HU6: Annual Corporate Governance 2023

On January 25, 2024, HHUD6 City and Housing Development Investment Joint Stock Company announced Report No. 52/BC-HUD6 on the corporate governance in 2023 as follows:

* Name of company: HUD6 City and Housing Development Investment Joint Stock Company
* Headquarters address: Level 1, 2 - VietHung CT10 Building, Nguyen Cao Luyen Street, Duc Giang Ward, Long Bien District, Hanoi.
* Tel: 024.36419468 Fax: 024.36419448 Email: hud6@hud.com.vn
* Charter capital: VND 75,000,000,000
* Securities code: HU6.
* Corporate Governance Model: The General Meeting, Board of Directors, Supervisory Board,and Executive Board.
* Internal audit: Implemented as prescribed

1. Activities of the General Meeting:

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

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| No. | General Mandate/Decision of the General Meeting | Date | Contents |
| 1 | 03/NQ-DHDCD | January 04, 2023 | Extraordinary General Mandate 2023 |
| 2 | 334/NQ-DHDCD | April 25, 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 member/independent member of the Board of Directors | |
| Appointment date: | Dismissal date |
| 1 | Nguyen Huy Hanh | In charge of the Board of Directors | November 1, 2022 | April 4, 2023 |
| Chair of the Board of Directors | April 4, 2023 |  |
| 2 | Hoang Duc Phuong | Member of the Board of Directors | April 25, 2013 |  |
| 3 | Nguyen Hong Lam | Independent member of the Board of Directors | April 16, 2019 | April 25, 2023 |
| Member of the Board of Directors (Non-executive) | April 25, 2023 |  |
| 4 | Ngo Lien Huong | Member of the Board of Directors (Non-executive) | April 17, 2009 |  |
| 5 | Pham Thi Nhu Trang | Member of the Board of Directors | January 4, 2023 |  |
| 6 | Truong Thanh Huy | Member of the Board of Directors (Non-executive) | January 16, 2007 | January 4, 2023 |

1. Board Resolutions/Board Decisions

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| No. | Board Resolution/Board Decision | Date | Contents |
| 1 | 05/NQ-HDQT | January 4, 2023 | Resolution on electing the Chair of the Board of Directors, Managing Director and Deputy Managing Director. |
| 2 | 06/QD-HDQT | January 4, 2023 | Decision on electing the Chair of the Board of Directors of HUD6 Company in the term of 2018 - 2023 |
| 3 | 08/QD-HDQT | January 4, 2023 | Decision on appointing Managing Director, legal representative of HUD6 Company |
| 4 | 09/QD-HDQT | January 4, 2023 | Decision on changing the legal representative |
| 5 | 10/QD-HDQT | January 4, 2023 | Decision on appointing the Deputy Managing Director of the Company |
| 6 | 11/QD-HDQT | January 4, 2023 | Decision on remuneration for the Chief of the Supervisory Board of HUD6 Company for the term 2018-2023 |
| 7 | 12 /NQ-HDQT | January 4, 2023 | Resolution on assigning tasks to the members of the Board of Directors of HUD6 Company for the term 2018-2023 |
| 8 | 28/QD-HDQT | January 9, 2023 | Decision on adjusting and supplementing personnel of the Company's Labor Discipline and Reward Emulation Council |
| 9 | 29/QD-HDQT | January 9, 2023 | Decision on adjusting and supplementing personnel of the Company's Salary Council |
| 10 | 30/QD-HDQT | January 9, 2023 | Decision on adjusting and supplementing personnel of the Working Group to divest investment of HUD6 Company in HUD10 Company |
| 11 | 31/QD-HDQT | January 9, 2023 | Decision on adjusting and supplementing personnel in charge of shareholder management |
| 12 | 32/QD-HDQT | January 9, 2023 | Decision on establishing the assessment team for capital settlement for project investment. |
| 13 | 33/QD-HDQT | January 9, 2023 | Decision on personnel to participate in assessment team for capital settlement for project investment. |
| 14 | 34/QD-HDQT | January 9, 2023 | Decide on adjusting and supplementing personnel of the Project Investment, Supervision and Evaluation Team |
| 15 | 35/QD-HDQT | January 9, 2023 | Decision on canceling several Board Decisions on the Boards, Departments and Assistance Groups of the Board of Directors |
| 16 | 36/QD-HDQT | January 9, 2023 | Decision on establishing a team to appraise project dossiers |
| 17 | 37/QD-HDQT | January 9, 2023 | Decision on personnel of a team to appraise project dossiers |
| 18 | 56 /NQ-HDQT | January 13, 2023 | Resolution on approving the detailed plan of investors’ additional support for households in Vinh Hong commune (households are compensated and supported according to Decision No. 2743/QD-UBND dated December 27, 2022 by the People's Committee of Binh Giang district) |
| 19 | 98/NQ-HDQT | February 6, 2023 | Resolution on establishing the Organization Committee, subcommittees to assist the Organization Committee of the Annual General Meeting 2023 of HUD6 Company |
| 20 | 99/QD-HDQT | February 6, 2023 | Deciding on approving the expense for salary and any other amount of similar nature in 2022; |
| 21 | 100/QD-HDQT | February 6, 2023 | Deciding on approving the plan on salary and any other amount of similar nature in 2023; |
| 22 | 166 /NQ-HDQT | March 1, 2023 | Decision on the record date to exercise the rights to attend and the expected date of the Annual General Meeting 2023 |
| 23 | 222/QD-HDQT | March 21, 2023 | Decision on liquidating Crown automobile with license plate 29L-6138 |
| 24 | 223 /NQ-HDQT | March 21, 2023 | Resolution on approving financial supervising results in 2022 at HUD10 Company |
| 25 | 224/QD-HDQT | March 21, 2023 | Decision on promulgating the Regulations on employee management and use of the seal of the Company. |
| 26 | 255/QD-HDQT | March 31, 2023 | Decision on making a list of shareholders to attend and vote at the Annual General Meeting 2023 of HUD6 Company |
| 27 | 256 /NQ-HDQT | March 31, 2023 | Resolution on the contents and agenda of the Annual General Meeting 2023 of HUD6 Company; |
| 28 | 277 /NQ-HDQT | April 5, 2023 | Resolution on approving the estimated implementation of production and business in Q1/2023 and the Plan for Q2/2023 of the HUD6 Company; |
| 29 | 293 /NQ-HDQT | April 11, 2023 | Resolution on approving to reappoint the position of Head of Sales & Customer Service Department; |
| 30 | 336/QD-HDQT | April 25, 2023 | Decision on electing the Chair of the Board of Directors of HUD6 Company in the term of 2023 - 2028 |
| 31 | 337/QD-HDQT | April 25, 2023 | Decision on salary and remuneration transfer for the Chair of the Board of Directors, members of the Board of Directors, Chief of the Supervisory Board, members of the Supervisory Board of HUD6 Company for the term 2023-2028 |
| 32 | 338/NQ-HDQT | April 25, 2023 | Resolution on approving to assign tasks for members of the Board of Directors of the HUD6 Company in the term of 2023-2028. |
| 33 | 361/QD-HDQT | May 5, 2023 | Decision on terminating the operation of the Anti-Corruption Board of HUD6 Company |
| 34 | 383 /NQ-HDQT | May 16, 2023 | Resolution on approving the plan to use capital for production and business activities in the last 6 months of 2023 |
| 35 | 450/QD-HDQT | June 8, 2023 | Decision on liquidating the Company’s fixed assets |
| 36 | 466 /NQ-HDQT | June 14, 2023 | Resolution on approving the loan to the Corporation |
| 37 | 470/NQ-HDQT | June 15, 2023 | Resolution on appointing the position of Head of Project Management Department of HUD6 Company |
| 38 | 538 /NQ-HDQT | July 10, 2023 | Resolution on approving the results of production and business activities in the first 06 months of 2023 and key tasks in the last 06 months of 2023. |
| 39 | 626/QD-HDQT | August 10, 2023 | Decision on consolidating personnel of the Labor Discipline Reward Competition Council of HUD6 Company |
| 40 | 627/QD-HDQT | August 10, 2023 | Decision on consolidating personnel of the Salary Council of HUD6 Company |
| 41 | 670/QD-HDQT | August 30, 2023 | Decision on promulgating the Regulations on Information Disclosure of HUD6 Company |
| 42 | 742/NQ-HDQT | October 2, 2023 | Resolution on approving the production and business results in Q3/2023 and the first 09 months of 2023 and the plan in Q4/2023 |
| 43 | 790/NQ-HDQT | October 20, 2023 | Resolution on approving the adjusted base design - Investment project to build a new residential area in the South, Ke Sat District, Hai Duong |
| 44 | 832/NQ-HDQT | November 9, 2023 | Resolution on selecting the audit unit to audit the financial statements for the fiscal year ended on December 31, 2023 of HUD6 Company |

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

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| --- | --- | --- | --- | --- | --- |
| No. | Member | Position | Date of appointment/dismissal as member of the Supervisory Board | | Qualification |
| Appointment date | Dismissal date |
| 1 | Nguyen Quang Thanh | Chief of the Supervisory Board | January 4, 2023 |  | Bachelor in Accounting |
| 2 | Nguyen Tu Hoan | Members of the Supervisory Board | January 4, 2023 |  | Economic construction engineer |
| 3 | Tran Thi Hanh | Members of the Supervisory Board | May 29, 2020 |  | Bachelor in Accounting |
| 4 | Pham Thi Nhu Trang | In charge of the Supervisory Board |  | January 4, 2023 | Economic Construction Engineer Construction Technical Engineer |
| 5 | Nguyen Thu Hang | Members of the Supervisory Board |  | January 4, 2023 |  |

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 | Nguyen Huy Hanh | March 2, 1979 | Bachelor in Economics | * From April 11, 2018 to January 04, 2023: Managing Director. * From January 4, 2023: Dismissed from the position of Managing Director |
| 2 | Hoang Duc Phuong | November 30, 1975 | Master of Architecture | * Before January 04, 2023: Deputy Managing Director * From January 04, 2023 until present: Managing Director. |
| 3 | Pham Thi Nhu Trang | October 26, 1984 | Construction Engineer Construction Technical Engineer | From January 04, 2023 until present: Deputy Managing Director |

1. Chief Accountant

|  |  |  |  |
| --- | --- | --- | --- |
| Full name | Date of birth | Qualification | Date of appointment /dismissal |
| Nguyen Thi Hoai An | January 15, 1972 | Bachelor in Accounting | From May 10, 2016 until present |

1. Training on corporate governance
2. List of related persons to public companies and transactions between related persons to the Company and 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

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| --- | --- | --- | --- | --- | --- | --- | --- | --- |
| No. | Name of individual/institution | Relations with the Company | NSH\* No., Date of issue, Place of issue of NSH | Headquarters address/Contact address | Time of transaction | General Mandate/Decision of the General Meeting No. or Board Resolution/Decision No. | Content, quantity, total value of transaction | Note |
| 1 | Housing and Urban Development Corporation | Founding shareholder holding over 10% of shares | Business Registration Certificate No. 0100106144 issued on May 29, 2013 by Department of Planning and Investment of Ha Noi | Floor 28-31, HUDTOWER, 37 Le Van Luong, Thanh Xuan, Hanoi | April 2023 | Resolution No. 466/NQ-HDQT dated June 14, 2023 | 04 loan contracts with total value of VND 20 billion | 04 contracts have expired as of December 2023 |
| 2 | Housing and Urban Development Corporation | Founding shareholder holding over 10% of shares | 0100106144, May 29, 2013 by Department of Planning and Investment of Ha Noi | Floor 28-31, HUDTOWER, 37 Le Van Luong, Thanh Xuan, Hanoi | December, 2023. | Board Resolution No. 466/NQ-HDQT dated June 14, 2023 | 04 loan contracts with total value of VND 20 billion | 04 new contracts |

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: None.
   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 who have been founding members or members of the Board of Directors or Executive Manager for the past three (03) years (calculated at the date of reporting): None.
   2. Transactions between Company and company that related persons of members of the Board of Directors, members of the Supervisory Board, Managing Director and other managers who are members of the Board of Directors or Executive Manager: None.
   3. Other transactions of the Company (if any) that can bring about material or non-material benefits to the members of the Board of Directors, members of the Supervisory Board, Managing Director and other managers: None.
3. Share transactions of PDMR and related persons of PDMR None.
4. Company’s share transactions of PDMR and related persons: None.
5. Other significant issues: None.