**PPE: Annual Corporate Governance Report 2023**

On January 16, 2024, PP Enterprise Investment Consultancy Joint Stock Company announced Report No. 03/2024/PPE-BC on the corporate governance of the Company in 2023 as follows:

1. General information:

* Name of Company: PP Enterprise Investment Consultancy Joint Stock Company
* Headquarters address: 12th Floor, Diamond Flower Tower Building, No. 48 Le Van Luong Street, Nhan Chinh Ward, Thanh Xuan District, Hanoi City, Vietnam.
* Tel: 024.3557.2222
* Charter capital: VND 20,000,000,000.
* Securities code: PPE
* Corporate governance model:
* The General Meeting of Shareholders;
* The Board of Directors;
* The Supervisory Board;
* The Manager
* Internal audit execution: Implemented

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) as follows:

|  |  |  |  |
| --- | --- | --- | --- |
| No. | General Mandate No. | Date of promulgation | Content |
| 01 | 2905/2023/PPE/NQ-DHDCDTN | May 29, 2023 | The Annual General Mandate 2023 approved contents under the authorities of the General Meeting of Shareholders. |
| 02 | 3011/2023/PPE/NQ-DHDCDBT | November 30, 2023 | The Extraordinary General Mandate 2023 approved contents under the authorities of the General Meeting of Shareholders. |

1. The Board of Directors: In 2023, the Board of Directors of the Company underwent changes through the Extraordinary General Meeting of Shareholders of the Company, specifically:
2. Information about members of the Board of Directors (from January 01, 2023 to November 30, 2023):

|  |  |  |  |  |
| --- | --- | --- | --- | --- |
| 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 |
| 1 | Nguyen Thi Hai Minh | Chair of the Board of Directors | April 28, 2022 | November 30, 2023 |
| 2 | Nguyen Manh Truong | Member of the Board of Directors | April 28, 2022 | November 30, 2023 |
| 3 | Tran Huynh Thanh Tra | Member of the Board of Directors | April 28, 2022 | November 30, 2023 |

1. Information about members of the Board of Directors ( term of 2023-2028 - elected on November 30, 2023):

|  |  |  |  |  |
| --- | --- | --- | --- | --- |
| 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 |
| 1 | Hoang Viet | Chair of the Board of Directors | November 30, 2023 |  |
| 2 | Nguyen Manh Tuan | Member of the Board of Directors | November 30, 2023 |  |
| 3 | Le Tuyet Mai | Member of the Board of Directors | November 30, 2023 |  |

1. Board Resolutions/Decisions:

|  |  |  |  |
| --- | --- | --- | --- |
| No. | Board Resolution/Decision No. | Date | Content |
| 1 | 01/2023/PPE/NQ-HDQT | March 03, 2023 | Convene the Annual General Meeting of Shareholders 2023 |
| 2 | 02/2023/PPE/NQ-HDQT | April 06, 2023 | Change the time to organize the Annual General Meeting of Shareholders 2023 |
| 3 | 03/2023/PPE/NQ-HDQT | June 26, 2023 | Approve the selection of an audit company for the year 2023 |
| 4 | 04/2023/PPE/NQ-HDQT | August 28, 2023 | Approve the plan for lending capital - Sakireal Company |
| 5 | 05/2023/PPE/NQ-HDQT | October 02, 2023 | Approve the plan for lending capital - Saigon Equipment and Construction Company Limited |
| 6 | 06/2023/PPE/NQ-HDQT | October 18, 2023 | Organize the Extraordinary General Meeting of Shareholders 2023 |
| 7 | 07/2023/PPE/NQ-HDQT | November 08, 2023 | Nominate candidates for the additional election of members of the Board of Directors for the term of 2023 - 2028 |
| 8 | 01.3011/2023/PPE/NQ-HDQT | November 30, 2023 | Dismiss the Chair of the Board of Directors of the Company |
| 9 | 02.3011/2023/PPE/NQ-HDQT | November 30, 2023 | Elect the Chair of the Board of Directors of the Company |
| 10 | 03.3011/2023/PPE/NQ-HDQT | November 30, 2023 | Dismiss the General Manager of the Company |
| 11 | 04.3011/2023/PPE/NQ-HDQT | November 30, 2023 | Appoint the Manager of the Company |
| 12 | 05.3011/2023/PPE/NQ-HDQT | November 30, 2023 | Change the legal representative of the Company |
| 13 | 06.3011/2023/PPE/NQ-HDQT | November 30, 2023 | Dismiss the Chief Accountant of the Company |
| 14 | 07.3011/2023/PPE/NQ-HDQT | November 30, 2023 | Appoint the Chief Accountant of the Company |
| 15 | 08.3011/2023/PPE/NQ-HDQT | November 30, 2023 | Dissolve the Audit and Risk Management Committee |
| 16 | 09.3011/2023/PPE/NQ-HDQT | November 30, 2023 | Abolish the Internal Audit Regulations |
| 17 | 10.3011/2023/PPE/NQ-HDQT | November 30, 2023 | Appoint the person in charge of corporate governance-cum-the Company’s Secretariat |
| 18 | 01.06.12/2023/PPE-NQ-HDQT | December 06, 2023 | Change the authorized person to disclose information |
| 19 | 20.12/2023/PPE/NQ-HDQT | December 20, 2023 | Approve the plan for lending capital |

