**DSV: Annual Corporate Governance 2023**

On January 18, 2024, Vinh Phu Railway JSC announced Report No. 09/BC-HDQT on corporate governance in 2024 as follows:

Name of company: Vinh Phu Railway JSC

of Head office address: Kien Thiet Street, Ben Got Ward, Viet Tri City, Phu Tho Province

Business Registration Certificate: 2600109073; Date of issue: February 03, 2023.

Place of issue: Department of Planning and Investment of Phu Tho Province

Tel: 02103.910.217; Fax: 02103.910.249

Charter capital: VND 12,295,790,000.

Securities code: DSV

1. Activities of the General Meeting of Shareholders:

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| --- | --- | --- | --- |
| No. | General Mandate No. | Date | Content |
| 1 | No. 09/NQ-DHDCD | January 31, 2023 | Extraordinary General Mandate 2023 |
| 2 | No. 50/NQ-DHDCD | April 07, 2023 | Annual General Mandate 2023 |

1. Activities of the Board of Directors
2. Information about the Board of Directors:

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| --- | --- | --- | --- | --- |
| No. | Full name | Position | Date of appointment | Note |
| 1 | Mr. Nguyen Viet Anh | Chair of the Board of Directors | December 25, 2015 |  |
| 2 | Mr. Tran Nhu Thang | Member of the Board of Directors | December 25, 2015 | Dismissed on January 31, 2023 |
| 3 | Mr. Pham Xuan Tu | Member of the Board of Directors | January 31, 2023 |  |
| 4 | Mr. Nguyen Van Binh | Member of the Board of Directors | December 25, 2015 |  |

1. Board Resolutions/Decisions

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| --- | --- | --- | --- |
| No. | Board Resolutions/Decisions No. | Date | Content |
| 1 | 03/NQ-HDQT | January 18, 2023 | Resolution on the financial investment 2023 |
| 2 | 11/NQ-HDQT | January 31, 2023 | Resolution signing a contract to provide road patrol equipment |
| 3 | 12/BB-HDQT | January 31, 2023 | Minutes of the Board of Directors meeting on increasing bank loan limits |
| 4 | 13/QD-HDQT | January 31, 2023 | Decision on establishing appraisal teams for procurement investment projects in 2023 |
| 5 | 18/QD-HDQT | January 31, 2023 | Decision on appointing the Manager of the Company |
| 6 | 20/NQ-HDQT | February 08, 2023 | Resolution on buying modern medicine from Hong Duc |
| 7 | 21/NQ-HDQT | February 08, 2023 | Resolution on personnel work |
| 8 | 22/NQ-HDQT | February 08, 2023 | Resolution on organizing Customer Conference in 2023 |
| 9 | 23/NQ-HDQT | February 16, 2023 | Resolution on signing a contract to purchase materials and accessories from Ha Ninh Bridges And Roads Mechanism Joint Stock Company |
| 10 | 24/NQ-HDQT | February 22, 2023 | Resolution on the contract to purchase DDG Paint |
| 11 | 24a/NQ-HDQT | February 22, 2023 | Resolution on buying 2.5x5 stone for the first time |
| 12 | 25/NQ-HDQT | February 23, 2023 | Resolution on the recruitment of workers |
| 13 | 26/NQ-HDQT | February 23, 2023 | Resolution on signing an excavator conversion contract |
| 14 | 27/NQ-HDQT | March 01, 2023 | Resolution on purchasing architectural materials in Q1/2023 |
| 15 | 28/NQ-HDQT | March 01, 2023 | Resolution on signing a contract to install air conditioners on horizontal lines |
| 16 | 29/NQ-HDQT | March 06, 2023 | Resolution on sewing uniforms for agency employees |
| 17 | 30/NQ-HDQT | March 06, 2023 | Resolution on signing an occupational safety and hygiene training contract |
| 18 | 33/QD-HDQT | March 08, 2023 | Decision on establishing the Organizing Committee of the Annual General Meeting of Shareholders 2023 |
| 19 | 36/TB-HDQT | March 22, 2023 | Resolution on buying 2.5x5 stone for the second time |
| 20 | 40/NQ-HDQT | March 29, 2023 | Board Resolution dated March 29, 2023 |
| 21 | 41-HDQT | March 29, 2023 | Resolution on buying wooden sleepers in Q1/2023 |
| 22 | 42/QD- HDQT | March 29, 2023 | Decision on establishing appraisal teams for procurement investment projects in 2023 |
| 23 | 50/NQ-DHDCD | April 07, 2023 | Annual General Mandate 2023 |
| 24 | 51/NQ-HDQT | April 10, 2023 | Resolution on periodic health check-ups for the first round of 2023 |
| 25 | 54/QD-HDQT | April 20, 2023 | Decision on approving the estimate and the contractor selection plan of project |
| 26 | 56/QD-HDQT | April 24, 2023 | Decision on approving bidding dossiers |
| 27 | 64/QD-HDQT | May 15, 2023 | Resolution on signing a contract for the construction of Quang Ninh GAP Flower package |
| 28 | 66/QD-HDQT | May 19, 2023 | Approve the list of contractors that meet the technical requirements of the bidding package: Providing specialized railway accessories for regular maintenance of national railway infrastructure in 2023; |
| 29 | 67/QD-HDQT | May 22, 2023 | Approve the contractor ranking list of the bidding package: Providing specialized railway materials for regular maintenance of national railway infrastructure in 2023 |
| 30 | 68/QD-HDQT | May 26, 2023 | Decision on approving the contractor selection results for the Regular Repair material procurement package in 2023 |
| 31 | 69/NQ-HDQT | May 26, 2023 | Resolution on the recruitment of workers |
| 32 | 70/NQ-HDQT | August 06, 2023 | Resolution on the recruitment of workers |
| 33 | 71/NQ-HDQT | September 06, 2023 | Decision on approving the estimate for the machinery and equipment purchase package in 2023 |
| 34 | 72/NQ-HDQT | June 13, 2023 | Decision on approving the bidding dossiers for machinery and equipment bidding package number in 2023 |
| 35 | 73/NQ-HDQT | June 13, 2023 | Resolution on signing a contract to purchase supplies for coal route 1 to Ben |
| 36 | 74/QD-HDQT | June 19, 2023 | Decision on approving bidding dossiers for procurement of working equipment and conference halls |
| 37 | 75/NQ-HDQT | June 21, 2023 | Resolution on purchasing air conditioners for workers |
| 38 | 76/QD-HDQT | June 22, 2023 | Decision on approving adjustments to bidding documents for office and conference hall equipment procurement project |
| 39 | 79/QD-HDQT | June 30, 2023 | Decision on approving the contractor selection results for the machinery and equipment package |
| 40 | 81/NQ-HDQT | June 30, 2023 | Resolution on the recruitment of workers |
| 41 | 82/QD-HDQT | July 11, 2023 | Decision on approving the results of selecting a contractor for the hall equipment purchase package |
| 42 | 83/QD-HDQT | July 11, 2023 | Decision on approving the contractor selection results for the office equipment purchase package |
| 43 | 84/QD-HDQT | July 11, 2023 | Resolution in the first 6 months of 2023 |
| 44 | 85a/NQ-HDQT | July 12, 2023 | Resolution on signing a contract to purchase and sell construction materials for temporary crossroads km55+200 |
| 45 | 89/QD-HDQT | August 01, 2023 | Decision on assigning the task of being in charge of the Finance and Accounting Department |
| 46 | 91/NQ-HDQT | August 01, 2023 | Resolution on the recruitment of railway workers  |
| 47 | 92/QD-HDQT | August 01, 2023 | Decision on approving the volume of bidding packages for procurement of hall equipment |
| 48 | 93/QD-HDQT | August 01, 2023 | Decision on approving the volume of bidding packages for office equipment procurement |
| 49 | 94/NQ-HDQT | August 07, 2023 | Resolution on the recruitment of workers |
| 50 | 96/NQ-HDQT | August 09, 2023 | Resolution on personnel reappointment |
| 51 | 97/NQ-HDQT | August 09, 2023 | Resolution on the financial investment  |
| 52 | 98/QD-HDQT | August 09, 2023 | Decision on re-appointing Mr. Truong |
| 53 | 99/QD-HDQT | August 09, 2023 | Decision on re-appointing Mr. Dung |
| 54 | 102/QD-HDQT | August 14, 2023 | Decision on promulgating regulations on management of people holding the title of manager, representative of capital, labor, team leader, and company leader |
| 55 | 105/NQ-HDQT | August 31, 2023 | Resolution on the recruitment of workers |
| 56 | 107/NQ-HDQT | September 11, 2023 | Resolution on signing a virtual server lease contract |
| 57 | 108/NQ-HDQT | September 20, 2023 | Resolution on bank loans |
| 58 | 109/NQ-HDQT | September 20, 2023 | Resolution on personnel work of the Administrative Organization Department |
| 59 | 110/NQ-HDQT | September 20, 2023 | Resolution on personnel work |
| 60 | 111/NQ-HDQT | October 12, 2023 | Resolution on bank loans in October |
| 61 | 112/NQ-HDQT | October 12, 2023 | Resolution on building KPIs |
| 62 | 113/NQ-HDQT | October 18, 2023 | Resolution on signing a contract to buy spare parts for inserting machines from China |
| 63 | 114/NQ-HDQT | October 18, 2023 | Resolution on signing a contract for the second round of periodic health examination |
| 64 | 115/NQ-HDQT | October 18, 2023 | Decision on establishing a KPI estimate appraisal team |
| 65 | 117/NQ-HDQT | October 30, 2023 | Resolution on signing a contract to sew uniforms for ATCT workers |
| 66 | 118/NQ-HDQT | October 30, 2023 | Resolution on signing a contract to install LED signs |
| 67 | 119/NQ-HDQT | October 30, 2023 | Resolution on signing the audit contract in 2023 |
| 68 | 121/QD- HDQT | November 11, 2023 | Decision on approving estimates and plans. Select contractors for KPI packages |
| 69 | 122/NQ-HDQT | November 13, 2023 | Resolution on participating in coal recruitment bidding package 2 |
| 70 | 124/NQ-HDQT | November 16, 2023 | Resolution on using assets to borrow capital from banks |
| 71 | 125/QD-HDQT | November 17, 2023 | Decision on approving bidding documents and bidding packages for building KPI system |
| 72 | 126/NQ-HDQT | November 17, 2023 | Resolution on participating in bidding package No. 3 Vang Danh - Port |
| 73 | 127/NQ-HDQT | November 20, 2023 | Resolution on dissolving the medical station |
| 74 | 128/NQ-HDQT | November 20, 2023 | Resolution on machinery and equipment repair contract |
| 75 | 129/NQ-HDQT | December 05, 2023 | Resolution on signing a contract to buy calendars for 2024 |
| 76 | 131/NQ- HDQT | December 13, 2023 | Resolution on bank loans |
| 77 | 133/QD- HDQT | December 15, 2023 | Approve contractors that meet technical documents |
| 78 | 134/NQ-HDQT | December 15, 2023 | Resolution on participating in bidding package No. 02, maintaining the Western route |
| 79 | 135/NQ-HDQT | December 18, 2023 | Resolution on signing a contract to purchase materials to repair Viet Tri bridge power lines |
| 80 | 136/QD-HDQT | December 18, 2023 | Decision on approving the contractor ranking list |
| 81 | 137/NQ-HDQT | December 18, 2023 | Resolution on expanding and merging roads and demarcating divisions |
| 82 | 139/NQ-HDQT | December 21, 2023 | Resolution on the recruitment of workers |
| 83 | 140/NQ-HDQT | December 21, 2023 | Resolution on signing package contract 56-61 |
| 84 | 142/QD-HDQT | December 26, 2023 | Decision on approving KPI contractor selection results |

1. The Supervisory Board

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| --- | --- | --- | --- | --- | --- | --- |
| No. | Full name | Position | Date of appointment | Number of attended meetings | Rate of attendance | Note |
| 1 | Hoang Thi Thuy Ha | Chief | July 25, 2018 | 4 | 100% |  |
| 2 | Nguyen Thanh Tung | Member | April 08, 2017 | 4 | 100% |  |
| 3 | Giang Tien Duy | Member | January 01, 2016 | 4 | 100% |  |

1. The Executive Board

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| --- | --- | --- | --- | --- | --- |
| No. | Full name | Position | Date of birth | Professional Qualification | Appointment year: |
| 1 | Mr. Pham Xuan Tu | Company’s Manager | July 02, 1982 | Engineer | 2023 |
| 2 | Mr. Tran Ngoc Thang | Company’s Deputy Manager | May 18, 1963 | Engineer | 2016 |
| 3 | Mr. Le Minh Truong | Company’s Deputy Manager | September 25, 1980 | Master | 2018 |

1. Chief Accountant

|  |  |  |  |  |  |
| --- | --- | --- | --- | --- | --- |
| No. | Full name | Position | Date of birth | Qualification | Appointment year |
| 1 | Mr. Bui Trong Dung | Chief Accountant | March 01, 1970 | Engineer | 2018 |

1. Training on corporate governance
2. List of affiliated persons of the Company and transactions between affiliated persons of the Company and the Company itself:
3. Transactions of affiliated person of the Company and the Company itself: None
4. Transactions between the Company’s PDMR, affiliated persons of PDMR and subsidiaries or companies controlled by the Company None
5. Transactions between the Company and other entities
6. Transactions between the Company and companies where members of the Board of Directors, members of the Supervisory Board, the Manager and other managers have been founding members or members of the Board of Directors, the Executive Manager for the past 3 years: None
7. Transactions between the Company and companies where affiliated persons of members of the Board of Directors, members of the Supervisory Board, the Manager and other managers are members of the Board of Directors, the Executive Manager: None
8. Other transactions of the Company (if any) that can bring about material or non-material benefits to the members of the Board of Directors, the members of the Supervisory Board, the Manager and other managers: None
9. Share transactions of PDMR and affiliated persons of PDMR: None