**QPH: Annual Corporate Governance Report 2023**

On January 29, 2024, Que Phong Hydro power Joint Stock Company announced Report No. 19/BC-TDQP on the corporate governance in 2023 as follows:

* Name of company: Que Phong Hydro power Joint Stock Company
* Head office address: Kim Son Town, Que Phong, Nghe An
* Tel: 0383.885.709 Fax: 0383.885.215
* Email: thuydienquephongna@gmail.com
* Charter capital: VND 185,831,000,000
* Securities code: QPH
* 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 meetings and General Mandates/Decisions of the General Meeting of Shareholders (including General Mandates approved by collecting opinions via a ballot)

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| --- | --- | --- | --- |
| No. | General Mandate/Decision No. | Date | Content |
| 1 | General Mandate No. 01/2023/QPH-DHDCD-NQ | May 9, 2023 | * Approve the Report on production and business results in 2022 and the Production and Business Plan in 3;
* Approve the Report on activities of the Board of Directors in 2022;
* Approve the Report on activities of the Supervisory Board in 2022 and the Operational plan of the Supervisory Board in 2023;
* Approve the Financial Statements 2022 of the Holding Company and Consolidated Financial Statement.
* Approve the Proposal on profit distribution in 2022, and authorize the Board of Directors to choose a suitable time for shareholder payouts.
* Approve the result of the remuneration payment for the Board of Directors and the Supervisory Board in 2022, and the Plan in 2023;
* Approve the Proposal on selecting the audit company for the Financial Statements 2023.
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1. The Board of Directors (Annual Report);
2. Information about members of the Board of Directors

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| --- | --- | --- | --- |
| No. | Member of the Board of Directors | Position (independent member, non-executive member of the Board of Directors) | Date of appointment/dismissal as members/independent member of the Board of Directors |
| Appointment date  | Dismissal date |
| 1 | Thai Phong Nha | Chair of the Board of Directors | October 25, 2016 |  |
| 2 | Le Thai Hung | Member of the Board of Directors, General Manager | October 25, 2016 |  |
| 3 | Le Bat Hung | Member of the Board of Directors, Deputy General Manager | October 25, 2016 |  |
| 4 | Phan Bang Viet | Member of the Board of Directors | October 25, 2016 |  |

1. Board Resolutions/Decisions (Annual Report):

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| --- | --- | --- | --- |
| No. | Board Resolution/Board Decision No. | Date | Content |
| 1 | Resolution No. 01/2023/NQ-HDQT | March 29, 2023 | * Approve the Report on production and business results 2022 and production and business plan in 2023.
* Approve the plan on organizing the Annual General Meeting of Shareholders 2023
 |
| 2 | Resolution No. 02/2023/NQ-HDQT | June 23, 2023 | * Approve some contents directing the implementation of production and business plans in the context of drought weather in 2023.
* Approve the policy of repairing Sao Va Hydropower Plant
 |
| 3 | Resolution No. 03/2023/NQ-HDQT | July 12, 2023 | * Summarize production, business results and equipment operations of Ban Coc, Sao Va Hydropower Plant
 |
| 4 | Resolution No. 04/2024/NQ-HDQT | November 10, 2022 | * Approve the draft content on Cooperation in developing hydropower projects in Lao People's Democratic Republic with partners.
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1. The Supervisory Board/Audit Committee (Annual Report):
2. Information about members of the Supervisory Board/the Audit Committee:

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| --- | --- | --- | --- | --- |
| No. | Member of the Supervisory Board/the Audit Committee | Position | Date of appointment/dismissal as member of the Supervisory/the Audit Committee | Qualification |
| 1 | Dang Khanh Quyen | Chief of the Supervisory Board | October 25, 2016 | Bachelor of Economics |
| 2 | Do Thu Huong | Member of the Supervisory Board | October 25, 2016 | Bachelor of Economics |
| 3 | Nguyen Thi T. Binh  | Member of the Supervisory Board | October 25, 2016 | Bachelor of Economics |

1. The Executive Board:

|  |  |  |  |  |
| --- | --- | --- | --- | --- |
| No. | Member of the Executive Board | Date of birth | Qualification | Date of appointment/dismissal as member of the Executive Board |
| 1 | Le Thai Hung | January 18, 1976 | Bachelor of Economics | October 25, 2016 |
| 2 | Nguyen Khac Tiep | July 1, 1982 | Electrical Systems Engineer | July 15, 2015 |

1. The Chief Accountant

|  |  |  |  |
| --- | --- | --- | --- |
| Full name | Date of birth | Qualification: | Date of appointment /dismissal |
| Lim Thi Le Na | February 9, 1981 | Bachelor of Banking and Finance | January 1, 2017 |

1. Training on corporate governance
2. List of affiliated persons of the public company (Annual Report) 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, affiliated persons of PDMR: None
4. Transactions between PDMR of the Company, affiliated persons of PDMR and subsidiaries, companies controlled by the Company: None
5. Transactions between the Company and other entities
	1. 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).
	2. Transactions between the Company and companies in which 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).
	3. 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.
6. Share transactions of PDMR and affiliated persons of PDMR (Annual report)
7. Company’s share transaction of PDMR and affiliated persons: None
8. Other significant issues