**SJM: Corporate Governance report (2014)**

**CORPORATE GOVERNANCE**

 **(2014)**

Name of Company: Song Da 19 Joint Stock Company

Head Office address: TT9, B78, Van Quan urban zone, Van Quan Ward, Ha Dong, Hanoi

Tel: 043 7876 376/ 043 3120 721 Fax: 043 7876 375

Email: tcktsd@gmail.com; ketoansd19@gmail.com

Charter capital: VND 50,000,000,000

Stock code: SJM

**I. BOD Activities**

Meetings:

|  |  |  |  |  |  |
| --- | --- | --- | --- | --- | --- |
| **No.** | **Members of BOD** | **Title** | **Attendance** | **Rate (%)** | **Reasons for not attending** |
| 1 | Tran Manh Cuong | 1 | 3 | 100 |  |
| 2 | Vu Kim Long | 3 | 2 | 100 |  |
| 3 | Vu Trung Truc | 6, 3 | 3 | 100 |  |
| 4 | Bui Khac Giang | 7, 3 | 3 | 100 |  |
| 5 | Dinh Quang Chien | 3 | 2 | 100 |  |

**II. Board Resolutions**

|  |  |  |  |
| --- | --- | --- | --- |
| **No.** |  **Board Resolution No.** | **Date** | **Content** |
| 1 | 01/NQ-SD19-DHDCD | 25/04/2014 | Board resolution on organization of Annual General Meeting of Shareholders 2014 |
| 2 | 08/2014/NQ-HDQT | 26/05/2014 | Board resolution on adjustment of total investment in Dak Lay hydroelectric project |
| 3 | 07/2014/NQ-HDQT | 11/06/2014 | Board resolution on increase of charter capital, Song Da 19 contributes one part of registered capital and agrees Mr. Chau Ha Nhan to contribute the rest of Song Da 19 Joint Stock Company and carry out other relevant procedures. |

**III. Change in related persons/ institutions: No change**

|  |  |  |  |  |  |  |
| --- | --- | --- | --- | --- | --- | --- |
| **No.** | **Name**  | **Trading account (if any** | **Position at the Company (if any)** | **Start date to be connected person** | **End date to be connected person** | **Reason** |
|  |  |  |  |  |  |  |

**IV. Transactions of PDMRs and related persons/ institutions**

1. List of PDMRs and related persons (attached)

|  |  |  |  |  |  |  |
| --- | --- | --- | --- | --- | --- | --- |
| **No.** | **Name**  | **Trading account**  | **Position**  | **Shareholding at the end of the term** | **Shareholding percentage at the end of the term** | **Note** |
| **1** | **Vu Kim Long** |  | **3** | **9,414** | **0.18%** |  |
| 2 | Vu Van Bo |  |  |  |  |  |
| 3 | Le Thi Tiep |  |  |  |  |  |
| 4 | Bui Thi Van Ha |  |  |  |  |  |
| 5 | Vu Thi Hong Van |  |  |  |  |  |
| 6 | Vu Le Tien Dung |  |  |  |  |  |
| **7** | **Tran Manh Cuong** |  | **1** | **25,954** | **0.51%** |  |
| 8 | Nguyen Thi Vinh |  |  |  |  |  |
| 9 | Tran Manh Hung |  |  |  |  |  |
| 10 | Tran Ngoc Tuan |  |  |  |  |  |
| **11** | **Vu Trung Truc** | **050C007096** | **6, 3** | **1,000** | **0.02%** |  |
| 12 | Ha Thi Luyen |  |  |  |  |  |
| 13 | Ta Thi Giang |  |  |  |  |  |
| **14** | **Bui Khac Giang** | **062C003553** | **7, 3** |  |  |  |
| 15 | Bui Khac Da |  |  |  |  |  |
| 16 | Phan Thi Hong Nhi |  |  |  |  |  |
| 17 | Nguyen Thi Ai Phuong |  |  |  |  |  |
| 18 | Bui Khac Bang |  |  |  |  |  |
| 19 | Bui Khac Hong |  |  |  |  |  |
| **20** | **Dinh Quang Chien** | **058C526968** | **3** | **355,000** | **7.1%** |  |
| 21 | Dinh Van Chiem |  |  |  |  |  |
| 22 | Nguyen Thi Theu |  |  |  |  |  |
| 23 | Dinh Thi Hoi |  |  |  |  |  |
| 24 | Dinh Thi Sen |  |  |  |  |  |
| 25 | Dinh Xuan Thao |  |  |  |  |  |
| 26 | Dinh Xuan Thu |  |  |  |  |  |
| 27 | Tran The Anh |  |  |  |  |  |
| 28 | Tran Van Thuc |  |  |  |  |  |
| 29 | Pham Thi Nga |  |  |  |  |  |
| 30 | Le Thuy Duong |  |  |  |  |  |
| 31 | Tran Mai Hue |  |  |  |  |  |
| 32 | Tran Van Duong |  |  |  |  |  |
| **33** | **Bui Tuan Dung** |  | **5** |  |  |  |
| 34 | Bui Tuan The |  |  |  |  |  |
| 35 | Tran Thi Lien |  |  |  |  |  |
| 36 | Bui Van Cuong |  |  |  |  |  |
| 37 | Bui Van Thang |  |  |  |  |  |
| 38 | Doan Thi Thu Huyen |  |  |  |  |  |
| **39** | **Nguyen Viet Dung** | **058C579888** | **5** |  |  |  |
| 40 | Nguyen Thi Tam |  |  |  |  |  |
| 41 | Mai Thi Thanh Binh |  |  |  |  |  |
| 42 | Nguyen Thi Dung |  |  |  |  |  |
| 43 | Nguyen Viet Hai |  |  |  |  |  |

2. Stock transactions: None

|  |  |  |  |  |  |
| --- | --- | --- | --- | --- | --- |
| **No.** | **Name** | **Relation to PDMRs** | **Shareholding at the beginning of the term** | **Shareholding at the end of the term** | **Reasons for increase/decrease (selling, buying, transferring, bonus …)** |
| Shares | Ratio (%) | Shares | Ratio (%) |  |
|  |  |  |  |  |  |  |  |

3. Other transactions: None

**IV. Other** **notes: None**