**SGB: Annual Corporate Governance Report 2023**

On January 30, 2024, Sai Gon Bank for Industry and Trade announced Report No. 494/SGB-HDQT-BC on Corporate Governance of the Company in 2023 as follows:

* Name of company: Sai Gon Bank for Industry and Trade
* Head office address: No. 02C Pho Duc Chinh Street, Nguyen Thai Binh Ward, District 1, Ho Chi Minh City
* Tel: (84-28) 39143183 Fax: (84-28) 39143193
* Email: web\_admin@saigonbanlc.com.vn
* Charter capital: VND 3,080,000,000,000.
* Securities code: SGB
* Corporate governance model: The General Meeting of Shareholders, the Board of Directors, the Supervisory Board, and the General Manager.
* Internal audit function: Implemented
1. Activities of the General Meeting of Shareholders:

1. General Meetings of Shareholders: On April 27, 2023, Saigon Joint Stock Commercial Bank for Industry and Trade held the Annual General Meeting of Shareholders 2023.

2. General Mandates/Decisions of the General Meeting of Shareholders:

|  |  |  |  |
| --- | --- | --- | --- |
| No. | General Mandate/Decision of the General Meeting of Shareholders No. | Date | Content |
| 1 | 1717/SGB-DHDCD-NQ | April 27, 2023 | Annual General Mandate 2023 of Sai Gon Bank for Industry and Trade |

II. The Board of Directors (Report of 2023):

1. Information on 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 |
| Appointment date | Date of dismissal |
| 1 | Vu Quang Lam | Chair of the Board of Directors | October 04, 2019 | - |
| 2 | Tran Thanh Giang | Member of the Board of Directors - General Manager | October 04, 2019 | - |
| 3 | Tran Thi Phuong Khanh | Member of the Board of Directors | October 04, 2019 | - |
| 4 | Tran Quoc Thanh | Member of Board of Directors, Deputy General Manager | October 04, 2019 | - |
| 5¬ | Pham Thi Kim Le | Independent member of the Board of Directors | October 04, 2019 | - |

(\*) Mr. Nguyen Cao Tri ceased to be a member of the Board of Directors of SAIGONBANK from January 19, 2023, in accordance with the provisions of Article 35 of the Law on Credit Institutions (amended, supplemented). SAIGONBANK disclosed information in accordance with regulations.

1. Board Resolutions/Decisions (Annual Report 2023):

|  |  |  |  |  |
| --- | --- | --- | --- | --- |
| No. | Resolutions/Decision No. | Date | Content | Approval rate |
| 1 | 544/SGB-HDQT-NQ | February 15, 2023 | Resolution on the internal assessment report on capital adequacy for the year 2022 of Sai Gon Bank for Industry and Trade. | 100% |
| 2 | 721/SGB-HDQT-NQ | February 27, 2023 | Resolution on promulgating the Provision for Liquidity Reserve Plan at Sai Gon Bank for Industry and Trade. | 100% |
| 3 | 743/SGB-HDQT-NQ | February 28, 2023 | Resolution on profit distribution for the year 2021. | 100% |
| 4 | 864/SGB-HDQT-NQ | March 07, 2023 | Resolution on implementing the recommendations of Inspection Conclusion No. 192/KL-TTH dated 12/04/2019 at SAIGONBANK - Hue Branch. | 100% |
| 5 | 1540/SGB-HDQT-NQ | April 18, 2023 | Resolution on handling Sai Gon Bank for Industry and Trade's contributed capital portion at the Credit Guarantee Fund for Small and Medium Enterprises in Ho Chi Minh City. | 100% |
| 6 | 1595/SGB-HDQT-NQ | April 20, 2023 | Resolution on restructuring the Personnel Committee of Sai Gon Bank for Industry and Trade. | 100% |
| 7 | 1596/SGB-HDQT-NQ | April 20, 2023 | Resolution on restructuring the Modernization Committee of Banking Technology at Sai Gon Bank for Industry and Trade. | 100% |
| 8 | 1597/SGB-HDQT-NQ | April 20, 2023 | Resolution on appointing representatives to the Board of Directors and Supervisory Board for the term 2023-2028 of Saigon - Halong Tourist Corporation. | 100% |
| 9 | 1892/SGB-HDQT-NQ | May 11, 2023 | Resolution on approving the Restructuring Plan linked with NPL resolution phase 2021-2025 of Sai Gon Bank for Industry and Trade. | 100% |
| 10 | 1904/SGB-HDQT-NQ | May 12, 2023 | Resolution on granting credit limit for contingent loans, guarantee limits, discount limits for the year 2023-2024 to Thuan Phuong Embroideries Garments Company Limited. | 100% |
| 11 | 1905/SGB-HDQT-NQ | May 12, 2023 | Resolution on Binh Dan Hospital proposing changes to certain requirements for borrowing customers and disbursement conditions approved by the Board of Directors. | 100% |
| 12 | 1906/SGB-HDQT-NQ | May 12, 2023 | Resolution on dismissing branch management officials to take on other assignments at the headquarters. | 100% |
| 13 | 1907/SGB-HDQT-NQ | May 12, 2023 | Resolution on changing the operating location of Hoa Binh Transaction Office under Bac Lieu Branch. | 100% |
| 14 | 1908/SGB-HDQT-NQ | May 12, 2023 | Resolution on changing the operating location of Dong Trieu Transaction Office under Quang Ninh Branch. | 100% |
| 15 | 2179/SGB-HDQT-NQ | May 29, 2023 | Resolution on reappointing management officials at Cau Giay Branch. | 100% |
| 16 | 2180/SGB-HDQT-NQ | May 29, 2023 | Resolution on appointing management officials at Tien Giang Branch. | 100% |
| 17 | 3236/SGB-HDQT-NQ | July 31, 2023 | Resolution on approving the Dividend Distribution Plan by issuing common shares to increase charter capital (Supplementary plan). | 100% |
| 18 | 4957/SGB-HDQT-NQ | November 17, 2023 | Resolution on restructuring linked with NPL resolution phase 2021-2025 of Sai Gon Bank for Industry and Trade. | 100% |
| 19 | 5339/SGB-HDQT-NQ | December 11, 2023 | Resolution on organizing the selection of audit companies to review semi-annual financial statements, audit financial statements, and operation of the internal supervisory body for the year 2024 of SAIGONBANK. | 100% |
| 20 | 5451/SGB-HDQT-NQ | December 18, 2023 | Resolution on restructuring the Risk Management Committee of Sai Gon Bank for Industry and Trade. | 100% |

III. The Supervisory Board (Report of 2023):

1. Information on members of the Supervisory Board:

|  |  |  |  |  |
| --- | --- | --- | --- | --- |
| No. | Member of the Supervisory Board: | Position | Date of appointment/dismissal as member of the Supervisory Board | Qualification |
| 1 | Dang Thi Kieu Phuoc | Chief of the Supervisory Board | Appointment dateOctober 04, 2019 | Bachelor of Economics |
| 2 | Vu Quynh Mai | Executive member of the Supervisory Board | Beginning dateOctober 04, 2019 | Bachelor of Economics |
| 3 | Nguyen Dao Phuong Linh | Executive member of the Supervisory Board | Date of appointment:October 04, 2019 | Bachelor of Economics |

IV The Executive Board:

|  |  |  |  |  |
| --- | --- | --- | --- | --- |
| No. | Members of the Executive Board | Date of birth | Qualification | Date of appointment/dismissal as member of the Executive Board |
| 1 | Tran Thanh Giang - General Manager | November 26, 1971 | * Master of Business Administration
* Bachelor of Laws
 | Date of re-appointmentSeptember 01, 2023 |
| 2 | Vo Thi Nguyet Minh Permanent Deputy General Manager | March 27, 1962 | Bachelor of Economics | Appointment date:August 01, 2013 |
| 3 | Tran Quoc Thanh - Deputy General Manager | March 02, 1976 | * Master of Economics
* Bachelor of Laws
 | Date of re-appointmentSeptember 01, 2023 |
| 4 | Pham Hoang Hong Thinh - Deputy General Manager | May 25, 1969 | Bachelor of Economics | Date of re-appointmentSeptember 01, 2023 |
| 5 | Nguyen Tan Phat - Deputy General Manager | May 15, 1976 | * - Bachelor of Informatics
* - Information safety engineer
 | Date of re-appointmentDecember 01, 2022 |

V. The Chief Accountant

|  |  |  |  |
| --- | --- | --- | --- |
| Full name | Date of birth | Qualification | Date of appointment/dismissal |
| Nguyen Dinh Nam | December 24, 1968 | Bachelor of Economics | Appointment date:February 01, 2023 |

1. Training on corporate governance:
2. List of affiliated persons of the public company (Annual Report 2023) 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 and affiliated persons of PDMR None.
4. Transactions between Company’s PDMR, affiliated persons of PDMR and subsidiaries or companies controlled by the Company: None.
5. Transactions between the Company and other entities
	1. 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 or the Executive Manager (General Manager) for the past three (03) years (as at the time of reporting): None
	2. Transactions between the Company and the companies that affiliated persons 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.
	3. 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, the Manager (General Manager) and other managers: None.
6. Share transactions of PDMR and affiliated persons of PDMR (Annual Report 2023):
7. Company’s share transactions of PDMR and affiliated persons: none
8. Other significant issues: None.