**TKG: Annual Corporate Governance Report 2023**

On January 30, 2024, Tung Khanh Trading and Manufacturing Joint Stock Company announced Report No. 3001-1/2024/BCQT-TKG on corporate governance in 2023 as follows:

* Name of company: Tung Khanh Trading and Manufacturing Joint Stock Company
* Head office address: No. 131, Quan Tru Street, Dong Hoa Ward, Kien An District, Hai Phong City
* Tel: 022 5387 7996 Fax: 022 5387 8956
* Email: tungkhanh@tungkhanh.com.vn Website: [www.tungkhanh.com.vn](http://www.tungkhanh.com.vn)
* Charter capital: VND 63,153,120,000
* Securities code: TKG
* Corporate Governance Model: The General Meeting of Shareholders, the Board of Directors, the Supervisory Board and General Manager/Manager
1. Activities of the General Meeting of Shareholders:

Information about meetings and General Mandate/Decisions of the General Meeting of Shareholders (including Resolutions of the General Meeting of Shareholders are approved in the form of collecting opinions via a ballot)

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| No. | General Mandate/Decision of the General Meeting of Shareholders No. | Date | Content |
| 1 | 01/2023/NQ- HDCD | June 29, 2023 | The Annual General Mandate 2023 approved the following contents:1. Approve the Report on the activities of the Board of Directors and the Board of Manager for the year 2022, the plan and direction of activities for the year 2023.
2. Approve the Report on the activities of the Supervisory Board for the year 2022, the plan and direction of activities for the year 2023.
3. Approve the Audited Financial Statements 2022
4. Approve the Profit Utilization Plan for the year 2022.
5. Approve the settlement of remuneration for the Board of Directors, Supervisory Board for the year 2022, and the remuneration plan for the year 2023.
6. Approve the selection of the audit company for the Financial Statements for the year 2023.
7. Approve the production and business plan for 2023.
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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 member of the Board of Directors |
| Appointment date | Date of dismissal |
| 1 | Ms. Bui Thi Yen | Chair of the Board of Directors - Deputy Manager | December 2020 |  |
| 2 | Mr Pham Tung Linh | Member of the Board of Directors - Manager | October 2017 |  |
| 3 | Mr Nguyen Tien Huy | Independent member of the Board of Directors | December 29, 2022 |  |
| 4 | Mr Truong Duc Nam | Independent member of the Board of Directors | December 29, 2022 |  |
| 5 | Mr Nguyen Tien Dat | Independent member of the Board of Directors | December 29, 2022 |  |

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

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| --- | --- | --- | --- |
| No. | Resolution/Decision No. | Date | Content |
| 1 | 01/2023/TKG/NQ-HDQT | February 08, 2023 | Approve the transaction with affliated persons |
| 2 | 1704/2023/TKG/NQ-HDQT | April 17, 2023 | Approve the organization plan for the Annual General Meeting of Shareholders 2023 of Tung Khanh Trading and Manufacturing Joint Stock Company |
| 3 | 0809/2023/TKG/NQ-HDQT | September 08, 2023 | Approve on divestment in Tung Khanh Trading and Manufacturing Joint Stock Company and appointment of new Deputy Manager |
| 4 | 1809/2023/TKG/NQ-HDQT | September 18, 2023 | Approve on changing the Manager of the Company |
| 5 | 1610/2023/TKG/NQ-HDQT | October 16, 2023 | Change the Manager of the Company |
| 6 | 2310/2023/TKG/NQ-HDQT | October 23, 2023 | Approve on the business loan proposal |
| 7 | 2510/2023/TKG/NQ-HDQT | October 25, 2023 | Approve on the business loan proposal |
| 8 | 3010/2023/TKG/NQ-HDQT | October 30, 2023 | Approve on the business loan proposal |
| 9 | 0111/2023/TKG/NQ-HDQT | November 01, 2023 | Approve on appointing Company Deputy Manager |

1. The Supervisory Board (Annual Report 2023):
2. Information about members of the Supervisory Board:

|  |  |  |  |  |
| --- | --- | --- | --- | --- |
| No. | Member of the Supervisory Board | Position | Date of appointment/dismissal as member of the Supervisory Board | Qualification |
| 1 | Ms. Nguyen Thi Thuy | Chief of the Supervisory Board | Appointed on April 24, 2021 | Bachelor of Corporate Finance |
| 2 | Ms. Nguyen Thi Huong | Member of the Supervisory Board |  | Bachelor of Business Administration. |
| 3 | Ms. Nguyen Thi Huyen | Member of the Supervisory Board |  | Bachelor of Accounting |

1. The Executive Board

|  |  |  |  |  |
| --- | --- | --- | --- | --- |
| No. | Member of the Executive Board | Date of birth | Qualification | Date of appointment/dismissal as member of the Supervisory Board |
| 1 | Mr Pham Tung Linh - Manager | January 21, 1991 | Bachelor of Business Administration, Master of Finance | Dismissal date September 18, 2023 |
| 2 | Mr Mr. Nguyen Huu Phu - Manager | April 25, 1990 | Bachelor's Degree in Banking and Finance | Appointed on September 18, 2023; Dismissed on October 16, 2023 |
| 3 | Ms. Ms. Le Thi Tra My - Manager | July 19, 1992 | Bachelor of Accounting | Appointed on October 16, 2023 |
| 4 | Ms. Bui Thi Yen - Deputy Manager | September 25, 1963 | Bachelor of Chemistry - Biology |  |
| 5 | Mr Dang Minh Khoi | March 31, 1994 |  | Appointed on November 01, 2023 |

1. Chief Accountant.

|  |  |  |  |
| --- | --- | --- | --- |
| Full name | Date of birth | Qualification: | Appointment/dismissal date |
| Pham Thuy Nga | May 04, 1979 | Bachelor of Accounting |  |

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:

|  |  |  |  |  |  |  |  |
| --- | --- | --- | --- | --- | --- | --- | --- |
| No. | Name of organization/individual | Relations with the Company | NSH No., Date of issue, Place of issue | Head office/Contact address | Time of transaction with the Company | Approved General Mandate/ Decision of the General Meeting of Shareholders No. or Board Resolution/ Decision No. | Content, quantity, total value of transaction |
| 1 | Tung Long Technology And Trading Joint Stock Company | Affiliated Company (completely divested) |  |  | In 2023 | 01/2023/TKG/NQ-HDQT dated February 8, 2023 | * Transaction of selling goods, assets, and providing services: VND 17,510,696,542
* Receipt of money from selling goods, assets, and services: VND 11,915,000,000
* Goods sales VND 26,318,000
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| 2 | Ms. Bui Thi Yen | Chair of the Board of Directors |  |  | * Advance payment for purchasing assets: VND 20,000,000,000
* Repayment for purchasing assets: VND 20,000,000,000
 |
| 3 | Mr. Pham Tung Minh | Member of the Board of Directors |  |  | Transfer of Tung Long shares: VND 9,000,000,000 |

1. Transactions of Company’s PDMR, affiliated persons of PDMR with subsidiaries, companies controlled by the Company: None
2. 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 or the Executive Manager (General Manager) for the past three (03) years (as at the time of reporting):
	2. Transactions between the Company and companies where affiliated persons of members of the Board of Directors, members of the Supervisory Board and the Executive Manager (General Manager) are members of the Board of Directors, the Executive Manager (General Manager)
	3. Other transactions of the Company (if any) can bring about material or non-material benefits to the members of the Board of Directors, the members of the Supervisory Board, the Manager (General Manager) and other managers:
3. Share transactions of PDMR and affiliated persons of PDMR (Annual Report 2023):
4. Transaction of PDMR and affiliated persons related to the Company’s shares: None
5. Other significant issues: None