**PBT: Annual Corporate Governance Report 2023**

On January 22, 2024, Petro Vietnam Building and Commercial JSC announced Report No. 01/BC-HDQT-PVBLD on the Annual Corporate Governance 2023 as follows:

* Name of company: Petro Vietnam Building and Commercial JSC
* Head office address: Van Tuong New Urban Area, Binh Tri Commune, Binh Son District, Quang Ngai Province, Vietnam
* Tel: 0255 3612468 Fax: 0255 3612469;
* Email: vanthu@pvbuilding.com.vn
* Charter capital: VND 175,222,840,000
* Securities code: PBT
* 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 in 2023

Information about 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 | Contents |
| 1 | 01/NQ-PVBLD | April 20, 2023 | Annual General Mandate 2023  |

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

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| --- | --- | --- | --- |
| No. | Member of the Board of Directors | Position | Time as a member of the Board of Directors |
| Appointment date | Dismissal date |
| 1 | Ms. Ha Thi Hoa | Member of the Board of Directors | April 23, 2018 | - |
| 2 | Mr. Pham Tuan Anh | Chair of the Board of Directors | April 28, 2021 | - |
| 3 | Mr. Tran Xuan Thu | Member of the Board of Directors | April 28, 2021 | - |
| 4 | Mr. Le Xuan Son | Member of the Board of Directors | April 28, 2021 | - |

1. Board Resolutions/Board Decisions in the first 6 months of 2023:
	1. Resolutions:

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| --- | --- | --- | --- |
| No. | Board Resolution No. | Date | Content |
| 1 | 01/NQ-HDQT-PVBLD | January 17, 2023 | On the temporary approval of the Plan on Production and Business 2023 of Petro Vietnam Building and Commercial JSC |
| 2 | 02/NQ-HDQT-PVBLD | January 18, 2023 | On the approval of the Plan to improve the efficiency of house rental activities at the Tra Khuc River Dike Collective Area |
| 3 | 03/NQ-HDQT-PVBLD | February 20, 2023 | On the approval of the Plan to organize the Annual General Meeting of Shareholders of Petro Vietnam Building and Commercial JSC in 2023 |
| 4 | 04/NQ-HDQT-PVBLD | February 22, 2023 | On the promulgation of the Working Agenda 2023 of the Board of Directors of Petro Vietnam Building and Commercial JSC |
| 5 | 05/NQ-HDQT-PVBLD | May 22, 2023 | On the detailed approval of the Plan on Production and Business 2023 of Petro Vietnam Building and Commercial JSC |
| 6 | 06/NQ-HDQT-PVBLD | August 25, 2023 | Meeting of the Board of Directors in August, 2023 |
| 7 | 07/NQ-HDQT-PVBLD | September 08, 2023 | On the Dividend payment in cash in 2023 |
| 8 | 08/NQ-HDQT-PVBLD | November 23, 2023 | On the temporary approval of supplementing the investment capital plan for purchasing 02 cars for business purposes to the Production and Business Plan of 2023 of Petro Vietnam Building and Commercial JSC |

* 1. Decisions:

|  |  |  |  |
| --- | --- | --- | --- |
| No. | Decision No. | Date | Content |
| 1 | 01/QD-HDQT-PVBLD | January 04, 2023 | On the authorization to operate the Company's Board of Directors |
| 2 | 02/QD-HDQT-PVBLD | January 17, 2023 | On the additional salary payments to the Company’s Manager on the occasion of Tet 2023 |
| 3 | 03/QD-HDQT-PVBLD | January 17, 2023 | On the approval of the policy of stopping the implementation of the Raw Material Warehouse Investment Project |
| 4 | 04/QD-HDQT-PVBLD | February 22, 2023 | On the establishment of the Organizing Committee and Sub-committees to serve the Annual General Meeting of Shareholders 2023 of Petro Vietnam Building and Commercial JSC |
| 5 | 05/QD-HDQT-PVBLD | March 16, 2023 | On the authorization to operate the Company's Board of Directors |
| 6 | 06/QD-HDQT-PVBLD | March 30, 2023 | On the additional salary and remuneration payments implemented in 2022 for the Company's Manager |
| 7 | 07/QD-HDQT-PVBLD | April 10, 2023 | On the authorization to operate the Company's Board of Directors |
| 8 | 08/QD-HDQT-PVBLD | April 10, 2023 | On the authorization to operate the Company's Board of Directors |
| 9 | 09/QD-HDQT-PVBLD | April 20, 2023 | On the promulgation of the Internal regulations on corporate governance of Petro Vietnam Building and Commercial JSC |
| 10 | 10/QD-HDQT-PVBLD | April 20, 2023 | On the promulgation of the Operational Regulation of the Company’s Board of Directors. |
| 11 | 11/QD-HDQT-PVBLD | April 20, 2023 | On the payment of rewards for completing works in 2022 for the Company's Manager |
| 12 | 12/QD-HDQT-PVBLD | May 22, 2023 | On the approval of the Plan on using Salary Fund 2023 of Petro Vietnam Building and Commercial JSC |
| 13 | 13/QD-HDQT-PVBLD | May 22, 2023 | On the approval of the Plan on using the Bonus and Welfare Fund in 2023 of Petro Vietnam Building and Commercial JSC |
| 14 | 14/QD-HDQT-PVBLD | June 05, 2023 | On the authorization to operate the Company's Board of Directors |
| 15 | 15/QD-HDQT-PVBLD | June 20, 2023 | On the approval of the Scope of Work, Estimate, Contractor Selection Plan, Proesional Group and Bidding Documents for the package "Hiring audit services for Financial Statements 2023” |
| 16 | 16/QD-HDQT-PVBLD | June 21, 2023 | On the authorization to operate the Company's Board of Directors |
| 17 | 17/QD-HDQT-PVBLD | June 28, 2023 | On the authorization to operate the Company's Board of Directors |
| 18 | 18/QD-HDQT-PVBLD | July 19, 2023 | On the authorization to operate the Company's Board of Directors |
| 19 | 19/QD-HDQT-PVBLD | July 19, 2023 | On the approval of the contractor selection results for the Bidding Package of hiring audit services for the Financial Statements 2023 |
| 20 | 20/QD-HDQT-PVBLD | July 26, 2023 | On the adjustment of the salary for participation in social insurance, health insurance, unemployment insurance and related regimes of the Manager of Petro Vietnam Building and Commercial JSC |
| 21 | 21/QD-HDQT-PVBLD | August 09, 2023 | On the authorization to operate the Company's Board of Directors |
| 22 | 22/QD-HDQT-PVBLD | August 17, 2023 | On the additional salary payments to the Company's Manager on the occasion of Independence day 2023 |
| 23 | 23/QD-HDQT-PVBLD | August 25, 2023 | On the amendment and supplement of "Investment Management Regulations of Petro Vietnam Building and Commercial JSC” |
| 24 | 24/QD-HDQT-PVBLD | October 06, 2023 | On the approval of the investment policy of purchasing cars to serve the management and operations of Petro Vietnam Building and Commercial JSC in 2023 |
| 25 | 25/QD-HDQT-PVBLD | November 03, 2023 | On the approval of the policy of investing in purchasing cars to serve production and business activities of Petro Vietnam Building and Commercial JSC in 2023 |
| 26 | 26/QD-HDQT-PVBLD | November 07, 2023 | On the authorization to operate the Board of Directors of Petro Vietnam Building and Commercial JSC |
| 27 | 27/QD-HDQT-PVBLD | November 23, 2023 | On the additional salary payments to the Company's Manager on the occasion of Traditional Day of Vietnam Oil and Gas Industry November 27 |
| 28 | 28/QD-HDQT-PVBLD | December 07, 2023 | On the authorization to operate the Company's Board of Directors |
| 29 | 29/QD-HDQT-PVBLD | December 12, 2023 | On the establishment of the Professional Group, the Appraisal Team carried out the investment and procurement of 02 Land Cruiser VX cars to serve the Company's production and business activities. |
| 30 | 30/QD-HDQT-PVBLD | December 28, 2023 | On the additional salary payments to the Company Manager on the occasion of New Year's Day 2024 |

1. The Supervisory Board (in 2023)
2. Information about members of the Supervisory Board

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| --- | --- | --- | --- | --- | --- |
| No. | Member of the Supervisory Board | Position | Date of appointment | Dismissal date | Qualification |
| 1 | Ms. Do Thi Phuong Thuy | Chief | April 23, 2018 | - | Bachelor of Finance and Banking |
| 2 | Mr. Phan Ba Cong | Member | April 28, 2021 | - | Bachelor of Auditing |
| 3 | Ms. Pham Thanh Thao | Member | April 28, 2021 | - | Bachelor of Finance and Banking |

1. The Executive Board.

|  |  |  |  |  |
| --- | --- | --- | --- | --- |
| No. | Member of the Executive Board | Date of birth | Qualification | Date of appointment as member of the Executive Board |
| 1 | Mr. Tran Xuan Thu | June 04, 1980 | Master of Business Administration | August 08, 2019 |
| 2 | Mr. Huynh Viet Cuong | January 25, 1979 | Master in Finance - Banking | July 16, 2021 |
| 3 | Mr. Huynh Trinh Van | October 01, 1983 | Master in Economic Management | July 16, 2021 |

1. The Chief Accountant:

|  |  |  |  |
| --- | --- | --- | --- |
| Full name | Date of birth | Qualification | Appointment date |
| Nguyen Tan Phat | March 28, 1991 | Master of Accounting | July 16, 2022 (In charge of accounting from July 16, 2021) |

1. Training on corporate governance
2. List of affiliated persons of the public company and transactions between the affiliated person of the Company with the Company itself (2023)
3. Transactions between the Company and affiliated persons of the Company; or between the Company and major shareholders, PDMR, or affiliated persons of PDMR: Attached
4. Transactions between Company’s PDMR, affiliated persons of PDMR and subsidiaries or companies controlled by the Company: None.
5. Transactions between the Company and other entities: None.
	1. Transactions between the Company and the companies in which members of the Board of Directors, members of the Supervisory Board, the Manager and other managers have been being founding members or members of the Board of Directors, the Executive Manager for the past three (03) years: 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 and other managers are members of the Board of Directors, the Executive Manager: None.
	3. Other transactions of the Company (if any) which can bring material or non-material benefits to members of the Board of Directors and members of the Supervisory Board, the Manager and other managers: None.
6. Share transactions of PDMR and affiliated persons of PDMR (2023):
7. Company’s shares transaction of PDMR and affiliated persons: Attached
8. Other significant issues: None.

COMPANY’S SHARE TRANSACTION OF PDMR AND AFFILIATED PERSONS

(Report No.01/BC-HDQT-PVBLD dated January 22, 2024 attached).

|  |  |  |  |  |  |
| --- | --- | --- | --- | --- | --- |
| 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 | Rate |
| 1 | Huynh Trinh Van | PDMR | 1,000 | 0.06% | 17,400 | 0.10% | Purchasing shares |
| 2 | Huynh Trinh Van | PDMR | 17,400 | 0.10% | 12,400 | 0.07% | Selling shares |