**SD7: Annual Corporate Governance Report 2023**

On January 19, 2024, Songda 7 JSC announced Report No. 33/BC-HDQT on the corporate governance in 2023 as follows:

* Name of company: Songda 7 JSC
* Headquarters address: Sub-area 5, It Ong Town, Muong La District, Son La Province
* Tel: 024 6668 0228; Email: [tchcsongda7@gmail.com](mailto:tchcsongda7@gmail.com)
* Charter capital: VND 106,000,000,000
* Securities code: SD7.
* Corporate governance model: The General Meeting of Shareholders, the Board of Directors, the Supervisory Board, and the General Manager.

Implementing the regulations of the Law on Securities, Circular No. 96/2020/TT-BTC dated November 16, 2020 of the Ministry of Finance on information disclosure on the securities market, the report of Songda 7 JSC is as follows:

1. Activities of the General Meeting of Shareholders:

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

|  |  |  |  |
| --- | --- | --- | --- |
| No. | General Mandates/Decisions No. | Date | Content |
| 1 | 01/BB/2023-DHDCD | April 27, 2023 | Meeting minutes of the Annual General Meeting of Shareholders 2023 of Songda 7 JSC. |
| 2 | 01/2023/NQ-DHDCD | April 27, 2023 | Annual General Mandates in 2023 of Songda 7 JSC on approving the contents at the Meeting. |

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

|  |  |  |  |  |  |  |
| --- | --- | --- | --- | --- | --- | --- |
| No. | Member of the Board of Directors | Position | Date of appointment/dismissal as member of the Board of Directors | Number of Board of Directors meetings attended | Attendance rate (%) | Reason for absence |
| 1 | Nguyen Huu Doanh | Chair | April 29, 2021 | 7 | 100 |  |
| 2 | Quat Van Quang | Member | April 29, 2021 | 7 | 100 |  |
| 3 | Tran Van Tai | Member | April 29, 2021 | 7 | 100 |  |

1. Board Resolutions/Decisions (2023):

|  |  |  |  |
| --- | --- | --- | --- |
| No. | Board Resolution/Decision No. | Date | Content |
| I | Board Resolution |  |  |
| 1 | 05/NQ-HDQT | February 28, 2023 | Staff work of Songda 7 JSC at Vietnam Mineral Resources & Metallurgy JSC |
| 2 | 06 /NQ-HDQT | March 4, 2023 | Approve the policy to hold the Annual General Meeting of Shareholders 2023. |
| 3 | 07/NQ-SD7-HDQT | August 18, 2023 | Approve the plan on the purchase of cars for production and business |
| 4 | 08/NQ-SD7-HDQT | August 26, 2023 | Approve the price of cars for production and business |
| 5 | 09/NQ-SD7-HDQT | September 07, 2023 | Approve bond investment |
| 6 | 10 CT/NQ-HDQT | November 10, 2023 | Approve the investment policy to purchase land in Hanoi |
| 7 | 11/NQ CT-HDQT | December 15, 2023 | Approve the selection of the audit company to audit the Financial Statements 2023 of Songda 7 JSC |
| II | Decision |  |  |
| 1 | 09/QD-HDQT | April 1, 2023 | Decision on convening the Annual General Meeting of Shareholders 2023 |
| 2 | 10/QD- HDQT | June 02, 2023 | Decision on rewarding employees with vacations |
| 3 | 11 CT/QD-HDQT | November 28, 2023 | Approve unit price and investment area for land purchase in Hanoi |

1. The Supervisory Board (in 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 | Number of meetings of the Supervisory Board attended | Attendance rate (%) | Reason for absence |
| 1 | Nguyen The Hoang | Chief | April 29, 2021 | 3 | 100 |  |
| 2 | Bui Phan Thanh | Member | April 29, 2021 | 3 | 100 |  |
| 3 | Nguyen Anh Lam | Member | April 29, 2021 | 3 | 100 |  |

1. The Executive Board.

|  |  |  |  |  |
| --- | --- | --- | --- | --- |
| No. | Member of the Executive Board | Date of birth | Professional Qualification | Date of appointment/dismissal as member of the Executive Board |
| I | The General Manager |  |  |  |
| 1 | Nguyen Van But | September 01, 1958 | Mechanical Engineer | April 29, 2021 |
| II | The Deputy General Manager |  |  |  |
| 1 | Nguyen Cao Son | August 30, 1982 | Master of Construction of Water Works/Irrigation Engineer | August 1, 2020 |

1. The Chief Accountant

|  |  |  |  |
| --- | --- | --- | --- |
| Full name | Date of birth | Professional Qualification | Appointment/Dismissal date |
| Dang Quang Hieu | February 20, 1984 | Bachelor of Finance | July 25, 2016 |

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
4. Transactions between PDMR of the listed company, affiliated persons of PDMR and subsidiaries controlled by the listed company:
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 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).
   2. 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):
   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, and the Executive Manager (General Manager).
6. Share transactions of PDMR and affiliated persons of PDMR (2023)
7. Transactions of PDMR and affiliated persons of PDMR on the listed company’s shares
8. Other significant issues: