**MVC: Annual Corporate Governance 2023**

On January 30, 2024, Binh Duong Building Materials & Construction Corporation announced Report No. 02/MC-BCQT on the corporate governance 2023 as follows:

* Name of listed company: Binh Duong Building Materials & Construction Corporation
* Head office address: No. 306, DT743 Road, Binh Thang Ward, Di An City, Binh Duong Province
* Tel: 0274 3751518; Fax: 0274 3751138; Email: [mc@vlxdbd.com.vn](mailto:mc@vlxdbd.com.vn)
* Charter capital: VND 1,000,000,000,000
* Securities code: MVC

1. Activities of the General Meeting:

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

|  |  |  |  |
| --- | --- | --- | --- |
| No. | General Mandate | Date | Contents |
| 1 | 01/DHDCD23 | April 15, 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 Director) | Date of appointment/dismissal as member/independent member of the Board of Directors | |
| Date of appointment | Date of dismissal |
| 1 | Mr. Doan Minh Quang | Chair of the Board of Directors | April 25, 2021 |  |
| 2 | Mr. Trinh Ba Bo | Independent member of the Board of Directors | April 25, 2021 |  |
| 3 | Mr. Le Viet Chau | Member of the Board of Directors | April 25, 2021 |  |
| 4 | Mr. Nguyen Thanh Nhan | Member of the Board of Directors | April 25, 2021 |  |
| 5 | Ms. Pham Kim Oanh | Member of the Board of Directors | April 25, 2021 |  |

1. Resolutions:

|  |  |  |  |
| --- | --- | --- | --- |
| No. | Resolution/Decision | Date | Contents |
| 1 | 50/NQ-HDQT | February 15, 2023 | Approve the time, location, and record date for the Annual General Meeting 2023 |
| 2 | 51/NQ-HDQT | March 07, 2023 | Convert Công ty TNHH ICD Hoa Lư (tentatively translated as ICD Hoa Lu Company Limited) from a LLC with two or more members to a single-member LLC owned by Binh Duong Building Materials & Construction Corporation |
| 3 | 52/NQ-HDQT | March 24, 2023 | Approve the production and business plan for 2023 submitted to the Annual General Meeting 2023 |
| 4 | 53/NQ-HDQT | May 12, 2023 | Agree to allow the Company to buy shares of Nui Nho Stone JSC to increase ownership rate |
| 5 | 54/NQ-HDQT | July 25, 2023 | Implement cash dividend payment in 2022 of 3% with payment date: September 15, 2023 |
| 6 | 180/QD-SBH | August 21, 2023 | Dismiss Mr. Nguyen Van Huu from being the Manager of the new city’s Branch |
| 7 | 181/QD-MC | August 21, 2023 | Appoint Ms. Pham Thi Thanh Phung as the Manager of the new city’s Branch |
| 8 | 55/NQ-HDQT | August 29, 2023 | Sign a contract with a related party, Nhi Hiep Brick - Tile Co-operation, as a distributor of construction stone and artificial sand products |

1. Supervisory Board:
2. Information about members of the Supervisory Board:

|  |  |  |  |  |  |
| --- | --- | --- | --- | --- | --- |
| No. | Member of the Supervisory Board/Audit Committee | Position | Date of appointment/dismissal as member of the Supervisory Board/Audit Committee | | Qualification |
| Date of appointment | Date of dismissal |
| 1 | Ms. Pham Thi Bang Trang | Chief of the Supervisory Board | April 25, 2021 |  | Bachelor in Finance and Accounting |
| 2 | Ms. Ha Thi Phuong Truc | Member of the Supervisory Board | April 25, 2021 |  | Bachelor in Laws |
| 3 | Ms. Le Thi Cam Loan | Member of the Supervisory Board | April 24, 2021 |  | Intermediate Corporate Accounting |

1. Executive Board:

|  |  |  |  |  |  |
| --- | --- | --- | --- | --- | --- |
| No. | Member of the Executive Board | Date of birth | Qualification | Date of appointment | Date of dismissal |
| 1 | Le Viet Chau | January 05, 1972 | Bachelor in Business Administration | January 01, 2021 |  |
| 2 | Nguyen Hong Chau | February 04, 1970 | Bachelor in Economics and Finance |  |  |
| 3 | Nguyen Quoc Binh | January 01, 1978 | Bachelor in Economics | March 01, 2022 |  |
| 4 | Pham Hoan Vu | May 06, 1966 | Bachelor in Business Administration | June 16, 2022 |  |

1. Chief Accountant:

|  |  |  |  |  |  |
| --- | --- | --- | --- | --- | --- |
| No. | Full name | Date of birth | Qualification | Date of appointment | Date of dismissal |
| 1 | Huynh Minh Tam |  | Bachelor in Economics | March 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 its PDMR; or between the Company and principal shareholders, PDMR, related persons of PDMR:

|  |  |  |  |  |  |  |  |  |
| --- | --- | --- | --- | --- | --- | --- | --- | --- |
| No. | Name of 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 approved No. (including date of promulgation, if any) | Content, quantity, total transaction value | Note |
| 01 | Nui Nho Stone JSC | Related organization of PDMR - Chair of the Board of Directors | Business registration No. 4603000286; issued on November 14, 2006 | Binh Thung 2 Quarter, Binh An, Di An, Binh Duong | In 2023 | General Mandate No. 01/DHDCD23 dated April 15, 2023 | Product distributor |  |
| 02 | Nhi Hiep Brick - Tile Co-operation | Related organization of PDMR - Member of the Board of Directors | Business Registration Certificate No. 3700358798 changed for the 13th time on December 8, 2020 | 1/8 Quyet Thang Quarter, Binh Thang, Di An, Binh Duong | September 1, 2023 | Board Resolution No. 55/NQ-HDQT dated August 29, 2023 | Product distributor |  |
| 03 | High - Grade Brick - Tile Corporation | Related organization of PDMR - Member of the Board of Directors |  |  | None |  |  |  |
| 04 | Thanh Le General Import - Export Trading Corporation | Related organization of PDMR - Member of the Board of Directors |  | No. 63 Yersin Street, Hiep Thanh Ward, Thu Dau Mot City, Binh Duong Province | In 2023 | General Mandate No. 01/DHDCD23 dated April 15, 2023 | Retail gasoline... |  |

1. Transactions between PDMR of the listed company, related persons of PDMR and subsidiaries, companies controlled by the listed company: None
2. 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, the Executive Manager (Managing Director) have been founding members or members of the Board of Directors and Executive Manager (Managing Director) for the past three (03) years (as of the date of reporting):

* Nui Nho Stone JSC (Mr. Doan Minh Quang, Chair of Binh Duong Building Materials & Construction Corporation's Board of Directors is currently the Chair of Nui Nho Stone JSC’s Board of Directors)
* Nui Nho Stone JSC (Mr. Nguyen Quoc Binh, Binh Duong Building Materials & Construction Corporation’s Deputy Managing Director is currently the Chief of Nui Nho Stone JSC’s Supervisory Board)
* High - Grade Brick - Tile Corporation (Ms. Pham Thi Bang Trang, Chief of Binh Duong Building Materials & Construction Corporation’s Supervisory Board is currently a member of High - Grade Brick - Tile Corporation’s Board of Directors)
* High - Grade Brick - Tile Corporation (Mr. Nguyen Hong Chau, Binh Duong Building Materials & Construction Corporation’s Deputy Managing Director is currently the Chief of High - Grade Brick - Tile Corporation’s Supervisory Board)
* Giang Nam Logistics Joint Stock Company (Ms. Pham Kim Oanh, member of Binh Duong Building Materials & Construction Corporation’s Board of Directors is currently the Chair of Giang Nam Logistics Joint Stock Company's Board of Directors)
* TANCANG Waterway Transpot Joint Stock Company (Ms. Pham Kim Oanh, member of the Board of Directors of Binh Duong Building Materials & Construction Corporation is currently a member of Tan Cang Waterway Transport Joint Stock Company’s Board of Directors)
* Nhi Hiep Brick - Tile Co-operation (Mr. Nguyen Hong Chau, Binh Duong Building Materials & Construction Corporation's Deputy Managing Director is currently the Chair of Nhi Hiep Brick -Tile Co-operation’s Board of Directors)
* Nhi Hiep Brick - Tile Co-operation (Mr. Nguyen Quoc Binh, Binh Duong Building Materials & Construction Corporation's Deputy Managing Director is currently a member of Nhi Hiep Brick -Tile Co-operation’s Board of Directors)
  1. Transactions between the Company and companies where related persons of the members of the Board of Directors, members of the Supervisory Board, and Executive Manager (Managing Director) who are members of the Board of Directors and Executive Manager: None.
  2. 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 and Executive Manager (Managing Director): None.

1. Share transactions of PDMR and related persons of PDMR:
2. Company’s share transactions between PDMR and related persons:
3. Other significant issues: