**TKA: Annual Corporate Governance 2023**

On January 26, 2024, Tan Khanh An JSC. Announced Report No. 02/BC-TKA corporate governance in 2023 as follows:

* Name of company: Tan Khanh An JSC.
* Head office address: Road D2, Bac Vinh Industrial Park, Hung Dong Commune, Vinh City, Nghe An Province
* Tel: 02383 514 527 Fax: 02383 852 094
* Email: [tchc.tankhanhan@khatoco.com](mailto:tchc.tankhanhan@khatoco.com)
* Charter capital: VND 38,000,000,000
* Securities code: TKA
* Corporate governance model:
* General Meeting of Shareholders, Board of Directors, Supervisory Board, and Manager
* Internal audit execution:

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 | 42/NQ-DHDCD | April 22, 2023 | Annual General Mandate |

Tan Khanh An JSC. has disclosed information on the Meeting Documents, the Meeting Minutes and the Annual General Mandate 2023 as per regulations.

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

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| --- | --- | --- | --- | --- |
| No. | Member of the Board of Directors | Position | Date of appointment/dismissal as member of the Board of Directors | |
| Appointment date | Dismissal date |
| 1 | Mr. Ha Quang Minh | Chair of the Board of Directors | April 24, 2021 |  |
| 2 | Mr. Pham Thanh Ha | Member of Board of Directors-cum-Manager | December 01, 2018 |  |
| 3 | Mr. Tran Anh Giang | Member of the Board of Directors-cum-Deputy Manager | December 01, 2018 |  |

1. Board Resolutions/Board Decisions in 2023:

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| --- | --- | --- | --- |
| No. | Board Resolution/Board Decision No. | Date | Content |
| 1 | 01/NQ-HDQT | January 03, 2023 | Resolution on approving the signing of a contract with Khatoco Nghe An Cigarette Factory - Khanh Viet Corporation Branch |
| 2 | 17/NQ-HDQT | February 20, 2023 | Resolution on approving the time, venue, content, and record date of the list of shareholders to organize the Company’s Annual General Meeting of Shareholders 2023 |
| 3 | 26/NQ-HDQT | March 01, 2023 | Resolution on approving the signing of a contract with Khatoco Khanh Hoa Cigarette Factory |
| 4 | 30/QD-HDQT | March 24, 2023 | Decision on approving the plan on organizing the Annual General Meeting of Shareholders 2023 |
| 5 | 43/QD-HDQT | April 25, 2023 | Decision on approving the investment in the project to renovate and upgrade the infrastructure of Khatoco Nghe An Cigarette Factory’s cigarette production area |
| 6 | 50/QD-HDQT | May 04, 2023 | Decision on approving dossiers of construction drawing designs and estimates for the project to renovate and upgrade the infrastructure of Khatoco Nghe An Cigarette Factory’s cigarette production area |
| 7 | 51/QD-HDQT | May 09, 2023 | Decision on approving the contractor selection plan for the project to renovate and upgrade the infrastructure of Khatoco Nghe An Cigarette Factory’s cigarette production area |
| 8 | 68/QD-HDQT | June 12, 2023 | Decision on approving design dossiers and adjusted and supplemented estimates for the project to renovate and upgrade the infrastructure of Khatoco Nghe An Cigarette Factory’s cigarette production area |
| 9 | 91/NQ-HDQT | September 06, 2023 | Resolution on cash dividend payment and record date for the list of shareholders to receive dividends in 2022 |
| 10 | 113/QD-HDQT | October 26, 2023 | Decision on approving investment policy and procurement estimates for the project to buy forklifts for production |
| 11 | 120/QD-HDQT | November 10, 2023 | Decision on approving credit relations at Joint Stock Commercial Bank for Foreign Trade of Vietnam - Nghe An Branch |
| 12 | 121/NQ-HDQT | November 11, 2023 | Resolution on the selection of an audit company in 2023 |
| 13 | 125/NQ-HDQT | December 05, 2023 | Resolution on approving the signing of a contract appendix with Khanh Viet Corporation Limited |
| 14 | 138/NQ-HDQT | December 23, 2023 | Resolution on approving the signing of a contract with Khatoco Trading Co., Ltd |
| 15 | 142/NQ-HDQT | December 27, 2023 | Resolution on approving the signing of contracts with realted parties of Tan Khanh An JSC. |
| 16 | 145/NQ-HDQT | December 30, 2023 | Resolution on approving the appropriation plan for the salary reserve fund for 2024 |

1. The Supervisory Board in 2023:
2. Information about members of the Supervisory Board:

|  |  |  |  |  |
| --- | --- | --- | --- | --- |
| No. | Member of the Supervisory Board | Position | Date of appointment/dismissal as member of the Supervisory Board | Qualification |
| 1 | Mr. Bui Viet Duc | Chief of the Supervisory Board of | Appointment date: April 24, 2021 | Bachelor of Economics |
| 2 | Ms. Nguyen Thi Hong | Member of the Supervisory Board | Appointment date: December 01, 2018 | Master of Economics |
| 3 | Mr. Nguyen Quang Long | Member of the Supervisory Board | Appointment date: December 01, 2018 | Bachelor of Economics |

1. The Executive Board:

|  |  |  |  |  |
| --- | --- | --- | --- | --- |
| No. | Member of the Executive Board | Date of birth | Qualification | Date of appointment/dismissal as member of the Executive Board |
| 1 | Mr. Pham Thanh Ha | December 13, 1970 | Bachelor | Appointment date: December 28, 2021 |
| 2 | Mr. Tran Anh Giang | February 03, 1974 | Bachelor | Appointment date: October 01, 2021 |

1. The Chief Accountant:

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| --- | --- | --- | --- |
| Full name | Date of birth | Qualification | Date of appointment/dismissal |
| Mr. Le Van Tuan | April 08, 1982 | Bachelor of Accounting | Appointment date: January 01, 2020 |

VI. Training on corporate governance:

None.

1. List of affiliated persons of the public company in 2023 and transactions between affiliated persons of the Company and the Company itself:
2. Transactions between the Company and affiliated persons of the Company; or between the Company and major shareholders, PDMR, or affiliated persons of PDMR:

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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 General Meeting of Shareholders or Board Resolution/Decision No. | Content, quantity, total value of transaction | Note |
| 1 | Khanh Viet Corporation Limited | The holding company, a major shareholder of the Company |  | No. 118 Hung Vuong Street, Loc Tho Ward, Nha Trang City, Khanh Hoa Province |  |  |  |  |
|  |  |  |
| 2 | Khatoca Trading Co., Ltd | Goods purchase, warehouse rental |  | No. 7 Vo Thi Sau Street, Vinh Nguyen Ward, Nha Trang City, Khanh Hoa Province |  |  |  |  |
| 3 | Nghe An Khatoco Cigarette Factory | Premises for lease, management services |  | Road D2, Bac Vinh Industrial Park, Hung Dong Commune, Vinh City, Nghe An Province, Vietnam |  |  |  |  |
| 4 | Khanh Hoa Khatoco Cigarette Factory | Purchase of raw materials and spare parts |  | Truong Son Street, Binh Tan Area, Vinh Truong Ward, Nha Trang City, Khanh Hoa Province, Vietnam |  |  |  |  |

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

* None.

1. Transactions between the Company and other entities:
   1. Transactions between the Company and 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, the Executive Manager (General Manager) for the past three (03) years (calculated at the time of reporting):

* Incurred with the holding company (Appendix 2 attached herewith).
  1. Transactions between the Company and companies where the 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, the Executive Manager (General Manager):
* None.
  1. 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, and the Manager (General Manager), and other managers:
* None.

1. Share transactions of PDMR and affiliated persons of PDMR (Report of the first 6 months in 2023):
2. Company’s share transaction of PDMR and affiliated persons:

* None.

1. Other significant issues: None.