**CAT: Annual Corporate Governance Report 2023**

On January 4, 2024, SEAPRIMEXCO-VIETNAM announced Report No. 13/2024/BC-QTCT on corporate governance 2023 as follows:

* Name of Company: SEAPRIMEXCO-VIETNAM
* Head office address: 08 Cao Thang, Ward 8, Ca Mau City, Ca Mau Province.
* Tel: (290) 383 1615 Fax: (290) 383 1861 Email: sales@seaprimexco.com
* Charter capital: VND 97,485,790,000
* Securities code (if any): CAT
* Corporate governance model: The General Meeting of Shareholders, the Board of Directors, the Supervisory Board, and the General Manager.
* Internal audit execution: Unimplemented
1. Activities of the General Meeting of Shareholders:

Information about meetings and General Mandates/Decisions of the General Meeting of Shareholders (including General Mandates approved by collecting shareholders' opinions via a ballot):

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| --- | --- | --- | --- |
| No. | General Mandate/ Decision No. | Date | Content |
| 1 | No. 68/2023/NQ-DHDCD | April 1, 2023 | 1. Approve data on the implementation of some basic production and business targets in 2022.
2. Approve the basic targets of the plan on production and business for 2023.
3. Approve the Audited Financial Statements 2022
4. Approve the Report of the Supervisory Board in 2022
5. Approve the Report on activities of the Board of Directors in 2022.
6. Approved the dividend payment for 2022 and expected plan for 2023.
7. Remuneration for the Board of Directors and the Supervisory Board in 2022
8. Appropriate part of the 2022 profit after tax for the reward fund.
9. Select an independent audit company in 2023
10. Dismiss 01 member of the Supervisory Board, term of 2022-2027.
11. Approve the Appendix on amending the Company’s Charter.
12. Approve the Internal regulations on corporate governance (revised);
13. Elect 01 additional member of the Supervisory Board, term of 2022-2027.
14. Increase the remuneration of the Secretariat of the Board of Directors and the Company’s managers to VND 3,000,000/ month from January 1, 2023.
15. The General Meeting of Shareholders assigned the Board of Directors to direct the implementation of the contents approved in this General Mandate and report the results at the Annual General Meeting of Shareholders 2024.
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1. The Board of Directors (Semi-annual Report)
2. Information about members of the Board of Directors

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| --- | --- | --- | --- |
| No. | Member of the Board of Directors | Position (independent member, non-executive member of the Board of Directors) | Date of appointment/dismissal as member/independent member of the Board of Directors |
| Appointment date | Dismissal date |
| 1 | Mr. Bui Vinh Hoang Chuong | Member of the Board of Directors (Chair) | March 26, 2022 |  |
| 2 | Mr. Nguyen Van Khanh | Non-executive member of the Board of Directors (Vice Chair) | March 26, 2022 |  |
| 3 | Mr. Bui Nguyen Khanh | Member of the Board of Directors | March 26, 2022 |  |
| 4 | Mr. Bui The Hung | Member of the Board of Directors | March 26, 2022 |  |
| 5 | Mr. Nguyen Hong Duc | Non-executive member of the Board of Directors | March 26, 2022 |  |
| 6 | Mr. Huynh Nhat Vu | Non-executive member of the Board of Directors | March 26, 2022 |  |
| 7 | Mr. Le Thanh Phuong | Non-executive member of the Board of Directors | March 26, 2022 |  |

1. Board Resolutions/Decisions (Semi-annual Report)
	1. No. 24/NQ.HDQT dated January 31, 2023.
* Board Resolution on convening the Annual General Meeting of Shareholders 2023.
	1. No. 41/BB.HDQT dated February 18, 2023.
* Minutes of the Board of Directors on approving the results of production and business activities in 2022; approving the agenda of the Annual General Meeting of Shareholders 2023.
	1. No. 17/QD.HDQT dated February 21, 2023.
* Board Decision on the appointment of the person in charge of the corporate governance of SEAPRIMEXCO-VIETNAM
	1. No. 42/NQ.HDQT dated February 21, 2023.
* Board Resolution on authorizing the Board of Management of the Company to consider and decide on contracts and transactions between SEAPRIMEXCO-VIETNAM and Hai Thanh Food Co.,LTD; Saigon Refrigeration Engineering-Saree Company Limited; Công Ty TNHH MTV Thiết Kế, Giám Sát, Xây Dựng Hưng Long (tentatively translated as Hung Long Design, Supervision and Construction Company Limited).
	1. No. 90/BB.HDQT dated April 05, 2023.
* Minutes of the Board of Directors on approving the loan plan and authorizing the Board of Management to sign mortgage and loan documents at Vietnam Bank for Agriculture and Rural Development - Ca Mau Branch.
	1. No. 138/BB.HDQT dated July 08, 2023.
* Minutes of the Board of Directors on evaluating the results of production and business activities in the first 6 months of 2023 and assessing and forecasting the production and business situation in the last 6 months of 2023.
	1. No. 172/BB.HDQT dated October 07, 2023.
* Minutes of the Board of Directors on evaluating the results of production and business activities in the first 9 months of 2023; Proposing to adjust production and business plan targets for 2023; along with assessment and forecast of production and business results in 2023; and giving comments on the draft production and business plan targets for 2024.
	1. No. 173/NQ.HDQT dated October 9, 2023
* Board Resolution on the first prepayment of dividends in cash in 2023, at 10%/share.
1. The Supervisory Board (Semi-annual Report):
2. Information about the members of the Supervisory Board

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| --- | --- | --- | --- | --- |
| No. | Member of the Supervisory Board | Position | Date of appointment/dismissal as member of the Supervisory Board | Qualification |
| 1 | Mr. Dang Chien Thang | Chief of the Supervisory Board | March 26, 2022 | University of Finance and Accountancy |
| 2 | Mr. Nguyen Viet Luan | Supervisor | March 26, 2022 | Bachelor of Economics and Finance |
| 3 | Mr. Do Huu Duy | Supervisor | April 1, 2023 | University of Business Administration |

1. The Executive Board:

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| --- | --- | --- | --- | --- |
| No. | Member of the Executive Board | Date of birth | Qualification | Date of appointment/dismissal as member of the Executive Board |
| 1 | Mr. Bui Nguyen Khanh | May 14, 1960 | University of Technology and Accountancy | March 26, 2022 |
| 2 | Mr. To Tan Hoai | August 14, 1968 | University of Food Chemistry | April 21, 2007 |
| 3 | Mr. Bui Vinh Hoang Chuong | August 26, 1983 | University of Food Technology | August 14, 2018 |
| 4 | Ms. Phan Thi Ngoc Anh | September 15, 1958 | Testing Technician | April 21, 2007 |

1. Chief Accountant

|  |  |  |  |
| --- | --- | --- | --- |
| Full name | Date of birth | Qualification | Date of appointment/dismissal |
| Mr. Tran Trong Tai | March 10, 1980 | University of Finance and Credit | April 5, 2018 |

1. Training on corporate governance
2. List of affiliated persons of public companies (Semi-annual Report) and transactions of affiliated persons of the company with the Company itself:
3. Transactions between the PDMR, affiliated persons of the PDMR and subsidiaries and companies controlled by the Company.
4. Transactions between the Company and other entities:
	1. Transactions between companies and companies in which members of the Board of Directors, members of the Supervisory Board, the Manager (General Manager) and other managers have been founding members or members of the Board of Directors or the Executive Manager (General Manager).
* Hai Thanh Food Co.,LTD: VND 1,050,640,000
* Saigon Refrigeration Engineering-Saree Company Limited: VND 185,262,000
* Hung Long Design, Supervision and Construction Company Limited: VND 18,368,000
	1. Transactions between the Company and the companies whose affiliated person of members of the Board of Directors, the Supervisory Board, the Manager (General Manager) and other managers are members of the Board of Directors, the Executive Manager (General Manager):
	2. Other transactions of the Company (if any) that can bring material or non-material benefits to members of the Board of Directors, members of the Supervisory Board, the Manager (General Manager) and other managers.
1. Share transactions of the PDMR and affiliated persons of the PDMR (Semi-annual Report).
2. Transactions by the PDMR and affiliated persons on company shares.

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| --- | --- | --- | --- | --- | --- |
| No. | Transaction conductor | Relations with the PDMR | 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, reward, etc.) |
| Number of shares | Rate | Number of shares | Rate |
| 1 | Bui Nguyen Khanh |  | 780,000 | 8.00 | 830,000 | 8.51 | Purchase |
| 2 | Phan Thi Ngoc Anh |  | 600,000 | 6.15 | 700,000 | 7.18 | Purchase |
| 3 | Bui Phan Hoang Anh | Children | 677,854 | 6.95 | 730,000 | 7.49 | Purchase |

1. Other significant issues: