**RBC: Annual Corporate Governance Report 2023**

On January 24, 2024, Rubber Industry & Import - Export Corporation announced Report No. 10/BC-HDQTRBC on the corporate governance of the Company in 2023 as follows:

* Name of company: Rubber Industry & Import - Export Corporation
* Head office address: No 64 Truong Dinh, Vo Thi Sau Ward, District 3, Ho Chi Minh City
* Tel: 028 39327173 Fax: 028 39327171
* Email of person in charge of information disclosure: nguyenchau0810@gmail.com
* Charter capital: VND 100,303,080,000
* Securities code: RBC
* 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: Unimplemented.
1. Activities of the General Meeting of Shareholders:

Information about the meetings and General Mandates/Decisions of the General Meeting of Shareholders (including General Mandates approved by collecting shareholders' opinions via a ballot):

|  |  |  |  |
| --- | --- | --- | --- |
| No. | General Mandate/Decision of the General Meeting of Shareholders No. | Date | Contents |
| 1 | 02/NQ-DHDCDRBC | April 06, 2023 | Annual General Mandate 2021 |

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

|  |  |  |  |
| --- | --- | --- | --- |
| 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 | Dismissal date |
| 1 | Mr. Phan Dinh Phuc | Executive Chair of the Board of Directors | June 05, 2020 |  |
| 2 | Mr. Giang Hoa Vu | Member of the Board of Directors-cum-General Manager | March 20, 2021 |  |
| 3 | Mr. Le Tuan Linh | Member of the Board of Directors, Deputy General Manager | March 20, 2021 |  |
| 4 | Mr. Doan Kim Tai | Member of the Board of Directors | June 05, 2020 |  |
| 5 | Mr. Phan Trong Quynh | Member of the Board of Directors | June 05, 2020 |  |

1. Board Resolutions/Board Decisions in 2023:

|  |  |  |  |
| --- | --- | --- | --- |
| No. | Board Resolution/Board Decision No. | Date | Contents |
| 1 | 10/NQ-HDQTRBC | March 16, 2023 | Approve the contents of the General Meeting of Shareholders 2023 |
| 2 | 16A/NQ-HDQTRBC | April 12, 2023 | Personnel work (retirement) |
| 3 | 28/NQ-HDQTRBC | June 12, 2023 | * Approve the production and business results in 5 months,
* Approve the production and business results for June and Q3/2023
* Approve the remuneration in 2022
* Debt recovery work
* Other contents
 |
| 3 | 40/NQ-HDQTRBC | September 14, 2023 | Personnel work (employee receive) |
| 4 | 45/NQ-HDQTRBC | October 15, 2023 | * Approve the production and business results in 9 months,
* Approve the production and business plan for Q4/2023
* Progress in handling existing problems according to recommendations of the State Audit.
* Debt recovery work
* Personnel work.
* Other contents
 |
| 5 | 47/NQ-HDQTRBC | October 11, 2023 | Personnel work (no appointment of capital representative) |
| 6 | 68/NQ-HDQTRBC | October 27, 2023 | Personnel work (appointment of capital representative) |
| 7 | 06/NQ-HDQTRBC | January 16, 2024 | * Approve the production and business results in 2023:
* Approve the production and business plan for 2024
* Progress in handling existing problems according to recommendations of the State Audit
* Debt recovery work
* Other work
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1. The Supervisory Board;
2. Information about members of the Supervisory Board:

|  |  |  |  |  |
| --- | --- | --- | --- | --- |
| No. | Member of the Supervisory Board | Position | Date of appointment as member of the Supervisory Board. | Qualification |
| 01 | Nguyen Thi Ngoc Hiep | Chief  | June 05, 2020 | Bachelor of Economics |
| 02 | Nguyen Trong Hung | Member | June 05, 2020 | Bachelor of Economics |
| 03 | Hoang Quynh Ngoc Thao | Member | April 06, 2023 | Master of Business Administration |

1. The Executive Board:

|  |  |  |  |  |  |
| --- | --- | --- | --- | --- | --- |
| No. | Member of the Executive Board | Position | Date of birth | Qualification | Date of appointment/dismissal as a member of the Executive Board |
| 1 | Mr. Giang Hoa Vu | General Manager | September 02, 1969 | Master of Economics | July 20, 2020 |
| 2 | Mr. Bui Ngoc Tien | Deputy General ManagerManager | January 15, 1981 | Bachelor of Laws | November 20, 2023 |
| 3 | Mr. Bui Van Dung | Deputy General Manager | August 07, 1973 | Bachelor of Finance and Accounting | October 06, 2021 |
| 4 | Mr. Le Tuan Linh | Deputy General Manager | July 04, 1968 | Mechanical Engineer | March 23, 2023 |

1. The Chief Accountant

|  |  |  |  |
| --- | --- | --- | --- |
| Full name | Date of birth | Qualification | Appointment date |
| Mr. Nguyen Bao Chau | October 08, 1993 | Bachelor of Accounting | January 01, 2021 |

1. Training on corporate governance;
2. List of affiliated person of the public company and transactions between the affiliated person 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: According to Appendix 1 attached.

Notes: NSH No.\*: ID Card/Passport No. (for individuals) or Business Registration Certificate No., License on Operations No. or equivalent legal documents (for institutions)

1. Transactions between Company’s PDMR, affiliated persons of PDMR and subsidiaries or companies controlled by the Company None
2. Transactions between the Company and other entities/ None.
	1. Transactions between the Company and the company in which members of the Board of Directors, members of the Supervisory Board, the Manager (the General Manager) and other managers have been founding members or members of the Board of Directors, the Executive Manager (the General Manager) for the past three (03) years (calculated at the time of reporting).
	2. Transactions between the Company and companies executed by the affiliated people of members of the Board of Directors, members of the Supervisory Board, the Manager (the General Manager) and other managers who are members of the Board of Directors, the Executive Manager (the General Manager).
	3. Other transactions of the Company (if any) which can bring material or non-material benefits to members of the Board of Directors, members of the Supervisory Board, the Manager (General Manager) and other managers.
3. Share transactions of PDMR and affiliated persons of PDMR None.
4. Other significant issues: None

APPENDIX 1

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

(Attached to the Annual Corporate Governance Report 2023 No. 10/BC-DHQTRBC dated January 24, 2024)

|  |  |  |  |  |  |  |  |  |  |  |
| --- | --- | --- | --- | --- | --- | --- | --- | --- | --- | --- |
| No. | Name of organization/individual | Relations with the Company | NSH Code\*: | Date of issue | Place of issue | Head office/Contact address | Time of transaction with the Company | Approved General Mandates/Decisions of the General Meeting of Shareholder No. or Board Resolutions/Decisions No. , Economic Contract No. | Transaction content | Total transaction value (Unit: VND)  |
| 1 | Dong Hoa Wood Processing One Member Company Limited | Company with 100% owner's capital contribution |  |  |  |  | In 2023 | No. 01/HD-RBC | Revenue from rent property | 1,000,000,000 |