**SDT: Annual Corporate Governance Report 2023**

On January 12, 2024, Song Da No 10 JSC announced Report No. 42/BC-CBTT on corporate governance in 2023 of the Company as follows:

Name of listed company: Song Da No 10 JSC.

Head office address: 11th floor, Song Da Building, Pham Hung Street - My Dinh 1 Ward - Nam Tu Liem District - Hanoi.

Tel: 0437683998 Fax: 0437683991.

Charter capital: VND 427,323,100,000.

Securities code: SDT - Hanoi Stock Exchange.

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 meetings and General Mandates/Decisions of the General Meeting of Shareholders:

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| --- | --- | --- | --- |
| No. | General Mandate/Decision No. | Date | Content |
| 1 | 362/NQ-DHDCD | June 29, 2023 | Annual General Mandate 2023. |

In 2023, the Annual General Meeting of Shareholders was held once. Minutes and General Mandates 2023 were sent to the State Securities Commission, Hanoi Stock Exchange and uploaded on the Company’s website (<https://www.songda10.com.vn>) according to the regulations on information disclosure on the securities market. Besides, the Company did not organize collecting shareholders' opinions via a ballot.

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 | Tran Tuan Linh | Chair - Non-executive member | April 16, 2013 |  |
| 2 | Nguyen Tuan Anh | Member of the Board of Directors-cum-General Manager | June 28, 2022 |  |
| 3 | Pham Van Tang | Non-executive member of the Board of Directors | June 30, 2021 |  |
| 4 | Do Duc Manh | Non-executive member of the Board of Directors | June 15, 2018 |  |
| 5 | Pham Hoang Phuong | Member of the Board of Directors-cum-Deputy General Manager | June 30, 2021 |  |

1. Board Resolutions/Decisions:

In 2023, the Board of Directors promulgated 54 Resolutions and Decisions to direct and manage the production and business activities of the Company. Resolutions and Decisions were promulgated in accordance with the provisions of law and the Company’s Charter on organization and operation.

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| --- | --- | --- | --- |
| No. | Board Resolution/Decision No. | Date of promulgation | Content |
| 1 | 10/NQ-HDQT | January 09, 2023 | Approve the 13th month salary of 2022 |
| 2 | 11/QD-HDQT | January 09, 2023 | Approve the liquidation and sale of assets |
| 3 | 12/QD-HDQT | January 09, 2023 | Approve the liquidation and sale of assets |
| 4 | 67/NQ-HDQT | February 17, 2023 | Issue guarantee for Thuong Kon Tum hydroelectric project |
| 5 | 88/NQ-HDQT | February 27, 2023 | Change the independent audit company |
| 6 | 103/NQ-HDQT | March 03, 2023 | Song Da No 10.1's staff work: Appoint Mr. Tue |
| 7 | 104/NQ-HDQT | March 03, 2023 | Staff work: Appoint Mr. Bui Van Khanh |
| 8 | 109/NQ-HDQT | March 03, 2023 | Re-establish Departments, Councils, and Specialized Teams |
| 9 | 110/QD-HDQT | March 03, 2023 | Establish the Human Resources Recruitment Council |
| 10 | 111/QD-HDQT | March 03, 2023 | Establish the Salary Raising Council |
| 11 | 112/QD-HDQT | March 03, 2023 | Establish the Training Council |
| 12 | 113/QD-HDQT | March 03, 2023 | Establish the Reconciliation Council |
| 13 | 114/QD-HDQT | March 03, 2023 | Establish the Grassroots Occupational Safety and Sanitation Council |
| 14 | 115/QD-HDQT | March 03, 2023 | Establish the Price Council |
| 15 | 116/QD-HDQT | March 03, 2023 | Establish the Liquidation and Sale of Supplies and Assets Council |
| 16 | 117/QD-HDQT | March 03, 2023 | Establish the Emulation, Reward, and Disciplinary Council |
| 17 | 118/QD-HDQT | March 03, 2023 | Establish the Bid Evaluation Expert Team |
| 18 | 119/QD-HDQT | March 03, 2023 | Establish the Investment Appraisal and Bidding Team |
| 19 | 120/QD-HDQT | March 03, 2023 | Establish the Anti-Corruption Implementation Committee |
| 20 | 121/QD-HDQT | March 03, 2023 | Establish the Application of ISO and OHSAS Systems Steering Committee |
| 21 | 122/QD-HDQT | March 03, 2023 | Establish the Capital Recovery and Debt Settlement Steering Committee |
| 22 | 123/QD-HDQT | March 03, 2023 | Establish the Committee for the Advancement of Women in Song Da No 10 |
| 23 | 124/QD-HDQT | March 03, 2023 | Establish the Company website’s editorial board |
| 24 | 161/NQ-HDQT | February 10, 2023 | Approve the Contract of receiving bidding package XL11 of North-South Expressway |
| 25 | 164/NQ-HDQT | March 29, 2023 | Assign the Capital Representative at Song Da No 10.9 and contents of the Meeting 2023  |
| 26 | 170/NQ-HDQT | March 31, 2023 | Assign bidding sub-package to Song Da No 10.1 |
| 27 | 197/NQ-HDQT | April 17, 2023 | Extend the time of the General Meeting of Shareholders |
| 28 | 242/NQ-HDQT | May 08, 2023 | Approve the Regulation on clerical and archive management |
| 29 | 243/QD-HDQT | May 08, 2023 | Approve and promulgate the Regulation on clerical and archive management |
| 30 | 245/NQ-HDQT | May 09, 2023 | Staff work |
| 31 | 264/NQ-HDQT | May 17, 2023 | Approve the Son Trieu Tunnel bidding subcontract |
| 32 | 265/NQ-HDQT | May 17, 2023 | Approve the Son Trieu Tunnel bidding subcontract |
| 33 | 336/NQ-HDQT | June 20, 2023 | Change the time to pay the dividends of 2019 |
| 34 | 352/NQ-HDQT | June 27, 2023 | Assign the Capital Representative and approve the contents of Nam He Hydro Power Joint Stock Company's General Meeting of Shareholders 2023 |
| 35 | 378/QD-HDQT | June 30, 2023 | Promulgate the Company’s Charter |
| 36 | 403/NQ-HDQT | July 12, 2023 | Liquidate fixed assets according to Proposal No. 380TT/KTKH |
| 37 | 404/QD-HDQT | July 12, 2023 | Approve the liquidation and sale of assets |
| 38 | 416/NQ-HDQT | July 17, 2023 | Select an audit company for 2023 |
| 39 | 445/NQ-HDQT | July 27, 2023 | Approve the salary plan for direct labor at Nam Phak Hydropower Project |
| 40 | 461/NQ-HDQT | August 03, 2023 | Approve the short-term credit line and guarantee in 2023 |
| 41 | 516/NQ-HDQT | August 15, 2023 | Approve the appendix of the bidding subcontract for Nam Phak Hydropower Project |
| 42 | 535/NQ-HDQT | August 24, 2023 | Approve the investment of 6 dump trucks with a total loading capacity of 24 tons |
| 43 | 536/QD-HDQT | August 24, 2023 | Approve the investment of 06 dump trucks with a total loading capacity of 24 tons |
| 44 | 579/NQ-HDQT | September 12, 2023 | Approve the appointment of Mr. Tran Van Hien as the Chief Accountant of Song Da No 10.1 One Member Limited Company |
| 45 | 580/NQ-HDQT | September 12, 2023 | Approve the staff work for Mr. Nguyen Van Thanh |
| 46 | 581/NQ-HDQT | September 12, 2023 | Approve the staff work for Mr. Pham Van Hung |
| 47 | 637/QD-HDQT | October 09, 2023 | Assign duties to Mr. Tran Dinh Tu |
| 48 | 701/NQ-HDQT | November 07, 2023 | Selection plan of the bidding package “Invest in 6 4WD dump trucks with a total loading capacity of 24 tons” |
| 49 | 741/NQ-HDQT | November 22, 2023 | Repair and troubleshoot Engine Set 2 of Nam He Hydroelectric Plant |
| 50 | 762/NQ-HDQT | November 27, 2023 | Staff work: Mr. Do Manh Tinh |
| 51 | 1003/NQ-HDQT | December 07, 2023 | Approve the Bid Soliciting Dossier for the bidding package of investing 6 24-ton dump trucks |
| 52 | 1004/QD-HDQT | December 07, 2023 | Approve the Bid Soliciting Dossier for the bidding package of investing 6 24-ton dump trucks |
| 53 | 1141/NQ-HDQT | December 20, 2023 | Approve the adjustment of E-HSMT content in the bidding package of investing 6 24-ton dump trucks |
| 54 | 1142/QD-HDQT | December 20, 2023 | Approve the adjustment of E-HSMT content in the bidding package of investing 6 24-ton dump trucks |

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/independent member of the Supervisory Board | Qualification |
| Appointment date | Dismissal date |
| 1 | Le Thi Mai Huong | Chief | April 16, 2013 |  | Bachelor of Financial and Accounting |
| 2 | Nguyen Van Thanh | Member | June 07, 2019 |  | Bachelor of Laws |
| 3 | Vu Thi To Nga | Member | June 30, 2021 |  | Construction and Economics Engineer |

1. The Executive Board:

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| --- | --- | --- | --- | --- | --- |
| No. | Member of the Executive Board | Date of birth | Qualification | Appointment date | Dismissal date |
| 1 | Mr. Nguyen Tuan Anh - General Manager  | November 10, 1977 | Underground and Mining Construction Engineer | November 08, 2022 |  |
| 2 | Mr. Tran Dinh Tu - Deputy General Manager | May 21, 1972 | Bachelor of Financial and Accounting | October 10, 2018 |  |
| 3 | Mr. Nguyen Thanh The Bao - Deputy General Manager | December 02, 1969 | Mechanical Engineer | November 23, 2017 |  |
| 4 | Mr. Pham Hoang Phuong- Deputy General Manager | November 25, 1979 | Underground and Mining Construction Engineer | August 19, 2019 |  |

1. Chief Accountant

|  |  |  |  |
| --- | --- | --- | --- |
| Full name | Date of birth | Qualification | Date of appointment/dismissal |
| Mr. Nguyen Trung Kien | September 20, 1981 | Bachelor of Economics | March 31, 2017 |

1. Training on corporate governance:
2. List of affiliated persons of the Company according to the provisions in Clause 34, Article 6 of the Law on Securities 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, affiliated persons of PDMR: None.
4. Transactions between the Company’s PDMR, affiliated persons of PDMR and subsidiaries or companies controlled by the Company: None.
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 Executive General Manager have been founding members or members of the Board of Directors, the Manager/General Manager for the past 03 years: None.
	2. Transactions between the Company and companies where the affiliated persons of members of the Board of Directors, members of the Supervisory Board, the Executive General Manager are members of the Board of Directors or the Manager/General Manager: 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 General Manager and other managers: None.
6. Share transactions of PDMR and affiliated persons of PDMR:
7. Transactions of PDMR and affiliated persons of PDMR: None.
8. Other significant issues: None.