**TV6: Annual Corporate Governance Report 2023**

On January 30, 2024, Thinh Vuong Electric Construction Investment and Trading Joint Stock Company announced Report No. 301/2024/TV6-BCQT on corporate governance 2023 as follows:

* Name of company: Thinh Vuong Electric Construction Investment and Trading Joint Stock Company
* Head office address: No. 32, B4 Street, An Loi Dong Ward, Thu Duc City, Ho Chi Minh, Vietnam
* Tel: 0936337585 Fax: Email:
* Charter capital: VND 30,000,000,000
* Securities code: TV6
* Corporate governance model:
* The General Meeting of Shareholders, the Board of Directors, the Supervisory Board, and the General Manager/Manager
* Internal audit execution: Implemented
1. Activities of the General Meeting of Shareholders (Report of 2023):

Information about the meetings and General Mandates/Decisions of the General Meeting of Shareholders (including General Mandates approved by collecting shareholders' opinions via a ballot)

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| --- | --- | --- | --- |
| No. | General Mandate/Decision of the General Meeting of Shareholders No. | Date | Contents |
| 1 | 306/2023/TV6/NQ-DHDCD | June 30, 2023 | Approve:* Report of the Board of Directors on production and business results in 2022 and plan for 2023
* Report of the Supervisory Board on activities in 2022 and plans for 2023
* The Financial Statements 2022
* Profit distribution in 2022 and the plan for 2023
* Remuneration for the Board of Directors in 2022 and plan for 2023
* Select an audit company for the Financial Statements 2023
* Dismiss members of the Board of Directors and elect replacement members of the Board of Directors for the 2020-2024 term
* Authorization for the Board of Directors
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| 2 | 111/2024/TV6/NQ-DHDCD | January 11, 2024 | Approve:* Change the address of the Company’s Head office.
* Dismiss members of the Board of Directors and elect replacement members of the Board of Directors for the 2020-2024 term
* Extend the loan for Trong Thuong International Trading Company Limited
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1. The Board of Directors (Report of 2023)
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 |
| Date of appointment | Date of dismissal |
| 1 | Song Tao | Chair of the Board of Directors | November 10, 2021 |  |
| 2 | Nguyen Hung Cuong | Member of the Board of Directors | November 10, 2021 | January 11, 2024 |
| 3 | Le Quynh Ngan | Independent member of the Board of Directors | November 10, 2021 | June 30, 2023 |
| 4 | Tran Lam Hoang | Independent member of the Board of Directors | June 30, 2023 |  |
| 5¬ | Tran Tri Dung | Non-executive member of the Board of Directors | January 11, 2024 |  |

1. Board Resolutions/Board Decisions (Annual Governance Report 2023)

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| --- | --- | --- | --- |
| No. | Board Resolution/Board Decision No. | Date | Contents |
| 1 | 3001/2023/TV/NQ-HDQT | January 30, 2023 | Approve the Corporate Governance Report |
| 2 | 2704/2023/TV/NQ-HDQT | April 27, 2023 | Extend the time to organize the Annual General Meeting of Shareholders 2023 |
| 3 | 05/2023/TV/NQ-HDQT | May 15, 2023 | Convene the Annual General Meeting of Shareholders 2023 |
| 4 | 308/2023/NQ-HDQT | August 30, 2023 | Dismiss the present Chief Accountant and appoint a new Chief Accountant |
| 5¬ | 2111/2023/TV6/NQ-HDQT | November 21, 2023 | Convene the Extraordinary General Meeting of Shareholders and approve the plan to divest capital from the Subsidiary |

1. The Supervisory Board/ the Audit Committee (Corporate Governance Report 2023)
2. Information about members of the Supervisory Board/the Audit Committee

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| --- | --- | --- | --- | --- |
| No. | Member of the Supervisory Board/the Audit Committee | Position | Date of appointment as member of the Supervisory Board/the Audit Committee | Qualification |
| 1 | Nguyen Hong Hai | Chief of the Supervisory Board | June 26, 2022 | Bachelor of Foreign Trade University |
| 2 | Zhang Tao | Member of the Supervisory Board | June 26, 2022 |  |
| 3 | Pham Xuan Hoa | Member of the Supervisory Board | November 10, 2021 | Bachelor of Business Administration |

1. The Executive Board.

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| --- | --- | --- | --- | --- |
| No. | Members of the Executive Board | Date of birth | Qualification | Date of appointment/dismissal as member of the Executive Board |
| 1 | Nguyen Van Ly | February 23, 1989 | Bachelor of Hanoi Open University | September 15, 2022 |

1. The Chief Accountant

|  |  |  |  |  |
| --- | --- | --- | --- | --- |
| Full name | Date of birth | Qualification | Date of appointment | Date of dismissal |
| Dang Thi Nhu Khanh | September 02, 1985 | College (with certificate of Chief Accountant) | September 28, 2021 | August 30, 2023 |
| Nguyen Tien Dat | October 28, 1991 | Bachelor of Accounting (with certificate of Chief Accountant) | August 30, 2023 | - |

1. Training on corporate governance.
2. List of affiliated persons of the public company (Report of 2023) and transactions between the 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 and affiliated persons of PDMR: Thinh Vuong Electric Construction Investment and Trading Joint Stock Company transferred the capital contribution at Tan Phu Hung International Trading and Services Company Limited to Mr. Nguyen Van Ly with a value of VND 5,000,000,000
4. Transactions between PDMR of the Company, affiliated persons of PDMR and subsidiaries, companies under the authority of the Company: None
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 (the General Manager) and other managers have been founding members or members of the Board of Directors, the Executive Manager (the General Manager) for the past three (03) years (calculated at the time of reporting)

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| --- | --- | --- | --- | --- | --- | --- | --- | --- | --- |
| No. | The company does the transaction | Tax code of the company that conducts transactions with the listed company | PDMR, people with relationships | Position at the Company with transaction | Address | Time of transaction | Content of transaction | Transaction value | Note |
| 1 | Trong Thuong International Trading Company Limited | 0107996619 | Nguyen Van Ly | General Manager | Lot No. 21, 2nd floor, Building 381 Doi Can, Lieu Giai Ward, Ba Dinh District, Hanoi City, Vietnam | December 2021 | Long-term loan | 24,690,000,000 |  |
| Collection of long-term loan (partial) | 170,000,000 |  |

* 1. Transactions between the Company and companies where the affiliated persons of members of the Board of Directors, members of the Supervisory Board, the Manager (General Manager) and other managers are members of the Board of Directors, the Executive Manager (General Manager): None
	2. Other transactions of the Company (if any) that can bring about material or non-material benefits to members of the Board of Directors, members of the Supervisory Board, and the Manager (General Manager) and other managers: None
1. Share transactions between PDMR and affiliated persons of PDMR (Annual report)
2. Company’s share transaction of PDMR and affiliated persons:

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| --- | --- | --- | --- | --- | --- |
| No. | Transaction conductor | Relations with PMDR | 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 | Le Quynh Ngan | Member of the Board of Directors | 180,000 | 6% | 0 | 0% | Sell shares |
| 2 | WALEAD COMPANY PTE.LTD | The organization where Mr. Song Tao is the legal representative | 1,470,000 | 49% | 256,600 | 8.55% | Sell shares |
| 3 | Pham Xuan Hoa | Member of the Supervisory Board | 120,000 | 4% | 0 | 0% | Sell shares |
| 4 | Tran Tri Dung  | Member of the Board of Directors | 0 | 0% | 100,000 | 3.33% | Buy shares |

1. Other significant issues: