**BSD: Annual Corporate Governance Report 2023**

On January 19, 2024, Sai Gon - Dong Xuan Beer Alcohol Joint Stock Company announced Report No. 01/2024/BC-HDQT on the corporate governance of 2023 as follows:

* Enterprise name: Sai Gon - Dong Xuan Beer Alcohol Joint Stock Company
* Business Registration Address and Sai Gon - Dong Xuan Beer Alcohol Factory Area 6 Thanh Ba Town, Thanh Ba District, Phu Tho Province
* Transaction Office Address and Saigon Beer Factory - Me Linh: Zone 7, Quang Minh Town, Me Linh District, Hanoi
* Tel: 24 3884 0392 Fax: 24 3886 5188 Email: biaruousaigondongxuan.sbc@gmail.com
* Charter capital: VND 30,000,000,000
* Securities code: BSD
* 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 Mandates/Decisions of the General Meeting of Shareholders No. | Date of issuance | Content |
| 1 | 01/2023/NQ-DHDCD | March 16, 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. | Members of the Board of Directors | Position | Date of appointment/dismissal as member of the Board of Directors |
| Appointment date | Dismissal date |
| 1 | Mr. Tran Hoang Nam | Chair | April 09, 2022 |  |
| 2 | Mr. Nguyen Hong Tien | Member | April 09, 2022 |  |
| 3 | Doan Tien Dung | Member | April 09, 2022 |  |
| 4 | Ms. Nguyen Thi Lien Ha | Member | April 09, 2022 |  |
| 5 | Mr. Duong The Quang | Member | April 09, 2022 |  |

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

|  |  |  |  |
| --- | --- | --- | --- |
| No. | Board Resolution/Board Decision No. | Date of issuance | Content |
| 1 | 01/2023/NQ-HDQT | January 07, 2023 | * Approval of the "Welfare Policy" to be applied at Sai Gon - Dong Xuan Beer Alcohol Joint Stock Company.
* Approval of the contents of the corporate governance report for the last 6 months of 2022 to be submitted to the State Securities Commission and HNX in accordance with the information disclosure regulations stipulated in Circular 96/2020/TT-BTC and the information disclosure regulations of HNX .
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| 3 | 01/2023/QD-HDQT | January 16, 2023 | The Board of Directors approves the record date to organize the Annual General Meeting of Shareholders of the Company 2023. In particular:* Record date to exercise rights: February 08, 2023
* Organization date of Annual General Meeting of Shareholders 2023 Thursday, March 16, 2023 (proposed)
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| 4 | 02/2023/NQ-HDQT | February 27, 2023 | * Approval of the business and production report 2022 and business and production plan 2023 of the Company.
* Approval of documents prepared for the Annual General Meeting of Shareholders 2023 to be held on March 16, 2023.
* Approval of Proposal on investment items in 2023 of the Company.
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| 5 | 2/2023/QD-HDQT | March 16, 2023 | Enclosed with this Decision is the Charter of Sai Gon - Dong Xuan Beer Alcohol Joint Stock Company in 2023, which was approved by the Annual General Meeting of Shareholders 2023, replacing the Company's Charter in 2021. |
| 6 | 03/2023/NQ-HDQT | April 18, 2023 | Approval of the contents of Proposal No. 04/2023/TTr- SGĐX dated April 3, 2023 on liquidation of bottling line and spare parts of the production line. |
| 7 | 04/2023/NQ-HDQT | May 29, 2023 | Approval of the payroll liquidation in 2022 of Sai Gon - Dong Xuan Beer Alcohol Joint Stock Company |
| 8 | 05/2023/NQ-HDQT | May 29, 2023 | Approval of the record date and cash dividend payment rate for 2022. In particular:* Record date for the list of shareholders: June 22, 2023
* Time of dividend payment in 2022 July 12, 2023
* Dividend payment rate according to the Annual General Mandate 2023:

For shares: 5%/share (Shareholders receive VND 500 for every share they own) |
| 9 | 06/2023/NQ-HDQT | September 09, 2023 | Approval of the proposal to deploy the new salary structure at Sai Gon - Dong Xuan Beer Alcohol Joint Stock Company according to Proposal No. 07/2023/TTr-SGĐX dated September 7, 2023. |
| 10 | 07/2023/NQ-HDQT | October 17, 2023 | Approval of bid evaluation results for the EPC Bidding Package - Supply and installation of Fire Protection System at Sai Gon - Me Linh brewery factory |

1. The Supervisory Board;
2. Information about the 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 | Qualification |
| 1 | Ms. Le Thi Lan Anh | Chief | April 09, 2022 | Bachelor of Accounting |
| 2 | Ms. Hoang Thanh Van | Member | April 09, 2022 | Bachelor of Economics majoring in Accounting |
| 3 | Ms. Nguyen Thi Mai Linh | Member | April 09, 2022 | Bachelor of Banking and Finance |

1. The Executive Board.

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| --- | --- | --- | --- | --- |
| No. | Member of the Executive Board | Date of birth | Professional Qualification | Date of appointment / dismissal as member of the Executive Board |
| 1 | Nguyen Hong Tien - Manager of the Company | October 17, 1971 | Master in Business Administration | January 01, 2013 |
| 2 | Ngo Van Phong - Deputy Manager of the Company | April 15, 1974 | Bachelor of Business Administration | September 10, 2022 |

1. The Chief Accountant:

|  |  |  |  |  |
| --- | --- | --- | --- | --- |
| No. | Full name | Date of birth | Qualification: | Date of appointment/dismissal |
| 1 | Hoang Thi Binh - Chief accountant | March 15, 1986 | Master of Accounting | June 01, 2015 |

1. Training on corporate governance: None

Trainings on corporate governance that members of the Board of Directors, the Supervisory Board, the Executive Manager (General Manager), other managers and the Company's Secretariat have participated according to regulations on corporate governance:

1. List of affiliated persons of the public company (Report for 6 months/year) and transactions between affiliated person of the Company and the Company itself
2. List of affiliated person of the Company: Appendix 1
3. Transactions between the Company and affiliated persons of the Company; or between the Company and major shareholders, PDMR, or affiliated persons of PDMR: Appendix 2
4. Transactions between Company’s PDMR, affiliated persons of PDMR and subsidiaries or companies controlled by the Company None
5. Transactions between the Company and other entities:
	1. Transactions between the Company and the companies that members of the Board of Directors, members of the Supervisory Board, the Executive General Manager have been 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 that the affiliated persons of the Company’s members of the Board of Directors, members of the Supervisory Board, Executive General Manager are the members of the Board of Directors or Executive Manager (General Manager) of those companies: None
	3. Other transactions of the Company (if any) can bring about material or non-material benefits to the members of the Board of Directors, the members of the Supervisory Board, the Executive Manager (General Manager): None
6. Share transactions of PDMR and PDMR’s affiliated persons
7. List of PDMR and affiliated person of PDMR Appendix 3
8. Transaction of PDMR and affiliated persons related to the Company’s shares: None
9. Other significant issues: None

Appendix 2:

Transactions between the Company and affiliated persons of the Company; or between the Company and major shareholders, PDMR, affiliated persons of PDMR:

(as at December 31, 2023)

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| --- | --- | --- | --- | --- | --- | --- | --- | --- |
| No. | Name of individual/institution | Relations with the Company | NSH No.\*, Date of issue, Place of issue | Head office address/Contact address | Time of transaction | Approved General Mandate/ Decision of the General Meeting of Shareholders No. or Board Resolution/ Decision No. | Content, quantity, total value of transaction | Note |
|  |  |  | No. | Date of issue | Place of issue |  |  |  |  |  |
| 1 | Saigon Beer - Alcohol - Beverage Joint Stock Corporation | The Holding Company, Major shareholders |  |  |  |  |  | The stipulated Company's Charter and in accordance with Resolution No. 01/2023/NQ-DHDCD | Contract for purchase of raw materials and contract for sale of finished products |  |