**CX8: Annual Corporate Governance Report 2023**

On January 29, 2024, CONSTREXIM No. 8 Investment and Construction JSC announced Report No. 06BC/CX8-HDQT on the corporate governance of the Company in 2023 as follows:

* Name of company: CONSTREXIM No. 8 Investment and Construction JSC
* Head office address: Constrexim 8 Building, Km 8 Nguyen Trai Street, Thanh Xuan Bac Ward, Thanh Xuan District, Hanoi.
* Tel: 024.35543197 Fax: 024.35543197
* Email: info@constrexim8.com.vn ; ctxso8@gmail.com
* Charter capital: VND 26,721,570,000
* Securities code: CX8
* Corporate governance model: The General Meeting of Shareholders, the Board of Directors, the Supervisory Board and the Manager
* Internal audit execution: Not executed.
1. Activities of the General Meeting of Shareholders:
2. Information about the meetings and General Mandates/Decisions of the General Meeting of Shareholders:

|  |  |  |  |
| --- | --- | --- | --- |
| No. | General Mandate/Decision of the General Meeting of Shareholders No. | Date | Content |
| 1 | 24 NQ-2023/CX8-DHDCD | June 08, 2023 | Approve the following contents:* Report of the Board of Directors, Supervisory Board, Executive Board;
* Result of production and business activities in 2022;
* The Audited Financial Statements 2022;
* Profit distribution plan of 2022:
* Select an audit company in 2023.
* Production and business plan in 2023
* Increase in charter capital of the company:
* Decide to suspend and not implement the plan to increase the company's charter capital through private placement;
* Implement the increase in the company's charter capital through the issuance of shares from the company's owner's equity. Agree on the entire content of the Proposal by the Board of Directors: Plan on share issuance to increase the company's charter capital from the owner's equity.
* Company Charter:
* Agree on the tasks that the Board of Directors has carried out regarding the amendment of the charter;
* Authorize the Board of Directors to update, amend the contents related to charter capital, share capital in Article 6 of the Company's Charter after completing the issuance of shares.
* Remuneration for members of the Board of Directors and the Supervisory Board
 |

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 members of the Board of Directors, non-executive members of the Board of Directors) | Date of appointment/dismissal as members/independent members of the Board of Directors |
| Appointment date: | Dismissal date |
| 1 | Vu Duc Tien | Chair of the Board of Directors | May 25, 2022 |  |
| 2 | Hoang Bien Cuong | Member of the Board of Directors | May 25, 2022 |  |
| 3 | Vu Duy Hau | Member of the Board of Directors | May 25, 2022 |  |
| 4 | Vu Tuong Vy | Member Non-executive member of the Board of Directors | May 25, 2022 |  |
| 5 | Ly Thanh Hang | Member Independent member of the Board of Directors | May 25, 2022 |  |

1. Board Resolutions/Board Decisions:

|  |  |  |  |
| --- | --- | --- | --- |
| No. | Board Resolution/Board Decision No. | Date | Content |
| 1 | 09 NQ/CX8-HDQT | March 27, 2023 | * Evaluate production and business activities in 2022;
* Organize the Annual General Meeting of Shareholders 2023.
 |
| 2 | 12 NQ/CX8-HDQT | May 06, 2023 | * Change the time to hold the Annual General Meeting of Shareholders 2023
* Consideration of the issue of increasing the company's charter capital.
 |
| 3 | 19 NQ/CX8-HDQT | May 20, 2023 | Agree on the solutions proposed by Vietasset Joint Stock Company for the purpose of:Accelerating the implementation progress of the Project in Xuan Phuong Urban Area, Nam Tu Liem District, Hanoi, and ensuring the effectiveness of the Project's activities. |
| 4 | 27 NQ/2023/CX8-HDQT | August 15, 2023 | Approve on the implementation of a plan on share issuance to increase share capital from the owner's equity. |
| 5 | 28 NQ/2023/CX8-HDQT | September 27, 2023 | Approve the recorded list of the shareholder to exercise the rights to receive newly issued shares due to the implementation of the increase in share capital from the owner's equity. |
|  |
| 6 | 31 NQ/CX8-HDQT | November 09, 2023 | Approve on amending the company's charter, changing the contents of the Securities Registration Certificate, and supplementing the listing of additional shares issued to increase share capital from the owner's equity. |
| 7 | 35/NQ/CX8-HDQT | December 01, 2023 | Approve on securities registration with VSDC for the issuance of shares to increase share capital from the owner's equity in 2023. |

1. The Supervisory Board (Annual Report 2023):

1 Information about the members of the Supervisory Board:

|  |  |  |  |  |
| --- | --- | --- | --- | --- |
| No. | Member of the Supervisory Board | Position | Date of appointment/dismissal as member of the Supervisory Board | Qualification |
| 1 | Nguyen Ngoc Thanh | Chief of the Supervisory Board | Date of appointment as the member of the Supervisory Board was on May 25, 2022 | Bachelor of Accounting |
| 2 | Nguyen Thi Hong Van | Supervisor | Date of appointment as a member of the Supervisory Board: May 25, 2022 | Bachelor of Accounting |
| 3 | Truong Thi Luong | Supervisor | Date of appointment as a member of the Supervisory Board: May 25, 2022 | Bachelor of Accounting |

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 | Vu Duy Hau | June 15, 1972 | Master of Business Administration | Appoint on April 15, 2010 |
| 2 | Hoang Bien Cuong | July 25, 1958 | Construction Engineer | Appoint on June 22, 2009Dismissed on January 01, 2023 |
| 3 | Vu Ngoc Triu | July 02, 1979 | Tansportation Engineer | Appoint on October 22, 2020 |
| 4 | Le Van Luc | September 16, 1962 | Commercial economy | Appoint on October 13, 2021 |

1. Chief Accountant:

|  |  |  |  |
| --- | --- | --- | --- |
| Full name | Date of birth | Qualification: | Appointment/dismissal date |
| Nguyen Thi Thu Hoai | December 20, 1976 | Bachelor of Accounting | Appoint on July 04, 2014 |

1. Training on corporate governance:
2. List of affiliated persons of the public Company and transactions between the affiliated persons of the Company with the Company 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
4. Transactions between the Company’s PDMR, affiliated people of PDMR and subsidiaries, companies controlled by the Company:
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, the Manager (the General Manager) and other managers have been founding members or members of the Board of Directors, the Executive Manager (the General Manager) for the past three (03) years (calculated at the time of reporting).
	2. Transactions between the Company and companies where affiliated persons of 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).
	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, and the Manager (General Manager) and other managers:
6. Share transactions of PDMR and affiliated persons of PDMR (Annual Report 2023):
7. Transaction of PDMR and affiliated persons related to the Company’s shares:

|  |  |  |  |  |  |
| --- | --- | --- | --- | --- | --- |
| 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 | Rate | Number of shares | Rate |
| 1 | Vu Duy Hau |  | 163,596 | 7.41 | 147,130 | 5.51 | Sell |

IX. Other significant issues: