**TV1: Annual Corporate Governance Report 2023**

On January 02, 2024, Power Engineering Consulting Joint Stock Company 1 announced Report No. 45/TVD1-HDQT on Corporate Governance in 2023 as follows:

* Name of Company: Power Engineering Consulting Joint Stock Company 1
* Head office address: Km9+200 Nguyen Trai Street, Thanh Xuan Nam Ward, Thanh Xuan District, Hanoi.
* Tel: 02438544270 - Fax: 02438541208
* Email: [pecc1@fpt.vn](mailto:peccl@fpt.vn) - Website: www.pecc1.com.vn
* Charter capital: VND 266,913,190,000
* Securities code: TV1
* Corporate governance model: The General Meeting of Shareholders, the Board of Directors, the Supervisory Board, and the General Manager.

1. Activities of the General Meeting of Shareholders:

On June 27, 2023, Power Engineering Consulting Joint Stock Company 1 held the Annual General Meeting of Shareholders 2023. The meeting closed at 3:30 p.m. on the same day.

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| General Mandate No. | Date | Content |
| 01/NQ-TVD1-DHDCD | June 27, 2023 | General Mandate |

1. The Board of Directors
2. Information about members of the Board of Directors

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| No. | Member of the Board of Directors | Position | Date of appointment/dismissal as member of the Board of Directors | |
| Appointment date | Dismissal date |
| 1 | Mr. Nguyen Tai Anh | Chair of the Board of Directors | June 30, 2020 |  |
| 2 | Mr. Nguyen Huu Chinh | Member of the Board of Directors | April 29, 2021 |  |
| 3 | Mr. Tran Thai Hai | Member of the Board of Directors | June 29, 2017 |  |
| 4 | Mr. Le Thanh Chung | Member of the Board of Directors | June 27, 2023 |  |
| 5 | Mr. Le Van Luc | Independent member of the Board of Directors | June 27, 2023 |  |
| 6 | Mr. Nguyen Duc Tuan | Member of the Board of Directors | June 29, 2018 | June 27, 2023 |
| 7 | Mr. Nguyen Duc Thanh | Independent member of the Board of Directors | June 29, 2018 | June 27, 2023 |

1. Board Resolutions/Decisions

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| No. | Resolution/Decision No. | Date | Content |
| 1 | 01/NQ-TVD1-HDQT | January 16, 2023 | Approve ensuring the credit extension at Vietnam Joint Stock Commercial Bank for Industry and Trade – Thang Long Branch |
| 2 | 02/NQ-TVD1-HDQT | February 02, 2023 | Personnel work at Power Investigation and Construction Company 2 Limited, Power Investigation and Designing 4 One Member Company Limited, Power Grid Consulting Center |
| 3 | 03/NQ-TVD1-HDQT | February 07, 2023 | Preparation plan for handover and reception at MTV3 |
| 4 | 04/NQ-TVD1-HDQT | February 23, 2023 | Record the list of shareholders to attend the Annual General Meeting of Shareholders 2023; |
| 5 | 48/QD-TVD1-HDQT | March 02, 2023 | Approve the technical plan and procurement estimate to replace the upstream double-leg gantry crane for Song Bung 5 Hydropower Plant |
| 6 | 61/QD-TVD1-HDQT | March 03, 2023 | 2023 work agenda of the Board of Directors |
| 7 | 05/NQ-TVD1-HDQT | March 09, 2023 | Charter of organization and operation of Danang Power Engineering Consulting Company Limited |
| 8 | 68/QD-TVD1-HDQT | March 09, 2023 | Results of reviewing and supplementing the personnel planning for the period of 2022-2026 and the period of 2026-2031 for the position of Chair-cum-General Manager of one member companies limited |
| 9 | 69/QD-TVD1-HDQT | March 10, 2023 | Plan to handle outstanding production and business expenses in process and make provisions for bad debts in 2022 |
| 10 | 70/QD-TVD1-HDQT | March 10, 2023 | Supervision plan to overcome the financial situation for Power Investigation and Construction Company 2 Limited |
| 11 | 71/QD-TVD1-HDQT | March 10, 2023 | Supervision plan to overcome the financial situation for Power Investigation and Designing 4 One Member Company Limited |
| 12 | 72/QD-TVD1-HDQT | March 10, 2023 | Approve construction drawing design dossier and estimates of sediment treatment items for water intake areas H1, H2 of Song Bung 5 Hydropower Plant |
| 13 | 82/QD-TVD1-HDQT | March 16, 2023 | Supervision plan to overcome the financial situation for Power Investigation and Designing Company 1 Limited |
| 14 | 06/NQ-TVD1-HDQT | March 27, 2023 | Change the time to hold the Annual General Meeting of Shareholders 2023 |
| 15 | 07/NQ-TVD1-HDQT | March 27, 2023 | * Regulations on selection of subcontractors and experts * Regulations on contract management and implementation |
| 16 | 09/NQ-TVD1-HDQT | March 28, 2023 | Labor recruitment plan and training plan for 2023 |
| 17 | 91/QD-TVD1-HDQT | March 31, 2023 | Temporary handling plan for personal loans of Mr. Le Minh Ha, Mr. Nguyen Tai Son and related people |
| 18 | 10/NQ-TVD1-HDQT | April 12, 2023 | Review, evaluate and classify employees in 2022. |
| 19 | 11/NQ-TVD1-HDQT | April 25, 2023 | Change the time to hold the Annual General Meeting of Shareholders 2023 |
| 20 | 12/NQ-TVD1-HDQT | April 29, 2023 | * Salary fund plan in 2022 * Plan to borrow unpaid salary from employees * Approve the contents of draft documents prepared for the Annual General Meeting of Shareholders 2023 to propose to EVN for approval before proposing to the General Meeting of Shareholders. |
| 21 | 13/NQ-TVD1-HDQT | May 23, 2023 | Change the time to hold the Annual General Meeting of Shareholders 2023 |
| 22 | 14/NQ-TVD1-HDQT | May 31, 2023 | Change the time to hold the Annual General Meeting of Shareholders 2023 |
| 23 | 131/QD-TVD1-HDQT | June 05, 2023 | Approve the construction drawing design dossier and estimates of treatments to reduce water column loss at the sewage screen of Units 1&2 - Song Bung 5 Hydropower Plant |
| 24 | 132/QD-TVD1-HDQT | June 05, 2023 | Establish the Shareholders’ Eligibility Verification Committee at the Annual General Meeting of Shareholders 2023 |
| 25 | 135/QD-TVD1-HDQT | June 13, 2023 | Approve the construction drawing design dossier and estimates of the items for dredging soil and rock in the discharge canal area of Song Bung 5 Hydropower Plant |
| 26 | 16/NQ-TVD1-HDQT | June 26, 2023 | Realized Salary fund in 2022 |
| 27 | 17/NQ-TVD1-HDQT  165/QD-TVD1-HDQT | July 11, 2023  July 12, 2023 | * Employees' retirement * Approve technical plans and estimates for periodic testing of electrical equipment at Song Bung 5 Hydropower Plant   From August 1, 2023, Mr. Dang Hoang Cam will no longer hold the position of Deputy General Manager of the Company. Reason: Resignation under the retirement regime |
| 28 | 18/NQ-TVD1-HDQT | July 21, 2023 | Personnel plan for leadership of Danang Power Engineering Consulting Company Limited |
| 29 | 19/NQ-TVD1-HDQT | July 27, 2023 | - Temporary regulations on costs for employees working in Nepal |
| 30 | 20/NQ-TVD1-HDQT | July 28, 2023 | * Approve the handling plan and estimate for supplies and equipment items, installation and acceptance of the automatic fire alarm and fire protection system of Song Bung 5 Hydropower Plant * Assign the duties within the Board of Directors * Work agenda for the last 6 months of 2023 of the Board of Directors * Assign an individual to carry out the responsibilities and tasks of the head of the Organization & Human Resources Department * The Board of Leaders’ structure of Thermal Power & New Energy Center * Production and business results in the first 6 months of 2023 |
| 31 | 21/NQ-TVD1-HDQT | August 07, 2023 | * Re-appointment of employees * Employee appointment * Assign individuals to continue performing the Chief Accountant’s responsibilities and tasks for Power Investigation and Construction Company 2 Limited |
| 32 | 214/QD-TVD1-HDQT | August 17, 2023 | Approve estimates of specialized works at Song Bung 5 Hydropower Plant |
| 33 | 215/QD-TVD1-HDQT | August 18, 2023 | Approve tasks and estimates of Audit services for Construction drawings in 2023 |
| 34 | 221/QD-TVD1-HDQT | August 21, 2023 | Approve estimates of specialized works at Song Bung 5 Hydropower Plant |
| 35 | 22/NQ-TVD1-HDQT | August 21, 2023 | Personnel work at the Office, Thermal Power & New Energy Center, Power Investigation and Designing Company 1 Limited |
| 36 | 225/QD-TVD1-HDQT | August 23, 2023 | Approve the contractor selection plan for the bidding package: Foreign consultants to support the implementation of related issues of bidding package No. 08 (TV08-QT1) - Quang Trach 1 Thermal Power Plant Project |
| 37 | 233/QD-TVD1-HDQT | August 28, 2023 | Approve technical tasks and estimates of deformation measurement and monitoring work for cycle 11 - Song Bung 5 Hydropower Plant |
| 38 | 234/QD-TVD1-HDQT | August 28, 2023 | Approve the policy of electing the Manager of Danang Power Engineering Consulting Company Limited |
| 39 | 235/QD-TVD1-HDQT | August 28, 2023 | Approve credit limits and guarantees for the 2023-2024 term at joint stock commercial banks |
| 40 | 236/QD-TVD1-HDQT | August 28, 2023 | Approve the result of reviewing and supplement the personnel planning for the management of the Company in the period of 2022-2026 and 2026-2031. |
| 41 | 23/NQ-TVD1-HDQT | August 29, 2023 | * Preparatory work to solve the problem of personal loans * Approve the amendments, additional requirements and principles for completing the draft Financial Regulations |
| 42 | 245/QD-TVD1-HDQT | September 13, 2023 | Approve design cost estimates and supervision consultancy for: Treatment to reduce water column loss at sewage screen Unit 1&2;... Of Song Bung 5 Hydropower Plant |
| 43 | 247/QD-TVD1-HDQT | September 13, 2023 | Approve tasks and cost estimates for establishing construction maintenance procedures - Song Bung 5 Hydropower Plant |
| 44 | 253/QD-TVD1-HDQT | September 18, 2023 | Approve the addition of credit loan purposes for the 2023-2024 term at Joint Stock Commercial Banks |
| 45 | 24/NQ-TVD1-HDQT | September 25, 2023 | * Personnel work at the Electrical Construction Survey Team * Personnel work at Danang Power Engineering Consulting Company Limited |
| 46 | 265/QD-TVD1-HDQT | October 02, 2023 | Approve estimates of specialized works at Song Bung 5 Hydropower Plant |
| 47 | 271/QD-TVD1-HDQT | October 16, 2023 | Approve the cost estimate for purchasing TM60 Electronic Total Station equipment |
| 48 | 25/NQ-TVD1-HDQT | October 19, 2023 | Mobilize and appoint officials to hold the position of Deputy Chief of Office |
| 49  50 | 26/NQ-TVD1-HDQT  27/NQ-TVD1-HDQT | November 27, 2023  November 28, 2023 | Regulations on management of the Company's representatives at subsidiaries   * Personnel work at the Electrical Construction Survey Team * Assign people to continue performing the responsibilities and duties of the Manager of Hydropower Consulting Center * Assign individuals to continue performing the Chief Accountant’s responsibilities and tasks for Power Investigation and Designing 4 One Member Company Limited |
| 51 | 28/NQ-TVD1-HDQT | December 19, 2023 | Adjust the base salary |
| 52 | 29/NQ-TVD1-HDQT | December 21, 2023 | * Approve the estimates for purchasing drilling machines * Personnel work at the Thuong Kon Tum Hydropower Project Supervising Team |
| 53 | 331/QD-TVD1-HDQT | December 25, 2023 | Approve the estimates for replacing arch valve gaskets. Item of spillway for Song Bung 5 Hydropower Plant |

1. Supervisory Board
2. Information about members of the Supervisory Board

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| No. | Member of the Supervisory Board | Position | Date of appointment as member of the Supervisory Board | Date of dismissal from a member of the Supervisory Board | Qualification |
| 1 | Mr. Nguyen Hong Quang | Chief | June 27, 2023 |  | Bachelor of Business Administration |
| 2 | Ms. Cao Thuy Nga | Chief | April 26, 2016 | June 27, 2023 |  |
| 3 | Ms. Cao Thuy Nga | Member | April 26, 2016 |  | Bachelor of Finance and Accounting and Master of Economics |
| 4 | Ms. Nguyen Hoang Diep | Member | April 26, 2016 |  | Bachelor of Finance and Accounting |
| 5 | Mr. Mai Huu Thung | Member | January 2008 | June 27, 2023 | Bachelor of Finance and Accounting |

1. The Board of Management

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| No. | Member of the Board of Management | Year of birth | Qualification | Appointment date | Dismissal date |
| 1 | Mr. Nguyen Huu Chinh General Manager | 1971 | Master | April 29, 2021 |  |
| 2 | Mr. Tran Thai Hai Deputy General Manager | 1973 | Master | September 18, 2021 |  |
| 3 | Mr. Dang Hoang Cam Deputy General Manager | 1962 | Master | August 01, 2015 | August 01, 2023 |
| 4 | Mr. Nguyen Kim Cuong Deputy General Manager | 1985 | Master | September 18, 2021 |  |
| 5 | Mr. Do Viet Khoa Deputy General Manager | 1971 | Master | October 11, 2022 |  |

1. Acting Chief Accountant

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| --- | --- | --- | --- |
| Full name | Year of birth | Qualification | Appointment date |
| Mr. Duong Anh Tuan | 1973 | Bachelor | January 10, 2018 |

1. Training on corporate governance:
2. List of affiliated persons of the Company and transactions between the affiliated persons of the Company with the Company itself.
3. Transactions between the Company and its affiliated person: None
4. Transactions between the Company and major shareholders, PDMR, or affiliated persons of PDMR: None
5. Transactions between PDMR of the Company, affiliated persons of PDMR and subsidiaries, companies under the control of the Company: None
6. Transactions between the Company and other entities:
   1. Transactions between the Company and the companies that the Company’s members of the Board of Directors, members of the Supervisory Board, the Board of Management and the Chief Accountant have been founding members or members of the Board of Directors, the Board of Management or the Chief Accountant for the last three (03) years (at the time of making the report): None
   2. Transactions between the Company and the companies that the affiliated persons of the Company’s members of the Board of Directors, members of the Supervisory Board, the Board of Management and the Chief Accountant are members of the Board of Directors, the General Manager or the Chief Accountant: None
   3. Other transactions of the Company that can bring about material or non-material benefits to the members of the Board of Directors, the members of the Supervisory Board, the Board of Management and the Chief Accountant: None
7. List of major shareholders
8. Share transactions of PDMR and affiliated persons of PDMR.
9. Company’s share transactions of PDMR and affiliated persons: None
10. Other significant issues: