**SJ1: Annual Corporate Governance Report 2023**

On January 26, 2024, Hung Hau Agricultural Corporation announced Report No. 02/2204/HHA-BC on corporate governance in 2023 as follows:

* Name of Company: Hung Hau Agricultural Corporation
* Head office address: 1004A Au Co St., Phu Trung Ward, Tan Phu Dist., HCMC
* Tel: 028 3974 1135 Fax: 028 3974 1280 Email: [info@hunghau.vn](mailto:info@hunghau.vn)
* Charter capital: VND 234,851,540,000
* Securities code: SJ1
* Corporate governance model: The General Meeting of Shareholders, the Board of Directors, the General Manager/Manager and the Audit Committee under the Board of Directors.
* Internal audit execution: Implemented

1. Activities of the General Meeting of Shareholders:

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| No. | General Mandate/Decision of the General Meeting of Shareholders No. | Date | Content |
| 1 | 01.2023/NQ-DHDCD | August 07, 2023 |  |
| 2 | 01.2024/NQ-DHDCD | December 29, 2023 |  |

1. The Board of Directors.
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 members/independent members of the Board of Directors | |
| Appointment date | Dismissal date |
| 1 | Mr. Tu Thanh Phung | Chair of the Board of Directors (Non-executive member of the Board of Directors) | Date of appointment as member of the Chair of the Board of Directors: December 2, 2021 |  |
| 2 | Ms. Pham Thi Minh Nguyet | Vice Chair of the Board of Directors (Non-executive member of the Board of Directors) | Date of appointment as member of the Vice Chair of the Board of Directors: December 2, 2021 |  |
| 3 | Mr. Vu Quang Chinh | Member of the Board of Directors (Executive member of the Board of Directors) | Date of appointment as the member of the Board of Directors: December 25, 2021 |  |
| 4 | Ms. Huynh Thanh | Member of the Board of Directors (Non-executive members of the Board of Directors) | Date of appointment as the member of the Board of Directors: December 28, 2019 |  |
| 5 | Ms. Le Thi Thuy Phuong | Independent member of the Board of Directors | Date of appointment as the member of the Board of Directors: December 24, 2022 |  |

