**PDC: Corporate Governance Report (of the first 6 months of 2017)**

**CORPORATE GOVERNANCE REPORT**

**(Of the first 6 months of 2017)**

Company: Phuong Dong Petroleum Tourism Joint Stock Company

 Address: 218, Le Duan Street, Truong Thi Ward, Vinh City, Nghe An

 Tel.: 038 384 5527

 Fax: 038 359 3479

 Email: ptc@phuongdongpv.com.vn

 Charter capital: VND 150 billion

 Stock code: PDC

**I. BOD Activities**

Meetings:

|  |  |  |  |  |  |
| --- | --- | --- | --- | --- | --- |
| **No.** | **Members of BOD** | **Title**  | **Attendance** | **Rate** | **Reasons for not attending** |
|  | Le Thanh Than | Chairman of Board of Directors  | 2 | 100% |  |
|  | Le Thi Hoang Yen | Member of Board of Directors  | 2 | 100% |  |
|  | Nguyen The Hoang | Member of Board of Directors  | 2 | 100% | unavailable to connect |
|  | Nguyen Thi Mai Huong | Member of Board of Directors  | 0 | 0% |  |
|  | Tran Hoai Duc | Member of Board of Directors  | 2 | 100% |  |
|  | Tran Hai Nam | Member of Board of Directors  | 0 | 0% | Unknown |

**II. Board Resolutions**

|  |  |  |  |
| --- | --- | --- | --- |
| No. | Resolution / Decision No. | Date | Content |
| 1 | 01/ QD - HDQT | 23 Feb 2017 | - Change in capital representative of PTC at Saigon Kim Lien (from Tran Dinh Phuc to Thai Hong Nha) |
| 2 | 03/ QD - HDQT | 22 Mar 2017 | - Selecting auditor for 2016 |

**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 |
| 1 | Pho Thien Son |  | Member of Board of Directors  |  | 26 Jun 2015 | Dismissed |
| 2 | Nguyen Thuong Huyen |  | Member of Board of Directors  |  | 27 Jun 2015 | Dismissed |
| 3 | Tran Dinh Phuc |  | Member of Board of Directors  |  |  27 Jun 2015 | Dismissed |
| 4 | Le Thanh Than |  | Member of Board of Directors  | 26 Jun 2015 |  | Elected |
| 5 | Nguyen The Hoang |  | Member of Board of Directors  | 27 Jun 2015 |  | Elected |
| 6 | Le Thi Hoang Yen |  | Member of Board of Directors  |  27 Jun 2015 |  | Elected |

**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 | Nguyen The Hoang |  | Member of Board of Directors  | 0 | 0 |  |
|  | Ocean Joint Stock Company Commercial Bank |  |  | 1,630,600 | 10.87% |  |
| 2 | Nguyen Thi Mai Huong |  | Member of Board of Directors  | 0 | 0 |  |
| 3 | **Le Thanh Than** |  | **Chair of Board of Directors**  | **3,000,000** | 20% |  |
|  | Le Thi Hoang Yen |  |  | 1,155,900 | 8% |  |
|  | Le Hai An |  |  | 0 | 0 |  |
| 4 | Le Thi Hoang Yen |  | Member of Board of Directors  | 1,155,900 | 8% |  |
| 5 | Tran Hoai Duc |  | Member of Board of Directors  | 0 | 0 |  |
| 6 | Tran Hai Nam |  | Member of Board of Directors  | 0 | 0 |  |
|  | Saigon Beer-Alcohol-Beverage Joint Stock Corporation |  |  | 1,470,000 | 9.8% |  |
| 7 | Le Thi Thu Huong |  | Chief of Supervisory Board | 1,900 | 0.012% |  |
|  | Nguyen Nguyen Tai |  |  | 2,900 | 0.019% |  |
| 8 | Le Khanh Vinh |  | Member of Supervisory Board | 0 | 0 |  |
| 9 | Nguyen Thi Thuy Nga |  | Member of Supervisory Board | 0 | 0 |  |
| 10 | Tran Dinh Phuc |  | Deputy Manager  | 0 | 0 |  |
|  | Vu Quynh Nga |  |  | 0 | 0 |  |
| 11 | Thai Hong Nha |  | Deputy Manager  | 0 | 0 |  |
| 12 | Truong Thi Thu Huyen |  | Deputy Manager  | 600 | 0.004% |  |
| 13 | Le Thi Hong Gam |  | Deputy Chief of Accounting and Finance Department | 0 | 0 |  |
| 14 | Kim Thi Lien Quy |  | Information Disclosure Officer | 0 | 0 |  |

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: None

**V. Other issue: None**