**HLS: Annual Corporate Governance 2023**

On January 25, 2024, Hoang Lien Son Technical Ceramics Joint Stock Company announced Report No. 01/BC-HDQT on the corporate governance in 2023 as follows:

* Name of company: Hoang Lien Son Technical Ceramics Joint Stock Company
* Head office address: No. 93, Le Loi Street, Yen Ninh Ward, Yen Bai City, Yen Bai Province
* Tel: 02163852477 - 02162210388 Fax: 02163853083
* Charter capital: VND 111,691,250,000
* Securities code: HLS
* Corporate Governance Model:
* The General Meeting, Board of Directors, Supervisory Board and Managing Director
* Internal audit: Implemented.

1. Activities of the General Meeting:

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

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| No. | General Mandate/Decision of the General Meeting | Date | Contents |
| 1 | 01/NQ-DHDCD | April 16, 2023 | Annual General Mandate 2023 |

1. Board of Directors (Semi-Annual Report):
2. Information about members of the Board of Directors:

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| No. | Members 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 member/independent member of the Board of Directors | |
| Appointment date | Dismissal date |
| 1 | Mr. Nguyen Khac Son | Chair/Non-executive member of the Board of Directors | April 24, 2021 |  |
| 2 | Mr. Nguyen Thanh Ha | Member of the Board of Directors | April 24, 2021 |  |
| 3 | Mr. Vu Ngoc San | Member of the Board of Directors | April 24, 2021 |  |
| 4 | Mr. Vu Ngoc Cuong | Non-executive member | April 24, 2021 |  |
| 5 | Ms. Nguyen Thi Kim Hoa | Member of the Board of Directors | April 24, 2021 |  |

1. Board Resolutions/Board Decisions (Semi-Annual Report):

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| --- | --- | --- | --- |
| No. | Board Resolution/Board Decision | Date | Contents |
| 1 | 15/NQ-HDQT | February 23, 2023 | Approve the record date of the list of shareholders to attend the General Meeting and the expected time and venue to organize the Annual General Meeting 2023. |
| 2 | 16/NQ-HDQT | March 20, 2023 | 1. Annual report of the Board of Directors and Executive Board on operating results in 2022, production and business plan in 2023. 2. Financial Statements 2022 audited by International Auditing Company Limited (ICPA). 3. Report of the Supervisory Board on the business result of the Company and the activities of the Board of Directors and Managing Director in 2022;   Self-assessment report on the performance of the Supervisory Board and supervisors in  2022.   1. Plan for profit distribution, dividend distribution and dividend payment in 2022; Profit distribution plan for 2023 to submit to the Annual General Meeting 2023 for approval. 2. Plan for share issue ("bonus shares") to increase share capital from equity for existing shareholders of the company to submit to the Annual General Meeting 2023 for approval. ‘ 3. Adjust and supplement to the Company Charter at points related to the number of shares and charter capital corresponding to the actual number of shares after issue to increase share capital from owner's capital. 4. Set standards for selecting an independent audit company to audit the Financial Statements 2023 and authorize the Supervisory Board to decide on the selection of an audit company for the Financial Statements   2023.   1. Approve the subject of share transfer with voting right. 2. Approve the content, program, related documents... and assign tasks to convene the Annual General Meeting 2023. |
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| 3 | 17/NQ-HDQT | April 19, 2023 | Approve the implementation of the share issue plan to increase share capital from equity ("bonus shares") for outstanding shareholders. |
| 4 | 18/NQ-HDQT | June 26, 2023 | * Approve the results of share issue to increase share capital from the equity according to the policy approved by the Annual General Meeting 2023. * Approve the implementation of adjusting and updating the content of changes to the Company's new charter capital of VND 111,691,250,000, the total number of new shares of the Company is 11,169,125 shares from the increase in share capital from equity in the Company's Charter, at points related to changes in charter capital and number of shares according to the General Mandate 2023. * Approve the adjustment of the Business Registration Certificate; Certificate of securities registration at the Vietnam Securities Depository and additional trading registration on the exchange of Hanoi Stock Exchange for the number of additional shares issued. * Approve the Corporate Governance Report of the first 6 months of 2023. |
|  | 19/NQ-HDQT | November 6, 2023 | * Approve the regulations on salary payment, regulations on internal settlement, regulations on use of funds. Take effective from November 1, 2023. * Approve the main plan targets for 2024 to submit to the Annual General Meeting 2024 for approval. |

1. Supervisory Board/Audit Committee (Semi-Annual Report):
2. Information about the members of the Supervisory Board/Audit Committee

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| --- | --- | --- | --- | --- |
| No. | Member of the Supervisory Board/Audit Committee | Position | Date of appointment as member of the Supervisory Board. | Qualification |
| 1 | Mr. Vu Tuan Kiet | Chief of the Supervisory Board | April 24, 2021 | Bachelor in Finance and Banking |
| 2 | Ms. Dinh Thi Luc | Member of the Supervisory Board | April 24, 2021 | Intermediate construction |
| 3 | Mr. Nguyen Kim Cuong | Member of the Supervisory Board | April 24, 2021 | Bachelor in Economics |

1. Executive Board

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| --- | --- | --- | --- | --- |
| No. | Member of the Executive Board | Date of birth | Qualification | Date of appointment/dismissal as member of the Executive Board |
| 1 | Mr. Nguyen Thanh Ha |  | University of Transport and Communications, University of Commerce | April 24, 2021 |
| 2 | Mr. Vu Ngoc San |  | Bachelor in Economics | April 24, 2021 |
| 3 | Ms. Nguyen Thi Kim Hoa |  | University Of Finance And Accountancy | April 24, 2021 |
| 4 | Ms. Vu Nguyen Binh |  | Bachelor in Economics | April 24, 2021 |

1. Chief Accountant

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| --- | --- | --- | --- |
| Full name | Date of birth | Qualification | Appointment date |
| Ms. Vu Nguyen Binh |  | Bachelor in Economics | April 24, 2021 |

1. Training course on corporate governance:
2. Transactions between the Company and related persons of the Company, or between the Company and principal shareholders, PDMR, or related persons of PDMR None.
3. Transactions between Company’s PDMR, related persons of PDMR and subsidiaries or companies controlled by the Company. None.
4. Transactions between the Company and other entities: None.
5. Share transactions of PDMR and related persons of PDMR (Semi-annual Report)
6. Company’s share transaction of PDMR and related persons

In 2023, Mr. Vu Ngoc Hieu, an related person of PDMR/major shareholder, purchased an additional 294,500 HLS shares of the company, increasing the charter capital ownership rate from 20.1% to 21.84%.

1. Other significant issues: None.