**SBS: Annual Corporate Governance Report 2023**

On January 29, 2024, SBS Securities Joint Stock Company announced Report No. 01/2024/BC-HDQT on corporate governance as follows:

* Name of the public company: SBS Securities Joint Stock Company
* Headquarters address: No 40 Pham Ngoc Thach, Vo Thi Sau Ward, District 3, Ho Chi Minh City
* Tele (84 28) 6268 6868 - Fax: (84 28) 6255 5957 E-mail: [contact\_vnl@sbsc.com.vn](mailto:contact_vnl@sbsc.com.vn)
* Charter capital: VND 1,466,076,000,000
* Securities code: SBS
* Corporate governance model: The General Meeting of Shareholders, the Board of Directors, the Supervisory Board and the Board of Management.
* On Internal audit execution: Implemented

1. Activities of the General Meeting of Shareholders:

Information about the meetings and General Mandates/Decisions of the General Meeting of Shareholders (including General Mandates approved by collecting shareholders' opinions via a ballot)

|  |  |  |  |
| --- | --- | --- | --- |
| No. | General Mandate/Decision of the General Meeting of Shareholders No. | Date | Content |
| 01 | 01/2023/NQ-DHDCD | June 05, 2023 | Annual General Meeting of Shareholders 2023: |

II. The Board of Directors

1. Information about members of the Board of Directors:

|  |  |  |  |  |
| --- | --- | --- | --- | --- |
| No. | Member of the Board of Directors | Position | Date of appointment/dismissal as member/independent member of the Board of Directors | |
| Date of appointment/re-appointment for new term | Date of dismissal |
| 1 | Mr. Phan Quoc Huynh | Chair of the Board of Directors | May 25, 2020 |  |
| 2 | Mr. Duong Manh Hung | Permanent Vice Chair of the Board of Directors | May 25, 2020 |  |
| 3 | Mr. Tran Ngoc Tuan | Deputy Chair of the Board of Directors | November 28, 2022 |  |
| 4 | Mr. Tran Van Dinh | Independent member of the Board of Directors | November 28, 2022 |  |
| 5 | Mr. Dinh Hoai Nam | Independent member of the Board of Directors | November 28, 2022 |  |
| 6 | Ms. Le Thi Mai Loan | Member of the Board of Directors | November 28, 2022 | Resigned from October 27, 2023 |

2. Activities of subcommittees under the Board of Directors:

In 2023, SBS decides to establish and operate the following Councils/Committees/Boards

|  |  |  |  |
| --- | --- | --- | --- |
| No. | Decision No. | Date | Content |
| 1 | 04/2023/QD-HDQT | March 27, 2023 | Establishment of the Organization Committee and Shareholder's Eligibility Verification Committee for the Annual General Meeting of Shareholders |

3. Board Resolutions/Board Decisions

|  |  |  |  |  |
| --- | --- | --- | --- | --- |
| No. | Board Resolution/Board Decision No. | Date | Content | Approval rate |
| 1 | 01/2023/NQ-HDQT | January 09, 2023 | Appoint Deputy Chair of the Board of Directors | 100% |
| 2 | 02/2023/NQ-HDQT. | February 16, 2023 | Record the list of shareholders attending the Annual General Meeting of Shareholders 2023. | 100% |
| 3 | 03/2023/NQ-HDQT | March 27, 2023 | Convene the First Annual General Meeting of Shareholders in 2023 | 100% |
| 4 | 04/2023/NQ-SBS-HDQT | March 27, 2023 | Establishment of the Organizing Committee and Shareholder's Eligibility Verification Committee | 100% |
| 5 | 05/2023/NQ-HDQT | March 27, 2023 | Decision to approve documents for the Annual General Meeting of Shareholders 2023 | 100% |
| 6 | 06/2023/NQ-HDQT | April 18, 2023 | Convene the Second Annual General Meeting of Shareholders in 2023 | 100% |
| 7 | 07/2023/NQ-HDQT | May 15, 2023 | Convene the Third Annual General Meeting of Shareholders in 2023 | 100% |
| 8 | 08/2023/NQ-HDQT | June 22, 2023 | Arrange document files | 100% |
| 9 | 09/2023/NQ-HDQT | October 16, 2023 | Approve the Contract with affiliated person of PDMR | 100% |

III. The Supervisory Board

1. Information about the members of the Supervisory Board

|  |  |  |  |  |
| --- | --- | --- | --- | --- |
| No. | Member of the Supervisory Board | Position | Date of appointment | Qualification |
| 1 | Ms. Le Huynh Hong | Chief of the Supervisory Board | November 28, 2022 | Bachelor of Laws and  Bachelor of Economics; |
| 2 | Mr. Luu Thanh Hung | Members of the Supervisory Board | May 26, 2020 | Master of Finance |
| 3 | Mr. Luu Anh Duc | Members of the Supervisory Board | May 25, 2020 | Bachelor of Economics |

IV The Executive Board

|  |  |  |  |  |
| --- | --- | --- | --- | --- |
| No. | Members of the Executive Board | Position | Qualification | Date of appointment/dismissal |
| 1 | Mr. Duong Manh Hung | The General Manager | Master of Business Administration | July 25, 2017 |
| 2 | Mr. Tran Ngoc Luom | Deputy General Manager | Master of Finance | October 01, 2022 |

V. The Chief accountant

|  |  |  |  |
| --- | --- | --- | --- |
| Full name | Date of birth | Qualification | Date of appointment/dismissal |
| Tran Thi Thu Nga | September 16, 1976 | Bachelor of Accounting | October 28, 2012 |

1. Training on corporate governance
2. List of affiliated persons of the public company 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, affiliated persons of PDMR:

On October 16, 2023, the Board of Directors of SBS Securities Joint Stock Company approved Resolution No. 09/2023/NQ-HDQT on the signing of a service contract for advising on the issuance of additional shares from owner's equity to increase charter capital between SBS Securities Joint Stock Company and Yeah1 Group Corporation (Securities code: YEG), a related party of an Independent Member of the Board of Directors of SBS Securities Joint Stock Company.

1. Transactions between PDMR of the Company, affiliated persons of PDMR and subsidiaries under the authority of the Company: None
2. Transactions between the Company and other entities: None
3. Share transactions of PDMR and affiliated persons of PDMR

1. Company’s share transaction between PDMR and affiliated persons:

|  |  |  |  |  |  |  |  |
| --- | --- | --- | --- | --- | --- | --- | --- |
| No. | Transaction conductor | Position of PDMR/Relations with PDMR | 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 (purchase, sell, convert, reward, etc.) |
| Number of shares | Percentage | Number of shares | Percentage |
| 1 | Tran Ngoc Luom | Deputy General Manager |  |  |  |  | Buy and sell 20,000 SBS shares in May 2023 |

1. Other significant issues None