

**REPORT
CORPORATE GOVERNANCE STATE
(Abridged Version)
Reporting period: 2024**

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

- Company Name : **NAM MEKONG GROUP JOINT STOCK COMPANY**
- Head office address: 11th Floor, Gleximco Building 36 Hoang Cau, Dong Da, Hanoi
- Phone : 0243.7560 333
- Charter capital : 1,251,509,390,000 VND.
- Stock code: VC3
- Corporate governance model: General meeting of shareholders, Board of Directors, Board of Supervisors and General Director
- Regarding the implementation of internal audit function: Implemented

I. Activities of the General Meeting of Shareholders:

Information on meetings and resolutions of the 2024 General Meeting of Shareholders (GMS):

ST T	Resolution/D ecision Number	Day	Content
1.	01/2024/NQ- ĐHĐCĐ- MKG	12/04/2024	Resolution on holding the 2024 Annual General Meeting of Shareholders
2	02/2024/NQ- ĐHĐCĐ- MKG	15/07/2024	Obtain written shareholder opinions on business line adjustment

Nam Mekong Group Joint Stock Company held an annual meeting once (April 12, 2024), collected shareholders' opinions in writing (July 15, 2024) and posted them on the Company's website (nammekong.net) according to regulations on information disclosure on the stock market.

II. Board of Directors of the Company (2024):

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

Status	Board Member	Position	Date of starting/ending a member of the Board of Directors	
			Date of appointment	Dismissal Date
1	Mr. Kieu Xuan Nam	Chairperson	April 14, 2022	
2	Mr. Dang Minh Hue	Member	April 14, 2022	
3	Mr. Phi Anh Dung	Member	April 14, 2022	
4	Mr. Pham Xuan Uong	Member	April 14, 2022	
5	Mr. Nguyen Hoang	Member	April 14, 2022	

2. Board of Directors meetings in 2024:

Status	Board Member	Number of Board of Directors meetings attended	Meeting attendance rate	Reason for not attending the meeting
1	Mr. Kieu Xuan Nam	13	100%	
2	Mr. Dang Minh Hue	13	100%	
3	Mr. Phi Anh Dung	13	100%	
4	Mr. Pham Xuan Uong	13	100%	
5	Mr. Nguyen Hoang	13	100%	

3. Supervisory activities of the Board of Directors over the Board of Management:

- The Board of Directors has supervised the Board of Management in accordance with the Company Charter, the Company's governance regulations and internal management regulations issued by the Board of Directors. The Company complies with corporate governance in accordance with the provisions of the Securities Law.

- The Board of Directors supervises the implementation of the Board of Directors' resolutions and decisions, business plans and investment plans approved by the Board of Directors and the General Meeting of Shareholders. Every quarter or on an ad hoc basis, the Board of Directors holds meetings to review the business performance of the previous quarter and to develop the business plan for the next quarter.

- Monitor the CEO's operations to ensure the Company's production and business activities are safe, in compliance with legal regulations, and in accordance with the resolutions approved by the General Meeting of Shareholders.

4. Activities of the Subcommittees of the Board of Directors:

The Company does not establish subcommittees under the Board of Directors. Board members perform tasks according to the assignment of tasks to Board members, including specific assignment of each field to members.

5. Resolutions and Decisions of the Board of Directors (Year 2024) :

STT	Resolution/Decision No.	DAY	CONTENT
1	01/2024/NQ-HĐQT	05/01/2024	Approval of Bao Ninh project adjustment
2	02/2024/NQ-HĐQT	05/01/2024	Approval of adjustment of Friendship Project
3	03/2024/NQ-HĐQT	26/02/2024	Organizing the 2024 Annual General Meeting of Shareholders
4	04/2024/NQ-HĐQT	29/3/2024	Issuing the Company's organizational model
5	05/2024/NQ-HĐQT	29/3/2024	Issuing salary scale 1. Social insurance salary scale system 2. Income salary scale system
6	06/2024/NQ-HĐQT	30/5/2024	Obtaining written opinions from shareholders for adjustment of business lines
7	07/2024/NQ-HĐQT	30/5/2024	Implementing the plan to issue shares to pay dividends in 2023
8	08/2024/NQ-HĐQT	07/06/2024	Amendment of Clause 1, Article 1 of Resolution No. 07
9	11/2024/NQ-HĐQT	04/07/2024	Paying 2023 dividends in shares for shareholders
10	12/2024/NQ-HĐQT	10/07/2024	Approval of signing credit contract with Viettinbank
11	13/2024/NQ-HĐQT	05/08/2024	Registration of changes in charter capital and amendments to the Company Charter
12	14/2024/NQ-HĐQT	23/8/2024	First trading date of additional shares issued to pay dividends in 2023
13	15/2024/NQ-HĐQT	27/12/2024	Approval of investing in DX Company by

			purchasing shares from Mr. Duong Minh Duc
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III. Board of Supervisors:

1. Information about Board of Supervisors members:

STT	Board Member	Position	Start date as a member of the Board of Supervisors	Date of no longer being a member of the Board of Directors	Professional qualifications
1	Nguyen Van Tuyen	Head	20/4/2023	12/04/2024	Master of Civil Engineering; Hydropower Engineering
2	Nguyen Tuan Minh	Head	12/04/2024		Bachelor of Finance
3	Nguyen Thi Thu Nga	Member	14/4/2022		Bachelor of Economics
4	Pham Thi Van	Member	14/4/2022		Master of Economics, Civil Engineer

2. Board of Supervisors Meeting:

STT	Board Member	Number of meetings attended	Meeting attendance rate	Voting ratio	Reason for not attending the meeting
1	Nguyen Tuan Minh	1	100%	100%	
2	Nguyen Thi Thu Nga	1	100%	100%	
3	Pham Thi Van	1	100%	100%	

3. Supervisory activities of the Board of Supervisors over the Board of Directors, Executive Board and shareholders:

The members of the Supervisory Board attended 100% of the meetings of the Board of Directors. All Resolutions/Decisions of the Board of Directors, the General Director and Financial Reports were reported to the Supervisory Board, thereby, the Supervisory Board always grasped and closely monitored all activities of the Company. The Supervisory Board reviewed the quarterly Financial Reports, evaluated the Company's

production and business activities and sent recommendations to the Board of Directors and the General Director in case there were any issues that needed clarification.

4. Coordination of activities between the Board of Supervisors and the activities of the Board of Directors, the Board of Management and other management staff:

The opinions of the Board of Supervisors are all carefully considered and evaluated by the Board of Directors and the Board of Management, and many issues are discussed and resolved right at the meetings. For the remaining issues in management and operation activities proposed by the Board of Supervisors, the Board of Directors and the Board of Management will take note and seek solutions during the process of managing and operating the Company.

5. Other activities of the Board of Directors (if any): None

IV. Board of Management

Status	Board of Management Member	Date of birth	Professional qualifications	Date of appointment
1	Dang Minh Hue General Director	December 28, 1972	- General Director - Bachelor of Economics	11/09/2018
2	Pham Xuan Uong Deputy General Director	January 30, 1980	- Deputy General Manager - Master of Construction Economics - Civil Engineer	01/08/2019
3	Nguyen Hoang Deputy General Director	October 12, 1978	- Deputy General Manager - Hydraulic engineer	09/08/2020
4	Vo Dinh Luong Deputy General Director	February 24, 1974	- Deputy General Manager - Bachelor of Economics	05/01/2021

V. Chief Accountant

Status	Member Board of Directors	Date of birth	Professional qualifications	Date of appointment
1	Phan Ta Thanh Huyen	October 25, 1978	- Chief Accountant - Bachelor of Business Administration	January 17, 2018

VI. Corporate governance training:

The Chairman of the Board of Directors, the majority of members of the Board of Directors, members of the Board of Supervisors, the General Director and other managers have attended and completed the course on corporate governance as prescribed.

VII. List of related persons of the Public Company (2024 Report) and transactions of related persons of the Company with the Company itself:

1. List of related persons of the Company: Add Mr. Nguyen Tuan Minh (Head of the Board of Supervisors) to the list of related persons
2. Transactions between the Company and related persons of the Company; or between the Company and major shareholders, insiders, and related persons of insiders: None
3. Transactions between insiders of the Company, related persons of insiders and subsidiaries, companies controlled by the Company: None
4. Transactions between the Company and other entities: None
 - 4.1. Transactions between the Company and companies in which members of the Board of Directors, members of the Supervisory Board, and General Director have been and are founding members or members of the Board of Directors, Directors (or General Directors) in the past three (03) years (calculated at the time of reporting): None
 - 4.2. Transactions between the Company and companies in which related persons of members of the Board of Directors, members of the Supervisory Board, and Executive Director (or General Director) are members of the Board of Directors, Executive Director (or General Director): None
 - 4.3. Other transactions of the company (if any) that may bring material or immaterial benefits to members of the Board of Directors, members of the Supervisory Board, Executive Director (or General Director): None

VIII. Stock transactions of insiders and related parties of insiders (Year 2024):

List of related persons of the Company:

STT	Full name	Position in the company	The starting point is the person concerned.	Time is no longer relevant	Relationship with insiders
1	Kieu Xuan Nam	Chairman of the Board of Directors	April 14, 2022		
2	Kieu Xuan Son		April 14, 2022		Father
3	Pham Thi Lan Phuong		April 14, 2022		Mother
4	Phan Kieu Nga		April 14, 2022		Wife
5	Kieu Xuan Phan		April 14, 2022		offspring
6	Kieu Xuan Nam Khanh		April 14, 2022		offspring
7	Kieu Xuan Lam		April 14, 2022		brother
8	Phan Doan Nam		Lost		father in law
9	Pham Quoc Tuy		April 14, 2022		Mother in law
10	Nguyen Thi Hoa		April 14, 2022		Sister in law

11	Dang Minh Hue	Member of Board of Directors, General Director	April 14, 2022		
12	Dang Vinh Quang		Lost		
13	Nguyen Thi Bon		April 14, 2022		Mother
14	Dang Thi Huong Lan		April 14, 2022		Sister
15	Dang Thi Kim Cuc		April 14, 2022		younger brother
16	Dang Hong Quy		April 14, 2022		younger brother
17	Hoang Thi Thu Linh		April 14, 2022		Wife
18	Dang Hien Anh		April 14, 2022		offspring
19	Dang Minh Duc		April 14, 2022		offspring
20	Hoang Van Nho		April 14, 2022		father in law
21	Duong Thi An		April 14, 2022		Mother in law
22	Nguyen Quang Cuong		April 14, 2022		brother in law
23	Tong Minh Han		April 14, 2022		brother in law
24	Vuong Thi Phuong		April 14, 2022		sister in law
25	Nguyen Hoang	Member of Board of Directors, Deputy General Director	April 14, 2022		
26	Vu Thi Thi		April 14, 2022		Mother
27	Nguyen Thi Lan Anh		April 14, 2022		younger brother
28	Nguyen Ngoc Khiem		April 14, 2022		younger brother
29	Tran Thi Hai Van		April 14, 2022		Wife
30	Nguyen Thanh Ha		April 14, 2022		offspring
31	Nguyen Ngoc Phuong Chi		April 14, 2022		offspring
32	Tran Van Tuyet		April 14, 2022		father in law
33	Nguyen Thi Lan		April 14, 2022		Mother in law
34	Nguyen Duc Tam		April 14, 2022		brother in law
35	Hoang Thi Huyen		April 14, 2022		sister in law
36	Pham Xuan Uong	Member of Board of Directors, Deputy General Director	April 14, 2022		
37	Cam Town		April 14, 2022		Mother
38	Nguyen Thi Thanh Mai		April 14, 2022		Wife
39	Pham Dan Linh		April 14, 2022		offspring
40	Pham Khuong Duy		April 14, 2022		offspring
41	Pham Hoang Nam		April 14, 2022		offspring

42	Pham Thi Thanh Nham		April 14, 2022		younger brother
43	Nguyen Quoc Vuong		April 14, 2022		younger brother
44	Nguyen Xuan Te		April 14, 2022		father in law
45	Pham Thi The		April 14, 2022		Mother in law
46	Phi Anh Dung	Board Member	April 14, 2022		
47	Phi Van Hai		Lost		Father
48	Tran Thi Thuy Vien		April 14, 2022		Mother
49	Phi Thi Lan Huong		April 14, 2022		Sister
50	Ly Thi Thuy Hong		April 14, 2022		Wife
51	Phi Viet Hoang		April 14, 2022		offspring
52	Phi Linh Dan		April 14, 2022		offspring
53	Ly Viet Khang		April 14, 2022		father in law
54	Ngo Thi Dinh		April 14, 2022		Mother in law
55	Pham Khanh Hung		April 14, 2022		brother in law
56	Vo Dinh Luong	Deputy General Manager	05/01/2021		
57	Nguyen Thi Bon		05/01/2021		Mother
58	Ly Thu Trang		05/01/2021		Wife
59	Vo Mai Anh		05/01/2021		offspring
60	Vo Dinh Quang		05/01/2021		offspring
61	Vo Thi Xuan Phuong		05/01/2021		Older sister
62	Vo Thi Hai Duong		05/01/2021		Younger sister
63	Ly Van San		05/01/2021		father in law
64	Tran Thi Diep		05/01/2021		Mother in law
65	Vu Thai Ha		05/01/2021		brother in law
66	Nguyen Hoang Quan		05/01/2021		brother in law
67	Mrs. Phan Ta Thanh Huyen	Chief Accountant	April 14, 2022		
68	Phan Van Thang		April 14, 2022		Father
69	Ta Thanh Van		April 14, 2022		Mother
70	Duong Do Ngoc		April 14, 2022		Husband
71	Duong Ngoc Khanh		April 14, 2022		offspring
72	Phan Thanh Diep		April 14, 2022		younger brother
73	Duong Ngoc Dong		April 14, 2022		father in law
74	Do Thi Minh Phuong		April 14, 2022		Mother in law
75	Nguyen Huyen		April 14, 2022		brother in law
76	Nguyen Tuan Minh	Head of Supervisory Board	12/04/2024		
77	Nguyen Dinh Thuan		12/04/2024		Father

78	Vu Thi Huong		12/04/2024		Mother
79	Do Duy Tuan		12/04/2024		father in law
80	Vu Thi Ly		12/04/2024		Mother in law
81	Nguyen Huy Hoang		12/04/2024		younger brother
82	Do Hoang Anh		12/04/2024		Wife
83	Do Phuong Dung		12/04/2024		Sister in law
84	Nguyen Minh Khue		12/04/2024		offspring
85	Nguyen Minh Thu		12/04/2024		offspring
86	Nguyen Thi Thu Nga	Board of Supervisors	April 14, 2022		
87	Nguyen Duy Minh		Lost		
88	Pham Thi Nghia		April 14, 2022		Mother
89	Nguyen Thi Thanh Hoa		April 14, 2022		younger brother
90	Nguyen Ngoc Cuong		April 14, 2022		Husband
91	Nguyen Duy Anh		April 14, 2022		offspring
92	Nguyen Ngoc Anh Tu		April 14, 2022		offspring
93	Nguyen Van Lu		April 14, 2022		father in law
94	Nguyen Thi Mai		April 14, 2022		Mother in law
95	Vu Duong		April 14, 2022		brother in law
96	Pham Thi Van	Board of Supervisors	April 14, 2022		
97	Ho Thi Nga		April 14, 2022		Mother
98	Pham Thi Thanh Thao		April 14, 2022		Sister
99	Pham Thi Thu		April 14, 2022		Sister
100	Ngo Minh Quang		April 14, 2022		Husband
101	Ngo Pham Ngoc Minh		April 14, 2022		offspring
102	Ngo Pham Minh Khue		April 14, 2022		offspring
103	Ngo The Vinh		April 14, 2022		father in law
104	Nguyen Thi No		April 14, 2022		Mother in law
105	Nguyen Van Quan		April 14, 2022		brother in law
106	Dao Trong Nghia		April 14, 2022		brother in law

1. Transactions between the Company and related persons of the Company; or between the Company and major shareholders, insiders, and related persons of insiders: None

3. Transactions between insiders of the Company, related persons of insiders and subsidiaries, companies controlled by the Company: None

4. Transactions between the Company and other entities: None

4.1. Transactions between the Company and companies in which members of the Board of Directors, members of the Board of Supervisors, and the General Director have been

and are founding members or members of the Board of Directors, or Executive Directors within the past three (03) years (as of the time of reporting): None

4.2. Transactions between the Company and companies in which related persons of members of the Board of Directors, members of the Board of Supervisors, and the General Director are members of the Board of Directors or the General Director: None

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

IX. Stock transactions of insiders and related persons of insiders (Year 2024):

1. List of insiders and related persons of insiders:

ST T	Full name	Position in the company	Number of shares owned at present	Current share ownersh ip ratio
1	Kieu Xuan Nam	Chairman of the Board of Directors	56,898,506	50.9193%
2	Kieu Xuan Son		0	0.00%
3	Pham Thi Lan Phuong		0	0.00%
4	Phan Kieu Nga		0	0.00%
5	Kieu Xuan Phan		0	0.00%
6	Kieu Xuan Nam Khanh		0	0.00%
7	Kieu Xuan Lam		0	0.00%
8	Pham Quoc Tuy		0	0.00%
9	Nguyen Thi Hoa		0	0.00%
10	Dang Minh Hue	Member of Board of Directors, General Director	237,389	0.2124%
11	Nguyen Thi Bon		0	0.00%
12	Dang Thi Huong Lan		0	0.00%
13	Dang Thi Kim Cuc		0	0.00%
14	Dang Hong Quy		0	0.00%
15	Hoang Thi Thu Linh		11,150	0.0099%
16	Dang Hien Anh		0	0.00%
17	Dang Minh Duc		0	0.00%
18	Hoang Van Nho		0	0.00%
19	Duong Thi An		0	0.00%
20	Nguyen Quang Cuong		0	0.00%
21	Tong Minh Han		0	0.00%
22	Vuong Thi Phuong		0	0.00%

23	Nguyen Hoang	Member of Board of Directors, Deputy General Director	0	0.00%
24	Vu Thi Thi		0	0.00%
25	Nguyen Thi Lan Anh		0	0.00%
26	Nguyen Ngoc Khiem		0	0.00%
27	Tran Thi Hai Van		0	0.00%
28	Nguyen Thanh Ha		0	0.00%
29	Nguyen Ngoc Phuong Chi		0	0.00%
30	Tran Van Tuyet		0	0.00%
31	Nguyen Thi Lan		0	0.00%
32	Nguyen Duc Tam		0	0.00%
33	Hoang Thi Huyen		0	0.00%
34	Pham Xuan Uong	Member of Board of Directors, Deputy General Director	61,044	0.0546%
35	Cam Town		0	0.00%
36	Nguyen Thi Thanh Mai		0	0.00%
37	Pham Dan Linh		0	0.00%
38	Pham Khuong Duy		0	0.00%
39	Pham Hoang Nam		0	0.00%
40	Pham Thi Thanh Nham		0	0.00%
41	Nguyen Quoc Vuong		0	0.00%
42	Nguyen Xuan Te		0	0.00%
43	Pham Thi The		0	0.00%
44	Phi Anh Dung	Board Member	33,450	0.0299%
45	Tran Thi Thuy Vien		0	0.00%
46	Phi Thi Lan Huong		0	0.00%
47	Ly Thi Thuy Hong		0	0.00%
48	Phi Viet Hoang		0	0.00%
49	Phi Linh Dan		0	0.00%
50	Ly Viet Khang		0	0.00%
51	Ngo Thi Dinh		0	0.00%
52	Pham Khanh Hung		0	0.00%
53	Vo Dinh Luong	Deputy General Manager	0	0.00%
54	Nguyen Thi Bon		0	0.00%
55	Ly Thu Trang		0	0.00%
56	Vo Mai Anh		0	0.00%
57	Vo Dinh Quang		0	0.00%
58	Vo Thi Xuan Phuong		0	0.00%
59	Vo Thi Hai Duong		0	0.00%

60	Ly Van San		0	0.00%
61	Tran Thi Diep		0	0.00%
62	Vu Thai Ha		0	0.00%
63	Nguyen Hoang Quan		0	0.00%
64	Mrs. Phan Ta Thanh Huyen	Chief Accountant	18,000	0.0161%
65	Phan Van Thang		0	0.00%
66	Ta Thanh Van		0	0.00%
67	Duong Do Ngoc		0	0.00%
68	Duong Ngoc Khanh		0	0.00%
69	Phan Thanh Diep		310	0.000309%
70	Duong Ngoc Dong		0	0.00%
71	Do Thi Minh Phuong		0	0.00%
72	Nguyen Huyen		0	0.00%
73	Nguyen Tuan Minh	Head of Supervisory Board	0	0.00%
74	Nguyen Dinh Thuan		0	0.00%
75	Vu Thi Huong		0	0.00%
76	Do Duy Tuan		0	0.00%
77	Vu Thi Ly		0	0.00%
78	Nguyen Huy Hoang		0	0.00%
79	Do Hoang Anh		0	0.00%
80	Do Phuong Dung		0	0.00%
81	Nguyen Minh Khue		0	0.00%
82	Nguyen Minh Thu		0	0.00%
83	Nguyen Thi Thu Nga	Board of Supervisors	0	0.00%
84	Pham Thi Nghia		0	0.00%
85	Nguyen Thi Thanh Hoa		0	0.00%
86	Nguyen Ngoc Cuong		0	0.00%
87	Nguyen Duy Anh		0	0.00%
88	Nguyen Ngoc Anh Tu		0	0.00%
89	Nguyen Van Lu		0	0.00%
90	Nguyen Thi Mai		0	0.00%
91	Vu Duong		0	0.00%
92	Pham Thi Van	Board of Supervisors	0	0.00%
93	Ho Thi Nga		0	0.00%
94	Pham Thi Thanh Thao		0	0.00%
95	Pham Thi Thu		0	0.00%
96	Ngo Minh Quang		0	0.00%

97	Ngo Pham Ngoc Minh		0	0.00%
98	Ngo Pham Minh Khue		0	0.00%
99	Ngo The Vinh		0	0.00%
100	Nguyen Thi No		0	0.00%
101	Nguyen Van Quan		0	0.00%
102	Dao Trong Nghia		0	0.00%

2. Transactions of insiders and related persons on Company shares:

Do not have

X. Other issues to note: none

Recipient:

- As above.
- Save HCNS

**ORGANIZATION
REPRESENTATIVE
LEGAL REPRESENTATIVE**



CHỦ TỊCH HỘI ĐỒNG QUẢN TRỊ
Kiều Xuân Nam