-	-	-	-	0	0	0	Daughter
V	Nguyễn Minh Tuấn	-	-	Member of BoD	-	27.104	0,034%		
1	Nguyễn Thị Hồng Tư	-	-	-	-	0	0	0	Mother
2	Bùi Thị Minh Nguyệt	-	-	-	-	0	0	0	Wife
3	Nguyễn Bùi Thanh Mai	-	-	-	-	0	0	0	Daughter
4	Nguyễn Bùi Tuấn Minh	-	-	-	-	0	0	0	Son
5	Nguyễn Minh Trung	-	-	-	-	0	0	0	Brother
6	Nguyễn Thị Hồng Thoa	-	-	-	-	0	0	0	Sister
VI	Ngô Hoàng Yến	-	-	Deputy General Director	-	0	0		
1	Nguyễn Tiến Đô	-	-	-	-	0	0	0	Father
2	Nguyễn Thị Giang Thành	-	-	-	-	0	0	0	Mother
3	Nguyễn Văn Tứ	-	-	-	-	0	0	0	Father in law
4	Nguyễn Thị Lê	-	-	-	-	0	0	0	Mother in law
5	Nguyễn Văn Toàn	-	-	-	-	0	0	0	Husband



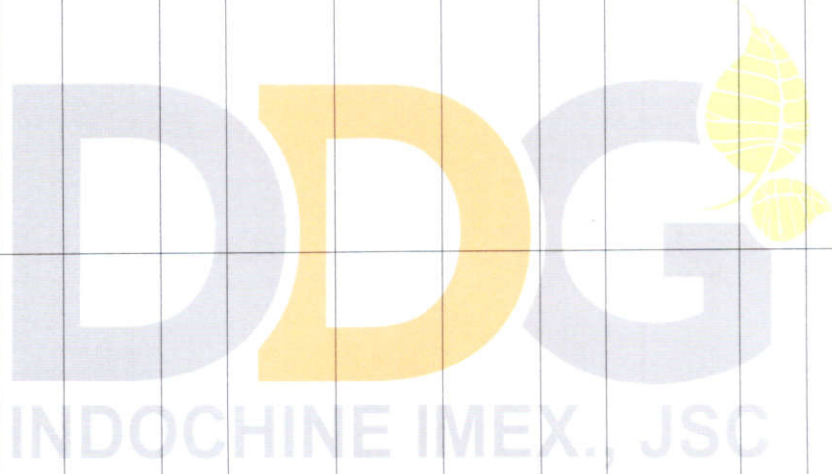
6	Nguyễn Hoàng Khánh Ngọc	-	-	-			0	0	Daughter
7	Ngô Thế Anh	-	-	-			0	0	Brother
8	Lê Phan Thanh Huyền	-	-	-			0	0	Sister
9	Lê Phan Thanh Tùng	-	-	-			0	0	Brother
VII	Lê Việt Duy	-	-	Head of Board of Supervisors			0	0	
1	Lê Văn Dũng	-	-	-			0	0	Father
2	Phạm Thị Hồng Loan	-	-	-			0	0	Mother
3	Lê Thị Tường Vy	-	-	-			0	0	Daughter
VIII	Vũ Thị Chinh	-	-	Member of Board of Supervisors			0	0	
1	Vũ Văn Hạnh	-	-	-			0	0	Father
2	Đặng Thị Thê	-	-	-			0	0	Mother
3	Vũ Thị Hà	-	-	-			0	0	Sister
4	Ngô Trí Phú	-	-	-			0	0	Brother in law
5	Nguyễn Đức Hào	-	-	-			0	0	Husband
IX	Chu Hồng Nhung	-	-	Member of Board of			105	0,0001%	



					Supervisors								
1	Chu Ngọc Hải	-	-	-	-					0	0	0	Father
2	Đỗ Thị Thảo	-	-	-	-					0	0	0	Mother
3	Nguyễn Ngọc Đức	-	-	-	-					0	0	0	Father in law
4	Nguyễn Thị Hằng	-	-	-	-					0	0	0	Mother in law
5	Nguyễn Thành Văn	-	-	-	-					0	0	0	Husband
6	Nguyễn Hoàng Anh	-	-	-	-					0	0	0	Son
7	Nguyễn Nhã Khả Vy	-	-	-	-					0	0	0	Daughter
8	Chu Hồng Dịu	-	-	-	-					24	0,00003%		Sister
X	Trần Kim Cương	-	-	-	Deputy General Director					250.000	0,31%		
1	Trần Văn Ba	-	-	-	-					0	0	0	Father
2	Trần Thị Chi	-	-	-	-					0	0	0	Mother
3	Trần Văn Hùng	-	-	-	-					0	0	0	Father in law
4	Huỳnh Thị Mai	-	-	-	-					0	0	0	Mother in law
5	Trần Kim Sa	-	-	-	Member of BoD, CEO					750.100	0,94%		Sister
6	Trần Cửu Long	-	-	-	-					2.000.000	2,51%		Brother



7	Trần Thị Hạnh	-	-	-			0	0	Sister
8	Trần Thị Hồng	-	-	-			2.000.000	2,51%	Sister
9	Trần Ngọc Phụng	-	-	-			0	0	Wife
10	Trần Khả Vy	-	-	-			0	0	Daughter
XI	Trần Thanh Đăng	-	-	Chief Accountant			0	0%	
1	Nguyễn Quốc Ái Di	-	-	-			0	0	Wife
2	Trần Thanh Bảo Nghi	-	-	-			0	0	Daughter
3	Trần Nguyễn Thiên Bảo	-	-	-			0	0	Son
4	Nguyễn Văn Yến	-	-	-			0	0	Father in law
5	Trần Thanh Nhật	-	-	-			0	0	Brother
XII	Yang Tuấn An	-	-	Corporate governance officer			0	0	
1	Yang Ta Wei	-	-	-			0	0	Father
2	Trần Kim Sa	-	-	Member of BoD, CEO			750.100	0,94%	Mother
3	Yang Kiều An	-	-	-			0	0	Sister
4	Yang Hỷ An	-	-	-			2.000.000	2,51%	Sister



2. Transactions of internal persons and affiliated persons with share of the company:

No.	Transaction executor	Relationship with internal person	Number of shares owned at the beginning of the period		Number of shares owned at the end of the period		Reasons for increasing, decreasing
			Number	Percentage	Number	Percentage	
1	Nguyễn Thanh Quang		1.334.700	2,23%	334.700	0,42%	Selling
2	Trần Kim Sa		2.100.100	3,51%	750.100	0,94%	Selling
3	Trần Kim Cương		1.750.000	2,92%	250.000	0.31%	Selling
4	Trần Cửu Long	Affiliated person of Ms.Sa	0	0	2.000.000	2,51%	Buying in private placement
5	Trần Thị Hồng	Affiliated person of Ms.Sa	0	0	2.000.000	2,51%	Buying in private placement
6	Yang Hỷ An	Affiliated person of Ms.Sa	0	0	2.000.000	2,51%	Buying in private placement

IX. Other significant issues: no

Recipients:

- HNX;
- Archived;

CHAIRMAN OF THE BOARD
OF DIRECTORS



(Sign, full name and seal)

Nguyễn Thanh Quang