**QCC: Annual Corporate Governance Report 2023**

On January 16, 2024, Construction Investment and Telecommunications Infrastructure Development Joint Stock Company announced Report No. 05/BC-HDQT-QTC on corporate governance of the Company in 2023 as follows:

* Name of company: Construction Investment and Telecommunications Infrastructure Development Joint Stock Company
* Head office address: Phan Boi Chau Street, Tan Thanh Ward, Tam Ky City, Quang Nam Province
* Tel: 0235.3811811; Fax: 0235.3811999; Email: [ceo@qtc.com.vn](mailto:ceo@qtc.com.vn)
* Charter capital: VND 15,000,000,000
* Securities code: QCC
* Corporate governance model:

General Meeting of Shareholders

Board of Directors

Board of Management

Supervisory Board

Administration – General Department

Business Planning Department

Finance – Accounting Department

Construction Technical Department

Technical Measurement and Testing Department

* Internal audit execution: Unimplemented.

1. Activities of the General Meeting of Shareholders:

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

|  |  |  |  |  |
| --- | --- | --- | --- | --- |
| No. | General Mandate/Decision of the General Meeting of Shareholders No. | Date | Content |  |
| 1 | No. 19/2023/NQ/DHDCD | April 26, 2023 | Annual General Mandate 2023 |  |
|  |
| 2 | No. 27/2023/NQ-DHDCDBT | July 19, 2023 | - Extraordinary General Mandate 2023 |  |

II. The Board of Directors in 2023:

1. Information about members of the Board of Directors:

|  |  |  |  |  |  |
| --- | --- | --- | --- | --- | --- |
| No. | Member of the Board of Directors | Position | Date of appointment/dismissal as member/independent member of the Board of Directors | | |
| Appointment date | Dismissal date | Term |
| 1 | Ms. Pham Thi Phuong Thao | Chair of the Board of Directors |  | July 19, 2023 | 2018-2023 |
| 2 | Mr. Tran Quoc Nam | Chair of the Board of Directors | July 24, 2023 |  | 2023-2028 |
| 3 | Mr. Tran Hoai Thanh | Vice Chair of the Board of Directors | July 24, 2023 |  | 2018-2023; 2023-2028 |
| 4 | Mr. Luu Van Minh Thanh | Member of the Board of Directors | July 19, 2023 |  | 2018-2023;2023-2028 |
| 5 | Mr. Le Tan Long | Member of the Board of Directors | July 19, 2023 |  | 2018-2023;2023-2028 |
| 6 | Mr. Tran Thanh Binh | Member of the Board of Directors | July 19, 2023 |  | 2023-2028 |
| 7 | Mr. Tran Nhu Hoang | Member of the Board of Directors |  | July 19, 2023 | 2018-2023 |

Note: The above timeline is calculated at the latest appointment date.

1. Board Resolutions/Board Decisions:
   1. Resolution:

|  |  |  |  |
| --- | --- | --- | --- |
| No. | Resolution/Decision No. | Date | Content |
| 1 | 22/2023/NQ-HDQT | May 04, 2023 | Board Resolution on recording the list of shareholders to exercise the right to attend the General Meeting of Shareholders 2022 |
| 2 | 28/NQ-HDQT | July 24, 2023 | Board Resolution on appointing Chair of the Board of Directors and Vice Chair of the Board of Directors in the 2023-2028 term |

* 1. Decisions:

|  |  |  |  |
| --- | --- | --- | --- |
| No. | Resolution/Decision No. | Date | Content |
| 1 | 08/2023/QD-HDQT | March 01, 2023 | Plan to organize the Annual General Meeting of Shareholders 2023 |
| 2 | 23/2023/QD-HDQT | June 01, 2023 | Plan to organize the Extraordinary General Meeting of Shareholders 2023 |
| 3 | 24/QD- HDQT | June 01, 2023 | Board Decision on the terminable reappointment of General Manager |
| 4 | 25/QD- HDQT | June 01, 2023 | Board Decision on the terminable reappointment of Deputy General Manager |
| 5 | 29/QD-HDQT | July 24, 2023 | Board Decision on the appointment of General Manager  in the 2023-2028 term |
| 6 | 30/QD-HDQT | July 24, 2023 | Board Decision on the appointment of Deputy General Manager in the 2023-2028 term |

1. The Supervisory Board (Report 2023):
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 |
| Appointment date | Dismissal date |
| 1 | Ms. Nguyen Thi Bich Ngoc | Chief of the Supervisory Board |  | July 19, 2023 | Bachelor of Accounting |
| 2 | Ms. Nguyen Thi Minh Hoa | Chief of the Supervisory Board | July 19, 2023 |  | Bachelor of Accounting |
| 3 | Ms. Pham Thi Truc Linh | Member | July 19, 2023 |  | Bachelor of Enterprise Accounting |
| 4 | Ms. Doan Thi To Trinh | Member | July 19, 2023 |  | Bachelor of Business Administration |

Note: The above timeline is calculated at the latest appointment date.

1. The Executive Board:

|  |  |  |  |  |
| --- | --- | --- | --- | --- |
| No. | Member of the Executive Board | Date of birth | Qualification | Appointment date |
| 1 | Mr. Tran Hoai Thanh | December 01, 1972 | Bachelor of Economics and Tourism, Bachelor of Finance and Banking | July 24, 2023 |
| 2 | Mr. Luu Van Minh Thanh | May 24, 1975 | Bachelor of Telecommunications Engineering | July 24, 2023 |

V. The Chief Accountant:

|  |  |  |  |
| --- | --- | --- | --- |
| Full name | Date of birth | Qualification | Appointment date |
| Ms. Nguyen Thi Hoai Nhan | February 10, 1977 | Bachelor of Finance and Accounting | July 01, 2014 |

1. Training on corporate governance:
2. List of affiliated person 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, affiliated persons of PDMR:

|  |  |  |  |  |  |  |
| --- | --- | --- | --- | --- | --- | --- |
| No. | Name of organization/individual | Relations with the Company | Time of transaction with the Company | General Mandate/Decision of the General Meeting of Shareholder No. or Board Resolution/Decision No. approved | Content, quantity, total value of transaction | Note |
|  | None | None | None | None | None |  |

1. Transactions of Company’s PDMR, affiliated persons of PDMR with subsidiaries, companies controlled by the Company: Details in the attached Appendix.

|  |  |  |  |  |  |  |  |
| --- | --- | --- | --- | --- | --- | --- | --- |
| No. | Transaction conductor | Relations with PMDR | Position at the listed company | Name of subsidiaries or companies controlled by the listed company | Time of transaction | Content, quantity, total value of transaction | Note |
|  | None | None | None | None | None | None |  |

1. Transactions between the Company and other entities:
   1. Transactions between the Company and companies where members of the Board of Directors, members of the Supervisory Board, the Manager (General Manager), and other managers have been their founding members or members of the Board of Directors, the General Manager for the past three (03) years (at the time of reporting): None.
   2. Transactions between the Company and the companies that affiliated persons of the members of the Board of Directors, the members of the Supervisory Board, the General Manager and other managers are the 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.
2. Share transactions of PDMR and affiliated persons of PDMR:
3. Transaction of PDMR and affiliated persons related to the Company’s shares:

|  |  |  |  |  |  |  |  |
| --- | --- | --- | --- | --- | --- | --- | --- |
| 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,...) |
| Number of shares | Rate | Number of shares | Percentage |
| 1 | None | None | None | None | None | None | None |

IX. Other significant issues: None.