**LTG: Annual Corporate Governance Report 2023**

On January 30, 2024, Loc Troi Group Joint Stock Company announced Report No. 02/BC-TDLT on the Annual Corporate Governance Report in 2023 as follows:

* Name of company: Loc Troi Group Joint Stock Company
* Head office address: No. 23 Ha Hoang Ho, My Xuyen, Long Xuyen, An Giang
* Tele 0296.3841299 Fax: Email:
* Charter capital: VND 1,007,414,650,000
* Securities code: LTG
* Corporate governance model: The General Meeting, Board of Directors, Supervisory Board and Managing Director.
* Internal audit function: None.

1. Activities of the General Meeting

Information about the meetings and General Mandates/Decisions of the General Meeting (including General Mandates approved by collecting shareholders' ballots):

|  |  |  |  |
| --- | --- | --- | --- |
| No. | General Mandate/Decision of the General Meeting | Date | Contents |
| 1 | 01/NQ/DHDCD | April 14, 2023 | Annual General Mandate 2023  Approve the Report of the Board of Directors in 2022.  Approve the Report of the Supervisory Board 2022; Approve the Financial Statements 2022 audited by Ernst & Young Vietnam Limited Liability Company;  Approve the Business Plan for 2023  Approve the Proposal of the Board of Directors, the Supervisory Board. |
| 2 | 02/NQ-DHDCD- | December 07, 2023 | General Mandate in the form of ballot collectio  Not to dismiss the tenure of Ms. Thuy Vu Dropsey as a member of the Board of Directors for the term 2019-2024 effective from July 31, 2023.  Not to elect an additional member of the Board of Directors for the term 2019-2024 from the candidates listed in the Board of Directors nomination list.  Not to pass the Regulations for electing additional members of the Board of Directors for the term 2019-2024 and to organize the voting process for electing additional members of the Board of Directors. |

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

|  |  |  |  |  |
| --- | --- | --- | --- | --- |
| No. | Member of the Board of Directors | Position (independent member/non-executive member of the Board of Directors) | Date of appointment/dismissal as member/independent member of the Board of Directors | |
| Appointment date | Date of dismissal |
| 1 | Mr. Huynh Van Thon | Non-executive member of the Board of Directors | June 28, 2019 |  |
| 2.. | Ms. Thuy Vu Dropsey | Non-executive member of the Board of Directors | June 28, 2019 |  |
| 3.. | Mr. Tran Thanh Hai | Independent member of the Board of Directors | June 28, 2019 |  |
| 4.. | Ms. Nguyen Thi Am | Non-executive member of the Board of Directors | May 23, 2020 |  |
| 5.. | Philipp Rosler | Independent member of the Board of Directors | May 23, 2020 |  |

1. Board Resolutions/Decisions

|  |  |  |  |
| --- | --- | --- | --- |
| No. | Resolutions/Decision | Date | Contents |
| 1.. | 01 /NQ-HDQT | February 21, 2023 | Approve the plan to organize the Annual General Meeting 2023 |
| 2.. | 02/ NQ-HDQT | February 02, 2023 | On the appointment of representatives by proxy of Loc Troi Group Joint Stock Company at Loc Troi - Vien Thi Joint Stock Company |
| 3.. | 04/NQ/HDQT | March 02, 2023 | On related-party transactions between the Company and related persons |
| 4.. | 05/NQ-HDQT | March 13, 2023 | On the appointment of representatives by proxy of Loc Troi Group Joint Stock Company at Huong Vi Troi Coffee One Member Limited Company |
| 5.. | 06/NQ-HDQT | May 18, 2023 | On the selection of an audit company to audit the Financial Statements 2023 for LTG and its subsidiaries |
| 6.. | 07/2021/NQ-HDQT | August 04, 2023 | On the approval of LTG's rice trading and export activities |
| 7.. | 08/NQ-HDQT | August 16, 2023 | On the implementation plan for issuing shares to pay dividends |
| 8.. | 09/NQ-HDQT | September 14, 2023 | On the termination of investment project activities and dissolution of Loc Troi - Vien Thi Joint Stock Company |
| 9.. | 10/NQ-HDQT | September 15, 2023 | On the approval of the plan to develop 1 million hectares of high-quality raw material areas for export |
| 10.. | 11/NQ-HDQT | October 19, 2023 | On organizing the collection of shareholders' ballots   * Issue 1: Approve the dismissal, election of additional members of the Board of Directors for the term 2019 - 2024; * Issue 2: Approve the regulations for electing additional members of the Board of Directors for the term 2019 - 2024 and organizing the voting process for electing additional members of the Board of Directors. |

1. Supervisory Board:

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. Tieu Phuoc Thanh | Member of the Supervisory Board | May 23, 2021 | Bachelor in Economics |
| Chief of Supervisory Board | April 14, 2022 |
| 2 | Ms. Vu Hong Trang | Member of the Supervisory Board | May 23, 2021 | Master of Finance and Accounting |
| 3 | Ms. Truong Thi Thu Thuy | Members of the Supervisory Board | April 14, 2022 | Bachelor in Accounting/Lawyer |

1. Executive Board: None
2. Chief Accountant:

|  |  |  |  |
| --- | --- | --- | --- |
| Full name | Date of birth | Qualification | Date of appointment/dismissal |
| Mr. Nguyen Tan Hoang | September 05, 1977 | Bachelor | September 01, 2015 |

1. Training on corporate governance:
2. List of related person of the public Company and transactions between the related person of the Company with the Company itself
3. Transactions between the Company and related persons of the Company; or between the Company and major shareholders, PDMR and related persons of PDMR This is reflected in item 35.b. Significant transactions with related parties during the period' in the separate financial statements in Q4 of Loc Troi Group Joint Stock Company.
4. Transactions between Company’s PDMR, related persons of PDMR and subsidiaries, companies controlled by the Company: None.
5. 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, Executive Manager (Managing Director) and other managers have been founding members or members of the Board of Directors or Executive Manager (Managing Director) for the past three (03) years (as at the date of reporting): None.
   2. Transactions between the Company and the companies where the related persons of members of the Board of Directors, members of the Supervisory Board, Executive Manager (Managing Director) and other managers who are members of the Board of Directors or Executive Manager (Managing Director): 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, Executive Manager (Managing Director) and other managers: None
6. Share transactions of PDMR and related persons of PDMR

Share transaction of PDMR and related persons on the Company's shares:

|  |  |  |  |  |  |  |  |
| --- | --- | --- | --- | --- | --- | --- | --- |
| 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 | | Reasons for increase or decrease (buy, sell, convert, reward, etc.) |
| Number of shares | Percentage | Number of shares | Percentage |  |
| 1 | Tran Thanh Hai | Member of the Board of Directors | 274,400 | 0.3405% | 0 | 0% | Sell |
| 2 | Truong Quang Vu | Sister of Supervisory Board member - Truong Thi Thu Thuy | 100 | 0.00012% | 0 | 0% | Sell |

1. Other significant issues: None