**DIH: Annual Corporate Governance Report 2023**

On January 15, 2024, Development Investment Construction Hoi An JSC announced Report No. 03/BC-HDQT-DICHA on corporate governance in 2023 as follows:

* Name of Company: Development Investment Construction Hoi An JSC
* Head office address: No. 25 Hung Vuong Street - Cam Pho Ward - Hoi An City - Quang Nam Province
* Tel: 02353.863531 Fax: 02353.863193 Email: [dichoiancompany@gmail.com](mailto:dichoiancompany@gmail.com)
* Charter capital: VND 59,949,620,000
* Securities code: DIH
* Corporate governance model: The General Meeting of Shareholders, the Board of Directors, the Supervisory Board, and the General Manager.
* Internal audit execution: Unimplemented.

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):

In 2023, Development Investment Construction Hoi An JSC held 01 Annual General Meeting of Shareholders 2023 at 07.30 a.m. on April 26, 2023 at the head office of the Company at No. 25 Hung Vuong Street - Cam Pho Ward - Hoi An City - Quang Nam Province.

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| No. | General Mandate/Decision No. | Date | Content |
| 1 | 22/NQ-DHDCD-DICHA | April 26, 2023 | Annual General Mandate 2023 |

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

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| --- | --- | --- | --- | --- |
| No. | Member of the Board of Directors | Position (independent member, non-executive member of the Board of Directors) | Date of appointment/dismissal as member/independent member of the Board of Directors | |
| Appointment date | Dismissal date |
| 1 | Mr. Tran Dinh Loi | Chair of the Board of Directors | June 28, 2019 |  |
| 2 | Mr. Tran Van Viet | Vice Chair of the Board of Directors-cum-General Manager | June 28, 2019 |  |
| 3 | Mr. Tran Minh Toan | Member/ Independent member of the Board of Directors | June 28, 2019 |  |
| 4 | Mr. Tran Dinh Danh | Member of the Board of Directors | June 28, 2019 |  |
| 5 | Mr. Ho Hai Bac | Member of the Board of Directors | June 28, 2019 |  |

1. Board Resolutions/Decisions in 2023:

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| --- | --- | --- | --- |
| No. | Resolution/Decision No. | Date | Content |
| 1 | 05A/QD-HDQT | March 7, 2023 | Appoint Mr. Ho Hai Bac as the representative of the Brick Factory. |
| 2 | 12/QD-HDQT | April 7, 2023 | Appoint Mr. Ho Hai Bac as the person in charge of corporate governance |
| 3 | 14A/QD-HDQT | April 8, 2023 | Appoint Mr. Pham Anh Thi as the Deputy General Manager |
| 4 | 27/QD- HDQT-DICHA | April 28, 2023 | Approve the transfer of land use rights to major shareholders, affiliated persons of the Company |
| 5 | 31/QD-HDQT | May 9, 2023 | Appoint Mr. Tran Dinh Huy as the Deputy General Manager |
| 6 | 32/QD-HDQT | May 9, 2023 | Appoint Mr. Nguyen Hoang Phuong as the Deputy General Manager |
| 7 | 43/QD-HDQT | July 7, 2023 | Terminate the operations of the Branch of Development Investment Construction Hoi An JSC in Da Nang |
| 8 | 58/QD-HDQT | September 6, 2023 | Appoint Ms. Vo Ho Quynh Giao as the Chief Accountant |
| 9 | 69/QD-HDQT | November 9, 2023 | Dissolve the Branch of H Development Investment Construction Hoi An JSC in Ho Chi Minh City |
| 10 | 74/NQ-HDQT | November 15, 2023 | Approve the plan to sell treasury shares |

1. The Supervisory Board/Audit Committee (2023)
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. Pham Thi Thanh Tam | Chief of Supervisory Board | April 27, 2021 | Master of Accounting |
| 2 | Mr. Nguyen Hoang Phuong | Member of the Supervisory Board | June 28, 2019 | Construction Engineer and Project Manager |
| 3 | Mr. Tran Dinh Dung | Member of the Supervisory Board | June 28, 2019 | Intermediate training in Construction |

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. Tran Van Viet | May 22, 1976 | Architect | July 9, 2019 |
| 2 | Mr. Pham Anh Thi | May 1, 1975 | Civil and industrial construction engineer | April 8, 2023 |
| 3 | Mr. Tran Dinh Huy | March 18, 1992 | Master of Finance Administration | April 8, 2023 |
| 4 | Mr. Nguyen Hoang Phuong | September 30, 1984 | Finance - Construction engineer and project manager | May 9, 2023 |

1. Chief Accountant

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| --- | --- | --- | --- |
| Full name | Date of birth | Qualification | Date of appointment/dismissal |
| Ms. Vo Ho Quynh Giao | July 22, 1972 | Bachelor of Accounting | September 6, 2023 |

1. Training on corporate governance:
2. List of affiliated persons of the public company (Semi-annual Report) and transactions between affiliated persons of the Company with the Company
3. Transactions between the Company and affiliated persons of the Company; or between the Company and major shareholders, PDMR, affiliated persons of PDMR:

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| --- | --- | --- | --- | --- | --- | --- | --- | --- |
| No. | Name of organization/individual | Relations with the Company | NSH\* No., Date of issue, Place of issue | Head office address/Contact address | Time of transaction | General Mandate/Decision of the General Meeting of Shareholder or Board Resolution/Decision No. (if any, specify the issuance date) | Content, quantity, total value of transaction | Notes |
| 1 | Tran Dinh Huy | Major shareholders, affiliated persons of PDMR | 049092027787 | 35 Binh Minh 2, Group 01, Binh Thuan, Hai Chau, Da Nang | April 28, 2023 | 27/QD- HDQT-DICHA | Land plot No. 28, Zone B2-2. Transfer area: 246.7m2. Value: VND 10.855 billion |  |
| 2 | Tran Van Son | Member of the Supervisory Board | 049081015780 | Block Ha Quang Tay, Dien Duong Ward, Dien Ban Town, Quang Nam Province | April 28, 2023 | 27/QD- HDQT-DICHA | Land plot No. 17, Zone B2-2. Transfer area: 150m2 Value: VND 6.6 billion |  |
| 3 | Vo Ho Quynh Giao | Chief Accountant | 048172005675 | 130 Ly Thuong Kiet, Son Phong Ward, Hoi An, Quang Nam | April 28, 2023 | 27/QD- HDQT-DICHA | Land plot No. 19, Zone B2-2. Transfer area: 150m2 Value: VND 6.6 billion |  |
| 4 | Do Thanh Quang | Major shareholder | 049077016716 | 26 Dien Bien Phu, Thanh Ha, Hoi An, Quang Nam | April 28, 2023 | 27/QD- HDQT-DICHA | Land plot No. 20, Zone B2-2. Transfer area: 150m2 Value: VND 6.6 billion |  |

1. Transactions between the Company’s PDMR, affiliated persons of PDMR and subsidiaries, companies controlled by the Company: None
2. Transactions between the Company and other entities: None
   1. Transactions between the Company and the company in which members of the Board of Directors, members of the Supervisory Board, the Manager (General Manager) and other managers have been founding members or members of the Board of Directors, the Executive Manager (General Manager) for the past three (03) years (as at the time of reporting).
   2. Transactions between the Company and the companies in which 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, 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.
3. Share transactions of PDMR and affiliated persons of PDMR (2023)
4. Company’s share transaction of PDMR and affiliated persons: None
5. Other significant issues: None