**TTC: Annual Corporate Governance Report 2023**

On January 24, 2024, Thanh Thanh Joint Stock Companyy announced Report No. 2b/BC-HDQT on the corporate governance of the Company in 2023 as follows:

* Name of company: Thanh Thanh Joint Stock Company
* Headquarters address: Road No. 1, Bien Hoa 1 Industrial Park, An Binh Ward, Bien Hoa City, Dong Nai Province
* Tel: 0251.3836 066, Fax: 0251.3836 305 Website: www.thanhthanhceramic.com
* Charter capital: VND 59,923,480,000
* Securities code: TTC
* Corporate Governance Model: The General Meeting of Shareholders, the Board of Directors, the Supervisory Board, and the General Manager.
* Internal audit execution: Unimplemented.

1. Activities of the General Meeting of Shareholders

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

(including the 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 | No. 01/NQ-DHCD | April 19, 2023 | Annual General Meeting of Shareholders 2023: |

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

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| --- | --- | --- | --- | --- |
| No. | Member of the Board of Directors | Position | Date of appointment/dismissal as member of the Board of Directors | |
| Appointment date | Dismissal date |
| 1 | Mr. Cao Truong Thu | Chair of the Board of Directors | December 18, 2020 |  |
| 2 | Mr. Tran Hung Luong | Member of the Board of Directors | April 18, 2012 |  |
| 3 | Ms. Vo Thi Thu Thuy | Member of the Board of Directors | April 18, 2014 |  |
| 4 | Mr. Pham Viet Thang | Member of the Board of Directors | December 18, 2020 |  |
| 5 | Mr. Nguyen Thanh Ha | Member of the Board of Directors | April 21, 2022 |  |

1. Board Resolutions/Decisions in 2023:

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| --- | --- | --- | --- |
| No. | Board Resolution No. | Date | Content |
| 1 | No. 12/NQ-HDQT | January 03, 2023 | Approve the transactions, contracts between the Company and related parties. |
| 2 | No. 13/NQ-HDQT | February 06, 2023 | Approve on recording the list of shareholders to hold the Annual General Meeting of Shareholders 2023 |
| 3 | No. 14/NQ-HDQT | March 22, 2023 | Approve on the organization of the Annual General Meeting of Shareholders 2023 |
| 4 | No. 15/NQ-HDQT | April 04, 2023 | Approve the Report on production and business results in Q1/2023 and the implementation of the production and business plan for Q2/2023 |
| 5 | No. 16/NQ-HDQT | June 30, 2023 | Approve selecting CPA Vietnam Auditing Company Limited as an independent audit company for auditing the Company's Financial Statements of the fiscal year 2023. |
| 6 | No. 17/NQ-HDQT | July 20, 2023 | Approve the Report on the production and business results in QII/2023 and the implementation of the production and business plan for QIII/2023 |
| 7 | No. 18/NQ-HDQT | July 20, 2023 | Approve the settlement of grinding machine investment capital for the Granite Workshop |
| 8 | No. 19/NQ-HDQT | July 20, 2023 | Approve the liquidation of 03 trucks, |
| 9 | No. 20/NQ-HDQT | November 20, 2023 | Approve the Report on production and business results in QIII/2023 and the implementation of the production and business plan for QIV/2023 |
| 10 | No. 21/NQ-HDQT | November 20, 2023 | Approve assigning officials to work abroad |
| 11 | No. 22/NQ-HDQT | November 20, 2023 | Approve the liquidation of 01 5-seat car |
| 12 | No. 23/NQ-HDQT | December 15, 2023 | Approve the purchase of 01 car to serve the work of officials |

1. The Supervisory Board (annual report 2023)
2. Information about members of the Supervisory Board:

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| --- | --- | --- | --- | --- |
| No. | Member of the Supervisory Board | Position | Date of appointment/dismissal as member of the Supervisory Board | Qualification |
| 1 | Mr. Dao Quang Son | Head | June 18, 2020 | Bachelor of Accounting |
| 2 | Mr. Nguyen Thua Vu | Member | July 11, 2017 | Silicate Engineer |
| 3 | Mr. Le Nguyen Quoc Trung | Member | November 12, 2019 | Master of Finance - Banking |

1. The Executive Board.

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| --- | --- | --- | --- | --- |
| No. | Members of the Executive Board | Date of birth | Qualification | Date of appointment/dismissal as member of the Executive Board |
| 1 | Mr. Tran Hung Luong | August 01, 1962 | Mechanical Engineer; Bachelor of Economics | August 01, 2022 |
| 2 | Mr. Le Xuan Thai | November 29, 1970 | Silicate Engineer, Bachelor of Economics | January 01, 2016 |
| 3 | Mr. Tran Van Dung | February 10, 1970 | Silicate Engineer, Bachelor of Economics | April 01, 2022 |
| 4 | Mr. Tran Hung Du | April 26, 1979 | Mechanical Engineer | April 01, 2022 |

1. The Chief Accountant:

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| --- | --- | --- | --- |
| Full name | Date of birth | Qualification | Date of appointment/dismissal |
| Ms. Vo Thi Thu Thuy | January 09, 1975 | Bachelor of Finance and Accounting | January 01, 2015 |

1. Training on corporate governance: None
2. List of affiliated person of the public Company and transactions between the affiliated person of the Company with the Company itself
3. List of affiliated persons of the Company:
4. Transactions between the Company and affiliated persons of the Company, or between the Company and major shareholders, PDMR, or affiliated persons of PDMR:

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| --- | --- | --- | --- | --- | --- | --- | --- | --- |
| No. | Name of organizations/individuals | Relations with the Corporation | NSH\* No., date of issue, place of issue | Head office address/Contact address | Time of transaction with the Company | Approved General Mandate/Decision No. of the General Meeting of Shareholders and Board Resolutions/Decisions (including promulgation date if any) | Contents quantity, total value of transaction | Note |
| 1 | Fico Corporation - JSC | Major shareholder | 0300402493  Dated July 18, 2012, issued by Department of Planning and Investment of HCM City | Floor 15 Sailing Tower, 111A Pasteur, District 1, Ho Chi Minh city | 2023 | No. 01/NQ- DHCD dated April 19, 2023  General Mandate 2023 | Buying and selling supplies and goods Total transaction value is greater than 35% of total asset value as of December 31, 2023 |  |

1. Transactions between PDMR of the Company, affiliated person of PDMR and subsidiaries, companies controlled by the Company:
2. Transactions between the Company and other entities/
   1. Transactions between the Company and the company in which members of the Board of Directors, members of the Supervisory Board, the Executive General Manager have been being founding members or members of the Board of Directors, the Executive General Manager for the past three (03) years (calculated at the time of reporting):

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| --- | --- | --- | --- | --- | --- | --- | --- | --- |
| No. | Name of organizations/individuals | Relations with the Corporation | NSH No. , Date of issue, Place of issue | Headquarters 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) | Contents quantity, total value of transaction | Note |
| 1 | Packaging and Bentonite Joint Stock Company No.1 | Member of the Company’s Board of Directors is Member of the Board of Directors of Packaging and Betonite Joint Stock Company No. 1 (Capital Representative) | 3700538536, issued by Bing Duong Authority for Planning and Investment dated: March 09, 2020 | N1 Street, Binh Chuan Concentrated Production Zones, Binh Phu Quarter, Binh Chuan Ward, Thuan An City, Binh Duong Province. | 2023 | No.: 01/NQ-DHCĐ dated April 19, 2023 General Mandate 2023 | Buying and selling of supplies, goods, etc  Total transaction value is less than 35% of total asset value as of December 31, 2023 |  |
|  | Asean Tiles Corporation | The Chair of the Board of Directors of the Company is the Chair of the Board of Directors of Asean Tiles Corporation | 3700830308 issued by Binh Duong Department of Planning and Investment | Plot of land No. 257, map sheet No. 17, Quarter 9, Chanh Phu Hoa Ward, Ben Cat Town, Binh Duong Province, | 2023 | No. 01/NQ-DHCD dated April 21, 2022  General Mandate 2022 | Buying and selling of supplies, goods, etc Total transaction value is less than 35% of total asset value as of December 31, 2023 |  |

* 1. Transactions between the Company and the company that affiliated persons of members of the Board of Directors, members of the Supervisory Board, the Executive General Manager are members of the Board of Directors, the Executive General Manager
  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, the General Manager and other managers:

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