

Appendix V
CORPORATE GOVERNANCE REPORT

(Issued with Circular No. 96/2020/TT-BTC dated November 16, 2020 of the Minister of Finance)

ILA JOINT STOCK COMPANY

Number: 01.2025/ILA-BCQT

SOCIALIST REPUBLIC OF VIETNAM

Independence - Freedom - Happiness

Ho Chi Minh City, July 30, 2025

REPORT ON CORPORATE GOVERNANCE

(From 01/01/2025 to 30/06/2025)

To:

- State Securities Commission;
- Stock Exchange Department.

- **Company name : ILA JOINT STOCK COMPANY**

- Head office address: 49 Street No. 5, An Phu An Khanh Urban Area, An Phu Ward, Thu Duc City, Ho Chi Minh City.

- Phone : 0888539977 website: www.ilagroup.com.vn Email: info@ilagroup.com.vn

- Charter capital : 196,414,310,000

- Stock code: **ILA**

- Governance model: General Meeting of Shareholders, Board of Directors, General Director, Director and Audit Committee under the Board of Directors .

- Regarding the implementation of internal audit function: Not yet implemented .

Pursuant to Circular No. 96/2020/TT-BTC dated November 16, 2020 of the Ministry of Finance on "guidance on information disclosure on the stock market", ILA Joint Stock Company reports on the Company's governance situation in the first 6 months of 2025:

I. ACTIVITIES OF THE GENERAL MEETING OF SHAREHOLDERS

Information on meetings and Resolutions of the General Meeting of Shareholders (including Resolutions of the General Meeting of Shareholders adopted in the form of written opinions):

A. ANNUAL GENERAL MEETING OF SHAREHOLDERS

On April 26, 2025, at 01 Khong Tu Street, Binh Tho Ward, Thu Duc City, Ho Chi Minh City, ILA JSC held the 2025 Annual General Meeting of Shareholders within the prescribed time limit. The order, procedures for organizing and the authority to issue Resolutions of the General Meeting comply with the provisions of law and the Company's Charter.

Meeting of Shareholders passed Resolution No. 01/2025/NQ-ĐHĐCĐ dated April 26, 2025, approving the following submissions:

1. Report of the Executive Board on business activities in 2024.



2. Report of the Board of Directors (BOD) on activities in 2024.
3. Report of the Audit Committee (ABC) in 2024
4. Proposal for Approval of Audited 2024 Financial Report.
5. Proposal for approval of the Selection of a Company to Audit the Financial Statements for 2025
6. Proposal for Approval of the 2024 Business and Production Results.
7. Proposal for Approval of the 2025 Business and Production Plan.
8. Proposal for Approval of the Remuneration and Bonuses of the Board of Directors and the Audit Committee in 2024 and Recommendation on Remuneration of the Board of Directors and the Audit Committee in 2025.
9. Proposal for approval of change of head office address.
10. Proposal to Approve the 2024 After-Tax Profit Distribution Plan and the 2025 After-Tax Profit Distribution Plan
11. Proposal to cancel the 2024 Private Share Offering Plan.
12. Proposal to Approve the Dismissal and Election of Additional Members of the Board of Directors for the 2021-2026 Term. Proposal for approval of private offering share.

II. Board of Directors :

1. Information about Board of Directors (BOD) members:

No.	Board Member	Position (independent member of the Board of Directors, non-executive member of the Board of Directors)	Date of starting/cease being an independent member of the Board of Directors/Board of Management	
			Date of appointment	Dismissal Date
1.	Mr. Vo Xuan Phong	Chairman of the Board	May 18, 2023	
2	Mr. Dang Xuan Huu	Board of Directors	May 18, 2023	Apr 26, 2025
3	Mr. Le Nhat Nguyen	Board of Directors	May 18, 2023	
4	Mr. Nguyen Minh Trieu	Independent Board Member	Apr 13, 2024	
5	Mr. Vo Xuan Cuong	Board of Directors	Apr 13, 2024	Apr 26, 2025
6	Mr. Le Anh Thong	Independent Board Member	Apr 26, 2025	
7	Mr. Tran Minh Chuong	Board of Directors	Apr 26, 2025	

2. Board of Directors meetings :

N o.	Board Member	Number of Board of Directors meetings	Meeting attendance rate	Reason for not attending the meeting
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		attended		
1	Mr. Vo Xuan Phong	4/4	100%	
2	Mr. Dang Xuan Huu	3/3	100%	Dismissed on Apr 26, 2025
3	Mr. Le Nhat Nguyen	4/4	100%	
4	Mr. Nguyen Minh Trieu	4/4	100 %	
5	Mr. Vo Xuan Cuong	3/3	100 %	Dismissed on Apr 26, 2025
6	Mr. Le Anh Thong	1/1	100 %	Appointed on Apr 26, 2025
7	Mr. Tran Minh Chuong	1/1	100 %	Appointed on Apr 26, 2025

3. Supervisory activities of the Board of Directors over the General Director:

The Board of Directors regularly closely monitors and guides the General Director to implement the production and business plan for 2025 according to the Company's development strategy. The monitoring results are as follows:

- Comply with legal regulations on corporate governance and fully and properly disclose information on production and business situation to shareholders, state management agencies, and related parties on the basis of transparency, accuracy, and timeliness;
- Participate and give opinions in important meetings of the Executive Board on preparing proposed reports and projects to submit to the Board of Directors; implementing resolutions and decisions of the Board of Directors.
- Attend and give opinions in meetings on production-business planning, investment, employee policies, salary and bonus, building and perfecting the Company's management processes.
- The General Director always regularly reports on the Company's business performance so that the Board of Directors can give timely instructions.

4. Activities of subcommittees under the Board of Directors (if any): None

5. Resolutions/Decisions of the Board of Directors (6-month report):

No.	Resolution Number	Meeting date	Content	Passage Rate
1	07/2025/NQ-HDQT	Jan 22, 2025	Approval of the Last Registration Date and the plan to organize the General Meeting of Shareholders	100%
2	24/2025/NQ-HDQT	Mar 31, 2025	Approval of the 2024 Annual General Meeting of Shareholders documents	100%
3	29/2025/NQ-HDQT	Apr 2, 2025	Approval of divestment of all capital contributions at Phu Bao Trading and Service Co., Ltd.	100%

4	42/2025/NQ-HĐQT	May 27, 2025	Approval of divestment of all capital contributions at Vinh Khanh Investment and Development Co., Ltd. and approval of the 16th amendment to the Company's charter.	100%
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III. Audit Committee:

1. Information about Audit Committee (AC) members:

STT	Member of the Board of Supervisors/Audit Committee	Position	Date of starting/no longer being a member of the Board of Supervisors	Professional qualifications
1	Mr. Nguyen Minh Trieu	Chairman of AC	Appointed on Jul 15, 2024	Bachelor of Economics
2	Mr. Vo Xuan Cuong	Member of AC	Appointed on Jul 15, 2024	Bachelor of Environment, Master of Business Administration.

2. Meeting of the Audit Committee:

STT	Member of the Board of Supervisors/Audit Committee	Number of meetings	Proportion	Reason for not attending the meeting
1	Mr. Nguyen Minh Trieu	1/1	100%	
2	Mr. Vo Xuan Cuong	1/2	100%	

3. Supervisory activities of the Supervisory Board/Audit Committee over the Board of Directors, Executive Board and shareholders:

- The decisions of the Board of Directors and the General Director were issued in accordance with the procedures and regulations.
- The General Director performed his rights and obligations honestly, carefully and in compliance with the Company's internal regulations and the provisions of law.
- All activities and decisions of the Board of Directors and the General Director were made based on the criteria of ensuring maximum benefits for customers, shareholders and the Company.

4. Coordination of activities between the Supervisory Board and the Board of Directors, Executive Board and other management staff:

The Board of Directors and the Executive Board always create favorable conditions for the Audit Committee to operate. The Audit Committee, the Board of Directors and the

Executive Board closely coordinate in inspection and supervision work through the Company's Operating Regulations.

5. Other activities of the Supervisory Board/Audit Committee (if any):

- Monitor the implementation and promulgation of Resolutions and Decisions of the General Meeting of Shareholders and the Board of Directors of the Company.
- Supervise the annual General Meeting of Shareholders and vote counting results in accordance with the provisions of law and the Company's charter.
- Audit of quarterly financial statements.
- Make reports to the General Meeting of Shareholders as prescribed.
- Coordinate with the Executive Directors to conduct inspections at subsidiaries and member companies.
- Monitor relevant transactions.

IV. Board of Management:

STT	Board Member	Title	Professional qualifications	Date of appointment	Dismissal Date
1	Mr. Dang Xuan Huu	General Director	Bachelor of Information Technology; Bachelor of Economics	Jun 22, 2023	

V. Chief Accountant

STT	Chief Accountant	Date of birth	Professional qualifications	Date of appointment	Dismissal Date
1	Mr. Nguyen Van Phuc	October 11, 1994	Bachelor of Accounting / Chief Accountant	Jul 15, 2024	

VI. Training courses on corporate governance:

Corporate governance training courses attended by members of the Board of Directors, members of the Audit Committee, the General Director, other management departments and the Company Secretary in accordance with the regulations on corporate governance: Members of the Board of Directors and the Executive Board attended seminars on governance and information disclosure organized by FPT Securities Joint Stock Company. The Company's Directors has also improved and supplemented its knowledge on corporate governance in accordance with best practices and current legal regulations.

VII. The list of affiliated persons of the public company (First 6 month report) and transactions of affiliated persons of the Company.

1. The list of affiliated persons of the Company: Appendix 1
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: Appendix 4

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): Appendix 4

4.2. Transactions between the Company and the company that its affiliated persons with members of the Board of Directors, Board of Supervisors, Director (General Director) and other managers as a member of Board of Directors, Director (General Director or CEO): No

4.3. Other transactions of the Company (if any) may bring material or non- material benefits for members of the Board of Directors, members of the Board of Supervisors, Director (General Director) and other managers: No

VIII. Share transactions of internal persons and their affiliated persons (First 6 month report).

1. The list of internal persons and their affiliated persons: Appendix 2 .

2. Transactions of internal persons and their affiliated persons with shares of the company: Appendix 3 .

IX. Other matters to note: None

Recipient:

- *As per;*
- *Save Document*

**CHAIRMAN OF THE BOARD OF
DIRECTORS**

(Signed and sealed)



VO XUAN PHONG



Appendix 1: List of related individuals/organizations of the Company
(Attached Report on corporate governance)

No.	Name of individuals/organizations	Securities trading account (if any)	Position at the Company (if any)	ID Card No./Passport 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	Mr Vo Xuan Phong		Chairman of the board			May 18, 2023			Internal Persons
2	Mr Le Nhat Nguyen		Board Member			May 18, 2023			
3	Mr Nguyen Minh Trieu		Independent Board Member			April 13, 2024			Internal Persons
4	Mr Le Anh Thong		Board Member			April 26, 2025			
5	Mr Tran Minh Chuong		Board Member			April 26, 2025			Internal Persons
II Board of Management									
1	Mr Dang Xuan Huu		General Director			June 22, 2023			Internal Persons
III Audit Committee									
1	Mr Nguyen Minh Trieu		Chairman of AC			April 13, 2024			Internal Persons
2	Mr Vo Xuan Cuong		Member of AC			April 13, 2024			Internal Persons
IV Chief Accountant									
1	Mr Nguyen Van Phuc		Chief Accountant			July 15, 2024			Internal Persons
V Authorized person to disclose information									
	0								

V1	Corporate Governance Officer								
1	Mr Dang Xuan Huu		Corporate Governance Officer			June 22, 2023			Internal Persons
VII	Company's subsidiaries								
1	Phu Bao Trading Company Limited			BRN: 0317334509, date of issue: 09/06/2022, place of issue: HCMC D.P.I	40/5k, Group 39, Hamlet 4, Hoc Mon Ward, Hoc Mon District, Ho Chi Minh City	July 05, 2023	May 31, 2025		Company's subsidiaries
2	Vinh Khanh Investing Development Company Limited			BRN: 3703078326 date of issue: 18/08/2022, place of issue: Binh Duong D.P.I	No. 101, N8 Street, Dong An Presidential Area, Dong An Hamlet, Tan Dong Hiep Ward, Di An City, Binh Duong Province.	June 05, 2023			Company's subsidiaries
3	ILA E&C Joint Stock Company			BRN: 0310259362, date of issue: 16/09/2010, place of issue: HCMC D.P.I	139D Street 11, Truong Tho Ward, Thu Duc City, Ho Chi Minh City	May 31, 2023			Company's subsidiaries
4	ILA Mineral Joint Stock Company			BRN: 4101563415, date of issue: 15/05/2020, place of issue: Binh Dinh D.P.I	129 Tang Bat Ho Street, Le Loi Ward, Quy Nhon City, Binh Dinh Province	Dec 22, 2023			Company's subsidiaries

Appendix 2 : The list of internal persons and their affiliated persons
(Attached Report on corporate governance)

No.	Name of individuals/organizations	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 shares ownership at the end of the period	Note	
I Board of Directors									
1	Vo Xuan Phong		Chairman of the board			2.973.406	15,14%	Internal Persons	
1.1	Vo Tan Dung							Father	
1.2	Ngô Thi Duc							Mother	
1.3	Vo Thi Kim Nhung							Sister	
1.4	Nguyen Duy Giang							Brother inlaw	
1.5	Vo Xuan Thanh							Borther	
1.6	Pham Thi Ha							Sister inlaw	
1.7	Phan Van Chau							Brother inlaw	
1.8	Vo Thi Kim Nhung							Sister	
1.9	Vo Xuan Cuong							Borther	
1.10	Dao Thi My Chung							Sister inlaw	
1.11	Vo Xuan Quoc							Borther	
1.12	Bui Ai Thu							Sister inlaw	
1.13	Le Ngoc Anh							Father inlaw	
1.14	Nguyen Thi Hong Lien					95.400	0.49%	Mother inlaw	
1.15	Le Thuy Trang							Wife	
1.16	Vo Le Thanh Thuy							Daughter	
1.17	Vo Xuan Thanh Phuong							Daughter	
1.18	IL A E&C Joint Stock Company							Chairman, Director	
1.19	IL A Mineral Joint Stock Company							Board member, General Director	

[illegible]

5.9	Nguyen Thi Khuong						Mother inlaw	
II	Board of Management							
1	Dang Xuan Huu		Board Member			1,070,388	5.45%	Internal Persons
1.1	Dang Thanh Hung							Father
1.2	Nguyen Thi Thanh Phuong							Mother
1.3	Dang Thi Tuyet Mai							Sister
1.4	Nguyen Van Go							Brother inlaw
1.5	Dang Thi Tuyet Hanh							Sister
1.6	Duong Duy Linh							Brother inlaw
1.7	Phan Thi Truc Linh							Wife
1.8	Dang Thien Quang							Son
1.9	Dang Thien Khai							Son
1.10	Phan Ho							Father inlaw
1.11	Ho Thi My Dung							Mother inlaw
1.12	JP WIN Joint Stock Company							Director
1.13	Phu Bao Trading Company Limited							Chairman
1.14	Vinh Khanh Investing Development Company Limited							Chairman
1.15	LLA E&C Joint Stock Company							Board member
1.16	LLA Mineral Joint Stock Company							Board member
III	Audit Committee							
1	Nguyen Minh Trieu		Chairman of AC		Same as section I.5			
2	Vo Xuan Cuong		Board Member					Internal Persons
2.1	Vo Tan Dung							Father
2.2	Ngo Thi Duc							Mother
2.3	Vo Thi Kim Nhung							Sister
2.4	Nguyen Duy Giang							Brother inlaw
2.5	Vo Xuan Thanh							Borther

2.6	Pham Thi Ha							Sister inlaw	
2.7	Phan Van Chau							Brother inlaw	
2.8	Vo Thi Kim Nhung							Sister	
2.9	Vo Xuan Phong							Borther	
2.10	Le Thi Thuy Trang							Sister inlaw	
2.11	Vo Xuan Quoc							Brother	
2.12	Bui Ai Thu							Sister inlaw	
2.13	Dao Phuoc Trong							Father inlaw	
2.14	Nguyen Thi Trang							Mother inlaw	
2.15	Dao Thi My Chung							Wife	
2.16	Sun Nam Limited Company							Director	
IV	Chief Accountant								
1	Nguyen Van Phuc		Chief Accountant					Internal Persons	
1.1	Nguyen Van Dau							Father	
1.2	Le Thi Thanh							Mother	
1.3	Tran Phuong Mai							Wife	
1.4	Tran Tan Duc							Father inlaw	
1.5	Nguyen Thi Anh Loan							Mother inlaw	
1.6	Tran Ngoc Dung							Sister inlaw	
1.7	Nguyen Thi Hong Lan Thao							Sister	
V	Authorized person to disclose information								
	No								
VI	Corporate Governance Officer								
1	Dang Xuan Huu							Same as section II.1	

Appendix 4: Transactions between the Company and the affiliated persons
(Attached Report on corporate governance)

No	Name of individuals / organizations	Relationship with the Company	No. * date of issue, place of issue	Address	Time of transactions with the Company	Resolution No. or Decision No. approved by General Meeting of Shareholders/ Board of Directors (if any, specifying date of issue)	Content, quantity, total value of transaction	Amount	Note
1	ILA E&C Joint Stock Company	Company's subsidiaries; Affiliated persons of internal persons	BRN: 0310259362, date of issue: 16/09/2010, place of issue: HCMC D.P.I	139D Street 11, Truong Tho Ward, Thu Duc City, Ho Chi Minh City	2025	57/2024/NQ-HDQT and 104/2024/NQ-HDQT	Commercial transactions	1.661.254.590	Company's subsidiaries
2	Vinh Khanh Investing Development Company Limited	Company's subsidiaries; Affiliated persons of internal persons	BRN: 3703078326 date of issue: 18/08/2022, place of issue: Binh Duong D.P.I	No. 101, N8 Street, Dong An Residential Area, Dong An Hamlet, Tan Dong Hiep Ward, Di An City, Binh Duong Province.	2025	57/2024/NQ-HDQT and 104/2024/NQ-HDQT	Commercial transactions	3.978.010.500	Company's subsidiaries
3	ILA E&C Joint Stock Company	Company's subsidiaries; Affiliated persons of internal persons	BRN: 0310259362, date of issue: 16/09/2010, place of issue: HCMC D.P.I	139D Street 11, Truong Tho Ward, Thu Duc City, Ho Chi Minh City	2025	57/2024/NQ-HDQT and 104/2024/NQ-HDQT	Loan or borrowing transactions; financial support between the Parent Company and its Subsidiaries	1.370.000.000	Company's subsidiaries
4	Mr Vo Xuan Phong - Ms Le Thi Trang	Internal persons and the Company's subsidiaries		Phu An Hamlet, An Phu Commune, Tuy Hoa City, Phu Yen Province	2025		Borrowed money from Vinh Khanh Investment and Development Company Limited to lend to ILA E&C Joint Stock Company to pay off the loan at Tien Phong Commercial Joint Stock Bank. This loan was guaranteed by the assets owned by Mr. Vo Xuan Phong - Ms. Le Thuy Trang.	12.000.000.000	Internal Persons

5	DNC Development Joint Stock Company	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	BRN: 3702648809	177/38 Nguyen Thi Minh Khai Street, Tan Long Hamlet, Tan Dong Hiep Ward, Di An City, Binh Duong Province	2025		Commercial transactions	2.864.176.000	Mr. Than Xuan Nghia is the Director of DNC Investment and Development Joint Stock Company and was a member of the Board of Directors of ILA Joint Stock Company from May 2023 to December 2023.
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