**HC3: Annual Corporate Governance Report 2023**

On January 25, 2024, HaiPhong Construction Joint Stock Corporation No3 announced Report No. 01/2024/BCQT-HC3 on the corporate governance situation in 2023 as follows:

* Name of listed company: HaiPhong Construction Joint Stock Corporation No3
* Head office address: 3rd Floor, Htower II building, 191 Van Cao Ward, Dang Giang, Ngo Quyen, Hai Phong City
* Phone number: 0225.3849481 Fax: 0225.3840314 Email: [haco3vn@gmail.com](mailto:haco3vn@gmail.com)
* Charter capital: VND 206,857,170,000
* Securities code: HC3

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):

|  |  |  |  |
| --- | --- | --- | --- |
| No. | General Mandate/Decision of the General Meeting | Date | Contents |
| 1 | 01/2023/NQ-DHDCD | June 06, 2023. |  |

1. Board of Directors (Annual report)
2. Information about members of the Board of Directors:

|  |  |  |  |  |  |  |
| --- | --- | --- | --- | --- | --- | --- |
| No. | Members of the Board of Directors | Position | Date of appointment as member of the Board of Directors | Number of Meetings attended by Board of Directors | Attendance rate | Reasons for absence |
| 1 | Mr. Pham Ky Hung | Chair of the Board of Directors | December 11, 2002 | 7/7 | 100% | Re-elected for the 2023-2028 term |
| 2 | Mr. Dao Viet Truc | Vice Chair of the Board of Directors | December 11, 2002 | 3/3 | 100% | Term ended on June 07, 2023 |
| 3 | Ms. Nguyen Thi Thuy | Members of the Board of Directors | April 25, 2008 | 7/7 | 100% | Re-elected for the 2023-2028 term |
| 4 | Mr. Bui Ngoc Phuong | Members of the Board of Directors | December 11, 2002 | 3/3 | 100% | Term ended on June 07, 2023 |
| 5 | Mr. Pham Duc Duy | Member of the Board of Directors-cum-Deputy Managing Director of the Board of Directors | April 11, 2017 | 7/7 | 100% | Re-elected for Term 2023-2028 (elected as Deputy Chairman of the Board of Directors on June 7, 2023 Re-elected for Term 2023-2028 (elected as Deputy Chairman of the Board of Directors on June 7, 2023 |
| 6 | Ms. Bui Thi Ngoc Anh | Members of the Board of Directors | June 06, 2023. | 7/7 | 100% | Become a member of the board of directors /elected for the 2023-2028 term |
| 7 | Ms. Dao Thanh Binh | Members of the Board of Directors | June 06, 2023. | 4/7 | 100% | Elected for the 2023-2028 term |

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

|  |  |  |  |
| --- | --- | --- | --- |
| No. | Board Resolution/Board Decision | Date | Contents |
| Board Resolutions | | | |
| 1 | 01/2023/NQ-HDQT | February 24, 2023 | Approve adjusted date to convene the Annual General Meeting 2023: |
| 2 | 02/2023/NQ-HDQT | June 07, 2023 | dismiss the position of Vice Chair of the Board of Directors and members of the Board of Directors |
| 3 | 03/2023/NQ-HDQT | June 07, 2023 | Election of the Chair and Vice Chair of the Board of Directors. |
| 4 | 04/2023/NQ-HDQT | June 07, 2023 | Cash dividend payment for the 2nd round of 2022 |
| 5 | 05/2023/NQ-HDQT | December 12, 2023 | Cash dividend prepayment in cash in 2023: |
| Board Decisions | | | |
| 1 | 01/2023/QD-HDQT | April 01, 2023. | on the record date, time and location of the holding of Annual General Meeting 2023. |
| 2 | 02/2023/QD-HDQT | July 06, 2023. | Cash dividend payment of round 2 in 2022: |

1. Supervisory Board (Annual Report):
2. Information about members of the Supervisory Board:

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| --- | --- | --- | --- | --- | --- | --- |
| No. | Member of the Supervisory Board | Position | Date of appointment as member of the Supervisory Board | Number of meetings attended by the Supervisory Board. | Attendance rate | Reasons for absence/ note. |
| 1 | Mr. Nguyen Hoang Rong | Chief | April 25, 2008 | 2/5 | 100% | Expiry of the term 2018-2023 |
| 2 | Mr. Nguyen Hoang Hiep | Chief | June 06, 2023. | 3/5 | 100% | Elected for the 2023-2028 term |
| 3 | Ms. Nguyen Thi Minh Thu | Member | April 11, 2017 | 5/5 | 100% | Re-elected for the 2023-2028 term |
| 4 | Ms. Tran Hong Van | Member | April 14, 2020 | 5/5 | 100% | Re-elected for the 2023-2028 term |

1. Training on corporate governance:
2. List of related persons of listed companies as prescribed in Clause 34, Article 6 of Law on Securities (Report 2023) and transactions of related persons of the Company with the Company itself:
3. Transactions between the Company and related persons of the Company; or between the Company and major shareholders, PDMR, or related persons of PDMR: None.
4. Transactions between PDMR of the listed company, related persons of PDMR and subsidiaries, and companies controlled by the listed company: None
5. Transactions between the Company and other entities:
   1. Transactions between the Company and the companies in which members of the Board of Directors, members of the Supervisory Board or Executive Manager (Managing Director) who have been founding members or members of the Board of Directors and Executive Manager (Managing Director) for the last three (03) years (as at the date of reporting) None.
   2. Transactions between the Company and the companies in which related persons of members of the Board of Directors, members of the Supervisory Board and Executive Manager (Managing Director) who are members of the Board of Directors and Executive Manager (Managing Director): None.
   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 and Executive Manager (Managing Director): None.
6. Share transactions of PDMR and related persons of PDMR (Annual report)
7. Listed Company's transactions of PDMR and related persons

VII. Other significant issues