**EID: Annual Corporate Governance Report 2023**

On January 31, 2024, Hanoi Education Development and Investment JSC announced Report No. 04/BC-HDQT on the corporate governance in 2023 as follows:

* Name of Company: Hanoi Education Development and Investment JSC
* Head office address: HEID Office Building, Lane 12 Lang Ha, Thanh Cong Ward, Ba Dinh District, Hanoi City.
* Tel: (024) 3512.25.68 Email: info@heid.vn
* Charter capital: VND 150,000,000,000
* Securities code: EID
* Corporate governance model: The General Meeting of Shareholders, the Board of Directors, the Supervisory Board, and the General Manager.
* Internal audit execution: Implemented.
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 | Content |
| 1 | 05/NQ-DHDCD | April 21, 2023 | * Approve the Report on activities of the Board of Directors in 2022 and the operational plan 2023.
* Approve the Report of the Board of Management on the production and business results in 2022 and 2023 plan.
* Approve the Report on activities of the Supervisory Board in 2022 and the operational plan 2023.
* Approve the Audited Separate and Consolidated Financial Statements 2022
* Approve the Proposal on profit distribution plan 2022 and 2023 plan.
* Approve the dividend payment in cash in 2022
* Approve the Proposal on the remuneration for the Board of Directors and the Supervisory Board in 2022 and 2023 plan.
* Approve the Proposal on the amendment and supplement to the the Company's list of business lines.
* Approve the amendment and supplement to the Company's Charter on organization and operation.
* Approve the amendment and supplement to the internal regulations on corporate governance, operating regulations of the Board of Directors, and operating regulations of the Supervisory Board.
* Approve the contracts and transactions between Hanoi Education Development and Investment JSC and Viet Nam Education Publishing House Limited Company.
* Approve the Proposal on the selection of an independent audit company to audit the Financial Statements 2023.
* Approve the dismissal of Ms. Nguyen Thi Thanh Thuy from the position of member of the Board of Directors
* Approve the election of one member of the Board of Directors for the term 2022-2027 The elected person is Ms. Nguyen Thi Ngoc Linh.
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| 2 | 08/NQ-DHDCD | May 31, 2023 | Approve the amendment of the dividend payment time in 2022. |

1. The Board of Directors
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 of the Board of Directors |
| Appointment date | Dismissal date |
| 1 | Nguyen Chi Binh | Chair  | March 31, 2022 |  |
| 2 | Le Thanh Anh | Member | March 31, 2022 |  |
| 3 | Duong Thi Viet Ha | Member | March 31, 2022 |  |
| 4 | Nguyen Duy Hung | Member | March 31, 2022 |  |
| 5 | Nguyen Thi Thanh Thuy | Member | March 31, 2022 | April 21, 2023 |
| 6 | Nguyen Thi Ngoc Linh | Member | April 21, 2023 |  |

1. Board Resolutions/Board Decisions

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| --- | --- | --- | --- |
| No. | Board Resolution No. | Date | Content |
| 1 | 01/NQ-HDQT | January 10, 2023 | Approve the personnel work of the Company |
| 2 | 02/NQ-HDQT | February 24, 2023 | Approve the organization of the Annual General Meeting of Shareholders 2023. |
| 3 | 03/NQ-HDQT | March 31, 2023 | Approve the draft documents of the Annual General Meeting of Shareholders 2023 |
| 4 | 04/NQ-HDQT | April 18, 2023 | Approve the amendment and supplement to the Company's Charter on Operation of Hong Ha Thanh Cong One Member Company Limited |
| 5 | 06/NQ-HDQT | April 26, 2023 | Approve the record date for the list of shareholders to collect shareholders’ opinions via a ballot to amend the dividend payment time in 2022 |
| 6 | 07/NQ-HDQT | May 15, 2023 | Approve the content to collect shareholders’ opinions via a ballot to amend the dividend payment time in 2022 |
| 7 | 09/NQ-HDQT | July 25, 2023 | Approve the remuneration for the Board of Directors and the Supervisory Board in 2023. |
| 8 | 10/NQ-HDQT | August 16, 2023 | Approve the policy of the Company borrowing capital from Shinhan Bank Vietnam Limited |
| 9 | 11/NQ-HDQT | August 16, 2023 | Approve the policy of the Company borrowing capital from Vietnam Joint Stock Commercial Bank for Industry and Trade - Hanoi Branch |
| 10 | 12/NQ-HDQT | December 25, 2023 | Approve the Report of the General Manager on implementing production and business tasks until December 15, 2023 and key tasks for Q1/2024 |
| 11 | 13/NQ-HDQT | December 25, 2023 | Approve the policy of the Company borrowing capital from Joint Stock Commercial Bank for Foreign Trade of Vietnam - Transaction Office Branch |
| 12 | 14/NQ-HDQT | December 25, 2023 | Approve the policy of the Company amending and supplementing the credit contract at Shinhan Bank Vietnam Limited |

1. The Supervisory Board
2. Information about 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 | Qualification |
| 1 | Nguyen Cong Dung | Chief of the Supervisory Board | March 31, 2022 | Bachelor of AccountingBachelor of Laws |
| 2 | Ta Thi Thanh Huyen | Member of the Supervisory Board | March 31, 2022 | Bachelor of Accounting |
| 3 | Phan Duc Minh | Member of the Supervisory Board | March 31, 2022 | Master of Business Administration |

1. The Executive Board

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| --- | --- | --- | --- | --- |
| No. | Member of the Executive Board | Date of birth | Qualification | Date of appointment as member of the Executive Board |
| 1 | Le Thanh AnhGeneral Manager  | November 21, 1974 | Bachelor of Economics | April 21, 2021 |
| 2 | Duong Thi Viet HaDeputy General Manager | September 28, 1977 | Master of Economics | April 10, 2018 |
| 3 | Vu Quang ThaiDeputy General Manager | January 28, 1979 | Master of Economics | January 01, 2021 |
| 4 | Nguyen Duy HungDeputy General Manager | March 01, 1976 | PhD in cultural studies | June 01, 2021 |
| 5 | Pham Quoc CuongDeputy General Manager | January 11, 1981 | Master of Economics | June 01, 2021 |

1. The Chief Accountant

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| --- | --- | --- | --- |
| Full name | Date of birth | Qualification | Appointment date |
| Nguyen Thanh Binh | January 13, 1983 | Master of Economics | April 10, 2018 |

1. Training on corporate governance
2. List of affiliated persons of the public company and transactions between affiliated persons of the Company and the Company itself
3. Transactions between the Company and its major shareholder: Viet Nam Education Publishing House Limited Company: Contract to purchase and sell textbooks, teacher's books, and workbooks according to the general education program 2018, serving the 2023-2024 school year.
4. Transactions between PDMR of the listed company, affiliated persons of PDMR and subsidiaries, companies controlled by the listed company: None.
5. Transactions between the Company and other entities:
	1. Transactions between the Company and companies that members of the Board of Directors, members of the Supervisory Board, the Executive General Manager and other managers have been founding members or members of the Board of Directors or the Executive General Manager for the past three (03) years (at the time of making the Report): None.
	2. Transactions between the Company and companies that affiliated persons of members of the Board of Directors, members of the Supervisory Board and the Executive General Manager are members of the Board of Directors or the Executive General Manager: None.
	3. 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 General Manager: None.
6. Share transactions of PDMR and affiliated persons of PDMR
7. Company’s share transactions of PDMR and affiliated persons: None.
8. Other significant issues: None.