**ATB: Corporate Governance Report of 2017**

**CORPORATE GOVERNANCE REPORT**

**(Year 2017)**

**Company:** An Thinh Joint Stock Company

**Address:** Group No.11, Duc Xuan Ward, Bac Kan City, Bac Kan Province, Vietnam

**Tel.:** 0209.3879.779

**Fax:**

**Email:**  <http://anthinhjsc.com.vn>

**Charter capital:** VND 138,840,000,000

**Stock code:** ATB

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

|  |  |  |  |
| --- | --- | --- | --- |
| **No.** | **Resolution / Decision No.** | **Date** | **Content** |
| 1 | 01/2017/ATB/NQ- DHDCD | 15 May 2017 | - Approve the report of BOD in 2016 and the operation plan of 2017  - Approve the report of Board of Managers on the business operation results of 2016 and the business plan of 2017  - Approve the report on operation of Board of Supervisors on checking and monitoring in 2016 and the plan of 2017  - Approve the Report No.04/2017/TTr-HDQT on approving the auditing report of 2016  - Approve the Report No.04/2017/TTr- HDQt on the plan on profit distribution and dividend payment of 2016  - Approve the Report No. 03/2017/TTr- HDQT on the plan on remuneration for BOD and Board of Supervisors in 2017  - Approve the Report No.01/2017/TTr- HDQT on selecting auditing company to audit and review the Financial Statement of 2017  - Approve the Report No.05/2017/TTr- HDQT on approving the listing plan on Hanoi Stock Exchange. |

**II. BOD Activities**

Meetings:

|  |  |  |  |  |  |
| --- | --- | --- | --- | --- | --- |
| **No.** | **Members of BOD** | **Title** | **Attendance** | **Rate** | **Reasons for not attending** |
| 1 | Lo Dinh Nich | Chair of BOD | 4 | 100% |  |
| 2 | Dang Danh Sinh | Member of BOD | 4 | 100% |  |
| 3 | Nguyen Dinh Thang | Member of BOD | 4 | 100% |  |
| 4 | Nguyen Xuan Ban | Member of BOD | 4 | 100% |  |
| 5 | Le Thi Thu Hien | Member of BOD | 4 | 100% |  |

**III. Board Resolutions**

|  |  |  |  |
| --- | --- | --- | --- |
| **No.** | **Resolution / Decision No.** | **Date** | **Content** |
| 1 | 02.02/2017/ NQ/ HDQT | 22 Feb 2017 | Approve the record date to implement rights for participating Annual General Meeting of Shareholders of 2017 |
| 2 | 04.05/2017/ NQ/ HDQT | 04 May 2017 | Approve the date on holding Annual General Meeting of Shareholders of 2017 |
| 3 | 2707/2017/NQHDQT- ATB | 27 Jul 2017 | Approve selecting auditing company to audit the Financial Statement of 2017 and review the semi- annual Financial Statement of 2017 |
| 4 | 42/2017/NQ- AT | 31 Oct 2017 | Change the legal representative |

**IV. Board of Supervisors**

|  |  |  |  |  |  |
| --- | --- | --- | --- | --- | --- |
| **No.** | **Members of Board of Supervisors** | **Title** | **Attendance** | **Rate** | **Reasons for not attending** |
| 1 | Lo Van Nguy | Head of Board of Supervisors | 1 | 100% |  |
| 2 | Nguyen Thuy Duong | Member of Board of Supervisors | 1 | 100% |  |
| 3 | Do Thi Hang Van | Member of Board of Supervisors | 1 | 100% |  |

**V. 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** | **Lo Dinh Nich** |  | **Chair of BOD** |  |  | **Appoint** |
|  | Le Thi Thu Hien |  |  |  |  |  |
|  | Lo Dinh Doan |  |  |  |  |  |
|  | Lo Dinh Dung |  |  |  |  |  |
| **2** | **Nguyen Dinh Thang** |  | **Member of BOD** |  |  | **Appoint** |
|  | Chu Thi Lan |  |  |  |  |  |
| **3** | **Nguyen Xuan Ban** |  | **Member of BOD** |  |  | **Appoint** |
| **4** | **Dang Danh Sinh** |  | **Member of BOD** |  |  | **Appoint** |
| **5** | **Le Thi Thu Hien** |  | **Member of BOD** |  |  | **Appoint** |
|  | Lo Dinh Doan |  |  |  |  |  |
|  | Lo Dinh Dung |  |  |  |  |  |
|  | Lo Dinh Nich |  |  |  |  |  |
|  | Le Van Hieu |  |  |  |  |  |
|  | Le Thi Ha |  |  |  |  |  |
|  | Le Van Huy |  |  |  |  |  |
| **6** | **Lo Van Nguy** |  | **Head of Board of Supervisors** |  |  | **Appoint** |
| **7** | **Nguyen Thuy Duong** |  | **Member of Board of Supervisors** |  |  | **Appoint** |
| **8** | **Do Thi Hang Van** |  | **Member of Board of Supervisors** |  |  | **Appoint** |
| **9** | **Ngo Huy Vinh** |  | **Manager** | **03 Nov 2017** |  | **Appoint** |
| **10** | **Nguyen Dinh Thang** |  | **Vice- Manager** |  |  | **Appoint** |
| **11** | **Vu Thi Hanh** |  | **Chief Accountant** |  |  | **Appoint** |
| **12** | **Le Van Hieu** |  | **Vice- Manager** |  |  | **Appoint** |
|  | Le Thi Thu Hien |  |  |  |  |  |
|  | Le Thi Ha |  |  |  |  |  |
|  | Le Van Huy |  |  |  |  |  |

**VI. 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** | **Lo Dinh Nich** |  | **Chair of BOD** | 600,000 | 4.32% |  |
|  | Lo Dinh Doan |  |  | 0 | 0% |  |
|  | Lo Dinh Dung |  |  | 500 |  | Sell |
|  | Le Thi Thu Hien |  |  | 500 |  |  |
| **2** | **Nguyen Dinh Thang** |  | **Member of BOD** | 660,000 | 4.75% |  |
|  | Chu Thi Lan |  |  | 0 | 0% |  |
| **3** | **Dang Danh Sinh** |  | **Member of BOD** | 0 | 0% | Sell |
| **4** | **Nguyen Xuan Ban** |  | **Member of BOD** | 0 | 0% |  |
| **5** | **Le Thi Thu Hien** |  | **Member of BOD** | 500 |  |  |
|  | Lo Dinh Doan |  |  | 0 | 0% | Sell |
|  | Lo Dinh Dung |  |  | 0 | 0% |  |
|  | Lo Dinh Nich |  | Chair of BOD | 600,000 | 4.32% |  |
| **6** | **Vu Thi Hanh** |  | **Chief Accountant** | **200,000** | **200,000** |  |
| **7** | **Lo Van Nguy** |  | **Head of Board of Supervisors** | 0 | 0% |  |
| **8** | **Nguyen Thuy Duong** |  | **Member of Board of Supervisors** | 0 | 0% |  |
| **9** | **Do Thi Hang Van** |  | **Member of Board of Supervisors** | 0 | 0% |  |
| **10** | **Nguyen Dinh Thang** |  | **Vice- Manager** | 660,000 | 4.75% |  |
|  | Chu Thi Lan |  |  | 0 | 0% |  |
| **11** | **Ngo Huy Vinh** |  | **Manager** | 0 | 0% |  |
| **12** | **Le Van Hieu** |  | **Vice- Manager** | 620,000 | 4.47% |  |
|  | Le Thi Thu Hien |  |  | 500 |  |  |
|  | Le Thi Ha |  |  | 0 | 0 | Sell |
|  | Le Van Huy |  |  | 0 | 0 | sell |

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** |
| 1 | None |  |  |  |  |  |  |

3. Other transactions: None

**VII. Other contents:**