**HSV: Annual Corporate Governance 2023**

On January 26, 2024, HSV Viet Nam Group Joint Stock Company announced Report No. 03/2024/BC-HSV on the corporate governance situation in 2023, as follows:

* Name of company: HSV Viet Nam Group Joint Stock Company
* Head office address: No. 68, Luu Huu Phuoc Street, Cau Dien Ward, Nam Tu Liem District, Hanoi.
* Tel: 024 6686 1968 Email: [info@hsvvietnam.com](mailto:info@hsvvietnam.com)
* Charter capital: VND 157,499,940,000
* Securities code: HSV
* Internal audit execution: Implemented.

1. Activities of the General Meeting

Information about the meetings and General Mandates (including General Mandates approved by collecting shareholders' ballots):

|  |  |  |  |
| --- | --- | --- | --- |
| No. | General Mandate/Decision of the General Meeting | Date | Contents |
| 1 | No. 01/2023/NQ-DHDCD-GTHN | February 24, 2023 |  |
| 1 | No. 01/2023/NQ-DHDCD | April 27, 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 of the Board of Directors, 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 | Ms. Nguyen Thi Quyen | Chair of the Board of Directors, member of the Board of Directors -cum- Deputy Managing Director | July 20, 2022 |  |
| 2 | Mr. Nguyen Van Quan | Member of the Board of Directors-cum-Managing Director | July 01, 2022 |  |
| 3 | Ms. Nguyen Thi Huong | Independent member of the Board of Directors | May 05, 2021 |  |
| 4 | Mr. Tran Ba Dung | Non-executive member of the Board of Directors | May 05, 2021 |  |
| 5 | Nguyen Thi Tham | Former Chair of the Board of Directors - member of the Board of Directors | May 05, 2021 | Dismissed as member of the Board of Directors from April 27, 2023 (General Mandate No. 01/2023/NQ-DHDCD) |

1. Board Resolutions/Board Decisions:

|  |  |  |  |
| --- | --- | --- | --- |
| No. | Board Resolution/Board Decision | Date | Contents |
| 1 | No. 01/2023/NQ-HDQT-GTHN | January 09, 2023 | Board Resolution on approving to collect shareholders' ballots on the issues under the authorities of the General Meeting |
| 2 | No. 02/2023/NQ-HDQT- HSV | March 06, 2023 | Board Resolution on the organization of the Annual General Meeting 2023 |
| 3 | No. 03/2023/NQ-HDQT- HSV | May 29, 2023 | Board Resolution on changing the website domain name and email of the Company |
| 4 | No. 04/2023/NQ-HDQT- HSV | June 05, 2023 | Board Resolution on the selection of an audit company to review Semi-annual Financial Statements and Annual Financial Statements in 2023 |
| 5 | No. 05/2023/NQ-GTHN-HSV | June 27, 2023 | Board Resolution on capital investment in Xuan Truong Construction - Trading Joint Stock Company |
| 6 | No. 05A/2023/NQ-GTHN-HSV | June 27, 2023 | Board Resolution on investment in purchasing real estate using to be business location |
| 7 | No. 06/2023/NQ-GTHN-HSV | July 25, 2023 | Board Resolution on renting land to serve as a factory - business location of the Company |
| 8 | No. 7/2023/NQ-HDQT-HSV | October 12, 2023 | Board Resolution on the dismissal of the Chief Accountant of the Company. |
| 9 | No. 7A/2023/NQ-HDQT-HSV | October 12, 2023 | Board Resolution on the appointment of the new Chief Accountant of the Company |

1. Audit Committee

1 Information about members of the Audit Committee

|  |  |  |  |  |
| --- | --- | --- | --- | --- |
| No. | Member of the Audit Committee | Position | Date of appointment | Qualification |
| 1 | Ms. Nguyen Thi Huong | Chair of the Audit Committee | May 05, 2021 | Bachelor |
| 2 | Mr. Tran Ba Dung | Member of the Audit Committee | May 05, 2021 | Bachelor |

1. Executive Board

|  |  |  |  |  |  |  |
| --- | --- | --- | --- | --- | --- | --- |
| No. | Member of the Executive Board | Position | Date of birth | Qualification | Date of appointment | Dismissal date |
| 1 | Ms. Nguyen Thi Quyen | Chair of the Board of Directors | October 29, 1994 | Bachelor | July 20, 2022 |  |
| 3 | Mr. Nguyen Van Quan | Managing Director | January 30, 1993 | College | July 01, 2022 |  |
| 4 | Nguyen Thi Luyen | Deputy Managing Director | October 29, 1994 | Bachelor | May 05, 2021 |  |
| 5 | Ms. Hoang Le Nga | The Chief Accountant | October 13, 1992 | Master - Certificate of Chief accountant in Vietnam Academy of Finance | November 01, 2022 | October 12, 2023 |
| 6 | Ms. Nguyen Thi Thu Trang | Chief Accountant | October 18, 1990 | Bachelor in Accounting - Vietnam Academy of Finance - Certificate of Chief accountant in Vietnam Academy of Finance | October 12, 2023 |  |

1. Chief Accountant

|  |  |  |  |
| --- | --- | --- | --- |
| Full name | Date of birth | Professional Qualification | Date of appointment |
| Ms. Nguyen Thi Thu Trang | October 18, 1990 | Bachelor in Accounting - Vietnam Academy of Finance - Certificate of Chief accountant in Vietnam Academy of Finance | October 12, 2023 |

1. Training on corporate governance
2. List of related persons of the public company
3. Transactions between the Company and related persons of the Company; or between the Company and principal shareholders, PDMR and related persons of PDMR
4. Transactions between the Company’s PDMR, related people of PDMR and subsidiaries, companies controlled by the Company: None

|  |  |  |  |  |  |  |  |  |  |
| --- | --- | --- | --- | --- | --- | --- | --- | --- | --- |
| No. | Transaction conductor | Relations with PMDR | Position at listed companies | ID card/Passport No., Date of issue, Place of issue | Address | Name of subsidiaries or companies controlled by the listed company | Time of transaction | Content, quantity, total value of transaction | Note |

1. Transactions between the Corporation and other entities:
2. Transactions between the Company and the companies where members of the Board of Directors, members of the Supervisory Board, Managing Director and other managers who have been and are founding members or members of the Board of Directors or Executive Manager for the past three (03) years (as at the date of reporting): None
3. Transactions between the Company and companies where 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
4. 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 Audit Committee, Managing Director and other managers: None
5. Share transactions of PDMR and related persons of PDMR (in 2023):
6. Transaction of PDMR and related persons related to the Company’s shares:

|  |  |  |  |  |  |  |  |
| --- | --- | --- | --- | --- | --- | --- | --- |
| 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 | Nguyen Van Quan | Member of the Board of Directors - Managing Director | 3,832,500 | 24.33% | 832,500 | 5.29% | Sell |

1. Other significant issues None