**VCE: Annual Corporate Governance Report 2023**

On January 17, 2024, Vinacomin - Construction Environment Joint Stock Company announced Report No. 02/BC-XLMT on the corporate governance 2023 as follows:

* Name of Company: Vinacomin - Construction Environment Joint Stock Company
* Head office address: Hamlet 11, Nhan Co Commune, Dak R'Lap District, Dak Nong Province
* Tel: 0903652380 Email: [xlmt.tckt@gmail.com](mailto:xhnt.tckt@gmail.com)
* Charter capital: VND 50,000,000,000
* Securities code: VCE
* Corporate governance model: The General Meeting of Shareholders, the Board of Directors, the Supervisory Board and the Manager.
* Internal audit execution: Unimplemented

1. Activities of the General Meeting of Shareholders:

Information about the meetings and General Mandates (including General Mandates approved by collecting shareholders' opinions via a ballot):

|  |  |  |  |
| --- | --- | --- | --- |
| No. | General Mandate/Decision No. | Date | Content |
| 1 | 01/2023/NQ-DHDCD/VCE | April 27, 2023 | Annual General Mandate |

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

|  |  |  |  |  |
| --- | --- | --- | --- | --- |
| No. | Member of the Board of Directors | Position (independent members of the Board of Directors, non-executive members of the Board of Directors) | Date of appointment/dismissal as member/independent member of the Board of Directors | |
| Appointment date | Dismissal date |
| 1 | Mr. Pham Tuan Ngoc | Chair of the Board of Directors | March 01, 2020 |  |
| 2 | Mr. Pham Minh Phuc | Vice Chair of the Board of Directors | November 27, 2015 |  |
| 3 | Mr. Kim Ngoc Nhan | Member of the Board of Directors | November 27, 2015 |  |
| 4 | Mr. Tran Van Trung | Member of the Board of Directors | April 26, 2019 |  |
| 5 | Mr. Ngo Khanh Toan | Member of the Board of Directors | October 14, 2021 |  |

1. Board Resolutions/Decisions (Annual Report):

|  |  |  |  |
| --- | --- | --- | --- |
| No. | Resolution/Decision No. | Date | Content |
| 1 | 01/2023/NQ- HDQT-VCE | February 21, 2023 | Approve the record date to attend the Annual General Meeting of Shareholders 2023 |
| 2 | 02/2023/NQ- HDQT-VCE | March 20, 2023 | Content of the Annual General Meeting of Shareholders 2023 |
| 3 | 03/2023/NQ- HDQT-VCE | April 04, 2023 | Change the time to organize the Annual General Meeting of Shareholders 2023 |
| 4 | 04/2023/NQ- HDQT-VCE | November 10, 2023 | Select an audit company for the Financial Statements 2023 |

1. The Supervisory Board (Annual Report)
2. Information about members of the Supervisory Board:

|  |  |  |  |  |
| --- | --- | --- | --- | --- |
| No. | Member of the Supervisory Board | Position | Date of appointment/dismissal as member of the Supervisory Board | Qualification |
| 1 | Ms. Dinh Thi Thuy | Chief of the Supervisory Board | June 26, 2020 | Bachelor |
| 2 | Nguyen Ba Trong | Member of the Supervisory Board | April 27, 2023 | Bachelor |
| 3 | Luong Xuan Quang | Member of the Supervisory Board | July 14, 2021 | 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 |
| 1 | Tran Van Trung | October 20, 1979 | Bachelor | April 12, 2022 |

1. Chief Accountant

|  |  |  |  |
| --- | --- | --- | --- |
| Full name | Date of birth | Qualification | Date of appointment/dismissal |
| Trinh Quoc Son | November 02, 1968 | Bachelor | December 01, 2021 |

1. Training on corporate governance:
2. List of affiliated persons of the public company (Annual Report) and transactions between the 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 between PDMR of the Company, affiliated persons of PDMR and subsidiaries, companies under the Company: None.
5. Transactions between the Company and other entities
   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 years (as at the time of reporting): None.
   2. Transactions between the Company and companies where 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) that 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 affiliated persons of PDMR (Annual Report)
7. Transactions between PDMR and affiliated persons on the Company’s shares: None.
8. Other significant issues.