**PAT: Annual Corporate Governance Report 2023**

On January 29, 2024, Viet Nam Apatite - Phosphorus Joint Stock Company announced Report No. 06/2024/BCQT-PAC on the corporate governance in 2023, as follows:

* Name of company: Viet Nam Apatite - Phosphorus Joint Stock Company
* Headquarters address: Tang Loong Industrial Park, Tang Loong Town, Bao Thang District, Lao Cai Province
* Tel: 038999.5673
* Email: quynhnga7390@gmail.com.
* Charter capital: VND 250,000,000,000
* Securities code: PAT:
* Corporate Governance Model: General Meeting of Shareholders, Board of Directors, Supervisory Board and Manager
* Internal audit execution: Executed.

1. Activities of the General Meeting of Shareholders

Information about meetings and General Mandates/Decisions of the General Meeting of Shareholders (including General Mandates approved by collecting opinions via a ballot)

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| No. | General Mandate/Decision of the General Meeting of Shareholders No. | Date | Content |
| 1 | Annual General Mandate 2023, No.: 01/2023/NQ-DHDCD | March 22, 2023 | 1. Approve the Report of the Board of Directors; 2. Approve the report of the Supervisory Board; 3. Approve the Audited Financial Statement 2022; 4. Approve the Profit distribution plan 2022; 5. Approve the production and business plan 2023. 6. Approve the dismissal and election of members of the Board of Directors; 7. Approve amending and supplementing to the Company's Charter and promulgating the Internal Regulations on Corporate Governance; 8. Approve the transactions and the signing of contracts with related parties; 9. Approve the remuneration and income of the Board of Directors and the Supervisory Board; 10. Approve selecting audit company for the fiscal year 2023. |

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

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| No. | Member of the Board of Directors | Position (independent members of the Board of Directors, non-executive members of the Board of Directors) | Date of appointment/dismissal as member/independent member of the Board of Directors | |
| Appointment date | Dismissal date |
| 1 | Mr. Dao Huu Huyen | Chair of the Board of Directors | June 12, 2018 |  |
| 2 | Mr. Dao Huu Duy Anh | Member of the Board of Directors | June 12, 2018 |  |
| 3 | Mr. Pham Van Hung | Member of the Board of Directors | June 12, 2018 |  |
| 4 | Mr. Dang Tien Duc | Member of the Board of Directors - The Manager | June 12, 2018 |  |
| 5 | Mr. Vuong Quoc Hung | Independent member of the Board of Directors | March 22, 2023 |  |
| 6 | Mr. Nguyen Hung Cuong | Member of the Board of Directors, Deputy General Manager | March 25, 2021 | March 22, 2023 |

1. Board Resolutions/Board Decisions:

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| --- | --- | --- | --- |
| No. | Board Resolution/Board Decision No. | Date | Content |
| 1 | 01/2023/NQ-HDQT | January 17, 2023 | Approve the production and business results of Q4/2022 and the plan for Q1/2023; approve signing contracts and transactions between Vietnam Apatite - Phosphorus Joint Stock Company and related parties |
| 2 | 02/2023/NQ-HDQT | January 17, 2023 | Approve to record the list of shareholders attending the Annual General Meeting of Shareholders 2023 |
| 3 | 03/2023/NQ-HDQT | February 23, 2023 | Approve the documents of the Annual General Meeting of Shareholders 2023 |
| 4 | 04/2023/NQ-HDQT | March 23, 2023 | Approve the remaining dividend payment of 2022 in cash: |
| 5 | 05/2023/NQ-HDQT | March 23, 2023 | Approve the Charter and Internal Regulations on corporate governance |
| 6 | 06/2023/NQ-HDQT | April 24, 2023 | Approve the production and business results of Q1/2023 and the plan for Q2/2023. |
| 7 | 07/2023/NQ-HDQT | June 13, 2023 | Approve selecting an audit company in 2023 |
| 8 | 08/2023/NQ-HDQT | July 21, 2023 | Approve production and business results of Q2/2023 and the plan for Q3/2023. |
| 9 | 09/2023/NQ-HDQT | October 23, 2023 | Approve production and business results of Q3/2023 and the plan for Q4/2023. |
| 10 | 10/2023/NQ-HDQT | October 23, 2023 | Approve to record the list of shareholders for the dividend prepayment in 2023 in cash |

1. Supervisory Board.

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| --- | --- | --- | --- | --- |
| No. | Member of the Supervisory Board/the Audit Committee | Position | Date of appointment as member of the Supervisory Board. | Qualification |
| 1 | Ms. Pham Thi Bich | Head of the Supervisory Board | June 12, 2018 | Bachelor of Accounting |
| 2 | Mr. Tran Van Cuong | Members of the Supervisory Board | May 19, 2020 | Bachelor of Chemistry |
| 3 | Mr. Pho Duc Tung | Members of the Supervisory Board | March 25, 2021 | Bachelor of Finance and Banking |

1. The Executive Board

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| --- | --- | --- | --- | --- |
| No. | Members of the Executive Board | Date of birth | Qualification | Date of appointment as member of the Executive Board |
| 1 | Mr. Dang Tien Duc - Manager | October 21, 1988 | Chemical Engineer | June 12, 2018 |
| 2 | Mr. Nguyen Hung Cuong - Deputy Manager | February 20, 1982 | Automation engineer | June 12, 2018 |

1. The Chief Accountant

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| --- | --- | --- | --- |
| Full name | Date of birth | Qualification | Appointment date |
| Ms. Pham Thi Bich Phuong | May 20, 1990 | Bachelor of Accounting | June 12, 2018 |

1. Training on corporate governance
2. List of affiliated persons of the listed company as prescribed in Clause 34, Article 6 of the Law on Securities and transactions between affiliated persons of the Company and the Company itself.
3. Transactions between the Company and related persons of the Company, or between the Company and major shareholders, PDMR, or related persons of PDMR

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| --- | --- | --- | --- | --- | --- | --- | --- | --- | --- |
| No. | Company name | Relations with the Company | NSH No.\* , Date of issue, Place of issue | Head office/Contact address | Time of transaction with the Company | General Mandate/Decision of the General Meeting of Shareholder No. or Board Resolution/Decision No. approved | Transaction content | Total transaction value | Note |
| 1 | Duc Giang Lao Cai Chemicals Limited Company | Holding Company | 5300299830, April 15, 2009, the Department of Planning and Investment of Lao Cai. | Tang Loong Industrial Park, Bao Thang, Lao Cai | In 2023 | Board Resolution No. 01/2023/NQ-HDQT dated January 17, 2023 | Providing goods and services to Subsidiaries | 622,408,419,456 |  |
| Purchase finished products from Subsidiaries | 658,259,307,720 |  |
| Purchase goods and services of Subsidiaries | 1,908,973,870 |  |
| Received profit (VND) | 263,359,966,410 |  |
| 2 | Duc Giang Chemicals Group JSC | Related organization | 0101452588; October 06, 2022; Hanoi Department of Planning and Investment | Duc Giang, Long Bien, Hanoi | In 2023 | Board Resolution No. 01/2023/NQ-HDQT dated January 17, 2023 | Purchase products from related organizations | 29,426,526 |  |
| Transportation services of related organizations | 788,506,364 |  |
| Sale finished products to related organizations | 1,012,139,700 |  |
| 3 | Duc Giang - Dinh Vu Chemicals One Member Company Limited | Related organization | 022031000132, July 26, 2013, Management Board of Hai Phong Economic Zone | Dinh Vu Industrial Park, Hai Phong | In 2023 | Board Resolution No. 01/2023/NQ-HDQT dated on January 17, 2023 |  | - |  |
| 4 | Duc Giang - Dak Nong Chemicals Limited Company | Related organization | 6400445420, March 22, 2022, Dak Nong Department of Planning and Investment | Tam Thang Industrial Park, Tam Thang commune, Cu Jut district, Dak Nong province | In 2023 | Board Resolution No. 01/2023/NQ-HDQT dated on January 17, 2023 |  | - |  |
| 5 | Duc Giang Nghi Son Chemicals Limited Company | Related organization | 2802846993; May 14, 2020; Department of Planning and Investment of Thanh Hoa | Nghi Son Economic Zone, Tan Truong commune, Tinh Gia district, Thanh Hoa province | In 2023 | Board Resolution No. 01/2023/NQ-HDQT dated January 17, 2023 |  | - |  |
| 6 | Duc Giang Chemicals Sport One Member Company Limited | Related organization | 0109078678; 1/30/2020; Hanoi Department of Planning and Investment | Duc Giang, Long Bien, Hanoi | In 2023 | Board Resolution No. 01/2023/NQ-HDQT dated January 17, 2023 |  | - |  |
| 7 | Duc Giang Land One Member Company Limited | Related organization | 0109516875, issued on February 01, 2021, Hanoi Hanoi Department of Planning and Investment | Duc Giang, Long Bien, Hanoi | In 2023 | Board Resolution No. 01/2023/NQ-HDQT dated January 17, 2023 |  | - |  |
| 8 | Van Minh Company Limited | Related organization | 0100284958; April 26, 2014; Hanoi Department of Planning and Investment | No. 55 Phung Hung Street, Hoan Kiem District, Hanoi | In 2023 | Board Resolution No. 01/2023/NQ-HDQT dated January 17, 2023 | Purchase supplies and laboratory equipment of Van Minh Company | 271,131,089 |  |
| Sale finished products to related organizations | 20,580,000 |  |
| 9 | Phosphorus 6 One Member Company Limited | Related organization | 5300813929, April 11, 2023, Hanoi Departmet of Planning and Investment, changed for the 2nd time on July 20, 2023 | Lot B24, B24A, Industrial Park Tang Loong, Bao Thang District, Lao Cai City, Vietnam | In 2023 | Board Resolution No. 01/2023/NQ-HDQT dated January 17, 2023 | Sale products for related organizations | 746,897,350 |  |
| Liquidate fixed assets for related organizations | 3,751,924,789 |  |
| 10 | Tiasang Battery Joint stock company | Related organization | 0200168458, October 01, 2004, Hanoi Department of Planning and Investment | Ton Duc Thang Avenue, An Dong Commune, An Duong District, Hai Phong City, Vietnam | In 2023 | Board Resolution No. 01/2023/NQ-HDQT dated January 17, 2023 | Purchase products from related organizations | 43,487,000 |  |

1. Transactions between PDMR of the listed company, affiliated persons of PDMR and subsidiaries, and companies controlled by the listed company.
2. Transactions between the Company and other entities
3. Transactions between the Company and the companies where members of the Board of directors, members of the Supervisory Board, the Executive Manager (General Manager) have been founding members or members of the Board of Directors, the Executive Manager (General Manager) for the past three (03) years (calculated at the time of reporting):
4. Transactions between the Company and the companies in which affiliated persons of members of the Board of Directors, members of the Supervisory Board and the Executive Manager (General Manager) are members of the Board of Directors, the Executive Manager (General Manager):
5. 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 Executive Manager (General Manager).
6. Share transactions of PDMR and affiliated persons of PDMR
7. Company’s share transaction of PDMR and affiliated persons

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| --- | --- | --- | --- | --- | --- | --- | --- |
| 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, ...) |
| Number of shares | Rate | Number of shares | Rate |
| 1 | Vuong Quoc Hung | Member of the Board of Directors | 6,500 | 0.03% | 32,000 | 0.13% | Buy |
| 2 | Nguyen Hung Cuong | Deputy Manager | 22,333 | 0.09% | 333 | 0.001% | Sell |

1. Other significant issues None