**AGX: Annual Corporate Governance Report 2023**

On January 26, 2024, Saigon Export Foodstuffs and Agricultural Products Joint Stock Company announced Report No. 01/2024/BC-HDQT on corporate governance in 2023 as follows:

* Name of company: Saigon Export Foodstuffs and Agricultural Products Joint Stock Company
* Head office address: No. 58 Vo Van Tan, Vo Thi Sau Ward, District 3, Ho Chi Minh City
* Tel: (84-28) 3930 4464; Fax: (84-28) 3930 3186
* Email: info@agrexland.com
* Charter capital: VND 108,000,000,000
* Securities code: AGX:
* Corporate Governance Model: The General Meeting, the Board of Directors, the Supervisory Board, and the Managing Director

- Internal audit: Executed.

1. Activities of the General Meeting

The Annual General Meeting 2023 of the Company was held on April 20, 2023. The General Meeting approved the following contents in the General Mandate as follows:

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| --- | --- | --- | --- |
| No. | General Mandate | Date | Contents |
| 1 | 01/2023/NQ-DHDCD | April 20, 2023 | * Report on business results 2022 of the Board of Management; Report on activities of the Board of Directors and Report of the Supervisory Board in 2022; * Audited Separate and Consolidated Financial Statements 2022; * Profit distribution plan for 2022; * Business plan 2023; * Authorize the Board of Directors to choose an audit company for the Financial Statements 2023; * Report on the remuneration of the Board of Directors and the Supervisory Board in 2022. Plan on operation cost, remuneration for the Board of Directors, Supervisory Board and Secretariat in 2023. |

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

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| --- | --- | --- | --- | --- |
| No. | Members 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 | Dismissal date |
| 1 | Ms. Vo Thi Huyen Lan | Chair of the Board of Directors | June 28, 2021 |  |
| 2 | Mr. Ngo Binh Long | Member of the Board of Directors-cum-Managing Director | June 28, 2021 |  |
| 3 | Mr. Pham Hai Long | Member of the Board of Directors | June 28, 2021 |  |
| 4 | Nguyen Xuan Han | Non-executive member of the Board of Directors | June 28, 2021 |  |
| 5 | Vo Thi My | Non-executive member of the Board of Directors | June 28, 2021 |  |

1. Board Resolutions/Board Decisions:

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| --- | --- | --- | --- |
| No. | Board Resolution/Board Decision | Date of issuance | Contents |
| 1 | 01/2023/NQ-HDQT | February 27, 2023 | Record the list of shareholders to attend the Annual General Meeting 2023. |
| 2 | 02/2023/NQ-HDQT | March 24, 2023 | Approve the organizing plan and the documents for the Annual General Meeting 2023. |
| 3 | 03/2023/NQ-HDQT | March 24, 2023 | Approve the Audited Financial Statement 2022.  Approve the adjustment of the Company’s business plan 2023. |
| 4 | 04/2023/NQ-HDQT | March 24, 2023 | Approve the amendment to the Company's salary and bonus regulations. |
| 5 | 05/2023/NQ-HDQT | April 20, 2023 | Record the list of shareholders to pay dividends 2022 in cash (15%/par value). |
| 6 | 06/2023/NQ-HDQT | July 18, 2023 | Pay bonuses to the Board of Directors and Supervisory Board according to the Annual General Mandate 2023. |
| 7 | 07/2023/NQ-HDQT | July 18, 2023 | Select AFC Vietnam Auditing Company Limited as the audit unit for the Financial Statements 2023. |
| 8 | 08/2023/NQ-HDQT | July 18, 2023 | Approve the 1st amendment of the Company's Financial Management Regulations. |
| 9 | 01/2024/NQ-HDQT | January 23, 2024 | Approve the business plan for 2024 |
| 10 | 02/2024/NQ-HDQT | January 23, 2024 | Approve the 2024 Lunar New Year bonus for the Company's employees. |

1. SUPERVISORY BOARD
2. Information about members of the Supervisory Board

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| --- | --- | --- | --- | --- |
| No. | Members of the Supervisory Board | Position | Date of appointment as member of the Supervisory Board. | Qualification |
| 1 | Mr. Khong Van Minh | Chief | June 28, 2021 | Master of Business Administration |
| 2 | Ms. Dang Thu Ha | Member | June 28, 2021 | Master of Business Administration |
| 3 | Ms. Vo Hoang Bich Ngoc | Member | September 12, 2022 | Bachelor in Accounting |

1. The Executive Board

|  |  |  |  |  |  |
| --- | --- | --- | --- | --- | --- |
| No. | Members of the Executive Board | Position | Date of birth | Qualification | Date of appointment as member of the Executive Board |
| 1 | Mr. Ngo Binh Long | Managing Director | January 30, 1971 | Master of Business Administration | June 28, 2021 |
| 2 | Mr. Pham Hai Long | Deputy Managing Director | July 22, 1963 | Master of Economics | June 28, 2021 |

1. The Chief Accountant

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| --- | --- | --- | --- |
| Full name | Date of birth | Qualification | Appointment date |
| Cao Xuan Cuong | January 20, 1972 | Bachelor in Economics | January 01, 2014 |

1. Training on corporate governance: None.
2. List of related person of the public company and transactions between related persons of the Company and the Company itself.
3. Transactions between the Company and related persons of the Company; or between the Company and principal shareholders, PDMR and related persons of PDMR: ,

|  |  |  |  |  |  |  |  |  |
| --- | --- | --- | --- | --- | --- | --- | --- | --- |
| No. | Name of individual/institution | 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 approved No. or Board Resolution/Decision approved No. (including date of promulgation, if any) | Content, quantity, total value of transaction (VND) | Note |
| 1 | Agrex Saigon Foodstuffs Joint Stock Company | Subsidiary | 1100928386 | No. 10 Ben Nghe Road, Tan Thuan Dong Ward, District 7 | January, 2023 | Resolution No. 04/2021/NQ-HDQT dated June 03, 2021 | 27,600,000,000 | Factory Lease Agreement |
| 2 | Agrex Saigon Foodstuffs Joint Stock Company | Subsidiary | 1100928386 | No. 10 Ben Nghe Road, Tan Thuan Dong Ward, District 7 | January, 2023 |  | 1,762,866,285 | Commercial Brokerage Service Contract |

1. Transactions between Company’s PDMR, related persons of PDMR and subsidiaries or companies controlled by the Company: None
2. 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 (the Managing Director) and other managers have been founding members or members of the Board of Directors, the Executive Manager (the Managing Director) for the past three (03) years (calculated at the time of reporting).
   2. Transactions between the Company and companies executed by the related people 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 and Executive Manager (Managing Director).
   3. Other transactions of the Company (if any) that can bring material or non-material benefits to members of the Board of Directors, members of the Supervisory Board, Executive Manager and other managers:
3. Share transactions of PDMR and related persons of PDMR
4. 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, ...) |
| Number of shares | Rate | Number of shares | Rate |
| 1 | An Long Investment And Trading Joint Stock Company | Organization related to PMDR: Ms. Vo Thi Huyen Lan - Chair of the Board of Directors | 1,760,000 | 16.30% | 2,488,936 | 23.05% | Increase investment proportion |

1. Other significant issues: None