

**LISTED CORPORATE GOVERNANCE REPORT
2025**

To: - State Securities Commission;
- Hanoi Stock Exchange

- Name of company: **DIC INVESTMENT AND TRADING JOINT STOCK COMPANY**
- Address of headoffice: 82 Tran Huy Lieu, Ward 15, Phu Nhuan District, Ho Chi Minh City
- Tel: (84.8) 3931 0504 Fax: (84.8) 3843 9279 Email: info@dic-intraco.vn
- Charter capital: 265,858,400,000 VND Stock symbol: **DIC**
- Governance model: General Meeting of Shareholders, Board of Directors, Board of Supervisors and General Director.
- The implementation of internal audit: Not yet implemented.

I. Activities of the General Meeting of Shareholders

Information about meetings and Resolutions / Decisions of the General Meeting of Shareholders (including resolutions of the General Meeting of Shareholders approved in the form of written opinions):

No.	Resolution / Decision No.	Date	Content
1	01/NQDHDCD.DIC- INTRACO	June 27, 2025	1/ Approval of report on the activities of the Board of Directors in 2024 and the operational plan for 2025. 2/ Approval of report on the activities of the Supervisory Board in 2024 and the operational plan for 2025. 3/ Approval of report of the Company's Board of General Directors on the business and production situation in 2024 and the operational plan for 2025 4/ Approval of Proposal for the 2024 Financial Statements (Audited). 5/ Approval of the Proposal on the Selection of the Auditor for the 2025 Financial Statements 6/ Approval of proposal on the business performance results for the year 2024 and the profit distribution plan for 2024 7/ Approval of proposal on the business production plan for 2025. 8/ Approval of proposal on the remuneration for the

No.	Resolution / Decision No.	Date	Content
			<p>Board of Directors and the Supervisory Board in 2024 and the remuneration payment plan for the Board of Directors and the Supervisory Board in 2025.</p> <p>9/ Approval of proposal for the election of members of the Board of Directors for the 2025 – 2030 term.</p> <p>10/ Approval of proposal for the election of members of the Supervisory Board for the 2025 – 2030 term.</p> <p>11/ Election of the Board of Directors for the 2025–2030 Term.</p> <p>12/ Election of the Board of Supervisors for the 2025–2030 Term</p>

II. Board of Director

1. Information about the Members of the Board of Directors (“BOD”) :

No.	Board of Directors’ members	Position	The date becoming to be the member of the Board of Directors	Number of meetings attended by Board of Directors	Attendance rate	Reasons for absence
1	Mr. Nguyen Duc Hai	Chairman of the Board of Directors;	2009	08	100%	
2	Ms. Le Thi Thuy Nga	Member	2014	08	100%	
3	Mr. Bui Thanh Nhan	Member	2020	08	100%	
4	Mr. Dinh Tien Dung	Member	2020	08	100%	
5	Nguyen Anh Kiet	Member	2024	08	100%	
6	Hoang Van Thiem	Member	2024	08	100%	
7	Vu Tien Viet	Member	2024	08	100%	

2. Supervisory activities of the Board of Directors to the Board of Management.

- + Monitor the preparation of the Parent Company's and Consolidated Financial Statements QI/2025, QII/2025, QIII/2025, QIV/2025. Review Report for the first 6 months of 2025 and the Audited 2025 Financial Statements.
- + Direct the strict implementation of reporting and information disclosure regimes according to regulations.
- + Supervise and direct the Management Board to deploy and implement resolutions and decisions of the Board of Directors.
- + Coordinate and supervise the implementation of loan guarantees at the Bank to finance business activities.
- + Direct the consolidation and management work at the Company's office, factories and subsidiaries.
- + Periodically coordinate with the Board of Directors and relevant departments to assess the financial capacity of some customers with overdue debts and direct the implementation of debt collection measures for these customers.
- + Request the Board of Directors to analyze the Business Results Report of 2025, from which recommendations for solutions are made, and a production and business plan for 2026 is developed.
- + Modify the organizational model, rearrange departments and personnel to strengthen management and improve work efficiency.
- + Approval of personnel changes, resignations, dismissals of the Board of Directors.

3. Activities of subcommittees under the Board of Directors: **None**

4. Resolutions/Decisions of the Board of Directors:

No.	Resolution / Decision No.	Date	Content
1	02-2025/NQHĐQT.DIC-INTRACO	May 08, 2025	Resolution of the Board of Directors of DIC Investment and Trading Joint Stock Company (Regarding: <i>The extension of the time for holding the 2025 Annual General Meeting of Shareholders</i>)
2	03-2025/NQHĐQT.DIC-INTRACO	May 12, 2025	Resolution of the Board of Directors of DIC Investment and Trading Joint Stock Company (Regarding: <i>Regarding the Convening of the 2025 Annual General Meeting of Shareholders</i>)
3	04-2025/NQHĐQT.DIC-INTRACO	May 14, 2025	Resolution of the Board of Directors of DIC Investment and Trading Joint Stock Company (Regarding: <i>Approval of the resignation submitted by Mr. Nguyen Manh Chien from the position of Deputy General Director of DIC Investment and Trading Joint Stock Company</i>)
4	04-2025/NQHĐQT.DIC-INTRACO	June 05, 2025	Resolution of the Board of Directors of DIC Investment and Trading Joint Stock Company (Regarding: <i>Approval of documents and official timing for the 2025 Annual General Meeting of Shareholders</i>)

No.	Resolution / Decision No.	Date	Content
5	05-2025/NQHĐQT.DIC-INTRACO	June 27, 2025	Resolution of the Board of Directors of DIC Investment and Trading Joint Stock Company (Regarding: Election of the Chairman of the Board of Directors of DIC Investment and Trading Joint Stock Company)
6	06-2025/NQHĐQT.DIC-INTRACO	June 31, 2025	Resolution of the Board of Directors of DIC Investment and Trading Joint Stock Company (Regarding: Approval of the Execution of Contracts and Transactions between the Company and Related Parties)

III. Board of Supervisors

1. Information about members of Board of Supervisors:

No.	Members of the Board of Supervisors	Position	he date becoming to be the member of the Board of Supervisors	Number of meetings attended	Attendance rate	Reasons for absence
1	Ms. Phan Thuy Tram	Head of the Board of Supervisors 2020–2025 Term	Appointed as the Head of the Board of Supervisors from October 20, 2020.	02	100%	
2	Ms. Dang Thi Kim Chau	Member	Appointed as a member of the Board of Supervisors from October 20, 2020	02	100%	
3	Ms. Nguyen Thi Diep	Member	Appointed as a member of the Board of Supervisors from October 20, 2020	01	50%	The term concluded effective from June 27, 2025
4	Mr. Huynh Minh Thang	Head of the Board of Supervisors 2025–2030 Term	Head of the Board of Supervisors 2025–2030 Term	01	50%	Appointed the Head of the Supervisory Board with effect from June 27, 2025

2. Supervision activities of the Board of Supervisors for the Board of Directors, the Executive Board and shareholders

In 2025, the Board of Supervisors performed its inspection and supervision tasks well as follows:

- + Participate in meetings of the Board of Directors and the Board of Directors, grasp and propose ideas to enhance the company's operational efficiency.
- + Check and supervise the implementation of Resolutions of the General Meeting of Shareholders, Board of Directors, Company Charter, and report on the management work of the Management Board.
- + Consider factors that affect production and business operations such as inventory, accounts receivable and payable, and other items. Monitor the implementation of the 2025 production and business plan.
- + Review quarterly financial statements, especially the audited financial statements for the first 6 months of 2025 and the 2025 audited financial statements.

3. The coordination of activities between the Board of Supervisors and the activities of the Board of Directors, Executive Board and other managers:

- + In 2025, the Board of Directors and the Board of Management facilitated the Board of Supervisors in providing full information on the company's production and business activities and financial situation.
- + The Board of Supervisors has closely coordinated with the Board of Directors and the Board of Management to implement the targets and plans approved by the General Meeting of Shareholders while maintaining independence in performing the functions of inspection, supervision and internal control.

4. 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 / dismissal of members of the Board of Management
1	Mr. Nguyen Duc Hai	May 24, 1971	Chairman of the Board of Directors	2025–2030 Term
2	Mr. Dinh Tien Dung	June 09, 1970	Bachelor of Economics	May 15, 2013
3	Mr. Vu Quang	February 01, 1981	Bachelor of Economics	February 07, 2014
4	Mr. Nguyen Anh Kiet	December 10, 1977	Master of Finance - Banking	March 22, 2022
5	Mr. Hoang Van Thiem	July 27, 1976	Bachelor of Economics	March 22, 2022

V. Chief Accountant

Full name	Date of birth	Professional qualifications	Date of appointment/ dismissal
Mr. Nguyen Anh Kiet	December 10, 1977	Master of Finance - Banking	August 15, 2019

VI. Training courses on corporate governance: None

VII. The list of affiliated persons of the public company and transactions of affiliated persons of the Company

1. The list of affiliated persons of the Company:

No.	Name of organization / individual	Securities trading account (if any)	Position at the company (if any)	NSH No., date of issue, place of issue	Address	ime of starting to be affiliated person	Time of ending to be affiliated person	Reason
1	Mr. Nguyen Duc Hai		Chairman of the Board of Directors		HCMC	October 15, 2020		
2	Ms. Le Thi Thuy Nga		Non-executive member of the Board of Directors		HCMC	October 15, 2020		
3	Mr. Bui Thanh Nhan		Non-executive member of the Board of Directors		HCMC	October 15, 2020		
4	Mr. Dinh Tien Dung		Executive member of the Board of Directors cum Deputy General Director		HCMC	October 15, 2020		
5	Mr. Nguyen Anh Kiet		Executive member of the Board of Directors cum Deputy General Director		HCMC	March 22, 2022		
6	Mr. Hoang Van Thiem		Executive member of the Board of Directors cum Deputy General Director		HCMC	March 22, 2022		

7	Mr. Vu Tien Viet		Non-executive member of the Board of Directors		HCMC	August 02, 2024		
8	Ms. Phan Thuy Tram		Head of the Board of Supervisors		HCMC	October 15, 2020		
9	Ms. Dang Thi Kim Chau		Members of the Board of Supervisors		HCMC	October 15, 2020		
10	Ms. Nguyen Thi Diep		Members of the Board of Supervisors		HCMC	October 15, 2020		
11	Mr. Huynh Minh Thang		Head of the Board of Supervisors 2025–2030 Term		HCMC	June 27, 2025		
12	Mr. Vu Quang		Deputy General Director		HCMC	February 07, 2014		
13	Ms. Vu Thi Ni Na		Person in charge of corporate governance		HCMC	May 17, 2024		

2. transactions between the Company and its affiliated persons or between the Company and its major shareholders, internal persons and affiliated persons: **None**

3. Transaction between internal persons of the Company, affiliated persons of internal persons and the Company's subsidiaries in which the Company takes controlling power: **None**

4. transactions between the Company and other objects:

4.1. Transactions between the Company and the company that its members of Board of Management, the Board of Supervisors, Director (General Director) have been founding members or members of Board of Directors, or CEOs in three (03) latest years (calculated at the time of reporting):

In the first six months of 2025, the Company had a transaction with BMC Trading Production Company Limited, BMC Mineral Investment Company Limited and Minh Phong Trading Transportation corporation, specifically as follows:

No.	Organization name	Relationship with the Company	Transaction Content, Value
1	BMC Production and Trading Company Limited	Related Party of Mr. Nguyen Duc Hai	Borrowing money: 3.618.000.000 VND Partnership payment: 4.934.626.281 VND
2	BMC Mineral Investment Company Limited	Related Party of Mr. Vu Tien Viet	Borrowing money: 41.253.750.396 VND Partnership payment: 32.410.000.000 VND

3	Minh Phong Trading Transportation corporation	Related Party of Mr. Nguyen Duc Hai	Partnership payment: 435.000.000 VND
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4.2. Transactions between the Company and the company that its affiliated persons with members of Board of Directors, Board of Supervisors, Director (General Director) and other managers as a member of Board of Directors, Director (General Director or CEO): As set forth in Section VII, Subsection 4.1

4.3. Other transactions of the Company (if any) may bring material or non-material benefits for members of Board of Directors, members of the Board of Supervisors, Director (General Director) and other managers: **None**

VIII. Share transactions of internal persons and their affiliated persons:

1. The list of internal persons and their affiliated persons/ Transactions of internal persons and affiliated persons with shares of the Company: **Attachment**
2. Transactions of internal persons and affiliated persons with shares of the company:

No.	Name of Transaction Executor	Relationship with Internal Shareholder / Major Shareholder	Shareholding at the Beginning of the Period		Shareholding at the End of the Period		Reason for Increase/ Decrease
			Number of Shares	Ownership Ratio	Number of Shares	Ownership Ratio	
1	Nguyen Duc Hai	Chairman of the Board of Directors	1.200.005	4,60%	1.396.005	5,35%	Purchase
2	Nguyen Duc Hai	Chairman of the Board of Directors	1.396.005	5,35%	1.596.005	6,12%	Purchase
3	Nguyen Duc Hai	Chairman of the Board of Directors	1.596.005	6,12%	1.796.005	6,89%	Purchase
4	Nguyen Duc Hai	Chairman of the Board of Directors	1.796.005	6,89%	1.996.005	7,65%	Purchase
5	Nguyen Duc Hai	Chairman of the Board of Directors	1.996.005	7,65%	2.188.605	8,39%	Purchase

		Directors					
6	Nguyen Duc Hai	Chairman of the Board of Directors	2.188.605	8,39%	2.388.605	9,16%	Purchase
7	Nguyen Duc Hai	Chairman of the Board of Directors	2.388.605	9,16%	2.574.005	9,87%	Purchase

IX. Other issues to note: None

Recipient:

- As above (Report);
- Information Disclosure on Company Website;
- Save.



Chairman of the Board of Directors
(Signature and seal)

NGUYEN DUC HAI



LIST OF INSIDERS AND RELATED PERSONS OF INSIDERS

As of December 31, 2025

No.	Name of organization / individual	Securities trading account (if any)	Position in the company (if any)	ID card number/Business registration number	Date of issue of ID card/Business registration	Place of issue ID card/ Business registration	Address	Number of shares owned at the end of the period	Period shares ownership ratio at the end of the period	Remarks
Members of the Board of Directors										
1.	Mr. Nguyen Duc Hai		Chairman of the Board of Directors					1,200,005	4.60%;	
	Cong Huyen Phuong An									Wife
	Nguyen Duc Tuong Nhi									Daughter
	Nguyen Duc Bao Huy									Son

	Nguyen Duc Bao Khoi																			Son
	Nguyen Manh Hung																			Brother
	Nguyen Duc Hieu																			Brother
	Nguyen Duc Hoan																			Younger brother
	Nguyen Thi Mai																			Older sister
	Nguyen Thi Tuyet																			Older sister
	Nguyen The Anh																			Younger brother
	Le Thi Bich Loi																			Older sister
	Nguyen Thi Hoa																			sister-in-law
	Dao Kim Hoang																			sister-in-law

	Nguyen Van Tuan																		Younger brother		
	Tran Thi Linh Ngoc																		sister-in-law		
	Nguyen Thi Hong																		sister-in-law		
	Nguyen Van Lam																		brother-in-law		
	Tran Duc Phuong																		brother-in-law		
	Nguyen Thi Nga																		sister-in-law		
	BMC Trading Production Company Limited																		Related organizations		
	Minh Phong Trading Transportation corporation																		Related organizations		
2.	Ms. Le Thi Thuy Nga			Member of the Board of Directors															361,210	1.38%;	

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	Pham Kim Anh																		Older sister-in-law
	Pham Van Ly																		Older brother-in-law
	Pham Quang Cuong																		Older brother-in-law
	Pham Kim Thoa																		Older sister-in-law
	Pham Duc Tho																		Older brother-in-law
	Pham Mai Phuong																		Older sister-in-law
	Pham Thi Phuong Loan																		Older sister-in-law
	Pham Thi Bich Van																		Older sister-in-law
	representative Office at 562 Nguyen Van Cu Street, NHT Global Trading Joint Stock Company																		Related organizations
4.	Mr. Bui Thanh Nhan	-	Member of the Board of Directors																71,862 0.28%;

1.	Mr. Nguyen Duc Hai	-	Chairman of the Board of Directors	See Members of the Board of Directors				
2.	Mr. Dinh Tien Dung	-	Deputy General Director	See Members of the Board of Directors				
3.	Mr. Vu Quang	-	Deputy General Director	-	-	-	-	Mother
	Ta Thi Ly							Wife
	Huynh Lang Kieu							Daughter
	Vu Khanh Linh							Son
	Vu Phong							Brother
	Vu Ngoc Vinh							
4.	Mr. Nguyen Anh Kiet		Deputy General Director and Chief Accountant	See Members of the Board of Directors				
5.	Mr. Hoang Van Thiem		Deputy General Director	See Members of the Board of Directors				
6.	Mrs. Vu Thi Ni Na		Person in charge of corporate governance	-	-	-	-	Husband
	Nguyen Minh Hoang							Father
	Vu Dinh Le							Mother
	Trinh Thi Kim							Younger brother
	Vu Hoai Son							Daughter
	Nguyen Vu Han Nhi			Young				
	Nguyen Thi Ngoc Mai							Mother-in-law

Nguyen Minh Phung										Father-in-law
Nguyen Ngoc Hoang Oanh										Sister-in-law

Member of Board of Supervisors

1.	Ms. Phan Thuy Tram		Head of the Board of Supervisors	2020 – 2025 term																
	Vo Khac Dai																			Husband
	Phan Quang Sang																			Father
	Bui Thi Nuong																			Mother
	Phan Nhu Nguyet																			Mother-in-law
	Phan Quyhn Nhung																			Younger sister
	Vo Thi Dat																			Younger sister
	Vo Thi Trieu																			Younger sister
	Vo Khac Nha																			Younger brother
	Vo Phan An Khang																			Son
	2.	XNK Hung Thinh Trading Investment Joint Stock																		
Huyhn Minh Thang			Head of the Board of Supervisors	2025 – 2030 term																

4.	Ms. Dang Thi Kim Chau	-	Member of Board of Supervisors																		
	Nguyen Duc Huy	-																		Husband	
	Nguyen Ngoc Phuong Anh																			Son	
	Nguyen Ngoc Phuong Nga																				Daughter



 N.0302979487-5
 Chi Minh City, January 29, 2026
 CHAIRMAN OF THE BOARD OF DIRECTORS
 NGUYEN DUC HAI



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 CHI MINH CITY AND THUONG MAI