**EPC: Annual Corporate Governance Report 2023**

On January 26, 2024, Eapok Coffee Joint Stock Company announced Report No. 13/BC-CT on corporate governance in 2023 as follows:

* Name of company: Eapok Coffee Joint Stock Company
* Head office address: Km 14, Provincial Road 8, Ea Pok Town, Cu'Mgar District, Dak Lak Province
* Tel: 0262.3530 236 Fax: 0262.3530 255
* Website: [www.eapokcafe.com](http://www.eapokcafe.com)
* Securities code: EPC
* Exchange: UPCOM
* Charter capital: VND 93,885,000,000
* Corporate governance model: General Meeting of Shareholders, Board of Directors, Supervisory Board, and Deputy General Manager.
* Internal audit execution: Implemented

1. Activities of the General Meeting of Shareholders:

|  |  |  |  |
| --- | --- | --- | --- |
| No. | Board Resolution No. | Date | Content |
| 1 | 11/2023/NQ-DHDCD | April 20, 2023 | Annual General Mandate 2023   1. Approve Report No. 01/BC-HDQT dated March 29, 2023 of the Board of Directors on the production and business results of the Company in 2022. 2. Approve Report No. 35/BC-BKS dated March 28, 2023 of the Supervisory Board on the business results of the Company, the activities of the Board of Directors, and the Board of Managers. 3. Approve Report No. 02/BC-HDQT dated March 29, 2023 of the Board of Directors on the management and performance results of the Board of Directors and each member of the Board of Directors. 4. Approve Proposal No. 03/TTr-HDQT dated April 10, 2023 of the Board of Directors on the approval of the production and business operation plan for the year 2022. 5. Approve Proposal No. 05/TTr-HDQT dated April 18, 2023 of the Board of Directors on the selection of an independent audit company for the fiscal year 2023. 6. Approve Proposal No. 06/TTr-HDQT dated April 18, 2023 of the Board of Directors on the approval of the dismissal of the Board of Directors, the Supervisory Board, and the election of members of the Board of Directors, Supervisory Board for the term 2023-2028. 7. Approve Proposal No. 07/TTr-HDQT dated April 18, 2023 of the Board of Directors on reporting the income of the Board of Directors, the Supervisory Board in 2022 and the plan for payment of salaries, remuneration of the Board of Directors and the Supervisory Board in 2023. |

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

* Member of the Board of Directors for the term 2018-2023 (From January 1, 2023 to April 19, 2023)

|  |  |  |  |  |
| --- | --- | --- | --- | --- |
| 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 members/independent member of the Board of Directors | |
| 1 | Ngo Van Hung | Chair of the Board of Directors | May 09, 2020 |  |
| 2 | Nguyen Van Duong | Member of the Board of Directors | May 09, 2020 |  |

* Member of the Board of Directors for the term 2018-2023 (From April 20, 2023 to December 31, 2023)

|  |  |  |  |  |
| --- | --- | --- | --- | --- |
| 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 members/independent member of the Board of Directors | |
| 1 | Ngo Van Hung | Chair of the Board of Directors | May 09, 2020 |  |
| 2 | Huynh Thi Thu Thuy | Members of the Board of Directors | April 20, 2023 |  |
| 3 | Nguyen Van Duong | Member of the Board of Directors | May 09, 2020 |  |

1. Board Resolutions/Board Decisions

* Meeting Minutes of the Board of Directors

|  |  |  |  |
| --- | --- | --- | --- |
| No. | Minute No. | Date | Content |
| 1 | 01/2023/BB-HDQT | February 16, 2023 | Approve the plan on the organization of the Annual General Meeting of Shareholders 2023 |
| 2 | 01A/2023/BB- HDQT | April 17, 2023 | Approve the liquidation of inefficient coffee plantation areas. |
| 3 | 02/2023/BB-HDQT | April 20, 2023 | Approve the election of the Chair of the Board of Directors for the term 2023-2028. |
| 4 | 03/2023/BB-HDQT | April 26, 2023 | Approve the plan to borrow funds for coffee cultivation on 304.08 hectares. |
| 5 | 04/2023/BB-HDQT | May 04, 2023 | Approve the dismissal of Mr. Dong Huy Son from the position of Deputy Manager of the Company and termination of the Labor Contract, resignation with Social Insurance benefits. |
| 6 | 05/2023/BB-HDQT | May 04, 2023 | Approve the direction for replanting coffee and the plan for coffee production quotas in 2023. |

* Board Resolutions:

|  |  |  |  |
| --- | --- | --- | --- |
| No. | Board Resolution No. | Date | Content |
| 1 | 01 /NQ-HDQT | February 27, 2023 | On approving the date of the Annual General Meeting of Shareholders in 2023. |
| 2 | 02 /NQ-HDQT | April 20, 2023 | On electing the Chair of the Board of Directors for the term 2023-2028. |
| 3 | 03/NQ-HDQT | April 26, 2023 | On approving the loan plan to serve the care of coffee planted at Ea Pok Center for the years 2023-2024. |
| 4 | 04/NQ-HDQT | May 04, 2023 | On dismissing Mr. Dong Huy Son from the position of Deputy Manager of the Company and terminating the Labor Contract, resigning with Social Insurance benefits. |
| 5 | 05/NQ-HDQT | May 05, 2023 | On approving the direction for replanting coffee trees and the plan for contracting coffee trees for the years 2023-2024. |

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

* From January 1, 2023 to April 19, 2023

|  |  |  |  |  |
| --- | --- | --- | --- | --- |
| No. | Member of the Supervisory Board | Position | Date of appointment/dismissal as member of the Supervisory Board | Qualification |
| 1 | Huynh Thi Thu Thuy | Members of the Supervisory Board | May 09, 2020 | Bachelor of Law - Intermediate Administration |
| 2 | Nguyen Thi Thuy | Members of the Supervisory Board | November 09, 2018 | College Degree of Accounting |

* From April 20, 2023 to December 31, 2023

|  |  |  |  |  |
| --- | --- | --- | --- | --- |
| No. | Member of the Supervisory Board | Position | Date of appointment/dismissal as member of the Supervisory Board | Qualification |
| 1 | Tran Thi Bich Ngoc | Chief of the Supervisory Board | April 20, 2023 |  |
| 2 | Phung Thi Diem | Members of the Supervisory Board | April 20, 2023 |  |
| 3 | Nguyen Thi Thuy | Members of the Supervisory Board | November 09, 2018 | College Degree of Accounting |

1. The Executive Board.

|  |  |  |  |  |
| --- | --- | --- | --- | --- |
| No. | Members of the Executive Board | Date of birth | Qualification | Date of appointment/dismissal as member of the Executive Board |
| 1 | Ngo Van Hung | July 15, 1981 | Doctor of Economics | May 09, 2020 |
| 2 | Huynh Trong Phuoc | February 13, 1962 | Bachelor of Economics | November 20, 2018 |
| 3 | Huynh Thi Thu Thuy | July 04, 1985 | Bachelor of Law - Intermediate Administration | April 20, 2023 |

1. The Chief Accountant

|  |  |  |  |  |
| --- | --- | --- | --- | --- |
| No. | Full name | Date of birth | Qualification | Date of appointment/dismissal as member of the Executive Board |
| 1 | Hoang Thi Thanh Huyen | April 10, 1987 | Bachelor of Accounting | November 20, 2018 |

1. Training on corporate governance None
2. List of affiliated person of the public Company and transactions between the affiliated person of the Company with the Company itself
3. Transactions between the Company and affiliated persons of the Company; or between the Company and major shareholders, PDMR and affiliated person of PDMR.

|  |  |  |  |  |  |  |  |  |
| --- | --- | --- | --- | --- | --- | --- | --- | --- |
| No. | Name of organization/individual | Relations with the Company | NSH No., Date of issue, Place of issue of NSH | 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) | Content, quantity, total value of transaction | Note |
| 1 | Le Delta Dak Lak 1 Company Limited | Le Delta Joint Stock Company is an affiliated organization of Eapok Coffee Joint Stock Company, holding controlling shares in Le Delta Dak Lak 1 Company Limited | 600169799 | Km 14, Provincial Road 18, Ea Pok Town, Cu' Mgar District, Dak Lak Province | October 01, 2020 | * Minutes of the Board of Directors Meeting No. 14/2020/BB-HDQT dated October 1, 2020; * Resolution No. 01/NQ-HDQT dated January 09, 2021 | Both parties signed a business cooperation agreement. Eapok Coffee Joint Stock Company invests in roofs, while Le Delta Dak Lak 1 Company Limited invests in solar panels, transformers, and other equipment; Fixed profit of VND 55,000,000 per month. |  |
| 2 | Le Delta Dak Lak 2 Company Limited | Le Delta Joint Stock Company is an affiliated organization of Eapok Coffee Joint Stock Company, holding controlling shares in Le Delta Dak Lak 2 Company Limited | 6001698028 | Km 14, Provincial Road 18, Ea Pok Town, Cu' Mgar District, Dak Lak Province | October 01, 2020 | * Minutes of the Board of Directors Meeting No. 14/2020/BB-HDQT dated October 1, 2020; * Resolution No. 01/NQ-HDQT dated January 09, 2021 | Both parties signed a business cooperation agreement. Eapok Coffee Joint Stock Company invests in roofs, while Le Delta Dak Lak 2 Company Limited invests in solar panels, transformers, and other equipment; Fixed profit of VND 55,000,000 per month. |  |
| 3 | Le Delta Dak Lak 3 Company Limited | Le Delta Joint Stock Company is an affiliated organization of Eapok Coffee Joint Stock Company, holding controlling shares in Le Delta Dak Lak 3 Company Limited | 6001698003 | Km 44, Provincial Road 18, Ea Pok Town, Cu' Mgar District, Dak Lak Province | October 01, 2020 | * Minutes of the Board of Directors Meeting No. 14/2020/BB-HDQT dated October 1, 2020; * Resolution No. 01/NQ-HDQT dated January 09, 2021 | Both parties signed an appendix to the business cooperation agreement. Eapok Coffee Joint Stock Company invests in roofs, while Le Delta Dak Lak 3 Company Limited invests in solar panels, transformers, and other equipment; Fixed profit of VND 55,000,000 per month. |  |

1. Transactions between Company’s PDMR, affiliated persons of PDMR and subsidiaries or companies controlled by the Company: None
2. Transactions between the Company and other entities:
   1. Transactions between the Company and the company in which members of the Board of Directors, members of the Supervisory Board, the Manager (the General Manager) and other managers have been founding members or members of the Board of Directors, the Executive Manager (the General Manager) for the past three (03) years (calculated at the time of reporting). None
   2. Transactions between the Company and companies executed by the affiliated people of members of the Board of Directors, members of the Supervisory Board, the Manager (the General Manager) and other managers who are members of the Board of Directors, the Executive Manager (the 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, and the Manager (General Manager) and other managers: None
3. Share transactions of PDMRs and affiliated people of PDMRs:
4. Transactions of PDMR and affiliated persons of PDMR for shares of listed companies Yes

|  |  |  |  |  |  |  |  |
| --- | --- | --- | --- | --- | --- | --- | --- |
| No. | Transaction conductor | Relations with PDMR | 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. Other significant issues: None