**UDL: Annual Corporate Governance 2023**

On January 25, 2024, DAKLAK Urban and Environment Limited Company announced Report No. 121/BC-Cty on the corporate governance in 2023 as follows:

* Name of company: DAKLAK Urban and Environment Limited Company
* Headquarters address: No. 1, Dao Duy Tu Road, Thong Nhat Ward, Buon Ma Thuot City, Dak Lak Province
* Tel: 0262 3825727 3816886 Fax: 0262.3816886
* Email: dakurenco@moitruongdothidaklak.com.vn
* Charter capital: VND 66,200,000,000
* Securities code: UDL
* Corporate Governance Model: The General Meeting, Board of Directors, Supervisory Board and Managing Director.
* Implementation of the internal audit functiUDL is not subject to internal audit work as prescribed in Article 10 of Decree No. 05/2019/ND-CP on internal audit.
1. Activities of the General Meeting:

In 2023, DAKLAK Urban and Environment Limited Company organized the Annual General Meeting 2023 on April 28, 2023 at the Hall of DAKLAK Urban and Environment Limited Company, No. 01 Dao Duy Tu Road, Thong Nhat Ward, Buon Ma Thuot City, Dak Lak Province. At the General Meeting, the General Mandate was approved as follows:

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| --- | --- | --- | --- |
| No. | General Mandate/Decision of the General Meeting  | Date | Contents |
| 1 | 01/NQ-DHDCD | April 28, 2023 | Annual General Mandate 2023 |

1. Board of Directors in 2023:
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 Thanh Ha | Non-executive Chair of the Board of Directors | May 16, 2019 |  |
| 2 | Bui Van Quy | Executive member of the Board of Directors | May 16, 2019 |  |
| 3 | Nguyen Hoang Nam | Executive member of the Board of Directors | May 16, 2019 |  |
| 4 | Le Dinh Trung | Executive member of the Board of Directors | May 16, 2019 |  |
| 5 | Le Thi Oanh | Non-excitive member of the Board of Directors | April 27, 2021 |  |

1. Board Resolutions/Board Decisions:

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| --- | --- | --- | --- |
| No. | Board Resolution/Board Decision  | Date | Contents |
| I | Board Resolutions |
| 1 | 31/NQ-HDQT | February 20, 2023 | On convening the Annual General Meeting 2023.  |
| 2 | 32/NQ-HDQT | March 31, 2023 | On convening the Annual General Meeting 2023 |
| 3 | 33/NQ-HDQT | May 29, 2023 | Review and adjust the structure of departments and appoint staff of units. |
| 4 | 34/NQ-HDQT | June 8, 2023 | Agree on the Company's policy of investing and purchasing fixed assets to serve the Company’s public utility urban sector.  |
| 5 | 35/NQ-HDQT | July 26, 2023 | Agree to participate in the auction of the Company's car license plates.  |
| 6 | 36/NQ-HDQT | August 11, 2023 | Agree on the dividend payment in cash according to the Annual General Mandate 2023 No. 01/2023/NQ-DHDCD |
| 7 | 37/NQ-HDQT | October 2, 2023 | Agree to adjust the policy of investing and purchasing fixed assets to serve the Company's urban public sector |
| 8 | 38/NQ-HDQT | November 3, 2023 | Agree on the policy of relocating the existing substation and upgrading the capacity of transformers in the parking lot area* Agree on the policy of liquidating 8m3 truck cranes, license plate 47C- 24,799
* Agree on the policy of purchasing cars to serve the Company's production and business activities
* Agree on the policy of hiring a consulting unit to survey and develop the project "Construction of the Company's headquarters"
 |
| 9 | 39/NQ-HDQT | November 3, 2023 | Agree to repurchase the shares of employees who have resigned before the commitment period according to the equitization plan |
| 10 | 40/NQ-HDQT | November 23, 2023 | Selecting an audit company for the 2023 Financial Statements and purchasing fixed assets to serve the Company's urban public sector. |
| II | Board Decisions |
| 1 | 106/QD-HDQT | February 20, 2023 | Establish the Organizer Committee of 2023 the Annual General Meeting DAKLAK Urban and Environment Limited Company.  |
| 2 | 107/QD-HDQT | March 28, 2023 | Adjusting and supplementing Decision No. 104/QD-HDQT dated December 26, 2022 of the Board of Directors of DAKLAK Urban and Environment Limited Company, on appointing contractors for supplying 6-seat electric car of the VF9 Plus brand.  |
| 3 | 108/QD-HDQT | March 31, 2023 | Convening the 2023 Annual General Meeting of DAKLAK Urban and Environment Limited Company |
| 4 | 109/QD-HDQT | April 6, 2023 | Promulgate "Regulations on compulsorily having approval before implementation from the Chair of the Board of Directors in a certain administrative task of production and business activities, financial revenues and expenditures of the company and regulations on the content, deadline for reporting the work of members of the Board of Management, departments and units of the Company to submit to the Chairman of the Board of Directors for periodic inspection. |
| 5 | 110/QD-HDQT | April 24, 2023 | Establish the Shareholder's Eligibility Verification Committee at the 2023 Annual General Meeting of DAKLAK Urban and Environment Limited Company.  |
| 6 | 110a/2023/QD-HDQT | April 25, 2023 | Promulgate the Internal Expenditure Regulations of DAKLAK Urban and Environment Limited Company.  |
| 7 | 111/QD-HDQT | May 29, 2023 | Establish the Planning Department |
| 8 | 112/QD-HDQT | May 29, 2023 | Establish the Business Department. |
| 9 | 113/QD-HDQT | May 29, 2023 | Establish the Inspection Team |
| 10 | 114/QD-HDQT | June 28, 2023 | Appoint contractor to supply a specialized 9m3 garbage compactor vehicle, HYUNDAI MIGHTY EX8 vehicle type. |
| 11 | 115/QD-HDQT | September 5, 2023 | Appoint contractor to supply a mobile tree branch chipping machine TP Chipper Model TP 215 Mobile |
| 12 | 116/QD-HDQT | October 2, 2023 | Appoint contractor to supply 02 dump trucks, Thaco Forland Brand |
| 13 | 117/QD-HDQT | October 16, 2023 | Organize a tour group to Thailand |
| 14 | 117a/QD-HDQT | December 20, 2023 | Capital loan from Southeast Asia Commercial Joint Stock Bank - Dak Lak Branch |
| 15 | 118/QD-HDQT | November 8, 2023 | Appoint contractor to supply a 7-seat car, Lexus GX460 brand |
| 16 | 119/QD-HDQT | November 27, 2023 | Appoint contractor to supply crawler excavator, Caterpilar Model D8H brand |
| 17 | 120/QD-HDQT | December 7, 2023 | Appoint contractor to supply specialized watering trucks on Dongfeng 9m road |
| 18 | 121/QD-HDQT | December 13, 2023 |  Approve the economic - technical report on the project: Upgrade the capacity of TBA T139M (DD477BMT) from 100kVA- 22/0.4kV to 160kVS-22/0.4kV to supplying power for the specialized parking lot and auxiliary works of the Company. |
| 19 | 122/QD-HDQT | December 13, 2023 | Appoint contractor for the construction project of Upgrading the capacity of TBA T139M (DD477BMT) from 100kVA- 22/0.4kV to 160kVS-22/0.4kV to supply power for the specialized parking lot and auxiliary tasks of the Company |

1. Supervisory Board in 2023
2. Information about the members of the Supervisory Board

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| --- | --- | --- | --- | --- |
| No. | Member of the Supervisory Board: | Position | Date of appointment/dismissal as member of the Supervisory Board | Qualification |
| 1 | Le Van Chinh | Head | May 16, 2019 | Bachelor in Accounting and Commercial Finance |
| 2 | Pham Thi Thuy Phuong | Member | May 16, 2019 | Bachelor in Accounting |
| 3 | Pham Ngoc Tram | Member | April 28, 2022 | Bachelor in Finance and Banking |

1. Executive Board

|  |  |  |  |  |
| --- | --- | --- | --- | --- |
| No. | Member of The Executive Board | Date of birth | Qualification | Date of appointment/dismissal as member of the Executive Board |
| 1 | Bui Van Quy | January 22, 1964 | Engineer | January 07, 2019 |
| 2 | Nguyen Hoang Nam | August 05, 1988 | Bachelor | July 1, 2019 |
| 3 | Le Dinh Trung | September 01, 1964 | Bachelor in Economics | July 1, 2019 |

1. Chief Accountant

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| --- | --- | --- | --- |
| Full name | Date of birth | Qualification | Date of appointment / dismissal |
| Le Nguyen Vu | October 25, 1980 | Bachelor in Accounting | July 01, 2019 |

1. Training on corporate governance in 2023
2. List of related persons of public company and transactions of the related persons of the Company and the Company itself in 2023:
3. Transactions between the Company and its related persons; or between the Company and major shareholders, PDMR, or related persons of PDMR: None
4. Transactions between Company’s PDMR, related persons of PDMR and subsidiaries or companies controlled by the Company None
5. Transactions between the Company and other entities
	1. Transactions between the Company and the company in which members of the Board of Directors, members of the Supervisory Board, Executive Manager (Managing Director) and other managers who have been founding members or members of the Board of Directors or Executive Manager (the Managing Director) for the past three (03) years (calculated at the date of reporting). None
	2. Transactions between the Company and companies in which 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 (Managing Director). None
	3. Other transactions of the company (if any) that can bring 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.
6. Share transactions of PDMR and related persons of PDMR (first 6 months of 2023):
7. Company’s share transaction of PDMR and related persons.

|  |  |  |  |  |  |
| --- | --- | --- | --- | --- | --- |
| No. | Transaction conductor | Relations with PMDR | 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 | Mr. Nguyen Quoc Tuan | PDMR | 354,800 | 5.36% | 3,000 | 0.045% | Sell shares |
| 2 | XDCĐ Limited | Major shareholder | 2,971,600 | 44.89% | 3,323,400 | 50.202% | Buy shares |

1. Other significant issues (None)