**SDP: Annual Corporate Governance Report 2023**

On January 18, 2024, SDP Joint Stock Company announced Report No. 01/2024/BC-HDQT on the corporate governance as follows:

* Name of Company: SDP Joint Stock Company
* Head office address: Lane 795, Quang Trung Street, Phu La Ward, Ha Dong District, Hanoi, Vietnam.
* Tel: 04.32216425 Fax: 04.32216423
* Website: www.sdp.com.vn
* Charter capital: VND 111,144,472,000
* Securities code: SDP
1. Activities of the General Meeting of Shareholders:

On June 20, 2023, the Company organized the Annual General Meeting of Shareholders 2023 as per the provisions of law.

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 of the Board of Directors | Date of dismissal as member of the Supervisory Board | Number of Board of Directors Meetings attended | Attendance rate | Reasons for not attending |
| 1 | Mr. Pham Truong Tam | Member in charge of the Board of Directors | August 10, 2018 |  | 4/4 | 100% |  |
| 2 | Ms. Nguyen Thi Thanh Van | Member | August 10, 2018 |  | 4/4 | 100% |  |
| 3 | Mr. Dinh Manh Hung | Member  | April 06, 2013 |  | 4/4 | 100% |  |
| 4 | Ms. Vu Thi Anh | Member | August 6, 2020 |  | 4/4 | 100% |  |
| 5 | Ms. Dang Thi Phuong Thuy | Member | August 06, 2020 |  | 4/4 | 100% |  |

1. Board Resolutions/Board Decisions:

(Appendix 01 attached).

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

|  |  |  |  |  |  |
| --- | --- | --- | --- | --- | --- |
| No. | Member of the Supervisory Board | Position | Date of appointment as member of the Supervisory Board | Date of dismissal as member of the Supervisory Board | Number of meetings of the Supervisory Board attended |
| 1 | Ms. Phung Minh Bang | Chief of the Supervisory Board | August 10, 2018 |  | 4/4 |
| 2 | Ms. Ngo Thi Thuy Huong | Member of the Supervisory Board | August 10, 2018 |  | 4/4 |
| 3 | Mr. Ung Trong Hai | Member of the Supervisory Board | August 6, 2020 |  | 4/4 |

1. Training on corporate governance
2. List of affiliated persons of the listed company as prescribed in Clause 34, Article 6 of the Law on Securities 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, or affiliated persons of PDMR.
4. Transactions between the PDMR of the listed company, affiliated persons of PDMR of subsidiaries, companies under the authority of the listed company.
5. Transactions between the Company and other entities.
6. Share transactions of PDMR and affiliated persons of PDMR
7. Transactions of PDMR and affiliated persons of PDMR for shares of the listed company (Appendix 04 attached).
8. Other significant issues: None.

APPENDIX 01

LIST OF RESOLUTIONS AND DECISIONS OF SDP'S BOARD OF DIRECTORS

|  |  |  |  |
| --- | --- | --- | --- |
| No. | Resolution/Decision No. | Date | Content |
| 1 | 01/2023/NQ-HDQT | January 12, 2023 | Approve the settlement of yellow building sand purchase and sale for Nam Chien Hydropower Project |
| 2 | 02/2023/NQ-HDQT | March 20, 2023 | Meeting of the Board of Directors in Q1 |
| 3 | 03/2023/NQ-HDQT | April 26, 2023 | Record the list of shareholders attending the Annual General Meeting of Shareholders 2023 |
| 4 | 04/2023/NQ-HDQT | April 28, 2023 | Approve the value of roofing sheets for Coal Warehouse No. 01 - Thermal power plants TB2 Project provided by PetroVietnam Construction Joint Stock Corporation |
| 5 | 05/2023/NQ-HDQT | June 20, 2023 | The first meeting of the term 2023 - 2028 - elected Chair of the Board of Directors - Nguyen Thi Thanh Van  |
| 6 | 01/2023/QD-HDQT | June 20, 2023 | Decision on the duties assignment to members of the Board of Directors in the term of 2023--2028 |
| 7 | 02/2023/QD-HDQT | June 20, 2023 | Decision on appointing the General Manager - Pham Truong Tam |
| 8 | 03/2023/QD-HDQT | June 20, 2023 | Decision on dismissing the Deputy General Manager - Nguyen Huy Thiem |
| 9 | 04/2023/QD-HDQT | June 20, 2023 | Decision on dismissing the Deputy General Manager - Nguyen Danh Son |
| 10 | 05/2023/QD-HDQT | June 20, 2023 | Decision on re-appointing the Chief Accountant -Nguyen Danh Son |
| 11 | 08/2023/NQ-HDQT | June 26, 2023 | Meeting of the Board of Directors in Q2 |
| 12 | 06/2023/NQ-HDQT | October 31, 2023 | Approve the credit limit for 2023 and 2024 |
| 13 | 09/2023/NQ-HDQT | October 31, 2023 | Meeting of the Board of Directors in Q3 |
| 14 | 07/2023/NQ-HDQT | December 13, 2023 | Approve the audit company for the Financial Statements 2023 |
| 15 | 10/2023/NQ-HDQT | December 26, 2023 | Meeting of the Board of Directors in Q4 |
| 16 | 06/2023/QD-HDQT | December 26, 2023 | Decision on re-issuing the 2024 salary scale system |