**PCC: Annual Corporate Governance Report 2023**

On January 28, 2024, Petrolimex Construction 1 Joint Stock Company Group announced Report on Corporate Governance as follows:

* Name of company: Petrolimex Construction 1 Joint Stock Company Group
* Head office address: 550+552 Nguyen Van Cu, Gia Thuy Ward, Long Bien District, Hanoi City
* Tel: 02438729735 Fax: Email:
* Charter capital: VND 115,000,000,000
* Securities code: PCC
* Corporate Governance Model:
* The General Meeting of Shareholders, the Board of Directors, the Supervisory Board and the General Manager.
* Internal audit execution: Not executed
1. Activities of the General Meeting of Shareholders:

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

|  |  |  |  |
| --- | --- | --- | --- |
| No. | General Mandate/Decision No. | Date |  Content |
| 1 | 01/XL1-DHDCD-NQ | April 27, 2023 | Annual General Mandate 2023 of Petrolimex Construction 1 Joint Stock Company Group  |

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

|  |  |  |  |
| --- | --- | --- | --- |
| No. | Member of the Board of Directors | Position (independent, non-executive member of the Board of Directors) | Date of appointment/dismissal as members/independent members of the Board of Directors |
| Appointment date | Dismissal date |
| 1 | Pham Minh Tam | Chair of the Board of Directors | June 25, 2020 |  - |
| 2 | Tran Cong Huu | General Manager | June 25, 2020 |  |
| 3 | Le Quoc Binh | Deputy General Manager | June 25, 2020 |   |
| 4 | Pham Thanh Cong | Deputy General Manager | June 25, 2020 |   |
| 5 | Vu Duy Hai | Deputy General Manager | June 25, 2020 |  |
| 6 | Nguyen Huong Giang | Non-executive member | April 27, 2022 |  |
| 7 | Truong Hung Son | Non-executive member | June 25, 2020 |  |

1. Board Resolutions/Decisions (Annual Report 2023):

|  |  |  |  |
| --- | --- | --- | --- |
| No. | Board Resolution/Board Decision No. | Date | Content |
| 1 | 01/XL1-HDQT-NQ | March 07, 2023 | Resolution on the record date to exercise the rights of attending the General Meeting of Shareholders 2023 |
| 2 | 02/XL1-HDQT-NQ | March 04, 2023 | Resolution on changing the time and location of the General Meeting of Shareholders 2023 |
| 3 | 03/XL1-HDQT-NQ | April 06, 2023 | Resolution on approving the General Meeting of Shareholders documents posted on the company's website, completed before the meeting date |
| 4 | 04/XL1-HDQT-NQ | April 06, 2023 | Resolution on loan approval at Joint Stock Commercial Bank for Foreign Trade - Chuong Duong Branch |
| 5 | 01/XL1-HDQT-QD | April 06, 2023 | Decision on profit distribution for the years from 2018 to 2021 of PCC-1 Composite Plastic Wood One Member Company Limited |
| 6 | 05/XL1-HDQT-NQ | May 05, 2023 | Resolution on terminating operations of the Southern Mechanical Factory |
| 7 | 02/XL1-HDQT-QD | May 19, 2023 | Decision on collecting opinions on reappointment of the position of Deputy General Manager for: Vu Duy Hai |
| 8 | 06/XL1-HDQT-NQ | June 05, 2023 | Resolution on PCC - 1 Ha Noi One Member Company Limited borrowing capital from Petrolimex Group Commercial Joint Stock Bank - Thang Long Branch to supplement working capital; Issuing guarantees at Petrolimex Group Commercial Joint Stock Bank - Thang Long Branch |
| 9 | 07/XL1-HDQT-NQ | July 25, 2023 | Production and business plan for the last 5 months of 2023Approve adjustments to some contents of the investment project according to the total area and adjusted architectural plan approved by the City People's Committee and Department of Planning and Architecture in 2022. Project: Construction of row housing at Green Little Town commercial area (according to the General Manager's Proposal).Converting PCC - 1 Ha Noi One Member Company Limited into a joint stock company.Changing the legal representative of PCC - 1 Tank - Piping - Steel Structure Fabrication One Member Company Limited.Distribution of annual profits of PCC - 1 Ha Noi One Member Company Limited. |
| 10 | 03/XL1-HDQT-QD | August 08, 2023 | Resolution on changing the legal representative and amending the Charter for PCC - 1 Tank - Piping - Steel Structure Fabrication One Member Company Limited |
| 11 | 08/XL1-HDQT-NQ | August 30, 2023 | Resolution on financial lease from Chailease International Leasing Company Limited |
| 12 | 09/XL1-HDQT-NQ | October 10, 2023 | Resolution on changing the name of Van Lam Petroleum Station - Hung Yen Petroleum Branch to Công ty xăng dầu Hưng Yên (tentatively translated as Hung Yen Petroleum Company) |
| 13 | 10/XL1-HDQT-NQ | October 12, 2023 | Resolution on borrowing capital at Petrolimex Group Commercial Joint Stock Bank - Thang Long Branch |
| 14 | 11/XL1-HDQT-NQ | October 12, 2023 | Resolution on short-term loans and issuance of guarantees, issuance of Upas X L/C, Domestic LC at Military Commercial Joint Stock Bank - Ly Nam De Branch |
| 15 | 12/XL1-HDQT-NQ | October 12, 2023 | Resolution on selecting an audit company for the Financial Statements 2023 |
| 16 | 13/XL1-HDQT-NQ | October 12, 2023 | Resolution on allowing PCC-1 Composite Plastic Wood One Member Company Limited to borrow capital at Petrolimex Group Commercial Joint Stock Bank - Thang Long Branch |
| 17 | 14/XL1-HDQT-NQ | October 20, 2023 | Resolution on recording the 2022 dividend payment date |
| 18 | 15/XL1-HDQT-NQ | November 03, 2023 | Resolution on adjusting the 2022 dividend payment date |
| 19 | 16/XL1-HDQT-NQ | November 06, 2023 | Resolution on adjusting the 2022 dividend payment date |
| 20 | 17/XL1-HDQT-NQ | November 06, 2023 | Resolution on short-term loans and issuance of guarantees, issuance of Upas X L/C, Domestic LC at Military Commercial Joint Stock Bank - Ly Nam De Branch for Navy Region 4 project |
| 21 | 18/XL1-HDQT-NQ | November 27, 2023 | Resolution on the credit extension of PCC - 1 Ha Noi One Member Company Limited at Vietnam Maritime Commercial Joint Stock Bank - Long Bien Branch (MSB) |
| 22 | 19/XL1-HDQT-NQ | November 27, 2023 | Resolution on the credit extension at VPBank |

1. The Supervisory Board (Report of 2023):

1. Information about members of the Supervisory Board:

|  |  |  |  |  |
| --- | --- | --- | --- | --- |
| No. | Member of the Supervisory Board | Position | Date of appointment as member of the Supervisory Board. | Qualification |
| 1 | Dinh Viet Tien | Chief of the Supervisory Board | June 25, 2020 | Bachelor |
| 2 | Luu Thi Viet Huong | Member of the Supervisory Board | June 25, 2020 | Bachelor |
| 3 | Nguyen Ha Nam | Member of the Supervisory Board | April 27, 2023 | Bachelor |

1. The Executive Board

|  |  |  |  |  |
| --- | --- | --- | --- | --- |
| No. | Member of the Executive Board | Date of birth | Qualification | Date of appointment/dismissal as member of the Supervisory Board |
| 1 | Tran Cong Huu | September 08, 1977 | Bachelor, Machine Manufacturing Technology Engineer |  |
| 2 | Pham Thanh Cong | August 11, 1973 | Bachelor of Finance and Accounting | June 06, 2022 |
| 3 | Vu Duy Hai | August 24, 1980 | Bachelor, Construction Economics Engineer |  |
| 4 | Pham Thi Kim Chi | December 09, 1979 | Bachelor, Construction Economics Engineer | December 14, 2020 |
| 4 | Le Quoc Binh | April 27, 1964 | Bachelor, Construction Engineer |  |

1. Chief Accountant

|  |  |  |  |
| --- | --- | --- | --- |
| Full name | Date of birth | Qualification | Date of appointment/dismissal |
| Le Huy Thanh | November 02, 1976 | Bachelor of Economics | June 06, 2022 |

1. Training on corporate governance
2. List of affiliated persons of the public company (report of 2023) and transactions between the affiliated persons of the Company with the Corporation itself
3. Transactions between the Company and affiliated persons of the Company, or between the Company and major shareholders, PDMR, or affiliated persons of PDMR: None
4. Transactions between the 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 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 the companies where affiliated persons of members of the Board of Directors, members of the Supervisory Board, the Manager (the General Manager) and other managers 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 the members of the Board of Directors, the members of the Supervisory Board, the Manager (General Manager) and other managers: None.
6. Share transactions of PDMR and affiliated persons of PDMR (Report in 2023)
7. Transaction of PDMR and affiliated persons on the Company’s shares: None
8. Other significant issues: None