**QST: Corporate Governance Report (2015)**

**CORPORATE GOVERNANCE**

**(2015)**

Company: Quang Ninh Book and Educational Equipment Joint Stock Company

Address: No. 10, Long Tien Street, Bach Dang Ward, Ha Long City, Quang Ninh Province

Tel.: 0333 826 331

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Email: sachquangninh@gmail.com

Charter capital: VND 16,200,000,000

Stock code: QST

**I. BOD Activities**

Meetings:

|  |  |  |  |  |  |
| --- | --- | --- | --- | --- | --- |
| **No.** | **Members of BOD** | **Title** | **Attendance** | **Rate** | **Reasons for not attending** |
| 1 | Vu The Ban | Chairman | 9 | 100% |  |
| 2 | Nguyen Trong Nha | Vice chairman | 9 | 100% |  |
| 3 | Pham Xuan Truong | Member | 9 | 100% |  |
| 4 | Vu The Hoa | Member | 9 | 100% |  |
| 5 | Hoang Ngoc Dinh | Member | 9 | 100% |  |
| 6 | Vu The Trieu | Member | 9 | 100% |  |
| 7 | Nguyen Thi Yen | Member | 9 | 100% |  |
| 8 | Hoang Thi Kim Khanh | Member | 9 | 100% |  |

**II. Board Resolutions**

|  |  |  |  |
| --- | --- | --- | --- |
| No. | Resolution / Decision No. | Date | Content |
| 1 | 02 /HDQT | 03/02/2015 | Board Resolution on the preparation for the 2014 meetings of the Company |
| 2 | 04 /HDQT | 03/02/2015 | Board Resolution on directing Labor Conference |
| 3 | 06 /HDQT | 17/03/2015 | Board Resolution on approving the summary report at AGM and the preparation for holding the 2015 AGM |
| 4 | 09 /HDQT | 23/03/2015 | Draft on amending the Charter as suitable with the 2015 Enterprise Law |
| 5 | 15 /HDQT | 12/04/2015 | The 2015 Annual General Mandate |
| 6 | 16 /HDQT | 09/06/2015 | Board Resolution on assessing the first 5 months of 2015 and the business orientation of quarter 3.2015 |
| 7 | 28/HDQT | 08/10/2015 | Board resolution on purchasing the state capital at the Company |
| 8 | 29/HDQT | 02/12/2015 | Board resolution on the orientation of 2016 and establishing Marketing Department |
| 9 | 30/HDQT | 30/12/2015 | Board resolution on assessing staff of the Company |

**III. 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 | 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 | Duong Thi Dao |  |  | 22,800 | 1.41 |  |
| 2 | Hoang Hong Nhung |  |  | 10,800 | 0.67 |  |
| 3 | Hoang Ngoc Dinh |  | Chief of Department | 97,383 | 6.01 |  |
| 4 | Hoang Thi Kim Khanh |  | Headmaster | 11,640 | 0.72 |  |
| 5 | Hoang Thi Mong |  |  | 7,080 | 0.44 |  |
| 6 | Le Duc Quan |  |  | 24,000 | 1.48 |  |
| 7 | Nguyen Thi Hong Hai |  | Deputy Chief of Department | 3,600 | 0.22 |  |
| 8 | Nguyen Van Luong |  | Manager of Bookshop | 1,440 | 0.09 |  |
| 9 | Ngo Thi Tuoi |  |  |  |  |  |
| 10 | Nguyen Trong Nha |  | Manager | 54,000 | 3.33 |  |
| 11 | Pham Xuan Truong |  | Deputy Manager | 36,024 | 2.22 |  |
| 12 | Vu Thanh Huyen |  |  | 18,360 | 1.13 |  |
| 13 | Vu The Ban |  | Chair of BOD | 60,000 | 3.70 |  |
| 14 | Vu The Trieu |  | Manager of Supermarket | 19,400 | 1.20 |  |
| 15 | Nguyen Thi Yen |  |  |  |  |  |
| 16 | Vu The Hoa |  | Deputy Manager | 118,737 | 7.33% |  |
| 17 | Dong Thi Oanh |  |  | 36,600 | 2.26 |  |
| 18 | Dinh Van Nghiem |  |  |  |  |  |

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 |
| 1 | Vu The Hoa | Director – Deputy Manager | 24,000 | 1.48% | 118,737 | 7.33% | Buy |
| 2 | Hoang Ngoc Dinh | Director – Deputy Manager | 12,120 | 0.75% | 97,383 | 6.01% | Buy |
| 3 | Nguyen Thi Yen | Director – Chief Accountant | 0 | 0 | 90,000 | 5.56% | Buy |

3. Other transactions: None

**V. Other issues: None**