**TRT: Annual Corporate Governance Report 2023**

On January 29, 2024, RedstarCera JSC announced Report No. 21/BC-HDQT on the Annual Corporate Governance in 2023 as follows:

* Name of company: RedstarCera JSC
* Address: Chuc Thon Residential Area, Cong Hoa Ward, Chi Linh City, Hai Duong Province.
* Tel: 02203882243
* Email: info@redstarCera.com
* Charter capital: VND 110 billion - Securities code: TRT
* Corporate Governance Model: The General Meeting of Shareholders, the Board of Directors, the Supervisory Board, and the General Manager.
* Internal audit execution: Every year, the Company hires an independent audit company, and the internal audit is carried out by the Supervisory Board in accordance with the Operational Regulation of the Supervisory Board of the Company.

1. Activities of the General Meeting of Shareholders

|  |  |  |  |
| --- | --- | --- | --- |
| No. | General Mandate/Decision of the General Meeting of Shareholders No. | Date | Content |
| 1 | 100/NQ-DHDCD | April 12, 2023 | Annual General Meeting of Shareholders 2023 |

1. 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/independent member of the Board of Directors | |
| Appointment date | Dismissal date |
| 1 | Dong Tuan Vu | Chair | May 12, 2021 |  |
| 2 | Dang Van Viet | Vice Chair | May 12, 2021 |  |
| 3 | Nguyen Duc Vinh Nam | Member | May 06, 2021 |  |
| 4 | Do To Hieu | Member | May 06, 2021 |  |
| 5 | Hoang Trong Binh | Member | April 22, 2022 |  |

1. Board Resolutions/Board Decisions:

|  |  |  |  |
| --- | --- | --- | --- |
| No. | Board Resolution/Board Decision No. | Date | Content |
| 1 | 23/QD-HDQT | January 30, 2023 | Change of the audit unit for the Financial Statements 2022 |
| 2 | 37/QD-HDQT | February 17, 2023 | Record date for the list of shareholders attending the General Meeting of Shareholders |
| 3 | 56/NQ-HDQT | March 15, 2023 | Approval of the contents for the General Meeting of Shareholders 2023 |
| 4 | 84/QD-HDQT | March 30, 2023 | Change of brand name and Company logo |
| 5 | 85/QD-HDQT | March 30, 2023 | Dissolution of the Refractory Brick Factory |
| 6 | 102/NQ-HDQT | April 12, 2023 | Loan authorization, guarantee, L/C issuance |
| 7 | 156/QD-HDQT | May 25, 2023 | Sending employees on business trips abroad |
| 8 | 220A/NQ-HDQT | July 26, 2023 | Approval of the contents for the 7th Meeting |
| 9 | 221/NQ-HDQT | July 28, 2023 | Approval of the audit company for the Financial Statement 2023 |
| 10 | 256/NQ-HDQT | September 08, 2023 | Dividend payment plan for 2022 |
| 11 | 298A/NQ-HDQT | October 06, 2023 | Capital loan at Joint Stock Commercial Bank For Foreign Trade Of Vietnam - Hai Duong Branch |

1. The Supervisory Board (Annual Report 2021)
2. Information of members of the Supervisory Board

|  |  |  |  |  |
| --- | --- | --- | --- | --- |
| No. | Member of the Supervisory Board | Position | Date of appointment/dismissal as member of the Supervisory Board | Qualification |
| 1 | Nguyen Thi Nhan | Chief | May 06, 2021 | Bachelor of Accounting |
| 2 | Nguyen Minh Giap | Member | May 06, 2021 | Master of Laws |
| 3 | Nguyen Thi Hien | Member | May 06, 2021 | Bachelor of Economics |

1. The Executive Board

|  |  |  |  |  |
| --- | --- | --- | --- | --- |
| No. | Member of the Executive Board | Date of birth | Qualification | Date of appointment/dismissal as the member of the Executive Board |
| 1 | Dang Van Viet | January 30, 1964 | Bachelor of Economics | May 12, 2021 |
| 2 | Nguyen Duc Vinh Nam | March 20, 1977 | Master of Business Administration | May 12, 2021 |

1. Chief Accountant

|  |  |  |  |
| --- | --- | --- | --- |
| Full name | Date of birth | Qualification | Appointment date |
| Duong Thi Quyen | August 17, 1974 | Bachelor of Finance - Accounting | September 01, 2015 |

1. Training on corporate governance
2. List of affiliated persons of the Company and transaction of affiliated persons with 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

* No transaction incurred in the period.

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

* No transaction incurred in the period.

1. Transactions between the Company and other entities
   1. Transactions between the Company and the companies where members of the Board of Directors, members of the Supervisory Board, the General Manager and other managers have been founding members or members of the Board of Directors, the Executive General Manager for the past three (03) years (as at the time of reporting)

* No transaction incurred in the period.
  1. Transactions between the Company and companies executed by the affiliated people of members of the Board of Directors, members of the Supervisory Board, the Manager (the General Manager) and other managers who are members of the Board of Directors, the Executive Manager (the General Manager).
* No transaction incurred in the period.
  1. Other transactions of the Company (if any) that can bring about material or non-material benefits to members of the Board of Directors, members of the Supervisory Board, and the Manager (General Manager) and other managers:
* No transaction incurred in the period.

1. Share transactions of PDMR and affiliated persons of PDMR
2. Company’s share transactions of PDMR and affiliated persons.

|  |  |  |  |  |  |  |  |
| --- | --- | --- | --- | --- | --- | --- | --- |
| 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 | | Reasons for increase or decrease (buy, sell, convert, reward, ...) |
| Number of shares | Rate | Number of shares | Rate |
| 1 | Minh Ngoc Company Limited | Mr. Dong Tuan Vu is the Chair of the Board of Members of Minh Ngoc Company Limited | 3,103,300 | 28.28% | 3,680,808 | 33.54% | Purchase |
| 2 | Mr. Dong Tuan Vu | Dong Tuan Vu is the Chair of the Board of Members of Minh Ngoc Company Limited | 577,508 | 5.36 | 0 | 0 | Sell |

1. Other significant issues: