**NAG: Annual Corporate Governance Report 2023**

On January 30, 2024, Nagakawa Group JSC announced Report No. 01/2024/BC-HDQT on the Corporate Governance in 2023 as follows:

Name of company: Nagakawa Group JSC

Head office address: Zone 9, Phuc Thang ward, Phuc Yen town, Vinh Phuc province

Tel: (84-211) 3873568 Fax: (84-211) 3878020

Charter capital: VND 316,465,410,000

Securities code: NAG

Corporate Governance Model: The General Meeting of Shareholders, the Board of Directors, the Supervisory Board, and the General Manager.

1. Activities of the General Meeting of Shareholders

In 2023, Nagakawa Group JSC organized the Annual General Meeting of Shareholders on April 5, 2023, in accordance with the sequence of steps prescribed in the Law on Enterprise, the Company's Charter as well as other provisions of the Law. The General Meeting of Shareholders approved the General Mandate 2023 with the following specific contents:

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| --- | --- | --- | --- |
| General | Mandate  No. | Date | Content |
| 1 | 01/2023/NQ-DHDCD-NAG | April 05, 2023 | The Annual General Meeting of Shareholders 2023 approve the following contents:   * Approve the Report of the Board of Directors and the Board of Management in 2022. * Approve the Report of the Supervisory Board in 2022. * Approve the Report of the Board of Directors on changes to the plan for using capital obtained from the public offering of shares in 2022. * Approve the Proposal on the results of production and business activities in 2022 and the plan for production and business activities in 2023. * Approve the Audited Financial Statements 2022. * Approve the remuneration of the Board of Directors and the Supervisory Board in 2022 and the remuneration plan in 2023. * Approve the Profit distribution plan in 2022. * Approve the selection of an audit company to audit the Financial Statements in 2023. * Approve the content of authorizing the Board of Directors to decide on transactions related to the transfer of share listing from the HNX exchange to the HOSE exchange. * Approve the content of authorizing the Board of Directors to decide on transactions generating revenue and costs with affiliated parties. * Approve the content of authorizing the Board of Directors to decide on amending the Company's Charter. |

1. BOARD OF DIRECTORS
2. Information about members of the Board of Directors

| No. | Members 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 Ngoc Quy | Chair of the Board of Directors | February 12, 2022 |  |
| 2 | Ms. Nguyen Thi Huyen Thuong | Vice Chair of the Board of Directors-cum-General Manager | April 21, 2017 |  |
| 3 | Ms. Truong Dao Hai Ha | Member of the Board of Directors | April 21, 2017 |  |
| 4 | Mr. Doan Duc Hoa | Member of the Board of Directors | February 12, 2022 |  |
| 5 | Mr. Pham Anh Tuan | Member of the Board of Directors | February 12, 2022 |  |

1. Board Resolutions/Board Decisions

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| --- | --- | --- | --- |
| No. | Board Resolution/Board Decision No. | Date | Content |
| 1 | 01/QDHDQT/NAG-23 | January 5, 2023 | On: Plan for production and business activities for Q1/2023 |
| 2 | 01/NQ-HDQT-NAG | February 10, 2023 | On: Plan to organize the Annual General Meeting of Shareholders 2023 |
| 3 | 02/NQ-HDQT-NAG | February 18, 2023 | On: Adjusting the record date to attend the  Annual General Meeting of Shareholders 2023 |
| 4 | 02/QDHDQT/NAG-23 | March 24, 2023 | On: Business results for Q1/2023 and business plan for Q2/2023 |
| 5 | 03/NQ-HDQT-NAG | April 24, 2023 | On: Appointment of Deputy General Manager - Nagakawa Group JSC |
| 6 | 03/QDHDQT/NAG-23 | June 26, 2023 | On: Meeting to summarize the results of production and business activities in the first 6 months of 2023 and business plan for the last 6 months of 2023 |
| 7 | 208/BBHDQT-NAG-23 | August 30, 2023 | On: Approving the cash dividend payment plan in 2022 |
| 8 | 228/ NQ-HDQT-NAG | October 2, 2023 | On: Dismissal, Appointment of the Chief Accountant - Nagakawa Group JSC |
| 9 | 02/NQ-HDQT-NAG | October 30, 2023 | On: Contributing capital to establish Nagakawa High Technology Joint Stock Company and appointing a representative to manage the capital contribution |
| 10 | 03/NQ-HDQT-NAG | November 2, 2023 | On: Appointing the person in charge of corporate governance-cum-Secretariat of the Company |
| 11 | 04/NQ-HDQT-NAG | December 28, 2023 | On: Meeting to summarize production and business results in 2023 and business plan for 2024 |

1. SUPERVISORY BOARD

|  |  |  |  |  |
| --- | --- | --- | --- | --- |
| No. | Member of the Supervisory Board | Position | Date of appointment as  member of the Supervisory Board | Qualification |
| 1 | Ms. Nguyen Thi Thu Thao | Chief of the Supervisory Board | April 21, 2017 | Bachelor of Accounting and Finance |
| 2 | Ms. Pham Thi Hue Anh | Member of the Supervisory Board | February 12, 2022 | Master |
| 3 | Ms. Vu Thi Hai Yen | Member of the Supervisory Board | April 21, 2017 | Bachelor of Accounting and Finance |

1. The Executive Board

|  |  |  |  |  |
| --- | --- | --- | --- | --- |
| No. | Members of the Executive Board | Date of birth | Qualification | Date of appointment/dismissal |
| 1 | Ms. Nguyen Thi Huyen Thuong | October 13, 1983 | Master of Business Administration | July 22, 2020 |
| 2 | Ms. Huy Thi Dung | June 1, 1979 | Bachelor of Accounting | January 6, 2021 |
| 3 | Mr. Tran Ba Dat | December 30, 1985 | Bachelor of Business Administration | January 28, 2022 |
| 4 | Ms. Nguyen Thi Bich Thuy | May 19, 1982 | Bachelor of Business Administration | April 24, 2023 |

1. The Chief Accountant:

|  |  |  |  |
| --- | --- | --- | --- |
| Full name | Date of birth | Qualification | Date of appointment/dismissal |
| Ms. Huy Thi Dung | June 1, 1979 | Bachelor of Accounting | Appointment date March 02, 2011  Dismissal date: October 2, 2023 |
| Ms. Trinh Thi Phuong | November 8, 1983 | Master of Economics | Appointment date: October 2, 2023 |

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 affiliated persons of the Company, or between the Company and major shareholders, PDMR, or affiliated persons of PDMR: None
4. Transactions between PDMR of the listed company, affiliated persons of PDMR and subsidiaries, and companies controlled by the listed company: None
5. Transactions between the Company and other entities: None
6. Share transactions between PDMR and affiliated persons of PDMR
7. Transactions between PDMR and affiliated persons of PDMR for shares of listed companies: None.
8. Other significant issues: None