

JOINT STOCK COMPANY  
VINACONEX 39  
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No: 16 VN39/CBTT

SOCIALIST REPUBLIC OF VIETNAM  
Independence - Freedom - Happiness  
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Hanoi, 20 January 2025

**INFORMATION DISCLOSURE  
MANAGEMENT REPORT 2024**

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

1. Organization name: Vinaconex 39 Joint Stock Company

- Stock code: PVV

- Address: 1st floor, CT2A building, Co Nhue new urban area, Co Nhue 1 ward, Bac Tu Liem district, Hanoi city.

- Contact phone: 0243.787.5938

- E-mail: vanthupvv@gmail.com

2. Content of published information:

2024 management report of Vinaconex 39 Joint Stock Company


3. This information was published on the Company's website pvv.com.vn on January 20, 2025.

We hereby commit that the information published above is true and take full responsibility before the law for the content of the information published above.

*\* Attached documents:*

- 2024 management report

**PERSON WHO DISCLOSES  
INFORMATION  
GENERAL DIRECTOR OF THE  
COMPANY**

  
Nguyễn Tiến Dũng

Hanoi, January 20, 2025.

**REPORT ON LISTED COMPANY GOVERNANCE**  
**(all year 2024)**

To: - State Securities Commission  
- Hanoi Stock Exchange

- Listed company name : CÔNG TY CỔ PHẦN VINACONEX 39
- Head office address : 1st Floor, CT2A Building, Co Nhue New Urban Area, Co Nhue 1 Ward, Bac Tu Liem District, Hanoi City, Vietnam.
- Phone: 02437875938 Fax: 02437875937 Email:vanthu.pvv@gmail.com
- Charter capital : 300.000.000.000 đồng
- Stock code : PVV.
- Corporate governance model:  
+ General Meeting of Shareholders, Board of Directors, Supervisory Board and General Director.

**I. Activities of the General Meeting of Shareholders.**

**Information about meetings and Resolutions/Decisions of the General Meeting of Shareholders (including Resolutions of the General Meeting of Shareholders passed in the form of written comments)**

Stt	Resolution/Decision number	Day	Content
1	01/NQ/VN 39/ĐHĐCĐ	23/3/2024	Approval: production and business results in 2023, production and business plan in 2024, audited 2023 financial statements, approval of the report of the Board of Directors in 2023, orientation of activities in 2024, approval of the report Report of the Supervisory Board in 2023; Approving the content of the reports: Proposal of the Supervisory Board on selecting an auditing company for the fiscal year 2024; Proposal for profit distribution plan in 2023; Proposal for settlement of remuneration for members of the Board of Directors and Supervisory Board in 2023; Remuneration plan for the Board of Directors and Supervisory Board in 2024; Proposal to amend the Company's Charter; Approving the



			results of dismissal of members of the Board of Directors and Supervisory Board; Approving the results of additional election of members of the Supervisory Board and Board of Directors for the 2022-2027 term.
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## II. Board of Directors (Full year 2024 report)

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

No	Member of the Board of Directors	Position	Date of starting/no longer being an independent member of the Board of Directors/Board of Directors	
			Date of appointment	Date of dismissal
1	Phan Đình Phong	Chairman of the Board of Directors	22/01/2024	
2	Trịnh Đức Phú	Member of the Board of Directors	26/05/2022	
3	Vũ Thành Kiên	Member of the Board of Directors	26/05/2022	
4	Nguyễn Bích Hằng	Member of the Board of Directors	23/03/2024	
5	Lê Cẩm Tú	Member of the Board of Directors	23/03/2024	
6	Nguyễn Việt Hưng	Member of the Board of Directors	23/03/2024	
7	Nguyễn Thị Huyền Trang	Member of the Board of Directors	23/03/2024	
8	Đỗ Hoàng Anh	Member of the Board of Directors		23/03/2024
9	Nguyễn Tuấn Anh	Member of the Board of Directors		23/03/2024
10	Phạm Đức Tuấn	Member of the Board of Directors		23/03/2024
11	Vũ Xuân Trung	Member of the Board of Directors		23/03/2024

### 2. Board of Directors meetings

No	Member of the Board of Directors	Number of Board of Directors meetings attended	Meeting attendance rate (%)	Reason for not attending
1	Phan Đình Phong	10/10	100%	
2	Trịnh Đức Phú	08/10	80%	02 sessions without reason

3	Vũ Thành Kiên	10/10	100%	
4	Nguyễn Bích Hằng	08/08	100%	
5	Lê Cẩm Tú	08/08	100%	
6	Nguyễn Việt Hưng	08/08	100%	
7	Nguyễn Thị Huyền Trang	08/08	100%	
8	Đỗ Hoàng Anh	01/02	50%	I asked for leave because I was on a business trip
9	Nguyễn Tuấn Anh	01/02	50%	I asked for leave because I was on a business trip
10	Phạm Đức Tuấn	01/02	50%	I asked for leave because I was on a business trip
11	Vũ Xuân Trung	02/02	100%	

### 3. Supervisory activities of the Board of Directors for the Board of Directors:

The Company's Board of Directors has performed the task of supervising the activities of the Board of General Directors through

- Chairman of the Board of Directors and (or) members of the Board of Directors attend and give opinions in periodic working meetings of the Board of General Directors
- The Board of Directors monitors and captures the business management process through reports and documents sent by the Board of General Directors to the Board of Directors;
- The Board of Directors coordinates with the Supervisory Board to organize inspection and supervision activities for the Company's business activities and management.

