**BMG: Annual Corporate Governance Report 2023**

On January 03, 2024, Binh Minh Garment Joint Stock Company announced Report No. 01/2024/BC-BM on corporate governance in 2023 as follows:

* Name of Company: Binh Minh Garment Joint Stock Company
* Head office address: No. 440 No Trang Long, Ward 13, Binh Thanh District, Ho Chi Minh City
* Tel: 028-3553 3358 Fax: 028-3553 3348 Email: cvp@bmig.com.vn
* Charter capital: VND 52,920,000,000
* Securities code: BMG
* Corporate governance model: The General Meeting of Shareholders, the Board of Directors, the Supervisory Board, and the General Manager.
* Internal audit execution: Not executed
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):

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| --- | --- | --- | --- |
| No. | General Mandate/ Decision No. | Date | Content |
| 1 | 27/2023/NQ-DHDCD | April 20, 2023 | The General Meeting of Shareholders approved |
| 1. The Report of the Board of Directors, Report of the Supervisory Board, Financial Statements 2022 |
| 2. Production and business results in 2022 |
| 3. Production and business plan for 2023 |
| 4. Plan on profit distribution and dividend payment in 2022 - authorize the Executive Board to implement before May 30, 2023. |
| 5. Authorize the Board of Directors to select an independent audit company in 2023 - assign the Executive Board to implement according to the proposal of the Supervisory Board. |

1. The Board of Directors (annual report):
2. Information about members of the Board of Directors:

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| --- | --- | --- | --- |
| No. | Member of the Board of Directors | Position (independent member, non-executive member of the Board of Directors) | Date of appointment/dismissal as member of the Board of Directors |
| Appointment date | Dismissal date |
| 1 | Mr. Le Mac Thuan | Chair of the Board of Directors | April 27, 2015 |  |
| 2 | Ms. Nguyen Thi Thang | Non-executive member of the Board of Directors | May 22, 2011 |  |
| 3 | Mr. Vo Quoc Hao | Member of the Board of Directors - General Manager of the Company. | April 27, 2015 |  |
| 4 | Mr. Nguyen Ngoc Hai | Non-executive member of the Board of Directors | April 27, 2015 |  |
| 5 | Ms. Nguyen Thi Thu Nhung | Non-executive member of the Board of Directors | June 12, 2020 |  |

1. Board Resolutions/Board Decisions (Annual Report):

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| --- | --- | --- | --- |
| No. | Board Resolution/ Board Decision No. | Date | Content |
| 1 | 22/2023/HDQT | January 12, 2023 | - Approve the data of the business and production report in 2022.- The Board of Directors requests the Executive Board to find solutions to recruit more workers for the production facilities.  |
| - Assign the targets of the production and business activities in 2023. |
| - Approve the plan to change the highest management staff of the Minh Ha branch (Hanoi). |
| 2 | 23/2023/HDQT | March 22, 2023 | - Approve the content of the documents submitted to the Annual General Meeting of Shareholders and agree on the time of organizing the General Meeting of Shareholders in 2023 of the Company. |
| - Agree on the issues related to the production and business activities at the existing branches. |
| 3 | 24/2023/HDQT | April 17, 2023 | - Approve the investment policy on leveling the ground and building the fence of the new factory project in Hau Giang |
| 4 | 28/2023/HDQT | May 25, 2023 | Decide to dismiss the position of Manager of Minh Ha Garment Factory - Hanoi Branch for Ms. Kim Yen Ngoc. |
| 5 | 29/2023/HDQT | July 25, 2023 | - Approve the report of the Executive Board on the results of implementing the production and business plan for the first 6 months of 2023. |
| - The progress of the investment projects+ The project of building a warehouse in Zone B: complete the procedures to rent the warehouse soon.+ The new factory project in Hau Giang: continue to level and build the fence of the factory. |
| 5 | 31/2023/HDQT | October 27, 2023 | - Approve the report of the Executive Board on the results of implementing the production and business plan for the first 9 months of 2023. |
| - The progress of the investment projects + The new factory project in Hau Giang: continue to construct the fence of the factory. |
| 6 | 33/2023/HDQT (get opinions via email) | November 29, 2023 | The Board of Directors selects Southern Auditing & Accounting Financial Consulting Services Company Limited (AASCS) as the audit company for the Financial Statements 2023.  |

1. The Supervisory Board (Annual report)
2. Information about members of the Supervisory Board:

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| --- | --- | --- | --- | --- | --- |
| No. | Member of the Supervisory Board | Position | Date of appointment as member of the Supervisory Board | Date of dismissal as member of the Supervisory Board | Qualification |
| 1 | Mr. Nguyen Dinh Thang | Chief | April 29, 2022 |  | Bachelor |
| 2 | Mr. Nguyen Anh Tuan | Member | April 27, 2015 |  | Bachelor |
| 3 | Ms. Ho Dang Ngoc Diem | Member | April 28, 2018 |  | Associate degree in Accounting and Auditing |

1. The Executive Board:

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| --- | --- | --- | --- | --- |
| No. | Member of the Executive Board | Date of birth | Qualification | Date of appointment as Member of the Executive Board |
| 1 | Mr. Vo Quoc Hao | October 14, 1968 | Master of Economics | September 01, 2015 |
| 2 | Mr. Ho Thanh Lam | June 10, 1968 | Bachelor of Economics | January 05, 2016 |
| 3 | Mr. Vu Dinh Nghia | June 07, 1973 | Associate degree of Technical | June 01, 2016 |

