**ITQ: Annual Corporate Governance Report 2023**

On January 30, 2024, Thien Quang Group JSC announced Report No. 300124/BCQT-ITQ on the corporate governance in 2023 as follows:

* Name of company: Thien Quang Group JSC
* Head office address: Trung Trac Ward, Van Lam District, Hung Yen Province
* Tel: 0321.3997185 Fax: 0321.3980908
* Charter capital: VND 318,433,050,000
* Securities code: ITQ
* Exchange: HNX
* Corporate Governance Model: The General Meeting of Shareholder, the Board of Directors, the Supervisory Board and the General Manager
* Internal audit execution: Unimplemented
1. Activities of General Meeting of Shareholders:

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| --- | --- | --- | --- |
| 11 | General Mandate No. | Date | Content |
| 1 | Annual General Mandate 2023 No. 2204/2023/NQ-HDQT | April 22, 2023 | 1. Approve the Report of the Board of Directors on governance and performance of the Board of Directors in 2022 and plan for 2023:
2. Approve the Report of the Board of Management on production and business results in 2022 and production and business plan in 2023;
3. Approve the Proposal on profit distribution in 2022 and dividend plan in 2023;
4. Approve the Proposal on the Audited Financial Statements 2022;
5. Approve the Proposal on selecting the audit company for the Financial Statements 2023;
6. Approve the Proposal on remuneration of the Board of Directors and Supervisory Board;
7. Approve the Report of the Supervisory Board 2022 and the Plan for 2023;
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1. Activities of the Board of Directors:
2. Information about members of the Board of Directors:

|  |  |  |  |
| --- | --- | --- | --- |
| No. | Member of the Board of Directors | Position | Date of appointment/dismissal as member/independent member of the Board of Directors |
| Appointment date | Dismissal date |
| 1 | Mr. Nguyen Van Quang | Chair of the Board of Directors | April 25, 2020 | - |
| 2 | Mr. Pham Bao Duong | Member of the Board of Directors | April 25, 2020 | - |
| 3 | Mr. Le Quyet Tien | Member of the Board of Directors | April 25, 2020 | - |

1. Board Resolutions/Board Decisions:

|  |  |  |  |
| --- | --- | --- | --- |
| No. | Board Resolution/Board Decision No. | Date | Content |
| 1 | 2204/2023/NQ-HDQT | April 22, 2023 | Annual General Mandate 2023 |
| 2 | 1006/2023/NQ-HDQT | October 6, 2023 | Selection of an audit company for the Financial Statements 2023; |
| 3 | 3006/2023/NQ-HDQT | June 30, 2023 | Report on production and business results for 6 months of 2023. Plan for Q3/2023 |
| 4 | 24102023/NQ-HDQT | October 8, 2023 | Report on production and business results for Q3/2023, production and business plan for Q4/2023 |
| 5 | 22012024/NQ-HDQT | Januray 22, 2024 | Report on production and business results in Q4/2023, production and business plan in 2024 |

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

|  |  |  |  |  |
| --- | --- | --- | --- | --- |
| No. | Member of the Supervisory Board | Position | Date of appointment as member of the Supervisory Board | Qualification |
| 1 | Mr. Dang Ngoc Phan | Chief of the Supervisory Board | April 25, 2020 | Bachelor of Economics |
| 2 | Ms. Nguyen Thi Cao Lien | Supervisor | April 25, 2020 | Bachelor of Economics |
| 3 | Ms. Cao Thi Huyen | Supervisor | April 25, 2020 | Bachelor of Economics |

1. The Executive Board

|  |  |  |  |  |
| --- | --- | --- | --- | --- |
| No. | Member of the Executive Board | Date of birth | Qualification | Date of appointment as member of the Executive Board |
| 1 | Mr. Pham Quang Trung (General Manager) | December 17, 1983 |  | April 28, 2020 |
| 2 | Ms. Nguyen Dieu Linh (Deputy General Manager) | September 13, 1979 | Bachelor of Economics | April 28, 2020 |
| 3 | Mr. Hoang Anh Son (Deputy General Manager) | April 26, 1977 | Bachelor of Economics | April 28, 2020 |

1. The Chief Accountant:

|  |  |  |  |
| --- | --- | --- | --- |
| Full name | Date of birth | Qualification | Appointment date |
| Ms. Phan Thi Hoai Thuong (Chief Accountant) | January 1, 1982 | Bachelor of Economics | April 28, 2020 |

1. Training on corporate governance
2. List of affiliated persons of the public company and transactions of the affiliated persons of the Company with the Company itself:
3. Transactions between the Company and the affiliated person of the Company; or between the Company and major shareholders, PDMR and persons related to PDMR: None
4. Transactions between Company’s PDMR, affiliated persons of PDMR and subsidiaries or companies controlled by the Company None
5. Transactions between the Company and other entities: None
	1. Transactions between the Company and companies where members of the Board of Directors, members of the Supervisory Board, the Manager and other managers have been founding members or members of the Board of Directors, the Executive Manager for the past three years (as 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 and other managers who are members of the Board of Directors, the Executive Manager. None
	3. Other transactions of the Company (if any) which can bring material or non-material benefits to members of the Board of Directors, members of the Supervisory Board, the Manager and other managers: None
6. Share transactions between PDMR and affiliated persons of PDMR:
7. Company’s share transaction between PDMR and affiliated persons:

|  |  |  |  |  |  |
| --- | --- | --- | --- | --- | --- |
| 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 |
| Number of shares | Rate  | Number of offered shares | Rate  |
| 1 | Mr. Pham Quang Trung | General Manager | 141,000 | 0.44% | 131,000 | 0.41% | Sell |

1. Other significant issues: None