**VNI: Annual Corporate Governance Report 2023**

On January 19, 2024, Viet Nam Land Investment Corporation announced Report No. 01/2024/BC-HDQT-VNI on the Annual Corporate Governance 2023 as follows:

* Company name: Viet Nam Land Investment Corporation
* Head office address: 205/51-53-55 Pham Huu Lau Road, Quarter 2, Phu My Ward, District 7, Ho Chi Minh City.
* Tel: (028) 6270 6889 Fax: Email: [info@vinalandinvest.com.vn](mailto:info@vinalandinvest.com.vn)
* Charter capital: VND 105,599,960,000
* Securities code: VNI
* Corporate governance model: The General Meeting, Board of Directors, Supervisory Board and Managing Director.
* Internal audit: Not executed.

1. Activities of the General Meeting:

Information about meetings and General Mandates/Decisions of the General Meeting (including General Mandates approved by collecting ballots)

|  |  |  |  |
| --- | --- | --- | --- |
| No. | General Mandate/Decision of the General Meeting No. | Date | Content |
| 01 | No. 01/2023/BB-CD-VNI | April 22, 2023 | Minutes of the Annual General Meeting 2023 |
| 02 | No. 01/2023/NQ-CD-VNI | April 22, 2023 | Annual General Mandate 2023 |
| 03 | No. 02/2023/NQ-CD-VNI | August 24, 2023 | General Mandate on collecting shareholders' ballots |

1. Board of Directors (annual report):
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. Tran Minh Hoang | Chair of the Board of Directors | January 06, 2020 (Appointed to be the Chair of the Board of Directors) |  |
| 2 | Mr. Nguyen Duy Duong | Member of the Board of Directors | April 22, 2023 (re-appointed) |  |
| 3 | Mr. Ho Dac Hung | Member of the Board of Directors | April 22, 2023 (re-appointed) |  |
| 4 | Mr. Vu Ngoc Tuan | Member of the Board of Directors | February 26, 2022 |  |
| 5 | Mr. Nguyen Van Hung | Member of the Board of Directors | April 22, 2023 (re-appointed) |  |
| 6 | Mr. Nguyen Ho Phuong | Member of the Board of Directors | December 30, 2019 |  |
| 7 | Mr. Nguyen Van Quy | Member of the Board of Directors | March 27, 2021 |  |

1. Board Resolutions/Board Decisions (Annual Report):

|  |  |  |  |
| --- | --- | --- | --- |
| No. | General Mandate/Decision of the General Meeting | Date | Contents |
| 01 | 01/2023/NQ-HDQT-VNI | January 10, 2023 | Approve implementing the Marketing plan for the project. |
| 02 | 02/2023/NQ-HDQT-VNI | February 20, 2023 | Approve the salary adjustment of the Company's Management from February 1, 2023. |
| 03 | 03/2023/NQ-HDQT-VNI | March 02, 2023 | Approve the convening of the Annual General Meeting 2023 |
| 04 | 04/2023/NQ-HDQT-VNI | March 09, 2023 | Approve Vinaland Company's resolution of issues related to Finance - Accounting and Auditing of Financial Statements from 2019 to 2022. |
| 05 | 05/2023/NQ-HDQT-VNI | May 19, 2023 | Approve the resolution plan for customers who have signed contracts of purchasing and selling apartments and commercial lots of Vinaland Tower project (SaiGon South Plaza) signed by Mr. Tran Binh Long on behalf of the Company. |
| 06 | 06/2023/NQ-HDQT-VNI | June 23, 2023 | Approve the collection of the General Meeting's ballots |
| 07 | 07/2023/NQ-HDQT-VNI | July 01, 2023 | Approve the commitment of Viet Nam Land Investment Corporation on ensuring the assets of Mr. Nguyen Van Quy - Member of the Board of Directors, to be used for the purpose of guaranteeing the loan limit of Newland Real Estate Services Corporation at Vietnam Joint Stock Commercial Bank for Industry and Trade. |
| 08 | 08/2023/NQ-HDQT-VNI | July 05, 2023 | Approve Contracts between Viet Nam Land Investment Corporation and Newland Real Estate Services Corporation. |

1. Supervisory Board/Audit Committee (Annual report):
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 |
| 01 | Ms. Nguyen Thi Hang Nga | Chief of the Supervisory Board | December 30, 2019 | Accountant |
| 02 | Ms. Mai Thi Hong Tuyet | Member of the Supervisory Board | December 30, 2019 | Business Administration |
| 03 | Ms. Nguyen Thi Thanh Tuyen | Member of the Supervisory Board | December 30, 2019 | Accountant |

1. Executive Board.

|  |  |  |  |  |
| --- | --- | --- | --- | --- |
| No. | Member of The Executive Board | Date of birth | Qualification | Appointment date |
| 01 | Ho Dac Hung (Managing Director) | May 10, 1971 | Electronic Engineer | July 17, 2019 |
| 02 | Nguyen Van Hung (Deputy Managing Director) | December 27, 1977 | Business Administration | July 17, 2019 |
| 03 | Le Thi Bich Huong (Deputy Managing Director) | March 08, 1977 | Bachelor in Pedagogy | July 17, 2019 |

1. Chief Accountant:

|  |  |  |  |
| --- | --- | --- | --- |
| Full name | Date of birth | Qualification | Date of appointment |
| Le Thi Hien | June 16, 1976 | University | March 01, 2022 |

1. Training on corporate governance:
2. List of related persons of the public company (Annual report) and transactions between the related persons of the Company and the Company itself
3. Transactions between the Company and related persons of the Company; or between the Company and principal shareholders, PDMR, or related persons of PDMR:

|  |  |  |  |  |  |  |  |  |  |
| --- | --- | --- | --- | --- | --- | --- | --- | --- | --- |
| No. | Name of organization/individual | Relations with the Company | NSH\* No., Date of issue, Place of issue of NSH | Head office address/Contact address | Time of transaction | Approved General Mandate/Decision No. of the General Meeting and Board Resolutions/Decisions (including promulgation date if any) | | Content, quantity, total value of transaction | Note |
| 1 | Newland Real Estate Services Corporation | Principal shareholder, Chair of the Board of Directors | 0313503932 | G Floor, Block A5- 01-02, EraTown Area, Nguyen Luong Bang Road, Phu My Ward, District 7, Ho Chi Minh City | January 2023 |  | Sign contract of supplying and installing Laminate Flooring (Pergo) for the apartment, with the value of VND 7,114,235,760. | |  |
| 2 | Newland Real Estate Services Corporation | Principal shareholder, Chair of the Board of Directors | 0313503932 | G Floor, Block A5- 01-02, EraTown Area, Nguyen Luong Bang Road, Phu My Ward, District 7, Ho Chi Minh City | January 2023 |  | Sign contract on purchasing and selling ceramic tile products of VTHM factory, with the value of VND 758,898,906. (VAT included). | |  |
| 3 | Newland Real Estate Services Corporation | Principal shareholder, Chair of the Board of Directors | 0313503932 | G Floor, Block A5- 01-02, EraTown Area, Nguyen Luong Bang Road, Phu My Ward, District 7, Ho Chi Minh City | February 2023 |  | Sign contract of supplying and installing walls and glass doors, with the value of VND 18,320,288,821 (VAT included). | |  |
| 4 | Newland Real Estate Services Corporation | Principal shareholder, Chair of the Board of Directors | 0313503932 | G Floor, Block A5- 01-02, EraTown Area, Nguyen Luong Bang Road, Phu My Ward, District 7, Ho Chi Minh City | February 2023 |  | Sign contract of purchasing and selling high-end INNOCI sanitary equipment with the value of VND 10,878,494,000. | |  |
| 5 | Newland Real Estate Services Corporation | Principal shareholder, Chair of the Board of Directors | 0313503932 | G Floor, Block A5- 01-02, EraTown Area, Nguyen Luong Bang Road, Phu My Ward, District 7, Ho Chi Minh City | March 2023 |  | Sign contract of supplying and installing kitchen and sink items for 295 apartments of Viva Plaza project with the value of VND 11,983,879,905 (VAT included). | |  |
|  |  |  |  |  |  |  |  | |  |
| 6 | Newland Real Estate Services Corporation | Principal shareholder, Chair of the Board of Directors | 0313503932 | G Floor, Block A5- 01-02, EraTown Area, Nguyen Luong Bang Road, Phu My Ward, District 7, Ho Chi Minh City | April 2023 |  | Sign contract of constructing fireproof steel doors with the value of VND 12,820,000,000 (VAT included) | |  |
| 7 | Ms. Dang Thi To Quyen | Shareholder | 074172000074 | 306A Pham The Hien Apartment, Ward 4, District 8, Ho Chi Minh City | May 2023 |  | Sign contract of borrowing VND 1,500,000,000. | |  |
| 8 | Ms. Dang Thi To Quyen | Shareholder | 074172000074 | 306A Pham The Hien Apartment, Ward 4, District 8, Ho Chi Minh City | May 2023 |  | Sign contract of borrowing VND 5,500,000,000. | |  |
| 9 | Mr. Tran Minh Hoang | Principal shareholder, Chair of the Board of Directors | 015070000094 | M-One Apartment, No. 35/12 Be Van Cam Road, District 7, Ho Chi Minh City | June 2023 |  | Sign contract of borrowing VND 1,000,000,000. | |  |
| 10 | Ms. Dang Thi To Quyen | Shareholder | 074172000074 | 306A Pham The Hien Apartment, Ward 4, District 8, Ho Chi Minh City | June 2023 |  | Sign contract of borrowing VND 2,000,000,000. | |  |
| 11 | Ms. Dang Thi To Quyen | Shareholder | 074172000074 | 306A Pham The Hien Apartment, Ward 4, District 8, Ho Chi Minh City | June 2023 |  | Sign contract of borrowing VND 3,000,000,000. | |  |
| 12 | Ms. Le Thi Hoa | Shareholder | 001146003980 | A28, D5A Road, Quarter 2, Phu My Residential Area, Phu My Ward, District 7, Ho Chi Minh City | June 2023 |  | Sign contract of borrowing VND 1,800,000,000. | |  |
| 13 | Mr. Nguyen Van Quy | Shareholder, member of the Board of Directors | 023100946 | 306A Pham The Hien Apartment, Ward 4, District 8, Ho Chi Minh City | July 2023 |  | Sign contract of borrowing VND 1,000,000,000. | |  |
| 14 | Mr. Ho Dac Hung | Principal shareholder, Managing Director | 001071014207 | Phu My Hung Apartment, District 7 | October 2023 |  | Sign contract of borrowing VND 1,000,000,000. | |  |
| 15 | Mr. Tran Minh Hoang | Principal shareholder, Chair of the Board of Directors | 015070000094 | M-One Apartment, No. 35/12 Be Van Cam Road, District 7, Ho Chi Minh City | October 2023 |  | Sign contract of borrowing VND 2,000,000,000. | |  |
| 16 | Ms. Tran Le Dieu Huong | Related person of Mr. Tran Minh Hoang | 231198000025 | 15 My Hao Area - H15, Tan Phong Ward, District 7, Ho Chi Minh City | October 2023 |  | Sign contract of borrowing VND 2,000,000,000. | |  |

1. Transactions between Company’s PDMR, related persons of PDMR and subsidiaries or companies controlled by the Company
2. Transactions between the Company and other entities
   1. Transactions between the Company and the company in which members of the Board of Directors, members of the Supervisory Board, the Manager (the Managing Director) and other managers who have been founding members or members of the Board of Directors and Executive Manager (Managing Director) for the past three (03) years (calculated at the date of reporting). Newland Real Estate Services Corporation.
   2. Transactions between the Company and companies executed by the related people of members of the Board of Directors, members of the Supervisory Board, Executive Manager (Managing Director) and other managers who are members of the Board of Directors and Executive Manager (Managing Director). Newland Real Estate Services Corporation.
   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, Executive Manager (Managing Director) and other managers. None.
3. Share transactions of PDMR and related persons of PDMR (Annual report)
4. Transaction of PDMR and related persons related to the Company’s shares:

IX. Other significant issues: None