**PTD: Annual Corporate Governance Report 2023**

On January 30, 2024, Phuc Thinh Design Construction Trading Corporation announced Report No. 05/PTD-2024 on the corporate governance in 2023 as follows:

* Name of company: Phuc Thinh Design Construction Trading Corporation
* Head office address: No. 361 Le Trong Tan, Son Ky Ward, Tan Phu District, Ho Chi Minh City
* Tel: 028 3811 6823 - Fax: 028 3811 6843 - Email: phucthinh@phucthinh.com.vn
* Charter capital: VND 32,000,000,000
* Securities code: PTD
* Corporate Governance Model: The General Meeting of Shareholders, the Board of Directors, the Supervisory Board, and the General Manager/Manager.
* Internal audit execution: Unimplemented.
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 No. | Date | Content |
| 1 | 01/QD-DHDCD-2023 | April 15, 2023 | Meeting Minutes and Annual General Mandate 2023. |

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

|  |  |  |  |
| --- | --- | --- | --- |
| No. | Member of the Board of Directors | Position (independent member of the Board of Directors, non-executive member of the Board of Directors) | Date of appointment/dismissal as member/independent member of the Board of Directors |
| Appointment date | Dismissal date |
| 1 | To Khai Dat | Member of the Board of Directors-cum-Vice General Manager | April 15, 2023 |  |
| 2 | Tran Minh Truc | Member of the Board of Directors-cum-General Manager | April 15, 2023 |  |
| 3 | Bui Quang Huan | Member of the Board of Directors |  | April 15, 2023 |
| 4 | Ho Thanh Duc | Member of the Board of Directors |  | April 15, 2023 |
| 5 | Yang, Pei - Long | Independent member of the Board of Directors | April 15, 2023 |  |
| 6 | Ho Quang Trung | Independent member of the Board of Directors | April 15, 2023 |  |
| 7 | Hoang Truong Giang | Independent member of the Board of Directors | April 15, 2023 |  |

1. Board Resolutions/Decisions (Annual report):

|  |  |  |  |
| --- | --- | --- | --- |
| No. | Board Resolution/Decision No. | Date | Content |
| 1 | 01/HDQT/QD-2023 | February 21, 2023 | Select the date to hold the Annual General Meeting of Shareholders in 2023 |
| 2 | 02/HDQT/QD-2023 | April 25, 2023 | Elect the Chair of the Board of Directors for the 2023-2027 term |
| 3 | 03/HDQT/QD-2023 | April 25, 2023 | Borrow capital at Military Commercial Joint Stock Bank - Nam Binh Chanh Branch |
| 4 | 04/HDQT/QD-2023 | July 24, 2023 | Provision for Khai Hoan International Corporation |
| 5 | 05/HDQT/QD-2023 | December 08, 2023 | Promulgate the Internal Audit Regulations |

1. The Supervisory Board/Audit Committee (Annual Report):
2. Information about members of the Supervisory Board (the Supervisory Board/Audit Committee):

|  |  |  |  |  |
| --- | --- | --- | --- | --- |
| No. | Member of the Supervisory Board/Audit Committee | Position | Date of appointment/dismissal as member of the Supervisory/Audit Committee | Qualification |
| 1 | Duong Thi Ngoc Thuy | Chief of the Supervisory Board | April 15, 2023 | Accounting |
| 2 | Tran Ngoc Tu | Member of the Supervisory Board | April 15, 2023 | Construction |
| 3 | Tran Thi Lien | Member of the Supervisory Board | April 15, 2023 | Accounting |

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 | To Khai Dat | December 19, 1957 | Construction Management | March 15, 2021 |
| 2 | Tran Minh Truc | November 25, 1973 | Construction Engineer | March 17, 2021 |
| 3 | To Thuan Co | January 22, 1990 | Business Administration | March 17, 2021 |

1. The Chief Accountant

|  |  |  |  |
| --- | --- | --- | --- |
| Full name | Date of birth | Qualification | Date of appointment/dismissal |
| Nguyen Hoang Vu | December 21, 1977 | Bachelor of Accounting | July 23, 2020 |

1. Training on corporate governance: None.
2. List of affiliated persons of the public company (Annual report) and transactions between the affiliated persons of the Company and 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. | Name of organizations/individuals | Relations with the Company | NSH\* No., Date of issue and Place of issue of NSH | Headquarters address/Contact address | Time of transaction with the Company | Approved General Mandate/Decision of General Meeting of Shareholders No. or Board Resolution/Decision No., etc. (including promugation date, if any) | Content, quantity, total value of transaction | Note |
|  | None. |  |   |  |  |  |  |  |

Notes: NSH\* No.: ID Card/Passport No. (for individuals) or Business Registration Certificate No., License on Operations No. or equivalent legal documents (for institutions)

1. Transactions between the Company’s PDMR, affiliated persons of PDMR and subsidiaries or companies controlled by the Company

|  |  |  |  |  |  |  |  |  |  |
| --- | --- | --- | --- | --- | --- | --- | --- | --- | --- |
| No. | Transaction conductor | Relations with PMDR | Position at listed companies | ID card/passport number, Date of issue, Place of issue | Address | Name of subsidiaries or companies controlled by the listed company | Time of transaction | Content, quantity, total value of transaction | Note |
|  | None. |  |  |  |  |  |  |  |  |

1. Transactions between the Company and other entities:
	1. Transactions between the Company and 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.
	2. Transactions between the Company and companies where 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.
	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.
2. Share transactions of PDMR and affiliated persons of PDMR (Annual Report)
3. Company’s share transactions of PDMR and affiliated persons.

|  |  |  |  |  |  |
| --- | --- | --- | --- | --- | --- |
| No. | Transaction conductor | Relations with PMDR | 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 (purchase, sell, convert, reward, etc.) |
| Number of shares | Rate | Number of shares | Rate |
|  | None. |  |  |  |  |  |  |

1. Other significant issues: None.