**DSD: Annual Corporate Governance Report 2023**

On January 30, 2024, DHC Suoi Doi Corporation announced Report No. 36/2024/BCQT-DHC SD on corporate governance in 2023 as follows:

* Name of company: DHC Suoi Doi Corporation
* Head office address: 93 Nguyen Thi Minh Khai, Hai Chau I ward, Hai Chau district, Da Nang city
* Tel: 0236.3651.575 Fax: Fax: 0236.3651.545

Email: [www.dhcsuoidoi.vn](http://www.dhcsuoidoi.vn)

* Charter capital: VND 366,000,000,000
* Securities code: DSD:
* Corporate Governance Model: The General Meeting of Shareholders, the Board of Directors, the Supervisory Board and the Board of Managers.
* Internal audit execution: Unimplemented.
1. Activities of the General Meeting of Shareholders:
2. Information about the 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/Decision of the General Meeting of Shareholders No. | Date | Content |
| 01 | No. 101/2023/NQ-DHDCD | April 21, 2023 | * Approve the Report on activities of the Board of Directors in 2022, and the operational plan for 2022.
* Approve the Summary Report on Production and Business Activities in 2022 by the Board of Directors.
* Approve the Supervisory Board's Report on Activities in 2022, the Operational Plan for 2023, and the Proposal on approving the audited financial statements for 2022.
* Approve the plan on profit distribution and dividend payment of 2022:
* Approve the remuneration level for the Board of Directors, Supervisory Board for 2022, and the projected remuneration for the Board of Directors and Supervisory Board for 2023.
* Approve the selection of an independent audit company to audit the Financial Statements for 2023.
* Approve the amendments to the Company's Charter and Internal Regulations on Corporate Governance.
* Approve the proposed transactions with related parties.
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1. The Board of Directors
2. Information about members of the Board of Directors

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| No. | Member of the Board of Directors | Position | Date of appointment/dismissal as member/independent member of the Board of Directors |
| Appointment date | Date of dismissal |
| 01 | Ms. Tran Thi Huong | Chair of the Board of Directors | February 18, 2014 |  |
| 02 | Le Minh Duc | Member of the Board of Directors | February 18, 2014 |  |
| 03 | Pham Khac Duong | Member of the Board of Directors | March 05, 2020 |  |
| 04 | Lai Anh Dung | Independent member of the Board of Directors | March 05, 2020 |  |
| 05 | Ho Phong | Independent member of the Board of Directors | March 05, 2020 |  |

1. Board Resolutions/Board Decisions:

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| No. | Board Resolution/Board Decision No. | Date | Content |
| 01 | No. 08/2023/NQ-HDQT-DHCSD | January 12, 2023 | On the appointment of the company's person in charge of corporate governance: Mr. Dang Cong Thanh |
| 02 | No. 14/2023/NQ-HDQT-DHCSD | January 14, 2023 | On the signing of the loan agreement between DHC Suoi Doi Corporation and Mr. Tran Dang Duc |
| 03 | No. 27/2023/NQ-HDQT-DHCSD | February 14, 2023 | On the signing of the loan agreement between DHC Suoi Doi Corporation and Mr. Tran Dang Duc |
| 04 | No. 33/2023/NQ-HDQT-DHCSD | February 21, 2023 | On the signing of the loan agreement between DHC Suoi Doi Corporation and Mr. Tran Dang Duc |
| 05 | No. 41/2023/NQ-HDQT-DHCSD | March 02, 2023 | On the plan for organizing the Annual General Meeting of Shareholders for 2023 |
| 06 | No. 46/2023/NQ-HDQT-DHCSD | March 09, 2023 | On the signing of the loan agreement between DHC Suoi Doi Corporation and Mr. Tran Dang Duc |
| 07 | No. 51/2023/NQ-HDQT-DHCSD | March 14, 2023 | On the signing of the loan agreement between DHC Suoi Doi Corporation and Mr. Tran Dang Duc |
| 08 | No. 61/2023/NQ-HDQT-DHCSD | March 21, 2023 | On the signing of the loan agreement between DHC Suoi Doi Corporation and Mr. Tran Dang Duc |
| 09 | No. 80/2023/NQ-HDQT-DHCSD | March 30, 2023 | On the signing of the loan agreement between DHC Suoi Doi Corporation and Mr. Tran Dang Duc |
| 10 | No. 115/2023/NQ-HDQT-DHCSD | April 24, 2023 | On the signing of the loan agreement between DHC Suoi Doi Corporation and Mr. Tran Dang Duc |
| 11 | 236/2023/NQ-HDQT | August 22, 2023 | On the dismissal of Deputy Manager Nguyen Huu Tuan Huy |
| 12 | 280/2023/NQ-HDQT | October 26, 2023 | On the approval of adjusting the capital utilization plan from the offering and implementing the plan to increase charter capital through private placement of shares |
| 13 | 283/2023/NQ-HDQT | October 26, 2023 | On the approval of the registration dossier for the private placement of shares in 2023 |
| 14 | 307/2023/NQ-HDQT-DHCSD | November 30, 2023 | On the recorded list of the shareholder to attend the Extraordinary General Meeting of Shareholders 2024. |
| 15 | 341/2023/QDBN/DHCSD | December 23, 2023 | On the appointment of Mr. Vo Ngoc Hoa to the position of Deputy Manager in charge of services. |

1. The Supervisory Board/ Audit Committee
2. 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 |
| 01 | Nguyen Van Thanh | Chief of the Supervisory Board | March 05, 2020 | Bachelor of Economics |
| 02 | Ms. Tran Thu Trang | Members of the Supervisory Board | March 05, 2020 | Bachelor of Accounting |
| 03 | Nguyen Tran Quynh Phuong | Members of the Supervisory Board | March 05, 2020 | Bachelor |

1. The Executive Board

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| No. | Member of the Executive Board | Date of birth | Qualification | Date of appointment/dismissal as member of the Supervisory Board |
| 01 | Pham Khac Duong - Manager | July 05, 1969 | Ship engine exploitation engineer | From June 01, 2021 to Present |
| 02 | Dang Cong Thanh - Deputy Manager -cum- person in charge of corporate governance | March 13, 1969 | Bachelor | August 01, 2018 - present |
| 03 | Nguyen Huu Tuan Huy - Deputy Manager | September 09, 1978 | Bachelor | From June 14, 2022 to August 22, 2023 |
| 04 | Vo Ngoc Hoa - Deputy Manager | August 31, 1983 | Bachelor | December 23, 2023 - Present |

1. Chief Accountant.

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| --- | --- | --- | --- |
| Full name | Date of birth | Qualification: | Date of appointment /dismissal |
| Do Huu Hung | May 06, 1984 | University - Major in Accounting | June 21, 2022 |

1. Training on corporate governance
2. List of affiliated persons of public companies 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, affiliated persons of PDMR
4. Transactions between Company’s PDMR, affiliated persons of PDMR and subsidiaries or companies controlled by the Company None
5. Transactions between the Company and other entities:
	1. Transactions between the Company and the companies where its members of the Board of Directors, its members of the Supervisory Board, its Manager or its other managers had been founding members or members of the Board of Directors or its Executive Manager for the past three (03) years (as at the time of reporting)

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| No. | Related organization’s name | Relationship between PDMR and related organizations | Transactions between DHC Suoi Doi Corporation and related organizations in the last 3 years (as of December 31, 2023) |
| 1 | DHC Han River Corporation | Mr. Ho Phong is the Manager of DHC Han River Corporation | * In 2021: DHC Suoi Doi Corporation borrowed additional capital for business operations, paid interest on loans, and settled debts. Incurred contracts for infrastructure repair and environmental landscape renovation.
* In 2022: Paid loan interest, settled vehicle and machinery rental fees, and construction work. Rented digging machinery, repaired items for landscape renovation both inside and outside of buildings.
* In 2023: Repaid loans, paid loan interest, settled vehicle and machinery rental fees, and construction work. Conducted infrastructure repair, landscape renovation both inside and outside of buildings for 2023, and construction of new investment items and technical infrastructure.
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| 2  | DHC Investment Joint Stock Company | Mr. Le Minh Duc is the Chair of the Board of DHC Investment Joint Stock Company | * In 2021: Paid debts and loan interest.
* In 2022: DHC Suoi Doi Corporation borrowed funds, paid loan interest, settled office rental fees, leased fixed assets, small tools and instruments, and rented vehicles for production and business activities.
* In 2023: Settled loan interest, repaid loans, rented offices, leased fixed assets, tools and equipment, and rented vehicles.
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* 1. Transactions between Company and company that affiliated persons of members of the Board of Directors, members of the Supervisory Board, the Manager and other managers are members of the Board of Directors, the Executive Manager:

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| No. | Related organization’s name | Relationship between affiliated persons and related organizations | Transactions between DHC Suoi Doi Corporation and related organizations in the last 3 years (as of December 31, 2023) |
| 1 | DHC Services Joint Stock Company | Ms. Le Nhu Hoa - the daughter of Mr. Le Minh Duc and Ms. Tran Thi Huong - is the Deputy Manager of DHC Services Joint Stock Company | - In 2021: DHC Suoi Doi Corporation borrowed funds and provided equipment services for production and business activities. Paid for service purchases.- In 2022: Contract for promoting tourism areas. Contract for providing year-end summary services. Paid for loan interest and service purchases.- In 2023: Incurred contracts for advertising, agency, event organization, billboard rental, loan interest payments, and service purchases. |
| 2 | DHC Dream Home Corporation | Mrs. Tran Thi My - wife of Mr. Dang Cong Thanh, Chair of the Board of Directors of DHC Dream Home Corporation | * In 2021: DHC Suoi Doi Corporation signed a design contract, paid for construction work.
* In 2022: Paid for construction work.
* In 2023: Paid for construction work.
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* 1. 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. None
1. Share transactions of PDMR and affiliated persons of PDMR
2. Share transaction of PDMR and affiliated persons on the Company's shares: None.
3. Other significant issues: None