**PV2: Annual Corporate Governance Report 2023**

On January 15, 2024, PV2 Investment JSC anounced Report No.03/PV2-VP on the corporate governance in 2023 as follows:

* Name of Company: PV2 Investment JSC
* Head office address: No. 01 Pham Van Bach Street, Yen Hoa Ward, Cau Giay District, Hanoi
* Tel: 04.62732659 Fax: 04.62732668 Email: contact@pv2.com.vn
* Charter capital: VND 373,500,000,000
* Securities code: PV2
* Corporate governance model: The General Meeting of Shareholders, the Board of Directors, the General Manager and the Internal Audit Committee under the Board of Directors
* On the Internal audit execution: Implemented

I. Activities of the General Meeting of Shareholders:

|  |  |  |  |
| --- | --- | --- | --- |
| No. | General Mandate No. | Date | Content |
| 01 | 01/2023/NQ-DHDCD | April 22, 2023 | Annual General Mandate 2023 |

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

|  |  |  |  |  |
| --- | --- | --- | --- | --- |
| No. | Member of the Board of Directors | Position | Date of appointment as member/independent member of the Board of Directors | |
| Appointment date | Dismissal date |
| 1 | Mr. Nguyen Phuc Anh | Chair of the Board of Directors | June 25, 2022 |  |
| 2 | Mr. Nguyen Anh Tuan | Member of the Board of Directors | April 20, 2020 |  |
| 3 | Mr. Lam Nhat Son | Non-executive member of the Board of Directors | June 26, 2021 |  |
| 4 | Mr. Vu Xuan Han | Member of the Board of Directors  The General Manager | June 26, 2021 |  |
| 5 | Mr. Phan Trinh Quoc Kien | Independent member of the Board of Directors | June 26, 2021 |  |

1. Board Resolutions/Decisions:

|  |  |  |  |
| --- | --- | --- | --- |
| No. | Resolution No. | Date | Content |
| 1 | 01/2023/NQ-HDQT | February 01, 2023 | Approve the Report on business results in 2022 |
| 2 | 02/2023/NQ-HDQT | February 01, 2023 | Approve the convening time of the Annual General Meeting of Shareholders 2023 of PV2 Investment JSC, specifically as follows:   * Record date: March 24, 2023 * Time for the Annual General Meeting of Shareholders: April 22, 2023 |
| 3 | 03/2023/NQ-HDQT | March 30, 2023 | * Approve the Report on estimated business results in Q1/2023 and the business plan for Q2/2023; * Approve the agenda, contents and documents of the Annual General Meeting of Shareholders 2023. |
| 4 | 04/2023/NQ-HDQT | April 26, 2023 | * Approve adjustment of the implementation progress of the Residential Area Project in Long Tan Commune, Phu Hoi Commune, Nhon Trach District as stipulated in Clause 7, Article 1 of Decision on approving the investment policy adjustment No. 2384/QD-UBND dated September 12, 2022 of Dong Nai Provincial People's Committee; * Approve the dossier requesting adjustment of the decision on investment policy for the Residential Area Project in Long Tan Commune and Phu Hoi Commune, Nhon Trach District according to the provisions of the Law on Investment. |
| 5 | 05/2023/NQ-HDQT | August 01, 2023 | * Approve the Report on business results in the first 6 months of 2023 and the business plan for the last 6 months of 2023 * Approve the selection of Nhan Tam Viet Auditing Company Limited to audit the Financial Statements 2023. |
| 6 | 06/2023/NQ-HDQT | October 26, 2023 | * Approve the Report on business results in the first 9 months of 2023 and the business plan for the last 3 months of 2023 * Reappoint Mr. Vu Xuan Han (date of birth March 7, 1977) to continue working as the General Manager of the Company from November 27, 2023 * Extend business capital contribution contract No. 1611/2021/HDGVKD-PV2-MINHNAM between PV2 Investment JSC and Minh Nam Technology and Construction Investment Company Limited until December 31, 2025. |
| 7 | 07/2023/NQ-HDQT | December 22, 2023 | Suspend the implementation of the Dung Quat oil refinery employee housing project until there is a solution from the People's Committee and authorities of Quang Ngai Province; Make provision for all expenses of implementing the Dung Quat oil refinery employee housing project as of December 31, 2023. |
| 8 | 08/2023/NQ-HDQT | December 27, 2023 | * Approve the Report on estimated business results in 2023 and the business orientation plan for 2024. * Approve the business capital contribution contract between PV2 Investment JSC and Mr. Vu Viet Duong. |

1. The Internal Audit Committee:
2. Information about members of the Internal Audit Committee

|  |  |  |  |  |
| --- | --- | --- | --- | --- |
| No. | Member of the Internal Audit Committee | Position | Date of appointment as a member of the Internal Audit Committee | Qualification |
| 1 | Ms. Nguyen Thi Kim Nhung | Chief | January 15, 2019 | Bachelor of Accounting |

1. The Executive Board:

|  |  |  |  |  |  |
| --- | --- | --- | --- | --- | --- |
| No. | Member of the Executive Board | Position | Date of birth | Qualification | Reappointment date |
| 1 | Mr. Vu Xuan Han | The General Manager | March 07, 1977 | Construction Engineer | November 27, 2023 |

1. The Chief Accountant:

|  |  |  |  |  |
| --- | --- | --- | --- | --- |
| No. | Member | Date of birth | Qualification | Reappointment date |
| 1 | Ms. Le Thi Huong | August 20, 1980 | Bachelor of Accounting | March 28, 2022 |

1. Training on corporate governance
2. Transactions between the Company and affiliated persons of the Company; or between the Company and major shareholders, PDMR, and affiliated person of PDMR: None.
3. Transactions between PDMR of the Company, affiliated persons of PDMR and subsidiaries, companies controlled by the listed Company: None.
4. Transactions between the Company and other entities:
   1. Transactions between the Company and the company where members of the Board of Directors, members of the Internal Audit Committee, the General Manager and other managers have been founding members or members of the Board of Directors, the Executive General Manager for the past three (03) years (at the time of reporting): None.
   2. Transactions between the Company and the companies that the affiliated persons of members of the Board of Directors, the General Manager and other managers are members of the Board of Directors, the Executive General 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, members of the Internal Audit Committee, the General Manager and other managers: None.
5. Share transactions of PDMR and affiliated persons of PDMR
   * + 1. Company’s share transaction of PDMR and affiliated persons: None.
6. Other significant issues: None.