**VTC: Annual Corporate Governance Report 2023**

On January 30, 2024, VTC Telecommunications JSC announced Report No. 01/2024/CBTT-VTC on the corporate governance in 2023 as follows:

* Company’s name: VTC Telecommunications JSC
* Head office address: No.750 (3rd floor), Dien Bien Phu Street, Ward 11, District 10, Ho Chi Minh City
* Tel: 028.38331106 Fax: 028.38300253
* Charter capital: VND 45,346,960,000
* Listed securities code: VTC
* Corporate Governance Model: The General Meeting of Shareholders, the Board of Directors, the Supervisory Board, and the General Manager
* Implementation of the internal audit function: Implemented.

1. Activities of the General Meeting of Shareholders

In 2023, VTC Telecommunications JSC held the Annual General Meeting of Shareholders 2023 on April 27, 2023

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| No. | General Mandate No. | Date | Content |
| 01 | 01/2023/NQ-DHDCD | April 27, 2023 | * Approve the Audited Financial Statements 2022 * Approve the summary report on the business activities in 2022 and the business plan for 2023. * Approve the Report of the Board of Directors in 2022 * Approve the Report of Supervisory Board in 2022 * Approve the remuneration for the Board of Directors, the Supervisory Board in 2022 and the remuneration plan for the Board of Directors, the Supervisory Board in 2023 * Approve the proposal on appropriations for funds and profit distribution in 2022. * Approve the authorization for the Board of Directors to select an audit company for the fiscal year 2023 |

1. Activities of the Board of Directors
2. Information about members of the Board of Directors:

The Annual General Meeting of Shareholders 2020 on June 25, 2020 decided to dismiss members of the Board of Directors of the 2015-2019 term and implemented the election for members of the Board of Directors for the 2020-2025 term. In 2023, the Company has not had any changes in the members of the Board of Directors.

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| No. | Member of the Board of Directors | Position | Appointment date  Date of dismissal as a member of the Board of Directors | |
| Appointment date | Dismissal date |
| 1 | Mr. Le Xuan Tien | Chair of the Board of Directors | April 15, 2011 |  |
| 2 | Mr. Bui Van Bang | Member of the Board of Directors, General Manager | April 28, 2017 |  |
| 3 | Mr. Vo Hung Tien | Independent member of the Board of Directors | April 06, 2007 |  |
| 4 | Ms. Le Thi Thanh | Member of the Board of Directors  Head of the Representative Office | April 24, 2015 |  |
| 5 | Ms. Tran Phuong Hien | Independent member of the Board of Directors | June 25, 2020 |  |

1. Board Resolutions:

In 2023, the Board of Directors held meetings and collected members of the Board of Directors' opinions to review the business situation and to promulgate Resolutions, Decisions based on the agreement of the members of the Board of Directors

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| --- | --- | --- | --- |
| No. | Board Resolution No. | Date | Content |
| 01 | 01 /NQ-HDQT | April 05, 2023 | * Approve the Financial Statements 2022 of the Holding Company and the Consolidated Financial Statements audited by VIETVALUES Auditing and Consulting Co., Ltd * Approve the Report on the results of production and business activities in 2022 * Approve the Report on activities of the Board of Directors in 2022 * Approve the Report on executive activities of the Board of Management in 2022 * Approve the report on activities of the Supervisory Board in 2022. * Approve the production and business plan for 2023 * Approve the remuneration for the Board of Directors, the Supervisory Board in 2022 and the remuneration plan for the Board of Directors, the Supervisory Board in 2023 * Approve the Plan on profit distribution and appropriation for funds in 2022 * Approve the agenda, contents and documents for the Annual General Meeting of Shareholders 2023. * Approve other contents under the authorities of the Board of Directors. |
| 02 | 02 /NQ-HDQT | October 05, 2024 | * Approve the preliminary report on production and business activities in the first 6 months of 2023, implement the production and business plan in Q4/2023 and the expected business results in 2023. * Approve the executive report of the General Manager in the first 6 months of 2023   Approve the Report of the Supervisory Board on the supervisory task of the business operation and the financial situation in the first 6 months of 2023   * Approve the Proposal of the General Manager on the investment in research and development activities for the period 2023-2025 * Approve other contents under the authorities of the Board of Directors. |

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

The Annual General Meeting of Shareholders 2020 on June 25, 2020 decided to dismiss members of the Supervisory Board of the 2015-2019 term and implemented the election for members of the Supervisory Board for the 2020-2025 term. In 2023, the Company has not had any changes in the members of the Supervisory Board.

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| No. | Member of the Board of Directors | Position | Date of appointment/dismissal as member of the Supervisory Board | | Qualification |
| Appointment date | Dismissal date |
| 1 | Mr. Nguyen Thien Loi | Chief of the Supervisory Board | April 25, 2014 |  | Master of Business Administration  Bachelor of Finance |
| 2 | Mr. Nguyen Van Xuan | Member of the Supervisory Board | April 28, 2010 |  | Bachelor of Finance - Accounting |
| 3 | Ms. Phan Thanh Tu | Member of the Supervisory Board | June 25, 2020 |  | Bachelor of Accounting |

1. The Executive Board:

In 2023, the Company has no change on the members of the Executive Board, list of current members of the Executive Board is as follows:

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| --- | --- | --- | --- | --- | --- |
| No. | Member of the Executive Board | Position | Date of birth | Qualification | Appointment date |
| 1 | Mr. Bui Van Bang | General Manager | July 01, 1976 | Electronic Engineer | July 01, 2020 |
| 2 | Mr. Tran Van Mua | Deputy General Manager | April 15, 1979 | Telecommunications Technical Engineer | October 10, 2017 |
| 3 | Mr. Nguyen Minh Vu | Deputy General Manager | January 10, 1973 | Electronic Engineer | April 08, 2020 |
| 4 | Mr. Nguyen Duc Long | Deputy General Manager | February 29, 1988 | Master of Telecommunications | November 02, 2020 |
| 5 | Mr. Vo Anh Thinh | Chief Accountant | August 05, 1981 | Master of Accounting, Corporate Finance | September 01, 2022 |

1. Training on corporate governance:
2. List of affiliated persons of the Company and transactions between affiliated persons of the Company and 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

Agency contract to sell the company's digital products with its subsidiary - Smart Technologies Investment and Development Joint Stock Company dated May 19, 2023.

1. Transactions between PDMR of the listed company, affiliated persons of PDMR and subsidiaries or companies controlled by the listed company: None.
2. Transactions between the Company and other entities:
   1. Transactions between the Company and the companies that the Company’s members of the Board of Directors, members of the Supervisory Board, General Manager have been and are founding members or members of the Board of Directors, General Manager in the last three (03) years: None.
   2. Transactions between the Company and the companies that the affiliated persons of the Company’s members of the Board of Directors, members of the Supervisory Board, the General Manager are the members of the Board of Directors or the General Manager: None.
   3. Other transactions of the Company (if any) can bring about material or non-material benefits to the members of the Board of Directors, the members of the Supervisory Board, the General Manager: None.
3. Share transactions of PDMR and PDMR’s affiliated persons
4. Company’s share transactions of PDMR and affiliated persons:

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| --- | --- | --- | --- | --- | --- | --- | --- |
| No. | Transaction conductor | Relations with PMDR | Number of shares owned at the beginning of the period | | Number of shares owned at present | | Reason for increase, decrease |
| Number of offered shares | Rate compared to the Charter capital | Number of offered shares | Rate compared to the Charter capital |
| 1 | Le Xuan Tien | Chair of the Board of Director | 928,862 | 20.48% | 927,862 | 20.46% | Sell shares |

1. Other significant issues: None.