**KCE: Annual Corporate Governance Report 2023**

On January 29, 2024, Khanh Hoa Power Centrifugal Concrete Joint Stock Company announced Report No. 05/2024/BC-KCE on the annual corporate governance as follows:

* Name of public company: Khanh Hoa Power Centrifugal Concrete Joint Stock Company
* Head office address: Lot C5,6,7,8 Dac Loc Industrial Park - Vinh Phuong Commune - City. Nha Trang - Khanh Hoa Province
* Transaction office: 5th Floor, VCN Building, Vinh Diem Trung Urban Area, Nha Trang City, Khanh Hoa Province
* Tel: 0258. 6256699-6251235 Email: ctybtlt.dlkh@gmail.com
* Charter capital: VND 15,000,000,000
* Securities code (if any): KCE (Upcom)
* Corporate Governance Model: The General Meeting, the Board of Directors, the Supervisory Board and the Board of Managers
* Internal audit: Unimplemented.

1. Activities of the General Meeting

The Annual General Meeting 2023 of Khanh Hoa Power Centrifugal Concrete Joint Stock Company, held on April 27, 2023, approved the General Mandate with the following contents:

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| --- | --- | --- | --- |
| No. | General Mandate/Decision of the General Meeting | Date | Contents |
| 1 | 07/2023/NQ-HDQT-KCE | April 27, 2023 | Annual General Mandate 2023. Approve the followings contents:   1. The Company’s Financial Statements 2022 (Audited) 2. Distribution of profit, dividend payment and appropriation for funds in 2022 3. Production, business and investment plan for 2023 4. Remuneration of the Board of Directors, Supervisory Board, person in charge of corporate governance /Company’s Secretariat in 2022 and payment level in 2023 5. Authorization for the Board of Directors to select an audit company for the Financial Statements 2023 6. Approve the results of the election of members of the Board of Directors and members of the Supervisory Board for the fourth term (2023-2028) |

1. Board of Directors (Report in 2023):
2. Information on 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 | Dismissal date |
| 01 | Mr. Nguyen Tan Luc | Chair of the Board of Directors | April 27, 2023 |  |
| 02 | Mr. Vo Tri | Member of the Board of Directors Manager | April 27, 2023 |  |
| 03 | Mr. Le Duy Cuu | Chair of the Board of Directors  Member of the Board of Directors | April 27, 2023 | April 27, 2023 |
| 04 | Mr. Nguyen Phuoc Vinh Khai | Member of the Board of Directors - Manager |  | April 27, 2023 |
| 05 | Mr. Pham Ngoc Quang | Member of the Board of Directors |  | April 27, 2023 |

1. Board Resolutions/Board Decisions in 2023:

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| --- | --- | --- | --- |
| No. | Board Resolution/BoardDecision | Date | Contents |
| 01 | 01/2023/QD-HDQT-KCE | February 02, 2023 | Decision on approving the settlement of the Company's salary fund 2022 |
| 02 | 02/2023/QD-HDQT-KCE | February 02, 2023 | Decision on approving the appropriation for provision fund for doubtful receivables 2022 |
| 03 | 03/2023/NQ-HDQT-KCE | February 08, 2023 | Resolution on borrowing capital, opening L/C, guarantee, using assets as security measures at BIDV Khanh Hoa Branch |
| 04 | 04/2023/QD-HDQT-KCE | February 21, 2023 | Board Resolution on organization of the Annual General Meeting 2023 |
| 05 | 05/2023/NQ-HDQT-KCE | March 10, 2023 | Agree transaction contracts with related parties KHPC |
| 06 | 06/2023/QD-HDQT-KCE | March 10, 2023 | Decision on establishing the Organizer Committee of the Annual General Meeting 2023 |
| 07 | 07/2023/NQ-HDQT-KCE | April 27, 2023 | Annual General Mandate 2023 |
| 08 | 08/2023/QD-HDQT-KCE | April 27, 2023 | Resolution on electing the Chair of the Board of Directors |
| 09 | 09/2023/QD-HDQT-KCE | April 28, 2023 | Decision on appointing Managing Director-cum-legal representative of the Company |
| 10 | 10/2023/NQ-HDQT-KCE | April 28, 2023 | Board Decision on assigning Chief Accountant of the Company |
| 11 | 11/2023/NQ-HDQT-KCE | June 15, 2023 | Appoint a Representative to continue the credit limit contract with BIDV Khanh Hoa Branch |
| 12 | 12/2023/QD-HDQT-KCE | June 15, 2023 | Board Decision on approving the salary rate of the Company’s Manager and The Chief Accountant |
| 13 | 13/2023/QD-HDQT-KCE | July 19, 2023 | Proposal on the selection of audit company for the Financial Statements 2023 |
| 14 | 14/2023/QD-HDQT-KCE | August 04, 2023 | Agree transaction contracts with related parties ACECO |
| 15 | 15/2023/QD-HDQT-KCE | August 29, 2023 | Resolution on the dividend payment in 2022 to the shareholders in cash. |
| 16 | 16/2023/QD-HDQT-KCE | September 07, 2023 | Decision on Mr. Vo Tri's resignation to benefit from the retirement benefits of social insurance according to regulations |
| 17 | 17/2023/QD-HDQT-KCE | September 07, 2023 | Sign a contract to hire the Company’s Managing Director |
| 18 | 18/2023/QD-HDQT-KCE | September 08, 2023 | Approve transaction contracts with related parties ACECO |
| 19 | 19/2023/QD-HDQT-KCE | September 14, 2023 | Approve the Company’s salary unit price 2023 |
| 20 | 20/2023/QD-HDQT-KCE | October 23, 2023 | Agree transaction contracts with related parties KHPC |
| 21 | 21/2023/QD-HDQT-KCE | December 29, 2023 | Agree the transaction contracts 2024 with related parties KHPC. |
| 22 | 22/2023/QD-HDQT-KCE | December 29, 2023 | Handling overdue doubtful debts |

1. Supervisory Board:

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| --- | --- | --- | --- | --- |
| No. | Member of the Supervisory Board | Position | Date of appointment/dismissal as member/independent member of the Supervisory Board | Professional Qualification |
| 1 | Nguyen Thi Thuy Hang | Chief | April 26, 2018 | Bachelor in Finance  - Credit |
| 2 | Phan Dac Van | Member | April 27, 2023 | Bachelor in Business Administration |
| 3 | Phan Thi Van Ha | Member | October 31, 2019 | Bachelor in Economics |
| 4 | Trinh Giang Nam | Member | April 27, 2023 | Dismissal |

1. Executive Board/Chief Accountant:

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| --- | --- | --- | --- | --- | --- |
| No. | Member of the Executive Board | Date of birth | Professional Qualification | Position | Date of appointment |
| 01 | Vo Tri | December 16, 1962 | Bachelor in Economics | Manager - Legal representative | April 27, 2023 |
| 02 | Nguyen Thi Tuyet Loan | March 03, 1977 | Bachelor in Enterprise Accounting | The Chief Accountant | April 27, 2023 |

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 and related persons of PDMR

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| --- | --- | --- | --- | --- | --- | --- | --- | --- |
| No. | Name of individual/organization | Relations with the Company | NSH No.\* , Date of issue, Place of issue | Head office address: | Time of transaction with the Company | General Mandate/Decision of the General Meeting of Shareholder No. or Board Resolution/Board Decision No. (including date of announcement, if any) | Content, quantity, total value of transaction | Note |
| 1 | An Giang Centrifugal Concrete Joint Stock Company | Joint venture | 1600669108 | National Highway 91. An Thoi Village, My Thoi Ward, Long Xuyen City, An Giang | 2023 | Board Resolution No. 14/2023/NQ-HDQT/KCE on August 04, 2023 | Selling Centrifugal Concrete pillars with value: VND 148,046,482 | August+September, 2023 |
| Board Resolution No. 14/2023/NQ-HDQT/KCE on August 04, 2023 | Buy BELT pillars with value: VND 187,920,000 | November, 2023 |
| Board Resolution No. 14/2023/NQ-HDQT/KCE on August 04, 2023 | Purchase equipment and sewer molds for production with total value: VND 709,500,000 | December 2023 |
| Board Resolution No. 18/2023/NQ-HDQT/KCE on September 08, 2023 |  |  |
| 2 | Khanh Hoa Power Joint Stock Company | Joint venture | 4200601069 | No. 11 Ly Thanh Ton Road - Van Thanh Ward - Nha Trang City - Khanh Hoa Province | 2023 | Board Resolution No. 20/2023/NQ-HDQT/KCE on October 23, 2023 | Selling Centrifugal Concrete pillars with value: VND 186,006,484 | November+December 2023. |
| Board Resolution No. 05/2023/NQ-HDQT/KCE on March 13, 2023 | Rent a transformer for production in 2023 with value: VND 55,962,000 | March 2023 |
| Follow the power purchase contract according to EVN's regulations | The company purchases electricity for production with a total value of VND 749,070,199 | 2023 |

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