**SB1: Annual Corporate Governance Report 2023**

On January 10, 2024, SaiGon - NgheTinh beer joint stock company announced Report No. 05/SGNT/BC-HDQT on Corporate Governance in 2023 as follows:

* Name of Company: SaiGon - NgheTinh beer joint stock company
* Head office address: No. 54 Phan Dang Luu Street, Vinh City, Nghe An
* Tel: (0238).3842168 Fax: (0238).3833879
* Charter capital: VND 105,000,000,000
* Securities code: SB1
* Corporate governance model: The General Meeting of Shareholders, the Board of Directors, the Supervisory Board, and the Manager
* Internal audit execution: Unimplemented.
1. Activities of the General Meeting of Shareholders:

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

|  |  |  |  |
| --- | --- | --- | --- |
| No. | General Mandate/Decision No. | Date | Content |
| 1 | 07/NQ-DHCD/2023 | April 13, 2023 | 1st Extraordinary General Mandate 2023 |
| 2 | 09/NQ-DHCD/2023 | April 21, 2023 | Annual General Mandate 2023 |

1. The Board of Directors (Annual Report):
2. Information about members of the Board of Directors:

|  |  |  |  |
| --- | --- | --- | --- |
| 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. Lam Du An | Chair of the Board of Directors (non-executive member) | April 13, 2022 |  |
| 2 | Mr. Doan Tien Dung | Member of the Board of Directors (non-executive member) | April 13, 2022 |  |
| 3 | Mr. Hoang Lam Hoa | Member of the Board of Directors (non-executive member) | April 13, 2023 | March 13, 2023 |
| 4 | Mr. Pham Minh Tuan | Member of the Board of Directors (non-executive member) | March 13, 2023 |  |
| 5 | Mr. Nguyen Xuan Hai | Member of the Board of Directors (non-executive member) | April 13, 2022 |  |
| 6 | Mr. Nguyen Kim Hoa | Member of the Board of Directors (non-executive member) | April 13, 2022 |  |

1. Board Resolutions/Decisions:

|  |  |  |  |
| --- | --- | --- | --- |
| No. | Board Resolution/Decision No. | Date | Content |
| 1 | 01A/2023/NQ- HDQT | January 04, 2023 | Board Resolution on the organization of the 1st Extraordinary General Meeting of Shareholders 2023 |
| 2 | 01B/2023/NQ-HDQT | January 04, 2023 | Board Resolution on the organization of the Annual General Meeting of Shareholders 2023 |
| 3 | 02/2023/NQ-HDQT | January 04, 2023 | Board Resolution on approving credit methods and line of credit including short-term revolving borrowed capital to supplement working capital, and/or trade finance loans, opening letters of guarantee and/or opening letters of credit; loans to pay letters of credit to serve the production and business of SaiGon - NgheTinh beer joint stock company (SNB) with Bangkok Bank Public Company Limited |
| 4 | 03/2023/NQ-HDQT | January 04, 2023 | Board Resolution on approving credit methods and line of credit including short-term revolving borrowed capital to supplement working capital, and/or trade finance loans, opening letters of guarantee and/or opening letters of credit; loans to pay letters of credit to serve the production and business of SaiGon - NgheTinh beer joint stock company (SNB) with HSBC Bank Limited |
| 5 | 04/2023/NQ-HDQT | January 04, 2023 | B Board Resolution on approving credit methods and line of credit including short-term revolving borrowed capital to supplement working capital, and/or trade finance loans, opening letters of guarantee and/or opening letters of credit; loans to pay letters of credit to serve the production and business of SaiGon - NgheTinh beer joint stock company (SNB) with Standard Chartered Bank (Vietnam) Limited - Ho Chi Minh City Branch |
| 6 | 05/2023/NQ-HDQT | January 04, 2023 | Board Resolution on approving credit methods and line of credit including short-term revolving borrowed capital to supplement working capital, and/or trade finance loans, opening letters of guarantee and/or opening letters of credit; loans to pay letters of credit to serve the production and business of SaiGon - NgheTinh beer joint stock company (SNB) with Joint Stock Commercial Bank For Foreign Trade Of Vietnam - Ky Dong Branch |
| 7 | 06/2023/NQ-HDQT | January 04, 2023 | Board Resolution on approving credit methods and line of credit including short-term revolving borrowed capital to supplement working capital, and/or trade finance loans, opening letters of guarantee and/or opening letters of credit; loans to pay letters of credit to serve the production and business of SaiGon - NgheTinh beer joint stock company (SNB) with Vietnam International Commercial Joint Stock Bank – Vinh – Nghe An Branch |
| 8 | 07/2023/NQ-HDQT | March 13, 2023 | 1st Extraordinary General Mandate 2023 on approving the dismissal of Mr. Hoang Lam Hoa from the position of member of the Board of Directors and the appointment of Mr. Pham Minh Tuan as member of the Board of Directors  |
| 9 | 08/2023/NQ-HDQT | March 15, 2023 | Board Resolution on approving the dismissal of Mr. Cao Tien Quang from the position of Secretariat-cum -Person in charge of Corporate Governance and the appointment of Mr. Nguyen Ngo Anh as Secretariat-cum-Person in charge of Corporate Governance  |
| 10 | 09/2023/NQ-HDQT | April 21, 2023 | Annual General Mandate 2023 |
| 11 | 10/2023/NQ-HDQT | May 30, 2023 | Board Resolution on approving the purchasing policy |
| 12 | 11/2023/NQ-HDQT | July 31, 2023 | Board Resolution on approving the investment for the last 6 months of the year |
| 13 | 11A/2023/NQ- HDQT | July 31, 2023 | Board Resolution on dividend payment in 2022 |
| 14 | 12/2023/NQ-HDQT | August 26, 2023 | Board Resolution on the dismissal and appointment of the Manager of the Company |
| 15 | 13/2023/NQ-HDQT | September 11, 2023 | Board Resolution on approving the new organizational structure and salary plan |
| 16 | 14/2023/NQ-HDQT | October 27, 2023 | Board Resolution on approving the results of production and business activities in the first 9 months of the year and the production, business and investment plan for the last 3 months of the year |

1. The Supervisory Board/Audit Committee (Annual Report):
2. Information about members of the Supervisory Board/the Audit Committee:

|  |  |  |  |  |
| --- | --- | --- | --- | --- |
| No. | Member of the Supervisory Board | Position | Date of appointment/dismissal as member of the Supervisory Board/Audit Committee | Qualification |
| 1 | Ms. Nguyen Thi Thuy Linh | Chief of the Supervisory Board | April 13, 2022 | Bachelor of Finance and Banking |
| 2 | Ms. Nguyen Thanh Thuy | Member of the Supervisory Board | April 13, 2022 | Bachelor of Accounting |
| 3 | Ms. Nguyen Thi Huan | Member of the Supervisory Board | April 13, 2022 | Intermediate training of Economics and Planning |

1. The Executive Board:

|  |  |  |  |  |
| --- | --- | --- | --- | --- |
| No. | Member of the Executive Board | Date of birth | Qualification | Date of appointment/dismissal as member of the Executive Board |
| 1 | Mr. Nguyen Hong Anh | April 29, 1968 | Bachelor of Business Administration | Appointed on October 28, 2022, dismissed on September 1, 2023 |
| 2 | Mr. Dang An Hai | March 23, 1979 | Master of Business Administration | September 01, 2023 |
| 3 | Mr. Tran Duc Son | December 03, 1968 | Bachelor of Economics, Bachelor of Foreign Language | March 28, 2015 |

1. The Chief Accountant:

|  |  |  |  |
| --- | --- | --- | --- |
| Full name | Date of birth | Qualification | Date of appointment/dismissal |
| Mr. Dang Hai Ha | December 11, 1977 | Bachelor of Economics | February 01, 2020 |

1. Training on corporate governance:
2. List of affiliated persons of the Public Company (Annual Report) and transactions between the affiliated persons of the Company and the Company itself:
3. Transactions between the Company and affiliated persons of the Company; or between the Company and major shareholders, PDMR, or affiliated persons of PDMR

|  |  |  |  |  |  |  |  |  |
| --- | --- | --- | --- | --- | --- | --- | --- | --- |
| No. | Name of organization/individual | Relations with the Company | NSH No., date of issue, place of issue | Head office address/Contact address | Time of transaction with the Company | General Mandate/Decision of the General Meeting of Shareholder No. or Board Resolution/Board Decision No. (including date of promulgation, if any) | Content, quantity, total value of transaction | Notes |
| 1 | Saigon Beer - Alcohol - Beverage Corporation  | Major shareholder | 0300583659, registered for the 10th change on May 18, 2020 at the Ho Chi Minh City Department of Planning and Investment | No. 187 Nguyen Chi Thanh Street, Ward 12, District 5, Ho Chi Minh City | 2023 | Regulated in the Company’s Charter | Contract for purchase of raw materials and Contract for sale of finished products |  |

Note: NSH No.: ID Card/Passport No. (for individual) or Business Registration Certificate No., License on Operations No. or equivalent legal documents (for organization)

1. Transactions between the PDMR of the Company, affiliated persons of PDMR and subsidiaries, companies controlled by the Company: None
2. Transactions between the Company and other entities:
	1. Transactions between the Company and companies that members of the Board of Directors, members of the Supervisory Board, the Manager (General Manager), and other managers are founding members or members of the Board of Directors or the Manager (General Manager) for the past three years (at the time of making the Report): None.
	2. Transactions between the Company and companies that affiliated persons of members of the Board of Directors, members of the Supervisory Board, the Manager (General Manager), and other managers are members of the Board of Directors or the Executive Manager (General Manager): None.
	3. Other transactions of the Company (if any) which can bring about material or non-material benefits to members of the Board of Directors, members of the Supervisory Board, the Manager (General Manager), and other managers: None.
3. Share transactions of PDMR and affiliated persons of PDMR (Annual Report):
4. Company’s share transactions of PDMR and affiliated persons: None.