

LIST OF STATE SHAREHOLDERS AND MAJOR SHAREHOLDERS

To: - State Securities Commission of Vietnam
- Hanoi Stock Exchange

Securities code: FGL

Record date: December 31, 2024

No.	Name of person/ organization (Name of representative)	Type of shareholder		ID card number/ Business registration number	Date of issue	Number of shares owned	Percentage of shares owned (%)	Note
		State Shareholder	Major shareholder					
1	Trinh Quang Hung		x	038060035468	December 16, 2021	2.852.802	19,44%	
2	Le Thi Thu Van		x	044183013639	November 22, 2021	2.876.798	19.60%	
3	Trinh Quang Vinh		x	037094002472	November 30, 2017	1.538.381	10,48%	
4	Nghia Hung Energy Joint Stock Company		x	5901145497	June 2, 2020	3.389.328	23,09%	
5	LEGEND HIGHLAND Investment Joint Stock Company		x	5901182763	November 24, 2021	3.500.000	23,85%	

REPRESENTATIVE OF THE ORGANIZATION

LEGAL REPRESENTATIVE



CHỦ TỊCH HĐQT
Trinh Quang Hung

No.:01/BC - FGL

Gia Lai, January 13th, 2025

REPORT ON CORPORATE GOVERNANCE OF THE LISTED COMPANY IN 2024

To: - State Securities Commission of Vietnam
- Hanoi Stock Exchange

- Name of listed company: **GIA LAI COFFEE JOINT STOCK COMPANY**
- Head office address: No. 97 Pham Van Dong/ Yet Kieu – Pleiku City – Gia Lai Province
- Telephone: 02693824654 Fax: 02693822847 Email: giacomex@gmail.com
- Charter Capital: 146.763.000.000 VND
- Securities code: FGL
- Corporate Governance Model: General Meeting of Shareholders, Board of Directors (BOD), Supervisory Board and General Director.

I. Activities of the General Meeting of Shareholders

The Annual General Meeting of Shareholders for 2024, held on June 26, 2024, approved the following Resolutions:

No.	Resolution/Decision No.	Date	Content
	Resolutions of the 2024 Annual General Meeting of Shareholders	June 26, 2024	<ol style="list-style-type: none">1. Report of the Board of Directors for 2023 and orientations for tasks in 2024.2. Report on the status and results of production and business activities in 2023 and orientations for tasks, production and business plan for 2024.3. Report on the Supervisory Board's activities for the term of 2023 and the operation plan for 2024.4. Proposal for the approval of the audited financial statements for 2023.5. Proposal for the production - business plan for 2024.6. Proposal on remuneration for 2023 and approval of the remuneration plan for 2024 of the Board of Directors and Supervisory Board.7. Proposal for the approval of Transaction Contracts with related persons/parties.8. Proposal for the dismissal and election of members of the Board of Directors for the term 2023-2028.9. Proposal for the dismissal and election of members of the Supervisory Board for the term 2023-2028.



10. Proposal for the approval of the selection of the auditing firm for the Company in 2024.

II. The Board of Directors (Report of 2024).

1. Information about members of the Board of Directors (BoD)

No.	Member of the BoD	Position	Start/End Date of being BoD's Member		Number of meetings attended	Attendance Rate	Reason for absence
			Appointment Date	Dismissal Date			
1	Trinh Quang Hung	Chairman	April 28, 2023		12	100%	
2	Trinh Dinh Truong	Vice Chairman	April 28, 2023		12	100%	
3	Nguyen Cong Tien	Member	June 26, 2024		4	33%	Newly appointed
4	Phung Ngoc Kim	Member	April 28, 2023		12	100%	
5	Trinh Quang Vinh	Member	April 28, 2023		12	100%	
6	Pham Van Cuong	Member	April 28, 2023	June 26, 2024	8	67%	Dismissed

2. Supervisory activities of the Board of Directors over the Board of Management

- The Board of Directors (BOD) has consistently directed the Board of Management in the implementation of production - business and investment plans, promptly addressed arising issues and regularly inspected and supervised the execution of assigned functions and duties performed by the Board of Management.

- The BoD has assigned tasks to each member and operated under the direction of the Chairman of the Board of Directors. Based on the strategic objectives approved by the General Meeting of Shareholders, the BoD has defined specific objectives and directions and periodically convened meetings to evaluate the implementation of production - business plan at the Company.

- Concentrate on reviewing the operational processes currently being carried out throughout the Company, and based on that, update, amend and create new processes to ensure consistency and enhance operational coordination among the departments.

3. Activities of sub-committees affiliated to the Board of Directors: None

4. Resolutions/Decisions Issued by the Board of Directors in 2024 (Report of 2024)

No.	Resolution/Decision No.	Date	Content
1	01/NQ-FGL-HĐQT	January 4, 2024	Resolution on implementation of re-planting of coffee trees at Ia Bả and Ia Grăng branches of Gia Lai Coffee Joint Stock Company.

2	02/NQ-FGL-HĐQT	January 4, 2024	Resolution on the appointment of the Deputy General Director of Gia Lai Coffee Joint Stock Company.
3	03/NQ-FGL-HĐQT	January 4, 2024	Resolution on the assignment of tasks to members of the Board of Directors for the term 2023-2028.
4	04/NQ-FGL-HĐQT	February 23, 2024	Resolution on convening the Annual General Meeting of Shareholders for 2024.
5	05/NQ-FGL-HĐQT	February 27, 2024	Resolution on convening the Annual General Meeting of Shareholders for 2024.
6	06/NQ-FGL-HĐQT	March 31, 2024	Resolution on extending the schedule for organizing the Annual General Meeting of Shareholders for 2024.
7	07/NQ-FGL-HĐQT	April 26, 2024	Resolution on convening the Annual General Meeting of Shareholders for 2024.
8	08/NQ-FGL-HĐQT	June 26, 2024	Resolution of the Annual General Meeting of Shareholders for 2024.
9	09/NQ-FGL-HĐQT	June 26, 2024	Resolution on the dismissal and election of the Chairman of the Board of Directors of Gia Lai Coffee Joint Stock Company for the term 2023-2028.
10	10/NQ-FGL-HĐQT	June 26, 2024	Resolution on the election of the Vice Chairman of the Board of Directors of Gia Lai Coffee Joint Stock Company for the term 2023-2028.
11	11/NQ-FGL-HĐQT	June 26, 2024	Resolution on the dismissal and appointment of the General Director, Deputy General Director and Chief Accountant of Gia Lai Coffee Joint Stock Company for the term 2023-2028.
12	12/NQ-FGL-HĐQT	September 18, 2024	Resolution on assessment of the production - business result of the first eight months of 2024 and implementation of policies and tasks for the last four months of 2024 for Gia Lai Coffee Joint Stock Company.

III. The Supervisory Board (Report of 2024)

1. Information about members of the Supervisory Board

No.	Member	Position	Start/End Date of being the Supervisory Board's member		Number of Meetings Attended	Attendance Rate	Reason for absence
			Appointment Date	Dismissal Date			
1	Tran Dong Hung	Head of the Board	April 28, 2023		13/13	100%	
2	Bui Thi Bich Huong	Member	April 28, 2023		13/13	100%	
3	Bui Thi Lieu	Member	April 28, 2023		2/13	15%	Newly appointed
4	Le Thi Vinh	Member	April 28, 2023	June 26, 2024	11/13	85%	Dismissed

2. Supervisory activities of the Audit Committee over the Board of Directors, the Board of Management and Shareholders:

- In 2024, the Supervisory Board attended the Board of Directors' meetings and provided opinions on the matters discussed during these sessions.

- The Supervisory Board monitored the Company's management and operation activities, compliance with legal regulations, the Law on Enterprises, the Company's Charter, and corporate governance regulations concerning the Board of Directors, the Board of Management and other managers within the Company's management system.

- Participated in the successful organization of the 2024 Annual General Meeting of Shareholders, supervised the implementation of the 2024 Annual General Meeting of Shareholders' resolutions and the issuance of resolutions and decisions by the Board of Directors and the Board of Management.

- Examined the audited financial statements, business performance, accounting records, and other documents of the Company to evaluate the accuracy and reliability of the financial data.

- Reviewed compliance with regulations ensuring business safety, analyzed business plans and identified potential risks in the business environment. Controlled adherence to information disclosure regulations in accordance with legal requirements.

3. Coordination of operations between the Supervisory Board with the Board of Directors, the Board of Management and other executive managers:

- Members of the Supervisory Board have proactively coordinated and exchanged information among themselves as well as with the Board of Directors, the Board of Management and other managers to address challenges and provide timely solutions for the Company.

- In 2024, the Supervisory Board conducted assessments of rationality and supervised the activities of the Board of Directors and the works implemented and executed by the Board of Management.

4. Other activities of the Supervisory Board: Conduct on-site inspections of coffee production and business operations at various branches and the accounting department

IV. Training on corporate governance: None

V. List of Related Persons of the listed company as provided in Clause 34, Article 6, Law on Securities (Annual Report) and Transactions Between Related Persons and the Company

1. List of related persons of the Company: (Appendix I)

2. Transactions between the Company and the related persons, or between the Company and major shareholders, internal persons, and related persons of internal persons:

No.	Transaction partner	Transaction details	Transaction amount
1	Trinh Dinh Truong	Loan provided to the Company	3.314.913.000
2	Trinh Dinh Truong	Loan principal repayment	3.134.913.000
3	Trinh Dinh Truong	Loan interest payment	580.000.000
4	Trinh Quang Hung	Loan provided to the Company	8.900.000.000
5	Trinh Quang Hung	Loan principal repayment	13.700.000.000
6	Trinh Quang Hung	Loan interest payment	3.620.000.000
7	Pham Van Cuong	Loan principal repayment	305.000.000
8	Pham Van Cuong	Loan interest payment	58.397.150
9	BIEN HO TEA JOINT STOCK COMPANY	Loan principal repayment	10.000.000.000
10	BIEN HO TEA JOINT STOCK COMPANY	Loan interest payment	4.800.000.000
11	BIEN HO TEA JOINT STOCK COMPANY	Advance payment to the Company for goods	25.952.130.000
12	BIEN HO TEA JOINT STOCK COMPANY	Goods purchased from the Company	9.552.130.000
13	BIEN HO TEA JOINT STOCK COMPANY	Refund of advance payment	11.700.000.000
14	NGHIA HUNG ENERGY JOINT STOCK COMPANY	Payment for goods to the Company	3.100.000.000

3. Transactions between internal persons of the listed Company, related persons of internal persons with subsidiary companies and companies under the authority of the listed company: None

4. Transactions between the Company and other entities: None

4.1. Transactions between the Company with the companies in which members of the Board of Directors, members of the Supervisory Board, CEO (General Director) have been founding members or members of the Board of Directors, CEO (General Director) in the previous three (03) years (as of the reporting date): None

4.2. Transactions between the Company with the companies in which related persons of members of the Board of Directors, members of the Supervisory Board, CEO (General Director) are members of the Board of Directors and CEO (General Director): None

4.3. Other transactions of the Company (if any) that could bring material or non-material benefits to members of the Board of Directors, members of the Supervisory Board, CEO (General Director): None

VI. Share transactions of internal persons and related persons of the internal persons (Report of 2024)

1. List of internal persons and related persons of internal persons: Details in Appendix II

2. Transactions of internal persons and related persons with shares of the listed company:

No.	Person who conducts transactions	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 increase/decrease
			Number of shares	Ratio	Number of shares	Ratio	
1	Trinh Dinh Truong	Internal person	738.505	5,03%	0	0	Sell
2	Le Thi Thanh Tinh	Related person of internal person (Trinh Dinh Truong)	1.000.000	6,81%	0	0	Sell

VII. Others notable issues: None

REPRESENTATIVE OF THE COMPANY

LEGAL REPRESENTATIVE



CHỦ TỊCH HĐQT
Trinh Quang Hung



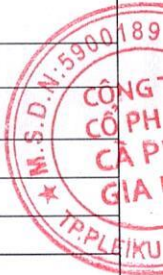
Appendix I: List of related persons of the Company

	Full name	Securities trading account (if any)	Position in the company (if any)	ID number	Date of issue	Place of issue	Address	Number of Shares Owned at the End of the Period	Percent age of shares owned at the end of the period	Note
1	Trinh Quang Hung		Chairman of the BoD							
2	Trinh Dinh Truong		Vice Chairman of the BoD							
3	Nguyen Cong Tien		Member of the BoD cum General Director							
4	Trinh Quang Vinh		Member of the BoD							
5	Phung Ngoc Kim		Member of the BoD							
6	Tran Dong Hung		Head of the Supervisory Board							
7	Bui Thi Bich Huong		Member of the Supervisory Board							
8	Bui Thi Lieu		Member of the Supervisory Board							
9	Nguyen Van Quan		Vice General Director							
10	Le Ba Hieu		Chief Accountant							



Appendix II: List of internal persons and related persons of internal persons

	Full name	Securities trading account (if any)	Position in the company (if any)	ID number	Date of issue	Place of issue	Address	Number of Shares Owned at the End of the Period	Percent age of shares owned at the end of the period	Note
I. BOARD OF DIRECTORS										
1	Trinh Quang Hung		Chairman of the BoD							
1.1	Le Thi Hong									
1.2	Trinh Quang Vinh									
1.3	Trinh Quang Dung									
1.4	Trinh Ngoc Nhat Le									
1.5	Trinh Huy Hoang									
1.6	Bien Ho Tea Joint Stock Company									
1.7	<i>Mr. Trinh Quang Hung is the Chairman of the BoD of Bien Ho Tea Joint Stock Company and concurrently owns 13.85% of the Company's shares</i>									
1.8	Tring Quang Hai									
1.9	Trinh Thi Huong									
1.10	Trinh Thi Hoang									



2	Trinh Dinh Truong		Vice Chairman of the BoD							
2.1	Le Thi Thanh Tinh									
2.2	Trinh Dinh Chien									
2.3	Dao Thi Nhung									
2.4	Trinh Thi Trinh									
2.5	Trinh Thi Ha									
2.6	Trinh Tien Lap									
2.7	Trinh Tam Khoi									
2.8	Trinh Thao Nguyen									
2.9	Trinh Minh Khue									
2.10	Bien Ho Tea Joint Stock Company									
	<i>Mr. Trinh Dinh Truong is the Vice Chairman of the BoD of Bien Ho Tea Joint Stock Company.</i>		Member of the BoD cum General Director					0	0%	
3	Trinh Quang Vinh		Member of the BoD							
3.1	Trinh Quang Hung									
3.2	Le Thi Hong									
3.3	Truong Thi My Hanh									
3.4	<i>Bien Ho Tea Joint Stock Company</i>									
3.5	<i>Mr. Trinh Quang Vinh is a member of the BoD of Bien Ho Tea Joint Stock Company</i>									

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	<i>and concurrently owns 10.8% of shares.</i>									
4	Phung Ngoc Kim		Member of the BoD							
4.1	Dao Phuong Thao									
4.2	Phung Tuan Hai									
4.3	Phung Hai Dang									
4.4	Phung Huu Khuong									
4.5	Tran Thi Lien									
4.6	Phung Thi Oanh									
4.7	Nguyen Thai Binh									
4.8	Bien Ho Tea Joint Stock Company									
4.9	Legend Highland Investment Joint Stock Company									
5	Nguyen Cong Tien		Member of the SB cum General Director							
5.1	Duong Thi Hieu									
5.2	Nguyen Cong Manh									
5.3	Nguyen Thi Le									
5.4	Nguyen Thu Thao									
II. SUPERVISORY BOARD										
1	Tran Dong Hung		Head of the Supervisory Board							
1.1	Tran Thi Lan									
1.2	Tran Duc Anh									

2	Bui Thi Bich Huong		Member of the Supervisory Board							
2.1	Bai Van Phu									
2.2	Bui Thi Thanh Tam									
2.3	Nguyen Viet Ha									
2.4	Nguyen Ha An									
2.5	Nguyen Viet An									
3	Bui Thi Lieu		Member of the Supervisory Board							
3.1	Dinh Duy Khang									
3.2	Tran Thi Ngoan									
III. VICE GENERAL DIRECTOR										
1	Nguyen Van Quan		Vice General Director							
1.1	Phan Thi Thanh Hieu									
1.2	Nguyen Quang Minh									
1.3	Nguyen Minh Nhat									
IV. CHIEF ACCOUNTANT										
1	Le Ba Hieu		Chief Accountant							
1.1	Tran Le Diem									
1.2	Le Ba Hien									
1.3	Le Minh Khoi									
1.4	Lam Thi Hoa									