**FTI: Annual Corporate Governance Report 2023**

On January 24, 2024, Friendship trading - Industrial Joint Stock Company announced Report No. 09/BC-HN on the Corporate Governance of the Company in 2023 as follows:

* Name of Company: Friendship trading - Industrial Joint Stock Company
* Head office address: No. 357 Le Hong Phong Street, Ward 02, District 10, Ho Chi Minh City
* Tel: 028 38308899 Fax:028 38301802 Website:
* Charter capital: VND 39,437,100,000
* Securities code: FTI
* Corporate Governance Model: The General Meeting of Shareholders, the Board of Directors, the Supervisory Board, and the General Manager/Manager.
* Internal audit execution: The company is not mandatorily required to perform internal audit (as prescribed in Article 10 of Decree 05/2019/ND-CP dated January 22, 2019 of the Government).
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 | General Mandate 10/NQ-DHDCD.2023 (the Annual General Meeting of Shareholders) | June 22, 2023 | 1. Approve the Report on the activities of the Board of Directors in 2022 and the Operational Orientation for 2023 according to Report No. 87/BC-HDQT.2023 dated April 25, 2023 of the Board of Directors.
2. Approve the Report on the production and business results in 2022 and the task orientations for 2023 according to Report No. 86/BC-BTGD dated April 25, 2023 of the General Manager.
3. Approve the Audited Financial Statements 2022.
4. Approve the Proposal on profit distribution and appropriation for funds plan after the Meeting, dividend payment 2022 (as per Proposal No. 121/TTr-HDQT.2023 dated June 19, 2023 of the Board of Directors).
5. Approve the Proposal on remuneration payment in 2022 and expected remuneration in 2023 of the Board of Directors and the Supervisory Board (as per Proposal No. 122/TTr-HDQT.2023 dated June 19, 2023 of the Board of Directors).
6. Approve the Report of the Supervisory Board in 2022. (as per Report No. 05.2023/BC-BKS dated April 24, 2023 of the Supervisory Board).
7. Approve the authorization for the Board of Directors to select an audit company for the Financial Statements in 2023. (as per Proposal No. 120/TTr-HDQT.2023 dated June 19, 2023 of the Board of Directors).
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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 (independent member of the Board of Directors, non-executive member of the Board of Directors) | Date of appointment/dismissal as members/independent members of the Board of Directors |
| Appointment date | Dismissal date |
| 1 | Le Tan Duong | Chair of the Board of Directors | June 30, 2021 |  |
| 2 | Vo Hong Phong | Member of the Board of Directors | June 30, 2021 |  |
| 3 | Luong Thi Anh Nguyet | Member of the Board of Directors | June 30, 2021 |  |
| 4 | Ho Van Tuan | Member of the Board of Directors | September 8, 2022 |  |

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

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| --- | --- | --- | --- |
| No. | Resolution/Decision No. | Date | Content |
| 1 | Resolution No. 01/NQ.HDQT.2023 | January 17, 2023 | Annual Corporate Governance Report 2022. |
| 2 | Decision No. 03/QD.HDQT.2023 | February 22, 2023 | On the establishment of the Dossier Review Team of Project 11 Doan Van Bo |
| 3 | Resolution No. 04/NQ.HDQT.2023 | February 25, 2023 | On the implementation of Q1/2023. |
| 4 | Resolution No. 05/NQ.HDQT.2023 | March 17, 2023 | Extend the time of holding the Annual General Meeting of Shareholders 2023. |
| 5 | Resolution No. 06/NQ.HDQT.2023 | April 8, 2023 | Organize the Annual General Meeting of Shareholders 2023 |
| 6 | Decision No. 07/QD.HDQT.2023 | April 8, 2023 | On the establishment of sub-committees for the Annual General Meeting of Shareholders 2023. |
| 7 | Resolution No. 08/NQ.HDQT.2023 | April 11, 2023 | On extending the appointment time of the Company secretariat. |
| 8 | Resolution No. 09/NQ.HDQT.2023 | June 16, 2023 | Organize the Annual General Meeting of Shareholders 2023 |
| 9 | Resolution No. 11/NQ-HDQT.2023 | July 13, 2023 | On the appointment of the Company secretariat. |
| 10 | Resolution No. 12/NQ-HDQT.2023 | July 21, 2023 | Semi-Annual Corporate Governance Report 2023 |
| 11 | Resolution No. 13/NQ-HDQT.2023 | July 21, 2023 | on appointing the Person in charge of Corporate Governance. |
| 12 | Resolution No. 14/NQ-HDQT.2023 | August 9, 2023 | On Employees and the salary fund in 2022, the salary fund plan for 2023. |
| 13 | Resolution No. 15/NQ-HDQT.2023 | November 1, 2023 | On selecting the independent audit company for the fiscal year 2023. |
| 14 | Resolution No. 16/NQ-HDQT.2023 | December 28, 2023 | On the liquidation of the signed audit contract, selecting an Independent Audit Company for the fiscal year 2023 (second time). |

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 as member of the Supervisory Board | Qualification |
| 1 | Mr. Huynh Van Quang Trung | Chief of the Supervisory Board | June 30, 2021 | Bachelor of Economics |
| 2 | Ms. Hoang Bich Chau | Members of the Supervisory Board | June 30, 2021 | Master of Business Administration |
| 3 | Ms. Nguyen Thi Thu  | Members of the Supervisory Board | June 30, 2021 | Bachelor of Economics |

1. The Board of Management

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| --- | --- | --- | --- | --- |
| No. | Member of the Board of Management | Date of birth | Qualification | Date of appointment/dismissal as member of the Board of Management |
| 1 | Mr. Vo Hong Phong - General Manager | February 26, 1964 | Bachelor of Laws | Re-appointed on July 16, 2021 |
| 2 | Mr. Ho Van Tuan - Deputy General Manager | February 1, 1976 | Electronic Engineer | Appointed on: September 08, 2022 |

1. Chief Accountant

|  |  |  |  |
| --- | --- | --- | --- |
| Full name | Date of birth | Qualification | Date of appointment /dismissal |
| Ms. Nguyen Thi Kim Thanh | February 23, 1974 | Bachelor of Economics, majoring in Accounting | Appointed on May 21, 2021 |

1. Training on corporate governance
2. List of affiliated persons of the public company (Annual Report 2023) and transactions between the affiliated persons of the Company with 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:

In 2023, the Company has no transactions with related persons of the Company, or between the Company and majority shareholders, PDMR, or related persons of PDMR.

1. Transactions between Company’s PDMR, affiliated persons of PDMR and subsidiaries or companies controlled by the Company

In 2023, the Company did not receive dossiers and notices of transactions between Company’s PDRM, related persons of PDRM and subsidiaries, companies controlled by the Company.

1. . 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 Manager (the General Manager) and other managers have been founding members or members of the Board of Directors, the Executive Manager (the General Manager) for the past three (03) years (calculated at the time of reporting).

In 2023, the Company did not receive dossiers and notices of transactions under this case.

* 1. Transactions between the Company and the company that the related persons of members of the Board of Directors, members of the Supervisory Board, the Manager (General Manager) and other managers are members of the Board of Directors, the Manager

In 2023, the Company did not receive dossiers and notices of transactions under this case.

* 1. 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.

1. Share transactions of PDMR and affiliated persons of PDMR (Annual Report 2023):
2. Company’s share transaction of PDMR and affiliated persons.

In 2023, the Company did not receive dossiers and notices of transactions under this case.

1. Other significant issues: