GCL GROUP **JOINT STOCK COMPANY**	**SOCIALIST REPUBLIC OF VIETNAM** **Independence - Freedom - Happiness**
Number: 11/CV-KDM	*Hanoi, August 3, 2026*

PUBLISHING INFORMATION ON THE ELECTRONIC PORTAL BY THE STATE SECURITIES COMMISSION AND THE HANOI STOCK EXCHANGE

Dear:

- State Securities Commission;
- Vietnam Stock Exchange;
- Hanoi Stock Exchange.

Company Name : **GCL GROUP JOINT STOCK COMPANY**

Headquarters : 5th Floor, Building NO2, Gold Season, 47 Nguyen Tuan Street, Thanh Xuan Ward, Hanoi City, Vietnam.

Phone : 0246.652.3182

Website : gclgroup.vn

Person responsible for disclosing information: Mr. Phan Nam Giang

Email : info@gclgroup.vn

Type of information to be disclosed:

☐ 24h ☐ 72h ☐ Request ☐ Abnormal ☒Periodic

Content of the information disclosed: Semi-annual corporate governance report for 2026

This information was published on the website of GCL Group Joint Stock Company on August 3, 2026, at the following link: www.gclgroup.vn

We hereby declare that the information published above is true and accurate, and we assume full legal responsibility for the content of the published information.

Attachments:
Semi-annual Corporate Governance Report 2026

LEGAL REPRESENTATIVE OF THE COMPANY

M.S.D.N: 0103244... C.T.C.P CÔNG TY CỔ PHẦN TẬP ĐOÀN GCL THÀNH PHỐ H...

Phan Nam Giang

GCL GROUP JOINT STOCK COMPANY	SOCIALIST REPUBLIC OF VIETNAM Independence - Freedom - Happiness
Number: 02/BC-HĐQT-KDM	*Hanoi, July 29, 2026*

REPORT on
Corporate Governance
(6 months, 2026)

Dear: - State Securities Commission;
- Hanoi Stock Exchange.

- Company name: **GCL GROUP JOINT STOCK COMPANY**
- Head office address: 5th Floor, NO2 Building, Gold Season, 47 Nguyen Tuan Street, Thanh Xuan Trung Ward, Thanh Xuan District, Hanoi City, Vietnam.
- Phone: 024 665 23182 Email: info@gclgroup.vn
- Charter capital : VND 75,969,810,000 *(Seventy-five billion nine hundred sixty-nine million eight hundred ten thousand dong)*
- Stock ticker symbol: KDM
- Corporate governance model :

+ The General Meeting of Shareholders, the Board of Directors, the General Management Board, and the Audit Committee under the Board of Directors.

- Regarding the performance of internal audit functions: This has been completed .

I. ACTIVITIES OF THE GENERAL MEETING OF SHAREHOLDERS

In the first half of 2026, the Company will hold its annual General Shareholders' Meeting on March 9, 2026 .

TT	Resolution Number	Day	Content
	01/NQ-ĐHĐCĐ-KDM	March 9, 2026	**Through the Board of Directors' Activity Report for 2025 and the Activity Plan for 2026** *(Details are provided in Report No. 02/BC-HĐQT-KDM dated March 7, 2026, attached).* **Through the Report on the Activities of Independent Board Members in the Audit Committee in 2025** *(Details are provided in Report No. 01/BC-*

			UBKT-KDM dated March 7, 2026, attached). **Through the 2025 financial statements and the selection of an independent auditing firm to audit and review the 2026 financial statements.** *(Details are provided in the attached Proposal No. 01/TTr-HĐQT-KDM dated March 7, 2026).* **Approving the remuneration plan for the Board of Directors and the Audit Committee in 2025 and the remuneration plan for the Board of Directors and the Audit Committee in 2026.** *(Details are provided in the attached Proposal No. 02/TTr-HĐQT-KDM dated February 12, 2026).* **Through changing the company's head office.** *(Details are provided in the attached Proposal No. 03/TTr-HĐQT-KDM dated February 12, 2026).* **Through authorization from the General Meeting of Shareholders, the Board of Directors decides on certain matters within the authority of the General Meeting of Shareholders.** *(Details are provided in the attached Proposal No. 04/TTr-HĐQT-KDM dated February 12, 2026).* **By not implementing the private placement plan in 2025** *(Details are provided in the attached Proposal No. 05/TTr-HĐQT-KDM dated February 12, 2026).* **Through a private placement of shares in 2026.**

			(Details are provided in the attached Proposal No. 06/TTr-HĐQT-KDM dated February 12, 2026). **Through the issuance of shares under the employee stock option program in 2026** *(Details are provided in the attached Proposal No. 07/TTr-HĐQT-KDM dated February 12, 2026).*

II. BOARD OF DIRECTORS (SEMI-ANNUAL REPORT 2026):

1. Information about the members of the Board of Directors

TT	Board Member	Position *(Independent Board Member, Non-Executive Board Member)*	Date of commencement/cessation of membership on the Board of Directors/independent board member	
			Appointment date	Dismissal date
1	Phan Nam Giang	Board Member	May 11, 2025	
2	Giang Thanh Trung	Independent Board Member	May 11, 2025	
3	Chu Van Dung	Board Member	May 11, 2025	
4	Dang Trung Hieu	Chairman of the Board	May 11, 2025	
5	Dang Thi Minh Thuy	Board Member	May 11, 2025	

2. Board of Directors Meetings

TT	Board Member	Number of Board of Directors meetings attended	Meeting attendance rate	Reasons for not attending the meeting.
1	Phan Nam Giang	7/7	100%	
2	Giang Thanh Trung	7/7	100%	
3	Chu Van Dung	7/7	100%	
4	Dang Trung Hieu	7/7	100%	
5	Dang Thi Minh Thuy	7/7	100%	

3. The Board of Directors' oversight of the General Management Board:

The Board of Directors' oversight of the General Director's Office was carried out regularly during the first six months of 2026 through the following activities:

- The Board of Directors has directed and supervised the organization of the 2026 Annual General Meeting of Shareholders in accordance with regulations, developed the business plan and the content of the presentations to the 2026 Annual General Meeting of Shareholders. The Board of Directors has directed and supervised the implementation of the resolutions of the Board of Directors and the Annual General Meeting of Shareholders in accordance with the established procedures and schedule.

- The Board of Directors proactively monitored the business situation, making reasonable and timely decisions, and directed the General Director to perform their functions and authority correctly, in accordance with the provisions of the Enterprise Law and the Company's Articles of Association, and according to the actual business situation.

- The Board of Directors has overseen the process of disclosing information in accordance with the regulations of the State Securities Commission and the Hanoi Stock Exchange, and has promptly informed shareholders about the Company's operations.

4. Activities of the subcommittees of the Board of Directors:

The Board of Directors did not establish a subcommittee.

5. Resolutions/Decisions of the Board of Directors (6-Month Report, 2026):

TT	Resolution/Decision	Day	Content	Approval rate
1	01/NQ-HĐQT-KDM	January 16, 2026	Convening the 2026 Annual General Meeting of Shareholders	100%
2	02/NQ-HĐQT-KDM	January 29, 2026	Changes to the record date for the 2026 Annual General Meeting of Shareholders.	100%
3	03/NQ-HĐQT-KDM	February 12, 2026	Through personnel and documents for the 2026 Annual General Meeting of Shareholders.	100%
4	04/NQ-HDQT-KDM	07/03/2026	Through the addition of documents for the 2026 annual general shareholders' meeting.	100%
5	05/NQ-HDQT-KDM	March 16, 2026	Establish a representative office in Da Nang.	100%
6	06/NQ-HĐQT-KDM	May 15, 2026	Change of head office address	100%

7	07/NQ/HĐQT/-KDM	09/07/2026	Through financial regulations and operational regulations of the audit committee.	100%

III. AUDIT COMMITTEE (SEMI-ANNUAL REPORT 2026):

1. Information about the members of the Audit Committee:

TT	Member Audit Committee	Position	Date of commencement/departure from membership of the Audit Committee	Professional qualifications
1	Giang Thanh Trung	Prefect	Appointed on August 21, 2023	Bachelor of Economics
2	Dang Trung Hieu	Member	Appointment dated March 9, 2026	Bachelor of Economics

2. Meeting of the Audit Committee:

No.	Member Audit Committee	Number of meetings attended	Meeting attendance rate	Reasons for not attending the meeting.
1	Giang Thanh Trung	2/2	100%	
2	Dang Trung Hieu	1/2	50%	Appointment dated March 9, 2026

3. The Audit Committee's oversight activities over the Board of Directors and shareholders:

In the first half of 2026, the Audit Committee (EC) closely coordinated with the Board of Directors and the Executive Board in investigating and monitoring the company's business operations and financial situation.

The Audit Committee held two meetings to develop a plan and implement inspection and supervision activities of the Company's production and business operations in 2026. The Board of Directors and functional departments provided complete and timely information and documents on the management, operation, and business activities of the company as requested by the Audit Committee; creating conditions for the Audit Committee to exercise its rights and duties as prescribed by law and the Company's Charter.

Regarding shareholder relations: in the first half of 2026, no documents were submitted to the Audit Committee by shareholders or groups of shareholders requesting an audit of issues related to the management and operation of the Board of Directors and other aspects of the company's operations.

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

The Audit Committee has informed the Board of Directors of the inspection and control plan for 2026. This includes reviewing internal legal documents to ensure compliance with legal regulations and the company's development. Quarterly audits will be conducted on the Board of Directors' management performance reports, the General Director's business performance reports, and financial statements, ensuring that these reports accurately reflect the company's business operations and financial situation at the time of reporting.

Review resolutions and decisions of the Board of Directors to support the Board in issuing documents that ensure appropriateness and authority in decision-making. Participate in providing input and performing a comprehensive control role (checking and monitoring before, during, and after operations), identifying and controlling potential internal or external risks, controlling the management and use of capital, in order to preserve and develop the Company's capital.

5. Other activities of the Audit Committee: None.

IV. BOARD OF DIRECTORS

TT	Executive Board Member	Position	Date of birth	Professional qualifications	Date of appointment/dismissal of Executive Board members
1	Phan Nam Giang	General Director	June 20, 1990	Master of Finance - Banking	Date of appointment: August 21, 2023
2	Chu Van Dung	Deputy General Manager	October 30, 1981	Bachelor of Economics	Date of appointment: September 20, 2022

V. CHIEF ACCOUNTANT

Full name	Date of birth	Professional qualifications	Date of appointment/dismissal
Le Thi Khanh Hoa	September 24, 1982	Bachelor of Economics	Date of appointment: June 13, 2022

VI. TRAINING IN CORPORATE GOVERNANCE

Send representatives to participate in training courses and disseminate new legal regulations on the securities sector at the State Securities Commission and the Hanoi Stock Exchange.

VII. LIST OF RELATED PARTIES OF A PUBLIC COMPANY (6-MONTH REPORT 2026) AND TRANSACTIONS OF RELATED PARTIES WITH THE COMPANY ITSELF

1. List of related parties of the company: Appendix 01.

2. Transactions between the company and its related parties; or between the company and major shareholders, insiders, or related parties of insiders: Appendix 2.

3. Transactions between company insiders, related parties of insiders, and subsidiaries or companies controlled by the company : None.

4. Transactions between the company and other parties.

4.1. Transactions between the company and companies in which members of the Board of Directors, members of the Supervisory Board, Directors (General Directors) and other managers have been founding members or members of the Board of Directors, Directors (General Directors) in charge during the past three (03) years (calculated at the time of report preparation):

- Business cooperation with 998 Steel Joint Stock Company – Mr. Chu Van Dung is the Chairman of the Board of Directors of 998 Steel Joint Stock Company, and also a member of the Board of Directors and Deputy General Director of GCL Group Joint Stock Company.

- Commercial cooperation with Chu Van Tu One-Member Limited Liability Company - Mr. Chu Van Dung is the Director of Chu Van Tu One-Member Limited Liability Company, and also a member of the Board of Directors and Deputy General Director of GCL Group Joint Stock Company.

- Purchase of shares in 998 Steel Joint Stock Company with Mr. Chu Van Dung, Chairman of the Board of Directors of 998 Steel Joint Stock Company, and also a member of the Board of Directors and Deputy General Director of GCL Group Joint Stock Company.

4.2. Transactions between the company and companies where related parties of Board of Directors members, Supervisory Board members, Directors (General Directors), and other managers are members of the Board of Directors or Directors (General Directors): None.

4.3. Other transactions of the company (if any) that may bring material or non-material benefits to members of the Board of Directors, members of the Supervisory Board, Directors (General Director) and other managers: None.

VIII. STOCK TRANSACTIONS OF INSIDER-BASED AND RELATED PARTIES OF INSIDER-BASED (6- MONTH REPORT 2026)

company insiders and related parties : Appendix 03.

2. Transactions by insiders and related parties involving the company's stock.

Are not.

IX. OTHER ISSUES TO NOTE Do not have.

Recipient:
- State Securities Commission, Hanoi Stock Exchange;
- Website;
- Saved: VT.

TM. BOARD OF DIRECTORS CHAIRMAN

M.S.D.N: 0700324... CÔNG TY CỔ PHẦN TẬP ĐOÀN GCL THÀNH PHỐ H...

Dang Trung Hieu

APPENDIX 01: LIST OF RELATED PERSONS OF THE COMPANY

TT	Full name	Securities trading account	Position at the company	ID/Passport number, date of issue, place of issue	Contact address	The starting point is when the person is involved.	The point at which one is no longer involved.	Relationship with the company
I. Board of Directors								
1	**Dang Trung Hieu**		**Chairman of the Board**			**March 25, 2024**		
1.1	Dang Xuan Trung							biological father
1.2	Le Thi Lam							Mother
1.3	Dang Thuy Dung							Older sister
1.4	Pham Ngoc Lam							Brother-in-law
2	**Phan Nam Giang**		**Board Member, General Director**			**June 13, 2022**		
2.1	Nguyen Thi Huong							Mother
2.2	Nguyen Thi Mai Huong							Wife
2.3	Phan Bach							Son
2.4	Phan Dang							Son
2.5	Phan Thi Hieu Giang							Older sister

2.6	Phan Hoang							Older brother
2.7	Dinh Nho Dung							Brother-in-law
3	**Giang Thanh Trung**		**Board member and Chairman of the Inspection Committee**			**June 13, 2022**		
3.1	Pham Thi Ket							Mom
3.2	Truong Van Ty							Father-in-law
3.3	Phung Thi Hop							Mother-in-law
3.4	Truong Thi Luan							Wife
3.5	Giang Hong Quang							Younger brother
3.6	Phan Thi Hien Trang							sister-in-law
3.7	Giang Thanh Nam							Son
3.8	Giang Thao Nguyen							Son
4	**Dang Thi Minh Thuy**		**Board Member**			**March 25, 2024**		
4.1	Dang Van Loi							biological father
4.2	Tran Thi Hanh							Mother

4.3	Dang Thi Thanh Hien							Younger sister
4.4	Dang Thi Thu Hoa							Younger sister
4.5	Dang Xuan Phuc							Younger brother
5	**Chu Van Dung**		**Board Member, Deputy General Director**			**April 26, 2023**		
5.1	Chu Van Tu							biological father
5.2	Chu Thi Thanh							Older sister
5.3	Chu Thi Lan							Older sister
5.4	Chu Thi Kien							Older sister
5.5	Chu Tuan Cuong							Older brother
5.6	Nguyen Thi Thuy							Wife
5.7	Chu Thi Phuong Linh							Son
5.8	Chu Phuong Trang							Son
5.9	Chu Ngoc Khanh							Son

5.10	Nguyen Van Duc							Father-in-law
5.11	Dang Thi Hanh							Mother-in-law
5.12	998 Steel Joint Stock Company							Chairman of the Board
5.13	Chu Van Tu One-Member Limited Liability Company							Manager
II. Board of Directors								
6	**Phan Nam Giang**		**General Director**			**August 21, 2023**		
7	**Chu Van Dung**		**Deputy General Manager**			**September 20, 2022**		
III. Chief Accountant								
8	**Le Thi Khanh Hoa**		**Chief Accountant**			**June 13, 2022**		
8.1	Tran Dinh Ket							Husband
8.2	Tran Le Minh Ngoc							Son
8.3	Tran Dinh Vu							Son
8.4	Le Khac Thanh							biological father

8.5	Nguyen Thi Kim							Mother
8.6	Le Hai Anh							Younger sister
8.7	Tran Dinh Tuan							Father-in-law
8.8	Ha Thi Nhung							Mother-in-law
8.9	Tran Trong My							My husband
8.10	Tran Van Vang							My husband

APPENDIX 02: LIST OF TRANSACTIONS BETWEEN THE COMPANY AND ITS RELATED PARTIES; OR BETWEEN THE COMPANY AND MAJOR SHAREHOLDERS, INSIDERS, OR ITS RELATED PARTIES

No.	Name of organization/individual	Relationship with the company	NSH Certificate Number*, Date of Issue, Place of Issue	Head office address/ Contact address	Time of transaction with the company	Resolution/Decision number of the General Meeting of Shareholders/Board of Directors... approved (if any, specify the date of issuance)	Content, quantity, and total value of the transaction.	Note
1	Phan Nam Giang	Board Member General Director			2023-2026		An advance payment of VND 7,012,700,000 has been repaid, with VND 6,912,700 already repaid .	
2	Chu Van Dung	Board Member, Deputy General Director			2023 - 2026		Advance payment of 18,098,600,000 VND has been reimbursed 22,826,600,000. 4 Purchase of shares in 998 Steel Joint Stock Company : 5,900,000,000 VND	
3	Chu Van Tu One-Member Limited Liability Company	The organization has an NLQ member who is a member of the			2023 - 2026	Resolution No. 09/2023/NQ-HĐQT-KDM dated June 10, 2023	Deposit for borrowing warehouse from	

No.	Name of organization/individual	Relationship with the company	NSH Certificate Number*, Date of Issue, Place of Issue	Head office address/ Contact address	Time of transaction with the company	Resolution/Decision number of the General Meeting of Shareholders/Board of Directors... approved (if any, specify the date of issuance)	Content, quantity, and total value of the transaction.	Note
		company's Board of Directors.					Chu Van Tu One-Member Limited Liability Company, transaction value 5,000,000,000 VND.	

APPENDIX 03: LIST OF COMPANY INSIDERS AND RELATED PERSONS

TT	Full name	Securities trading account	Position at the company	ID/Passport number, date of issue, place of issue	Contact address	Number of shares held at the end of the period	Ending shareholding percentage (%)	Relationship with the company
I. Board of Directors								
1	**Dang Trung Hieu**		**Chairman of the Board**					
1.1	Dang Xuan Trung							biological father
1.2	Le Thi Lam							Mother
1.3	Dang Thuy Dung							Older sister
1.4	Pham Ngoc Lam							Brother-in-law
2	**Phan Nam Giang**		**Board Member, General Director**					
2.1	Nguyen Thi Huong							Mother
2.2	Nguyen Thi Mai Huong							Wife
2.3	Phan Bach							Son
2.4	Phan Dang							Son

2.5	Phan Thi Hieu Giang							Older sister
2.6	Phan Hoang							Older brother
2.7	Dinh Nho Dung							Brother-in-law
3	**Giang Thanh Trung**		**Board member and Chairman of the Inspection Committee**					
3.1	Pham Thi Ket							Mom
3.2	Truong Van Ty							Father-in-law
3.3	Phung Thi Hop							Mother-in-law
3.4	Truong Thi Luan							Wife
3.5	Giang Hong Quang							Younger brother
3.6	Phan Thi Hien Trang							sister-in-law
3.7	Giang Thanh Nam							Son

3.8	Giang Thao Nguyen							Son
4	**Dang Thi Minh Thuy**		**Board Member**					
4.1	Dang Van Loi							biological father
4.2	Tran Thi Hanh							Mother
4.3	Dang Thi Thanh Hien							Younger sister
4.4	Dang Thi Thu Hoa							Younger sister
4.5	Dang Xuan Phuc							Younger brother
5	**Chu Van Dung**		**Board Member, Deputy General Director**			**127,009**	**127,009**	
5.1	Chu Van Tu							biological father
5.2	Chu Thi Thanh							Older sister
5.3	Chu Thi Lan							Older sister
5.4	Chu Thi Kien							Older sister

5.5	Chu Tuan Cuong							Older brother
5.6	Nguyen Thi Thuy							Wife
5.7	Chu Thi Phuong Linh							Son
5.8	Chu Phuong Trang							Son
5.9	Chu Ngoc Khanh							Son
5.10	Nguyen Van Duc							Father-in-law
5.11	Dang Thi Hanh							Mother-in-law
5.12	998 Steel Joint Stock Company							Chairman of the Board
5.13	Chu Van Tu One-Member Limited Liability Company							Manager
II. Board of Directors								
6	**Phan Nam Giang**		**General Director**					

7	**Chu Van Dung**		**Deputy General Manager**					
8	**Le Thi Khanh Hoa**		**Chief Accountant**					
8.1	Tran Dinh Ket							Husband
8.2	Tran Le Minh Ngoc							Son
8.3	Tran Dinh Vu							Son
8.4	Le Khac Thanh							biological father
8.5	Nguyen Thi Kim							Mother
8.6	Le Hai Anh							Younger sister
8.7	Tran Dinh Tuan							Father-in-law
8.8	Ha Thi Nhung							Mother-in-law
8.9	Tran Trong My							My husband
8.10	Tran Van Vang							My husband