**YTC: Annual Corporate Governance Report 2023**

On January 30, 2024, Ho Chi Minh City Medial Import Export Joint Stock Company announced Report No. 60/2024/BC-YTC on the corporate governance of 2023 as follows:

* Name of company: Ho Chi Minh City Medial Import Export Joint Stock Company
* Head office address: No. 181 Nguyen Dinh Chieu Street, Vo Thi Sau Ward, District 3, Ho Chi Minh City
* Tel: (84-28) 39 304 372 Fax: (84-28) 39 306 909 Email: yteco[hcm@yteco.vn](mailto:hcm@yteco.vn)
* Charter capital: VND 30,800,000,000
* Securities code: YTC
* Corporate Governance Model: The General Meeting, the Board of Directors, the Supervisory Board, and the Managing Director/Manager.
* Internal audit: Not executed.

1. Activities of the General Meeting

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

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| No. | General Mandate/Decision of the General Meeting | Date | Contents |
| 1 | 01/2023/NQ-DHDCD | June 17, 2023 | At the Annual General Meeting, the General Meeting approved the following issues:   * Approve the Report on the activities in 2022 and the operation program of 2023 of the Board of Directors. * Approve the Report in 2022 of the Supervisory Board. * Approve the Report of the Managing Director on the production and business activities in 2022, and the plan for 2023. * Approve the Audited Financial Statements 2022. * Approve the remuneration of the Board of Directors and the Supervisory Board in 2022 and the plan for 2023. * Approve the Profit distribution plan 2022 * Approve the Proposal on selecting an audit company for the Financial Statements 2023. * Approve the amendments and supplements to the Company’s Charter. * Approve the dismissal of members of the Board of Directors for Mr. Dang Phuoc Tu and Mr. Nguyen Quoc Viet. * Approve the Proposal for the development of an office tower and Yteco warehouse at 181 Nguyen Dinh Chieu Street, Vo Thi Sau Ward, District 3, HCMC. |
| 2 | 02/2023/NQ-DHDCD | June 17, 2023 | * Approve the plan on share issue to outstanding shareholders to increase charter capital. |

1. Board of Directors (Report of 2023):
2. Information about members of the Board of Directors:

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| --- | --- | --- | --- | --- |
| No. | Members of the Board of Directors | Position (independent member of the Board of Directors, 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 | Mr. Nguyen Khanh Linh | Chair of the Board of Directors | June 27, 2020 |  |
| 2 | Mr. Nguyen Quoc Viet | Vice Chair of the Board of Directors | June 27, 2020 | June 17, 2023 |
| 3 | Mr. Dang Phuoc Tu | Members of the Board of Directors | April 18, 2022 | June 17, 2023 |
| 4 | Mr. Le Van Thien | Vice Chair of the Board of Directors | May 23, 2023 |  |
| 5 | Mr. Phan Minh Trung | Members of the Board of Directors | December 20, 2021 |  |

1. Board Resolutions/Board Decisions (Annual Report 2023):

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| No. | Board Resolution/Board Decision | Date | Contents |
| 1 | 01A/2023/NQ-HDQT | January 03, 2023 | * Approve on borrowing from Vietnam Export Import Commercial Joint Stock Bank (Eximbank). |
| 2 | 01B/2023/NQ-HDQT | January 12, 2023 | * Approve the payment of business performance bonuses 2022 to company staff. |
| 3 | 01/2023/NQ-HDQT | March 03, 2023 | * Appoint the Company Secretariat -cum- Person in charge of corporate governance of the Compnay |
| 4 | 02/2023/NQ-HDQT | March 03, 2023 | * Approve the convening of the Annual General Meeting for 2023, with the meeting planned for April 20, 2023. |
| 5 | 03/2023/NQ-HDQT | April 03, 2023 | * Agree to extend the convening of the Annual General Meeting for 2023 to a planned date before June 30, 2023. |
| 6 | 04/2023/NQ-HDQT | April 27, 2023 | * Approve the convening of the Annual General Meeting for 2023, with the meeting planned for June 17, 2023. |
| 7 | 06/2023/NQ-HDQT | May 25, 2023 | * Approve the election of Mr. Le Van Thien as Vice Chair of the Board of Directors. |
| 8 | 07/2023/NQ-HDQT | May 25, 2023 | * Approve the appointment of Ms. Tran Thi Nhan as Deputy Managing Director-cum-Chief Accountant from June 1, 2023. |
| 9 | 08/2023/NQ-HDQT | May 25, 2023 | * Approve the Business Operations Results for 2022 and the Business Plan for 2023. * Approve the meeting program and all documents presented at the Annual General Meeting for 2023. |
| 10 | 09/2023/NQ-HDQT | June 13, 2023 | * Approve the Proposals: plan to develop an office tower and Yteco warehouse at 181 Nguyen Dinh Chieu Street, Vo Thi Sau Ward, District 3, Ho Chi Minh City. |
| 11 | 10/2023/NQ-HDQT | July 10, 2023 | * Approve the signing of Distribution Contracts, Bidding Cooperation Contracts with Bach Tuyet Cotton Corporation, a related organization of PDMR (Chair of the Board of Directors). * Approve the signing of a Principle Contract for the sale and purchase of pharmaceutical products with Saigon Limited Liability Pharmaceutical Company, a related organization of DPMR (Vice Chair of the Board of Directors). |
| 12 | 11/2023/NQ-HDQT | July 26, 2023 | * Approve the selection of an audit company for the Financial Statements 2023 . |
| 13 | 12/2023/NQ-HDQT | August 02, 2023 | * Approve the credit borrowing from Vietnam Joint Stock Commercial Bank for Foreign Trade (VCB). |
| 14 | 13/2023/NQ-HDQT | August 30, 2023 | * Approve the appointment of the general contractor for the construction of the Office Tower and Warehouse. |
| 15 | 14/2023/NQ-HDQT | August 30, 2023 | * Approve a medium to long-term loan with a related organization of PDMR (Chair of the Board of Directors). |
| 16 | 15/2023/NQ-HDQT | August 30, 2023 | * Approve the credit borrowing from Vietnam Joint Stock Commercial Bank for Foreign Trade (VCB) for the Office Tower and Warehouse project. |
| 17 | 16/2023/NQ-HDQT | September 05, 2023 | * Approve the credit borrowing from Vietnam Prosperity Joint Stock Commercial Bank (VPBank). |
| 18 | 17/2023/NQ-HDQT | September 05, 2023 | * Approve the credit borrowing from Bank for Investment and Development of Vietnam (BIDV). |
| 19 | 18/2023/NQ-HDQT | November 10, 2023 | * Approve the detailed implementation of the plan to offer shares to existing shareholders. |
| 20 | 18B/2023/NQ-HDQT | November 28, 2023 | * Approve the signing of various Contracts (Principle Contract, Sales Contract, Bidding Authorization Contract, and other types of contracts) with Bach Tuyet Cotton Corporation, a related organization of PDMR (Chair of the Board of Directors). |
| 21 | 19/2023/NQ-HDQT | December 01, 2023 | * Approve the registration dossier for offering shares to outstanding shareholders. |

1. Supervisory Board (Annual Report 2023):
2. Information about members of the Supervisory Board:

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| No. | Members of the Supervisory Board | Position | Date of appointment/dismissal as member of the Supervisory Board | Qualification |
| 1 | Mr. Nguyen Hoang Giang | Chief | Appointed on June 27, 2020 | Doctor of Economics |
| 2 | Ms. Truong Thi Hong Nhan | Member | Appointed on June 27, 2020 | Bachelor in Accounting and Auditing |
| 3 | Mr. Huynh Cong Triet | Member | Appointed on May 23, 2015 | Bachelor in 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. Phan Minh Trung | May 11, 1981 | Master of Business Administration, Bachelor in Electronics and Telecommunication | Appointed on December 09, 2020 |
| 3 | Ms. Tran Thi Nhan | March 20, 1989 | Bachelor in Accounting and Auditing | Appointment of Deputy General Director from June 1, 2023 |

1. Chief Accountant.

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| Full name | Date of birth | Qualification | Date of appointment/dismissal |
| Tran Thi Nhan | March 20, 1989 | Bachelor in Accounting and Auditing | Appointed on November 02, 2020 |

1. Training on corporate governance:
2. List of related persons of the public company (Annual Report 2023) and transactions between the related persons of the Company with the Company itself
3. Transactions between the Company and related persons of the Company, or between the Company and principal shareholders, PDMR, or related persons of PDMR: None.
4. Transactions between Company’s PDMR, related persons of PDMR and subsidiaries or companies controlled by the Company: None.
5. Transactions between the Company and other entities
   1. Transactions between the company and the company where members of the Board of Directors, members of the Supervisory Board, Executive Manager (Managing Director) and other managers that have been founding members or members of the Board of Directors and Executive Manager (Managing Director) for the past three (03) years (as at the date of reporting)

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| No. | Transactions | Note |
| 1 | * YTC signed Distribution Agreements and Bidding Cooperation Contracts with Bach Tuyet Cotton Corporation, a related organization of PDMR (Chair of the Board of Directors). |  |
| 2 | * YTC signed a Principle Contract for the sale and purchase of pharmaceutical products with Saigon Limited Liability Pharmaceutical Company, a related organization of PDMR (Vice Chair of the Board of Directors). |  |
| 3 | * YTC signed various types of Contracts (Principle Contract, Sales Contract, Bidding Authorization Contract, and other types of contracts) with Bach Tuyet Cotton Corporation, a related organization of PDMR (Chair of the Board of Directors). |  |

* 1. 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 or Executive Manager (Managing Director). None.
  2. 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.

1. Share transactions of PDMR and related persons of PDMR (Report of 2023)
2. Transaction of PDMR and related persons related to the Company’s shares: None.
3. Other significant issues None.