**VBH: Annual Corporate Governance Report 2023**

On January 17, 2024, Viettronics Binh Hoa JSC announced Report No. 06BC/VBH-HDQT on the Annual Corporate Governance 2023 as follows:

* Company name: Viettronics Bien Hoa JSC
* Head office address: No. 204, No Trang Long Street, Ward 12, Binh Thanh District, Ho Chi Minh City
* Tel: 028.3843 2472 - 028.3843 2459
* Fax: 028 3843 2460
* Email: vbh@victtronics-binhhoa.com
* Website: <http://www.viettronics-binhhoa.com>
* Charter capital: VND 29,000,000,000
* Securities code: VBH
* Corporate governance model: The General Meeting, Board of Directors, Supervisory Board and Executive Board
* Internal audit: Not executed.
1. Activities of the General Meeting:

Information about meetings and General Mandates/Decisions of the General Meeting (including General Mandates approved by collecting ballots)

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| No. | General Mandate/Decision of the General Meeting No. | Date | Content |
| 01 | 05 NQ/VBH-DHDCD | April 14, 2023 | General Mandate 2023 |

1. Information about members of the Board of Directors in the term 2021-2026:
2. Information about members of the Board of Directors in the term of 2021-2026

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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 | Date of reappointment (term 2021-2026) | Dismissal date |
| 1 | Mr. Pham Nguyen Anh | Chair/Non-executive member of the Board of Directors | April 16, 2021 |  |  |
| 2 | Ms. Do Thi Thuy Huong | Non-executive member of the Board of Directors | June 12, 2020 | April 16, 2021 |  |
| 3 | Mr. Ha Huu Quang | Member of the Board of Directors/Manager | April 19, 2019 | April 16, 2021 |  |
| 4 | Ms. Nguyen Thi Yen | Non-executive member of the Board of Directors | April 19, 2019 | April 16, 2021 |  |
| 5 | Mr. Duong Trung Dung | Non-executive member of the Board of Directors | June 04, 2016 | April 16, 2021 |  |

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

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| --- | --- | --- | --- |
| No. | Board Resolution/Decision  | Date | Contents |
| 1 | 01 NQ/VBH-HDQT | January 18, 2023 | Approve Friday, April 14, 2023 is the organization date of the Annual General Meeting 2023 of the Company |
| 2 | 02 NQ/VBH-HDQT | January 27, 2023 | Resolution on approving the salary fund in 2023 of the Company's Executive Board |
| 3 | 03 NQ/VBH-HDQT | January 27, 2023 | Resolution on approving the proposal of dissolving the self-defense establishment of Viettronics Binh Hoa JSC |
| 4 | 04 NQ/VBH-HDQT | March 20, 2023 | Resolution on approving the executive and assisting personnel at the Meeting, the Meeting’s agenda, reports and Proposals in the draft documents of the Annual General Meeting 2023. |
| 5 | 05 NQ/VBH-DHDCD | April 14, 2023 | * Approve the report on activities results of 2022 and activities plan for 2023 (report of the Company's Board of Directors) with the basic target being the production and business results of 2023 and production and business plan for 2023.
* Approve the Financial Statements 2022 audited and agreed by UHY Auditing and Accounting Company Limited
* Approve the Proposal on profit distribution and dividend payment in 2022.
* Approve the Proposal on remuneration of the Board of Directors and the Supervisory Board in 2022 and expected remuneration in 2023;
* Approve the Report on activities of the Supervisory Board in 2022;
* Approve the Proposal on the selection of an audit company for the Financial Statements 2023.
* Approve the Proposal on adjusting and supplementing a number of contents of the Company's Charter
* Approve the Proposal on adjusting and supplementing a number of contents in the Internal Regulations on corporate governance
* Approve the Proposal on adjusting and supplementing a number of contents in the Regulations on corporate governance
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| 6 | 06 NQ/VBH-HDQT | April 25, 2023 | Resolution on approving works related to the land at 204 No Trang Long Road, Ward 12, Binh Thanh District, Ho Chi Minh City |
| 7  | 07 NQ/VBH-HDQT | August 09, 2023 | Approve the Realized salary fund in 2022 and the salary fund plan for 2023 |
| 8 | 08 NQ/VBH-HDQT | August 11, 2023 | Resolution on recording/approving the Report on the production and business results in the first 6 months of 2023, orientations to implement the production plan in the last 6 months of 2023 and other contents |
| 9 | 09 NQ/VBH-HDQT | October 02, 2023 | Resolution on approving Binh Hoa Electronics Joint Stock Company loans Viettronics Vinh Phuc Joint Stock Company capital to buy assets. |
| 10 | 99 QD/VBH-HDQT | October 09, 2023 | Decision on appointing Mr. Ha Huu Quang, Manager of Viettronics Binh Hoa JSC, to work in Singapore, from October 18, 2023 to October 20, 2023. |
| 11 | 10 NQ/VBH-HDQT | November 24, 2023 | Resolution on recording/approving the report on business results for 9 months of 2023 and carrying out specific implementation measures to achieve the highest result for the production and business plan in 2023. |
| 12 | 11 NQ/VBH-HDQT | December 05, 2023 | Resolution on approving the realized salary fund of the Company’s Board of Directors in 2023. |

1. Supervisory Board/ Audit Committee (Report of 2023):
2. Information about members of the Supervisory Board (term 2021-2026)/Audit Committee:

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| --- | --- | --- | --- | --- | --- | --- |
|  | Member of the Supervisory Board | Position | Date of appointment as member of the Supervisory Board | Date of reappointment as member of the Supervisory Board (term 2021-2026) | Qualification | Note |
| 1 | Mr. Nguyen Phuoc Hiep | Chief | June 04, 2016 | April 16, 2021 | Corporate Accounting |  |
| 2 | Ms. Nguyen Vi Tuong Thuy | Member | June 04, 2016 | April 16, 2021 | Bachelor |  |
| 3 | Ms. Le Thi Phuong Dung | Member | April 19, 2019 | April 16, 2021 | Bachelor |  |

1. Executive Board.

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| --- | --- | --- | --- | --- | --- |
| No. | Full name | Date of birth | Qualification | Date of appointment | Date of re-appointment |
| 1 | Ha Huu Quang | October 30, 1971 | Engineer | July 21, 2016 | April 16, 2021 |
| 2 | Le Thanh Hien | May 05, 1974 | Engineer | September 26, 2016 |  |

1. The Chief Accountant

|  |  |  |  |
| --- | --- | --- | --- |
| Full name | Date of birth | Qualification | Date of appointment |
| Tran Thi Kieu Oanh | September 18, 1970 | Bachelor | July 27, 2020 |

1. Training on corporate governance:
2. List of related person of the public Company and transactions between the related person 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, and related person of PDMR. None.
4. Transactions between Company’s PDMR, related 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 where members of the Board of Directors, members of the Supervisory Board, Executive Manager (Managing Director) and other managers who have been founding members or members of the Board of Directors and Executive Manager (Managing Director) for the past three (03) years (as at the date of reporting): None.
	2. Transactions between the Company and company that related persons of members of the Board of Directors, members of the Supervisory Board, Executive Manager (Managing Director) and other managers who are members of the Board of Directors and Executive Manager (Managing Director): None.
	3. 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, Executive Manager (Managing Director) and other managers: None.
6. Share transactions of PDMR and related persons of PDMR:
7. Company’s share transactions of PDMR and related persons: None
8. Other significant issues: None.