**TVA: Annual Corporate Governance Report 2023**

On January 25, 2024, Thanh Tri Sanitary Ware Joint Stock Company announced Report No.03/TVA-PKT on the corporate governance in 2023 as follows:

* Name of company: Thanh Tri Sanitary Ware Joint Stock Company
* Head office address: Nguyen Khoai Street, Thanh Tri Ward, Hoang Mai District, Hanoi City
* Tel: 0243.8611056 Fax: 0243.8613147
* Charter capital: VND 63,000,000,000
* Securities code: TVA
* Email: [thanhtriviglacera@gmail.com](mailto:thanhtriviglacera@gmail.com)
* Corporate governance model: The General Meeting of Shareholders, the Board of Directors, the Supervisory Board and the General Manager.
* the internal audit execution Unexecuted

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)

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| --- | --- | --- | --- |
| No. | General Mandate/Decision of the General Meeting of Shareholders No. | Date | Content |
| 1 | 05/TVA-NQDHDCD | March 29, 2023 | Annual General Mandate 2023 |

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

|  |  |  |  |  |
| --- | --- | --- | --- | --- |
| No. | Member of the Board of Directors | Position | Date of appointment/dismissal as member/independent member of the Board of Directors | |
| Reappointment date | Dismissal date |
| 1 | Mr. Nguyen Minh Khoa | Chair of the Board of Directors | March 29, 2023 |  |
| 2 | Mr. Khuat Quang Thuc | Member of the Board of Directors | March 29, 2023 |  |
| 3 | Mr. Nguyen Manh Hieu | Member of the Board of Directors | March 29, 2023 |  |
| 4 | Mr. Le Anh Tuan | Member of the Board of Directors | March 29, 2023 |  |
| 5 | Mr. Dinh Quang Huy | Member of the Board of Directors | March 29, 2023 |  |
| 6 | Mr. Nguyen Dinh Khanh | Member of the Board of Directors | March 29, 2023 |  |

1. Board Resolutions/Board Decisions/Board official dispatches:

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| --- | --- | --- | --- |
| No. | Board Resolution/Board Decision No. | Date | Content |
| 1 | 01/TVA-HDQT | February 03, 2023 | Record the list of shareholders attending the Annual General Meeting of Shareholders 2023 |
| 2 | 02/TVA-HDQT | February 03, 2023 | Evaluate the production, business and investment results in 2022 and business plan for 2023 |
| 3 | 03/TVA-HDQT | March 29, 2023 | Propose contents for collecting opinions from General Meeting of Shareholders |
| 4 | 04/TVA-BBKP | March 29, 2023 | Minutes of vote counting - election of the General Meeting of Shareholders |
| 5 | 06/TVA-HDQT | March 29, 2023 | Assign duties to members of the Board of Directors |
| 6 | 07/TVA-HDQT | March 29, 2023 | Announcement of personnel of the Board of Directors |
| 7 | 08/TVA-HDQT | March 29, 2023 | Approve the capital loan at Vietnam Joint Stock Commercial Bank for Industry and Trade |
| 8 | 09/TVA-HDQT | March 29, 2023 | Approve to capital loan at Joint Stock Commercial Bank for Investment and Development of Vietnam |
| 9 | 10/TVA-HDQT | March 29, 2023 | Submit proposal for adjusting some investment items in 2023 |
| 10 | 11/TVA-HDQT | March 29, 2023 | Approve the adjustment of investment items for 2023 |
| 11 | 12/TVA-HDQT | March 29, 2023 | Submit proposal for change of officer title |
| 12 | 13/TVA-HDQT | April 05, 2023 | Submit Official Dispatch on requesting to change the the Company representative |
| 13 | 14/TVA-HDQT | April 18, 2023 | Board resolution on appointing Mr. Khuat Quang Thuc as General Manager |
| 14 | 15/TVA-HDQT | April 18, 2023 | Decision of the Chairman of the Board of Directors on appointing Mr. Khuat Quang Thuc to keep the position of General Manager |
| 15 | 16/TVA-HDQT | April 19, 2023 | Evaluate production and business results of Q1 of 2023 and plan for Q11 of 2023 |
| 16 | 17/TVA-HDQT | July 6, 2023 | Evaluate production and business results in the first 6 months of the year and implement plans for the last 6 months of 2023 |
| 17 | 18/TVA-HDQT | August 16, 2023 | Resolution: Record the list of shareholders entitled to dividends in cash |
| 18 | 19/TVA-HDQT | October 9, 2023 | Evaluate the production and business results in the first 9 months of the year and implement the plan for Q4 of 2023 |
| 20 | 20/TVA-HDQT | December 07, 2023 | Resolution: on halting routine maintenance during the Lunar New Year |

1. The Supervisory Board/Audit Committee
2. Information about members of the Supervisory Board/Audit Committee:

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| --- | --- | --- | --- | --- |
| No. | Member of the Supervisory Board/the Audit Committee | Position | Date of appointment/dismissal as member of the Supervisory/the Audit Committee | Qualification |
| 1 | Ms. Nguyen Thi Cam Van | Chief of the Supervisory Board | Re-appointed on March 29, 2023 | Bachelor of Finance |
| 2 | Mr. Le Dang Chung | Member | Re-appointed on March 29, 2023 | Bachelor of Economics |
| 3 | Mr. Nguyen Ngoc Ho | Member | Re-appointed on March 29, 2023 | Automation engineer |

1. The Executive Board.

|  |  |  |  |  |
| --- | --- | --- | --- | --- |
| No. | Members of the Executive Board | Date of birth | Qualification | Date of appointment/dismissal as the member of the Executive Board |
| 1 | Mr. Khuat Quang Thuc -General Manager | September 5, 1974 | Bachelor of Economics | Appointed on April 18, 2023 |
| 3 | Mr. Nguyen Dinh Khanh - Deputy General Manager | August 14, 1981 | Bachelor of Chemistry | Appointed on December 14, 2021 |

1. Chief Accountant

|  |  |  |  |
| --- | --- | --- | --- |
| Full name | Date of birth | Professional Qualification | Date of appointment / dismissal |
| Nguyen Thi Hong Hanh | November 24, 1972 | Bachelor of Economics | Appointed on April 16, 2021 |

1. Training on corporate governance;
2. List of affiliated persons of the public company and transactions between affiliated persons of the Company and the Company itself
3. Transactions between the Company and its affiliated persons; or between the Company and major shareholders, PDMR, or affiliated persons of PDMR: None.
4. Transactions between the Company’s PDMR, affiliated persons of PDMR and subsidiaries, companies controlled by the Company: None.
5. Transactions between the Company and other entities:
   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 (at the time of reporting).

* Viglacera Trading Joint Stock Company - Mr. Nguyen Manh Hieu, a member of the Board of Directors, is the General Manager.
* Viglacera Corporation - With Mr. Nguyen Manh Hieu - Member of the Board of Directors as General Manager
  1. Transactions between the Company and companies in which the affiliated persons 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). None.
  2. Other transactions of the Company (if any) which 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: None.

1. Share transactions of PDMR and PDMR’s affiliated persons
2. The Company’s shares transaction of PDMR and affiliated persons: None.
3. Other significant issues: None.