**VCM: Annual Corporate Governance Report 2023**

On January 29, 2024, Vinaconex Trading and Manpower JSC announced Report No. 017/2024/BC-TCHC-MEC on the corporate governance of 2023 as follows:

* Name of company: Vinaconex Trading and Manpower JSC
* Head office address: 5th floor, 25T1 N05 building, Tran Duy Hung Street, Trung Hoa Ward, Cau Giay District, Hanoi
* Tel: 024.62511300
* Fax: 024.62511302 Email: info@vinaconexmec.vn
* Charter capital: VND 30,000,000,000
* Securities code: VCM
* Corporate Governance Model:
* The General Meeting of Shareholders, the Board of Directors, the Supervisory Board, and the General Manager/Manager.
* Internal audit execution: Not executed.
1. Activities of the General Meeting of Shareholders: Information about 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 of the General Meeting of Shareholders No. | Date | Content |
| 1 | General Mandate No. 06/2023/NQ-DHDCD. | Resolution on June 30, 2023 | Approve the Report of the General Manager on the business and production results, Financial Statements 2022, Report of the Supervisory Board and the contents under the authoriities of the General Meeting of Shareholders  |

1. The Board of Directors
2. Information about members of the Board of Directors

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| No. | Member of the Board of Directors  | Position (independent members of the Board of Directors, non-executive members of the Board of Directors) | Date of appointment/dismissal as member/independent member of the Board of Directors |
| Date of appointment | Dismissal date |
| 1 | Mr. Luu Vu Truong Dam | Chair of the Board of Directors | June 30, 2023 |  |
| 2 | Ms. Tran Hai Yen | member of the Board of Directors | June 30, 2023 |  |
| 3 | Mr. Trinh Duc Manh | Member of the Board of Directors | June 30, 2023 |  |
| 4 | Mr. Than The Ha | Independent member of the Board of Directors | June 30, 2023 |  |
| 5 | Mr. Huynh The Trung | Member of the Board of Directors | March 29, 2023 |  |

1. Board Resolutions/Board Decisions in 2023:

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| No. | Board Resolution/Board Decision No. | Date | Content |
| 1 | 01/2023/NQ/HDQT-MEC | February 17, 2023 | Organize the Annual General Meeting of Shareholders |
| 2 | 02/2023/NQ/HDQT-MEC | April 12, 2023 | Organize the 2nd Annual General Meeting of Shareholders |
| 3 | 03/2023/NQ/HDQT-MEC | May 31, 2023 | Organize the 3rd Annual General Meeting of Shareholders |
| 4 | 04/2023/NQ/HDQT-MEC | June 23, 2023 | Approve on the adjustments and supplements to some contents of the Annual General Meeting of Shareholders 2023 |
| 5 | 05/2023/NQ/HDQT-MEC | June 30, 2023 | Appoint the Chair of the Board of Directors, appoint members of the Supervisory Board, dismiss person in charge of corporate governance of the Company, dismiss the Deputy General Manager and approve the contents under the authorities of the General Meeting of Shareholders |
| 6 | 07/2023/NQ/HDQT-MEC | August 01, 2023 | Approve the contents under the authorities of the Board of Directors |
| 7 | 08/2023/NQ/HDQT-MEC | August 03, 2023 | Approve the Semi-annual Financial Statements 2023. |
| 8 | 09/2023/NQ/HDQT-MEC | August 09, 2023 | Promulgate regulations on organization and operation of the Company |
| 9 | 10/2023/NQ/HDQT-MEC | September 15, 2023 | Change the Chief Accountant of the Company |
| 10 | 11/2023/NQ/HDQT-MEC | October 02, 2023 | Borrow capital, issue guarantees, open LC, assets as security measures at Joint Stock Commercial Bank for Investment and Development - Thang Long Branch (BIDV) |
| 11 | 12/2023/NQ/HDQT-MEC | October 25, 2023 | Approve the Report of the Chair of the Board of Directors and the Board of Management on the production and business results in Q3/2023 and the production and business plan for Q4/2023; |
| 12 | 13/2023/NQ/HDQT-MEC | November 21, 2023 | Approve the contents under the authorities of the Board of Directors |
| 13 | 14/2023/NQ/HDQT-MEC | November 30, 2023 | Dismiss Mr. Vu Minh Phu as the Company’s General Manager |
| 14 | 15/2023/NQ/HDQT-MEC | November 30, 2023 | Approve the record date to exercise the rights of shareholders and organization plan, contents, agenda and Proposals for the Extraordinary General Meeting of Shareholders 2024 |

1. The Supervisory Board/Audit Committee (Semi-annual/ Annual report)

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| No. | Member of the Supervisory Board/Audit Committee | Position | Date of appointment/dismissal as member of the Supervisory/the Audit Committee | Qualification |
| 1 | Ms. Vu Thi Ha  | Chief of the Supervisory Board | June 30, 2023 |  |
| 2 | Mr. Vu Tuan Hung | Member of the Supervisory Board | June 30, 2023 |  |
| 3 | Pham Thi Quynh Nhu | Member of the Supervisory Board | June 30, 2023 |  |

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. Luu Vu Truong Dam | January 20, 1987 | Master of Economics | Appointed on: June 30, 2023 |
| 2 | Ms. Nguyen Thi Thuy Thiep  | October 01, 1974 | Master of Business Administration, Bachelor of Economics | Appointed on: November 04, 2021 |
| 3 | Ms. Tran Hai Yen  | July 30, 1976 | Bachelor of Economics in Tourism and Hotel Business Administration | Appointed on: June 30, 2023 |

1. The Chief Accountant

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| --- | --- | --- | --- |
| Full name  | Date of birth  | Qualification: | Date of appointment /dismissal |
| Nguyen Thi Thuy Huong | January 13, 1984 | Bachelor of Economics | September 15, 2023 |

1. Training on corporate governance
2. List of affiliated persons in the public company (Report 6 months/year) and transactions between 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 and affiliated persons of PDMR
4. Transactions between Company’s PDMR, affiliated persons of PDMR and subsidiaries or companies controlled by the Company
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 Manager (the General Manager) and other managers have been founding members or members of the Board of Directors, the Executive Manager (the General Manager) for the past three (03) years (as at the time of reporting).
7. Transactions between the Company and companies in which the affiliated persons of members of the Board of Directors, members of the Supervisory Board, the Manager (the General Manager) and other managers who are members of the Board of Directors, the Executive Manager (the General Manager).
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, and the Manager (General Manager) and other managers.
9. Share transactions of PDMR and affiliated persons of PDMR (report 6 months/year).
10. Transactions between PDMR and persons related to the Company’s shares
11. Other significant issues.