**VDL: Annual Corporate Governance Report 2023**

On January 11, 2024, Lamdong Foodstuffs Joint Stock Company announced Report No. 09/BC-CPTP on corporate governance in 2023 as follows:

* Name of Company: Lamdong Foodstuffs Joint Stock Company
* Head office address: No. 31 Ngo Van So, Ward 9, Da Lat City, Lam Dong Province
* Tel: 02633 520290
* Charter capital: VND 146,571,500,000
* Securities code: VDL
* Corporate governance model: The General Meeting of Shareholders, the Board of Directors, the Supervisory Board, and the General Manager.
* Internal audit execution: Implemented
1. Activities of the General Meeting of Shareholders:

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| --- | --- | --- | --- |
| No. | General Mandate/Decision of the General Meeting of Shareholders No. | Date of promulgation | Contents |
| 1 | 173/NQ-CPTP-DHDCD | August 24, 2023 | The Annual General Meeting of Shareholders 2023 |

1. The Board of Directors
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 | Ms. Dinh Thi Mong Van | Chair of the Board of Directors | September 28, 2020 |  |
| 2 | Mr. Do Thanh Trung | Executive member of the Board of Directors-cum-General Manager | September 28, 2020 |  |
| 3 | Mr. Tran Chi Son | Non-executive member of the Board of Directors | September 28, 2020 |  |
| 4 | Ms. Le Thuy Hang | Executive member of the Board of Directors-cum-Deputy General Manager |  | August 24, 2023 |
| 5 | Mr. Le Trung Thanh | Independent member of the Board of Directors | September 30, 2021 |  |
| 6 | Mr. Nguyen Cong Lam | Executive member of the Board of Directors | August 24, 2023 |  |

1. Board Resolutions/Decisions

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| --- | --- | --- | --- |
| No. | Board Resolution/Board Decision No. | Date | Contents |
| 1 | 98/NQ-CPTP-HDQT | May 31, 2023 | Approve the merger plan of Lam Dong Cashew Processing Export Limited Company |
| 2 | 105/NQ-CPTP-HDQT | June 9, 2023 | Extend the time to organize the Annual General Meeting of Shareholders 2023 |
| 3 | 127/QD-CPTP-HDQT | June 28, 2023 | Organize the Annual General Meeting of Shareholders 2023 |
| 4 | 194/NQ-CPTP-HDQT | June 9, 2023 | Select an audit company for Financial Statements 2023 |

1. The Supervisory Board
2. The Supervisory Board
	1. Information about members of the Supervisory Board

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| --- | --- | --- | --- | --- |
| No. | Member of the Supervisory Board | Position | Date of appointment as member of the Supervisory Board | Qualification |
| 1 | Mr. Nguyen Dinh Chuong | Chief of the Supervisory Board | September 30, 2021 | Bachelor of Accounting and Auditing |
| 2 | Mr. Nguyen Luong Tam | Member of the Supervisory Board | February 23, 2022 | Bachelor of Accounting |
| 2 | Mr. Pham Huu Ha | Member of the Supervisory Board | September 30, 2021 | Bachelor of Business Administration |

1. The Executive Board

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| --- | --- | --- | --- | --- |
| No. | Member of the Executive Board | Date of birth | Qualification | Date of appointment as Member of the Executive Board |
| 1 | Mr. Do Thanh Trung - General Manager | November 5, 1972 | MBA | September 29, 2020 |
| 2 | Ms. Le Thuy Hang - Deputy General Manager | March 16, 1968 | Bachelor of Chemistry | May 1, 2021 |
| 3 | Ms. Phan Thi Cuc Huong - Finance Manager | March 19, 1968 | Bachelor of Accounting | March 1, 2017 |

V. Chief accountant

|  |  |  |  |
| --- | --- | --- | --- |
| Full name | Date of birth | Qualification | Appointment date |
| Phan Anh Tu | October 7, 1973 | Bachelor of Accounting | March 1, 2017 |

1. Training on corporate governance
2. List of affiliated person of the public company and transactions between the affiliated person of the Company with the Company itself
3. Transactions between the Company and affiliated persons of the Company; or between the Company and major shareholders, PDMR, affiliated persons of PDMR:

|  |  |  |  |  |  |  |  |
| --- | --- | --- | --- | --- | --- | --- | --- |
| No. | Name of individual/institution | Relation with the company | NSH No.\*, date of issue, place of issue | Head office address/Contact address | General Mandate/ Decision of the General Meeting of Shareholders/Board Resolution/Board Decision No. on approval (if any, clearly state the date of promulagtion) | Content, quantity, total value of transaction | Notes |
| 1 | Megram Joint Stock Company | Holding Company | 0105284398 issued on April 27, 2011 by the Hanoi Authority for Planning & Investment | 17th floor, 319 Building, No. 63 Le Van Luong, Trung Hoa Ward, Cau Giay District, Hanoi | Resolution No. 89/NQ-CPTP-HDQT dated May 27, 2021 on approval of Contracts/Transactions with affiliated persons | Goods Purchase transaction (expenses of information technology services for annual business operations and unit training expenses): VND 1,276,865,978  | Service contracts for normal production and business and irregular transactions under VND 01 billion under the approval authority of the General Manager |

1. Transactions between the Company’s PDMR, affiliated persons of PDMR and subsidiaries and companies controlled by the Company: None
2. Transactions between the Company and other entities: None
	1. Transactions between the Company and the companies where members of the Board of Directors, members of the Supervisory Board, the Manager (General Manager) and other managers have been or are founding members or members of the Board of Directors, the Executive Manager (General Manager) for the past three (03) years (as at the time of reporting): None
	2. Transactions between the Company and the companies where the 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, the Executive Manager (General Manager): None
	3. Other transactions of the Company (if any) which can bring material or non-material benefits to the members of the Board of Directors, the members of the Supervisory Board, the Manager (General Manager) and other managers: None
3. Share transactions of PDMR and PDMR’s affiliated persons
4. Transactions by PDMR and affiliated persons on company shares: None.
5. Other significant issues: None.