**TSB: Annual Corporate Governance Report 2023**

On January 29, 2024, Tiasang Battery Joint stock company announced Report No. 42/BC-HDQT on corporate governance 2023 as follows:

* Name of company: Tiasang Battery Joint stock company
* Head office address: Ton Duc Thang High Street, An Dong Ward, An Duong District, Hai Phong City
* Tel: 02253 857810 Fax: 02253 835876 Email: Info@tiasangbattery.com
* Charter capital: VND 67,454,800,000
* Securities code: TSB
* Corporate governance model: The General Meeting of Shareholders, the Board of Directors, the Supervisory Board, and the Manager.
* Internal audit execution: Implemented
1. . Activities of the General Meeting of Shareholders:

Successfully held the Annual General Meeting of Shareholders 2023 on May 29, 2023.

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| No. | General Mandate/ Decision No. | Date | Contents |
| 1 | 02/2023/NQ-DHCD | May 29, 2023 | * Approve the Report of the Board of Directors
* Approve the Report of the Supervisory Board
* Approved the audited Financial Statements 2022.
* Approve the Profit Distribution Plan 2022.
* Approve the production and business plan in 2023:
* Approve the remuneration and income of the Board of Directors, the Supervisory Board. Approve the selection of an audit company for the financial year 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 | Date of appointment/dismissal as member/independent member of the Board of Directors |
| Appointment date | Dismissal date |
| 1 | Mr. Nguyen Xuan Bac | Chair of the Board of Directors | April 29, 2021 | March 9, 2023 |
| 2 | Mr. Luong Van Tuyen | Member | April 26, 2018 | March 9, 2023 |
| 3 | Ms. Nguyen Thi Thanh Ha | Member | April 26, 2018 | March 9, 2023 |
| 4 | Mr. Ma Thinh Duong | Member | April 26, 2018 | March 9, 2023 |
| 5 | Mr. Ngo Quang Huy | Member | April 26, 2018 | March 9, 2023 |

* Information about members of the Board of Directors elected on March 09, 2023

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| --- | --- | --- | --- |
| No. | Member of the Board of Directors | Position | Date of appointment/dismissal as members/independent member of the Board of Directors |
| Appointment date | Dismissal date |
| 1 | Mr. Dao Huu Huyen | Chair of the Board of Directors | March 9, 2023 |  |
| 2 | Mr. Dao Huu Duy Anh | Member | March 9, 2023 |  |
| 3 | Mr. Phung Trong Tu | Member | March 9, 2023 |  |
| 4 | Ms. Pham Thi Thu Ha | Member | March 9, 2023 |  |
| 5 | Ms. Nguyen Thi Thanh Ha | Member | March 9, 2023 |  |

1. Board Resolutions/Board Decisions:

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| --- | --- | --- | --- |
| No. | Board Resolution/Board Decision No. | Date | Contents |
| 1 | 01/2023/NQ-HDQT | January 17, 2023 | Approve the term re-appointment of Ms. Nguyen Thi Thanh Ha as Chief Accountant of the Company |
| 2 | 02/2023/NQ-HDQT | January 18, 2023 | Approve the plan to organize the Extraordinary General Meeting of Shareholders 2023 (March 09, 2023) |
| 3 | 03/2023/NQ-HDQT | February 14, 2023 | Approve the documents on organizing the Extraordinary General Meeting of Shareholders 2023 |
| 4 | 04/2023/NQ-HDQT | March 9, 2023 | Approve to elect Mr. Dao Huu Huyen to hold the position of Chair of the Board of Directors |
| 5 | 05/2023/NQ-HDQT | March 9, 2023 | Approve the appointment of Mr. Phung Trong Tu - Member of the Board of Directors to be the Manager of the Company |
| 6 | 06/2023/NQ-HDQT | March 9, 2023 | Approve the dismissal of Mr. Luong Van Tuyen from the position of General Manager of the Company |
| 7 | 07/2023/NQ-HDQT | March 9, 2023 | Approve the appointment of Mr. Luong Van Tuyen to the position of Deputy General Manager of the Company |
| 8 | 08/2023/NQ-HDQT | April 4, 2022 | * Approve the signing contracts and transactions between Tiasang Battery Joint stock company and related parties 2023, specifically as follows:
* Approve the signing contracts and transactions between Tiasang Battery Joint stock company and related parties 2023, including: Duc Giang Chemical Group Joint Stock Company; Van Minh Company Limited ; Duc Giang Lao Cai Chemicals Company Limited; Duc Giang Nghi Son Chemicals Company Limited; Duc Giang - Dak Nong Chemical Company Limited ; Vietnam Phosphorus Apatite Joint Stock Company; Duc Giang – Dinh Vu Chemical Company Limited; Duc Giang Chemical Sports One Member Company Limited; Duc Giang Land One Member Company Limited; and other related parties according to the provisions of the Law on Enterprises and the Company's Charter.
* Scope of contracts and transactions: Within the scope of the production and business activities of Tiasang Battery Joint stock company. Value off each transaction contract: Less than or equal to 35% of the total assets value recorded in the most recent Financial Statements of Tiasang Battery Joint stock company
* Approve the authorization of the Manager to sign and implement the above contracts and transactions in accordance with the provisions of law, ensuring benefits for the Company and shareholders. .
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| 9 | 09/2023/NQ-HDQT | April 6, 2023 | Approve the plan to organize the Annual General Meeting of Shareholders 2023 (May 29, 2023) |
| 10 | 10/2023/NQ-HDQT | April 18, 2023 | Approve the production and business results in Q1/2023 and the production and business plan in Q2/2023. |
| 11 | 11/2023/NQ-HDQT | April 18, 2023 | Approve the termination of the Company’s branch in Quang Ninh |
| 12 | 12/2023/NQ-HDQT | June 12, 2023 | Approve the selection of AASC Auditing Firm Company Limited to review the Semi-annual Financial Statements 2023 and audit the Financial Statements 2023 |
| 13 | 13/2023/NQ-HDQT | June 20, 2023 | Approve the dividend payment plan in cash from the profit in 2022 as follows:* Exercise rate 5% par value (Shareholders receive VND 500 of dividend for every share they own)
* Record date for the list of shareholders to exercise the right: July 05, 2023;

Date of payment: July 20, 2023. |
| 14 | 14/2023/NQ-HDQT | June 28, 2023 | * Approve the termination of the Company’s branch in Thai Nguyen
 |
| 15 | 15/2023/NQ-HDQT | July 18, 2023 | Approve the production and business results in Q2 and the production and business plan in Q3/2023. |
| 16 | 16/2023/NQ-HDQT | October 20, 2023 | Approve the production and business results in Q3 and the production and business plan in Q4/2023. |

1. The Supervisory Board;
2. Information about members of the Supervisory Board:

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| --- | --- | --- | --- | --- |
| No. | Member of the Supervisory Board | Position | Date of appointment/dismissal as member of the the Supervisory Board | Qualification |
| Appointment date | Dismissal date |
| 1 | Mr. Tran Quang Huy | Chief | April 24, 2019 | March 9, 2023 | Master |
| 2 | Ms. Vu Thu Hien | Member | April 29, 2021 | March 9, 2023 | Bachelor |
| 3 | Ms. Vu Thanh Thuy | Member | April 26, 2018 | March 9, 2023 | Bachelor |

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| --- | --- | --- | --- | --- |
| No. | Member of the Supervisory Board | Position | Date of appointment/dismissal as member/independent member of the Board of Directors | Qualification |
| Appointment date | Dismissal date |
| 1 | Ms. Hoang Thuy Ha | Chief | March 9, 2023 |  | Bachelor |
| 2 | Mr. Nguyen Dinh Trung | Member | March 9, 2023 |  | Engineer |
| 3 | Ms. Vu Thu Hien | Member | March 9, 2023 |  | Bachelor |

1. The Executive Board:

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| --- | --- | --- | --- | --- |
| No. | Member of the Executive Board | Date of birth | Qualification | Date of appointment/dismissal as member of the Executive Board |
| 1 | Mr. Phung Trong Tu | September 20, 1988 | Chemical Engineer | March 9, 2023 |
| 2 | Mr. Luong Van Tuyen | August 14, 1974 | Bachelor of Economics | March 9, 2023 |
| 3 | Mr. Doan Van Quang | November 10, 1979 | Automatic electronic engineerBachelor of Accounting | December 18, 2021 |
| 4 | Ms. Nguyen Thi Thanh Ha | March 2, 1973 | Bachelor of Economics | February 4, 2023 |

1. Chief Accountant.

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| --- | --- | --- | --- |
| Full name | Date of birth | Professional Qualification | Date of appointment /dismissal |
| Ms. Nguyen Thi Thanh Ha | March 2, 1973 | Bachelor of Economics | February 4, 2023 |

1. Training on corporate governance:
2. List of affiliated persons of the public Company 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:
4. Transactions between PDMR of the Company, affiliated persons of PDMR and subsidiaries or companies controlled by the Company:
5. Transactions between the Company and other entities/ None
	1. Transactions between the Company and the company in which members of the Board of Directors, members of the Supervisory Board, the Manager and other managers have been founding members or members of the Board of Directors, the Executive Manager for the past three (03) years (calculated at the time of reporting). None.
	2. Transactions between the Company and the companies where affiliated persons of members of the Board of Directors, the Supervisory Board, the Manager and other managers are members of the Board of Directors, the Executive Manager: None.
	3. 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, the Manager and other managers: None.
6. Share transactions of PDMR and affiliated persons of PDMR
7. Company’s share transactions of PDMR and affiliated 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 | Reasons for increase or decrease (buy, sell, convert,)Reward, etc.) |
| Number of shares | Rate | Number of shares | Rate |
| 1 | Duc Giang Chemical Group Joint Stock Company |  | 0 | 0% | 3,440,252 | 51% | Purchase to invest |
| 2 | Dao Huu Huyen | Chair of the Board of Directors | 0 | 0% | 200,000 | 2.96% | Purchase to invest |
| 3 | Nguyen Thi Hong Lan | Wife of the Chair of the Board of Directors | 0 | 0% | 100,000 | 1.48% | Purchase to invest |
| 4 | Dao Huu Kha | Brother of the Chair of the Board of Directors | 0 | 0% | 100,000 | 1.48% | Purchase to invest |
| 5 | Dao Huu Duy Anh | Member of the Board of Directors | 0 | 0% | 100,000 | 1.48% | Purchase to invest |
| 6 | Phung Trong Tu | Member of the Board of Directors | 0 | 0% | 1,800 | 0.027% | Purchase to invest |

1. Other significant issues: None