**VNX: Annual Corporate Governance Report 2023**

On January 22, 2024, Vietnam National Trade Fair and Advertising Company announced Report No. 0017/VINEXAD on the Corporate Governance in 2023 as follows:

* Name of company: Vietnam National Trade Fair and Advertising Company
* Head office address: No. 9 Dinh Le Ward, Trang Tien, Hoan Kiem, Hanoi
* Tel: 024.38255546 Email: Tcdtvinexad@yahoo.com
* Charter capital: VND 12,249,480,000
* Securities code: VNX
* Corporate governance model:
* The General Meeting, Board of Directors, Supervisory Board and Managing Director/Manager
* Internal audit: Unimplemented.

1. Activities of the General Meeting:

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

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

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| --- | --- | --- | --- |
| No. | Resolution/Decision No. | Date | Content |
| 1 | 04/NQ-DHCD | February 16, 2023 | General Mandate 2023 |
| 2 | 06/NQ-DHCD | April 18, 2023 | Annual General Mandate 2023 |

1. Board of Directors
2. Information about members of the Board of Directors

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| --- | --- | --- | --- | --- |
| No. | Member of the Board of Directors | Position | Date of appointment/dismissal as member of the Board of Directors | |
| Appointment date | Dismissal date |
| 1 | Pham Quynh Giang | Chair of the Board of Directors | August 01, 2020 |  |
| 2 | Nguyen Khac Luan | Deputy Chair the Board of Directors | August 01, 2020 |  |
| 3 | Dinh Van Khai | Member the Board of Directors | March 29, 2019 |  |
| 4 | Nguyen Thu Hong | Member the Board of Directors | March 29, 2019 |  |
| 5 | Trinh Xuan Tuan | Member the Board of Directors | March 29, 2019 |  |

1. Board Resolutions/Board Decisions:

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| --- | --- | --- | --- |
| No. | Resolution/Decision | Date | Contents |
| 1 | 05/HDQT-NQ | March 03, 2023 | 1. Approve the business results in 2022, Plan on profit distribution and dividend payment in 2022, Remuneration of the Board of Directors and the Supervisory Board in 2022, Bonus level for the Managing Director and the Board of Management in 2022 2. Approve the Business Plan for 2023 3. Ask shareholders for approval of 3 audit companies for 2023 financial statements 4. Approve organizing the Annual General Meeting 2023 |
| 2 | 06/HDQT-NQ | June 30, 2023 | 1. Report on business results for the first 6 months of the year; Business orientation and solutions by the end of 2023 2. The Company's Board of Management submitted to the Board of Directors the Project "Restructuring the Company's management and business model for the period 2024 - 2030" for approval 3. Prepare personnel for the Board of Directors for the 2024 - 2029 term 4. "Orientation for High-Level Management System 2024-2029 |
| 3 | 07/HDQT-NQ | September 29, 2023 | 1. The company's business results in the first 9 months of the year reached a high level, showing the efforts to complete the set targets of business segments, especially Vinexad TLSK which successfully completed the business targets for the first 9 months of 2023.. 2. The company's policy: In the period 2024 - 2026, increase the company's charter capital to increase the capital scale (the current capital level is too small), maintaining a public company is necessary to enhance the company's position in the market. Assign the Board of Management to hire a consulting company to develop plans to issue shares to increase charter capital in the period 2024 - 2026, report it to the Board of Directors for approval and submit it to the 2024 General Meeting for decision. 3. Plan for Annual General Meeting in 2024: Estimate the time, content and preparation process, assign relevant departments to coordinate preparation. |

1. Supervisory Board;
2. Information about the members of the Supervisory Board:

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| --- | --- | --- | --- | --- |
| No. | Member of the Supervisory Board/Audit Committee | Position | Date of appointment as member of the Supervisory Board. | Qualification |
| 1 | Vu Dang Khoa | Chief of the Supervisory Board | March 29, 2019 | Bachelor |
| 2 | Huynh Thi Thuy Nga | Member Supervisory Board | March 29, 2019 | Bachelor |
| 3 | Huynh Thi Ngoc Chau | Member Supervisory Board | March 29, 2019 | Bachelor |

1. Executive Board.

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| --- | --- | --- | --- | --- | --- |
| No. | Member of the Executive Board | Position | Qualification | Date of appointment | Note |
| 1 | Nguyen Khac Luan | Managing Director - Deputy Chair the Board of Directors | Bachelor | March 29, 2019 |  |
| 2 | Dinh Van Khai | Deputy Managing Director - Member of the Board of Directors | Bachelor | March 29, 2019 |  |
| 3 | Nguyen Thu Hong | Deputy Managing Director- Member of the Board of Directors | Bachelor | March 29, 2019 |  |
| 4 | Pham Dang Khanh | Deputy Managing Director | Bachelor | March 29, 2019 |  |

1. Chief Accountant

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| --- | --- | --- | --- | --- |
| Full name | Date of birth | Qualification | Appointment date | Note |
| Nguyen Tuyet Mai | June 6, 1976 | Bachelor | March 29, 2019 |  |

1. Training on corporate governance:
2. List of related person of the public Company and transactions between the related person of the Company with the Company itself
3. Transactions between the Company and related persons of the Company; or between the Company and major shareholders, PDMR and related persons of PDMR: None.
4. Transactions between the Company’s PDMR, related persons of PDMR and subsidiaries, and companies controlled by the Company: None
5. Transactions between the Company and other entities: None
6. Share transactions of PDMR and related persons of PDMR (Semi-annual Report).
7. Company’s shares transaction of PDMR and related persons: Appendix 3
8. Other significant issues:

Appendix 3: Company’s shares transaction of PDMR and related persons

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| --- | --- | --- | --- | --- | --- | --- | --- | --- |
| No. | Transaction conductor | Relations with PDMR | PDMR | Number of shares owned at the beginning of the period | | Number of shares owned at the end of the period | | Reason for increase, decrease |
| Number of shares | Rate | Number of shares | Rate |
| 1 | Nguyen Thu Ha | Younger sister | Nguyen Thu Hong | - | 0% | 1.796 | 0.15% | Purchase |
| 2 | Luong Van Long | Brother-in-law | Nguyen Thu Hong | 1.796 | 0.15% | - | 0% | Sale |