**LIG: Annual Corporate Governance Report 2023**

On January 25, 2024, LICOGI 13 Joint Stock Company announced Report No. 45/BCQT-LICOGI13 on the corporate governance in 2023 as follows:

* Name of listed company: LICOGI 13 Joint Stock Company
* Head office address: 4th Floor, LICOGI 13 TOWER, Khuat Duy Tien Street, Nhan Chinh Ward, Thanh Xuan District, Hanoi
* Tel: 0243 854 4623 Email: tonghop@licogi13.com.vn
* Charter capital: VND 950,845,690,000
* Securities code: LIG
* Corporate governance model: The General Meeting of Shareholders, the Board of Directors, the Supervisory Board, and the General Manager.
* Internal audit execution: Implemented

1. Activities of the General Meeting of Shareholders:

Information about the meetings and General Mandates/Decisions of the General Meeting of Shareholders (including General Mandates approved by collecting shareholders' opinions via a ballot):

|  |  |  |  |
| --- | --- | --- | --- |
| No. | General Mandate No. | Date | Content |
| 1 | 25/NQ-LICOGI13-DHDCD | April 27, 2023 | Annual General Mandate 2023 |

1. The 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/independent member of the Board of Directors | |
| Appointment date | Dismissal date |
| 1 | Bui Dinh Son | Chair | Before March 30, 2010 |  |
| 2 | Nguyen Van Hiep | Member | Before March 30, 2010 |  |
| 3 | Nguyen Quoc Hung | Member | Before March 30, 2010 |  |
| 4 | Vu Tuan Duong | Member | Before March 30, 2010 |  |
| 5 | Nguyen Thanh Tu | Member | From April 22, 2010 |  |
| 6 | Pham Van Thang | Member | From June 26, 2020 |  |
| 7 | Do Thanh Ha | Member | From June 26, 2020 |  |

Notes: March 30, 2010 was the time when LICOGI 13 Joint Stock Company was approved to list on the Hanoi Stock Exchange.

1. Board Resolutions/Board Decisions:
   1. Board Resolutions:

|  |  |  |  |
| --- | --- | --- | --- |
| No. | Resolution No. | Date | Content |
| 1 | 01/2023/NQ-LICOGI13-HDQT | May 26, 2023 | On: Do not buy shares at Thuan Phuoc Company in the charter capital increase 2023. |
| 2 | 02/2023/NQ-LICOGI13-HDQT | June 19, 2023 | On: Do not buy shares at Thanh Dat Company in the charter capital increase 2023. |
| 3 | 03/NQ-LICOGI13-HDQT | September 25, 2023 | On: Register to trade LIG's private bonds to HNX |
| 4 | 05/2023/NQ-LICOGI13-HDQT | October 5, 2023 | On: Purchase more shares of LIG FC in the charter capital increase 2023 |
| 5 | 06/2023/NQ-LICOGI13-HDQT | October 5, 2023 | On: Purchase more shares of IMC in the charter capital increase 2023 |
| 6 | 08/2023/NQ-LICOGI13-HDQT | October 9, 2023 | On: Approve the plan to ensure the issuance of shares meets regulations on foreign ownership rate |
| 7 | 10/NQ-LICOGI13-HDQT | November 07, 2023 | On: Adjusting the plan on using the proceeds from the private offering of LIG shares |
| 8 | 11/NQ-LICOGI13-HDQT | November 07, 2023 | On: Approve the plan to use capital obtained from the offering to supplement working capital. |
| 9 | 12/NQ-LICOGI13-HDQT | November 07, 2023 | On: Approve the individual share offering documents and the list of investors offered to supplement working capital |
| 10 | 13/2023/NQ-LICOGI13-HDQT | November 30, 2023 | On: Record the list to collect bondholders' opinions on bond extension and bond interest payment via a ballot. |
| 11 | 14/NQ-LICOGI13-HDQT | December 18, 2023 | On: Approve the registration and payment deadline to purchase LIG shares in the private offering 2023 |
| 12 | 15/2023/NQ-LICOGI13-HDQT | December 19, 2023 | On: Ask bond users to change the bond term of LIGH2123001 and bond conditions. |
| 13 | 16/2023/NQ-LICOGI13-HDQT | December 26, 2023 | On: Change the bond term of LIGH2123001; bond terms and conditions and issues related to Bonds. |

* 1. Board Decisions:

|  |  |  |  |
| --- | --- | --- | --- |
| No. | Board Decision No. | Date | Content |
| 1 | 01/2023/QD-LICOGI13-HDQT | May 4, 2023 | On: Replace collateral at Agribank Bank transaction office branch. |
| 2 | 02/QĐ-LICOGI13-HDQT | May 11, 2023 | On: Pay remuneration to the Board of Directors, the Supervisory Board, the person in charge of corporate governance, and the Assistants of the Board of Directors in 2023. |
| 3 | 03/2023/QD-LICOGI13-HDQT | May 18, 2023 | On: Decide to borrow capital and guarantee at BIDV bank with capital under 540 billion and not exceeding 12 months. |
| 4 | 04/2023/QD-LICOGI13-HDQT | May 25, 2023 | On: Decide to borrow capital and guarantee at Agribank with capital under 40 billion and not exceeding 12 months. |
| 5 | 05/QD-LICOGI13-HDQT | June 28, 2023 | On: Select an audit company for Financial Statements 2023 |
| 6 | 06/2023/QD-LIC0GI13-HDQT | October 11, 2023 | On: Receive transfer of shares of JVConnect Consulting Joint Stock Company. |

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

|  |  |  |  |  |
| --- | --- | --- | --- | --- |
| No. | Members of the Supervisory Board | Position | Date of appointment as member of the Supervisory Board. | Qualification |
| 1 | Duong Thi Phuong | Chief | From April 24, 2018 | Bachelor of Economics |
| 2 | Dinh Thi Kim Anh | Member | From April 25, 2015 | Bachelor of Laws |
| 3 | Le Van Cuong | Member | From June 26, 2020 | Bachelor of Economics |

1. The Board of Management:

|  |  |  |  |  |
| --- | --- | --- | --- | --- |
| No. | Member of the Board of Management | Date of birth | Qualification | Date of appointment/dismissal as a member of the Executive Board |
| 1 | Mr. Pham Van Thang | April 12, 1977 | Business Administration Engineer | June 22, 2010 |
| 2 | Mr. Do Thanh Ha | October 27, 1973 | Construction engineer | April 22, 2014 |
| 3 | Ms. Nguyen Thanh Tu | Fabruary 10, 1980 | Master of Economics | April 22, 2010 |
| 4 | Mr. Le Xuan Thanh | May 27, 1979 | Telecommunication - Electronic Master | March 30, 2010 |
| 5 | Mr. Nguyen Nam Son | April 30, 1961 | Bachelor of Laws, Bachelor of Politics | July 1, 2021 |
| 6 | Mr. Tran Quang Huy | August 17, 1972 | Irrigation Engineer | March 30, 2010 |

1. The Chief Accountant:

|  |  |  |  |  |
| --- | --- | --- | --- | --- |
| No. | Full name | Position | Qualification | Date of appointment as the Chief Accountant |
| 1 | Nguyen Thi Thom | Chief Accountant | Bachelor of Finance and Accounting | June 22, 2010 |

1. Training on corporate governance:
2. List of affiliated persons of the public company and transactions between the affiliated person 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, or affiliated persons of PDMR: None
4. Transactions between Company’s PDMR, affiliated persons of PDMR and subsidiaries or companies controlled by the listed Company: None
5. Transactions between the Company and other entities
   1. Transactions between the Company and companies where members of the Board of Directors, members of the Supervisory Board, the Executive Manager (General Manager) have been founding members or members of the Board of Directors, the Executive Manager (General Manager) for the past three (03) years (as 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 and the Executive Manager (General Manager) are members of the Board of Directors, the Executive Manager (General Manager): 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, the Manager (General Manager): None.
6. Share transactions of PDMR and affiliated persons of PDMR (Annual report):
7. Transactions of PDMR and affiliated persons of PDMR for shares of listed companies:

|  |  |  |  |  |  |  |  |
| --- | --- | --- | --- | --- | --- | --- | --- |
| No. | Transaction conductor | Relations with PMDR | Number of shares owned at the beginning of the period | | Number of shares owned at the end of the period | | Reason for increase/decrease (purchase, sell, or award,...) |
| Number of shares | Rate (%) | Number of shares | Rate (%) |
| 1 | Vu Tuan Duong | Member of the Board of Directors | 501,484 | 0.53 | 531,484 | 0.56 | Sell |

1. Other significant issues: None

Appendix 3: Transactions of PDMR and affiliated persons of PDMR for shares of LICOGI13 Joint Stock Company - Securities code LIG (Attached to the corporate governance in 2023 No. 45/BCQT-LICOGI13 dated January 25, 2023)