**VTJ: Annual Corporate Governance Report 2023**

On January 30, 2024, Vi Na Ta Ba Trading & Investment Joint-stock Company announced Report No. 01/2024/VNTB/BCQT on corporate governance in 2023 as follows:

* Name of listed company: Vi Na Ta Ba Trading & Investment Joint-stock Company
* Head office address: No. 24, Alley 1, Lane 46, Pham Ngoc Thach Street, Phuong Lien Ward, Dong Da District, Hanoi.
* Tel: 0825 528 745 Fax:
* Email: vinainvest.info@gmail.com
* Charter capital: VND 115,000,000,000
* Securities code (Upcom): VTJ
* Corporate Governance Model: The General Meeting of Shareholders, the Board of Directors, the Supervisory Board.
* Internal audit execution: Not executed.
1. Activities of the General Meeting of Shareholders

Information about meetings and General Mandates/Decisions of the General Meeting of Shareholders (including 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 |
| 1 | 01/2023/VNTB/NQ-DHDCD | April 19, 2022 | Annual General Mandate 2023* Report of the Board of Directors in 2022
* Report of the Supervisory Board in 2022
* Audited Financial Statement 2022
* Business plan for 2023
* Profit distribution in 2022
* Selection of an audit company for the Financial Statement 2023
* Remuneration payment plan for the Board of Directors and the Supervisory Board in 2023
* Company’s New Charter
* Approval of the dismissal of independent member of the Board of Directors
* Results of additional election for the Board of Directors and the Supervisory Board for the 2021-2025 term

Election results of members of the Board of Directors for the 2023-2025 term |

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

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| --- | --- | --- | --- |
| No. | Members of the Board of Directors | Position | Date of appointment/dismissal as member/independent member of the Board of Directors |
| Appointment date | Dismissal date |
| 1 | Mr. Le Chi Long | Chair  | April 28, 2021 |  |
| 2 | Mr. Do Anh Ngoc | Member | April 28, 2021 | April 19, 2023 |
| 3 | Ms. Le Thi Hanh | Member | April 28, 2021 |  |
| 4 | Mr. Vu Ngoc Lan | Member | April 19, 2023 |  |

1. Board Resolutions/Board Decisions:

|  |  |  |  |
| --- | --- | --- | --- |
| No. | Board Resolution/Board Decision No. | Date | Content |
| 1 | 01/2023/VNTB/NQ-HDQT | February 28, 2023 | Convention of the Annual General Meeting of Shareholders 2023 |
| 2 | 02/2023/VNTB/NQ-HDQT | March 29, 2023 | Meeting documents for the Annual General Meeting of Shareholders 2023 |
| 3 | 03/2023/VNTB/NQ-HDQT | April 10, 2023 | Adjustment of the documents for the Annual General Meeting of Shareholders 2023 |
| 4 | 04/2023/VNTB/NQ-HDQT | April 17, 2023 | Approval of the list of the Board of Directors and Supervisory Board to submit to the Annual General Meeting of Shareholders 2023  |
| 5 | 05/2023/VNTB/NQ-HDQT | September 29, 2023 | Approval of the decision to reduce charter capital to VND 114 billion and the decision of the Department of Planning and Investment inspector |
| 6 | 06/2023/VNTB/NQ-HDQT | September 30, 2023 | * Approval of the new Charter of the Company and;
* Approval of the transaction of VTF Vietnam Services and Trading Joint Stock Company lending to TLK Agriculture Joint Stock Company
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1. The Supervisory Board (in 2023)

|  |  |  |  |  |
| --- | --- | --- | --- | --- |
| No. | Members of the Supervisory Board | Position | Date of appointment/dismissal as member of the Supervisory/the Audit Committee | Qualification |
| 1 | Nguyen Cong Duc | Chief of the Supervisory Board | Appointed on April 19, 2023 | Bachelor of Finance and Banking |
| 2 | Quang Thanh Binh | Member | Appointed on April 19, 2023 | Bachelor of Industrial Economics |
| 3 | Nguyen Thi Phuong | Member | Appointed on April 19, 2023 | Bachelor of Accounting |

1. The Executive Board

|  |  |  |  |  |
| --- | --- | --- | --- | --- |
| No. | Members of the Executive Board | Date of birth | Qualification | Date of appointment/dismissal as member of the Executive Board |
| 1 | Mr. Le Chi Long | January 19, 1979 | Business Administration | Appointed on April 28, 2021 |

1. The Chief Accountant

|  |  |  |  |  |
| --- | --- | --- | --- | --- |
| No. | Full name | Date of birth | Qualification | Date of appointment/dismissal |
| 1 | Ms. Nguyen Thi Thuy Duyen | December 08, 1996 | Accounting | Appointed on September 22, 2020 |

1. Training on corporate governance
2. List of affiliated persons of the listed company in accordance with Clause 34, Article 6 of the Law on Securities and transactions between affiliated persons of the Company and the Company itself.
3. Transactions between the Company and affiliated persons of the Company, or between the Company and major shareholders, PDMR, or affiliated persons of PDMR:

|  |  |  |
| --- | --- | --- |
|  | June 30, 2023 | January 1, 2023 |
| Borrow from subsidiary (Vtj Viet Nam Trading Service Company Limited) | 0 | 1,500,000,000 |

1. Transactions between PDMR of the listed company, affiliated persons of PDMR and subsidiaries, companies under the authority of the listed company: None
2. Transactions between the Company and other entities
3. Transactions between the Company and companies where members of the Board of Directors, members of the Supervisory Board, the Manager (General Manager) and other managers have been founding members or members of the Board of Directors, the Executive Manager (General Manager) for the past three (03) years (as at the time of reporting): None
4. Transactions between the Company and companies executed by the affiliated people of members of the Board of Directors, members of the Supervisory Board, the Manager (the General Manager) and other managers who are members of the Board of Directors, the Executive Manager (the General Manager). None
5. Other transactions of the Company (if any) which can bring about material or non-material benefits to members of the Board of Directors, members of the Supervisory Board, the Manager (General Manager) and other managers. None
6. Share transactions between PDMR and affiliated persons of PDMR
7. Transactions of PDMR and affiliated persons of PDMR for shares of listed companies None
8. Other significant issues: None.