**BVG: Annual Corporate Governance Report 2023**

On January 16, 2024, Bac Viet Group Joint Stock Company announced Report No. 02/2023/BCQT\_BVG on the corporate governance in 2023 as follows:

Name of Company: Bac Viet Group Joint Stock Company

Head office address: 1st Floor, No. SH01, Building B, Dinh Cong New Urban Area, Dinh Cong Ward, Hoang Mai District, Hanoi, Vietnam

Tel: 0243 8770742

Charter capital: VND 97,509,480,000

Security code: BVG

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

The Annual General Meeting of Shareholders 2023: held on April 24, 2023. The contents of the Annual General Mandate 2023 is specifically as follows:

|  |  |  |  |
| --- | --- | --- | --- |
| No. | General Mandate No. | Date | Content |
| 1 | 01/2023/NQ-DHDCD | April 24, 2023 | * Annual General Mandate 2023 |

1. Activities of the Board of Directors:
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 members/independent members of the Board of Directors | |
| Appointment date | Dismissal date |
| 1 | Mr. Tran Anh Vuong | Chair of the Board of Directors | April 25, 2015, re-elected on June 26, 2020 |  |
| 2 | Mr. Vu Huu Tri | Member of the Board of Directors |  | Dismissed on April 24, 2023 |
| 3 | Mr. Dang Duc Dung | Independent member of the Board of Directors | April 25, 2015, re-elected on June 26, 2020 |  |
| 4 | Mr. Le Quoc Hung | Member of the Board of Directors | April 25, 2015, re-elected on June 26, 2020 |  |
| 5 | Mr. Tsuboi Fuminori | Independent member of the Board of Directors |  | Dismissed on April 24, 2023 |
| 6 | Mr. Vu Hoang Chuong | Member of the Board of Directors | Additionally elected on May 13, 2022 |  |
| 7 | Mr. Nguyen Do Vu | Independent member of the Board of Directors | Additionally elected on May 13, 2022 |  |

1. Board Resolutions/Board Decisions:

|  |  |  |  |
| --- | --- | --- | --- |
| No. | Resolution/Decision No. | Date | Content |
| Resolutions | | | |
| 01 | 02.01/2023/NQ/HDQT-BVG | February 17, 2023 | On the organization of the Annual General Meeting of Shareholders 2023 |
| 02 | 05.01/2023/NQ/HDQT-BVG | May 16, 2023 | On assigning Mr. Tran Anh Vuong as the Chair of the Board of Directors and Mr. Vu Hoang Chuong as the General Manager to sign term deposit agreements with Vietnam Prosperity Joint Stock Commercial Bank - Hanoi Branch |
| 03 | 08.01/2023/NQ/HDQT- BVG | August 10, 2023 | On assigning Mr. Vu Hoang Chuong - General Manager to be the legal representative of the transaction with Joint Stock Commercial Bank for Foreign Trade of Vietnam - Transaction Center. |
| 04 | 12.01/2023/NQ/HDQT-BVG | December 20, 2023 | On selecting an audit company to audit the Financial Statements 2023. |
| Decision ( none) | | | |

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

|  |  |  |  |  |
| --- | --- | --- | --- | --- |
| No. | Member of the Supervisory Board | Position | Date of appointment as member of the Supervisory Board | Qualification |
| 1 | Tran Thi Thu Le | Chief of the Supervisory Board | April 25, 2015, re-elected on June 26, 2020 | Bachelor |
| 2 | Pham Anh Tuan | Member of the Supervisory Board | April 25, 2015, re-elected on June 26, 2020 | Bachelor |
| 3 | Dang Thi Hanh | Member of the Supervisory Board | Elected on June 26, 2020 | Bachelor |

1. The Executive Board:

|  |  |  |  |  |
| --- | --- | --- | --- | --- |
| No. | Member of the Executive Board | Date of birth | Qualification | Date of appointment as a member of the Executive Board |
| 1 | Mr. Vu Hoang Chuong - General Manager | December 15, 1971 | Bachelor | May 31, 2022 |

1. Chief Accountant

|  |  |  |  |
| --- | --- | --- | --- |
| Full name | Date of birth | Professional Qualification | Appointment date |
| Ms. Ta Thu Hang | March 09, 1975 | Bachelor | September 19, 2020 |

1. Training on corporate governance: None
2. List of affiliated persons of the public company and transactions between 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: None
4. Transactions between PDMR of the Company, affiliated person of PDMR and subsidiaries, companies controlled by the Company: None
5. Transactions between the Company and other entities: None
6. Transactions between the Company and the companies where members of the Board of Directors, members of the Supervisory Board, the General Manager and other managers have been and founding members or members of the Board of Directors, the Executive General Manager for the past three (03) years (as at the time of reporting):
7. Transactions between the Company and companies where affiliated persons of members of the Board of Directors, members of the Supervisory Board, the General Manager and other managers are members of the Board of Directors or the Executive General Manager.
8. Other transactions of the Company (if any) that can bring about material or non-material benefits to members of the Board of Directors, members of the Supervisory Board, the General Manager and other managers.
9. Share transactions of PDMR and affiliated persons of PDMR
10. Transaction of PDMR and affiliated persons of the Company’s shares:

* Share transactions of internal shareholders: None
* Share transactions of major shareholders and affiliated persons: None

1. Other significant issues