**TMX: Annual Corporate Governance Report 2023**

On January 29, 2024, Vicem Cement Trading JSC announced Report No. 106/BC-TMXM on corporate governance 2023 as follows:

* Name of the Company: Vicem Cement Trading JSC
* Head office address: 348 Giai Phong Road, Phuong Liet Ward, Thanh Xuan District, Hanoi.
* Tel: 024 3 8643346, 024 3 8643340; Fax: 024 3 8642586.
* Email: ximang.jsc@vnn.vn ; ximang.tmx@gmail.com
* Charter capital: VND 60,000,000,000.
* Securities code: TMX
* Corporate Governance Model:
* The General Meeting of Shareholders, the Board of Directors, the Supervisory Board, the Manager, and the Deputy Manager
* Internal audit execution: Implemented.
1. Activities of the General Meeting of Shareholders: On April 27, 2023, the Annual General Meeting of Shareholders of Vicem Cement Trading JSC was held in the Hall on the third floor of Vicem Cement Trading JSC at No. 1 Phan Dinh Giot Street, Phuong Liet Ward, Thanh Xuan District, Hanoi

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| No. | General Mandates/Decisions of the General Meeting of Shareholders No. | Date | Contents |
| 01 | No. 506/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.No. | Member of the Board of Directors | Position | Date of appointment/dismissal as member of the Board of Directors |
| Appointment date | Dismissal date |
| 01 | Ms. Le Thi Thu Huyen | Chair of the Board of Directors  | April 28, 2022 |  |
| 02 | Mr. Trinh Ngoc Thang | Member | April 28, 2022 |  |
| 03 | Mr. Dang Phuc Tan | Member | April 28, 2022 |  |
| 04 | Mr. Do Ngoc Thach | Member | April 28, 2022 |  |
| 05 | Mr. Nguyen Hai Minh | Member | April 28, 2022 |  |

1. Board Resolutions/Board Decisions 2023:

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| --- | --- | --- | --- |
| No. | Board Resolution/Board Decision No. | Date | Contents |
| 01 | 50/NQ-HDQT | January 12, 2023 | Resolution on approving the production and business Report 2022 |
| 02 | 285/NQ-HDQT  | March 15, 2023 | Resolution on organizing the Annual General Meeting of Shareholders 2023 |
| 03 | 288/QD-TMXM | March 15, 2023 | Decision on the establishment of the Organizing Committee of the Annual General Meeting of Shareholders 2023 |
| 04 | 491/NQ-HDQT | April 25, 2023 | Resolution on approving the production and business Report in Q1/2023 |
| 05 | 786/NQ-HDQT | June 13, 2023 | Resolution on selecting an audit company for the Financial Statements 2023. |
| 06 | 820/NQ-HDQT | June 21, 2023 | Resolution on the consideration to promulgate the Company’s regulations |
| 07 | 821/QD-TMXM | June 21, 2023 | Decision on promulgating the Regulation on financial management |
| 08 | 822/QD-TMXM | June 21, 2023 | Decision on promulgating the Regulation on debt management. |
| 09 | 838/QD-TMXM | June 29, 2023 | Decision on supplementing to and dismissing members from the workforce planning  |
| 10 | 1258/NQ-HDQT | August 31, 2023 | Resolution on meeting in Q3 |
| 11 | 1581/NQ-HDQT | September 18, 2023 | Resolution on the time of dividend payment 2022 |
| 12 | 1765/NQ-HDQT | October 19, 2023 | Resolution on meeting in Q4 |
| 13 | 1782/QD-TMXM | October 25, 2023 | Decision on promulgating the Regulations on employee management |
| 14 | 2168/NQ- HDQT | December 25, 2023 | Resolution on accepting Mr. Hoang Anh Duc |
| 15 | 2169/QĐ-TMXM | December 25, 2023 | Decision on accepting Mr. Hoang Anh Duc |
| 16 | 2172/NQ- HDQT | December 25, 2023 | Resolution on appointing Mr. Hoang Anh Duc |
| 17 | 2173/QĐ-TMXM | December 25, 2023 | Decision on appointing Mr. Hoang Anh Duc |

1. The Supervisory Board 2023:
2. Information about members of the Supervisory Board:

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| --- | --- | --- | --- | --- | --- |
| No.No. | Member of the Supervisory Board | Position | Date of appointment as member of the Supervisory Board | Date of dismissal as member of the Supervisory Board | Qualification |
| 1 | Ms. Ninh Thi Xuan | Chief of the Supervisory Board | April 28, 2022 |  | Bachelor |
| 2 | Ms. To Thi Minh Phuong | Member of the Supervisory Board | April 28, 2022 |  | Bachelor |
| 3 | Ms. Le Thi Thu Ha | Member of the Supervisory Board | April 20, 2015 |  | Bachelor |

1. The Executive Board:

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| --- | --- | --- | --- | --- |
| No. | Member of the Executive Board | Date of birth | Qualification | Appointment date |
| 1 | Trinh Ngoc Thang | July 04, 1975 | Bachelor | December 30, 2022 |
| 2 | Dang Phuc Tan | September 01, 1972 | Bachelor | January 12, 2022 |

1. Chief Accountant: None
2. Training on corporate governance: None.
3. List of affiliated persons of the public company in 2023 and transactions between affiliated persons of the Company and the Company itself
4. Transactions between the Company and affiliated persons of the Company; or between the Company and major shareholders, PDMR, or affiliated persons of PDMR:

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| --- | --- | --- | --- | --- | --- | --- | --- | --- |
| No. | Name of organization/individual | Related relations with the Company | NSH No. , Date of issue, Place of issue | Head office address/Contact address | Time of transaction with the Company | Approved General Mandate/ Decision of the General Meeting of Shareholders No. or Board Resolution/ Decision No. | Content, quantity, total value of transaction | Note |
| 1 | Vietnam National Cement Corporation | Holding company | 0100106320.November 29, 2013 by Hanoi Authority for Planning and Investment | No. 228, Le Duan Street, Dong Da District, Hanoi | June 20, 2007 | Resolution dated June 20, 2007 | 59.64% of the charter capital |  |

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/
	1. Transactions between the Company and the companies in which members of the Board of Directors, members of the Supervisory Board, the Manager and other managers have been founding members or members of the Board of Directors, the Executive Manager for the past three (03) years (calculated at the time of reporting): none
	2. Transactions between the Company and companies where affiliated persons of members of the Board of Directors, members of the Supervisory Board, the Manager and other managers are members of the Board of Directors, the Executive Manager:

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| No.No. | Company name | Name of member of the Board of Directors |
| 1 | Ha Noi Cho Lon Company Limited (HCH) | Mr. Do Ngoc Thach is currently the General Manager of Ha Noi Cho Lon Company Limited |

* 1. 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 Manager and other managers: None.
1. Share transactions of PDMR and affiliated persons of PDMR 2023:
2. Company’s shares transaction of PDMR and affiliated persons: None.
3. Other significant issues None.