**QTC: Corporate Governance Report of the first 06 months of 2020**

**CORPORATE GOVERNANCE REPORT**

**(First 06 months of 2020)**

Company: Quang Nam Transportation Construction JSC

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Charter capital: VND 27,000,000,000

 Stock code: QTC

1. **General Meeting of Shareholders’ Activities**

|  |  |  |  |
| --- | --- | --- | --- |
| **No.** | **Resolution/ Decision No.** | **Date** | **Content** |
| 1 | 04/2020/NQ-DHCD | 18/06/2020 | Approve contents presented at the Annual General Meeting of Shareholders 2020, included:Reports of Executive Board on operating result of 2019 and plan for 2020Reports of Board of Directors on operating result of 2019 and plan for 2020Reports of Board of Supervisors on operating result of 2019 and review the FS 2019Audited FS 2019The submission on remuneration for labors and managers of 2019 and plan for 2020The submission on profit distribution plan for 2019The submission on remuneration for Board of Directors and Board of Supervisors in 2019 and plan for 2020The submission on selecting auditor for the FS 2020 |

**II. Board of Director (BOD)**

1. General Information of Board of Director (BOD)

|  |  |  |  |  |  |  |
| --- | --- | --- | --- | --- | --- | --- |
| **No.** | **Members of BOD** | **Title** | **The beginning date of being (not being) BOD** | **Attendance** | **Rate** | **Reasons for not attending** |
| 1 | Nguyen Van Sy | Chairman  | Appointed on 28/06/2019 | 4 | 100% |  |
| 2 | Nguyen Anh Tuan | Vice Chairman  | Appointed on 28/06/2019 | 4 | 100% |  |
| 3 | Nguyen Cao Cuong | Member of Board of Directors  | Appointed on 28/06/2019 | 4 | 100% |  |
| 4 | Doan Van Dung | Member of Board of Directors  | Appointed on 28/06/2019 | 4 | 100% |  |
| 5 | Le Van Xi | Member of Board of Directors  | Appointed on 28/06/2019 | 4 | 100% |  |

2. The supervision by Board of Directors over Board of Managers of the Company

3. Activities of sub-committees of Board of Directors of the Company

4. Resolutions and decisions of Board of Directors of the Company

|  |  |  |  |
| --- | --- | --- | --- |
| **No.** | **Resolution/ Decision No.** | **Date** | **Content** |
| 1 | 01/NQ-HDQT | 12/01/2019 | Review the operating result in 2019Perform essential missions in QI.2020 |
| 2 | 02/NQ-HDQT | 20/03/2020 | Summarize operating result in 2019 and review the resultApprove the operating plan for 2020 and discuss to find methods to achieve the targets |
| 3 | 03/NQ-HDQT | 29/05/2020 | Approve contents and the date for the Annual General Meeting of Shareholders 2020  |
| 4 | 04/NQ-HDQT | 01/07/2020 | Perform the Annual General Mandate 2020  |

**III. Board of Supervisors (BOS)**

1. General Information of Supervisory Board (BOS)

|  |  |  |  |  |  |  |
| --- | --- | --- | --- | --- | --- | --- |
| **No** | **Members of BOS** | **Tittle** | **The beginning of date of being BOS** | **Attendance** | **Rate** | **Reasons for not attending** |
| 1 | Le Ngoc Hung | Head of Board of Supervisors  | Appointed on 28/06/2019 | 2 | 100% |  |
| 2 | Nguyen Van Hieu | Member | Appointed on 28/06/2019 | 2 | 100% |
| 3 | Nguyen Thi Ngoc Le | Member | Appointed on 28/06/2019 | 2 | 100% |

2. Surveillance activities of the Supervisory Board toward the Board of Directors, Board of General Managers and shareholders of the Company

3. The coordination among the Supervisory Board with the Board of Directors, Board of Managers and other managers of the Company

4. Other activities of Supervisory Board of the Company (if any): None

**IV. Training on corporate governance: None**

**V. List of connected persons/ institutions:** Listed under the provisions of Clause 34, Article 6 of the Law on Securities and transactions of connect persons of the Company to Company

1. List of connected persons/ institutions of the Company:

2. Transactions between the Company and its PDMRs, transactions between the Company and its major shareholders, PDMRs and connected persons of the PDMRs: None

3. Transactions between the Company and its PDMRs, transactions between connected persons of the PDMRs and subsidiaries of the Company, the companies that the Company controls: None

4. Other transactions between the Company and other entities

4.1 Transactions between the Company and the company whose member of Board of Directors, members of Supervisory Board, Manager (General Managers) have been founding members or member of Board of Directors, Manager (General Managers) in recent 03 years (calculated from the date of making the report): None

4.2 Transactions between the Company and the company whose connected persons of member of Board of Directors, members of Supervisory Board, Manager (General Managers) have been founding members or member of Board of Directors, Manager (General Managers): None

4.3 Other transactions of the Company (if any) which may bring material or spiritual benefits to member of Board of Directors, members of Supervisory Board, Manager (General Managers): None

**VI. Transactions of PDMRs and connected persons/ institutions of PDMRs**

1. **List of PDMRs and their connected persons/ institutions**

|  |  |  |  |  |  |
| --- | --- | --- | --- | --- | --- |
| **No.** | **Name** | **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 Anh Tuan | Vice Chairman – General Manager  | 30,600 | 1.13 |  |
| 2 | Nguyen Cao Cuong | Member of Board of Directors – Vice General Manager  | 7,200 | 0.27 |  |
| 3 | Nguyen Van Sy | Chairman – Vice General Manager  | 4,612 | 0.17 |  |
| 4 | Doan Van Dung | Member of Board of Directors  | 1,800 | 0.17 |  |
| 5 | Le Van Xi | Member of Board of Directors  | 26,500 | 0.98 |  |
| 6 | Le Ngoc Hung | Head of Board of Supervisors  | 1,192 | 0.04 |  |
| 7 | Dang Tho | Vice General Manager – Head Accountant | 4,545 | 0.17 |  |

2. Transactions of PDMRs and their connected persons/ institution on shares of the listing company: None

**VII. Others issues: None**