**CSC: Annual Corporate Governance Report 2023**

COTANA GROUP Joint Stock Company announced Report on the corporate governance in 2023 as follows:

The Company's name: COTANA GROUP Joint Stock Company

Headquarters: Lot CC5A, Linh Dam Urban, Hoang Liet Ward, Hoang Mai District, Ha Noi

Tel: 024.35632763 Fax: 024.35632762

Email: cong@cotanagroup.com.vn

Website: www.cotanagroup.vn

Charter capital: VND 311,747,190,000

Securities code: CSC

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: Unimplemented

1. Activities of the General Meeting of Shareholders:

Information about meetings and General Mandate/Decisions of the General Meeting of Shareholders (including Resolutions of the General Meeting of Shareholders are approved in the form of collecting opinions via a ballot)

|  |  |  |  |
| --- | --- | --- | --- |
| No. | General Mandate/Decision of the General Meeting of Shareholders No. | Date | Contents |
| 1 | 01/2023-NQ/DHDCD-CNG | April 19, 2023 | Annual General Mandate 2023 |

1. The Board of Directors (Annual Report);
2. Information about members of the Board of Directors:

|  |  |  |  |  |
| --- | --- | --- | --- | --- |
| No. | Member of the Board of Directors | Position | Date of appointment/dismissal as members of the Board of Directors | |
| Appointment date | Dismissal date |
| 1 | Mr. Dao Ngoc Thanh | Chair of the Board of Directors | April 16, 2019 |  |
| 2 | Mr. Nguyen Do Lang | Vice Chair of the Board of Directors | April 16, 2019 |  |
| 3 | Ms. Dao Thu Thuy | Permanent Deputy Chair of the Board of Directors | April 16, 2019 |  |
| 4 | Mr. Doan Van Tuan | Member of the Board of Directors | April 16, 2019 |  |
| 5 | Mr. Bui Tien Hung | Member of the Board of Directors | April 27, 2022 |  |

1. Board Resolutions/Decisions (Annual Report):

|  |  |  |  |
| --- | --- | --- | --- |
| No. | Board Resolution/Board Decision No. | Date | Contents |
| Board Resolution | | | |
| 1 | 01/2023-NQ/HDQT-CNG | February 202023 | Approve the plan to organization the Annual General Meeting of Shareholders 2023. |
| 2 | 02/2023-NQ/HDQT-CNG | March 30, 2023 | Approve to postpone the date of organizing the Annual General Meeting of Shareholders 2023 |
| 3 | 03/2023-NQ/HDQT-CNG | April 25, 2023 | Approve the implementation of the plan on share placement for dividend payment 2022. |
| 4 | 04/2023-NQ/HDQT-CNG | May 12, 2023 | Approve recording the List of shareholders to pay dividends by shares according to the plan on issuing shares to pay dividends |
| 5 | 05/2023-NQ/HDQT-CNG | June 13, 2023 | Approve the Company's successful issuance of additional shares and change of Charter capital |
| 6 | 06/2023-NQ/HDQT-CNG | July 11, 2023 | Approving selecting Vietnam Auditing and Valuation Company Limited (VAE) as the audit company to review the interim Financial Statements and audit the Financial Statements for the fiscal year ending on December 31, 2023 of COTANA GROUP Joint Stock Company |

1. The Supervisory Board (Annual Report):
2. Information about members of the Supervisory Board:

|  |  |  |  |  |
| --- | --- | --- | --- | --- |
| No. | Member of the Supervisory Board | Position | Date of appointment/dismissal as member of the Supervisory Board | Professional Qualification |
| 1 | Mr. Han Kong Khanh | Head of the Supervisory Board | Dismissed on April 19, 2023 |  |
| 2 | Ms. Vu Thi Thanh Lam | Member of the Supervisory Board | April 16, 2019 |  |
| 3 | Ms. Nguyen Hai Yen | Head of the Supervisory Board | April 16, 2019 |  |
| 4 | Ms. Nham Thi Chi Linh | Member of the Supervisory Board | April 19, 2023 |  |

1. The Executive Board (The Board of Management)

|  |  |  |  |  |  |
| --- | --- | --- | --- | --- | --- |
| No. | Member of the Executive Board | Position | Date of birth | Professional Qualification | Date of appointment/dismissal as member of the Executive Board |
| 1 | Mr. Doan Van Tuan | General Manager | October 02, 1982 | Economics Construction | September 19, 2014 |
| 2 | Ms. Dinh Thi Minh Hang | Deputy General Manager - Financial Manager | May 21, 1979 | Bachelor of Economics | July 01, 2012 |
| 3 | Ms. Nguyen Thi Thu Huong | Deputy General Manager - Human Resources Manager | November 09, 1980 | Economics Transportation Engineer | December 21, 2016 |
| 4 | Mr. Chau Tran Minh Khoi | Deputy General Manager | January 04, 1989 | Civil and Industrial Construction Engineer | February 08, 2022 |
| 5 | Mr. Tran Van Chinh | Deputy General Manager | October 20, 1959 | Engineer | July 01, 2022 |

1. Chief Accountant.

|  |  |  |  |  |
| --- | --- | --- | --- | --- |
| No. | Full name | Date of birth | Professional Qualification | Date of appointment/resignation |
| 1 | Mr. Tran Trong Dai | November 28, 1979 | Bachelor of Economics | January 01, 2012 |

1. Training on corporate governance
2. List of affiliated persons of the listed company as prescribed in Clause 34, Article 6 of the Law on Securities (Annual Report) and transactions of 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, affiliated persons of PDMR: None
4. Transactions between PDMR of the listed company, affiliated persons of PDMR and subsidiaries, companies controlled by the listed company: None
5. Transactions between the Corporation and other entities:
   1. Transactions between the Company and companies that members of the Board of Directors, members of the Supervisory Board, the Executive Manager (the General Manager) have been founding members or members of Board of Directors or Executive Manager (General Manager) for the past three (03) years (as at the time of reporting):

None

* 1. Transactions between the Company and the companies in which 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 affiliated persons of PDMR (Annual report)
2. Transactions of PDMR and affiliated persons for shares of listed companies

* From August 28, 2023, to September 26, 2023: Ms. Huynh Thi Mai Dung - affiliated person of the Vice Chair of the Board of Directors - Nguyen Do Lang, sold 39,000 shares.
* From April 10, 2023, to November 02, 2023: Ms. Huynh Thi Mai Dung - affiliated person of the Vice Chair of the Board of Directors - Nguyen Do Lang, sold 976,000 shares.
* From October 11, 2023, to November 09, 2023: Asia - Pacific Securities Joint Stock Company - related organization of the Vice Chair of the Board of Directors - Nguyen Do Lang, bought 970,000 shares.

1. Other significant issues: None