**FTM: Annual Corporate Governance Report 2023**

On January 30, 2024, Duc Quan Investment and Development Joint Stock Company announced Report No. 06/2024/BCQT-DQ on the corporate governance in 2023 as follows:

* Name of listed company: Duc Quan Investment and Development Joint Stock Company
* Head office address: Lot A3 - Nguyen Duc Canh Industrial Park, Tran Thai Tong Street, Tien Phong Ward, Thai Binh City, Thai Binh Province
* Tel: 02273.251.688 Fax: 02273.251.689; Email: www.fortex.com.vn
* Charter capital: VND 500,000,000,000
* Securities code: FTM
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)

|  |  |  |  |
| --- | --- | --- | --- |
| No. | General Mandate/Decision of the General Meeting of Shareholders No. | Date | Content |
| 1 | 60/2023/NQ DHDCD-FTM | July 23, 2023 | Article 1: Approve the business results report 2022 and the operation report of Board of Directors in 2022, the operation plan of Board of Directors in 2023.Article 2: Approve the Audited Financial Statements in 2022.Article 3: Approve the production and business plan for 2023Article 4: Approve the Profit Distribution Plan in 2022; Non-dividend payments in 2022 and the profit distribution plan for 2023; Expected non-dividend payment in 2023.Article 5: Approve the remuneration settlement of the Board of Directors in 2022 and the remuneration settlement plan for the Board of Directors in 2023Article 6: Approve the authorization for the Board of Directors to select an audit company for the financial statements 2023.Article 7: Approve on supplementing the business lines in the Enterprise Registration Certificate Real estate business, warehouse rental (Industry code 6810). |

1. Activities of the Board of Directors (in 2023):
2. Information about members of the Board of Directors:

|  |  |  |  |  |  |
| --- | --- | --- | --- | --- | --- |
| No. | Member of the Board of Directors | Position | Date of appointment/dismissal as member of the Board of Directors | Number of Board of Directors meetings attended | Attendance rate (%) |
| 1 | Le Manh Thuong | Chair of the Board of Directors | Appointed on June 27, 2021 | 6/6 | 100% |
| 2 | Nguyen Hoang Giang | Independent member of the Board of Directors | Appointed on June 27, 2021 | 6/6 | 100% |
| 3 | Do Van Sinh | Member of the Board of Directors | Appointed on June 27, 2021 | 6/6 | 100% |
| 4 | Tran Xuan Tien | Member of the Board of Directors | Appointed on June 27, 2021 | 6/6 | 100% |
| 5 | Dao Thi Hue | Non-executive member of the Board of Directors | Appointed on June 27, 2021 | 6/6 | 100% |

1. Board Resolutions/Board Decisions in 2023

|  |  |  |  |
| --- | --- | --- | --- |
| No. | Board Resolution/Board Decision No. | Date | Content |
| 1 | 16/2023/NQ-FTM-HDQT | March 29, 2023 | Approve the Audited Financial Statements in 2022 |
| 2 | 17/2023/NQ-FTM-HDQT | March 29, 2023 | Approve the extension of the time to hold the Annual General Meeting of Shareholders 2023 |
| 3 | 37/2023/NQ-FTM-HDQT | May 10, 2023 | Agree on the time to record the list of shareholders to exercise the right to attend the meeting, agree on the time and place of the Annual General Meeting of Shareholders 2023 |
| 4 | 55/2023/NQ-FTM-HDQT | June 25, 2023 | Agree on the time and location to hold the second Annual General Meeting of Shareholders 2023 |
| 5 | 68/2023/NQ-FTM-HDQT | August 1, 2023 | Approve the selection of a branch unit of MOORE AISC Auditing and Informatics Services Company Limited is the auditing unit of the semi-annual review financial statements and financial statements 2023 |
| 6 | 76/2023/NQ-FTM-HDQT | August 14, 2023 | The mid-year financial statements for the operating period from January 1, 2023 to June 30, 2023 were reviewed by the branch of MOORE AISC Auditing and Informatics Services Company Limited |

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 and affiliated persons of PDMR: None
4. Transactions between PDMR of listed company, related persons of PDMR and subsidiaries, companies under the authority of listed company: None
5. Transactions between the Company and other entities/ None
	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, the Executive Manager (General Manager) for the past three (03) years (as of the time of reporting): Executive Manager (General Manager) have been founding members or members of Board of Directors or 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 where the affiliated persons of members of the Board of Directors, members of the Supervisory Board and the Executive General Manager are members of the Board of Directors, the Executive General Manager: None
	3. Other transactions of the Company (if any) which can bring about material or non-material benefits to members of the Board of Directors, the Executive Manager (General Manager). None
6. Shares transactions of 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.