

**REPORT ON OPERATIONS IN 2023
OF THE BOARD OF DIRECTORS' INDEPENDENT MEMBERS
IN THE AUDIT COMMITTEE**

**To: The 2024 Annual General Meeting of Shareholders of Development
Investment Construction J.S.C**

Pursuant to:

- *Law on Enterprises No. 59/2020/QH14 approved by the National Assembly of the Socialist Republic of Vietnam on June 17, 2020;*
- *Law on Securities No. 54/2019/QH14 approved by the National Assembly of the Socialist Republic of Vietnam on November 26, 2019;*
- *Charter on Organization and Operation of Development Investment Construction J.S.C (DIC Group) approved by the General Meeting of Shareholders on July 21, 2023;*

The members of the Board of Directors (BOD) in the Audit Committee hereby report to the Annual General Meeting of Shareholders (AGM) for the year 2024 on the result of operations in 2023, as follows:

I. Organizational structure and productions of the Audit Committee in 2023

1. Organizational structure: The Audit Committee is a subcommittee under the BOD of Development Investment Construction J.S.C (referred to as DIC Group), including following members:

No.	Audit Committee	Position	Start/end date as the Audit Committee's member
1	Mr. Phan Van Danh	Chairman of the Audit Committee	From May 10, 2021 to July 20, 2023
2	Mr. Dinh Hong Ky	Chairman of the Audit Committee	From July 21, 2023 to present
3	Nguyen Hung Cuong	Member	From May 10, 2021 to present

2. The remuneration, operation expenses, and other benefits of the Audit Committee: The remuneration, operation expenses, and other benefits of the Audit Committee

and each member of the Audit Committee are paid in accordance with regulations. Detailed information is presented in the Financial Statements for the year 2023 and the Annual Report in 2023 of DIC Group.

3. Operation of the Audit Committee: In 2023, the Audit Committee held 2 meetings with attendance and voting rate as follows:

No.	Name	Meeting sessions attended	Attendance rate	Voting rate
1	Mr. Phan Van Danh	01	100%	100%
2	Mr. Dinh Hong Ky	01	100%	100%
3	Mr. Nguyen Hung Cuong	02	100%	100%

Contents of the meetings: Discussion and approval on the operation plan of the Audit Committee in 2023; Approval on the proposal for the BOD to select the audit unit for the 2023 Financial Report.

II. Operations result of the Audit Committee in 2023:

1. Financial statements supervision:

- The 2023 financial statements of DIC Group are done and disclosed in accordance with accounting standards and current legal regulations. Nam Viet Auditing and Accounting Financial Consulting Services Co. Ltd conducts the audit of the 2023 financial statements and consolidated financial statements of DIC Group, which are done on March 25, 2024, and provided opinions and audit result: “Financial statements and consolidated financial statements accurately and reasonably represent the significant aspects of DIC Group’s position as of December 31, 2023.”

- There is no change in accounting policies, accounting standards, or tax policies during the year that has a significant impact on the financial position and the disclosed financial statements.

2. Governance and operational activities supervision:

- In 2023, the BOD formulates a development strategy aligned with the real estate industry’s circumstances, enabling DIC Group to overcome challenges during a period marked by numerous obstacles. The BOD fulfills its management responsibilities in accordance with the provisions of DIC Group’s Charter and AGM’s regulations, adhering to the fundamental principles of the law.

- The BOM has made significant efforts in DIC Group’s operational activities direction and management to achieve effectiveness in the challenging real estate market conditions. The



BOM implements its functions and duties in accordance with legal regulations and DIC Group's Charter; strategies implementation as per resolutions of the AGM and the BOD's Decisions/Resolutions. In 2023, the BOM restructures and enhances the human resources machinery to align with the development direction and practical operations of DIC Group. Any errors or risks identified in the management and operations have been adjusted and improved accordingly to regulations.

- In 2023, the Audit Committee has not received any recommendation from shareholders or from employees of DIC Group regarding misconduct by DIC Group's BOD, BOM, or management staff.

3. Report on transactions of Insiders, related personnel of Insiders; between the Parent Company, Subsidiaries, Companies in with the Parent Company holds controlling interest of 50% or more of the charter capital: In 2023, no cases are found to violate regulations regarding the approval authority, report and information disclosure regime related to transactions of insiders, relevant personnel of insiders; between DIC Group, its subsidiaries, and companies in which DIC Group holds controlling interest of 50% or more of the charter capital.

4. Assessment of DIC Group's internal control system and risk management

- BOD and BOM regularly monitor economic developments, evaluate market influences promptly, and propose suitable business strategies to enhance operational efficiency and minimize risks arising from the business environment and other potential risks;

- Gradually internal governance regulations refinement based on changes in macro policies and organizational structures to maximize the practical effectiveness of these regulations and professionalism within its operational organizational model.

5. The coordination between the Audit Committee, the BOD, the Board of Management (BOM), and shareholders

- In 2023, the Audit Committee collaborates with the BOD and the BOM in DIC Group's business operations supervision, regularly relevant information exchange to fulfill tasks as per resolutions approved by the AGM/BOD;

- During the meetings of AGM/ BOD, the Audit Committee is invited to attend all sessions, and all relevant documents, meeting minutes, and resolutions are promptly and fully supplied to the Audit Committee as required by regulation;

- The Audit Committee has provided feedback on corporate governance, thereby assisting the BOD, the BOM, and other management personnel in arising challenges address.

III. Action orientation in 2024:

In accordance with the functions and assigned tasks, the Audit Committee implements the action plan for 2024, including the following key contents:



- The Audit Committee assists the BOD in ensuring that corporate governance complies with legal regulations and DIC Group's Charter; provides recommendations to the BOM to improve regulations, governance policies, and operational procedures of DIC Group towards enhancing responsibility, streamlined and efficient procedures;

- The monitoring of the Internal Audit Committee's activities in DIC Group's 2024 Audit Plan implementation has been approved by the BOD. The Internal Audit Committee has been directed to conduct unexpected inspections in cases where significant risks affecting the business operations of DIC Group are identified or as requested by the BOD;

- Selecting and proposing to the BOD an independent audit unit to conduct the audit of DIC Group's financial statements for the year 2024, assessing the independence and objectivity of the audit unit during the performance of independent audit services;

- Reports and other tasks implementation within the assigned authority as specified by the Law and DIC Group's Charter.

The above is the content of the independent member of the BOD's operations report for 2023, submitted to the AGM for consideration and approval.

Best regards!.

Recipient:

- As above;
- BOD (report);
- BOD Secretary;
- Archived: Audit Committee.

BOD INDEPENDENT MEMBER

(Signed and sealed)

Dinh Hong Ky

(NOTICE: This Report is a translation of the Vietnamese language original for convenience purposes only, and in the event of any discrepancy, the Vietnamese language original shall prevail.)

