**VQC: Annual Corporate Governance Report 2023**

On January 30, 2024, Vinacomin Quacontrol JSC announced Report No. 120/BC-GD on corporate governance of the Company as follows:

* Name of public company: Vinacomin Quacontrol JSC
* Address: 55 Le Thanh Tong Street, Ha Long City, Quang Ninh Province - Tel: 02033 624801
* Fax:02033 624803
* Charter capital: VND 35,995,800,000
* Securities code: VQC
* Corporate Governance Model: The General Meeting, Board of Directors, Supervisory Board and Executive Manager.
* Internal audit: Not executed.

1. Activities of the General Meeting

Information about the meetings and General Mandate/Decisions of the General Meeting.

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| --- | --- | --- | --- |
| No. | General Mandate/Decision of the General Meeting | Date | Contents |
| 1 | No. 95/NQ-DHDCD | January 31, 2023 | The Extraordinary General Meeting of Vinacomin Quacontrol JSC. |
| 2 | No. 497/NQ-DHDCD | April 28, 2023 | The Annual General Meeting 2023 of Vinacomin Quacontrol JSC. |
| 3 | No. 912/NQ-DHDCD | August 01, 2023 | The Extraordinary General Meeting of Vinacomin Quacontrol JSC. |

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

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| --- | --- | --- | --- | --- |
| ID Card/Citizen Identity Card No.  No. | Member of the Board of Directors | Position | Date of appointment as member of the Board of Directors | Date of dismissal as member of the Board of Directors |
| 1 | Mr. Nguyen Quoc Hung | Chair of the Board of Directors | December 15, 2021 |  |
| 2 | Mr. Nguyen Ngoc Son | Member of the Board of Directors | April 28, 2016 |  |
| 3 | Mr. Bui Van Manh | Member of the Board of Directors | November 03, 2021 | August 01, 2023 |
| 4 | Ms. Nguyen Thi Thanh Thao | Member of the Board of Directors | August 01, 2023 |  |

1. Board Resolutions/Decisions (Report in the first 6 months of 2023)

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| --- | --- | --- | --- |
| No. | Board Resolution/Decision | Date | Contents |
| 1 | 2 | 3 | 4 |
| A | Resolutions | | |
| 1 | No. 17/NQ-HDQT | December 31, 2022 | Implementation of the production and business plan for 2023, Q1/2023 tasks; Consensus on implementing the signing of contracts, transactions between Vinacomin Quacontrol JSC and related enterprises and individuals; Approve on reducing prices for major customers |
| 2 | No. 01/NQ-HDQT | February 14, 2023 | Approve financial investment for 2023; Approve the use of the science and technology development fund for 2023; Approve the Regulations on document archiving work; Establishment of the Organizing Committee for the Annual General Meeting 2023 |
| 3 | No. 02/NQ-HDQT | April 04, 2023 | Review of Q1's work, implementation of Q2's tasks for 2023; Approve the profit distribution plan, salary fund for 2022; Determination of time and place for organizing the Annual General Meeting 2023; Approve reports and related matters for TKV's opinion, submission to the Annual General Meeting 2023; Approve the Personnel Management Regulations |
| 4 | No. 03/NQ-HDQT | June 13, 2023 | Hold the Extraordinary General Meeting 2023: Establishment of the Organizer Committee, approval of the agenda, time, and documents of the Extraordinary General Meeting; Approve the rate for reward fund, welfare fund; Plan for welfare fund, reward fund, manager's bonus fund for 2023; and Selection of audit company for the Financial Statements 2023 |
| 5 | No. 04/NQ-HDQT | July 20, 2023 | Review of Q2 and the first 6 months, implementation of Q3/2023 tasks; Approve the list of candidates for supplementary election of 01 member of the Board of Directors |
| 6 | No. 05/NQ-HDQT | August 18, 2023 | Approve the Investment Plan for 2023 adjustment, rearrangement of the salary of the specialized union president |
| 7 | No. 06/NQ-HDQT | September 15, 2023 | Assignment of tasks to Vinacomin Quacontrol JSC's members of the Board of Directors; Approve the Construction Investment Plan for 2024; Approve the production and business plan for 2024 |
| 8 | No. 07/NQ-HDQT | October 03, 2023 | Approve the production and business results for the first 9 months of 2023; Implementation of Q4/2023 tasks; and Approve the reappointment of the company's Chief Accountant |
| 9 | No. 08/NQ-HDQT | December 19, 2023 | Review of production and business results, expected implementation of the production and business plan for 2023; Approve regulations: Labor and salary management regulations; Regulations on management and use of Reward Fund, Welfare Fund, manager's Bonus Fund; Competition and reward regulations; Training, pairing with skills, promotion exam regulations; manager's bonus fund expenditure for 2023; Agree on implementing the signing of contracts and transactions between Vinacomin Quacontrol JSC and related enterprises and individuals |
| 10 | No. 09/NQ-HDQT | December 19, 2023 | Agree on reappointment of the company's Chief Accountant |
| 11 | No. 10/NQ-HDQT | December 26, 2023 | Approve investment capital settlement for completed projects |
| 12 | No. 11/NQ-HDQT | December 26, 2023 | Approve the project of investment to equipment to maintain production in 2024 |
| 13 | No. 12/NQ-HDQT | December 29, 2023 | Agree on adjusting the plan for 2024; Implementation of the production and business plan for 2024, Q1/2024 tasks; Approve the plan to select contractors for the project: Maintenance equipment for production in 2024; Expenditure of manager's bonus fund for 2022 (second round) |
| B | Decisions | | |
| 1 | No. 168/QD-GD | February 14, 2023 | Establish the Organizer Committee of the Annual General Meeting 2023 |
| 2 | No. 182/QD-GD | February 16, 2023 | Promulgation of the Office Work Regulations of Vinacomin Quacontrol JSC |
| 3 | No. 398/QD-GD | April 06, 2023 | Promulgation of the Personnel Management Regulations of Vinacomin Quacontrol JSC |
| 4 | No. 498/QD-GD | April 28, 2023 | Approve the Plan on production and business for 2023 |
| 5 | No. 706/QD-GD | June 13, 2023 | Establish the Organizer Committee of the Extraordinary General Meeting 2023 |
| 6 | 1068A/QD-GD | August 29, 2023 | Reappointment of the person in charge of corporate governance-cum-Company Secretariat - Ms. Pham Thi Thu Thuy |
| 7 | No. 1195/QD-GD | September 25, 2023 | Assign duties for members of the Board of Directors and working principle of the Board of Directors of Vinacomin Quacontrol JSC |
| 8 | 1704-QD-GD | December 19, 2023 | Promulgate the Regulation on labor and salary management |
| 9 | 1722/QD-GD | December 19, 2023 | Promulgate the Training, Skill Pairing, Salary Increase Regulations in Vinacomin Quacontrol JSC |
| 10 | 1729/QD-GD | December 20, 2023 | Promulgate the Regulations on Management and Use of Reward Fund, Welfare Fund, manager's Bonus Fund |
| 11 | 1771/QD-GD | December 26, 2023 | Approve the Project: Production maintaining equipment project 2024 |
| 12 | 1829/QD-GD | December 29, 2023 | Approve the project contractor selection plan: Production maintenance equipment |
| 13 | 1851/QD-GD | December 30, 2023 | Promulgate the Competition and Reward Regulations in Vinacomin Quacontrol JSC |

1. Supervisory Board:
2. Information about members of the Supervisory Board:

|  |  |  |  |  |
| --- | --- | --- | --- | --- |
| No. | Member of the Board of Directors | Position | Date of appointment as member of the Supervisory Board. | Qualification |
| 1 | Ms. Nguyen Thị Lan Anh | Chief | January 31, 2023 | Bachelor in Accounting |
| 2 | Ms. Nguyen Thi Ngoc Trinh | Member | April 28, 2016 | Bachelor in Accounting |
| 3 | Mr. Ngo Xuan Quy | Member | April 26, 2022 | Mineral Engineering |

1. Executive Board.

|  |  |  |  |  |
| --- | --- | --- | --- | --- |
| No. | Members of the Executive Board | Date of birth | Qualification | Date of appointment as member of the Executive Board |
| 1 | Nguyen Ngoc Son | April 03, 1965 | Mining Engineer | July 16, 2015 |
| 2 | Nguyen Quang Trung | March 26, 1965 | Master of Business Administration | June 17, 2015 |
| 4 | Nguyen Van Thanh | October 22, 1974 | Bachelor in Economics, Mineral Engineering | January 01, 2022 |

1. Chief Accountant

|  |  |  |  |
| --- | --- | --- | --- |
| Full name | Date of birth | Qualification | Date of appointment/dismissal |
| Nguyen Thi Thanh Thao | November 03, 1973 | Bachelor in Accounting | January 16, 2021 |

1. Training on corporate governance
2. List of related persons of the company (Report in 2023)
3. Share transactions of PDMR and related persons of PDMR (Report in 2023):
4. Share Transactions:

|  |  |  |  |  |  |  |  |
| --- | --- | --- | --- | --- | --- | --- | --- |
| No. | Transaction conductor | Relations with PDMR | 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 (buy, sell, convert, reward, ...) |
| Number of shares | Rate | Number of shares | Rate |
|  | None |  |  |  |  |  |  |
|  |  |  |  |  |  |  |  |

1. Other transactions. (Transactions between PDMR/major shareholders, related persons and the Company itself) None

IX. Other significant issues (Annual report 2023) None