**TV4: Annual Corporate Governance Report 2023**

On January 30, 2024, Power Engineering Consulting JSC 4 announced Report No. 346/BC-HDQT on the corporate governance in 2023 as follows:

* Name of listed company: Power Engineering Consulting JSC 4
* Head office address: No. 11 Hoang Hoa Tham Street, Nha Trang City
* Tel: 0258 3563999 - Fax: 0258 3563888 - Email: tv4@pecc4.vn
* Charter capital: VND 198,460,160,000
* Securities code: TV4
* Corporate governance model: The General Meeting of Shareholders, the Board of Directors, the Supervisory Board, and the General Manager.
* 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

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| --- | --- | --- | --- |
| No. | General Mandate No. | Date | Content |
| 1 | 600/2023/NQ-DHDCD | June 21, 2023 | 1. Approve the Report of the Board of Directors in 2022 and the plan for 2023.
2. Approve the Report of the Supervisory Board in 2022 and Operational plan for 2023.
3. Approve the Audited Financial Statement and the Production and business results in 2022.
4. Approve the Profit distribution plan in 2022.
5. Approve the production and business plan in 2023
6. Approve the plan to invest in the procurement of assets and equipment in 2023
7. Approve the profit distribution plan in 2023.
8. Approve the salary and remuneration of the Board of Directors and the Supervisory Board;
9. Approve the cancellation of business lines of the Company:
10. Approve amending and supplementing the Charter of Power Engineering Consulting JSC 4, including 21 chapters, 59 articles.
11. Approve authorizing the Company's Board of Directors to decide on the selection of experienced and capable audit company for the Financial Statements 2023 based on the proposal of the Supervisory Board according to the list of audit companies approved to audit for unit of public interest in the securities sector in 2023 issued by the State Securities Commission.
12. Approve and authorize the Board of Directors to decide on the approval of Power Engineering Consulting JSC 4 to sign contracts, loan transactions, and sell assets in 2023 with a value greater than 10% of the total value of assets recorded in the Financial Statements 2022 or transactions leading to the total value of transactions in 2023 incurring with a value of 35% or more of the total value of assets recorded in the Financial Statements 2022 with Vietnam Electricity (EVN) and its member units (major shareholders owning more than 51% of the Company's charter capital) in accordance with regulations. The authorization content in this clause is valid until the end of 2023.
13. Approve the dismissal of Mr. Nguyen Minh Hai from the position of member of the Supervisory Board.
14. Approve election results
* Mr. Tran Cao Hy was elected as a member of the Board of Directors for the term of 2023-2028.
* Ms. Nguyen Minh Hang was elected as a member of the Supervisory Board for the term of 2023-2028.
* Mr. Nguyen Duy Quoc Viet was elected as a member of the Supervisory Board for the term of 2023-2028.
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1. The Board of Directors (Report of 2023):
2. Information about members of the Board of Directors:

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| --- | --- | --- | --- | --- | --- | --- | --- |
| No. | Members of the Board of Directors: | Position | Date of appointment as member of the Board of Directors | Date of dismissal as member of the Supervisory Board | Number of meetings attended | Attendance rate | Note |
| 1 | Le Cao Quyen | Chair of the Board of Directors | June 30, 2020 |  | 27/27 | 100% |  |
| 2 | Vu Thanh Danh | Non-executive member of the Board of Directors | April 25, 2017 |  | 27/27 | 100% |  |
| 3 | Tran Cao Hy | Member of the Board of Directors cum General Manager | April 26, 2018 |  | 27/27 | 100% | Re-appointed on June 21, 2023 |
| 4 | Tran Truong Han | Member of the Board of Directors cum Manager of Thermal Power & Cooling Water Construction Consulting Center | August 30, 2022 |  | 27/27 | 100% |  |
| 5 | Nguyen Chi Quang | Independent member of the Board of Directors | August 30, 2022 |  | 27/27 | 100% |  |

1. Board Resolutions/Board Decisions in 2023:

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| --- | --- | --- | --- |
| No. | Board Resolution/Board Decision No. | Date | Content |
| 1 | 34 | January 10, 2023 | Internal audit plan for 2023  |
| 2 | 35 | January 10, 2023 | Plan for procurement of fixed assets and basic construction in 2023 |
| 3 | 180 | February 15, 2023 | Organization of the Company’s Extraordinary General Meeting of Shareholder 2023 |
| 4 | 284 | March 21, 2023 | Plan for procurement of fixed assets and basic construction in 2023 |
| 5 | 285 | March 21, 2023 | Training plan for 2023 |
| 6 | 292 | March 24, 2023 | Direction to the capital representative of EVNPECC4 at the Annual General Meeting of Shareholders 2023 of Buon Don Hydropower JSC |
| 7 | 346, 365 | April 18, 2023 | Establishment of Steering Committee to apply Building Information Modeling (BIM) in production and business activities of Power Engineering Consulting JSC 4 |
| 8 | 407, 408 | April 25, 2023 | Appointment of Ms. Mai Thi Thanh Hoa - Manager of the Center for Construction Specialized Experiments |
| 9 | 419 | April 27, 2023 | Change in the time to hold the Annual General Meeting of Shareholders 2023 of Power Engineering Consulting JSC 4 |
| 10 | 445 | May 05, 2023 | Policy of re-appointing Representatives, introducing to re-elect the position of member of the Board of Directors, consolidating personnel for the position of General Manager of EVNPECC4 |
| 11 | 490 | May 22, 2023 | Organization of the Annual General Meeting of Shareholders 2023 of Power Engineering Consulting JSC 4 |
| 12 | 526 | June 02, 2023 | Arrangement and reorganization of the Center for Quality Research, Development and Management and the Natural Resources and Environment Database Research Organization |
| 13 | 540 | June 08, 2023 | Establishment of the Organizing Committee and Sub-Committees to serve the Annual General Meeting of Shareholders 2023 |
| 14 | 560 | June 16, 2023 | Dismissal, appointment and concurrent assignment of officials |
| 15 | 562 | June 19, 2023 | The dismissal and appointment of Mr. Huynh Minh Quang |
| 16 | 563 | June 19, 2023 | Concurrent assignment of Mr. Dong Trinh Hoang |
| 17 | 604 | June 22, 2023 | Approval of the Power Engineering Consulting JSC 4 to sign a consulting service contract with Vietnam Electricity (EVN) and EVN's member units in 2023. |
| 18 | 605 | June 22, 2023 | Approval of the plan for procurement of fixed assets and basic construction in 2023 |
| 19 | 607 | June 22, 2023 | Approval of salary and remuneration of the Board of Directors, Supervisory Board, specialized managers who are not capital representatives of EVN implemented in 2022, plan for 2023 and Bonus Fund for managers and supervisors implemented in 2022 of Power Engineering Consulting JSC 4 |
| 20 | 609, 610 | June 23, 2023 | Appointment of Mr. Tran Cao Hy to the position of General Manager of Power Engineering Consulting JSC 4 |
| 21 | 620 | June 28, 2023 | Change of the Head of the Southern Branch of Power Engineering Consulting JSC 4 |
| 22 | 634 | June 30, 2023 | Appraisal results and starting price for transferring shares of EVN International Joint Stock Company (EVNI) |
| 23 | 635 | June 30, 2023 | Approval of the salary plan in 2023 |
| 24 | 650 | July 03, 2023 | Assignment of tasks to the Board of Directors of Power Engineering Consulting JSC 4 |
| 25 | 731 | July 20, 2023 | Selection of an audit company for the Financial Statements 2023 |
| 26 | 809 | August 07, 2023 | Dismissal and concurrent assignment of officials |
| 27 | 810 | August 07, 2023 | Termination of labour contract with Mr. Ngo Anh Danh |
| 28 | 811 | August 07, 2023 | Concurrent assignment of Mr. Nguyen Nhu Dong |
| 29 | 838 | August 11, 2023 | Decision: On approving the adjustment to the plan on selecting contractor of round 2 of the project: Headquarters of Power Engineering Consulting JSC 4 at No. 38 Le Thanh Phuong Street - Nha Trang City- Khanh Hoa Province |
| 30 | 885 | August 28, 2023 | Adjustment of bonus  |
| 31 | 886 | August 28, 2023 | Extension of the time holding position for Mr. Huynh Ngoc Em |
| 32 | 896 | August 28, 2023 | Decision: On the salary of the Board of Directors in 2023 |
| 33 | 959 | September 27, 2023 | Approval of the realized salary fund of employees in 2022. |
| 34 | 967, 969 | September 29, 2023 | Arrangement and reorganization of the Internal Audit Team of Power Engineering Consulting JSC 4 |
| 35 | 968, 971 | September 29, 2023 | Appointment of person in charge of internal audit of the Company. |
| 36 | 999, 1000 | October 05, 2023 | Appointment of Mr. Dong Trinh Hoang to the position of Deputy General Manager of Power Engineering Consulting JSC 4 |
| 37 | 1021 | October 19, 2023 | Arrangement and reorganization of Southern Branch and EPC Center of Power Engineering Consulting JSC 4 |
| 38 | 1022 | October 19, 2023 | Arrangement and reorganization of Southern Branch |
| 39 | 1023 | October 19, 2023 | Arrangement and reorganization of EPC Center |
| 40 | 1030 | October 20, 2023 | Arrangement and reorganization of Northern Branch and Center for Thermal Power Engineering of Power Engineering Consulting JSC 4 |
| 41 | 1031 | October 20, 2023 | Arrangement and reorganization of Northern Branch and Center for Thermal Power Engineering |
| 42 | 1032 | October 20, 2023 | Dismissal of Mr. Nguyen Van Vien |
| 43 | 1033 | October 20, 2023 | Appointment of Mr. Mai Thanh Ha Hue |
| 44 | 1102 | November 20, 2023 | Approval of the draft deed, valuation report and starting price for transferring shares of EVN International Joint Stock Company (EVNI) |
| 45 | 1125 | November 24, 2023 | Dividend payment in 2022 of Power Engineering Consulting JSC 4 |
| 46 | 1132 | November 27, 2023 | Appointment of Ms. Tran Vu Ngoc Anh |
| 47 | 1199 | December 20, 2023 | Reissue of loan limit, guarantee, open L/C in 2024 |
| 48 | 1210,1211 | December 28, 2023 | Dismissal of Mr. Nguyen Van Phu |

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

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| --- | --- | --- | --- | --- | --- | --- | --- |
| No. | Member of the Supervisory Board | Position | Date of appointment as member of the Supervisory Board. | Date of dismissal as member of the Supervisory Board | Number of attended meetings | Attendance rate | Reason for absence |
| 1 | Nguyen Minh Hai | Chief of the Supervisory Board | April 27, 2021 | June 21, 2023 | 1/3 | 33.3% | Dismissed on June 21, 2023 |
| 2 | Nguyen Minh Hang | Chief of the Supervisory Board | June 21, 2023 |  | 2/3 | 66.7% | Appointed on June 21, 2023 |
| 3 | Nguyen Duy Quoc Viet | Supervisor  | April 26, 2018 |  | 3/3 | 100% |  |
| 4 | Nguyen Thi Hai Yen | Supervisor | June 30, 2020 |  | 3/3 | 100% |  |

1. The Executive Board:

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| --- | --- | --- | --- | --- | --- |
| No. | Members of the Executive Board | Position | Date of birth | Qualification | Date of appointment/dismissal as member of the Executive Board |
| 1 | Tran Cao Hy | General Manager | June 17, 1976 | Master | Appointed on June 26, 2023 |
| 2 | Nguyen Xuan Phuong | Deputy General Manager | September 24, 1964 | Engineer  | Re-appointed on March 20, 2020 |
| 3 | Vuong Anh Dung | Deputy General Manager | November 24, 1971 | Master | Appointed on May 16, 2022 |
| 4 | Dong Trinh Hoang | Deputy General Manager | December 04, 1976 | Master | Appointed on October 05, 2023 |
| 5 | Vu Thanh Danh | Acting General Manager | August 18, 1964 | Master | Dismissed on June 26, 2023 |

1. Chief Accountant.

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| --- | --- | --- | --- | --- | --- |
| No. | Full name | Position | Date of birth | Qualification | Date of appointment/dismissal  |
| 1 | Tran Le Thanh Binh | Chief Accountant | October 29, 1975 | Bachelor | Appointed on May 16, 2022 |

1. Training on corporate governance
2. List of affiliated persons of the listed company as prescribed in Clause 34, Article 6 of the Securities Law and transactions (Report of 2023) and transactions of affiliated persons of the Company with the Company
3. Transactions between the Company and affiliated persons of the Company; or between the Company and major shareholders, PDMR, or affiliated persons of PDMR:

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| --- | --- | --- | --- | --- | --- | --- | --- | --- |
| No. | Name of organizations/individuals | Relations with the Company | NSH\* No., Date of issue, Place of issue of NSH | Headquarters address/Contact address | Time of transaction with the Company | General Mandate/Decision of the General Meeting of Shareholder or Board Resolution/Decision (including the promulgation date, if any) | Content, quantity, total value of transaction | Note |
| 1 | Vietnam Electricity (EVN) | Major shareholder |  |  |  | 604/NQ-HDQT | Sign a consulting service contract with Vietnam Electricity (EVN) and EVN's member units in 2023 (over 35% of the total asset value) |  |

Notes: NSH No.\*: ID Card/Passport No. (for individuals) or the Business Registration Certificate, License on Operation or equivalent legal document (for organizations).

1. Transactions between PDMR of the listed company, affiliated persons of PDMR and subsidiaries or companies controlled by the listed company: None.
2. Transactions between the Company and other entities: None.
3. Share transactions of PDMR and affiliated persons of PDMR (Report of 2023)
4. Company’s share transactions of PDMR and affiliated persons: none
5. Other significant issues: None