**SHG: Annual Corporate Governance Report 2023**

On January 30, 2024, SongHong Corporation announced Report No. 11/BC-HDQT on the corporate governance of the Company as follows:

* Name of company: SongHong Corporation
* Headquarters address: 70 An Duong, Yen Phu ward, Tay Ho, Ha Noi
* Hanoi
* Tele 024 37171603                Fax: 024 37171604
* Charter capital: VND 270,000,000,000
* Securities code: SHG

1. Activities of the General Meeting of Shareholders
2. The Board of Directors:

1. Information about members of the Board of Directors:

Since the Corporation has not been able to organize the Annual General Meeting of Shareholders to re-elect the Board of Directors whose term has expired (2015-2020), the Board of Directors' term of 2015-2020 is still continuing to operate, managing the Corporation.

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| No. | Member of the Board of Directors | Position | Date of appointment/dismissal as member of the Board of Directors | Number of Board Meetings attended | Attendance rate (%) | Reason for absence |
| 1 | Mr. Tran Huyen Linh | The Chair of the Board of Directors | July 29, 2016 | 04 | 100 |  |
| 2 | Mr. Le Xuan Thi | Vice Chair of the Board of Directors | July 29, 2016 | 04 | 100 |  |
| 3 | Mr. La Tuan Hung | Member of the Board of Directors | July 30, 2015 | 03 | 75 |  |
| 4 | Mr. Pham Van Nghia | Members of the Board of Directors | July 30, 2015 | 01 | 25 |  |
| 5 | Mr. Phan Viet Anh | Member of the Board of Directors | July 29, 2016 | 04 | 100 |  |

4. Board Resolutions/Board Decisions:

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| --- | --- | --- | --- |
| No. | Board Resolution/Board Decision No. | Date | Content |
| 1 | 01 /NQ-HDQT | January 30, 2023 | Resolution on the plan for liquidation, sale of damaged assets, and assets not in use by the Corporation |
| 2 | 03 /NQ-HDQT | March 02, 2023 | Resolution on implementing Inspection Conclusion No. 02/KL-TTr dated 01/06/2023 of the Chief Inspector of the Ministry of Construction |
| 3 | 04/NQ/HDQT | March 15, 2023 | Resolution on personnel changes in the position of General Manager of the Corporation |
| 4 | 05/QD-HDQT | March 17, 2023 | Decision on the dismissal of the Deputy General Manager of the Corporation, Mr. Phan Viet Anh |
| 5 | 06/QD-HDQT | March 17, 2023 | Decision on the appointment of the Deputy General Manager of the Corporation, Mr. Nguyen Minh Quan |
| 6 | O6a/NQ-HDQT | May 15, 2023 | Resolution on extending the term of the General Manager of the Corporation |
| 7 | 07a/NQ-HDQT | May 16, 2023 | Resolution on selecting a consulting unit to provide services: Draft task outlines and estimates; Appraise the estimated value; Draft E-HSMT, evaluating E-HSDT; Appraise E-SHDT, Appraise the results of select contractors to serve the state capital divestment at the Corporation |
| 8 | 07/QD-HDQT | May 25, 2023 | Decision on the task outlines and cost estimates of the divestment plan at the Corporation |
| 9 | 08/QD-HDQT | May 25, 2023 | Decision on approving the selection of the contractor for: Selecting the unit to appraise and evaluate the value of the Holding Company's shares of the Corporation as of June 30, 2023 to determine the starting price for auctioning the transfer of shares |
| 10 | 09/QD-HDQT | June 01, 2023 | Decision on approving the E-HSMT package "Selecting the contractor, selecting the unit to appraise and evaluate the value of the Holding Company's shares as of June 30, 2023 to determine the starting price for auctioning the transfer of state capital |
| 11 | 14/QD-HDQT | June 30, 2023 | Decision on approving the establishment of an Audit Committee and the Internal Audit plan as of 0:00 on July 1, 2023 of the Corporation |
| 12 | 15/QD-HDQT | July 05, 2023 | Decision on approving the results of selecting the package "Selecting the unit to appraise and evaluate the value of the Holding Company's shares as of June 30, 2023 |
| 13 | 16 /NQ-HDQT | July 14, 2023 | Resolution on approving the agreement on overdue interest payments to Trieu Chau Company |
| 14 | 17 /NQ-HDQT | July 17, 2023 | Resolution on approving some contents of the Annual General Meeting of Shareholders 2023 of Song Hong Energy Joint Stock Company |
| 15 | 19 /NQ-HDQT | August 14, 2023 | Resolution on the selection of an independent audit company to review the semi-annual financial statements 2023 and audit separate and consolidated financial statements for the fiscal year 2023 of the Corporation |
| 16 | 20/QD-HDQT | August 16, 2023 | Decision on approving the Task Outline - Estimate of the package: Consulting on the divestment plan of the Ministry of Construction at the Corporation |
| 17 | 21/QD-HDQT | August 17, 2023 | Decision on approving the Plan to select a contractor to provide consulting services on the divestment plan of the Ministry of Construction at the Corporation |
| 18 | 22/QD-HDQT | August 18, 2023 | Decision on approving the results of selecting the contractor for the package: Selecting the unit to provide consulting services on the divestment plan of the Ministry of Construction at the Corporation |
| 19 | 23 /NQ-HDQT | August 22, 2023 | Resolution on the work of personnel, representing capital management of the Corporation at Song Hong An Duong |
| 20 | 24 /NQ-HDQT | August 22, 2023 | Decision on personnel work, representatives managing the Corporation's capital portion at Song Hong An Duong Co., Ltd. |
| 21 | 25/NQ-HDQT | October 20, 2023 | Resolution on approving the appointment of personnel to the position of Chief Accountant of Song Hong Energy Joint Stock Company |
| 22 | 26/QD-HDQT | October 18, 2023 | Decision on approving the establishment of the Audit Council and the plan for handling the audit as of 0:00, January 1, 2024 of the Corporation |
| 23 | 29 /NQ-HDQT | December 29, 2023 | Resolution on personnel holding management positions, operation of the Corporation |
| 24 | 30/QD-HDQT | December 29, 2023 | Decision on the dismissal of the position of General Manager of the Corporation |
| 25 | 31/QD-HDQT | December 29, 2023 | Decision on the appointment of the position of Acting General Manager of the Corporation |
| 26 | 32/QD-HDQT | December 29, 2023 | Decision on the appointment of the position of Deputy General Manager of the Corporation |
| 27 | 33 /NQ-HDQT | December 29, 2023 | Resolution on the Extraordinary General Meeting of Shareholders 2024 |

1. The Supervisory Board:
2. Information about members of the Supervisory Board for the 2ns term (20152020)

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| --- | --- | --- | --- | --- | --- | --- |
| No. | Member of the Supervisory Board | Position | Date of appointment/dismissal as member of the Supervisory Board | Number of attended meetings of the Supervisory Board | Attendance rate (%) | Reason for absence |
| 1 | Mr. Tran Anh Tai | Chief of Supervisory Board | July 30, 2015  June 16, 2020 |  |  |  |
| 2 | Mr. Cao Tien Trung | Member of the Board of Directors | May 19, 2017 |  |  |  |

On June 10, 2020, the Board of Directors of the Corporation announced Decision No. 22/QD-HDQT on appointing Mr. Tran Anh Tai to the position of Deputy General Manager -cum- Chief Accountant of the Corporation and relieving him of the position of Chief of the Supervisory Board. However, the above content has not been approved at the General Meeting of Shareholders as the Corporation has not been able to organize the General Meeting.

1. Training on corporate governance None
2. List of affiliated persons of the listed company as prescribed in Clause 45, Article 4 of the Law on Securities and transactions between 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 person of PDMR: none
4. Transactions between PDMR of the Corporation, affiliated persons of PDMR and subsidiaries, companies under the control of the Corporation: none
5. 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 and the Executive 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) 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 Executive General Manager are members of the Board of Directors, the Executive General Manager: none
   3. Other transactions of the Corporation (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. Corporation’s share transactions of PDMR and affiliated persons: none
8. Other significant issues: None