**BHP: Annual Corporate Governance Report 2023**

On January 19, 2024, Hanoi - Haiphong Beer Joint Stock Company announced Report No. 01/BC-HNP on corporate governance in 2023 as follows:

* Name of Company: Hanoi - Haiphong Beer Joint Stock Company
* Head office address: 16 Lach Tray, Lach Tray Ward, Ngo Quyen, Hai Phong City.
* Tel: 02253.847004 Fax: 02253.845157
* Charter capital: VND 91,792,900,000
* Securities code: BHP
* 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 meetings and General Mandates/Decisions of the General Meeting of Shareholders (including General Mandates approved by collecting opinions via a ballot)

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| No. | General Mandate No. | Date | Content |
| 1 | 01/2023/NQ-DHDCD/HNP | April 20, 2023 | Annual General Mandate 2023 |

1. The Board of Directors (Report of 2023)
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 | Mr. Pham Anh Tuan | Chair of the Board of Directors (Non-executive) | April 20, 2023 |  |
| 2 | Mr. Tran Van Trung | Member of the Board of Directors | April 22, 2022 |  |
| 3 | Mr. Pham Quoc Khanh | Member of the Board of Directors | May 10, 2018 | April 20, 2023 |
| 4 | Ms. Duong Thi Viet Nga | Member of the Board of Directors (Non-executive) | April 20, 2023 |  |
| 5 | Mr. Dinh Duy Hoa | Member of the Board of Directors | April 20, 2023 |  |
| 6 | Mr. Le Duc Tien | Member of the Board of Directors | April 20, 2023 |  |

1. Board Resolutions/Board Decisions (Report of 2023):

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| --- | --- | --- | --- |
| No. | Board Resolution/Board Decision No. | Date | Content |
| 1 | 01/2023/NQ-HDQT/HNP | February 13, 2023 | Approve the cancellation of bids and adjustment of implementation time for packages under the Project: Investment in 100keg/h capacity kegging system |
| 2 | 02/2023/NQ-HDQT/HNP | February 22, 2023 | Approve the plan to organize the Annual General Meeting of Shareholders 2023 of Hanoi - Haiphong Beer Joint Stock Company |
| 3 | 03/2023/NQ-HDQT/HNP | March 21, 2023 | Approve the salary fund implementation of Hanoi - Haiphong Beer Joint Stock Company in 2022 |
| 4 | 04/2023/NQ-HDQT/HNP | March 21, 2023 | Approve contracts and transactions between the Company and affiliated persons |
| 5 | 05/2023/QD-HDQT/HNP | March 24, 2023 | Establish the Organizing Committee for the Annual General Meeting of Shareholders 2023 |
| 6 | 06/2023/NQ-HDQT/HNP | March 24, 2023 | Establish the Shareholder's Eligibility Verification Committee for the Annual General Meeting of Shareholders 2023 |
| 7 | 07/2023/NQ-HDQT/HNP | April 20, 2023 | Elect the Chair of the Board of Directors for the term of 2023-2028 |
| 8 | 08/2023/QD-HDQT/HNP | August 11, 2023 | Appoint of the Deputy General Manager |
| 9 | 09/2023/QD-HDQT/HNP | August 11, 2023 | Promulgate Information Disclosure Regulation of Hanoi - Haiphong Beer Joint Stock Company |
| 10 | 10/2023/NQ-HDQT/HNP | August 11, 2023 | Pay dividends to shareholders of Hanoi - Haiphong Beer Joint Stock Company |
| 11 | 11/2023/NQ-HDQT/HNP | August 11, 2023 | Renovate and repair for the installation of the 100 Keg/h kegging system |
| 12 | 12/2023/QD-HDQT/HNP | October 18, 2023 | Assign staff for overseas business trips |
| 13 | 13/2023/QD-HDQT/HNP | December 15, 2023 | Approve trading contracts between the Company and affiliated persons |

1. The Supervisory Board (Report of 2023)
2. Information about the members of the Supervisory Board

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| --- | --- | --- | --- | --- |
|  | Member of the Supervisory Board/Audit Committee | Position | Date of appointment/dismissal as member of the Supervisory/Audit Committee | Qualification |
| 1 | Nguyen Thi Hong Nhung | Chief of the Supervisory Board | April 20, 2023 | Bachelor of Accounting |
| 2 | Nguyen Nhu Khue | Member of the Supervisory Board | May 12, 2021 | Bachelor of Accounting |
| 3 | Ngo Thi Ly | Member of the Supervisory Board | April 22, 2022 | Bachelor of Accounting |

1. The Executive Board

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| --- | --- | --- | --- | --- |
| No. | Member of the Executive Board | Date of birth | Professional Qualification | Date of appointment/dismissal as the member of the Executive Board |
| 1 | Tran Van Trung | March 07, 1975 | * Construction Engineer
* Master of Business Administration
 | Appointed in January 2022 |
| 2 | Pham Quoc Khanh | September 02, 1962 | * Food Technologist
* Bachelor of Economics
 | Appointed in April 2017 Dismissed in June 2023 |
| 3 | Dinh Duy Hoa | December 26, 1967 | * Graduated from the University of Technology and Education I
* Bachelor of Economics
 | Appointed in March 2021 |
| 4 | Le Duc Tien | November 11, 1977 | * Bachelor of Biotechnology
* Bachelor of Business Administration
* Master in Economic Management
 | Appointed in August 2023 |
| 5 | Nguyen Huong Giang | February 01, 1979 | * Bachelor of Accounting and Auditing
 | Appointed in April 2018 |

1. Chief Accountant

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| --- | --- | --- | --- | --- |
| No. | Full name | Date of birth | Qualification | Date of appointment/dismissal |
| 1 | Nguyen Huong Giang | February 01, 1979 | - Bachelor of Accounting and Auditing | Appointed in April 2018 |

1. Training on corporate governance
2. List of affiliated persons of the public company (Report of 2023) and transactions between the affiliated persons of the Company with the Company itself
3. Transactions between the Company and related persons of the Company, or between the Company and major shareholders, PDMR, or related persons of PDMR

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| --- | --- | --- | --- | --- | --- | --- | --- | --- |
| 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 | General Mandate/Decision of the General Meeting of Shareholder or Board Resolution/Decision (if any, specify the issuance date) | Contents quantity, total value of transaction | Note |
| 1 | Hanoi Beer-Alcohol-Beverage Joint Stock Corporation | Major shareholder | Certificate of Business Registration No. 0101376672, issued on June 16, 2008, in Hanoi. | 183 Hoang Hoa Tham Street, Ngoc Ha Ward, Ba Dinh District, Hanoi City. | March 2023 | 04/2023/NQ-HDQT/HNP dated March 21, 2023 | Technology Transfer Contract and Exclusive Brand Usage Rights for "Hanoi Draft Beer" |  |

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
3. Transactions between the Company and the companies where members of the Board of Directors, members of the Supervisory Board, the Manager and other managers have been being founding members or members of the Board of Directors, the Executive Manager for the past three (03) years (calculated at the time of reporting): None
4. Transactions between Company and companies where affiliated persons of members of the Board of Directors, members of the Supervisory Board, the Manager and other managers are members of the Board of Directors, the Executive Manager: None
5. Other transactions of the Company (if any) which can bring material or non-material benefits to members of the Board of Directors and members of the Supervisory Board, the Manager and other managers: None

VIII. Share transactions of PDMR and persons affiliated person of PDMR

1. Company’s share transaction of PDMR and affiliated persons: None
2. Other significant issues: None