**PJC: Corporate Governance Report (2015)**

**CORPORATE GOVERNANCE**

**(2015)**

Company: Petrolimex Hanoi Transportation and Trading Joint Stock Company

Address: 49, Duc Giang, Long Bien District, Hanoi

Tel.: 043 877 0166

Fax: 043 655 7814

Email:

Charter capital: VND 39,078,750,000

Stock code: PJC

**I. BOD Activities**

Meetings:

|  |  |  |  |  |  |
| --- | --- | --- | --- | --- | --- |
| **No.** | **Members of BOD** | **Title** | **Attendance** | **Rate** | **Reasons for not attending** |
| 1 | Tran Dac Xuan | Chair of BOD | 03 | 100% |  |
| 2 | Bui Van Thanh | Member of BOD cum Manager | 03 | 100% |  |
| 3 | Nguyen Duc Huan | Member | 03 | 100% |  |
| 4 | Pham Quoc Hung | Member of BOD cum Deputy Manager | 03 | 100% |  |
| 5 | Hoang Xuan Su | Member | 03 | 100% |  |

**II. Board Resolutions**

|  |  |  |  |
| --- | --- | --- | --- |
| No. | Resolution / Decision No. | Date | Content |
| 1 | Board resolution dated 08/01/2015 | 08 Jan 2015 | - The 2014 business result and the 2015 business plan  - The plan on holding the 2015 AGM |
| 2 | Board resolution dated 12/03/2015 | 12 Mar 2015 | - Prepare for the 2015 AGM  - Reports expected to be presented to the 2015 AGM |
| 3 | Board resolution dated 02/04/2015 | 02 Apr 2015 | Approve transferring 602,103 shares of Saigon Petrolimex Taxi Gas Joint Stock Company |
| 4 | Board resolution dated 08/07/2015 | 08/07/2015 | - Operating result of the first 06 months of 2015 and plan for the last 06 months |
| 5 | Board resolution dated 05/11/2015 | 05/11/2015 | - Operating result of the first 09 months of 2015 and plan for 03 months of 2015 |

**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 |
|  | Nguyen ngoc Hoan |  | Deputy Manager |  | 1/11/2015 |  |

**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 | Tran Dac Xuan |  | Chair of BOD | 2,350 | 0.06% |  |
| 2 | Bui Van Thanh |  | Member of BOD cum General Manager | 17,100 | 0.44% |  |
| 3 | Pham Quoc Hung |  | Member of BOD cum Deputy General Manager | 13,500 | 0.35% |  |
| 4 | Hoang Xuan Su |  | Member of BOD | 20,750 | 0.53% |  |
| 5 | Nguyen Ngoc Hoan |  | Deputy Manager | 15,575 | 0.40% |  |
| 6 | Dang Thi Hong Ha |  | Head of Supervisory Board | 3,125 | 0.08% |  |
| 7 | Tran Quang Long |  | Member of Supervisory Board | 11,250 | 0.29% |  |
|  | Tran Van Trong |  | Connected person | 3,125 | 0.08% |  |

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:

|  |  |  |  |  |  |  |  |
| --- | --- | --- | --- | --- | --- | --- | --- |
| 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**