**PVV: Annual Corporate Governance Report 2023**

On January 26, 2024, Vinaconex 39 Joint Stock Company announced Report 2023 No. 01/BCQT/VN39/HDQT on the Corporate Governance of the Company as follows:

* Name of listed company: Vinaconex 39 Joint Stock Company
* Headquarter address: 1st Floor, CT2A Building, Co Nhue New Urban Area, Co Nhue 1 Ward, Bac Tu Liem District, Hanoi, Vietnam.
* Tel: 02437875938 Fax: 02437875937 Email: vanthu.pvv@gmail.com
* Charter capital: VND 300,000,000,000
* Securities code: PVV.
* Corporate Governance Model:
* The General Meeting of Shareholders, the Board of Directors, the Supervisory Board, and the General Manager.

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)

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| --- | --- | --- | --- |
| No. | General Mandate/Decision of the General Meeting of Shareholders No. | Date | Contents |
| 1 | 01/NQ/VN39/DHDCD | April 19, 2023 | Approve the production and business results in 2022, production and business plan in 2023, the Audited Financial Statements 2022, approve the report of the Board of Directors in 2022, orientation for activities in 2023, approve the report of the Supervisory Board in 2022; Approve the content of the Proposals: Proposal of the Supervisory Board on selecting an audit company for the fiscal year 2023; Proposal on the plan on profit distribution in 2022; Proposal on the settlement of remuneration for members of the Board of Directors and Supervisory Board in 2022; Plan on Remuneration for the Board of Directors and Supervisory Board in 2023; Approve the results of dismissal of members of the Board of Directors and the Supervisory Board; Approve the election results of members of the Supervisory Board and the Board of Directors for the term of 2022-2027 |

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

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| --- | --- | --- | --- | --- |
| 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. Trinh Duc Phu | Chair of the Board of Directors | May 26, 2022 |  |
| 2 | Mr. Phan Dinh Phong | Permanent Vice Chair of the Board of Directors | July 20, 2022 |  |
| 3 | Mr. Vu Thanh Kien | Member of the Board of Directors | May 26, 2022 |  |
| 4 | Mr. Dinh Canh Tien | Member of the Board of Directors | May 26, 2022 | April 19, 2023 |
| 5 | Mr. Do Hoang Anh | Member of the Board of Directors | May 26, 2022 |  |
| 6 | Mr. Nguyen Tuan Anh | Member of the Board of Directors | September 22, 2022 |  |
| 7 | Mr. Pham Duc Tuan | Member of the Board of Directors | September 22, 2022 |  |
| 8 | Mr. Vu Xuan Trung | Member of the Board of Directors | April 19, 2023 |  |

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

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| --- | --- | --- | --- |
| No. | Board Resolution No. | Date | Contents |
| 1 | 01/NQ/VN-39/HDQT | March 23, 2023 | Board Resolution on the plan to organize the Annual General Meeting of Shareholders 2023 |
| 2 | 02/NQ/VN-39/HDQT | March 23, 2023 | Board Resolution on: The Approval of the Working Regulations at the Annual General Meeting of Shareholders 2023. |
| 3 | 03/NQ/VN-39/HDQT | March 23, 2023 | Board Resolution on: The approval of the Draft Regulation on the electing Members of the Board of Directors and Supervisory Board for the term 2022-2027 at the Annual General Meeting of Shareholders 2023. |
| 4 | 04/NQ/VN-39/HDQT | May 25, 2023 | Board Resolution on: The selection of the audit company for the Financial Statement 2023 of the Company |
| 5 | 05/NQ/VN-39/HDQT | May 25, 2023 | Board Resolution on Approving the plan to transfer the contributed capital at the Project Enterprise: Phuong Dong Hoa Binh Investment Joint Stock Company |
| 6 | 06/NQ/VN-39/HDQT | June 30, 2023 | Board Resolution on Approving the request to continue issuing guarantee at Vietnam Public Joint Stock Commercial Bank |
| 7 | 07/NQ/VN-39/HDQT | August 25, 2023 | Board Resolution on Approving the production and business Results for the first 6 months and the Orientation for the last 6 months of 2023 of the Company |
| 8 | 08/NQ/VN-39/HDQT | September 26, 2023 | Board Resolution on approving the plan to pay land tax in 2023 of the Company |

* 1. Board Decisions

|  |  |  |  |
| --- | --- | --- | --- |
| No. | Board Decision No. | Date | Contents |
| 1 | 01/QD/VN-39/HDQT | January 16, 2023 | Decision on supporting the Lunar New Year 2023 for the Board of Directors, Board of Leaders, and all employees of the Company |
| 2 | 03/QD/VN-39/HDQT | April 13, 2023 | Decision on accepting and appoint Mr. Le Minh Dien as the Deputy General Manager of the Company |
| 3 | 04/QD/VN-39/HDQT | April 18, 2023 | Decision on establishing the Shareholder's Eligibility Verification Committee for the Annual General Meeting of Shareholders 2023 |
| 4 | 05/QD/VN-39/HDQT | May 25, 2023 | Decision on the dismissal of Mr. Le Minh Dien from the position of Deputy General Manager. |
| 5 | 06/QD/VN-39/HDQT | October 16, 2023 | Decision on the dismissal of Mr. Vu Thanh Kien from the position of General Manager. |
| 6 | 07/QD/VN-39/HDQT | October 16, 2023 | Decision on the appointment of Mr. Nguyen Tien Dung as the General Manager of the Company |

1. The Supervisory Board (Annual Report 2023):
2. Information about the 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 | Professional Qualification |
| 1 | Le Thi Nhu Lan | Chief | Member since May 26, 2022 | University level |
| 2 | Le Quang Tuan | Member | Member since May 26, 2022 | University level |
| 3 | Pham Thi Huyen Trang | Member | Not a member since April 19, 2023 | University level |
| 4 | Bo Xuan Nam | Member | Member since April 19, 2023 | University level |

1. The Executive Board:

|  |  |  |  |  |
| --- | --- | --- | --- | --- |
| No. | Member of the Executive Board | Date of birth | Professional Qualification | Date of appointment/dismissal as member of the Executive Board |
| 1 | Mr. Nguyen Tien Dung - General Manager | February 20, 1982 | University level | Appointed on: October 16, 2023 |
| 2 | Mr. Vu Thanh Kien - General Manager | November 01, 1982 | Doctorate in Construction | Dismissed on October 16, 2023 |
| 3 | Ms. Nguyen Thi Kim Hanh - Deputy General Manager | September 03, 1981 | Master of Economics | Appointed on July 26, 2019 |
| 4 | Mr. Dinh Canh Tien - Deputy General Manager | November 25, 1975 | Master of Laws | Appointed on July 20, 2022 |
| 5 | Mr. Le Minh Dien - Deputy General Manager | November 01, 1975 | Master of Business Administration | Appointment on April 13, 2023 Dismissed on May 25, 2023 |

1. Chief Accountant

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| --- | --- | --- | --- |
| Full name | Date of birth | Professional Qualification | Date of appointment /dismissal |
| Ms. Le Thi Thu Huong | September 22, 1986 | Bachelor of Accounting | Appointed on April 14, 2022 |

1. Training on corporate governance
2. List of affiliated persons of the listed company as prescribed in Clause 34, Article 6 of the Law on Securities (annual report 2023) and transactions between affiliated persons of the Company and the Company:
3. Transactions between the Company and affiliated persons of the Company; or between the Company and major shareholders, PDMR and affiliated persons of PDMR

|  |  |  |  |  |  |  |  |  |
| --- | --- | --- | --- | --- | --- | --- | --- | --- |
| No. | Name of organization/individual | Relations with the Corporation | NSH\* No. , Date of issue, Place of issue | Headquarters address/Contact address | Time of transaction with the Company | General Mandate/Decision No. or Board Resolution/Decision No. | Amount and share holding rate after transactions | Note |
|  | (None) |  |  |  |  |  |  |  |

Notes: NSH Number\*: ID Card/Pasport No. (individual) or Business Registration Certificate No., Operational license or equivalent legal document (institution).

1. Transactions between PDMR of the listed company, affiliated persons of PDMR and subsidiaries, and companies controlled by the listed company:

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| --- | --- | --- | --- | --- | --- | --- | --- | --- | --- | --- | --- |
| 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 |
|  | (None) |  |  |  |  |  |  |  |  |  |  |

1. Transactions between the Company and other entities:
2. Transactions between the Company and the companies where members of the Board of Directors, members of the Supervisory Board, the Executive Manager (General Manager) have been founding members or members of the Board of Directors, the Executive Manager (General Manager) for the past three (03) years (calculated at the time of reporting): None
3. Transactions between the Company and the companies in which affiliated persons of members of the Board of Directors, members of the Supervisory Board and the Executive Manager (General Manager) are members of the Board of Directors, the Executive Manager (General Manager): None
4. Other transactions of the Company (if any) that can bring material or non-material benefits to members of the Board of Directors, members of the Supervisory Board, and the Executive Manager (General Manager): None
5. Share transactions of PDMR and affiliated persons of PDMR (Report of 2023)
6. Transactions of PDMR and affiliated persons of PDMR for shares of listed companies:

|  |  |  |  |  |  |  |  |
| --- | --- | --- | --- | --- | --- | --- | --- |
| 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 |
|  | (None) |  |  |  |  |  |  |

1. Other significant issues: none