**DGL: Corporate Governance report (2015)**

**CORPORATE GOVERNANCE REPORT**

**(2015)**

Company: Duc Giang – Lao Cai Chemicals Joint Stock Company

Address: Tang Loong Industrial zone, Bao Thang district, Lao Cai Province

Phone number 0202247811

Website http://ducgianglaocai.vn

Stock code: DGL

Charter capital: 463,998,880,000

**I. BOD Activities (2015)**

Meetings:

|  |  |  |  |  |  |
| --- | --- | --- | --- | --- | --- |
| No. | Members of BOD | Title | Attendance | Rate | Reasons for not attending |
| 1 | Dao huu huyen | Chair of BOD | 7 | 100% |  |
| 2 | Nguyen quoc trung | Member of BOD | 7 | 100% |  |
| 3 | Ninh ngoc cu | Member of BOD | 7 | 100% |  |
| 4 | Nguyen van tuan | Member of BOD | 7 | 100% |  |
| 5 | Pham van hung | Member of BOD | 7 | 100% |  |

**II. Board Resolutions (2015)**

|  |  |  |  |
| --- | --- | --- | --- |
| No. | Board Resolution No. | Date | Content |
| 1 | 01/2015/NQ - HDQT | 06/01/2015 | Approve advance dividend payment in cash 2014. The exercise rate: 5% |
| 2 | 02/2015/NQ – HDQT | 12/2/2015 | Meeting of preparing the holding of Annual General Meeting of Shareholders of fiscal year 2014 |
| 3 | 03/2015/NQ – HDQT | 2/2/2015 | Approve the document to send to the shareholders in order to hold Annual General Meeting of Shareholers of fiscal year 2014 |
| 4 | 04/2015/NQ – HDQT | 22/04/2015 | Approve the dividend payment 2014 |
| 5 | 05/NQ – HDQT | 07/05/2015 | The report on the operation results of Quarter II/2015 and the plan for next quarters |
| 6 | 062015/NQ – HDQT | 12/05/2015 | Approve the document for registration of stock |
| 7 | 072015/NQ – HDQT | 30/12/2015 | Approve advance dividend payment 2015 in cash. The exercise rate: 15% |

**. Change in connected persons/ institutions**

|  |  |  |  |  |  |  |
| --- | --- | --- | --- | --- | --- | --- |
| No. | Name of connected persons/institutions | Trading account (if any) | Position of PDMR at the company (if any) | Date to become connected persons/ institutions | Date no longer connected persons/ institutions | Reasons |
|  |  |  |  |  |  |  |
|  |  |  |  |  |  |  |

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

1. List of PDMRs and connected persons

|  |  |  |  |  |  |  |
| --- | --- | --- | --- | --- | --- | --- |
| No. | Name | Trading account (if any) | Position of PDMR at the company (if any) | Shareholding at the end of the term | Shareholding percentage at the end of the term | Note |
| **1** | **Dao Huu Huyen** |  | **Chair of BOD** | **11,060,137** | **26.21** |  |
|  | Nguyen Thi Hong Lan |  |  | 927,171 | 2.21 |  |
|  | Dao Huu Duy Anh |  |  | 107,306 | 0.26 |  |
|  | Dao Hong Hanh |  |  | 19,186 | 0.05 |  |
|  | Dao Thi Quyen |  |  | 30,019 | 0.07 |  |
|  | Dao Huu Khoa |  |  | 3,321,05 | 7.87 |  |
| **2** | **Nguyen Quoc Trung** | **Member of BOD** |  | **222,432** | **0.48** |  |
| **3** | **Ninh Ngoc Cu** | **Member of BOD** |  | **37,618** | **0.48** |  |
| **4** | **Pham Van Hung** | **Member of BOD** |  | **69,831** | **0.15** |  |
| **5** | **Nguyen Van Tuan** | **Member of BOD** |  | **5,000** | **0.01** |  |
| **6** | **Ho Manh Linh** | **Member of BOD cum Manager** |  | **38,666** | **0.08** |  |
| **7** | **Dang Duc Tien** | **Member of BOD cum Deputy Manager** |  | **4,964** | **0.01** |  |
| **8** | **Ta Phuong Thao** | **Head of Supervisory** |  | **10,920** | **0.02** |  |
|  | Tran Thi Phu |  |  | 10,500 | - |  |
| **9** | **Hoang Thuy Ha** | **Member of Supervisory Board** |  | **20,955** | **0.05** |  |
| **10** | **Tran Van Phuong** | **Member of Supervisory Board** |  | **30,809** | **0.07** |  |
| **11** | **Pham Thi Bich Phuong** | **Member of Supervisory Board** |  | **1,252** | **0.001** |  |

2. Transactions of PDMRs and connected persons/ institutions

|  |  |  |  |  |  |  |  |
| --- | --- | --- | --- | --- | --- | --- | --- |
| No. | Name | Relation with PDMR | Shareholding at the beginning of the term | | Shareholding at the end of the term | | Reason (buy, sell, transfer, dividend, bonus share...) |
| Share | Percentage | Share | Percentage |
|  |  |  |  |  |  |  |  |

3. Other transactions:

|  |  |  |  |  |  |  |  |
| --- | --- | --- | --- | --- | --- | --- | --- |
| No. | Name | Relation with PDMR | Shareholding at the beginning of the term | | Shareholding at the end of the term | | Reason (buy, sell, transfer, dividend, bonus share...) |
| Share | Percentage | Share | Percentage |
|  | Dong Thi Quynh Giang |  | 3,273 | 0.001 | 73 | 0 |  |

**V. Other issues: None**