**SRA: Annual Corporate Governance Report 2023**

On January 26, 2024, SARA Vietnam Joint Stock Company announced Report No. 2601/2024/BCQT-SRA on the corporate governance in 2023 as follows:

* Name of listed company: SARA Vietnam Joint Stock Company
* Headquarters address: No.35 BT5 Phap Van Tu Hiep Urban Residential Area, Hoang Liet Ward, Hoang Mai District, Hanoi, Vietnam
* Tel: 02466.863602
* Charter capital: VND 431,999,740,000
* Securities code: SRA
* Corporate Governance Model: The General Meeting of Shareholders, the Board of Directors, the Supervisory Board, and the General Manager.
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 No. | Date | Contents |
| 1 | 1606/2023/NQ-DHDCD | June 16, 2023 | The Meeting unanimously approves the following issues:* Approve the Report on the operations of the Board of Directors in 2022
* Approve the Report on activities of the Supervisory Board in 2022;
* Approve the Report on the activities of the Board of Management in 2022;
* Approve the contents in Proposal No. 01/2023/TTr-HDQT on approving the Audited Financial Statements 2022;
* Approve the contents in Proposal No. 02/2023/TTr-HDQT on the business plan for 2023
* Approve the contents in Proposal No. 03/2023/TTr-BKS on selecting an audit company for the Financial Statements 2023;
* Approve the contents in Proposal No. 04/2023/TTr-HDQT on the profit distribution in 2022;
* Approve the contents in Proposal No. 05/2023/TTr-HDQT on the remuneration of the Board of Directors, Supervisory Board in 2022;
* Approve the contents in Proposal No. 06/2023/TTr-HDQT on stop implementing the plan on public offering approved at the Extraordinary General Meeting of Shareholders 2022 and the plan on private placement approved at the Annual General Meeting of Shareholders 2022.
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1. The Board of Directors
2. Information about members of the Board of Directors:

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| --- | --- | --- | --- |
| No. | Member of the Board of Directors | Position (independent member, non-executive member of the Board of Directors) | Date of appointment/dismissal as member/independent member of the Board of Directors |
| 1 | Hoang Van Ba | Member of the Board of Directors | June 24, 2022 |
| 2 | Kazuya Krino | Member of the Board of Directors | June 24, 2022 |
| 3 | Nguyen Minh Tam | Member of the Board of Directors | June 24, 2022 |

1. Board Resolutions/Board Decisions

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| --- | --- | --- | --- |
| No. | Board Resolution No. | Date | Contents |
| 1. | 0501/2023/NQ-HDQT | January 05, 2023 | On: Loan and use assets as collateral at joint stock commercial banks |
| 2. | 2703/2023/NQ-HDQT | March 27, 2023 | On: Extend the time to hold the General Meeting of Shareholders 2023 |
| 3. | 1904/2023/NQ-HDQT | April 19, 2023 | On: Plan to organize the Annual General Meeting of Shareholders 2023 |
| 4. | 1606/2023/NQ-DHDCD | June 16, 2023 | Annual General Mandate 2023 |
| 5. | 1807/2023/NQ-HDQT | July 18, 2023 | On approving the transfer of all capital contributions at Vung Ang Osaka High-tech Equipment Manufacturing Joint Stock Company (tentatively translated) |
| 6. | 1707/2023/NQ-HDQT | July 17, 2023 | On approving the transfer of all capital contributions at Vung Ang Osaka High-tech Equipment Manufacturing Joint Stock Company (tentatively translated) |
| 7. | 1707.1/2023/NQ-HDQT | July 17, 2023 | On: Contribute additional capital to Vietnam Japan Production Joint Stock Company (tentatively translated) |
| 8. | 1907/2023/NQ-HDQT | July 19, 2023 | On: Contribute additional capital to Ha Long Osaka Production of High-tech Equipment Joint Stock Company |
| 9. | 0709/2023/NQ-HDQT | September 07, 2023 | On approving the transfer of all capital contributions at Healthcare Vung Tau Clinic Joint Stock Company and Vietnam - Osaka Clinic Joint Stock Company |
| 10. | 0709.01/2023/NQ-HDQT | September 07, 2023 | On: Contribute additional capital to Vietnam Japan Production Joint Stock Company (tentatively translated) |

1. The Supervisory Board
2. Information about the 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 | Trinh Thi Duyen | Member of the Supervisory Board | June 24, 2022 | Bachelor of Accounting |
| 2 | Dau Thi Lieu | Member of the Supervisory Board | June 24, 2022 | Bachelor of Economics |
| 3 | Vu Thi Kim Ngan  | Member of the Supervisory Board | June 24, 2022 | 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 Executive Board |
| 1 | Nguyen Minh Tam | November 07, 1992 | Bachelor | Appointment date: July 06, 2021 |

1. The Chief Accountant:

|  |  |  |  |  |
| --- | --- | --- | --- | --- |
| No. | Full name | Date of birth | Professional Qualification | Date of appointment /dismissal |
| 1 | Nguyen Thi Bich Ngoc | 1981 | Bachelor | Appointment date: August 22, 2022 |

1. Training on corporate governance,
2. List of affiliated persons of the public company and transactions of the 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 shareholder, PDMR, 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 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). None
	2. Transactions between the Company and companies in which affiliated persons of members of the Board of Directors, members of the Supervisory Board, the Manager (the General Manager) and other managers are members of the Board of Directors, the Executive Manager (the General Manager): None
6. Share transactions of PDMR and affiliated persons of PDMR:
7. Transaction of PDMR and affiliated persons related to the Company’s shares:

None

1. OTHER SIGNIFICANT ISSUES: None.