**SHN: Annual Corporate Governance Report 2023**

On January 30, 2024, Hanoi Investment General Corporation announced Report No. 07/2024/BCTN-SHN on the corporate governance in 2023 as follows:

* Name of listed company: Hanoi Investment General Corporation
* Head office address: 7th floor, Peakview building, 36 Hoang Cau, O Cho Dua Ward, Dong Da district, Ha Noi city
* Tel: (84-24) 3 553 7118 Fax: (84-24) 3 553 7168
* Email: [congtyhanic@gmail.com](mailto:congtyhanic@gmail.com)
* Charter capital: VND 1,296,071,470,000
* Securities code: SHN
* 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:
2. On April 26, 2023, SHN organized the Annual General Meeting of Shareholders 2023. The General Meeting of Shareholders approved the following contents:

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| --- | --- | --- | --- |
| No. | General Mandate/Decision of the General Meeting of Shareholders No. | Date | Content |
| 1 | General Mandate No. 01/2023/NQ-DHDCD | April 26, 2023 | * Approve Report on activities of The Board of Directors 2022 and The operational plan for 2023 * Approve the Report on production and business activities in 2022 and the Business plan for 2023 of the Company; * Approve the audited consolidated financial statements for 2022; the profit distribution plan and the allocation to various funds. * Approve the Report on the remuneration settlement for the Board of Directors and the Supervisory Board in 2022 and the remuneration settlement plan for the Board of Directors and the Supervisory Board in 2023; * Approve the Proposal of the Board of Directors for the approval of contracts/transactions under the authority of the General Meeting of Shareholders; * Approve the proposal of the Board of Directors for the dismissal of members of the Board of Directors and amendment of the company's charter; * Approve the Report by the Supervisory Board on the operational situation in 2022 and the plan for 2023; * Approve the selection of an audit company for the Financial Statements 2023; |
| 1 | General Mandate No. 02/2023/NQ-DHDCD | August 21, 2023 | * Approve the adjustment to the company's business plan for 2023; * Approve to change the head office of the Company * Approve the amendment to the Company's Charter; * Approve the dismissal of members of the Board of Directors at their personal request and the re-election of members of the Board of Directors for the 2022-2027 term; * Approve the change in remuneration for the Board of Directors and the Supervisory Board. |

1. On August 21, 2023, SHN organized the Extraordinary General Meeting of Shareholders 2023. The General Meeting of Shareholders approved the following contents:

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| --- | --- | --- | --- |
| No. | General Mandate/Decision of the General Meeting of Shareholders No. | Date | Content |
| 1 | General Mandate No. 02/2023/NQ-DHDCD | August 21, 2023 | * Approve the adjustment to the company's business plan for 2023; * Approve to change the head office of the Company * Approve the amendment to the Company's Charter; * Approve the dismissal of members of the Board of Directors at their personal request and the re-election of members of the Board of Directors for the 2022-2027 term; * Approve the change in remuneration for the Board of Directors and the Supervisory Board. |

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

|  |  |  |  |  |
| --- | --- | --- | --- | --- |
| No. | Members of the Board of Directors | Position | Date of appointment/dismissal as member of the Board of Directors | |
| Appointment date for the term of 2022-2027 | Date of dismissal as member of the Board of Directors |
| 1 | Pham Ngoc Tuan | Chair of the Board of Directors | April 19, 2022 | August 21, 2023 |
| 2 | Vu Phuc Tho | Member of the Board of Directors | April 19, 2022 | August 21, 2023 |
| 3 | Vu Quang Minh | Member of the Board of Directors | April 19, 2022 | April 26, 2023 |
| 4 | Le Viet Ha | Member of the Board of Directors | April 19, 2022 | August 21, 2023 |
| 5 | Nguyen Dai Hai | Members of the Board of Directors | April 19, 2022 | April 26, 2023 |
| 6 | Hoang Trong Diem | Chair of the Board of Directors | August 21, 2023 |  |
| 7 | Le Huu Tu | Members of the Board of Directors | August 21, 2023 |  |
| 8 | Nguyen Ngoc Trieu Duong | Members of the Board of Directors | August 21, 2023 |  |

1. Board Resolutions/Board Decisions

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| --- | --- | --- | --- |
| No. | Board Resolution/Board Decision No. | Date | Content |
| 1 | 01/2023/NQ-HDQT | February 09, 2023 | Approve certain aspects of the company's coal business operations in 2023. |
| 2 | 02/2023/NQ-HDQT | March 03, 2023 | Approve the record date for existing shareholders to attend the Annual General Meeting of Shareholders 2023. |
| 3 | 02A/2023/NQ-HDQT | March 20, 2023 | Approve the borrowing plan from Kim Boi Mineral JSC - Hai Duong Branch. |
| 4 | 02B/2023/NQ-HDQT | March 20, 2023 | Approve the borrowing plan for Geleximco Group - JSC. |
| 5 | 02C/2023/NQ-HDQT | March 27, 2023 | Approve the borrowing plan for Geleximco Group - JSC. |
| 6 | 03/2023/NQ-HDQT | April 03, 2023 | Approve the agenda and documents for the Annual General Meeting of Shareholders 2023. |
| 7 | 04/2023/NQ-HDQT | April 10, 2023 | Discharge and appointment of certain executive positions within the Company. |
| 8 | 05/2023/NQ-HDQT | April 14, 2023 | Approve amendments and supplements to the documents for the Annual General Meeting of Shareholders 2023. |
| 9 | 05A/2023/NQ-HDQT | April 20, 2023 | Approve the borrowing plan from Kim Boi Mineral JSC - Hai Duong Branch. |
| 10 | 06/2023/NQ-HDQT | June 26, 2023 | Organize the collection of shareholder's opinions via a ballot to approve certain matters within its authority. |
| 11 | 07/2023/NQ-HDQT | July 03, 2023 | Appointment of the Company's Permanent Deputy General Manager- Mr. Nguyen Trung Thanh. |
| 12 | 08/2023/NQ-HDQT | July 05, 2023 | Organize an Extraordinary General Meeting of Shareholders to approve certain matters within its authority. |
| 13 | 09/2023/NQ-HDQT | July 06, 2023 | Change of the company's audit company. |
| 14 | 10/2023/NQ-HDQT | August 11, 2023 | Approve the list of additional Board of Directors candidates for the term 2022-2027. |
| 15 | 11/2023/NQ-HDQT | August 21, 2023 | Election of the Chair of the Board of Directors, appointment of advisors for the Board of Directors. |
| 16 | 12/2023/NQ-HDQT | August 29, 2023 | Approve the credit provision plan at An Binh Commercial Joint Stock Bank. |
| 17 | 13/2023/NQ-HDQT | September 08, 2023 | Assignment of tasks within the Board of Directors and approval of certain matters within its authority. |
| 18 | 14/2023/NQ-HDQT | September 14, 2023 | Approve the credit provision plan at VPBank. |
| 19 | 15/2023/NQ-HDQT | September 25, 2023 | Approve the principle of guaranteeing the fulfillment of obligations of Geleximco Hoa Binh LLC at Vietnam Prosperity Joint Stock Commercial Bank. |
| 20 | 16/2023/NQ-HDQT | October 31, 2023 | Approve the principle of signing a coal purchase contract with Sapa Van Tao Joint Stock Company. |
| 21 | 17/2023/NQ-HDQT | November 10, 2023 | Discharge and appointment of the Company's the person in charge of corporate governance. |
| 22 | 17A/2023/NQ-HDQT | November 15, 2023 | Change of the company's legal representative at Geleximco Hoa Binh Company Limited. |
| 23 | 18/2023/NQ-HDQT | November 22, 2023 | Discharge and appointment of the General Manager, change of the company's legal representative. |
| 24 | 19/2023/NQ-HDQT | December 07, 2023 | Promulgation of regulations on the organization and operation of the Company. |
| 25 | 20/2023/NQ-HDQT | December 15, 2023 | Approve certain aspects of the company's coal business operations at the end of 2023. |

1. The Supervisory Board:

Information on members of the Supervisory Board:

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| --- | --- | --- | --- | --- | --- |
| No. | Member of the Supervisory Board | Position | Appointment date for the new term of 2022-2027 | Date of dismissal as a member of the Supervisory Board | Qualification |
| 1 | Nguyen Thi Thu Huong | Chief of the Supervisory Board | April 19, 2022 |  | Bachelor of Economics |
| 2 | Hoang Le Thu | Member of the Supervisory Board | April 19, 2022 |  | Bachelor of Economics |
| 3 | Nguyen Thi Kim Loan | Member of the Supervisory Board | April 19, 2022 |  | Master of Economics |

1. The Executive Board

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| --- | --- | --- | --- | --- | --- | --- |
| No. | Member of the Executive Board | Position | Date of birth | Qualification | Appointment date | Dismissal date |
| 1 | Vu Quang Minh | General Manager | August 26, 1994 | Bachelor of Economics | April 25, 2022 | November 22, 2023 |
| 2 | Vu Thang | General Manager | July 31, 1980 | Bachelor of Laws, Master of Business Administration | November 22, 2023 |  |
| 3 | Nguyen Dai Hai | Deputy General Manager | November 04, 1981 | Bachelor of Economics | April 25, 2022 | April 10, 2023 |
| 4 | Vu Phuc Tho | Deputy General Manager | November 14, 1967 | Engineer | April 05, 2016 |  |
| 5 | Nguyen Hoai Phuong | Deputy General Manager | October 15, 1980 | Master of Laws | April 12, 2022 |  |
| 6 | Nguyen Trung Thanh | Deputy General Manager | December 16, 1976 | Bachelor of Economic Law Bachelor of Administration | July 03, 2023 |  |

1. Chief Accountant

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| --- | --- | --- | --- | --- |
| Full name | Date of birth | Qualification | Appointment date  appointment | Dismissal date |
| Chu Van Man | February 28, 1985 | Bachelor of Economics | June 14, 2019 | April 10, 2023 |
| Dang Thai The | August 06, 1982 | Bachelor of Economics, Master of Business Administration | April 10, 2023 |  |

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 related persons; or between the Company and major shareholders, PDMR, related persons of PDMR: None
4. Transactions between Company’s PDMR, affiliated persons of PDMR and subsidiaries or companies controlled by the Company None.
5. Transactions between the Company and other entities/
   1. Transactions between the Company and the company in which members of the Board of Directors, members of the Supervisory Board, the Manager (the General Manager) and other managers have been founding members or members of the Board of Directors, the Executive Manager (the General Manager) for the past three (03) years (calculated at the time of reporting). None.
   2. Transactions between the Company and companies executed by the affiliated people of members of the Board of Directors, members of the Supervisory Board, the Manager (the General Manager) and other managers who are members of the Board of Directors, the Executive Manager (the General Manager). None.
   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 Manager (General Manager) and other managers: None.
6. Share transactions of PDMR and affiliated persons of PDMR
7. Transactions of PDMR and affiliated persons of PDMR for shares of listed companies

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| --- | --- | --- | --- | --- | --- | --- | --- | --- |
| No. | Full name | Securities trading account (if any) | Position at the Company (if any) | ID card/Passport No., Date of issue, Place of issue | Contract address | Number of shares owned at the end of the period | Share ownership rate at the end of the period | Note |
| 1 | Nguyen Thi Thu Huong | TK016C003145, | Chief of the Supervisory Board |  |  | 0 share | 0% |  |

1. Other significant issues: None.