**HCI: Annual Corporate Governance Report 2023**

On January 25, 2024, Hanoi Construction Investment Joint stock Company announced Report No. 26/2024/CV-CT on the corporate governance in 2023 as follows:

* Name of Company: Hanoi Construction Investment Joint stock Company
* Headquarters address: No. 76 An Duong Street, Yen Phu Ward, Tay Ho District, Hanoi City

Tel: (84 - 24) 3.8292974 Fax:(84 - 24) 3.8292391 Email:hancic@fpt.vn

* Charter capital: VND 52,320,000,000
* Securities code: HCI
* Corporate Governance Model:
* The General Meeting, the Board of Directors, the Supervisory Board, and the Managing Director.
* Internal audit execution: Unimplemented

1. Activities of the General Meeting:

Information about the meetings and General Mandates/Decisions (including General Mandates approved by collecting shareholders' ballots):

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| --- | --- | --- | --- |
| No. | General Mandate/Decision of the General Meeting | Date | Contents |
|  | Annual General Mandate 2023 | April 26, 2023 | Annual General Mandate 2023 |

1. Board of Directors
2. Information about members of the Board of Directors;

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| --- | --- | --- | --- | --- |
| No. | Member of the Board of Directors | Position (Independent member/non-executive member of the Board of Directors) | Date of appointment/dismissal as members/independent members of the Board of Directors | |
| Appointment date | Dismissal date |
|  | Mr. Tran Trong Binh | Chair | April 27, 2021 (term 2021 - 2026) |  |
| 2 | Mr. Vu Manh Quyen | Member | April 27, 2021 (term 2021- -2026) |  |
| 3 | Mr. Nguyen Tu Quang | Member | April 27, 2021 (term 2021 - 2026) |  |
| 4 | Ms. Nguyen Thi Mai | Member | April 27, 2021 (term 2021 - 2026) |  |
| 5 | Mr. Lai Hop Duan | Member | April 27, 2021 (term 2021- -2026) |  |

1. Board Resolutions/Board Decisions:

|  |  |  |  |
| --- | --- | --- | --- |
| No. | Board Resolution/Board Decision | Date | Contents |
| 1 | No. 18/2023/NQ-HDQT4 | January 16, 2023 | Approve: Project management expenses |
| 2 | No. 19/2023/NQ-HDQT4 | February 06, 2023 | Approve: Approval of adjusting the implementation time of the project of Underground parking lot combined with Greenery and Sports under the New Urban Area of Trung Van |
| 3 | No. 20/2023/NQ-HDQT4 | February 21, 2023 | Approve: Plan on convening the Annual General Meeting 2023 |
| 4 | No. 21/2023/NQ-HDQT4 | March 15, 2023 | Approve: Car rental contract for production and business with Viet Nam Investment Travel Cultural Joint Stock Company |
| 5 | No. 22/2023/NQ-HDQT4 | March 20, 2023 | Approve: Project: Trung Van Urban Area Expansion Project, Tourism Vocational School Project,  76 An Duong Project, materials, date and venue of the Annual General Meeting 2023 |
| 6 | No. 23/2023/NQ-HDQT4 | September 28, 2023 | Approve: Car rental contract for production and business with Mr. Nguyen Thai Ha |
| 7 | No. 24/2023/NQ-HDQT4 | October 19, 2023 | Approve: Contract for construction and completion of fire protection system for Apartment at 46/230 Lac Trung |
| 8 | No. 25/2023/NQ-HDQT4 | October 24, 2023 | Approve: Adjustment of investment policy for implementing the project of Greenery and Sports -  New Urban Area of Trung Van |

1. SUPERVISORY BOARD
2. Information about the members of the Supervisory Board:

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| --- | --- | --- | --- | --- |
| No. | Member | Position | Date of appointment/dismissal as member of the Supervisory Board | Qualification |
| 1 | Mr. Bui Nhu Thanh | Chief | April 27, 2021 (term 2021- -2026) | Bachelor in Economics |
| 2 | Ms. Tran Thi Thu Lien | Member | April 27, 2021 (term 2021 - 2026) | Bachelor in Economics |
| 3 | Mr. Pham Vu Trung Hieu | Member | April 27, 2021 (term 2021 - 2026) | Computer engineer |

1. Executive Board

|  |  |  |  |  |
| --- | --- | --- | --- | --- |
| No. | Member of the Executive Board | Date of birth | Qualification | Date of appointment/dismissal as the member of the Executive Board |
| 1 | Tran Trong Binh - Chair of the Board of Directors | 1970 | Master of Political Economy | First appointed in June, 2020  Re-appointed on April 27, 2021 |
| 2 | Vu Manh Quyen - Member of the Board of Directors - Managing Director | 1979 | Master of Business Administration | First appointed in August, 2016  Re-appointed on April 27, 2021 |
| 3 | Nguyen Thai Ha - Deputy Managing Director | 1979 | Bachelor in Economics | First appointed in August, 2020 Re-appointed on May 14, 2021 |

1. The Head of Finance - Accounting Department

|  |  |  |  |
| --- | --- | --- | --- |
| Full name | Date of birth | Qualification | Date of appointment /dismissal |
| Nguyen Thi Hong Ha | 1976 | Bachelor in Economics | First appointed in September, 2007 Re-appointed on May 14, 2021 |

1. Training on corporate governance
2. List of related persons of the Company and transactions between the related persons of the Company with the Company itself.
3. Transactions between the Company and related persons of the Company; or between the Company and principal shareholders, PDMR and related persons of PDMR

|  |  |  |  |  |  |  |  |  |
| --- | --- | --- | --- | --- | --- | --- | --- | --- |
| No. | Name of organization/individual | Relations with the Company | NSH\* No., Date of issue, Place of issue of NSH | Head office address/Contact address | Time of transaction with the Company | Approved General Mandate/Decision No. and Board Resolutions/Decisions (including promulgation date if any) | Content, quantity, total value of transaction | Note |
| 1 | Mr. Nguyen Thai Ha | Deputy Managing Director | 031079018350 November 01, 2021, Police Department on Administrative Management of Social Order | Group 26, Linh Nam Ward, Hoang Mai District, Hanoi City | January 01, 2023 | No. 17/2022/NQ-HDQT4 dated December 30, 2022 | Rent vehicle for production and business: VND 10,000,000/month | From January 01, 2023 to September 30, 2023. |
| 2 | Mr. Nguyen Thai Ha | Deputy Managing Director | 031079018350 November 01, 2021, Police Department on Administrative Management of Social Order | Group 26, Linh Nam Ward, Hoang Mai District, Hanoi | October 01, 2023 | No. 23/2023/NQ -HDQT4 dated September 28, 2023 | Rent vehicle for production and business: VND 10,000,000/month | From January 01, 2023 until the two parties agree to liquidate |

Notes: NSH Number\*: ID Card/Passport No. (for individuals) or the Business Registration Certificate No., License on Operation No., or equivalent legal documents (for institutions)/NSH:

1. Transactions between Company’s PDMR, related persons of PDMR and subsidiaries or companies controlled by the Company None
2. Transactions between the Company and other entities:
   1. Transactions between the Company and the companies in which members of the Board of Directors, members of the Supervisory Board, Managing Director and other managers ưho have been founding members or members of the Board of Directors or Executive Manager (Managing Director) for the past three (03) years (as at the date of reporting):

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| --- | --- | --- | --- | --- | --- | --- | --- | --- |
| No. | Name of individual/institution | Relations with the Company | NSH No.\* , date of issue, place of issue | Headquarters address/Contact address | Time of transaction with the Company | General Mandate/Decision or Board Resolution/Decision (if any, specify the issuance date) | Content, quantity, total value of transaction | Note |
| 1 | Viet Nam Investment Travel Cultural Joint Stock Company | Managing Director of Viet Nam Investment Travel Cultural Joint Stock Company is a member of the Board of Directors, Managing Director of Hanoi Construction Investment Joint Stock Company |  | No. 76 An Duong Street, Yen Phu Ward, Tay Ho District, Hanoi City | June 01, 2021 | No. 03/2021/NQ-HDQT4 | Rent office from June 01, 2021 to May 31, 2024 Total value of expected transaction: VND 118,800,000 | VND 3,300,000/month |
| 2.. | Viet Nam Investment Travel Cultural Joint Stock Company | Managing Director of Viet Nam Investment Travel Cultural Joint Stock Company  is a member of the Board of Directors, Managing Director of Hanoi Construction Investment Joint Stock Company |  | No. 76 An Duong Street, Yen Phu Ward, Tay Ho District, Hanoi City | March 15, 2023 | No. 21/2023/NQ-HDQT4  Dated March 15, 2023 | Rent vehicle for production and business with a rental fee of VND 12,000,000/month |  |

* 1. Transactions between the Company and companies executed by the related people of members of the Board of Directors, members of the Supervisory Board, Executive Manager (Managing Director) and other managers who are members of the Board of Directors or Executive Manager (the Managing Director). None
  2. 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, Executive Manager (Managing Director) and other managers. None

1. Share transactions of PDMR and related persons of PDMR:
2. Transaction of PDMR and related persons related to the Company’s shares:

|  |  |  |  |  |  |  |  |
| --- | --- | --- | --- | --- | --- | --- | --- |
| No. | Transaction conductor | PDMR/Relations with the PDMR | Number of shares owned at the beginning of the period | | Number of shares owned at the end of the period | | Reasons for increase or decrease (buy, sell, convert, reward, ...) |
| Number of shares | Rate | Number of shares | Rate |
| 1 | Nguyen Thi Mai | Member of the Board of Directors | 0 | 0% | 700 | 0.0134% | Purchase |

1. OTHER SIGNIFICANT ISSUES: None