1. The Audit and Risk Management Committee (from January 01, 2023 to November 30, 2023) and the Supervisory Board (from November 30, 2023 to present):
   * + 1. Members of the Audit and Risk Management Committee (from January 01, 2023 to November 30, 2023):

|  |  |  |  |  |  |
| --- | --- | --- | --- | --- | --- |
| No. | Members of the Supervisory Board/Audit and Risk Management Committee | Position | Date of appointment/dismissal as member of the Supervisory Board/Audit and Risk Management Committee | | Qualification |
| Appointment date | Dismissal date |
| 1 | Nguyen Manh Truong | Chair of the Audit and Risk Management Committee | May 11, 2022 | November 30, 2023 | Bachelor |
| 2 | Tran Huynh Thanh Tra | Member of the Audit and Risk Management Committee | May 11, 2022 | November 30, 2023 | Bachelor |

* + - 1. Members of the Supervisory Board (from November 30, 2023 to present):

|  |  |  |  |  |  |  |
| --- | --- | --- | --- | --- | --- | --- |
| No. | Members of the Supervisory Board/Audit and Risk Management Committee | Position | | Date of appointment/dismissal as member of the Supervisory Board/Audit and Risk Management Committee | | Qualification |
| Appointment date | Dismissal date |
| 1 | Tran Duc Hiep | Chief of the Supervisory Board | November 30, 2023 | |  | Bachelor |
| 2 | Le Van Huy | Member of the Supervisory Board | November 30, 2023 | |  | Bachelor |
| 3 | Nguyen Thi Thanh | Member of the Supervisory Board | November 30, 2023 | |  | Bachelor |

1. The Executive Board:

|  |  |  |  |  |  |
| --- | --- | --- | --- | --- | --- |
| No. | Member of the Executive Board | Date of birth | Qualification | Date of appointment/dismissal as member of the Executive Board | |
| Appointment date | Dismissal date |
| 1 | Nguyen Bach Bao Vinh | December 03, 1987 | Bachelor | May 26, 2022 | November 30, 2023 |
| 2 | Nguyen Manh Tuan | January 27, 1976 | Bachelor | November 30, 2023 |  |

1. Chief Accountant:

|  |  |  |  |  |  |
| --- | --- | --- | --- | --- | --- |
| No. | Full name | Date of birth | Qualification | Date of appointment/dismissal | |
| Appointment date | Dismissal date |
| 1 | Dang Quoc Thai | June 20, 1990 | Bachelor | April 04, 2022 | November 30, 2023 |
| 2 | Kieu Anh Tuyen | December 12, 1993 | Bachelor | November 30, 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 itself.
3. Transactions between the Company and affiliated persons of the Company; or between the Company and major shareholders, PDMR, affiliated persons of PDMR: Yes.

|  |  |  |  |  |  |  |  |  |
| --- | --- | --- | --- | --- | --- | --- | --- | --- |
| No. | Name of individual/institution | Relations with the Company | NSH No.\*, Date of issue, Place of issue | Headquarters address/Contact address | Time of transaction with the Company | General Mandate/Decision of the General Meeting of Shareholder No. or Board Resolution/Decision No. (including date of promulgation, if any) | Content, quantity, total value of transaction | Notes |
| 1 | Hoang Viet | Chair of the Board of Directors |  |  | December 2023 | Resolution No. 20.12/2023/PPE/NQ- HDQT dated December 20, 2023 on approving the loan plan | VND 5,000,000,000 |  |

1. Transactions of Company’s PDMR, affiliated persons of PDMR with subsidiaries, companies controlled by the Company: None.
2. Transactions between the Company and other entities:
3. Transactions between the Company and the companies where 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): None
4. Transactions between the Company and the companies where 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): None
5. Other transactions of the Company (if any) can bring about material or non-material benefits to the members of the Board of Directors, the members of the Supervisory Board, the Manager (General Manager) and other managers: None
6. Share transactions of PDMR and affiliated persons of PDMR (Semi-annual report)
7. Company’s share transaction of PDMR and affiliated persons: None.
8. Other significant issues: None