**DTB: Annual Corporate Governance Report 2023**

On January 23, 2024, Bao Loc City Urban Projects Joint Stock Company announced Report No. 13/BC-Cty on the corporate governance of the Company in 2023 as follows:

* Name of company: Bao Loc City Urban Projects Joint Stock Company
* Head office address: No. 261, Hoang Van Thu Street, 1 Ward , Da Lat City, Lam Dong Province
* Tel: 02633. 818 2554 864 057 Fax:.... Email: [ctctdtbaoloc@lamdong.gov.vn](mailto:ctctdtbaoloc@lamdong.gov.vn)
* Charter capital: VND 15,582,480,000.
* Securities code: DTB
* Corporate Governance Model:
* General Meeting of Shareholders, Board of Directors, Supervisory Board and Manager
* Internal audit execution: Unimplemented.

1. Activities of the General Meeting of Shareholders:

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

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| No. | General Mandates/Decisions of the General Meeting of Shareholders | Date | Content |
| 01 | General Mandate 2023 No. 01/NQ- DHDCD | April 27, 2023 | * Approve the Report of Board of Directors about management and activity results of Board of Directors and each member of the Board of Directors * Approve the performance report of the Supervisory Board in 2020. * Approve the production and business targets for 2023. * Approve the Company's 2022 Audited Financial Statements by Nam Viet Auditing & Accounting Financial Consulting Services Company Limited (AASCN). * Approve the list of audit units for financial statements in 2023. * Approve the remuneration for the Board of Directors and the Supervisory Board in 2023: * Approve the dividend rate 2022 and dividend payment form. |

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

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| 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 |
| 1 | Mr. Nguyen Duy Tien | Chair of the Audit Committee | November 24, 2020 |  |
| 2 | Mr. Le Kim Hien | Member/Manager | November 24, 2020 |  |
| 3 | Mr. Nguyen Duc Hanh | Non-executive members of the Board of Directors | November 24, 2020 |  |
| 4 | Mr. Pham Huy Thanh | Non-executive members of the Board of Directors | November 24, 2020 |  |
| 5 | Mr. Nguyen Duc Vuong | Non-executive members of the Board of Directors | November 24, 2020 |  |

1. Board Resolutions/Board Decisions

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| --- | --- | --- | --- |
| No. | Board Resolution/Board Decision No. | Date | Content |
| 1 | 01/2023/NQ-HDQT | January 16, 2023 | * Report on the Implementation Results of Resolution No. 08/2022/NQ-HDQT dated November 4, 2022. * Report on production and business results in 2022 Draft Plan for Production and Business Activities for the year 2023. * Decision to promulgate Regulations on the Office Work and Archiving of Urban Construction Corporation Bao Loc and amend, supplement the Regulations on Appointment, Re-appointment, Transfer, Rotation, Resignation, and Dismissal of managerial personnel. * Report on the Inventory Taking Work until 0:00 on January 1, 2023, and consider opinions on handling surplus or shortage of materials, equipment in the inventory taking work (if any). * Review, classify the emulation for managers and executives of the Company. * Discussion on the reward levels for commendation titles in 2022. Allocation of the remaining 5% of the salary fund for 2022; Reward fund allocation of 10% for workers, 5% for the Management Board, and operational personnel. 13th-month salary; Budget for serving the Lunar New Year holiday in 2023. * Consideration of the proposed plan according to Report No. 204/BC-Cty dated December 21, 2022, from the Manager of the Company on the temporary advances debt to the Budget of Dong Nai Lake Park project. * Consideration and approval of the re-appointment of another Executive of the Company. * Consideration and approval of additional personnel at the Indirect Service Enterprise. |
| 2 | 02/2023/NQ-HDQT | March 06, 2023 | * Results of Resolution No. 01/2023/NQ-HĐQT dated January 16, 2023; * Report on the implementation results of serving the Lunar New Year of the Year of the Cat 2023 according to Plan No. 06/KH-Cty dated January 13, 2023. * Agreement on the estimated time to hold the Annual Geeneral Meeting of Shareholders in 2023 (venue, deadline for registration, and agenda of the meeting...). Assignment of tasks to members of the Board of Directors, the Supervisory Board, and decision on the establishment of the Organization Committee and its subcommittees to assist in the organization of the Meeting. |
| 3 | 03/2023/NQ-HDQT | March 06, 2023 | * Quote Resolution No. 02/2023/NQ-HDQT on the agreed time to hold the Annual General Meeting of Shareholders in 2023 (venue, deadline for registration, and agenda of the meeting...). Assignment of tasks to members of the Board of Directors, the Supervisory Board, and decision on the establishment of the Organization Committee and its subcommittees to assist in the organization of the Meeting. |
| 4 | 04/2023/NQ-HDQT | March 20, 2023 | * Discussion and agreement on the documents serving the Annual General Meeting of Shareholders in 2023: |
| 5 | 05/2023/NQ-HDQT | May 18, 2023 | * Report on the Implementation Results of the Annual General Meeting of Shareholders in 2023 and implementation of General Mandate No. 01/NQ-DHDCD dated April 27, 2023. * Announcement and implementation of documents: Decision No. 911/QD-UBND dated May 08, 2023, of the Provincial People's Committee of Lam Dong Province on disciplining the representatives of state capital at enterprises; Document No. 3962/UBND-TKCT dated May 08, 2023, of the Provincial People's Committee of Lam Dong Province on the temporary assignment of the representatives of state capital at Bao Loc City Urban Projects Joint Stock Company; Document No. 596/SNV-CCVC dated May 11, 2023, of the Department of Internal Affairs of Lam Dong Province on the evaluation, classification of the quality of enterprise managers, supervisors, and state capital representatives in 2022. * Agreement on the third salary payment for management officials and workers in 2022. |
| 6 | 06/2023/NQ-HDQT | June 06, 2023 | * Agreement to introduce personnel sources to propose the appointment of the State capital representative at Bao Loc City Urban Projects Joint Stock Company according to Document No. 3962/UBND-TKCT dated May 08, 2023, of the Provincial People's Committee of Lam Dong Province on the temporary assignment of the state capital representative at Bao Loc City Urban Projects Joint Stock Company. |
| 7 | 07/2023/NQ-HDQT | June 24, 2023 | * Evaluation of the Implementation Results of Board Resolution No. 05/2023/NQ-HDQT dated May 18, 2023, and Board Resolution No. 06/2023/NQ-HDQT dated June 06, 2023 * Agreement on the appointment of the Deputy Manager of the Company according to Document No. 5119/UBND-TH3 dated June 12, 2023, of the Provincial People's Committee of Lam Dong Province regarding participation in opinions, voting at the Board of Directors' meeting of Bao Loc City Urban Projects Joint Stock Company. * Agreement on personnel plan for other managerial positions at the Company. * Agreement on the execution of contracts with a value of 35% or more of the total value of assets recorded in the Company's latest financial statements. * Agreement on the proposed salary scale adjustment for management officials and workers in the Company. |
| 8 | 08/2023/NQ-HDQT | July 14, 2023 | * Agreement on the implementation of the content of Document No. 5957/UBND-TH3 dated July 10, 2023, of the Provincial People's Committee of Lam Dong Province regarding the agreement of the State capital representative and the election of additional members of the Board of Directors of Bao Loc City Urban Projects Joint Stock Company for the term 2020-2025. * Agreement on the appointment of another Executive of the Company. * Discussion, opinions on the purchase of 01 garbage compactor to serve the production and business activities of the Company. |
| 9 | 09/2023/NQ-HDQT | October 01, 2023 | * Report on the implementation results of Board Resolution No. 08/NQ-HDQT; Results of production and business operations in the first 8 months of 2023 and direction for the implementation of the production and business plan for the last 4 months of 2023 including advantages, difficulties, implementation solutions, etc... according to the Annual General Mandate in 2023. * Discussion and agreement on the plan for using common expenses; plan for labor utilization, wages, and internal subcontracting of the Company. * Consideration and approval of the plan to purchase 01 garbage compactor to serve the Company's production and business activities. * Consideration and agreement on the plan to build a fence at the Company's headquarters. * Consideration and approval of the promulgation of Regulations on the standard criteria for annual salary increment and retention of salary coefficients for transferred employees, newly recruited employees. Amendment and supplementation of the Salary Regulations and Labor Recruitment Regulations. * Discussion and agreement on the implementation of Document No. 8329/UBNH-Th3 dated September 25, 2023, from the Provincial People's Committee of Lam Dong Province regarding the plan for transferring state capital at Bao Loc City Urban Projects Joint Stock Company. |

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

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| --- | --- | --- | --- | --- |
| No. | Member of the Supervisory Board/the Audit Committee | Position | Date of appointment/dismissal as member of the Supervisory/the Audit Committee | Qualification |
| 1 | Mr. Pham Thanh Kem | Chief of the Supervisory Board | November 24, 2020 | University of Economics |
| 2 | Mr. Pham Van Minh | Member | November 24, 2020 | Bachelor of Economics |
| 3 | Ms. Bui Thi Hai Yen | Member | November 24, 2020 | Bachelor of Finance and Accounting |

1. The Executive Board.

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| --- | --- | --- | --- | --- |
| No. | Members of the Executive Board | Date of birth | Qualification | Date of appointment/dismissal as the member of the Executive Board |
| 1 | Mr. Le Kim Hien | January 01, 1965 | Bachelor of Business Administration. | Appointed as the Manager of the Company on November 15, 2016 |
| Dismissed as the Manager of the Company on July 31, 2020 |
| Appointed as the Manager of the Company on November 30, 2020 |
| 2 | Mr. Ho Dinh Dung | September 27, 1981 | Electrical Engineer | August 1, 2022-Appointment of Deputy Manager of the Company - Person in charge of Company administration |
| 3 | Mr. Tran Chi Thang | January 02, 1980 | Master of Economics | Appointed as the Manager of the Company on July 01, 2023 |

1. Chief Accountant

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| --- | --- | --- | --- |
| Full name | Date of birth | Qualification | Date of appointment/dismissal |
| Luu Quang Tuan | February 20, 1964 | Bachelor of Economics | Appointment date: June 21, 2019 |

1. Training on corporate governance
2. List of affiliated persons of the public company (Annual report) and transactions between the 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 and affiliated persons of PDMR
4. Transactions between Company’s PDMR, affiliated persons of PDMR and subsidiaries, companies controlled by the Company.
5. Transactions between the Company and other entities/
   1. Transactions between the Company and the company in which members of the Board of Directors, members of the Supervisory Board, the Manager (the General Manager) and other managers have been founding members or members of the Board of Directors, the Executive Manager (the General Manager) for the past three (03) years (calculated at the time of reporting).
   2. Transactions between the Company and companies executed by the affiliated people of members of the Board of Directors, members of the Supervisory Board, the Manager (the General Manager) and other managers who are members of the Board of Directors, the Executive Manager (the General Manager).
   3. Other transactions of the Company (if any) which can bring material or non-material benefits to members of the Board of Directors, members of the Supervisory Board, the Manager (General Manager) and other managers.
6. Share transactions of PDMR and affiliated persons of PDMR (Annual report)
7. Company’s share transaction of PDMR and affiliated persons.
8. Other significant issues None