**CAB: Annual Corporate Governance Report 2023**

On January 30, 2024, Viet Nam Television Cable Joint Stock Company announced Report No. 01/VTVcab on Annual Corporate Governance Report 2023 as follows:

* Name of company: Viet Nam Television Cable Joint Stock Company
* Head office address: No 3/84 Ngoc Khanh Street, Giang Vo Ward, Ba Dinh District, Ha Noi, Viet Nam
* Securities code: CAB:
* Charter capital: VND 457,458,760,000
* Corporate Governance Model: The General Meeting of Shareholders, the Board of Directors, the Supervisory Board, and the General Manager.
* Internal audit execution: Implemented
1. Activities of the General Meeting of Shareholders:

Information about the meetings and General Mandates of the General Meeting of Shareholders:

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| --- | --- | --- | --- |
| No. | General Mandate No. | Date | Content |
| 1 | No. 10/NQ-DHDCD | June 22, 2023 | The Annual General Mandate in 2023 approved the following contents:* Report of the Board of Directors.
* Report of the Executive Board;
* Report of the Supervisory Board;
* Audited Financial Statements 2022
* Business plan of the Holding Company for 2023
* Investment plan in 2023
* Selection of an audit company for the Financial Statements 2023;
* Profit distribution plan of 2021
* Report on the implementation of the salary and remuneration fund in 2020 and the plan on the salary and remuneration fund in 2020 of members of the Board of Directors, the Executive Board, the Supervisory Board
 |
| 2 | 24/NQ-DHDCD-VTVcab | December 23, 2023 | The Annual General Mandate in 2023 approved the following contents:Proposal for the extraction of the investment development fund in 2021, the plan on profit distribution after tax in 2022:Proposal on the dismissal of members of the Board of Directors for the term 2018-2023, election of members of the Board of Directors for the term 2023-2028Proposal on the dismissal and election of members of the Supervisory Board for the term 2018-2023Elections:Elected members of the Board of Directors for the term 2023-2028:Mr. Vu Hai ThanhMr. Vu Quang TaoMr. Bui Huy NamElected members of the Supervisory Board for the term 2023-2028:Mr. Nguyen Minh DiepMr. Phan Tat ThanhMs. Nguyen Thi Thu HienMs. Tran Thi Hai Ha |

1. Information about the Board of Directors:
2. Information about member of the Board of Directors:

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| --- | --- | --- | --- |
| No. | Member of the Board of Directors | Position | Date of appointment/dismissal as member/independent member of the Board of Directors |
| Appointment date | Date of dismissal |
| 1 | Vu Hai Thanh | Member of the Board of Directors | December 23, 2023 |   |
| Chair of the Board of Directors | December 28, 2023 |   |
| 2 | Bui Huy Nam | Member of the Board of Directors | June 02, 2018 | December 23, 2023 |
| December 23, 2023 |   |
| 3 | Vu Quang Tao | Chair of the Board of Directors | November 08, 2023 | December 28, 2023 |
| Member of the Board of Directors (Non-executive) | February 27, 2020 | December 23, 2023 |
| December 23, 2023 |   |
| 4 | Hoang Ngoc Huan | Chair of the Board of Directors | June 02, 2018 | November 08, 2023 |
| Member of the Board of Directors | June 02, 2018 | December 23, 2023 |

1. Board Resolutions/Board Decisions:

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| --- | --- | --- | --- |
| No. | Resolution No. | Date | Content |
| 1 | 01/NQ-HDQT-VTVcab | March 25, 2023 | Approve the capital transfer plan of VTVcab's investment at VTVlive |
| 2 | 02/NQ-HDQT-VTVcab | March 25, 2023 | Approve the capital transfer plan of VTVcab's investment at VTVcab Sport |
| 3 | 03/NQ-HDQT-VTVcab | March 30, 2023 | Temporarily recognize profit distribution for 2021 in the financial statements for 2022 |
| 4 | 04/NQ-HDQT-VTVcab | April 26, 2023 | Approve the plan to organize the Annual General Meeting of Shareholders 2023 |
| 5 | 05/NQ-HDQT-VTVcab | May 17, 2023 | Select the service provider for appraising the value of VTVcab's shares held in Vita |
| 6 | 06/NQ- HDQT-VTVcab | May 18, 2023 | Approve the plan to transfer shares of VTVcab at VTVlive |
| 7 | 07/NQ- HDQT-VTVcab | May 18, 2023 | Approve the plan to transfer shares of VTVcab at VTVcab Sport |
| 8 | 08/NQ-HDQT-VTVcab | June 21, 2023 | Adjust the agenda of the Annual General Meeting of Shareholders in 2023 |
| 9 | 10/NQ- HDQT-VTVcab | June 23, 2023 | Resolution on appointing a Representative to vote at the General Meeting of Shareholders 2023 of Vita |
| 10 | 11/NQ- HDQT-VTVcab | July 25, 2023 | Approve the short-term borrowing plan for 2023 |
| 11 | 12/NQ-HDQT- VTVcab | July 28, 2023 | Implement the dividend payment for 2021 to shareholders |
| 12 | 13/NQ-HDQT-VTVcab | July 28, 2023 | Select an audit company for the Financial Statements of 2023 |
| 13 | 14/NQ-HDQT-VTVcab | August 09, 2023 | Approve the Financial Statements and profit distribution plan of Vtvcab Telecommunication Infrastructure One Member Company Limited |
| 14 | 15/NQ-HDQT-VTVcab | September 18, 2023 | Approve the short-term borrowing plan for 2023 |
| 15 | 16/NQ- HDQT-VTVcab | November 08, 2023 | Dismiss, elect Chair of the Board of Directors and change the Legal Representative of the Company |
| 16 | 17/NQ-HDQT-VTVcab | November 08, 2023 | Plan on convening an Extraordinary General Meeting of Shareholders in 2023 |
| 17 | 18/NQ-HDQT-VTVcab | November 16, 2023 | Adjust the short-term borrowing plan for 2023 |
| 18 | 19/NQ-HDQT-VTVcab | November 17, 2023 | Approve the proposal to repurchase a portion of the broadcasting rights for the English Premier League and the short-term borrowing plan |
| 19 | 20/NQ-HDQT-VTVcab | November 20, 2023 | Approve the proposal to reappoint and extend the tenure for retirement age compliance with the regulations for Business managers at VTVcab in 2023 |
| 20 | 21/NQ-HDQT-VTVcab | November 30, 2023 | Approve the agenda, content, and documents of the Extraordinary General Meeting of Shareholders in 2023 |
| 21 | 22/NQ-HDQT-VTVcab | November 30, 2023 | Approve the results of the share transfer at VTVcab Sport |
| 22 | 23/NQ-HDQT-VTVcab | December 20, 2023 | Approve the project of borrowing capital, collateral assets, adjusting and supplementing the value of investment projects contributing capital to BCC |
| 23 | 25/NQ-HDQT-VTVcab | December 28, 2023 | Elect Chair of the Board of Directors for the term 2023-2028 and Change the Legal Representative of the Company |
| 24 | 26/NQ-HDQT-VTVcab | December 28, 2023 | Dismiss the position of Deputy General Manager for Ms. Nguyen Thi Hoang Phuong and appoint a replacement for the Legal Representative of the capital contribution of VTVcab at Smart Media Company, On+ Company |
| 25 | 27/NQ-HDQT-VTVcab | December 28, 2023 | Approve the results of the share transfer at Vietnam Interactive Television Joint Stock Company. |

1. The Supervisory Board

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 | Qualification |
| Date of appointment as member of the Supervisory Board | Date of dismissal as member of the Supervisory Board |
| 1 | Nguyen Minh Diep | Chief of the Supervisory Board | June 02, 2018 | December 23, 2023 | Bachelor of Economics, Master of Business Administration |
| December 23, 2023 |   |
| 2 | Nguyen Thi Thu Hien | Member | June 02, 2018 | December 23, 2023 | Bachelor of Economics, Master of Finance and Banking |
| December 23, 2023 |   |
| 3 | Phan Tat Thanh | Member | June 21, 2019 | December 23, 2023 | Bachelor of Economics, Certified Public Accountant (CPA) |
| December 23, 2023 |   |
| 4 | Tran Thi Hai Ha | Member | June 21, 2019 | December 23, 2023 | Bachelor of Economics |
| December 23, 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 Supervisory Board |
| 1 | Bui Huy Nam | May 22, 1977 | Telecommunication - Electronic Engineering | Reappointed as General Manager from November 20, 2023 |
| 2 | Nguyen Tuan Anh | February 01, 1963 | Radio-Electronic Engineer | Retired according to the policy from December 1, 2023 |
| 3 | Nguyen Van Ninh | March 21, 1964 | Telecommunication - Electronic Engineering | Extended tenure as Deputy General Manager from November 20, 2023 |
| 4 | Le Trung Tan | October 31, 1983 | Doctor of Telecommunications Engineering; Master of Information Processing and Communication, Telecommunications Electronics Engineer | Date of appointment: June 24, 2019 |
| 5 | Nguyen Thi Hoang Phuong | July 05, 1976 | Bachelor of Economics/Master of Economic Management | Dismissal date: December 28, 2023 |

1. The Chief Accountant

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| --- | --- | --- | --- |
| Full name | Date of birth | Qualification | Appoint the Chief Accountant |
| Tran Ngoc Huyen | June 16, 1976 | Bachelor of Economics, Master of Business Administration | Reappointed from November 20, 2023 |

1. Training on corporate governance
2. List of affiliated persons of the public company 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 and affiliated persons of PDMR: Appendix 2
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
	1. Transactions between the Company and companies where 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 (calculated at the time of reporting):
	2. Transactions between the Company and companies where affiliated persons of members of the Board of Directors, members of the Supervisory Board, the Manager (General Manager) and other managers are members of the Board of Directors, the Executive Manager (General Manager).
	3. 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, the Manager (General Manager) and other managers.
6. Share transactions between PDMR and affiliated persons of PDMR

Company’s share transaction of PDMR and affiliated persons.

1. Other significant issues: None

Appendix No. 2: Transactions between the Company and affiliated persons of the Company:

Reporting period: In 2023

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| --- | --- | --- | --- | --- | --- | --- | --- | --- |
| No. | Name of organization/individual | Relations with the Company | NSH\* No., Date of issue and Place of issue of NSH | Headquarters address/Contact address | Time of transaction with the Company | General Mandate/Decision of the General Meeting of Shareholder No. or Board Resolution/Decision No. (if any) | Content, quantity, total value of transaction: VND) |  Note |
| 1 | VTVcab Telecommunication Infrastructure One Member Company Limited | Subsidiary | 0108801439 | No 3/84 Ngoc Khanh Street, Giang Vo Ward, Ba Dinh District, Ha Noi, Viet Nam | From January 1, 2023 to December 31, 2023 |   | 33,905,872,190 | Revenue from goods sales and services provision: |
|   | 264,150,342,733 | Buy products and services: |
| Resolution No. 14/NQ-HDQT-VTVcab dated August 09, 2023 of VTVcab on the approval of profit distribution plan of subsidiary companies: | 1,216,676,162 | VTVcab receive dividend |
| 2 | Viet Thanh Technology Corporation | Subsidiary | 0302807495 | 22 Street No.04 Ward 8, District 11, Ho Chi Minh City. | From January 1, 2023 to December 31, 2023 |   | 617,023,199 | Revenue from goods sales and services provision: |
|   | 41,520,506,952 | VTVcab divides revenue |
|   | 2,549,583,389 | Buy products and services: |
| Annual General Mandate for the year 2023 No. 01/NQ-DHCD/2023 dated June 26, 2023 of the subsidiary | 11,781,000,000 | VTVcab receive dividend |
| 3 | VTVcab Sport Development Joint Stock Company | Subsidiary (no longer a subsidiary from November 28, 2023) | 0108079365 | No. 17, Lot 12B, Trung Yen 10 Street, Trung Hoa Ward, Cau Giay District, Hanoi | From January 1, 2023 to November 28, 2023 |   | 4,481,000,000 | Buy products and services: |
|  | 3,744,048,148 | Revenue from goods sales and services provision: |
| 4 | Vietnam Interactive Television Joint Stock Company | Joint venture (no longer an joint venture from December 27, 2023) | 0105941484 | 7 Floor - VTV Building - No. 3/84 Ngoc Khanh, Ba Dinh District, Hanoi | From January 1, 2023 to December 27, 2023 |   | 30,066,806,032 | Buy products and services: |
|   | 33,783,433,393 | Revenue from goods sales and services provision: |
| 5 | Vtv - Hyundai Home Shopping Company Limited | Joint venture | 0313572904 | No. 232/14, Vo Thi Sau Street, Vo Thi Sau Ward, District 3, Ho Chi Minh City, Vietnam | From January 1, 2023 to December 31, 2023 |   | 1,373,025,000 | Buy products and services: |
| 9,656,397,093 | Revenue from goods sales and services provision: |
| 6 | Media and Multimedia Advertising Joint Stock Company | Associate company | 0103022641 | 7th Floor, Vit building, No. 519 Kim Ma, Ngoc Khanh Ward, Ba Dinh District, Hanoi | From January 1, 2023 to December 31, 2023 |   | 1,710,000,000 | Buy products and services: |
| General Mandate No. 02/NQ/DHDCD/ SMJ-2023 dated July 24, 2023 of the joint venture | 434,794,537 | VTVcab receive dividend |
| 7 | VTVcab Nam Dinh Joint Stock Company | Associate company | 0600339309 | No. 208 Tran Hung Dao Street, Tran Hung Dao Ward, Nam Dinh Province | From January 1, 2023 to December 31, 2023 |   | 2,801,651,420 | Buy products and services: |
| 3,690,451,449 | Revenue from goods sales and services provision: |
| 6,163,633,122 | VTVcab divides revenue |
| 8 | ON+ Communications Joint Stock Company | Associate company | 0314550692 | 8th Floor, No. 258 Nam Ky Khoi Nghia, Ward 8, District 3, Ho Chi Minh City | From January 1, 2023 to December 31, 2023 |   | 26,957,413 | Buy products and services: |
|   | 134,787,067 | Revenue from goods sales and services provision: |
| 9 | Saigontourist Cable Tv Company Limited | Joint venture of VTV | 0301463315 | 31-33 Dinh Cong Trang, Tan Dinh Ward, District 1, Ho Chi Minh City, Vietnam. | From January 1, 2023 to December 31, 2023 |   | 57,640,580,216 | Buy products and services: |
| 48,890,880,227 | Revenue from goods sales and services provision: |
| 10 | Vietnam Satellite Digital Television Company  | Subsidiary of VTV | 0103932332 | 15th Floor, Handi Resco Tower A, 521 Kim Ma, Ngoc Khanh Ward, Ba Dinh District, Hanoi, Vietnam. | From January 1, 2023 to December 31, 2023 |   | 123,545,065,008 | Buy products and services: |
| 52,433,176,779 | Revenue from goods sales and services provision: |
| 11 | Vietnam Television Center in Ho Chi Minh City | Under VTV | 0101567589-011 | No. 7 Nguyen Thi Minh Khai - Ben Nghe Ward - District 1 - Ho Chi Minh City. | From January 1, 2023 to December 31, 2023 |   | 4,320,000,000 | Buy products and services: |
| 12 | Center for Production and Development of Digital Content | Under VTV | 0101567589-042 | 43 Nguyen Chi Thanh, Ngoc Khanh Ward, Ba Dinh District, Hanoi. | From January 1, 2023 to December 31, 2023 |   | 16,000,000,002 | Buy products and services: |
| 13 | Center for Television Advertising and Services | Under VTV | 0101567589-008 | 844 La Thanh Road - Ba Dinh District - Hanoi. | From January 1, 2023 to December 31, 2023 |   | 5,344,000,000 | Buy products and services: |
| 3,992,714,285 | Revenue from goods sales and services provision: |
| 14 | Editorial Office of Vietnam Television | Under VTV | 0101567589-005 | 43 Nguyen Chi Thanh - Ba Dinh District - Hanoi. | From January 1, 2023 to December 31, 2023 |   | 7,727,273 | Buy products and services: |
| 15 | Office of Vietnam Television | Under VTV | 0101567589-007 | 43 Nguyen Chi Thanh - Ba Dinh District - Hanoi. | From January 1, 2023 to December 31, 2023 |   | 10,116,654,540 | Buy products and services: |
| 16 | Multimedia Television Editorial Board | Under VTV | 0101567589-002 | 43 Nguyen Chi Thanh - Ba Dinh District - Hanoi. | From January 1, 2023 to December 31, 2023 |   | 28,692,997,879 | Buy products and services: |
| 1,283,407,791 | Revenue from goods sales and services provision: |