

Binh Duong, 25 January 2025

**DISCLOSURE OF INFORMATION ON THE ELECTRONIC PORTAL OF THE
STATE SECURITIES COMMISSION AND HO CHI MINH CITY STOCK
EXCHANGE**

Dear: - The State Securities Commission
- Ho Chi Minh City Stock Exchange

- Company Name: Truong Thanh Furniture Corporation
- Stock Code: TTF
- Address of headoffice: DT 747 Street, Quarter 7, Uyen Hung Ward, Tan Uyen City, Binh Duong Province
- Phone: (0274) 3642004 Fax: (0274) 36420006
- Person in Charge of Disclosure: Mr. Pham Duy Dong
- Position: Head of Legal Department
- Type of Disclosure: Periodic Extraordinary 24-hour Upon request

Content of published information:

Truong Thanh Furniture Corporation discloses the Corporate Governance Report for 2024.

This information was published on the Company's electronic portal on 25/01/2025 under the Investor Relations/Disclosure section at www.truongthanh.com.

We hereby certify that the disclosed information above is accurate and we take full legal responsibility for its contents

Authorized Person for Information



PHAM DUY DONG

Attached Document:

- Corporate Governance Report for 2024

Appendix V

(Promulgated with the Circular No 96/2020/TT-BTC on November 16, 2020 of the Minister of Finance)

TRUONG THANH FURNITURE CORPORATION

THE SOCIALIST REPUBLIC OF VIETNAM

Independence - Freedom – Happiness

No: 01/BCQT-TTF

Binh Duong, month 01 day 25. year 2025

REPORT ON CORPORATE GOVERNANCE

(Year 2024)

- Name of company: Truong Thanh Furniture Corporation
- Address of headoffice: DT 747 Street, Quarter 7, Uyen Hung Ward, Tan Uyen City, Binh Duong Province
- Telephone: (0274) 3642004 Fax: (0274) 36420006
- Charter capital: 4.111.983.020.000 vnd
- Stock symbol: TTF
- Governance model: General Meeting of Shareholders, Board of Directors, General Director, Director and Audit Committee under the Board of Directors.
- The implementation of internal audit: 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):

In 2024, the Company held one annual General Meeting of Shareholders.

No.	Resolution/Decision No.	Date	Content
01	01/2024/NQ-DHĐCD-TTF	29/04/2024	<ul style="list-style-type: none"> - Approval of the 2023 Business Performance Report and the 2024 Business Plan from the Board of Directors; - Approval of the 2023 Activities Report of the Board of Directors (BOD) and the 2024 Action Plan; - Approval of the 2023 Activities Report of the Independent BOD Member in the Audit Committee; - Approval of the proposal to adopt the 2023 Audited Financial Statements; - Approval of the proposal to select the auditing firm for the 2024 Financial

		<p>Statements; profit distribution for 2023 and the 2024 plan; remuneration for the BOD in 2023 and proposed remuneration for 2024;</p> <ul style="list-style-type: none"> - Approval of the proposal to rename the Company as TTF Corporation; - Approval of the proposal to cancel the private placement plan for professional securities investors; - Approval of the proposal regarding transactions with related parties.
--	--	---

II. Board of Directors (2024 Report):

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

No.	Board of Directors' members	Position Independent members of the Board of Directors, Non-executive members of the Board of Directors))	The date becoming/ceasing to be the member of the Board of Directors	
			Date of appointment	Date of dismissal
01	Mr. Mai Huu Tin	Chairman	14/04/2017	-
02	Mr. Vu Xuan Duong	Vice Chairman	04/05/2017	
03	Mr. Vo Quoc Loi	Member	10/06/2019	-
04	Mr. Nguyen Trong Hieu	Member	06/09/2018	-
05	Ms. Nguyen Thi Minh Hang	Independent Board Member	26/04/2022	-

2. Meetings of the Board of Directors:

No.	Board of Director' member	Number of meetings attended by Board of Directors	Attendance rate	Reasons for absence
01	Mr. Mai Huu Tin	12/12	100%	-
02	Mr. Vu Xuan Duong	12/12	100%	-
03	Mr. Vo Quoc Loi	12/12	100%	-
04	Mr. Nguyen Trong Hieu	12/12	100%	-
05	Ms. Nguyen Thi Minh Hang	12/12	100%	-

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

In accordance with the Company's Charter, Corporate Governance Regulations, Internal Management Regulations, and applicable laws, the Board of Directors (BOD) conducted the following supervisory activities throughout 2023:

- The BOD closely monitored the activities of the Executive Board, promptly resolving issues within its authority to facilitate effective operations by the Executive Board.
- Ensured a clear separation of governance and oversight functions of the BOD from the business management functions of the Executive Board, promoting transparency and accountability in all Company operations.
- Collaborated closely with the Audit Committee to oversee all management and operational activities of the Executive Board, in compliance with the Company's Charter, regulations, and BOD resolutions.
- Required the Executive Board to regularly report on operational results for each business cycle and propose timely solutions to enhance operational efficiency.
- Regularly engaged with the Executive Board on major initiatives and key projects.
- Supervised the implementation of the Company's democratic regulations, coordination mechanisms between the Executive Board and the Trade Union Executive Committee, and other political organizations within the Company. These efforts ensured compliance with the collective labor agreement, labor regulations, wage policies, and protected the legitimate rights of employees, balancing the interests of employees, shareholders, and the State.
- Provided strategic direction and active support to the Executive Board in achieving set objectives.
- During BOD meetings, the following activities were conducted:
 - Reviewed the Company's business performance, made timely decisions, approved business plans, and proposed strategic solutions to address challenges, including:
 - Focused on directing and supervising the implementation of the 2024 business plan. Adapted operations promptly to ensure the successful execution of objectives set by the Annual General Meeting of Shareholders. Maintained strict control over economic and technical standards, improved productivity, and reduced costs to maximize business efficiency.
 - Prioritized product quality management, deepened investments, adhered to technological processes, and met customer requirements.
 - Enhanced financial management efficiency, optimized human resource management, maintained financial stability, and effectively managed cash flow.
 - Established and maintained strong relationships with shareholders, ensuring timely, honest, and compliant disclosure of information.
 - Supervised the Company's operations to ensure compliance with the Company Charter and applicable laws.
- This comprehensive oversight ensured that the Company operated efficiently, transparently, and in alignment with its strategic objectives.

4. Activities of the Board of Directors' subcommittees (If any): No

5. Resolutions/Decisions of the Board of Directors (2024 Report):

No.	Resolution/Decision No.	Date	Content	Approval rate
01	01/2024/NQ-HĐQT	23/02/2024	Approval of finalizing the list of shareholders of Truong Thanh Furniture Corporation to exercise the right to attend the 2024 Annual General Meeting of Shareholders.	100%
02	02/2024/NQ-HĐQT	13/05/2024	Approval of the policy to sign contracts/transactions between Truong Thanh Furniture Corporation and its related parties.	100%
03	03/2024/NQ-HĐQT	13/05/2024	Approval of the information disclosure regulation of Truong Thanh Furniture Corporation.	100%
04	04/2024/NQ-HĐQT	13/05/2024	Approval of the appointment of the Members' Council of Sứ Thiên Thanh One-Member Limited Liability Company for the 2024–2028 term.	100%
05	05/2024/NQ-HĐQT	06/06/2024	Approval of the reappointment of Mr. Phan Hong Hoang as the Chief Accountant of the Company.	100%
06	06/2024/NQ-HĐQT	30/07/2024	Approval of selecting Ernst & Young Vietnam Limited Liability Company as the auditor for the 2024 financial statements of Truong Thanh Furniture Corporation.	100%
07	07/2024/NQ-HĐQT	31/07/2024	Approval of the loan plan for Sứ Thiên Thanh One-Member Limited Liability Company at Vietnam Maritime Commercial Joint Stock Bank.	100%
08	08/2024/NQ-HĐQT	12/08/2024	Approval of the policy to renew the credit limit with Vietnam Technological and Commercial Joint Stock Bank.	100%
09	09/2024/NQ-HĐQT	05/09/2024	Approval of the policy to transfer all shares of Truong Thanh Furniture Corporation in Truong Thanh Joint Stock Company and Truong Thanh Wood Processing Joint Stock Company.	100%
10	10/2024/NQ-HĐQT	09/09/2024	Approval of the policy to sign a credit limit agreement with Standard Chartered	100%

			Bank (Vietnam) Limited.	
11	11/2024/NQ-HĐQT	09/09/2024	Approval of the policy to sign a credit limit agreement with Shinhan Bank Vietnam Limited – Bien Hoa Branch.	100%
12	12/2024/NQ-HĐQT	01/10/2024	Approval of the capital utilization plan for Sú Thiênn Thanh One-Member Limited Liability Company.	100%
13	13/2024/NQ-HĐQT	15/11/2024	Approval of the investment policy to contribute capital to establish Natuzzi Vietnam Joint Stock Company.	100%
14	14/2024/NQ-HĐQT	21/11/2024	Approval of the policy to renew the credit limit of Truong Thanh Furniture Corporation at Tien Phong Commercial Joint Stock Bank – Saigon Branch	100%
15	15/2024/NQ-HĐQT	17/12/2024	pproval of the policy to renew the credit limit with Viet A Commercial Joint Stock Bank – Ho Chi Minh City Branch.	100%

III. Board of Supervisors/Audit Committee (2024 Report):

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

No.	Members of Board of Supervisors/ Audit Committee	Position	The starting date as a member of the supervisory board	The date of ceasing to be a member of the audit committee
1	Nguyen Thi Minh Hang	Chairperson of the Audit Committee	26/04/2023	
2	Vo Quoc Loi	Member of the Audit Committee	27/04/2022	

2. 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	Nguyen Thi Minh Hang	01	100%	100%	
2	Vo Quoc Loi	01	100%	100%	

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

- Directly monitored the activities of the Board of Directors (BOD) through meetings and discussions on how BOD resolutions are made.
- Supervised the Executive Board's compliance with the BOD's Resolutions/Decisions and the delegation of authority mechanism between the BOD and the General Director.
- Oversaw the implementation of corporate governance regulations and the Company's information disclosure in accordance with applicable laws.
- Monitored internal transactions within the Company and business operations to ensure compliance with legal regulations.
- The monitoring results indicated that the BOD and the Executive Board have fulfilled their rights and obligations as stipulated in the Company Charter and relevant laws.

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

The Audit Committee, the Board of Directors (BOD), and the Executive Board have closely coordinated in managing and operating the Company's activities. The Audit Committee received full cooperation and support from the BOD and the Executive Board in performing its duties, such as providing documents, information, and assigning staff to work with the Audit Committee upon request.

5. Other activities of the Board of Supervisors and Audit Committee (if any): No

IV. Board of Management

No.	Members of Board of Management	Date of birth	Qualification	Date of appointment / dismissal of members of the Board of Management /
01	Mr. Nguyen Trong Hieu	September 7, 1982	Graduated with an MBA from Sejong University, Seoul, South Korea	Appointed as Deputy General Director on September 6, 2018 Appointed as General Director on June 10, 2019

V. Kế toán trưởng/Chief Accountant

Name	Date of birth	Qualification	Date of appointment/ dismissal
Mr. Phan Hong Hoang	November 16, 1990	Bachelor's Degree in Economics	June 15, 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: No

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

No.	Name of organization/individual	Securities trading account (if any)	Position at the Company (if any)	NSH No.* , date of issue, place of issue	Address	Time of starting to be affiliated person	Time of ending to be affiliated person	Reasons	Relationship with the Company
1	Mr. Mai Huu Tin		Chairman of the Board of Directors (BOD)			14/04/2017			Insiders
2	Mr. Vu Xuan Duong		Vice Chairman of the BOD			4/5/2017			Insiders
3	Mr. Nguyen Trong Hieu		Member of the BOD, concurrently General Director and Corporate Governance Manager			10/4/2017			Insiders
4	Mr. Vo Quoc Loi		Member of the BOD, Member of the Audit Committee			10/6/2019			Insiders

5	Ms. Nguyen Thi Minh Hang	Independent Member of the BOD, Chairwoman of the Audit Committee	26/04/2022	Insiders
6	Mr. Phan Hong Hoang	Chief Accountant	15/06/2021	Insiders
7	Mr. Pham Duy Dong	Authorized Information Disclosure Officer	24/12/2024	Insiders
8	Truong Thanh Xanh Joint Stock Company (TTG)		Registration No.: 4400416560 Date of Issue: February 18, 2008 Issued by: Phu Yen Department of Planning and Investment	Subsidiaries
9	Truong Thanh Forestry Joint Stock Company (TTC)		Registration No.: 6000741023 Date of Issue: October 2017 Issued by: Dak Lak Department of Planning and Investment	Subsidiaries

	Truong Thanh Wood Processing Joint Stock Company (Dak Lak 2)	Registration No.: 6000474106 Date of Issue: November 2017 Issued by: Dak Lak Department of Planning and Investment	Hamlet 05, Ea Ral Commune, Ea H'leo District, Dak Lak Province	30/12/2024	Subsidiaries
10	Truong Thanh Joint Stock Company (Dak Lak 1)	Registration No.: 6000630179 Date of Issue: November 2017 Issued by: Dak Lak Department of Planning and Investment	Km 86, National Road 14, Ea Ral Commune, Ea H'leo District, Dak Lak Province	30/12/2024	Subsidiaries
11	Truong Thanh Afforestation Joint Stock Company (TTP)	Registration No.: 6000658720 Date of Issue: May 14, 2006 Issued by: Dak Lak Department of Planning and Investment	35 Quang Trung, Thong Nhat Ward, Buon Ma Thuot City, Dak Lak Province		Subsidiaries
12	Truong Thanh -Ea H'leo Industrial Cluster	Registration No.: 6000517871 Date of Issue: May 4, 2006 Issued by: Dak Lak Department of Planning and Investment	Hamlet 05, Ea Ral Commune, Ea H'leo District, Dak Lak Province		Indirect Subsidiary
13	Management Joint Stock Company				

14	Thien Thanh Ceramic One Member Limited Liability Company	Registration No.: 0300385255 Date of Issue: July 22, 2019 Issued by: Binh Duong Department of Planning and Investment	D2 Road, Binh Chuan Production Cluster, Binh Chuan Ward, Thuận An City, Bình Dương Province	Subsidiaries
15	Casadora Furniture Joint Stock Company	Registration No.: 3702803638 Date of Issue: August 26, 2019 Issued by: Binh Duong Department of Planning and Investment	DT 747 Street, Quarter 7, Uyen Hung Ward, Tan Uyen City, Binh Duong Province	Subsidiaries
16	DT 747 Street, Quarter 7, Uyen Hung Ward, Tan Uyen City, Binh Duong Province	Registration No.: 4101556633 Date of Issue: January 4, 2020 Issued by: Binh Dinh Department of Planning and Investment	Lots F6, F7, F8, Nhon Hoa Industrial Park, Nhon Tho Commune, An Nhon Town, Binh Dinh Province	Subsidiaries
17	Truong Thanh OJI Afforestation Co., Ltd.	Registration No.: 4400878903 Date of Issue: October 14, 2011 Issued by: Phu Yen Department of Planning and Investment	81 Nguyen Tat Thanh, Ward 02, Tuy Hoa City, Phu Yen Province	Associate Company

			202012145Z, issued on: 23/04/2020, issuing authority: Accounting and Corporate Regulatory Authority of Singapore	8 Marina Boulevard #05- 02, Marina Bay Financial Centre Tower 1, Singapore 018981	Associate Company
18	Natuzzi Singapore PTE. LTD.		Registration No.: 3702612545 Date of Issue: October 27, 2017 Issued by: Binh Duong Department of Planning and Investment	Lots M1, M2, M7, M8, N2, N3 Roads, Nam Tan Uyen Industrial Park Expansion, Hoi Nghia Ward, Tan Uyen City, Binh Duong Province	Associate Company
19	Tekcom Joint Stock Company		Registration No.: 0309818383 Date of Issue: March 1, 2010 Issued by: Ho Chi Minh City Department of Planning and Investment	19, Street 11 (Dao Trinh Nhat), Quarter 1, Linh Tay Ward, Thu Duc City, Ho Chi Minh City	Associate Company
20	Truong Thanh Packaging Joint Stock Company				

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

2. Transactions between the Company and its major shareholders, internal persons and affiliated persons.

No.	Name of organization/ individual	Relationship with the Company	NSH No.* date of issue, place of issue	Address	Time of transactions with the Company	Resolution No. or Decision No. approved by General Meeting of Shareholders/ Board of Directors (if any, specifying date of issue)	Content, quantity, total value of transaction	Note
01	Truong Thanh Joint Stock Company	Subsidiaries		Refer to Section VII.1: List of related parties to the company			Sale of goods and services: VND 3,344,763,913 Purchase of goods and services: VND 8,485,397,575	
2	Truong Thanh Wood Processing Joint Stock Company	Subsidiaries		Refer to Section VII.1: List of related parties to the company	12 months of 2024	Resolutions: Annual General Meeting of Shareholders 2024 No. 01/2024/NQ-DHĐCĐ-TTF; Board of Directors Resolution No. 03/2024/NQ-HĐQT	Sale of goods and services: VND 108,318,771	
3	Casadura Furniture Joint Stock Company	Subsidiaries		Refer to Section VII.1: List of related parties to the company			Sale of goods and services: VND 924,000,000 Lending activities: VND 3,245,000,000	
4	Truong Thanh Forestry Joint Stock Company	Subsidiaries		Refer to Section VII.1: List of related parties to the company			Lending activities: VND 1,970,400,000	

5	Thien Thanh Ceramic One-Member Limited Liability Company	Subsidiaries	Refer to Section VII.1: List of related parties to the company	Purchase of goods and services: VND 48,729,600
---	--	--------------	--	--

Ghi chú/Note: số Giấy NSH*: số CMND/ Hộ chiếu (đối với cá nhân) hoặc số Giấy chứng nhận đăng ký doanh nghiệp, Giấy phép hoạt động hoặc giấy tờ pháp lý tương đương (đối với tổ chức)/NSH No.: ID card No./Passport No. (As for individuals) or Business Registration Certificate No., License on operations or equivalent legal documents (As for organisations).

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: No

VIII. Share transactions of internal persons and their affiliated persons (2024 Report)

1. The list of internal persons and their affiliated persons công ty / Transactions of internal persons and affiliated persons with shares of the Company

No.	Name	Securit ies trading acco unt (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
1	Mai Huu Tin		Chairman of the Board of Directors			5,260,000	1.28%	
1.1	Mai Huu My		No			0	0.00%	Older Brother

ĐƯỜNG
SỐ 15

W.S.D.N
VĂN PHÒNG

			0	0.00%	Older sister
1.2	Vuong Thi Kim Lien	No	0	0.00%	Younger Sibling
1.3	Mai Huu Trong	No	0	0.00%	Younger Sibling
1.4	Tran Kim Thai	No	0	0.00%	Younger Sibling
1.5	Mai Thanh Tuyen	No	0	0.00%	Younger Sibling
1.6	Vu Xuan Duong	Vice Chairman of the Board of Directors	7,000,000	1.70%	Younger Sibling
1.7	Tu Thi Bich Phuong	No	0	0.00%	Wife
1.8	Mai Ngoc Nhan	No	0	0.00%	Child
1.9	Mai Ngoc Hao	No	0	0.00%	Child

				Chairman of the Board cum General Director
1.10	U&I Investment Joint Stock Company		0	0.00%
1.11	Phuoc Hoa Rubber Joint Stock Company		0	0.00% Independent Member of the Board of Directors
1.12	Binh Duong Production and Export-Import Corporation - JSC		0	0.00% Member of the Board of Directors
2	Vu Xuan Duong		7,000,000	1.70%
2.1	Truong Thi Sang	No	0	0.00% Mother
2.2	Vu Xuan Tam	No	0	0.00% Younger Sibling
2.3	Vu Xuan Tuoi	No	0	0.00% Younger Sibling
2.4	Vu Xuan Vui	No	0	0.00% Younger Sibling

2.5	Mai Huu Tin	Chairman of the Board of Directors	5,260,000	1.28%	Older brother
2.6	Mai Thanh Tuyen	No	0	0.00%	Wife
2.7	Vu Viet Trung	No	0	0.00%	Child
2.8	Vu Ngoc Thao	No	0	0.00%	Child
2.9	Dat Viet Joint Stock Company		0	0.00%	Director
2.10	U&I Housing Joint Stock Company		0	0.00%	

2.11	U&I Construction Joint Stock Company	Member of the Board of Directors, concurrently General Director, and Company Administrator	Chairman of the Board cum General Director
3	Nguyen Trong Hieu		
3.1	Nguyen Trong Hoang	No	Father
3.2	Nguyen Thi Loan	No	Mother
3.3	Nguyen Thi Nguyen Phuong	No	Wife
3.4	Nguyen Trong Nguyen	No	Child
3.5	Nguyen Trong Khoi	No	Child
3.6	Nguyen Trong Nghia	No	Younger Sibling
		29,000,000	7.07%
		330,000	0.08%

3.7	Truong Thanh Wood Processing JSC (Dak Lak 2)		0	0.00%	Chairman of the Board of Directors
3.8	Truong Thanh JSC (Dak Lak 1)		0	0.00%	Chairman of the Board of Directors
3.9	Casadora Furniture Joint Stock Company		0	0.00%	Chairman of the Board of Directors
3.10	Tekcom Joint Stock Company		0	0.00%	Member of the Board of Directors
4	Vo Quoc Loi		4,344,820	1.10%	
4.1	Vo Quoc Thang		0	0.00%	Father
4.2	Nguyen Thi Thu Hong		0	0.00%	Mother
4.3	Dao Thuy Phuong Thao		5,000,000	1.22%	Wife

			Younger Sibling
4.4	Vo Quoc Huy	No	
4.5	Vo Thuy My Hoang	No	
5	Nguyen Thi Minh Hang	Independent Member of the Board of Directors, Chairwoman of the Audit Committee	0.00%
5.1	Nguyen Vu Ha	No	Child
5.2	Nguyen Minh Hieu	No	Child
6	Phan Hong Hoang	Chief Accountant	0.00%
6.1	Phan Khac Minh	No	Father
6.2	Nguyen Thi Thuy	No	Mother
6.3	Nguyen Thi Hong Hanh	No	Wife
7	Pham Duy Dong	Authorized Representative for Information Disclosure	0.00%

7.1	Pham Thi Tuyet	No	0 2 1 1	0 0.00%	Mother
7.2	Le Thi Chuyen	No	0 2 1 1	0 0.00%	Wife
7.3	Pham Thi Tam Nhu	No	S	0 0.00%	Child
7.4	Pham Duy Phuoc	No	S	0 0.00%	Child
7.5	Pham My Dung	No	S	0 0.00%	Child

2. Transactions of internal persons and affiliated persons with shares of the company:

STT	Transaction Executor	Relations with internal people	Number of shares owned at the beginning of the period		Number of shares owned at the end of the period	Reasons for increase or decrease
			Number of shares	Proportion		
1	Nguyen Trong Hieu	Member of the BOD	0 shares	0%	330,000 shares	0.08% Purchase

IX. Other significant issues: No.

Recipients:

- As listed above;
- Archived at the Office of the Board of Directors

CHAIRMAN OF THE BOARD OF DIRECTORS

(Sign, full name and seal)



MAI HUU TIN

