**DUS: Annual Corporate Governance Report 2023**

On January 29, 2024, Dalat Urban Service Joint Stock Company announced Report No. 25/ BC-CTDVDTDL on the corporate governance of 2023 as follows:

* Name of company: Dalat Urban Service Joint Stock Company
* Head office address: No. 8 Pham Ngu Lao, 3 Ward, Da Lat City, Lam Dong Province
* Tel: : 02633821758 Fax: 02633837030
* Email: [dothidalatl23@gmail.com](mailto:dothidalatl23@gmail.com)
* Charter capital: VND 56,143,000,000
* Securities code: DUS
* Corporate Governance Model:
* The General Meeting of Shareholders, the Board of Directors, the Supervisory Board and the Executive Board.
* 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 | Contents |
| 01 | 02/2023/NQ-DHDCD | April 27, 2023 | Annual General Mandate 2023 of Dalat Urban Service Joint Stock Company |

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

|  |  |  |  |  |
| --- | --- | --- | --- | --- |
| No. | Member of the Board of Directors | Position (Independent member of the Board of Directors, Non-executive member of the Board of Directors) | Date of appointment/dismissal as member/independent member of the Board of Directors | |
| Appointment date | Dismissal date |
|  |  | The Meeting on December 31, 2020 | The term of 2020-2025 |  |
| 1 | Mr. Phan Van Tuyen | Chair of the Board of Directors | December 31, 2020 |  |
| 2 | Mr. Le Quan Thanh Liem | Member of the Board of Directors, Manager of the Company | December 31, 2020 |  |
| 3 | Mr. Pham Tuan Son | Member of the Board of Directors, Deputy Manager of the Company | December 31, 2020 |  |
| 4 | Mr. Nguyen Minh Duc | Member of the Board of Directors, Deputy Manager of the Company | December 31, 2020 |  |
| 5 | Mr. Nguyen Vo Le Huy | Member of the Board of Directors (Non-executive) | December 31, 2020 |  |

1. Board Resolutions/Board Decisions

|  |  |  |  |
| --- | --- | --- | --- |
| No. | Board Resolution/Decision No. | Date | Contents |
| 1 | No. 03/2023/NQ-HDQT | February 25, 2023 | Board Resolution of Dalat Urban Service Joint Stock Company session No. 01/2023/NK2020-2025 dated February 15, 2023: Approve the labor utilization plan for the year 2023. |
| 2 | No. 05/2023/NQ-HDQT | April 06, 2023 | Board Resolution of Dalat Urban Service Joint Stock Company session No. 02/2023/NK2020-2025 dated April 5, 2023: Approve on the organization plan for the Annual General Meeting of Shareholders 2023 and the reports, proposals at the meeting. |
| 3 | No. 14/2023/NQ-HDQT | April 06, 2023 | Board Resolution of Dalat Urban Service Joint Stock Company session No. 02/2023/NK2020-2025 dated April 5, 2023: Approve on the proposal for opinions on labor, salaries, wages, bonuses of employees and managers of the company in 2022, and the plan for 2023. |
| 4 | No. 18/2023/NQ-HDQT | September 27, 2023 | Board Resolution of Dalat Urban Service Joint Stock Company session No. 03/2023/NK2020-2025 dated September 26, 2023: Approve on selecting the audit company for the financial statements 2023. |
| 5 | No. 20/2023/NQ-HDQT | November 28, 2023 | Board Resolution of Dalat Urban Service Joint Stock Company session No. 04/2023/NK2020-2025 dated November 20, 2023: Approve on approving the orientation to reorganize the Company's organization structure according to the equitization plan. |
| 6 | No. 24/2023/NQ-HDQT | December 25, 2023 | Board Resolution of Dalat Urban Service Joint Stock Company session No. 06/2023/NK2020-2025 dated December 22, 2023: Approve on continuing to lease houses, buildings on land owned by the state at the VHTP. |
| 7 | No. 25/2023/NQ-HDQT | December 25, 2023 | Board Resolution of Dalat Urban Service Joint Stock Company session No. 06/2023/NK2020-2025 dated December 22, 2023: Approve on amending and adjusting the salary scale system, salary table, and allowance regime for the Company's employees. |

1. The Supervisory Board/Audit Committee (2023)
2. Information about members of the Supervisory Board:

|  |  |  |  |  |
| --- | --- | --- | --- | --- |
| No. | Member of the Supervisory Board/Audit Committee | Position | Date of appointment/dismissal as member of the Supervisory/the Audit Committee | Qualification |
|  | The 2020 - 2025 term | | |  |
| 01 | Ms. Tran Thi Nam Hai | Chief | December 31, 2020 | Bachelor |
| 02 | Mr. Tran Quang Thang | Member | December 31, 2020 | Bachelor |
| 03 | Ms. Nguyen Thi Phuong Thao | Member | December 31, 2020 | Bachelor |

1. The Executive Board

|  |  |  |  |  |  |
| --- | --- | --- | --- | --- | --- |
| No. | Members of the Executive Board | Date of birth | Position | Qualification | Appointment date |
|  | The term of 2020-2025 | | |  |  |
| 01 | Mr. Le Quang Thanh Liem | October 18, 1965 | Manager | Master | January 01, 2021 |
| 02 | Mr. Pham Tuan Son | June 20, 1964 | Deputy Manager | Bachelor | January 01, 2021 |
| 03 | Mr. Nguyen Minh Duc | October 13, 1986 | Deputy Manager | Master | January 01, 2021 |

1. Chief Accountant, Person in charge of corporate governance

|  |  |  |  |
| --- | --- | --- | --- |
| Full name | Date of birth | Qualification | Date of appointment/dismissal |
| Ms. Dang Quynh Nhu | June 24, 1982 | Master | Dismissed on April 30, 2022 and reappointed on May 1, 2022 for the position of chief accountant |

1. Training on corporate governance none
2. List of affiliated person of the public company 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: Arising transactions

|  |  |  |  |  |  |  |  |  |
| --- | --- | --- | --- | --- | --- | --- | --- | --- |
| No. | Name of individual/institution | Relations with the Company | NSH No.\* , Date of issue, Place of issue | Head office address/Contact address | Time of transaction | General Mandate/Decision of the General Meeting of Shareholder No. or Board Resolution/Decision No. approved | Content, quantity, total value of transaction | Note |
| 01 | People's Committee of Lam Dong Province | State shareholder | 3503/UBND-TH dated June 24, 2015 | No. 04 Tran Hung Dao Street, 3 Ward, Da Lat | Q3/2023 | 02/2023/NQ-DHDCD dated April 27, 2023 | VND 4,971,120,000 | Dividend for 2022: 12% |
| 02 | Lam Dong Tourism Joint Stock Company | Major shareholder; | 5800271921, Date of issue: October 12, 2017 | No. 01 Le Dai Hanh - 1 Ward - Da Lat | Q3/2023 | 02/2023/NQ-DHDCD dated April 27, 2023 | VND 990,000,000 | Dividend for 2022: 12% |

1. Transactions between Company’s PDMR, affiliated persons of PDMR and subsidiaries or companies controlled by the Company No transaction incurred
2. Transactions between the Company and other entities/
   1. Transactions between the Company and the companies in which members of the Board of Directors, members of the Supervisory Board, the Manager and other managers have been being founding members or members of the Board of Directors, the Executive Manager for the past three (03) years (calculated at the time of reporting): none
   2. Transactions between Company and company that affiliated persons of members of the Board of Directors, members of the Supervisory Board, the Manager and other managers are members of the Board of Directors, the Executive Manager: none
   3. Other transactions of the Company (if any) which can bring material or non-material benefits to members of the Board of Directors and members of the Supervisory Board, the Manager and other managers: none
3. Share transactions between PDMR and PDMR’s affiliated persons
4. Company’s share transaction of PDMR and affiliated persons: No transaction incurred
5. Other significant issues: none