

No: 15 /BC-LICOGI 14

Viet Tri, 20, Jan, 2025

REPORT ON CORPORATE GOVERNANCE (Year 2024)

To: – The State Securities Commission
 – Ha Noi Stock Exchange

- Name of company: **LICOGI 14 Joint Stock Company**
- Headquarter: No. 2068 Hung Vuong road, Nong Trang ward, Viet Tri City, Phu Tho province
- Tel.: 0210 3953543 Fax: 0210 3953542
- Email: licogi14@yahoo.com.vn
- Charter capital: 308.595.150.000 đ
- Stock symbol: L14

I. Activities of the General Meeting of Shareholders:

Information on meetings, resolutions and decisions of the General Meeting of Shareholders (including the resolutions of the General Meeting of Shareholders approved in the form of written comments):

Seq.	Resolution/ DecisionNo.	Date	Content
1	02/2024/NQ- ĐHĐCĐ	26/04/2024	<p>1. Approval of the Report of the Board of Directors – Board of Management on the operation and business results in 2023 and the direction and goals of the operation and business plan in 2024.</p> <p>2. Approval of the Operation report of the Board of Supervisors in 2023 and plan in 2024.</p> <p>3. Approval of the audited 2023 Financial Statements according to Proposal No. 01/2024/TTr-HĐQT.</p> <p>4. Approval of the adjustment of the 2022 dividend payment plan from stock dividend payment to cash dividend payment, at a rate of 5% of charter capital.</p> <p>5. Approval of the 2023 profit distribution plan according to Proposal No. 02/2024/TTr-HĐQT</p> <p>6. Approval of the salaries and remuneration finalization of the Board of Directors, the Board of Supervisors and the Secretary of the Board of Directors in 2023 and the proposal of remuneration for 2024 according to the Proposal No. 03/2024/TTr-HĐQT</p> <p>7. Approval of the Selection of an Independent Auditing Company to audit the 2023 Financial Statements according to Proposal No. 04/2024/TTr-HĐQT.</p>

II. Board of Directors:

1. Information of the Members of the Board of Directors (BOD):

Seq.	Members of the BOD	Position (Independent member; Non-Executive member of the BOD)	The date becoming/ceasing to be the member of the BOD	
			Date of appointment	Date of dismissal
1	Pham Gia Ly	Chairman	19/05/2016	
2	Pham Hung Cuong	Member, Deputy General Director	08/04/2019	
3	Hoang Hang Hai	Member, Deputy General Director	28/04/2023	
4	Nguyen Van Tuan	Independent member	28/04/2023	
5	Nguyen Anh Dung	Independent member	28/04/2022	

2. Meetings of the BOD:

Seq.	BOD Member	Number of meetings attended	Attendance rate	Reasons for absence
1	Pham Gia Ly	05	100%	
2	Pham Hung Cuong	05	100%	
3	Hoang Hang Hai	05	100%	
4	Nguyen Van Tuan	05	100%	
5	Nguyen Anh Dung	05	100%	

3. Supervising the Board of Management (BOM) by the BOD:

In 2024, the BOD performed supervising and supporting activities to the BOM as follow:

- Supervising the implementation of the Resolutions of the General Meeting of Shareholders, Minutes and Resolutions of the BOD: The BOM has properly implemented the Resolutions of the BOD, regularly reporting directly or in writing on the implementation of operation and business tasks.

- Evaluating and providing comments on the Company's business operations to improve management efficiency, ensuring of the operation and business efficiency, for the benefit of shareholders, controlling and limitation of business risks, and strictly comply with current laws and the Company's Charter.

4. Activities of the subcommittees of the BOD: Not yet established. The related issues have been advised by the secretariat and specialized departments.

5. Resolutions/Decision of the BOD:

Seq.	No. of Resolutions/ Decision	Date	Content	Approval rate
1	02/QĐ-HĐQT	03/01/2024	Appointment of Mr. Vuong Duc Vu as Deputy General Director of the Company for the term 2023 - 2028	100%
2	04/NQ-HĐQT	01/03/2024	1. Approval of the assessment of business results in 2023. 2. Direction and goals of business in 2024. 3. Approval of the plan to organize the 2024 General Meeting of Shareholders. 4. Approval of the signing and implementing contracts and transactions of LICOGI 14 Joint Stock Company with affiliated parties. 5. Deploying the organization of the 40th Anniversary of the Company's establishment in mid-March 2024 according to Resolution No. 02/NQ-ĐHĐCĐ dated April 28, 2023.	100%
3	04A/NQ-HĐQT	01/03/2024	Approval of the record date for shareholders exercising the right to attend the 2024 Annual General Meeting of Shareholders	100%
4	06/NQ-HĐQT	04/05/2024	Implement the Resolution of the 2024 Annual General Meeting of Shareholders and the 2022 dividend payment plan.	100%
5	07/NQ-HĐQT	01/07/2024	On loans, using assets as collateral at BIDV Bank – Phu Tho Branch	100%
6	08/NQ-HĐQT	01/07/2024	On borrowing, guaranteeing, using assets as security interest at Vietnam Joint Stock Commercial Bank for Industry and Trade	100%
7	10/NQ-HĐQT	01/07/2024	Termination of Ben Got construction store, change of branch manager, temporary suspension of Yen Bai business branch	100%
8	11/NQ-HĐQT	05/07/2024	Approval of the record date for exercising the right to receive 2022 cash dividends	100%
9	13/NQ-HĐQT	09/08/2024	Evaluation of business results in the first 6 months of the year and directions and solutions to complete the business plan for the last 6 months of 2024	100%

III. Board of Supervisor (BOS):

1. Members of BOS:

Seq.	Member	Position	Starting date/ceasing to be member of BOS	Qualifications
1	Vu Thi Van Nga	Head of BOS	28/03/2018	Bachelor of accounting
2	Pham Hong Quan	Member	08/04/2019	Bachelor of accounting
3	Hoang Nhu Thai	Member	24/03/2014	Economic construction engineer

2. Meetings of BOS

Seq.	Member	Number of meetings attended	Attending proportion	Voting rate	Reason for absence
1	Vu Thi Van Nga	04	100%	100%	
2	Pham Hong Quan	04	100%	100%	
3	Hoang Nhu Thai	04	100%	100%	

3. Supervising activities of BOS to BOD, BOM and shareholders:

- Checking the implementation of the Resolution of the 2024 General Meeting of Shareholders.

- Checking and supervising the compliance with legal provisions of the Company's operations; compliance with current internal regulations and rules issued by the Board of Directors and the General Director of the Company.

- Quarterly review the Company's financial reports; evaluate the implementation of the 2024 business plan approved by the General Meeting of Shareholders.

4. Coordination activities between the BOS and the BOD, BOM and other management staff:

Participating in regular and irregular meetings of the Board of Directors, thereby promptly aware of information on the management, operation, and business performance of the Company. The BOS promptly gives opinions on the direction of operation, compliance with the law, compliance with the Resolution of the General Meeting of Shareholders as well as resolutions and decisions of the Board of Directors according to the functions and tasks of the BOS.

5. Other activities of the BOS (if any): Nil.

IV. Board of Management (BOM):

Seq.	Member	DOB	Qualifications	Appointment/Dismissal of BOM
1	Lai Xuan Hung	08/11/1976	Construction engineer	09/05/2023
2	Hoang Hang Hai	01/05/1973	Construction engineer	09/05/2023
3	Pham Hung Cuong	25/11/1984	Master of economic	09/05/2023
4	Bui tien Sy	24/08/1964	Economic construction engineer	09/05/2023
5	Vuong Duc Vu	04/12/1980	Urban Infrastructure Engineer	03/01/2024

V. Chief accountant:

Full name	DOB	Qualification	Dismissal date
Nguyen Thi Thanh Nga	23/06/1981	Bachelor of accounting	

VI. Corporate governance training:

There was no training course for corporate governance, as well as appointed staff for attending training class in 2024.

VII. List of affiliated persons of the Public Company (2024 Report) and transactions of affiliated persons of the Company with the Company itself

1- List of affiliated persons:

Seq.	Name	Securities trading account (if any)	Position in the Company (if any)	Information of owning ID	Address	Starting date to be affiliated persons	Ceasing date to be affiliated persons	Reason	Relationship with the Company
I	BOD								
1	Pham Gia Ly	069C004750	Chairman			19/05/2016			
2	Pham Hung Cuong		Member, Deputy general director			08/04/2019			
3	Nguyen Anh Dzung		Member			28/04/2022			
4	Nguyen Van Tuan	069C004734	Member			28/04/2023			
5	Hoang Hang Hai		Member, Deputy general director			28/04/2023			
II	BOM								
1	Lai Xuan Hung		General Director			09/05/2023			
2	Hoang Hang Hai		Deputy general director			09/05/2023			
3	Pham Hung Cuong		Deputy general director			09/05/2023			
4	Bui Tien Sy		Deputy general director			09/05/2023			
5	Vuong Duc Vu		Deputy general director			03/01/2024		Newly appointed	
III	BOS								
1	Vu Thi Van Nga		Head of BOS			28/03/2018			
2	Pham Hong Quan		TV BKS			08/04/2019			
3	Hoang Nhu Thai		TV BKS			24/03/2014			
IV	Chief Accountant								
1	Nguyen Thi Thanh Nga	069C004748	Chief Accountant			01/01/2023			
V	Authorized person for information disclosure								
1	Huynh Thanh Hau	069C004728	BOD secretary			01/07/2018			

2- Transactions between the Company and affiliated persons of the Company; or between the Company and major shareholders, internal persons, and affiliated persons of internal persons:

Seq.	Name	Relationship with the Company	Owning certificate	Address	Transation date	Resolution/Decision for approval	Content, number and Value of the transaction	Note

3- Transactions between internal persons of the Company, affiliated persons of internal persons and Subsidiaries, Companies controlled by the Company:

Seq.	Transaction maker	Relationship with the internal persons	Position in the Company	ID information	Address	Subsidiaries, companies controlled by the Company	Transaction date	Content, number and value of the transaction	Note

4- Transaction between the Company and other parties:

4.1- Transactions between the Company and companies in which members of the BOD/BOS/General Director and other managers have been and are founding members or being operated by these above mentioned persons within the past (03) years (as at the time of reporting).

4.2- Transactions between the Company and companies in which the affiliated persons of members of the BOD/BOS/General Director and other managers are members of the BOD/BOS/General Director.

4.3- Other transactions of the Company (if any) that may bring material or immaterial benefits to members of the BOD/BOS/General Director and other managers:

VIII- Stock transactions by internal persons and affiliated parties of internal persons (2024 Report):

1- The list of internal person and their affiliated person:

Se q.	Full name	Securities trading account (if any)	Position in the Company (if any)	ID/Passport, issue place and date	Address	Number of shares owned at the end of the period	Owning Proportion at the end of the period	Note
1	Pham Gia Ly	069C004750	Chairman - BOD			2.553.071	8,27%	

	Pham Quoc Dinh				0	0	
	Hoang Thi Ty				0	0	
	Hoang Van Co				0	0	
	Nguyen Thi Quy				0	0	
	Pham Thi Kim Dung				0	0	
	Nguyen Van Quang				0	0	
	Pham Quoc Binh				0	0	
	Hoang Thi Kim Lien				0	0	
	Pham Van Minh				0	0	
	Nguyen Thi Dinh				0	0	
	Pham Van Quang	069C004777			43.317	0,140%	
	Doan Thi Hang				0	0	
	Hoang Thi Cuc				0	0	
	Pham Hung Cuong		Member of BOD, Deputy general director, director of Hanoi branch		317.390	1,028%	
	Pham Thanh Thao				0	0	
	Pham Hung Son				319.710	1,035%	
	Nguyen Huyen Anh				0	0	
	Pham Gia Khanh				50.000	0.162%	
	Duong Kim Anh				0	0	
	LICOGI 14 Financial Investment Joint Stock Company				100.000	0,324%	
2	Nguyen Van Tuan	069C004734			3.496	0,011%	
	Nguyen Van Sau				0	0	
	Nguyen Thi Thap				0	0	
	Nguyen Van Thuyet				0	0	

	Nguyen Thi Nha					0	0	
	Nguyen Thi Dinh					0	0	
	Nguyen Ngoc Tuyen					0	0	
	Nguyen Thi Chinh					0	0	
	Nguyen Van Ky					0	0	
	Nguyen Thi Minh					0	0	
	Nguyen Van Long					0	0	
	Nguyen Thi Chuan					0	0	
	Nguyen Manh Thuong					0	0	
	Nguyen Thi Duan					0	0	
	Nguyen Thi Thoa					0	0	
	Nguyen Thi Thanh Nga	069C004748	Chief accountant			1.100	0,003%	
	Tran Xuan Hung					0	0	
	Nguyen Thi Mai Thu					0	0	
	Nguyen Van Ngai					0	0	
	Nguyen Thi Thu Hien					0	0	
	Le Ngoc Hung					0	0	
	Nguyen Thi Thanh Hoa					0	0	
	Van Dang Tuan					0	0	
3	Pham Hung Cuong		Member of BOD, Deputy general director, director of Hanoi branch			317.390	1,028%	
	Pham Gia Ly		Chairman of BOD			2.553.071	8,27%	
	Hoang Thi Cuc					0	0	
	Pham Hong Si					0	0	
	Vu Thi Sau					0	0	
	Pham Hung Son					319.710	1,035%	
	Nguyen Huyen Anh					0	0	

	Pham Gia Khanh				50.000	0.162%	
	Pham Thanh Thao				0	0	
	Pham Hoang Quan				0	0	
	Pham Hoang Duong				0	0	
4	Nguyen Anh Dzung		Member of BOD		0	0	
	Nguyen Danh Tam				0	0	
	Trinh Thi Ngoc				0	0	
	Tran Van Ngoc				0	0	
	Dinh Thi Nhung				0	0	
	Nguyen Danh Tuan				0	0	
	Pham Thi Lieu				0	0	
	Nguyen Thuy Nguyet				0	0	
	Tran Thanh Nga				0	0	
	Nguyen Tam Anh				0	0	
	Nguyen Khanh Quan				0	0	
5	Hoang Hang Hai		Member of BOD, Deputy general director, Director of Licogi 14.2 Branch		54.154	0,175%	
	Hoang Van Ninh				0	0	
	Le Thi Trang				0	0	
	Duong Van So				0	0	
	Duong Thi Kiem				0	0	
	Hoang Thi Phuong Lan				0	0	
	Nguyen Gia Hoang				0	0	
	Hoang Van Ha				0	0	
	Nguyen Thi Hai Yen				0	0	
	Hoang Thi Hai Yen				0	0	
	Hoang Thi Thu Hang				0	0	

	Duong Thi Hanh					0	0	
	Hoang Van Manh					0	0	
	Hoang Duc Duy					0	0	
	LICOGI 14 Financial Investment Joint Stock Company					100.000	0,324%	
6	Lai Xuan Hung		General Director			22.671	0,073%	
	Lai Duy Hinh					0	0	
	Nguyen Thi Ho					0	0	
	Nguyen Kim Phuong					0	0	
	Khong Thi Dao					0	0	
	Lai Thi Hong Hanh					0	0	
	Do Duc Thang					0	0	
	Lai Thi Hong Hue					0	0	
	Lai Tien Hai					0	0	
	Bui Thi Hao					0	0	
	Nguyen Thi Nhung					0	0	
	Lai Nhat Mai					0	0	
	Lai Minh Duy					0	0	
7	Bui tien Sy		Deputy General Director			230	0,0007%	
	Bui Ha Vinh					0	0	
	Le Thi Hong					0	0	
	Pham Vu Suu					0	0	
	Tu Thi Man					0	0	
	Bui Thuy Oanh					0	0	
	Nguyen Van Thuan					0	0	
	Bui Tien Dzung					0	0	
	Nguyen Thi Moc Huong					0	0	

	Bui Thi Dieu				0	0	
	Nguyen Van Huong				0	0	
	Bui Thi Le				0	0	
	Nguyen Huu Loc				0	0	
	Bui Van Luat				0	0	
	Bui Khac Chung				0	0	
	Nguyen Thi Thuy Ha				0	0	
	Bui Thi Thuy				0	0	
	Nghiem Dinh Binh				0	0	
	Bui Thi Khuyen				0	0	
	Hoang Van Lam				0	0	
	Pham Thi Thuy				0	0	
	Bui Chung Hieu				0	0	
	Bui Phuong Thao				0	0	
8	Vuong Duc Vu		Deputy General Director		0	0	
	Vuong Duc Sat				0	0	
	Ha Thi Luych				0	0	
	Vuong Thi Loi				0	0	
	Nguyen Van Phuong				0	0	
	Vuong Thi Loi				0	0	
	Pham Van Tan				0	0	
	Vuong Thi Thuy				0	0	
	Nguyen Sy Co				0	0	
9	Vu Thi Van Nga		Head of BOS		15.464	0,050%	
	Vu Xuan Ngan				0	0	
	Nguyen Thi Que				0	0	
	Phan Vinh Tien				0	0	

	Tran Thi Châu					0	0	
	Vu The Hung					0	0	
	Pham Thi Kim Dung					0	0	
	Vu Thi Thanh Hai					0	0	
	Nguyen Trong Vinh							
	Phan Van Chung					0	0	
	Phan Ngoc Bich					0	0	
	Phan Hong Nhung					0	0	
10	Hoang Nhu Thai		Member of BOS			0	0	
	Hoang Nhu Quang					0	0	
	Nguyen Thi Ha					0	0	
	Nguyen Duc Hung					0	0	
	Nguyen Thi Binh					0	0	
	Hoang Thi Hoa					0	0	
	Le Hong Quan					0	0	
	Hoang Nhu Vinh					0	0	
	Tran Thi Hanh					0	0	
	Hoang Nhu Khang					0	0	
	Nguyen Thi Mai Lan					0	0	
	Hoang Nhu Binh					0	0	
	Le Thi Toan					0	0	
	Nguyen Thi Que					0	0	
	Hoang Tuan Nghia					0	0	
	Hoang Duy Khoi					0	0	
11	Pham Hong Quan		Thành viên BKS			9.441	0,030%	
	Pham Trong Long					0	0	
	Cao Thi Kham					0	0	

	Hoang Van Nhen					0	0	
	Nguyen Thi Tien					0	0	
	Pham Hung Tien					0	0	
	Vu Thi Phuong					0	0	
	Pham Kong Bang					0	0	
	Cao Thi Xuan Dung					0	0	
	Hoang Thi Bich Hanh					0	0	
	Pham Hong Quang					0	0	
	Pham Khanh Chi					0	0	
	LICOGI 14 Financial Investment Joint Stock Company					100.000	0,324%	
12	Nguyen Thi Thanh Nga	069C004748	Chief accountant			1.100	0,003%	
	Nguyen Van Tuan	069C004734				3.496	0,011%	
	Nguyen Thi Thoa					0	0	
	Tran Van Cai					0	0	
	Nguyen Thi Loc					0	0	
	Tran Xuan Hung					0	0	
	Nguyen Thi Mai Thu					0	0	
	Nguyen Van Ngai					0	0	
	Nguyen Thi Thu Hien					0	0	
	Le Ngoc Hung					0	0	
	Nguyen Thi Thanh Hoa					0	0	
	Van Dang Tuan					0	0	
	Tran Cong Hoan					0	0	
	Tran Minh Duc					0	0	
13	Huynh Thanh Hau	069C004728	Authorized person for information disclosure			0	0	

	Huynh Thanh My					0	0	
	Pham Thi Tiem					0	0	
	Hoang Van The					0	0	
	Nguyen Thi Ty					0	0	
	Hoang Van Thong					0	0	
	Huynh Thi Hanh					0	0	
	Huynh Thi Phuc					0	0	
	Hoang Thi Minh Van					0	0	
	Huynh Thu Phuong					0	0	
	Huynh Phuong Thao					0	0	

2- Company share transactions of internal persons and affiliated persons:

Seq	Transaction maker	Relationship with the internal persons	Owning shares at beginning of period		Owning share at the end of period		Reasons (buying, selling, dividend...)
			No. of share	%	No. of share	%	
1	Pham Gia Khanh	Son of Mr. Pham Gia Ly – Chairman of L14	0	0%	50.000	0,162%	Transaction to buy 50,000 shares from January 5, 2024 - January 18, 2024
2	LICOGI Corporation - JSC	Nguyen Anh Dung – Deputy General Director of LICOGI Corporation – JSC; Member of BOD of LICOGI 14 Joint Stock Company	5.856.010	18,98%	5.706.010	18,49%	Transaction to sell 150.000 shares

IX. Other significant issues: None

To:

- As addressed;
- Archives, BOD secretary.

On behalf of BOD
Chairman



Pham Gia ly