**DCR: Annual Corporate Governance Report 2023**

On January 29, 2024, Cosevco Ceramic Tiles Joint Stock Company announced Report No. 25/BC on corporate governance in 2023 as follows:

* Name of company: Cosevco Ceramic Tiles Joint Stock Company
* Head office address: Street No. 9, Hoa Khanh Industrial Park, Hoa Khanh Bac Ward, Lien Chieu District, Da Nang City
* Tel: 02363-841495 Fax:02363-841776
* Email: tuthihien.dacera@gmail.com.
* Charter capital: VND 65,000,000,000
* Securities code: DCR
* Corporate Governance Model:
* The General Meeting of Shareholders, the Board of Directors, the Supervisory Board and the General Manager
* Internal audit execution: Unimplemented
1. Activities of the General Meeting of Shareholders

Information about the meetings and General Mandates/Decisions of the General Meeting of Shareholders 2023:

|  |  |  |  |
| --- | --- | --- | --- |
| No. | General Mandate/Decision of the General Meeting of Shareholders No. | Date | Contents |
|  | No. 06/2023-NQ-DHCD | April 20, 2023 | Annual General Mandate 2023 |

1. The Board of Directors (Annual Report 2023):
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 member/independent member of the Board of Directors  |
| Appointment date | Dismissal date |
| 1 | Le Nguyen Hai | Chair of the Board of Directors | April 27, 2021 |  |
| 2 | Vu Tuan Binh | Member of Board of Directors - The General Manager | April 19, 2019 |  |
| 3 | Nguyen Thi Hong Hue | Member of the Board of Directors - The Deputy General Manager | January 14, 2020 |  |
| 4 | Pham Thi Diu | Member of the Board of Directors (Non-executive) | April 19, 2019 |  |
| 5 | Pham Tat Vu | Member of the Board of Directors (Non-executive) | April 29, 2022 |  |

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

|  |  |  |  |
| --- | --- | --- | --- |
| No. | Board Resolution/Board Decision No. | Date | Contents |
| 1 | No. 03/NQ-HDQT | February 28, 2023 | Approve the production and business activities results in 2022 and the production and business plan in 2023. |
| 2 | No. 05/NQ-HDQT | March 23, 2023 | Production and business plan of Q2/2023 and other tasks |
| 3 | No. 06/NQ-HDQT | April 12, 2023 | Implement the work of the General Meeting of Shareholders 2023. |
| 4 | No. 09/NQ-HDQT | June 05, 2023 | Approve the current product consumption market situation of the Company. |
| 5 | No. 12/NQ-HDQT | September 11, 2023 | Approve the production and business results in the first 9 months of the year and the production and business Plan for Q4/2023 and other tasks |
| 6 | No. 13/NQ-HDQT | November 10, 2023 | Approve ceasing the production of 3 Factory lines |
| 7 | No. 17/NQ-HDQT | December 29, 2023 | The production and business results of Q4/2023 and other tasks |

1. The Supervisory Board (Annual Report 2023):
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 | Qualification |
| 1 | Nguyen Thi Bich Ngoc | Chief of the Supervisory Board | April 19, 2019 | Bachelor of Economics |
| 2 | Tran Dinh Nghia | Member of the Supervisory Board | April 19, 2019 | Electrical Engineer |
| 3 | Huynh Ba Thuan | Member of the Supervisory Board | April 19, 2019 | Chemical Engineer |

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 | Vu Tuan Binh | May 18, 1973 | Bachelor of Economics | April 19, 2019 |
| 2 | Nguyen Thi Hong Hue | September 26, 1987 | Bachelor of Economics | April 19, 2019 |
| 3 | Tu Thi Hien | July 15, 1978 | Bachelor of Economics | March 31, 2022 |

1. Chief Accountant

|  |  |  |  |
| --- | --- | --- | --- |
| Full name | Date of birth | Qualification | Date of appointment/dismissal |
| Truong Thi Phu | October 11, 1979 | Bachelor of Economics | January 01, 2020 |

1. Training on corporate governance
2. List of affiliated persons of the public company (Annual Report 2023) 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, 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 companies where members of the Board of Directors, members of the Supervisory Board, the Manager (General Manager) and other managers have been founding members or members of the Board of Directors, the Executive Manager (General Manager) for the past three years (calculated from 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 (General Manager) and other managers are members of the Board of Directors, the Executive Manager (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 Manager (General Manager) and other managers: None
6. Share transactions of PDMR and affiliated persons of PDMR in 2023
7. Company’s share transactions of PDMR and affiliated persons

|  |  |  |  |  |  |
| --- | --- | --- | --- | --- | --- |
| 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, bonus,...) |
| Number of shares | Rate | Number of shares | Rate |
| 1 | Nguyen Minh Khoi | Nguyen Thi Hong Hue | 197,000 | 3% | 197,000 | 3% |  |

1. Other significant issues