

Appendix V

REPORT ON CORPORATE GOVERNANCE

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

**TRI VIET EDUCATION GROUP
JOINT STOCK COMPANY**

THE SOCIALIST REPUBLIC OF VIETNAM
Independence - Freedom – Happiness

No: 2011 /2025/BC-TV

Ha noi, month 01 day 20 year 2025

REPORT ON CORPORATE GOVERNANCE 2024

To:

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

- Name of company: **TRI VIET EDUCATION GROUP JOINT STOCK COMPANY**
- Address of headoffice: A15, 1st floor, Home City building, 177 Trung Kinh, Yen Hoa ward, Cau Giay district, Hanoi city.
- Telephone: 0338682188 Fax: Email:
- Charter capital: 50.590.980.000 VND (Fifty billion five hundred ninety million nine hundred eighty thousand dong).
- Stock symbol: CAR
- Governance model:
 - + General Meeting of Shareholders, Board of Directors, Board of Supervisors, General Director and 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	022/2024/NQ-ĐHĐCĐ/TV	02/02/2024	Resolution of the Extraordinary General Meeting of Shareholders in 2024.
2	264/2024/NQ-ĐHĐCĐ/TV	26/04/2024	Resolution of the 2024 Annual General Meeting of Shareholders.

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	
			<i>Date of appointment</i>	<i>Date of dismissal</i>
1	Nguyen Thuy Thuong	Chairman of the Board of Directors	01/06/2018	
2	Dao Duc Viet	Board Member	29/04/2022	02/02/2024
3	Le Viet Duc	Board Member	22/12/2022	
4	Nguyen Thanh Dong	Board Member	02/02/2024	

2. Meetings of the Board of Directors:

No.	Board of Director' member	Number of meetings attended by Board of Directors	Attendance rate	Reasons for absence
1	Nguyen Thuy Thuong	5/5	100%	
2	Dao Duc Viet	0/5	0%	Dismissed
3	Le Viet Duc	5/5	100%	
4	Nguyen Thanh Dong	5/5	100%	

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

The Board of Directors has promptly and effectively implemented the resolutions of the Board of Directors and the General Meeting of Shareholders; regularly reported and consulted the Board of Directors on issues arising in the implementation of business operations;

The Board of Directors has stepped up the supervision of the activities of the Board of Directors and other management departments to ensure the completion of monthly and quarterly business targets; Implement in accordance with the Resolutions of the General Meeting of Shareholders and the Board of Directors.

To closely monitor the Company's operations, the Board of Directors has revised and issued regulations and rules for the Company's management and operation in accordance with the provisions of law; promptly detected shortcomings to overcome them, creating momentum for the Company's sustainable development, ensuring a harmonious balance of interests of the Company, shareholders, partners and employees.

The Board of Directors' supervision of the Board of Management is also carried out through the Company's General Director's performance reports sent to the Board members on a monthly and quarterly basis.

4. Activities of the Board of Directors' subcommittees (If any): None.

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

No.	Resolution/Decision No.	Date	Content	Approval rate
1	022/2024/NQ-ĐHĐCĐ/TV	02/02/2024	Resolution of the Extraordinary General Meeting of Shareholders 2024.	100%
2	043/2024/NQ-HĐQT/TV	04/03/2024	Resolution on organizing the 2024 Annual General Meeting of Shareholders of the Company.	100%
3	194/2024/NQ-HĐQT/TV	19/04/2024	Resolution to dismiss the position of Deputy General Director	100%
4	264/2024/NQ-ĐHĐCĐ/TV	26/04/2024	Resolution of the 2024 Annual General Meeting of Shareholders.	100%
5	1681/2024/NQ-HĐQT/TV	16/08/2024	Board of Directors Resolution on changing the legal representative of the Company.	100%
6	189/2024/NQ-HĐQT	18/09/2024	Resolution of the Board of Directors on Cancellation of registration of CAR stock trading at Upcom and transfer to listing at HNX.	100%
7	411/2024/NQ-HĐQT	04/11/2024	Board Resolution on Establishment of Company Branch in Ba Ria Vung Tau.	100%

III. Board of Supervisors/Audit Committee (Annual report):

1. Information about members of Board of Supervisors or Audit Committee:

No.	Members of Board of Supervisors/ Audit Committee	Position	The date becoming/ceasing to be the member of the Board of Supervisors/ Audit Committee	Qualification
1	Pham Minh Ngoc	Head of Supervisory Board	The date becoming: 22/12/2022	Bachelor of Finance
2	Kieu Thi Phuong	Board of Supervisors	The date becoming: 22/12/2022	Bachelor of Finance
3	Vu Thu Hang	Board of Supervisors	The date becoming: 15/03/2020	Bachelor of Accounting

2. Meetings of Board of Supervisors or Audit Committee

No.	Members of Board of Supervisors/ Audit Committee	Number of meetings attended	Attendance rate	Voting rate	Reasons for absence
1	Pham Minh Ngoc	2/2	100%	100%	
2	Kieu Thi Phuong	2/2	100%	100%	
3	Vu Thu Hang	2/2	100%	100%	

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

The Supervisory Board consists of three (03) members elected by the General Meeting of Shareholders to carry out supervisory activities in accordance with the provisions of law and the Company's Charter. In 2024, the Supervisory Board closely coordinated with the Board of Directors and the Executive Board to conduct inspection, supervision and recommend necessary changes at CAR to contribute to increasing the effectiveness of risk management activities and improving the quality of corporate governance.

On the Board of Directors' operations:

- The Board of Directors seriously organizes the implementation of the 2024 business plan;
- The Board of Directors issues Resolutions/Decisions/Directives related to business activities, construction investment and human resource organization in accordance with the provisions of the Company Charter;
- The Board of Directors performs well the role of directing, supervising and supporting the Board of Directors and the departments, functional divisions and units of the Company to effectively operate business activities.

On the implementation organization of the Board of Directors:

- The Board of Directors deploys and directs functional units, departments and divisions to coordinate in strictly implementing the Resolutions/Decisions/Directives of the Board of Directors and strives to overcome difficulties, and has close management measures to complete the business plan;
- The Board of Directors manages and operates business activities in accordance with the decentralization between the Board of Directors and the Board of Directors;
- The Board of Directors continues to regularly review the centers to ensure safe and quality implementation;
- The Board of Directors regularly works with units to promptly rectify business operations in accordance with the general direction, promptly resolve difficulties and obstacles in business;
- The work of improving the quality of training and developing human resources has many positive changes;
- Salary and policies: pay salaries and policies in accordance with current regulations and rules.

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

There is always close coordination between the Board of Supervisors and the Board of Directors, the Board of General Directors of the Company. The Board of Supervisors receives cooperation and facilitation from the Board of Directors, the Board of General Directors in performing its duties, such as providing information, documents, and assigning staff to work with the Board of Supervisors when requested. The reports

summarizing the inspection and control work of the Board of Supervisors are sent to the Board of Directors and the Board of General Directors.

5. Other activities of the Board of Supervisors and Audit Committee (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	Dao Duc Viet	04/02/1981	Master	- Appointment of General Director on 10/05/2022 - Dismissal of General Director on 15/12/2023
2	Nguyen Thanh Dong	16/06/1983	High school	- Appointment of General Director on 15/12/2023 - Dismissal of General Director on 16/08/2024
3	Dao Thi Thanh Ha	26/05/1981	Master	- Appointed Deputy General Director on 01/06/2018 - Dismissal of Deputy General Director on 20/04/2024
4	Pham Thi Lam Hong	11/06/1971	Master	- Appointment of General Director on 16/08/2024

V. Chief Accountant

Name	Date of birth	Qualification	Date of appointment/ dismissal
Dao Thi Thanh Ha	26/05/1981	Master	Appointment on 01/06/2018

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 (Annual report) and transactions of affiliated persons of the Company)

1. The list of affiliated persons of the Company: Details in Appendix 01 attached.
2. Transactions between the Company and its affiliated persons or between the Company and its major shareholders, internal persons and affiliated persons: None.
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: None.
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): None.

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): None.

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: None.

VIII. Share transactions of internal persons and their affiliated persons (Annual report)

1. The list of internal persons and their affiliated persons công ty / Transactions of internal persons and affiliated persons with shares of the Company: Details in Appendix 02 attached.

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	Nguyen Thuy Thuong	Chairman of the Board of Directors	1.769.900	34,984%	804.500	15,902%	Sold
2	Dao Thi Thanh Ha	Chief Accountant	347.600	6,871%	189.600	3,748%	Sold

IX. Other significant issues: None.

Recipients:

- Archived: ...

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


NGUYEN THUY THUONG

Appendix 01: List of related persons of Tri Viet Education Group Joint Stock 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
I BOARD OF DIRECTORS									
1	Nguyen Thuy Thuong		Chairman of the Board of Directors			01/06/2018			Chairman of the Board of Directors
2	Dao Duc Viet		Board Member			29/04/2022		Date of appointment 29/4/2022 Date of dismissal 02/02/2024	
3	Nguyen Thanh Dong		Board Member			02/02/2024		Date of appointment 02/02/2024	Board Member
4	Le Viet Duc		Board Member			22/12/2022		Date of appointment 22/12/2022	Board Member
II BOARD OF SUPERVISION									

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
5	Pham Minh Ngoc		Head of Supervisory Board			22/12/2022		Date of appointment 22/12/2022	Head of Supervisory Board
6	Kieu Thi Phuong		Board of Supervisors			22/12/2022		Date of appointment 22/12/2022	Board of Supervisors
7	Vu Thu Hang		Board of Supervisors			15/03/2020			Board of Supervisors
III BOARD OF DIRECTORS									
8	Nguyen Thanh Dong		General Director			15/12/2023		Date of appointment 15/12/2023; Date of dismissal 16/08/2024	Board Member
9	Pham Thi Lam Hong		General Director			16/08/2024		Date of appointment 16/08/2024	General Director

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
10	Dao Thi Thanh Ha		Deputy General Manager			01/06/2018	20/04/2024	Date of dismissal 20/04/2024	Chief Accountant
11	Ninh Bao Khanh		BRVT Branch Director			04/11/2024		Date of appointment 04/11/2024	Branch Director
IV	CHIEF ACCOUNTANT								
12	Dao Thi Thanh Ha	091C566968 028C593868	Chief Accountant			01/06/2018			Chief Accountant
V	Enterprises, organizations and individuals owning more than 10% of voting shares or capital contributions of Tri Viet Education Group Joint Stock Company.								
13	Nguyen Thuy Thuong		Chairman of the Board of Directors					Owns 804,500 shares, accounting for 15.902% of CAR charter capital	Chairman of the Board of Directors

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
14	Fibo Invest Joint Stock Company		Shareholders owning more than 10% of shares have voting rights					Owens 921.600 shares, accounting for 18,217% of CAR charter capital	
15	IB Plus Investment and Consulting Joint Stock Company		Shareholders owning more than 10% of shares have voting rights					Owens 776.000 shares, accounting for 15,339% of CAR charter capital	

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

Appendix 02: List of insiders and related persons of insiders of Tri Viet Education Group Joint Stock Company.