1. Board Resolutions/Board Decisions

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| No. | Resolution/Decision No. | Date | Content |
| 1 | No. 05.2023/NQ-HDQT | March 20, 2023 | Approve the appointment/resignation letter of the Secretary of the Board of Director-cum-person in charge of corporate governance - Hung Hau Agricultural Corporation. |
| 2 | No. 06.2023/NQ-HDQT | March 31, 2023 | Approve the list of members of the Audit Committee and sub-committees under the Board of Directors. |
| 3 | No. 07.2023/NQ-HDQT | April 04, 2023 | Approve the loan of capital to Hung Hau Food Joint Stock Company. |
| 4 | No. 08.2023/NQ-HDQT | April 17, 2023 | Approve the selection of Sao Viet Auditing Company Limited as an audit company for the Financial Statements 2023. |
| 5 | No. 09/NQ-HDQT | May 17, 2023 | Approve the dossier on issuing shares to existing shareholders |
| 6 | No. 10/NQ-HDQT | Approve to implement the public offering to existing shareholders and the plan on ensuring the public offering to be in line with the foreign ownership rate. |
| 7 | No. 11/NQ-HDQT | Approve the detailed plan to use capital from the shares offering for existing shareholders |
| 8 | No. 09.2023/NQ-HDQT | May 23, 2023 | Approve the report on production and business activities for the first 06 months of the fiscal year 2023; production and business plan for the last 06 months of the fiscal year 2023; reports of sub-committees on evaluating activities of sub-committee affiliated the Board of Directors; time to pay dividends according to the Annual General Mandate 2023 dated December 24, 2022, no later than June 20, 2023. |
| 9 | No. 10.2023/NQ-HDQT | July 04, 2023 | On organizing the collection of shareholders' opinions via a ballot on July 4, 2023. |
| 10 | No. 11.2023/NQ-HDQT | August 08, 2023 | On implementing the public offering to existing shareholders and the plan on ensuring the public offering to be in line with the foreign ownership rate. |
| 11 | No. 12.2023/NQ-HDQT |  | The plan to use capital from the shares offering for existing shareholders |
| 12 | No. 01.2024/NQ-HDQT | October 04, 2023 | Approve the extension of Contract no. 01-MT-2023 dated April 4, 2023 between Hung Hau Agricultural Corporation and Hung Hau Food Joint Stock Company |
| 13 | No. 02.2024/NQ-HDQT | November 01, 2023 | Approve the appointment/resignation letter of the Deputy General Manager of Hung Hau Agricultural Corporation |
| 14 | No. 03.2024/NQ-HDQT | 06/11/202 | Approve the detailed plan to use capital from the shares offering for existing shareholders |
| 15 | No. 04.2024/NQ-HDQT | November 09, 2023 | Approve the expected record date of the list of shareholders entitled to attend the Annual General Meeting of Shareholders for the fiscal year 2024: November 30, 2023.  Approve the expected time to organize the Annual General Meeting of Shareholders 2024: From December 25, 2023 to December 30, 2023. |
| 16 | No. 05.2024/NQ-HDQT | December 05, 2023 | Approve the plan to organize the Annual General Meeting of Shareholders 2024. |
| 17 | No. 06.2024/NQ-HDQT | December 30, 2023 | Approve the signing of contracts, transaction with related persons of Hung Hau Agricultural Corporation. |
| 18 | No. 01.2023/QD-HDQT | March 20, 2023 | Approve the resignation letter of the Secretary of the Board of Directors-cum-person in charge of corporate governance - Hung Hau Agricultural Corporation - Ms. Nguyen Thi Minh Tuyen. |
| 19 | No. 02.2023/QD-HDQT | March 20, 2023 | Appoint Ms. Nguyen Thi Hang to hold the position of the Secretary of the Board of Directors-cum-person in charge of corporate governance - Hung Hau Agricultural Corporation |
| 20 | No. 01.2024/QD-HDQT | November 01, 2023 | Approve the dismissal of Ms. Nguyen Thanh Ha from the position of the Deputy General Manager of Hung Hau Agricultural Corporation. |
| 21 | No. 02.2024/QD-HDQT | Approve the dismissal of Mr. Nguyen Tu Ky from the position of Deputy General Manager of Hung Hau Agricultural Corporation. |
| 22 | No. 03.2024/QD-HDQT |  | Appoint Ms. Nguyen Thu Trang to hold the position of Deputy General Manager of Hung Hau Agricultural Corporation. |
| 23 | No. 04.2024/QD-HDQT |  | Appoint Ms. Nguyen Viet Thuy An to hold the position of Deputy General Manager of Hung Hau Agricultural Corporation. |
| 24 | No. 05.2024/QD-HDQT |  | Appoint Mr. Le Pham Cong Hoang to hold the position of Deputy General Manager of Hung Hau Agricultural Corporation. |

1. The Audit Committee
2. Information about members of the Audit Committee 1

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| No. | The Audit Committee | Position | Date of appointment/dismissal as member of the Audit Committee | Qualification |
| 1 | Ms. Le Thi Thuy Phuong | Chief of the Audit Committee | Appointed on March 31, 2023 | Master of Business Administration |
| 2 | Ms. Huynh Thanh | Member | Appointed on March 31, 2023 | Bachelor of Economics |

1. The Executive Board

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| --- | --- | --- | --- | --- |
| No. | Member of the Executive Board | Date of birth | Qualification | Date of appointment/dismissal as member of the Executive Board |
| 1 | Mr. Vu Quang Chinh | 1986 | Bachelor of Business Administration | Appointed on December 02, 2021 |
| 2 | Ms. Nguyen Thanh Ha | 1979 | Master of Business Administration | Dismissed on November 01, 2023 |
| 3 | Ms. Nguyen Yen | 1981 | Bachelor of Foreign Language and Business Administration | Appointed on December 17, 2021 |
| 4 | Mr. Nguyen Van Dol | 1967 |  | Appointed on May 08, 2020 |
| 5 | Mr. Nguyen Tu Ky | 1980 | Master of Business Administration | Dismissed on November 01, 2023 |
| 6 | Ms. Nguyen Viet Thuy An | 1983 | Master of Accounting | Appointed on November 01, 2023 |
| 7 | Ms. Nguyen Thu Trang | 1985 | Bachelor of Business Administration, International Business. | Appointed on November 01, 2023 |
| 8 | Mr. Le Pham Cong Hoang | 1989 | Seafood processing engineer | Appointed on November 01, 2023 |

1. Chief Accountant

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| --- | --- | --- | --- |
| Full name | Date of birth | Qualification | Date of appointment/dismissal as member of the Executive Board |
| Ms. Nguyen Thi My Dieu | August 12, 1986 | Bachelor of Accounting and Auditing | Appointed on April 01, 2022 |

1. Training on Corporate Governance: None.
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 related persons of the Company; or between the Company and majority shareholders, PDMR, and related person of PDMR:

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| --- | --- | --- | --- | --- | --- | --- | --- | --- |
| No. | Name of organization/individual | Relations with the Corporation | NSH\* No., date of issue, place of issue | Head office address/Contact address | Time of transaction with the Company | General Mandate/Decision of the General Meeting of Shareholder No. or Board Resolution/Decision No. (including date of promulgation, if any) | Contents quantity, total value of transaction | Note |
| 1 | Hung Hau Development Corporation | Holding Company |  |  | From January 1 to December 30, 2023 | 12.2022/NQ-HDQT dated December 30, 2022 | VND 58,922,046,592 | Borrowing money, car rental, Tet gifts |
| 2 | Van Hien University | Shareholder |  |  | From January 1 to December 30, 2023 | 12.2022/NQ-HDQT dated December 30, 2022 | VND 57,873,937,598 | Site rental, electricity and water service, other services |
| 3 | Happy Food Limited Liability Company | Subsidiary |  |  | From January 1 to December 30, 2023 | 12.2022/NQ-HDQT dated December 30, 2022 | VND 10,778,400,000 | Money lending |

1. Transactions between PDMR of the Corporation, affiliated persons of PDMR and subsidiaries, companies under the authority of the Corporation: None.
2. Transactions between the Corporation and other entities:
   1. Transactions between the Corporation and the 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 or the Executive Manager (General Manager) for the past three (03) years (as at the time of reporting):

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| --- | --- | --- | --- | --- | --- | --- | --- | --- |
| 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 with the Company | General Mandate/Decision of the General Meeting of Shareholder No. or Board Resolution/Decision No. (including date of promulgation, if any) | Contents quantity, total value of transaction | Note |
| 1 | Hung Hau Food Joint Stock Company | Member company of the same Group |  |  | from January 01, 2023 to December 30, 2023 | 12.2022/NQ-HDQT dated December 30, 2022 | VND 75,793,494,928 | Money lending, cold storage for rent, agricultural products processing, documentation fees, car rental, goods purchase |
| 2 | Hung Hau Education Joint Stock Company | Member company of the same Group |  |  | from January 01, 2023 to December 30, 2023 | 12.2022/NQ-HDQT dated December 30, 2022 | VND 1,008,556,667 | Services fees |
| 3 | Hung Hau Distribution Company Limited | Member company of the same Group |  |  | From January 1 to December 30, 2023 | 12.2022/NỌ-HDQT dated December 30, 2022 | VND 1,057,408 | Selling goods |

* 1. Transactions between the Corporation and the companies that 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 Manager (General Manager). None.
  2. Other transactions of the Corporation (if any) can bring about material or non-material benefits to the members of the Board of Directors, the members of the Supervisory Board, the Manager (General Manager) and other managers: None.

1. Share transactions of PDMR and affiliated persons of PDMR:
2. Transactions of PDMR and affiliated persons of PDMR for shares of listed companies

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| --- | --- | --- | --- | --- | --- | --- | --- |
| 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 | | Reason for increase/decrease |
| Quantity | Rate | Quantity | Rate |
| 1 | Tu Thanh Phung | Chair of the Board of Directors | 154,716 | 0.65% | 254,716 | 1.08% | Buy shares of Hung Hau Agricultural Corporation |
| 2 | Huynh Thanh | Member of the Board of Directors | 94,124 | 0.40% | 194,124 | 0.826% | Buy shares of Hung Hau Agricultural Corporation |
| 3 | Vu Quang Chinh | Member of the Board of Directors-cum-General Manager | 65,953 | 0.28% | 165,953 | 0.7% | Buy shares of Hung Hau Agricultural Corporation |
| 4 | Pham Thi Minh Nguyet | Vice Chair of the Board of Directors | 100,999 | 0.430% | 200,999 | 0.855% | Buy shares of Hung Hau Agricultural Corporation |

1. Other significant issues: None.