

Hanoi, day 17 month 01 year 2025

**REPORT ON CORPORATE GOVERNANCE
(Year 2024)**

**Dear: - State Securities Commission of Vietnam
- Hanoi Stock Exchange**

- Name of listed company: **Hanoi PVR Investment Joint Stock Company**
- Head office address: 2nd floor, MHD Trung Van building, HH lot, Trung Van urban area, Trung Van ward, Nam Tu Liem district, Hanoi city
- Telephone: 0823115599
- Email: congtypvr@gmail.com
- Charter capital: 531.009.130.000 VND
- Security symbol: PVR

I. Activities of the General Meeting of Shareholders:

Order	Number of Resolutions/ Decisions	Date	Content
1	129/NQ-ĐHĐCĐ-PVR	24/09/2024	<p>The resolution of the General Meeting of Shareholders has approved the following contents:</p> <ul style="list-style-type: none">- Report evaluating the activities of Company's Board of Directors in 2023 and development orientation for business plan in 2024;- Report of General Director on company's business results in 2023;- Report on activities of Supervisory Board in 2023;- Report on Supervisory Board's dismissal and appointment for term 2022-2027;- Report on Board of Directors'

			<p>dismissal and appointment for term 2022-2027;</p> <ul style="list-style-type: none"> - Report of company's business plan and expected revenue in 2024, - Submission for approval on remuneration expenses of Board of Directors and Board of Supervisors of company in 2023; Expected remuneration level of Board of Directors and Board of Supervisors of company in 2024 and other expenses; - Submission for approval of audited financial report year 2023; - Submission for approval on selecting auditing unit for financial report year 2024; - Submission for approval of change of head office address and re-adjust company's registered business codes according to current regulations; - Submission for approval of company's temporarily business suspension; - Report requesting the policy to delist from Upcom securities; - Submission for approval of sending Invitation to the Company's General Meeting of Shareholders.
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II. Board of Directors:

1. Information of Board of Directors (BoD):

Order	BoD	Position	Start date/no longer member of BoD	
			Appointment date	Dismissal date
1	Mr. Bùi Văn Phú	Chairman of the Board	23/06/2022	
2	Mr. Đỗ Duy Điền	Member of BoD	23/06/2022	
3	Mr. Trần Ngọc Bấy	Member of BoD	23/06/2022	12/08/2024 (24/09/2024)
4	Mr. Phạm Văn Quyết	Member of BoD	12/08/2024 (24/09/2024)	

2. Board of Directors' meetings:

Order	Member of BoD	Number of meetings attended	Attendance rate	No-show reasons
1	Mr. Bùi Văn Phú	07/07	100%	
2	Mr. Đỗ Duy Điền	07/07	100%	
3	Mr. Trần Ngọc Bấy	03/07	42,86%	
4	Mr. Phạm Văn Quyết	04/07	57,14%	

3. Monitoring activities of BoD towards Board of Directors: The supervision activities of BoD towards Board of Directors carried out by Chairman of BoD are generally timely and appropriate.

4. Activities of subcommittees of BoD: BoD hasn't established subcommittee.

5. Resolutions/Decisions/Announcements of BoD in 2024:

Order	Number of Resolutions/Decisions /Announcements	Date	Content	Pass rate
1	34/QĐ-HĐQT-PVR	03/04/2024	Decision regarding the postponement of the 2024 Annual General Meeting of Shareholders	100%
2	55/NQ-HĐQT-PVR	30/07/2024	Resolution of BoD regarding the approval of estimated budget, time and location, final list of shareholders and other contents of the 2024 Annual General Meeting of Shareholders	100%
3	59/NQ-HĐQT-PVR	12/08/2024	Resolution of BoD regarding the dismissal and appointment of BoD members of the company	100%
4	91/NQ-HĐQT-PVR	22/08/2024	Resolution regarding the approval of time, location as well as content of reports in the Minutes of the BoD meeting on 22/08/2024	100%

5	116/QĐ-HĐQT-PVR	09/09/2024	Decision of BoD regarding the resume of business operations of company before the announced deadline	100%
6	128/BB-ĐHĐCĐ-PVR	24/09/2024	Minutes of the 2024 Annual General Meeting of Shareholders	
7	129/NQ-ĐHĐCĐ-PVR	24/09/2024	Resolution of the 2024 Annual General Meeting of Shareholders	
8	136/QĐ-HĐQT-PVR	06/11/2024	Decision on changing the content of business registration – Change of head office address; Change of business sectors	100%
9	151/QĐ-HĐQT-PVR	18/12/2024	Decision of BoD on changing company's seal	100%
10	152/QĐ-HĐQT-PVR	18/12/2024	Decision of BoD on termination company's transaction office location	100%
11	154/QĐ-HĐQT-PVR	18/12/2024	Decision of BoD on temporarily suspend company's business operations	100%

III. Board of Supervisors:

1. Information of Board of Supervisors (BoS):

Order	Member of BoS	Position	Start date being member of BoS	No longer member of BoS	Professional Qualifications
1	Mrs. Khúc Thị Thanh Trâm	Head of BoS	23/06/2022		Accountant
2	Mr. Phạm Văn Quyết	Member of BoS	23/06/2022	25/07/2024 (24/09/2024)	Construction engineer
3	Mrs. Đỗ Thị Hương	Member of BoS	23/06/2022		Accountant
4	Ms. Khúc Bích Ngọc	Member of BoS	25/07/2024 (24/09/2024)		Accountant

2. Meeting of BoS: 02

Order	Member of BoS	Number of meeting attended	Attendance rate	Pass rate	No-show reason
1	Mrs. Khúc Thị Thanh Trâm	02	100%		
2	Mr. Phạm Văn Quyết	01	50%		
3	Mrs. Đỗ Thị Hường	02	100%		
4	Ms. Khúc Bích Ngọc	01	50%		

3. Monitoring activities of Board of Supervisors towards BoD and shareholders: At every BoD meetings in 2024, BoS has arranged member attending the meeting.

4. Coordination between Supervisory Board members towards activities of BoD and other managers: The coordination and exchange of information between BoS members towards activities of BoD and other managers are regularly maintained through direct communication because the majority of BoS members working at the company. Besides that, BoD coordinated with BoS and creates favorable conditions for BoS to fulfill their mission.

5. Other activities of BoS: None.

IV. Executive Board:

Order	Member of Executive Board	Date of Birth	Professional Qualification	Appointment Date
1	Ông Đỗ Duy Điền (Tổng giám đốc)	03/06/1980	Construction Engineer	29/06/2022

V. Chief accountant:

Name	Date of Birth	Profession Qualification	Appointment Date
Khúc Thị Thanh Huyền	09/10/1979	Bachelor of Finance and Accounting	29/06/2022

VI. Training on corporate governance:

Corporate governance training courses that BoD members, BoS members, General Director, other managers and Secretary of the company have attended according to governance regulations of the company: None.

VII. List of related people of listed company (year 2024 report) and transactions of related people with the company:

1. List of related people with the company:

Order	Name of organization/ Individual	Securities account (if any)	Position at the company (if any)	Citizen Identification Card	Issued date	Place of Issue	Address	Date of becoming related people	No longer being related people	Reason
1	Bùi Văn Phú		Chairman of BoD					23/06/2022		Election term 2022-2027
	Bùi Văn Chiêm (Biological father)									
	Vũ Thị Thân (Biological mother)									
	Bùi Văn Thắng (Brother)									
	Bùi Văn Chung (Brother)									

	Trần Thị Thắm (Wife)									
	Bùi Huyền My (Daughter)									
	Bùi Đức Hùng (Son)									
	Bùi Trí Dũng (Son)									
2	Đỗ Duy Điền		Member of BoD; General Director					23/06/20 22		Election term 2022- 2027
	Đỗ Duy Hạ (Biological father)									

	Đỗ Thị Rệu (Biological Mother)									
	Đỗ Bích Đào (Sister)									
	Đỗ Thị Mai (Sister)									
	Đỗ Thị Hương (Sister)									
	Đỗ Duy Hải (Brother)									
	Nguyễn Thùy Ninh (Wife)									
	Đỗ Khánh									

	Linh (Daughter)									
	Đỗ Mỹ Linh (Daughter)									
3	Trần Ngọc Bảy		Member of BoD					23/06/2022	12/08/2024 (24/09/2024)	
	Trần Ngọc Chi (Biological father)									
	Trần Thị Hường (Biological mother)									
	Trần Ngọc Hùng (Brother)									
	Trần Ngọc Cường (Brother)									

	Trần Ngọc Anh (Brother)									
	Trần Ngọc Dũng (Brother)									
	Trần Ngọc Sỹ (Brother)									
	Trần Thị Minh Thu (Sister)									
	Nguyễn Thị Bích (Wife)									
	Trần Ngọc Sơn (Son)									

	Trần Thị Huyền Trang (Daughter)									
4	Phạm Văn Quyết		Member of BoD					12/08/2024 (24/09/20 24)		Additional election term 2022-2027
	Phạm Văn Tuân (Biological father)									
	Đới Thị Quỳnh (Biological mother)									
	Lê Thị Hoà (Wife)									
	Phạm Việt Hằng (Daughter)									
	Phạm Thanh Hải									

	(Son)									
	Phạm Việt Hoàng (son)									
5	Khúc Thị Thanh Trâm		Head of Supervisory Board					23/06/2022 30/06/2022 (Stay as Head of Supervisory board)		Election term 2022-2027
	Khúc Đình Sơn (Biological father)									
	Trần Thị Thắm (Biological mother)									
	Khúc Xuân Trường (Brother)									
	Đồng Phú Đạt (Husband)									

	Dòng Thanh Trà (Daughter)									
6	Đỗ Thị Hường		Member of Supervisory board					23/06/2022		Election term 2022-2027
	Nguyễn Mạnh Thắng (Husband)									
	Nguyễn Mạnh Hùng (Son)									
	Nguyễn Lâm Dũng (Son)									
7	Khúc Bích Ngọc		Member of Supervisory Board					25/07/2024 (24/09/2024)		Additional election term 2022-2027

	Khúc Mạnh Hùng (Biological father)									
	Khúc Thị Hằng (Biological mother)									
	Khúc Quang Minh (Brother)									
8	Khúc Thị Thanh Huyền		Head of Accountant					29/06/2022		
	Dặng Xuân Phúc (Husband)									
	Đặng Nhật Anh (Son)									
	Đặng Bảo Trân Daughter)									

9	Bùi Thị Thu Thủy		Managing Director					29/06/2022		
	Bùi Văn Chung (Biological father)									
	Bùi Thị Thu Hà (Biological mother)									
	Vũ Tuấn Phong (Husband)									
	Bùi Hồng Hạnh (sister)									

	Bùi Minh Phúc (brother)									
10	Trần Thị Thắm									shareholders owning 10% or more
	Bùi Văn Phú (Husband)		Chairman of BoD							
	Bùi Huyền My (Daughter)									
	Bùi Đức Hùng (Son)									
	Bùi Trí Dũng (Son)									

2. Transactions between company and related people of the company; or between company and major shareholder, internal people, related people of internal people:

Order	Name of organization /Individual	Relationship with the company	Citizen identification card	Head office address/Contact address	Time of transaction with the company	No of Resolution/Decision/ Announcement of BoD	Content, quantity and total transaction value	Note
1	Bùi Thị Thu Thủy	Major shareholder			Months 3,4,8 - 12/2024	Announcement no 04 2/TB-HDQT-PVR dated 12/01/2023 regarding approval of a loan plan to cover company operation costs	Company borrowed Mrs. Bùi Thị Thu Thủy 553.040.498 VNĐ	Loan balance payable as of date: 31/12/2024: 14.438.349.243 VNĐ

3. Transactions between internal people of listed company, related people of internal people with sub-company, company that supervised by listed company: None

4. Transactions between company and other individuals:

4.1. Transactions between company with the company that member of BoD, member of BoS, General Director that has been and is a founder or member of BoD, General Director in the last 3 years (at time of reporting): None

4.2. Transactions between company with the company that related people of BoD member, BoS member, General Director is currently member of BoD, General Director: None

4.3. Other transactions of the company (if any) that may bring material or immaterial benefits to BoD members, BoS members, General Director: None

VIII. Stock transactions of internal people and related people of internam people (Report year 2024):

1. List of internal people and related people of internal people:

Order	Name	Securities account (if any)	Position at the company (if any)	Relationship with internal shareholder	Citizen Identification card/Passport				Address	Number of shares owned at the end of period	Share ownership ratio at the end of the period	Note
					Type	Number	Issued date	Place of Issue				
1	Bùi Văn Phú		Chairman of BoD							2.715.520	5,114 %	
	Bùi Văn Chiêm			Biological father						0	0	
	Vũ Thị Thân			Biological mother						0	0	
	Bùi Văn Thắng			Brother						0	0	

	Bùi Văn Chung			Brother						0	0	
	Trần Thị Thắm			Wife						12.483.000	23,508 %	
	Bùi Huyền My			Daughter						0	0	
	Bùi Đức Hùng			Son						0	0	
	Bùi Trí Dũng			Son						0	0	
2	Đỗ Duy Điền		Member of BoD and General							2.500	0.0047 %	

			Director									
	Đỗ Duy Hạ			Biological father						0	0	
	Đỗ Thị Rệu			Mẹ đẻ						0	0	
	Đỗ Bích Đào			Sister						0	0	
	Đỗ Thị Mai			Sister						0	0	
	Đỗ Thị Hương			Sister						0	0	

	Đỗ Duy Hải			Brother						0	0	
	Nguyễn Thùy Ninh			Wife						0	0	
	Đỗ Khánh Linh			Daughter						0	0	
	Đỗ Mỹ Linh			Daughter						0	0	
3	Trần Ngọc Bảy		Member of BoD							100	0,0001 9%	

	Trần Ngọc Chi			Biological father								
	Trần Thị Hường			Biological mother						0	0	
	Trần Ngọc Hùng			Brother						0	0	
	Trần Ngọc Cường			Brother						0	0	
	Trần Ngọc Anh			Brother						0	0	
	Trần Ngọc Dũng			Brother						0	0	
	Trần Ngọc Sỹ			Brother						0	0	
	Trần Thị Minh Thu			Sister						0	0	

	Nguyễn Thị Bích			Wife						0	0	
	Trần Ngọc Sơn			Son						0	0	
	Trần Thị Huyền Trang			Daughter						0	0	
4	Phạm Văn Quyết		Member of BoD							0	0	
	Phạm Văn Tuấn			Biological father								
	Dới Thị Quỳnh			Biological mother						0	0	

	Lê Thị Hoà			Wife						0	0	
	Phạm Việt Hằng			Daughter						0	0	
	Phạm Thanh Hải			Son						0	0	
	Phạm Việt Hoàng			Son						0	0	
5	Khúc Thị Thanh Trâm		Head of BoS							0	0	
	Khúc Đình Sơn			Biological father						0	0	

	Trần Thị Thắm			Biological mother						0	0	
	Khúc Xuân Trường			Brother						0	0	
	Đồng Phú Đạt			Husband						0	0	
	Đồng Thanh Trà			Daughter						0	0	

6	Đỗ Thị Hường		Member of BoS							0	0	
	Nguyễn Mạnh Thắng			Husband						0	0	
	Nguyễn Mạnh Hùng			Son						0	0	
	Nguyễn Lâm Dũng			Son						0	0	
7	Khúc Bích Ngọc		Member of BoS							0	0	
	Khúc Mạnh Hùng											

	Khúc Thị Hằng			Biological mother						0	0	
	Khúc Quang Minh			Brother						0	0	
8	Khúc Thị Thanh Huyền		Head Accountant							2.539.400	4.782 %	
	Đặng Xuân Phúc			Husband						0	0	
	Đặng Nhật Anh			Son						0	0	
	Đặng Bảo Trân			Daughter						0	0	
9	Bùi Thị Thu Thủy		Managing Director							2.808.000	5.29%	

	Bùi Văn Chung			Biological father						0	0	
	Bùi Thị Thu Hà			Biological mother						0	0	
	Vũ Tuấn Phong			Husband						0	0	
	Bùi Hồng Hạnh			Sister						0	0	
	Bùi Minh Phúc			Brother						0	0	

2. Transactions of internal people and related people of internal people of listed company:

Order	The person who makes the transaction	Relationship with internal people	Number of shares owned the beginning of the period		Number of shares owned at the end of the period		Reason for increase, decrease (buy, sell, convert, reward)
			Number of shares	Rate	Number of shares	Rate	
1	Trần Thị Huyền Trang (From 01/03/2024 to 29/03/2024)	Related people of internal people (Mr. Tran Ngoc Bay - Member of BoD)	0	0%	0	0%	Stock prices haven't met the expectations
2	Trần Thị Thắm (From 15/08/2024 to 10/09/2024)	Related people of internal people (Mr. Bui Van Phu – Chairman of BoD)	12.483.000	23,51%	12.483.000	23,51%	Stock prices haven't met the expectations

IX. Other issues to note: None

Recipient:

- As "Dear";
- BoS;
- Keep at office, BoD.

ON BEHALF OF BoD
CHAIRMAN OF BOD



BUI VAN PHU