**TVG: Annual Corporate Governance Report 2023**

On January 15, 2024, Transport Investment and Construction Consultant JSC announced Report No. 01/BC-HDQT/TRICC on the Corporate Governance in 2023 as follows:

* Name of Company: Transport Investment and Construction Consultant JSC
* Head office address: No. 26, Lane 371, Kim Ma Street, Ngoc Khanh Ward, Ba Dinh District, Hanoi City
* Tel: 024.3 7714 276 Fax: 024.3.8461.892 Email: [Tricc@Fpt.vn](mailto:Tricc@Fpt.vn)
* Charter capital: VND 20,295,890,000
* Securities code: TVG
* Corporate governance model:
* The General Meeting of Shareholders, the Board of Directors, the Supervisory Board, and the General Manager/ Manager
* Internal audit execution: Independent audit outsourcing

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):

|  |  |  |  |
| --- | --- | --- | --- |
| No. | General Mandate/Decision of the General Meeting of Shareholders No. | Date | Content |
| 1 | 01/TRICC-NQ/DHCD | April 19, 2023 | Annual General Meeting of Shareholders 2023 |

1. The Board of Directors (Annual Report):
2. Information about members of the Board of Directors

|  |  |  |  |  |
| --- | --- | --- | --- | --- |
| No. | Member of the Board of Directors | Position (independent member, non-executive member) | Date of appointment/dismissal as member/independent member of the Board of Directors | |
| Appointment date | Dismissal date |
| 1 | Mr. Do Van Hat | Chair of the Board of Directors | October 29, 2005 |  |
| 2 | Mr. Mai Hoang Dung | Member of the Board of Directors | April 19, 2023 |  |
| 3 | Mr. Dang Tuan Cuong | Member of the Board of Directors | March 26, 2016 |  |
| 4 | Mr. Dang Anh Hao | Member of the Board of Directors | June 22, 2020 |  |
| 5 | Mr. Nguyen Cong Phu | Member of the Board of Directors | June 3, 2021 |  |

1. Board Resolutions/Decisions (Annual Report 2023):

|  |  |  |  |
| --- | --- | --- | --- |
| No. | Board Resolution/ Decision No. | Date | Content |
| 1 | 01/TRICC-NQ/HDQT | March 27, 2023 | Decision on establishing the Preparation Committee for the General Meeting of Shareholders 2023 |
| 2 | 01/TRICC-QD/HDQT | March 27, 2023 | Decision on establishing the Preparation Committee for the General Meeting of Shareholders |
| 3 | 02/TRICC-QD/HDQT | March 27, 2023 | Decision on establishing the Shareholder Eligibility Verification Committee of the General Meeting of Shareholders |
| 4 | 15/TRICC-QD/HDQT | March 31, 2023 | Decision on dismissing the General Manager |
| 5 | 14/TRICC-QD/HDQT | March 31, 2023 | Decision on dismissing the Deputy General Manager |
| 6 | 29/TRICC-QD/HDQT | April 26, 2023 | Decision on appointing the General Manager |

1. The Supervisory Board/Audit Committee (Annual Report):
2. Information about members of the Supervisory Board/Audit Committee

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| --- | --- | --- | --- | --- |
| No. | Member of the Supervisory Board/Audit Committee | Position | Date of appointment/dismissal as member of the Supervisory Board/Audit Committee | Qualification |
| 1 | Ms. Dang Thi Hoan | Chief of the Supervisory Board | June 3, 2021 | Bachelor of Economics |
| 2 | Ms. Nguyen Thi Lan Phuong | Member | June 3, 2021 | Bachelor of Economics |
| 3 | Pham Thanh Doan | Member | June 22, 2020 | Automobile Transport Engineer |

1. The Executive Board

|  |  |  |  |  |
| --- | --- | --- | --- | --- |
| No. | Member of the Executive Board | Date of birth | Qualification | Date of appointment/dismissal as member of the Executive Board |
| 1 | Mr. Dang Tuan Cuong | March 05, 1974 | Bachelor of Economics | April 26, 2023 |
| 2 | Ms. Nguyen Thuy Hao | January 6, 1976 | Bachelor of Economics | November 1, 2015 |
| 3 | Mr. Dang Anh Hao | March 26, 1986 | Road and Bridge Construction Engineer | April 1, 2023 |

1. The Chief Accountant

|  |  |  |  |
| --- | --- | --- | --- |
| Full name | Date of birth | Qualification | Date of appointment/dismissal |
| Nguyen Thuy Hao | January 6, 1976 | Bachelor of Economics | November 1, 2015 |

1. Training on corporate governance:
2. List of affiliated persons of the public company (annual report) and transactions between affiliated persons of the Company and the Company itself
3. Transactions between the Company and affiliated persons of the Company; or between the Company and major shareholders, PDMR, or affiliated persons of PDMR
4. Transactions between the Company’s PDMR, affiliated persons of PDMR and subsidiaries, companies controlled by the Company
5. Transactions between the Company and other entities:
   1. Transactions between the Company and companies that members of the Board of Directors, members of the Supervisory Board, the Manager (General Manager) and other managers are founding members or members of the Board of Directors or the Executive Manager (General Manager) in the past three years (at the time of making the Report)
   2. Transactions between the Company and companies that affiliated persons of members of the Board of Directors, members of the Supervisory Board, the Manager (General Manager) and other managers are members of the Board of Directors or the Executive Manager (General Manager)
   3. Other transactions of the Company (if any) that can bring about material or non-material benefits to members of the Board of Directors, members of the Supervisory Board, the Manager (General Manager) and other managers.
6. Share transactions of PDMR and affiliated persons of PDMR (Annual report)
7. Company’s share transactions of PDMR and affiliated persons
8. Other significant issues: