**VTZ: Annual Corporate Governance Report 2023**

On January 19, 2024, Viet Thanh Plastic Trading And Manufacturing Joint Stock Company announced Report No. 01/2024/BCQT-VTZ on the corporate governance in 2023, as follows::

* Name of Company: Viet Thanh Plastic Trading And Manufacturing Joint Stock Company
* Head office address: No. 107, 2A Street, Area 5, Binh Ta 1 Hamlet, Duc Hoa Ha Commune, Duc Hoa District, Long An Province
* Tel: (0272) 3777 460 Fax: (028) 35 350 460
* Email: [info@vithacoplastic.com](mailto:info@vithacoplastic.com)
* Charter capital: VND 430,000,000,000
* Securities code: VTZ
* Corporate Governance Model: The General Meeting of Shareholders, the Board of Directors, the Supervisory Board, and the General Manager.
* Implementation of the internal audit function: Implemented.

1. Activities of the General Meeting of Shareholders:

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| --- | --- | --- | --- |
| No. | General Mandate No. | Date of promulgation | Content |
| 01 | 01/2023/VTZ/NQ-HDCDTN | June 06, 2023 | Annual General Mandate 2023 |

1. The Board of Directors (2023)
2. Information about members of the Board of Directors:

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| --- | --- | --- | --- | --- |
| No. | Member of the Board of Directors | Position | Date of appointment/dismissal as members/independent members of the Board of Directors | |
| Appointment date | Dismissal date |
| 1 | Mr. Nguyen Van Tuan | Chair of the Board of Directors | April 15, 2021 |  |
| 2 | Mr. Phan Van Quan | Vice Chair of the Board of Directors-cum-General Manager | April 15, 2021 |  |
| 3 | Mr. Phan Hung Cuong | Member of the Board of Directors (Non-executive) | April 15, 2021 |  |
| 4 | Mr. Nguyen Tien Tung | Independent member of the Board of Directors | April 15, 2021 | June 06, 2023 |
| 5 | Mr. Hoang Do Nguyen Thang | Independent member of the Board of Directors | April 15, 2021 | June 06, 2023 |
| 6 | Mr. Le Quoc Thanh Liem | Member of the Board of Directors | June 06, 2023 |  |
| 7 | Mr. Cai Minh Giac | Independent member of the Board of Directors | June 06, 2023 |  |

2. Board Resolutions

|  |  |  |  |  |  |  |
| --- | --- | --- | --- | --- | --- | --- |
| No. | Board Resolution/Board Decision No. | | Date | | Content | |
| 1 | 1/2023/VTZ/NQ-HDQT | | January 13, 2023 | | Resolution on approving the implementation of taking a loans and credit granting at Military Commercial Joint Stock Bank - Sai Gon Branch | |
| 2 | 2/2023/VTZ/NQ-HDQT | | January 31, 2023 | | Resolution on approving the adjustment of the time of the private placement to increase charter capital | |
| 3 | 3/2023/VTZ/NQ-HDQT | | February 02, 2023 | | Resolution on approving the line of credit in 2023-2024 at Ho Chi Minh City Development Joint Stock Commercial Bank - Phu Nhuan Branch | |
| 4 | 4/2023/VTZ/NQ-HDQT | | March 24, 2023 | | Resolution on approving the extension of time to organize the Annual General Meeting of Shareholders 2023 | |
| 5 | 5/2023/VTZ/NQ-HDQT | | March 29, 2023 | | Resolution on approving the financial lease at Vietnam International Financial Leasing Company Limited | |
| 6 | 6/2023/VTZ/NQ-HDQT | April 05, 2023 | | Resolution on approving the recorded list of shareholders to organize the Annual General Meeting of Shareholders 2023 | |
| 7 | 7/2023/VTZ/NQ-HDQT | May 05, 2023 | | Resolution on recording the time and venue to organize the Annual General Meeting of Shareholders 2023 | |
| 8 | 8/2023/VTZ/NQ-HDQT | May 06, 2023 | | Resolution on approving the amendments and supplements to the Regulation on information disclosure on the securities market | |
| 9 | 9/2023/VTZ/NQ-HDQT | May 12, 2023 | | Resolution on approving implementation time and method of payment to purchase shares from the private placement | |
| 10 | 10/2023/VTZ/NQ-HDQT | June 15, 2023 | | Resolution on approving the selection of an audit company in 2023 | |
| 11 | 11/2023/VTZ/NQ-HDQT | June 17, 2023 | | Resolution on approving the loan-lending transaction of Vietin | |
| 12 | 12/2023/VTZ/NQ-HDQT | June 20, 2023 | | Resolution on approving the take loan-lending transaction of VP bank | |
| 13 | 14/2023/VTZ/NQ-HDQT | June 26, 2023 | | Resolution on approving the results of the private placement, changing charter capital and amending the Company's Charter | |
| 14 | 15/2023/VTZ/NQ-HDQT | July 05, 2023 | | Resolution on approving details of using the capital obtained from the private placement | |
| 15 | 16/2023/VTZ/NQ-HDQT | July 13, 2023 | | Resolution on approving the line of credit for 2023-2024 at Joint Stock Commercial Bank for Investment and Development of Vietnam (BIDV) - Binh Chanh Branch | |
| 16 | 17/2023/VTZ/NQ-HDQT | November 17, 2023 | | Resolution on approving the line of credit in 2023-2024 at Maritime Bank- Ho Chi Minh City Branch | |
| 17 | 18/2023/VTZ/NQ-HDQT | November 28, 2023 | | Resolution on approving the line of credit for 2023-2024 at Vietnam International Commercial Joint Stock Bank | |
| 18 | 19/2023/VTZ/NQ-HDQT | December 28, 2023 | | Resolution on approving the credit limit in 2023-2024 at KASIKORNBANK Public Company Limited – Ho Chi Minh City Branch | |

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

|  |  |  |  |  |
| --- | --- | --- | --- | --- |
| No. | Member of the Supervisory Board | Position | Date of appointment/dismissal as member of the The Supervisory Board | Qualification |
| 1 | Mr. Nguyen Trong Huy | Chief of the Supervisory Board | April 15, 2021 | Master of Economics - Accounting |
| 2 | Ms. Phan Thi Thanh Ly | Member of the Supervisory Board | April 15, 2021 | Bachelor of Economics |
| 3 | Mr. Pham Duc Cuong | Member of the Supervisory Board | April 15, 2021 | Bachelor of Economic Laws |

1. The Executive Board. The Board of Management

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| --- | --- | --- | --- | --- |
| No. | Member of the Executive Board | Date of birth | Qualification | Date of appointment/dismissal as member of the Executive Board |
| 1 | Mr. Phan Van Quan | May 17, 1979 | Bachelor of Economics | April 15, 2021 |
| 2 | Mr. Nguyen Trung Ngoc | July 09, 1977 | Manufacturing Mechanical Engineer | April 15, 2021 |
| 3 | Mr. Ho Van Quyen | March 22, 1972 | Thermal technology engineer | April 15, 2021 |

1. Chief Accountant

|  |  |  |  |
| --- | --- | --- | --- |
| Full name | Date of birth | Qualification | Date of appointment/dismiss |
| Nguyen Thi Yen Nga | January 10, 1987 | Bachelor of Economics | April 15, 2021 |

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

|  |  |  |  |  |  |  |  |  |
| --- | --- | --- | --- | --- | --- | --- | --- | --- |
| 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 No. or Board Resolution/Decision No. (including date of promulgation, if any) | Contents quantity, total value of transaction | Notes |
| 1 | Viet Thanh Mechanical Investment and Import-Export Joint Stock Company | Subsidiary | 1102006482  Dated March 17, 2022. Department of Planning and Investment of Binh Phuoc Province | 107 Road 2A, Area 5, Binh Ta 1 Hamlet, Duc Hoa Ha Commune, Duc Hoa District, Long An Province | 2023 | General Mandate No. 01/2023/VTZ/NQ-HDCDTN | Buy asset: Enter 10 molds with the value of VND 7,196,000,000. Service provision revenue with the value of VND 841,790,400 |  |

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/
   1. Transactions between the Company and companies where members of the Board of Directors, members of the Supervisory Board, the General Manager and other managers have been founding members or members of the Board of Directors, the General Manager for the past three (03) years (at the time of reporting):

|  |  |  |  |  |  |  |  |
| --- | --- | --- | --- | --- | --- | --- | --- |
| 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 | Content, quantity, total value of transaction | Note |
| 1 | Hoang Anh Viet Trading And Technical Service Company Limited | Related to members of the company's Board of Directors | Tax code: 0305902637 issued on August 14, 2008 at Department of Planning and Investment of Ho Chi Minh City | OP-04.32 Officetel 130-132 Hong Ha, Ward 9, Phu Nhuan District, Ho Chi Minh City | 2023 | Purchase of goods, Value: VND 1,319,937,080 |  |
| 2 | Viet Thanh Mechanical Investment and Import-Export Joint Stock Company | Subsidiaries, related to members of the company's Board of Directors | 1102006482 Dated March 17, 2022. Department of Planning and Investment of Long An Province | 107 Road 2A, Area 5, Binh Ta 1 Hamlet, Duc Hoa Ha Commune, Duc Hoa District, Long An Province | 2023 | Enter 10 molds with the value of VND 7,196,000,000. |  |

* 1. Transactions between the Company and companies where affiliated persons of members of the Board of Directors, members of the Supervisory Board, the General Manager and other managers are members of the Board of Directors, the Executive General Manager: None.
  2. 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, the General Manager and other managers: None.

1. Share transactions of PDMR and affiliated persons of PDMR
2. Transaction of PDMR and affiliated persons related to the Company’s shares:

|  |  |  |  |  |  |  |  |
| --- | --- | --- | --- | --- | --- | --- | --- |
| 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, reward,...) |
| Number of shares | Rate | Number of shares: | Rate |
| 1 | Nguyen Van Tuan |  | 5,866,035 | 25.5% | 8,015,235 | 18.64% | Buy 4,800,000 shares in a private placement Sell ​​2,650,800 shares according to personal needs |
| 2 | Phan Van Quan |  | 4,255,000 | 18.5% | 6,430,000 | 14.95% | Buy 6,400,000 shares in a private placement Sell 4,225,000 shares according to personal needs |

1. Other significant issues: None.