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| logo moi**PHUTAI JCS**No.: 11/BC-HĐQT | **SOCIALIST REPUBLIC OF VIETNAM Independence – Freedom – Happiness***Quy Nhon City, January 24 th ,2019***REPORT OF CORPORATE GOVERNANCE OF** **LISTING COMPANY IN 2018** |

*To: - The State Securities Commission*

*- The Stock Exchange in Ho Chi Minh City*

1. Name of listing company: **PHUTAI JOINT STOCK COMPANY**
2. Address of head office: 278 Nguyen Thi Dinh Street, Quy Nhon City, Binh Dinh
3. Telephone: 056.3847668 Fax: 056.3847556
4. Charter capital: 485.994.410.000 VND
5. Securities code: PTB

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

 Information on meeting and resolution / decisions of the General Meeting of Shareholder (including the resolutions of the General Meeting of Shareholder adopted in the form of written comment):

|  |  |  |  |
| --- | --- | --- | --- |
| **No** | **Resolution/Decision No** | **Date** | **Content** |
| 1 | 02/NQ-ĐHĐCĐ | 21/4/2018 | 1. Approving of activities report of the Board of Directors in 2017 and activities plans in 2018.
2. Approving of activities report of the Board of Directors in 3rd term and activities plans in 4th term.
3. Approving of Financial Statements in 2017.
4. Approving of profit distribution and pay dividend plan in 2017.
5. Approving of changing of organizational structure for management and operation
6. Approving of changing business lines.
7. Approving of Draft of the remuneration plan for the Board of Director in 2018.
8. Approving of modify and additional the Charter of company.

10. Approving of modify and additional the internal regulations.11. Approving of the Supervisory Board’s activities reports in 2017.12. Audit letters.13. Election of the Board of Directors in term IV (2018-2022) |

**II. Board of Directors.**

**1. Information about the member of the Board of Directors**

|  |  |  |  |  |  |  |
| --- | --- | --- | --- | --- | --- | --- |
| No  | BOD’s member | Position | Day becoming member of BOM | Number of attendance | Percentage | Reasons for absence |
| 1 | Mr. LE VY | Chairman | 21/04/2018 | 16 | 100% |  |
| 2 | Mr. LE VAN THAO | Deputy Chairman | 21/04/2018 | 16 | 100% |  |
| 3 | Mr. PHAN QUOC HOAI | Member | 21/04/2018 | 16 | 100% |  |
| 4 | Mr. TRAN THANH CUNG | Member | 21/04/2018 | 16 | 100% |  |
| 5 | Mr. LE VAN LOC | Member | 21/04/2018 | 16 | 100% |  |
| 6 | Mr. NGUYEN SY HOE | Member | 21/04/2018 | 16 | 100% |  |
| 7 | Mr. DO XUAN LAP | Independence Member | 21/04/2018 | 16 | 100% |  |
| 8 | Mr. TRAN HUU DUC | Independence Member | 21/04/2018 | 16 | 100% |  |

 **2. Supervision by the BOD over the Board of managers**

- Perform regular close monitoring, urging and orientation to the Board of Manager to comply with the resolutions of the AGM and the resolutions and decisions of the Board of Directors, internal regulations of the company.

- Monitor and inspect implementation of investment projects have been approved by the Board of Directors.

- Regularly check the execution and observance of law, rules and the Regulations of the company in the business activities.

- Working closely supervise risk management for investment activities, business, accounts receivable, cash flow.

**3. Activities of the Internal Audit Board**

***3.1*** ***Information about the member of the Internal Audit Board***

|  |  |  |  |  |  |  |
| --- | --- | --- | --- | --- | --- | --- |
| No | Member of Internal Audit Board | Pasition | Day becoming member of the IAB | Number of attendance | Percentage | Resons for absence |
| 1 | Mr. Bui Thuc Hung | Chief  | 01/05/2018 | 2 | 100% |  |
| 2 | Mr. Truong Cong Hoang | Member | 01/05/2018 |  |  |  |
| 3 | Mrs. Dang Thi Tu Oanh | Member | 01/05/2018 |  |  |  |

***3.2 Functions and tasks of the IAB***

The Internal Audit Board (IAB) is a division of the Board of Directors, which advises and assists the BOD in monitoring and supervising the company's production and business activities, ensuring that all activities are consistent with the Charter and laws. IAB performs its duties and functions in accordance with the Regulation and is responsible to the BOD for its supervisory activities.

***4. Resolutions/Decisions of the Board of Directors***

|  |  |  |  |
| --- | --- | --- | --- |
| No. | Resolution/ Decision No. | Date  | Content  |
| 1 | 11/NQ-HĐQT | 18/01/2018 | The production business result in 2017 and production business in 2018. |
| 2 | 13/QĐ-HĐQT | 18/02/2018 | Approved the settlement of Phu Cat wood processing factory. |
| 3 | 14/QĐ-HĐQT | 18/02/2018 | Approved the settlement of Dien Tan stone processing factory. |
| 4 | 21/TB-HĐQT | 09/02/2018 | Through the record of issuing of shares for shareholders |
| 5 | 29/TB-HĐQT | 02/03/2018 | Through the record of issuing of shares for ESOP |
| 6 | 37/BC-HĐQT | 23/03/2018 | The Report of result issuing of shares for shareholders. |
| 7 | 38/CBTT-HĐQT | 23/03/2018 | The Report on change the number of voting shares in circulation |
| 8 | 53/NQ-HĐQT | 17/04/2018 | The production business result of first quarter in 2018 and production business of second quarter in 2018. |
| 9 | 56/QĐ-HĐQT | 20/4/2018 | Approved the establishmentof Phu Tai Real Estate Co., Ltd. |
| 10 | 74/QĐ-HĐQT | 24/5/2018 | Increase charter capital after the completion of the share issuance for existing shareholders and ESOP. |
| 11 | 78/NQ-HĐQT | 01/06/2018 | Implementing the dividend payment plan in 2017. |
| 12 | 87/QĐ-HĐQT | 01/05/2018 | Approved the establishmentof the Internal Audit Board. |
| 13 | 94/BC-HĐQT | 5/07/2018 | The Report of result issuing of shares to dividend payment |
| 14 | 95/CBTT-HĐQT | 05/07/2018 | The Report on change the number of voting shares in circulation |
| 15 | 99/QĐ-HĐQT | 18/07/2018 | The production business result of first 6 month in 2018 and production business of last 6 month in 2018. |
| 16 | 102/QĐ-HĐQT | 20/07/2018 | Increase charter capital after the completion of the share issuance to dividend payment. |
| 17 | 118/QĐ-HĐQT | 02/08/2018 | Appoint staff: in charge of corporate governance |
| 18 | 120/QĐ-HĐQT | 10/08/2018 | Receive capital transfer of Granite stone Thanh Chau Phu Yen Company ltd (100%) |
| 19 | 128/QĐ-HĐQT | 21/08/2018 | Approval of investment projects: Phuoc Thanh wood processing factory |
| 20 | 143/NQ-HĐQT | 20/10/2018 | The production business result of first 9 month in 2018 and production business of last 3 month in 2018. |
| 21 | 151/QĐ-HĐQT | 03/12/2018 | Establishment of branch: Khanh Hoa enterprise |
| 22 | 154/QĐ-HĐQT | 03/12/2018 | Establishment of branch: Binh Dinh enterprise |
| 23 | 157/QĐ-HĐQT | 05/12/2018 | Receive capital transfer of Van Phu Jsc (98%) |

**III. Supervisory Board:**

**IV. Traning on corporate governance:**

Traning courses on governance which members of BOD, members of the SB, CEO, other managers and company secretary was involved:

 1. Training on organization of the Annual General Meeting of Shareholders in 2018 and new regulations on Corporate Governance (24/01/2018), Mr. Phan Quoc Hoai - Member of the BOD.

 2. Workshop: International Financial Reporting Standards (IFRS) (09/08/2018). Mrs. Nguyen Thi My Loan - Chief Accountant.

 3. Workshop: “Provide comments on the draft Securities Law (amended) in the South” (14/11/2018), Mr. Phan Quoc Hoai – Member of BOD.

**V. List of affiliated persons of the public company as specified in clause 34, Article 6 of the Securities Law and transactions of affiliated persons of the Company with the Company.**

**1. List of affiliated persons of the Company**

|  |  |  |  |  |  |  |  |  |
| --- | --- | --- | --- | --- | --- | --- | --- | --- |
| No | Name of organization /individual | Securities trading account | Position at the company | NSH No.\*, date of issue, place of issue | Address | Time of starting to be affiliated person | Time of ending to be affiliated person | Reasons |
| **1** | **Le Vy** |  | **Chairman of BOD** |  | **Nguyen Van Cu Ward, Quy Nhon, Binh Dinh** | **21/04/2018** |  |  |
|  | Vo Thi Hoai Chau |  |  |  | 228 Hoang Hoa Tham Street, W.12, Tan Binh District, HCMC | 21/04/2018 |  | Wife |
|  | Le Van Loc |  | Member of BOD |  | Binh Dinh Building, W.15; 11 Dictrict, HCMC | 21/04/2018 |  | Younger brother |
|  | Nguyen Thi Minh |  |  |  | Binh Dinh Building, W.15; 11 Dictrict, HCMC | 21/04/2018 |  | Sister in law |
| **2** | **Le Van Thao** |  | **Deputy Chairman of BOD and General Director** |  | **Nguyen Van Cu Ward, Quy Nhon, Binh Dinh** | **21/04/2018** |  |  |
|  | Le Thi Kim Sang |  |  |  | Nguyen Van Cu Ward,Quy Nhon, Binh Dinh | 21/04/2018 |  | Wife |
|  | Le Van Luan |  | Director of 380 Enterprise |  | Nguyen Van Cu Ward,Quy Nhon, Binh Dinh | 21/04/2018 |  | Younger brother |
|  | Le Van Tan |  |  |  | Nguyen Van Cu Ward,Quy Nhon, Binh Dinh | 21/04/2018 |  | Child |
|  | Le Van Toan |  |  |  | Nguyen Van Cu Ward,Quy Nhon, Binh Dinh | 21/04/2018 |  | Child |
| **3** | **Tran Thanh Cung** |  | **Member of BOD** |  | **262A Nguyen Thai Hoc Street, Quy Nhon** | **21/04/2018** |  |  |
|  | Van Thi Vinh |  |  |  | 262A Nguyen Thai Hoc Street, Quy Nhon | 21/04/2018 |  | Wife |
|  | Tran The Trieu |  |  |  | Nguyen Van Cu Ward,Quy Nhon | 21/04/2018 |  | Younger brother |
|  | Tran Thi Thanh Van |  |  |  | 262A Nguyen Thai Hoc Street, Quy Nhon | 21/04/2018 |  | Daughter |
|  | Tran Thanh Binh |  |  |  | 262A Nguyen Thai Hoc Street, Quy Nhon | 21/04/2018 |  | Son |
| **4** | **Phan Quoc Hoai** |  | **Member of BOD** |  | **Tran Quang Dieu Ward, Quy Nhon** | **21/04/2018** |  |  |
|  | Hoang Thi Khanh Van |  |  |  | Tran Quang Dieu Ward, Quy Nhon | 21/04/2018 |  | Wife |
|  | Phan Hoang |  |  |  | Tran Quang Dieu Ward, Quy Nhon | 21/04/2018 |  | Child |
|  | Phan Hoang Vu |  |  |  | Tran Quang Dieu Ward, Quy Nhon | 21/04/2018 |  | Child |
|  | Phan Sac |  |  |  | Thai Nguyen Province | 21/04/2018 |  | Father |
|  | Nguyen Thi Tho |  |  |  | Thai Nguyen Province | 21/04/2018 |  | Mother |
| **5** | **Nguyen Sy Hoe** |  | **Member of BOD** |  | **Vu Bao Street, Quy Nhon** | **21/04/2018** |  |  |
|  | Bui Thi Kim Yen  |  |  |  | Vu Bao Street, Quy Nhon | 21/04/2018 |  | Wife |
|  | Nguyen Sy Huy |  |  |  | Vu Bao Street, Quy Nhon | 21/04/2018 |  | Child |
|  | Nguyen Thi Kim Oanh |  |  |  | Vu Bao Street, Quy Nhon | 21/04/2018 |  | Daughter |
| **6** | **Le Van Loc** |  | **Member of BOD** |  | **Binh Dinh Building, W.15, 11 Dictrict, HCMC** | **21/04/2018** |  |  |
|  | Nguyen Thi Minh |  |  |  | Binh Dinh Building, W.15; 11 Dictrict, HCMC | 21/04/2018 |  | Wife |
|  | Le Vy |  | Chairman of BOD |  | Nguyen Van Cu Ward,Quy Nhon, Binh Dinh | 21/04/2018 |  | Older brother |
|  | Le Minh Triet |  |  |  | Nguyen Van Cu Ward,Quy Nhon, Binh Dinh | 21/04/2018 |  | Child |
|  | Le Minh Duong |  |  |  | Nguyen Van Cu Ward,Quy Nhon, Binh Dinh | 21/04/2018 |  | Child |
|  | Le Van Ngo |  |  |  | Nghe An Province | 21/04/2018 |  | Older brother |
|  | Le Van Truong |  |  |  | Nghe An Province | 21/04/2018 |  | Older brother |
| **7** | **Do Xuan Lap** |  | **Independence member of BOD** |  | **Quy Nhơn City, Binh Dinh** | **21/04/2018** |  |  |
|  | Tran Thi Hien |  |  |  | Quy Nhơn City, Binh Dinh | 21/04/2018 |  | Wife |
|  | Do Thi Thu Ha |  |  |  | **HCM city** | 21/04/2018 |  | Child |
|  | Do Thi Thu Thao |  |  |  | Quy Nhơn City, Binh Dinh | 21/04/2018 |  | Child |
|  | Do Quang Minh |  |  |  | Quy Nhơn City, Binh Dinh | 21/04/2018 |  | Child |
|  | Do Minh Quang |  |  |  | Quy Nhơn City, Binh Dinh | 21/04/2018 |  | Child |
| **8** | **Tran Huu Duc** |  | **Independence member of BOD** |  | **Quy Nhơn City, Binh Dinh** | **21/04/2018** |  |  |
|  | Nguyen Thi Duc Hanh |  |  |  | Quy Nhơn City, Binh Dinh | 21/04/2018 |  | Wife |
|  | Tran Thi My Linh |  |  |  | Quy Nhơn City, Binh Dinh | 21/04/2018 |  | Child |
|  | Tran Nguyen Vu |  |  |  | Quy Nhơn City, Binh Dinh | 21/04/2018 |  | Child |
|  | Tran Thi Phuong |  |  |  | Quy Nhơn City, Binh Dinh | 21/04/2018 |  | Child |
|  | Tran Thi My Dung |  |  |  | Quy Nhơn City, Binh Dinh | 21/04/2018 |  | Child |
|  | Tran Quoc Khanh |  |  |  | Quy Nhơn City, Binh Dinh | 21/04/2018 |  | Child |
| **9** | **Nguyen Thi My Loan** |  | **Chief Accountant** |  | **556 Nguyen Thai Hoc Street, Quy Nhon** | **20/10/2016** |  |  |
|  | Cao Hung Son |  |  |  | 556 Nguyen Thai Hoc Street, Quy Nhon | 20/10/2016 |  | Husband |
|  | Cao Thanh Lam |  |  |  | 556 Nguyen Thai Hoc Street, Quy Nhon | 20/10/2016 |  | Child |
|  | Cao Thanh Nam |  |  |  | 556 Nguyen Thai Hoc Street, Quy Nhon | 20/10/2016 |  | Child |
|  | Nguyen Viet Minh Phung |  |  |  | 43 Ham Tu Street,Quy Nhon | 20/10/2016 |  | Younger brother |
| **10** | **Bui Thuc Hung** |  | **Chief IAB** | 215190175 | 252 Nguyen Thi Dinh, Quy Nhon city | 26/06/2018 |  |  |
|  | Nguyen Thi Lan |  |  | 215083652 | 252 Nguyen Thi Dinh, Quy Nhon city | 26/06/2018 |  | Wife |
|  | Bui Thi Thanh Ngan |  |  |  | 252 Nguyen Thi Dinh, Quy Nhon city | 26/06/2018 |  | Child |
|  | Bui Thuc Anh Hao |  |  |  | 252 Nguyen Thi Dinh, Quy Nhon city | 26/06/2018 |  | Child |
|  | Bui Thuc Bao Duy |  |  |  | 252 Nguyen Thi Dinh, Quy Nhon city | 26/06/2018 |  | Child |
| **11** | **Truong Cong Hoang** |  | **Member of IAB** | 211476609 | Dong Da, Quy Nhon city | 26/06/2018 |  |  |
|  | Le My An |  |  | 211653693 | Le Hong Phong, Quy Nhon city | 26/06/2018 |  | Wife |
|  | Truong Cong Hieu |  |  |  | Le Hong Phong, Quy Nhon city | 26/06/2018 |  | Child |
|  | Truong Cong Phu |  |  |  | Le Hong Phong, Quy Nhon city | 26/06/2018 |  | Child |
|  | Truong Cong Ngon |  |  |  | Nhon Phu,Quy Nhon city | 26/06/2018 |  | Father |
|  | Ho Thi Hoa |  |  |  | Nhon Phu,Quy Nhon city | 26/06/2018 |  | Mother |
| **12** | **Dang Thi Tu Oanh** |  | **Member of IAB** | 211592226 | 42 Dang Thuy Tram, Quy Nhon | 26/06/2018 |  |  |
|  | Phan Thanh Hieu |  |  |  | 42 Dang Thuy Tram,Quy Nhon | 26/06/2018 |  | Husband |
|  | Phan Trong Nghia |  |  |  | 42 Dang Thuy Tram,Quy Nhon | 26/06/2018 |  | Child |

**2. Transactions between the company and the affiliated persons or between the company and major shareholders, internal persons and related person of internal person.**

| STT | *Name of organization/ individual* | *Relationship* | *No.\*, date of issue, place of issue* | *Address* | *Time of transactions* |
| --- | --- | --- | --- | --- | --- |
|  | **Salary of BOM/BOD** |  |  |  |  |
| 1 | BOM | internal person |  |  | 01/01/2018-31/12/2018 |
| 2 | BOD/ IAB | internal person |  |  | 01/01/2018-31/12/2018 |

**3. Transaction between internal person of listed company and company’s subsidiaries, or the company in which listed company takes controlling power.**

**4. Transactions between the company and other objects.**

***4.1. Transactions between the company and the company that members of Board of Management, members of the Supervisory Board, Director (CEO) has been a founding member or members of Board of Management, Director (CEO) in three (03) years (calculated at the time of reporting).***

| STT | *Name of organization/ individual* | *Relationship* | *No.\*, date of issue, place of issue* | *Time of transactions* |
| --- | --- | --- | --- | --- |
| **I** | **Equity Investments** |  |  |  |
| 1 | Phu Tai Real Estate Co.,Ltd | subsidiary | 410151232202/05/2018 | 01/01/2018-31/12/2018 |
| 2 | Thanh Chau Phu Yen Granite Co., Ltd | subsidiary | 440104683407/08/2018 | 01/01/2018-31/12/2018 |
| **II** | **Revenue from sale of goods** |  |  |  |
| 1 | Phu Yen Construction Materials JSC | subsidiary | 440034468312/11/2013 | 01/01/2018-31/12/2018 |
| 2 | Tuan Dat Minerals Co.,Ltd | subsidiary | 410056669225/02/2016 | 01/01/2018-31/12/2018 |
| 3 | Vina G7 JSC | subsidiary | 360084648804/02/2016 | 01/01/2018-31/12/2018 |
| 4 | Universal Stone JSC | subsidiary | 31337751931/07/2015 | 01/01/2018-31/12/2018 |
| 5 | Phu Tai Dong Nai Co., Ltd | subsidiary | 360345395029/03/2017 | 01/01/2018-31/12/2018 |
| 6 | Granit Manufacturing Co., Ltd | subsidiary | 30141749220/08/2015 | 01/01/2018-31/12/2018 |
| **III** | **Purchase of raw materials and goods** |  |  |  |
| 1 | Phu Yen Construction Materials JSC | subsidiary | 440034468312/11/2013 | 01/01/2018-31/12/2018 |
| 2 | Tuan Dat Minerals Co.,Ltd | subsidiary | 410056669225/02/2016 | 01/01/2018-31/12/2018 |
| 3 | Vina G7 JSC | subsidiary | 360084648804/02/2016 | 01/01/2018-31/12/2018 |
| 4 | Phu Tai Dong Nai Co., Ltd | subsidiary | 360345395029/03/2017 | 01/01/2018-31/12/2018 |
| 5 | Toyota Binh Dinh Co., Ltd | subsidiary | 410147802223/12/2016 | 01/01/2018-31/12/2018 |
| 6 | Granit Manufacturing Co., Ltd | subsidiary | 30141749220/08/2015 | 01/01/2018-31/12/2018 |
| **IV** | **Sale of fixed assets** |  |  |  |
| 1 | Phu Yen Construction Materials JSC | subsidiary | 440034468312/11/2013 | 01/01/2018-31/12/2018 |
| 2 | Vina G7 JSC | subsidiary | 360084648804/02/2016 | 01/01/2018-31/12/2018 |
| **V** |  |  |  |  |
| 1 | Universal Stone JSC | subsidiary | 31337751931/07/2015 | 01/01/2018-31/12/2018 |
| **VI** | **Purchase of car repair services** |  |  |  |
| 1 | Toyota Binh Dinh Co., Ltd | subsidiary | 410147802223/12/2016 | 01/01/2018-31/12/2018 |
| **VII** | **Purchase of fixed assets** |  |  |  |
| 1 | Toyota Binh Dinh Co., Ltd | subsidiary | 410147802223/12/2016 | 01/01/2018-31/12/2018 |
| 2 | Toyota Da Nang Co., Ltd | subsidiary | 40180833030/12/2016 | 01/01/2018-31/12/2018 |
| 3 | Granit Manufacturing Co., Ltd | subsidiary | 30141749220/08/2015 | 01/01/2018-31/12/2018 |
| **VIII** | **Dividends/Profits** |  |  |  |
| 1 | Toyota Binh Dinh Co., Ltd | subsidiary | 410147802223/12/2016 | 01/01/2018-31/12/2018 |
| 2 | Toyota Da Nang Co., Ltd | subsidiary | 40180833030/12/2016 | 01/01/2018-31/12/2018 |
| 3 | Phu Tai Dong Nai Co., Ltd | subsidiary | 360345395029/03/2017 | 01/01/2018-31/12/2018 |
| 4 | Tuan Dat Minerals Co.,Ltd | subsidiary | 410056669225/02/2016 | 01/01/2018-31/12/2018 |
| 5 | Phu Yen Construction Materials JSC | subsidiary | 440034468312/11/2013 | 01/01/2018-31/12/2018 |
| **IX** | **Trade receivables** |  |  |  |
| 1 | Phu Yen Construction Materials JSC | subsidiary | 440034468312/11/2013 | 01/01/2018-31/12/2018 |
| 2 | Vina G7 JSC | subsidiary | 360084648804/02/2016 | 01/01/2018-31/12/2018 |
| 3 | Universal Stone JSC | subsidiary | 31337751931/07/2015 | 01/01/2018-31/12/2018 |
| 4 | Tuan Dat Mineral Co., Ltd |  | 410056669225/02/2016 | 01/01/2018-31/12/2018 |
| 5 | Phu Tai Dong Nai Co., Ltd |  | 360345395029/03/2017 | 01/01/2018-31/12/2018 |
| 6 | Granit Manufacturing Co., Ltd |  | 30141749220/08/2015 | 01/01/2018-31/12/2018 |
| **X** | **Trade payables** |  |  |  |
| 1 | Tuan Dat Mineral Co., Ltd | subsidiary | 410056669225/02/2016 | 01/01/2018-31/12/2018 |
| 2 | Phu Yen Construction Materials JSC | subsidiary | 440034468312/11/2013 | 01/01/2018-31/12/2018 |
| 3 | Universal Stone JSC | subsidiary | 31337751931/07/2015 | 01/01/2018-31/12/2018 |
| 4 | Phu Tai Dong Nai Co., Ltd | subsidiary | 360345395029/03/2017 | 01/01/2018-31/12/2018 |
| 5 | Granit Manufacturing Co., Ltd | subsidiary | 30141749220/08/2015 | 01/01/2018-31/12/2018 |
| 6 | Toyota Binh Dinh Co., Ltd | subsidiary | 410147802223/12/2016 | 01/01/2018-31/12/2018 |
| **XI** | **Short-term loan receivable** |  |  |  |
| 1 | Tuan Dat Mineral Co., Ltd | subsidiary | 410056669225/02/2016 | 01/01/2018-31/12/2018 |
| 2 | Universal Stone JSC | subsidiary | 31337751931/07/2015 | 01/01/2018-31/12/2018 |
| 3 | Toyota Da Nang Co., Ltd | subsidiary | 40180833030/12/2016 | 01/01/2018-31/12/2018 |
| 4 | Phu Tai Dong Nai Co., Ltd | subsidiary | 360345395029/03/2017 | 01/01/2018-31/12/2018 |
| 5 | Granit Manufacturing Co., Ltd | subsidiary | 30141749220/08/2015 | 01/01/2018-31/12/2018 |
| 6 | Vina G7 JSC | subsidiary | 360084648804/02/2016 | 01/01/2018-31/12/2018 |
| **XII** | **Interest expenses** |  |  |  |
| 1 | Tuan Dat Mineral Co., Ltd | subsidiary | 410056669225/02/2016 | 01/01/2018-31/12/2018 |
| 2 | Vina G7 JSC | subsidiary | 360084648804/02/2016 | 01/01/2018-31/12/2018 |
| 3 | Universal Stone JSC | subsidiary | 31337751931/07/2015 | 01/01/2018-31/12/2018 |
| 4 | Toyota Da Nang Co., Ltd | subsidiary | 40180833030/12/2016 | 01/01/2018-31/12/2018 |
| 5 | Phu Tai Dong Nai Co., Ltd | subsidiary | 360345395029/03/2017 | 01/01/2018-31/12/2018 |
| 6 | Granit Manufacturing Co., Ltd | subsidiary | 30141749220/08/2015 | 01/01/2018-31/12/2018 |

***4.2. Transactions between the company and the company that related person of members of Board of Management, members of the Supervisory Board, Director (CEO) as a member of Board of Management, Director (CEO).***

***4.3. Other transactions of the company (if any) may be beneficial material or immaterial for members of Board of Management, members of the Supervisory Board, Director (CEO).***

**VI. Transactions of internal persons and related person of internal person.**

**1. List of internal persons and their affiliated persons**

| No | Name of Organization/Individual | Position at the company | ID No. | Date of issue ID No. | Place of issue ID No. | Address | Relationship with internal person | Number of shares |
| --- | --- | --- | --- | --- | --- | --- | --- | --- |
| **1** | **Director of Board** |  |  |  |  |  |  |  |
| **1.1** | **Le Vy** | Chairman of BOD | 215259306 | 16/10/2008 | Binh Dinh | Nguyen Van Cu Ward, Quy Nhon, Binh Dinh |  | 5.762.485 |
|  | Vo Thi Hoai Chau |  | 025103900 | 03/06/2009 | HCMC | 228 Hoang Hoa Tham Street, W.12, Tan Binh District, HCMC | Wife | 1.224.788 |
|  | Le Van Loc | Member of BOD, | 0245452361 | 16/01/2010 | HCMC | Binh Dinh Building, W.15; 11 Dictrict, HCMC | Younger btrother | 2.798.602 |
|  | Le Van Anh |  |  |  |  | 228 Hoang Hoa Tham Street, W.12, Tan Binh District, HCMC | Child | 63.450 |
|  | Le Thuc Trinh |  |  |  |  | 228 Hoang Hoa Tham Street, W.12, Tan Binh District, HCMC | Child |  |
|  | Le Van Ngo |  | 186551465 | 09/4/2009 | Nghe An | Nghe An Province | Older brother |  |
|  | Le Van Truong |  | 181138459 | 02/4/2004 | Nghe An | Nghe An Province | Younger brother |  |
| **1.2** | **Tran Thanh Cung** | **Member of BOD** | 215182830 | 08/03/2007 | Binh Dinh | 262A Nguyen Thai Hoc Street, Quy Nhon |  | 1.965.625 |
|  | Van Thi Vinh |  | 210466848 | 29/03/2005 | Binh Dinh | 262A Nguyen Thai Hoc Street, Quy Nhon | Wife | 188.889 |
|  | Tran Thi Thanh Van |  | 215070118 | 07/9/2004 | Binh Dinh | 262A Nguyen Thai Hoc Street, Quy Nhon | Daughter |  |
|  | Tran Thanh Binh |  | 215182893 | 13/3/2007 | Binh Dinh | 262A Nguyen Thai Hoc Street, Quy Nhon | Son |  |
|  | Tran The Trieu |  |  |  |  | Nguyen Van Cu Ward, Quy Nhon, Binh Dinh | Younger brother | 5.274 |
| **1.3** | **Phan Quoc Hoai** | **Member of BOD** | 215091444 | 28/06/2005 | Binh Dinh | Tran Quang Dieu Ward, Quy Nhon |  | 880.272 |
|  | Hoang Thi Khanh Van |  | 211490973 | 20/12/2006 | Binh Dinh | Tran Quang Dieu Ward, Quy Nhon | Wife |  |
|  | Phan Hoang |  |  |  |  | Tran Quang Dieu Ward, Quy Nhon | Child |  |
|  | Phan Hoang Vu |  |  |  |  | Tran Quang Dieu Ward, Quy Nhon | Child |  |
|  | Phan Sac |  | 091592510 | 04/01/2007 | Thai Nguyen | Thai Nguyen Province | Father |  |
|  | Nguyễn Thi Tho |  | 091592509 | 04/01/2007 | Thai Nguyen | Thai Nguyen Province | Mother |  |
| **1.4** | **Le Van Thao** | **Deputy Chairman of BOD, General Director** | 211349920 | 29/03/2005 | Binh Dinh | Nguyen Van Cu Ward, Quy Nhon, Binh Dinh |  | 3.557.333 |
|  | Le Van Luan |  | 215110228 | 14/07/2005 | Binh Dinh | Nguyen Van Cu Ward, Quy Nhon, Binh Dinh | Younger brother | 95.212 |
|  | Le Thi Kim Sang |  | 211750189 | 10/10/2000 | Binh Dinh | Nguyen Van Cu Ward, Quy Nhon, Binh Dinh | Wife | 502.203 |
|  | Le Van Tan |  |  |  |  | Nguyen Van Cu Ward, Quy Nhon, Binh Dinh | Child |  |
|  | Le Van Toan |  |  |  |  | Nguyen Van Cu Ward, Quy Nhon, Binh Dinh | Child |  |
| **1.5** | **Nguyen Sy Hoe** | **Member of BOD,** | 215079778 | 23/02/2013 | Binh Dinh | Vu Bao Street, Quy Nhon |  | 2.499.698 |
|  | Bui Thi Kim Yen |  | 211586799 | 22/03/1994 | Binh Dinh | Vu Bao Street, Quy Nhon | Wife | 28.602 |
|  | Nguyen Sy Huy |  |  |  |  | Vu Bao Street, Quy Nhon | Child |  |
|  | Nguyen Thi Thuy Oanh |  |  |  |  | Vu Bao Street, Quy Nhon | Child |  |
| **1.6** | **Le Van Loc** | **Member of BOD** | 024545361 | 16/01/2010 | HCMC | Binh Dinh Building, W.15; 11 Dictrict, HCMC |  | 2.798.602 |
|  | Nguyen Thi Minh |  | 025150477 | 08/07/09 | HCMC | Binh Dinh Building, W.15; 11 Dictrict, HCMC | Wife | 27.891 |
|  | Le Vy | Chairman of BOD | 215259306 | 16/10/2008 | Binh Dinh | Nguyen Van Cu Ward, Quy Nhon, Binh Dinh | Older brother | 5.762.458 |
|  | Le Minh Triet |  |  |  |  |  | Child |  |
|  | Le Minh Duong |  |  |  |  |  | Child |  |
|  | Le Van Ngo |  | 186551465 | 09/4/2009 | Nghe An |  | Older brother |  |
|  | Le Van Truong |  | 181138459 | 02/4/2004 | Nghe An |  | Older brother |  |
| **1.7** | **Do Xuan Lap** | **Independence member of BOD** |  |  | Binh Dinh | Quy Nhơn City, Binh Dinh |  | 225.140 |
|  | Tran Thi Hien |  |  |  | Binh Dinh | Quy Nhơn City, Binh Dinh | Wife |  |
|  | Do Thi Thu Ha |  |  |  | Binh Dinh | HCM city | Child |  |
|  | Do Thi Thu Thao |  |  |  | Binh Dinh | Quy Nhơn City, Binh Dinh | Child |  |
|  | Do Quang Minh |  |  |  | Binh Dinh | Quy Nhơn City, Binh Dinh | Child |  |
|  | Do Minh Quang |  |  |  | Binh Dinh | Quy Nhơn City, Binh Dinh | Child |  |
| **1.8** | **Tran Huu Duc** | **Independence member of BOD** |  |  | Binh Dinh | Quy Nhơn City, Binh Dinh |  | 69.291 |
|  | Nguyen Thi Duc Hanh |  |  |  | Binh Dinh | Quy Nhơn City, Binh Dinh | Wife |  |
|  | Tran Thi My Linh |  |  |  | Binh Dinh | Quy Nhơn City, Binh Dinh | Child |  |
|  | Tran Nguyen Vu |  |  |  | Binh Dinh | Quy Nhơn City, Binh Dinh | Child |  |
|  | Tran Thi Phuong |  |  |  | Binh Dinh | Quy Nhơn City, Binh Dinh | Child |  |
|  | Tran Thi My Dung |  |  |  | Binh Dinh | Quy Nhơn City, Binh Dinh | Child |  |
|  | Tran Quoc Khanh |  |  |  | Binh Dinh | Quy Nhơn City, Binh Dinh | Child |  |
| **2** | **Chief Accountant** |  |  |  |  |  |  |  |
| **2.1** | **Nguyen Thi My Loan** | **Chief Accountant** | 211622778 | 24/05/2016 | Binh Dinh | 556 Nguyen Thai Hoc Street, Quy Nhon |  | 21.118 |
|  | Cao Hung Son |  | 211559000 | 08/03/2002 | Binh Dinh | 556 Nguyen Thai Hoc Street, Quy Nhon | Husband |  |
|  | Cao Thanh Lâm |  |  |  |  | 556 Nguyen Thai Hoc Street, Quy Nhon | Child |  |
|  | Cao Thanh Nam |  |  |  |  | 556 Nguyen Thai Hoc Street, Quy Nhon | Child |  |
|  | Nguyen Viet Minh Phung |  |  |  |  | 43 Ham Tu Street,Quy Nhon | Younger brother | 4.242 |
| **3** | **Name of person to disclose information** |  |  |  |  |  |  |  |
| **3.1.** | **Name of person to disclose information** |  |  |  |  |  |  |  |
|  | **Le Van Thao** | General Director | Same in 1.4 | Same in 1.4 | Same in 1.4 | Same in 1.4 |  |  |
| **3.2** | **Name of person authorized to disclose information** |  |  |  |  |  |  |  |
|  | **Phan Quoc Hoai** | Deputy General Director | Same in 1.3. | Same in 1.3. | Same in 1.3. | Same in 1.3. |  |  |
| **4** | **Internal Audit Board** |  |  |  |  |  |  |  |
| **4.1** | **Bui Thuc Hung** | **Chief IAB** | 215190175 |  | Binh Dinh | 252 Nguyen Thi Dinh, Quy Nhon city |  | 204.292 |
|  | Nguyen Thi Lan |  | 215083652 |  | Binh Dinh | 252 Nguyen Thi Dinh, Quy Nhon city | Wife | 1.231 |
|  | Bui Thi Thanh Ngan |  |  |  |  | 252 Nguyen Thi Dinh, Quy Nhon city | Child |  |
|  | Bui Thuc Anh Hao |  |  |  |  | 252 Nguyen Thi Dinh, Quy Nhon city | Child |  |
|  | Bui Thuc Bao Duy |  |  |  |  | 252 Nguyen Thi Dinh, Quy Nhon city | Child |  |
| **4.2** | **Truong Cong Hoang** | Memner of IAB | 211476609 |  | Binh Dinh | Dong Da, Quy Nhon city |  | 9.609 |
|  | Le My An |  | 211653693 |  | Binh Dinh | Le Hong Phong, Quy Nhon city | Wife |  |
|  | Truong Cong Hieu |  |  |  |  | Le Hong Phong, Quy Nhon city | Child |  |
|  | Truong Cong Phu |  |  |  |  | Le Hong Phong, Quy Nhon city | Child |  |
|  | Truong Cong Ngon |  |  |  |  | Nhon Phu,Quy Nhon city | Father |  |
|  | Ho Thi Hoa |  |  |  |  | Nhon Phu,Quy Nhon city | Mother |  |
| **4.3** | **Dang Thi Tu Oanh** | Member of IAB | 211592226 |  | Binh Dinh | 42 Dang Thuy Tram, Quy Nhon |  | 8.295 |
|  | Phan Thanh Hieu |  |  |  |  | 42 Dang Thuy Tram,Quy Nhon | Husband |  |
|  | Phan Trong Nghia |  |  |  |  | 42 Dang Thuy Tram,Quy Nhon | Child |  |

**2. Transactions of internal persons and affiliated persons on shares of the listed company**

|  |  |  |  |  |  |
| --- | --- | --- | --- | --- | --- |
| No. | Transaction executor | Relationship with internal person | Number of shares owned at the beginning of the period | Number of shares owned at the end of the period | Reasons for increase, decrease (purchase, sale, switch, reward...) |
| Number of shares | Percentage | Number of shares | Percentage |
| 1 | Mr. Le Vy |  | 2.902.367 | 11,2% | 5.762.485 | 11,86% | Purchase, 20% shareholder, 5% ESOP and paid dividend in 2017 |
| 2 | Mr. Le Van Loc |  | 1.419.530 | 5,48 % | 2.798.602 | 5,76% | Purchase, 20% shareholder, 5% ESOP and paid dividend in 2017 |
| 3 | Mr. Le Van Anh | Child | 42.300 |  | 63.450 |  | Purchase and paid dividend in 2017 |
| 4 | Mrs. Nguyen Thi Minh | Wife | 113.112 | 0,43% | 27.891 |  | Sales, 20% shareholder, 5% ESOP and paid dividend in 2017 |
| 5 | Mr. Do Xuan Lap |  | 0 |  | 225.140 | 0.46% | Purchase |
| 6 | Mr. Le Van Thao |  | 1.929.214 | 7.44% | 3.557.333 | 7.32% | Purchase, 20% shareholder, 5% ESOP and paid dividend in 2017 |

 **FOR THE BOARD OF DIRECTORS**

 **MEMBER**

 (Signed and stampted)

 **Mr. PHAN QUOC HOAI**