**V21: Annual Corporate Governance Report 2023**

On January 17, 2024, Vinaconex 21 JSC announced Report No. 09/BC - V21 on the corporate governance in 2023 as follows:

* Name of company: Vinaconex 21 JSC
* Headquarters address: 3rd Floor, Vinaconex 21 Building, Ba La, Phu La, Ha Dong, Hanoi
* Tel: 024.6325.6588 Email: tcktvinaconex21@gmail.com
* Charter capital: VND 119,997,890,000
* Securities code: V21
* Corporate governance model:
* The General Meeting of Shareholders, the Board of Directors, the Supervisory Board and the General Manager
* Internal audit execution: Not executed.

1. Activities of the General Meeting of Shareholders:

|  |  |  |  |
| --- | --- | --- | --- |
| No. | General Mandate/Decision of the General Meeting of Shareholders No. | Date | Content |
| 1 | General Mandate No. 04/V21-NQDHDCD | April 26, 2023 | Annual General Mandate 2023 |

1. The Board of Directors (2023)
2. Information about members of the Board of Directors:

|  |  |  |  |  |
| --- | --- | --- | --- | --- |
| No. | Member of the Board of Directors | Position (independent member/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. Nguyen Manh Ha | Chair of the Board of Directors |  |  |
| 2 | Mr. Nguyen Huy Cuong | Member of the Board of Directors |  |  |
| 3 | Mr. Nguyen Minh Hung | Independent member of the Board of Directors |  |  |

1. Board Resolutions/Decisions (Report of 2023):

|  |  |  |  |
| --- | --- | --- | --- |
| No. | Board Resolution/Board Decision No. | Date | Content |
| 1 | Resolution No. 02/2023/NQ/HDQT | February 06, 2023 | On recording the list of shareholders entitled to attend the Annual General Meeting of Shareholders 2023 |
| 2 | Resolution No. 12/NQ/HDQT-V21 | June 06, 2023 | On selecting an audit company for the Financial Statements 2023 |
| 3 | Resolution No. 16/2023/NQ-HDQT-CT21 | September 14, 2023 | On adjusting organizational structure and staff appointment (Investment Planning Department and Technical Department) |

1. The Supervisory Board (Report of 2023):

|  |  |  |  |  |
| --- | --- | --- | --- | --- |
| No. | Member of the Supervisory Board | Position | Date of appointment/dismissal as member of the Supervisory Board | Qualification |
| 1 | Mr. Pham Thien Thanh | Chief |  | Bachelor of Accounting |
| 2 | Mr. Nguyen Huu Khanh | Member |  | Bachelor of Business Administration |
| 3 | Ms. Nguyen Thi Thanh Mai | Member |  | Bachelor of Accounting |

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. Nguyen Huy Cuong | April 21, 1978 | Master of Urban Administration |  |
| 2 | Mr. Nguyen Ba Hanh | September 15, 1978 | Bachelor of Accounting |  |

1. Chief Accountant.

|  |  |  |  |
| --- | --- | --- | --- |
| Full name | Date of birth | Professional Qualification | Date of appointment/dismissal |
| Mr. Phan Truong Quan | June 09, 1979 | Bachelor of Accounting |  |

1. Training on corporate governance
2. List of affiliated persons of the public company in 2023 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 and affiliated persons of PDMR

|  |  |  |  |  |  |  |  |  |
| --- | --- | --- | --- | --- | --- | --- | --- | --- |
| No. | Name of organization/ individual | Relations with the Company | NSH No., Date of issue, Place of issue of NSH | Head office address/Contact address | Time of transaction | General Mandates/Resolutions/Decisions of the General Meeting of Shareholders/Board of Directors No. (if any, clearly state the date of issuance) | Content, quantity, total value of transaction | Note |
| 1 | Nguyen Huy Cuong | The General Manager |  |  | August 07, 2023 |  | Pay VND 6 billion, guarantee the debt receivable |  |
| 2 | Nguyen Huy Cuong | The General Manager |  |  | December 29, 2023 |  | Refund of VND 1.6 billion in receivable debt guarantees. |  |

1. Transactions between the Company’s PDMR, affiliated persons of PDMR and subsidiaries or companies controlled by the Company

|  |  |  |  |  |  |  |  |  |  |
| --- | --- | --- | --- | --- | --- | --- | --- | --- | --- |
| No. | Transaction conductor | Relations with PMDR | Position at listed company | ID card/Passport No., date of issue, place of issue | Address | Name of subsidiaries or companies controlled by the Listed Company | Time of transaction | Content, quantity, total value of transaction | Note |
|  | None |  |  |  |  |  |  |  |  |

1. Transactions between the Company and other entities
2. Transactions between the Company and the companies in which members of the Board of Directors, members of the Supervisory Board, the Executive Manager (General Manager) have been founding members or members of the Board of Directors, the Executive Manager (General Manager) for the past three (03) years (calculated at the time of reporting).
3. Transactions between the Company and the companies in which affiliated persons of members of the Board of Directors, members of the Supervisory Board and the Executive Manager (General Manager) are members of the Board of Directors, the Executive Manager (General Manager).
4. 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.
5. Share transactions of PDMR and affiliated persons of PDMR (Report 2023)
6. Company’s share transaction of PDMR and affiliated persons.

| 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 or decrease (buy, sell, convert, reward, etc.) |
| --- | --- | --- | --- | --- | --- | --- | --- |
| Number of shares | Percentage | Number of shares | Percentage |
|  | None |  |  |  |  |  |  |

1. Other significant issues: None.