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	Nguyen Thuy thuong		Chairman of the Board of Directors			804.500	15,902%	
1.1	Trinh An Phong		Husband			0	0%	
1.2	Nguyen Duc Thanh		Father			0	0%	
1.3	Hoang Thi Thi		Mother			0	0%	
1.4	Do Quoc Hung		Brother in law			186.000	3,677%	
1.5	Nguyen Hoang Tho		Older sister			180.000	3,558%	
1.6	Duong Thi Nhan		Mother in law			0	0%	
1.7	Trinh Van Liem		Father in law			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
2	Dao Thi Thanh Ha		Chief Accountant			189.600	3,748%	
2.1	Nguyen Ha My		offspring			0	0%	
2.2	Nguyen Bao Duy		offspring			0	0%	
3	Le Viet Duc		Board Member			0	0%	
3.1	Truong Thi Ngoc Diep		Wife			0	0%	
3.2	Le Thong Nhat		Father			0	0%	
3.3	Tran Thi Tao		Mother			0	0%	
3.4	Truong Ngoc Lam		father in law			0	0%	
3.5	Vu Thi Kim Loan		Mother in law			0	0%	
3.6	Le Viet Ha		Older brother			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
3.7	Le Viet Anh		Older brother			0	0%	
3.8	Le Viet Ngoc Mai		Younger sister			0	0%	
3.9	Vo Thi Bich Thuy		Sister in law			0	0%	
3.10	Hoang Tan Thai		brother in law			0	0%	
3.11	Le Viet Ngoc Minh		offspring			0	0%	
3.12	Le Viet Hung		offspring			0	0%	
3.13	Le Viet Ngoc Linh		offspring			0	0%	
4	Vu Thu Hang		Board of Supervisors			1.200	0,024%	
4.1	Le Thi Hong Nguyen		Mother			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
4.2	Pham Van Dang		father in law			0	0%	
4.3	Pham Thi Tan		Mother in law			0	0%	
4.4	Pham Trung Kien		Husband			0	0%	
4.5	Pham Vu Khanh Van		offspring			0	0%	
4.6	Pham Vu Bao Ngan		offspring			0	0%	
4.7	Vu Thanh Trung		brother			0	0%	No information provided
4.8	Vu Thu Thuy		Sister			0	0%	
4.9	Vu Anh Duc		brother in law			0	0%	
4.10	Nguyen Thi Tuyet		Sister in law			0	0%	
5	Pham Minh Ngoc		Head 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
5.1	Dinh Phuong Dung		Mother			0	0%	
5.2	Nguyen Thi Kim Thoa		Wife			0	0%	
5.3	Pham Ngoc Bich		sister			0	0%	
5.4	Nguyen Minh Hoang		brother in law			0	0%	
5.5	Nguyen Hong Thanh		father in law			0	0%	
5.6	Bui Thi Thao		Mother in law			0	0%	
6	Kieu Thi Phuong		Board of Supervisors			0	0%	
6.1	Kieu Nhu Ton		Father			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
6.2	Tran Thi Le		Mother			0	0%	
6.3	Kieu Thi Xuan		Older sister			0	0%	
6.4	Kieu Quoc Tai		Older brother			0	0%	
6.5	Nguyen Thi Kim Dung		Sister in law			0	0%	
6.6	Nguyen Van Vinh		Husband			0	0%	
6.7	Nguyen Quoc Vu		offspring			0	0%	
6.8	Nguyen Van Ty		father in law			0	0%	
6.9	Nguyen Thi Huong		Mother in law			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
7	Nguyen Thanh Dong		Board Member			0	0%	
7.1	Ho Thi Hanh		Wife			0	0%	
7.2	Nguyen Ho Phuoc Linh		Daughter			0	0%	
7.3	Nguyen Ho Khai Minh		Boy			0	0%	
7.4	Nguyen Minh Tuan		Father			0	0%	
7.5	Tran Thi Dao		Mother			0	0%	
7.6	Pham Thi Nho		Mother in law			0	0%	
7.7	Nguyen Thi Chi Mai		Younger sister			0	0%	
7.8	Michael Shaw		brother in law			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
7.9	Ho Chi Hung		Brother in law			0	0%	
7.10	Ho Xuan Huong		Sister-in-law			0	0%	
7.11	YOURHOM ES INVESTME NT TRADING AND SERVICES JOINT STOCK COMPANY		Related companies			0	0%	Nguyen Thanh Dong - Vice Chairman of the Board of Directors
7.12	YOURINVE ST Joint Stock Company		Related companies			0	0%	Nguyen Thanh Dong - General Director
8	Pham Thi Lam Hong		General Director					
8.1	Nguyen Thanh Son		Husband					
8.2	Nguyen Pham Anh Minh		Boy					No information provided

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
8.3	Nguyen Pham Hien Minh		Daughter					
8.4	Pham Duc Phu		Father					
8.5	Nguyen Thi Hoa Lien		Mother					deceased
8.6	Bui Thi Hue		Stepmother					
8.7	Nguyen Thanh Long		father in law					deceased
8.8	Bui Thi Can		Mother in law					deceased
8.9	Pham Thi Thu Quyen		Older sister					
8.10	Do Huy Bang		brother in law					No information provided

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
8.11	Pham Quoc Phi		Older brother					No information provided
8.12	Pham Thi Giang		Sister in law					No information provided
8.13	Pham Thi Thu Ha		Younger sister					No information provided
8.14	Tran Huy Thuan		brother in law					No information provided
8.15	Pham Thi Anh Kha		Younger sister					No information provided
8.16	Le Hai Dong		brother in law					No information provided
8.17	Pham Quoc Hung		Younger brother					No information provided
8.18	Nguyen Thi Huong Giang		sister in law					No information provided

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
8.19	SMB Education Vietnam Co., Ltd		Related companies					Pham Thi Lam Hong - CEO
9	Ninh Bao Khanh		BRVT Branch Director					
9.1	Ninh Trieu Thai		Father					deceased
9.2	Bui Kim Oanh		Mother					
9.3	Ninh Trong Nam		Older brother					
9.4	Nguyen Bui Thi Thanh		Sister in law					