**DNT: Annual Corporate Governance Report 2023**

On January 30, 2024, Dong Nai Tourist Joint Stock Company announced Report No. 34/DLDN on corporate governance situation 2023 as follows:

* Name of company: Dong Nai Tourist Joint Stock Company
* Head office address: No. 105 Ha Huy Giap Street, Quyet Thang Ward, Bien Hoa City, Dong Nai Province.
* Tel: 0251.3822368 Fax: 0251.3822885 Email: hcqt.dldn@gmail.com
* Charter capital: VND 74,596,750,000
* Securities code: DNT
* Corporate Governance Model:

The General Meeting of Shareholders, the Board of Directors, the Supervisory Board and the Manager.

* Internal audit execution: Unimplemented.
1. Activities of the General Meeting of Shareholders:

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

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| --- | --- | --- | --- |
| No. | General Mandate No. | Date | Content |
| 1 | 44/NQ-DHDCD | April 25, 2023 | Annual General Mandate 2023:* Approve the Report on the production and business results in 2022 and the orientations and tasks for 2023.
* Approve the Report of the Board of Directors on the implementation of General Mandates in 2022.
* Approve the Report of the Supervisory Board on the verification of Financial Statements 2022.
* Approve the Proposal on profit distribution in 2022.
* Approve the Proposal on the Production and Business plan for 2023
* Approve the Proposal on remuneration settlement for the Board of Directors and the Supervisory Board in 2022.
* Approve the Proposal on remuneration estimate for the Board of Directors, the Supervisory Board for 2023.
* Approve the Audited Financial Statements 2022.
* Approve the Proposal on the selection of the list of audit companies for the Financial Statements 2023.
* Approve the Proposal on personnel introduction to appoint additional members to the Board of Directors for the term 2021-2025, approved based on the election results.
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1. The Board of Directors (Annual Report 2023):
2. Information about members of the Board of Directors:

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| --- | --- | --- | --- | --- |
| No. | Member of the Board of Directors | Position | Attendance rate | Reason for absence |
| 1 | Ms. Ho Le Hong Chau. | 05/05 | 100% |  |
| 2 | Mr. Huynh Quoc Bao | 05/05 | 100% |  |
| 3 | Mr. Pham Duc Binh | 05/05 | 100% |  |
| 4 | Mr. Nguyen Thanh Tam. | 03/03 | 100% | Appointed on: April 25, 2023 |
| 5 | Mr. Huynh Van Minh. | 05/05 | 100% |  |

1. Board Resolutions (Annual Report 2023)

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| --- | --- | --- | --- |
| No. | Board Resolution No. | Date | Content |
| 1 | 18/DLDN/HDQT-NQ | March 08, 2023 | Approve to organize the Annual General Meeting of Shareholders 2023 |
| 2 | 35/DLDN/HDQT-NQ | April 18, 2023 | * Agree on the business performance results and propose profit distribution for the year 2022.
* Agree on the financial data arising from buying and selling transactions, services with Buu Long Investment Development Company Limited as reflected in the audited financial statements for the year 2022.
* Agree on the targets, business plan for 2023;
* Agree on the realized salary fund in 2022:
* Agree on the proposal and assign the Executive Board to carry out procedures for the liquidation of fixed assets at the Travel Service Center.
* Agree on the decision to purchase an additional 01 Hyundai Solati 16-seat vehicle to serve customers and meet the company's business needs.
* Agree on the decision to renovate the infrastructure at Hoa Binh Hotel.
* Agree on handling actual operating expenses incurred in business activities.
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| 3 | 53/DLDN/HDQT-NQ | June 30, 2023 | Approve the signing of contracts, transactions with related parties in 2023 (Buu Long Investment Development Company Limited). |
| 4 | 88/DLDN/HDQT-NQ | October 30, 2023 | * Agree on reporting the results of production and business operations for the first 09 months of 2023.
* Agree on selecting AFC Audit Vietnam Company Ltd. as the independent audit company for the fiscal year 2023.
* Agree on procedures to appoint Mr. On Van Phuoc - the Company's Acting Chief Accountant to hold the position of the Company's Chief Accountant.
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| 5 | 95/DLDN/HDQT-NQ | November 27, 2023 | Approve the record date and the date to exercise the rights of existing shareholders to receive interim dividends in cash for the year 2023. |

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

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| --- | --- | --- | --- | --- |
| No. | Member of the Supervisory Board | Position | Date of appointment | Qualification |
| 1 | Ms. Nguyen Hoang Anh | Chief | June 30, 2021 | Bachelor, majoring in Finance and Accounting |
| 2 | Mr. Pham Van Tam | Member | June 30, 2021 | Bachelor of Business Administration |
| 3 | Mr. Tong Duy Khuong | Member | June 30, 2021 | Master of Business Administration |

1. The Executive Board

|  |  |  |  |  |
| --- | --- | --- | --- | --- |
| No. | Member of the Executive Board | Date of birth | Qualification | Date of appointment |
| 1 | Mr. Huynh Quoc Bao | 1978 | Bachelor of Finance and Accounting | December 17, 2021 |
| 2 | Mr. Nguyen Thanh Tam. | 1970 | Master in Economic Management | April 01, 2022 |

1. The Chief Accountant

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| --- | --- | --- | --- |
| Full name | Date of birth | Qualification: | Date of appointment |
| On Van Phuoc | 1965 | University - Major in Accounting | December 21, 2023 |

1. Training on corporate governance
2. List of affiliated persons of the public company (annual report 2023) 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 and affiliated persons of PDMR.

|  |  |  |  |  |  |  |  |  |
| --- | --- | --- | --- | --- | --- | --- | --- | --- |
| No. | Name of organization/individual | Relations with the Company | NSH No., Date of issue, Place of issue of NSH | Head office/Contact address | Time of transaction with the Company | Approved General Mandate/Decision No. of the General Meeting of Shareholders and Board Resolutions/Decisions (including promulgation date if any) | Content, quantity, total value of transaction | Note |
| 1 | Buu Long Investment Development Company Limited | State-owned enterprise | 4706000002 issued on July 01, 2005 | Quarter 4, Huynh Van Nghe, Ward Buu Long, Bien Hoa City, Dong Nai Province | In 2023 | 53/DLDN/HDQT-NQ | VND 8,955,584,193  |  |

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

1. Transactions between Company’s PDMR, affiliated persons of PDMR and subsidiaries or companies controlled by the Company
2. 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 companies executed by the affiliated people of members of the Board of Directors, members of the Supervisory Board, the Manager (the General Manager) and other managers who 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 members of the Board of Directors, members of the Supervisory Board, the Manager (the General Manager) and other managers:

 None.

1. Share transactions of PDMR and affiliated persons of PDMR (Report of 2023)
2. Transaction of PDMR and affiliated persons related to the Company’s shares: None.
3. Other significant issues: None.