**SNC: Annual Corporate Governance Report 2023**

On January 29, 2024, Nam Can Seaproducts Import Export Joint Stock Company announced Report No. 01/2024/BC-TSNC-HDQT on corporate governance 2023 as follows:

* Name of company: Nam Can Seaproducts Import Export Joint Stock Company
* Head office address: Area 1, Group 3, Nam Can Town, Nam Can District, Ca Mau Province, Vietnam.
* Tel:(+84 290) 3877146; Fax:(+84 290) 3877247; Email: [sales@seanamico.com.vn](mailto:sales@seanamico.com.vn)
* Charter capital: VND 50,000,000,000.
* Securities code: SNC (UPCoM)
* Corporate governance model: The General Meeting of Shareholders, the Board of Directors and the General Manager.

In compliance with the provisions of the Law on Securities and Circular No. 96/2020/TT-BTC promulgated by the Ministry of Finance dated November 16, 2020 and effective from January 01, 2021 on guiding the information disclosure on the stock market, Nam Can Seaproducts Import Export Joint Stock Company reports as follows:

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/Decision of the General Meeting of Shareholders No. | Date | Contents |
| 1 | 01/2023/NQ-TSNC-DHDCD | April 11, 2023 | * Approve the Report of the Board of Directors for the 2018-2022 period at the Annual General Meeting of Shareholders 2023. * Approve the Report of the Supervisory Board in 2022 and the 2018 - 2022 period. * Approve Proposal No. 01/2023/TTr- BKS on the selection of an independent audit company to audit the Financial Statements 2022.   ….   * Approve the Proposal No. 01/2023/TTr-TSNC-HDQT + Mr. Dang Ngoc Son * Approve the election results of the members of the Supervisory Board of the Company for the period of 2023 - 2028 as follows: * Ms. Pham Thi Thuy Hang * Mr. Thai Ba Nam * Ms. Huynh Thi Kim Vi * Terms of enforcement |

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 | Date of appointment/dismissal as member/independent member of the Board of Directors | |
| Appointment date | Dismissal date |
| 1 | Mr. Mai Xuan Phong | Chair of the Board of Directors | April 17, 2019 | April 11, 2023 |
| 2 | Ms. Do Thi Viet Hoa | Chair of the Board of Directors | April 11, 2023 |  |
| 3 | Mr. Le Vinh Hoa | Member of the Board of Directors | May 21, 2021 | April 11, 2023 |
| 4 | Mr. Tran Huu Hoang | Member of the Board of Directors | April 11, 2023 |  |
| 5 | Mr. Ngo Minh Hien | Member of the Board of Directors cum General Manager | April 11, 2023 |  |
| 6 | Mr. Nguyen Duc Loc | Member of the Board of Directors | April 11, 2023 |  |
| 7 | Mr. Dang Ngoc Son | Member of the Board of Directors | April 11, 2023 |  |

1. Board Resolutions/Board Decisions:

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| No. | Board Resolution/Board Decision No. | Date | Contents |
| 1 | 01/2023/NQ-TSNC-HDQT | January 06, 2023 | - Approve the record data on the production and business results Report in 2022 and production and business plan for 2023  - Approve the settlement of salary unit prices implemented in 2022.  - Approve the salary unit prices plan in 2023.  - Approve the salary supplement for the Executive Board and management staff of the Company in 2022.  - Issues related to salary of the Board of Management and the Chief Accountant in 2023 |
| 2 | 02/2023/NQ-TSNC-HDQT | January 06, 2022 | - Approve the signing of the Sales of goods contract between Vietnam Seaproducts Joint Stock Corporation and Nam Can Seaproducts Import Export Joint Stock Company in 2023 |
| 3 | 03/2023/NQ-TSNC- HDQT | January 06, 2023 | - Approve the signing of Sales of goods contract between Nam Can Seaproducts Import Export Joint Stock Company and CAMIMEX Group JSC in 2022 and 2023. |
| 4 | 04/2023/NQ-TSNC- HDQT | February 16, 2023 | - Approve the record list of shareholders of Nam Can Seaproducts Import Export Joint Stock to exercise the rights to attend the Annual General Meeting of Shareholders 2023 of the Company |
| 5 | 05/2023/NQ-TSNC- HDQT | February 24, 2023 | - Approve the adjustment of the total Salary Fund Settlement implemented in 2022. |
| 6 | 06/2023/NQ-TSNC- HDQT | March 14, 2023 | Approve the organizational plan and draft main documents presented to the Annual General Meeting of Shareholders 2023 of the Company |
| 7 | 07/2023/NQ-TSNC-HDQT | April 06, 2023 | - Approve the adjustment of "Proposal on profit distribution in 2022" of the Company’s Board of Directors presented to the Annual General Meeting of Shareholders 2023 of the Company. |
| 8 | 08/2023/NQ-TSNC-HDQT | April 11, 2023 | - Approve the election of Ms. Do Thi Viet Hoa - Member of the Board of Directors as Chair of the Board of Directors for the 2023 - 2028 period of the Company. |
| 9 | 09/2023/NQ-TSNC-HDQT | April 01, 2023 | - Approve the continued appointment of Secretariat of the Board of Directors to Ms. Tran Thi Kieu Oanh. |
| 10 | 05/2023/NQ-TSNC-HDQT | April 01, 2023 | - Approve the continued appointment of Secretariat of the Board of Directors to Ms. Tran Thi Kieu Oanh. |
| 11 | 10/2023/NQ-TSNC-HDQT | April 01, 2023 | - Approve the distribution of remuneration for the Board of Directors and Supervisory Board for the period of 2023 - 2028 according to the approval of the Company's General Meeting of Shareholders  - Approve the distribution of bonuses to the Board of Directors and Supervisory Board of the Company for the period of 2018 - 2022; and the Board of Managers of the Company in 2022 according to Resolution of the Company's Annual General Meeting of Shareholders 2023 |
| 13 | 12/2023/NQ-TSNC-HDQT | May 12, 2023 | -- Approve the appointment of the position of General Manager of the Company for the period of 2023-2028. |
| 14 | 06/2023/QD-TSNC-HDQT | May 12, 2023 | - Approve the appointment of the position of General Manager of the Company for the period of 2023-2028. |
| 115 | 13/2023/NQ-TSNC-HDQT | July 18, 2023 | - Approve the appointment of the person in charge of governance for Mr. Dinh Viet Trieu |
| 16 | 07/2023/QD-TSNC-HDQT | July 18, 2023 | - Approve the appointment of the person in charge of governance for Mr. Dinh Viet Trieu |
| 17 | 14/2023/NQ-TSNC-HDQT | July 18, 2023 | - Approve the data and information of the Report on production and business activities for Q2/2023 - the first 6 months of 2023 and the Company's production and business plan for the last 6 months of 2023  - Approve the Self-made Financial Statements of Q2/2023 of the Company;  - Approve Proposal on dividend payment in 2022 according to Resolution of the Annual General Meeting of Shareholders 2023 of Nam Can Seaproducts Import Export Joint Stock Company  - Approve the selection of ECOVIS AFA Vietnam Auditing - Valuation and Consulting Company Limited as the unit to audit the Financial Statements 2023 of Nam Can Seaproducts Import Export Joint Stock Company as proposed by the Company’s Supervisory Board |
| 18 | 15/2023/NQ-TSNC- HDQT | August 14, 2023 | - Approve the dividend payment in 2021 according to Resolution No. 01/2023/NQ-TSNC-DHDCD dated April 11, 2023 of the Annual General Meeting of Shareholders 2023 of Nam Can Seaproducts Import Export Joint Stock Company. |
| 19 | 16/2023/NQ-TSNC-HDQT | October 13, 2023 | - Approve the participation in Trade Promotion activities in the Middle East according to the program of the Center for Investment Promotion and Business Support of Ca Mau Province |
| 20 | 17/2023/NQ-TSNC-HDQT | October 20, 2023 | - Approve the recording of the Company's production and business results Report for Q3/2023 and the production and business plan for Q4/2023 of the Company  - Approve the recording of the Company's Self-made Financial Statements for Q3/2023.  - Approve the cessation of the implementation of Resolution No. 16/NQ-TSNC-HDQT  dated October 13, 2023 on the participation in trade promotion activities in the Middle East by the Company. |
| 21 | 18/2023/NQ-TSNC- HDQT | October 20, 2023 | - Approve the Company's trade promotion program plan at the end of 2023 and 2024 in the following markets: Europe, Taiwan and Japan.  - Approve assigning the General Manager to proactively organize and implement the policy of trade promotion program plan at the end of 2023 and early 2024 approved by the Board of Directors |
| 22 | 19/2023/NQ-TSNC- HDQT | December 01, 2023 | Approve the Company's business loan plan in 2024 with a total loan limit of VND Billion 170 in 2024 |

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 Supervisory Board | Qualification |
| 1 | Mr. Tran Huu Hoang | Chief | Until April 11, 2023 | Bachelor |
| 2 | Ms. Pham Thi Thuy Hang | Chief | From April 11, 2023 | Master |
| 3 | Mr. Thai Ba Nam | Member | From April 11, 2023 | Bachelor |
| 4 | Ms. Huynh Thi Kim Vi | Member | From April 11, 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. Ngo Minh Hien | January 27, 1970 | Bachelor of Economics and Law | From May 17, 2018 |
| 2 | Mr. Dinh Viet Trieu | July 17, 1976 | Engineer of Seafood Processing Technology | From August 09, 2017 |
| 3 | Mr. Nguyen Van Canh | September 03, 1980 | Bachelor of Accounting | From April 15, 2021 |

1. Chief Accountant

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| --- | --- | --- | --- |
| Full name | Date of birth | Qualification | Date of appointment/dismissal |
| Mr. Nguyen Phuoc An | June 11, 1967 | Bachelor of Finance and Accounting | From October 07, 2011 |

1. Training on corporate governance
2. List of affiliated persons of the public Company and transactions between 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 shareholders, PDMR, or affiliated persons of PDMR

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| --- | --- | --- | --- | --- | --- | --- | --- | --- |
| No. | Name of organizations/individuals | Relations with the company | NSH\* No., Date of issue and Place of issue of NSH | Head office’s address/Contact address | Time of transaction with the Company | General Mandate/Decision of the General Meeting of Shareholder No. or Board Resolution/Decision No. (including date of promulgation, if any) | Content, quantity, total value of transaction | Note |
| 1 | Vietnam Seaproducts Joint Stock Corporation | Major shareholder | No. 0310745210 first issued by the Department of Planning and Investment of Ho Chi Minh City on March 31, 2011 | Address: No. 2-4-6 Dong Khoi Street, Ben Nghe Ward, District 1, Ho Chi Minh City | 2023 | 02/2023/NQ-TSNC-HDQT dated January 10, 2023 | Quantity of 34.485 kilograms per transaction value VND 14,217,540,000 | Selling goods |
| 2 | CAMIMEX Group JSC | Major shareholder | No. 2000103908 first issued by Department of Planning and Investment of Dong Nai Province on January 12, 2006 | No. 333 Cao Thang Street, Cluster 7, Ward 8, Ca Mau City, Ca Mau Province | 2023 | 03/2023/NQ-TSNC-HDQT dated January 10, 2023 | Quantity of 19.818 kilograms per transaction value: VND 5,053,050,000 | Selling goods |

1. Transactions between PDMR of the Company, affiliated person 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 company in which 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, the Executive Manager (General Manager) for the past three years (calculated at the time of reporting):

Sales to Hanoi Seafood Import-Export Joint Stock Company (an organization in which a member of the Company's Board of Directors is a member of the Board of Directors) value: VND 4,030,087,500;

1. Transactions between Company and companies in which affiliated persons of members of the Board of Directors, members of the Supervisory Board, the Manager (General Manager) and other managers are members of the Board of Directors, the Executive Manager (the General Manager): None
2. 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, Manager (General Manager) and other managers: None
3. Share transactions of PDMR and affiliated persons of PDMR
4. Transaction of PDMR and affiliated persons related to the Company’s shares:

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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, ...) |
| Number of shares | Rate | Number of shares | Rate |  |
| 1 | Camimex Group Joint Stock Company | Organization related to Mr. Dang Ngoc Son - Member of the Board of Directors | 528,500 | 10.57% | 1,225,000 | 24.5% | Buy |
| 2 | Nguyen Duc Loc | Member of the Board of Directors | 806,500 | 16.13% | 0 | 0% | Sell |

1. Other significant issues: