**MIC: Annual Corporate Governance Report 2023**

On January 2, 2024, Quang Nam Mineral Industry Corporation announced Report No. 01/BC-HDQT on corporate governance in 2023 as follows:

* Name of Company: Quang Nam Mineral Industry Corporation
* Head office address: Ha Lam-Cho Duoc Industrial Complex, Binh Phuc Commune, Thang Binh District, Quang Nam Province
* Tel: 0235 3665022 Fax: 0235 3665024 Email: info@minco.com.vn
* Charter capital: VND 55,449,460,000.
* Securities code: MIC
* Corporate governance model:
* The General Meeting, Board of Directors, Supervisory Board and Executive Board.

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' opinions via a ballot):

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| --- | --- | --- | --- |
| No. | General Mandate/Decision No. | Date | Content |
| 1 | No. 01/DHCD/NQ | April 26, 2023 | The Annual General Meeting 2023 approved these contents:   1. Report on the business and production activities results in 2022 of the Company; 2. Report on the activities of the Board of Directors in 2022 and the orientation in 2023; 3. Approve the Report on supervision of the Company in 2022 by the Supervisory Board. 4. Audited Separate Financial Statements and Consolidated Financial Statements 2022. 5. Distribution plan of profit after tax in 2022: 6. Remuneration and operating expenses of the Board of Directors and Supervisory Board in 2023. 7. Approve the production and business plan for 2023. 8. Approve the selection of an independent audit company for the Financial Statements 2023 of the Company. 9. Internal Regulations on Corporate Governance. 10. Continuing the process of transferring the listing of MIC shares to another stock exchange. 11. Suspend the establishment of subsidiaries and cancel the issuance for increasing charter capital. 12. Approve the number of members of the Supervisory Board for the 2023-2028 term  * Member of the Board of Directors: 05 people. * Supervisory Board 03 people.  1. Elect members of the Board of Directors for the 2023-2028 term, including: 2. Mr. Pham Ngoc An 3. Ms. Le Thi Thu Huong 4. Mr. Nguyen The Lam 5. Mr. Nguyen Anh Nguyen 6. Mr. Nguyen Van Viet. 7. Elect members of the Supervisory Board for the 2023-2028 term, including; 8. Mr. Nguyen Van Dung 9. Ms. Le Thi Hanh. 10. Mr. Nguyen Anh Tai. |

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 | Mr. Hoang Le Son | Chair of the Board of Directors | June 29, 2021 | April 26, 2023 |
| 2 | Mr. Nguyen The Lam | Member of the Board of Directors | April 26, 2023 |  |
| 3 | Mr. Nguyen Ba Canh | Member of the Board of Directors | June 24, 2020 | April 26, 2023 |
| 4 | Mr. Pham Ngoc An | Member of the Board of Directors | April 26, 2023 |  |
| 5 | Mr. Nguyen Anh Nguyen | Member of the Board of Directors | April 26, 2023 |  |
| 6 | Ms. Le Thi Thu Huong | Chair of the Board of Directors | April 26, 2023 |  |
| 7 | Mr. Nguyen Van Viet | Member of the Board of Directors | April 26, 2023 |  |

1. Board Resolutions/Decisions in 2023

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| --- | --- | --- | --- |
| No. | Resolutions/Decisions | Date | Content |
| I | Resolution | |  |
| 2018 – 2023 Term | | | |
| 1 | 01/2023/NQ- HDQT | January 10, 2023 | Approve the policy of signing the transaction contract with the affiliated party |
| 2 | 02/2023/NQ-HDQT | March 03, 2023 | Approve the policy of investment in motor vehicle |
| 3 | 03/2023/NQ-DQT | April 04, 2023 | Approve the agenda, contents and documents of the Annual General Meeting 2023 |
| 4 | 04/2023/NQ-HDQT | April 05, 2023 | Close a section of the Huong An sand mine.  Continue the investment in the exploitation and processing of minerals at the Dai Loc Fenspat mine. |
| 5 | 05/2023/NQ-HDQT | April 18, 2023 | Supplement the documents to submit to the Annual General Meeting 2023 |
| 2023 – 2028 Term | | | |
| 1 | 01/2023/NQ-HDQT | April 26, 2023 | Elect Ms. Le Thi Thu Huong to be the Chair of the Board of Directors for the 2023-2028 term; |
| 2 | 02/2023/NQ-HDQT | May 10, 2023 | Assign duties for members of the Board of Directors |
| 3 | 03/2023/NQ-HDQT | May 16, 2023 | Appoint Mr. Pham Minh Tuan to hold the position of Chief Accountant of the Company  Dismiss Mr. Pham Van Sa from the position of Deputy Managing Director |
| 4 | 04/2023/NQ-HDQT | June 07, 2023 | Choose an audit company for the Financial Statements 2023 |
| 5 | 05/2023/NQ-HDQT | November 14, 2023 | Approve credit lines |
| II | Decision |  |  |
| 1 | 01/2023/QD-HDQT | May 16, 2023 | Dismiss Mr. Pham Van Sa from the position of Deputy Managing Director |
| 2 | 02/2023/QD-HDQT | May 16, 2023 | Appoint Mr. Pham Minh Tuan to hold the position of Chief Accountant of the Company |

1. Supervisory Board;
2. Information about 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 | Hoang Minh Sang | Chief | April 26, 2023 (Dismissed from the Supervisory Board) | Bachelor in Financial - Accounting |
| 2 | Tran Van Giang | Member | April 26, 2023 (Dismissed from the Supervisory Board) | Bachelor in Financial - Accounting |
| 3 | Nguyen Anh Tai | Member | June 29, 2021 | Bachelor in Business Finance |
| 4 | Le Thi Hanh | Chief | April 26, 2023 | Master of Economics |
| 5 | Nguyen Van Dung | Member | April 26, 2023 | Mining Technical Engineer |

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 | Pham Ngoc An | October 06, 1984 | Bachelor in Economics | Appointed on  November 15, 2020 |
| 2 | Tran Thanh Son | December 10, 1991 | Bachelor in Economics | Appointed on  February 03, 2021 |
| 3 | Pham Van Sa | July 12, 1973 | Bachelor in Economics | Dismissed on  May 16, 2023 |

1. Chief Accountant

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| --- | --- | --- | --- |
| No. | Full name | Qualification | Date of appointment/dismissal |
| 1 | Pham Minh Tuan | Finance and Accounting | Appointed on May 03, 2023 |

1. Training on corporate governance
2. List of affiliated person of the public Company and transactions between the affiliated person of the Company with the Company itself
   * + 1. Transactions between the Company and related persons of the Company; or between the Company and major shareholders, PDMR, 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 | Head office address/Contact address | Time of transaction with the Company | Number of the Resolution/Decision/General Mandate approving the transaction (including issuance date, if any) | Content, quantity, total value of transaction | Notes |
| 1 | VP Silica Joint Stock Company | Major shareholder holding >10% of charter capital. | 3301321637 | 5th Floor, Samsora Premier Building, No. 105 Chu Van An Street, Yet Kieu Ward, Ha Dong District, Ha Noi. | January 02, 2023 | 01/2023/NQ-HDQT dated January 10, 2023 | Contract for the purchase and sale of processed sand products. Anticipated contract value: VND 95 billion |  |

Note: NSH Code\*: ID Card/Passport No. (for individuals) or Business Registration Certificate No., License on Operations No. or equivalent legal documents (for institutions)

1. Transactions between the Company’s PDMR, related persons of PDMR and subsidiaries or companies controlled by the Company
2. Transactions between the Company and other entities:
3. Transactions between the Company and the company in which members of the Board of Directors, members of the Supervisory Board, the Manager (Managing Director) and other managers have been founding members or members of the Board of Directors and Executive Manager (Managing Director) for the past three years (calculated at the date of reporting): None
4. Transactions between the Company and companies where the affiliated people of members of the Board of Directors, members of the Supervisory Board, the Manager (Managing Director) and other managers are members of the Board of Directors and Executive Manager (Managing Director): None.
5. 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
6. Share transactions of PDMR and related persons of PDMR
7. List of PDMR and related persons of PDMR
8. Company’s share transaction of PDMR and related persons: None
9. Other significant issues: