**BCC: Annual Corporate Governance Report 2023**

On January 25, 2024, BimSon Cement JSC announced Report No. 218/BC-XMBS on the corporate governance of the Company in 2023 as follows:

* Name of Company: BimSon Cement JSC
* Head office address: Ba Dinh Ward - Bim Son Town - Thanh Hoa
* Tel: 0237 3 824 242       Fax: 0237 3 824 046

Email: contact@ximangbimson.com.vn

* Charter capital: VND 1,232,098,120.000
* Securities code: HBC
* Corporate Governance Model: The General Meeting of Shareholders, the Board of Directors, the Supervisory Board, and the General Manager.
* Internal audit execution:

The Company's Internal Audit Committee was established according to Board Decision No. 3362/QD-HDQT dated December 22, 2015. During its operation, the Company has not amended or supplemented functions and tasks for the Internal Audit Committee to implement the regulations in Decree No. 05/2019/ND-CP. It is expected that in the first 6 months of 2024, the Company will amend, supplement and complete the internal audit execution in accordance with the provisions of Decree No. 05/2019/ND-CP and Circular No. 66/2020/TT-BTC.

1. Activities of the General Meeting of Shareholders:
2. Meetings of the General Meetings of Shareholders: 01 Meeting
3. General Mandates/Decisions of the General Meeting of Shareholders:

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| No. | General Mandate/Decision of the General Meeting of Shareholders No. | Date | Contents |
| 1 | 956/2023/NQ-DHDCD | April 27, 2023 | Annual General Mandate 2023 |

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 | |
| Appointment date | Dismissal date |
| 1 | Le Huu Ha | Chair of the Board of Directors | July 29, 2021 |  |
| 2 | Nguyen Hoanh Van | Member | June 29, 2021 |  |
| 3 | Vu The Ha | Member |  | April 27, 2023 |
| 4 | Nguyen Minh Duc | Member | June 29, 2021 |  |
| 5 | Le Huy Quan | Member | June 29, 2021 |  |
| 6 | Ngo Duc Viet | Independent member | June 29, 2021 |  |
| 7 | Le Thi Khanh | Independent member | June 29, 2021 |  |
| 8 | Nguyen Truong Thu | Member | April 27, 2023 |  |

1. Board Resolutions/Board Decisions:

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| --- | --- | --- | --- |
| No. | Board Resolution/Board Decision No. | Date | Contents |
| 1 | 143/NQ- XMBS | January 18, 2023 | Resolution on the implementation of the bidding package to provide services for loading, unloading and packing cement onto vehicles in 2023 |
| 2 | 170/NQ-HDQT | January 19, 2023 | Resolution on divesting at Central Region Cement Joint Stock Company |
| 3 | 273/NQ-HDQT | February 10, 2023 | Resolution on the procurement of raw materials and fuels serving for production in 2023 |
| 4 | 278/NQ-XMBS | February 10, 2023 | Resolution on the regular meeting of Q1/2023 |
| 5 | 279/NQ-XMBS | February 10, 2023 | Resolution on the policy of strengthening personnel holding the position of Deputy General Manager |
| 6 | 495/NQ-HDQT | March 13, 2023 | Resolution on the promulgation of Regulations on recruitment, training and salary increase |
| 7 | 523/NQ-HDQT | March 14,2023 | Resolution on approving the signing of the 4b.1 coal dust purchase contract with Vicem Energy And Environment Joint Stock Company |
| 8 | 620/NQ-HDQT | March 28, 2023 | Resolution on the implementation of hiring to exploit, load and transport limestone and clay stone in 2023-2024 |
| 9 | 646/NQ-HDQT | March 30, 2023 | Resolution on approving the signing of the CPC50 Clinker Contract with Vicem Hai Van Cement Joint Stock Company |
| 10 | 648/NQ-HDQT | March 31, 2023 | Resolution on approving the actual salary fund in 2022 |
| 11 | 715/NQ-HDQT | April 05, 2023 | Resolution on preparing the agenda and contents for the General Meeting of Shareholders 2023 |
| 12 | 788/NQ-HDQT | April 11, 2023 | Resolution on preparing Financial Statements for special purposes of Central Region Cement Joint Stock Company |
| 13 | 805/NQ-HDQT | April 11, 2023 | Resolution on the investment of Bim Son Cement JSC at Central Region Cement Joint Stock Company |
| 14 | 853/NQ-HDQT | April 14, 2023 | Resolution on the regular meeting of Q1/2023 |
| 15 | 953/NQ-HDQT | April 26, 2023 | Resolution on approving the meeting agenda and contents for the General Meeting of Shareholders in 2023 |
| 16 | 1074/NQ-HDQT | May 16, 2023 | Resolution on the investment of Bim Son Cement JSC at Central Region Cement Joint Stock Company |
| 17 | 1083/NQ-HDQT | May 17, 2023 | Decision on promulgating the Internal Regulations on Governance and Regulations on Operation of the Board of Directors |
| 18 | 1084/NQ-HDQT | May 17, 2023 | Resolution on promulgating the Regulations on disclosing information |
| 19 | 1113/NQ-HDQT | May 18, 2023 | Resolution on implementing the contents of the General Meeting of Shareholders 2023 |
| 20 | 1189/NQ-HDQT | May 29, 2023 | Resolution on approving the project to utilize exhaust heat to generate electricity |
| 21 | 1287/NQ-XMBS | June 09, 2023 | Resolution on extending the VICEM debt repayment period |
| 22 | 1332/NQ-HDQT | June 16, 2023 | Resolution on evaluating and classifying quality in 2022 and during his duties as Company's Capital Representative for the 2018-2023 term at Central Cement Region Joint Stock Company |
| 23 | 1341/NQ-HDQT | June 16, 2023 | Resolution on the re-appointment of Company's Capital Representative at Central Cement Region Joint Stock Company for the 2023-2028 term |
| 24 | 1387/NQ-HDQT | June 26, 2023 | Resolution on the appointment of the Deputy General Manager of the Company |
| 25 | 1399/NQ-HDQT | June 26, 2023 | Resolution on assigning tasks to be in charge of the Consuming Enterprise Unit and the Technical Department |
| 26 | 1417/NQ-HDQT | June 27, 2023 | Resolution on approving the signing of the Refractory Brick Purchase Contract of Vicem Hoang Thach Cement Company Limited |
| 27 | 1422NQ-HDQT | June 28, 2023 | Resolution on the implementation of: "renting drilling and blasting, loading and transporting stone at Yen Duyen limestone mine to the southeast for the 2023-2024 term” |
| 28 | 1543/NQ-HDQT | July 12, 2023 | Resolution on selecting an audit company for the Financial Statements 2023 |
| 29 | 1676 NQ-HDQT | July 26, 2023 | Resolution on the approval of signing the Company's CPC50 Clinker Purchase Contract with Vicem Halong Cement Joint Stock Company |
| 30 | 1685/NQ-HDQT | July 27, 2023 | Resolution on the appointment of Raw Material Workshop Manager |
| 31 | 1715NQ-HDQT | July 31, 2023 | Resolution on the implementation of retirement for the General Manager of the Company |
| 32 | 1765/NQ-HDQT | August 03, 2023 | Resolution on approving the time extension to hold the position of Deputy General Manager of the Company |
| 33 | 1769NQ-HDQT | August 03, 2023 | Resolution on the policy of strengthening personnel to be appointed as the Head of Technical Department |
| 34 | 1808/NQ-HDQT | August 09, 2023 | Resolution on the approval of signing the Company's CPC50 clinker purchase contract with Vicem Hai Van Cement Joint Stock Company |
| 35 | 1839NQ-HDQT | August 11, 2023 | Resolution on the appointment of Raw Powder Factory Manager and Head of Technical Department |
| 36 | 2017NQ-HDQT | August 31, 2023 | Resolution on the amendments and supplements to some articles of the regulations on officer and capital representative management |
| 37 | 2018NQ-HDQT | August 31, 2023 | Resolution on removing and supplementing the personnel planning for leadership and management for the 2021 - 2026 period and building the personnel planning for leadership and management for the 2026 - 2031 period under VICEM |
| 38 | 2167/NQ-HDQT | September 22, 2023 | Resolution on approving the policy of reappointing staffs (Manager of Monitoring Technology and Head of Safety and Environment Department) |
| 39 | 2208/NQ-HDQT | September 28, 2023 | Resolution on the agreement to re-appoint staffs (Manager of Monitoring Technology and Head of Safety and Environment Department) the 5200 Coal Dust Thermal Purchase Contract |
| 40 | 2458/NQ-HDQT | October 26, 2023 | Resolution on approving the signing of the 5200 Coal Dust Thermal Purchase Contract with Viet Nam Energy and Environment Joint Stock Company |
| 41 | 2516NQ-HDT | October 31, 2023 | Resolution on the delegation of authority to the Company's General Manager |
| 42 | 2550/NQ-HDQT | November 03, 2023 | Resolution on the approval of signing the cement and clinker entrusted export contract with Vietnam National Cement Corporation |
| 43 | 2627/NQ-HDQT | November 15, 2023 | Resolution on the regular meeting of Q4/2023 |
| 44 | 2677/NQ-HDQT | November 23, 2023 | Resolution on the approval of signing the cement and clinker entrusted export contract with Vietnam National Cement Corporation |
| 45 | 2769/NQ-HDQT | December 08, 2023 | Resolution on the policy of purchasing raw materials and fuels for production and business in 2024 |
| 46 | 2819NQ-HDQT | December 12, 2023 | Resolution on the approval of signing a Coal Dust Thermal Purchase Contract with Viet Nam Energy and Environment Joint Stock Company (with the calorific value of over 6,400 cal/g) |
| 47 | 3390/NQ-HDQT | December 29, 2023 | Resolution on the use of the Company's Manager's Bonus Fund |
| 48 | 3393/NQ-HDQT | December 29, 2023 | Resolution on approving the Technical and Economic Norms of the Company |
| 49 | 3413/NQ-HDQT | December 29, 2023 | Resolution on work related to divestment/sale of the Company's investment at Central Region Cement Joint Stock Company (CRC) |

1. The Supervisory Board:
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 | Qualification |
| 1 | Le Huu Phang | Chief | June 29, 2021;... | Bachelor of Accounting |
| 2 | Le Quang Dong | Member | June 29, 2021;  April 27, 2023 | Bachelor of Laws |
| 3 | Pham Thi Thuy | Member | June 29, 2021;... | Bachelor of Finance and Banking |
| 4 | Ta Huu Hien | Member | April 27, 2023;... | Bachelor of Accounting |

1. The Executive Board:

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| --- | --- | --- | --- | --- |
| No. | Member of the Executive Board | Date of birth | Qualification | Date of appointment/dismissal as an Executive Board member |
| 1 | Nguyen Hoanh Van | November 16, 1963 | Bachelor of Laws | August 04, 2018; November 01, 2023 (Retire) |
| 2 | Le Huy Quan | October 01, 1965 | Bachelor of Accounting, Master of Business Administration | July 26, 2019;... |
| 3 | Pham Van Phuong | November 14, 1965 | Dynamics Engineer | December 01, 2019;... |
| 4 | Nguyen Sy Cuong | May 12, 1976 | Bachelor of Economics | June 26, 2023;... |
| 4 | Nguyen Chi Thuc | May 23, 1980 | Silicate materials technology engineer/Master of chemical engineering | June 26, 2023;... |

1. The Chief Accountant

|  |  |  |  |
| --- | --- | --- | --- |
| Full name | Date of birth | Qualification | Appointment/dismissal date |
| Nguyen Duc Son | March 23, 1983 | Bachelor of Accounting | October 07, 2021 |

1. Training on corporate governance:
2. List of affiliated persons of the public 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

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| --- | --- | --- | --- | --- | --- | --- |
| No. | Name of individual/institution | Relations with the Company | Time of transaction with the Company | Approved General Mandate/Decision of the General Meeting of Shareholder No. or Board Resolution/Decision No. | Content, quantity, total value of transaction | Note |
| 1 | VICEM Hoang Thach Cement Company Limited | Related person | June 28, 2023 | 1417/NQ-HDQT dated June 27, 2023 | Buy bricks; Value excluding VAT: VND 6,525,051,400 |  |
| 2 | Vicem Hai Van Cement Joint Stock Company | Related party | April p4, 2023 | 646/NQ-HDQT dated March 30, 2023 | Buy Clinker; Value excluding VAT: VND 35,470,800,000 |  |
| 3 | Vicem Energy And Environment Joint Stock Company | Related party | March 14, 2023 | 523/NQ-HDQT dated March 14, 2023 | Buy coal dust; Value excluding VAT: VND 133,880,000,000 |  |
| 4 | Vicem Halong Cement Joint Stock Company | Related party | July 26, 2023 | 1676/NQ-HDQT dated July 26, 2023 | Buy coal dust; Value including VAT: VND 23,000,000,000 |  |
| 5 | Vicem Hai Van Cement Joint Stock Company | Related party | October 10, 2023 | 1808/NQ-HDQT dated August 09, 2023 | Buy Clinker; Value including VAT: VND 14,635,962,994 |  |
| 6 | Vicem Energy And Environment Joint Stock Company | Related party | October 26, 2023 | 2458/NQ-HDQT dated October 26, 2023 | Buy coal dust; Value including VAT: VND 23,859,000,000 |  |
| 7 | Vietnam National Cement Corporation | Holding Company | 2023 | 2550/NQ-HDQT dated November 03, 2023 | Entrust export of clinker cement; Value before tax: VND 17,008,412,684 |  |
| 8 | Vietnam National Cement Corporation | Holding Company | 2023 | 2677/NQ-HDQT dated November 23, 2023 | Sell cement; Value including VAT: VND 403,910,000,000 |  |
| 9 | Vicem Energy And Environment Joint Stock Company | Related party | December 18, 2023 | 2819/NQ-HDQT dated December 18, 2023 | Buy coal dust; Value including VAT: VND 16,005,000,000 |  |

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 members of the Board of Directors, members of the Supervisory Board, the Manager (General Manager) have been founding members or members of the Board of Directors, the Manager (General Manager) for the last three (03) years (as at the time of reporting)

* Transactions at Vicem Hoang Thach Cement Company Limited:
* Related person: Mr. Le Huu Ha is in charge of the Board Members of Vicem Hoang Thach Cement Company Limited
* Content of transaction: Buy alkaline refractory bricks
* Value excluding VAT: VND 6,525,051,400
  1. Transactions between the Company and the companies that affiliated persons of members of the Board of Directors, members of the Supervisory Board and the Executive Manager (General Manager) are members of the Board of Directors, the Executive Manager (General Manager): None
  2. Other transactions of the Company (if any) can bring material or non-material benefits to members of the Board of Directors, members of the Supervisory Board, the Executive Manager (General Manager): None.

1. Share transactions of PDMR and related persons of PDMR:
2. Transactions of PDMR and affiliated persons of PDMR for shares of listed companies: None
3. Other significant issues: None