**BTH: Annual Corporate Governance Report 2023**

On January 30, 2023, Ha Noi Transformer Manufacturing and Electric Material Joint Stock Company announced Report No. 3001/BTH/CBTT on the corporate governance in 2023 as follows:

* Name of listed company: Ha Noi Transformer Manufacturing and Electric Material Joint Stock Company
* Headquarters address: No. 55, K2 Street, Cau Dien Ward, Nam Tu Liem District, Ha Noi City
* Tel: 0243 7644795 Fax: 0243 7644796 Email: ctbt - [hn@hn.vnn.vn](mailto:hn@hn.vnn.vn)
* Charter capital: VND 250,000,000,000
* Securities code: BTH

1. Activities of the General Meeting of Shareholders

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

|  |  |  |  |
| --- | --- | --- | --- |
| No. | General Mandate/Decision of the General Meeting of Shareholders No. | Date | Content |
| 1 | 08/2023/NQ-  DHDCD/BTH | June 26, 2023 | Organization of the Annual General Meeting of Shareholders 2023 |

1. The Board of Directors in 2023
2. Information about members of the Board of Directors:

|  |  |  |  |  |  |  |
| --- | --- | --- | --- | --- | --- | --- |
| No. | Member of the Board of Directors | Position | Date of appointment/dismissal as member of the Board of Directors | Number of Board Meetings attended | Rate of attendance  rate: | Reasons for absence |
| 1 | Nguyen Thi Bich  Ngoc | The Chair of the Board of Directors | May 30, 2017  (Date of appointment) | 1 | 100% |  |
| 2 | Trinh Viet Dung | Member of the Board of Directors of the Company | January 29, 2015  (Date of appointment) | 1 | 100% |  |
| 3 | Nguyen Van Sinh | Member of the Board of Directors of the Company | June 12, 2020  (Date of appointment) | 1 | 100% |  |

1. Board Resolutions/Decisions in 2023

|  |  |  |  |
| --- | --- | --- | --- |
| No. | Resolution/Decision No. | Date | Content |
| 1 | 24/NQ-HDQT/2023 | May 08, 2023 | On the organization of the Annual General Meeting of Shareholders on June 26, 2023 |
| Board Decisions on approving the bidding package for the Mixed-Use Residential, Nursery, and Greenery Project at 55 Cau Dien Street, Nam Tu Liem District, Hanoi | | | |
| 2 | 03/2023/QD-CTBT | April 20, 2023 | Approve on the bidding package for the supply and installation of kitchen cabinets, wardrobes, and lavabo cabinets |
| 3 | 03A/2023/QDCTBT | April 20, 2023 | Approve the bidding package for the supply and installation of wooden doors, wooden floors |
| 3 | 04/2023/QD-CTBT | May 12, 2023 | Approve the bidding package for low-rise block construction |
| 4 | 707/2023/QD-CTBT | July 07, 2023 | Approve the bidding package for landscape construction |

1. The Supervisory Board:
2. Information about members of the Supervisory Board:

|  |  |  |  |  |  |  |
| --- | --- | --- | --- | --- | --- | --- |
| No. | Member of the Supervisory Board: | Position | Date of appointment/dismissal as member of the Supervisory Board | Number of attended meetings | Attendance rate | Reason for absence |
| 1 | Dinh Hoang Long | Chief of the Supervisory Board | May 26, 2015  Date of appointment as member of the Supervisory Board | 1 | 100% |  |
| 2 | Trinh Thu Quynh | Member of the Supervisory Board | November 15, 2016  Date of appointment as member of the Supervisory Board | 1 | 100% |  |
| 3 | Phan Thu Hang | Member of the Supervisory Board | May 28, 2020 (appointment date as member of the Supervisory Board | 1 | 100% |  |

1. Training on corporate governance None.
2. List of affiliated persons of the listed company as prescribed in Clause 34, Article 6 of the Securities Law and transactions between affiliated persons of the Company and the Company itself.
3. List of affiliated person of the Company:
4. Transactions between the Company and affiliated persons of the Company; or between the Company and major shareholders, PDMR and affiliated persons of PDMR None
5. Transactions between PDMR of the listed company, affiliated persons of PDMR and subsidiaries, and companies controlled by the listed company None
6. Transactions between the Company and other entities:
   1. Transactions between the Company and the companies where the members of the Board of Directors, 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 (as at the time of reporting): None
   2. 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
   3. Other transactions of the Company (if any) can bring material or non-material benefits to members of the Board of Directors, members of the Supervisory Board, the Executive Manager (General Manager): None
7. Share transactions of PDMR and affiliated persons of PDMR
8. List of PDMR and affiliated person of PDMR
9. Listing company’s share transactions of PDMR and affiliated persons of PDMR Mr. Hoang Ngoc Kien decreased ownership from 5,732,091 shares to 4,847,091 shares; Mrs. Le Thi Thu Huong increased ownership from 0 shares to 105,000 shares; Mr. Nguyen Van Sinh increased ownership from 0 shares to 20,000 shares; Mr. Thach Anh Duc increased ownership from 0 shares to 10,000 shares; Mrs. Do Thi Ngoc increased ownership from 0 shares to 18,000 shares.
10. Other significant issues None