

No: 01/2026/BC-QT

Quang Ninh, January 12, 2025

REPORT

**Corporate Governance Status
(2025)**

To:

- STATE SECURITIES COMMISSION.
- HANOI STOCK EXCHANGE.

- **Company name:** HUNG LONG MINERAL AND CONSTRUCTION MATERIALS JOINT STOCK COMPANY

- **Head office address:** An Bien 1 Hamlet, Le Loi Commune, Ha Long City, Quang Ninh Province, Vietnam.

- **Phone:** 0932428101 | **Fax:** (Not provided) | **Email:** cbtt.khl@gmail.com

- **Charter capital:** VND 120,000,000,000 (One hundred and twenty billion Vietnamese dong).

- **Stock code:** KHL

- **Corporate governance model:**

- General Meeting of Shareholders
- Board of Directors
- General Director
- Audit Committee under the Board of Directors

- **Internal audit function:** Implemented

I. Activities of the General Meeting of Shareholders

Information on Meetings and Resolutions/Decisions of the General Meeting of Shareholders :

No	Resolution/ Decision Number	Date	Resolution Details
1	Resolution No. 01/2025/G MS-KHL	13/06/2025	<ul style="list-style-type: none">- Approved the Board of Directors' Report No. 01/2025/BC-BOD/KHL on the operational results of the Board of Directors in 2024 and the proposed activity plan for 2025.- Approved the Audit Committee Report No. 02/2025/BC-AC/KHL on the Committee's 2024 operational results and proposed 2025 activity plan.- Approved the Executive Board's Report No. 03/2025/BC-BOD/KHL on its 2024 operational results, business performance, and proposed 2025 operational direction and

			<p>business plan.</p> <ul style="list-style-type: none"> - Approved the Proposal No. 01/2025/SUBM-KHL regarding the settlement of 2024 remuneration for the Board of Directors and the proposed 2025 compensation plan. - Approved Proposal No. 02/2025/SUBM-KHL regarding the dismissal and by-election of Board members for the 2023-2028 term. - Approved Proposal No. 03/2025/SUBM-KHL on the selection of an independent auditor for financial statements. - Approved Proposal No. 04/2025/SUBM-KHL regarding the Company's 2025 Operational Direction.
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II. Board of Directors:

2. Information about Board of Directors (BOD) Members:

No	Board of Directors members	Position (Independent Board Member, Non-Executive Board Member)	Date commenced/ceased to be a Board member/Independent Board member	
			Date of appointment	Date of dismissal
4.	LE VAN AN	Chairman of the Board of Directors	13/06/2025	
		Member of the Board of Directors	03/12/2023	
5.	LE VAN HOA	Non-Executive Board Member	13/06/2025	
6.	NGUYEN MAU BAO THIEN	Independent Board Member	03/12/2023	

2. Board of Directors Meetings:

No	Board of Directors members	Number of Board Meetings Attended	Attendance Rate	Reason for Absence
4.	LE VAN AN	7/7	100%	
5.	NGUYEN MAU BAO THIEN	7/7	100%	
6.	LE VAN HOA	3/7	43%	New Appointment dated 13/06/2025

3. Board of Directors' Oversight of the Executive Board:

During 2025, the Board of Directors fully discharged its supervisory duties over the operations of the Board of Management in accordance with applicable regulations. The Board of Directors focused on directing and overseeing the implementation of resolutions adopted by the General Meeting of Shareholders and the Board of Directors, ensuring compliance with the

Company's Charter, the Board of Directors' Rules of Operation, and relevant provisions of the Law on Enterprises.

At the same time, the Board of Directors regularly monitored and evaluated the implementation of its resolutions and decisions, ensuring that such implementation was carried out in a timely manner, in accordance with approved contents, and with effective results. Through its supervisory activities and constructive feedback, the Board of Directors contributed to enhancing the quality of corporate governance and the overall operational efficiency of the Company.

4. Activities of Board Committees: None

5. Resolutions/Decisions of the Board of Directors:

No	Resolution/Decision Number	Date	Resolution Details	Approval Rate
1	2201/2025/NQ-HĐQT/KHL	22/01/2025	Approved the final list of shareholders for convening the 2025 Annual General Meeting of Shareholders	100%
2	1402/2025/NQ-HĐQT/KHL	14/02/2025	Approved the change of Record Date for determining eligibility to attend the 2025 Annual General Meeting of Shareholders	100%
3	1702/2025/NQ-HĐQT/KHL	17/02/2025	Approved the cancellation of the Record Date (18/02/2025) due to the Company's rescheduling of the Annual General Meeting of Shareholders.	100%
4	1505/2025/NQ-HĐQT/KHL	15/05/2025	Approved the convening of the Second 2025 Annual General Meeting of Shareholders	100%
5	1306/2025/NQ-HĐQT/KHL	13/06/2025	Approved personnel changes, including the dismissal and by-election of: Chairman of the Board of Directors; Member of the Audit Committee; Chief Accountant	100%
6	2006/2025/NQ-HĐQT/KHL	20/06/2025	Approved the change of Information Disclosure Officer	100%
7	3007/2025/NQ-HĐQT/KHL	30/07/2025	Approval of the Board of Directors' operating plan for the last 6 months of 2025	100%

III – Board of Audit Committee :

1. Information about members of board of Audit Committee:

No	Audit Committee Member	Position	Date Commenced/Ceased to be Audit Committee Member	Professional Qualifications
3.	NGUYEN MAU BAO THIEN	Audit Committee Member – Audit Committee Chairperson	03/12/2023: Appointed as Audit Committee Member – Audit Committee Chairperson	

4.	LE VAN HOA	Audit Committee Member	13/06/2025: Appointed as Audit Committee Member	
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2. Meetings of Board of Supervisors or Audit Committee

No	Audit Committee Member	Number of Meetings Attended	Meeting Attendance Rate	Voting Ratio	Reason for Absence
3.	NGUYEN MAU BAO THIEN	2	100%		
4.	LE VAN HOA	1	50%		Appointment dated June 13, 2025

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

The Audit Committee carried out supervision and assessment of the implementation of resolutions adopted by the General Meeting of Shareholders. The Company's Board of Directors fully exercised its powers and fulfilled its duties in accordance with applicable laws, the resolutions of the General Meeting of Shareholders, and the Company's Charter. The Board of Management strictly complied with its assigned functions and responsibilities, while proactively and effectively implementing the resolutions of the General Meeting of Shareholders and the Board of Directors, thereby ensuring effective management and operational performance.

4. Coordination between the Supervisory Board/Audit Committee and the activities of the Board of Directors, Executive Management, and other managerial personnel:

The Audit Committee maintained regular coordination with the Board of Directors and the Board of Management in the inspection, supervision, and evaluation of the Company's operations.

During 2025, the Board of Directors and the Board of Management timely provided the Audit Committee with all relevant resolutions and decisions. Based on this information, the Audit Committee proactively engaged in discussions and provided input to support management activities, ensuring that the Company's operations were conducted in accordance with the strategic direction and resolutions of the General Meeting of Shareholders.

5. Other activities of the Supervisory Board/Audit Committee (if any): None

IV. Board of Management

No.	Members of Board of Management	Date of birth	Qualification	Date of appointment of members of the Board of Management/
1	TRAN ANH TU	18/10/1985	Bachelor of Economics	Appointed: 26/09/2024

V. Chief Accountant

No.	Name	Date of birth	Qualification	Date of appointment
1	DINH THI KHANH LY	12/08/1994	Bachelor of Accounting	Appointed: 13/06/2025

VI. Training courses on corporate governance:

VII. The list of affiliated persons of the public company (Annual Report 2025) 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: No
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
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): No
 - 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: No

VII. Share transactions of internal persons and their affiliated persons (Annual report 2025)

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

VIII. Other significant issues: No

Recipients:

- SSC, HNX;
- Website;
- Archived: VT.

CHAIRMAN OF THE BOARD OF DIRECTORS

(Sign, full name and seal)



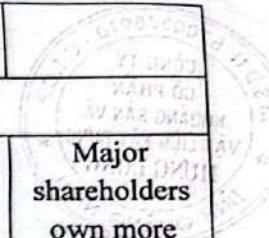
LE VAN AN



APPENDIX 01: THE LIST OF AFFILIATED PERSONS OF THE COMPANY



Name of Organization/Individual	Securities trading account (if any)	Position in the company (if any)	ID Card/Passport	Head office address/Contact address	The starting point is the person concerned	Time is no longer relevant	Reason	Relationship with the company
V. INSIDER								
7. Le Van An		Chairman			03/12/2023		Appointment of Board of Directors members	Insider
					13/06/2025		Appointment of Chairman of the Board of Directors	
8. Nguyen Mau Bao Thien		Independent Board Member			03/12/2023		Appointment of Board of Directors members	Insider
9. Le Van Hoa		Non-executive Board Member			13/06/2025		Appointment of Board of Directors members	Insider
VI. GENERAL DIRECTOR								
10. Tran Anh Tu		General Director/ Legal Representative			26/09/2024		General Director/ Legal Representative	Insider
VII. CHIEF ACCOUNTANT								
11. Dinh Thi Khanh Ly		Chief			13/06/2025		Appointment	Insider

			Accountant					of Chief Accountant	
VIII. MAJOR SHAREHOLDERS OWNING MORE THAN 10% OF VOTING SHARES									
12.	Nguyen Thanh Dat								Major shareholders own more than 10% of voting shares

Note: NSH Certificate number: ID card/Passport number (for individuals) or Business Registration Certificate number, Operating License or equivalent legal documents (for organizations).*



APPENDIX 02: THE LIST OF INTERNAL PERSONS AND THE AFFILIATED PERSONS

No.	Name of organization/Individual	Securities trading account (if any)	Position in the company (if any)	Relationship with insiders	ID Card/Passport	Head office/Contact address	Number of shares owned at the end of the period	End of period share ownership ratio	Note
1	Le Van An		Chairman				485,000	4,04%	
1.1	Do Thi Thu Trang			Wife			74.500	0,62%	
2	Le Van Hoa	VPS: 026C559363	Non-executive Board Member				53,200	0.44%	
2.1	Le The Ky			Father			-	-	
2.2	Nguyen Thi Thim			Mother			-	-	Y C M
2.3	Bui Thi Hang			Wife			-	-	N VÀ Y DUNG ONG
2.4	Le Kha Kiet			Children			-	-	
2.5	Le Kha Hoang Khoi			Children			-	-	NG NINH
3	Nguyen Mau Bao Thien		Independent Board member				-	-	
3.1	Dinh Thi Thu Ha			Mother			-	-	
4	Tran Anh Tu		General Director/ Legal Representa				562,000	4,68%	

4.1	Tran Manh Thang			Father				
4.2	Pham Thi Hang			Mother				
4.3	Bui Thi Hong Hanh			Wife				
4.4	Tran Tue Nhi			Children				Still young
4.5	Tran Tue Nhu			Children				Still young
5	Dinh Thi Khanh Ly		Chief Accountant					
5.1	Dinh Van Thuy			Father				
5.2	Dang Thi Lan			Mother				
5.3	Nguyen Thanh Dat			Husband		1,479,200	12,33 %	
5.4	Nguyen Tu An			Children				Still young
5.5	Nguyen Gia Han			Children				Still young