**NST: Annual Corporate Governance Report 2023**

On January 30, 2024, Ngan Son JSC announced Report No. 156/BC-NST on the Annual Corporate Governance 2023 as follows:

* Name of public company: Ngan Son JSC
* Head office address: No. 1, Street TS1, Tien Son Industrial Zone, Tien Du District, Bac Ninh Province
* Tel: 0222. 6263.679 Fax: 0222.6263.686
* Charter capital: VND 112,020,030,000
* Securities code: NST
* Corporate Governance Model: The General Meeting of Shareholders, the Board of Directors, the Supervisory Board, and the Manager
* Internal audit execution: The company is currently implementing (On January 19, 2024, the company announced Official Dispatch No. 98/CV-NST to the Hanoi Stock Exchange on the implementation of internal audit execution. According to the contents of the Official Dispatch. Ngan Son Joint Stock Company is in the process of building a team of personnel to carry out internal audit works and is expected to perform internal audit execution in 2024).

1. Activities of the General Meeting of Shareholders in 2023

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| --- | --- | --- | --- |
| No. | General Mandate No. | Date | Main contents |
| 1 | 215/NQ-NST | April 27, 2023 | Approve the Report of the Manager on the company's production and business activities in 2022 and the direction of tasks in 2023 |
| Approve the Report on Operation of the Board of Directors in 2022 and the operation plan for 2023. |
| Approve the Report on the activities of the Supervisory Board in 2022 and Operational Plan for 2023. |
| Approve the Audited Financial Statements in 2022 |
| Approve the Plan on profit distribution in 2022 |
| Approve the production and business plan for 2023 |
| Approve the selection of An Viet Auditing Company Limited as the independent audit company for the Financial Statement 2023 |
| Approve the remuneration of the non-executive Board of Directors and the Supervisory Board in 2023 |
| Approve the Proposal on amending the Company’s Charter |
| Approve the election result of members of the Board of Directors in the term of 2019 - 2024. |

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

|  |  |  |  |  |
| --- | --- | --- | --- | --- |
| No. | Full name | Position | Date of appointment/dismissal as member of the Board of Directors | |
| Appointment date | Dismissal date |
| 1 | Nguyen Nam Giang | Chair of the Board of Directors | April 24, 2018 | February 15, 2023 |
| 2 | Hoang Anh Tuan | Chair of the Board of Directors | April 27, 2023 |  |
| 3 | Nguyen Chi Thanh | Member of the Board of Directors | April 24, 2019 |  |
| 4 | Do Diep Anh | Member of the Board of Directors | June 25, 2015 |  |
| 5 | Le Quang Vinh | Member of the Board of Directors | May 24, 2022 |  |
| 6 | Tran Van Thanh | Member of the Board of Directors | May 24, 2022 |  |

1. Board Resolutions:

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| --- | --- | --- |
| No. | Resolution No. | Main contents |
| 1 | 36/NQ-NST dated January 13, 2023 | Approve the Proposal of the Financial - Accounting and Organizational - Legal Department regarding the bonus allocation for the company manager in 2021 |
| 2 | 85/NQ-NST dated February 09, 2023 | Resolution on personnel works of Ngan Son JSC |
| 3 | 99/NQ-NST dated February 14, 2023 | Approve the new promulgation and amendment of Company Regulations and Rules |
| 4 | 109/NQ-NST dated February 24, 2023 | Resolution at the extraordinary meeting on February 24, 2023 |
| 5 | 191/NQ-NST dated April 04, 2023 | Approve the estimate of production and business targets for Q1/2023 |
| Approve the production and business plan for Q2/2023 and the first 6 months of 2021 |
| Approve the Proposal to supplement the budget for main expenses of tobacco leaf raw materials without bundling, separating the depreciation quota |
| Approve the agenda items at the Annual General Meeting of Shareholders 2023 |
| 6 | 216/NQ-NST dated April 27, 2023 | Resolution on the election of Chairof the Board of Directors for the term 2019 - 2024 |
| 7 | 225/NQ-NST dated May 04, 2023 | Resolution on the election of Chair of the Board of Directors for the term 2019 - 2024 |
| 8 | 233/NQ-NST dated May 15, 2023 | Resolution on the need for working capital in 2023 |
| 9 | 245/NQ-NST dated May 15, 2023 | Resolution on the establishment of the Production Management Department |
| 10 | 269/NQ-NST dated June 02, 2023 | Resolution on the signing of contracts for the purchase and sale of tobacco leaf raw materials in 2023 |
| 11 | 410/NQ-NST dated July 28, 2023 | Approve the production and business results for Q2 and the first six months of 2023 |
| Approve production and business plan for Q3 and the first nine months of 2023 |
| Approve the Proposal dated July 17, 2023 by the Company Manager on the investment plan for the 2023-2025 period |
| 12 | 626/NQ-NST dated October 12, 2023 | Approve the projected production and business results for the first nine months of 2023 Production and business plan for Q4 and the whole year of 2023 |
| Approve the direction of the Production and Business Plan for 2024 |
| Establishment of 03 specialized departments |
| Approve the investment plan for the construction of Warehouse No. 10 for raw materials preservation |
| Approve the investment plan for the construction of a 2-storey parking lot for the Company |
| Establishment of the East European Working Group in 2023 with 24 members |

All Resolutions are approved.

1. The Supervisory Board (Annual Report 2021)
2. Information about members of the Supervisory Board

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| --- | --- | --- | --- | --- |
| No. | Full name | Position | Date of appointment/dismissal as member of the Supervisory Board | |
| Appointment date | Dismissal date |
| 1 | Tran Anh Tam | Chief of the Supervisory Board | April 27, 2015 |  |
| 2 | Ngo Thi Thu Phuc | Member of the Supervisory Board | June 10, 2017 |  |
| 3 | Nguyen Dinh Dung | Member of the Supervisory Board | April 24, 2019 |  |

1. The Executive Board

|  |  |  |  |  |
| --- | --- | --- | --- | --- |
| No. | Full name | Date of birth | Qualification | Appointment date |
| 1 | Nguyen Chi Thanh | December 06, 1974 | Master | November 24, 2020 |
| 2 | Tran Dang Tuyet | February 22, 1964 | Master | May 28, 2015 |
| 3 | Tran Phan Kien | November 01, 2981 | Master | June 01, 2022 |
| 4 | Pham Thanh Liem | June 29, 1976 | Bachelor | February 15, 2023 |

1. The Chief Accountant: Projected appointment of Chief Accountant in January 2024.
2. Training on corporate governance
3. List of affiliated person of the public Company and transactions between the affiliated person of the Company with the Company itself
4. Transactions between the Company and affiliated persons of the Company; or between the Company and major shareholders, PDMR and affiliated persons of PDMR None
5. Transactions between Company’s PDMR, affiliated persons of PDMR and subsidiaries or companies controlled by the Company None
6. Transactions between the Company and other entities/ None
7. Share transactions of PDMR and affiliated persons of PDMR:
8. Transaction of PDMR and affiliated persons related to the Company’s shares: None
9. Other significant issues: None