**L12: Annual Corporate Governance Report 2023**

On January 29, 2024, Licogi 12 Joint Stock Company announced Report No. 34-BC/LICOGI12-HDQT on the corporate governance in 2023 as follows:

* Name of public company: Licogi 12 Joint Stock Company
* The Business Registration Certificate. 0100106433. 818 2554
* Charter capital: VND 70,000,000,000
* Head office address: No. 21, Dai Tu Street, Dai Kim Ward, Hoang Mai District, Hanoi, Vietnam. Vietnam.
* Tel: 0243.8691534 - Fax: 0243.8685014 Website: www.licogi12.com
* Securities code: L12
* Corporate Governance Model:

The General Meeting, the Board of Directors, the Supervisory Board and the Managing Director.

1. Activities of the General Meeting:

* None

1. 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 | Mr. Duong Xuan Quang | The Chair of the Board of Directors | May 10, 2022 |  |
| 2 | Mr. Hoang Minh Tuan | Vice Chair of the Board of Directors: | May 10, 2022 |  |
| 3 | Mr. Duong Xuan Tu | Member of the Board of Directors | May 10, 2022 |  |
| 4 | Mr. Nguyen Tuan Cuong | Member of the Board of Directors | May 10, 2022 |  |
| 5 | Ms. Nguyen Thi Chung | Member of the Board of Directors | May 10, 2022 |  |

1. Meetings of the Board of Directors in the first 6 months of 2023:

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| --- | --- | --- | --- |
| No. | Board Resolution | Date | Contents |
| 1 | Resolution No. 14/NQ-L1COGI12 | January 10, 2023 | Approve the debt offset plan with VNT 19 Pulp - Paper Joint Stock Company |
| 2 | Resolution No. 34/NQ-LICOGI12 (already disclosed) | February 15, 2023 | Approve the plan to organize the 19th Annual General Meeting including 6 contents. |
| 3 | Minutes No. 39A-BB/L1COG112- HDQT | February 16, 2023 | Collecting the Board of Directors' opinion on: Borrowing/issuing, guaranteeing at Military Commercial Joint Stock Bank - Hoang Quoc Viet Branch |
| 4 | Resolution No. 97-NQ/LICOGI12-HDQT | April 03, 2023 | Appointment of the head of Economic and Technical Department & Head of Equipment Management Department |
| 5 | Resolution No. 104/NQ-LICOGI12-HDQT (announced) | April 06, 2023 | Approve the contents of issues presented at the 19th annual General Meeting for the year 2023 |
| 6 | Information Disclosure No. 116/CBTT-LICOGH2 (already disclosed) | April 12, 2023 | Disclosure: Invitation to attend the Annual General Meeting for the year 2023 |
| 7 | 19th General Mandate 2023 No. 145/NQ-LICOGI12 (already disclosed) | April 27, 2023 | * Approve the Financial Statements of 2022; * Approve the production and business and investment plan in 2023. * Approve the profit distribution plan of 2022 * Approve the salary settlement for members of the Board of Directors and Supervisory Board and the Company Secretariat for the year 2022 and the budgeted total salary for members of the Board of Directors, the Supervisory Board, and the Company Secretariat for the year 2023. * Approve the Amendments to certain articles and clauses in the Bylaws of LICOGI 12 Joint Stock Company * Approve the list of independent audit companies. * Approve the Chair of the Board of Directors -cum- Managing Director in 2021. |
| 8 | Resolution No. 14A-NQ/LICOGI12-HDQT | May 04, 2023 | Sign of loan contract, mortgage at the Agriculture and Rural Development Bank - West Hanoi Branch |
| 9 | Resolution No. 190-NQ/LICOG112-HDQT (already disclosed) | June 12, 2023 | Appointment of the position of Deputy Managing Director of Licogi 12 Joint Stock Company |
| 10 | Resolution No. 219-NQ/LICOGI12-HDQT | July 05, 2023 | Dismissal of Mr. Duong Xuan Quang from the position of Managing Director; Appointment of Mr. Duong Manh Tung as Managing Director |
| 11 | Decision No. 246-QD/LICOGI12-TCNS | July 24, 2023 | Decision on the dismissal of Mr. Nguyen Huu Tuan from the position of Deputy Managing Director |
| 12 | Resolution No. 275-N/LICOGI12-HDQT | August 14, 2023 | Sale of all shares of Licogi 12 Joint Stock Company invested in Licogi 12.1 Joint Stock Company |
| 13 | Resolution No. 296-NQ/LICOGI12-HDQT | August 23, 2023 | Debt restructuring; mortgaging/pledging assets and appointing a representative to sign documents with MB at Military Commercial Joint Stock Bank Hoang Quoc Viet Branch |
| 14 | Resolution No. 346B-NQ/LICOGI12-HDQT | October 18, 2023 | Approve the investment policy in used mechanical production equipment |
| 15 | Resolution No. 383-NQ/LICOGI12-HDQT | November 17, 2023 | Approve the results of the tender for purchasing used mechanical production equipment |
| 16 | Resolution No. 349-NQ/LICOGI12-HDQT | November 28, 2023 | Selection of an audit company to audit the financial statements for the year 2023 of Licogi 12 Joint Stock Company |

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

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| --- | --- | --- | --- | --- |
| No. | Members of the Supervisory Board | Position | Date of appointment/dismissal as member of the Board of Directors | |
| Appointment date | Dismissal date |
| 1 | Ms. Ngo Huong Lan | Chief of the Supervisory Board | May 10, 2022 |  |
| 2 | Mr. Nguyen Hoan Nam | Members of the Supervisory Board | May 10, 2022 |  |
| 3 | Mr. Phan The Nghia | Members of the Supervisory Board | May 10, 2022 |  |

1. Executive Board:

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| --- | --- | --- | --- | --- |
| No. | Members of the Executive Board | Date of birth | Qualification | Date of appointment/dismissal as member of the Executive Board |
| 1 | Mr. Duong Manh Tung | May 17, 1981 | Manufacturing Technology Engineer | July 05, 2023 |
| 2 | Mr. Nguyen Tuan Cuong | July 18, 1986 | Civil And Industrial Construction Engineer | May 10, 2022 |

1. Chief Accountant

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| --- | --- | --- | --- | --- |
| No. | Members of the Executive Board | Date  of birth | Qualification | Date of appointment/dismissal as an Executive Board member |
| 1 | Ms. Nguyen Thi Chung | May 22, 1981 | Bachelor in Economics in Accounting | May 10, 2022 |

1. Training on corporate governance

* None

1. List of related persons in the public company (Semi-annual Report) and transactions of related persons of the Company with the Company itself
2. Transactions between the Company and affiliated persons of the Company; or between the Company and major shareholders, PDMR and related persons of PDMR:

* None

1. Transactions between PDMR of the Company, affiliated persons of PDMR and subsidiaries or companies controlled by the Company:

* None.

1. Transactions between the Company and other entities:
   1. Transactions between the Company and the companies that members of the Board of Directors, members of the Supervisory Board or Managing Director

* None
  1. Transactions between the Company and companies in which affiliated persons of members of Board of Directors, members of the Supervisory Board and Managing Director
* None
  1. Other transactions of the Company (if any) can bring about material or non-material benefits to members of the Board of Directors, members of the Supervisory Board and Managing Director:
* None

1. Share transactions of PDMR and affiliated persons of PDMR (Semi-annual Report)
2. Company’s share transactions between PDMR and affiliated persons: None
3. Other significant issues