**TDT: Annual Corporate Governance Report 2023**

On January 29, 2023, TDT Investment and Development Joint Stock Company announced Report No. 02/QTCT-TDT on the corporate governance in 2023 as follows:

* Name of listed company: TDT Investment and Development Joint Stock Company
* Head office address: Thuan Phap Hamlet, Diem Thuy Commune, Phu Binh District, Thai Nguyen Province
* Tel: 02086 567 898
* Fax: 02083 569 898 Email: info@tdtgroup.vn
* Charter capital: VND 238,965,340,000
* Securities code: TDT
* Corporate Governance Model: The General Meeting of Shareholders, the Board of Directors, the Supervisory Board, and the General Manager/Manager
1. Activities of the General Meeting of Shareholders:

Information on 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. | Board Resolution/Decision No. | Date | Content |
| 1 | 01/2023/NQ-DHDCD | April 282023 | Annual General Mandate 2023   |

1. The Board of Directors (Semi-annual report)
2. Information of 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 | Chu Thuyen | Chair of the Board of Directors | May 08, 2023 |  |
| 2 | Nguyen Viet Thang | Vice Chair of the Board of Directors | May 08, 2023 |  |
| 3 | Pham Thai Hoa | Member | April 28, 2023 |  |
| 4 | Duong Ngoc Hai | Member | April 28, 2023 |  |
| 5 | Do Manh Hung | Member | April 28, 2023 |  |
| 6 | Phan Manh Ha | Member | April 28, 2023 |  |
| 7 | Nguyen Van Bang | Member | April 28, 2023 |  |

1. Board Resolutions/Board Decisions (in 2023)

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| --- | --- | --- | --- |
| No. | Board Resolution/Board Decision No. | Date | Content |
| 1 | 01/2023/NQ-HDQT | March 09, 2023 | Article 1. Time to organize the Annual General Meeting of Shareholders 2023:* Time to organize the Annual General Meeting of Shareholders 2023: April 28, 2023 (expected date)
* Record date (the record date for the list of shareholders): March 31, 2023
* Venue: expected at TDT Dai Tu Garment Branch - TDT Investment and Development Joint Stock Company. Binh Thuan commune, Dai Tu district, Thai Nguyen province.

Article 2. Meeting agenda (expected) at the Annual General Meeting of Shareholders is as follows:* Approve the salary and remuneration of the Board of Directors and the Supervisory Board in 2021.
* Approve the audited Financial Statements 2022;
* Approve the production and business plan for 2023
* Approve the remuneration plan for members of the Board of Directors and the Supervisory Board;
* Approve the additional election of members to the Board of Directors/the Supervisory Board for the term 2023-2028;
* Approve the dividend payment in 2022 and the dividend payment rate in 2023;
* Approve the proposal on selecting an independent audit company;
* Other contents (if any).

Article 3. Terms of enforcementMembers of the Board of Directors, the Board of Management of the Company and relevant units are responsible for the implementation of this Resolution.This Resolution takes effect from the date of its signing. |
|  | 02/2023/NQ-HDQT | May 08, 2022 | Article 1: Elect the new Chair of the Board of Directors:* Mr. Chu Thuyen will be the new Chair of the Board of Directors of the Company:
* Full name Chu Thuyen

Gender: Male* Date of birth: December 31, 1970 Ethnicity: Kinh Nationality: Vietnam
* ID card No. 090717906 Date of issue: February 04, 2021 Place of issue: Police of Thai Nguyen province
* Registered place of permanent residence: Group 21, Phan Dinh Phung Ward, Thai Nguyen City, Thai Nguyen
* Current address: Group 21, Phan Dinh Phung Ward, Thai Nguyen City, Thai Nguyen Province

Article 2: Elect the new Vice Chair of the Board of Directors.* Mr. Nguyen Viet Thang will be the new Vice Chair of the Board of Directors

of the Company* Full name Nguyen Viet Thang

Gender: Male* Date of birth: July 24, 1975 Ethnicity: Kinh

Nationality: Vietnam* ID card No. 090717849 Date of issue:

July 12, 2014 Place of issue: Police of Thai Nguyen province* Registered place of permanent residence: Group 11, Dong Quang Ward, Thai Nguyen City, Thai Nguyen Province
* Current address: Group 11, Dong Quang Ward, hai Nguyen City, Thai Nguyen Province

Article 3: In case of necessity, Mr. Thuyen will be assigned to change the content in the business registration before the competent state agency.Article 4: Mr. Chu Thuyen, Mr. Nguyen Viet Thang and relevant individuals are responsible for the implementation of this resolution. |
| 3 | 03/2023/NQ-HDQT | October 16, 2023 | Article 1: Approve the record date to exercise the rights to receive dividend in 2022, specifically:1. The record date to exercise the rights to receive dividends: October 27, 2023
2. Dividend payment rate: 3% per share (shareholders receive VND 300 for every share they own)
3. Payment form: In cash
4. Dividend payment date: November 15, 2023

Article 2: Implementation and organization:This Resolution takes effect on the signing date. Members of the Board of Directors, the Board of Management, and related departments, divisions, units of the Company are responsible for the implementation of this Resolution./. |
| 4 | 04/2023/QD-HDQT | December 18, 2023 | Article I: Assign the production and business plan for 2024 to the Board of Managers of the Company as follows:Unit: Million VND

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| --- | --- | --- | --- |
| No. | Targets | Value | Note |
| 1 | Consumption revenue | 863.686 |  |
| 2 | Depreciation of fixed assets | 31.335 |  |
| 3 | Profit before tax: | 30.536 |  |
| 4 | Average income per person per month | 8.522 |  |

Article II: Pursuant to the above plan targets, the Board of Managers is responsible for formulating plans, assigning plans to units in the Company and organizing the implementation of the assigned plans.Article III: Members of the Board of Directors and the Board of Managers of Company are responsible for the implementation of this Resolution. |

1. The Supervisory Board (Report of a year):
2. Information of 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 | Ms. Le Thi Hong Tham | Chief of the Supervisory Board | Appointed on April 28, 2023 | Master of Economic Management |
| 2 | Mr. Do Ngoc Tuyen | Member of the Supervisory Board | Appointed on April 28, 2023 | Bachelor of Human Resource Management |
| 3 | Ms. Pham Thi Thu Ha | Member of the Supervisory Board | Appointed on April 28, 2023 | Bachelor of Business Administration. |

1. The Executive Board

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| --- | --- | --- | --- | --- |
| No. | Member of The Executive Board | Date of birth | Qualification | Date of appointment/dismissal as member of the Executive Board |
| 1 | Chu Thuyen | December 31, 1970 | Bachelor of Laws |  |
| 2 | Nguyen Viet Thang | July 24, 1975 | Master of Business Administration |  |
| 3 | Nguyen Van Bang | April 25, 1977 | Bachelor of International Law |  |
| 4 | Dang Quang Huy | November 02, 1977 | Bachelor of Business Administration |  |
| 5 | Pham Thai Hoa | September 20, 1982 | Bachelor of Economics |  |

1. Chief Accountant

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| --- | --- | --- | --- |
| Full name | Date of birth | Professional Qualification | Date of appointment /dismissal |
| Pham Thai Hoa | September 20, 1982 | Bachelor of Economics |  |

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 (Semi-Annual Report) 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 Not incurred
4. Transactions between PDMR of the listed company, affiliated persons of PDMR and subsidiaries, and companies controlled by the listed company: Not incurred
5. Transactions between the Company and other entities:
	1. Transactions between the Company and the companies in which 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 Executive Manager (General Manager) for the last three (03) years (as at the time of reporting) Not incurred
	2. Transactions between the Company and companies in which affiliated persons of the members of the Board of Directors, members of the Supervisory Board, the Executive Manager (General Manager) are members of the Board of Directors, the Executive Manager (General Manager): Not incurred
	3. Other transactions of the Corporation (if any) that can bring about material or non-material benefits to members of the Board of Directors, members of the Supervisory Board, the Executive Manager (General Manager): Not incurred
6. Share transactions of PDMR and affiliated persons of PDMR (Report 2023)
7. Transactions of PDMR and affiliated persons of PDMR for shares of listed companies Not incurred
8. Other significant issues: None