**SKN: Annual Corporate Governance Report 2023**

On January 26, 2024, Sanna Khanh Hoa Beverage Joint Stock Company announced Report No. 06/BC-SKN on the corporate governance in 2023 as follows:

* Name of company: Sanna Khanh Hoa Beverage Joint Stock Company
* Head office address: Highway 1A, My Thanh Village, Cam Thinh Dong Commune, Cam Ranh City, Khanh Hoa Province.
* Tel: 0258.3865.678 Fax: 0258.3865.676
* Charter capital: VND 50,000,000,000.
* Securities code: SKN
* Corporate Governance Model: The General Meeting of Shareholders, the Board of Directors, the Supervisory Board, and the Manager.
* Internal audit execution: Unimplemented.

1. Activities of the General Meeting of Shareholders:

The General Meeting of Shareholders held 02 meetings to approve the following Resolutions/Decisions:

|  |  |  |  |
| --- | --- | --- | --- |
| No. | General Mandate/Decision of the General Meeting of Shareholders No. | Date | Content |
| 01 | 01/2023-DHDCD | May 13, 2023 | Approve 09 contents under the authority of the General Meeting of Shareholders. |
| 02 | 02/2023-DHDCD | August 28, 2023 | Approve the Proposal on the dismissal and election of additional members of the Supervisory Board in the 2022-2027.term. |

1. The Board of Directors (in 2023):
2. Information about members of the Board of Directors:

|  |  |  |  |  |
| --- | --- | --- | --- | --- |
| No. | Members of the Board of Directors | Position | Date of appointment/dismissal as member/independent member of the Board of Directors | |
| Appointment date | Dismissal date |
| 01 | Ho Kim Phong | Chair of the Board of Directors | May 27, 2022 |  |
| 02 | Nguyen Van Lanh | Member of the Board of Directors | June 27, 2020 |  |
| 03 | Nguyen Ha Hien | Member of the Board of Directors | March 11, 2018 |  |
| 04 | Nguyen Le Thuy Linh | Member of the Board of Directors | May 27, 2022 |  |
| 05 | Dao Minh Tu | Member of the Board of Directors | March 11, 2018 |  |

1. Board Resolutions/Board Decisions in 2023:

|  |  |  |  |
| --- | --- | --- | --- |
| No. | Board Resolution/Board Decision No. | Date | Content |
| 01 | 01/NQ-HDQT | March 23, 2023 | Organize the Annual General Meeting of Shareholders 2023 |
| 02 | 02/NQ-HDQT | March 27, 2023 | Approve the Audited Financial Statements 2022 |
| 03 | 03/NQ-HDQT | April 14, 2023 | Approve the Annual Report in 2022 |
| 04 | 04/NQ-HDQT | July 05, 2023 | Organize the Extraordinary General Meeting of Shareholders 2023 |
| 05 | 05/NQ-HDQT | November 23, 2023 | Sign Auditing Contract for Financial Statement 2023 |
| 06 | 06/NQ-HDQT | December 23, 2023 | Sign contract for consulting services on related transaction price determination documents for fiscal years 2018, 2019, 2020, 2021, 2022, 2023. |

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

|  |  |  |  |  |  |
| --- | --- | --- | --- | --- | --- |
| No. | Members of the Supervisory Board | Position | Date of appointment/dismissal as member of the Supervisory Board | | Professional Qualification |
| Appointment date | Dismissal date |
| 01 | Nguyen Thi Ngoc Quyen | Chief of the Supervisory Board | November 10, 2017 | August 28, 2023 | Master in Business Administration |
| 02 | Bui Mai Ngoc Lan | Chief of the Supervisory Board | August 28, 2023 |  | Bachelor of Finance and Accounting |
| 03 | Nguyen Cao Ky | Member of the Supervisory Board | June 27, 2020 | May 13, 2023 | Bachelor of Finance and Banking |
| 04 | Nguyen Thi Ngoc Anh | Member of the Supervisory Board | May 13, 2023 |  | Bachelor of Finance and Banking |
| 05 | Nguyen Thi Thu Thuy | Member of the Supervisory Board | May 27, 2022 |  | Bachelor of Accounting |

1. The Executive Board:

|  |  |  |  |  |
| --- | --- | --- | --- | --- |
| No. | Members of the Executive Board | Date of birth | Qualification | Date of appointment/dismissal |
| 01 | Nguyen Van Lanh | August 27, 1972 | Bachelor of Culture | June 30, 2020 |
| 02 | Nguyen Le Thuy Linh | August 09, 1981 | Master of Food Technology | November 16, 2022 |

1. The Chief Accountant:

|  |  |  |  |
| --- | --- | --- | --- |
| Full name | Date of birth | Qualification | Date of appointment/dismissal |
| Nguyen Thi Hanh Quyen | March 02, 1984 | Bachelor of Accounting | November 16, 2022 |

1. Training on corporate governance:

None

1. List of affiliated persons (individuals, organizations) of the public company (Annual report) and transactions between the affiliated persons (individuals, organizations) of the Company and the Company itself:
2. Transactions between the Company and affiliated persons (individuals, organizations) of the Company; or between the Company and major shareholders, PDMR and affiliated persons of PDMR:

|  |  |  |  |  |  |  |  |  |  |
| --- | --- | --- | --- | --- | --- | --- | --- | --- | --- |
| No. | Name of organizations/individuals | Relations with the Corporation | NSH\* No., Date of issue and Place of issue of NSH | Headquarters 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) | Content, quantity, total value of transaction | | Note |
| Content | Amount (VND) |  |
| 1 | Khanh Hoa Salanganes Nest Company | Holding Company | No. 4200338918, issued the 6th time on October 8, 2015 by Department of Planning and Investment of Khanh Hoa Province | No. 248 Thong Nhat Street, Phuong Son Ward, Nha Trang City, Khanh Hoa Province | 2023 |  | Sale products | 16,848,244,350 |  |
| Collect Sales | 14,635,300,118 |  |
| Clear debts from sales and purchases | 1,191,303,768 |  |
| Buy products and services | 1,879,018,053 |  |
| Pay for products and services | 1,735,580,655 |  |
| 2 | Sanatech Land Construction Designing One Member Limited Liability Company | Affiliated person of the Holding Company | No. 4201680056, issued on March 12, 2016 by Department of Planning and Investment of Khanh Hoa Province | No. 55 Ngo Gia Tu Street, Nha Trang City, Khanh Hoa Province | 2023 |  | Sell products | 122,345,343 |  |
| Collect Sales | 134,719,975 |  |
| 3 | Sanest Tourist Travel One Member Limited Liability Company | Affiliated person of the Holding Company | No. 4201675948, issued on January 28, 2016 by Department of Planning and Investment of Khanh Hoa Province | No. 89 Thong Nhat Street, Nha Trang City, Khanh Hoa Province. | 2023 |  | Sell products | 98,442,602 |  |
| Collect Sales | 94,585,862 |  |
| 4 | Công ty TNHH MTV Dịch vụ Tuyến Bắc Nam (tentatively translated as “North - South Route Service One Member Co., Ltd”) | Affiliated person of the Holding Company | No. 4201766761, issued on November 03, 2017 by Department of Planning and Investment of Khanh Hoa Province. | 1A National Highway, My Thanh Village, Cam Thinh Dong Commune, Cam Ranh City, Khanh Hoa Province. | 2023 |  | Sell products | 237,455,751 |  |
| Collect Sales | 11,525,552 |  |
| Clear debt from sales and purchases | 225,930,199 |  |
| Purchase materials and services | 499,829,181 |  |
| Pay for materials and services | 336,565,425 |  |
| 5 | FISHSAN Aquaculture One Member Limited Company | Affiliated person of the Holding Company | No. 4201766793, issued on November 03, 2017 by Department of Planning and Investment of Khanh Hoa Province. | No. 10 Yersin, Nha Trang City, Khanh Hoa Province. | 2023 |  | Sell products | 357,830,576 |  |
| Collect Sales | 337,783,912 |  |
| 6 | Khanh Hoa Sanest Restaurant One Member Limited Company | Affiliated person of the Holding Company | No. 4201766779, issued on November 03, 2017 by Department of Planning and Investment of Khanh Hoa Province. | No. 46 Tran Phu, Nha Trang City, Khanh Hoa Province. | 2023 |  | Sell products | 87,520,615 |  |
| Collect Sales | 89,576,785 |  |
| Buy products and services | 18,047,500 |  |
| Pay for products and services | 18,047,500 |  |
| Sell products | 87,520,615 |  |
| 7 | Công ty TNHH MTV Quảng bá sản phẩm và Nhà hàng Yến sào Khánh Hòa (tentatively translated as “Khanh Hoa Sanest Restaurant And Products Promoting One Member Co., Ltd”) | Affiliated person of the Holding Company | No. 4201766786, issued on November 03, 2017 by Department of Planning and Investment of Khanh Hoa Province  Hoa | No. 04 Pham Van Dong Street, Vinh Tho Ward, Nha Trang City, Khanh Hoa Province | 2023 |  | Sell products | 135,560,767 |  |
| Collect Sales | 135,560,767 |  |
| Buy products and services | 60,715,150 |  |
| Pay for products and services | 60,715,150 |  |
| 8 | Công ty TNHH MTV Dịch vụ Du lịch và Nhà hàng Yến sào Khánh Hoà Lâm Đồng (Tentatively translated as “Khanh Hoa Lam Dong Salanganes Nest Restaurant and Tourism Services Company Limited”) | Affiliated person of the Holding Company | No. 5801357762, issued on November 22, 2017 by Department of Planning and Investment of Khanh Hoa Province. | No. 32-34 Hung Vuong Street, Da Lat City, Lam Dong Province | 2023 |  | Sell products | 88,678,987 |  |
| Collect Sales | 88,678,987 |  |
| 9 | Khanh Hoa Sanest Soft Drink Joint Stock Company | Affiliated person of the Holding Company | No. 4201675916, issued on January 28, 2016 by Department of Planning and Investment of Khanh Hoa Province. | 1A National Highway, My Thanh Village, Cam Thinh Dong Commune, Cam Ranh City, Khanh Hoa Province. | 2023 |  | Sell products | 8,210,968,351 |  |
| Collect Sales | 6,086,204,366 |  |
| Clear debts from sales and purchases | 2,712,306,347 |  |
| Buy materials | 8,901,617,910 |  |
| Pay for materials purchase | 6,189,311,563 |  |
| 10 | Khanh Hoa Salanganes Nest Soft Drink Joint Stock Company | Affiliated person of the Holding Company | No. 4201624478, issued on December 03, 2014 by Department of Planning and Investment of Khanh Hoa Province. | 1A National Highway, Suoi Hiep Commune, Dien Khanh District, Khanh Hoa Province. | 2023 |  | Sell products | 1,647,589,697 |  |
| Collect Sales | 1,680,918,405 |  |
| Buy products and services | 7,073,640 |  |
| Pay for products and services | 7,073,640 |  |
| 11 | Khanh Hoa Materials Supply One Member Company Limited | Affiliated person of the Holding Company | No. 4201767187, issued on November 09, 2017 by Department of Planning and Investment of Khanh Hoa Province. | 1A National Highway, Cu Thanh Village, Suoi Hiep Commune, Dien Khanh District, Khanh Hoa Province | 2023 |  | Sell products | 126,635,329 |  |
| Collect Sales | 116,754,151 |  |
| 12 | Sanest Khanh Hoa One Member Limited Liability Company | Affiliated person of the Holding Company | No. 4201853950, issued on July 16,2019 by Department of Planning and Investment of Khanh Hoa Province. | No. 9D Le Thanh Ton, Loc Tho Ward, Nha Trang City, Khanh Hoa Province | 2023 |  | Sell products | 2,120,779,567 |  |
| Collect Sales | 2,304,616,392 |  |
| Buy products and services | 24,361,083 |
| Pay for products and services | 24,361,083 |
| 13 | Công ty TNHH MTV Nông Trường Dừa Cam Thịnh (Tentatively translated as “Cam Thinh Coconut Farm One Member Limited Liability Company”) | Affiliated person of the Holding Company | No. 4201766754, issued on November 03, 2017 by Department of Planning and Investment of Khanh Hoa Province. | 1A National Highway, My Thanh Village, Cam Ranh City, Khanh Hoa Province | 2023 |  | Sell products | 4,484,635 |  |
| Collect Sales | 4,484,635 |  |
| 14 | Ninh Thuan Plastic Joint Stock Company | Major shareholder holding 12.45% of charter capital | No. 4500612431, issued on July 22, 2017 by Department of Planning and Investment of Ninh Thuan Province. | Lot No. L1, L2a, Thanh Hai Industrial Park, Thanh Hai Commune, Phan Rang - Thap Cham City, Ninh Thuan Province. | 2023 |  | Buy products and services | 31,579,133,219 |  |
| Pay for products and services | 31,592,093,219 |  |

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

None

1. Transactions between the Company and other entities: None
   1. Transactions between the Company and the companies in which members of the Board of Directors, members of the Supervisory Board, the Manager and other managers have been being founding members or members of the Board of Directors, the Executive Manager for the past three (03) years (calculated at the time of reporting):

None

* 1. Transactions between Company and company that affiliated persons of members of the Board of Directors, members of the Supervisory Board, the Manager and other managers are members of the Board of Directors, the Executive Manager:

None

* 1. Other transactions of the Company (if any) which can bring material or non-material benefits to members of the Board of Directors and members of the Supervisory Board, the Manager and other managers:

None

1. Share transactions of PDMR and related persons of PDMR:
2. Company’s shares transactions between PDMR and affiliated persons:

None

1. Other significant issues: