**BCF: Annual Corporate Governance Report 2023**

On January 20, 2024, Bich Chi Food Company announced Report No. 05/BCF-BC on the corporate governance 2023 as follows:

* Name of company: Bich Chi Food Company
* Headquarters address: 45x1 Nguyen Sinh Sac, Ward 2, Sa Dec City, Dong Thap Province
* Tel: 02773 861 910 Fax: 02773 864 674
* Email: [info@bichchi.com.vn](mailto:info@bichchi.com.vn)
* Charter capital: VND 322,831,800,000
* Securities code: BCF
* 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 o Shareholders:

Information about meetings and Resolutions/Decisions of the General Meeting of Shareholders (including resolutions of the General Meeting of Shareholders passed in the form of written:

|  |  |  |  |
| --- | --- | --- | --- |
| No. | General Mandates/Decision No. | Date | Contents |
| 01 | 06/NQ-DHCD | April 27, 2023 | Annual General Mandate 2023: |

1. The Board of Directors (Annual report) (the term of 2021-2025):
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 |
| 01 | Mai The Khoi | Chair of the Board of Directors | April 28, 2021 | / |
| 02 | Pham Thanh Binh | Member of the Board of Directors-cum-General Manager | April 28, 2021 | / |
| 03 | Bui Van Sau | Non-executive member of the Board of Directors | April 28, 2021 | / |
| 04 | Nguyen Ngoc Tieu | Non-executive member of the Board of Directors | April 28, 2021 | / |
| 05 | Trang Si Duc | Non-executive member of the Board of Directors | April 28, 2021 | / |
| 06 | Nguyen Huong  Lien | Non-executive member of the Board of Directors | April 28, 2021 | / |
| 07 | Pham Hoang Thai | Member of the Board of Directors-cum-Deputy General Manager | April 28, 2021 | / |

1. Board Resolutions/Board Decisions (Annual Report)

|  |  |  |  |  |
| --- | --- | --- | --- | --- |
| No. | | Board Resolution/Board Decision No. | Date | Contents |
| 01 | | 01/NQ.HDQT | February 22, 2023 | Board Resolution on organizing the Annual General Meeting of Shareholders 2023. |
| 02 | | 05/NQ-HDQT-2023 | February 23, 2023 | Resolution on approving the borrowing at Joint Stock Commercial Bank for Foreign Trade of Vietnam - Dong Thap branch. |
| 03 | | 08/NQ.HDQT | May 13, 2023 | Board Resolution on implementing the share issuance plan to pay dividends for Q3/2022. |
| 04 | | 09/QD.HDQT | June 06, 2023 | Decision on dismissing Mr. Tran Van Su from the position of the person in charge of corporate governance. |
| 05 | | 10/QD.HDTQ | June 06, 2023 | Decision on appointing Ms. Dam Nguyet Anh as the person in charge of corporate governance. |
| 06 | | 12/NQ.HDQT | June 12, 2023 | Resolution on record date to exercise the rights to receive dividends by shares in Q3/2022. |
| 07 | 15/HDQT-NQ | | July 13, 2023 | Board Resolution on approving the result of share issuance to pay dividends for the third period of 2022; amending the Charter, depositing and listing additional shares on HNX. |
| 08 | 16/NQ.HDQT | | July 21, 2023 | Board Resolution on advancing cash dividend payment for the first period of 2023. |
| 10 | 20 /NQ-HDQT | | August 23, 2023 | Board Resolution on approving the demand for credit limits for Bich Chi 2 Food Company Limited. |
| 11 | 20A/NQ-HDQT | | October 18, 2023 | Board Resolution on approving the progress of the investment project to build a shrimp cracker and pho noodle processing plant for Bich Chi 2 Food Company Limited. |
| 12 | 22/2023/BC | | December 14, 2023 | Decision to adjust the investment project for a shrimp cracker, pho noodle and rice paper processing plant of Bich Chi 2 Food Company Limited. |
| 13 | 24 /NQ-HDQT | | December 20, 2023 | Board Resolution on the advance payment of cash dividend for the second period in 2023. |

1. The Supervisory Board (Annual Report)

1 Information on members of the Supervisory Board:

|  |  |  |  |  |
| --- | --- | --- | --- | --- |
| No. | Member of the Supervisory Board | Position | Date of appointment as member of the Supervisory Board. | Qualification |
| 01 | Nguyen Thi Thu Thuy | Chief | April 28, 2021 | Bachelor of Finance and Accounting |
| 02 | Tran Manh Hung | Member | April 28, 2021 | Bachelor of Economics |
| 03 | Nguyen Thi Thu Thao | Member | April 28, 2021 | Bachelor of Finance and Accounting |

1. The Executive Board.

|  |  |  |  |  |
| --- | --- | --- | --- | --- |
| No. | Member of The Executive Board | Date of birth | Qualification | Date of appointment/dismissal as a member of the Executive Board |
| 01 | Pham Thanh Binh - General Manager | January 02, 1953 | Bachelor of Economics | August 01, 2020 |
| 02 | Pham Hoang Thai - Deputy General Manager | October 25, 1984 | Bachelor of Economics | April 01, 2016 |
| 03 | Bui Thi Ngoc Tuyen - Deputy General Manager | July 30, 1981 | Bachelor of Economics | September 01, 2020 |
| 04 | Tran Thanh Nhiem - Deputy General Manager | May 24, 1966 | Bachelor of Food Chemistry | April 01, 2022 |

1. Chief Accountant

|  |  |  |  |
| --- | --- | --- | --- |
| Full name | Date of birth | Qualification | Appointment date |
| Tran Van Thieu | June 07, 1979 | Bachelor of Finance - Accounting | June 16, 2017 |

1. Training on corporate governance
2. Transactions between the Company and other entities/
3. Transactions between company and company that 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, the executive Manager (General Manager) in the last three (03) years (as of the time of making the report) (None)
4. Transactions between the Company and companies executed by the affiliated people of members of the Board of Directors, members of the Supervisory Board, the Manager (the General Manager) and other managers who are members of the Board of Directors, the Executive Manager (the General Manager). None
5. 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
6. Share transactions of PDMR and affiliated persons of PDMR (Annual report)
7. Transaction of PDMR and affiliated persons related to the Company’s shares:

|  |  |  |  |  |  |  |  |  |  |
| --- | --- | --- | --- | --- | --- | --- | --- | --- | --- |
| No. | Transaction conductor | | Relations with 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, ...) |
| Number of shares | Rate | Number of shares | Rate |
| 01 | Pham Hoang Thai | | Deputy General Manager | | 1,294,964 | 4.65% | 1,394,964 | 5.01% | Buy shares |
|  | Pham Hoang Thai | | Deputy General Manager | | 1,394,964 | 5.01% | 1,618,158 | 5.01% | Dividend payment by shares |
| 02 | Bui Thi Ngoc Tuyen | | Deputy General Manager | | 171,289 | 0.615% | 211,289 | 0.76% | Buy shares |
|  | Bui Thi Ngoc Tuyen | | Deputy General Manager | | 211,289 | 0.76% | 245,094 | 0.76% | Dividend payment by shares |
| 03 | Tran Van Thieu | | Chief Accountant | | 300 | 0.0001  % | 0 | 0% | Sale of shares |
| 04 | Trade Union at the Grassroots Level of Bich Chi Food Company Limited | | Trade Union at the Grassroots Level | | 30,733 | 0.11% | 35,650 | 0.11% | Dividend payment by shares |
|  | Trade Union at the Grassroots Level of Bich Chi Food Company Limited | Trade Union at the Grassroots Level | | 35,650 | | 0.11% | 32,650 | 0.10% | Sale of shares |

1. Other significant issues: None