**TBR: Annual Corporate Governance Report 2023**

On January 30, 2024, Tan Binh Real Estate Joint Stock Company announced Report No. 08/BC-HDQT on the corporate governance in 2023 as follows:

* Name of company: Tan Binh Real Estate Joint Stock Company
* Head office address: 205-207-209 Ly Thuong Kiet, Ward 6, Tan Binh District, Ho Chi Minh City
* Tel: 028 38 640 129
* Fax: 028 38 653 290
* Email: info@tanbinhres.com
* Website: tanbinhres.com.vn
* Charter capital: VND 80,600,000,000
* Securities code: TBR
* Corporate governance model:
* The General Meeting of Shareholders;
* The Board of Directors;
* The Supervisory Board:
* The General Manager.
* Internal audit function: None.

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-DHDCD2023 | 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 (independent member, non-executive member of the Board of Directors) | Date of appointment/dismissal as member/independent member of the Board of Directors | |
| Appointment date | Date of dismissal |
| 1 | Mr. Nguyen Ho Lan | Chair of the Board of Directors | December 24, 2019 | April 27, 2023 |
| 2 | Mr. Nguyen Tien Dung | Vice Chair of the Board of Directors - General Manager | December 24, 2019 | April 27, 2023 |
| 3 | Mr. Nguyen Lac Long | Chair of the Board of Directors | April 27, 2023 |  |
| 4 | Mr. Pham Hong Phong | Member of the Board of Directors - General Manager | April 27, 2023 |  |
| 5 | Ms. Le Thi Lan | Member of Board of Directors - Deputy General Manager | December 24, 2019 |  |
| 6 | Mr. Nguyen Thanh Danh | Member of the Board of Directors | December 24, 2019 |  |
| 7 | Ms. Vu Thuy Ai | Member of the Board of Directors | December 24, 2019 |  |

1. Board Resolutions/Board Decisions:

|  |  |  |  |
| --- | --- | --- | --- |
| No. | Board Resolution/Board Decision No. | Date | Contents |
| 1 | 87/NQ-HDQT-NK.IV | January 17, 2023 | On raising salaries of the manager |
| 2 | 88/NQ-HDQT-NK.IV | February 10, 2023 | On the policy to carry out repair and warranty work for Khuong Viet apartment building, Phu Trung Ward, Tan Phu District |
| 3 | 89/NQ-HDQT-NK.IV | March 13, 2023 | On the record date to exercise the rights to attend and convene the Annual General Meeting of Shareholders 2023 |
| 4 | 90/NQ-HDQT-NK.IV | April 24, 2023 | On approving documents submitted to the Annual General Meeting of Shareholders 2023   * On documents submitted at the Annual General Meeting of Shareholders 2023. * On the dismissal and election of additional members of the Board of Directors for the term IV (2019-2024) |
| 5 | 91/NQ-HDQT-NK.IV | April 28, 2023 | On the election of the Chair of the Board of Directors of Tan Binh Real Estate Joint Stock Company for the term IV (2019-2024), the dismissal and appointment of the General Manager - legal representative of Tan Binh Real Estate Joint Stock Company |
| 6 | 92/NQ-HDQT-NK.IV | May 26, 2023 | On the salary ranking of the manager |
| 7 | 92/NQ-HDQT-NK.IV | June 23, 2023 | On the appointment of personnel to represent the Company's capital and join the Board of Directors of Sai Gon Medical Investment Joint Stock Company |
| 8 | 93/NQ-HDQT-NK.IV | July 21, 2023 | On the policy to reduce selling prices of Khuong Viet apartment, Phu Trung Ward, Tan Phu District |
| 9 | 94/NQ-HDQT-NK.IV | July 21, 2023 | On the policy for renting ground floor of apartment lot A, Bau Cat II apartment building, Ward 10, Tan Binh District |
| 10 | 95/NQ-HDQT-NK.IV | July 31, 2023 | On the dividend payment in 2022 |
| 11 | 96/NQ-HDQT-NK.IV | August 17, 2023 | On the policy on implementing waterproofing repair items on the terrace of Khuong Viet apartment, Phu Trung Ward, Tan Phu District |
| 12 | 97/NQ-HDQT-NK.IV | October 10, 2023 | On approving policy of supplementing the payroll system and salary allowances of Tan Binh Real Estate Joint Stock Company |
| 13 | 98/NQ-HDQT-NK.IV | October 10, 2023 | On adjusting and supplementing the Regulations on salary and bonus of Tan Binh Real Estate Joint Stock Company |
| 14 | 99/NQ-HDQT-NK.IV | November 17, 2023 | On the appointment of the Deputy General Manager of Tan Binh Real Estate Joint Stock Company |
| 15 | 100/NQ-HDQT-NK.IV | November 28, 2023 | On the salary grading for the Deputy General Manager of the Company |
| 16 | 101/NQ-HDQT-NK.IV | December 21, 2023 | On the handover of 02 communication rooms at the rooftop of Khuong Viet apartment, Phu Trung Ward, Tan Phu District |

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 | Mr. Le Quoc Su | Chief of the Supervisory Board | December 24, 2019 | Bachelor of Economics - Accounting |
| 2 | Mr. Bui Nguyen Bao | Member of the Supervisory Board | December 24, 2019 | Construction Engineer, Bachelor of Economics |
| 3 | Ms. Nguyen Thi Hue | Member of the Supervisory Board | December 24, 2019 | Bachelor of Accounting and Auditing |

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 | Mr. Nguyen Tien Dung | May 05, 1965 | Construction Engineer | December 25, 2019-June 28, 2023 |
| 2 | Mr. Pham Hong Phong | August 19, 1980 | Architect, Bachelor of Economics | April 28, 2023 - April 28, 2028 |
| 3 | Ms. Le Thi Lan | October 15, 1974 | Bachelor of Foreign Trade Economics, Bachelor of English | January 2, 2020 - January 2, 2025 |
| 4 | Mr. Le Doan Quoc Bao | October 17, 1983 | Master of Economic Management, Engineer of Construction Economics, Bachelor of Economic Management | November 17, 2023 - November 17, 2028 |

1. The Chief Accountant

|  |  |  |  |
| --- | --- | --- | --- |
| Full name | Date of birth | Qualification | Date of appointment/dismissal |
| Ms. Trinh Thi Hong Phuong | August 29, 1972 | Bachelor of Economics in Accounting and Auditing | December 1, 2021 - December 1, 2026 |

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:

|  |  |  |  |  |  |  |  |  |
| --- | --- | --- | --- | --- | --- | --- | --- | --- |
| No. | Name of organizations/individuals | Relations with the Company | NSH\* No., Date of issue, Place of issue | Head office address/Contact address | Time of transaction with the Company | General Mandate/Decision of the General Meeting of Shareholder No. or Board Resolution/Decision No. (including date of promulgation, if any) | Content, quantity, total value of transaction | Note |
| 1 | Sai Gon Real Estate Corporation (RESCO) | Holding Company | 0301479844 issued on May 30, 2023 at Department of Planning and Investment of Ho Chi Minh City | 41 Suong Nguyet Anh, Ben Thanh Ward, District 1, Ho Chi Minh City. | 2023 | General Mandate No. 01/NQ- DHDCDTN2023 dated April 27, 2023 of the Annual General Meeting of Shareholders 2023.  Board Resolution No. 95/NQ-HDQT- NK.IV dated July 31, 2023 of the Company | Dividend payment 2022 in cash with an amount: VND 2,466,360,000 |  |

Notes: NSH Number\*: ID Card/Passport No. (for individuals) or Business Registration Certificate No., License on Operations No. or equivalent legal documents (for institutions)

1. Transactions between the Company’s PDMR, affiliated persons of PDMR and subsidiaries or companies controlled by the Company: None.
2. Transactions between the Company and other entities: None.
3. Transactions between the Company and companies where 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 General Manager for the past three (03) years (as at the time of reporting): None.
4. Transactions between the Company and companies where 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 General Manager: None
5. Other transactions of the Company (if any) that can bring about material or non-material benefits to the members of the Board of Directors, the members of the Supervisory Board, the General Manager and other managers: None.
6. Share transactions of PDMR and affiliated persons of PDMR:
7. Company’s share transactions between PDMR and affiliated persons: None.
8. Other significant issues: None.