

No:/2025/TTr-VTB-HĐQT

Ho Chi Minh City, April 17, 2025

**SUBMISSION 1
Board of Directors' 2024 Corporate Governance Report**

Dear: General Meeting of Shareholders of Viettronics Tan Binh Joint Stock Company

Pursuant to the Enterprise Law No. 59/2020/QH14 passed on June 17, 2020 and related implementing documents;

Pursuant to the Charter of organization and operation of Viettronics Tan Binh Joint Stock Company;

Pursuant to the Internal Regulations on Management of Viettronics Tan Binh Joint Stock Company;

The Board of Directors respectfully submits to the General Meeting of Shareholders for consideration and approval of the Corporate Governance Report, detailed as the document sent to the General Meeting.

Respectfully submit.

**ON BEHALF OF THE BOD
CHAIRMAN**

Vu Hai Vinh

Ho Chi Minh City, March 10 , 2025

**CORPORATE GOVERNANCE REPORT
YEAR 2024**

- Listed company name: **VIETTRONICS TAN BINH JOINT STOCK COMPANY**
- Head office address: 248A No Trang Long, Ward 12, Binh Thanh District, HCM City
- Phone: 028.35163885 Fax: 028.35163886
- Charter capital : 119,820,500,000 VND
- Stock code : **VTB**
- Corporate governance model: General meeting of shareholders, Board of Directors, Board of Supervisors and General Director

I. Information about Board of Directors (BOD) members

Stat us	Full name	Position (<i>independent member of the Board of Directors, non-executive member of the Board of Directors</i>)	Time of participation in Board of Directors	
			Date of appointment	Dismissal Date
1.	Grandfather Vu Hai Vinh	Chairman of the Board	April 29, 2021	
2.	Mr. Vu Duong Ngoc Duy	Board Member		April 20, 2024
3.	Mr. Dao Trung Thanh	Board Member	April 5, 2014	
4.	Grandfather Van Viet Tuan	Board Member	11/01/2017	
5.	Grandfather Armor Minh Trung	Non-executive Board Member	April 26, 2022	
6.	Mr. Tran Dinh Khoi	Independent Board Member	April 20, 2024	

II. Supervisory activities of the Board of Directors over the Board of General Directors

- In 2024, the Board of Directors has closely directed, supervised and monitored the activities of the Board of Management, promptly resolved arising issues under the authority of the Board of Management, thereby creating favorable conditions for the Board of Management and management staff in the process of operating the Company's activities. The Board of Management has directed and directed the activities of the Board of Management through the issuance of Resolutions, Decisions and supervision in the implementation of activities to ensure that the Board of Management always closely follows and fully implements the instructions in the Resolutions, Decisions and in accordance with the development orientation of the Company.

III. Board of Directors Activities

- In 2024, the Board of Directors held 14 meetings (including 6 in-person meetings and 8 written opinion meetings); issued 16 Resolutions and 01 decision, with full attendance and details:

Status	Board Member	Number of meetings attended	Meeting attendance rate	Reason for not attending the meeting
1.	Grandfather Vu Hai Vinh	14	100%	
2.	Grandfather Vu Duong Ngoc Duy	5	35.7%	Dismissed on April 20, 2024
3.	Mr. Dao Trung Thanh	14	100%	
4.	Grandfather Van Viet Tuan	14	100%	
5.	Grandfather Armor Minh Trung	14	100%	
6.	Mr. Tran Dinh Khoi	9	64.3%	Elected on April 20, 2024

- Specific contents of the Resolutions issued by the Board of Directors, in detail :

Status	Resolution/Decision Number	Day	Content	Passage Rate
1.	Resolution No. 03/2024/NQ - VTB-HĐQT	01/25/2024	Resolution of the Board of Directors meeting in January 2024	100%
2.	Resolution No. 10/2024/NQ - VTB-HĐQT	February 26, 2024	Resolution of the Board of Directors on organizing the 2024 Annual General Meeting of Shareholders	100%
3.	Resolution No. 13/2024/NQ - VTB-HĐQT	February 29, 2024	Resolution of the Board of Directors on approval of related party transactions in 2023	100%
4.	Resolution No. 14/2024/NQ - VTB-HĐQT	February 29, 2024	Resolution of the Board of Directors on approval of related party transactions in 2024	100%
5.	Resolution No. 20/2024/NQ - VTB-HĐQT	February 29, 2024	Resolution of the Board of Directors on approving the Information Disclosure Regulations of Viettronics Tan Binh Joint Stock Company	100%
6.	Resolution No. 17/2024/NQ - VTB-HĐQT	03/01/2024	Resolution of the Board of Directors on approving the internal audit plan for 2024	100%
7.	Resolution No. 25/2024/NQ - VTB-HĐQT	April 19, 2024	Resolution of the Board of Directors meeting in April 2024	100%
8.	Resolution No. 30/2024/NQ - VTB-HĐQT	April 20, 2024	Resolution of the first meeting of the Board of Directors of Viettronics Tan Binh Joint Stock Company for the term 2024-2029	100%
9.	Resolution No. 33/2024/NQ - VTB-HĐQT	April 25, 2024	Resolution of the Board of Directors on changing the personnel of the Internal Audit Committee	100%
10.	Resolution No. 39/2024/NQ/ VTB-HĐQT	June 13, 2024	Resolution of the Board of Directors on organizing the collection of written opinions of the General Meeting of	100%

Stat us	Resolution/Decision Number	Day	Content	Passage Rate
			Shareholders to approve the policy of supplementing the Company's business lines	
11.	Resolution No. 41/2024/NQ/VTB-HĐQT	June 17, 2024	Resolution of the Board of Directors meeting in June 2024	100%
12.	Resolution No. 44/2024/NQ/VTB-HĐQT	June 24, 2024	Resolution of the Board of Directors on the agreement to select the Company's independent auditor for 2024	100%
13.	Decision No. 46/2024/QĐ-VTB-HĐQT	05/07/2024	Decision of the Board of Directors on the establishment of a vote counting committee to collect written opinions .	100%
14.	Resolution No. 51/2024/NQ-VTB-HĐQT	10/11/2024	Resolution of the Board of Directors on project implementation at land plot No. 06 Pham Van Hai, Ward 2, Tan Binh District .	100%
15.	Resolution No. 54/2024/NQ- VTB-HĐQT	10/12/2024	Resolution of the Board of Directors on dividend payment according to the Resolution of the 2024 Annual General Meeting of Shareholders .	100%
16.	Resolution No. 57/2024/NQ-VTB-HĐQT	12/30/2024	Board of Directors Resolution for December 2024 meeting	100%
17.	Resolution No. 58/2024/NQ-VTB-HĐQT	12/30/2024	Resolution of the Board of Directors on approval of related party transactions in 2025	100%

IV. Board of Directors Remuneration

In 2024, the remuneration for the Board of Directors is :

STT	Full name	Position	Amount (VND)
1	Mr. Vu Hai Vinh	Chairman of the Board	48,000,000
2	Mr. Vu Duong Ngoc Duy	Standing Board of Directors	12,000,000
3	Mr. Van Viet Tuan	Board Member	36,000,000
4	Mr. Giap Minh Trung	Board Member	36,000,000
5	Mr. Dao Trung Thanh	Board Member	36,000,000
6	Mr. Tran Dinh Khoi	Board Member	24,000,000
Total			192,000,000

V. Board of Directors' plans and orientations for 2025:

- Continue to maintain growth momentum and stabilize the Company's production and business activities by.
- Invest in research and development of new, more competitive products such as : Healthcare projects with health kiosks that measure vital signs (blood pressure, heart rate, SpO2, blood sugar, ECG, cholesterol, etc.) that store data, process, compile statistics and transmit to health center hubs, hospitals, clinics, etc.
- Handling inventory of items: Amplifiers, Speakers, TVs... especially in the Northern market .
- Maintain and develop VTB mask brand, medical equipment and supporting products .

- Completed land lease extension at 248A No Trang Long, Ward 12, Binh Thanh District.
- Completed land lease extension at 6 Pham Van Hai, Ward 2, Tan Binh District .
- Complete legal documents for land in Cat Lai, carry out in-depth exploitation of the above area.
- Continue to seek expansion and diversification of products as well as new business forms: export, production and business cooperation, processing, services... to ensure the revenue and profit targets set for the year.

**ON BEHALF OF THE BOD
CHAIRMAN**

VU HAI VINH