

Appendix V

REPORT ON CORPORATE GOVERNANCE

(Promulgated with the Circular No 96/2020/TT-BTC on November 16, 2020 of the Minister of Finance)

**NHI HIEP BRICK-TILE
CO-OPERATION**

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

No: 03 /2026/BCQT-NH

Tan Dong Hiep, day 29, July, 2026

REPORT ON CORPORATE GOVERNANCE

(The first six months of 2026)

To: - The State Securities Commission;
- The Hanoi Stock Exchange

- Name of the listed company: **NHI HIEP BRICK-TILE CO-OPERATION**
- Address of headoffice: No 34, DT 743 Street, Tan Dong Hiep Ward, Ho Chi Minh City.
- Telephone: 02743.749080 Fax:02743.749287 Email: nhiehiep.nhc@gmail.com
- Charter capital: 30.415.420.000 VND
- Stock symbol: NHC
- Governance model: General Meeting of Shareholders, Board of Directors, Board of Supervisors, Director
- The implementation of internal audit: Not yet implemented

I. Activities of the General Meeting of Shareholders.

Information on meetings, resolutions and decisions of the General Meeting of Shareholders (including the resolutions of the General Meeting of Shareholders approved in the form of written comments):

No	Resolution/Decision No	Date	Content
1	01/NQ-ĐHĐCĐ26	20/3/2026	Resolution of the Annual General Meeting of Shareholders 2026, approving the issues: - Approval of the report on the Company's operations and business performance for 2025. - Approval of the business plan for 2026. - Approval of the Report of the Board of Directors, the Report of the Supervisory Board, and the audited financial statements for the fiscal year 2025. - Approval of the profit distribution plan and the plan for the appropriation of funds for 2026. - Authorization of the Board of Directors to transfer two (02) stone crushing and screening machines installed at the Tan Lap Quarry, Dong Nai Province, with the following details: + Transferee: Binh Duong Materials and Construction Joint Stock Company. + Transfer price: The net book value of the assets as recorded in the books of Nhi Hiep Brick and Tile Joint Stock Company as of April 30, 2026, amounting to VND 51,088,709,670. + Transfer period: During the second quarter of 2026. + Approval of the execution of contracts and transactions with related parties. -Approval of new investment projects in accordance with

			Proposal No. 05/TTr-DHĐCĐ26 dated March 20, 2026, as follows: + Authorization of the Board of Directors to decide on the investment in a petrol station at Nhi Hiep land plot located at No. 1/8 Quyet Thang Quarter, Dong Hoa Ward, Ho Chi Minh City, with a total investment of not more than VND 10 billion. + Authorization of the Board of Directors to decide on investments in construction stone quarry projects in Ho Chi Minh City, Dong Nai Province, and neighboring provinces, with a total investment value not exceeding VND 150 billion. -Authorization of the Board of Directors to select an independent auditing firm to conduct the audit of the Company's 2026 financial statements.
2	02/NQ-ĐHĐCĐ26	20/3/2026	Approval of the amendment and supplementation of the Company's business lines, the update of business line codes in accordance with applicable regulations, the change of the Company's email address, and the amendment and supplementation of the Company's Charte.
2	01/NQ-ĐHĐCĐ26/VB	28/5/2026	Resolution of the General Meeting of Shareholders in the form of written opinions in 2026, approving the issues: Approval of the execution of a related-party transaction with Nui Nho Stone Joint Stock Company (a major shareholder) for the sale and purchase of one (01) 350-ton-per-hour stone crushing and screening production line installed at Tan Lap Quarry, Dong Nai City. The selling price shall be equal to the net book value of the asset as recorded in the Company's accounting books as of April 30, 2026, amounting to VND 21,286,962,368

II. Board of Directors:

1. Information about the members of the Board of Directors (BOD) for the term VI (2022-2027):

Stt	Board of Directors' members	Position	The date becoming/ceasing to be the member of the Board of Directors	
			Date of appointment	Date of dismissal
01	Mr. Pham Thanh Liem	Chairman of the Board of Directors	01/01/2026	
02	Mr. Nguyen Hong Chau	Chairman of the Board of Directors	22/04/2022	Dismissal of the Chairma: 01/01/2026
	Mr. Nguyen Hong Chau	Member of the Board of Directors	22/04/2022	Dismissal of the Chairma: 01/01/2026
03	Ms. Lam Thi Mai	Member of the Board of Directors	22/04/2022	
04	Mr. Lam Thanh Lam	Member of the Board of Directors	18/4/2025	

05	Ms. Bui Hoai Chau	Member Independent of the Board of Directors	19/4/2024	
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2. Meetings of the Board of Directors:

Stt	Board of Director' member	Number of meetings attended by Board of Directors	Attendance rate	Reasons for absence
	<u>Board member</u>			
01	Mr Phạm Thanh Liêm	04	100%	
02	Mr. Nguyen Hong Chau	04	100%	
03	Ms. Lam Thi Mai	04	100%	
04	Mr. Lam Thanh Lam	04	100%	
05	Ms. Bui Hoai Chau	04	100%	

3. Supervising the Board of Management by the Board of Directors:

In 2026, the Board of Directors supervises the Executive Board on various work matters:

- Developed the technical norms for 2026.
- Prepared the documentation and disclosed information for the 2026 Annual General Meeting of Shareholders held on March 20, 2026.
- Executed related-party transactions with Binh Duong Materials and Construction Joint Stock Company for the provision of stone crushing services, office leasing, distribution of construction materials, and disposal of stone crushing equipment.
- Executed related-party transactions with Nui Nho Stone Joint Stock Company for the distribution of construction materials and the disposal of stone crushing equipment.
- Registered amendments and supplements to the Company's registered business lines, updated business line codes in accordance with applicable regulations, changed the Company's email address, and amended and supplemented the Company's Charter.
- To implement the investment project for a petroleum retail station on the Company's Nhi Hiep land plot; and to pursue investment in stone quarry projects in Ho Chi Minh City, Dong Nai Province and neighboring provinces.
- To proceed with the liquidation of two (02) stone crushing and screening plants in accordance with Resolution No. 01/NQ-ĐHĐCĐ26 dated March 20, 2026, as approved by the General Meeting of Shareholders (GMS).
- To finalize the list of shareholders entitled to vote by written ballot regarding a related-party transaction with Nui Nho Stone Joint Stock Company (a major shareholder) for the execution of a contract to purchase one (01) stone crushing and screening plant with a capacity of 350 tons per hour, installed at Tan Lap Stone Quarry, Dong Nai City.
- To register the temporary suspension of operations of the Binh Phuoc Branch.
- The company has signed an audit contract for the financial statements with Southern Auditing and Accounting Financial Consulting Services Company Limited (AASCS) to conduct the audit of the financial statements for the year 2026.

4. Resolutions/Decisions of the Board of Directors:

No	Resolution/Decision No.	Date	Content	Approval rate
01	21/NK06/NQ-HĐQT	25/02/2026	Approved the meeting materials for the 2026	100%

			Annual General Meeting of Shareholders held on March 20, 2026	
02	22/NK06/NQ-HĐQT	16/04/2026	Approved the amendments to the Company's Charter.	100%
03	23/NK06/NQ-HĐQT	24/04/2026	Approved the record date for determining the list of shareholders entitled to participate in the written shareholders' resolution in 2026	100%
04	24/NK06/NQ-HĐQT	24/04/2026	Approved the business plan for the second quarter of 2026 and the contents of the written shareholders' resolution.	100%
05	QD No: 01/QĐ-HĐQT	09/4/2026	Change of the Company's email address	100%

III. Board of Supervisors:

- Information about members of Board of Supervisors, for the term VI (2022-2027):

No	Members of Board of Supervisors	Position	The date becoming/ceasing to be the member of the Board of Supervisors		Qualification
			Date of appointment	Date of dismissal	
01	Mr. Huynh Minh Tam	Head of Board of Supervisors	22/4/2022		Bachelor of Economics
02	Mr. Ho Huyen Trang	Member of Board of Supervisors	22/4/2022		Bachelor of Economics
03	Ms. Phan Thi Thuyen Huong	Member of Board of Supervisors	22/4/2022		Bachelor of Economics

2. Meetings of Board of Supervisors:

No	Members of Board of Supervisors	Number of meetings attended	Attendance rate	Voting rate	Reasons for absence
01	Mr. Huynh Minh Tam	01	100%	100%	
02	Mr. Ho Huyen Trang	01	100%	100%	
03	Ms. Phan Thi Thuyen Huong	01	100%	100%	

- Supervising Board of Directors, Board of Management and shareholders by Board of Supervisors or Audit Committee:

- Monitor and supervise the implementation of the resolutions of the General Meeting of Shareholders, the resolutions of the Board of Directors, the Charter, and the working regulations

between the Chairman of the Board of Directors and the Director, as well as internal documents issued for the management and operation of the enterprise.

- Supervise and monitor the implementation of plans as well as the economic and technical standards of the parent company and subsidiaries.
- Check the legality and reasonableness in the management and operation of business activities; in the recording of accounting books and the financial reports of the company.

Monitor and supervise the disclosure of information in accordance with the regulations of the State Securities Commission

4. The coordination among the Board of Supervisors, the Board of Management, Board of Directors and other managers:

The Board of Supervisors has attended the meetings of the Board of Directors to grasp the situation and propose timely feedback on any shortcomings, in order to enhance the company's operational efficiency

5. Other activities of the Board of Supervisors (if any): 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	
				Date of appointment	Date of dismissal
01	Mr. Lam Thanh Lam	14/12/1991	Bachelor of Geology	01/08/2023	

V. Chief Accountant:

Name	Date of birth	Qualification	Date of appointment/ dismissal	
			Date of appointment	Date of dismissal
Ms. Nguyen Thi Thu Phuong	25/5/1976	Bachelor of Economics	01/6/2006	

VI. Training courses on corporate governance:

Members of the Board of Directors, members of the Supervisory Board, and the company secretary participated in and completed the training course on Corporate Governance.

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

1. The list 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)	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
1	Binh Duong Materials and Construction corporation (representing 30% of the capital)					December 2000			Major shareholder
2	Nui Nho Stone Joint Stock Company (representing 24.34% of the capital)					April 2024			Major shareholder
3	Song Phan Joint Stock Company					06/5/2016			Subsidiary
4	Mr. Pham Thanh Liem		Member of the Board of Directors and elected as Chairman of the Board of Directors with effect from 01 January 2026.			19/4/2024			
5	Mr. Nguyen Hong Chau		Chairman of the Board of Directors, with the dismissal effective from 01 January 2026			15/04/2017			
6	Ms. Lam Thi Mai		Member of the Board of Directors			15/04/2017			

7	Mr. Lam Thanh Lam	Member of the Board of Directors / Company Director					01 August 2023: Appointment as Company Director. 18 April 2025: Appointment as Member of the Board of Directors			
8	Ms. Bui Hoai Chau	Member Independent of the Board of Directors					19/4/2024			
9	Mr. Huynh Minh Tam	Head of Board of Supervisors					22/4/2022			
10	Ms. Phan Thi Thuyen Huong	Member of Board of Supervisors					15/04/2017			
11	Mr. Ho Huyen Trang	Member of Board of Supervisors					15/04/2017			
12	Ms. Nguyen Thi Thu Phuong	Chief Accountant / Information Disclosure Officer / Officer in Charge of Corporate Governance					01/06/2006			

2. / Transactions between the Company and its affiliated persons or between the Company and its major shareholders, internal persons and affiliated persons:

No	Name of organization/ individual	Relationship with the Company	NSH No.* date of issue, place of issue	Address	Time of transaction s 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	Note
01	Binh Duong Materials and Construction corporation	Major share holder (representing 30% of the capital)	Number: 3700148529 Issued by: Ho Chi Minh City Department of Finance Date of Issue: 31 July 2025	No. 34, DT 743 Street, Tan Dong Hiep Ward, Ho Chi Minh City, Vietnam.	02/01/2026	NQ ĐHĐCĐ	- Distributor contract for the consumption of products and goods. - Contract for stone processing and grinding - Stone Crusher Purchase Agreement	
02	Nui Nho Stone Joint Stock Company	Major share holder (representing 24.34% of the capital)	Number: 3700762471 Issued by: Ho Chi Minh City Department of Finance Date of Issue: 14 January 2026	No. 34, DT743 Street, Tan An Quarter, Tan Dong Hiep Ward, Ho Chi Minh City, Vietnam	02/01/2026	NQ ĐHĐCĐ	- Distributor contract for the consumption of products and goods. - Stone Crusher Purchase Agreement	

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.

No	Transaction executor	Relationship with internal persons	Position at the listed Company	ID card No. /Passport No., date of issue, place of issue	Address	Name of subsidiaries or companies which the Company control	Time of transaction	Content, quantity, total value of transaction	Note

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): None
- 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)
- 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.

VIII. Share transactions of internal persons and their affiliated persons

1. List of insiders and their related persons:

No	Stock symbol	Full Name (*)	Securities trading account (if any)	Position at the Company (if any)	Relationship with internal persons	No.* date of issue, place of issue			Address	Number of shares owned at the end of the period	Percentage of share ownership at the end of the period	Note
						ID/Registration Document No. (*)	Date of Issue	Place of Issue				
1	2	3	4	5	6	7	8	9	10	11	12	13
1	NHC	Mr. Pham Thanh Liem		Chairman of the Board of Directors								
1.01	NHC	Ms. Nguyen Thi My Hanh			Wife of Mr. Pham Thanh Liem – Chairman of the Board of Directors							
1.02	NHC	Ms. Pham Bao Chau			Daughter of Mr. Pham Thanh Liem – Chairman of the Board of Directors							
1.03	NHC	Ms. Pham Bao Ngoc			Daughter of Mr. Pham Thanh Liem – Chairman of the Board of Directors							
1.04	NHC	Pham Minh Hien			Son of Mr. Pham Thanh Liem – Chairman of the Board of Directors							Minor
1.05	NHC	Mr. Pham Cong Minh			Biological father of Mr. Pham Thanh Liem – Chairman of the Board of Directors							

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4.05	NHC	Lam Dinh Hieu								Son of Mr. Lam Thanh Lam – Member of the Board of Directors cum Director	Minor
4.06	NHC	Lam Dinh Huong Thao								Daughter of Mr. Lam Thanh Lam – Member of the Board of Directors cum Director	Minor
4.07	NHC	Ms. Lam Thi Thuy Trang								Older sister of Mr. Lam Thanh Lam – Member of the Board of Directors cum Director	
4.08	NHC	Ms. Lam Thi Trang Cam								Older sister of Mr. Lam Thanh Lam – Member of the Board of Directors cum Director	
4.09	NHC	Ms. Lam Thi Cam Thuy								Older sister of Mr. Lam Thanh Lam – Member of the Board of Directors cum Director	
4.10	NHC	Mr. Tran Thanh Thai								Brother-in-law of Mr. Lam Thanh Lam – Member of the Board of Directors cum Director	

4.11	NHC	Mr. Cao Xuan Hoa									Brother-in-law of Mr. Lam Thanh Lam – Member of the Board of Directors cum Director								
4.12	NHC	Mr. Bui Van Cong									Brother-in-law of Mr. Lam Thanh Lam – Member of the Board of Directors cum Director								
4.13	NHC	Song Phan Joint Stock Company									Mr. Lam Thanh Lam is the Director								
4.14	NHC	Nui Nho Stone Joint Stock Company									Mr. Lam Thanh Lam is a Member of the Board of Supervisors								
5	NHC	Ms. Bui Hoai Chau							Member Independent of the Board of Directors										
5.01	NHC	Mr. Nguyen Trung Kien									Husband of Ms. Bui Hoai Chau – Independent Member of the Board of Directors								
5.02	NHC	Mr. Nguyen Trung Hieu									Son of Ms. Bui Hoai Chau – Independent								

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7.07	NHC	Ms. Cao Phan Ha My				Daughter of Ms. Phan Thi Thuyen Huong – Member of the Board of Supervisors											Minor
7.08	NHC	Nui Nho Stone Joint Stock Company				Ms. Phan Thi Thuyen Huong is the Deputy Director											
8	NHC	Mr. Ho Huyen Trang			Member of Board of Supervisors												
8.01	NHC	Mr. Ho Van Mot				Father of Mr. Ho Huyen Trang – Member of the Board of Supervisors											Deceased
8.02	NHC	Ms. Tran Thi Chi				Mother of Mr. Ho Huyen Trang – Member of the Board of Supervisors											
8.03	NHC	Ms. Nguyen Thi Anh				Wife of Mr. Ho Huyen Trang – Member of the Board of Supervisors											
8.04	NHC	Mr. Ho Dien Ngan				Older brother of Mr. Ho Huyen Trang – Member of the Board of Supervisors											
8.05	NHC	Mr. Ho Nhan Tam				Older brother of Mr. Ho Huyen Trang – Member of											

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

In 2026, the company has transactions related to the shares of its internal members and the related parties of the internal members of the company as follows:

No	Transaction executor	Relationship with internal persons	owned at the beginning of the period	Number of shares owned at the end of the period	Reasons for increasing, decreasing (buying, selling, converting, rewarding, etc.)
04	Nui Nho Stone Joint Stock Company	Mr. Pham Thanh Liem- Chairman of the Board of Directors of Nhị Hiệp Brick Tile co-operation and Ms. Lam Thi Mai- Member of the Board of Directors of Nhị Hiệp Brick Tile co-operation	710.242	740.242	Increase ownership rate

X. Other significant issues.

CHAIRMAN OF THE BOARD OF DIRECTORS



PHAM THANH LIEM