

REPORT ON CORPORATE GOVERNANCE
(In the year 2024)

To: - The State Securities Commission;
- The Stock Exchange.

- Name of Company: **THE VEGETEXCO PORT JOIN STOCK COMPANY**
- Address of head office: No.1 Nguyen Van Quy, Phu Thuan ward, district 7, Ho Chi Minh City
- Telephone: (28) 37731120 Fax: 28 38733342 Email: vegeportjco@gmail.com
- Charter capital: VND **82.146.920.000**
- Stock symbol: VGP
- Governance model: General Meeting of Shareholders, Board of Directors, General Director, Director, and Audit Committee under the Board of Directors.
- The implementation of internal audit: Implemented/ Not yet implemented: Implemented

I. Activities of the General Meeting of Shareholders

Information on meetings, resolutions, and decisions of the General Meeting of Shareholders (including the resolutions of the General Meeting of Shareholders approved in the form of written comments):

No.	Resolution/Decision No.	Date	Content
1	196/2024/BB-DHCD	29/06/2024	Minutes of the Annual General Meeting of Shareholders 2024
2	197/2024/NQ-DHCD	29/06/2024	Annual General Mandate 2024

II Board of Directors (annual report):

1. Information about the members of the Board of Directors:

No.	Board of Directors members	Position Independent members of the Board of Directors, Non-executive members of the Board of Directors)	The date becoming/ceasing to be a member of the Board of Directors.	
			Date of appointment	Date of dismissal
1	Hoang Hai	Chairman of BOD	29/06/2024	
2	Pham Ngoc Quynh	Director/Member of BOD	21/08/2018	
3	Tran Thi Anh Tho	Chairman of BOD	24/09/2020	29/06/2024
4	Nguyen Thi Khanh Hai	Chairman of BOD	28/06/2023	

2 Meetings of the Board of Directors:

No.	Board of Director' member	Number of meetings attended by Board of Directors	Attendance rate	Reasons for absence
1	Hoang Hai	5	38%	Elected to the Board on June 29, 2024
2	Pham Ngoc Quynh	13	100%	
3	Tran Thi Anh Tho	7	53%	Submitted resignation letter on June 5, 2024, Resigned from position on June 29, 2024
4	Nguyen Thi Khanh Hai	13	100%	

3. Supervising the Board of Management by the Board of Directors:

- In 2024, the Board of Directors rigorously implemented the resolutions set forth by the General Meeting of Shareholders.
- Through regular and extraordinary meetings, the Board of Directors formulated key strategies and policies while also overseeing and urging the CEO to ensure the Company's business operations were conducted in strict compliance with internal regulations and prevailing laws.
- Furthermore, the Board of Directors participated in Management Committee meetings to stay informed of the operational situation, thereby providing timely guidance to address challenges and obstacles in the Company's business activities, striving to achieve the goals and plans established by the General Meeting of Shareholders.

4. Activities of the Board of Directors subcommittees (If any):

5. Resolutions/Decisions of the Board of Directors (annual report):

No.	Resolution/Decision No.	Date	Content	Approval rate
1	89/2024/NQ-HDQT	11/03/2024	On extending the organization of the 2024 Annual General Meeting of Shareholders	100%
2	91/2024/NQ-HDQT	28/03/2024	On establishing the Internal Audit Committee	100%
3	119/2024/NQ-HDQT	17/04/2024	On selecting an independent audit company for the 2023 financial statements	100%
4	140/2024/NQ-HDQT	06/05/2024	On planning for the organization of the 2024 Annual General Meeting of Shareholders	100%
5	166/2024/NQ-HDQT	03/06/2024	On appointing an independent member to the Board of Directors for the 2021-2026 term	100%
6	168/2024/NQ-HDQT	03/06/2024	On appointing the person in charge of corporate governance	100%
7	176/2024/NQ-HDQT	14/06/2024	On amending and supplementing the 2024 AGM documents	100%
8	177/2024/NQ-HDQT	14/06/2024	On authorizing tasks under the Board of Directors' authority for the 2024 AGM	100%
9	179/2024/NQ-HDQT	17/06/2024	On issuing regulations for information disclosure	100%
10	199/2024/NQ-HDQT	26/06/2024	On electing the Chair of the Board of Directors for the 2021-2026 term	100%
11	218/2024/NQ-HDQT	05/07/2024	On selecting an independent audit company for the 2024 financial statements	100%
12	243/2024/NQ-HDQT	02/08/2024	On implementing the plan for share issuance and increasing charter capital in 2024	100%
13	280/2024/NQ-HDQT	19/08/2024	On paying 2022 dividends in cash	100%

III. Board of Supervisors/Audit Committee (annual report):

1. Information about members of the Board of Supervisors or Audit Committee:

No.	Members of the Board of Supervisors/ Audit Committee	Position	The date becoming/ceasing to be a member of the Board of Supervisors/ Audit Committee	Qualification
1	Nguyen Manh Hoang	Chief of the Supervisory Board	30/6/2020	Bachelor
2	Ho Duc Thuy Linh	Member of the Supervisory Board	09/12/2021	Bachelor
3	Tran Thi Mai Huong	Member of the Supervisory Board	28/06/2023	Bachelor

2. Meetings of the Board of Supervisors or Audit Committee

No.	Members of the Board of Supervisors/ Audit Committee	Number of meetings attended	Attendance rate	Voting rate	Reasons for absence
1	Nguyen Manh Hoang	Chief of the Supervisory Board	3	100%	
2	Ho Duc Thuy Linh	Member of the Supervisory Board	3	100%	
3	Tran Thi Mai Huong	Member of the Supervisory Board	3	100%	

3. Supervising the Board of Directors, Board of Management, and shareholders by Board of Supervisors or Audit Committee:

- In performing its duties and responsibilities, the Supervisory Board effectively monitored the implementation of the Resolutions of the General Meeting of Shareholders and the Board of Directors. It oversaw the Company's business operations and management in compliance with legal regulations and the Company's Charter.
- It also reviewed the interim and annual financial statements and supervised the implementation of audit recommendations by the relevant units.

4. The coordination among the Board of Supervisors, Audit Committee, the Board of Management, Board of Directors, and other managers:

- In 2024, the Board of Directors, the Board of Supervisors, and the Management Team closely collaborated with clear task assignments.
5. Other activities of the Board of Supervisors and Audit Committee (if any):

IV. Board of Management

No.	Members of the Executive Board	Date of birth	Professional Qualification	Date of appointment/dismissal as member of the Executive Board
1	Pham Ngoc Quynh	26/03/1984	Director/Member of BOD	23/8/2018
2	Dang Vinh Hung	12/07/1964	Deputy director	15/07/2016

V. Chief Accountant

No.	Full name	Date of birth	Professional Qualification	Date of appointment/dismissal
1	Truong Thi Hai Yen	06/06/1974	University of Finance and Accountancy	26/04/2014

VI. Training courses on corporate governance: Training courses on corporate governance were involved by members of the Board of Directors, the Board of Supervisors, the Director (General Director), other managers, and secretaries by regulations on corporate governance:

VII. The list of affiliated persons of the public company (Semi-annual report/annual report) and transactions of affiliated persons of the Company)

1. The list of affiliated persons of the Company

No	Name of organization/individual	Securities trading account (if any)	Position at the Company (if any)	NSH No. *, date of issue, place of issue	Address	Time of starting to be affiliated person	Time of ending to be affiliated person	Reasons	Relationship with the Company
1	Hoang Hai		Chairman of the Board		66/7C Bạch Vân Phường 5 Quận 5 Tp.HCM	29/06/2024			Internal person
2	Pham Ngoc Quynh	069C12879	Board Member cum General Director		146P Nguyễn Văn Thủ, P. Dakao, Q. 1, Tp. HCM	23/08/2018			Internal person
3	Nguyen Thi Khanh Hai		Board Member		119/4 KP3, Phường Thới An, Quận 12, Tp.HCM	28/06/2023			Internal person
4	Nguyen Manh Hoang		Head of Supervisory Board		63, Tô 8, P. Chùa Hang, Tp. Thái Nguyên, T. Thái Nguyên	30/06/2020			Internal person

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5	Ho Duc Thuy Linh		Member of Supervisory Board		P2 Ung Văn Khiêm, P25 Q.Binh Thanh Tp.Hồ Chí Minh	09/12/2021			Internal person
6	Tran Thi Mai Huong		Member of Supervisory Board		501B Huỳnh Tấn Phát, P.Tân Thuận Đông, Q.7, Tp.HCM	28/06/2023			Internal person
7	Dang Vinh Hung	001C51511	Deputy director		30/15 Phó Đức Chính, Q1. TpHCM	15/07/2016			Internal person
8	Truong Thi Hai Yen	001C510564	Chief Accountant		385F, Nguyễn Trãi, P. Nguyễn Cư Trinh, Q1	26/04/2014			Internal person
9	Đỗ Thị Dung		Secretary - Corporate Governance Officer/Authorized Person for Information		CC Eratown Phú Mỹ Quận 7.Tp.HCM	12/10/2020			Internal person
10	Công Ty TNHH Phú Đông Invest	116C018600	Major shareholders		183/2 Đặng Tiến Đông, Trung Liệt Đông Đa Hà Nội	23/12/2024			Major shareholders

NSH* No.: ID card No./Passprt No. (As for individuals) or Business Registration Certificate No., License on Operations or equivalent legal documents (As for organisations).

2. Transactions between the Company and its affiliated persons or between the Company and its major shareholders, internal persons and affiliated persons: Nil
3. Transaction between internal persons of the Company, affiliated persons of internal persons and the Company's subsidiaries in which the Company takes controlling power: Nil
4. Transactions between the Company and other objects

7.5	VGP	Hồ Thị Loan																
7.6	VGP	Hồ Thị Phương Thảo																
8	VGP	Đặng Vĩnh Hùng	001C51511															15/7/2016
8.1	VGP	Nguyễn Thị Căn																
8.2	VGP	Đặng Khánh Linh																
8.3	VGP	Đặng Vĩnh Đức																
9	VGP	Trương Thị Hải Yến	001C510564															16/4/2014
9.1	VGP	Trần Thu Thủy																
9.2	VGP	Tạ Hoàng Sơn																
9.3	VGP	Tạ Tuấn Lâm																
10	VGP	Đỗ Thị Dung																12/10/2020
10.1	VGP	Nguyễn Quý Lâm																
10.2	VGP	Nguyễn Đỗ Ngọc Khánh																
10.3	VGP	Nguyễn Phúc Khang																

VIII. Share transactions of internal persons and their affiliated persons (annual report)

No.	Transaction executors	Relationship with internal persons	Number of shares owned at the beginning of the period		Number of shares owned at the end of the period		Reasons for increasing / (decreasing)
			Number of shares	%	Number of shares	%	
1	Pham Ngoc Quynh	Board Member cum General Director	195.000	2,49%	416.000	5,32%	purchase 221,000 shares
2	Pham Ngoc Quynh	Board Member cum General Director	416.000	5,32%	1.278.759	16,34%	purchase 862.759 shares

IX. Other significant issues

- Notice No. 1799/TB-SGDHN dated April 10, 2024, from the Hanoi Stock Exchange regarding including VGP shares of the Vegetable Port Joint Stock Company in the list of securities not eligible for margin trading.
- Decision No. 403/QĐ-SGDHN dated April 19, 2024, from the Hanoi Stock Exchange regarding including VGP shares of the Vegetable Port Joint Stock Company under warning status.
- Decision No. 1186/QĐ-SGDHN dated November 6, 2024, from the Hanoi Stock Exchange regarding removing VGP shares of the Vegetable Port Joint Stock Company from the warning status.
- Official Letter No. 5754/UBCK-PTT dated September 10, 2024, from the State Securities Commission of Vietnam, announcing the maximum foreign ownership ratio for the Vegetable Port Joint Stock Company, determining the maximum foreign ownership ratio for VGP to be 0%

Recipients:

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- Archived: ...

CHAIRMAN OF THE BOARD OF DIRECTORS

(Sign, full name and seal)



HOÀNG HẢI