**ICI: Annual Corporate Governance Report 2023**

On January 24, 2024, Industrial Construction and Investment Joint Stock Company announced Report No. 10/ BC-ICIC on corporate governance in 2023 as follows:

* Name of company: Industrial Construction and Investment Joint Stock Company
* Head office address: No. 158, Ha Dinh Street, Thanh Xuan Trung Ward, Thanh Xuan District, Hanoi
* Tel: 024.38583052 Fax: 024.38583013 Email: [info@ici.com.vn](mailto:info@ici.com.vn)
* Charter capital: VND 40 billion
* Securities code: ICI
* Corporate Governance Model:

The General Meeting, the Board of Directors, the Supervisory Board, and the Managing Director

* Internal audit: Unimplemented.

1. Activities of the General Meeting:

Information about the meetings and General Mandates/Decisions of the General Meeting (including General Mandates approved by collecting shareholders' ballots):

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| --- | --- | --- | --- |
| No. | General Mandate/Decision of the General Meeting | Date | Contents |
| 1 | 17/NQ-ICIC-DHDCD | June 06, 2023 | Annual General Mandate 2023 |

1. Board of Directors:
2. 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 members/independent member of the Board of Directors | |
| Date of appointment | Dismissal date |
| 1 | Mr. Tran Gia Hung | Chair of the Board of Directors; Deputy Managing Director | May 25, 2022 |  |
| 2 | Mr. Vu Khac Dap | Member of the Board of Directors | May 25, 2022 |  |
| 3 | Mr. Pham Hung | Member of the Board of Directors | May 25, 2022 | June 06, 2023 |
| 4 | Mr. Dinh Van Vien | Member of the Board of Directors | May 25, 2022 |  |
| 5 | Ms. Nguyen Thi Vinh | Member of the Board of Directors | May 25, 2022 |  |
| 6 | Mr. Nguyen Nhat Tuan | Member of the Board of Directors - Managing Director | June 06, 2023 |  |

1. Board Resolutions/Board Decisions:

|  |  |  |  |
| --- | --- | --- | --- |
| No. | Board Resolution/Board Decision | Date | Contents |
| 1 | 03/NQ-HDQT | February 22, 2023 | Board Resolution of the meeting on February 22, 2023 |
| 2 | 05/QD-HDQT | February 27, 2023 | Decision on appointing the person in charge of corporate governance |
| 3 | 06/NQ-HDQT | April 06, 2023 | Board Resolution of the meeting on April 06, 2023 |
| 4 | 09/NQ-HDQT | April 25, 2023 | Board Resolution of the meeting on April 25, 2023 |
| 5 | 12/NQ-HDQT | May 09, 2023 | Board Resolution approving reports submitted to the General Meeting |
| 6 | 13/QD-HDQT | May 09, 2023 | Decision on the establishment of Shareholder's Eligibility Verification Committee |
| 7 | 15/NQ-HDQT | May 30, 2023 | Resolution to supplement the content of the Annual General Meeting 2023 |
| 8 | 20/NQ-HDQT | June 29, 2023 | Board Resolution of the meeting on June 29, 2023 |
| 9 | 21/NQ-HDQT | July 01, 2023 | Decision to appoint the company's Managing Director with Mr. Nguyen Nhat Tuan |
| 10 | 22/QD-HDQT | July 01, 2023 | Decision to replace Capital Owner representative at ICIC .3 (Mr. Dinh Van Vien) |
| 11 | 23/QD-HDQT | July 01, 2023 | Decision on promulgation of amended and supplemented Charter of the Company |
| 12 | 24/QD-HDQT | July 01, 2023 | Decision on promulgation of amended and supplemented Charter of the Company |
| 13 | 25/NQ-HDQT | July 01, 2023 | Decide to promulgate the Operational Regulation of the Board of Directors |
| 14 | 26/NQ-HDQT | July 01, 2023 | Decision on promulgation of Operational Regulations of the Supervisory Board |
| 15 | 29/NQ-HDQT | July 25, 2023 | Resolution approving loan limits and guarantees at BIDV Bank - Hanoi Branch in 2023 |
| 16 | 31/NQ-HDQT | December 08, 2023 | Resolution on the selection of the audit company for the Financial Statements 2023 |

Supervisory Board;

1. Information about members of the Supervisory Board:

|  |  |  |  |  |
| --- | --- | --- | --- | --- |
| No. | Member of the Supervisory Board | Position | Date of appointment/dismissal as member of the Supervisory Board | Professional Qualification |
| 1 | Mr. Dang Quang Cuong | Chief | May 25, 2022 (the 2022 - 2027 term) | Master of Economics, Bachelor in Finance and Accounting |
| 2 | Mr. Do Van Hung | Member | May 25, 2022 (the 2022 - 2027 term) | Bachelor in Economics majoring in Accounting |
| 3 | Mr. Dinh Viet Thuong | Member | May 25, 2022 (the 2022 - 2027 term) | Intermediate Accounting |

1. Executive Board

|  |  |  |  |  |
| --- | --- | --- | --- | --- |
| No. | Member of the Executive Board | Date of birth | Professional Qualification | Date of appointment/dismissal as member of the Executive Board |
| 1 | Mr. Nguyen Nhat Tuan - Managing Director | July 12, 1972 | Civil And Industrial Construction Engineer | June 06, 2023 |
| 2 | Mr. Tran Gia Hung - Deputy Managing Director | March 05, 1966 | Master of Architecture | July 01, 2014 |

1. Chief Accountant

|  |  |  |  |
| --- | --- | --- | --- |
| Full name | Date of birth | Professional Qualification | Date of appointment/dismissal |
| Do Trung Dung | March 21, 1972 | Bachelor in Economics | June 01, 2022 |

1. Training on corporate governance
2. List of related persons of the public Company and transactions between the related persons of the Company with the Company itself:
3. Transactions between the Company and related persons of the Company, or between the Company and principal shareholders, PDMR, or related persons of PDMR None.
4. Transactions between PDMR of the Company, related persons of PDMR and subsidiaries under the authority of the Company: None
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, Managing Director and other managers have been founding members or members of the Board of Directors and Managing Director for the past three (03) years (as at the date of reporting): None
   2. Transactions between the Company and the companies in which related persons of members of the Board of Directors, members of the Supervisory Board, Managing Director and other managers are members of the Board of Directors or Managing Director: None
   3. Other transactions of the Company (if any) which can bring material or non-material benefits to members of the Board of Directors, members of the Supervisory Board, Managing Director and other managers: None
6. Share transactions between PDMR and related persons of PDMR
7. Transactions between PDMR and related persons related to the Company’s shares
8. Other significant issues: