**PHH: Annual Corporate Governance Report 2023**

On January 25, 2024, Hong Ha Viet Nam Joint Stock Company announced Report No. 08/2024/BCQT-HHVN on the corporate governance 2023 as follows:

* Name of Company: Hong Ha Viet Nam Joint Stock Company
* Head office address: Executive Office, Tu Hiep New Urban Area, Tu Hiep Commune, Thanh Tri District, Hanoi, Vietnam.
* Tel: 04.3554.0845
* Charter capital: VND 200,000,000,000
* Securities code: PHH
* Corporate Governance Model: The General Meeting of Shareholders, the Board of Directors, the Supervisory Board and the General Manager
* Internal audit execution: Unimplemented

1. Activities of the General Meeting of Shareholders

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

|  |  |  |  |
| --- | --- | --- | --- |
| No. | General Mandates/Decisions of the General Meeting of Shareholders No. | Date | Content |
| 1 | 01/NQ-DHDCD | May 18, 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  (independent member of the Board of Directors, non-executive member of the Board of Directors) | Date of appointment/dismissal as the member/independent member of the Board of Directors | |
| Appointment date | Dismissal date |
| 1 | Ms. Nguyen Thi Thuy Huyen | Chair of the Board of Directors | April 28, 2021 |  |
| 2 | Ms. Nguyen Thi Huyen Trang | Member of the Board of Directors | June 30, 2020 |  |
| 3 | Ms. Tran Thi Thanh Binh | Member of the Board of Directors | April 28, 2021 |  |

1. Board Resolutions/Decisions (Annual Report):

|  |  |  |  |
| --- | --- | --- | --- |
| No. | Board Resolution/Board Decision No. | Date | Content |
| 1 | 01/NQ-HDQT | March 24, 2023 | The record date for the list of shareholders to attend the Annual General Meeting of Shareholders 2023 |
| 2 | 02/NQ-HDQT | April 12, 2023 | Appoint the Chief Accountant of the Company |
| 3 | 03/NQ-HDQT | April 20, 2023 | Plan on holding the Annual General Meeting of Shareholders 2023 |
| 4 | 04/NQ-HDQT | May 09, 2023 | Approve contents to be voted at the Annual General Meeting of Shareholders 2023 of Tu Hiep Hong Ha Petrolium Joint Stock Company |
| 5 | 05/NQ-HDQT | October 30, 2023 | Approve the voting contents at the Extraordinary General Meeting of Shareholders 2023 of Tu Hiep Hong Ha Petrolium Joint Stock Company |

1. The Supervisory Board (Annual Report):
2. Information about members of the Supervisory Board:

|  |  |  |  |  |
| --- | --- | --- | --- | --- |
| No. | Member of the Supervisory Board | Position | Date of appointment as a member of  the Supervisory Board | Qualification |
| 1 | Nguyen Quoc Tuan | Chief of the Supervisory Board | May 12, 2022 | Master of Finance and Banking |
| 2 | Truong My Hanh | Member of the Supervisory Board | May 12, 2022 | Bachelor of Business Administration |
| 3 | Nguyen Thi Huong | Member of the Supervisory Board | May 18, 2023 | Bachelor of Economics |
| 4 | Do Thi Hanh | Member of the Supervisory Board | Dismissed on  May 18, 2023 | Bachelor of Economics |

1. The Executive Board

|  |  |  |  |  |
| --- | --- | --- | --- | --- |
| No. | Members of the Executive Board | Date of birth | Qualification | Date of appointment/dismissal |
| 1 | Tran Thi Thanh Binh | December 25, 1985 | Bachelor of Economics | Appointed on  February 15, 2022 |

1. The Chief Accountant:

|  |  |  |  |
| --- | --- | --- | --- |
| Full name | Date of birth | Qualification | Appointment date |
| Ms. Nguyen Thi Hoa Vinh | August 26, 1985 | Bachelor of Accounting | April 12, 2023 |

1. Training on corporate governance:
2. List of affiliated persons of the public company (Annual report) and transactions between the affiliated persons of the Company and 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: Appendix 02

1. Transactions between Company’s PDMR, affiliated 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 companies where members of the Board of Directors, members of the Supervisory Board, the Manager (General Manager) and other managers 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): Appendix 02
   2. Transactions between the Company and companies where the affiliated persons of members of the Board of Directors, members of the Supervisory Board, the Manager (General Manager) and other managers are members of the Board of Directors, the Executive Manager (General Manager): None
   3. Other transactions of the Company (if any) that can bring about material or non-material benefits to members of the Board of Directors, members of the Supervisory Board, and the Manager (General Manager) and other managers: None
3. Share transactions of PDMR and affiliated persons of PDMR (Annual report)
4. Transactions between the PDMR and affiliated persons on the Company’s shares: None

Appendix 02: REPORTABLE COMPANY'S TRANSACTIONS WITH OTHER ENTITIES

1. Transactions between the Company and affiliated persons of the Company, or between the Company and major shareholders, PDMR, affiliated persons of PDMR

|  |  |  |  |  |  |  |  |  |
| --- | --- | --- | --- | --- | --- | --- | --- | --- |
| No. | Name of individual/institution | Relations with the Company | NSH\* No., date of issue, place of issue | Head office address/Contact address | Time of transaction | General Mandate/Decision of the General Meeting of Shareholder No. or Board Resolution/Decision No. (if any) | Content, quantity, total value of transaction | Note |
| 1 | Tu Hiep Hong Ha Petrolium Joint Stock Company | Joint venture |  |  |  |  | Sales: VND 2,326,552,563; Purchase: VND 559,454,100 |  |
| 2 | Hong Ha Ha Noi Joint Stock Company | Subsidiary |  |  |  |  | Sales: 0  Purchase: 0 |  |