

**XUAN MAI INVESTMENT AND  
CONSTRUCTION JOINT STOCK  
COMPANY**

**THE SOCIALIST REPUBLIC OF VIETNAM**  
**Independence - Freedom - Happiness**

*Hanoi, 24<sup>th</sup> January 2025*

No: **37** /2025/BC/XMC

Subject: Report on Corporate Governance

**REPORT ON CORPORATE GOVERNANCE  
YEAR 2024**

**To: - The State Securities Commission of Vietnam;  
- Hanoi Stock Exchange.**

- Company Name: Xuan Mai Investment and Construction Joint Stock Company
- Head Office Address: 4th Floor, Xuan Mai Tower, To Hieu Street, Ha Cau Ward, Ha Dong District, Hanoi City
- Telephone: 024.73038866 Fax: 024.73078866
- Email: [info@xuanmaicorp.vn](mailto:info@xuanmaicorp.vn)
- Charter Capital: VND 714,056,890,000
- Stock Code: XMC
- Corporate Governance Model: General Meeting of Shareholders, Board of Directors, Supervisory Board, and Chief Executive Officer (CEO).
- Regarding the implementation of internal audit functions: Implemented.

**I. Activities of the General Meeting of Shareholders:**

| No. | Resolution / Decision no. | Date      | Content   |
|-----|---------------------------|-----------|---|
| 01  | 05/2024/NQ/XMC-DHĐCĐTN    | 20/4/2024 | The 2024 Annual General Meeting of Shareholders |

**II. Board of Directors:**

**1. Information about the Members of the Board of Directors:**

| No. | Members of the Board of Directors | Title           | Date of starting / stopping being member of the Board of Directors |                             |
|-----|-----------------------------------|-----------------|--|-----------------------------|
|     |                                   |                 | Date of Appointment  | Date of Dismissal           |
| 1   | Mr. Bui Khac Son                  | Chairman        | 20 <sup>th</sup> April 2019  |                             |
| 2   | Mr. Nguyen Duc Cu                 | Deputy Chairman | 20 <sup>th</sup> April 2019  | 20 <sup>th</sup> April 2024 |
| 3   | Mr. Nguyen Tho Phung              | Member          | 20 <sup>th</sup> April 2019  | 20 <sup>th</sup> April 2024 |
| 4   | Mrs. Do Thi Hue                   | Member          | 27 <sup>th</sup> April 2021  |                             |
| 5   | Mrs. Dinh Thi Thanh Ha            | Member          | 05 <sup>th</sup> May 2023  |                             |

|   |                      |        |                             |  |
|---|----------------------|--------|-----------------------------|--|
| 6 | Mr. Nguyen Duc Quang | Member | 20 <sup>th</sup> April 2024 |  |
| 7 | Mrs. Pham Thi Hien   | Member | 20 <sup>th</sup> April 2024 |  |

## **2. Meetings of the Board of Directors:**

| No. | Members of the Board of Directors | Number of meetings attended | Ratio | Reason for being absent        |
|-----|-----------------------------------|-----------------------------|-------|--------------------------------|
| 1   | Mr. Bui Khac Son                  | 24/24                       | 100%  |                                |
| 2   | Mr. Nguyen Duc Cu                 | 5/5                         | 100%  | Dismissed as of April 20, 2024 |
| 3   | Mr. Nguyen Tho Phung              | 5/5                         | 100%  | Dismissed as of April 20, 2024 |
| 4   | Mrs. Do Thi Hue                   | 24/24                       | 100%  |                                |
| 5   | Mrs. Dinh Thi Thanh Ha            | 24/24                       | 100%  |                                |
| 6   | Mr. Nguyen Duc Quang              | 19/19                       | 100%  | Appointed as of April 20, 2024 |
| 7   | Mrs. Pham Thi Hien                | 19/19                       | 100%  | Appointed as of April 20, 2024 |

## **3. Supervisory Activities of the Board of Directors over the Executive Board:**

- Supervising and controlling strategies, making decisions on strategies and medium to long-term development plans, directing the implementation of production and business activities, and preparing reports on the results of production and business activities in 2024; implementing the business production plan for 2025.
- Preparing quarterly financial statements and the 2024 annual financial statements for the parent company and consolidating subsidiaries.
- Controlling and ensuring the timely and transparent disclosure of information.
- Directing the implementation of internal audit activities and risk management; reorganizing and restructuring the operational model at the parent company and its subsidiaries.

## **4. Activities of the Subcommittees under the Board of Directors:**

### **Internal Audit Committee**

- The Internal Audit Committee performs the role of inspection, supervision, and evaluation of compliance, integrity, accuracy, and efficiency in the management, administration, and execution of all Company activities. It provides independent and objective evaluation reports to the Board of Directors (BOD) for the development of appropriate policies to adjust management operations and cost control. Additionally, it advises and consults the BOD to ensure the Company's activities comply with legal regulations, business ethics, and internal regulations, helping to control risks and improve operational efficiency.

- In 2024, the Internal Audit Committee conducted inspections and supervision of the Company's activities in accordance with its functions and responsibilities, such as appraising financial statements, evaluating contract approval processes, overseeing contractor selection for projects, and verifying final accounts of the contractors involved in the Company's projects.



## The Office of the Board of Directors

- The Office of the Board of Directors (BOD) serves as an advisory and support unit, operating independently under the direct direction of the BOD. It is responsible for supervising, monitoring, and urging departments and divisions to implement the decisions, directives, and tasks assigned by the BOD. It monitors activities, consolidates, and reports the performance results of various units to the BOD. Additionally, it collaborates with relevant departments to review, develop, and amend corporate governance documents in compliance with legal regulations.

- Ensures the disclosure of information in accordance with legal requirements for public companies.

- Handles procedures for the 2024 Annual General Meeting of Shareholders.

### 5. Resolutions/Decisions of the Board of Directors and the General Meeting of Shareholders:

| No. | Resolution / Decision no. | Date                          | Content  |
|-----|---------------------------|-------------------------------|--|
| 1   | 01/2024/NQ/XMC-HĐQT       | 05 <sup>th</sup> January 2024 | Cancellation of the company seal template  |
| 2   | 02/2024/NQ/XMC-HĐQT       | 04 <sup>th</sup> March 2024   | Amendment and supplementation of the guarantee commitment for Xuan Mai Construction Joint Stock Company at Lien Viet Post Commercial Joint Stock Bank – Hanoi Branch |
| 3   | 03/2024/NQ/XMC-HĐQT       | 06 <sup>th</sup> March 2024   | Approval of the final registration date for exercising the right to attend the 2024 Annual General Meeting of Shareholders   |
| 4   | 04/2024/NQ/XMC-HĐQT       | 15 <sup>th</sup> March 2024   | Amendment of business registration information and revision of the Company Charter   |
| 5   | 04A/2024/NQ/XMC-HĐQT      | 02 <sup>nd</sup> April 2024   | Approval of the plan for transferring shophouse sales contracts of the Ecogreen Saigon Project   |
| 6   | 05/2024/NQ/XMC-ĐHĐCĐTN    | 20 <sup>th</sup> April 2024   | Resolution of the 2024 Annual General Meeting of Shareholders  |
| 7   | 06/2024/NQ/XMC-HĐQT       | 20 <sup>th</sup> April 2024   | Election of the Chairman of the Board of Directors for the 2024 - 2029 term  |
| 8   | 06A/2024/NQ/XMC-HĐQT      | 20 <sup>th</sup> April 2024   | Appointment of Mr. Nguyen Tho Phung as an Advisor to the Company's Board of Directors  |
| 9   | 07/2024/NQ/XMC-HĐQT       | 22 <sup>nd</sup> April 2024   | Approval of the adjustment of authorization content in the plan for transferring apartment sales contracts of the Ecogreen Saigon Project                            |
| 10  | 08/2024/NQ/XMC-HĐQT       | 22 <sup>nd</sup> April 2024   | Amendment of business registration information and revision of the Company Charter   |
| 11  | 09/2024/NQ/XMC-HĐQT       | 23 <sup>rd</sup> April 2024   | Loan from the Joint Stock Commercial Bank for Investment and Development of Vietnam - Transaction Center 1 Branch  |

| No. | Resolution /<br>Decision no. | Date                           | Content  |
|-----|------------------------------|--------------------------------|--|
| 12  | 10/2024/NQ/XMC-HĐQT          | 03 <sup>rd</sup> May 2024      | Loan from Bac A Commercial Joint Stock Bank - Thang Long Branch  |
| 13  | 11/2024/NQ/XMC-HĐQT          | 27 <sup>th</sup> May 2024      | Amendment and supplementation of the guarantee commitment for Xuan Mai Construction Joint Stock Company at Lien Viet Post Commercial Joint Stock Bank - Hanoi Branch |
| 14  | 12/2024/NQ/XMC-HĐQT          | 01 <sup>st</sup> July 2024     | Approval of the plan for selling commercial space in the CT1 building of the Ngo Thi Nham Residential Area   |
| 15  | 12A/2024/NQ/XMC-HĐQT         | 01 <sup>st</sup> July 2024     | Approval of the plan for transferring apartments in the Ecolife Riverside Nhon Binh Project  |
| 16  | 13/2024/NQ/XMC-HĐQT          | 01 <sup>st</sup> August 2024   | Investment cooperation for the high-rise residential project on land plots TT-01 and TT-03 within the Yen Binh Urban Area Project, Thai Nguyen                       |
| 17  | 13A/2024/NQ/XMC-HĐQT         | 05 <sup>th</sup> November 2024 | Approval of the policy to participate in the auction for land use rights to implement the Southwest Urban Area Project in Nhon Ly Commune, Quy Nhon City             |
| 18  | 14/2024/NQ/XMC-HĐQT          | 12 <sup>th</sup> November 2024 | Business production plan and loan proposal for the 2024-2025 period at BIDV - Ha Dong Branch   |
| 19  | 15/2024/NQ/XMC-HĐQT          | 13 <sup>th</sup> November 2024 | Plan for selling shophouses and apartments in Ecogreen Saigon and purchasing the basement of CT2 To Hieu Building from XMH Company                                   |
| 20  | 16/2024/NQ/XMC-HĐQT          | 13 <sup>th</sup> November 2024 | Business production plan and loan proposal for the 2024-2025 period at BIDV - Transaction Center 1 Branch  |
| 21  | 17/2024/NQ/XMC-HĐQT          | 13 <sup>th</sup> November 2024 | Loan from Loc Phat Vietnam Commercial Joint Stock Bank - Hanoi Branch  |
| 22  | 18/2024/NQ/XMC-HĐQT          | 3 <sup>rd</sup> December 2024  | Change of the audit firm for the 2024 financial statements   |
| 23  | 19/2024/NQ/XMC-HĐQT          | 4 <sup>th</sup> December 2024  | Guarantee commitment for XMB at BIDV Ha Dong Branch  |
| 24  | 20/2024/NQ/XMC-HĐQT          | 12 <sup>th</sup> December 2024 | Guarantee commitment for XMH at BIDV Ha Dong Branch  |
| 25  | 21/2024/NQ/XMC-HĐQT          | 31 <sup>st</sup> December 2024 | Provision for doubtful debts as of December 31, 2024   |

### III. Supervisory Board

#### 1. Information about members of the Supervisory Board



| No. | Supervisory Board Members | Title                           | Date of Appointment as a Supervisory Board Member | Date of Termination as a Supervisory Board Member | Professional Qualifications                               |
|-----|---------------------------|---------------------------------|---|---|---|
| 1   | Mr. Nguyen Minh Duc       | Head of the Supervisory Board   | 20 <sup>th</sup> April 2019                       | 20 <sup>th</sup> April 2024                       | Bachelor of Accounting, Master of Business Administration |
| 2   | Mr. Nguyen Minh Duc       | Head of the Supervisory Board   | 20 <sup>th</sup> April 2024                       |   | Master of Finance   |
| 3   | Mrs. Pham My Hanh         | Member of the Supervisory Board | 05 <sup>th</sup> May 2023                         |   | Bachelor of Laws  |
| 4   | Mrs. Pham Thi Thanh Huyen | Member of the Supervisory Board | 20 <sup>th</sup> April 2019                       |   | Master of Corporate Finance and Governance Control        |

## 2. Meetings of the Supervisory Board

| No. | Supervisory Board Members | Number of Meetings Attended | Attendance Rate | Attendance Rate | Reason for Non-Attendance     |
|-----|---------------------------|-----------------------------|-----------------|-----------------|-------------------------------|
| 1   | Mr. Nguyen Minh Duc       | 1                           | 100%            | 1/1             | Dismissed from April 20, 2024 |
| 2   | Mr. Nguyen Minh Duc       | 3                           | 100%            | 3/3             | Appointed from April 20, 2024 |
| 3   | Mrs. Pham My Hanh         | 4                           | 100%            | 4/4             |                               |
| 4   | Mrs. Pham Thi Thanh Huyen | 4                           | 100%            | 4/4             |                               |

## 3. Supervisory Activities of the Supervisory Board with the Board of Directors, General Director, and Shareholders

- The Supervisory Board monitored the activities of the Board of Directors (BOD) in organizing the 2024 Annual General Meeting of Shareholders held on April 20, 2024; implementing resolutions of the 2024 Annual General Meeting of Shareholders; and ensuring compliance with legal regulations based on the review of resolutions, decisions, and documents issued by the BOD;
- Participated in company leadership meetings regarding monthly and quarterly business plans and reports on business performance;

- Reviewed financial reports and progress reports on the implementation of the 2024 production and business plan;
- Examined reports and opinions provided by the auditing organization;
- Performed other duties assigned by the General Meeting of Shareholders.

#### **4. Coordination Between the Supervisory Board and the Board of Directors, General Director, and Other Management Personnel**

In 2024, the Supervisory Board was provided with complete information on the decisions and resolutions of the Board of Directors, as well as reports from the General Director related to the management, administration, and business operations of the Company.

#### **5. Other Activities of the Supervisory Board**

Performed rights and duties in accordance with the Enterprise Law and the Company's Charter.

### **IV. Executive Board**

| No. | Executive Board Members | Date of Birth                   | Professional Qualifications                         | Date of Appointment/Dismissal   |
|-----|-------------------------|---------------------------------|---|---------------------------------|
| 1   | Mr. Nguyen Cao Thang    | 25 <sup>th</sup> September 1983 | Civil Engineer                                      | 16 <sup>th</sup> August 2020    |
| 2   | Mr. Le Trung Thang      | 19 <sup>th</sup> February 1977  | Civil and Industrial Construction Engineer          | 01 <sup>st</sup> January 2016   |
| 3   | Mr. Duong Anh Tuan      | 05 <sup>th</sup> May 1982       | Civil and Industrial Construction Engineer          | 01 <sup>st</sup> June 2017      |
| 4   | Mr. Hoang Van Phong     | 22 <sup>nd</sup> March 1979     | Construction Machinery Engineer                     | 07 <sup>th</sup> January 2021   |
| 5   | Mr. Nguyen Minh Duc     | 20 <sup>th</sup> December 1978  | Master of Finance, Credit, and Monetary Circulation | 19 <sup>th</sup> April 2024 (*) |

(\*) Mr. Nguyen Minh Duc: No longer holding the position of Deputy General Director of the Company as of April 19, 2024.

### **V. Chief Accountant**

| Full Name        | Date of Birth               | Professional Qualifications         | Date of Appointment            |
|------------------|-----------------------------|-------------------------------------|--------------------------------|
| Mr. Mai Van Dinh | 03 <sup>rd</sup> April 1964 | Bachelor of Economics in Accounting | 19 <sup>th</sup> November 2013 |

### **VI. Corporate Governance Training**

The Company always encourages and facilitates members of the Board of Directors, General Directors, Supervisory Board members, management personnel, and Company secretaries to participate in corporate governance training programs.



## **VII. List of Related Parties of the Company and Transactions of Related Parties with the Company**

1. List of Related Parties of the Company: Attached List Included.
2. Transactions Between the Company and Related Parties; or Between the Company and Major Shareholders, Insiders, or Related Parties of Insiders: Attached List Included.
3. Transactions Between Insiders of the Listed Company or Related Parties of Insiders with Subsidiaries or Companies Controlled by the Listed Company: None.
4. Transactions Between the Company and Other Parties:
  - 4.1. Transactions Between the Company and Companies Where Members of the Board of Directors, Supervisory Board, General Director, and Other Managers Have Been or Are Currently Serving as Board Members or Executive Directors in the Past 3 Years: Attached List Included.
  - 4.2. Transactions Between the Company and Companies Where Related Parties of Members of the Board of Directors, Supervisory Board, General Director, and Other Managers Are Board Members or Executive Directors: None.
  - 4.3. Other Transactions of the Company That May Benefit Members of the Board of Directors, Supervisory Board, General Director, and Other Managers: None.

## **VIII. Stock Transactions of Insiders and Related Parties of Insiders**

1. List of Insiders and Related Parties of Insiders: Attached List Included.
2. Transactions of Insiders and Related Parties Regarding the Company's Shares: Attached List Included.

## **IX. Other Notable Issues: None.**

### **Recipients:**

- As addressed;
- Archives: Office of the Board of Directors.

**CHAIRMAN OF THE BOARD OF  
DIRECTORS**



**Bùi Khắc Sơn**

**VII. List of Related Persons of the Company****1. List of Related Parties of the Company**

| No. | Name of Organization/<br>Individual | Securities<br>Trading<br>Account | Position in the<br>Company                    | Owner's<br>Identification<br>Number | Date of<br>Issue | Place of<br>Issue    | Head Office Address/Contact Address | Date of<br>Becoming a<br>Related<br>Party | Date of<br>Ceasing to<br>be a<br>Related<br>Party | Reason   | Relationship<br>with the<br>Company   |
|-----|-------------------------------------|----------------------------------|---|-------------------------------------|------------------|----------------------|-------------------------------------|---|---|--|---|
| 1   | Bui Khac Son                        |                                  | Chairman of the<br>Board of<br>Directors      |                                     |                  | Hanoi                |                                     | September 23,<br>2013                     |   |  | Insider;<br>Shareholder<br>owning more<br>than 10% of<br>the voting<br>shares |
| 2   | Nguyen Duc Cu                       |                                  | Vice Chairman<br>of the Board of<br>Directors |                                     |                  | Hanoi                |                                     | April 20,<br>2019                         | April 20,<br>2024                                 | End of<br>term   |   |
| 3   | Nguyen Tho Phung                    |                                  | Board of<br>Directors<br>Member               |                                     |                  | Hanoi                |                                     | November 10,<br>2013                      | April 20,<br>2024                                 | End of<br>term   |   |
| 4   | Nguyen Duc Quang                    |                                  | Board of<br>Directors<br>Member               |                                     |                  | Hanoi                |                                     | April 20,<br>2024                         |   | Elect the<br>new<br>Board of<br>Directors<br>for the<br>new term | Insider   |
| 5   | Dinh Thi Thanh Ha                   |                                  | Board of<br>Directors<br>Member               |                                     |                  | Hanoi                |                                     | November 16,<br>2017                      |   |  | Insider;<br>Shareholder<br>owning more<br>than 10% of<br>the voting<br>shares |
| 6   | Do Thi Hue                          |                                  | Board of<br>Directors<br>Member               |                                     |                  | Hanoi                |                                     | April 27,<br>2021                         |   |  | Insider   |
| 7   | Pham Thi Hien                       |                                  | Board of<br>Directors<br>Member               |                                     |                  | Police<br>Department |                                     | April 20,<br>2024                         |   | Elect the<br>new<br>Board of<br>Directors<br>for the<br>new term | Insider   |
| 8   | Nguyen Cao Thang                    |                                  | Chief Executive<br>Officer (CEO)              |                                     |                  | Hanoi                |                                     | April 7, 2016                             |   |  | Insider   |



| No. | Name of Organization/<br>Individual                              | Securities<br>Trading<br>Account | Position in the<br>Company            | Owner's<br>Identification<br>Number | Date of<br>Issue     | Place of<br>Issue                                       | Head Office Address/Contact Address                                  | Date of<br>Becoming a<br>Related<br>Party | Date of<br>Ceasing to<br>be a<br>Related<br>Party | Reason         | Relationship<br>with the<br>Company |
|-----|--|----------------------------------|---------------------------------------|-------------------------------------|----------------------|---|--|---|---|----------------|-------------------------------------|
| 9   | Le Trung Thang   |                                  | Deputy CEO                            |                                     |                      | Hanoi   |  | March 06,<br>2014                         |   |                | Insider                             |
| 10  | Duong Anh Tuan   |                                  | Deputy CEO                            |                                     |                      | Ha Tinh   |  | January 06,<br>2017                       |   |                | Insider                             |
| 11  | Hoang Van Phong  |                                  | Deputy CEO                            |                                     |                      | Hanoi   |  | July 01, 2021                             |   |                | Insider                             |
| 12  | Nguyen Minh Duc  |                                  | Head of the<br>Supervisory<br>Board   |                                     |                      | Hanoi   |  | January 04,<br>2022                       |   |                | Insider                             |
| 13  | Mai Van Dinh   |                                  | Chief<br>Accountant                   |                                     |                      | Hanoi   |  | November 19,<br>2013                      |   |                | Insider                             |
| 14  | Nguyen Minh Duc  |                                  | Head of the<br>Supervisory<br>Board   |                                     |                      | Hanoi   |  | February 04,<br>2016                      | April 20,<br>2024                                 | End of<br>term |                                     |
| 15  | Pham Thi Thanh Huyen   |                                  | Member of the<br>Supervisory<br>Board |                                     |                      | Hanoi   |  | April 20,<br>2019                         |   |                | Insider                             |
| 16  | Pham My Hanh   |                                  | Member of the<br>Supervisory<br>Board |                                     |                      | Police<br>Department                                    |  | May 05, 2023                              |   |                | Insider                             |
| 17  | Xuan Mai<br>Electromechanical Joint<br>Stock Company             |                                  |                                       | 0106379356                          | February<br>12, 2013 | Hanoi<br>Department<br>of Planning<br>and<br>Investment | 5th Floor, Xuan Mai Tower, To Hieu Street,<br>Ha Cau, Ha Dong, Hanoi | February 12,<br>2013                      |   |                | Subsidiary                          |
| 18  | Xuan Mai Construction<br>and Installation Joint<br>Stock Company |                                  |                                       | 0104361561                          | August 01,<br>2010   | Hanoi<br>Department<br>of Planning<br>and<br>Investment | 4th Floor, CT2 Building, Ngo Thi Nham, Ha<br>Cau, Ha Dong, Hanoi     | August 01,<br>2010                        |   |                | Subsidiary                          |

| No. | Name of Organization/<br>Individual                                   | Securities<br>Trading<br>Account | Position in the<br>Company | Owner's<br>Identification<br>Number | Date of<br>Issue     | Place of<br>Issue  | Head Office Address/Contact Address  | Date of<br>Becoming a<br>Related<br>Party | Date of<br>Ceasing to<br>be a<br>Related<br>Party | Reason | Relationship<br>with the<br>Company |
|-----|---|----------------------------------|----------------------------|-------------------------------------|----------------------|--|--|---|---|--------|-------------------------------------|
| 19  | Xuan Mai Design<br>Consultancy Joint Stock<br>Company                 |                                  |                            | 0102776909                          | November<br>06, 2008 | Hanoi<br>Department<br>of Planning<br>and<br>Investment      | 6th Floor, 29T2-No5 Building, New Urban<br>Area Dong Nam Tran Duy Hung, Cau Giay,<br>Hanoi                 | November 06,<br>2008                      |   |        | Subsidiary                          |
| 20  | Xuan Mai Concrete One-<br>Member Limited<br>Liability Company         |                                  |                            | 0106579919                          | June 23,<br>2014     | Hanoi<br>Department<br>of Planning<br>and<br>Investment      | Xuan Trung Village, Thuy Xuan Tien, Chuong<br>My, Hanoi  | June 23, 2014                             |   |        | Subsidiary                          |
| 21  | Xuan Mai Transportation<br>and Mechanization Joint<br>Stock Company   |                                  |                            | 0104367524                          | January 11,<br>2010  | Hanoi<br>Department<br>of Planning<br>and<br>Investment      | Xuan Trung Village, Thuy Xuan Tien, Chuong<br>My, Hanoi  | January 11,<br>2010                       |   |        | Subsidiary                          |
| 22  | Xuan Mai Dao Tu Joint<br>Stock Company                                |                                  |                            | 2500302820                          | June 11,<br>2008     | Vinh Phuc<br>Department<br>of Planning<br>and<br>Investment  | Concrete Neighborhood, Dao Tu, Tam Duong,<br>Vinh Phuc   | June 11, 2008                             |   |        | Subsidiary                          |
| 23  | Xuan Mai Real Estate<br>Investment and Trading<br>Joint Stock Company |                                  |                            | 0106810935                          | February<br>04,2015  | Hanoi<br>Department<br>of Planning<br>and<br>Investment      | 5th Floor, Xuan Mai Tower, To Hieu Street,<br>Ha Cau, Ha Dong, Hanoi                                       | February 04,<br>2015                      |   |        | Subsidiary                          |
| 24  | Xuan Mai Binh Duong<br>One-Member Limited<br>Liability Company        |                                  |                            | 3702940137                          | December<br>14, 2020 | Binh Duong<br>Department<br>of Planning<br>and<br>Investment | Plot No. 639, Map Sheet No. DC15, Rach Bap<br>Hamlet, An Tay Commune, Ben Cat Town,<br>Binh Duong Province | November 27,<br>2020                      |   |        | Subsidiary                          |



| No. | Name of Organization/<br>Individual | Securities<br>Trading<br>Account | Position in the<br>Company | Owner's<br>Identification<br>Number | Date of<br>Issue | Place of<br>Issue | Head Office Address/Contact Address | Date of<br>Becoming a<br>Related<br>Party | Date of<br>Ceasing to<br>be a<br>Related<br>Party | Reason | Relationship<br>with the<br>Company                               |
|-----|-------------------------------------|----------------------------------|----------------------------|-------------------------------------|------------------|-------------------|-------------------------------------|---|---|--------|---|
| 25  | Nguyen Minh Trang                   |                                  |                            |                                     |                  | Hanoi             |                                     | January 05,<br>2023                       |   |        | Shareholder<br>owning more<br>than 10% of<br>the voting<br>shares |

**VII.2. Transactions between the company and its related parties; or between the company and major shareholders, insiders, or related parties of insiders**

| No. | Name of Organization/Individual                               | Related relationship with the company | Business Registration Number | Date of Issue (DD.MMM.YY YY) | Place of Issue                                   | Head Office Address/Contact Address  | Time of transaction with the company | Resolution/Decision Number of the General Meeting of Shareholders/Board of Directors (if any) | Transaction details      | Total transaction value |
|-----|---|---------------------------------------|------------------------------|------------------------------|--|--|--------------------------------------|---|--------------------------|-------------------------|
| 1   | Xuan Mai Concrete One-Member Limited Liability Company        | Subsidiary                            | 0106579919                   | June 23, 2014                | Hanoi Department of Planning and Investment      | Xuan Trung Village, Thuy Xuan Tien, Chuong My, Hanoi   | Year 2024                            |   |                          | 208,058,759,416         |
| 2   | Xuan Mai Binh Duong One-Member Limited Liability Company      |                                       | 3702940137                   | December 14, 2020            | Binh Duong Department of Planning and Investment | Plot No. 639, Map Sheet No. DC15, Rach Bap Hamlet, An Tay Commune, Ben Cat Town, Binh Duong Province |                                      |   |                          | 81,381,180,975          |
| 3   | Xuan Mai Dao Tu Joint Stock Company                           |                                       | 2500302820                   | June 11, 2008                | Vinh Phuc Department of Planning and Investment  | Concrete Neighborhood, Dao Tu, Tam Duong, Vinh Phuc  |                                      |   |                          | 128,860,182,940         |
| 4   | Xuan Mai Construction and Installation Joint Stock Company    |                                       | 0104361561                   | August 01, 2010              | Hanoi Department of Planning and Investment      | 4th Floor, CT2 Building, Ngo Thi Nham, Ha Cau, Ha Dong, Hanoi  |                                      |   |                          | 135,694,558,939         |
| 5   | Xuan Mai Transportation and Mechanization Joint Stock Company |                                       | 0104367524                   | January 11, 2010             | Hanoi Department of Planning and Investment      | Xuan Trung Village, Thuy Xuan Tien, Chuong My, Hanoi   |                                      |   | Buying and selling goods | 17,448,124,415          |



|   |   |            |                   |   |  |                      |                 |
|---|---|------------|-------------------|---|--|----------------------|-----------------|
| 6 | Xuan Mai Real Estate Investment and Trading Joint Stock Company | 0106810935 | February 04, 2015 | Hanoi Department of Planning and Investment | 5th Floor, Xuan Mai Tower, To Hieu Street, Ha Cau, Ha Dong, Hanoi                    | 15/2024/NQ/XMC-HDDQT | 398,368,172,405 |
| 7 | Xuan Mai Electromechanical Joint Stock Company                  | 0106379356 | February 12, 2013 | Hanoi Department of Planning and Investment | 3th Floor, Xuan Mai Tower, To Hieu Street, Ha Cau, Ha Dong, Hanoi                    |                      | 16,389,030,516  |
| 8 | Xuan Mai Design Consultancy Joint Stock Company                 | 0102776909 | November 06, 2008 | Hanoi Department of Planning and Investment | 6th Floor, 29T2-No5 Building, New Urban Area Dong Nam Tran Duy Hung, Cau Giay, Hanoi |                      | 11,731,284,202  |

**VII.4.1. Transactions between the company and companies where members of the Board of Directors, Supervisory Board, CEO, and other managers have been or are currently serving as Board of Directors members or executive directors within the last 3 years**

| No. | Name of Organization/Individual                               | Related relationship with the company | Business Registration Number | Date of Issue (DD.MMM.YY YY) | Place of Issue                                   | Head Office Address/Contact Address  | Time of transaction with the company | Resolution/Decision Number of the General Meeting of Shareholders/Board of Directors (if any) | Transaction details                                   | Total transaction value |
|-----|---|---------------------------------------|------------------------------|------------------------------|--|--|--------------------------------------|---|---|-------------------------|
| 1   | Xuan Mai Concrete One-Member Limited Liability Company        | Công ty con                           | 0106579919                   | June 23, 2014                | Hanoi Department of Planning and Investment      | Xuan Trung Village, Thuy Xuan Tien, Chuong My, Hanoi   | Year 2024                            |   |   | 208,058,759,416         |
| 2   | Xuan Mai Binh Duong One-Member Limited Liability Company      |                                       | 3702940137                   | December 14, 2020            | Binh Duong Department of Planning and Investment | Plot No. 639, Map Sheet No. DC15, Rach Bap Hamlet, An Tay Commune, Ben Cat Town, Binh Duong Province |                                      |   |   | 81,381,180,975          |
| 3   | Xuan Mai Dao Tu Joint Stock Company                           |                                       | 2500302820                   | June 11, 2008                | Vinh Phuc Department of Planning and Investment  | Concrete Neighborhood, Dao Tu, Tam Duong, Vinh Phuc  |                                      |   |   | 128,860,182,940         |
| 4   | Xuan Mai Construction and Installation Joint Stock Company    |                                       | 0104361561                   | August 01, 2010              | Hanoi Department of Planning and Investment      | 4th Floor, CT2 Building, Ngo Thi Nham, Ha Cau, Ha Dong, Hanoi  |                                      |   |   | 135,694,558,939         |
| 5   | Xuan Mai Transportation and Mechanization Joint Stock Company |                                       | 0104367524                   | January 11, 2010             | Hanoi Department of Planning and Investment      | Xuan Trung Village, Thuy Xuan Tien, Chuong My, Hanoi   |                                      |   | Subcontracting agreement, buying and selling of goods | 17,448,124,415          |



|   |   |            |                   |   |  |  |                 |
|---|---|------------|-------------------|---|--|--|-----------------|
| 6 | Xuan Mai Real Estate Investment and Trading Joint Stock Company | 0106810935 | February 04, 2015 | Hanoi Department of Planning and Investment | 5th Floor, Xuan Mai Tower, To Hieu Street, Ha Cau, Ha Dong, Hanoi                    |  | 398,368,172,405 |
| 7 | Xuan Mai Electromechanical Joint Stock Company                  | 0106379356 | February 12, 2013 | Hanoi Department of Planning and Investment | 3th Floor, Xuan Mai Tower, To Hieu Street, Ha Cau, Ha Dong, Hanoi                    |  | 16,389,030,516  |
| 8 | Xuan Mai Design Consultancy Joint Stock Company                 | 0102776909 | November 06, 2008 | Hanoi Department of Planning and Investment | 6th Floor, 29T2-No5 Building, New Urban Area Dong Nam Tran Duy Hung, Cau Giay, Hanoi |  | 11,731,284,202  |

**VIII. Transactions of shares by insiders and related parties of insiders**

**1. List of insiders and related parties of insiders**

| No. | Name of Organization/<br>Individual  | Securities Trading<br>Account | Position in<br>the Company               | Owner's<br>Identification<br>Number | Date of Issue         | Place of Issue   | Head Office Address/Contact Address  | Number of<br>shares held at<br>the end of the<br>period | Shareholding<br>percentage at<br>the end of the<br>period (%) | Notes |
|-----|--|-------------------------------|--|-------------------------------------|-----------------------|--|--|---|---|-------|
| 1   | Bui Khac Son   |                               | Chairman of<br>the Board of<br>Directors |                                     |                       |  |  | 14,276,875  | 19.99   |       |
| 2   | Bui Khac Tuyet   |                               |  |                                     |                       |  |  | -   | 0   |       |
| 3   | Bui Thi Phuc   |                               |  |                                     |                       |  |  | -   | 0   |       |
| 4   | Pham Thu Hang  |                               |  |                                     |                       |  |  | -   | 0   |       |
| 5   | Bui Khac Lam   |                               |  |                                     |                       |  |  | -   | 0   |       |
| 6   | Bui Tue Minh   |                               |  |                                     |                       |  |  | -   | 0   |       |
| 7   | Bui Kim Nhung  |                               |  |                                     |                       |  |  | -   | 0   |       |
| 8   | Bui Thanh Hai  |                               |  |                                     |                       |  |  | -   | 0   |       |
| 9   | Bui Thanh Thao   |                               |  |                                     |                       |  |  | -   | 0   |       |
| 10  | Bui Hong Hao   |                               |  |                                     |                       |  |  | -   | 0   |       |
| 11  | Xuan Mai Design<br>Consultancy Joint Stock<br>Company                      |                               |  | 0102776909                          | November 06,<br>2008  | Hanoi<br>Department of<br>Planning and<br>Investment     | 6th Floor, 29T2-No5 Building, New Urban<br>Area Dong Nam Tran Duy Hung, Cau Giay,<br>Hanoi                                   | -   | 0   |       |
| 12  | Xuan Mai Thanh Hoa<br>Joint Stock Company                                  |                               |  | 2802482746                          | September 14,<br>2017 | Thanh Hoa<br>Department of<br>Planning and<br>Investment | 1st Floor, CT1 Building, Xuân Mai Tower<br>High-rise Apartment Complex, Dong Hai<br>Ward, Thanh Hoa City, Thanh Hoa Province | -   | 0   |       |
| 13  | Electrical Technical<br>Consultancy and<br>Services Joint Stock<br>Company |                               |  | 100100287                           | December 20,<br>2004  | Hanoi<br>Department of<br>Planning and<br>Investment     | 64 Trung Van Street, Trung Van Ward, Nam<br>Tu Liem District, Hanoi  | -   | 0   |       |
| 14  | Do Thi Hue   |                               | Board of<br>Directors<br>Member          |                                     |                       |  |  | -   | 0   |       |
| 15  | Do Ngoc Lam  |                               |  |                                     |                       |  |  | -   | 0   |       |
| 16  | Tran Thi Niem  |                               |  |                                     |                       |  |  | -   | 0   |       |
| 17  | Vu Thi Thanh   |                               |  |                                     |                       |  |  | -   | 0   |       |
| 18  | Le Vu Hung   |                               |  |                                     |                       |  |  | -   | 0   |       |
| 19  | Le Vu Hoai   |                               |  |                                     |                       |  |  | -   | 0   |       |
| 20  | Le Ngoc Mai  |                               |  |                                     |                       |  |  | -   | 0   |       |
| 21  | Ecodream One-Member<br>Limited Liability<br>Company                        |                               | Ms. Do Thi<br>Hue is the<br>Director     | 0107302268                          | 18/01/2016            | Hanoi<br>Department of<br>Planning and<br>Investment     | 15B Tran Hung Dao, Phan Chu Trinh, Hoan<br>Kiem, Hanoi   |   |   |       |



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| No. | Name of Organization/<br>Individual                                   | Securities Trading<br>Account | Position in<br>the Company | Owner's<br>Identification<br>Number | Date of Issue        | Place of Issue  | Head Office Address/Contact Address  | Number of<br>shares held at<br>the end of the<br>period | Shareholding<br>percentage at<br>the end of the<br>period (%) | Notes |
|-----|---|-------------------------------|----------------------------|-------------------------------------|----------------------|---|--|---|---|-------|
| 49  | Xuan Mai Dao Tu Joint<br>Stock Company                                |                               |                            | 2500302820                          | June 11, 2008        | Vinh Phuc<br>Department of<br>Planning and<br>Investment  | Concrete Neighborhood, Dao Tu, Tam<br>Duong, Vinh Phuc   | -   | 0   |       |
| 50  | Xuan Mai Concrete<br>One-Member Limited<br>Liability Company          |                               |                            | 0106579919                          | June 23, 2014        | Hanoi<br>Department of<br>Planning and<br>Investment      | Xuan Trung Village, Thuy Xuan Tien,<br>Chuong My, Hanoi  | -   | 0   |       |
| 51  | Xuan Mai Binh Duong<br>One-Member Limited<br>Liability Company        |                               |                            | 3702940137                          | December 14,<br>2020 | Binh Duong<br>Department of<br>Planning and<br>Investment | Plot No. 639, Map Sheet No. DC15, Rach<br>Bap Hamlet, An Tay Commune, Ben Cat<br>Town, Binh Duong Province | -   | 0   |       |
| 52  | Xuan Mai Construction<br>and Installation Joint<br>Stock Company      |                               |                            | 0104361561                          | August 01,<br>2010   | Hanoi<br>Department of<br>Planning and<br>Investment      | 4th Floor, CT2 Building, Ngo Thi Nham, Ha<br>Cau, Ha Dong, Hanoi   | -   | 0   |       |
| 53  | Xuan Mai Real Estate<br>Investment and Trading<br>Joint Stock Company |                               |                            | 0106810935                          | February<br>04,2015  | Hanoi<br>Department of<br>Planning and<br>Investment      | 5th Floor, Xuan Mai Tower, To Hieu Street,<br>Ha Cau, Ha Dong, Hanoi                                       | -   | 0   |       |
| 54  | <b>Le Trung Thang</b>   |                               | <b>Deputy CEO</b>          |                                     |                      |   |  | -   | 0   |       |
| 55  | Le Van Thang  |                               | Deceased                   |                                     |                      |   |  | -   | 0   |       |
| 56  | Le Tien Phong   |                               |                            |                                     |                      |   |  | -   | 0   |       |
| 57  | Le Huu Canh   |                               |                            |                                     |                      |   |  | -   | 0   |       |
| 58  | Le Thi Hong Hanh  |                               |                            |                                     |                      |   |  | -   | 0   |       |
| 59  | Quan Thi Thanh Hau  |                               |                            |                                     |                      |   |  | -   | 0   |       |
| 60  | Le Duc Trung  |                               |                            |                                     |                      |   |  | -   | 0   |       |
| 61  | Le Thanh Ngoc   |                               |                            |                                     |                      |   |  | -   | 0   |       |
| 62  | Le Ha Phuong  |                               |                            |                                     |                      |   |  | -   | 0   |       |
| 63  | Xuan Mai Construction<br>and Installation Joint<br>Stock Company      |                               |                            | 0104361561                          | August 01,<br>2010   | Hanoi<br>Department of<br>Planning and<br>Investment      | 4th Floor, CT2 Building, Ngo Thi Nham, Ha<br>Cau, Ha Dong, Hanoi   | -   | 0   |       |
| 64  | Xuan Mai Real Estate<br>Investment and Trading<br>Joint Stock Company |                               |                            | 0106810935                          | February<br>04,2015  | Hanoi<br>Department of<br>Planning and<br>Investment      | 5th Floor, Xuan Mai Tower, To Hieu Street,<br>Ha Cau, Ha Dong, Hanoi                                       | -   | 0   |       |



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| No. | Name of Organization/<br>Individual                                    | Securities Trading<br>Account | Position in<br>the Company                   | Owner's<br>Identification<br>Number | Date of Issue       | Place of Issue  | Head Office Address/Contact Address  | Number of<br>shares held at<br>the end of the<br>period | Shareholding<br>percentage at<br>the end of the<br>period (%) | Notes |
|-----|--|-------------------------------|--|-------------------------------------|---------------------|---|--|---|---|-------|
| 86  | Xuan Mai<br>Transportation and<br>Mechanization Joint<br>Stock Company |                               |  | 0104367524                          | January 11,<br>2010 | Hanoi<br>Department of<br>Planning and<br>Investment            | Xuan Trung Village, Thuy Xuan Tien,<br>Chuong My, Hanoi  | -   | 0   |       |
| 87  | <b>Mai Van Dinh</b>  |                               | <b>Chief<br/>Accountant</b>                  |                                     |                     |   |  | <b>187,227</b>  | <b>0.26</b>   |       |
| 88  | Mai Kim Dinh   |                               |  |                                     |                     |   |  | -   | 0   |       |
| 89  | Do Thi Thuy Trang  |                               |  |                                     |                     |   |  | -   | 0   |       |
| 90  | Mai Anh Vu   |                               |  |                                     |                     |   |  | -   | 0   |       |
| 91  | Mai Son  |                               |  |                                     |                     |   |  | -   | 0   |       |
| 92  | Mai Thi Bac  |                               |  |                                     |                     |   |  | -   | 0   |       |
| 93  | Mai Thi Minh   |                               |  |                                     |                     |   |  | -   | 0   |       |
| 94  | Mai Thi Tam  |                               |  |                                     |                     |   |  | -   | 0   |       |
| 95  | Mai Thi Nguyet   |                               |  |                                     |                     |   |  | -   | 0   |       |
| 96  | <b>Nguyen Minh Duc</b>   |                               | <b>Head of the<br/>Supervisory<br/>Board</b> |                                     |                     |   |  | -   | 0   |       |
| 97  | Nguyen Duc Thai  |                               |  |                                     |                     |   |  | -   | 0   |       |
| 98  | Tran Thi Lien  |                               |  |                                     |                     |   |  | -   | 0   |       |
| 99  | Nguyen Phung Minh<br>Hang  |                               |  |                                     |                     |   |  | -   | 0   |       |
| 100 | Nguyen Minh Chau   |                               |  |                                     |                     |   |  | -   | 0   |       |
| 101 | Nguyen Thi Hong Hanh   |                               |  |                                     |                     |   |  | -   | 0   |       |
| 102 | Vietnam-Laos<br>Electricity Joint Stock<br>Company                     |                               |  | 0101389382                          | July 11, 2003       | Hanoi<br>Department of<br>Planning and<br>Investment            | 9th Floor, Block B, HH4 Building, Pham<br>Hung Street, Me Tri Ward, Nam Tu Liem<br>District, Hanoi | -   | 0   |       |
| 103 | Xuan Mai Saigon<br>Construction<br>Investment Joint Stock<br>Company   |                               |  | 0314337445                          | July 04, 2017       | Ho Chi Minh<br>city Department<br>of Planning and<br>Investment | 60 Nguyen Dinh Chieu, Da Kao Ward,<br>District 1, Ho Chi Minh City                                 |   | 0   |       |
| 104 | Khai Hung Limited<br>Liability Company                                 |                               |  | 0100779118                          | January 18,<br>2017 | Hanoi<br>Department of<br>Planning and<br>Investment            | 39 Phan Chu Trinh, Hoan Kiem, Hanoi  | -   | 0   |       |



[illegible]

***VIII.2. Transactions of insiders and related persons concerning the shares of the listed company***

| No. | Person conducting the transaction | Relationship with insider | Number of shares held at the beginning of the period |            | Number of shares held at the end of the period (31/12/2024) |            | Reason for Increase/Decrease |
|-----|-----------------------------------|---------------------------|--|------------|---|------------|------------------------------|
|     |                                   |                           | Number of Shares                                     | Percentage | Number of Shares  | Percentage |                              |
| 1   | Nguyễn Thọ Phùng                  | Insider                   | 1,874,708  | 2.63%      | 2,635,125   | 3.69%      | Acquisition of Shares        |
| 2   | Mai Văn Định                      | Insider                   | 86   | 0.12%      | 187,227   | 0.26%      | Acquisition of Shares        |