**HLD: Annual Corporate Governance Report 2023**

On January 30, 2024, HUDLAND Real Estate Investment and Development Joint Stock Company announced Report No. 135/BC-HDQT on the corporate governance in 2023 as follows:

* Name of company: HUDLAND Real Estate Investment and Development Joint Stock Company
* Head office address: Floor 12, HUDLAND TOWER, ACC7 lot, Linh Dam General Service Area, Hoang Liet Ward, Hoang Mai District, Hanoi
* Tel: 024.3652 3862 Fax: 024.3652.3864 Email: [hudland@hudland.com.vn](mailto:hudland@hudland.com.vn)
* Charter capital: VND 200 billion;
* Securities code: HLD
* Corporate Governance Model: The General Meeting of Shareholders, the Board of Directors, the Supervisory Board, and the Manager.

1. Activities of the General Meeting of Shareholders:

Information on the meetings and General Mandates/Decisions of the General Meeting of Shareholders (including General Mandates approved by collecting shareholders' opinions via a ballot)

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| --- | --- | --- | --- |
| No. | General Mandate/Decision No. | Date | Content |
|  | No number | June 23, 2023 | General Mandate on approving the contents of the Annual General Meeting of Shareholders 2023 of HUDLAND Real Estate Investment and Development Joint Stock Company |

1. The Board of Directors in 2023:
2. Information of members of the Board of Directors (BOD)

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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. Pham Cao Son | Chair of the Board of Directors | June 26, 2023 |  |
| 2 | Ms. Dinh Thi Minh Hang | Vice Chair of the Board of Directors | April 04, 2018 | Date of resignation: May 24, 2023 |
| 3 | Mr. Nguyen Thanh Tu | Member of the Board of Directors, Manager of the Company | June 26, 2023 |  |
| 4 | Ms. Nguyen Thanh Huong | Member of the Board of Directors | June 26, 2023 |  |
| 5 | Mr. Vu Tuan Linh | Member of the Board of Directors, Deputy Manager of the Company | June 26, 2023 |  |
| 6 | Ms. Dong Thi Cuc | Member of the Board of Directors (Independent member) | June 26, 2023 |  |

1. Board Resolutions/Decisions:

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| --- | --- | --- | --- |
| No. | Board Resolutions/Decision No. | Date | Content |
| 1 | 15/QD- HDQT | January 04, 2023 | Decision on Approving the design tasks, recruitment exam plan, and regulations for the Architectural design plan of the Investment project of Tre Nga Street adjacent residential area under the Binh Giang construction investment project |
| 2 | 72/QD- HDQT | Januray 06, 2023 | Resolution on approving the policy of adding additional crushed stone protection layers to roads under the Investment project to build new residential areas in Phu village, Thai Hoc commune and Nhuan Dong village, commune Binh Minh, Binh Giang district |
| 3 | 54/QD- HDQT | Januray 10, 2023 | Decision on Approving the settlement to complete the project of low-rise housing construction project NO-05B, Viet Hung New Urban Area |
| 4 | 60/QD- HDQT | Januray 11, 2023 | Decision on Approving the Contractor Selection Plan for the construction phase (adjustments and additions) of the new residential area construction investment project in Phu Village, Thai Hoc Commune and Nhuan Dong Village, Binh Minh Commune, Binh Giang District |
| 5 | 138/QD- HDQT | Januray 18, 2023 | Decision on Promulgating the action program to practice savings and prevents waste in 2023 |
| 6 | 478/QD- HDQT | March 02, 2023 | Decision on Approving the exam results of the architectural plan of the Tre Nga project |
| 7 | 549/QD- HDQT | March 16, 2023 | Decision on Approving the Contractor Selection Plan for the Demarcation Boundary Planning Package of Yen Ninh and Yen Bai Project |
| 8 | 550/QD- HDQT | March 16, 2023 | Decision on approving the contractor selection plan for the topographic survey package to serve in the preparation of bidding documents for investor selection for the Hop Minh project, Yen Bai |
| 9 | 678/QD- HDQT | April 10, 2023 | Decision on commending and rewarding the outstanding individual of Q1/2023 Mr. Trinh Anh Tai, an employee of the Investment Department |
| 10 | 748 /NQ-HDQT | April 20, 2023 | Resolution on approving the policy of postponing the Annual General Meeting of Shareholders 2023 of HUDLAND Real Estate Investment and Development Joint Stock Company |
| 11 | 751 /NQ-HDQT | April 20, 2023 | Resolution on approving the policy of conducting actual topographic surveys to serve the bidding work of selecting investors to implement the New urban area project in Hop Minh ward, Yen Bai city, Yen Bai province |
| 12 | 752 /NQ-HDQT | April 20, 2023 | Resolution on approving the policy of adjusting and supplementing the design of stone cavity embankment and reinforcing the slope roof section from sewer CB03, CB04 to CB06 under the category of Artificial lake ditch, construction investment project of New residences in Phu village, Thai Hoc commune and Nhuan Dong village, Binh Minh commune, Binh Giang district |
| 13 | 753 /NQ-HDQT | April 20, 2023 | Resolution approving the policy of adding roads to the Temple in the Landscape category, Investment project to build new residential areas in Phu village, Thai Hoc commune and Nhuan Dong village, Binh Minh commune, Binh Giang district |
| 14 | 754 /NQ-HDQT | April 20, 2023 | Resolution on approving the policy of converting the Bundle seams of the median strip from concrete to imitation stone, constructing the pavement foundation to maintain the road mold under the Traffic category at the Investment project to build a new residential area in Phu village, Thai Hoc commune and Nhuan Dong village, Binh Minh commune, Binh Giang district |
| 15 | 755 /NQ-HDQT | April 20, 2023 | Resolution on approving the policies and costs for implementing investment preparations before having the decision on approving the feasibility study report of the Investment project of Tre Nga Street adjacent residential area under the Investment project Investing in the construction of new residential areas in Phu village, Thai Hoc commune and Nhuan Dong village, Binh Minh commune, Binh Giang district |
| 16 | 794/QD- HDQT | April 26, 2023 | Decisions on Approving the Contractor Selection plan for bidding packages to be implemented before having the decision on approving the investment project of Tre Nga Street adjacent residential area under the new residential area construction investment project in Phu village, Thai Hoc commune and Nhuan Dong village, Binh Minh commune, BG district, Hai Duong |
| 17 | 795/QD- HDQT | April 26, 2023 | Decision on approving the contractor selection plan for the topographic survey package to serve in the preparation of bidding documents for contractor selection for the construction investment project of the New Urban Area of Hop Minh Ward, Yen Bai. |
| 18 | 981 /NQ-HDQT | June 01, 2023 | Resolution on convening the Annual General Meeting of Shareholders 2023 |
| 19 | 986/QD- HDQT | June 02, 2023 | Decision on establishing the Organization Committee of the Annual General Meeting of Shareholders 2023 |
| 20 | 987 /NQ-HDQT | June 02, 2023 | Resolution on re-appointing Deputy Director Vu Tuan Linh, Deputy Director Nguyen Nam Cuong, and Chief Accountant Le Quoc Chung of the Company |
| 21 | 981 /NQ-HDQT | June 01, 2023 | Resolution on convening the Annual General Meeting of Shareholders 2023 |
| 22 | 1081 /NQ-HDQT | June 19, 2023 | Resolution on approving the policy to lend capital to HUD Corporation to serve production and business |
| 23 | 1127 /NQ-HDQT | June 26, 2023 | Resolution on the election of Chairman of the Board of Directors of the Company |
| 24 | 1128/QD- HDQT | June 26, 2023 | Decision on appointing the Manager of the Company |
| 25 | 1200/QD- HDQT | July 07, 2023 | Decision of the Board of Directors on approving the Investment project of Dong Tam Ward new urban area, in Yen Bai City, Yen Bai Province |
| 26 | 1702 /NQ-HDQT | October 20, 2023 | Board resolution on approving the policy of implementing the work of increasing the Company's charter capital |
| 27 | 1703 /NQ-HDQT | 10/20/2023 | Board resolution on approving BIDV Hanoi loan plan to serve production and business in 2023-2024 |
| 28 | 1704 /NQ-HDQT | 10/20/2023 | Board resolution on approving Pvcombank Hanoi loan plan to serve production and business in 2023-2024 |

1. The Supervisory Board.

1 Information of 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 |
| 1 | Ms. Dang Thanh Binh | Chief of the Supervisory Board | Date of appointment  June 23, 2023 | Bachelor of Finance and Banking |
| 2 | Ms. Nguyen Vu Ngoc Linh | Members of the Supervisory Board | Date of appointment  June 23, 2023 | Economic construction engineer;  Master of Construction Management - Project Management |
| 3 | Ms. Ngo Thi Hanh | Members of the Supervisory Board | Date of appointment  6/23/2023 | Bachelor of Finance - Accounting |

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 Executive Board |
| 1 | Mr. Nguyen Thanh Tu  Position: Manager | September 10, 1973 | Construction Engineer | June 26, 2023 |
| 2 | Mr. Vu Tuan Linh  Position: Deputy Manager | December 11, 1976 | Bachelor of Finance - Accounting | June 02, 2023 |
| 3 | Mr. Nguyen Nam Cuong  Position: Deputy Manager | November 09, 1979 | Master of Architecture | June 02, 2023 |
| 4 | Mr. Tran Dung Sy  Position: Deputy Manager | May 10, 1973 | Construction Engineer | February 08, 2023 |

1. The Chief Accountant

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| --- | --- | --- | --- |
| Full name | Date of birth | Qualification: | Appointment date |
| Mr. Le Quoc Chung | January 24, 1983 | Master of Business Administration | June 02, 2023 |

1. Training on corporate governance
2. List of affiliated persons of the public company in 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: None.
4. Transactions between the 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 in which members of the Board of Directors, members of the Supervisory Board, the Manager, and other managers have been founding members or members of the Board of Directors, the Executive Manager for the past three (03) years (calculated at the time of reporting): None.
   2. 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: None.
   3. Other transactions of the Company (if any) which can bring material or non-material benefits to members of the Board of Directors and members of the Supervisory Board, the Manager, and other managers: None.
6. Share transactions of PDMR and affiliated persons of PDMR in 2023:
7. Transaction of PDMR and affiliated persons related to the Company’s shares: None.
8. Other significant issues: None