

No: 363/BC-TPHN

*Hanoi, July 22 2025*

**CORPORATE GOVERNANCE REPORT**  
**The first 6 months 2025**

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

Company Name: **HANOI FOODSTUFF JOINT STOCK COMPANY (“Company”)**

- Headquarters address: No. 24-26 Tran Nhat Duat Street, Hoan Kiem Ward, Hanoi City
- Phone number: 024 38253825   Fax: 024 38282601
- Email Address: thucphamhanoi@haprogroup.vn
- Charter capital: 145,000,000,000 VND
- Stock Symbol:   **HAF**
- Corporate governance model: General Meeting of Shareholders, Board of Directors, Board of Supervisors and Director.
- Regarding implementation of internal audit function: Not done yet.

**I. Activities of the General Meeting of Shareholders (“GMS”):**

Information about Meetings and Resolutions/Decisions of GMS (including Resolutions of GMS approved in the Form of written opinions):

No	Resolution/Decision No.	Date	Details
1	Resolution of the 2025 Annual General Meeting of Shareholders	May 30, 2025	<p>- <b>Resolution 1:</b> The GMS approved the Board of Management’s Report on Business Results on 2024 and Business Plan in 2025.</p> <p>- <b>Resolution 2:</b> The GMS approved the Company's audited separate and consolidated Financial statements for 2024.</p> <p>- <b>Resolution 3:</b> The GMS approved the Board of Directors' Corporate Governance and Operational Report in 2024 and in 2025 Operational Plan.</p> <p>- <b>Resolution 4:</b> The GMS approved the Operational Report of Board of Supervisor (“SB”)</p>

		<p>- <b>Resolution 5:</b> The GMS approved the remuneration settlement for members of the Board of Directors and Board of Supervisors in 2024 and the remuneration plan for the Board of Directors and Board of Supervisors in 2025.</p> <p>- <b>Resolution 6:</b> The GMS approved the plan not to distribute the funds and not to pay dividends to shareholders in 2024 pursuant to Proposal No. 36/2025/TTr-HDQT dated April 29, 2025 of BOD</p> <p>- <b>Resolution 7:</b> The GMS approved the authorization for the Board of Directors to decide on the selection of an independent Auditor to audit the 2025 FS 2025 pursuant to the Proposal No. 39/2025/TTr-BKS dated April 29, 2025 of the SB.</p> <p>- <b>Resolution 8:</b> The GMS approved the election of the Board of Directors and the Board of Supervisor for the 2025 - 2030 term as follows:</p> <p>- The Board of Directors for the 2025 – 2030 term includes the following members: Mrs. Duong Thi Lam; Mr. Nguyen Hai Dang; Mrs. Phan Thi Thu Hien; Mrs. Tran Hue Linh; Mrs. Lai Ha Phuong</p> <p>- The Board of Supervisor for the 2025 - 2030 term includes the following members: Mr. Dao Manh Hung; Mr. Nguyen Viet Hung; Mr. Nguyen Viet Thang</p> <p>- <b>Resolution 9:</b> The GMS fully authorized the Board of Directors and allowed the Board of Directors to authorize the Chairman of the Board of Directors or a member of the Board of Directors to consider, decide, and organize the implementation of issues approved by GMS and to consider and decide on other matters within the authority of GMS that arise and must be resolved between two annual General Meetings of Shareholders and to carry out related procedures in accordance with regulations. The contents of the resolutions and authorizations under the resolution of the 2024 Annual General</p>
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			Meeting of Shareholders shall take effect from the date of approval and shall not be limited in validity until GMS issue another decision for replacement.
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## II. Board of Directors

### 1. Information about the Members of the Board of Directors ("BOD"):

No	Member of BOD	Position (Independent Member of BOD, Non-Executive Member of BOD)	Date of appointment/removal of members of BOD/independent member of BOD	
			Date of appointment	Date of dismissal
1	Duong Thi Lam	Chairman of BOD	October 13, 2021	
2	Ngo Lan Huong	Member of BOD	October 13, 2021	May 30, 2025
3	Nguyen Hai Dang	Member of BOD	May 30, 2025	
4	Phan Thi Thu Hien	Member of BOD	May 20, 2022	
5	Tran Hue Linh	Member of BOD	June 30, 2020	
6	Lai Ha Phuong	Member of BOD	April 25, 2024	

### 2. Meetings of BOD of the Company

No	Member of BOD	Number of meetings attended/commented	Meeting attendance rate (%)	Reason for absence
1	Duong Thi Lam	07/07	100%;	
2	Ngo Lan Huong	05/07	100%;	Ms. Huong was dismissed member of BOD since May 30, 2025.
3	Nguyen Hai Dang	02/07	100%;	Mr. Dang is a member of BOD from May 30, 2025.
3	Phan Thi Thu Hien	07/07	100%;	
4	Tran Hue Linh	07/07	100%;	
6	Lai Ha Phuong	07/07	100%;	

### 3. Supervisory activities of BOD to the Board of Management.

In the first 6 months 2025, the Board of Directors regularly and promptly supervised and directed the activities of the Company's Board of Management in accordance with its functions and authority, in accordance with the provisions of law and the Company's Charter, specifically as follows:

- Review, evaluate and monitor the implementation of production and business targets to have timely direction for the Board of Management.

- Check the implementation and compliance with the provisions of the Law on Enterprises, the Company's Charter and current legal regulations.

- The Chairman of the Board of Directors participates in regular or ad hoc meetings with the Company's Board of Management to grasp the Company's production and business activities and financial situation, provide orientations, policies, and propose solutions to overcome and develop.

- Monitor the implementation of Resolutions/Decisions issued by the Board of Directors.

- Approve transactions with Stakeholders under the authority of the Board of Directors.

- Implement personnel restructuring under the decision-making authority of the Board of Directors.

- Direct the completion of the Company's internal management regulations system to submit to the Board of Directors for consideration, approval and promulgation.

- Perform other tasks of the Board of Directors in accordance with the law and the Company's Charter.

#### **4. Activities of subcommittees belonged to the Board of Directors**

The Company does not establish Subcommittees under BOD

#### **5. Resolutions of the Board of Directors in the first 6 months 2025:**

No	Resolution/Decision No.	Date	Details
1	02/2025/NQ-HĐQT	January 09, 2025	Approval of the adjustment of income for Chief accountant
2	15/2025/NQ-HĐQT	March 07, 2025	Approval of the revised organizational chart of the company; Approval of the functions and tasks of the departments correspond to the revised organizational chart; Approval of the dismiss Ms. Le Thi Ngoc Diep from the position of Deputy director of the company; And other works of the Board of Directors.
3	20/2025/NQ-HĐQT	March 31, 2025	Approval of the plan to organize the 2025 Annual General Meeting of Shareholders.
4	26/2025/NQ-HĐQT	April 28, 2025	Approval of the meeting agenda and document expected to be presented at the company's 2025 Annual General Meeting of Shareholders.

5	56/2025/NQ-HĐQT	June 05, 2025	Approval of the election of the company's Chairman of the Board of Directors.
6	58/2025/NQ-HĐQT	June 11, 2025	Approval of the termination of the transfer of assets on land attached to the leased land at 1 12 Hue street, Hai Ba Trung district, Ha Noi city with DHL Lan Ha trading and Service Joint Stock Company
7	66/2025/NQ-HĐQT	June 27, 2025	Approval of selection of the 2025 Financial Statement audit unit

### III. Board of Supervisors

#### 1. Information about members of the Board of Supervisors:

No	Members of the Board of Supervisors	Position	Date of appointment/removal of members of the Board of Supervisors	Qualification
1	Mr. Dao Manh Hung	Head of the Board of Supervisors	May 9, 2023	Bachelor of Auditing
2	Mr. Nguyen Viet Hung	Members of the Board of Supervisors	October 13, 2021	Bachelor of Finance and Banking
3	Mr. Nguyen Viet Thang	Members of the Board of Supervisors	June 30, 2020	Bachelor of Finance and Banking

#### 2. Meeting of the Board of Supervisors:

No	Members of the Board of Supervisors	Number of meetings attended	Meeting attendance rate (%)	Voting rate	Reason for not attending
1	Mr. Dao Manh Hung	1	100%;	100%;	
2	Mr. Nguyen Viet Hung	1	100%;	100%;	
3	Mr. Nguyen Viet Thang	1	100%;	100%;	

#### 3. Supervisory activities of the Board of Supervisors over BOD, Board of Management and Shareholders:

The Board of Supervisors has operated in accordance with the provisions of the Company Charter and the provisions of law. In the first 6 months 2025, the Board of Supervisors performed the following specific tasks:

- Supervise of the BOD and Director in managing and operating of the Company.

- Monitor compliance/implementation of resolutions of GMS.
- Monitor the Company's compliance with laws. The issuance of resolutions and decisions of BOM, decisions of the Director in accordance with the regulations on decentralization of Authority, the provisions of law, Charter of the Company.
- Assess of the completeness, legality and truthfulness of the financial statements, Board of Directors' performance evaluation, present the audit report at annual general meeting of shareholder. Reviewing contracts with related parties under the authority of the BOM or GMS. And make recommendation on contracts and transactions that require BOM approval or GMS.
- Submit the Board of Supervisors' report to GMS at the 2025 annual meeting.
- Other tasks as prescribed.

**4. The coordination of the Board of Supervisors between the activities of BOD, Board Management and other managers:**

In the first 6 months 2025, the Board of Supervisors received close coordination from BOD, the Board of Management and other managers. The Board of Supervisors has received all necessary information, reports and documents for inspection and supervision work. BOM has assigned staff to work with the Board of Supervisors whenever requested. The Board of Supervisors maintains independence in its supervisory activities.

**5. Other activities of the Board of Supervisors: None**

**IV. Board of Management**

No	Members of Board of Management	Date of birth	Qualification	Date of appointment/ removal of members of the Board of Management
1	Mr. Nguyen Thai Dung - Director of the Company	December 10, 1075	MBA; Bachelor of Economics	March 01, 2022
2	Mr. Chu Viet Cuong - Deputy Director of the Company	August 03, 1980	Bachelor of Economics; Bachelor of Law	June 01, 2015
3	Ms. Le Thi Ngoc Diep - Deputy Director of the Company	February 13, 1969	Bachelor of Economics	June 01, 2015 Dismissed from April 1, 2025

**V. Chief Accountant**

Full name	Date of birth	Qualifications	Date of appointment/ dismissal
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Ms. Vu Thi Mai Hong	February 18, 1979	Bachelor of Economics	January 01, 2022
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## VI. Training on Corporate Governance:

Members of BOD, Board of Supervisors, Board of Management, and other managers participate the training Courses in accordance with regulations on corporate governance.

## VII. List of stakeholders of public companies and transactions of stakeholders of the Company with the Company itself:

1. List of Stakeholders of the Company: *Details in Appendix 01 attached.*
2. Transactions between the Company and Stakeholders of the Company; or between the Company and major shareholders, insiders, and affiliated persons of insiders: None
3. Transactions between the Company insiders, affiliated persons of insiders and Subsidiaries, Companies dominated by the Company: None
4. Transactions between the Company and other entities:
  - 4.1. Transactions between the Company and companies in which members of BOD, members of the Board of Supervisors, Management and other managers have been and are founding members or members of BOD, Management within the past three (03) years: None
  - 4.2. Transactions between the Company and companies in which affiliated persons of members of BOD, members of the Board of Supervisors, Management and other managers are members of the Board of Directors or Management: None
  - 4.3. Other transactions of the Company (if any) that may bring material or non-material benefits to members of BOD, members of the the Board of Supervisors, Management and other managers: None

## VIII. Stock transactions of insiders and affiliated persons of insiders:

1. List of insiders and their affiliated persons: *Details in Appendix 02 attached.*
2. Transactions of insiders and affiliated persons on Company shares: None

## IX. Other issues to note: None

It is all information of the first 6 months 2025 Report on Corporate Governance of Hanoi Foodstuff Joint Stock Company.

### Attached:

- Appendix 01: List of stakeholders of company
- Appendix 02: List of insiders and their affiliated person

### CHAIRMAN OF THE BOARD OF DIRECTORS

  
DUONG THI LAM

# APPENDIX 01: LIST OF STAKEHOLDERS OF HANOI FOODSTUFF JOINT STOCK COMPANY

(Attached to the first 6 months 2025 Corporate Governance Report No.: /BC-TPHN date July 2025)

No	Name of organization or individual	Securities trading account (if any)	Position at the company (if any)	NSH Number*, date of issue, place of issue	Certificate	Head office address/Contact address	The starting time as the Stakeholder	The closing time as the Stakeholder	Reason	Relationship with the company
1.	Duong Thi Lam		Chairman of the Board of Directors							Insider
2.	Phan Thi Thu Hien		Member of the Board of Directors							Insider
3.	Ngo Lan Huong		Member of the Board of Directors							Insider
4.	Nguyen Hai Dang		Member of the Board of Directors							Insider
5.	Tran Hue Linh		Member of the Board of Directors							Insider
6.	Lai Ha Phuong		Member of the Board of Directors							Insider
7.	Nguyen Viet Hung		Member of the Supervisory Board							Insider

No	Name of organization / individual	Securities trading account (if any)	Position at the company (if any)	NSH Number*, date of issue, Certificate	Head office address/Contact address	The starting time as the Stakeholder	The closing time as the Stakeholder	Reason	Relationship with the company
8.	Nguyen Viet Thang		Member of the Supervisory Board						Insider
9.	Dao Manh Hung		Head of Supervisory Board						Insider
10.	Mr. Nguyen Thai Dung		Director						Insider
11.	Chu Viet Cuong		Deputy Director						Insider
12.	Le Thi Ngoc Diep		Deputy Director						Insider
13.	Vu Thi Mai Hong	665502	Chief Accountant						Insider
14.	Chu Huy Tung		Person in charge of corporate governance						Person in charge of corporate governance
15.	Hanoi Trade Joint Stock Corporation								Stakeholders (Major shareholders owning more than 10% of charter capital)
16.	Wall Street Securities Company								Stakeholders (Major shareholders owning more than 10% of charter capital)

No	Name of organization / individual	Securities trading account (if any)	Position at the company (if any)	NSH Number*, date of issue, place of issue	Head office address/Contact address	The starting time as the Stakeholder	The closing time as the Stakeholder	Reason	Relationship with the company
17.	Bacqua Service and Trading Joint Stock Company								Stakeholders (Subsidiary)
18.	Lang Yen Trading Joint Stock Company								Stakeholders (Subsidiary)

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