**DID: Annual Corporate Governance Report 2023**

On January 20, 2024, DIC Dong Tien JSC announced Report No. 2001/2024/BCQT-BN-DIC.DT on the corporate governance in 2023 as follows

* Name of company: DIC Dong Tien JSC
* Head office address: Lot 17, Road 25B, Nhon Trach 2 Industrial Park, Dong Nai.
* Tel: 02513.521 752 Fax: 02513.521 953
* Charter capital: VND 156,225,520,000
* Securities code: DID
* Corporate Governance Model:
* The General Meeting of Shareholders, the Board of Directors, the Supervisory Board and the General Manager
* 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)

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| --- | --- | --- | --- |
| No. | General Mandate No. | Date | Contents |
| 1 | 01/NQ.DHDCD-DIC.DT | May 05, 2023 | Annual General Meeting of Shareholders 2023 |

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/dismissal as member of the Board of Directors | |
| Appointment date | Dismissal date |
| 1 | Mr Nguyen Ngoc Thuong | Chair of the Board of Directors | September 6, 2019 |  |
| 2 | Ms. Truong Thi Hoang Yen | Member of the Board of Directors | May 8, 2020 | May 5, 2023 |
| 3 | Mr: Huynh Trung Hieu | Member of the Board of Directors | April 27, 2016 |  |
| 4 | Ms Ms. Nguyen Thi Thanh Uyen | Member of the Board of Directors | June 6, 2016 |  |

1. Board Resolutions/Board Decisions:

|  |  |  |  |
| --- | --- | --- | --- |
| No. | Resolution No. | Date | Contents |
| 1 | 1003/2023/NQ-HDQT | March 10, 2023 | Board Resolution on the record date for the list of shareholders attending the Annual General Meeting of Shareholders 2023 |
| 2 | 1303/2023/NQ-HDQT | March 13, 2023 | Board Resolution on the appointment and dismissal of the Deputy General Manager in charge of production |
| 3 | 2003/2023/NQ-HDQT | March 20, 2023 | Board Resolution on approving transactions between the company and PDMR, related organizations and individuals |
| 4 | 1704/2023/NQ.HDQT | April 17, 2023 | Board Resolution on the dismissal of the Deputy General Director in charge of production |
| 5 | 166/2023/NQ-HDQT | June 16, 2023 | Board Resolution on approving transactions between the Company and PDMR, related organizations and individuals |
| 6 | 0811/2023/NQ-HDQT | November 08, 2023 | Board Resolution on the dismissal and appointment of the person in charge of corporate governance |

1. The Supervisory Board/Audit Committee:
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. | Qualification |
| 1 | Ms. Truong Ngoc Khanh Tran | Chief of the Supervisory Board | May 05, 2018 | Business Administration |
| 2 | Ms. Thai Thi My Diem | Member of the Supervisory Board | May 8, 2020 | Bachelor, majoring in Accounting |
| 3 | Ms. Luong Thi Thuy Trang | Member of the Supervisory Board | April 22, 2015 | Bachelor of Finance and Banking |

1. The Executive Board

|  |  |  |  |  |
| --- | --- | --- | --- | --- |
| No. | Full name | Date of birth | Qualification | Appointment date |
| 1 | Mr. Huynh Trung Hieu | June 26, 1976 | Bachelor of Finance | April 27, 2016 |
| 2 | Mr. Pham Tien Dung | 1975 | Bachelor of Business Administration | January 17, 2022 |

1. Chief Accountant

|  |  |  |  |  |
| --- | --- | --- | --- | --- |
| No. | Full name | Date of birth | Qualification | Appointment date |
| 1 | Ms. Tran Thi Truc Lan | June 25, 1986 | Bachelor of Accounting | January 17, 2019 |

1. Training on corporate governance: None
2. List of affiliated person of the public Company and transactions between the affiliated person 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:

|  |  |  |  |  |  |  |  |
| --- | --- | --- | --- | --- | --- | --- | --- |
| No. | Name of organization/individual | Relations with the Company | NSH No., Date of issue, Place of issue of NSH | Address | Time of transaction with the Company | Board Resolution approved No. | Content, quantity, total value of transaction |
| 1 | The Gioi Nha Construction Material Supermarket Joint Stock Company | Affiliated person | 3603497972 | 46-48 Nguyen Co Thach, An Loi Dong Ward, District 2, Ho Chi Minh City | 2023 | 166/2023/NQ-HDQT dated June 16, 2023 | Liabilities, payables |
| 2 | Nhon Trach 2 Reinforced Concrete Corporation | affiliated person | 3600810322 | No. 1, Nhon Trach 2 Industrial Park, Road 25B, Hiep Phuoc Town, Dong Nai  No. 1, Nhon Trach 2 Industrial Park, Road 25B, Hiep Phuoc Town, Dong Nai | 2023 | 166/2023/NQ-HDQT dated June 16, 2023 | Liabilities, payables |
| 3 | Van Cat Construction Company Limited | Affiliated person | 0312794340 | 84A/36 Tran Huu Trang, Ward 10, Phu Nhuan District, Ho Chi Minh City ​ | 2023 | 166/2023/NQ-HDQT dated June 16, 2023 | Liabilities, payables |

1. Transactions between the Company’s PDMR, affiliated persons of PDMR and subsidiaries or companies controlled by the Company None
2. Transactions between the Company and other entities:
3. 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 founding members or members of the Board of Directors, the Executive Manager (General Manager) for the past three (03) years (as at the time of reporting).

|  |  |  |  |
| --- | --- | --- | --- |
| No. | Name of organization/individual | Relations with the Company | Content of transaction |
| 1 | Nhon Trach 2 Reinforced Concrete Corporation | Have the same legal representative | Liabilities, payables |
| 2 | Van Cat Construction Company Limited | Affiliated person | Liabilities, payables |

1. Transactions between the Company and companies where the 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
2. Other transactions of the Company (if any) which can bring about material or non-material benefits to the members of the Board of Directors, the members of the Supervisory Board, Manager (General Manager) and other managers: None.
3. Share transactions of PDMR and affiliated persons of PDMR:
4. Company’s share transactions between PDMR and affiliated persons: None
5. Other significant issues