**SBM: Annual Corporate Governance 2023**

On January 30, 2024, Bac Minh Development Investment Joint Stock Company announced Report No. 52/BC-KH-SBM on the corporate governance in 2023 as follows:

* Name of Company: Bac Minh Development Investment Joint Stock Company
* Head office address: No. 20 Tran Nguyen Han Street, Ly Thai To Ward, Hoan Kiem District, Hanoi City
* Tel: 0243.7764.615 Fax: 0243.7764.614
* Charter capital: VND 450,449,530,000
* Securities code: SBM
1. Activities of the General Meeting of Shareholders:

Information about the 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 No. | Date | Content |
| 1 | 22/NQ-DHDCD-SBM | April 27, 2023 | Annual General Mandate 2023 |
| 2 | 130/BB-DHDCD-SBM | April 27, 2023 | Minutes of the Annual General Meeting of Shareholders 2023 |

1. The Board of Directors:
2. Information about members of the Board of Directors:

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| --- | --- | --- | --- |
| No. | Members 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 | Le Dinh Luong | Chair of the Board of Directors | October 1, 2021 |  |
| 2 | Vu Minh Tu | Member of the Board of Directors | April 27, 2020 |  |
| 3 | Lai Hop Quoc | Member of the Board of Directors | April 26, 2018 |  |
| 4 | Nguyen Thi Kim Lan | Member of the Board of Directors | April 26, 2018 |  |
| 5 | Do Minh Duc | Member of the Board of Directors | April 27, 2020 |  |

1. Board Resolutions/Decisions:

|  |  |  |  |
| --- | --- | --- | --- |
| No. | Resolution/Decision No. | Date | Content |
| 1 | 11/NQ-HDQT-SBM | March 13, 2023 | Resolution on organizing the Annual General Meeting of Shareholders 2023 |
| 2 | 15/QD-HDQT-SBM | March 27, 2023 | Decision on approving the plan and cost estimate for periodic repair and maintenance of the mechanical part of Nam Cong 3 Hydropower Plant  |
| 3 | 16/QD-HDQT-SBM | March 27, 2023 | Decision on approving the selection of contractor for the bidding package of repair and periodic maintenance of the electrical part of Nam Cong 3 Hydropower Plant  |
| 4 | 17a/QD-HDQT-SBM | March 27, 2023 | Decision on approving the selection of contractor for the bidding package of repair and periodic maintenance of the electrical part of Nam Cong 3 Hydropower Plant  |
| 5 | 24/NQ-HDQT-SBM | May 4, 2023 | Resolution on electing the Chair of the SBM Board of Directors |
| 6 | 25/NQ-HDQT-SBM | May 4, 2023 | Resolution on electing the SBM Supervisory Board |
| 7 | 37/NQ-HDQT-SBM | May 30, 2023 | Resolution on paying the first round of dividends in 2022 in cash to shareholders |
| 8 | 46/QD-HDQT-SBM | June 28, 2023 | Decision on contractor appointing of a company to audit the Financial Statements 2023 |
| 9 | 62/QD-HDQT-SBM | August 19, 2023 | Decision on rewarding collectives and individuals who had initiatives and technical improvements in production and operations of SBM |
| 10 | 67/NQ-HDQT-SBM | September 15, 2023 | Resolution on short-term capital loan from Joint Stock Commercial Bank for Investment and Development of Viet Nam - Transaction Center 3 Branch to supplement working capital for the Company’s production and business activities |
| 11 | 81/NQ-HDQT-SBM | October 26, 2023 | Resolution on paying the second round of dividends in 2022 in cash to shareholders. |
| 12 | 84/QD-HDQT-SBM | October 31, 2023 | Decision on approving the adjustment to plan on production and business activities for 2023 |

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 |
| Date of appointment | Date of dismissal |
| 1 | Nguyen Van Minh | Chief of the Supervisory Board | April 27, 2020 |  | Bachelor of Economics |
| 2 | Nguyen Quoc Thai | Member | April 26, 2018 |  | Master of Ukrainian Economic Science, Information Technology Engineer |
| 4 | Le Lam Thanh | Member | April 27, 2023 |  | Bachelor of Economics |

1. The Executive Board:

|  |  |  |  |  |
| --- | --- | --- | --- | --- |
| No. | Members of the Executive Board | Date of birth | Date of appointment/dismissal as member of the Supervisory Board | Qualification |
| Date of appointment | Date of dismissal |
| 1 | Vu Minh Tu | May 26, 1978 | April 23, 2020 |  | Bachelor of Accounting |
| 2 | Nguyen Tai Tuan | April 13, 1965 | September 20, 2022 |  | Engineer |
| 3 | Le Dac Dan | November 10, 1986 | June 5, 2020 |  | Engineer |

1. The Chief Accountant

|  |  |  |  |  |
| --- | --- | --- | --- | --- |
| No. | Full name | Date of birth | Date of appointment/dismissal | Qualification |
| Date of appointment | Date of dismissal |
| 1 | Bui Tuyet Van | December 14, 1981 | September 20, 2022 |  | Bachelor of Economics |

1. Training on corporate governance:
2. List of affiliated persons of the public company and transactions between 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, affiliated persons of PDMR:

|  |  |  |  |  |  |  |  |  |
| --- | --- | --- | --- | --- | --- | --- | --- | --- |
| No. | Name of organization/individual | Relations with the Company | NSH No., Date of issue and Place of issue | Head office address/Contact address | Time of transaction with the Company | Approved General Mandate/ Decision of General Meeting of Shareholders or Board Resolution/Decision No. | Content, quantity, total value of transaction | Note |
| 1 | Northern Power Corporation | Major shareholder | 0100100417Date of issue:October 7, 2021 | No. 20 Tran Nguyen Han Street, Hoan Kiem District, Hanoi City  | 2023 | Pursuant to the power purchase contract | Purchase commercial electricity with the total value of VND 225,166,928,087 |  |

1. Transactions between PDMR of the Company, affiliated persons of PDMR and subsidiaries, companies under the authority of the Company: None.
2. 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 (03) years (as of 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.
3. Share transactions of PDMR and affiliated persons of PDMR:
4. Other significant issues: None.