

Appendix No. 05

REPORT ON MANAGEMENT STATUS OF COMPANY

(Issued together with Circular No. 96/2020/TT-BTC dated November 16, 2020 of the Ministry of Finance guiding information disclosure on the stock market)

**VISICONS CONSTRUCTION AND
INVESTMENT JOINT STOCK
COMPANY**

SOCIALIST REPUBLIC OF VIETNAM
Independence – Freedom – Happiness
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No.: **35** BC/VC6-CBTT

Hanoi, January 20, 2025

REPORT ON MANAGEMENT STATUS OF LISTED COMPANY
Year 2024

To: - **The State Securities Commission**
- **Hanoi Stock Exchange**

- Listed company name: **VISICONS CONSTRUCTION AND INVESTMENT JOINT STOCK COMPANY**
- Head office address: **5th Floor – Building 29T2, Hoang Dao Thuy Street, Trung Hoa Ward, Cau Giay District, Hanoi**
- Tel: **024.62513155** Fax: **024.62513156**
- E-mail: **vc6@visicons.com.vn**
- Website: **www.visicons.com.vn**
- Charter capital: **96,796,860,000 VND (In words: Ninety-six billion, seven hundred and ninety-six million, eight hundred and sixty thousand Vietnam Dong).**
- Management model of the Company: General meeting of shareholders, Board of Directors, Supervisory and General Director.
- Regarding the implementation of internal audit function: Not yet 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 opinions):

No.	Resolution	Date	Content
1	Resolution of the Annual General Meetings of Shareholders	26/04/2024	Resolution of the Annual General Meetings of Shareholders 2024

II. The Board of Directors: Report in 2024

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

No.	Board of Directors' members	Independent members of the Board of Directors, Non-executive members of the Board of Directors	The date becoming/ceasing to be the member of the Board of Directors	
			Date of appointment	Date of dismissal
1	MR.TODA KOJI	Independent members of the Board of Directors, Non-executive members of the Board of Directors		17/4/2024
2	MR. OTANI SHINGO	Independent members of the Board of Directors, Non-executive members of the Board of Directors	26/4/2024	

2. Information on members of the Board of Directors (BOD) and meetings:

No.	Member of the Board of Directors	Position	Start date as a member of the Board of Directors for term 2020 - 2025	Number of meeting(s) with attendance	Rate	Reasons for non-attendance/n notes
1	Mr. Tran Van Khanh	Chairman of the Board of Directors	09/6/2020	04	100%	
2	Mr. Hoang Hoa Cuong	Member of of the Board of Directors	09/6/2020	04	100%	
3	Mr. OTANI SHINGO	Member of of the Board of Directors	26/4/2024	03	100%	
4	Mr. Nguyen Minh Tuan	Member of of the Board of Directors	09/6/2020	04	100%	
5	Mr. Nguyen Phan Tuan	Member of of the Board of Directors	09/6/2020	04	100%	

3. Supervisory activities of the Board of Directors over the General Directorate: The General Directorate and the Company's managers have properly performed the assigned functions and tasks, ensuring that the Company's production and business activities comply with the provisions of law, the Company's Charter on Organization and Operation, Resolutions of the General Meeting of Shareholders, and Resolutions of the Board of Directors.

4. Activities of subcommittees under the Board of Directors: None

5. Resolutions/Decisions of the Board of Directors:

No.	Number	Date	Content	Rate of adoption
1	01NQ	18/01/2024	Resolution: Appropriation of financial provision of VISICONS JSC at of 31/12/2023	100%
2	02NQ	23/02/2024	Resolution: Convening the Annual General Meeting of Shareholders in 2024	100%
3	03NQ	25/03/2024	Resolution: Approving the salary fund in 2024 to be paid to the employees at the Company's Office	100%
4	12NQ	19/04/2024	Resolution: Agreeing to nominate candidates for the General Meeting of Shareholders to elect 01 additional member of the Board of Directors and 01 member of the Company's Supervisory Board for term 2020 - 2025	100%
5	13NQ	22/04/2024	Resolution: Approving the policy for liquidating old, damaged, ineffective tools, machines and equipment	100%
6	15NQ	08/5/2024	Resolution: Approving the investment policy for "Investment in the new Ringlock scaffolding system" project	100%
7	18QĐ	15/5/2024	Decision: Approving the implementation of the issuance plan and the share issuance records to pay dividends by shares in 2023	100%
8	19NQ	24/5/2024	Resolution: Credit limit in 2024 at BIDV Ha Dong	100%
9	20NQ	01/7/2024	Resolution: Approving the plan to finalize the list of shareholders to pay dividends in 2023 in cash and by shares.	100%
10	21NQ	01/07/2024	Resolution: Approving the investment policy for 01 07-seat car to serve the Company's work.	100%
11	18aNQ	18/7/2024	Resolution: Approving the investment policy for "New tool system" project	100%
12	26QĐ	22/7/2024	Decision: Appointing Deputy Head of the Investment - Contract Management Division (Mr. Chu Trieu Phu)	100%
13	28QĐ	22/7/2024	Decision: Appointing Deputy Head of the Execution - Quality - Safety Management Division (Mr. Lai Duy Dong)	100%
14	29QĐ	29/7/2024	Decision: Selecting a Supplier for the new Ringlock Scaffolding System	100%
15	30NQ	8/8/2024	Resolution: Approving the results of the Company's share issuance to pay dividends in 2023	100%
16	32NQ	06/9/2024	Resolution: Approving the investment policy for "Investment in 140W wheel excavator" project	100%
17	35QĐ	12/12/2024	Decision: Issuing the Organizational & Operational Regulations of the Personnel Division	100%
18	36QĐ	15/11/2024	Decision: Issuing the Organizational & Operational Regulations of the Administration Division	100%
19	37NQ	18/12/2024	Approving the Company's car liquidation policy	100%
20	38NQ	26/12/2024	Approving the apartment transfer policy	100%



III. The Supervisory Board:

1. Information on members of the Supervisory Board:

No.	Member of the Supervisory Board	Position	Start date as a member of the Supervisory Board for term 2020 - 2025	Qualification	Number of meeting(s) with attendance	Attendance rate	Voting rate
1	Mr. Dang Thanh Huan	Head of Supervisory Board	09/6/2020	Bachelor of Economics, majoring in Credit Finance Master of Business Administration	02	100%	100%
2	Ms. FUJIKAWA MARIKA	Member of Supervisory Board	26/4/2024	Level 1 Construction Accounting, Real Estate Notary	02	100%	100%
3	Mr. Nguyen Kien Trung	Member of Supervisory Board	09/6/2020	Construction Engineer, Bachelor of Business Administration	02	100%	100%

2. Supervisory activities of the Supervisory Board towards the Board of Directors, the Executive Board and shareholders:

Works performed in 2024:

In 2024, the Supervisory Board inspected and supervised compliance with the provisions of law and the Company's regulations in the management and operation of business activities of the Board of Directors and the Executive Board, specifically:

- + Reviewing the legality, order and procedures for issuing Resolutions and Decisions of the Board of Directors and the Executive Board in 2024 in accordance with the provisions of law and the Company.
- + Evaluating the activities of the Board of Directors and the Executive Board in organizing the implementation of production and business tasks in 2024 in accordance with the Resolution adopted by the Annual General Meeting of Shareholders in 2024.
- + Providing opinions and recommendations to the Board of Directors and the Executive Board on issues related to the Company's operations in 2024: selecting an auditor for the financial statements in 2024; business production plan in 2024... and related issues.

The Supervisory Board held 02 regular meetings:

Quarterly regular meetings with the main content of discussing, checking, and reviewing the preparation and publication of the Company's quarterly financial statements according to regulations; reviewing the legality, order, and procedures for issuing Resolutions and Decisions of the Board of Directors and the Executive Board in 2024 according to the provisions of law and regulations of the Company.

Representatives of the Supervisory Board attended all meetings of the Board of Directors. In 2024, the Board of Directors held quarterly regular meetings and according to the requirements of the Company's business production tasks.

Controlling the Company's information disclosure in accordance with legal regulations on information disclosure requirements for public companies

IV. The Executive Board:

No.	Member of the Executive Board	Date of birth	Qualification	Date of appointment (1 st time)
1	General Director: Mr. Hoang Hoa Cuong	04/6/1973	Master of Business Administration Civil Engineer	01/6/2011
2	Deputy General Director Mr. Nguyen Minh Tuan	18/02/1961	Civil Engineer Architect	01/6/2000
3	Deputy General Director Mr. Nguyen Xuan Quynh	03/4/1972	Civil Engineer	12/9/2011
4	Deputy General Director Mr. Nguyen Phan Tuan	11/4/1970	Civil Engineer	06/9/2016
5	Deputy General Director Mr. Tran Thanh Thuy	22/10/1979	Civil Engineer	01/7/2020
6	Deputy General Director Mr. Nguyen Kien Trung	31/03/1974	Civil Engineer Bachelor of Business Administration	02/03/2023

V. Chief accountant:

Full name	Date of birth	Qualification	Date of appointment (1 st time)
Ms. Mai Phuong Anh	02/7/1977	Thạc sĩ Kinh tế Chuyên ngành Kế toán Master of Economics, major in Accounting	01/12/2008

VI. Training in Company management:

Training courses in company management that members of the Board of Directors, members of the Supervisory Board, General Director, other managers and the Company Secretary have been trained in:

Participated

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

1. List of related persons of the Company:

Organization name	Securities trading account	Position at the company	NSH Certificate No. *, date of issue, place of issue	Head office address	Start date as related person	Relationship with the Company
MAEDA CORPORATION	045FCB9371	Strategic shareholder	CB9371 VSD 17/01/2019	2-10-2, Fujimi, Chiyoda District, Tokyo 102- 8151, Japan	25/3/2019	Strategic shareholder owns 10% of VC6 shares

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

3. Transactions between insiders of listed company, related persons of insiders and subsidiaries, companies controlled by the listed company: **None**

4. Transactions between the company and other entities:

4.1. Transactions between the company and companies in which members of the Board of Directors, members of the Supervisory Board, and General Director have been and are founding members or members of the Board of Directors, General Director in the past three (03) years (calculated at the time of preparing the report): None

4.2. Transactions between the company and companies in which related persons of members of the Board of Directors, members of the Supervisory Board, and General Director are members of the Board of Directors, General Director: None

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, and General Director: None

VIII. Transactions of shares by insiders and related persons of insiders

1. List of insiders and related persons of insiders: Attached list
2. Transactions of insiders and related persons on shares of the Company that have fulfilled reporting obligations before making transactions:

No.	Transaction performer	Relationship with internal/major shareholders	Number of shares owned at the beginning of the period		Number of shares owned at the end of the period		Reason for increase, decrease (purchase, sale, conversion, reward...)
			Number of shares	Rate %	Number of shares	Rate %	
1	Mr. Nguyen Xuan Quynh	Deputy General Director	206,650 shares	2.348%	212,800 CP	2.418%	Increase VC6 share ownership rate
2	Ms. Phung Thi Kim Oanh	General Director's wife	360,250 shares	4.094%	510,250 CP	5.798%	Increase VC6 share ownership rate

IX. Other issues to be noted: None

Attn: 

- As stated;
- The Company's Website;
- Saved: HC, CBTT

VISICONS JOINT STOCK COMPANY



**CHAIRMAN OF THE BOARD
TRAN VAN KHANH**



**THE LIST OF AFFILIATED PERSONS OF THE VISICONS
CONSTRUCTION AND INVESTMENT JOINT STOCK COMPANY**

Appendix V

REPORT ON CORPORATE GOVERNANCE

**(Promulgated with the Circular No 96/2020/TT-BTC on November 16, 2020
of the Minister of Finance)**

No.	Name of organization/ individual	Securities trading account (if any)	Position at the Company (if any)	No.*, date of issue, place of issue	Address	Time of starting to be affiliated person	Relationship with the Company
1	Tran Van Khanh		Chairman of the Board of Directors			09/06/2020	
1.1	Tran Khue						
1.2	Do Thi Hong						
1.3	Trinh Thi Ngoc Khanh						
1.4	Trinh Xuan Dam						
1.5	Pham Thi Soi						
1.6	Tran Quynh Anh						
1.7	Tran Quynh Nguyen						
1.8	Tran Khiem						
1.9	Pham Thi Tu						
1.10	Tran Dang Khoa						
1.11	To Phuong Thao						
2	Hoang Hoa Cuong		of Directors General Director			17/03/2010	
2.1	Hoang Van Bi						
2.2	Nguyen Thi Minh Tan						
2.3	Phung Thi Kim Oanh						
2.4	Phung Minh Duc						
2.5	Hoang Quang Hung						
2.6	Hoang Nhi						
2.7	Hoang Huy Thach						
2.8	Than Thi Thuy						
3	Nguyen Minh Tuan		of Directors Deputy General Director			11/05/2004	
3.1	Nguyen Minh Hien						
3.2	Nguyen Bich Ha						
3.3	Nguyen Hong Sy						
3.4	Tran Thi Nguyen						
3.5	Nguyen Tuan Cuong						
3.6	Pham Thuy Duong						
3.7	Nguyen Tuan Dung						
3.8	Nguyen Thi Hoan						
4	Nguyen Phan Tuan		of Directors Deputy General Director			21/06/2016	
4.1	Nguyen Thi Minh						
4.2	Nguyen Quang Hue						

4.3	Ngo Thi Thao					
4.4	Nguyen Thao Linh					
4.5	Nhu Xuan Trinh					
4.6	Nguyen Hoang Long					
4.7	Nguyen Thanh Ha					
4.8	Nguyen Thi Loi					
4.9	Nguyen Huu Khai					
4.10	Nguyen Thi Mui					
4.11	Nguyen Phan Thanh					
4.12	Nguyen Minh Hien					
4.13	Nguyen Phan Ly					
4.14	Tran Thi Bac					
5	OTANI SHINGO		Member of of the Board of Directors		26/04/2024	
5.1	OTANI TETUZI					
5.2	OTANI KAZUMI					
5.3	ONANI KAORI					
5.4	OTANI HARUKO					
5.5	OTANI SATOKO					
5.6	OTANI YUKIKO					
5.7	OTANI KANZI					
5.8	KOBAYASHI ETUKO					
6	Dang Thanh Huan		Head of Supervisory Board		28/04/2014	
6.1	Dang Thanh Chat					
6.2	Duong Thi Thu Ninh					
6.3	Dang Ngoc Minh					
6.4	Dang Thi Chung					
6.5	Dang Thanh Tuan					
6.6	Dang Thi Loan					
6.7	Dang Thanh Tho					
7	FUJIKAWA MARIKA		Member of Supervisory Board		26/04/2024	
7.1	YAYOE SUZUKI					
7.2	HIROSHI FUJIKAWA					
7.3	KAZUHIRO FUJIKAWA					
7.4	TAKUMA FUJIKAWA					
7.5	TOSHIKAZU SUZUKI					
8	Nguyen Kien Trung		Member of Supervisory Board Deputy General Director		09/06/2020	
8.1	Nguyen Tat Thong					
8.2	Tran Thi Yen					
8.3	Truong Thi Doan Trang					
8.4	Truong Doan Hung					
8.5	Bui Thi Thu					
8.6	Nguyen Truong Kien					
8.7	Nguyen Truong Minh Ha					

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8.8	Nguyen Kien Khanh					
8.9	Chu Kieu Oanh					
8.10	Nguyen Thi Thu Huyen					
9	Mai Phuong Anh		Authorized person to disclose information		08/02/2010	
9.1	Mai Anh Phuc					
9.2	Nguyen Thi Binh					
9.3	Ngo Minh Kiem					
9.4	Ngo Thi Giap					
9.5	Ngo Thu Hien					
9.6	Ngo Minh Tuan					
9.7	Mai Kim Anh					
9.8	Mai Nhat Linh					
9.9	Pham Minh Cuong					
10	Nguyen Xuan Quynh		Deputy General Director		10/09/2011	
10.1	Nguyen Thi Anh					
10.2	Kieu The Viet					
10.3	Pham Thi Lan					
10.4	Nguyen Kieu Mai Anh					
10.5	Nguyen Minh Khue					
10.6	Nguyen Xuan Phuc					
10.7	Nguyen Xuan Hung					
10.8	Nguyen Thi Minh Ly					
10.9	Nguyen Xuan Cuong					
10.10	Nguyen Thi Trang					
10.11	Nguyen Xuan Phuong					
10.12	Nguyen Thi Phuong					
10.13	Nguyen Xuan Giap					
10.14	Nguyen Thi Dieu					
11	Tran Thanh Thuy		Deputy General Director		01/07/2020	
11.1	Tran Manh Linh					
11.2	Thieu Thi Hoa					
11.3	Vu Thi Thu Hien					
11.4	Vu Kim Muoi					
11.5	Luu Thi Ha					
11.6	Tran Thanh Mai					
11.7	Tran Thanh Mai Anh					
11.8	Tran Thanh Thao					
11.9	Tran Thi Kim Chung					
11.10	Nguyen Van Son					
11.11	Tran Thieu Hoa					
11.12	Tran Manh Cuong					
12	Truong Thi Doan Trang		Person in charge of corporate governance		04/01/2008	
12.1	Truong Doan Hung					
12.2	Bui Thi Thu					
12.3	Nguyen Kien Trung					
12.4	Nguyen Tat Thong					
12.5	Tran Thi Yen					

12.6	Nguyen Truong Kien Anh						
12.7	Nguyen Truong Minh Ha						
12.8	Truong Phuong Le						
12.9	Nguyen Tri Dung						
13	Trade Union of Visicons Construction and Investment Joint Stock Company						Political and social organization of public companies

