**SSH: Annual Corporate Governance Report 2023**

On January 30, 2024, Seagull Shipping Company announced Report No. 3001/2023/BCQT-SSH on the corporate governance of the Company as follows:

* Company name: Seagull Shipping Company
* Head office address: 9th Floor, Sunshine Center Building, 16 Pham Hung, My Dinh 2 Ward, Nam Tu Liem District, Hanoi
* Tele 0247.302.5888 Email: info@ssh.vn
* Charter capital: VND 3,750,000,000,000
* Securities code: SSH
* Corporate governance model: The General Meeting of Shareholders, the Board of Directors, the Supervisory Board and the General Manager.
* Internal audit execution: Yes.

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 of the General Meeting of Shareholders No. | Date | Content |
| 1 | 01/2023/SSH/NQ-DHDCD | May 20, 2023 | Annual General Mandate approved the contents of the Meeting of the Annual General Meeting of Shareholders 2023 |

II. The Board of Directors:

1. 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 | Date of dismissal |
| 1 | Do Anh Tuan | Chair of the Board of Directors | June 16, 2021 |  |
| 2. | Do Thi Dinh | Member of the Board of Directors | June 16, 2021 |  |
| 3. | Nguyen Thi Hong Hanh | Member of the Board of Directors | June 16, 2021 |  |
| 4. | Nguyen Xuan Anh | Non-executive member of the Board of Directors | October 23, 2020 |  |
| 5. | Luong Thanh Long | Independent member of the Board of Directors | October 23, 2020 | May 20, 2023 |
| 6. | Nguyen Viet Hai | Independent member of the Board of Directors | May 20, 2023 |  |

1. Board Resolutions/Board Decisions in 2023:

|  |  |  |  |  |
| --- | --- | --- | --- | --- |
| No. | Resolutions/Decision No. | Date | Content | Approval rate |
| 1. | 01/2023/SSH/NQ-HDQT | February 01, 2023 | Resolution on approving the offsetting of debts among Sunshine Homes Development Joint Stock Company, Hasky Joint Stock Company, and Xuan Dinh Construction Investment Joint Stock Company | 100% |
| 2. | 03/2023/SSH/NQ-HDQT | March 07, 2023 | Resolution on approving the organization of the Annual General Meeting of Shareholders for the year 2023 | 100% |
| 3. | 02/2023/SSH/NQ-HDQT | March 08, 2023 | Resolution on approving the dismissal of Mr. Bui Van Tu as Deputy General Manager of the Company and the appointment of Ms. Hoang Thi Thanh Hai as Deputy General Manager | 100% |
| 4. | 04/2023/SSH/NQ-HDQT | March 31, 2023 | Resolution on approving the agenda and documents for the Annual General Meeting of Shareholders in 2023 | 100% |
| 5. | 05/2023/SSH/NQ-HDQT | April 05, 2023 | Resolution on approving the change of timing for the Annual General Meeting of Shareholders in 2023 | 100% |
| 6. | 06/2023/SSH/NQ-HDQT | April 28, 2023 | Resolution on approving the update and amendment of documents for the Annual General Meeting of Shareholders in 2023 | 100% |
| 7. | 07/2023/SSH/NQ-HDQT | May 16, 2023 | Resolution on approving the update and amendment of documents for the Annual General Meeting of Shareholders in 2023 | 100% |
| 8. | 08/2023/SSH/NQ-HDQT | May 18, 2023 | Resolution on approving the appointment of Mr. Phan Bich Long as Deputy General Manager of the Company | 100% |
| 9. | 09/2023/SSH/NQ-HDQT | May 19, 2023 | Resolution on approving the nomination of candidates for independent members of the Board of Directors and members of the Supervisory Board | 100% |
| 10. | 10/2023/SSH/NQ-HDQT | June 23, 2023 | Resolution on approving the principle of signing a lease contract for office space with related parties and approving changes to the registered content of the Company's representative office activities in Ho Chi Minh City | 100% |
| 11. | 11/2023/SSH/NQ-HDQT | June 23, 2023 | Resolution on approving the principle of signing a Service Management Contract between Sunshine Homes Development JSC and Xuan La Construction Investment Joint Stock Company | 100% |
| 12. | 12/2023/SCG/NQ-HDQT | July 01, 2023 | Resolution on approving the dismissal of Ms. Hoang Thi Thanh Hai - Deputy General Manager of the Company | 100% |
| 13. | 13/2023/SSH/NQ-HDQT | August 15, 2023 | Resolution on approving the offsetting of debts between Sunshine Homes Development JSC, Phu Thanh Joint Stock Company, and Sunshine Sky Villa Joint Stock Company | 100% |
| 14. | 14/2023/SSH/NQ-HDQT | August 31, 2023 | Resolution on approving the provision of Bush Flower services between Sunshine Homes Development JSC and Sunshine Landscape Joint Stock Company | 100% |
| 15. | 15/2023/SSH/NQ-HDQT | October 11, 2023 | Resolution on approving the Principle Contract of Goods Purchase and Sale between Sunshine Homes Development Joint Stock Company and Sunshine Mart Service And Trading Business Company Limited | 100% |
| 16. | 16/2023/SSH/NQ-HDQT | October 14, 2023 | Resolution on approving the principle of signing a Training Organization Contract for Fire Fighting Professionalism, guiding fire fighting plans | 100% |
| 17. | 17/2023/SSH/NQ-HDQT | December 11, 2023 | Resolution on approving the Software Services Contract between Sunshine Homes Development JSC and Unicloud Technology Group Joint Stock Company | 100% |
| 18. | 18/2023/SSH/NQ-HDQT | December 22, 2023 | Resolution on approving the completion of the transfer of shares in Sunshine Tay Ho Joint Stock Company | 100% |
| 19. | 19/2023/SSH/NQ-HDQT | December 26, 2023 | Resolution on approving the dismissal and appointment of the Company's the Person in charge of Corporate Governance | 100% |
| 20. | 20/2023/SSH/NQ-HDQT | December 29, 2023 | Resolution on approving the principle of signing a Contract for leasing basement space and a Contract for leasing swimming pool between Sunshine Homes Development JSC and S-Service Management & Operation Joint Stock Company | 100% |

III. The Supervisory Board

1. Information about members of the Supervisory Board:

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| --- | --- | --- | --- | --- |
| No. | Member of the Supervisory Board | Position | Date of appointment/dismissal as member of the Supervisory Board | Qualification |
| 1 | Nguyen Thi Thu Thuy | Chief of the Supervisory Board | Appointed on October 23, 2020 | Bachelor of Economics - Academy of Finance |
| 2 | Tran Dang Khoa | Member of the Supervisory Board | Appointed on October 23, 2020 | Bachelor of Accounting - National Economics University |
| 3 | Nguyen Hoang Anh. | Member of the Supervisory Board | Dismissal date May 20, 2023 | Bachelor of Accounting - National Economics University |
| 4 | Le Thi Thu Giang | Members of the Supervisory Board | Appointed on May 20, 2023 | Bachelor of Law - Hanoi Law University  Bachelor of Accounting - National Economics University |

IV. The Executive Board:

|  |  |  |  |  |
| --- | --- | --- | --- | --- |
| No. | Members of the Executive Board | Date of birth | Qualification | Date of appointment/dismissal as member of the Executive Board |
| 1. | Do Thi Dinh - the General Manager | December 26, 1983 | Bachelor at Academy of Finance | Appointed on June 16, 2021 |
| 2. | Nguyen Thi Hong Hanh - the Deputy General Manager | July 17, 1983 | Master of Business Administration - Delaware State University (USA) | Appointed on June 16, 2021 |
| 3. | Bui Van Tu - Deputy General Manager | March 12, 1985 | Civil and industrial construction Engineer - Hanoi Architectural University | Dismissal date March 08, 2023 |
| 4. | Nguyen Thi Thanh Ngoc - the Deputy General Manager | April 13, 1977 | Bachelor of Architecture | Appointed on October 18, 2021 |
| 5. | Hoang Thi Thanh Hai - Deputy General Manager | December 11, 1978 | Bachelor of Education | Appointed on March 08, 2023, dismissed on July 01, 2023 |
| 6. | Phan Bich Long - Deputy General Manager | August 22, 1985 | Construction Engineer | Appointed on May 18, 2023 |

V. Chief Accountant

|  |  |  |  |
| --- | --- | --- | --- |
| Full name | Date of birth: | Qualification | Appointment/dismissal date |
| Nguyen Thi Phuong Loan | December 27, 1985 | Bachelor of Accounting and Auditing | Appointed on October 30, 2020 |

1. Training on corporate governance:
2. List of affiliated persons of the public company (Report in 2023) and transactions

of the affiliated persons with the company itself.

1. Transactions between the Company and affiliated persons of the Company; or between the Company and major shareholders, PDMR, affiliated persons of PDMR:

|  |  |  |  |  |  |  |  |  |
| --- | --- | --- | --- | --- | --- | --- | --- | --- |
| No. | Name of organizations/individuals | Relations with the Company | NSH\* No., Date of issue, Place of issue | Head office address/Contact address | Time of transaction with the Company | General Mandate/Decision of the General Meeting of Shareholder No. or Board Resolution/Decision No. (including date of promulgation, if any) | Content, quantity, total value of transaction | Note |
| 1 | Xuan La Construction Investment Joint Stock Company | Subsidiaries | 0107565651 issued by the Department of Planning and Investment of Hanoi City for the first time on  September 15, 2016 | Floor 4, Sunshine Center Building, 16 Pham Hung, My Dinh 2 Ward, Nam Tu Liem District, Hanoi | June 26, 2023  September 29, 2023  December 27, 2023 | No. 11/2023/SSH/NQ-HDQT dated June 23, 2023. | Service management fee according to Contract No. 2306/HDDV/SSH- XUANLA signed on June 23, 2023, amounting to VND 31,470,612,949. |  |
| 2 | Xuan Dinh Construction Investment Joint Stock Company | Indirect Subsidiary | 0107565644 issued by the Department of Planning and Investment of Hanoi City for the first time on September 15, 2016, and the fifth time on December 15, 2020. | Floor 9, Sunshine Center Building, 16 Pham Hung, My Dinh 2 Ward, Nam Tu Liem District, Hanoi | March 30, 2023  June 22, 2023  September 29, 2023  December 27, 2023 | No. 3010/2020/NQ-HDQT/XDSS | Management fee according to Contract No 0111/HDNT/XDSS dated November 1, 2020, valued at VND 37,913,205,397. |  |
| 3 | February 02, 2023 | No. 01/2023/SSH/NQ-HDQT dated February 01, 2023. | Confirmation of offsetting debts document dated February 1, 2023, valued at  VND 11,981,904,797 |  |
| 4 | Sunshine  Group  Joint Stock Company | The company and its shareholders contribute capital/related to key managers | 0107397372  issued by the Department of Planning and Investment of Hanoi City for the first time on  April 13, 2016 | Floor 9, Center Building, 16 Pham Hung Street, My Dinh 2 Ward, Nam Tu Liem District, Hanoi. | 2023 | No. 1605-2020/NQ-DHDCD dated May 16, 2020 | Interest received from deposit contract for SSG shares at Sunshine Tay Ho Company, transaction value VND 22,191,780,822. |  |
| 5 | December 22, 2023 | No. 18/2023/SSH/NQ-HDQT dated December 22, 2023. | Receipt of share transfer of SSG at SS Tay Ho Company, transaction value VND 450,000,000,000. |  |
| 6 | Saigon Sunshine Group Joint Stock Company  Saigon Sunshine Group Joint Stock Company | Company and shareholders contribute capital | 0315210233 issued by  the Department of Planning and Investment of Ho Chi Minh City for the first time on August 8, 2018. | Trading Area SI.A2.02.03, Floor 02, Tower Sl, No. 23 Phu Thuan, Tan Phu Ward, District 7, Ho Chi Minh City, Vietnam. | March 15, 2023  May 19, 2023  August 22, 2023  November 28, 2023 | No. 0108/2018/NQ-HDQT/XDSS | Car rental contract No. 04/HDTX/XDSS- SSSG dated August 16, 2018, transaction value VND 866,161,615. |  |
| 7 | June 26, 2023 | No. 10/2023/SSH/NQ-HDQT dated June 23, 2023. | Office leasing contract No. 01/2023/HDTVP/SSSG-PTSSH dated June 25, 2023, transaction value VND 64,636,364. |  |
| 8 | SCG Construction Group Joint Stock Company | The company and its shareholders contribute capital/related to key managers | 0108704763 issued by the Department of Planning and Investment of Hanoi City for the first time on April 17, 2019. | Floor 8, Sunshine Center Building, 16 Pham Hung Street, My Dinh 2 Ward, Nam Tu Liem District, Hanoi. | September 29, 2023 | No. 0108/2020/NQ-HDQT/XDSS | Implementation of Center project, transaction value VND 2,703,206,535. |  |

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

3. Transactions between PDMR of the Company, affiliated persons of PDMR and subsidiaries, companies controlled by the Company:

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| --- | --- | --- | --- | --- | --- | --- | --- | --- |
| No. | Name of organizations/individuals | Relations with the Company | NSH No., Date of issue, Place of issue of NSH | Head office/Contact address | Time of transaction with the Company | Name of subsidiaries or companies controlled by the listed company | Content, quantity, total value of transaction | Note |
| 1 | Sunshine Homes Development Joint Stock Company | The Holding Company: | 0106784499 issued by Department of Planning and Investment of Hanoi City for the first time on March 09, 2015 | 9th Floor, Sunshine Center Building, 16 Pham Hung, My Dinh 2 Ward, Nam Tu Liem District, Hanoi | June, September, December 2023 | Xuan La Construction Investment Joint Stock Company | Xuan La Construction Investment Corporation Service management fee under Contract No. 2306/HDDV/SSH-XUANLA signed on June 23, 2023, amounted to VND 31,470,612,949. |  |
| 2 | Sunshine Group Joint Stock Company | Related to key personnel of the holding company | 0107397372 issued by Department of Planning and Investment of Hanoi City for the first time on April 13, 2016 | 9th Floor, Center Building, 16 Pham Hung Street, My Dinh 2 Ward, Nam Tu Liem District, Hanoi | December 2023 | Xuan La Construction Investment Joint Stock Company | Brand expense, transaction value VND 8,000,000,000 |  |
| 3 | Sunshine Mart Service And Trading Business Company Limited | Related to key personnel of the holding company | 0109334554 issued by Hanoi Department of Planning and Investment on September 8, 2020 | 1st Floor, Sunshine Center Building, 16 Pham Hung Street, My Dinh 2 Ward, Nam Tu Liem District, Hanoi | From January to December 2023 | Xuan La Construction Investment Joint Stock Company | Meal vouchers, transaction value VND 18,781,736 |  |
| 4 | SCG Construction Group Joint Stock Company | Related to key personnel of the holding company | 0108704763 issued by Hanoi Department of Planning and Investment on April 17, 2019 | 8th Floor, Sunshine Center Building, 16 Pham Hung Street, My Dinh 2 Ward, Nam Tu Liem District, Hanoi | From January to June 2023 | Xuan La Construction Investment Joint Stock Company | Xuan La Construction Investment Corporation Landscaping construction cost for Capital West Thang Long Project, transaction value VND 2,392,427,734 |  |
| 5 | KSFinance Investment Group Joint Stock Company | Company related to key personnel of the holding company | 0109519890 issued by Hanoi Department of Planning and Investment on February 3, 2021 | 6th Floor, Sunshine Center Building, 16 Pham Hung Street, My Dinh 2 Ward, Nam Tu Liem District, Hanoi, Vietnam. | From January to December 2023 | Xuan La Construction Investment Joint Stock Company | Xuan La Construction Investment Corporation Real estate consultancy and brokerage service fee, transaction value VND 46,204,328,133 | No longer related since May 20, 2023 |
| 6 | S-Service Management & Operation Joint Stock Company | Company related to key personnel of the holding company | 0107744812 issued by Hanoi Authority for Planning & Investment for the first time on March 02, 2017 | 9th Floor, Sunshine Center Building, 16 Pham Hung Street, My Dinh 2 Ward, Nam Tu Liem District, Hanoi, Vietnam | December 2023 | Xuan La Construction and Investment Corporation | Office electricity bill, transaction value VND 53,765,835 |  |
| 7 | Sunshine Marina Nha Trang Joint Stock Company | Company related to key personnel of the holding company | 0106212815 issued by Hanoi Department of Planning and Investment on June 24, 2013 | Lot 23, Zone D3A.3, 18.6ha auction area, Phu Thuong Ward, Tay Ho District, Hanoi | From January to March 2023 | Xuan La Construction Investment Joint Stock Company | Interest for loans, transaction value 848,958,904 VND | No longer related since November 01, 2023 |
| 8 | Unicloud Technology Group Joint Stock Company | Company related to key management personnel of the holding company  The Holding Company: | 0107432651 issued by Department of Planning and Investment of Hanoi City for the first time on May 12, 2016 | 10th Floor, Sunshine Center Building, 16 Pham Hung Street, My Dinh 2 Ward, Nam Tu Liem District, Hanoi | December 2023 | Xuan La Construction Investment Joint Stock Company | Real estate trading software cost, transaction value  VND 5,290,488,889 |  |
| 9 | Unicloud Technology Group Joint Stock Company - Ho Chi Minh Branch | Company related to key management personnel of the holding company | 0107432651-001 | Block 5-Lot I-3B-1, N6 Street, High-Tech Park, Tan Phu Ward, Thu Duc City, Ho Chi Minh City. | December 2023 | Xuan La Construction and Investment Corporation | Virtual reality interactive app software cost for the project, transaction value VND 5,600,000,000 |  |
| 10 | Sunshine Mart Service And Trading Business Company Limited | Company related to key personnel | 0109334554 issued by Hanoi Department of Planning and Investment on September 8, 2020 | 1st Floor, Sunshine Center Building, 16 Pham Hung Street, My Dinh 2 Ward, Nam Tu Liem District, Hanoi | From January to December 2023 | Hung Thinh Phat Real Estate Investment Limited Liability Company | Purchase of vouchers for employees, meals, transaction value VND 3,336,362 |  |
| 11 | Xuan Dinh Construction Investment Joint Stock Company | Subsidiaries | 0107565644 issued by Hanoi Authority for Planning & Investment for the first time on September 15, 2016 | 9th Floor, Sunshine Center Building, No. 16 Pham Hung, My Dinh 2 Ward, Nam Tu Liem District, Hanoi | October and November 2023 | Hung Thinh Phat Real Estate Investment Limited Liability Company | Loan interest, transaction value VND 5,808,219 |  |
| 12 | Sunshine Group Joint Stock Company | Company related to key management personnel | 0107397372 issued by Hanoi Department of Planning and Investment on April 13, 2016 | 9th Floor, Center Building, 16 Pham Hung Street, My Dinh 2 Ward, Nam Tu Liem District, Hanoi | From January to August 2023 | Xuan Dinh Construction Investment Corporation | Household electricity bill, transaction value VND 139,691,838 |  |
| 13 | From January to December 2023 | Xuan Dinh Construction Investment Joint Stock Company | Construction expenses for the project, asset purchase, brand protection, transaction value VND 45,756,408,043 |  |
| 14 | January 17, 2023  January 30, 2023 | Xuan Dinh Construction Investment Joint Stock Company | Offsetting three-party debts, transaction value VND 12,583,548,299 |  |
| 15 | Phu Thuong Education Investment Limited Liability Company | Company related to key management personnel | 0107520675 issued by Hanoi Department of Planning and Investment on July 28, 2016 | 10th Floor, Center Building,  16 Pham Hung Street, My Dinh 2 Ward, Nam Tu Liem District, Hanoi | From January to December 2023 | Xuan Dinh Construction Investment Joint Stock Company | Purchase of vouchers for customer gifts, transaction value VND 800,000,000 |  |
| 16 | January 17, 2023 | Xuan Dinh Construction Investment Joint Stock Company | Offsetting three-party debts, transaction value VND 262,949,249 |  |
| 17 | Sunshine Tay Ho Joint Stock Company | Company related to key management personnel | 0108268436 issued by Department of Planning and Investment of Hanoi City for the first time on May 09, 2018 | 12th Floor, Sunshine Center Building, 16 Pham Hung Street,  Me Tri Ward, Nam Tu Liem District, Hanoi | From January to December 2023 | Xuan Dinh Construction Investment Joint Stock Company | Interest for loans, transaction value VND 22,983,815,891 |  |
| 18 | KS Group Joint Stock Company | Company related to key management personnel | 0109432720 issued by Hanoi Department of Planning and Investment on January 27, 2021 | 12th Floor, Sunshine Center Building, 16 Pham Hung Street,  My Dinh 2 Ward, Nam Tu Liem District, Hanoi, Vietnam  Hanoi, Vietnam | From January to June 2023 | Xuan Dinh Construction Investment Joint Stock Company | Xuan Dinh Construction Investment Corporation Expenses related to issued bonds, transaction value 36,001,643,835 |  |
| 19 | From March to December 2023 | Xuan Dinh Construction Investment Joint Stock Company | Receivable for sales and late payment interest, transaction value VND 27,136,241,664 |  |
| 20 | Smartmind Securities Joint Stock Company | Company related to key management personnel | 42/UBCK-GPHDKD issued by the State Securities Commission on December 28, 2006  December 28, 2006 | 194 Nguyen Cong Tru Street, Nguyen Thai Binh Ward, District 1, Ho Chi Minh City | From January to December 2023 | Xuan Dinh Construction Investment Joint Stock Company | Expenses related to issued bonds, transaction value VND 9,312,332,000 |  |
| 21 | Kinh Bac Real Estate Trading Joint Stock Company | Company related to key management personnel | 0108692606 issued by Hanoi Department of Planning and Investment on April 9, 2019 | No. 12, Lane 84, Ngoc Khanh Street, Giang Vo Ward, Ba Dinh District, Hanoi | From January to December 2023 | Xuan Dinh Construction Investment Joint Stock Company | Interest for loans, transaction value VND 60,175,276,164 | No longer related to  SSH from March 8, 2023  March 08, 2023 |
| 22 | Sunshine AM Joint Stock Company | Company related to key management personnel | 0108440863 issued by Hanoi Authority for Planning & Investment for the first time on September 20, 2018 | 9th Floor, Sunshine Center Building, 16 Pham Hung Street, My Dinh 2 Ward, Nam Tu Liem District, Hanoi | From January to December 2023 | Xuan Dinh Construction Investment Joint Stock Company | Real estate rental service provision in 2023, transaction value VND 1,518,935,690 |  |
| 23 | From January to September 2023 | Xuan Dinh Construction Investment Joint Stock Company | Household electricity bill, transaction value VND 1,057,404,580 |  |
| 24 | Vinaminco Khanh Hoa Joint Stock Company | Company related to key management personnel | 4201510752 issued by Khanh Hoa Department of Planning and Investment on July 2, 2012 | 32 Tran Phu Street, Vinh Nguyen Ward, Nha Trang City, Khanh Hoa Province | From January to December 2023 | Xuan Dinh Construction Investment Joint Stock Company | Interest for loans, transaction value VND 41,825,170,412 | No longer related to SSH from August 24, 2023 |
| 25 | Sunshine Homes Development Joint Stock Company | The Holding Company: | 0106784499 issued by Department of Planning and Investment of Hanoi City for the first time on March 09, 2015 | 9th Floor, Sunshine Center Building, No. 16 Pham Hung, My Dinh 2 Ward, Nam Tu Liem District, Hanoi | From January to December 2023 | Xuan Dinh Construction Investment Joint Stock Company | Management fee, transaction value VND 37,913,205,397 |  |
| 26 | February 02, 2023 | Xuan Dinh Construction Investment Joint Stock Company | Offsetting three-party debts, transaction value VND 11,981,904,797 |  |
| 27 | S-Service Management and Operation Joint Stock Company | Company related to key management personnel | 0107744812 issued by Hanoi Department of Planning and Investment on March 02, 2017 | 9th Floor, Sunshine Center Building, 16 Pham Hung Street, My Dinh 2 Ward, Nam Tu Liem District, Hanoi | From January to December 2023 | Xuan Dinh Construction Investment Joint Stock Company | Building management fee, transaction value VND 9,498,926,894 |  |
| 28 | From January to September 2023 | Xuan Dinh Construction Investment Joint Stock Company | Household electricity bill, transaction value VND 4,880,713,859 |  |
| 29 | From January to December 2023 | Xuan Dinh Construction Investment Joint Stock Company | Household electricity and water bill, transaction value VND 335,763,819 |  |
| 30 | From January to December 2023 | Xuan Dinh Construction Investment Joint Stock Company | Revenue from real estate leasing services, transaction value VND 4,123,618,182 |  |
| 31 | Vietnet Investment and Technology Joint Stock Company | Company related to key management personnel | 0107920095 issued by Hanoi Department of Planning and Investment on July 17, 2017 | 11th Floor, Sunshine Center Building, 16 Pham Hung Street, My Dinh 2 Ward, Nam Tu Liem District, Hanoi, Vietnam | From January to September 2023 | Xuan Dinh Construction Investment Joint Stock Company | Household electricity bill, transaction value VND 169,534,663 |  |
| 32 | Sunshine Mart Trading and Service Limited Liability Company | Company related to key management personnel | 0109334554 issued by Hanoi Authority for Planning & Investment for the first time on September 08, 2020 | 1st Floor, Sunshine Center Building, 16 Pham Hung Street, My Dinh 2 Ward, Nam Tu Liem District, Hanoi | From January to December 2023 | Xuan Dinh Construction Investment Joint Stock Company | Cost of purchasing gift vouchers for customers, employees, meal service, gift baskets, transaction value VND 293,268,034 |  |
| 33 | From October to December 2023 | Xuan Dinh Construction Investment Joint Stock Company | Revenue from real estate leasing services, transaction value VND 277,380,000 |  |
| 34 | Sunshine Maple Bear Education Company Limited | Company related to key management personnel | 0108078467 issued by Hanoi Department of Planning and Investment on November 30, 2017 | 1st Floor, Sunshine Palace, Star AD1 Project, Land Lot C2/CN3, Mai Dong Ward, Hoang Mai District, Hanoi | From January to December 2023 | Xuan Dinh Construction Investment Joint Stock Company | Purchase of vouchers for customer gifts, transaction value VND 600,000,000 |  |
| 35 | KSF1NANCE Investment Joint Stock Company | Company related to key management personnel | 0109519890 issued by Hanoi Department of Planning and Investment on February 3, 2021 | F7th Floor, Sunshine Center Building, 16 Pham Hung Street, My Dinh 2 Ward, Nam Tu Liem District, Hanoi | From January to December 2023 | Xuan Dinh Construction Investment Joint Stock Company | Brokerage service fee, transaction value VND 73,113,753,385 | No longer related to SSH from May 20, 2023 |
| 36 | From January to December 2023 | Xuan Dinh Construction Investment Joint Stock Company | Receiving payment for sales and late payment interest, transaction value VND 419,591,683,739 | No longer related to SSH from May 20, 2023 |
| 37 | Sunshine Marina Nha Trang Joint Stock Company | Company related to key management personnel | 0106212815 issued by Hanoi Department of Planning and Investment on June 24, 2013 | Lot 23, Zone D3A.3 18.6 ha auction area, Phu Thuong Ward, Tay Ho District, Hanoi | January 18, 2023  March 20, 2023 | Xuan Dinh Construction Investment Joint Stock Company | Offsetting three-party debt, transaction value VND 37,193,416,737 | No longer related to SSH from November 1, 2023 |
| 38 | Anh Duong Star Joint Stock Company | Company related to key management personnel | 0101358793 issued by Hanoi Department of Planning and Investment on May 9, 2003 | No. 50A, Alley 6/6, Lane 6 Doi Nhan Street, Cong Vi Ward, Ba Dinh District, Hanoi | January 17, 2023  March 20, 2023 | Xuan Dinh Construction Investment Joint Stock Company | Offsetting three-party debt, transaction value VND 15,096,630,895 |  |
| 39 | Real Tech Group Joint Stock Company | Company related to key management personnel | 0106771556 issued by Hanoi Department of Planning and Investment on February 9, 2015 | Floor 12, Sunshine Center Building, 16 Pham Hung, My Dinh 2 Ward, Nam Tu Liem District, Hanoi | January 19, 2023  February 02, 2023 | Xuan Dinh Construction Investment Joint Stock Company | Offsetting three-party debts, transaction value VND 1,795,642,346 |  |
| 40 | S-Homes Real Estate Investment Joint Stock Company | Company related to key management personnel | 0107069847 issued by Hanoi Department of Planning and Investment on October 28, 2015 | 10th Floor, Sunshine Center Building, 16 Pham Hung Street, My Dinh 2 Ward, Nam Tu Liem District, Hanoi | January 17, 2023  January 19, 2023 | Xuan Dinh Construction Investment Joint Stock Company | Offsetting three-party debts, transaction value VND 1,950,548,890 |  |
| 41 | SCG Construction Group Joint Stock Company | Company related to key management personnel | 0108704763 issued by Hanoi Department of Planning and Investment on April 17, 2019 | Floor 8, Sunshine Center Building, 16 Pham Hung, My Dinh 2 Ward, Nam Tu Liem District, Hanoi | January 17, 2023  January 27, 2023  June 08, 2023  July 05, 2023 | Xuan Dinh Construction Investment Joint Stock Company | Offsetting three-party debts, transaction value VND 56,197,441,699 |  |
| 42 | S-Decoro Joint Stock Company | Company related to key management personnel | 0109383914 issued by Hanoi Department of Planning and Investment on October 20, 2020 | Floor 3, Sunshine Center Building, 16 Pham Hung, My Dinh 2 Ward, Nam Tu Liem District, Hanoi | January 17, 2023  January 27, 2023 | Xuan Dinh Construction Investment Joint Stock Company | Offsetting three-party debts, transaction value VND 4,020,959,901 |  |
| 43 | Unicloud Technology Group Joint Stock Company | Company related to key management personnel | 0107432651 issued by Hanoi Department of Planning and Investment on May 12, 2016 | Floor 10, Sunshine Center Building, 16 Pham Hung, My Dinh 2 Ward, Nam Tu Liem District, Hanoi | December 21, 2023  December 28, 2023  December 29, 2023 | Xuan Dinh Construction Investment Joint Stock Company | Cost of renting cars, buying software, software maintenance, transaction value VND 9,653,600,000 |  |
| 44 | Unicloud Technology Group Joint Stock Company - Ho Chi Minh City Branch | Company related to key management personnel | 0107432651-001 | Block 5, Lot 1-3B-1, N6 Street, High-Tech Zone - Tan Phu Ward - Thu Duc City - Ho Chi Minh City. December 29, 2023 | December 29, 2023 | Xuan Dinh Construction Investment Joint Stock Company | Cost of buying software, software maintenance, transaction value VND 8,400,000,000 |  |
| 45 | Saigon Sunshine Group Joint Stock Company | Company related to key management personnel | 0315210233 issued by Ho Chi Minh City Department of Planning and Investment on August 8, 2018 | S1.A2.02.03 commercial area, Floor 02, Tower Sl, No. 23 Phu Thuan - Tan Phu Ward - District 7 - Ho Chi Minh City. | September 5, 2023 | Xuan Dinh Construction Investment Joint Stock Company | Receivable for sales, transaction value VND 4,235,768,840 |  |
| 46 | Sunshine Landscape Joint Stock Company | Company related to key management personnel of  the Holding Company | 0109557977 issued by Hanoi Department of Planning and Investment on March 18, 2021 | Floor 12, Sunshine Center Building, 16 Pham Hung - My Dinh 2 Ward - Nam Tu Liem District - Hanoi. | August 17, 2023 | Xuan Dinh Construction Investment Joint Stock Company | Cost of buying trees, transaction value VND 7,152,000 |  |
| 47 | Hung Thinh Phat Real Estate Investment Limited Liability Company | The Holding Company | 0108325719 issued by Hanoi Department of Planning and Investment on June 14, 2018 | Floor 11, Sunshine Center Building, 16 Pham Hung - My Dinh 2 Ward - Nam Tu Liem District - Hanoi | From October to November 2023 | Xuan Dinh Construction Investment Joint Stock Company | Interest for loans, transaction value VND 5,808,219 |  |
| 48 | Marina 3 Joint Stock Company | Company related to key personnel | 0108489403 issued by Department of Planning and Investment of Hanoi City for the first time on October 26, 2018 | Floor 9, Center building, 16 Pham Hung, My Dinh 2 Ward, Nam Tu Liem District, Hanoi | From January to June 2023 | Anh Duong Star Joint Stock Company | Refunding money under the business cooperation contract, transaction value VND 257,516,000,000 |  |
| 49 | From January to June 2023 | Anh Duong Star Joint Stock Company | Interest payable under the business cooperation contract, transaction value VND 10,922,404,152 |  |
| 50 | Sunshine Homes Development Joint Stock Company | The Holding Company | 0106784499 issued by Hanoi Department of Planning and Investment on March 9, 2015 | Floor 9, Sunshine Center Building, 16 Pham Hung, My Dinh 2 Ward, Nam Tu Liem District, Hanoi | March, June, January 2023 | Anh Duong Star Joint Stock Company | VND Management fee, transaction value 18,161,151,839 |  |
| 51 | Unicloud Technology Group Joint Stock Company | Company related to key management personnel | 0107432651 issued by Hanoi Department of Planning and Investment on May 12, 2016 | Floor 10, Sunshine Center Building, 16 Pham Hung, My Dinh 2 Ward, Nam Tu Liem District, Hanoi | June, December 2023 | Anh Duong Star Joint Stock Company | Installation of smart control system at the swimming pool of Sunshine Garden project, transaction value VND 75,911,000  Replacement of network equipment at Sunshine Palace project, transaction value VND 20,697,000 |  |
| 52 | Sunshine Group Joint Stock Company | Company related to key personnel | 0107397372 issued by Hanoi Department of Planning and Investment on April 13, 2016 | Floor 9, Center building, 16 Pham Hung, My Dinh 2 Ward, Nam Tu Liem District, Hanoi | January 2023 | Anh Duong Star Joint Stock Company | Cost of buying Lunar New Year calendars 2023, transaction value VND 53,359,569 |  |
| 53 | Sunshine Mart Trading and Service Limited Liability Company | Company related to key personnel | 0109334554 issued by Hanoi Department of Planning and Investment on September 8, 2020 | Floor 1, Sunshine Center Building, 16 Pham Hung, My Dinh 2 Ward, Nam Tu Liem District, Hanoi | From January to December 2023 | Anh Duong Star Joint Stock Company | Providing meals, transaction value VND 466,501,478 |  |
| 54 | From January to December 2023 | Anh Duong Star Joint Stock Company | Gift sets, vouchers, office supplies, transaction value VND 62,563,637 |  |
| 55 | S-Service Management & Operation Joint Stock Company | Company related to key personnel | 0107744812 issued by Hanoi Department of Planning and Investment on March 2, 2017 | Floor 9, Sunshine Center Building, 16 Pham Hung, My Dinh 2 Ward, Nam Tu Liem District, Hanoi, Vietnam  Hanoi, Vietnam | From January to December 2023 | Anh Duong Star Joint Stock Company | Building management service fee, electricity and water bills at Sunshine Garden and Sunshine Palace projects, VND 3,628,027,260 |  |
| 56 | From January to December 2023 | Anh Duong Star Joint Stock Company | Sunshine Center building operation and management fee, VND 1,232,657,037 |  |
| 57 | S-Service Management & Operation Joint Stock Company | Company related to key personnel | 0107744812 issued by Hanoi Authority for Planning & Investment for the first time on March 02, 2017 | Floor 9, Sunshine Center Building, 16 Pham Hung, My Dinh 2 Ward, Nam Tu Liem District, Hanoi, Vietnam | From January to December 2023 | Anh Duong Star Joint Stock Company | Revenue from apartment rental according to business cooperation contract, transaction value VND 2,408,321,466 |  |
| 58 | KSFINANCE Investment Joint Stock Company | Company related to key management personnel of the holding company | 0109519890 issued by Hanoi Department of Planning and Investment on February 3, 2021 | Floor 1, Tower A, King Palace Building, 108 Nguyen Trai Street, Thượng Đình Ward, Thanh Xuan District, Hanoi, Vietnam | January, February, March, April, May, June, July, August, October, December 2023 | Anh Duong Star Joint Stock Company | Brokerage commission, transaction value VND 32,115,015,073 | No longer related as of May 20, 2023 |
| 59 | KS Invest Joint Stock Company | Company related to key management personnel of the holding company | 0109529634 issued by  Hanoi Department of Planning and Investment on February 24, 2021 | Floor 6, Sunshine Center Building, 16 Pham Hung, My Dinh 2 Ward, Nam Tu Liem District, Hanoi | From January to December 2023 | Anh Duong Star Joint Stock Company | Loan interest, transaction value VND 24,283,946,714 | No longer related from March 8, 2023 |

4. Transactions between the Company and other entities:

4.1. 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 or the Executive Manager (General Manager) for the past three (03) years (as at the time of reporting):

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| --- | --- | --- | --- | --- | --- | --- | --- | --- |
| No. | Name of organizations/individuals | Relations with the Company | NSH No., Date of issue, Place of issue of NSH | Head office address/Contact address | Time of transaction with the Company | Approved General Mandate/Decision of General Meeting of Shareholders No. or Board Resolution/Board Decision No. | Content, quantity, total value of transaction | Transaction content |
| 1 | Sunshine Group Joint Stock Company | The company with the same key managers | 0107397372 issued by Hanoi Department of Planning and Investment on April 13, 2016 | 9th Floor, Center Building, No. 16 Pham Hung, My Dinh 2 Ward, Nam Tu Liem District, Hanoi | 2023 | No. 1605/2020/NQ-DHDCD dated May 16, 2020 | 22,191,780,822 | Interest received from the deposit contract to buy SSG shares at SS Tay Ho Company |
| 2 | Sunshine Group Joint Stock Company | The company with the same key managers | 0107397372 issued by Hanoi Department of Planning and Investment on April 13, 2016 | 9th Floor, Center Building, 16 Pham Hung Street, My Dinh 2 Ward, Nam Tu Liem District, Hanoi | December 22, 2023 | No. 18/2023/SSH/NQ-HĐQT dated December 22, 2023 | 450,000,000,000 | Acquisition of SSG shares at SS Tay Ho Company |
| 3 | Saigon Sunshine Group Joint Stock Company | The company with the same key managers | 0315210233 issued by Ho Chi Minh City Department of Planning and Investment on August 8, 2018 | Commercial Area S1.A2.02.03, Floor 02, Tower S1, No. 23 Phu Thuan, Tan Phu Ward, District 7, Ho Chi Minh City, Vietnam | March 15, 2023  May 19, 2023 August 22, 2023 November 28, 2023 | No. 0108/2018/NQ-HDQT/XDSS | 866,161,615 | Car rental contract No. 04/HĐTX/XD SS-SSSG dated August 16, 2018 |
| 4 | Saigon Sunshine Group Joint Stock Company | The company with the same key managers | 0315210233 issued by Ho Chi Minh City Department of Planning and Investment on August 8, 2018 | Commercial Area S1.A2.02.03, Floor 02, Tower S1, No. 23 Phu Thuan, Tan Phu Ward, District 7, Ho Chi Minh City, Vietnam | June 26, 2023 | No. 10/2023/SSH/NQ-HĐQT dated June 23, 2023 | 64,636,364 | Office rental contract No. 01/2023/HDQT VP/SSSG- PTSSH dated June 25, 2023 |
| 5 | SCG Construction Group Joint Stock Company | The company with the same key managers | 0108704763 issued by Hanoi Department of Planning and Investment on April 17, 2019 | Floor 8, Sunshine Center Building, 16 Pham Hung, My Dinh 2 Ward, Nam Tu Liem District, Hanoi | September 29, 2023 | No. 0108/2020/NQ- HDQT/XDSS | 2,703,206,535 | Construction project at Center |
| 6 | Sunshine Mart Service And Trading Business Company Limited | The company with the same key managers | 0109334554 issued on September 8, 2020 | Floor 1, Sunshine Center Building, 16 Pham Hung, My Dinh 2 Ward, Nam Tu Liem District, Hanoi | 2023 | No. 3112/2020/NQ-HDQT/XDSS | 1,370,638,184 | Meal costs, vouchers, gifts, office supplies |
| 7 | Anh Duong Star Joint Stock Company | The company with the same key managers | 0101358793 issued on April 9, 2003, and the 20th time on June 11, 2021 | No. 50A, Alley 6/6, Lane 6, Doi Nhan Street, Cong Vi Ward, Ba Dinh District, Hanoi | March 30, 2023  June 22, 2023  December 27, 2023 | No. 15/2022/SSH/NQ-HDQT dated June 29, 2022 | 18,161,151,839 | Service management fee contract |
| 8 | Sky Villa Joint Stock Company | The company with the same key managers | 0108359563 issued on July 10, 2018 | 9th Floor, Sunshine Center Building, No. 16 Pham Hung, My Dinh 2 Ward, Nam Tu Liem District, Hanoi | August 16, 2023 | No. 13/2023/SSH/NQ-HDQT dated August 15, 2023 | 6,121,901,084 | Offsetting tripartite debt |

4.2. Transactions between the Company and the companies in which 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):

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| --- | --- | --- | --- | --- | --- | --- | --- | --- |
| No. | Name of organizations/individuals | Relations with the Company | NSH\* No., Date of issue, Place of issue | Head office address/Contact address | Time of transaction with the Company | Approved General Mandate/Decision of the General Meeting of Shareholder No. or Board Resolution/Decision No. (including date of promulgation, if any) | Content, quantity, total value of transaction | Note |
| 1 | Unicloud Technology Group Joint Stock Company | Mr. Phung Xuan Duong - Deputy General Manager and member of the Board of Directors | 0107432651 issued on May 12, 2016, and the 4th time on December 31, 2019 | Floor 10, Sunshine Center Building, 16 Pham Hung, My Dinh 2 Ward, Nam Tu Liem District, Hanoi | June 23, 2023  December 20, 2023 | No. 18/2022/SSH/NQ-HDQT dated October 22, 2022. | Service contract No. 010822/HDDV/QTHTTT/UNI-SSH for information system administration, transaction value VND 1,663,680,000 |  |
| 2 | February 01, 2023  March 13, 2023 | No. 05/2022/SSH/NQ-HDQT dated March 23, 2022 | Sunshine Mall vouchers, transaction value VND 221,075,998 |  |
| 3 | Unicloud Technology Investment Joint Stock Company | Mr. Phung Xuan Duong - Chief of the Board of Directors | 0109656689 issued on June 2, 2021, and the 2nd time on November 22, 2021 | Floor 6, Sunshine Center Building, 16 Pham Hung, My Dinh 2 Ward, Nam Tu Liem District, Hanoi | June 29, 2023 | No. 20/2022/SSH/NQ-HDQT dated December 28, 2022. | Contract No. 2912/2022/SSH-DTUNI dated December 29, 2022, transaction value VND 212,727,273 |  |
| 4 | S-Service Management & Operation Joint Stock Company | Ms. Le Thi Tuyet - Deputy General Manager and Ms. Do Thi Hong Nhung - Shareholder owning 80% | 0107744812 issued on March 2, 2017, and the 8th time on January 7, 2021 | Floor 9, Sunshine Center Building, 16 Pham Hung, My Dinh 2 Ward, Nam Tu Liem District, Hanoi | 2023 | No. 3012/2019/NQ-  HDQT/XDSS | Operation and management fee of Sunshine Center Building, transaction value VND 2,334,400,394 |  |
| 5 | 2023 | No. 3012/2019/NQ-  HDQT/XDSS | General utility electricity and water fees, transaction value VND 2,780,410,105 |  |
| 6 | 2023 | No. 3012/2019/NQ-  HDQT/XDSS | Household electricity and water fees, transaction value VND 3,151,438,859 |  |
| 7 | Sunshine Mart Service And Trading Business Company Limited | Mr. Do Van Truong - General Manager- Shareholder owning 90% | 0109334554 issued on September 08, 2020 | Floor 1, Sunshine Center Building, 16 Pham Hung, My Dinh 2 Ward, Nam Tu Liem District, Hanoi | 2023 | No. 3112/2020/NQ-HDQT/XDSS | Meal costs and vouchers, gifts, office supplies, transaction value VND 1,390,975,011 |  |
| 8 | Anh Duong Star Joint Stock Company | Mr. Do Van Truong - General Manager | 0101358793 issued on April 9, 2003, and the 20th time on June 11, 2021 | 50A, Alley 6/6, Lane 6, Doi Nhan Street, Cong Vi Ward, Ba Dinh District, Hanoi | March 30, 2023  June 22, 2023  December 27, 2023 | No. 15/2022/SSH/NQ-HDQT dated June 29, 2022. | Contract for management service fee, contract value: VND 18,161,151,839 |  |
| 9 | Sunshine Marina Nha Trang Joint Stock Company | Ms. Do Thi Dinh - Deputy General Manager Mr. Do Van Truong - Deputy General Manager Mr. Nguyen Dinh Duc - General Manager/Chair of the Board of Directors/Major shareholder | 0106212815, first issued on March 24, 2016 | Lot 23, Block D3A.3, 18.6ha Auction Area, Phu Thuong Ward, Tay Ho District, Hanoi | 2023 | No. 3012/2020/NQ- HDQT/XDSS ngày December 30, 2020 | Lease contract No. 3012/2020/HDTMB/XDSS- MRN, contract value: VND 660,000,000 | No longer related to SSH since November 1, 2020  23 |

4.3. 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, the Manager (General Manager) and other managers: None

1. SHARE TRANSACTIONS OF PDMR AND AFFILIATED PERSONS OF PDMR (ANNUAL REPORT 2023)

1. Company’s share transaction 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 (buy, sell, convert, reward, ...) |
| Number of shares | Percentage | Number of shares | Percentage |
| 1 | Do Thi Dinh | PDMR | 6,178,500 | 1.792% | 6,733,250 | 1.796% | Purchase |

IX. Other significant issues: None