

Số: 06 /2025/CBTT-VHD

Hà Nội, ngày 17 tháng 01 năm 2025

## INFORMATION DISCLOSURE

**Kính gửi:** The State Securities Commission;  
Ha Noi Stock Exchange.

- Name of company: **Vinahud Urban and Housing Development Investment Joint Stock Company.**
  - Stock symbol: **VHD**
  - Address of headoffice: Vinahud Building, No. 105 Nguyen Ba Khoan Street, Trung Hoa Ward, Cau Giay District, Hanoi City
  - Telephone: 02437835757 Fax: 02437835656 Email: [vinahud2007@gmail.com](mailto:vinahud2007@gmail.com)
  - Website: <http://www.vinahud.com.vn>
  - Person publishing information: Mr Truong Quang Minh
  - Position: Chairman of the Board of Directors
  - Type of information disclosed:  periodic  abnormal  24h  on request
- Content of published information: Corporate Governance Report 2024  
(Detailed content in attached file)
- This information has been published on the Company's website at the link:  
<http://www.vinahud.com.vn> Shareholder section

We commit that the information published above is true and are fully responsible before the law for the content of the published information.

Person publishing information



**CHỦ TỊCH HĐQT**  
*Trương Quang Minh*

**Appendix V**  
**REPORT ON CORPORATE GOVERNANCE**  
*(Promulgated with the Circular No 96/2020/TT-BTC on November 16, 2020  
of the Minister of Finance)*

**VINAHUD URBAN AND HOUSING  
DEVELOPMENT INVESTMENT  
JOINT STOCK COMPANY**

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

No: 05A/BC-VHD

Hà Nội, day 17 month 04, year 2025

**REPORT ON CORPORATE GOVERNANCE**  
**(year)**

To:

- The State Securities Commission;
- Ha Noi Stock Exchange.

- Name of company: Vinahud Urban and Housing Development Investment Joint Stock Company.

- Address of headoffice: Vinahud Building, No. 105 Nguyen Ba Khoan Street, Trung Hoa Ward, Cau Giay District, Hanoi City

- Telephone: **024 37835757** Fax: **024 37835656**

Email: **vinahud2007@gmail.com**

- Charter capital: 380,000,000,000 VND

- Stock symbol: **VHD**

- Governance model: General Meeting of Shareholders, Board of Directors, Board of Supervisors, General Director and 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):

CÔNG TY CỔ PHẦN

No.	Resolution/ Decision No.	Date	Content
1	01/2024/NQ/ VINAHUD- ĐHĐCĐ	24/06/2024	<ol style="list-style-type: none"> <li>1. Approval of the Board of Directors' Report No. 01/2024/BC/VINAHUD-BGD dated June 24, 2024 of the Board of Directors on the 2023 business results and the 2024 plan.</li> <li>2. Approval of the Board of Directors' Report No. 02/2024/BC/VINAHUD-HĐQT dated June 24, 2024 on the performance of the Board of Directors and each member of the Board of Directors.</li> <li>3. Approval of the Supervisory Board's Report No. 03/2024/BC/VINAHUD-BKS dated June 24, 2024.</li> <li>4. Approval of Submission No. 01/2024/TTr/VINAHUD-BKS dated June 24, 2024 of the Board of Directors on authorizing the Board of Directors to select an auditor for 2024.</li> <li>5. Approval of Submission No. 02/2024/TTr/VINAHUD-HĐQT dated June 24, 2024 of the Company's Board of Directors on the approval of the audited 2023 Financial Statements.</li> <li>6. Approval of Submission No. 03/2024/TTr/VINAHUD – BOD dated June 24, 2024 of the Board of Directors on profit distribution in 2023.</li> <li>7. Approval of Submission No. 04/2024/TTr/VINAHUD – BOD dated June 24, 2024 of the Board of Directors on approving the remuneration payment plan for the Board of Directors and the Board of Supervisors in 2023 and the plan for 2024</li> </ol>
2	02A/2024/NQ/ VINAHUD- ĐHĐCĐ	05/09/2024	<ol style="list-style-type: none"> <li>1. Approving Report No. 33/2024/TTr/HĐQT-VINAHUD dated September 5, 2024 of the Board of Directors on the Transfer of 100% of capital contribution at Me Linh Think Vuong Company Limited and Authorizing the Board of Directors to decide on matters related to the implementation of the transaction.</li> <li>2. Approval of Submission No. 34/2024/TTr/HĐQT-VINAHUD dated September 5, 2024 of the Board of Directors on Prepayment of part/all of the Company's Loan at Tien Phong Commercial Joint Stock Bank and authorization for the Board of Directors to decide on related contents.</li> </ol>

No.	Resolution/ Decision No.	Date	Content
3	02B/2024/NQ/ VINAHUD- ĐHĐCĐ	05/09/2024	<p>1. Decide and approve the dismissal of Mr. Nguyen Minh Tuan and Mr. Ngo Duc Tam from the positions of members of the Company's Board of Directors for the 2021-2026 term.</p> <p>Decide and approve the dismissal of Mr. Phan Anh Tuan and Ms. Pham Thanh Huyen from the positions of members of the Company's Supervisory Board for the 2021-2026 term.</p> <p>2. Decide and approve the election of Mr. Bui Viet Anh and Mr. Phan Anh Tuan as members of the Company's Board of Directors for the 2021-2026 term.</p> <p>3. Decide and approve the election of Mr. Mai Kien and Ms. Nguyen Thi Lieu as members of the Company's Board of Supervisors for the 2021-2026 term.</p>

## II. Board of Directors (annual report):

### 1. Information about the members of the Board of Directors:

No.	Board of Directors' members	Position	The date becoming/ceasing to be the member of the Board of Directors	
			Date of appointment	Date of dismissal
1	Mr. Truong Quang Minh	Chairman of the Board	17/10/2022	
2	Mr. Nguyen Minh Tuan	Board Member	12/12/2022	05/09/2024
3	Mr. Phan Anh Tuan	Board Member	05/09/2024	
4	Mr. Ngo Duc Tam	Board Member	12/04/2023	05/09/2024
5	Mr. Bui Viet Anh	Board Member	05/09/2024	

### 2. Các cuộc họp HĐQT/Meetings of the Board of Directors:

No.	Board of Director' member	Number of meetings attended by Board of Directors	Attendance rate	Reasons for absence
1	Mr. Truong Quang Minh	13/13	100%	
2	Mr. Bui Viet Anh	07/07	100%	
3	Mr. Phan Anh Tuan	07/07	100%	

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

- Organize the company's 2024 Annual General Meeting of Shareholders on June 24, 2024;
- Organize the company's 2024 extraordinary general meeting of shareholders on September 5, 2024;
- Supervise the implementation and execution of tasks and business plans for 2024.

- Direct the Executive Board to continue to arrange and restructure the personnel organization of departments.
- Decide and direct the Executive Board to perform tasks in the management and operation of the Vinahud building office for high efficiency and safety.
- The Board of Directors coordinates with the Board of Supervisors to organize inspection and supervision of business activities and company management, and supervises the General Director in implementing the Resolutions and Decisions of the General Meeting of Shareholders and the Board of Directors.

4. Activities of the Board of Directors' subcommittees (If any): not available

5. Resolutions/Decisions of the Board of Directors (annual report):

No.	Resolution/Decision No.	Date	Content	Approval rate
1	14/2024/NQ-HĐQT	31/01/2024	Change of representative for managing the Company's capital contribution at Vien Nam Real Estate Investment Joint Stock Company representative	100%
2	18/2024/NQ-HĐQT	23/02/2024	Signing of Financial Statement Audit Contract with AFC Vietnam Auditing Company Limited - Ha Thanh Branch	100%
3	23/2024/NQ-HĐQT	04/04/2024	Extension of time to hold the 2024 Annual General Meeting of Shareholders	100%
4	26/2024/NQ-HĐQT	10/04/2024	Convening the 2024 Annual General Meeting of Shareholders	100%
5	09/2024/QĐ/ VINAHUD-HĐQT	23/05/2024	Dismissal of the position of Deputy General Director of the Company	100%
6	41/2024/NQ/ VINAHUD-HĐQT	03/06/2024	1. Approval of the 2024 Annual General Meeting of Shareholders Agenda 2. Review the Documents for the 2024 Annual General Meeting of Shareholders	100%
7	48/2024/NQ-HĐQT	17/07/2024	Convening the Extraordinary General Meeting of Shareholders in 2024	100%
8	65/2024/NQ-HĐQT	06/09/2024	Dismissal of the position of General Director of the Company and dismissal of the person disclosing information of the Company	100%
9	72/2024/NQ/ VINAHUD-HĐQT	19/09/2024	1. Decide and approve the dismissal of Mr. Ngo Duc Tam from the position of Chairman of Friends Investment and Construction Company Limited for the term 2023-2028,	100%

No.	Resolution/Decision No.	Date	Content	Approval rate
			and at the same time terminate his status as authorized representative to manage 100% of the Company's capital contribution at Friends Investment and Construction Company Limited according to Authorization Document No. 75/2023/VBUQ-VHD dated April 14, 2023. 2. Through the assignment of Mr. Phan Anh Tuan to represent the Company in managing all of the Company's capital contributors at Friends Investment and Construction Company Limited.	
10	83/2024/NQ-HĐQT	14/11/2024	Appoint an authorized representative to manage the capital contribution/shares of Me Linh Thinh Vuong Company Limited at Prime Land Real Estate Investment Joint Stock Company.	100%
11	81/2024/NQ/VINAHUD-HĐQT	15/11/2024	Change the type of securities from restricted to freely transferable	100%
12	84.2/2024/NQ/VINAHUD-HĐQT	18/11/2024	Through the approval of the transferee partner, the transfer price and other contents related to the transfer of capital contribution owned by the Company at Me Linh Thinh Vuong Company Limited, which were approved by the General Meeting of Shareholders in Resolution No. 2A/2024/NQ/VINAHUD-ĐHĐCĐ dated September 5, 2024 (The Transferred Capital Contribution is equivalent to 90% of the charter capital of Me Linh Thinh Vuong Company Limited)	100%
13	92/2024/NQ/VINAHUD-HĐQT	20/12/2024	Approval of the transferee partner, the transfer price and other contents related to the transfer of capital contribution owned by the Company at Me Linh Thinh Vuong Company Limited, which were approved by the General Meeting of Shareholders in Resolution No. 2A/2024/NQ/VINAHUD-	100%

No.	Resolution/Decision No.	Date	Content	Approval rate
			ĐHĐCĐ dated September 5, 2024 (The Transferred Capital Contribution is equivalent to 10% of the charter capital of Me Linh Think Vuong Company Limited)	

### III. Board of Supervisors/Audit Committee (annual report):

#### 1. Information about members of Board of Supervisors or Audit Committee:

No.	Members of Board of Supervisors/Audit Committee	Position	The date becoming/ceasing to be the member of the Board of Supervisors/Audit Committee	Qualification
1	Mr. Phan Anh Tuan	Head of the supervisory board	No longer Head of the supervisory board from September 5, 2024	Bachelor of Banking and Finance; Bachelor of Management Information Systems; Bachelor of Business Administration
2	Mrs. Pham Thanh Huyen	Member of the supervisory board	No longer Member of the supervisory board from September 5, 2024	Bachelor of Economic Law
3	Mr. Mai Kien	Head of the supervisory board	Head of the supervisory board from September 5, 2024	Master of Business Administration
4	Mrs. Nguyen Thi Lieu	Member of the supervisory board	Member of the supervisory board from September 5, 2024	Bachelor of Accounting and Auditing
5	Mrs. Nguyen Thi Mien	Member of the supervisory board	Member of the supervisory board from December 12, 2024	Master of Finance

#### 2. Cuộc họp của BKS/Ủy ban Kiểm toán/Meetings of Board of Supervisors or Audit Committee

No.	Members of Board of Supervisors/Audit Committee	Number of meetings attended	Attendance rate	Voting rate	Reasons for absence
1	Mr. Mai Kien	03/03	100%	100%	
2	Mrs. Nguyen Thi Lieu	03/03	100%	100%	
3	Mrs. Nguyen Thi Mien	03/03	100%	100%	

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

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

The Board of Supervisors attends all meetings of the Board of Directors and gives opinions (if necessary).

5. Other activities of the Board of Supervisors and Audit Committee (if any): Not available.

#### **IV. Ban điều hành/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 Minh Tuan	22/01/1985	Master of Finance	06/09/2024 (dismissal)
2	Ms. Nguyen Thi Ngoc Oanh	21/03/1977	Master of Banking and Finance	23/05/2024 (dismissal)
3	Mr. Phan Anh Tuan	23/02/1994	Bachelor of Banking and Finance; Bachelor of Management Information Systems; Bachelor of Business Administration	18/09/2024 (appoint )

#### **V. Kế toán trưởng/Chief Accountant**

Name	Date of birth	Qualification	Date of appointment/ dismissal
Ms. Nguyen Phuong Ngan	14/04/1982	Bachelor of Economics	23/3/2021

#### **VI. Training courses on corporate governance:**

Training courses on corporate governance were involved by members of Board of Directors, the Board of Supervisors, Director (General Director), other managers and secretaries in accordance with regulations on corporate governance: Không có/ Not available

#### **VII. The list of affiliated persons of the public company (Semi-annual report/annual report) and transactions of affiliated persons of the Company)**

1. The list of affiliated persons of the Company: Appendix 01 attached



2. Transactions between the Company and its affiliated persons or between the Company and its major shareholders, internal persons and affiliated persons: Not available

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: Not available

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):

Transaction of transferring capital contribution at Me Linh Thinh Vuong Company Limited between the Company and Me Linh Homes Joint Stock Company according to the contracts: Capital contribution transfer contract No. 02/HĐCNVG/VHD-VNC/MLTV dated November 21, 2024 and Capital contribution transfer contract No. 03/HĐCNVG/VHD-VNC/MLTV dated December 20, 2024.

Mr. Truong Quang Minh - Member of the Board of Directors - Chairman of the Board of Directors was a member of the Board of Directors of Me Linh Homes Joint Stock Company from 2021 to May 10, 2023.

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): Not available

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: Not available

#### **VIII. Share transactions of internal persons and their affiliated persons (annual report)**

1. The list of internal persons and their affiliated persons: **Appendix 02 attached**

2. Transactions of internal persons and affiliated persons with shares of the Company: **Appendix 03 attached**


IX. Other significant issues: Not available

Recipients:

- .....

- Archived:....

CHAIRMAN OF THE BOARD OF  
DIRECTORS

(Sign, full name and seal) 



CHỦ TỊCH HĐQT  
*Trương Quang Minh*

CÔNG TY CỔ PHẦN

## Appendix 01: The list of affiliated persons of the Company

Stt	Name of organization/ individual	Securities trading account (if any)	Position at the Company (if any)	No. *, date of issue, place of issue	Addresses	Time of starting to be affiliated person	Time of ending to be affiliated person	Reasons	Relationship with the Company
1	Truong Quang Minh		Chairman of Board of Directors			26/04/2021			
2	Nguyen Minh Tuan		CEO and Board of Directors Member			05/05/2022	05/09/2024		
3	Ngo Duc Tam		Board of Directors Member			12/04/2023	05/09/2024		
4	Phan Anh Tuan		Head of the supervisory board			12/04/2023			
			Board of Directors Member			05/09/2024			
			Deputy General Manager			18/09/2024			
5	Bui Viet Anh		Board of Directors Member			05/09/2024			
6	Mai Kien		Head of the supervisory board			05/09/2024			
7	Nguyen Thi Lieu		supervisory board Member			05/09/2024			
8	Pham Thanh Huyen		supervisory board Member			12/04/2023	05/09/2024		
9	Nguyen Thi Mien		supervisory board Member			12/12/2022			
10	Nguyen Thi Ngoc Oanh		Deputy General Manager			05/05/2022	23/05/2024		
11	Nguyen Phuong Ngan		Chief Accountant			23/03/2021			

Note: No. \*: ID card No./Passport No. (As for individuals) or Business Registration Certificate No., License on Operations or equivalent legal documents (As for organisations).

**Appendix 02: The list of internal persons and their affiliated persons**

Stt	Name	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 share ownership at the end of the period	Note
<b>1</b>	<b>Truong Quang Minh</b>		<b>Chairman of Board of Directors</b>			9.400.000	24,74%	
	Son Long Investment and Development Joint Stock Company							Chairman of Board of Directors
	Xuan Phu Hai Investment and Construction Joint Stock Company							Chairman of Board of Directors
	VNI Invest Joint Stock Company							Board of Directors member
	Ha Long Canh Vinh Joint Stock Company							Board of Directors member
	Tran Nguyen Hai							Wife
	Nguyen Thi Nhung							Mother
	Truong Minh Duc							Child
	Truong Nguyen Hanh							Child
	Truong Thu Thao							Sister
	Truong Anh Tuan							brother in law
<b>2</b>	<b>Bui Viet Anh</b>		<b>Board of Directors member</b>					
	IUC Group Joint Stock Company							Board of Directors member
	BGI Construction Joint Stock Company							Board of Directors member
	Bui Hai Sam							Older brother

U.P.H.  
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	Bui Duy Lam								Older brother
	Nguyen Thi Thu Hien								Sister in law
	Bui Thuy Quynh								Sister
	Tran Quoc Hung								brother in law
	Bui Hai Phong								Older brother
	Ngo Lan Huong								wife
	Bui Mai Phuong								Child
	Bui Cong Minh								Child
	Ngo Dinh Hien								Father in law
	Nghiem Thi Ly								Mother in law
<b>3</b>	<b>Phan Anh Tuan</b>							<b>Member of Board of Directors and Deputy General Director</b>	
	Mai Thi Khanh Huyen								Wife
	Phan Hong Tam								Father
	Dao Thi Tu Anh								Mother
	Phan Minh Nhat								younger brother
	Nguyen Thi Huong Giang								Mother in law
	Pham Khanh Toan								Father in law
	Phan Ngoc Thao Linh								Child
<b>4</b>	<b>Mai Kien</b>							<b>Head of Supervisory Board</b>	
	Phan Vu Hong Trang								Wife
	Mai Duc Phong								Child
	Mai Phuong Linh								Child
	Mai Long								Father
	Bui Thi Thai								Mother
	Mai Cuong								younger brother
	Do Quynh Anh								sister in law
	Phan Vu Cuong								father in law
	Vu Thi Ngoc Yen								Mother in law

5	<b>Nguyen Thi Lieu</b>									
	Nguyen Thanh Ngoc									Father
	Pham Thi Nu									Mother
	Nguyen Thanh Luan									Older brother
	Hoang Thi Dep									sister in law
	Truong Thanh Minh						337.500		0.89%	Husband
	Truong Nhat Linh									Child
	Truong Ngoc Y Linh									Child
	Truong Quang Binh									father in law
	Ho Thi Huong									Mother in law
6	<b>Nguyen Thi Mien</b>									
	Nguyen Vu Tinh									Father
	Ngo Thi Mai									Mother
	Le Van Dung									father in law
	Le Thi Hai									Mother in law
	Nguyen Thi Kim Phuong									Sister
	Nguyen Thi Men									Sister
	Nguyen Van Tien									younger brother
	Le Van Du									Husband
	Le Ngoc Bao San									Child
7	<b>Nguyen Phuong Ngan</b>									
	Ly Tuan Tu									Husband
	Nguyen Van Phu									Father
	Ngo Thi Vy									Mother
	Ly Nghi Xuan									Child
	Ly Xuan Bach									Child
	Nguyen Minh Thu									Sister
	Nguyen Kim Chi									younger sister

### Appendix 03: Transactions of internal persons and affiliated persons with shares of the Company

No.	Transaction executor	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 traded	Transaction date
1	Truong Quang Minh		Chairman of Board of Directors			Buy 7,685,900 shares	From 26/12/2024 to 26/12/2024

