**HLB: Annual Corporate Governance 2023**

On January 25, 2024, Halong Beer And Beverage Joint Stock Company announced Report No. 114/BC-HLB on the corporate governance in 2023 as follows:

* Name of company: Halong Beer And Beverage Joint Stock Company
* Head office address: No. 130 Le Loi Street, Yet Kieu Ward Ha Long City, Quang Ninh Province.
* Tel: 02033826078 Fax: Email:
* Charter capital: VND 30,900,000,000
* Securities code: HLB
* Corporate Governance Model: General Meeting, Board of Directors, Supervisory Board, and Managing Director.
* Internal audit execution: No Auditing Committee
1. Activities of the General Meeting:

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

|  |  |  |  |
| --- | --- | --- | --- |
| No. | General Mandate/Decision of the General Meeting | Date | Contents |
| 1 | Annual General Mandate 2023 No. 234/NQ- DHDCD | April 25, 2023 | Annual General Mandate 2023 |
| 2 | 510/QD-DHDCD | September 8, 2023 | Extraordinary General Mandate 2023 |

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

|  |  |  |  |
| --- | --- | --- | --- |
| No. | Members 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 | Doan Van Quang | Chair - Executive independent member of the Board of Directors | June 30, 2015 | April 25, 2023 |
| 2 | Doan Truong Giang | Managing Director - Executive member of the Board of Directors | June 30, 2015 |  |
| 3 | Daisuke Komoto | Non-executive member of the Board of Directors | June 30, 2015 |  |
| 4 | Shunjiro Suga | Executive chair of the Board of Directors | April 25, 2023 |  |
| 5 | Vu Te Vi | Production Manager - Executive member of the Board of Directors | December 6, 2022 |  |
| 6 | Doan Van Quang | Non-executive member of the Board of Directors | June 30, 2015 | September 8, 2023 |
| 7 | Nguyen Quang Dung | Export Finance Manager - Non-executive member of the Board of Directors | September 8, 2023 |  |

1. Board Resolutions/Board Decisions (2023)

|  |  |  |  |
| --- | --- | --- | --- |
| No. | Board Resolution/Board Decision | Date | Contents |
| 1 | Minutes and Resolution Session 30: No. 18B/NQ-HDQT | January 5, 2023 | * Report on the production and business results in November 2022.
* Report on the production and consumption results in December 2022.
* Production and consumption plan for January 2023.
* Approve the establishment and regulations on functions, tasks, and organizational structure of the legal and compliance department.
* Approve bonus for employees in Lunar New Year 2023.
 |
| 2 | Minutes and Resolution Session 31: No. 77A/NQ-HDQT | February 17, 2023 | * Approve the report on production and business activities results in December 2022.
* Approve the production and consumption results in January 2023.
* Approve the production and consumption plan for February 2023.
* Approve the proposal on preparing to invest in additional equipment and apply technical advances to increase the capacity of Dong Mai brewery to 120 million liters/year
* Approve a number of tasks of convening the Annual General Meeting 2023.
 |
| 3 | Minutes and Resolution Session 32: No. 90/NQ-HDQT | February 21, 2023 | Approve the withdrawal of shares to use as treasury shares according to the employee selection program in the company issued in 2022. |
| 4 | Minutes and Resolution Session 33: No. 145A/NQ-HDQT | March 10, 2023 | * Approve the report on production and business activities results in January 2023.
* Approve the production and consumption results in February 2023.
* Approve the production and consumption plan for March 2023.
* Approve the preparations for the Annual General Meeting 2023.
 |
| 5 | Minutes and Resolution Session 34: No. 196/NQ-HDQT | April 4, 2023 | * Report on the results of production and business activities in February 2023.
* Report on production and consumption results in March and Q1/2023.
* Production and consumption plan for April 2023.
* Approve the draft content of the General Meeting 2023.
* Approve a number of tasks in convening the Annual General Meeting 2023.
* Approve the contents submitted by the Board of Directors to the General Meeting 2023.
* Proposal to adjust the content of Board Resolution No. 90/NQ-HDQT dated February 21, 2023 on the revocation of shares under the employee option program in the company issued in 2022.
 |
| 6 | Minutes and Resolution Session 35: No. 237/NQ-HDQT | April 25, 2023 | * Regular monthly tasks will be consulted by members of the Board of Directors in early May 2023.
* Approve the resignation letter of Mr. Doan Van Quang to resign from the position of the Chair of the Board of Directors of Halong Beer And Beverage Joint Stock Company.
* Approve the proposal on the nomination of new Chair of the Board of Directors Mr. Shunjiro Suga.
 |
| 7 | Minutes and Resolution Session 36: No. 258/NQ-HDQT | November 5, 2023 | * Approve the report on production and business activities results in March 2023.
* Approve the production and consumption results in April 2023.
* Approve the production and consumption plan for May 2023.
 |
| 8 | Minutes and Resolution Session 37: No. 297A/NQ-HDQT | June 1, 2023 | * Report on the results of production and business activities in April 2023.
* Report on production and consumption results in June 2023.
* Production and consumption plan for June 2023.
 |
| 9 | Minutes and Resolution Session 38: No. 373/NQ-HDQT | June 30, 2023 | * Report on the results of production and business activities in May 2023.
* Report on production and consumption results by June 29, 2023.
* Production and consumption plan for July 2023.
* Approve the proposal on organizing of the Extraordinary General Meeting.
* Approve the nomination of Mr. To Vinh Duong as Secretariat of the Board of Directors and disclose the information to the State Securities Commission and the Stock Exchange in place of Ms. Tran Thi Thu Huong.
 |
| 10 | Minutes and Resolution Session 39: No. 428A/NQ-HDQT | July 28, 2023 | * Report on the results of production and business activities in June 2023.
* Report on production and consumption results by June 2023.
* Production and consumption plan for August 2023.
* Transfer the ownership of shares recovered according to regulation 329/2021/NQ-HDQT dated December 10, 2021, from 04 employees who terminated their contracts ahead of time to 08 recipients of ownership transfer.
 |
| 11 | Minutes and Resolution Session 40: No. 509A/NQ-HDQT | September 7, 2023 | * Report on the results of production and business activities in July 2023.
* Report on production and consumption results by August 2023.
* Production and consumption plan for September 2023.
 |
| 12 | Minutes and Resolution Session 41: No. 560A/NQ-HDQT | October 6, 2023 | * Report on the results of production and business activities in August 2023.
* Report on production and consumption results by September 2023.
* Production and consumption plan for October 2023.
 |
| 13 | Minutes and Resolution Session 42: 583B/NQ-HDQT | October 19, 2023 | * Approve the report on production and business activities results in September 2023. Financial targets.
 |
| 14 | Minutes and Resolution Session 43: No. 624/NQ-HDQT | November 02, 2023 | * Supplement to the business lines;
 |
| 15 | Minutes and Resolution Session 44: No. 624/NQ-HDQT | November 22, 2023 | * Report on the results of production and business activities in October 2023.
* Report on production and consumption results by October 2023.
* Production and consumption plan for December 2023.
 |
| 16 | Minutes and Resolution Session 45: No. 721/NQ-HDQT | December 20, 2021 | * Report on production and business results in November 2023.
* Report on production and consumption results by November 2023.
* Production and consumption plan for January 2024.
 |

1. Supervisory Board (2023):
2. Information about members of the Supervisory Board:

|  |  |  |  |  |  |
| --- | --- | --- | --- | --- | --- |
| No. | Member of the Supervisory Board/the Audit Committee | Position | Date of appointment as member of the Supervisory Board | Date of dismissal as member of the Supervisory Board | Qualification |
| 1 | Pham Minh Hung | Chief of the Supervisory Board | April 15, 2016 | September 8, 2023 | Bachelor in Business Administration |
| 2 | Nguyen Thi Kim Loan | Supervisor | April 15, 2016 |  | Bachelor in Accounting and Finance |
| 3 | Nguyen Thi Truc | Supervisor | April 20, 2021 |  | Bachelor in Business Administration |
| 4 | Tran Thi Thu Huong | Chief of the Supervisory Board | September 8, 2023 |  | Bachelor in Accounting and Finance |

1. Executive Board

|  |  |  |  |  |
| --- | --- | --- | --- | --- |
| No. | Member of the Executive Board | Date of birth | Qualification | Date of appointment/dismissal as member of the Executive Board |
| 1 | Doan Truong Giang - Managing Director of the Company | July 13, 1986 | Master of Economics, Business Administration | September 1, 2019 |
| 2 | Le Thanh Nghi - Business Manager | January 11, 1986 | Master of Business Administration | October 11, 2022 |
| 3 | Nguyen Quang Dung - Finance Manager | November 13, 1986 | Bachelor in Business Administration | January 10, 2020 |
| 4 | Vu Te Vi - Production Manager | November 8, 1978 | Food Technologist | December 6, 2022 |

1. Chief Accountant:

|  |  |  |  |
| --- | --- | --- | --- |
| Full name | Date of birth | Qualification | Appointment date |
| Dao Thi Xuyen | 1975 | Bachelor in Accounting and Finance | July 1, 2015 |

1. Training course on corporate governance:
2. List of related persons of the public Company and transactions between the related persons of the Company with the Company itself:
3. Transactions between the Company and related persons of the Company, or between the Company and principal shareholders, PDMR, or related persons of PDMR

|  |  |  |  |  |  |  |  |  |
| --- | --- | --- | --- | --- | --- | --- | --- | --- |
| 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 No. or Board Resolution/Board Decision No. ... approved (if any, specifying date of issue) | Content, quantity, total value of transaction | Note |
|  | None |  |  |  |  |  |  |  |

1. Transactions between Company’s PDMR, related persons of PDMR and subsidiaries, companies controlled by the Company.

|  |  |  |  |  |  |  |  |  |  |
| --- | --- | --- | --- | --- | --- | --- | --- | --- | --- |
| No. | Transaction conductor | Relations with PMDR | Position at listed companies | ID card/Passport No., date of issue, place of issue  | Address | Name of subsidiaries or companies controlled by the listed company | Time of transaction | Content, quantity, total value of transaction | Note |
|  | None |  |  |  |  |  |  |  |  |

1. Transactions between the Company and other entities:
* Transactions between the Company and companies where members of the Board of Directors, members of the Supervisory Board, Executive Manager (Managing Director) and other managers who have been founding members or members of the Board of Directors or Executive Manager (Managing Director) for the past three (03) years (as at the date of reporting): None
* Transactions between the Company and the companies that related persons of members of the Board of Directors, members of the Supervisory Board, Executive Manager (Managing Director) and other managers who are members of the Board of Directors or Executive Manager (Managing Director): None
* 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, Executive Manager (Managing Director) and other managers: None
1. Share transactions of PDMR and related persons of PDMR:
2. Company’s share transactions between PDMR and related persons:

|  |  |  |  |  |  |
| --- | --- | --- | --- | --- | --- |
| 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. | Vu Te Vi |  | 7,500 | 0.2427% | 9,500 | 0.3074% | Bonus |
| 2.. | Nguyen Quang Dung |  | 7,100 | 0.23% | 9,100 | 0.2945% | Bonus |
| 3.. | Dao Thi Xuyen |  | 1,068 | 0.035% | 2,068 | 0.0669% | Bonus |
| 4.. | Tran Thi Thu Huong |  | 1,000 | 0.032% | 2,000 | 0.0647% | Bonus |
| 5.. | Nguyen Thi Truc |  | 17,930 | 0.58% | 17,030 | 0.5511% | Sell |

1. Other significant issues: None