1. Chief Accountant:

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| --- | --- | --- | --- |
| Full name | Date of birth | Qualification | Appointment date |
| Tran Thi Doan | June 10, 1972 | Bachelor of Economics majoring in Accounting | February 01, 2021 |

1. Training on corporate governance: None.
2. List of affiliated persons of the public company (Annual report) 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 PDMR of the Company, affiliated persons of PDMR and subsidiaries, companies under the control of the Company: None.
5. Transactions between the Company and other entities:
	1. Transactions between the Company and the 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 three years (calculated at the time of reporting): None
	2. Transactions between the Company and companies where the affiliated people 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, the Executive Manager (General Manager): None.
	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: None.
6. Share transactions of PDMR and affiliated persons of PDMR (Annual Report)
7. List of PDMR and the affiliated persons of PDMR

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| --- | --- | --- | --- | --- | --- | --- | --- | --- |
| No. | Full name | Securities trading account | Position in the Company (if any) | ID card/Passport No., Date of issue, Place of issue | Contact address | Number of shares owned at the end of the period | Share ownership rate at the end of the period | Note |
| 1 | Mr. Le Mac Thuan |  | Chair of the Board of Directors |  | 525/3 Su Van Hanh, Ward 12, District 10, Ho Chi Minh City | 1,164,240 | 22% | Capital representative of Vietnam National Textile and Garment Group for 1,164,240 shares |
| 2 | Mr. Nguyen Ngoc Hai |  | Member of the Board of Directors |  | No. 343/7 To Hien Thanh Street, Ward 12, District 10, Ho Chi Minh City | 264,600 | 5% | Individual capital |
| 2.1 | Ms. Pham Thi Hoa |  | None |  | No. 343/7 To Hien Thanh Street, Ward 12, District 10, Ho Chi Minh City | 264,600 | 5% | * Mr. Hai’s wife
* Individual capital
 |
| 2.2 | Ms. Pham Thi Nu |  | None |  | No. 59, Nguyen Van Tang Street, Long Thanh My Ward, District 9, Ho Chi Minh City | 155,350 | 2.93% | * Mr. Hai’s sister-in-law Individual capital
 |
| 3 | Mr. Vo Quoc Hao |  | Member of the Board of Directors - General Manager of the company |  | 32/99 Bui Dinh Tuy Street, Ward 12, Binh Thanh District, Ho Chi Minh City | 150,024 | 2.83% | Individual capital |
| 4 | Ms. Nguyen Thi Thang |  | Member of the Board of Directors |  | No. 28 Dao Duy Anh Street, Ward 9, Phu Nhuan District, Ho Chi Minh City | 237,082 | 4.48% | Individual capital |
| 5 | Ms. Nguyen Thi Thu Nhung |  | Member of the Board of Directors |  | 29/2K Nguyen Gia Tri Street, Ward 25, Binh Thanh District, Ho Chi Minh City | 66,662 | 1.26% | Individual capital |
| 6 | Mr. Nguyen Dinh Thang |  | Chief of the Supervisory Board |  | No. 125 Ton That Dam Street, Ben Nghe Ward, District 1, Ho Chi Minh City. | 45,952 | 0.87% | Individual capital |
| 7 | Mr. Nguyen Anh Tuan |  | Member of the Supervisory Board |  | 50/43 Le Thi Hong Street, Ward 17, Go Vap District, Ho Chi Minh City | 116,747 | 2.21% | Individual capital |
| 8 | Ms. Ho Dang Ngoc Diem |  | Member of the Supervisory Board |  | 176/27/11 TX25 Street, Thanh Xuan Ward, District 12, Ho Chi Minh City | 158,760 | 3% | Capital representative of Vietnam National Textile and Garment Group for 158,760 shares |
| 9 | Mr. Ho Thanh Lam |  | Deputy General Manager |  | No.3 31F Street, An Phu Ward, Thu Duc City, Ho Chi Minh City | 16,917 | 0.32% | Individual capital |
| 9.1 | Ms. Ho Thi Thu Thuy |  | Employee |  | No.3 31F Street, An Phu Ward, Thu Duc City, Ho Chi Minh City | 9,026 | 0.17% | * Mr. Lam’s wife
* Individual capital
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| 10 | Mr. Vu Dinh Nghia |  | Deputy General Manager |  | 210/15/1 Street 11, Truong Tho Ward, Thu Duc City, Ho Chi Minh City | 5,909 | 0.11% | Individual capital |
| 11 | Mr. Nguyen Minh Tuan |  | Information publisher |  | 801/18/13 Pham The Hien Street, Ward 4, District 8, Ho Chi Minh City | 3,709 | 0.07% | Individual capital |
| 12 | Ms. Tran Thi Doan |  | Chief Accountant |  | 29 Street 54, Quarter 1, Thanh My Loi Ward, Thu Duc City, Ho Chi Minh City | 10,000 | 0.19% | Individual capital |

1. Company’s share transactions of PDMR and affiliated persons: None.