**VDT: Annual Corporate Governance Report 2023**

On January 29, 2024, Binh Tay Steel Wire Netting JSC announced Report No. 02/2024/BC-VDT on the corporate governance in 2023 as follows:

* Name of Company: Binh Tay Steel Wire Netting JSC
* Address: No. 177 Au Co Street, Phu Trung Ward, Tan Phu District, Ho Chi Minh City, Vietnam
* Tel: 22134252-22134253-39746171-38653581 Fax: 08 39746171
* Email: [www.luoithepbinhtay.com.vn](http://www.luoithepbinhtay.com.vn)
* Charter capital: VND 19,654,400,000
* Securities code: VDT
* Corporate Governance Model:
* The General Meeting, Board of Directors, Supervisory Board and Managing Director
* Internal audit execution: Implemented
1. Activities of the General Meeting:

Information about meetings and General Mandates/Decisions of the General Meeting (including General Mandates approved by collecting ballots)

|  |  |  |  |
| --- | --- | --- | --- |
| No. | General Mandate/Decision of the General Meeting | Date | Contents |
| 01 | Annual General Mandate 2022 No. 21/NQ-DHCD | March 31, 2023 |  |

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

|  |  |  |  |
| --- | --- | --- | --- |
| No. | Member of the Board of Directors | Position (independent member, non-executive member of the Board of Directors) | Date of appointment/dismissal as members/independent member of the Board of Directors |
| Appointment date | Dismissal date |
| 01 | Le Xuan Anh | Chair of the Board of Directors |  | March 31, 2023 |
| 02 | Ha Minh Huan | Chair of the Board of Directors | March 31, 2023 |  |
| 03 | Le Hai Tu | Member of the Board of Directors/Managing Director | April 04, 2018 |  |
| 04 | Nguyen Hong Luong | Non-executive member of the Board of Directors | April 04, 2018 |  |
| 05 | Truong Thi Tuyet | Non-executive member of the Board of Directors | March 31, 2022 |  |
| 06 | Le Thi Kim Chinh | Non-executive member of the Board of Directors | April 04, 2018 |  |

1. Board Resolutions/Board Decisions:
* Board Resolutions:

|  |  |  |  |
| --- | --- | --- | --- |
| No. | Board Resolution/Board Decision | Date | Contents |
| 01 | Resolution No. 18/NQ-HDQT-VDT | March 10, 2023 | Approve the Contents, Agenda of the General Meeting 2023. |
| 02 | Resolution No. 33/NQ-HDQT-VDT | July 17, 2022 | * Approve the preliminary report on implementing tasks in Q2/2023, the production and business plan for Q3/2023.
* Approve the Proposal on reducing the profit plan in 2023
* Approve the Proposal on renewing the wastewater and exhaust treatment system and applying for the environmental permit.
* Approve the Nhon Trach factory rental.
* Approve the purchase and sale of goods between the Company and related persons of principal shareholders.
 |
| 03 | Resolution No. 41/NQ-HDQT-VDT | November 18, 2023 | Approve the production and business results in Q3/2023 and the first 9 months of 2023; the production and business plan for Q4/2023 |

* Board Decisions:

|  |  |  |  |
| --- | --- | --- | --- |
| No. | Board Resolution/Board Decision  | Date | Contents |
| 01 | Decision No. 02/QD-HDQT-VDT | February 08, 2023 | Decision on establishing the Organizer Committee of the Annual General Meeting 2023 |
| 02 | Decision No. 26/QD-HDQT-VDT | March 31, 2023 | Decision on the appointment of the position of the Company’s Managing Director |
| 03 | Decision No. 27/QD-HDQT-VDT | March 31, 2023 | Decision on the profit after tax distribution in 2022: |
| 04 | Decision No. 28/QD-HDQT-VDT | March 31, 2023 | Decision on assigning the labor and salary plan in 2023 |
| 05 | Decision No. 29/QD-HDQT-VDT | March 31, 2023 | Decision on the credit transactions at the Bank |

1. Supervisory Board
	* + 1. Information about members of the Supervisory Board:

|  |  |  |  |  |
| --- | --- | --- | --- | --- |
| No. | Supervisor  | Position | Date of appointment/dismissal as member of the Supervisory Board | Qualification |
| Appointment date | Dismissal date |
| 01 | Huynh Thi Tuyet Tram | Chief of the Supervisory Board | April 04, 2018 |  | Bachelor in Economics |
| 02 | Bui Thi Thu Nga | Member | April 04, 2018 |  | Bachelor in Business Administration |
| 03 | Quach Vinh Tran | Member | March 31, 2023 |  | Bachelor in Business Administration |
| 04 | Trinh Thi Mai Phuong | Member | April 04, 2018 | March 31, 2023 | Accounting College |

1. Executive Board

|  |  |  |  |  |
| --- | --- | --- | --- | --- |
| No. | Member of the Executive Board | Date of birth | Qualification | Date of appointment/dismissal as member of the Executive Board |
| 01 | Le Hai Tu - Managing Director | February 06, 1973 | Mechanical Engineer | April 01, 2014 |

V. Chief accountant

|  |  |  |  |
| --- | --- | --- | --- |
| Full name | Date of birth | Qualification | Date of appointment /dismissal |
| Le Thi Phuong Dung | March 31, 1975 | Bachelor in Economics | May 15, 2010 |

1. Training on corporate governance:
2. List of related persons of the public company and transactions between the related person of the Company with the Company itself:
3. Transactions between the Company and related persons of the Company; or between the Company and principal shareholders, PDMR, or related persons of PDMR:

List of transactions with companies in the system of Viet Nam Steel Corporation (attached to Resolution No. 33/NQ-VDT dated July 17, 2023)

|  |  |  |  |  |  |  |  |  |
| --- | --- | --- | --- | --- | --- | --- | --- | --- |
| 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 of General Meeting or Board Resolution/Board Decision No. | Content, quantity, total value of transaction | Note |
| 1 | VNSTEEL - VICASA JSC | Related persons of principal shareholder |  |  |  | Resolution No. 33/NQ-VDT dated July 17, 2023 | Selling iron and steel: Quantity: 30.12 tons+ Value: VND 0.26 billion |  |
| 2 | VNSTEEL - Thu Duc Steel JSC | Related persons of principal shareholder |  |  |  | Purchasing iron and steel:Quantity: 0.12 tons+ Value: VND 0.001 billionSelling iron and steel: Quantity: 3.55 tons + Value: VND 0.06 billion |  |
| 3 | VNSTEEL - Nha Be Steel Joint Stock Company | Related persons of principal shareholder |  |  |  | Purchasing and selling iron and steel: Quantity: 0.96 tons + Value: VND 0.02 billion |  |
| 4 | Machanical Engineering & Metallurgy JSC | Related persons of principal shareholder |  |  |  | Purchasing and selling iron and steel: Quantity: 2.61 tons + Value: VND 0.05 billion |  |
| 5 | Vingal – Vnsteel Industries Joint Stock Company | Related persons of principal shareholder |  |  |  | Purchasing and selling iron and steel: Quantity: 128.9 tons + Value: VND 2.56 billion |  |
| 6 | Nippovina Co., Ltd | Related persons of principal shareholder |  |  |  | Purchasing and selling iron and steel: Quantity: 29.4 tons+ Value: VND 0.62 billion |  |
| 7 | Viet Nam Steel Corporation | Related persons of principal shareholder |  |  |  | Purchasing iron and steel:+ Value: VND 0.05 billion |  |
| 8 | VNSTEEL - Hochiminh City Metal Corporation | Related persons of principal shareholder |  |  |  | Purchasing and selling iron and steel: Quantity: 393.1 tons + Value: VND 5.89 billion |  |

1. Transactions between Company’s PDMR, related persons of PDMR and subsidiaries or companies controlled by the Company None
2. Transactions between the Company and other entities: None
	1. Transactions between the Company and the company in which members of the Board of Directors, members of the Supervisory Board, Executive Manager (the Managing Director) and other managers have been founding members or members of the Board of Directors or Executive Manager (the Managing Director) for the past three (03) years (calculated at the date of reporting). None
	2. Transactions between the Company and companies executed by the related people of members of the Board of Directors, members of the Supervisory Board, Executive Manager (Managing Director) and other managers 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, Executive Manager (Managing Director) and other managers: None
3. Share transactions of PDMR and related persons of PDMR
4. Company’s share transactions of PDMR and related persons: None
5. Other significant issues: