**PMJ: Annual Corporate Governance Report 2023**

On January 29, 2024, P&T Material Supply Joint-Stock Company announced Report No. 157/BCQT-PMJ on the corporate governance in 2023 as follows:

* Name of company: P&T Material Supply Joint-Stock Company
* Head office address: No. 270 Ly Thuong Kiet, Ward 14, District 10, Ho Chi Minh City
* Tel: (028)3864.0021; Email: potmasco@potmasco.com.vn.
* Charter capital: VN 18,000,000,000
* Securities code: PMJ
* Corporate governance model:
* The General Meeting of Shareholders, the Board of Directors, the Supervisory Board and the Board of Management.
* Internal audit execution: Unimplemented.
1. Activities of the General Meeting of Shareholders:

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

|  |  |  |  |
| --- | --- | --- | --- |
| No. | General Mandate/Decision of the General Meeting of Shareholders No. | Date | Content |
| 1  | 1238/NQ-DHDCD | June 23, 2023 | Approve the Report of the Board of Directors in 2022 and tasks and orientation in 2023.Approve the Report of the General Manager on the production and business results in 2022 and tasks and orientation in 2023.Approve the Report on activity supervision results in 2022 and the work plan in 2023 of the Supervisory Board.Approve the Audited Financial Statements 2022;Approve the Proposal on profit distribution, appropriation for funds and dividend payment in 2022;Approve the Proposal on selecting an audit company for the Financial Statements 2023 and the plan for concurrent remuneration of the Board of Directors and Supervisory Board in 2022.Approve the Proposal on dismissal and election of additional members to the Board of Directors for the term of 2020-2025.Approve the Proposal on dismissal and election of additional members to the Supervisory Board for the term of 2020-2025.Approve the Proposal on supplementing business lines of the Company.Approve the Proposal on the amendment and supplement to the Company’s Charter.Approve the election of Mr. Hoang Tung Son as an additional member of the Board of Directors for the term of 2020-2025.Approve the election of Ms. Nguyen Thi Ngoc Quynh as an additional member of the Supervisory Board for the term of 2020-2025. |

1. The Board of Directors (Annual Report 2023):
2. Information about members of the Board of Directors:

|  |  |  |  |
| --- | --- | --- | --- |
| No. | Member of the Board of Directors | Position/Date of appointment/dismissal as member/independent member of the Board of Directors |  |
| Appointment date | Dismissal date |
| 1 | Mr. Ngo Xuan Truong | Chair of the Board of Directors | December 19, 2022 |  |
| 2 | Mr. Phan Thang | Vice Chair of the Board of Directors | December 19, 2022 |  |
| 3 | Mr. Tran Xuan Hoa | Member of the Board of Directors | June 26, 2020 |  |
| 4 | Mr. Doan Minh Don | Member of the Board of Directors | June 26, 2020 |  |
| 5 | Mr. Nguyen Dac Tho | Member of the Board of Directors | May 22, 2015 | June 23, 2023 |
| 6 | Mr. Hoang Tung Son | Member of the Board of Directors | June 23, 2023 |  |

1. Board Resolutions/Board Decisions (Annual Report 2023):

|  |  |  |  |
| --- | --- | --- | --- |
| No. | Board Resolution/Board Decision No. | Date | Content |
| 1 | 356/NQ-HDQT | February 17, 2023 |  On authorizing the Company’s General Manager to sign documents to implement mortgages, and guarantees of the Company and its Branches. |
| 2 | 800/NQ-HDQT | April 18, 2023 |  On extending the time to organize the Annual General Meeting of Shareholders 2023 |
| 3 | 801/NQ-HDQT | April 18, 2023 |  On organizing the Annual General Meeting of Shareholders 2023 |
| 4 | 2255/NQ-HDQT | December 6, 2023 |  On agreeing on the selection of VACO Auditing Company Limited as the audit company for the Financial Statements 2023 |
| 5 | 2334/NQ-HDQT | December 18, 2023 |  On approving contents at the Board of Directors meeting in Q4 |
| 6 | 2385/NQ-HDQT | December 29, 2023 |  On handling outstanding debts of the Company |

1. The Supervisory Board (Annual Report 2023):
2. Information about the members of the Supervisory Board:

|  |  |  |  |  |
| --- | --- | --- | --- | --- |
| No. | Member of the Supervisory Board | Position | Date of appointment/dismissal as member of the Supervisory Board | Qualification |
| 1 | Ms. Tran Thuy Ngan | Chief of the Supervisory Board | June 20, 2019; June 23, 2023 | Bachelor of EducationBachelor of Accounting |
| 2 | Mr. Nguyen Van Tan | Member of the Supervisory Board | June 26, 2020 | Master  |
| 3 | Mr. Do Thanh Hai | Member of the Supervisory Board | November 26, 2021; June 23, 2023 | Bachelor of Economics |
| 4 | Ms. Nguyen Thi Ngoc Quynh | Chief of the Supervisory Board | June 23, 2023;Appointment date as the Chief of the Supervisory Board: June 30, 2023 | Telecommunication - Electronic Engineering |
| 5 | Mr. Nguyen Viet Long | Member of the Supervisory Board | June 23, 2023 | Bachelor of Finance and Accounting |

1. The Executive Board:

|  |  |  |  |  |
| --- | --- | --- | --- | --- |
| No. | Member of the Executive Board | Date of birth | Qualification | Date of appointment as member of the Executive Board |
| 1 | Mr. Phan Thang | January 1, 1980 | Master of Business Administration | June 1, 2022 |
| 2 | Ms. Le Thanh Huong | February 2, 1978 | Bachelor of Laws | June 8, 2021 |
| 3 | Mr. Tran Van Tinh | June 6, 1967 | College of Business Administration | June 8, 2021 |
| 4 | Mr. Tran Xuan Hoa | November 13, 1975 | Electronic engineer | July 10, 2020 |

1. The Chief Accountant:

|  |  |  |  |
| --- | --- | --- | --- |
| Full name | Date of birth | Qualification | Date of appointment/dismissal |
| Ms. Nguyen Thi Thanh Hien | November 03, 1974 | Bachelor of Economics | August 2, 2021 |

1. Training on corporate governance
2. List of affiliated persons of the public company (Semi-annual Report) and transactions between affiliated persons of the Company 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: None.
5. Transactions between the Company and other entities:
	1. Transactions between the Company and 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 of the time of reporting): None.
	2. Transactions between the Company and companies where 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): None.
	3. Other transactions of the Company (if any) which 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: None.
6. Share transaction of PDMR and affiliated persons of PDMR (Annual Report 2023):
7. Company’s shares transactions of PDMR and affiliated 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, decrease (purchase, sale, conversion, reward, etc.) |
| Number of shares | Rate | Number of shares | Rate |
| 1 | Nguyen Dac Tho | None | 20,550 | 1.1 | 1,550 | 0.086 | Sell |

1. Other significant issues: None.