**DVG: Annual Corporate Governance Report 2023**

On January 29, 2024, Dai Viet Paint Group Joint Stock Company announced Report No. 01/2024/BCQT-2023/DVG on the corporate governance in 2023 as follows:

* Name of listed company: Dai Viet Paint Group Joint Stock Company
* Head office address: Thanh Lam, Phu Lam Ward, Ha Dong District, Hanoi City
* Tel: (024).3919.6086; Email: dvggroup.jsc@gmail.com
* Website: www.daivietgroupjsc.vn
* Charter capital: VND 280,000,000,000
* Securities code: DVG
* Corporate Governance Model: The General Meeting of Shareholders, the Board of Directors, the Supervisory Board, and the Board of Management.
* Internal audit execution: Implemented

1. Activities of The General Meeting of Shareholders

General Mandates/Decisions/Meeting Minutes of the General Meeting of Shareholders

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| No. | General Mandate/Decision of the General Meeting of Shareholders No. | Date | Content |
| 1 | General Mandate No. 01/2023/NQ-DHDCD/DVG | July 17, 2023 | Annual General Mandate 2023 of Dai Viet Paint Group Joint Stock Company |
| 2 | Meeting Minutes No. 01/2023/BBH-DHDCD/DVG of the General Meeting of Shareholders | July 17, 2023 | Meeting Minutes of the Annual General Meeting of Shareholders 2023 Dai Viet Paint Group Joint Stock Company |

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 (independent member, non-executive member of the Board of Directors) | Date of appointment/dismissal as members/independent member of the Board of Directors | |
| Appointment date | Dismissal date |
| 1 | Mr. Nguyen Van Ninh | Chair of the Board of Directors | April 26, 2021 |  |
| 2 | Mr. Bui Van Thuy | Member of the Board of Directors | April 26, 2019 |  |
| 3 | Nguyen Huu Duong | Member of the Board of Directors | April 26, 2019 | July 17, 2023 |
| 4 | Mr. Ho Dinh Tung | Member of the Board of Directors | April 26, 2019 |  |
| 5 | Mr. Vu Van Minh | Member of the Board of Directors | December 23, 2019 |  |
| 6 | Ms. Du Thi Van | Member of the Board of Directors | July 17, 2023 |  |

1. Board Resolutions/Board Decisions/ Proposal (Annual Report 2023):

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| --- | --- | --- | --- |
| No. | Board Resolution/Board Decision No. | Date | Content |
| 1 | Resolution No. 01/2023/NQ-HDQT | February 27, 2023 | On approving the record date for the list of shareholders attending the Annual General Meeting of Shareholders 2023 |
| 2 | Resolution No. 02/2023/NQ-HDQT | March 10, 2023 | On approving the change in Resolution No. 01 about the record date for the list of shareholders attending the Annual General Meeting of Shareholders 2023 in |
| 3 | Resolution No. 03/2023/NQ-HDQT | March 31, 2023 | On extending the time to organize the Annual General Meeting of Shareholders 2023 and amending the new record date for the list of shareholders |
| 4 | Resolution No. 04/2023/NQ-HDQT/DVG | May 4, 2023 | On approving the content of the Annual General Meeting of Shareholders 2023: |
| 5 | Resolution No. 05/2023/NQ-HDQT/DVG | May 18, 2023 | On approving the change in the address of the Representative Office |
| 6 | Resolution No. 06/2023/NQ-HDQT/DVG | May 31, 2023 | On approving the time to organize the Annual General Meeting of Shareholders 2023 the 2nd time |
| 7 | Resolution No. 07/2023/NQ-HDQT/DVG | June 1, 2023 | On approving the reasons for the failure to organize the Annual General Meeting of Shareholders for the 1st time and inviting shareholders to attend the meeting for the 2nd time |
| 8 | Resolution No. 08/2023/NQ-HDQT/DVG | June 15, 2023 | On approving the withdrawal of capital equity at Hung Dai Nam Group Joint Stock Company and investing in purchasing the shares of DVH Group Joint Stock Company |
| 9 | Resolution No. 09/2023/NQ-HDQT/DVG | June 22, 2023 | On approving the reasons for the failure in organizing the Annual General Meeting of Shareholders for the 2nd time and inviting shareholders to attend the meeting for the 3rd time |
| 10 | Resolution No. 10/2023/NQ-HDQT/DVG | June 28, 2023 | On approving the dismissal of Ms. Tran Thi Thanh from the position of the Chief Accountant and the resignation letter from the position of the Chief of Supervisory Board of Ms. Truong Thi Mai |
| 11 | Resolution No. 11/2023/NQ-HDQT/DVG | July 20, 2023 | On approving the selection of an audit company for the Consolidated and Separate Financial Statements 2023 |
| 12 | Resolution No. 12/2023/NQ-HDQT/DVG | August 7, 2023 | On the profit distribution in 2021, 2022 |
| 13 | Resolution No. 13/2023/NQ-HDQT/DVG | August 16, 2023 | On changing the Legal Representative of the Company |

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

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| --- | --- | --- | --- | --- | --- |
| No. | Member of the Supervisory Board | Position | Date of appointment as member of the Supervisory Board. | Dismissal date | Qualification |
| 1 | Ms. Truong Thi Mai | Chief | December 23, 2020 | July 17, 2023 | Bachelor of Accounting |
| 2 | Ms. Nguyen Thuy Linh | Chief | December 23, 2020 | Appointed as the Chief of the Supervisory Board from July 17, 2023 | Bachelor of Accounting |
| 3 | Ms. Nguyen Thi Hien | Member | December 23, 2020 |  | Bachelor of Accounting |
| 4 | Ms. Nguyen Thi Minh Hue | Member | July 17, 2023 |  | Bachelor of Accounting |

1. The Executive Board

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| --- | --- | --- | --- | --- |
| No. | Member of the Executive Board | Date of birth | Qualification | Date of appointment/dismissal as the member of the Executive Board |
| 1 | Mr. Ho Dinh Tung - General Manager | August 3, 1974 | Bachelor of Economics | Appointed on November 01, 2021; dismissed on September 01, 2023 |
| 2 | Ms. Du Thi Van - General Manager |  | Bachelor | Appoint on September 01, 2023 |
| 3 | Mr. Trinh Van Nhat - Deputy General Manager | September 21, 1966 | Bachelor of Economics | Appoint on October 30, 2019 |
| 4 | Mr. Chu Van Ly - Deputy General Manager | January 1, 1960 | Engineer | Appoint on October 30, 2019 |

1. The Chief Accountant:

|  |  |  |  |
| --- | --- | --- | --- |
| Full name | Date of birth | Qualification: | Appointment/dismissal date |
| Ms. Tran Thi Thanh | June 2, 1986 | Bachelor of Economics - Major in Accounting | Appointed on October 30, 2019, dismissed on July 01, 2023 |
| Mr. Nguyen Hong Phong | June 10, 1968 | Bachelor of Accounting - Major in Accounting | Appointed on: July 01, 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, affiliated persons of PDMR. (According to the attached appendix 02)
4. Transactions between Company’s PDMR, affiliated persons of PDMR and subsidiaries or companies controlled by the Company (According to the attached appendix 02)
5. Transactions between the Company and other entities
6. Transactions between the Company and the company in which members of the Board of Directors, members of the Supervisory Board, the General Manager and other managers have been founding members or members of the Board of Directors, the Executive General Manager for the past three (03) years (calculated at the time of reporting): (According to the attached appendix 02)
7. Transactions between the Company and the companies where affiliated persons of members of the Board of Directors, members of the Supervisory Board, the General Manager and other managers are members of the Board of Directors, the General Executive Manager: (According to the attached appendix 2)
8. 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 General Manager and other managers: None
9. Share transactions of PDMR and affiliated persons of PDMR (Report of 2023)
10. Company’s share transaction of PDMR and affiliated persons.

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| --- | --- | --- | --- | --- | --- |
| No. | Full name | Position | Number of trading shares | Current ownership | Rate (%) |
| 1 | Ho Dinh Tung | Member of the Board of Directors-cum-General Manager | 270,600 | 1,000 | 0.0035 |
| 2 | Truong Thi Mai | Chief of the Supervisory Board | 159,200 | 1,000 | 0.0035 |
| 3 | Mr. Bui Van Thuy | Member of the Board of Directors | 246,000 | 501,845 | 1.79 |

1. Other significant issues: none

Appendix 02 Transactions between affiliated persons of the Company with the Company itself:

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| --- | --- | --- | --- | --- | --- | --- | --- | --- |
| No. | Organization/Individual | Relations with the Company | NSH No.\*, date of issue, place of issue | Head office address/Contact address | Time of transaction with the Company | General Mandate/Decision of the General Meeting of Shareholder No. or Board Resolution/  Decision No. (if any) | Contents, quantity, total value of transaction | Note |
| 1 | DVH Group Joint Stock Company | Subsidiary |  |  |  |  | Sell materials for paint production VND 67,000,000 | Became the subsidiary of Dai Viet Paint Group Joint Stock Company as from June 16, 2023 |
| 2 | Hung Dai Nam Group Joint Stock Company | Joint venture |  |  |  |  | Buy materials: VND 1,639,750,750  Selling finished products VND 1,058,745,600 | No longer a joint venture on June 16, 2023 |
| 3 | Viet My Petroleum Joint Stock Company | Joint venture |  |  |  |  | Not incurred. | Viet My Petroleum Joint Stock Company became a joint venture on February 11, 2022 |
| 4 | Mr. Nguyen Duy Viet – General Manager of North Paint Production Joint Stock Company | Affiliated person of PDMR |  |  |  |  | Buy finished products: VND 5,836,294,552 | Became an affiliated company |
| 5 | Thanh Hoa Spirulina Company Limited | Joint venture |  |  |  |  | Not incurred. | Became a joint Venture |