**NAC: Annual Corporate Governance Report 2023**

On January 21, 2024, National of general construction consultants Joint Stock Company announced Report No. 57/2024/BC-HDQT on corporate governance in 2023 as follows:

* Name of company: National of general construction consultants Joint Stock Company
* Tele (84.8) 39100631/32/33/34 Fax : (84.8) 38299547.
* Email: info@nagecco.com
* Charter capital: VND 28,350,000,000
* Securities code: NAC
* Corporate governance model: The General Meeting of Shareholders, the Board of Directors, the Supervisory Board, and the General Manager.
* Internal audit function: None.
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)

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| --- | --- | --- | --- |
| No. | General Mandate/Decision of the General Meeting of Shareholders No. | Date | Content |
|   | 39/2023/NQ-DHDCD | April 14, 2023 | Approve the Work Program and Working Regulations of the General Meeting of Shareholders 2023.Approve the Report on production and business results in 2022 and the production and business plan for 2023Approve the Report on Activities of the Board of Directors in 2022 and the operational orientation for 2023.Approve the Supervisory Board's Report on operating results in 2022 and directions for implementing tasks in 2023Approve the audited Financial Statements 2022 of the Company.Approve the profit and dividend distribution plan for 2022:Approve the remuneration of the Board of Directors and the Supervisory Board in 2022 and the plan for 2023.Approve the content authorizing the Board of Directors to select the audit company for the financial statements 2023. |

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 (independent member/non-executive member of the Board of Directors) | Date of appointment/dismissal as member/independent member of the Board of Directors |
| Date of appointment | Date of dismissal |
| 1 | Mr. Dang Nguyen An | The Chair of the Board of Directors | April 11, 2022 |   |
| 2 | Mr. Nguyen Van Vinh | Member of the Board of Director - General Manager | April 11, 2022 |   |
| 3 | Ms. Nguyen Thi To Trinh | Member of the Board of Directors of the Company | April 11, 2022 |   |
| 4 | Mr. Vo Cong Tuan | Member of the Board of Directors of the Company | April 11, 2022 |   |
| 5 | Ms. Ngo Thi Huong Ly | Member of the Board of Directors of the Company | April 11, 2022 |   |

1. Board Resolutions/Board Decisions

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| --- | --- | --- | --- |
| No. | Resolutions/Decision No. | Date | Content |
| 1 | 30/2023/QD-HDQT | January 11, 2023 | On the appointment of representatives to participate in the Board of Directors of PDD Company |
| 2 | 31/2023/QD-HDQT | January 11, 2023 | On the appointment of representatives to participate in the Board of Directors of PDD Company |
| 3 | 32/2023/NQ-HDQT | January 11, 2023 | On the meeting of the Board of Directors in Q4/2022 |
| 4 | 34/2023/NQ-HDQT | April 13, 2023 | On the meeting of the Board of Directors in Q1/2023 |
| 5 | 35/2023/BC-HDQT | April 14, 2023 | On the Board of Directors' report to the General Meeting of Shareholders on the production and business situation |
| 6 | 36/2023/TTr-HDQT | April 14, 2023 | On the Proposal to present the financial statements 2022 to the General Meeting of Shareholders |
| 7 | 37/2023/TTr-HDQT | April 14, 2023 | On the Proposal to present the remuneration of the Board of Directors and the Supervisory Board to the General Meeting of Shareholders |
| 8 | 38/2023/TTr-HDQT | April 14, 2023 | On the Proposal to distribute profits to the General Meeting of Shareholders |
| 9 | 41/2023/QD-HDQT | April 18, 2023 | On the distribution of dividends for the year 2022 |
| 10 | 42/2023/NQ-HDQT | April 19, 2023 | On the reward for the Executive Board |
| 11 | 43/2023/QD-HDQT | June 14, 2023 | On the auction of automobiles |
| 12 | 44/2023/NQ-HDQT | June 30, 2023 | On the selection of the audit company to report on the financial statements for 2023 |
| 13 | 46/2023/NQ-HDQT | July 20, 2023 | On the meeting of the Board of Directors in Q2/2023 |
| 14 | 47/2023/QD-HDQT | July 20, 2023 | On the dismissal of the Chief Accountant |
| 15 | 48/2023/QD-HDQT | July 20, 2023 | On the appointment of the Deputy General Manager |
| 16 | 50/2023/BC-HDQT | July 28, 2023 | Corporate Governance Report of the first 6 months of 2021 |
| 17 | 51/2023/NQ-HDQT | October 06, 2023 | On the meeting of the Board of Directors in Q3/2023 |
| 18 | 52/2023/NQ-HDQT | December 01, 2023 | On the selection of the audit company to report on the financial statements for 2023. |

1. The Supervisory Board:

Information about members of the Supervisory Board:

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| --- | --- | --- | --- | --- |
| No. | Supervisor | Position | Date of appointment | Qualification |
| 1 | Mr. Vu Van Tuan; | Chief of Supervisory Board | April 11, 2022 | Bachelor of Economics |
| 2 | Mr. Nguyen Tan Khoa | Member of the Supervisory Board | April 11, 2022 | MSc. Project Manager, Construction Engineer  |
| 3 | Mr. Nguyen Duy Trac | Member of the Supervisory Board | April 11, 2022 | MSc. Project Manager, Construction Engineer  |

1. The Executive Board:

|  |  |  |  |  |
| --- | --- | --- | --- | --- |
| No. | Members of the Executive Board | Date of birth | Qualification | Date of appointment/dismissal as Member of the Executive Board |
| 1 | Mr. Nguyen Van Vinh | September 03, 1972 | MSc. MSc. Architect  | April 11, 2022 |
| 2 | Mr. Tran Thanh Son | July 13, 1963 | MSc. Architect  | April 11, 2022 |
| 3 | Mr. Nguyen Con | October 05, 1976 | MSc. Construction Engineer | April 11, 2022 |
| 4 | Mr. Nguyen Manh Hoang | January 22, 1978 | Bachelor of Accounting | July 20, 2023 |

1. The Chief Accountant

|  |  |  |  |
| --- | --- | --- | --- |
| Full name | Date of birth | Qualification | Date of appointment |
| Ms. Vu Hoa Lan | April 05, 1979 | Bachelor of Accounting | January 12, 2024 |

1. Training on corporate governance:
2. List of affiliated persons of the public Company and transactions between the affiliated persons of the Company with the Company itself:
	1. Transactions between the Company and affiliated persons of the Company, or between the Company and major shareholders, PDMR, or affiliated persons of PDMR NONE
	2. Transactions between Company’s PDMR, affiliated persons of PDMR and subsidiaries, companies controlled by the Company: NONE
	3. Transactions between the Company and other entities: NONE
3. Transactions between the Company and the companies where members of the Board of Directors, members of the Supervisory Board, the Manager (General Manager) and other managers 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
4. Transactions between the Company and the companies where the affiliated persons of members of the Board of Directors, members of the Supervisory Board, the Manager (General Manager) and other managers are members of the Board of Directors, the Executive Manager (General Manager): NONE
5. Other transactions of the Company (if any) that can bring about material or non-material benefits to members of the Board of Directors, members of the Supervisory Board, and the Manager (General Manager) and other managers: NONE
6. Share transactions of PDMR and affiliated persons of PDMR

Company’s share transaction of PDMR and affiliated persons:

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| --- | --- | --- | --- | --- | --- |
| No. | Transaction conductor | Position | Number of shares owned at the beginning of the period | Number of shares owned at the end of the period | Reasons for increase or decrease (buy, sell, convert, reward, etc.) |
| Number of shares | Percentage | Number of shares | Percentage |
| 1 | Nguyen Tan Khoa | Member of Supervisory Board | 2,733 | 0.09% | 79827 | 2.82% | Purchase, sell |

1. Other issues to be noted: NONE