**ARM: Annual Corporate Governance Report 2023**

On January 30, 2024, General Aviation Import – Export JSC announced Report No. 286/2024/XNK on corporate governance in 2023 as follows:

* Name of listed company: General Aviation Import – Export JSC
* Head office address: No. 414 Nguyen Van Cu, Bo De Ward, Long Bien District, Hanoi.
* Tel: 043 8271939; Fax: 043 8271925 Email: airimex@hn.vnn.vn
* Charter capital: VND 31,112,830,000.
* Securities code: ARM
* 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 the meetings and General Mandate/Decisions of the General Meeting of Shareholders:

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| No. | General Mandate/Decision of the General Meeting of Shareholders No. | Date | Content |
| 1 | 18/2023/NQ-DHDCD-XNK | June 06, 2023 | General Mandate dated June 6, 2023 approved the following contents:* Approve production and business results in 2022 and production and business plan in 2023.
* Approve audited Financial Statements 2022.
* Approve the Supervisory Board's activity report in 2022.
* Authorize the Company's Board of Directors to decide on the selection of an audit company for the Financial Statements 2023 of the Company.
* Approve the profit distribution plan, fund appropriation and dividend payment in 2022.
* Approve the implementation of remuneration payments for members of the Board of Directors and Supervisory Board in 2022 and remuneration payments for members of the Board of Directors and Supervisory Board in 2023.
* Approve additional business lines and adjust the Company's charter.
* Authorize the Company's Board of Directors to approve transactions with the Company's related parties in 2023
* Approve the dismissal as a member of the Board of Directors for Mr. Nguyen Duy Viet, approve the dismissal as a member of the Supervisory Board - Chief of the Supervisory Board for Ms. Do Thu Hang.
* Approve the regulations on candidacy and nomination to replace members of the Board of Directors and members of the Supervisory Board in the term of 2021-2026.
* Approve the election regulations to replace members of the Board of Directors and members of the Supervisory Board in the term of 2021-2026.
* Approve the list of candidates to replace members of the Board of Directors and members of the Supervisory Board in the term of 2021-2026.
* Approve the election results to replace members of the Board of Directors and members of the Supervisory Board in the term of 2021-2026.
* Results of elected members of the Board of Directors in the term of 2021-2026. Mr. Dinh Ngoc Tung.
* Results of elected members of the Supervisory Board in the term of 2021-2026. Ms. Tong Thi Thanh Binh.
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1. The Board of Directors (Report of 2023).
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/independent member of the Board of Directors |
| Appointment date | Dismissal date |
| 1 | Mr. Dao Khac Hau | Chair | June 25, 2021 |  |
| 2 | Mr. Nguyen Duy Viet | Member | June 25, 2021 | June 6, 2023 |
| 3 | Mr. Dinh Ngoc Tung | Member | June 6, 2023 |  |
| 4 | Mr. Hoang Viet Dung | Member | June 25, 2021 |  |
| 5 | Mr. Do Khac Thanh | Member | June 25, 2021 |  |
| 6 | Ms. Nguyen Hoang Yen | Member | June 25, 2021 |  |

1. Board Resolutions/Board Decisions (2023):

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| --- | --- | --- | --- |
| No. | Board Resolution/Board Decision No. | Date | Content |
| 1 | 289/2023 /NQ- HDQT-XNK | January 31, 2023 | Resolution on approving the policy of participating in bidding for the package "Supply of 07 runway sweepers" for airports under Airports Corporation of Vietnam |
| 2 | 719/2023 /NQ- HDQT-XNK | March 3, 2023 | Resolution on approving the policy of participating in bidding for the package "Supply of 16 passenger cars in the apron" for Bamboo Airways Joint Stock Company |
| 3 | 727/2023/QD-HDQT-XNK | March 6, 2023 | Decision on: Establish the Organizing Committee of the Annual General Meeting of Shareholders 2023 of General Aviation Import – Export JSC |
| 4 | 728/2023/QD-HDQT-XNK | March 6, 2023 | Decision On: Establish the Shareholder Eligibility Inspection Committee at the Annual General Meeting of Shareholders of General Aviation Import – Export JSC |
| 5 | 752/2023 /NQ- HDQT-XNK | March 8, 2023 | Resolution on recording the list of shareholders attending the Company's Annual General Meeting of Shareholders 2023 |
| 6 | 819/2023 /NQ- HDQT-XNK | March 15, 2023 | Resolution on approving the policy of participating in bidding for the package "Supplying class Y hot food boxes" for Airports Corporation of Vietnam |
| 7 | 956/2023 /NQ- HDQT-XNK | March 28, 2023 | Resolution on the Seventh Session in the term of 2021 - 2026: Approve the contents of the Annual General Meeting of Shareholders 2023 |
| 8 | 1052/2023 /NQ- HDQT-XNK | March 31, 2023 | Resolution on Terminate the labor contract and re-sign the service contract with Ms. Ho Xuan Hieu, Head of Internal Audit Department; Adjust and supplement a number of articles of the Company's Salary Regulations. |
| 9 | 1078/2023/QD-HDQT-XNK | April 3, 2023 | Decision on: Adjust and supplement salary regulations |
| 10 | 1079/2023/QD-HDQT-XNK | April 3, 2023 | Decision on: Transfer salary to Ms. Do Thu Hang (Chief of the Company's Supervisory Board) |
| 11 | 1156/2023/QD-HDQT-XNK | April 10, 2023 | Decision on: Transfer basic salary change to Mr. Dinh Phuc Loc (Company Secretary) |
| 12 | 1157/2023/QD- HDQT-XNK | April 10, 2023 | Decision on: Transfer basic salary change to Ms. Do Thu Hang (Company’s Chief of the Supervisory Board) |
| 13 | 1383/2023 /NQ- HDQT-XNK | April 26, 2023 | Resolution on temporarily postponing the organization of the Company's Annual General Meeting of Shareholders 2023. |
| 14 | 1456/2023 /NQ- HDQT-XNK | May 5, 2023 | Resolution on approving the Business Plan "Providing 07 runway and apron sweepers" for airport branches under Airports Corporation of Vietnam |
| 15 | 1681/2023 /NQ- HDQT-XNK | May 25, 2023 | On reviewing the Report of the Company's General Manager on the results of implementing section 3.2 of Board Resolution No. 3036/2022/NQ-HDQT dated November 25, 2022. |
| 16 | 1708/2023 /NQ- HDQT-XNK | May 26, 2023 | Resolution on approving the time and location of the Company's Annual General Meeting of Shareholders 2023. |
| 17 | 1760/2023 /NQ- HDQT-XNK | May 31, 2023 | Resolution on introducing personnel to replace members of the Board of Directors and members of the Supervisory Board. |
| 18 | 2061/2023 /NQ- HDQT-XNK | June 26, 2023 | Resolution on the eighth Session in the term of 2021 - 2026: Implement some contents of the General Mandate 2023 |
| 19 | 1822/2023 /NQ- HDQT-XNK | June 7, 2023 | On the Dividend payment in 2022. |
| 20 | 2135/2023 /NQ- HDQT-XNK | June 29, 2023 | Resolution on Invest in buying a 7-seat car for the Company. |
| 21 | 2136/2023 /NQ- HDQT-XNK | June 29, 2023 | Decision on: Invest to buy 07-seat cars for the Company. |
| 22 | 2215/2023 /NQ- HDQT-XNK | 6/30/2023 | Resolution on approving the opening of credit limits at Vietnam Joint Stock Commercial Bank for Industry and Trade - West Hanoi Branch. |
| 23 | 2526/2023/QD-HDQT-XNK | August 4, 2023 | Establish Asset Liquidation Council of General Aviation Import – Export JSC |
| 24 | 3091/2023 /NQ- HDQT-XNK | September 29, 2023 | Resolution of the 9th session, in the term of 2021-2023, on promulgating the Debt Management Regulations of General Aviation Import – Export JSC |
| 25 | 3092/2023/QD- HDQT-XNK | September 29, 2023 | Promulgate Debt Management Regulations of General Aviation Import – Export JSC |
| 26 | 3506//2023/NQ-HDQT-XNK | November 9, 2023 | Resolution of the 10th session, in the term 2021-2023, on reviewing the implementation of the production and business plan for the first 9 months of 2023; Expect some main indicators to guide the production and business plan in 2024; Consider consolidating the organizational structure of departments and branches and re-issue regulations on functions and tasks of units under the Company. |
| 27 | 3693/2023/QD-HDQT-XNK | November 27, 2023 | Decision on: Consolidate the functions and tasks of units within the Company |
| 28 | 3700/2023/QD-HDQT-XNK | November 27, 2023 | Decision on: Establish the Company's Sales Department |
| 29 | 3705/2023/QD-HDQT-XNK | November 27, 2023 | Decision on: Issue "Regulations on functions and tasks of units under General Aviation Import – Export JSC” |
| 30 | 3780/2023 /NQ- HDQT-XNK | December 4, 2023 | On the internal audit service contract of Airimex Company |

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 | Ms. Do Thu Hang | Chief of the Supervisory Board | Dismissed on June 06, 2023 | Bachelor |
| 2 | Mr. Dinh Phuc Loc | Member | June 25, 2021 | Bachelor |
| 3 | Mr. Nguyen Tien Dung | Chief of the Supervisory Board since June 06, 2023 | June 25, 2021 | Bachelor |
| 4 | Ms. Tong Thi Thanh Binh | Member | Appointed on June 06, 2023 | Bachelor |

1. The Executive Board

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| --- | --- | --- | --- | --- |
| No. | Member of The Executive Board | Date of birth | Qualification | Date of appointment/dismissal as member of the Executive Board |
| 1 | Mr. Dinh Ngoc Tung | February 14, 1972 | Master | January 1, 2023 |
| 2 | Mr. Pham Hong Quang | May 31, 1969 | Bachelor | April 27, 2017 |
| 3 | Mr. Tran Trung Dung | July 24, 1974 | Master | May 30, 2016 |

1. The Chief Accountant

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| --- | --- | --- | --- |
| Full name | Date of birth | Qualification | Date of appointment/dismissal as member of the Executive Board |
| Mr. Nguyen The Dac | July 17, 1984 | Master | April 15, 2022 |

1. Training on corporate governance
2. List of affiliated persons of the public Company (Annual Report 2023) and transactions between the affiliated persons of the Company with the Company itself
3. Transactions between the Company and affiliated persons of the Company; or between the Company and major shareholders, PDMR and affiliated persons of PDMR: None
4. Transactions between the Company’s PDMR, affiliated persons of PDMR and subsidiaries or companies controlled by the Company: None
5. Transactions between the Company and other entities: None.
	1. Transactions between the Company and the companies in which 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).
	2. Transactions between the Company and the companies that 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):
	3. 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 Executive Manager (General Manager).
6. Share transactions between PDMR and affiliated persons of PDMR (Annual Report 2023)
7. Company’s share transactions between PDMR and affiliated persons: None
8. Other significant issues: None