**TIE: Annual Corporate Governance Report 2023**

On January 30, 2024, Telecommunications Industry Electronics Joint Stock Company announced Report No. 01/2024/BC-TIE on the corporate governance in 2023 as follows:

* Name of company: Telecommunications Industry Electronics Joint Stock Company
* Headquarters address: No 760 Dien Bien Phu Street, Ward 10, District 10, Ho Chi Minh City
* Tel: 028.38330855 Fax: Email: tie@tie.com.vn
* Charter capital: VND 95,699,000,000.
* Securities code: TIE
* Corporate Governance Model: The General Meeting of Shareholders, the Board of Directors, the General Manager/Manager and the Audit Committee under the Board of Directors.
* Internal audit execution: Implemented

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 |
| 01 | 01/2023/BBH-DHDCD | August 03, 2023 | Approve:   * Report on business results in 2022 and business direction and plan in 2023. * Report on activities of the Board of Directors in 2022 and the orientation for 2023 * Report of the Internal Audit Committee submitted to the Annual General Meeting of Shareholders 2023. * Business results and the Audited Financial Statements of the Company in 2022. * The profit distribution plan for 2022. * Business plan for 2023 and expected profit after tax distribution plan for 2023. * The salary, remuneration of the Board of Directors, the Internal Audit Committee in 2022; Salary and remuneration plan of the Board of Directors and Internal Audit Committee in 2023. * Authorize the Board of Directors to select an independent audit company for 2023 and sign a contract with an audit company selected by the Board of Directors. |
| 02 | 02/2023/NQ-DHDCD | November 14, 2023 | Approved by collecting the shareholders’ opinions via a ballot.   * Change in the address of the Company’s Headquarters: * Amend and supplement Clause 3, Article 2 of the Company's current Charter (Change of Company address). |

1. The Board of Directors
2. Information about members of the Board of Directors:

|  |  |  |  |  |
| --- | --- | --- | --- | --- |
| No. | Member of the Board of Directors | Position (independent member, 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 | Mr. Tran The Vinh | Chair of the Board of Directors (independent members, non-executive members of the Board of Directors) | April 05, 2016 |  |
| 2 | Ms. Do Thi Kim Oanh | Vice Chair of the Board of Directors | April 05, 2016 |  |
| 3 | Mr. Le Ngoc Hung | Member of the Board of Directors | December 14, 2015 |  |

1. Board Resolutions/Board Decisions

|  |  |  |  |
| --- | --- | --- | --- |
| No. | Board Resolution/Board Decision No. | Date | Content |
| 01 | 01/2023/NQ-HDQT | February 15, 2023 | Dismiss from the position of the Head of the Company's Legal Department |
| 02 | 02/2023/NQ-HDQT | April 19, 2023 | Extend the time to organize the Annual General Meeting of Shareholders 2023 |
| 03 | 02A/2023/NQ-HDQT | June 01, 2023 | Organize the accounting department |
| 04 | 02B/2023/NQ-HDQT | June 01, 2023 | Terminate the appointment of capital representatives at subsidiaries and joint ventures |
| 05 | 03/2023/NQ-HDQT | June 12, 2023 | Approve the policy of organizing the Annual General Meeting of Shareholders 2023 |
| 06 | 04/2023/NQ-HDQT | September 25, 2023 | Approve to collect shareholders' opinions via a ballot |
| 07 | 05/2023/NQ-HDQT | September 29, 2023 | Approve the policy of collecting shareholders’ opinions via a ballot (change the record date) |
| 08 | 06/2023/NQ-HDQT | November 29, 2023 | Approve the selection of the audit company for the Financial Statements 2023 |
| 09 | 01/2023/QD-HDQT | November 14, 2023 | Establish the Vote Counting Committee for collecting shareholders’ opinions via a ballot |

1. The Supervisory Board/ Audit Committee
2. Information about members of the Supervisory Board/the Audit Committee:

|  |  |  |  |  |
| --- | --- | --- | --- | --- |
| No. | Member of the Supervisory Board/the Audit Committee | Position | Date of appointment/dismissal as member of the Supervisory Board/the Audit Committee | Qualification |
| 1 | Nguyen Thi Kim Hoa | Head of the Internal Audit Committee | Appoint on January 10, 2022 | Accounting - Auditing |

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. Le Ngoc Hung |  |  | Appointed on May 21, 2014 |

1. Chief Accountant

|  |  |  |  |
| --- | --- | --- | --- |
| Full name | Date of birth | Qualification | Date of appointment/dismissal |
| Le Thi Phuong |  |  | Appointed on June 01, 2023 (In Charge of Accounting) |

1. Training on corporate governance
2. List of affiliated persons of the public Company 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. | Name of organizations/individuals | Relations with the Corporation | NSH\* No., date of issue, place of issue | Head office address/Contact address | Time of transaction with the Company | General Mandate or Resolution/ Decision No. approved by the General Meeting of Shareholders/ Board of Directors (if any, specify date of issue) | Contents quantity, total value of transaction | Note |
| 1 | TIE Culture Joint Stock Company | Joint venture |  |  | May 2023 | General Mandate No. 01/2022/NQ-DHDCD dated April 28, 2022 | TIE’s purchases with the amount of VND 5,576,859 |  |
| May 2023 | General Mandate No. 01/2022/NQ-DHDCD dated April 28, 2022 | TIE’s purchases with the amount of VND 51,089,048 |  |
| 2 | Northern Tie Stationery Company Limited | Subsidiaries |  |  | August 09, 2023 |  | TIE collects VND 45,000,000 on goods |  |

Notes: NSH Number\*: 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, related persons of PDMR and subsidiaries, companies controlled by the Company.
2. 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 (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 (calculated at the time of reporting).

|  |  |  |  |  |  |  |
| --- | --- | --- | --- | --- | --- | --- |
| No. | Name of individual/institution | NSH No., Date of issue, Place of issue | Headquarters address/Contact address | Time of transaction with the Company | Resolution/Decision/General Mandate No. | Contents, quantity, total value of transaction |
| 1 | TIE Culture Joint Stock Company |  |  | May 27, 2023 | General Mandate No. 01/2022/NQ-DHDCD dated April 28, 2022 | TIE’s purchases with the amount of VND 5,576,859 |
| May 27, 2023 | Tie’s sales with the amount of VND 51,089,048 |
| August 08, 2023 |  | TIE collects VND 60,000,000 on goods |
| September 2023 |  | TIE collects VND 100,000,000 on goods |
| 2 | Ben Nghe General Trading Service Joint Stock Company |  |  | October 2023 |  | Pay for commodities with the amount of VND 1,820,000,000 |
|  | November 2023 |  | Pay for commodities with the amount of VND 1,134,000,000 |
|  | December 2023 |  | TIE collects VND 6,988,000,000 on goods |
|  | May 2023 | General Mandate No. 01/2022/NQ-DHDCD dated April 28, 2022 | Tie’s sales with the amount of VND 16,579,732 |
|  | June 2023 | Tie’s sales with the amount of VND 655,887,521 |
|  | June 2023 | TIE’s returned goods with the amount of VND 53,039,746 |
|  | August 08, 2023 |  | Tie collects money on goods: VND 50,000,000 |
|  | September 2023 |  | Tie collects money on goods: VND 150,000,000 |
|  | October 2023 |  | Tie’s sales with the amount of VND 64,053,169 |
|  | November 2023 |  | Tie’s sales with the amount of VND 30,312,629 |
|  | December 2023 |  | Tie’s sales with the amount of VND 3,721,334 |
|  | November 2023 |  | Tie’s returned goods with the amount of VND 174,565,411 |
|  | October 2023 |  | TIE’s payment according to loan agreement with the amount of VND 1,680,000,000 |
|  | November 03, 2023 |  | TIE’s payment according to loan agreement with the amount of VND 1,838,000,000 |
|  | December 01, 2023 |  | TIE’s payment according to loan agreement with the amount of VND 3,608,000,000 |

* 1. Transactions between the Company and companies where the affiliated people 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).
  2. 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

1. Share transactions of PDMR and affiliated persons of PDMR
2. Share transaction of PDMR and affiliated persons on the Company's shares:
3. Other significant issues: