**API: Corporate Governance Report 2016**

**CORPORATE GOVERNANCE REPORT (2016)**

Name of Company: Asia - Pacific Investment Joint Stock Company

Head Office address: 6th Floor, APEC Building, 14 Le Dai Hanh, Hai Ba Trung, Ha Noi

Tel: 043 5771983 Fax: 043 5771985

Charter capital: VND 360,000,000,000

Stock code: API

**I. BOD Activities**

Meetings:

|  |  |  |  |  |  |
| --- | --- | --- | --- | --- | --- |
| **No.** | **Members of BOD** | **Title** | **Attendance** | **Rate (%)** | **Reasons for not attending** |
| 1 | Nguyen Do Lang | Chairman | 05 | 100% |  |
| 2 | Nguyen Hoang Linh | Director | 05 | 100% |  |
| 3 | Huynh Thi Mai Dung | Director | 05 | 100% |  |
| 4 | Dao Ngoc Thanh | Director | 05 | 100% |  |
| 5 | Dang Anh Tuan | Director | 05 | 100% |  |
| 6 | David Roes | Director | 04 | 80% |  |
| 7 | Lusy Miranda | Director | 03 | 60% |  |

**II. Board Resolutions**

|  |  |  |  |
| --- | --- | --- | --- |
| **No.** | **Board Resolution No.** | **Date** | **Content** |
| 1 | 01/ 2016/ QD - HDQT | 13/04/2016 | Approve the plan on holding Annual General Meeting of Shareholders 2016 |
| 2 | 02A/ 2016/ QD - HDQT | 20/05/2016 | Approve the resignation of Tran Vu Phuong from Member of BOD |
| 3 | 02/ 2016/ NQ - HDQT | 06/06/2016 | Approve purchasing treasury shares |
| 4 | 03/ 2016/ NQ - HDQT | 10/06/2016 | Select the auditor for fiscal year 2016 |

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

|  |  |  |  |  |  |  |
| --- | --- | --- | --- | --- | --- | --- |
| **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** |
|  | Tran Vu Phuong |  | Member of Board of Directors  |  | 20/05/2016 | Resigned  |

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

1. List of PDMRs and related persons (attached)

|  |  |  |  |  |  |  |
| --- | --- | --- | --- | --- | --- | --- |
|  | **Name**  | **Trading account**  | **Position**  | **Shareholding at the end of the term** | **Shareholding percentage at the end of the term** | **Note** |
| 1 | Nguyen Do Lang | 030C001268 | PDMR | 3,979,922 |  |  |
|  | Huynh Thi Mai Dung |  | Member of BOD | 996,000 |  |  |
|  | Nguyen Tien Loc |  | Connected person | 200,000 |  |  |
| 2 | Huynh Thi Mai Dung |  | PDMR | 996,000 |  |  |
|  | Huynh Nang |  | Connected person |  |  |  |
|  | Nguyen Thi Bon | 030C003765 | Connected person | 910,400 |  |  |
|  | Nguyen Tien Loc |  | Connected person | 200,000 |  |  |
| 3 | Le ThiQuy |  | PDMR | 100 |  |  |

2. Stock transactions:

|  |  |  |  |  |  |
| --- | --- | --- | --- | --- | --- |
| **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:

|  |  |  |  |  |  |
| --- | --- | --- | --- | --- | --- |
| **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 (%) |  |
|  |  |  |  |  |  |  |  |

**IV. Other issues: None**