**BST: Annual Corporate Governance Report 2023**

On January 23, 2024, Binh Thuan Book and Equipment JSC announced Report No. 30/QTCT-2024 on the corporate governance in 2023 as follows:

* Name of listed company: Binh Thuan Book and Equipment JSC
* Head office address: No. 70 Nguyen Van Troi Street, Phan Thiet City, Binh Thuan Province.
* Tel: 0252 3816118 Email: [stbbinhthuan@gmail.com](mailto:stbbinhthuan@gmail.com)
* Charter capital: VND 11,000,000,000.
* Securities code: BST

1. Activities of the General Meeting of Shareholders:

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| --- | --- | --- | --- |
| No. | General Mandate/ Decision No. | Date | Content |
| 1 | No. 33/NQ-DHCD-2023 | April 12, 2023 | Annual General Mandate 2023 |

1. The Board of Directors (Annual Report):
2. Information about members of the Board of Directors: Term 2020-2024

|  |  |  |  |  |  |  |
| --- | --- | --- | --- | --- | --- | --- |
| No. | Member of the Board of Directors | Position | Date of appointment/dismissal as member of the Board of Directors | Number of meetings attended by the Board of Directors | Attendance rate | Reason for absence |
| 1 | Mr Tran Van Hung | The Chair of the Board of Directors | May 28, 2020 | 3 | 100% | Appointed on May 28, 2020 |
| 2 | Mr Vu Bui Bien | Member | May 28, 2020 | 3 | 100% | Appointed on May 28, 2020 |
| 3 | Mr. Nguyen Van So | Member | May 28, 2020 | 3 | 100% | Appointed on May 28, 2020 |
| 4 | Mr Nguyen Minh Ha | Member | May 28, 2020 | 3 | 100% | Appointed on May 28, 2020 |
| 5 | Mr Le Trung Phi | Member | April 12, 2023 | 3 | 100% | Appointed on April 12, 2023 |
| 6 | Mr Nguyen Khoa Tuyen | Member/Secretariat/Information employee | May 28, 2020 | 3 | 100% | Dismissal date on April 12, 2023 |

1. Board Resolutions/Board Decisions:

|  |  |  |  |  |
| --- | --- | --- | --- | --- |
| No. | Resolution/ Decision No. | | Date | Content |
| 1 | No. 02/ NQ-HDQT | | January 06, 2023 | * Dividend prepayment in 2022. Rate 11%/dividend, payment date: February 16, 2023 |
|  | No. 19/ NQ-HDQT | | February 17, 2023 | * Record the list of shareholders attending the Annual General Meeting of Shareholders 2023 on April 12, 2023 Venue: Binh Minh Hotel, No. 211 Le Loi Street, Phan Thiet City - Binh Thuan Province. |
| 2 | No. 15/NQ-HDQT-2023 | | March 23, 2023 | Business results in 2022:  Revenue: VND 101,021,801,166   * Profit before tax: VND 2,606,248,720 * Dividend (12%) Remuneration of the Board of Directors and the Supervisory Board: Profit before tax 7%   Financial Business plan in 2023.   * Revenue: VND 104,000,000,000 * Profit before tax VND 2,300,000,000 * Dividend 12%; Remuneration of the Board of Directors and the Supervisory Board: Profit before tax 7% |
|  | | No. 28/NQ-HDQT | March 28, 2023 | * The Board of Directors received the resignation as a member of the Board of Directors, term 2020- 2024 from  Mr. Nguyen Khoa Tuyen |
| 7 | | No. 25/NQ-HDQT | April 14, 2023 | * The remuneration standards for the Board of Directors, Board of Supervisors, and Secretariats. |
|  | | No. 65/NQ-HDQT-2023 | August 14, 2023 | Result of activities in the first 6 months of 2023 Revenue: VND 33,961,600,254, reaching 32.7% of annual plan; Profit before tax: VND 986,147,853, reaching 42.9%; approve business plan in Q3/2023: Revenue in Q3/2023: VND 56,000,000,000 (Accumulated for 9 months of VND 90 billion); profit before tax in Q3/2023: VND 1,000,000,000 Accumulated 9 months of VND 2 billion |
|  | | No. 186/NQ-HDQT-2023 | October 17, 2023 | * Business results in the first 9 months of 2023: Revenue : VND 81,846,228,370, reaching 78.7% of annual plan; Profit before tax: VND 2,088,804,021, reaching 91% of annual plan, Business plan in Q4 and in 2023: Revenue in Q4/2023: VND 18,200,000,000 billion and profit before tax in Q4/2023: VND 211,000,000 |
|  | | No. 325/NQ-HDQT | December 28, 2023 | * Dividend payment in February 2022, Dividend prepayment in 2023 (with the rate of 13%/capital charter) |

1. The Supervisory Board;

1 Information about the members of the Supervisory Board: Term 2020-2024

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| --- | --- | --- | --- | --- | --- | --- |
| No. | Members of the Supervisory Board | Position | Date of appointment/dismissal as member of the Supervisory Board | Number of meetings which the Supervisory Board has attended | Attendance rate | Reason for absence |
| 1 | Mr. Do Huy Kien | Chief of the Supervisory Board | May 28, 2020 | 1/1 | 100% | Appointed on May 28, 2020 |
| 2 | Mr. Vuong Tri Thinh | Member | May 28, 2020 | 1/1 | 100% | Appointed on May 28, 2020 |
| 3 | Mr Le Trung Nhan | Member | May 28, 2020 | 1/1 | 100% | Appointed on May 28, 2020 |

1. The Executive Board.

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| --- | --- | --- | --- | --- |
| No. | Members of the Executive Board | Date of birth | Professional Qualification | Date of appointment/dismissal as member of the Executive Board |
| 1 | Mr. Nguyen Minh Ha | July 15, 1971 | University of Technology and Education | May 28, 2020 |
| 2 | Mr. Tran Huu Son | April 25, 1978 | Bachelor of Science in Biochemistry | October 01, 2020 |

1. Chief Accountant:

|  |  |  |  |
| --- | --- | --- | --- |
| Full name | Date of birth | Professional Qualification | Date of appointment / dismissal |
| Mr. Nguyen Khoa Tuyen | October 01, 1968 | Bachelor of Accounting | May 28, 2020 |

1. Training on corporate governance
2. List of affiliated person of the public company in 2023 and transactions between affiliated persons of the Company and the Company itself:
3. Transactions between the Company and affiliated persons of the Company; or between the Company and major shareholders, PDMR and affiliated 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) | Content, quantity, total value of transaction | Note |
| 1 | SOUTHERN BOOKS & EDUCATIONAL EQUIPMENT JSC | Joint venture company | 0309902130 | 231 Nguyen Van Cu Street, Ward 4, District 5, HCMC | 2023 |  | Buy books, equipment: VND 49,203,615,221 |  |
| 2 | Phuong Nam Education Investment and Development JSC | Joint venture company | 0304952106 | 231 Nguyen Van Cu Street, Ward 4, District 5, HCMC | 2023 |  | Buy books, equipment: VND 13,856,578,080 |  |
| 3 | Book and Educational Equipment Joint Stock Company of Ho Chi Minh City | Joint venture company | 0301325347 | 223 Nguyen Tri Phuong Street, Ward 9, District 5, HCMC | 2023 |  | Buy equipment: VND 3,928,337,276. |  |

1. Transactions between PDMR of the listed company, affiliated persons of PDMR and subsidiaries or companies controlled by the listed company: None
2. Transactions between the Company and other entities: Buy shares of Binh Thuan Environmental Urban Service Joint Stock Company (42,792 shares, equivalent to VND 427,920,000); buy shares of Binh Duong Educational Book and Equipment Joint Stock Company (30,000 shares, equivalent to VND 300,000,000).
   1. Transactions between the Company and the companies in which members of the Board of Directors, members of the Supervisory Board, the Executive Manager (General Manager) have been founding members or members of the Board of Directors, the Executive Manager (General Manager) for the past three (03) years (calculated at the time of reporting). None
   2. Transactions between the Company and the companies in which affiliated persons of members of the Board of Directors, members of the Supervisory Board and the Executive Manager (General Manager) are members of the Board of Directors, the Executive Manager (General Manager): None
   3. Other transactions of the Company (if any) can bring material or non-material benefits to members of the Board of Directors, members of the Supervisory Board, the Executive Manager (General Manager): None
3. Share transactions of PDMR and affiliated persons of PDMR (semi-annual report)
4. Listing company’s share transactions of PDMR and affiliated persons of PDMR

|  |  |  |  |  |  |  |  |
| --- | --- | --- | --- | --- | --- | --- | --- |
| 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 So | Chair of the Board of Directors | 9,062 | 0.82% | 9,062 | 0.82% |  |
| 2 | Nguyen Khoa Tuyen | Chief Accountant/Secretariat | 17,084 | 1.55% | 19,084 | 1.73% |  |
| 3 | Nguyen Minh Ha | the Board of Directors | 61,338 | 5.58% | 62,438 | 5.68% | Buy shares |
| 4 | Le Trung Nhan | The Supervisory Board | 3,505 | 0.32% | 3,505 | 0.32% |  |
| 5 | Vuong Tri Thinh | The Supervisory Board | 300 | 0.03% | 1,004 | 0.09% | Buy shares |
| 6 | Tran Huu Son | Deputy Manager | 12,024 | 1.09% | 15,324 | 1.39% | Buy shares |