**HD2: Annual Corporate Governance Report 2023**

On January 10, 2024, Housing Development Investment Joint Stock Company HUD2 announced Report No. 12/HUD2-TCHC on the corporate governance in 2023 as follows:

* Name of company: Housing Development Investment Joint Stock Company HUD2
* Head office address: No. 777, Giai Phong Street, Giap Bat Ward, Hoang Mai District, Hanoi
* Tel: 024.36686575 - Fax: 024.36646321
* Charter capital: VND 89,623,530,000
* Securities code: HD2
* Corporate governance model: The General Meeting of Shareholders, the Board of Directors, the Supervisory Board and the Manager.

1. Activities of the General Meeting of Shareholders in 2023

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

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| --- | --- | --- | --- |
| No. | General Mandate No. | Date | Approved Contents |
|  | 01/NQ-DHDCD | April 28, 2023 | Annual General Mandate 2023 of Housing Development Investment Joint Stock Company HUD2 |

1. The Board of Directors in 2023:
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 | Tran Hong Son | Chair of the Board of Directors | May 05, 2022 |  |
| 2 | Tong Truong Hai | Member of the Board of Directors, the Manager of the Company | April 29, 2022 |  |
| 3 | Bui Van Thanh | Member of the Board of Directors | April 29, 2022 |  |
| 4 | Bui Ngo Viet Cuong | Member of the Board of Directors, the Deputy Manager of the Company | April 29, 2022 |  |
| 5 | Nguyen Minh Chien | Member of the Board of Directors, Head of Planning and Investment Department | April 29, 2022 |  |

1. Board Resolutions/Decisions:

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| --- | --- | --- | --- |
| No. | Board Resolution/Decision No. | Date | Content |
| 1 | No. 02/NQ-HDQT | January 04, 2023 | Resolution on extending the mobilization period of capital from the plan to mobilize capital from the Company's employees, individuals, and other organizations (excluding credit institutions). |
| 2 | No. 08/NQ-HDQT | February 20, 2023 | Resolution on the approval of the survey, design document preparation, cost estimation, and investment in the construction of items (arising outside the project fence) for connecting water supply and erecting items (arising outside the project fence) for connecting water supply and sidewalk embellishment along Route 31 with the residential area in Thon Mau. |
| 3 | No. 10/NQ-HDQT | February 24, 2023 | Resolution on approving the production and business results for the year 2022, the production and business plan for the year 2023, and the plan for Q1/2023. |
| 4 | No. 12/NQ-HDQT | March 06, 2023 | Resolution on the record of list of shareholders exercising the rights to attend the Annual General Meeting of Shareholders 2023 |
| 5 | No. 15/NQ-HDQT | March 07, 2023 | Resolution on approving the supplement to the design work for house models and architectural facades in the Thon Mau Project. |
| 6 | No. 17/QD-HDQT | March 10, 2023 | Decision on approving the plan for selecting the contractor for the fourth adjustment. |
| 7 | No. 18/NQ-HDQT | March 08, 2023 | Resolution on approving the plan to mobilize short-term loans to supplement working capital for production and business operations, and using assets as collateral for borrowing and guaranteeing at BIDV Bank. |
| 8 | No. 19/QD-HDQT | March 15, 2023 | Decision on the establishment of the Inspection Team for the construction investment project of traditional raw-built residential buildings in the plot LK27, East Son Urban Area, Thanh Hoa. |
| 9 | No. 20/QD-HDQT | March 15, 2023 | Decision on the establishment of the Inspection Team for the construction investment project of traditional raw-built residential buildings in the plot BT01, East Son Urban Area, Thanh Hoa. |
| 10 | No. 21/NQ-HDQT | March 15, 2023 | Resolution on approving the adjustment to reduce the profit of My Ha. |
| 11 | No. 23/QD-HDQT | March 16, 2023 | Approve the Company’s Financial plan for 2023. |
| 12 | No. 27/QD-HDQT | April 04, 2023 | Decision on approving the Planned salary fund in 2023 |
| 13 | No. 31/NQ-HDQT | April 06, 2023 | Resolution on holding the Annual General Meeting of Shareholders 2023 of Housing Development Investment Joint Stock Company HUD2 |
| 14 | No. 47/QD-HDQT | May 04, 2023 | Decision on the payment of remuneration to the members of the Board of Directors, the Supervisory Board, and the salary fund for the managers in 2022. |
| 15 | No. 48/QD-HDQT | May 04, 2023 | Decision on distributing profit after tax of 2022 |
| 16 | No. 55/QD-HDQT | May 22, 2023 | Decision on sending to the Department-level leadership and management training course in 2023 |
| 17 | No. 65/NQ-HDQT | July 13, 2023 | Resolution on approving the supplement of tasks in adjusting the detailed planning (scale 1/500), revising the feasibility study report, and designing the infrastructure for the Thon Mau Residential Area Project, Thai Dao Commune, Lang Giang District, Bac Giang Province. |
| 18 | No. 71/QD-HDQT | July 26, 2023 | Decision on approving the plan to select the contractor for the 5th adjustment, supplementing the packages TV 18: Adjust the detailed planning (scale 1/500) TV 19, revise the feasibility study report, and design the infrastructure for the Thon Mau Residential Area Project, Thai Dao Commune, Lang Giang District, Bac Giang Province. |
| 19 | No. 75/NQ-HDQT | September 12, 2023 | Resolution on the selection of a unit to appraise the selling price of real estate products for the Thon Mau Residential Area Project, Thai Dao Commune, Lang Giang District, Bac Giang Province. |
| 20 | No. 79/NQ-HDQT | September 28, 2023 | Resolution on recording the record date of dividend payment in 2022 in cash. |
| 21 | No. 85/NQ-HDQT | October 10, 2023 | Resolution on approving the research proposal for the investment project: Renovation and reconstruction of the residential building at 95 Lang Ha Street. |
| 22 | No. 87/NQ-HDQT | October 10, 2023 | Resolution on approving the allocation plan for the investment expenses of constructing the Thon Mau Residential Area, Thai Dao Commune, Lang Giang District, Bac Giang Province. |
| 23 | No. 95/NQ-HDQT | November 08, 2023 | Resolution on approving the supplement of inspecting the adjusted design documents, construction drawing design, and adjusted project estimate for the Thon Mau Residential Area Project, Thai Dao Commune, Lang Giang District, Bac Giang Province. |
| 24 | No. 97/QD-HDQT | November 13, 2023 | Decision on approving the contractor selection plan for the 6th adjustment, supplementing the packages TV22: Inspect the adjusted design documents, construction drawing design, and adjusted project estimate for the Thon Mau Residential Area Project, Thai Dao Commune, Lang Giang District, Bac Giang Province. |
| 25 | No. 103/QD-HDQT | December 04, 2023 | Decision on approving the adjustment of the feasibility study report for the Thon Mau Residential Area Project, Thai Dao Commune, Lang Giang District, Bac Giang Province. |

1. The Supervisory Board in 2023
2. Information about the members of the Supervisory Board:

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| No. | Member of the Supervisory Board | Position | Appointment date | Date of dismissal as a member of the Supervisory Board | Qualification |
| 1 | Vu Thi Thu Hue | Chief of the Supervisory Board | May 05, 2022 |  | Bachelor of Economics |
| 2 | Nguyen Van Quang | Member of the Supervisory Board | April 29, 2022 |  | Bachelor of Economics |
| 3 | Pham Thi Thu Mai | Member of the Supervisory Board | April 29, 2022 |  | Bachelor of Laws |

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 | Tong Truong Hai - member of the Board of Directors  Manager | March 06, 1982 | Road and Bridge Construction Engineer | July 31, 2020 |
| 2 | Bui Ngo Viet Cuong- member of the Board of Directors  Deputy Manager | October 26, 1976 | Architect | January 21, 2016 |

1. The Chief Accountant

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| --- | --- | --- | --- |
| Full name | Date of birth | Qualification | Appointment date |
| Nguyen Thi Le Hang  Chief Accountant | February 11, 1977 | Master of Business and Management; Bachelor of Economics; Bachelor of Foreign Languages | June 30, 2021 |

1. Training on corporate governance
2. List of affiliated persons of the public company (report for the first 6 months of the year) and transactions between affiliated persons of the Company with 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: None.
4. Transactions between the Company’s PDMR, affiliated persons of PDMR and subsidiaries, 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 being 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 Company and company that 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 and members of the Supervisory Board, the Manager and other managers: None
6. Share transactions of PDMR and affiliated persons of PDMR (Semi-annual report).
7. Company’s share transactions of PDMR and affiliated persons: None
8. Other significant issues: None.