**KGM: Annual Corporate Governance Report 2023**

On January 30, 2024, Kien Giang Import and Export JSC announced Report No. 10/BC-XNK-HDQT on the Corporate Governance of the Company in 2023 as follows:

* Name of company: Kien Giang Import and Export JSC
* Head office address: 85-87, Lac Hong Road, Vinh Lac Ward, Rach Gia City, Kien Giang Province. Rach Gia City, Kien Giang Province.
* Tel: (0297) 3863491 Fax: (0297) 3862309
* Email: info@kigimex.com.vn
* Charter capital: VND 254,300,000,000.
* Securities Code: KGM
* Corporate Governance Model: The General Meeting, Board of Directors, Supervisory Board and Managing Director.
1. Activities of the General Meeting

Information about the meetings and General Mandate/Decisions.

* The Annual General Meeting 2023 held by the company on March 28, 2023, with the following main contents:

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| No. | General Mandate  | Date | Contents |
| 1 | 39/NQ-XNK-DHDCD | March 28, 2023 | * The 2023 Annual General Meeting approved following contents:
* Report on activities of the Board of Directors in 2022 and directions ,duties for 2023
* Report on activities of the Supervisory Board in 2022 and directions ,duties for 2023
* Report on the production and business activities results in 2022 and the production and business plan in 2023.
* Audited Financial Statements 2022;
* Proposals:
* Production ,business and investment plan for 2023;
* Profit distribution in 2022 and profit distribution Plan for 2023;
* Salary, remuneration fund in 2022 and salary, remuneration plan for the Company’s manager in 2023.
* Selection of an audit company for the Financial Statements 2023.

Dismissal and additional election of members of the Board of Directors for the term 2021-2026.  |

1. Board of Directors
2. Information about members of the Board of Directors

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| No. | Member of the Board of Directors | Position | Date of appointment as member of the Board of Directors | Note |
| Appointment date | Dismissal date |
| 1. | Mr. Bach Ngoc Van | Chair of the Board of Directors, Non-executive member of the Board of Directors | March 15, 2022  |  |  |
| 2. | Mr. Doan Huynh Dung | Executive Chair of the Board of Directors | March 15, 2022 |  |  |
| 3. | Ms. Duong Thi Thanh Nguyet | Member of the Board of Directors (Executive member of the Board of Directors) | April 29, 2021  |  |  |
| 4. | Mr. Pham Minh Trung | Member of the Board of Directors (Executive member of the Board of Directors) | April 29, 2021 |  |  |
| 5. | Mr. Phan Hung Minh | Member of the Board of Directors (Non-executive members of the Board of Directors) | April 29, 2021 | March 28, 2023  |  |
| 6. | Mr. Dang Quoc Viet | Member of the Board of Directors (Executive member of the Board of Directors) | March 28, 2023 |  |  |

