**NED: Annual Corporate Governance Report 2023**

On January 16, 2024, North - West Electric Investment and Development Joint Stock Company announced Report No. 01/BC-HDQT on corporate governance in 2023 as follows:

* Name of public company: North - West Electric Investment and Development Joint Stock Company
* Head office address: Pa Cong Village, Huoi Mot Commune, Song Ma District, Son La Province
* Tel: 0246.663.8585 Fax:
* Website: ned.vn Email: dtb@1606.com.vn
* Charter capital: VND 405,000,000,000
* Securities code: NED
* 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:

|  |  |  |  |
| --- | --- | --- | --- |
| No. | Resolution/Decision No. | Date | Content |
|  | 01/NQ-DHDCD | June 26, 2023 | Annual General Meeting of Shareholders 2023 |

1. The Board of Directors (2022)
2. Information about members of the Board of Directors in the term of 2020-2025:

|  |  |  |  |
| --- | --- | --- | --- |
| No. | Member of the Board of Directors | Position | Date of appointment/dismissal as member/independent member of the Board of Directors |
| Appointment date | Dismissal date |
|  | Mr. Tran Van Huyen | Chair of the Board of Directors | May 2017 |  |
|  | Mr. Tran Duc Hau | Member of the Board of Directors | November 2020 |  |
|  | Mr. Duong Van Quyen | Member of the Board of Directors | April 2019 |  |

1. Board Resolutions/Decisions:

|  |  |  |  |
| --- | --- | --- | --- |
| No. | Board Resolution/Board Decision No. | Date | Content |
| 1. Resolution No.
 |
|  | 01/NQ-HDQT | March 10, 2023 | Divest 100% capital in Shisho Vietnam Joint Stock Company |
|  | 02/NQ-HDQT | March 10, 2023 | Purchase additional contributed capital at Công ty TNHH Đầu tư Trường Đại Lộc (tentatively translated as Truong Dai Loc Investment Limited Liability Company) |
|  | 03/NQ-HDQT | April 06, 2023 | Extend the Annual General Meeting of Shareholders 2023 and the record date to attend the Annual General Meeting of Shareholders 2023 |
|  | 04/NQ-HDQT | May 05, 2023 | Accept the resignation letter from Ms. Dang Thi Huyen |
| 5. | 06/NQ-HDQT | July 03, 2023 | Select an audit company for the Financial Statements 2023 |
| 6. | 07/NQ-HDQT | September 19, 2023 | Sign the Document on amending and supplementing collateral mortgage contract |
| 7. | 08/NQ-HDQT | December 20, 2023 | Approve the production and business plan for 2024 |
| 8. | 09/NQ-HDQT | December 26, 2023 | Postpone the implementation of dividend payment in 2022 |
| 1. Decision
 |
| 1. | 05/QD-HDQT | June 30, 2023 | Dismiss Mr. Dao Kim Cuong as the Deputy General Manager |

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

|  |  |  |  |  |  |
| --- | --- | --- | --- | --- | --- |
| No. | Full name | Position | Date of appointment | Date of dismissal as member of the Supervisory Board | Qualification |
| 1. | Ms. Bui Thi Van | Chief of the Supervisory Board | April 2019 |  | Bachelor of Accounting |
| 2. | Ms. Tran Thuy Linh | Member of the Supervisory Board | June 2023 |  | Bachelor of Finance - Banking |
| 3. | Ms. Vu Thi Tra | Member of the Supervisory Board | May 2021 |  | Bachelor of Business Administration |
| 4. | Ms. Dang Thi Huyen | Member of the Supervisory Board | November 2020 | June 2023 | Bachelor of Finance - Banking |

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. Duong Van Quyen | January 15, 1983 | Electrical Engineer | Appointed in August, 2019 |
| 2. | Mr. Nguyen Ngoc Ha | December 23, 1979 | Mechanical Engineer | Appointed in October, 2022 |
| 3. | Mr. Dao Kim Cuong | August 23, 1984 | Electrical Engineer | Dismissed in June, 2023 |

1. Chief Accountant:

|  |  |  |  |
| --- | --- | --- | --- |
| Full name | Date of birth | Qualification | Appointment date |
| Nguyen Thi Thu Hang | October 09, 1992 | Bachelor of Accounting | January 16, 2021 |

1. Training on corporate governance:
2. List of affiliated persons of the public company and transactions between affiliated persons of the Company and the Company itself:
3. Transactions between the Company and its affiliated persons, or between the Company and major shareholders, PDMR and affiliated persons of PDMR: None.
4. Transactions between the Company’s PDMR, affiliated persons of PDMR with subsidiaries and companies controlled by the Company: None
5. Transactions between the Company and other entities: None
6. Share transactions of PDMR and affiliated persons of PDMR
7. Transactions between PDMR and affiliated persons for shares of the listed company:

|  |  |  |  |  |  |
| --- | --- | --- | --- | --- | --- |
| 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.  | Tran Van Huyen | PDMR | 2,227,500 | 5.5% | 2,255,150 | 5.5% | Sale of shares |
| 2. | Duong Van Quyen | PDMR | 0 | 0% | 120,000 | 0.29% | Purchase of shares |
| 3. | Tran Duc Hau | PDMR | 0 | 0% | 100,000 | 0.25% | Purchase of shares |
| 4. | Hoang Long Group Investment Joint Stock Company | Affiliated organization of PDMR | 2,227,500 | 5.5% | 0 | 0% | Sale of shares |
| 5. | Mai Van Duong | Vu Thi Tra’s husband - Member of the Supervisory Board | 12,100 | 0.03% | 0 | 0% | Sale of shares |

1. Other significant issues:

In 2023, the Company has a number of changes in senior personnel (information disclosure in accordance with regulations), specifically as follows:

Dismiss Mr. Dao Kim Cuong as the Deputy General Manager of the Company from July 01, 2023.