**MKV: Annual Corporate Governance Report 2023**

On January 20, 2024, Cai Lay Veterinary Pharmaceutical JSC announced report No. 04/BC-MKV on corporate governance in 2023 as follows:

* Name of company: Cai Lay Veterinary Pharmaceutical JSC
* Head office address: Quarter 1, Ward 5, Cai Lay Town, Tien Giang Province
* Tel: 02733710769 Email: info@cailayvetco.com
* Charter capital: VND 50,000,380,000
* Securities code: MKV
* Corporate Governance Model: The General Meeting of Shareholders, the Board of Directors, the Supervisory Board, and the Board of Managers
* 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)

|  |  |  |  |
| --- | --- | --- | --- |
| No. | General Mandate/Decision No. | Date | Contents |
| 01 | 02/2023/NQ/DHDCD-MKV | April 15, 2023 | Annual General Mandate 2023 |

1. The Board of Directors (Report of 2022).
2. Information about members of the Board of Directors:

|  |  |  |  |
| --- | --- | --- | --- |
| No. | Member of the Board of Directors | Position (independent member of the Board of Directors, 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 | Mr. Dao Manh Luong | Chair of the Board of Directors | April 16, 2022 |  |
| 02 | Mr. Le Thanh Nam | Member of the Board of Directors | April 16, 2022 |  |
| 03 | Mr. Nguyen Anh Tuan | Member of the Board of Directors | April 16, 2022 |  |

1. Board Resolutions/Board Decisions in 2023:

|  |  |  |  |
| --- | --- | --- | --- |
| No. | Board Resolution/Board Decision No. | Date | Contents |
| 01 | 01/2023/NQ/HDQT-MKV | March 02, 2023 | Convene the Annual General Meeting of Shareholders 2023 |
| 02 | 03/2023/NQ/HDQT-MKV | April 16, 2023 | Plan of dividend payment |

1. The Supervisory Board

1 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 |
| 01 | Ms. Vu Thi Hong Nhung | Chief of Supervisory Board | April 16, 2022 | Bachelor |
| 02 | Mr. Than Van Dung | Member of the Supervisory Board | April 16, 2022 | Intermediate |
| 03 | Ms. Tran Thi Kieu Chinh | Member of the Supervisory Board | April 16, 2022 | Bachelor |

1. The Board of Managers:

|  |  |  |  |  |
| --- | --- | --- | --- | --- |
| No. | Member of the Board of Management/ the Executive Board | Date of birth | Qualification | Date of appointment/dismissal of members of the Board of Management/Executive Board2 |
| 01 | Mr. Do Van Tai | January 04, 1978 | Electronic engineer | November 06, 2018 |
| 02 | Ms. Phan Nguyen Thanh Huyen | October 26, 1987 | Bachelor of Accounting | February 01, 2021 |

1. Chief Accountant

|  |  |  |  |  |
| --- | --- | --- | --- | --- |
| No. | Full name | Date of birth | Qualification | Date of appointment/dismissal |
| 01 | Ms. Vo Thi Le Trinh | October 31, 1991 | Bachelor of Accounting | February 01, 2021 |

1. Training on corporate governance
2. List of affiliated persons of the public company and transactions between the affiliated persons of the Company with 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 Company’s PDMR, affiliated persons of PDMR with subsidiaries and companies controlled by the Company: None.
5. Transactions between the Company and other entities: None.
	1. Transactions between the Company and company in which members of the Board of Directors, members of the Supervisory Board, the Board of Managers and other managers have been and are founding members or members of the Board of Directors, the Board of Managers for the last three (03) years (as at the time of reporting): None
	2. Transactions between the Company and companies where affiliated persons of members of the Board of Directors, members of the Supervisory Board, the Board of Managers and other managers are members of the Board of Directors, the Board of Management: None.
	3. 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 Board of Managers and other managers: None.
6. Share transactions of PDMR and affiliated persons of PDMR (Report of 2023)
7. Company’s share transaction of PDMR and affiliated persons

|  |  |  |  |  |  |
| --- | --- | --- | --- | --- | --- |
| No. | Transaction conductor | Relations with PMDR | 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, bonus, etc.) |
| Number of shares | Rate | Number of shares | Rate |
| 01 | Dao Manh Luong | Chair of the Board of Directors | 974,342 shares | 19.49% | 974,342 shares | 19.49% |  |
| 02 | Dao Manh Hieu | Husband of the Chief of the Supervisory Board | 200 shares | 0.004% | 200 shares | 0.004% |  |

1. Other significant issues: None.