**NDN: CORPORATE GOVERNANCE REPORT**

**CORPORATE GOVERNANCE REPORT**

**(Year 2014)**

1. **BOD activities (Year 2014)**

Meeting:

|  |  |  |  |  |  |  |
| --- | --- | --- | --- | --- | --- | --- |
| **No.** | **Members of BOD** | **Title** | **Attendance** | **Rate (%)** | **Reason for not attending** | **Note** |
| 1 | Mr. Nguyen Quang Trung | Chairman | 5/5 | 100% |  |  |
| 2 | Mr. Luong Thanh Vien | Director | 5/5 | 100% |  |  |
| 3 | Mr. Diep Bao Chau | Director | 5/5 | 100% |  |  |
| 4 | Mr. Huynh Thanh Hoang | Director | 5/5 | 100% |  |  |
| 5 | Mrs. Mai Truong Tu Oanh | Director | 5/5 | 100% |  |  |

1. **Board of Resolutions (2014)**

|  |  |  |
| --- | --- | --- |
| **No.** | **Board Resolution/ Decision No.** | **Content** |
| 1 | 11/2014//NQ-HDQT | Approve handling the unsold shares in the period of public offering shares |
| 2 | 11b/204/NQ-HDQT | Approve the business production result in the first 6 months of 2014 |
| 3 | 12/2014/NQ-HDQT | Approve the prediction of business production result in 2014; financial regulation, time of organizing Annual General Meeting shareholders |
| 4 | 12b/2014/NQ-HDQT | Divestment from the linked companies |
| 5 | 13/2014/NQ-HDQT | Approve changing the Charter, Enterprise registration certificate |
| 6 | 15/2014/NQ-HDQT | Approve Financial regulations |

1. **Change in connected persons/ institutions**

None

1. **Transactions of PDMRs and connected persons/ institutions**
2. List of PDMRs and connected persons/ institutions: Up to time of 30/12/2014 (attached list)
3. Shares transaction

|  |  |  |  |  |  |  |  |
| --- | --- | --- | --- | --- | --- | --- | --- |
| No. | **Full name** | **Current title** | **Shareholding at the beginning of period** | | **Shareholding at the end of period** | | **Reason for increase or decrease** |
| shares | Rate % | Shares | Rate % |
| 1 | Dao Thi Phuoc | Chief of SB | 259 | 0,0022% | 5.259 | 0,046% | Buy 5.000 stocks from 15/09/2014 to 25/09/2014 |
| 2 | Tran Viet Em | Member of SB | 76.560 | 0,66% | 81.560 | 0,71% | Buy 5.000 stocks from 15/09/2014 to 25/09/2014 |
| 3 | Nguyen Quang Trung | Chairman of Board | 849.397 | 7,36% | 1.100.397 | 9,53% | Buy 251.000 stocks from 08/10/2014 to 16/10/2014 |
| 4 | Mai Thi Thi | Wife of Mr. Nguyen Quang Trung - Chairman | 567.089 | 3,18% | 1.000.000 | 8,6% | Buy 432.911 stocks from 08/10/2014 to 16/10/2014 |

1. Fund share transaction
2. Other transactions
3. **Other Notice\_**