

No. 25A/2024/HDQT-VE9

Nha Trang, January 24, 2025

**REPORT ON CORPORATE GOVERNANCE
IN 2024**

**To: - STATE SECURITIES COMMISSION
- HANOI STOCK EXCHANGE**

- Name of listed company: **VNECO 9 INVESTMENT AND CONSTRUCTION JOINT STOCK COMPANY**

- Head office address: Ground floor C4 – C5 Cho Dam Apartment, Van Thanh Ward, Nha Trang City, Khanh Hoa Province.

- Phone: 02583 525886 – Fax: 02583 522394

- Charter capital: 125,236,130,000 VND

- Stock code: VE9

- Corporate governance model: General Meeting of Shareholders, Board of Directors, Director and having an Audit Committee under the Board of Directors

- Regarding the implementation of the internal audit function: Implemented

I. Activities of the General Meeting of Shareholders:

Information on meetings and Resolutions/Decisions of the General Meeting of Shareholders (including Resolutions of the General Meeting of Shareholders adopted in the form of written consultation).

Stt	Number of Resolutions/Decisions	Day	Content
1	27/NQ/VNECO9-AGC	27/04/2024	Annual General Meeting of Shareholders in 2024 (Approving the Company's activities in 2023 and business plan in 2024)

II. Board of Directors:

1. Information about members of the Board of Directors (BOD):

Stt	Member of the Board of Directors	Duty	Start/no longer a member of the Board of Directors/ Independent Board of Directors	
			Date of Appointment	Date of dismissal
1	Nguyen Minh Bien	Chairman of the Board of Directors	28/04/2023	
2	Nguyen Thi Ngoc Lan	Board of Directors TV	29/04/2022	
3	Le Quang Liem	Independent Board of Directors TV	29/04/2022	
4	Le Duc Trung	Independent Board of Directors TV	29/04/2022	

2. Board of Directors meetings:

Stt	Member of the Board of Directors	Number of meetings attended by the Board of Directors	Meeting attendance rate	Reasons for not attending the meeting
1	Nguyen Minh Bien	5/5	100%	
2	Nguyen Thi Ngoc Lan	5/5	100%	
3	Le Quang Liem	5/5	100%	
4	Le Duc Trung	5/5	100%	

In which, 2 meetings have issued resolutions and 3 meetings have been recorded by minutes, no resolutions have been issued.

3. Supervisory activities of the Board of Directors over the Board of Directors:

- The Board of Directors regularly monitors the operating activities of the Board of Directors to ensure compliance and consistency with the contents of the Resolutions of the Annual General Meeting of Shareholders in 2023, 2024 and the Resolutions of the Board of Directors in 2024.
- The Board of Directors regularly holds quarterly and irregular meetings with the Board of Directors to check the operating activities of the Board of Directors and the company's business

situation. Under the direction and supervision of the Board of Directors, the Board of Directors has properly implemented all specific tasks on management, production and investment. The Board of Directors always complies with and strictly implements the Resolution of the General Meeting of Shareholders and the resolutions and decisions of the Board of Directors.

4. Activities of subcommittees of the Board of Directors: (none)

5. Resolutions/Decisions of the Board of Directors:

TT No.	Number of Resolutions/Decisions	Day	Content
1	16A/2024/NQ-HDQT	29/03/2024	Dismissal of the position of Chief Accountant for Mr. Trinh Xuan Trung and appointment of the position of Chief Accountant for Ms. Vien Ngoc Loan.
2	91/2024/NQ-HDQT	04/09/2024	Approval of the Company's Regulation on Information Disclosure and Appointment of Person in Charge of Corporate Administration

III. Audit Committee

1. Information about members of the Audit Committee

Stt	Member of the Audit Committee	Duty	Date of starting as a member of the Audit Committee	Qualifications
1	Le Quang Liem	Chairman of the Audit Committee	28/07/2022 to present	
2	Le Duc Trung	Member	28/07/2022 to present	

2. Meetings of the Audit Committee

Stt	Member of the Audit Committee	Number of Meetings Attended	Meeting attendance rate	Voting Rate	Reasons for not attending the meeting
1	Le Quang Liem	2/2	100%	100%	

2	Le Duc Trung	2/2	100%	100%	
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3. Supervisory activities of the Audit Committee over the Board of Directors, the Board of Directors and shareholders

- The Audit Committee attends most of the meetings of the Board of Directors and important meetings of the Company. The Audit Board supervises the governance of the enterprise to ensure compliance with the provisions of law, the company's charter and the company's internal governance regulations. The Audit Committee supervises the implementation of the contents approved by the General Meeting of Shareholders at the Annual General Meeting of Shareholders.

The Audit Board shall examine and supervise the legality and honesty in the management and administration of business activities, in the recording of accounting books, financial statements, supervision of the observance of state policy documents, processes, regulations and internal regulations of the company, etc. supervise the promulgation, amendment and supplementation of the company's regulations; supervise information disclosure activities in a timely and complete manner as prescribed.

The Audit Board supervises the management of books and documents related to shareholders, ensuring the legitimate interests of shareholders; at the same time, supervise the participation of shareholders in contributing opinions, questioning, and requesting information in accordance with regulations.

4. Coordination between the Audit Committee on the activities of the Board of Directors, the Board of Directors and other managers

- The coordination between the Audit Board and the Board of Directors is carried out regularly, the Audit Board has been created by the Board of Directors and the Board of Directors to create all favorable conditions to complete the task. Departments in the company have actively coordinated and provided full information and documents at the request of the Audit Board.

In addition to inspection and supervision activities, the Audit Board also performs the following tasks:

- + Participate in contributing opinions to the Board of Directors and the Board of Directors in the administration and implementation of the company's business tasks and objectives.
- + Independently analyze and evaluate the company's business activities; on that basis, timely opinions and recommendations, measures to rectify and overcome violations, limit risks in business activities.
- + Coordinate and direct the internal control department to carry out periodic and irregular inspection and control of professional activities at the company.
- + Participate in supervising and criticizing the company's investment projects.
- + Contribute ideas to develop and complete other operational objectives of the company.

5. Other activities of the Audit Committee: (none)

IV. Executive Board

STT	Executive Board Members	Date of birth	Qualifications	Date of appointment/dismissal
1	Trinh Viet Quan – Director	17/08/1976	Executive Management	Appointed from 04/07/2023

V. Chief Accountant

STT	Full name	Date of birth	Qualifications	Date of Appointment
1	Trinh Xuan Trung	13/11/1991	Accounting	Dismissal on 29/3/2024
2	Vien Ngoc Loan	1974	Accounting	Appointed on 29/3/2024

VI. Corporate governance training: (none)

VII. List of related persons of the public company and transactions of related persons of the Company with the Company itself:

1. List of related persons of the Company:

TT No.	Name of organization/individual	Stock trading account (if any)	Position at the Company (if any)	ID Number / Business Registration	Date of issuance of ID card/ business registration	Place of issuance of ID card/ business registration	Address	Number of shares owned at the end of the period (CP)	Percentage of shares owned at the end of the period (%)	Notes
1	Nguyen Minh Bien		Chairman of the Board of Directors					0	0	Appointment from 28/04/2023
2	Le Quang Liem		Independent members of the Board of Directors do not participate in the administration					0	0	Appointment from 29/04/2022
3	Le Duc Trung		Independent members of the Board of Directors do not participate					0	0	Appointment from 29/04/2022

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			in the administration							
4	Nguyen Thi Ngoc Lan		Member of the Board of Directors					0	0	Appointment from 29/04/2022
5	Trinh Viet Quan		Company Director					0	0	Appointed from 04/07/2023
6	Trinh Xuan Trung		Chief Accountant					0	0	Dismissal from office from 29/03/2024
7	Vien Ngoc Loan		Chief Accountant					0	0	Appointment from 29/03/2024
8	Tran Ngoc Anh		Auditor, in charge of corporate governance					0	0	

2. Transactions between the company and related persons of the company; or between the company and major shareholders, insiders, related persons of insiders: *(None)*

3. Transactions between internal persons of listed companies, related persons of internal persons and subsidiaries and companies controlled by listed companies: *(None)*

4. Transactions between the company and other subjects: *(None)*

4.1. Transactions between the company and the company operated by a member of the Board of Directors, a member of the Supervisory Board, a Director (General Director) who has been a founding member or a member of the Board of Directors, the Director (General Director) in the past three (03) years (calculated at the time of making the report)

4.2. Transactions between companies in which related persons of members of the Board of Directors, members of the Supervisory Board, Directors (General Directors) are members of the Board of Directors, Directors (General Directors)

4.3. Other transactions of the company (if any) that may bring material or immaterial benefits to members of the Board of Directors, members of the Supervisory Board, Directors (General Directors)

VIII. Stock trading of insiders and related persons of insiders:

1. List of insiders and related persons of insiders

TT No.	Name of organization/individual	Stock trading account (if any)	Position at the Company (if any)	ID Number/ Business Registration	Date of issuance of ID card/ business registration	Place of issuance of ID card/ business registration	Address	Number of shares owned at the end of the period (CP)	Percent age of shares owned at the end of the period (%)	Notes
1	Nguyen Minh Bien		Chairman of the Board of Directors					0	0	Appointment from 28/04/2023
1.1	Nguyen Khac Phi							0	0	Father
1.2	Nguyen Thi Nga							0	0	Native
1.3	Nguyen Chi Linh							713.200	5,93%	Brother
1.4	Nguyen Khac Anh							0	0	Younger siblings
1.5	Nghiem Thi Lan							0	0	Wife
1.6	Nguyen Khac Minh							0	0	Child
1.7	Nguyen Khac Quang							0	0	Child
1.8	Phan Thi Hai Yen							0	0	Sister-in-law
2	Le Quang Liem		Independent members of the Board of Directors do not participate in the administration					0	0	Appointment from 29/04/2022
2.1	Le Quang Triem							0	0	Father
2.2	Tran Thi Kim Chi							0	0	Mother
2.3	Le Kim Ngan							0	0	Sister
2.4	Le Quang Thi							0	0	Brother
2.5	Nguyen Thi Hong Lam							0	0	Wife
3	Le Duc Trung		Independent members of the Board of Directors					0	0	Appointment from 29/04/2022

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			do not participate in the administration							
3.1	Le Duc Tranh							0	0	Father
3.2	Bui Thi Mien							0	0	Mother
3.3	Le Thi Tu							0	0	Sister
3.4	Le Thi Phu Khanh							0	0	Sister
3.5	Lam Thi Ngoc Trang							0	0	Wife
3.6	Le Ngoc Thanh Truc							0	0	Children (children who do not have CCCD)
3.7	Le Ngoc Thao Trinh							0	0	Children (children who do not have CCCD)
3.8	Pham Thi Ngoc							0	0	Mother-in-law
3.9	Bui Phong Nguyen							0	0	Brother-in-law
3.10	Nguyen Van Phat							0	0	Brother-in-law
4	Nguyen Thi Ngoc Lan		Member of the Board of Directors					0	0	Appointment from 29/04/2022
4.1	Tran Thi Chau							0	0	Mother
4.2	Nguyen Manh Chuong							0	0	Brother
4.3	Nguyen Hong Quang							0	0	Brother
4.4	Ngo Hai Yen							0	0	Sister-in-law
4.5	Dinh Thi Ngoc Quyen							0	0	Sister-in-law

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5	Trinh Viet Quan		Company Director					0	0	Appointed from 04/07/2023
5.1	Trinh Minh Chieu							0	0	Father
5.2	Ngo Thi Nga							0	0	Native
5.3	Trinh Huong Lan							0	0	Siblings
5.4	Trinh Kieu Ngan							0	0	Siblings
5.5	Luu Thi Thu Huong							0	0	Wife
5.6	Trinh Viet Anh							0	0	Biological children
5.7	Trinh Viet Dung							0	0	Biological children
5.8	Liu Yongqiang							0	0	Father-in-law
5.9	Dang Thi Ha							0	0	Mother-in-law
5.10	Dinh Doan Hung							0	0	Brother-in-law
6	Trinh Xuan Trung		Chief Accountant					0	0	Dismissal from office from 29/03/2024
6.1	Trinh Xuan Hung							0	0	Father
6.2	Pham Thi Tinh							0	0	Mother
6.3	Trinh Xuan Toan							0	0	Brother
6.4	Nguyen Thi Thuy							0	0	Wife
6.5	Trinh Bich Ngoc							0	0	Daughter
6.6	Trinh Bao Chau							0	0	Daughter
7	Vien Ngoc Loan		Chief Accountant					0	0	Appointment from 29/03/2024

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7.1	Yuan Van Danh							0	0	Father
7.2	Vien Ngoc Tai							0	0	Brother
7.3	Vien Ngoc Long							0	0	Younger siblings
7.4	Duong Van Tien							0	0	Biological children
7.5	Duong Ngoc Thao My							0	0	Biological children
8	Tran Ngoc Anh		Auditor, in charge of corporate governance					0	0	
8.1	Tran Ngoc Thong							0	0	Father
8.2	Phan Thi Dung							0	0	Mother
8.3	Tran Thi Van Anh							0	0	Younger sibling
8.4	Tran Thi Hoai Anh							0	0	Younger sibling
8.5	Tran Thi Nhu Anh							0	0	Younger sibling
8.6	Nguyen Thi Cam Thuyen							0	0	Wife
8.7	Tran Khanh Nhu							0	0	Child
8.8	Tran Khanh Ngan							0	0	Children (children who do not have CCCD)
8.9	Tran Anh Khoi							0	0	Children (children who do not have CCCD)
8.10	Tran Anh Trien							0	0	Children (children who do not have CCCD)
8.11	Nguyen Van Ngoan							0	0	Father-

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										in-law
8.12	Doan Thi My Trang							0	0	Mother-in-law

**2. Transactions of insiders and related persons with respect to the company's shares:
(none)**

IX. Other issues to note (none)

Recipient:

- The State Securities Commission;
- Hanoi Stock Exchange;
- Members of the Board of Directors of the Company;
- The Board of Directors of the Company;
- Secretary Liu; Company Vp.

Chairman of the Board of Directors



NGUYEN MINH BIEN