**FID: Annual Corporate Governance Report 2023**

On January 26, 2024, Vietnam Enterprise Investment and Development JSC announced Report No. 2601/2024/BCQT-FID on the corporate governance in 2023 as follows:

* Name of company: Vietnam Enterprise Investment and Development JSC
* Head office address: VP24, 4th Floor, Office Area, Stellar Garden Building, No. 35 Le Van Thiem, Thanh Xuan Trung Ward, Thanh Xuan District, Hanoi City, Vietnam
* Tel: 0243.9741739 Fax: 0243.9741740
* Website: <http://www.vndi.vn/>
* Email: [infovndi@gmail.com](mailto:infovndi@gmail.com)
* Charter capital: VND 247,159,580,000
* Securities code: FID
* Corporate Governance Model: The General Meeting of Shareholders, the Board of Directors, the Supervisory Board, and the Board of Managers
* Internal audit execution: The Company established the Internal Audit Committee and promulgated the Company’s Internal Audit Committee. The Company will implement internal audit execution from 2024

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 of the General Meeting of Shareholders No. | Date | Contents |
| 1 | 01/NQ-DHDCD/FID-2023 | May 26, 2023 | * Approve the Report on activities of the Board of Directors in 2022 and the plan for 2023. * Approve the evaluation report of independent members of the Board of Directors on the activities of the Board of Directors in 2022; * Approve the Report on production and business results in 2022 and the plan in 2023. * Approve the Report on activities of the Supervisory Board 2022 and plan for 2023; * Approve the Audited Financial Statements 2022; * Approve the Proposal on selecting an audit company in 2023. * Approve the Proposal on remuneration settlement for the Board of Directors and the Supervisory Board in 2022, and the remuneration settlement plan in 2023; the profit distribution plan in 2022 and the expected profit distribution in 2023. * Approve the Proposal on amendments to the Company’s Charter. * Approve on dismissing Mr. Nguyen Quang Uy as a member of the Board of Directors * Approve the nomination and candidacy for members of the Board of Directors and the election results of the Board of Directors with Mr. Nguyen Duc Toan |

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

|  |  |  |  |  |
| --- | --- | --- | --- | --- |
| 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 | Mr. Pham Hoang Cau | Chair of the Board of Directors | February 22, 2017 | - |
| 2 | Mr. Ha Xuan Truong | Executive member of the Board of Directors | February 22, 2017 | - |
| 3 | Mr. Nguyen Quang Uy | Member of the Board of Directors | November 21, 2020 | May 26, 2023 |
| 4 | Mr. Nguyen Duc Toan | Independent member of the Board of Directors | May 26, 2023 | - |
| 5 | Ms. Bui Thuy Linh | Executive member of the Board of Directors | May 27, 2022 | - |
| 6 | Mr. Pham Tuan Khanh | Independent member of the Board of Directors | May 27, 2022 | - |

1. Board Resolutions/Board Decisions (Annual report)

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| --- | --- | --- | --- |
| No. | Board Resolution/Board Decision No. | Date | Contents |
| 1 | 1003/2023/FID/NQ-HDQT | March 10, 2023 | Record the list of shareholders attending the Annual General Meeting of Shareholders 2023. |
| 2 | 0307/2023/FID/NQ-HDQT | July 03, 2023 | Approve the figures of Report on the business of Q2/2023 of the Company |
| 3 | 0210/2023/FID/NQ-HDQT | October 02, 2023 | Approve the figures of Report on the business of Q3/2023 of the 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 | Ms. Hoang Thi Tuyet Lan | Chief of the Supervisory Board | Appointed on February 2017 | Bachelor of Accounting |
| 2 | Mr. Nguyen Huu Tho | Member of the Supervisory Board | Appoint on May 27, 2022 | Bachelor of Accounting |
| 3 | Mr. Nguyen Thanh Trung | Member of the Supervisory Board | Appoint on May 27, 2022 | Bachelor of Accounting |

1. The Executive Board

|  |  |  |  |  |  |
| --- | --- | --- | --- | --- | --- |
| No. | Member of the Executive Board | Date of birth | Position | Professional Qualification | Date of appointment/dismissal as member of the Supervisory Board |
| 1 | Ms. Bui Thuy Linh | January 09, 1984 | General Manager | Bachelor of Business Administration. | Appoint on May 27, 2022 |
| 2 | Mr. Ha Xuan Truong | March 16, 1961 | Deputy General Manager | Bachelor of Economics | Appoint on September 14, 2022 |

1. The Chief Accountant

|  |  |  |  |  |
| --- | --- | --- | --- | --- |
| No. | Full name | Date of birth | Professional Qualification | Date of appointment /dismissal |
| 1 | Mr. Ngo Van Khanh | July 19, 1993 | Bachelor of Accounting | Appoint on November 10, 2023 |
| 2 | Mr. Chau Van Anh | February 18, 1984 | Bachelor of Accounting | Dismissed on November 10, 2023 |

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 and the Company itself:
3. Transactions between the Company and affiliated persons of the Company; or between the Company and major shareholders, PDMR, or affiliated persons of PDMR: None.
4. Transactions between the Company’s PDMR, 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 General Manager and other managers have been founding members or members of the Board of Directors, the Executive General Manager for the past three (03) years (as at the time of reporting): None.
   2. Transactions between the Company and the companies in which affiliated persons of members of the Board of Directors, members of the Supervisory Board, the General Manager and other managers are members of the Board of Directors, the Executive General Manager: None.
   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 General Manager and other managers: None.
6. Stock transactions of PDMR and affiliated persons of PDMR (Annual Report)
7. Company’s share transaction of PDMR and affiliated persons: In Appendix 3
8. Other significant issues: None

APENDIX 3: Transaction of PDMR and affiliated persons related to the Company’s shares:

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| --- | --- | --- | --- | --- | --- | --- | --- | --- |
| No. | Transaction conductor | Relations with PMDR | Position at the Company (if any) | Number of shares owned at the beginning of the period | | Number of shares owned at the end of the period | | Reasons for increase or decrease (buy, sell, convert, reward, ...) |
| Number of shares | Rate (%) | Number of shares | Rate (%) |
| 1 | Hoang Thi Tuyet Lan | PDMR | Chief of the Supervisory Board | 117,600 | 0.48% | 0 | 0.00% | Sell |
| 2 | Ha Xuan Truong | PDMR | Member of the Board of Directors, Deputy General Manager | 470,400 | 1.90% | 0 | 0.00% | Sell |