**TCJ: Annual Corporate Governance Report 2023**

On January 09, 2024, Tochau JSC announced Report No. 01/BC-CTTC on the corporate governance in 2023 as follows:

* Name of company: Tochau JSC
* Head office address: No 1553, Highway 30, Zone 4, Ward 11, Cao Lanh City, Dong Thap Province
* Tel: 02773894104 Email: [info@tochau.vn](mailto:info@tochau.vn)
* Charter capital: VND 100,000,000,000
* Securities code: TCJ
* Corporate Governance Model: The General Meeting of Shareholders, the Board of Directors, the Supervisory Board and the Board of Management.
* Internal audit execution: Implemented.

1. Activities of 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 |
| 01 | 15/2023/NQ/ DHCD | December 07, 2023 | Annual General Mandate 2023 of Tochau JSC |

1. The Board of Directors in 2023:
2. Information about members of the Board of Directors

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| No. | Member of the Board of Directors | Position (independent member, non-executive member of the Board of Directors) | Date of appointment/dismissal as members/independent member of the Board of Directors | |
| Appointment date | Date of dismissal |
| 1 | Mr. Le Hung Tin | Chairman of the Board of Directors, executive; Legal representative of the Company | July 28, 2022 |  |
| 2 | Mr. Le Phat Tai | Non-executive member of the Board of Directors | July 28, 2022 |  |
| 3 | Mr. Lam Duy Binh | Non-executive member of the Board of Directors | July 28, 2022 |  |
| 4 | Mr. Le Nguyen Duy Phuc | Non-executive member of the Board of Directors | July 28, 2022 |  |
| 5 | Mr. Huynh Dang Khoa | Non-executive member of the Board of Directors | July 28, 2022 | December 07, 2023 |
| 6 | Mr. Doan Minh Tu | Non-executive member of the Board of Directors | December 07, 2023 |  |

1. Board Resolutions/Board Decisions

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| No. | Board Resolution/Board Decision No. | Date | Content |
| 1 | 01/2023/NQ-HDQT | February 10, 2023 | Agree on the plan to hold the Annual General Meeting of Shareholders 2023 in April 2023. |
| 2 | 01B/2023/NQ-HDQT | February 18, 2023 | Agree on cooperating in the operation of the Song Tien Seafood Processing Enterprise. |
| 3 | 02/2023/NQ-HDQT | March 14, 2023 | Agree on cancelling the timing of the Annual General Meeting of Shareholders in April 2023.  Approve the record date to participate in the Annual General Meeting in 2023 is scheduled for April 11, 2023, with the meeting expected to be held in May 2023. |
| 4 | 03/2023/NQ-HDQT | April 05, 2023 | Agree on the agenda for organizing the Annual General Meeting of Shareholders in 2023. |
| 5 | 04/2023/NQ-HDQT | April 05, 2023 | Agree on changing personnel in the Company's Executive Board (Deputy General Manager of the company). |
| 6 | 05/2023/NQ-HDQT | May 16, 2023 | Agree on changing personnel in the company's Executive Board (remove the Chief Accountant, appoint the person in charge of accounting of the Company). |
| 7 | 06/2023/NQ-HDQT | May 19, 2023 | Agree on cancelling the timing of the Annual General Meeting of Shareholders in May 2023 to finalize the content of the General Meeting, with the expected date of June 29. |
| 8 | 07/2023/NQ-HDQT | May 19, 2023 | Agree on liquidating a 16-seat car through auction to recover a portion of the company's asset value. |
| 9 | 08/2023/NQ-HDQT | May 19, 2023 | Agree on liquidating 02 grain drying systems. |
| 10 | 09/2023/NQ-HDQT | June 01, 2023 | Agree on holding the Annual General Meeting of Shareholders in 2023 on June 29, 2023. |
| 11 | 10/2023/NQ-HDQT | June 23, 2023 | Agree on cancelling the timing of the Annual General Meeting of Shareholders on June 29, 2023, to finalize the content and collect shareholder voting on the company's restructuring plan. |
| 12 | 11/2023/NQ-HDQT | July 10, 2023 | Agree on converting the usage function of the area from constructing Warehouse No. 3 of the To Chau Aquafeed Manufacturing Enterprise into a warehouse for loose bran, a boiler house for loose bran, and a 60-ton electronic scale. |
| 13 | 12/2023/NQ-HDQT | September 30, 2023 | Agree on liquidate a 7-seat Toyota Fortuner car through auction to recover a portion of the company's asset value. |
| 14 | 13/2023/NQ-HDQT | October 18, 2023 | Agree on the plan for preparing the Annual General Meeting of Shareholders in 2023. |
| 15 | 14/2023/NQ-HDQT | November 14, 2023 | Agree on the Program and Documents of the Annual General Meeting of Shareholders in 2023, to be held on December 7, 2023. |
| 16 | 01/2023/QD-HDQT | April 17, 2023 | Decision on dismissing Mr. Huynh Dang Khoa - Deputy General Manager of the Company from his position. |
| 17 | 02/2023/QD-HDQT | April 19, 2023 | Decision on appointing Mr. Doan Minh Tu to hold the position of Deputy General Manager of the Company. |
| 18 | 03/2023/QD-HDQT | May 16, 2023 | Decision on dismissing the position of Chief Accountant of the Company from Mr. Nguyen Son. |
| 19 | 04/2023/QD-HDQT | May 16, 2023 | Decision on appointing Mr. Tra Cao Lanh to hold the position of person in charge of accounting of the Company. |
| 20 | 05/2023/QD-HDQT | May 19, 2023 | Decision on liquidating a 16-seat car. |
| 21 | 06/2023/QD-HDQT | May 19, 2023 | Decision on liquidating 02 grain drying systems. |
| 22 | 07/2023/QD-HDQT | September 30, 2023 | Decision on liquidating a 7-seat Toyota Fortuner car. |

1. The Supervisory Board/ Audit Committee
2. Information about the members of the Supervisory Board

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| No. | Member of the Supervisory Board/Audit Committee | Position | Date of appointment/dismissal as member of the Supervisory Board | Qualification |
| 1 | Mr. Nguyen Le Bao Anh | Chief | Date of appointment July 28, 2022  Date of dismissal: December 07, 2023 | Bachelor of Accounting |
| 2 | Ms. Tran Nhat Thu | Member  Chief | Date of appointment July 28, 2022  Date of appointment December 07, 2023 | University of Business Accounting |
| 3 | Mr. Truong Quoc Thanh | Member | Appointment date  July 28, 2022 | University of Business Accounting |
| 4 | Ms. Nguyen Thi My Linh | Member | Appointment date  December 07, 2023 | Bachelor of Economics |

1. Executive Board:

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| --- | --- | --- | --- | --- |
| No. | Member of The Executive Board | Date of birth | Qualification | Date of appointment/dismissal as member of the Executive Board |
| 1 | Mr. Huynh Dang Khoa | October 30, 1981 | University of Electrical - Electronics (Electrical) Engineer | Appointment date  July 28, 2022  Date of dismissal  April 17, 2023 |
| 2 | Mr. Doan Minh Tu | March 15, 1977 | University of Food Industry | Appointment date  April 19, 2023 |

1. Chief Accountant/ Person in charge of accounting:

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| --- | --- | --- | --- | --- |
| No. | Full name | Date of birth | Qualification | Date of appointment/dismissal |
| 1 | Mr. Nguyen Son | August 01, 1971 | Bachelor of Economics | Appointment date  December 23, 2013  Date of dismissal  May 16, 2023 |
| 2 | Mr. Tra Cao Lanh | September 29, 1988 | Finance - Banking | Appointment date  May 16, 2023 |

1. Training on corporate governance:
2. List of affiliated persons of the public company (report for the first 6 months of the year) and transactions between 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 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 the company in which members of the Board of Directors, members of the Supervisory Board, the Manager (General Manager) and other managers 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):
   2. Transactions between Company and the company that related persons of members of the Board of Directors, members of the Supervisory Board, the Manager (General Manager) and other managers are members of the Board of Directors, the Executive Manager (the General Manager):
   3. Other transactions of the Company (if any) which can bring about material or non-material benefits to members of the Board of Directors, members of the Supervisory Board, the Manager (General Manager) and other managers:

VIII. Other significant issues: None