**LTC: Annual Corporate Governance Report 2023**

On January 28, 2024, Low Current -Telecom Joint Stock Company announced Report No. 02/LTC/BCQT on the corporate governance 2023 as follows:

* Name of listed company: Low Current -Telecom Joint Stock Company
* Head office address: No.142, Le Duan Street, Kham Thien Ward, Dong Da District, Hanoi.
* Office address: Lot E No. 2 Ha Yen, Yen Hoa Ward, Cau Giay District, Hanoi
* Tel: (84-24) 63251712 Fax: (84-24) 63251713
* Charter capital: VND 45,860,000,000
* Securities code: LTC
* Corporate Governance Model: The General Meeting, Board of Directors, Supervisory Board and Managing Director.
* Internal audit: Not executed.
1. Activities of the General Meeting:

|  |  |  |  |
| --- | --- | --- | --- |
| No. | General Mandate/ Decision No. | Date | Content |
| 01 | 01/2023/NQ-DHDCD | December 20, 2023 | Approve the contents: Report on results of production and business activities, investment in 2022 and plan for 2023; Financial Statements 2022, reports of the Board of Directors, the Executive Board, the Supervisory Board, change of head office address on the Business registration, elections of the Board of Directors, the Supervisory Board for the term of 2023-2028 and matters under the authority of the Annual General Meeting 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 | Date of appointment/dismissal as member of the Board of Directors |
| Appointment date | Dismissal date |
| 1 | Mr. Ngo Trong Vinh | Chair of the Board of Directors | December 20, 2023 |  |
| 2 | Mr. Luong Qui Thang | Member of the Board of Directors | December 20, 2023 |  |
| 3 | Mr. Nguyen Tu Duan | Member of the Board of Directors | June 29, 2018 | December 20, 2023 |
| 4 | Mr. Bui Trung Lieu | Member of the Board of Directors | December 20, 2023 |  |
| 5 | Mr. Ngo Anh Phuong | Member of the Board of Directors | June 29, 2018 | December 20, 2023 |
| 6 | Mr. Tran Dinh Tung | Member of the Board of Directors | October 15, 2020 | December 20, 2023 |
| 7 | Ms. Lam Quynh Huong | Member of the Board of Directors | October 15, 2020 | December 20, 2023 |
| 8 | Mr. Dinh Van Binh | Member of the Board of Directors/ Vice Chair of the Board of Directors | December 20, 2023 |  |
| 9 | Ms. Vuong Thi Thanh Huyen | Member of the Board of Directors/ Managing Director of the Company/ Person in charge of information disclosure | December 20, 2023 |  |

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

|  |  |  |  |
| --- | --- | --- | --- |
| No. | Resolution/ Decision  | Date | Contents |
| 1 | 01/NQ-HDQT | April 10, 2023 | Approve to appoint the following persons as the representative of the contributed capital of Low Current -Telecom Joint Stock Company (LTC) currently holding 490,000 shares, equivalent to 98% of contributed capital in Low Current Telecom Investment Joint Stock Company (LTCI) with charter capital of VND 5 billion as follows:* Mr. Ngo Trong Vinh - Chair of the Board of Directors, representing 190,000 shares equivalent to 38% of contributed capital.
* Mr. Luong Quy Thang - a member of the Board of Directors, representing 150,000 shares equivalent to 30% of contributed capital.
* Ms. Vuong Thi Thanh Huyen - Managing Director, representing 150,000 shares, equivalent to 30% of contributed capital.

Approve the change of head office address on LTC's Business Registration as follows:* Previous head office address: No. 142 Le Duan Street, Kham Thien Ward, Dong Da District, Ha Noi City
* New head office address: Floor 2, Lot E, Ha Yen Quyet, Yen Hoa Ward, Cau Giay District, Hanoi.
 |
| 2 | 02/NQ-HDQT | August 31, 2023 | Approve the dismissal of the Deputy Managing Director, including:* Mr. Pham Duc Thuong
* Mr. Hoan Van Chuong
 |
| 3 | 03/NQ-HDQT | September 19, 2023 | Approve the record date of the list to attend the Annual General Meeting 2023, as follows:* Record date: Tuesday, November 23, 2023
* Expected time to organize the General Meeting: Wednesday, December 20, 2023
* Meeting venue: Office of Low Current -Telecom Joint Stock Company, address: Lot E No. 2 Ha Yen, Yen Hoa Ward, Cau Giay District, Hanoi
 |
| 4 | 04/NQ-HDQT | November 22, 2023 | Approve assigning the Managing Director, the legal representative of the Company to sign supplementary contract annexes, adjust and change information of LTC Company for contracts with receivable and payable (for investors, subcontractors: Project Management Board of Diem Thuy Industrial Park - Zone A, Department of External Security - Ministry of Public Security, GS E&C Company, etc.), specifically as follows:+ Transaction name: Low Current -Telecom Joint Stock Company* Representative: Ms. Vuong Thi Thanh Huyen - Position: Managing Director
* Head office address: No. 142 Le Duan Street, Kham Thien Ward, Dong Da District, Hanoi
* Transaction office address: No.2 Ha Yen Quyet Street, Yen Hoa Ward, Cau Giay District, Ha Noi
* Tel: 024.33631111 Tax code: 0101135243
* Account number: 117002957267-Vietnam Joint Stock Commercial Bank For Industry And Trade - Ba Dinh, Ha Noi Branch
 |
| 5 | 05/NQ-HDQT | November 27, 2023 | The Board of Directors of Low Current -Telecom Joint Stock Company decided to approve the following issues:* Hand over secured assets including residential houses and land located at the address: Square No. 17, Lot LK 16, Van Khe New Urban Area, La Khe Ward, Ha Dong District, Hanoi City under the certificate of land use rights, house ownership and other assets attached to the land number of CD 542347; Number in the book of issuance of Certificate: CT-DA 00044 issued by Hanoi Department of Natural Resources and Environment on January 22, 2016 to Low Current -Telecom Joint Stock Company for Joint Stock Commercial Bank for Investment and Development of Vietnam - Thang Long Branch to organize the sale by auction method.
* Agree and coordinate with BIDV Thang Long to carry out procedures to change the name of Certificate of land use rights for the auction winner of the aforementioned collaterals, Mr. Ngo Anh Tuan.
* Work with BIDV, request BIDV Thang Long Bank to exempt interest and penalty interest and penalties in proportion to the principal amount of debt collected from the Company.
* Assign the Board of Management to work and coordinate with BIDV Thang Long on the above issues.
 |
| 6 | 06/NQ-HDQT | November 27, 2023 | The Board of Directors of Low Current -Telecom Joint Stock Company decided to approve the following issues:* Hand over secured assets including residential houses and land located at the address: Square No. 17, Lot LK 16, Van Khe New Urban Area, La Khe Ward, Ha Dong District, Hanoi City under the certificate of land use rights, house ownership and other assets attached to the land No. CD 542347; Number in the book of issuance of Certificate: CT-DA 00044 issued by Hanoi Department of Natural Resources and Environment on January 22, 2016 to Low Current -Telecom Joint Stock Company for Joint Stock Commercial Bank for Investment and Development of Vietnam - Thang Long Branch to organize the sale by auction method.
* Agree and coordinate with BIDV Thang Long to carry out procedures to change the name of Certificate of land use rights for the auction winner of the aforementioned collaterals, Mr. Ngo Anh Tuan.
* Assign the Board of Management to work and coordinate with BIDV Thang Long on the issues above.
 |
| 7 | 07/2023/NQ-HDQT | December 20, 2023 | The Board of Directors decides to approve the following issues:1. Elect the member of the Board of Directors of the Company as follows:
* Mr. Ngo Trong Vinh - Chair of the Board of Directors
* Mr. Dinh Van Binh - Permanent Vice Chair of the Board of Directors.
* Ms. Vuong Thi Thanh Huyen - Secretariat of the Board of Directors and Person in charge of information disclosure.
1. Appoint Managing Director and legal representative for the term 2023 – 2028: The Board of Directors decided to appoint Ms. Vuong Thi Thanh Huyen as the Managing Director and legal representative of Low Current -Telecom Joint Stock Company for the term 2023 - 2028
 |
| 8 | 08/2023/NQ-HDQT |  | The Board of Directors decides to approve the following issues:1. At Low Current Telecom Investment Joint Stock Company (LTCI), currently the charter capital is VND 5,000,000,000 equivalent to 500,000 shares. In which, Low Current -Telecom Joint Stock Company (LTC) owns 490,000 shares, accounting for 98% of charter capital. The Board of Directors agreed to appoint capital representatives for the term 2023-2028:
* Mr. Ngo Trong Vinh, representing the ownership of 100,000 shares, accounting for 20% of charter capital;
* Mr. Dinh Van Binh, representing the ownership of 100,000 shares, accounting for 20% of charter capital;
* Mr. Luong Qui Thang, representing the ownership of 100,000 shares, accounting for 20% of charter capital;
* Mr. Bui Trung Lieu, representing the ownership of 100,000 shares, accounting for 20% of charter capital;
* Ms. Vuong Thi Thanh Huyen, representing the owner of 90,000 shares, accounting for 18% of charter capital;
1. At Equipment Telecom and Cable JSC (ETCC), currently the charter capital is VND 20,000,000,000 equivalent to 2,000,000 shares. In which, Low Current -Telecom Joint Stock Company (LTC) owns 980,000 shares, accounting for 49% of charter capital. The Board of Directors agreed to appoint capital representatives for the term 2023-2028:
* Mr. Ngo Trong Vinh, representing 580,000 shares, accounting for 29% of charter capital
* Mr. Dinh Van Binh, representing 400,000 shares, accounting for 20% of charter capital
1. At Cadico Joint Stock Company, the charter capital is currently VND 16,622,400,000, equivalent to 166,224 shares. In which, Low Current -Telecom Joint Stock Company (LTC) owns 10,684 shares, accounting for 6.57% of charter capital. The Board of Directors agreed to appoint Ms. Vuong Thi Thanh Huyen to represent the ownership of 10,684 shares, accounting for 6.57% of charter capital in Cadico Joint Stock Company for the term 2023-2028:
 |

1. Supervisory Board (Annual Report 2023):
2. Information about members of the Supervisory Board

|  |  |  |  |  |  |
| --- | --- | --- | --- | --- | --- |
| No. | Member of the Supervisory Board | Position | Date of appointment as member of the Supervisory Board. | Dismissal date | Qualification |
| 1 | Mr. Nguyen Trong Ha | Chief of Supervisory Board | December 20, 2023 |  | Bachelor in Finance and Accounting |
| 2 | Mr. Hoang Hung | Member | December 20, 2023 |  |  |
| 3 | Ms. Tran Thi Thu Thuy | Member | June 29, 2018 | December 20, 2023 |  |
| 4 | Tran Ngoc Linh | Member | December 20, 2023 |  |  |

1. Executive Board

|  |  |  |  |  |
| --- | --- | --- | --- | --- |
| No. | Member of the Executive Board | Date of birth | Qualification | Date of appointment as member of the Executive Board |
| 01 | Ms. Vuong Thi Thanh Huyen | December 8, 1990 | Bachelor in Finance | June 17, 2022 |
| 02 | Ngo Trong Vinh | February 5, 1964 | Bachelor in Economics | August 1, 2018 |

1. Chief Accountant

|  |  |  |  |  |
| --- | --- | --- | --- | --- |
| No. | Full name | Date of birth | Qualification | Date of appointment |
| 01 | Mr. Pham Duc Thuong | April 24, 1980 | Bachelor in Accounting | June 29, 2018 |

1. Training on corporate governance
2. List of related persons of the public company (Annual Report 2023) and transactions between the related persons of the Company with the Company itself:
3. Transactions between the Company and related persons of the Company; or between the Company and principal shareholders, PDMR, related persons of PDMR: None.
4. Transactions between PDMR of the listed company, related persons of PDMR and subsidiaries or companies controlled by the listed company: None.
5. Transactions between the Company and other entities:
	1. Transactions between the Company and the companies where members of the Board of Directors, members of the Supervisory Board or Executive Manager (Managing Director) have been founding members or members of the Board of Directors or Executive Manager (Managing Director) for the past three (03) years (calculated at the time of reporting): None.
	2. Transactions between the Company and companies in which related persons of the members of the Board of Directors, members of the Supervisory Board and Executive Manager (Managing Director) who are members of the Board of Directors and Executive Manager (Managing Director): None.
	3. Other transactions of the Company (if any) that can bring material or non-material benefits to members of the Board of Directors, members of the Supervisory Board and Executive Manager (Managing Director): None.
6. Share transactions of PDMR and related persons of PDMR (Annual Report 2023):
7. Listing company’s share transactions of PDMR and related persons of PDMR
8. Other significant issues: None.