**SCL: Annual Corporate Governance Report 2023**

On January 4, 2023, Song Da Cao Cuong JSC announced Report No. 19/BC-SCL on governance report in 2023, as follows:

* Name of public company: Song Da Cao Cuong JSC
* Head office address: Km28+100m, National Highway No. 18, Pha Lai Ward, Chi Linh City, Hai Duong Province.
* Tel: 02023 580 414
* Email: info@songdacaocuong.vn
* Charter capital: VND 186,608,950,000
* Securities code: SCL
1. Activities of the General Meeting of Shareholders:

Information about the meetings and General Mandates/Decisions of the General Meeting of Shareholders (including General Mandates approved by collecting shareholders' opinions via a ballot):

|  |  |  |  |
| --- | --- | --- | --- |
| No. | General Mandate/Minutes No. | Date | Content |
| 1 | 260/BB-DHDCD | April 26, 2023 | Meeting minutes of the Annual General Meeting of Shareholders 2023 |
| 2 | 261/NQ-DHDCD | April 28, 2022 | Annual General Mandate 2023 |
| 3 | 860/BB-DHDCD | December 11, 2023 | Minutes of votes counting on collecting shareholders' opinions via a ballot |
| 4 | 861/NQ-DHDCD | December 11, 2023 | General Mandate in the form of collecting shareholders' opinions via a ballot |

1. The Board of Directors:
2. Information about members of the Board of Directors

|  |  |  |  |
| --- | --- | --- | --- |
| No. | Member of the Board of Directors | Position | Date of appointment/dismissal as member of the Board of Directors |
| Appointment date | Dismissal date |
| 1 | Kieu Van Mat | Chair of the Board of Directors | 2007 |  |
| 2 | Nguyen Hong Quyen | Non-executive member of the Board of Directors | 2007 |  |
| 3 | Kieu Quang Vong | Non-executive member of the Board of Directors | April 28, 2022 |  |
| 4 | Nguyen Anh Dung | Member of the Board of Directors | April 2015 |  |
| 5 | Nguyen Anh Hong | Non-executive member of the Board of Directors | April 25, 2019 |  |

1. Board Resolutions/Board Decisions:

|  |  |  |  |
| --- | --- | --- | --- |
| No. | Board Resolution/ Decision Number | Date | Content |
| 1 | 96/NQ-HDQT | February 14, 2023 | Select an audit company, company model, the General Manager’s salary, the General Meeting of Shareholders’ content, loan. |
| 2 | 356/NQ-HDQT | June 28, 2023 | Select an audit company for 2023 |
| 3 | 463/NQ-HDQT | August 08, 2023 | Approve the project investment feasibility study in Vinh Tan, Binh Thuan |
| 4 | 465/NQ-HDQT | August 08, 2023 | Bank loan |
| 5 | 570/NQ-HDQT | September 14, 2023 | Approve implementing the plan to offer more shares to existing shareholders |
| 6 | 569/NQ-HDQT | September 14, 2023 | Approve implementing the plan on share issuance to pay dividends by share and the document of issuing shares |
| 7 | 709/NQ-HDQT | October 31, 2023 | Organize the first collection of shareholders' opinions via a ballot in 2023 |
| 8 | 796/NQ-HDQT | November 4, 2023 | Approve the roadmap to implement the share issuance to pay dividends 2022 and offer shares to existing shareholders |
| 9 | 836/NQ-HDQT | November 30, 2023 | The record date to pay dividends by shares |
| 10 | 881/NQ-HDQT | December 20, 2023 | Approve the results of the dividend payment by shares; |

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

|  |  |  |  |  |
| --- | --- | --- | --- | --- |
| No. | Member of the Supervisory Board | Position | Date of appointment/dismissal as member of the Supervisory Board | Qualification |
| 1 | Dao Xuan Quynh | Chief of the Supervisory Board | April 23, 2014 (Appointment date) | Bachelor of Accountancy |
| 2 | Nguyen Thi Thu Hoai | Member of the Supervisory Board | April 26, 2018 (Appointment date) | Bachelor of Accounting |
| 3 | Bui Thi Ve | Member of the Supervisory Board | April 25, 2019 (Appointment date) | Intermediate Degree of Accounting |

1. The Executive Board

|  |  |  |  |  |
| --- | --- | --- | --- | --- |
| No. | Member of the Executive Board | Date of birth | Qualification | Date of appointment/dismissal |
| 1 | Vu Van Chien | September 16, 1986 | Electrical and Automation Engineer | May 10, 2018 |
| 2 | Pham Van Thu | July 04, 1984 | Construction technical engineer, Bachelor of Business Administration | January 07, 2019 |

1. The Chief Accountant

|  |  |  |  |
| --- | --- | --- | --- |
| Full name | Date of birth | Qualification | Date of appointment/dismissal |
| Tran Van Hoan | October 08, 1984. | Bachelor of Accounting | February 01, 2018 |

1. Training on corporate governance:
2. List of affiliated persons of the Company and transactions between the affiliated persons and the Company itself:
3. Transactions between the Company and affiliated persons of the Company; or between the Company and major shareholders, PDMR, affiliated persons of PDMR: None
4. Transactions between the Company’s PDMR, affiliated persons of PDMR and subsidiaries or companies controlled by the Company
5. Transactions between the Company and other entities:
	1. Transactions between the Company and the companies where members of the Board of Directors, members of the Supervisory Board, the Manager (General Manager) and other managers have been founding members or members of the Board of Directors, the Executive Manager (General Manager) for the past three (03) years (as at the time of reporting):
	2. Transactions between the Company and the companies where the affiliated persons of members of the Board of Directors, members of the Supervisory Board, the Manager (General Manager) and other managers are members of the Board of Directors, the Executive Manager (General Manager):
	3. 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, the Manager (General Manager), and other managers:
6. Share transactions of PDMR and affiliated persons of PDMR:
7. List of PDMR and affiliated persons of PDMR

|  |  |  |  |  |  |
| --- | --- | --- | --- | --- | --- |
| No. | Name of organization/individual | Position at the Company | Number of shares owned at the end of the period | Share ownership rate at the end of the period | Note |
| 1 | 2 | 4 | 7 | 8 | 9 |
| 1 | Kieu Van Mat | 1 | 2,205,631 | 11.82 |  |
| 1.1 | Kieu Quang Vong |  | 50,514 | 0.27 |  |
| 1.2 | Kieu Van Phu |  | 20,994 | 0.11 |  |
| 1.3 | Vu Thi Thanh Huyen |  | 78,929 | 0.42 |  |
| 1.4 | Kieu Thi Dung |  | 4,789 | 0.026 |  |
| 1.5 | Kieu Thi Mien |  | 10,800 | 0.58 |  |
| 1.6 | Kieu Van Cao |  | 21,468 | 0.12 |  |
| 1.7 | Cao Cuong Industrial - Services Joint Stock Company |  | 2,390,090 | 12.8 | Capital management |
| 2 | Kieu Quang Vong | 2 | 50,514 | 0.27 |  |
| 2.1 | Cao Cuong Industrial - Services Joint Stock Company | 1 | 2,390,090 | 12.8 |  |
| 2.2 | Kieu Van Cuong |  | 5,051 | 0.03 |  |
| 2.3 | Kieu Thi Nhung |  | 1,411,166 | 7.56 |  |
| 2.4 | Kieu Van Mat | 1 | 2,205,631 | 11.82 |  |
| 2.5 | Kieu Van Phu |  | 20,994 | 0.11 |  |
| 2.6 | Vu Thi Thanh Huyen |  | 78,929 | 0.42 |  |
| 2.7 | Kieu Thi Dung |  | 4,789 | 0.026 |  |
| 2.8 | Kieu Thi Mien |  | 10,800 | 0.058 |  |
| 2.9 | Kieu Van Cao |  | 21,468 | 0.12 |  |
| 2.10 | Nguyen Anh Hong | 2 | 602,854 | 3.23 |  |
| 3 | Nguyen Anh Dung | 2 | 669,492 | 3.59 |  |
| 4 | Nguyen Anh Hong | 2 | 602,854 | 3.23 |  |
| 4.1 | Kieu Thi Nhung |  | 1,411,166 | 7.56 |  |
| 4.2 | Kieu Quang Vong | 2 | 50,514 | 0.27 |  |
| 4.3 | Kieu Van Cuong |  | 5,051 | 0.03 |  |
| 5 | Vu Van Chien | 3;4 | 292,680 | 1.57 |  |
| 6 | Pham Van Thu | 5 | 58,298 | 0.31 |  |
| 6.1 | Pham Trung Chinh |  | 1,080 | 0.006 |  |
| 6.2 | Luong Thi Thuy |  | 1,620 | 0.009 |  |
| 7 | Tran Van Hoan | 6 | 38,880 | 0.21 |  |
| 8 | Dao Xuan Quynh | 7 | 42,984 | 0.23 |  |
| 8.1 | Pham Thi Thu Thai |  | 12,744 | 0.07 |  |
| 8.2 | Dao Xuan Cuong |  | 2,874 | 0.015 |  |
| 9 | Nguyen Thi Thu Hoai | 8 | 2,160 | 0.012 |  |
| 9.1 | Nguyen Huu Tuan |  | 101,239 | 0.54 |  |
| 10 | Bui Thi Ve | 8 | 1,080 | 0.006 |  |

1. Company’s share transactions of PDMR and affiliated persons: