**QHD: Annual Corporate Governance Report 2023**

On January 16, 2024, Viet - Duc Welding Electrode Joint Stock Company announced Report No. 06 /BC-QHD on the corporate governance in 2023 as follows:

* Name of company: Viet - Duc Welding Electrode Joint Stock Company
* Head office address: Nhi Khe Commune, Thuong Tin District, Hanoi
* Tel: 02433.853.360 Fax: 02433.853 653 Email: Viwelcojsc@gmail.com
* Charter capital: VND 55,247,160,000.
* Securities code: QHD
* Corporate governance model: the General Meeting of Shareholders, the Board of Directors, the Supervisory Board and the Manager.
* Internal audit execution:

1. Activities of the General Meeting of Shareholders:
2. 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/Decision of the General Meeting of Shareholders No. | Date | Content |
| 1 | 01/NQ-DHCD | April 28, 2023 | Annual General Mandate |

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

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| --- | --- | --- | --- | --- |
| No. | Member of the Board of Directors | Position (independent member of the Board of Directors, non-executive member of the Board of Directors) | Date of appointment/dismissal as members/independent members of the Board of Directors | |
| Appointment date | Dismissal date |
| 1 | Mr. Ngo Duy Dong | Chair of the Board of Directors |  |  |
| 2 | Mr. Nguyen Huy Tien | Member of the Board of Directors - Manager |  |  |
| 3 | Mr. Nguyen Quang Vinh | Member of the Board of Directors - Deputy Manager |  | April 28, 2023 |
| 4 | Mr. Nguyen Huu Mai | Member of the Board of Directors |  |  |
| 5 | Mr. Ngo Duc Dung | Member of the Board of Directors - Deputy Head of the Planning Department |  |  |
| 6 | Mr. Nguyen Manh Khoi | Members of the Board of Directors | April 18, 2023 |  |

1. Board Resolutions/Decisions

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| --- | --- | --- | --- |
| No. | Resolution No. | Date | Content |
| 1 | No. 26/NQ-HDQT | March 24, 2023 | Approve the plan on organizing the Annual General Meeting of Shareholders 2023 |
| 2 | No. 42/NQ-HDQT | April 18, 2023 | Approved the resignation of members of the Board of Directors. Elect additional members of the Board of Directors |
| 3 | No. 55/NQ-HDQT | May 26, 2023 | - Implement a plan to issue shares to pay dividends in 2022 according to General Mandate No. 01/NQ-DHCD |
| 4 | No. 116/NQ-HDQT | September 11, 2023 | On adjusting the plan on share issuance to pay dividends in 2022. |
| 5 | No. 141/NQ-HDQT | November 01, 2023 | Dividends prepayment of 2023 in cash with the rate of 20%; |

1. Supervisory Board.
2. Information about 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 | Number of meetings attended | Attendance rate | Reason for absence |
| 1 | Mr. Le Manh Hung | Chief of the Supervisory Board |  | 03/03 | 100% | - |
| 2 | Mr. Dang Quoc Dung | Member of the Supervisory Board |  | 03/03 | 100% | - |
| 4 | Mr. Dao Tu Binh | Member of the Supervisory Board |  | 03/03 |  | - |

1. The Executive Board.

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| --- | --- | --- | --- | --- |
| No. | Member of the Executive Board | Date of birth | Professional Qualification | Date of appointment /dismissal |
| 1 | Nguyen Huy Tien | October 21, 1977 | Bachelor of Accounting | January 1, 2020 |
| 2 | Nguyen Quoc Thanh | April 27, 1971 | Electronic engineer | January 1, 2020 |
| 3 | Nguyen Quang Vinh | February 23, 1992 | Bachelor of Banking and Finance | April 25, 2022 |

1. The Chief Accountant

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| --- | --- | --- | --- |
| Full name | Date of birth | Professional Qualification | Appointment date |
| Hoang Xuan Thanh | April 23, 1965 | Bachelor of Economics | January 1, 2003 |

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 affiliated persons of the Company; or between the Company and major shareholders, PDMR, or affiliated persons of PDMR: None
4. Transactions of Company’s PDMR, affiliated persons of PDMR and subsidiaries or 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 (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
   2. Transactions between companies and companies in which affiliated persons of 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
   3. Other transactions of the Company (if any) which can bring about material or non-material benefits to members of the Board of Directors, members of the Supervisory Board, the Manager (General Manager) and other managers: None
6. Share transactions of PDMR and PDMR’s affiliated persons
7. Company’s share transaction of PDMR and affiliated persons: None.
8. Other significant issues: None.