GENEA CAPITAL JOINT STOCK COMPANY	THE SOCIALIST REPUBLIC OF VIETNAM
No.: 55/GENEA - CBTT	Independence - Freedom – Happiness
	Hanoi, July 27, 2026

REPORT ON CORPORATE GOVERNANCE

(For the first six months of 2026)

To: Hanoi Stock Exchange

- Company name : **GENEA CAPITAL JOINT STOCK COMPANY**
- Head office address : No. 01 Pham Van Bach Street, Cau Giay Ward, Hanoi
- Telephone : 024.62732659 Email: contact@genea.vn
- Charter capital : VND 373.500.000.000
- Stock symbol : PV2
- Governance model : General Meeting of Shareholders, Board of Directors (BOD), Chief Executive Officer (CEO), and Audit Committee under the BOD
- Implementation of the internal audit function: Implemented

I. ACTIVITIES OF THE GENERAL MEETING OF SHAREHOLDERS (GMS):

Information about meetings, resolutions and decisions of the GMS

No.	Resolution	Date	Content
01	01/2026/ NQ–ĐHĐCĐ	06/06/2026	- Approval of the Report on the 2025 business performance; - Approval of the business plan for 2026; - Approval of the Report on the activities of the Board of Directors in 2025 and the orientation for 2026; - Approval of the Report of the Independent Member of the Board of Directors for 2025; - Approval of the audited financial statements for 2025 audited by Nhan Tam Viet Auditing Company Limited; the profit distribution for 2025 and the profit distribution plan for 2026; - Approval of the selection of an independent auditing firm to audit the 2026 financial statements;

No.	Resolution	Date	Content
			- Approval of the Report on remuneration and salary payments in 2025 and the remuneration and salary plan for the Board of Directors in 2026; - Approval of the change of the Company name, the removal, addition and standardization of business lines, and amendment of the Company Charter; - Approval of the dismissal and election of additional members to the Board of Directors; - Approval of the election results of additional members to the Board of Directors.

II. THE BOARD OF DIRECTORS (BOD)

1. *Information about the members of the BOD:*

No.	Member of the BODs	Position	Appointed	Dismissed
1	Mr. Nguyen Phuc Anh	Chairman; Legal Representative	25/06/2022	
2	Mr. Nguyen Anh Tuan	Member of the BOD	17/05/2025	
3	Mr. Vu Xuan Han	Member of the BOD; CEO; Legal Representative	06/06/2026	
4	Mr. Phan Trinh Quoc Kien	Member of the BOD	06/06/2026	
5	Mr. Nguyen Anh Vu	Independent Member of the BOD	17/05/2025	06/06/2026
6	Ms. Nguyen Hoang Anh	Independent Member of the BOD	06/06/2026	

2. *Meetings of the BOD:*

No.	Member of the BOD	Meetings Attended	Attendance	Reason
1	Mr. Nguyen Phuc Anh	4	100%	
2	Mr. Nguyen Anh Tuan	4	100%	
3	Mr. Vu Xuan Han	4	100%	

No.	Member of the BOD	Meetings Attended	Attendance	Reason
4	Mr. Phan Trinh Quoc Kien	4	100%	
5	Mr. Nguyen Anh Vu	3	100%	
6	Ms. Nguyen Hoang Anh	1	100%	

3. Supervision of the CEO by the BOD:

The Board of Directors (BOD) oversaw the CEO and senior management by monitoring business performance through both reports and regular/irregular meetings. This oversight ensured compliance with BOD and GMS' resolutions. The CEO regularly updated the BOD on business activities, project progress and other relevant matters.

During the first six months of 2026, the Board of Directors convened four meetings to provide direction for the Company's business activities.

4. Resolutions/Decisions of the BOD:

No.	Decision	Date	Content	Approval (%)
1	01/2026/ NQ-HĐQT	30/01/ 2026	Approval of the adjustment to the transfer value of the entire Residential Project in Long Tan and Phu Hoi communes, Nhon Trach District, Dong Nai Province, in accordance with Proposal No. 01/PV2-TTr dated January 28, 2026 submitted by the Chief Executive Officer.	100%
2	02/2026/ NQ–HĐQT	30/01/ 2026	Approval of the performance-based salary mechanism for the Investment Unit, replacing the existing performance-based salary mechanism issued under Resolution No. 04/NQ-HĐQT dated April 24, 2025.	100%
3	03/2026/ NQ–HĐQT	15/04/ 2026	- Approval of the Company's Regulation on salary and bonus payments, replacing the existing Regulation issued under Decision No. 22/QD-HĐQT dated May 18, 2011;	100%

No.	Decision	Date	Content	Approval (%)
			- Approval of the adjustment to the Company's organizational structure as follows: • Rename the Business Department to the Project Management Department; • Establish the Investment Department; • Issue the detailed functions, duties and authority of each department and the coordination matrix among the departments.	100%
4	04/2026/ NQ–HĐQT	15/04/ 2026	Approval of the extension of the time limit for holding the 2026 Annual General Meeting of Shareholders, with the following details: - Record date: May 06, 2026; - Date of the Annual General Meeting of Shareholders: June 06, 2026.	100%
5	05/2026/ NQ–HĐQT	14/05/ 2026	- Approval of the agenda and meeting documents for the 2026 Annual General Meeting of Shareholders; - Approval of the strategic mandate for the dissolution of Long Hoi Investment Company Limited, in accordance with Proposal No. 02/TTr-TGĐ dated May 12, 2026 submitted by the Chief Executive Officer. - Acknowledgement of the resignation letter of Mr. Nguyen Anh Vu as Independent Member of the Board of Directors and submission of his dismissal to the 2026 Annual General Meeting of Shareholders for approval.	100% 100% 100%

No.	Decision	Date	Content	Approval (%)
6	06/2026/ NQ-HĐQT	26/06/ 2026	- Approval of the corporate seal specimen of Genea Capital Joint Stock Company; - Approval of the assignment of duties among members of the Board of Directors; - Appointment of Ms. Nguyen Hoang Anh, Independent Member of the Board of Directors, as Chair of the Audit Committee, effective from June 26, 2026; - Approval of the selection of Nhan Tam Viet Auditing Company Limited to audit the Company's 2026 annual financial statements and review its 2026 semi-annual financial statements. - Approval of the dissolution of Capital Gate Company Limited, effective from June 26, 2026; - Approval of the termination of operation of the Company's Representative Office in Ho Chi Minh City; - Approval of the termination of operation of the Company's Dong Nai Branch	100% 100% 100% 100% 100% 100% 100%

III. AUDIT COMMITTEE:

1. Information about Audit Committee Member:

No.	Audit Committee Member	Position	Term of office	Qualification
1	Mr. Nguyen Anh Vu	Chair	From 23/06/2025 to 06/06/2026	Master of Accounting and Auditing
2	Ms. Nguyen Hoang Anh	Chair	26/06/2026	Bachelor of Business Management
3	Mr. Phan Trinh Quoc Kien	Member	03/03/2025	Petroleum Engineer

2. *Meetings of the Audit Committee*

No.	Audit Committee Member	Meetings Attended	Attendance	Voting	Reason
1	Mr. Nguyen Anh Vu	1	100%	100%	
2	Ms. Nguyen Hoang Anh				Appointed on June 26, 2026
3	Mr. Phan Trinh Quoc Kien	1	100%	100%	

3. *Supervision by the Audit Committee:*

- The Audit Committee supervised the BOD and the CEO in the implementation of resolutions passed by the GMS and the BOD during the first 6 months of 2026. Furthermore, the committee ensured that executive activities were conducted in accordance with the company Charter, internal regulations, and applicable legal frameworks.
- The Audit Committee reviewed transactions that required approval from the Board of Directors or the GMS and provided recommendations.
- Inspected the accuracy of the company's financial statements.

4. *Coordination among the Audit Committee, the BOD, CEO and other managers:*

The Audit Committee received strong cooperation from the Board of Management and operational departments, which provided comprehensive and clear information related to business operations and corporate governance.

IV. BOARD OF MANAGEMENT

Members of the BOM	Position	Date of birth	Qualification	Appointed
Mr. Vu Xuan Han	CEO and Legal Representative	07/03/1977	Construction engineer	27/11/2023

V. CHIEF ACCOUNTANT

Name	Date of birth	Qualification	Appointed
Mrs. Le Thi Huong	20/08/1980	Bachelor of Accounting	03/03/2025

VI. TRAINING COURSES ON CORPORATE GOVERNANCE: None

VII. LIST OF AFFILIATED PERSONS OF THE PUBLIC COMPANY AND THEIR TRANSACTIONS:

1. The list of affiliated persons of the Company

No.	Name	Position	Start/End date of affiliated	Relationship
1	Nguyen Phuc Anh	Chairman; Legal Representative	20/04/2020	Internal person/ Affiliated person
2	Nguyen Anh Tuan	Member of the BOD	20/04/2020	Internal person
3	Vu Xuan Han	Member of the BOD; CEO; Legal Representative	27/11/2015	Internal person
4	Phan Trinh Quoc Kien	Member of the BOD	27/04/2016	Internal person
5	Nguyen Anh Vu	Independent Member of the BOD	17/05/2025 06/06/2026	Internal person
6	Nguyen Hoang Anh	Independent Member of the BOD	06/06/2026	Internal person
7	Le Thi Huong	Chief Accountant	27/03/2019	Internal person
8	Dang Huy Canh	Chief of Office; The authorized person to disclose information; Person in Charge of Corporate Governance	12/07/2018	Internal person
9	Chu Minh Chau		20/04/2020	Affiliated person
10	Aladdin Technology Joint Stock Company		25/02/2020	Subsidiary
11	Long Hoi Investment Company Limited		14/05/2019	Subsidiary
12	Capital Gate Company Limited		27/02/2020	Subsidiary
13	Smart Automation Management Joint Stock Company		20/12/2024	Associate company

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 subjects:***

4.1. Transactions between the Company and a company that its Members of the BOD, CEO and other managers have been founding members or Members of the BOD or CEOs in the last three (03) years (calculated at the time of reporting): *None*

4.2. Transactions between the Company and a company in which the Company's affiliated persons with Members of the BOD, CEO and other managers act as a member of BOD, Director (General Director or CEO): None

4.3. Other transactions of the Company (if any) that may bring material or non- material benefits for Members of the BOD, CEO and other managers: None

VIII. SHARE TRANSACTIONS OF INTERNAL PERSONS AND THEIR AFFILIATED PERSONS:

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

No.	Name	Position	Shares	Ownership
1	**Nguyen Phuc Anh**	Chairman; Legal Representative	9,145,000	24.48%
1.1	Hanoi Reinsurance Joint Stock Corporation	Member of the BOD of Hanoi Re		
1.2	Finnam Joint Stock Company	Chairman and CEO		
1.3	Nguyen Anh Tuan	Member of the BOD	2,110,200	5.65%
1.4	Chu Minh Chau		7,478,400	20.02%
1.5	Nguyen Ha Thu			
1.6	Phan Trinh Quoc Kien	Member of the BOD		
2	**Nguyen Anh Tuan**	Member of the BOD	2,110,200	5.65%
2.1	Nguyen Thu Thuy			
2.2	Tran Duc Trung			
2.3	Nguyen Phuong Dong			

No.	Name	Position	Shares	Ownership
2.4	Do Thi Kim Thoa			
2.5	Nguyen Kim Thanh			
2.6	Lam Hong Thach			
2.7	Chu Minh Chau		7,478,400	20.02%
2.8	Nguyen Ha Thu			
2.9	Nguyen Phuc Anh	Chairman; Legal Representative	9,145,000	24.48%
2.10	Phan Trinh Quoc Kien	Member of the BOD		
2.11	HD Insurance Company Limited (HDI)	Vice Chairman of the BOD		
2.12	Vietjet Aviation Joint Stock Company	Independent Member of the BOD;Vice Chairman of the BOD		
2.13	Finnam Joint Stock Company	Major Shareholders >10% Member of the BOD		
3	**Vu Xuan Han**	Member of the BOD; CEO; Legal Representative	10,000	0.02%
3.1	Ha Van Tro			
3.2	Vu Thi Lieu			
3.3	Nguyen Thi Ngoc Tan		10,000	0.02%
3.4	Vu Ngoc Tu			
3.5	Vu Thai An			
4	**Phan Trinh Quoc Kien**	Member of the BOD		
4.1	Phan Quoc Viet			
4.2	Phan Trinh Viet Kien			
4.3	Trinh Thuy Nga			
4.4	Nguyen Ha Thu			
4.5	Phan Tuan Phong			
4.6	Nguyen Anh Tuan	Member of the BOD	2,110,200	5.65%
4.7	Chu Minh Chau		7,478,400	20.02%

No.	Name	Position	Shares	Ownership
4.8	Nguyen Phuc Anh	Chairman; Legal Representative	9,145,000	24.48%
5	**Le Thi Huong**	Chief Accountant		
5.1	Tran Thi Du			
5.2	Le Thi Thanh			
5.3	Nguyen Duc Quang			
5.4	Le Huu Bang			
5.5	Hoang Thi Thu Ha			
5.6	Mai Le Nam			
5.7	Mai Le Minh			
5.8	Mai Le Minh Thu			
5.9	Mai Xuan Noan			
5.10	Le Thi Tuyet			
6	**Dang Huy Canh**	Chief of Office; The authorized person to disclose information; Person in Charge of Corporate Governance		
6.1	Dinh Thi The			
6.2	Dang Hong Phong			
6.3	Vu Minh Ly			
6.4	Dang Thi Tuyet Mai			
6.5	Tran Le Duy			
6.6	Nguyen Thi Tuyet Nhung			
6.7	Dang Huy Bach			
6.8	Dang Van Chi			
7	**Nguyen Anh Vu**	Independent Member of the BOD		
7.1	Phan Tu Nga			

No.	Name	Position	Shares	Ownership
7.2	Nguyen Anh Tuan			
7.3	Truong Hong Mai			
7.4	Nguyen Phan Anh			
7.5	Nguyen Ha Phan			
7.6	Nguyen Anh Tu			
8	**Nguyen Hoang Anh**	Independent Member of the BOD		
8.1	Nguyen Van Hanh			
8.2	Nguyen Thi Tuyet Mai			
8.3	Nguyen Quynh Anh			
8.4	Nguyen Thao Anh			

2. Transactions of internal persons and affiliated persons with shares of the company: None

IX. OTHER SIGNIFICANT ISSUES: None

CHAIRMAN OF THE BOARD OF DIRECTORS

M.S.D.N:0102306389-C.T.C.P
CÔNG TY
CỔ PHẦN
ĐẦU TƯ
PV2
Q. BA ĐÌNH - T.P HÀ NỘI

Nguyen Phuc Anh