**EBS: Annual Corporate Governance Report 2023**

On January 12, 2024, Educational Book JSC in Hanoi City announced Report No. 09/BC-SGDHN on corporate governance in 2023 as follows:

* Name of public company: Educational Book JSC in Hanoi City
* Head office address: Building D, 2nd Floor, Vinaconex Office Area 1, 289A Khuat Duy Tien, Trung Hoa Ward, Cau Giay District, Hanoi, Vietnam.
* Tel: 024 62534301 Fax: 024 62657742
* Email: info@sachgiaoduchanoi.vn
* Charter capital: VND 102,194,840,000
* Securities code: EBS
1. Activities of the General Meeting of Shareholders:

Information about the meetings and General Mandates/Decisions of the General Meeting of Shareholders (including General Mandates approved by collecting shareholders' opinions via a ballot):

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| No. | General Mandate/Decision No. | Date | Content |
| 1 | 01/SGDHN | April 18, 2023 | 1. Approve the Report of the Board of Directors, the Board of Management, and the Supervisory Board.
2. Approve the Financial Statements, the profit, revenue, and profit distribution in 2022 audited by AAC Auditing And Accounting Company, and the salary unit price in 2022.
3. Approve the expected business and production plan, salary unit price in 2023 and authorize the Board of Directors to invest in potential projects and companies to promote the effective use of the Company's capital.
4. Approve the authorization for the Board of Directors to decide on the selection of an audit company for the Company's Semi-annual Financial Statements 2023, the Financial Statements 2023, and the Consolidated Financial Statements 2023 and the implementation of information disclosure as per regulations.
5. Approve the total remuneration payment for members of the Board of Directors, the Secretariat of the Board of Directors and the Supervisory Board of the Company in 2022 and 2023.
6. Approve the Company giving a loan with the amount greater than 35% of the total asset value recorded in the most recent Financial Statements.
7. Approve the dismissal of Ms. Ly Thuy Loan as a member of the Supervisory Board.
8. Approve the appointment of Ms. Nguyen Thi Mai, DOB: October 20, 1991, ID card No. 001191015997 issued by the Police Department of Administrative Management of Social Order on July 24, 2021, as a member of the Supervisory Board.
9. Approve the election result of additional members for the Supervisory Board in the 2019-2023 term.
10. Approve contracts and transactions between the Company and Vietnam Education Publishing House Limited Company related to organizing manuscripts, organizing publishing, releasing textbooks and other publications and products serving the learning and teaching of students and teachers on the basis of ensuring the legitimate rights and interests of the Company and shareholders. When the Company’s representative signs the above related contracts and transactions, they shall notify the Board of Directors and the Supervisory Board about the entities related to those contracts and transactions.
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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 | Number of attended meetings | Rate | Reasons for absence |
| 1 | Mr. Ngo Trong Vinh | Chair | June 27, 2019 | 8 | 100% |  |
| 2 | Mr. Ngo Anh Phuong | Vice Chair | June 27, 2019 | 8 | 100% |  |
| 3 | Mr. Nguyen Thanh Tung | Member | Member of the Board of Directors from April 17, 2020 | 8 | 100% |  |
| 4 | Ms. Ngo Thi Thanh Huyen | Member | June 27, 2019 | 8 | 100% |  |
| 5 | Ms. Lam Quynh Huong | Member | June 27, 2019 | 8 | 100% |  |
| 6 | Mr. To Thanh Binh | Member | June 27, 2019 | 8 | 100% |  |
| 7 | Ms. Ngo Phuong Anh | Member | June 27, 2019 | 8 | 100% |  |

1. Board Resolutions/Decisions

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| No. | Resolution No. | Date | Content |
| 1 | 01/2023/HDQT-NQ | January 04, 2023 | Approve the loan to CMC Investment Joint Stock Company |
| 2 | 02/2023/HDQT-NQ | February 07, 2023 | Approve recording the list of shareholders attending the General Meeting of Shareholders 2023 and the dividend prepayment in 2022 in cash; Approve the time to hold the Annual General Meeting of Shareholders 2023 |
| 3 | 03/2023/HDQT-NQ | March 02, 2023 | Approve the contents and agendas of the Annual General Meeting of Shareholders 2023; Approve the compilation of German textbooks from grades 3 to 12 |
| 4 | 04/2023/HDQT-NQ | April 19, 2023 | Approve the purchase of Ford brand pickup trucks from Educational Book Joint Stock Company in Ho Chi Minh City |
| 5 | 05/2023/HDQT-NQ | May 15, 2023 | Approve the loan to CMC Investment Joint Stock Company and the selection of AAC Auditing and Accounting Company to audit the Semi-annual Financial Statements 2023, the Financial Statements 2023, and the Consolidated Financial Statements 2023 of Educational Book JSC in Hanoi City. |
| 6 | 06/2023/HDQT-NQ | August 23, 2023 | Approve the dismissal of Ms. Dang Thi Nhu as the Deputy General Manager of the Company from September 01, 2023 due to job transfer |
| 7 | 07/2023/HDQT-NQ | September 05, 2023 | Approve the loan to Vietnam EBS Solar Energy Joint Stock Company |
| 8 | 08/2023/HDQT-NQ | October 03, 2023 | Approve the authorization for Mr. Nguyen Thanh Tung – the General Manager and member of the Executive Board of Educational Book JSC in Hanoi City to proactively decide on financial investment (with the maximum investment limit specifically specified in the Meeting Minutes dated October 3, 2023)  |

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/dismissal as member of the Supervisory Board | Number of attended meetings | Rate | Reasons for absence |
| 1 | Mr. Nguyen Trong Ha | Chief of the Supervisory Board | June 27, 2019 | 1 | 100% |  |
| 2 | Mr. Tran Van Que | Member | June 27, 2019 | 1 | 100% |  |
| 3 | Ms. Ly Thuy Lan | Member | From April 17, 2020 to April 18, 2023 | 1 | 100% |  |
| 4 | Ms Nguyen Thi Mai | Member | From April 18, 2023 | 1 | 100% |  |

1. The Executive Board:

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| --- | --- | --- | --- | --- |
| No. | Member of the Executive Board | Date of birth | Qualification | Date of appointment/dismissal as member of the Executive Board |
| 1 | Mr. Nguyen Thanh Tung | October 14, 1982 | Master of Economics | September 02, 2019 |
| 2 | Mr. Ngo Trong Vinh | February 05, 1964 | Construction Engineer, Bachelor in Economics | July 26, 2019 |

1. Chief Accountant

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| No. | Member of the Executive Board | Date of birth | Qualification | Date of appointment/dismissal as member of the Executive Board |
| 1 | Ms. Nguyen Thi Hoa | January 09, 1986 | Bachelor of Accounting | September 02, 2019 |

1. Training on corporate governance:
2. List of affiliated persons of the public company according to the provisions of Clause 34, Article 6 of the Law on Securities (Semi-annual Report):
3. Transactions between the Company and its affiliated persons.
4. Transactions between PDMR of the listed company, affiliated persons of PDMR and subsidiaries, companies controlled by the listed company.
5. Transactions between the Company and other entities:
	1. Transactions between the Company and the companies where members of the Board of Directors, members of the Supervisory Board and the Executive Manager (General Manager) have been founding members or members of the Board of Directors, the Executive Manager (General Manager).
	2. Transactions between the Company and the companies in which affiliated persons of members of the Board of Directors, members of the Supervisory Board and the Executive Manager (General Manager) are members of the Board of Directors, members of the Supervisory Board, the Executive Manager (General Manager).
	3. Other transactions of the Company (if any) that can bring material or non-material benefits to members of the Board of Directors, members of the Supervisory Board, the Executive Manager (General Manager).
6. Transactions of internal shareholders/major shareholders and affiliated persons:
7. Transactions of PDMR and affiliated persons of PDMR on shares of the listed company
8. Other significant issues