**VE3: Annual Corporate Governance Report 2023**

On January 29, 2024, VNECO 3 Electricity Construction JSC announced Report No. 02.BCQT/VNECO3-HDQT on the corporate governance in 2023 as follows:

* Name of the public company: VNECO 3 Electricity Construction JSC
* Head office address: Block 3 - Trung Do Ward, Vinh city, Nghe An Province
* Tel: 0383.855006 Fax: 0383.855263
* Charter capital: VND 13,197,100,000
* Securities code: VE3
1. Activities of the General Meeting of Shareholders:

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| --- | --- | --- | --- |
| No. | General Mandate No. | Date | Content |
| 01 | 01 NQ/VNECO3-DHDCD | May 27, 2023 | Approve the following contents:* Approve the report of the Board of Directors
* Production and business results in 2022
* Production and business plan in 2023
* Report on the inspection and supervision of the Supervisory Board in 2022.
* Plan for profit distribution and dividend payment in 2022;
* Authorization for the Board of Directors to select an audit company for the Financial Statements in 2023
* Approve the remuneration of the Board of Directors and the Supervisory Board in 2023;
* Approve the Plan on paying dividends by shares
* Approve the plan on share issuance to increase charter capital in 2023.
* Approve the amendment to the Company's Charter promulgated on April 28, 2022;
* Elect the Board of Directors for the term 2023-2028.
* Elect the Supervisory Board for the term 2023-2028.
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| 02 | 02/NQ/VNECO3-DHDCD | September 26, 2023 | Approve the following contents:* Approve the Proposal on adjusting the plan on share issuance to increase charter capital in 2023;
* Approve the Proposal on adjusting dividend rate and the profit distribution plan for 2022.
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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 | Date of appointment/dismissal as member of the Board of Directors | Number of attended meetings | Rate | Reason for absence |
| 1 | Vo Thanh Luong | Chair of the Board of Directors | May 27, 2023 | 02 | 22% |  |
| 2 | Dau Ngoc Thanh | Member of the Board of Directors | May 27, 2023 | 02 | 22% |  |
| 3 | Tran Duc Thanh | Member of the Board of Directors |  | 09 | 100% |  |
| 4 | Tran Thi Luong | Member of the Board of Directors | May 27, 2023 | 02 | 22% |  |
| 5 | Nguyen Van Tuan | Member of the Board of Directors | May 27, 2023 | 02 | 22% |  |
| 6 | Dao Ngoc Quynh | Chair of the Board of Directors |  | 07 | 78% | Newly elected on May 27, 2023 |
| 7 | Truong Thuong Thinh | Member of the Board of Directors |  | 07 | 78% | Newly elected on May 27, 2023 |
| 8 | Vu Hong Cam Tu | Member of the Board of Directors |  | 07 | 78% | Newly elected on May 27, 2023 |
| 9 | Bui Quang Thanh | Member of the Board of Directors |  | 06 | 67% | Newly elected on May 27, 2023, have emergency situation |

1. Board Resolutions/Board Decisions:

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| --- | --- | --- | --- |
| No. | Board Resolution/Board Decision No. | Date | Content |
| 1 | 01 QD/VNECO3- HDQT | February 27, 2023 | 1. Consider the production and business results in 2023, the profit distribution plan in 2022:
2. Agree on a number of plan targets for 2023.
3. Investment plan in 2023
4. Prepare for the Annual General Meeting of Shareholders 2023.
5. The Company's charter capital increase.
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| 2 | 02 QD/VNECO3- HDQT | March 25, 2023 | 1. Human resources for the Board of Directors and the Supervisory Board for the term 2023-2028.
2. Plan for industrial production factory in the near future.
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| 3 | 03 QD/VNECO3- HDQT | April 21, 2023 | Extend the time of the Annual General Meeting of Shareholders 2023 |
| 4 | 04 QD/VNECO3- HDQT | May 27, 2023 | Elect the Chair of the Board of Directors for the term V (2023-2028) |
| 5 | 05 QD/VNECO3- HDQT | June 04, 2023 | 1. Production and business performance in the first 5 months of 2022 and plan for the last 7 months of 2022.
2. Current personnel situation of the Company
3. Key personnel work in the company:
* Appoint Mr. Tran Duc Thanh to be the Manager of the Company
* Appoint Mr. Nguyen Van Trong - Head of Technical Department to hold the position of Deputy Manager -cum-Head of Technical Department
* Appoint Mr. Nguyen Van Tuan - Head of General Accounting Department to hold the position of Deputy Manager -cum-Head of General Accounting Department
* Appoint Mr. Bui Duc Long to be the Chief Accountant.
1. The Company's charter capital increase.
2. Select an audit company for Semi-annual Financial Statement 2023: ECOVIS AFA VIETNAM Auditing - Appraisal and Consulting Company Limited.
3. Assign tasks to the Board of Directors
4. Establish the Consult Council
5. Establish an office in Hanoi
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| 6 | 06 QD/VNECO3- HDQT | June 06, 2023 | Establish the Consult Council1. Mr. Bui Tuan Anh - Chair of the Board of Members
2. Mr. Do Manh Cuong - member
3. Mr. Dao Ngoc Quynh - member
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| 7 | 07/2023/BB/VNECO3-HDQT | July 06, 2023 | * Production and business performance in the first 6 months of 2023 and implementation plan for the last 6 months of 2023
* Review the implementation of the contents of the Board of Directors’ meeting on June 4, 2023
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| 8 | 06/11/2023/NQ/VNECO3-HDQT | November 06, 2023 | * Approve the plan on share issuance to pay dividends of 2022 and the plan on public offering for existing shareholders
* Approve the plan on using capital from the public offering
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|  | 07/11/2023/NQ/VNECO3-HDQT | November 07, 2023 | * Approve the registration dossier for public offering
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| 9 | 09QD/VNECO3- HDQT | December 14, 2023 | * Review the production and business situation in 2023.
* Situation of the corporation's divestment at VNECO3
* Review the implementation of stock issuance.
* Bidding for jobs
* Organize production and business construction
* Adjust salary regulations and operating regulations of the company.
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1. The Supervisory Board (Annual Report 2021)
2. Information about 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 | Number of attended meetings | Rate | Reason for absense |
| 1 | Nguyen The Hung | Chief of the Supervisory Board  | May 27, 2023 | 01 | 33% | Dismissed |
| 2 | Nguyen Thi Hong Vinh | Member |  | 03 | 100% |  |
| 3 | Nguyen Huy Hung | Member | May 27, 2023 | 01 | 33% |  |
| 4 | Nguyen The Tam | Chief of the Supervisory Board  | May 27, 2023 | 02 | 77% | Newly elected on May 27, 2023 |
| 5 | Nguyen Trung Hieu | Member | May 27, 2023 | 02 | 77% | Newly elected on May 27, 2023 |