**HNR: Annual Corporate Governance Report 2023**

On January 29, 2024, Hanoi Liquor and Beverage Joint Stock Company announced Report No. 69/HALICO on corporate governance 2023 as follows:

Name of listed company: Hanoi Liquor and Beverage Joint Stock Company

Head office address: No. 94 Lo Duc Street, Pham Dinh Ho Ward, Hai Ba Trung District, Hanoi

Phone number: 0243.9763.763

Fax: 0243.8212662

Email: [vanthu@halico.com.vn](mailto:vanthu@halico.com.vn)

Charter capital: VND 200,000,000,000

Securities code: HNR

Governance model: The General Meeting, Board of Directors, Supervisory Board and Executive Board

Internal audit: Implement auditing of compliance and operations of the Sales Department

1. Activities of the General Meeting:

Information about the meetings and General Mandate/Decisions of General Meeting

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| No. | General Mandate/Decision of the General Meeting | Date | Contents |
| 1 | 278/NQ-DHDCD-HALICO | April 21, 2023 | 1. Approve the Report No. No. 265/HALICO dated April 17, 2023 of the Board of Managers on summarizing the production and business activities in 2022 and the direction of activities in 2023. 2. Approve the Report No. 12/BC-HDQT   dated April 17, 2023 of the Board of Directors on evaluating the results of operations in 2022 and the direction of activities in 2023.   1. Approve the Report No. 209/BKS-BC dated March 27, 2023 of the Supervisory Board on the results of operations in 2022 and the direction of activities in 2023. 2. Approve the audited financial statements for 2022 as per Proposal No. 05/TTr-HDQT dated March 24, 2023 of the Board of Directors. 3. Approve the annual plan targets 4. as per Proposal No. 13/TTr-HDQT dated April 17, 2023 of the Board of Directors, detailed as follows:  * Total revenue (including VAT): VND 215.36 billion; * Net revenue from goods and services: VND 126.05 billion; * Profit before tax (loss): * VND 13.79 billion; * Total state budget contributions: VND 93.34 billion; * Average number of employees: * Staff: 204 employees * Executive Board and Supervisory Board: 04 person * Income (including Sales Commission for the Sales Department): * Employee salaries: VND 25.82 billion; * Executive Board and Supervisory Board salaries: VND 1.27 billion; * Employee welfare expenses (including Executive Board): VND 1.87 billion; * Remuneration for Board of Directors - Supervisory Board: VND 0.282 billion;  1. Approve the salary and remuneration regime for 2023: Board of Directors, Supervisory Board, Secretariat of Hanoi Liquor and Beverage Joint Stock Company (settlement for 2022, estimated for 2023) as per Proposal No. 14/TTr-HALICO dated March 17, 2023 by the Board of Directors. 2. Approve on authorizing the Board of Directors to select a reputable audit company from the list of approved audit organizations by the State Securities Commission to audit the financial statements of Hanoi Liquor and Beverage Joint Stock Company for 2023 as per Proposal No. 210/BKS-TTr dated March 27, 2023 by the Supervisory Board. 3. Approve the dismissal and appointment of members of the Board of Directors for the term 2021 - 2026 as per Proposal No. 15/TTr-HDQT dated April 17, 2023 by the Board of Directors, specifically as follows:  * Dismissal of Board of Directors members for the term 2021-2026: Mr. Jos Duursema and Mr. Dinh Le Anh. * Approve the appointment of new members to the Board of Directors: Number of members of the Board of Directors: 02 members: * Approval of personnel to join the Board of Directors for the term 2021 - 2026: Mr. Murugavel Shanmugam (Vel) and Mr. Phan Minh Son. |
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1. Board of Directors (Report of 2023):
2. Information about members of the Board of Directors:

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| 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 members of the Board of Directors | |
| Appointment date | Dismissal date |
| 1 | Mr. Pham Trung Kien | Chair of the Board of Directors | June 29, 2018 | April 29, 2021 |
| April 29, 2021 | Until there is another General Mandate on replacement |
| 2 | Mr. Dinh Le Anh | Member of the Board of Directors (Non-executive) | April 22, 2022 | April 21, 2023 |
| 3 | Mr. Phan Minh Son | Member of the Board of Directors (Non-executive) | April 21, 2023 | Until a General Mandate for replacement is promulgated |
| 4 | Mr. Tran Hau Cuong | Member of the Board of Directors | 2014 | April 29, 2021 |
| April 29, 2021 | Until a General Mandate for replacement is promulgated |
| 5 | Mr. Nguyen Anh Thi | Non-executive member of the Board of Directors | April 29, 2021 | Until a General Mandate for replacement is promulgated |
| 6 | Mr. Jos Duursema | Non-executive member of the Board of Directors | April 29, 2021 | April 21, 2023 |
| 7 | Mr. Murugavel Shanmugam (Vel) | Member of the Board of Directors (Non-executive) | April 21, 2023 | Until replaced by a General Mandate |

1. Board Resolutions/Decisions (Annual Report 2023):

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| No. | Board Resolution/Board Decision | Date | Contents |
| 1 | 01/BB-HALICO- HDQT | March 02, 2023 | Evaluation of HABECO Capital Representative at HALICO in 2022:   * Mr. Pham Trung Kien Total evaluation score reached 80 points, classified as completing the assigned tasks. * Mr. Dinh Le Anh: Total evaluation score reached 80 points, classified as completing the assigned tasks. * Mr. Tran Hau Cuong Total evaluation score reached 75 points, classified as completing the assigned tasks. |
| 2 | 02/NQ-HALICO-HDQT | March 02, 2023 | Agree on the record date for the list of shareholders entitles to attend the Annual General Meeting 2023: March 24, 2023. |
| 3 | 03/NQ-HALICO-HDQT | March 02, 2023 | Approve the documents to be submitted to the Annual General Meeting 2023:   1. Report on the production and business activities of the Board of Managers and directions in 2023. 2. Report on activities of the Board of Directors in 2022 and directions for 2023; 3. Report on activities of the Supervisory Board in 2022 and plan for the year 2023. 4. Audited Financial Statements 2022. 5. Proposal on the production and business plan for 2023; 6. Proposal of salary and remuneration in 2023 Board of Directors, Supervisory Board, Secretariat of Hanoi Liquor And Beverage Joint Stock Company (final settlement in 2022, expected in 2023). 7. Proposal on selection of audit company for the Financial Statement 2023;   8. Proposal on dismissing and appointing members of the Board of Directors. |
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| 4 | 10/QD-HALICO-HDQT | March 29, 2023 | Establishment of the Organizer Committee of the Annual General Meeting 2023 of Hanoi Liquor and Beverage Joint Stock Company. |
| 5 | 11/QD-HALICO-HDQT | March 29, 2023 | Establishing the Shareholder's Eligibility Verification Committee of the Annual General Meeting 2023 of Hanoi Liquor and Beverage Joint Stock Company. |
| 6 | 16/NQ-HALICO-HDQT | June 19, 2023 | Approve on selecting Deloitte Vietnam Audit Company Limited as the audit company for the financial statements of Hanoi Liquor and Beverage Joint Stock Company for 2023. Assign the Executive Board to direct relevant departments to implement. |
| 7 | 17/QD-HALICO-HDQT | June 19, 2023 | Approve Deloitte Vietnam Audit Company Limited as the audit company for the financial statements of Hanoi Liquor and Beverage Joint Stock Company for 2023. The Manager of Hanoi Liquor and Beverage Joint Stock Company is responsible for directing related departments to implement in accordance with current regulations of the State and the Company. |
| 8 | 18/NQ-HALICO-HDQT | July 18, 2023 | Appointment of Mr. Do Thanh Luan, Head of the Finance and Accounting Department-cum- person in charge of the Company's Accounting, to hold the position of Chief Accountant of Hanoi Liquor and Beverage Joint Stock Company. |
| 9 | 19/QD-HALICO-  HDQT | July 18, 2023 | 1. The appointment term of Mr. Do Thanh Luan, Head of the Finance and Accounting Department-cum- person in charge of the Company's Accounting, holding the position of Chief Accountant of Hanoi Liquor and Beverage Joint Stock Company, starting from July 18, 2023. 2. Mr. Do Thanh Luan's tasks are assigned by the Manager. Mr. Do Thanh Luan's benefits are enjoyed according to the current regulations of the Company. |
| 10 | 20/BB-HALICO-  HDQT | August 02, 2023 | Agree to proceed with the relevant procedures for the reappointment of Mr. Tran Hau Cuong as the Manager of the Company starting from August 16, 2023. |
| 11 | 21/NQ-HALICO-HDQT  HDQT | August 16, 2023 | Reappointment term of Mr. Tran Hau Cuong holding the position of Manager of Hanoi Liquor and Beverage Joint Stock Company. |
| 12 | 22/QD-HALICO-  HDQT | August 16, 2023 | 1. Reappointment term of Mr. Tran Hau Cuong holding the position of Manager of Hanoi Liquor and Beverage Joint Stock Company. 2. The decision takes effect on the date of its signing. |
| 13 | 23/BB-HALICO- HDQT | October 10, 2023 | Agree with the content of Report No. 582/HALICO dated October 5, 2023 of the Company’s Managing Director on the summary of business operations for the first 9 months of 2023. The Executive Board needs to focus on sales activities in Q4, requiring to achieve a minimum of 80% of the plan approved by the Shareholders' General Meeting for the whole year. |

1. Supervisory Board (Report of 2023):
2. Information about members of the Supervisory Board:

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| No. | Members of the Supervisory Board | Position | Date of appointment/dismissal as member of the Supervisory/the Audit Committee | Qualification |
| 1 | Ms. Pham Thi Lan Anh | Chief of the Supervisory Board | Date of appointment as Chief of the Supervisory Board: April 15, 2016 | Bachelor in Finance and Accounting and Law on Economics |
| Dismissal date: April 29, 2021 |
| Appointment date:  April 29, 2021 |
| 2 | Mr. Tran Duc Giang | Member | Date of appointment as member of the Supervisory Board. November 28, 2019 | Bachelor in Business Administration |
| Dismissal date  April 29, 2021 |
| Appointment date:  April 29, 2021 |
| 3 | Mr. Ha Trieu Cuong | Member | Date of appointment as member of the Supervisory Board. April 29, 2021 | Finance |

1. Executive Board:

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| No. | Members of the Executive Board | Date of birth | Qualification | Date of appointment/dismissal as member of the Executive Board |
| 1 | Mr. Tran Hau Cuong | January 24, 1969 | Master of Economics  Business Administration | Appointment date:  August 16, 2018 |
| 2 | Mr. Tong Nguyen Long | December 03, 1978 | Automation engineer | Appointment date:  April 27, 2021 |

1. Chief Accountant

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| --- | --- | --- | --- |
| Full name | Date of birth | Qualification | Date of appointment/dismissal |
| Do Thanh Luan | August 02, 1986 | Bachelor in Accounting, Auditing and Analysis | Appointment date: July 18, 2023\* |

1. Training on corporate governance: Not incurred.
2. List of related persons of the public company (Annual Report 2023) and transactions between the related persons of the Company with the Company itself
3. Transactions between the Company and its related persons; or between the Company and principal shareholders, PDMR, related persons of PDMR. None
4. Transactions between PDMR of the listed company, related persons of PDMR and subsidiaries or companies controlled by the listed 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 and Executive Manager (Managing Director) have been founding members or members of the Board of Directors or Executive Manager (Managing Director). None
   2. Transactions between the Company and the companies that related persons of members of the Board of Directors, members of the Supervisory Board and Executive Manager (Managing Director) who are members of the Board of Directors or Executive Manager (Managing Director): None
   3. Other transactions of the Company (if any) that can bring material or non-

material benefits to members of the Board of Directors, members of the Supervisory Board, Executive Manager and other managers: None •

1. Share transactions between PDMR and related persons of PDMR: None
2. Other significant issues: None