**BVN: Annual Corporate Governance Report 2023**

On January 23, 2024, Vietnam Cotton Joint Stock Company announced Report No. 02/BC-CTB on corporate governance 2023 as follows:

* Name of Company: Vietnam Cotton Joint Stock Company
* Head office address: 69/1/3 Nguyen Gia Tri Street, Ward 25, Binh Thanh District, Ho Chi Minh City.
* Tel: 0931 735 777 Fax: 028 38992861

Email: bongvietnamvcc@gmail.com

* Charter capital: VND 50,000,000,000
* Securities code: BVN
* Corporate governance model:
* The General Meeting of Shareholders, the Board of Directors, the Supervisory Board.
* Internal audit execution: Implemented/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 | Content |
| I | General Mandate |
| 1 | 01/NQ-DHDCD-BVN | April 12, 2023 | Annual General Meeting of Shareholders 2023 |
| II | Decision |

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

|  |  |  |  |
| --- | --- | --- | --- |
| No. | Member of the Board of Directors | Position (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. Truong Van Dung | Chair of the Board of Directors | January 03, 2020 |  |
| 2 | Ms. Nguyen Phuong Thao | Member of the Board of Directors | March 09, 2020 |  |
| 3 | Ms. Truong Thi Dung | Member of the Board of Directors | March 09, 2020 |  |

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

|  |  |  |  |
| --- | --- | --- | --- |
| No. | Board Resolution/Board Decision No. | Date | Content |
| I | Resolution |  |  |
| 1 | 01/NQ-HDQT-BVN | March 02, 2023 | Convene the Annual General Meeting of Shareholders 2023 |
| 2 | 02/NQ-HDQT-BVN | March 02, 2023 | Sell pickup trucks |
| 3 | 03/NQ-HDQT-BVN | October 20, 2023 | Purchase cars |
| 4 | 04/NQ-HDQT-BVN | November 08, 2023 | Appoint the person in charge of corporate governance |
| II | Decision |  |  |

1. Supervisory Board/Audit Committee (Semi-annual Report of 2023):

Information about members of the Supervisory Board/Audit Committee:

|  |  |  |  |  |
| --- | --- | --- | --- | --- |
| No. | Member of the Supervisory Board/Audit Committee | Position | Date of appointment/dismissal as member of the Supervisory Board/the Audit Committee | Qualification |
| 1 | Mr. Tran Nguyen Duong | Chief of the Supervisory Board | March 09, 2020 | Master of Economics |
| 2 | Ms. Nguyen Thi Minh Hong | Member of the Supervisory Board | March 09, 2020 | Bachelor of Economics |

1. The Executive Board

|  |  |  |  |  |
| --- | --- | --- | --- | --- |
| No.  | Member of The Executive Board | Date of birth  | Qualification  | Date of appointment/dismissal as member of the Executive Board |
| 1 | Mr. Truong Van Dung | November 15, 1984 | Bachelor of Economics | January 03, 2020 |
| 2 | Mr. Nguyen Tan Van | December 12, 1973 | Master of Agriculture | January 01, 2023 |
| 3 | Ms. Nguyen Phuong Thao | May 11, 1991 | Bachelor of Business Administration | June 01, 2023 |

1. Chief Accountant

|  |  |  |  |
| --- | --- | --- | --- |
| Full name  | Date of birth  | Qualification  | Date of appointment/dismissal |
| Mr. Le Xuan Hoa | March 27, 1973 | Bachelor of Economics | January 01, 2020 |

1. Training on corporate governance
2. List of affiliated persons of the public company (Annual Report of 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

Details are in the Company's Financial Statements footnotes.

1. Transactions between the Company’s PDMR, affiliated persons of PDMR and subsidiaries, companies controlled by the Company.
2. Transactions between the Company and other entities
3. Transactions between the Company and companies where members of the Board of Directors, members of the Supervisory Board, the Manager (General Manager) and other managers have been founding members or members of the Board of Directors, the Executive Manager (General Manager) for the past three (03) years (as at the time of reporting):

Details are in the Company's Financial Statements footnotes.

1. Transactions between the Company and companies where affiliated persons of members of the Board of Directors, members of the Supervisory Board, the Manager (General Manager) and other managers are members of the Board of Directors or the Executive Manager (General Manager)

Details are in the Company's Financial Statements footnotes.

1. 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 Manager (General Manager) and other managers
2. Share transactions of PDMR and affiliated persons of PDMR (Annual Report of 2023)
3. Company’s share transactions of PDMR and affiliated persons
4. Other significant issues