**HHG: Annual Corporate Governance Report 2023**

On January 12, 2024, Hoang Ha JSC announced Report No. 32.24/BCQT-HHG on the corporate governance in 2023 as follows:

* Name of Company: Hoang Ha JSC
* Head office address: No. 368 Ly Bon Street, Tien Phong Ward, Thai Binh City
* Tel: 0227.3846 908 Fax: 0227.3846908 Email:
* Charter capital: VND 348,963,540,000
* Securities code: HHG
* 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:

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| --- | --- | --- | --- |
| No. | General Mandate/Decision No. | Date | Content |
| 1 | 130.23/NQ-HH | April 26, 2023 | Annual General Mandate 2023 |

1. The Board of Directors in the first 6 months of 2023:
2. Information about members of the Board of Directors

|  |  |  |  |
| --- | --- | --- | --- |
| No. | Member  | Position | Date of appointment/dismissal as member of the Board of Directors |
| 1 | Mr. Luu Huy Ha | Chair of the Board of Directors | April 26, 2023 |
| 2 | Mr. Nguyen Huu Hoan | Vice Chair of the Board of Directors, General Manager | April 26, 2023 |
| 3 | Mr. Luu Tuan Anh | Member of the Board of Directors | April 26, 2023 |
| 4 | Mr. Luu Minh Son | Member of the Board of Directors | April 26, 2023 |
| 5 | Mr. Dinh Van Tho | Member of the Board of Directors, Deputy General Manager | April 26, 2023 |

1. Board Resolutions/Decisions

|  |  |  |  |
| --- | --- | --- | --- |
| No. | Board Resolution/Board Decision No. | Date | Content |
| 1 | 23.23/NQ-HDQT | February 06, 2023 | Board Resolution of Hoang Ha JSC on the organization of the Annual General Meeting of Shareholders 2023 |
| 2 | 53.23/NQ-HDQT | March 06, 2023 | Board Resolution on approving the Audited Financial Statements 2022 and the agenda for the Annual General Meeting of Shareholders 2023 |
| 3 | 89.23/NQ-HDQT | March 24, 2023 | Board Resolution on approving the agenda of the Annual General Meeting of Shareholders 2023 |
| 4 | 94.23/NQ-HDQT | March 27, 2023 | Board Resolution of Hoang Ha JSC on the expected time to organize the second Annual General Meeting of Shareholders |
| 5 | 132.23/NQ-HH | May 02, 2023 | Board Resolution of Hoang Ha JSC on approving the election of the Chair of the Board of Directors, the Vice Chair of the Board of Directors, and the Company's legal representative |
| 6 | 136.23/NQ-HH | May 09, 2023 | Board Resolution of Hoang Ha JSC on approving the appointment of the General Manager, the Chief Accountant, and the authorized information publisher |
| 7 | 219.23/NQ-HH | July 07, 2023 | Board Resolution of Hoang Ha JSC on approving the Company's production and business situation in Q2 and the plan for Q3, appointing the Deputy General Manager of the Company |
| 8 | 297.23/NQ-HDQT | November 09, 2023 | Board Resolution of Hoang Ha JSC on approving the report on the Company's production and business activities in recent times and from now until the end of Q4 and approving the General Manager's report on negotiating the transfer price of the bus station office project of Hoang Ha JSC and Dragonventures Investment and Development Joint Stock Company |

1. The Supervisory Board:
2. Information about the 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 |
| 1 | Nguyen Thu Huong | Chief | April 26, 2023 |
| 2 | Vu Doan Quan | Member  | April 26, 2023 |
| 3 | Bui Thi Tam | Member  | April 26, 2023 |

1. The Executive Board:

|  |  |  |  |  |
| --- | --- | --- | --- | --- |
| No. | Member of the Executive Board | Date of birth | Qualification | Appointment date |
| 1 | Nguyen Huu Hoan | March 05, 1967 | Bachelor of Economics | May 09, 2023 |
| 2 | Dinh Van Tho | September 1, 1959 | Engineer of Automobile Transportation Technology | October 01, 2019 |
| 3 | Le Van Sinh | February 06, 1977 | Engineer of Transport | July 20, 2023 |

1. Chief Accountant:

|  |  |  |  |
| --- | --- | --- | --- |
| Full name | Date of birth | Qualification | Appointment date |
| Pham Thi Loan | June 11, 1987 | Bachelor of Accounting | May 09, 2023 |

1. Training on corporate governance: None
2. List of affiliated persons of the listed company 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 and affiliated person of PDMR.
4. Transactions between PDMR of the listed company, affiliated persons of PDMR and subsidiaries, and 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, the Executive Manager (General Manager) 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): None
	2. Transactions between the Company and the companies where affiliated persons of members of the Board of Directors, members of the Supervisory Board, the General Manager and other managers are members of the Board of Directors, the Executive Manager (General Manager) are members of the Board of Directors and the Executive Manager (General Manager): None.
	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): None.
6. Share transactions of PDMR and affiliated persons of PDMR (Report of the first 6 months of 2023).
7. List of the Company’s share transactions of PDMR and affiliated persons of PDMR

|  |  |  |  |  |  |
| --- | --- | --- | --- | --- | --- |
| No. | Transaction conductor | Relations with PMDR | Number of shares owned at the beginning of the period | Number of shares owned at the end of the period | Reasons for increase, decrease (buy, sell, convert, bonus...) |
| Number of shares | Rate (%) | Number of shares | Rate (%) |
| 1 | Le Van Sinh | Deputy General Manager | 261,500 | 0.749% | 261,500 | 0.749% | Sell shares |

1. Other significant issues: None