**CMM: Annual Corporate Governance Report 2023**

On January 30, 2024, Camimex Joint Stock Company announced Report No. 02/CBTT.CMC on the corporate governance in 2023 as follows:

* Name of company: Camimex Joint Stock Company
* Head office address: 333 Cao Thang St., Ward 8, Camau City, Vietnam.
* Tel: 0290.3831608; Fax: 0290.3580827 ; Email: [camimex@camimex.com.vn](mailto:camimex@camimex.com.vn)
* Charter capital: VND 944,999,980,000
* Securities code: CMM
* Corporate Governance Model: The General Meeting of Shareholders, the Board of Directors and the General Manager.
* Internal audit execution: Not executed.

1. Activities of the General Meeting of Shareholders

Information about the meetings and General Mandates/Decisions of the General Meeting of Shareholders.

|  |  |  |  |
| --- | --- | --- | --- |
| No. | General Mandate/Decision of the General Meeting of Shareholders No. | Date | Content |
| 01 | 01/NQ.DHDCD.CMC.2023 | May 24, 2023 | Annual General Mandate 2023 |

1. BOARD OF DIRECTORS
2. Information about members of the Board of Directors (as of December 31, 2023)

|  |  |  |  |  |
| --- | --- | --- | --- | --- |
| No. | Member of the Board of Directors | Position | Date of appointment/dismissal as member/independent member of the Board of Directors | |
| Appointment date | Date of dismissal |
| 1 | Bui Si Tuan | Non-executive Chair of the Board of Directors | February 18, 2019 |  |
| 2 | Dang Ngoc Son | Executive member of the Board of Directors | July 11, 2020 |  |
| 3 | Bui Duc Cuong | Executive member of the Board of Directors | February 18, 2019 |  |
| 4 | Tran Minh Thieu | Independent, non-executive member of the Board of Directors | September 22, 2020 |  |
| 5 | Bui Duc Dung | Member of the Board of Directors (Non-executive) | April 18, 2022 |  |

1. Board Resolutions/Board Decisions (as of December 31, 2023)

|  |  |  |  |
| --- | --- | --- | --- |
| No. | Board Resolution/Board Decision No. | Date | Content |
| 1 | 0802/NQ.HDQT.CMC.23 | February 08, 2023 | Decision on appointing the Chief accountant of Ms. Nguyen Thi Lam |
| 2 | 2702/NQ.HDQT.CMC | February 27, 2023 | Board Resolution on organization of the Annual General Meeting of Shareholders 2023 |
| 3 | 0304/NQ.HDQT.CMC.2023 | April 03, 2023 | Resolution on investment in purchasing shares of Camimex Quang Tri Joint Stock Company |
| 4 | 0106/NQ.HDQT.CMC.23 | June 01, 2023 | Resolution on approving the implementation of issuing shares to increase capital from owner's equity |
| 5 | 2806/NQ.HDQT.CMC.23 | June 28, 2023 | Resolution on approving the record date to exercise rights to buy additional shares to increase capital from owner's equity |
| 6 | 1007/NQ.HDQT.CMC.23 | July 10, 2023 | Resolution on approving the plan to offer additional shares to existing shareholders through public offering |
| 7 | 01.1007/NQ.HDQT.CMC.23 | July 10, 2023 | Resolution on approving the plan to ensure the ownership rate of foreign investors |
| 8 | 1307/NQ.HDQT.CMC.23 | July 13, 2023 | Resolution on approving the dossier for additional public offering of shares |
| 9 | 2407/NQ.HDQT.CMC.23 | July 24, 2023 | Resolution on approving the results of the share issuance to increase capital from owner's equity |
| 10 | 2807/NQ.HDQT.CMC.23 | July 28, 2023 | Resolution on approving the increase of capital from VND 630 billion to VND 944 billion |
| 11 | 2107/NQ.HDQT.CMC.23 | August 21, 2023 | Resolution on approving the termination of business operations at Camimex Joint Stock Company's business location |
| 12 | 1809/NQ.HDQT.CMC.23 | September 18, 2023 | Resolution on approving the selection of a share distribution agent for the public offering 2023 of shares of Camimex |
| 13 | 1110/NQ.HDQT.CMC.23 | October 11, 2023 | Resolution on: amending, supplementing Resolutions No. 1809/NQ.HDQT.CMC.23 dated September 18, 2023 and Resolution No. 1007/NQ.HDQT.CMC.23 dated July 10, 2023 |
| 14 | 01.1110/NQ.HDQT.CMC.23 | October 11, 2023 | Resolution on: Approve the dossier for additional public offering of shares |
| 15 | 2810/NQ.HDQT.CMC.23 | October 28, 2023 | Resolution on: Approve investment in purchasing assets |
| 16 | 1011/NQ.HDQT.CMC.23 | November 10, 2023 | Resolution on: Approve the plan to offer additional shares to the public in 2023 of Camimex Joint Stock Company |
| 17 | 23 11/NQ.HDQT.CMC | November 23, 2023 | Decision on the registration of business locations. |

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

|  |  |  |  |  |
| --- | --- | --- | --- | --- |
| No. | Members of the Supervisory Board | Position | Date of appointment as member of the Supervisory Board. | Qualification |
| 1 | Lu Hong Lam | Chief | June 23, 2021 | Bachelor of Fisheries Economics and Certificate of Chief Accountant |
| 2 | Nguyen Hoai Linh | Member | June 23, 2021 | Accounting University |
| 3 | Tran Thi My | Member | May 24, 2023 | University of banking and finance and chief accountant training certificate |

1. The Executive Board

|  |  |  |  |  |
| --- | --- | --- | --- | --- |
| No. | Member of The Executive Board | Date of birth | Qualification | Appointment date |
| 1 | Dang Ngoc Son - General Manager | June 19, 1959 | Bachelor of Seafood Processing | September 22, 2020 |
| 2 | Bui Duc Cuong - Deputy General Manager | April 07, 1973 | University - Bachelor of Economics | February 18, 2019 |
| 3 | Huynh Van Tan - Deputy General Manager | April 21, 1975 | Bachelor of External Economics | July 01, 2019 |

1. The Chief Accountant:

|  |  |  |  |
| --- | --- | --- | --- |
| Full name | Date of birth | Qualification | Appointment date |
| Nguyen Thi Lam | March 13, 1988 | Bachelor of Accounting | February 08, 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 and affiliated persons of PDMR

|  |  |  |  |  |  |  |  |  |
| --- | --- | --- | --- | --- | --- | --- | --- | --- |
| No. | Name of institution/ individual | Relations with the Company | NSH No., Date of issue, Place of issue of NSH | Head office address/Contact address | Time of transaction with the Company | General Mandate/Decision of the General Meeting of Shareholder No. or Board Resolution/Decision No. (including date of promulgation, if any) | Content, quantity, total value of transaction | Note |
| 1 | Camimex Group JSC | Holding Company |  |  | 2023 | Annual General Mandate 2023 | VND 427,651,394,347 |  |
| 2. | Camimex Foods JSC | Subsidiary of the Holding company |  |  | 2023 | VND 421,429,067,592 |  |
| 3. | Camimex Organic Limite Company | Subsidiaries |  |  | 2023 | VND  340,679,359,259 |  |
| 4 | Camimex Farm JSC | Subsidiary of the Holding company |  |  | 2023 | 3,215,735,046 |  |
| 5 | Vu Thi Bich Ngoc | Wife of the Chief |  |  | 2023 | VND 22,300,000,000 |  |
| 6 | Huynh Van Tan | Deputy General Manager |  |  | 2023 | VND520,000,0000 |  |
| 7 | Bui Duc Dung | Member of the Board of Directors |  |  | 2023 | VND 2,000,000,000 |  |
| 8 | Bui Vu Dieu Anh | Vice Chair of the Board of Directors |  |  | 2023 | VND 3,000,000,000 |  |

1. Transactions between Company’s PDMR, related persons of PDMR and subsidiaries, companies controlled by the Company.
2. Transactions between the Company and other entities
   1. Transactions between the Company and the companies executed by members of the Board of Directors, members of the Supervisory Board, the Manager (General Manager) and other managers who have been and are founding members or members of Board of Directors, the Manager (General Manager) for the past three (03) years (calculated at the time of reporting).

|  |  |  |  |  |  |  |  |  |  |
| --- | --- | --- | --- | --- | --- | --- | --- | --- | --- |
| No. | Name of organization/individual | Name of affiliated PDMR | Relations with PMDR | Position at listed companies | Business Registration Certificate No. | Address | Time of transaction | Content, quantity, total value of transaction | Note |
| VND 1 | Thao Anh Fish Joint Stock Company | Bui Duc Dung | Chair of the Board of Directors | Member of the Board of Directors |  |  | 2023 | VND 467,544,310 |  |

* 1. Transactions between the Company and the companies where the affiliated 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 (General Manager)
  2. 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 Manager (General Manager) and other managers.

1. Share transactions of PDMR and affiliated persons of PDMR:
2. Transaction of PDMR and affiliated persons related to the Company’s shares: (as of December 31, 2023)

|  |  |  |  |  |  |  |  |
| --- | --- | --- | --- | --- | --- | --- | --- |
| 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, bonus, etc.) |
| Number of shares | Rate | Number of shares | Rate |
|  | None. |  |  |  |  |  |  |

1. OTHER SIGNIFICANT ISSUES: