**VRG: Annual Corporate Governance Report 2023**

On January 22, 2024, Viet Nam Rubber Industrial Zone and Urban JSC announced Report No. 31/BC-HDQT on the corporate governance in 2023 as follows:

* Name of Company: Viet Nam Rubber Industrial Zone and Urban JSC
* Head office address: Cong Hoa Industrial Park, Cong Hoa Ward, Chi Linh City, Hai Duong Province.
* Tel: 0220 3838 025 Fax: 0220 3838 024 Email: [vphdqt.vrg@gmail.com](mailto:vphdqt.vrg@gmail.com.).
* Charter capital: VND 258,948,680,000/share 25,894,868 shares, equivalent to 100% of charter capital.
* Securities code: VRG; the listed company's shares at the Vietnam Securities Depository and registered for trading at Hanoi Stock Exchange - UpCoM Exchange.
* Corporate governance model: The General Meeting, Board of Directors, Supervisory Board and Executive Board
* Internal audit: The Company have established the Internal Audit Committee.

1. Activities of the General Meeting:

The Annual General Meeting 2023 of the Company held on June 23, 2023 approved the following General Mandates and Decisions:

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| No. | General Mandate | Date | Contents |
| 1 | 136/2023/NQ-DHDCD | June 23, 2023 | The Annual General Meeting 2023 of Viet Nam Rubber Industrial Zone and Urban JSC |

1. Activities of the Board of Directors:
2. Information on members of the Board of Directors:

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| No. | Full name | Position | Date of appointment as member of the Board of Directors (Date of appointment) | Date of dismissal as member of the Board of Directors (Date of dismissal) |
| 1 | Mr. Pham Trung Thai | Chair | Year 2005 |  |
| 2 | Mr. Dang Van Thieu | Member | April 22, 2022 |  |
| 3 | Mr. Nguyen Trong Hung | Member | Year 2020 |  |
| 4 | Mr. Le Van Chanh | Member | Year 2011 |  |
| 5 | Mr. Nguyen The Nghia | Member | Year 2019 |  |
| 6 | Mr. Nguyen Xuan Thanh | Member | Year 2014 |  |
| 7 | Ms. Tran Thi Thanh Binh | Member | June 30, 2021 |  |

1. Board Resolutions/Board Decisions in 2023:
2. Board Resolutions in 2023:

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| No. | Resolutions | Date | Contents |
| 1 | 01 /NQ-HDQT | January 03, 2023 | Board Resolution on dividend prepayment of 2022 |
| 2 | 67/NQ-HDQT | April 04, 2023 | Board resolution on changing the convening date of the Annual General Meeting 2023 |
| 3 | 118/NQ-HDQT | June 22, 2023 | The regular Board Resolution for the year 2023 |
| 4 | 159/NQ-HDQT | July 05, 2023 | Board Resolution on the dividend payment of 2022 |
| 5 | 227/NQ-HDQT | August 29, 2023 | Board Resolution on the Approval of the Agreement in Principle to Reappoint Mr. Bui Gia Hung as the Deputy Managing Director of the Viet Nam Rubber Industrial Zone and Urban JSC. |
| 6 | 258/NQ-HDQT | October 10, 2023 | Board Resolution on Approving the Investment Policy for the Truong Hai International Industrial Zone Project in My Thanh Bac Commune, Duc Hue District, Long An Province. |
| 7 | 306/NQ-HDQT | December 18, 2023 | Board Resolution on convening the Annual General Meeting 2024. |

1. Board Decisions in 2023.

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| No. | Decisions | Date | Contents |
| 1 | 04/QD-HDQT | January 05, 2023 | Decision on approving of dossiers on construction drawing - project estimation for: The road section RD05 - Phase 2 (from interchange NO7 to interchange NO7A). |
| 2 | 05/QD-HDQT | January 05, 2023 | Decision on approving of dossiers on construction drawing - project estimation for: The road section RD03( 1) interchange N13 to interchange NO7A. |
| 3 | 06/QD-HDQT | January 05, 2023 | Decision on approving of dossiers on construction drawing - project estimation for: Planting shade-providing green trees in the central operations area of the Republic Industrial Zone, Chi Linh. |
| 4 | 07/QD-HDQT | January 05, 2023 | Decision on approving of dossiers on construction drawing - project estimation for: Internal concrete yard in the central operations area of the Republic Industrial Zone, Chi Linh. |
| 5 | 08/QD-HDQT | January 06, 2023 | Decision on approving the contractor selection plan for: Planting shade-providing green trees in the central operations area of the Republic Industrial Zone, Chi Linh. |
| 6 | 09/QD-HDQT | January 06, 2023 | Decision on approving the contractor selection plan for: Internal concrete yard in the central operations area of the Republic Industrial Zone, Chi Linh. |
| 7 | 10/QD-HDQT | January 06, 2023 | Decision on approving the plan for selection of construction contractors: The Southern canal in the Republic Industrial Zone, from the culvert across RD03 road to the existing channel. |
| 8 | 11/QD-HDQT | January 09, 2023 | Decision on approving the contractor selection result to implement the bidding package No. 04: Construction implementation: Planting shade-providing green trees in the central operations area of the Republic Industrial Zone, Chi Linh. |
| 9 | 12/QD-HDQT | January 09, 2023 | Decision on approving the contractor selection result to implement the bidding package No. 02: Consultancy on construction supervision for the Work: Planting shade-providing green trees in the central operations area of the Republic Industrial Zone, Chi Linh. |
| 10 | 13/QD-HDQT | January 09, 2023 | Decision on approving the contractor selection result to implement the bidding package No. 04: Construction implementation: Internal concrete yard in the central operations area of the Republic Industrial Zone, Chi Linh. |
| 11 | 14/QD-HDQT | January 09, 2023 | Decision on approving the contractor selection result to implement the bidding package No. 04: Consultancy on construction supervision for the Work: Internal concrete yard in the central operations area of the Republic Industrial Zone, Chi Linh. |
| 12 | 15/QD-HDQT | January 09, 2023 | Decision on approving the contractor selection result to implement the bidding package No. 03: Construction work for the Southern canal in the Republic Industrial Zone, from the culvert across RD03 road to the existing channel. |
| 13 | 16/QD-HDQT | January 09, 2023 | Decision on approving the contractor selection result to implement the bidding package No. 02: Consultancy on construction supervision for the Construction work of the Southern canal in the Republic Industrial Zone, from the culvert across RD03 road to the existing channel. |
| 14 | 20/QD-HDQT | January 11, 2023 | Decision approving the budget for the implementation of planting and supplementing flowers and decorative trees in the Republic Industrial Zone in preparation for the Lunar New Year 2023 |
| 15 | 22/QD-HDQT | January 11, 2023 | Decision on approving the contractor selection result to implement the bidding package No. 06: Construction and installation of equipment and works: Procurement of furniture and completion of certain items for the office of the Company at the Republic Industrial Zone, Chi Linh. |
| 16 | 23/QD-HDQT | January 11, 2023 | Decision on approving the contractor selection result to implement the bidding package No. 03: Construction supervision consultancy and construction equipment installation: Procurement of furniture and completion of certain items for the office of the Company at the Republic Industrial Zone, Chi Linh. |
| 17 | 28/QD-HDQT | January 16, 2023 | Decision approving changes to the design, estimates for certain materials, and equipment for the procurement of furniture and completion of certain items for the office of the Company at the Republic Industrial Zone, Chi Linh. |
| 18 | 44/QD-HDQT | February 28, 2023 | Decision on the reassignment of Mr. Nguyen Van Vinh for a special assignment. |
| 19 | 48/QD-HDQT | March 06, 2023 | Decision on the establishment of a work unit to carry out investment promotion in Taiwan. |
| 20 | 49/QD-HDQT | March 06, 2023 | Decision to relieve Mr. Luong Van Duc from the position of Head of the Investment Planning Department. |
| 21 | 50/QD-HDQT | March 06, 2023 | Decision on the appointment to the position of Head of the Investment Planning Department for Mr. Tran Thanh Liem. |
| 22 | 74/QD-HDQT | April 06, 2023 | Decision on the establishment of a work unit to carry out investment promotion in Taiwan. (China) |
| 23 | 86/QD-HDQT | April 27, 2023 | Decision on the establishment of a work unit to carry out investment promotion in China |
| 24 | 138/QD-DHDCD | June 26, 2023 | On changing business registration contents of the Company (Board of Directors) |
| 25 | 143/QD-VRG | June 26, 2023 | Decision on approving the quote request. Procurement of generators to serve essential operational maintenance at the headquarters of the Cong Hoa Industrial Zone. |
| 26 | 151/QD-HDQT | June 30, 2023 | Decision on the Appointment of the Secretary in charge of the Chairman of the Board of Directors of the Company. |
| 27 | 161/QD-HDQT | July 05, 2023 | Decision on approving the selection of the contractor to implement the procurement package for generators to serve essential operational maintenance at the headquarters of the Cong hoa Industrial Zone. |
| 28 | 172/QD-HDQT | July 17, 2023 | Decision on the reassignment of employees for a special assignment |
| 29 | 189/QD-HDQT | July 26, 2023 | Decision on participating in the strategic investment partner forum in Taiwan - ASEAN, promoting investment in Taiwan in August 2023, organized by the Foreign Investment Agency - Ministry of Planning and Investment. |
| 30 | 193/QD-HDQT | July 27, 2023 | Board Decision on approving the estimates and the contractor selection plan for Bidding Package: Procurement of automobiles to serve the management and operation of the industrial zone and office needs of the Company. |
| 31 | 197/QD-VRG | August 02, 2023 | Decision on participating in the strategic investment partner forum in Taiwan - ASEAN, promoting investment in Taiwan in August 2023, organized by the Foreign Investment Agency - Ministry of Planning and Investment. |
| 32 | 206/QD-HDQT | August 08, 2023 | Decision on participating in the training for electronic office (eOffice) systems of the corporation. |
| 33 | 208/QD-HDQT | August 08, 2023 | Decision on approving the workload and budget for the landscaping project to serve investment attraction activities in the Cong Hoa Industrial Zone. |
| 34 | 225/QD-HDQT | August 29, 2023 | Decision on approval of the result of contractor selection to exercise the bidding package: Procurement of 16 seats-automobiles to serve the management and operation of the industrial zone and office needs of the Company. |
| 35 | 233/QD-HDQT | September 06, 2023 | Decision on the appointment to the position of Deputy Chief of the Board of Directors' Office-cum-Secretary to the Chair of the Board of Directors. |
| 36 | 234/QD-HDQT | September 06, 2023 | Decision on the appointment to the position of Deputy Chief of the Board of Directors' Office-cum-Secretary to the Chair of the Board of Directors. |
| 37 | 248/QD-HDQT | October 02, 2023 | Decision on the establishment of a ballot counting team to consolidate the voting results up to document No. 244/PLYK-HQT dated September 25, 2023 by the Board of Directors of the Company. |
| 38 | 280/QD-HDQT | November 21, 2023 | On approving the list of subjects obliged to declaration of assets and income in 2023; |

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

The list of members of the Supervisory Board is as follows:

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| --- | --- | --- | --- | --- | --- |
| No. | Full name | Position | Date of appointment | Date of dismissal | Qualification |
| 1 | Ms. Vu Thi Thu Ha | Chief | June 24, 2020 |  | Master of Finance and Accounting |
| 2 | Mr. Le Thanh Ngoc | Member | June 23, 2016 | June 23, 2023 | Master of Finance |
| 3 | Mr. Do Phu Hong Quan | Member | June 23, 2023 |  | Bachelor in Accounting, practicing auditor |
| 3 | Mr. Nguyen Duc Huynh | Member | June 23, 2016 |  | Bachelor in Accounting |

1. Executive Board

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| --- | --- | --- | --- | --- |
| No. | Member of the Executive Board | Date of birth | Professional Qualification | Date of appointment/dismissal as a member of the Executive Board |
| 1 | Dang Van Thieu | March 04, 1968 | Master of Finance and Economics | June 24, 2020 |
| 2 | Bui Gia Hung | September 14, 1972 | Bachelor in Economics | October 25, 2005 |
| 3 | Luong Van Duc | August 14, 1977 | Construction Engineer | February 01, 2021 |

1. Chief Accountant

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| --- | --- | --- | --- |
| Full name | Date of birth | Qualification | Date of appointment/dismissal |
| Mai The Thu | October 20, 1966 | Bachelor in Financial - Accounting | June 24, 2020 |

1. Training on corporate governance:
2. List of related persons of the public company and transactions between the related persons of the Company with the Company itself
3. Transactions between the Company and its related persons; or between the Company and major shareholders, PDMR and related persons: None.
4. Transactions between Company’s PDMR, related persons of PDMR and subsidiaries or 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:
7. Company’s share transaction of the Company's PDMR and related persons:

|  |  |  |  |  |  |  |  |
| --- | --- | --- | --- | --- | --- | --- | --- |
| No. | Name of individual/institution | Position at  Company (if any) | ID number/NSH certificate number\*, Date of issue, place of issue | Head office address/Contact address | Number of shares owned at the end of the period | Number of shares owned at the end of the period  the period | Reason |
| 1. Transactions of PDMR None. | | | | | | | |
| 1. Transactions of related persons | | | | | | | |
| 1 | TB.Group – Vietnam Co.,ltd | Is an organization related to Mr. Pham Trung Thai and Ms. Tran Thi Thanh Binh |  | No. 579B, Chanh Hamlet, Duc Lap Ha Commune, Duc Hoa District, Long An Province | 1,192,200 | 4.6% | Reduce ownership rate |

1. Other significant issues None.