**ACS: Annual Corporate Governance Report 2023**

On December 31, 2023, Architects & Construction Service Corporation announced Report No. 3112A/BC-HDQT on the corporate governance situation in 2023 as follows:

* Name of company: Architects & Construction Service Corporation
* Head office address: 36 Ung Van Khiem Road, Ward 25, Binh Thanh District, Ho Chi Minh City.
* Tel: (028) 3899 4461 -38992710 Fax: (028) 3899 0246
* Charter capital: VND 40,000,000,000
* Securities code: ACS
* Corporate Governance Model: The General Meeting, Board of Directors, Supervisory Board and Managing Director.
* Internal audit: Implemented.
1. Activities of the General Meeting

Information about the meetings and General Mandate/Decisions of the General Meeting.

1. Meeting Minute of the General Meeting No. 01/BBH-DHDCD.23 dated May 27, 2023.
2. Annual General Mandate No. 01/NQ-DHDCD.23 dated May 27, 2023.
3. Board of Directors
4. Information about members of the Board of Directors:

|  |  |  |  |
| --- | --- | --- | --- |
| No. | Member of the Board of Directors | Position | Date of appointment/dismissal as member/independent member of the Board of Directors |
| Date of appointment | Dismissal date |
| 01 | Dang Le Dung | Chair of the Board of Directors | July 18, 2020 |  |
| 02 | Le Duc Nguyen | Permanent Vice Chair of the Board of Directors | July 18, 2020 |  |
| 03 | Dinh Viet Duy | Vice Chair of the Board of Directors - Managing Director | July 18, 2020 |  |
| 04 | Nguyen Quang Khanh | Member of the Board of Directors (Non-executive) | May 27, 2023 |  |
| 05 | Le Van Khanh | Independent member of the Board of Directors | May 27, 2023 |  |
| 06 | Vo Thanh Thuan | Member of the Board of Directors | July 18, 2020 | May 27, 2023 |
| 07 | Dang Hong Phuoc | Independent member of the Board of Directors | July 18, 2020 | May 27, 2023 |

2. Board Resolutions/Board Decisions:

|  |  |  |  |
| --- | --- | --- | --- |
| No. | Board Resolution/Board Decision  | Date | Content |
| 01 | 01/2023/NQ-HDQT | January 12, 2023 | Receive transfer of property according to Certificate of Land Use Rights for residential purposes |
| 02 | 02/2023/NQ-HDQT | February 08, 2023 | Liquidate all shares in TNA Mechanical - Material - Construction Equipment Joint Stock Company |
| 03 | 03/2023/NQ-HDQT | February 17, 2023 | Review company-wide cost and personnel issues |
| 04 | 04/2023/NQ-HDQT | March 22, 2023 | On the recorded list of shareholders attending the Annual General Meeting 2023 |
| 05 | 05/2023/NQ-HDQT | April 20, 2023 | On the timing of the organization of the Annual General Meeting 2023 |
| 06 | 06/2023/NQ-HDQT | May 18, 2023 | Liquidate company car assets |
| 07 | 07/2023/NQ-HDQT | May 22, 2023 | Compile a list of nominated candidates, additional nominees for the Board of Directors of Architects & Construction Service Corporation for the term 2020-2025 |
| 08 | 08/2023/NQ-HDQT | May 23, 2023 | Agree on Mr. Vo Thanh Thuan to resign from the position of permanent Deputy Managing Director, Deputy Managing Director in charge of finance and economics from May 31, 2023 |
| 09 | 09/2023/NQ-HDQT | May 24, 2023 | Mr. Dinh Viet Duy - Deputy Chair of the Board of Directors / Managing Director in charge of Project Development Block and directly manage the operation of the Project Development Department. |
| 10 | 10/2023/NQ-HDQT | August 30, 2023 | Agree on merging the Project Development Block and the Technical Block into the Technical - Project Block from September 01, 2023 |
| 11 | 11/2023/NQ-HDQT | September 12, 2023 | Agree on Mr. Dang Hong Phuoc to resign as desired and cease to hold the position of Deputy Managing Director from September 15, 2023 |

1. Supervisory Board;

1. Information about members of the Supervisory Board

|  |  |  |  |  |
| --- | --- | --- | --- | --- |
| No. | Member of the Supervisory Board | Position | Date of appointment as member of the Supervisory Board | Qualification |
| 01 | Truong Thi Thuy Hang | Chief of the Supervisory Board | July 18, 2020 | Bachelor |
| 02 | Le Thi Mong Huyen | Member of the Supervisory Board | July 18, 2020 | Bachelor |
| 03 | Mr. Dang Xuan Dung | Member of the Supervisory Board | October 09, 2021 | Bachelor |

1. Executive Board

|  |  |  |  |  |
| --- | --- | --- | --- | --- |
| No. | Member of the Executive Board | Date of birth | Qualification | Date of appointment/dismissal as member of the Supervisory Board |
| 01 | Mr. Dinh Viet Duy - Managing Director | September 13, 1964 | Construction engineer - Master of Project Management | Appointed on: July 22, 2020 |
| 02 | Mr. Pham Van Hung Em - Deputy Managing Director | October 26, 1982 | Electronic engineer | Appointed on: December 02, 2019 |
| 03 | Mr. Tran Van Lam - Deputy Managing Director | December 16, 1984 | Master - Construction Engineer | Appointed on: March 15, 2021 |
| 04 | Le Duc Long - Deputy Managing Director | 1984 | Bachelor in Business Administration | Appointed on: September 15, 2022 |
| 05 | Vo Thanh Thuan - Deputy Managing Director | April 04, 1983 | Bachelor in Accounting | Dismissal date May 31, 2023 |
| 06 | Dang Hong Phuoc - Deputy Managing Director | 1977 | Bachelor in Accounting | Dismissal date September 15, 2023 |

1. Chief Accountant

|  |  |  |  |
| --- | --- | --- | --- |
| Full name | Date of birth | Qualification: | Appointment/dismissal date |
| Ms. Nguyen Thi Tuyet Hong | April 24, 1979 | Bachelor | Appointed onJanuary 15, 2020 |

1. Training on corporate governance
2. List of related persons of public companies and transactions between related persons of the Company and 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: None.
4. Transactions between Company’s PDMR, related 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 companies where members of the Board of Directors, members of the Supervisory Board, Executive Manager (Managing Director) and other managers have been founding members or members of the Board of Directors and Executive Manager (Managing Director) for the past three (03) years (as at the date of reporting): None.
	2. Transactions between the Company and companies executed by the related people of members of the Board of Directors, members of the Supervisory Board, Executive Manager (Managing Director) and other managers who are members of the Board of Directors and Executive Manager (Managing Director). None.
	3. Other transactions of the Company (if any) which can bring about material or non-material benefits to members of the Board of Directors, members of the Supervisory Board, Executive Manager (Managing Director) and other managers.

VIII. Share transactions of PDMR and related persons of PDMR:\

1. Company’s share transaction of PDMR and related persons:

|  |  |  |  |  |  |
| --- | --- | --- | --- | --- | --- |
| 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 |
| 01 | Dang Le Dung |  | 611,000 | 15.28% | 211,000 | 5.28% | Decreased out of selling |

IX. Other significant issues