1. Board Resolutions of the Board of Directors:

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| No. | Board Resolution  | Date | Contents |
| 1 | No. 02/NQ-XNK- HDQT | January 6, 2023  | Resolution on the transaction between related persons and related persons of PDMR under the Board of Directors. |
| 2 | No. 05/NQ-XNK- HDQT | February 6, 2023  | Resolution on record of list of shareholders exercising the rights to attend the Annual General Meeting 2023 |
| 3 | No. 19/NQ-XNK-HDQT | March 19, 2023  | Resolution on approval for mobilizing line of credit and mortgaging assets at banks to serve production and business in 2023 |
| 4 | No. 21/NQ-XNK-HDQT | March 19, 2023 | Resolution on approving the line of credit in 2023 at Ho Chi Minh City Development Joint Stock Commercial Bank  |
| 5 | No. 23/NQ-XNK-HDQT | March 19, 2023 | Resolution on applying for approval of loan limit under export rice sales contract No. P002438, dated January 27, 2023 at Joint Stock Commercial Bank for Investment and Development of Vietnam - Phu Quoc Branch. |
| 6 | No. 26/NQ-XNK-HDQT | March 21, 2023  | Resolution on approving the policy of paying export brokerage commissions to participate in rice bidding opened by Perum Bulog Company, Indonesia |
| 7 | No. 42/NQ-XNK- HDQT | April 2, 2023  | On signing foreign trade contracts with a value of 35% or more of the total asset value recorded in the Company's most recent Financial Statements. |
| 8 | No. 46/NQ-XNK-HDQT | April 5, 2023  | On approving the loan limit under the rice sales contract for contract No. PJ-203/DP000/04/2023, dated April 4, 2023 at Joint Stock Commercial Bank for Investment and Development of Vietnam - Phu Quoc Branch. |
| 9 | No. 57/NQ-XNK-HDQT | April 26, 2023  | On the dividend payment of 2022 in cash of Kien Giang Import and Export JSC |
| 10 | No. 58/NQ-XNK-HDQT | April 26, 2023 | On approving investment capital, procurement - capital construction in 2023 of Kien Giang Import and Export JSC |
| 11 | No. 60/NQ-XNK- HĐQT | April 26, 2023 | On salary payment for the management |
| 12 | No. 64/NQ-XNK-HDQT | May 11, 2023  | On the selection of an audit company to audit the Financial Statements 2023;  |
| 13 | No. 66/NQ-XNK-HDQT | May 15, 2023  | On approving the line of credit 2023 and mortgage assets at Viet Nam Joint Stock Commercial Bank for Investment and Development - Phu Quoc Branch |
| 14 | No. 68/NQ-XNK-HDQT | May 15, 2023 | On approving the line of credit 2023 at PVCombank - Can Tho Branch |
| 15 | No. 70/NQ-XNK-HDQT | May 15, 2023 | On approving the line of credit 2023 at Tien Phong Commercial Joint Stock Bank - Kien Giang Branch  |
| 16 | No. 72/NQ-XNK-HDQT | May 15, 2023 | On approving the line of credit 2023 and mortgaging assets at Joint Stock Commercial Bank For Foreign Trade Of Vietnam - Kien Giang Branch |
| 17 | No. 78/NQ-XNK-HDQT | June 14, 2023  | Resolution on approving the policy of pledging deposit contracts to borrow capital at Viet Nam Joint Stock Commercial Bank for Investment and Development of - Phu Quoc Branch |
| 18 | No. 80/NQ-XNK-HDQT | June 19, 2023  | Resolution on approving the increased loan limit at Joint Stock Commercial Bank for Foreign Trade of Vietnam - Kien Giang Branch |
| 19 | No. 82/NQ-XNK-HDQT | June 19, 2023 | Resolution on signing a contract to cooperate in exploiting assets and keeping goods on behalf of An Binh Petroleum Trading Enterprise (tentatively translated)  |
| 20 | No. 84/NQ-XNK-HDQT | June 28, 2023  | Resolution on approving the policy of pledging deposit contracts to borrow capital at Viet Nam Joint Stock Commercial Bank for Investment and Development of - Phu Quoc Branch |
| 21 | No. 97/NQ-XNK- HDQT | August 4, 2023  | Resolution on approving line of credit and mortgaging assets at Joint Stock Commercial Bank For Foreign Trade Of Vietnam - Kien Giang Branch |
| 22 | No. 99/NQ-XNK-HDQT | August 18, 2023  | Resolution on the policy of selecting a unit to renovate and repair import conveyor belts of Thanh Hung Export Food Processing Enterprise (tentatively translated)  |
| 23 | No. 101/NQ-XNK-HDQT | August 25, 2023  | Resolution on approving line of credit 2023 at Vietnam Prosperity Joint Stock Commercial Bank - Southern Headquarter. |
| 24 | No. 103/NQ-XNK-HDQT | August 25, 2023 | Resolution on approving line of credit 2023 at Maritime Commercial Joint Stock Bank, Ho Chi Minh Branch |
| 25 | No. 106/NQ-XNK-HDQT | September 8, 2023  | On approving the policy of upgrading and renovating the Company's head office |
| 26 | No. 108/NQ-XNK-HDQT | September 22, 2023  | Board Resolution on approving the adjustment of the production and business plan in 2023 |
| 27 | No. 110/NQ-XNK-HDQT | September 22, 2023 | Resolution on approving the purchase of 01 7-seat Kia Carnival 3.5 G Signature car to serve the Company's production and business activities |
| 28 | No. 112/NQ-XNK- HDQT | September 30, 2023  | Resolution on setting aside salary funds for managers and employees in 2023 |
| 29 | No. 114/NQ-XNK-HDQT | October 10, 2023  | On approving the policy of organizing a rice market survey team in Europe |
| 30 | No. 119/NQ-XNK- HDQT | October 13, 2023  | Resolution on collecting shareholders’ ballots on the dismissal of members of the Board of Directors |
| 31 | No. 130/NQ-XNK-HDQT | November 22, 2023  | Resolution on approving line of credit in 2023 and mortgaging assets at Vietnam Export Import Commercial Joint Stock Bank - Sai Gon Branch |
| 32 | No. 132/NQ-XNK- HDQT | November 22, 2023 | Resolution on approving line of credit 2023 at Military Commercial Joint Stock Bank, Can Tho Branch |
| 33 | No. 136/NQ-XNK-HDQT | December 30, 2023  | Resolution on approving New Year's Day and Lunar New Year 2024 payments for Company Managers |

1. Supervisory Board

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| --- | --- | --- | --- | --- |
| No. | Member of the Supervisory Board | Position | Date of appointment as member of the Supervisory Board. | Professional Qualification |
| Appointment date | Dismissal date |
| 1. | Ms. Tran Thi Mai Trinh | Chief | July 01, 2016 |  | Bachelor in Accounting and Finance |
| 2. | Mr. Nguyen Truong Giang | Member of the Supervisory Board | April 29, 2021  |  | Bachelor in Accounting and Finance |
| 3. | Ms. Vu Thi Minh Hien | Member of the Supervisory Board | April 29, 2021 | March 28, 2023  | Bachelor in Accounting and Finance |
| 4. | Ms. Tran Thi Phuong Lan | Member of the Supervisory Board | March 28, 2023 |  | Bachelor in Economics majoring in Accounting |

At the Annual General Meeting, the Company dismissed Ms. Vu Thi Minh Hien from the position of member of the Supervisory Board, for the reasons: Resign from the Company. At the same time, the Annual General Meeting also elected 01 additional member of the Supervisory Board, Ms. Tran Thi Phuong Lan (nominated by Vietnam Southern Food Corporation - Joint Stock Company).

1. Executive Board.

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| --- | --- | --- | --- | --- |
| No. | Member of the Executive Board | Position | Date of birth | Professional Qualification |
| 1 | Duong Thi Thanh Nguyet | Managing Director | February 27, 1975 | Bachelor in Accounting |
| 2 | Pham Minh Trung | Deputy Managing Director | February 19, 1981  | Bachelor in Business Administration |

1. Chief Accountant

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| --- | --- | --- | --- | --- |
| No. | Full name | Date of birth | Professional Qualification: | Appointment date |
| 1 | Tran Thi Diep | February 28, 1975 | Bachelor in Accounting and Finance  | January 25, 2022 |

1. Training on Corporate Governance
2. List of related persons of the public Company and transactions of the related persons of the Company with the Company itself
3. Transactions between the Company and related persons of the Company; or between the Company and principal shareholders, PDMR, and related person of PDMR

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| --- | --- | --- | --- | --- | --- | --- | --- | --- |
| No. | Name of organization/individual | Relations with the Company | NSH No. , Date of issue, Place of issue | Head office address/Contact address | Time of transaction with the Company | Board Resolution No. | Content, value of transaction | Note |
| Content | Transaction value |
| 1 | Vietnam Southern Food Corporation - Joint Stock Company  | Major shareholders (deposit 83.31% of the company's charter capital)  | No. 0300613198, issued for the first time: February 08, 2007 at Department of Planning and Investment of Ho Chi Minh City, issued the 11th change on October 9, 2018 | No. 333 Tran Hung Dao Road, Cau Kho Ward, District 1, Ho Chi Minh city  | January and February, 2023 | Resolution No. 02/NQ-XNK- HDQT dated January 06, 2023 | Sell rice  | 40,618,745,000 |  |
| 2 | Tien Giang Food Company | Subordinate unit of Vietnam Southern Food Corporation - JSC (major shareholder)  | No. 0300613198-009 | No. 256, Quarter 2, Ward 10, My Tho City, Tien Giang Province, Viet Nam  | January 2023 | Sell anchovies  | 113,142,858 |  |
| 3 | Mechannics Construction and Foodstuff Joint Stock Company  | Subsidiaries unit of Vietnam Southern Food Corporation - JSC (major shareholder)  | No. 1100664038 issued for the first time on February 18, 2005, issued by Long An Department of Planning and Investment, issued for the 14th time on July 27, 2018 | No. 29, Nguyen Thi Bay, Ward 6, Tan An City, Long An province | From January, 2023 to December, 2023 | Purchase conveyor system and conveyor repair costs | 2,661,575,000 |  |
| 4 | Tra Vinh Food Company  | Subordinate unit of Vietnam Southern Food Corporation - JSC (major shareholder) | No. 0300613198-016 | No. 102, Tran Phu Street, Ward 2, Tra Vinh City, Tra Vinh Province | June 2023 | Purchase rice | 1,404,000,000 |  |
| 5 | Long An Food Company  | Subordinate unit of Vietnam Southern Food Corporation - JSC (major shareholder) | No. 0300613198-008 | No. 10, Cu Luyen Street, Ward 5, Tan An City, Long An Province | June 2023 | Purchase rice | 6,206,200,000 |  |
| 6 | Dong Thap Food Company  | Subordinate unit of Vietnam Southern Food Corporation - JSC (major shareholder) | No. 0300613198-010 |  Highway 30, My Tan Commune, Cao Lanh City, Dong Thap Province | October 2023 | Purchase rice | 15,700,000,000 |  |

1. Transactions between Company’s PDMR, related persons of PDMR and subsidiaries, companies controlled by the Company. None.
2. Transactions between the Company and other entities:
3. Transactions between the Company and the companies in which members of the Board of Directors, members of the Supervisory Board, Managing Director and other managers have been founding members or the members of the Board of Directors or Managing Director for the past three (03) years (as at the time of reporting): None
4. Transactions between the Company and companies where related persons of members of the Board of Directors, members of the Supervisory Board, Managing Director and other managers who are members of the Board of Directors or Managing Director: None
5. Other transactions of the Company (if any) which can bring material or non-material benefits to members of the Board of Directors, members of the Supervisory Board, Managing Director and other managers: None
6. Share transactions of PDMR and related persons of PDMR
7. Company’s share transaction of PDMR and related persons

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| --- | --- | --- | --- | --- | --- |
| No. | Transaction conductor | Relations with PMDR | Number of shares owned at the beginning of the period | Number of shares owned at the end of the period | Reason: Reasons for increase or decrease (buy, sell, convert, reward, etc.) |
| Number of offered shares | Rate | Number of offered shares | Rate |
| 1 | Pham Minh Trung | Permanent member Member of the Board of Directors-cum-Deputy Managing Director | 51,700 | 0.20% | - | 0.00% | Decrease: Sell |
| 2 | Dang Quoc Viet | Permanent member of the Board of Directors | 2,643,000 | 10.39% | 3,000 | 0.01% | Decrease: Sell |
| 3 | Tran Thi Mai Trinh | Chief of the Supervisory Board | 11,500 | 0.05% | 1,500 | 0.01% | Decrease: Sell |

1. Other significant issues: None.