**CGV: Annual Corporate Governance Report 2023**

On January 24, 2024, VINACEGLASS Joint Stock Company announced Report No. 02/BC on the corporate governance in 2023 as follows:

* Name of Company: VINACEGLASS Joint Stock Company
* Head office address: 96, Street 15, KP 05, An Phu Ward, Thu Duc City
* Tel: 028.71086839 Email: [vanphongcgv@gmail.com](mailto:vanphongcgv@gmail.com)
* Charter capital: VND 94,999,560,000
* Contributed capital: VND 94,999,560,000
* Securities code: CGV
* Corporate Governance Model: The General Meeting of Shareholders, the Board of Directors, the Supervisory Board, and the General Manager.
* Internal audit execution: Implemented

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 opinions via a ballot):

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| --- | --- | --- | --- |
| No. | General Mandate/Decision of the General Meeting of Shareholders No. | Date | Content |
| 1 | General Mandate No. 01/DHDCD | June 14, 2023 | Annual General Mandate 2023 |

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 (independent member of the Board of Directors, 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./Ms. Phan Ngoc Anh | Non-executive Chair of the Board of Directors | January 11, 2023 |  |
| 2 | Mr./Ms. Tran Le Dung | Non-executive Vice Chair of the Board of Directors | January 11, 2023 |  |
| 3 | Mr./Ms. Mai Xuan Hiet | Non-executive member | June 15, 2022 |  |
| 4 | Mr./Ms. Huynh Thi Kim Hoa | Non-executive member | June 15, 2022 |  |
| 5 | Mr./Ms. Pham Phuc Thuong | Non-executive member | June 15, 2022 |  |
| 6 | Mr./Ms. Tran Huynh Quang | Executive member | June 15, 2022 |  |
| 7 | Mr./Ms. Pham Thanh Liem | Executive member | June 15, 2022 |  |

1. Board Resolutions/Decisions (Report of 2023)

|  |  |  |  |
| --- | --- | --- | --- |
| No. | Board Resolution/Decision No. | Date | Content |
| 01 | 01/2023/NQ-HDQT | January 10, 2023 | Approve Mr. Tran Le Dung's application to resign from the position of Chair of the Board of Directors and elect Mr. Tran Le Dung as Deputy Chair, Mr. Phan Ngoc Anh as Chair of the Board of Directors (in the term 2022-2027 from January 11, 2023) |
| 02 | 02/2023/NQ-HDQT | April 12, 2023 | Approve on holding the General Meeting of Shareholders on June 14, 2023 |
| 03 | 03/2023/NQ-HDQT | September 26, 2023 | Resolution on approving the report of the Executive Board on the Company's operations |
| 04 | 04/2023/NQ-HDQT | December 25, 2023 | Resolution on approving project's targets: Production and processing of mechanical products and auxiliary molds for the ceramic and ceramic tile industry. The processing of mechanical products for civil and industrial construction with a productivity of 300 tons/year.  Factory and warehouse for rent |

1. The Supervisory Board/Audit Committee (Report of 2023)
2. 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 |
| 01 | Mr./Ms. Tran Manh | Chief of the Supervisory Board | June 15, 2022 | Bachelor |
| 02 | Mr./Ms. Nguyen Thi Bich Hanh | Member | June 15, 2022 | Bachelor |
| 03 | Mr./Ms. Ngo Ngoc Lan | Member | June 15, 2022 | Bachelor |

1. The Executive Board.

|  |  |  |  |  |
| --- | --- | --- | --- | --- |
|  |  | Date of birth |  | Date of appointment/dismissal as member of the Executive Board |
| No. | Member of The Executive Board | Qualification |  |
| 01 | Mr./Ms. Tran Huynh Quang | July 23, 1988 | Master (General Manager) | Appointment date  October 1, 2020 |
| 02 | Mr./Ms. Nguyen Thi Thanh Phuong | May 13, 1977 | Bachelor (Executive Manager) | January 5, 2013 |
| 03 | Mr./Ms. Phan Thanh Liem | September 12, 1986 | Bachelor (Executive Manager) | January 1, 2016 |

1. Chief Accountant

|  |  |  |  |
| --- | --- | --- | --- |
| Full name | Date of birth | Qualification | Date of appointment /dismissal |
| Dao Nguyen Minh Chi | March 7, 1969 | Bachelor | Appointment date  October 15, 2011 |

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 and the Company itself
3. Transactions between the Company and affiliated persons of the Company; or between the Company and major shareholders, PDMR, 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 companies in which 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 03 years (at the time of report)
   2. Transactions between the Company and companies in which 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).
   3. 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
6. Share transactions of PDMR and affiliated persons of PDMR (Report of 2023)
7. Transaction of PDMR and affiliated persons to the Company’s shares

|  |  |  |  |  |  |  |  |  |
| --- | --- | --- | --- | --- | --- | --- | --- | --- |
| No. | Transaction conductor | Securities trading account (if any) | 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 | Luu Quang Hung |  | Major shareholder | 470,000 | 4.95% | 955,000 | 10.05% | Transactions of agreement and order matching |

1. Other significant issues: None