**BCV: Annual Corporate Governance Report 2023**

On January 10, 2024, Vimico – Cao Bang Bang Giang Travel And Trading Joint Stock Company announced Report No. 03 /BC-HDQT on corporate governance in 2023 as follows:

* Name of Company: Vimico – Cao Bang Bang Giang Travel And Trading Joint Stock Company
* Head office address: No. 001 Kim Dong Street, Hop Giang Ward, Cao Bang City, Cao Bang Province, Vietnam
* Tel: (0206) 3955 789 Fax: (0206) 3855 984
* Charter capital: VND 18,000,000,000.
* Securities code: BCV
* Stock exchange: UPCOM
* Corporate governance model: the General Meeting of Shareholders, the Board of Directors, the Supervisory Board and the Board of Managers
* Internal audit execution: Unimplemented.
1. Activities of the General Meeting of Shareholders:

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| No. | General Mandate No. | Date | Content |
| 1 | General Mandate No. 84/NQ- DHDCD of the Annual General Meeting of Shareholders 2023 | June 6, 2023 | 1. Approve the Report on activities of the Board of Directors for the term 2018 – 2023 and the plan for the term 2023 - 2028;.
2. Approve the Report on production and business activities in 2022 and the production and business plan in 2023;
3. Approve the Report on activities of the Supervisory Board for the term 2018 – 2023 and the plan for the term 2023 - 2028;
4. Approve dismissing members of the Board of Directors and the Supervisory Board for the 2018 - 2023 term, and introducing personnel, electing the Board of Directors and Supervisory Board for the 2023 - 2028 term;
5. Approve the Financial Statements 2022 and profit distribution plan in 2022; the dividend payment plan in 2022 and dividend payment plan in 2023;
6. Approve the results of salary payment for managers, remunerations of the Board of Directors and the Supervisory Board in 2022 and the plan for 2023;
7. Approve the selection of an audit company for the Financial Statements 2023
8. Approve the election results of members of the Board of Directors and members of the Supervisory Board for the term 2023 - 2028.
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1. Activities of the Board of Directors:
2. Information about members of the Board of Directors:

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| --- | --- | --- | --- |
| No. | Members of the Board of Directors | Position | Date of appointment/dismissal as member/independent member of the Board of Directors |
| Appointment date | Dismissal date |
| 1 | Mr. Nguyen Van Vien | Chair of the Board of Directors | June 6, 2023 |  |
| 2 | Mr. Lam Duc Xuan | Non-executive member of the Board of Directors | June 6, 2023 |  |
| 3 | Mr. Vuong Van Huong | Non-executive member of the Board of Directors | June 6, 2023 |  |
| 4 | Ms. Nong Thi Thuy | Member of the Board of Directors-cum-Manager | June 6, 2023 |  |

1. Board Resolutions/ Board Decisions:

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| --- | --- | --- | --- |
| No. | Board Resolution/Board Decision No. | Date | Content |
| 1 | 38/NQ-HDQT | April 2, 2023 | Increase location rental prices |
| 2 | 39/NQ-HDQT | April 4, 2023 | Apply to extend the time to organize the General Meeting of Shareholders |
| 3 | 48/NQ-HDQT | April 10, 2023 | Resolution on organizing the General Meeting of Shareholders |
| 4 | 77/QD-HDQT | May 16, 2023 | Promulgate regulations on the election of the Board of Directors and the Supervisory Board for the 2023 - 2028 term |
| 5 | 84/NQ-HDQT | June 6, 2023 | General Mandate |
| 6 | 86/NQ-HDQT | June 6, 2023 | Resolution on electing the Chair of the Board of Directors |
| 7 | 91/QD-HDQT | June 7, 2023 | Resolution on appointing a person in charge of corporate governance of the Company |
| 8 | 104/NQ-HDQT | July 18, 2023 | Approve additional major repair plans for infrastructure in 2023 |
| 9 | 143/NQ-HDQT | September 14, 2023 | Resolution on canceling the appointment of the position of Chief Accountant |
| 10 | 148/NQ-HDQT | October 9, 2023 | Resolution on appointing the Head of the Finance and Accounting Department the Head of the General Administrative Department |
| 11 | 158/NQ-HDQT | October 25, 2023 | Resolution on operating the production and business activities |

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

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| --- | --- | --- | --- | --- |
| No. | Member of the Supervisory Board | Position | Date of appointment to the Supervisory Board | Qualification |
| 1 | Ms. Nguyen Thi Ngoc Anh | Chief of the Supervisory Board | June 6, 2023 | Bachelor of Accounting |
| 2 | Ms. Dao Thi Van Anh | Supervisor | June 6, 2023 | Bachelor of Economics |
| 3 | Mr. Nguyen Lenh An | Supervisor | June 6, 2023 | Master of Economics |

1. The Executive Board:

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| --- | --- | --- | --- | --- |
| No. | Member of the Executive Board | Date of birth | Qualification | Date of appointment as Member of the Executive Board |
| 1 | Ms. Nong Thi Thuy | October 6, 1972 | Bachelor of Economics | July 2019 |

1. Chief Accountant

On September 18, 2023, the decision to appoint the Company's Chief Accountant expired. Therefore, the Company does not re-appoint this position and only appoints the position of Head of Finance and Accounting Department.

1. Training on corporate governance
2. List of affiliated persons of the public company and transactions of affiliated persons of the Company with the Company itself
3. Transactions between the Company and its affiliated persons; or between the Company and major shareholders, PDMR, or affiliated persons of PDMR: None.
4. Transactions between the Company’s PDMR, affiliated persons of PDMR and subsidiaries and companies controlled by the Company: None.
5. Transactions between the Company and other entities: None.
	1. Transactions between the Company and the companies in which members of the Board of Directors, members of the Supervisory Board, the Manager and other managers have been founding members or members of the Board of Directors, the Executive Manager for the past three (03) years (calculated at the time of reporting): None.
	2. Transactions between the Company and companies where affiliated persons of members of the Board of Directors, members of the Supervisory Board, the Manager and other managers are members of the Board of Directors, the Executive Manager: None.
	3. Other transactions of the Company (if any) which can bring material or non-material benefits to members of the Board of Directors, members of the Supervisory Board, the Manager and other managers: None.
6. Share transactions of PDMR and affiliated persons of PDMR:
7. Company’s share transaction of PDMR and affiliated persons: None.