**VUA: Annual Corporate Governance Report 2023**

On January 22, 2024, Stanley Brothers Securities Incorporation announced Report No. 26/2024/CV-SBSI on the corporate governance 2023 as follows:

* Name of company: Stanley Brothers Securities Incorporation
* Headquarters address: 9 Floor, TNR Holding, 54A Nguyen Chi Thanh Street, Lang Thuong Ward, Dong Da District, Hanoi
* Tel: (+84) 24 3377 6699 Fax: (+84) 24 3373 6699 Email: info@sbsi.vn
* Charter capital: VND 339,000,000,000
* Securities code: VUA
* Corporate Governance Model: The General Meeting, Board of Directors, Supervisory Board and Managing Director.
* Implementation of the internal audit function: Implemented
1. Activities of the General Meeting

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

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| --- | --- | --- | --- |
| No. | General Mandate/Decision of the General Meeting  | Date | Contents |
| 1 | 01/2023/NQ-DHDCD | April 25, 2023 | General Mandate |

1. The 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/independent member of the Board of Directors |
| Appointment date | Dismissal date |
| 01 | Mr. Luyen Quang Thang | Chair of the Board of Directors | April 22, 2019 |  |
| 02 | Mr. Nguyen Quang Anh | Member of the Board of Directors | April 22, 2019 |  |
| 03 | Mr. Pham Hoang Hai | Member of the Board of Directors | March 07, 2022 |  |

1. Board Resolutions/Board Decisions:

|  |  |  |  |
| --- | --- | --- | --- |
| No. | Board Resolution/Board Decision No. | Date | Contents |
| 1 | 01/2023/NQ-HDQT | January 16, 2023 | Approve the policy on risk management of the Company in 2023 |
| 2 | 02A/2023/ NQ-HDQT | March 01, 2023 | Dismissal of the person in charge of Internal Audit Committee |
| 3 | 02B/2023/NQ-HDQT | March 01, 2023 | Appointment of the person in charge of Internal Audit Committee |
| 4 | 03/2023/NQ-HDQT | March 02, 2023 | Convene the Annual General Meeting 2023 |
| 5 | 04/2023/NQ-HDQT | May 05, 2023 | On the transactions between the Corporation and relevant parties |
| 6 | 05/2023/NQ-HDQT | May 08, 2023 | Approval of transactions between the company and related parties |
| 7 | 06/2023/NQ-HDQT | June 19, 2023 | Selection of an audit company for the fiscal year 2023 |
| 8 | 07/2023/NQ-HDQT | November 10, 2023 | Promulgate the Regulations on Reporting and Disclosure of Information |
| 9 | 08/2023/NQ-HDQT | November 10, 2023 | Promulgation of Regulations on Reporting and Information Disclosure |
| 10 | 09/2023/NQ-HDQT | November 15, 2023 | Promulgation of Operational Regulations of the Executive Board |

1. Supervisory Board (Annual Report 2021)
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 | Qualification |
| 01 | Mr. Do Duc Loc | Chief of the Supervisory Board | Appointed on April 25, 2023 | Bachelor in Finance |
| 02 | Ms. Le Thi Giang | Members of the Supervisory Board | Appointed on March 07, 2022 | Bachelor in Laws |
| 03 | Ms. Dinh Thi Lan Anh | Members of the Supervisory Board | Appointed on April 25, 2023 | Bachelor in Accounting |

1. Executive Board

|  |  |  |  |  |
| --- | --- | --- | --- | --- |
| No. | Member of the Executive Board | Date of birth | Professional Qualification | Date of appointment/dismissal as a member of the Executive Board |
| 01 | Mr. Nguyen Quang Anh | February 20, 1978 | Master of Finance | May 10, 2019 |

1. Chief Accountant

|  |  |  |  |  |
| --- | --- | --- | --- | --- |
| No. | Full name | Date of birth | Qualification | Appointment date |
| 01 | Ms. Bui Thi Viet Ha | June 15, 1976 | Bachelor in Accounting | October 08, 2019 |

1. Training on corporate governance:
2. The list of related persons of the public company and transactions between related of the Company and the Company

Transactions between the Company and related persons of the Company; or between the Company and major shareholders, PDMR, related persons of PDMR:

|  |  |  |  |  |  |  |  |  |
| --- | --- | --- | --- | --- | --- | --- | --- | --- |
| No. | Name of institution/ individual | Relations with the Company | NSH\* No., date of issue, place of issue | Contract address | Time of transaction with the Company | General Mandate/Decision of the General Meeting of Shareholder No. or Board Resolution/Board Decision No. (including date of promulgation, if any) | Contents quantity, total value of transaction | Note |
| 1 | Tran Thi Thuy Ngan | Related person of PDMR | 013023942 Date of issue: August 23, 2011Place of issue: Ho Chi Minh City Public Security Department Hanoi | Hanoi | 2022-2023 | Board Resolution No. 08/2021/NQ-HDQT dated April 26, 2021, Resolution No. 11/2022/NQ-HDQT dated May 30, 2022, Resolution No. 04/2023/NQ-HDQT dated May 5, 2023 and Resolution No. 05/2023/NQ-HDQT dated May 8, 2023 | The contract allowed the company to borrow with a total value of VND 1,655,000,000. As of December 30, 2023, the company has paid off all the debt. |  |
| 2 | Ms. Bui Thi Viet Ha | PDMR | 040176004130 Date of issue: April 10, 2021 - Place of issue: The Police Department for Administrative Management of Social Order | Hanoi | 2022-2023 | Board Resolution No. 08/2021/NQ-HDQT dated April 26, 2021, Resolution No. 11/2022/NQ-HDQT dated May 30, 2022, Resolution No. 04/2023/NQ-HDQT dated May 5, 2023 and Resolution No. 05/2023/NQ-HDQT dated May 8, 2023 | The contract allowed the company to borrow with a total value of VND 750,000,000. As of December 30, 2023, the company has paid off all the debt. |  |

1. Transactions between Company’s PDMR, related persons of PDMR and subsidiaries, companies controlled by the Company. None.
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, Executive Manager (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). None
	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 or Executive Manager (Managing Director). None.
3. Other transactions of the Company (if any) which can bring material or non-material benefits to members of the Board of Directors, members of the Supervisory Board, Executive Manager (General Manager) and other managers: None. Share transactions of PDMR and related persons of PDMR
4. Transaction of PDMR and related persons related to the Company’s shares: None.
5. Other significant issues None