**GER: Annual Corporate Governance Report 2023**

On January 17, 2024, Geru Star Sport Joint Stock Company announced Report No. 01/BC-HDQT-GS on corporate governance in 2023 as follows:

* Name of Company: Geru Star Sport Joint Stock Company
* Head office address: 1/1 Tan Ky Tan Quy, Son Ky Ward, Tan Phu District, Ho Chi Minh City.
* Tel: 028.38425110 Fax: 028.38425008
* Charter capital: VND 22,000,000,000
* Securities code: GER
* 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 the 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 | General Mandate 2023 | March 31, 2023 | Annual General Mandate |

1. The Board of Directors
2. Information about members of the Board of Directors:

|  |  |  |  |  |
| --- | --- | --- | --- | --- |
| No. | Member of the Board of Directors | Position | Date of appointment/dismissal as member of the Board of Directors | |
| Appointment date | Dismissal date |
| 1 | Mr. Pham Thanh Hoa | Chair of the Board of Directors | September 30, 2022 |  |
| 2 | Mr. Vo Thanh Tung | Member of the Board of Directors | June 23, 2021 |  |
| 3 | Mr. Tran Van Hanh | Member of the Board of Directors | June 23, 2021 |  |
| 4 | Mr. Nguyen Van Trang | Member of the Board of Directors | June 23, 2021 |  |
| 5 | Mr. Hoang Anh Tuan | Member of the Board of Directors | June 23, 2021 |  |

1. Board Resolutions/Decisions

|  |  |  |  |
| --- | --- | --- | --- |
| No. | Resolution/Decision No. | Date | Content |
| 1 | 03/NQ-HDQT | January 17, 2023 | Board Resolution on recording the list of shareholders exercising the right to organize the General Meeting of Shareholders 2023 |
| 2 | 08/NQ-HDQT | February 20, 2023 | Board Resolution in Q4/2022 |
| 3 | 10/QD-HDQT | March 01, 2023 | Decision on the establishment of the Organizing Committee of the General Meeting of Shareholders 2023 |
| 4 | 13/QD-HDQT | March 21, 2023 | Decision on the establishment of the Shareholder's Eligibility Verification Committee |
| 5 | 21/NQ-HDQT | April 25, 2023 | Board Resolution in Q1/2023 |
| 6 | 23/QD-HDQT | April 26, 2023 | Decision on reappointment |
| 7 | 24/QD-HDQT | May 12, 2023 | Decision on the policy of liquidating fixed assets |
| 8 | 25/NQ-HDQT | May 19, 2023 | Decision on approving the liquidation of fixed assets |
| 9 | 28/QD-HDQT | July 28, 2023 | Decision on approving the regular procurement plan for 2023 |
| 10 | 30/NQ-HDQT | August 08, 2023 | Board Resolution in Q2/2023 |
| 11 | 31/NQ-HDQT | August 08, 2023 | Resolution on paying dividends in cash in 2023 |
| 12 | 32/NQ-HDQT | August 08, 2023 | Resolution on approving the policy of signing contracts of transactions between the Company and affiliated persons |
| 13 | 38-42/NQ-HDQT | September 12, 2023 | Decision on ranking Supervisors and managers in 2022 |
| 14 | 45/NQ-HDQT | October 23, 2023 | Board Resolution in Q3/2023 |
| 15 | 48/GS-HDQT | December 06, 2023 | Plan on restructuring the production and business activities of the Company |

1. The Supervisory Board
2. Information about 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 | |
| Appointment date | Dismissal date |
| 1 | Ms. Vo Tran Thuy Tam | Chief of the Supervisory Board | June 23, 2021 |  |
| 2 | Mr. Do Phu Hong Quan | Member of the Supervisory Board | June 23, 2021 |  |
| 3 | Ms. Pham Thi Hien | Member of the Supervisory Board | June 23, 2021 |  |

1. The Executive Board

|  |  |  |  |  |
| --- | --- | --- | --- | --- |
| No. | Member of the Executive Board | Date of birth | Qualification | Appointment date |
| 1 | Mr. Tran Van Hanh | November 06, 1971 | Mechanical Engineer | April 24, 2019 |
| 2 | Mr. Nguyen Van Trang | May 06, 1972 | Bachelor of Economics | July 24, 2022 |
| 3 | Mr. Hoang Anh Tuan | March 04, 1973 | Mechanical Engineer | December 01, 2022 |

1. Chief Accountant

|  |  |  |  |  |
| --- | --- | --- | --- | --- |
| No. | Member of the Executive Board | Date of birth | Qualification | Appointment date |
| 1 | Ms. Hoang Thi Bich Thanh | April 30, 1975 | Bachelor of Accounting | November 04, 2020 |

1. Training on corporate governance
2. List of affiliated persons in the Public Company
3. Transactions between the Company and affiliated persons of the Company; or between the Company and major shareholders, PDMR, and affiliated persons of PDMR:

* Buy rubber from Phuoc Hoa Rubber Joint Stock Company (major shareholder) in the year with total value: VND 3,987,383,400.

1. Transactions between the Company’s PDMR, affiliated persons of PDMR and subsidiaries or companies controlled by the Company: None
2. Transactions between the Company and other entities: None
3. Share transactions of PDMR and PDMR’s affiliated persons: None
4. Other significant issues: None