**L61: Annual Corporate Governance Report 2023**

On January 12, 2024, Lilama 69-1 JSC announced Report No. 15/BC-HDQT on the corporate governance in 2023 as follows:

* Name of public company: Lilama 69-1 JSC
* Head office address: No. 17, Ly Thai To Street, Bac Ninh City, Bac Ninh Province
* Tel: 0222.3821212 Fax: 0222.3820584
* Email: mail@lilama69-1.com.vn
* Charter capital: VND 75,762,000,000
* Securities code: L61
1. Activities of the General Meeting of Shareholders:

Information about the meetings and General Mandates/Decisions of the General Meeting of Shareholders in 2023:

|  |  |  |  |
| --- | --- | --- | --- |
| No. | General Mandate/Decision No. | Date | Contents |
| 1 | General Mandate No. 18/NQ-DHDCD dated May 29, 2023 of the Annual General Meeting of Shareholders of Lilama 69-1 JSC. | May 29, 2023 | Annual General Mandate 2023 |

1. The Board of Directors
2. Information about members of the Board of Directors in the term of 2021-2026

|  |  |  |  |  |  |  |
| --- | --- | --- | --- | --- | --- | --- |
| No. | Member of the Board of Directors | Position | Date of appointment/dismissal as member of the Board of Directors | Number of meetings attended by the Board of Directors | Attendance rate | Reason for absence |
| 1 | Mr. Pham Dinh San | Vice Chair of the Board of Directors | Elected on January 05, 2023 | 12 | 100 |  |
| 2 | Mr. Le Viet Bac | Member | Elected on April 28, 2021 | 12 | 100 |  |
| 3 | Mr. Ngo Minh Tam | Member | Supplement elected on April 21, 2022 | 12 | 100 |  |
| 4 | Mr. Pham The Kien | Member | Elected on April 28, 2021 | 10 | 83 |  |
| 5 | Mr. Trinh Quang Hung | Member | Elected on May 29, 2023 | 06 | 50 |  |
| 6 | Mr. Cao Dai | Member | Dismissed on May 29, 2023 | 00 | 0 |  |

In 2023, the Board of Directors organized 12 gathered meetings and 13 remote meetings to gather opinions via a ballot to address operational issues in the production and business activities of the Company, ensuring strict compliance with the Charters and Regulations of the Company.

1. Board Resolutions/Board Decisions in 2023:

|  |  |  |  |
| --- | --- | --- | --- |
| No. | Board Resolution/Board Decision No. | Date | Contents |
| 1 | No. 01/QD-HDQT | January 05, 2023 | Dismiss Mr. Pham Dinh San from the position of Chair of the Board of Directors of Lilama 69-1 JSC |
| 2 | No. 02/QD-HDQT | January 05, 2023 | Dismiss Mr. Pham The Kien from the position of General Manager of Lilama 69-1 JSC |
| 3 | No. 03/QD-HDQT | January 05, 2023 | Appoint Mr. Pham Dinh San as General Manager of Lilama 69-1 JSC |
| 4 | No. 04/QD-HDQT | January 05, 2023 | Dismiss Mr. Cao Dai from the position of Vice Chair of the Board of Directors of Lilama 69-1 JSC |
| 5 | No. 05/QD-HDQT | January 05, 2023 | Appoint Mr. Pham Dinh San as Vice Chair of the Board of Directors of Lilama 69-1 JSC |
| 6 | No. 06/QD-HDQT | January 05, 2023 | Establish a group on settlement of liabilities of the Company |
| 7 | No. 07/QD-HDQT | January 30, 2023 | Establish a group to carry out the handover of the tasks of the General Director |
| 8 | No. 08/NQ-HDQT | February 17, 2023 | The personnel work of the Company. |
| 9 | No. 09/QD-HDQT | February 17, 2023 | Dismiss Mr. Duong Thanh Phuong from the position of Deputy General Manager of the Company. |
| 10 | No. 10/QD-HDQT | February 17, 2023 | Dismiss Mr. Vu Ngoc Doanh from the position of Deputy General Manager of the Company. |
| 11 | No. 11/NQ-HĐQT | February 20, 2023 | Approve the plan to reorganize the functional departments of Lilama 69-1 JSC. |
| 12 | No. 12/QD-HDQT | February 20, 2023 | Issue the assignment of tasks of the Board of Directors and the Secretariats of the Board of Directors for the term 2021 - 2026 |
| 13 | No. 13/QD-HDQT | March 13, 2023 | Establish a group to review the unfinished volume in 2022 at projects to facilitate the preparation of Financial Statements in 2022 |
| 14 | No. 14/NQ-HĐQT | March 21, 2023 | Pay liabilities to Steel Shapes Business Joint Stock Company |
| 15 | No. 15/NQ-HĐQT | April 14, 2023 | Record the list of shareholders to organize the Annual General Meeting of Shareholders 2023 of Lilama 69-1 JSC |
| 16 | No. 16/QD-HDQT | April 14, 2023 | Approve the plan to organize the Annual General Meeting of Shareholders 2023 of Lilama 69-1 JSC |
| 17 | No. 17/QD-HDQT | May 15, 2023 | Establish a group on restructuring Company assets |
| 18 | No. 18/NQ-HĐQT | May 29, 2023 | Annual General Mandate 2023Of Lilama 69-1 JSC |
| 19 | No. 19/NQ-HĐQT | July 03, 2023 |  Handle individual and collective responsibilities related to Long Son Petrochemical Project |
| 20 | No. 20/NQ-HĐQT | July 12, 2023 |  Account the cost of drilling expenses in the sieve surface of the ATB air dryer manufacturing project for the fiscal year 2023. |
| 21 | No. 23/NQ-HĐQT | August 08, 2023 |  Establish the Southern branch  |
| 22 | No. 26/QD-HDQT | August 15, 2023 |  Assign tasks to members of the Board of Directors and stipulate the tasks of the Secretariats of the Board of Directors for the term 2021 - 2026 |
| 23 | No. 28/QD-HDQT | October 12, 2023 |  Adjust and supplement members of the Company's Liabilities Settlement Group |

1. The Supervisory Board:
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 | Number of attended meetings | Attendance rate | Reason for absence |
| 1 | Mr. Vu Xuan Goong | Chief of the Supervisory Board | Elected on May 29, 2023 | 06 | 50% |  |  |
| 2 | Mr. Nguyen Van Dat | Chief of the Supervisory Board | Dismissed in May 29, 2023 | 06 | 50% |  |  |
| 3 | Mr. Ngo Anh Duc | Member of the Supervisory Board | Elected on April 28, 2021 | 0 | 0% |  | On business trip |
| 4 | Mr. Nguyen Cao Truong | Member of the Supervisory Board | Dismissed in May 29, 2023 | 06 | 50% |  |  |
| 5 | Mr. Nguyen Truong An | Member of the Supervisory Board | Elected on May 29, 2023 | 06 | 50% |  |  |

1. The Executive Board

|  |  |  |  |  |
| --- | --- | --- | --- | --- |
| No. | Member of the Executive Board | Date of birth | Professional Qualification | Date of appointment/dismissal as member of the Executive Board |
| 1 | Mr. Pham Dinh San - General Manager | June 09, 1969 | Automation engineer | Appointed on January 05, 2023 |
| 2 | Mr. Ngo Phu Phong - Deputy General Manager | November 15, 1981 | Mechanical Engineer | Appointed on September 09, 2019 |
| 3 | Mr. Ngo Quang Hung - Deputy General Manager | March 14, 1980 | Mechanical Engineer | Re-appointed on September 09, 2019 |
| 4 | Mr. Duong Thanh Phuong - Deputy General Manager | March 21, 1979 | Mechanical Engineer | Dismissed in February 17, 2023 |
| 5 | Mr. Vu Ngọc Doanh - Deputy General Manager | October 09, 1980 | Mechanical Engineer | Dismissed in February 17, 2023 |

1. The Chief Accountant

|  |  |  |  |  |
| --- | --- | --- | --- | --- |
| No. | Member of the Executive Board | Date of birth | Professional Qualification | Date of appointment/dismissal as member of the Executive Board |
| 1 | Mr. Ngo Minh Tam | November 15, 1975 | Bachelor of Accounting | Appointed on April 22, 2022 |

1. Training on corporate governance:
2. List of affiliated persons of the listed company (Annual Report of 2023) and transactions between the affiliated persons 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 and affiliated persons of PDMR: None.
4. Transactions between PDMR of the listed company, affiliated persons of PDMR and subsidiaries, companies controlled by the listed company: None.
5. 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 Executive General Manager have been being founding members or members of the Board of Directors, the Executive General Manager for the past three (03) years (calculated at the time of reporting): None.
	2. Transactions between the Company and the companies that affiliated persons of members of the Board of Directors, members of the Supervisory Board, the Executive Manager are members of the Board of Directors, the Executive Manager: None
	3. Other transactions of the Company (if any) that can bring material or non-material benefits to the members of the Board of Directors, the members of the Supervisory Board and the Executive General Manager: None.
6. Share transactions of PDMR and affiliated persons of PDMR (Annual Report in 2023)
7. Transactions of PDMR and affiliated persons of PDMR for shares of listed companies: None.
8. Other significant issues: None.