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

**CORPORATE GOVERNANCE REPORT**

**(2015)**

Company: Stone Company Spilit

Address: Tam Quy 3, Ha Tan Ward, Ha Trung District, Thanh Hoa Province

Tel.: 037.3622 615Fax: Email:

Charter capital: 126 150 000 000VND

Stock code: SPI

**I. BOD Activities (2015)**

Meetings:

|  |  |  |  |  |  |
| --- | --- | --- | --- | --- | --- |
| No. | Members of BOD | Title | Attendance | Rate | Reasons for not attending |
| 1 | Mr. Nguyen Dai Quyen | Chair of the Board | 4/4 | 100 % |  |
| 2 | Mr. Nguyen Van Dong | Director | 4/4 | 100 % |  |
| 3 | Mr. Doan Quoc Khanh | Director | 4/4 | 100 % |  |
| 4 | Mr. Tran Que Lam | Director | 4/4 | 100 % |  |
| 5 | Ms. Bui Thi Thoa | Director | 4/4 | 100 % |  |

**II. Board Resolutions (2015)**

|  |  |  |  |
| --- | --- | --- | --- |
| No. | Board Resolution No. | Date | Content |
| 1 | 06/2015/QD - HDQT.SPI | 09/02/2015 | Change in key personnel of Stone Company Spilit |
| 2 | 10/2015/QD - HDQT.SPI | 26/02/2015 | Borrow capital to invest in Industrial Installation and Equipment Joint Stock Company |
| 3 | 14/2015/NQ - HDQT.SPI | 23/05/2015 | Approve the method of issuing private share to swap liabilities |
| 4 | 16/2015/NQ - HDQT.SPI | 01/06/2015 | Approve the criteria and list of shareholders selected to be offered |

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

**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 | Nguyen Dai Quyen |  | Chair of the Board | 100 |  |  |
| 2 | Tran Que Lam |  | Director – manager | 20,000 | 0.16% |  |
| 3 | Bui Thi Thoa |  | Director | 100 |  |  |
| 4 | Nguyen Van Dong |  | Director | 0 | 0 |  |
| 5 | Doan Quoc Khanh |  | Director | 3,000 | 0.02% |  |
| 6 | Nham Thi Ha |  | Chief of Supervisory Board | 500 | 0 |  |
| 7 | Tran Thi Phuong Lan |  | Member of Supervisory Board | 1,000 | 0.001 |  |
| 8 | Tran Thi Thu Dung |  | Member of Supervisory Board | 500 |  |  |
| 9 | Le Thi Dung |  | Chief Accountant | 130,600 | 0.77% |  |
| 10 | Nguyen Thi Hoa |  |  |  |  |  |
| 11 | Tran Dình Chuc |  |  | - |  |  |
| 12 | Do Thi Tam |  |  | - |  |  |
| 13 | Tran Thi Yen |  |  | - |  |  |
| 14 | Tran Mai Phong |  |  | - |  |  |
| 15 | Tran Thi Thanh Nhan |  |  | - |  |  |
| 16 | Tran Trung Thanh |  |  | - |  |  |
| 17 | Tran Quoc Cong |  |  | - |  |  |
| 18 | Doan Thi Hạnh |  |  | 100 | 0.004 % |  |
| 19 | Tran Thanh Huyen | 093C000041 |  | 100 | 0.004 % |  |
| 20 | Tran Dình Giang | 093C000032 |  | 100 | 0.004 % |  |
| 21 | Van Thi Xuyen |  |  | - |  |  |
| 22 | Bui Quoc Phong |  |  | - |  |  |
| 23 | Tran Thi Be |  |  | - |  |  |
| 24 | Nguyen Van Chung |  |  | - |  |  |
| 25 | Bui Quoc Phong |  |  | - |  |  |
| 26 | Bui Thi Hoa |  |  | - |  |  |
| 27 | Do Thi Cam Thuy | '093C000798 | Chair of the Board | 1 487 500 | 59.5 % |  |
| 28 | Nham Cong Nhieu |  |  | - |  |  |
| 29 | Le Thi Ngo |  |  | - |  |  |
| 30 | Nham Cong Thang |  |  | - |  |  |
| 31 | Nham Cong Tuan |  |  | - |  |  |
| 32 | Dặng Van Tu |  |  | - |  |  |
| 33 | Tran Van Thuc |  |  | - |  |  |
| 34 | Phạm Thi Ty |  |  | - |  |  |
| 35 | Tran Quoc Huong |  |  | - |  |  |
| 36 | Tran Thi Phuong Hoa |  |  | - |  |  |
| 37 | Tran Thi Phuong Lam |  |  | - |  |  |
| 38 | Tran Van Hoan |  |  | - |  |  |
| 39 | Tran Van Son |  |  | - |  |  |
| 40 | Vũ Mai Huong |  |  | - |  |  |
| 41 | Nguyen Mau Huynh |  |  | - |  |  |

2. Transactions of PDMRs and connected persons/ institutions: None

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 |
|  |  |  |  |  |  |  |  |

**V. Other issues:** None