**NDN: Annual Corporate Governance Report 2023**

On January 30, 2024, Danang Housing Investment Development Joint Stock Company announced Report No. 02/BC-NDN on the corporate governance of the Company in 2023 as follows:

* Name of company: Danang Housing Investment Development Joint Stock Company
* Head office address: 38 Nguyen Chi Thanh, Thach Thang, Hai Chau, Da Nang
* Tel: 0236.3561577 Email: info@ndn.com.vn
* Charter capital: VND 716,579,360,000
* Securities code: NDN
* Corporate governance model: The General Meeting of Shareholders, the Board of Directors, the Supervisory Board, and the General Manager.
* Internal audit execution:

1. Activities of the General Meeting of Shareholders

Information about meetings and General Mandates/Decisions of the General Meeting of Shareholders (including General Mandates approved by collecting opinions via a ballot)

|  |  |  |  |
| --- | --- | --- | --- |
| No. | General Mandate/Decision of the General Meeting of Shareholders No. | Date | Content |
| 1 | 01/2023/NQ-DHDCD-NDN | June 24, 2023 | * Approve the Executive Board, Supervisory Board, and Board of Directors' reports on the results of 2022 and the production and business plan for 2023, as well as the remuneration plan for the Board of Directors and Supervisory Board for 2023. * Approve the audited Financial Statements for 2022 and the decision not to distribute profits for the year 2022. * Approve the authorization for the Board of Directors to select an audit company for the Financial Statements in 2023; * Approve the Proposal on the dismissal and election of additional members for the Board of Directors for the term of 2020-2025. * Approve on addressing damages caused by irregularities in the valuation of shares during the 2010 privatization phase. * Approve the share repurchase plan and delegation of authority to the Board of Directors to carry out related legal procedures. |

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 (independent members of the Board of Directors, non-executive members of the Board of Directors) | Date of appointment/dismissal as the member/independent member of the Board of Directors | |
| Appointment date | Dismissal date |
| 1 | Mr. Luong Thanh Vien | Chair of the Board of Directors | June 06, 2020 |  |
| 2 | Mr. Nguyen Quang Minh Khoa | Vice Chair of the Board of Directors | July 24, 2020 |  |
| 3 | Mr. Cao Thai Hung | Independent member of the Board of Directors | June 06, 2020 | June 24, 2023 |
| 4 | Mr. Nguyen Quang Minh Khanh | Member of the Board of Directors | January 20, 2022 |  |
| 5 | Mr. Vo Ngoc Khang | Member of the Board of Directors | June 24, 2023 |  |
| 6 | Mr. Nguyen Ngoc Quang | Independent member of the Board of Directors | June 24, 2023 |  |

1. Board Resolutions/Board Decisions:

|  |  |  |  |
| --- | --- | --- | --- |
| No. | Board Resolution No. | Date | Content |
| 01 | 02/2023/NQ-HDQT.NDN | April 14, 2023 | On the organization of the Annual General Meeting of Shareholders 2023 |
| 02 | 03/2023/NQ-HDQT.NDN | May 31, 2023 | On the reappointment of the Acting Chief Accountant. |
| 03 | 04/2023/NQ-HDQT.NDN | June 16, 2023 | On the approval of the list of candidates for the additional election of members to the Board of Directors for the term 2020-2025. |
| 04 | 05/2023/NQ-HDQT.NDN | June 29, 2023 | On the selection of the audit company for the year 2023. |

1. The Supervisory Board (Annual Report 2021)

|  |  |  |  |  |
| --- | --- | --- | --- | --- |
| No. | Member of the Supervisory Board | Position | Date of appointment/dismissal as member of the Supervisory Board | Qualification |
| 1 | Ms. Dao Thi Phuoc | Chief | June 06, 2020 | Bachelor of Accounting and Finance, Bachelor of Law |
| 2 | Ms. Le Thi Anh Truc | Member | April 17, 2021 | Bachelor of Economics |
| 3 | Mr. Nguyen Dinh Minh  Huy | Member | June 25, 2022 | Bachelor of Economics |

1. The Executive Board

|  |  |  |  |  |
| --- | --- | --- | --- | --- |
| No. | Member of the Executive Board | Date of birth | Qualification | Date of appointment/dismissal as member of the Executive Board |
| 1 | Mr. Nguyen Quang Minh Khoa | March 21, 1991 | Bachelor of Economics | April 28, 2021 |
| 2 | Mr. Nguyen Quang Minh Khanh | July 24, 1995 | Bachelor of Economics | September 20, 2021 |

1. The Chief Accountant

|  |  |  |  |
| --- | --- | --- | --- |
| Full name | Date of birth | Qualification | Date of appointment/dismissal |
| Ms. Duong Thi Thanh Hai | February 25, 1995 | Bachelor of Economics | June 01, 2021 |

1. Training on corporate governance
2. List of affiliated persons of the public company (Report in 6 months) 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:

|  |  |  |  |  |  |  |  |  |  |  |
| --- | --- | --- | --- | --- | --- | --- | --- | --- | --- | --- |
| No.  No. | Name of organization/individual | Relations with the Company | ID Card/ Business Registration Certificate No. | Date of issue | Place of issue | Head office address/Contact address | Time of transaction with the Company | Approved General Mandate/Decision of General Meeting of Shareholders No.  Or Board Resolution/Board Decision No. | Content, quantity, total value of transaction | Note |
| 1 | Danang Housing Development Joint stock company | Chair of  The Board of Directors of NDN is General Manager of Danang Housing Development Joint stock company | 0400620833 | May 02, 2008 | Department of Planning and Investment of Da Nang Province  Investment Planning Department | 31 Nui Thanh, Hoa Thuan Dong Ward, Hai Chau District, Da Nang City | 2023 | None | Construction settlement volume:  VND 4,044,383,600 |  |
| 2 | Da Nang Ngoc Hoi Water Supply Joint Stock Company | General Manager of NDN, also serving as General Manager of Da Nang Ngoc Hoi Water Supply Joint Stock Company | 6101209288 | June 08, 2016 | Department of Planning and Investment of Kon Tum Province |  | 2023 | Meeting Minute No. 06/2023/BB-HDQT.NDN dated August 24, 2023 | Loan provided: VND 3,200,000,000 |  |
| 3 | Pacific Ocean LLC | Affiliated entity of the Executive Board of NDN | 0400129897 | December 01, 1993 | Department of Planning and Investment of Da Nang Province | Group 4, Con Mong Hamlet, Hoa Phuoc Commune, Hoa Vang District, Da Nang City | In 2023 | None | 1 Payment for construction volume: VND 29,130,868,200  2 Construction settlement volume: VND 32,254,045,000 |  |

1. Transactions between PDMR of the listed company, affiliated persons of PDMR and subsidiaries or companies controlled by the listed company: None
2. Transactions between the Company and other entities:
3. 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).
4. Transactions between the Company and companies in which affiliated persons of the members of the Board of Directors, members of the Supervisory Board, the Executive Manager (General Manager) are members of the Board of Directors, the Executive Manager (General Manager):
5. Other transactions (if any) that can bring about material or non-material benefits to the members of the Board of Directors, the members of the Supervisory Board and the Executive General Manager: None
6. Share transactions of PDMR and affiliated persons of PDMR
7. Company’s share transactions of PDMR and affiliated persons of PDMR

None

1. Other significant issues: None.