**SHE: Annual Corporate Governance Report 2023**

On January 30, 2024, Son Ha Development of Renewable Energy Joint Stock Company announced Report No. 01/2024/BC-SHE on the corporate governance in 2023 as follows:

* Name of listed company: Son Ha Development of Renewable Energy Joint Stock Company
* Headquarters address: No. 2 Thanh Lam street, Tu Liem industrial cluster, Minh Khai ward, Bac Tu Liem district, Ha Noi City, Viet Nam Hanoi, Vietnam.
* Tel: 84-4-62656566 Fax: 84-4-62656588
* Email: [www.thaiduongnang.com.vn](http://www.thaiduongnang.com.vn)
* Charter capital: VND 115,025,160,000
* Securities code: SHE

Corporate governance model: The General Meeting of Shareholders, the Board of Directors, the Supervisory Board and the Manager.

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 |
|  |  |  |  |
| 1 | No. 01/2023/NQ-DHDCD/SHE | April 18, 2023 | The Annual General Mandate 2023 of  Son Ha Development of Renewable Energy Joint Stock Company |
| 2 | No. 02/2023/NQ-DHDCD/SHE | September 20, 2023 | Extraordinary General Mandate 2023 of Son Ha Development of Renewable Energy Joint Stock Company |

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

|  |  |  |  |  |
| --- | --- | --- | --- | --- |
| No. | Member of the Board of Directors | Position | Date of appointment/dismissal as member of the Board of Directors | |
| Appointment date | Date of dismissal |
| 1 | Mr. Le Vinh Son | Chair | (Reappointed on June 15, 2021) |  |
| 2 | Mr. Hoang Manh Tan | Deputy Manager of Board of Directors-cum-Manager | September 26, 2023 |  |
| 3 | Mr. Tran Anh Tuan | Member of the Board of Directors cum Deputy Manager | (Reappointed on June 15, 2021) | September 20, 2023 |
| 4 | Mr. Nguyen Dinh Quy | Member of the Board of Directors | September 20, 2023 |  |
| 5 | Ms. Luong Dieu Cam | Member | (Reappointed on June 15, 2021) |  |
| 6 | Ms. Nong Thi Thanh  Van | Member | (Reappointed on June 15, 2021) |  |

1. Board Resolutions/Decisions in 2023

|  |  |  |  |
| --- | --- | --- | --- |
| No. | Resolution/Decision No. | Date | Content |
| 1 | No. 01/2023/NQ-SHE | February 22, 2023 | Approve the organization of the Annual General Meeting of Shareholders 2023 |
| 2 | No. 02/2023/NQ-SHE | May 26, 2023 | Implement the plan on share issuance for dividend payment in 2022 |
| 3 | No. 03/2023/NQ-HDQT | June 21, 2023 | Approve the loan plan using assets as collateral at BIDV bank. |
| 4 | No. 04/2023/NQ-SHE | July 14, 2023 | Approve on convening an extraordinary General Meeting of Shareholders in 2023. |
| 5 | No. 05/2023/NQ-SHE | July 25, 2023 | Approve on convening an extraordinary General Meeting of Shareholders in 2023 (replacing Resolution No. 04/2023/NQ-SHE). |
| 6 | No. 06/2023/NQ-SHE | August 24, 2023 | Change of the time for organizing the extraordinary General Meeting of Shareholders in 2023. |
| 7 | No. 07/2023/NQ-SHE | September 26, 2023 | Appointment of the Vice Chair of the Board of Directors of the company. |
| 8 | No. 08/2023/NQ-SHE | November 09, 2023 | Approve the plan on share issuance to pay dividends in 2022 |
| 9 | No. 09/2023/NQ-SHE | December 22, 2023 | Approve the result of share offering to pay dividends in 2022: |
| 10 | No. 10/2023/NQ-SHE | December 22, 2023 | Approve the capital loan plan at Military Commercial Joint Stock Bank. |

1. The Supervisory Board (Annual Report 2023):
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 | Mr. Nguyen Mai Chung | Chief | Dismissed on  April 18, 2023 | Bachelor of Economics |
| 2 | Ms. Le Thi Tham | Member of the Board of Directors | Dismissed on  April 18, 2023 | Bachelor of Economics |
| 3 | Ms. Nguyen Thi Thanh Thuy | Member of the Board of Directors | Dismissed on  April 18, 2023 | Bachelor of Economics |
| 4 | Ms. Nguyen Thi Gam | Chief of the Supervisory Board | Appointed on  April 18, 2023 | Bachelor of Economics |
| 5¬ | Ms. Le Thi Thao | Member of the Board of Directors | Appointed on  April 18, 2023 | Bachelor of Economics |
| 6 | Mr. Tran Van Thi | Member of the Board of Directors | Appointed on November 27, 2019  April 18, 2023 | Bachelor |

1. The Executive Board:

|  |  |  |  |  |  |
| --- | --- | --- | --- | --- | --- |
| No. | Name of the member | Date of birth | Position | Qualification | Date of appointment/dismissal as member of the Executive Board |
| 1 | Mr. Hoang Manh Tan | August 22, 1970 | Manager | Marine Machinery Engineer, Bachelor of foreign trade economics | Appointed on  March 01, 2016  Re-appointed on  June 08, 2022 |
| 2 | Mr. Dinh Duc Tuan | October 10, 1977 | Deputy Manager | Construction Engineer | Appointed on  August 01, 2020 |
| 3 | Nguyen Ba Thi  Hop | December 01, 1982 | The Chief Accountant | Bachelor of Economics | Appointed on  April 01, 2014 |

1. Chief Accountant

|  |  |  |  |  |
| --- | --- | --- | --- | --- |
| No. | Member of the Executive Board | Date of birth | Qualification | Date of appointment/dismissal as member of the Executive Board |
| 1 | Nguyen Ba Thi Hop | December 01, 1982 | Bachelor of Economics | Appointed on  April 01, 2014 |

1. Training on corporate governance:
2. List of affiliated persons of the listed company as prescribed in Clause 34, Article 6 of the Securities Law and transactions (Annual Report 2023) of affiliated persons of the Company with the Company
3. Transactions between the Company and affiliated persons of the Company; or between the Company and major shareholders, PDMR, affiliated persons of PDMR:
4. Transactions between PDMR of the listed company, affiliated persons of PDMR and subsidiaries, companies controlled by the listed company:
5. Transactions between the Company and other entities
   1. Transactions between the Company and the companies where members of the Board of Directors, members of the Supervisory Board, the Executive Manager (General Manager) have been founding members or members of the Board of Directors, the Executive Manager (General Manager) for the past three (03) years (calculated at the time of reporting): None
   2. Transactions between the Company and the companies in which affiliated persons of members of the Board of Directors, members of the Supervisory Board and the Executive Manager (General Manager) are members of the Board of Directors, the Executive Manager (General Manager):

Transactions with key management personnel and related individuals to key management personnel

The company did not engage in transactions involving sales of goods and provision of services, as well as any other transactions, with key management personnel and related individuals to key management personnel.

* 1. Other transactions of the company (if any) that may bring material or non-material benefits to members of the Board of Directors, members of the Internal Audit Committee, and Executive Manager (Managers): None

1. Share transactions of PDMR and affiliated persons of PDMR in 2023
2. Listing company’s share transactions of PDMR and affiliated persons of PDMR
3. Other significant issues: None.