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

### 5. Resolutions/Decisions of the Board of Directors (Full year report):

#### 5.1 Resolutions

No	Resolution No	Date	Content
1.	01/NQ/VN-39/HĐQT	22/01/2024	Resolution of the Board of Directors on Dismissal and election of Chairman of the Board of Directors, change of representative according to Enterprise Law.
2.	02/NQ/VN-39/HĐQT	22/01/2024	Resolution of the Board of Directors on: Approving the organizational plan and program of the 2024 annual general meeting of shareholders of Vinaconex 39 Joint Stock Company



3.	03/NQ/VN-39/HĐQT	22/01/2024	Resolution of the Board of Directors on: Approving the Draft Working Regulations at the Company's Annual General Meeting of Shareholders in 2024.
4.	04/NQ/VN-39/HĐQT	16/5/2024	Resolution of the Board of Directors on Approving the content and signing Contract Appendix No. 01 of Guarantee Contract No. 10/TDĐT-TH/TTGDH012/HDBD04 dated September 19, 2012.
5.	05/NQ/VN-39/HĐQT	16/5/2024	Resolution of the Board of Directors on Approval of liquidation plan to liquidate all damaged machinery and equipment that are no longer in operation
6.	06/NQ/VN-39/HĐQT	16/5/2024	Resolution of the Board of Directors on Approving the implementation plan of the project "High-end apartment complex, mixed services - Nam An Khanh Urban Area - Hoai Duc - Hanoi".
7.	07/NQ/VN-39/HĐQT	16/5/2024	Resolution of the Board of Directors on Approving the policy of transferring capital contributions at the project enterprise Phuong Dong Hoa Binh Joint Stock Company.
8.	08/NQ/VN-39/HĐQT	19/6/2024	Resolution of the Board of Directors on Approving the selection of auditors for the 2024 financial statements of Vinaconex Joint Stock Company 39.
9.	09/NQ/VN-39/HĐQT	02/7/2024	Resolution of the Board of Directors on Approving the unit receiving the transfer of shares of Vinaconex39 Joint Stock Company at Phuong Dong Hoa Binh Investment Joint Stock Company.
10.	10/NQ/VN-39/HĐQT	24/12/2024	Resolution of the Board of Directors on signing the contract with the audit unit The 2024 financial statements released in English of Vinaconex 39 Joint Stock Company.
11.	11/NQ/VN-39/HĐQT	27/12/2024	Resolution of the Board of Directors on Approving the plan to increase charter capital in the form of private stock offering at the first written shareholder consultation in 2024 of VNEC04 Electricity Construction Joint Stock Company.

## 5.2 Decisions:

No	Decision No	Date	Content
1.	01/QĐ/VN-39/HĐQT	22/01/2024	Decision of the Board of Directors on the establishment of the Company's Annual General Meeting of Shareholders preparation team in 2024
2.	02/QĐ/VN-39/HĐQT	22/03/2024	Decision of the Board of Directors on establishing a Team to verify the status of shareholders to attend the Company's Annual General Meeting of Shareholders in 2024
3.	111/QĐ/VN39/HĐQT	29/07/2024	Decision of the Board of Directors on reappointing the position of Deputy General Director of Ms. Nguyen Thi Kim Hanh.
4.	112/QĐ/VN39/HĐQT	29/07/2024	Decision of the Board of Directors on the appointment of Deputy Director of the Finance and Administration Department to Mr. Nguyen Bao Trung.



5.	03/QĐ/VN-39/HĐQT	23/09/2024	Decision of the Board of Directors on the dismissal of Mr. Dinh Canh Tien from the position of Deputy General Director.
6.	04/QĐ/VN-39/HĐQT	23/09/2024	Decision of the Board of Directors on the appointment of Mr. Tran Van Quy to the position of Director of the Science and Technology Department.

### III. Supervisory Board (Full year 2024 report)

#### 1. Information about members of the Supervisory Board (BOS)

No	Member of the Supervisory Board	Position	Date of starting/no longer being a member of the Supervisory Board	Professional qualifications
1.	Lê Thị Như Lan	Prefect	Thành viên từ 26/05/2022	University
2.	Vũ Tuấn Dũng	Member	Member from 23/03/2024	college
3.	Bùi Thị Hải Yến	Member	Member from 23/03/2024	University
4.	Lê Quang Tuấn	Member	No longer is member from 23/03/2024	University
5.	Bồ Xuân Nam	Member	No longer is member from 23/03/2024	University

#### 2. Cuộc họp của Ban kiểm soát

No	Member of the Supervisory Board	Number of meetings attended	Meeting attendance rate	Voting rate	Reason for not attending the meeting
1	Lê Thị Như Lan	2	100%	100%	
2	Vũ Tuấn Dũng	2	100%	100%	
3	Bùi Thị Hải Yến	2	100%	100%	

3. Supervision activities of the Supervisory Board for the Board of Directors, Board of Executive Directors and shareholders:

Inspect and supervise all areas of the Company's operations to ensure compliance with the provisions of law, the Company's Charter, and Resolutions of the General Meeting of Shareholders and the Company's Board of Directors.

For the entire year of 2024, the Supervisory Board did not receive complaints from shareholders about the Board of Directors, Executive Board, or Supervisory Board during the implementation of assigned tasks.

4. Coordination between the Supervisory Board and the activities of the Board of



Directors, Board of Executive Directors and other managers:

The Head of the Supervisory Board meets directly with the Board of Directors upon invitation.

Receive reports from the Board of Directors through meeting minutes of the Board of Directors, give opinions to the Board of Directors and propose recommendations to the Board of Management to contribute to improving the effectiveness and efficiency of the internal control system.

Advise the Board of Directors in promulgating regulations and policies within its authority related to risk management in the Company's operations, providing warnings about the Company's safety level against potential risks. Possible risks and preventive measures in the short and long term.

5. Other activities of the Supervisory Board (if any):

After the General Meeting of Shareholders and at the end of the fiscal year, the Supervisory Board holds a meeting to review and evaluate the work performed, and coordinate with the Board of Directors and the Board of Management in implementing the Resolutions of the General Meeting, shareholders, and resolutions of the Board of Directors to complete the proposed tasks.

Carry out periodic inspections at subsidiaries, thereby helping the Board of Directors of the Parent Company grasp the operating situation at the subsidiaries and evaluate the operational capacity and operating ability of the apparatus leader.

#### IV. Executive Board:

No	Member of the Executive Board	Date of birth	Professional qualifications	Date of appointment/dismissal of the Executive Board
1	Nguyễn Tiến Dũng General Director	20/02/1982	University	Appointment date 16/10/2023
2	Nguyễn Thị Kim Hạnh Deputy General Manager	03/9/1981	Master of Economics	Reappointment date 29/7/2024
3	Đinh Cảnh Tiến Deputy General Manager	25/11/1975	Master of Laws	Dismissed date 23/9/2024

#### V. Chief accountant.

Full name	Date of birth	Professional qualifications	Date of appointment/dismissal of the Executive Board
Lê Thị Thu Hương	22/9/1986	Bachelor of Accounting	Appointment date 14/4/2022

#### VI. Training on corporate governance:

Training courses on corporate governance that members of the Board of Directors, members of the Supervisory Board, Executive Director (General Director), and other managers have participated in according to regulations on corporate governance: None.

**VII. List of related persons of listed companies as prescribed in Clause 34, Article 6 of the Securities Law (2024 Report) and transactions of related persons of the company with the Company itself.**

1. List of related persons of the company: According to Appendix No. 01.
2. Transactions between the company and related persons of the company; or between the company and major shareholders, insiders, or related persons of insiders.

No	Name	Relevant relationship with the company	NSH Certificate Number*, date of issue, place of issue	Head office address/Contact address	Time to transact with the company	Number of Resolutions/Decisions passed by the General Meeting of Shareholders/Board of Directors	Content, quantity, and ratio of stock holdings after the transaction	No
	(Not available)							

*Note: NSH Certificate Number\*: ID card/Passport number (for individuals) or Business registration certificate number, Operating license or equivalent legal documents (for organizations)*

3. Transactions between insiders of listed companies, related persons of insiders and subsidiaries and companies controlled by the listed company.

No	The person performing the transaction	Relations with internal people	Position at CTNY	ID card/Passport number, date of issue, place of issue	Address	Name of subsidiary or company controlled by CTNY	Transaction time	Content, quantity, total transaction value	Note
	(Not available)								

4. Transactions between the company and other entities:

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

4.2. Transactions between a company and a company in which a related person of a member of the Board of Directors, a member of the Supervisory Board, or the Managing Director (General Director) is a member of the Board of Directors or the Managing Director (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 Executive Director (General Director): none

**VIII. Stock transactions of insiders and related persons of insiders (Full year 2024 report)**

1. List of internal people and related people of internal people: According to Appendix No. 02.

2. Transactions by insiders and related persons on shares of listed companies:

No	The person performing the transaction	Relations with internal people	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	Proportion	Number of shares	Proportion	
	(Not available)						

**VII. Other issues to note: none**

**BOARD OF DIRECTORS**

**CHAIRPERSON**



**Phan Dinh Phong**