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

**CORPORATE GOVERNANCE**

**(2015)**

Company: Truong Phu JSC

Address: Phuc Dien Industrial Zone, Cam Giang, Hai Duong

Tel.: 04.39878258 Fax: 04.39878256

Charter capital: VND 100.000.000.000

Stock code: TGP

**I. BOD Activities (2015)**

Meetings:

|  |  |  |  |  |  |
| --- | --- | --- | --- | --- | --- |
| No. | Members of BOD | Title | Attendance | Rate | Reasons for not attending |
| 1 | Mr. Le Thanh Son | Chair of the Board cum General Manager | 06 | 100 % |  |
| 2 | Mr. Do Van Trac | Member of the Board | 06 | 100 % |  |
| 3 | Mr. Luong Hoai Nam | Member of the Board | 06 | 100 % |  |
| 4 | Mr. Ho Duc Thanh | Member of the Board | 06 | 100 % |  |
| 5 | Mr. Nguyen Manh Cuong | Member of the Board | 06 | 100 % |  |

**II. Board Resolutions (2015)**

|  |  |  |  |
| --- | --- | --- | --- |
| No. | Board Resolution No. | Date | Contents |
| 1 | 01/2014/NQ - HDQT | 15/01/2014 | - Operating result of 2013 and implementation situation of General Mandate 2013 |
| 2 | 02/2014/NQ - HDQT | 16/04/2014 | - Auditing report 2013, operating plan of 2014 and prepare for Annual General Meeting of Shareholders 2014. |
| 3 | 03/2014/NQ - HDQT | 25/06/2014 | - Approve the statements and contents submit AGM 2014, operating result of first 5 months 2014. |
| 4 | 05/2014/NQ-HDQT | 22/08/2014 | - Approve the operating result of the first 06 months of 2015 and plan for the last 06 months |
| 5 | 02/NQ-HDQT | 18/11/2015 | - Approve the operating result of 2015  - Approve the plan on borrowing capital at banks |
| 6 | 06/NQ-HDQT | 05/12/2015 | - Approve the submission on selecting auditor for FS of 2016 |

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

No.

**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)/ Relation | Shareholding at the end of the term (shares) | Shareholding percentage at the end of the term (%) |
|  |  |  |  |  |  |

2. Transactions of stocks:

No.

3. Other transactions:

No.

**V. Other issues: None**