**VLG: Corporate Governance report 2017**

**CORPORATE GOVERNANCE REPORT**

**(The first six months 2017)**

Company: Vinalines Logistics- Viet Nam JSC

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Website: <http://vinalineslogistics.com.vn>

Charter capital: VND 142,121,300,000

Stock code: VLG

**I. Activities of annual General Meeting of Shareholders**

Annual General Meeting of Shareholders of Vinalines Logistics- Viet Nam JSC held on 03 Jun 2017 approved the Resolution No. 01/ NQ – DHDCD 2017 dated 03 Jun 2017 af:

1. Approve the report of Board of Directors of 2016

2. Approve the report on operating result of 2016 and plan for 2017

3. Approve the report of Supervisory Board of 2016

4. Approve the audited Financial Statement of 2016

5. Approve the plan on distributing profit of 2016:

6. Approve the plan on remuneration for Board of Directors and Supervisory Board of 2017

7. Approve Board of Directors to select auditor for the FS 2017 of the Company

8. Approve the alternative election for members of Board of Directors

**II. BOD Activities (the first six months 2017)**

Meetings:

|  |  |  |  |  |  |
| --- | --- | --- | --- | --- | --- |
| No. | Members of BOD | Title | Attendance | Rate | Reasons for not attending |
| 1 | Mr. Nguyen Van Hanh | Chair of Board of Directors | 07 | 100% |  |
| 2 | Mr. Mai Le Loi | Member of Board of Directors | 07 | 100% |  |
| 3 | Ms. Nguyen Thi Thanh Ha | Member of Board of Directors | 06 | 85.71% | Resign from member of Board of Directors since 15/06/2017 |
| 4 | Mr. Truong Van Thai | Member of Board of Directors | 07 | 100% |  |
| 5 | Mr. Hoang Hoa Phong | Member of Board of Directors | 06 | 85.71% |  |
| 6 | Mr. Pham Tuan Hai | Member of Board of Directors | 01 | 14.28%% | Appointed on 15/06/2017 |
| 7 | Mr. Nguyen Van Cuong | Member of Board of Directors | 01 | 14.28% | Appointed on 15/06/2017 |

**II. Board Resolutions (the first six months 2017)**

|  |  |  |  |
| --- | --- | --- | --- |
| **No.** | **Board Resolution No.** | **Date** | **Contents** |
| 1 | No. 01/ NQ - HDQT | 16/03/2017 | Contribute the capital to found Joint Stock Company and appoint the capital representative to deploy the project on Bond Store and Logistics Center at Hoa Lac Industrial Park |
| 2 | No. 02/ NQ - HDQT | 25/04/2017 | The time of holding Annual General Meeting of Shareholders 2017 |
| 3 | No. 03/ NQ - HDQT | 04/05/2017 | Borrowing the capital at VIB |
| 4 | No. 04/ NQ - HDQT | 08/05/2017 | Evaluate the capital representative for the term 2012 - 2017 |
| 5 | No. 05/ NQ - HDQT | 09/05/2017 | The meeting on 09/05:   * Approve the contents of Annual General Meeting of Shareholders 2017 * Approve the salary settlement 2016 and the plan for 2017 * Other issues |
| 6 | No. 06/ NQ - HDQT | 15/06/2017 | Voting the Chair of BOD and General Manager for the term 2017 - 2022 |
| 7 | No. 01/ NQ - HDQT | 16/3/2017 | Contribute the capital to found Joint Stock Company and appoint the capital representative to deploy the project on Bond Store and Logistics Center at Hoa Lac Industrial Park |
| 8 | No. 02/ NQ - HDQT | 9/5/2017 | - Approve the salary settlement 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 |
|  |  |  |  |  |  |  |

**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 |
|  |  |  |  |  |  |  |

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 |
|  |  |  |  |  |  |  |  |

**V. Other issues: None**