

No.: 88/BC-HĐQT

Hải Dương, January 20th, 2025

REPORT ON CORPORATE GOVERNANCE
(year: 2024)

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

- Name of company: **Ha Noi – Hai Duong Beer Joint Stock Company**
- Address of headoffice: Quan Thanh Street, Binh Han Ward, Hai Duong City, Hai Duong Province
- Telephone: 0220.3852.319 Fax: 0220.3859.835
Email: biahnhd@gmail.com
- Charter capital: 40.000.000.000 VND
- Stock symbol: HAD
- Governance model: General Meeting of Shareholders, Board of Directors, Board of Supervisors and Director.
- The implementation of internal audit: Not yet implemented.

I. Activities of the General Meeting of Shareholders

No.	Resolution/Decision No.	Date	Content
1	01/2020/NQ-DHCD	19/04/2024	Resolutions of the General Meeting of Shareholders in 2024 approved: 1. Approval of the business operation results for 2024; 2. Approval of the report by the Board of Directors on the performance in 2023 and the strategic directions for 2024; 3. Approval of the Supervisory Board's activity report for 2023; 4. Approval of the audited financial statements for 2023; 5. Approval of the dividend rate and profit distribution plan for 2023; 6. Approval of the business operation plan for 2024; 7. Approval of the profit distribution plan and dividend plan for 2024; 8. Approval of the settlement of remuneration for 2023 and the remuneration plan for the Board of Directors and the Supervisory Board for 2024; 9. Approval of the authorization for the Board of Directors to select the auditing firm for the financial statements of 2024;

		10. Approval of amendments and supplements to the Charter and the amended and supplemented Charter document.
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II. Board of Directors:

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

No.	Board of Directors' members	Position	The date becoming/ceasing to be the member of the Board of Directors	
			Date of appointment	Date of dismissal
1	Mr. Nguyen Quang Thanh	Chairman	25/04/2022	
2	Mr. Tran Huy Loan	Vice Chairman	25/04/2022	
3	Ms. Nguyen Thi Minh Nguyet	Member	25/04/2022	
4	Mr. Tran Van Ha	Member	26/04/2023	

2. Meetings of the Board of Directors:

No.	Board of Directors' members	Number of meetings attended by Board of Directors	Attendance rate (%)	Reasons for absence
1	Mr. Nguyen Quang Thanh	5/5	100	
2	Mr. Tran Huy Loan	5/5	100	
3	Ms. Nguyen Thi Minh Nguyet	5/5	100	
4	Mr. Tran Van Ha	5/5	100	

3. Supervising the Board of Management by the Board of Directors: In compliance with the provisions of the Company's Charter and Corporate Governance Regulations. The Director's management activities consistently align with the orientations and objectives set by the Board of Directors.

4. Activities of the Board of Directors' subcommittees (If any): The Company has not established any subcommittees under the Board of Directors.

5. Resolutions/Decisions of the Board of Directors:

No.	Resolution/Decision No.	Date	Content	Approval rate
1	60/NQ-HĐQT	26/02/2024	Resolution on Convening the 2024 Annual General Meeting of Shareholders	100%
2	63/QĐ-HĐQT	19/04/2023	Decision on the Establishment of the Shareholder Qualification Verification Committee	100%
3	72/QĐ-HĐQT	29/05/2024	Decision on the Approval of the 2023 Salary Settlement	100%
4	73/QĐ-HĐQT	25/04/2023	Decision on Assigning Salary Targets for 2024	100%

5	79/QĐ-HĐQT	12/08/2024	Decision on Early Salary Promotion for Ms. Duyet	100%
6	80/QĐ-HĐQT	16/08/2024	Decision to send staff on business trips	100%

III. Board of Supervisors (annual report):

1. Information about members of Board of Supervisors

No.	Members of Board of Supervisors	Position	The date becoming/ceasing to be the member of the Board of Supervisors		Qualification
			Date of appointment	Date of dismissal	
1	Ms. Bui Thi Thanh Binh	Head of control board	23/04/2021		Bachelor of HR Management; Master of Business Administration
2	Ms. Cao Hai Yen	Member	25/04/2022		Bachelor of Accounting - Auditing
3	Ms. Nguyen Thi Minh Phuong	Member	30/11/2023		Bachelor of Law

2. Meetings of Board of Supervisors

No.	Members of Board of Supervisors	Number of meetings attended	Attendance rate (%)	Voting rate (%)	Reasons for absence
1	Ms. Bui Thi Thanh Binh	3/3	100	100	
2	Ms. Cao Hai Yen	3/3	100	100	
4	Ms. Nguyen Thi Minh Phuong	3/3	100	100	

3. Supervising Board of Directors, Board of Management and shareholders by Board of Supervisors:

Ullly compliant with the provisions of the Law on Enterprises, the Company's Charter, and the Corporate Governance Regulations.

- The Board of Directors (BOD) and Executive Board have fully adhered to legal regulations in their management activities, performed all assigned functions and duties as prescribed, and complied with all information disclosure requirements.

- Regarding shareholders: In 2024, the Supervisory Board did not receive any requests or complaints from shareholders or shareholder groups who meet the ownership ratio and duration requirements as stipulated in the Company's Charter.

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

The Supervisory Board closely collaborates with the Board of Directors and the Executive Board, fully participating in BOD meetings to enhance the quality and independence of the Supervisory Board.

The Board of Directors promptly and adequately provides the Supervisory Board with its Resolutions and Decisions. The Executive Board facilitates the Supervisory Board in collecting relevant information and documents concerning the Company's business operations upon request.

5. *Other activities of the Board of Supervisors (if any):* None

IV. Board of Management

No.	Members of Board of Management	Date of birth	Qualification	Date of appointment / dismissal of members of the Board of Management
1	Mr. Tran Huy Loan	18/02/1973	Bachelor of Economics	19/04/2017
2	Mr. Tran Van Ha	11/02/1974	Master of Food Technology	01/07/2018
3	Mr. Vu Van Khoan	04/08/1977	Master of Business Administration	01/04/2020

V. Chief Accountant

Name	Date of birth	Qualification	Date of appointment / dismissal
Ms. Dang Thi Minh Duyet	15/11/1968	Bachelor of Economics	01/10/2015

VI. Training courses on corporate governance:

Training courses on corporate governance were involved by members of Board of Directors, the Board of Supervisors, Director (General Director), other managers and secretaries in accordance with regulations on corporate governance: members have participated in a corporate governance training program organized by the State Securities Commission.

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)	Time of starting to be affiliated person	Time of ending to be affiliated person	Reasons	Relationship with the Company
1	Nguyen Dieu Thanh			25/4/2022		Affiliated persons of internal persons Nguyen Quang Thanh	
2	Nguyen Diep Anh			25/4/2022			
3	Nguyen Diep Chi			25/4/2022			
4	Dang Thi Thu			25/4/2022			
5	Nguyen Quang Thoai			25/4/2022			
6	Nguyen Quang Thai			25/4/2022			
7	Nguyen Tat Thang			25/4/2022			
8	Pham Chau Thi			25/4/2022			

9	Tran Van Lam			08/04/2011		Affiliated persons of internal persons Tran Huy Loan
10	An Thi The			08/04/2011		
11	Tran Khanh Hien			08/04/2011		
12	Tran Bui Tuan Phuong			08/04/2011		
13	Tran Thi Thao			08/04/2011		
14	Tran Anh The			08/04/2011		
15	Trieu Hung Viet			25/4/2022		Affiliated persons of internal persons Nguyen Thi Minh Nguyet
16	Trieu Hung Minh			25/04/2022		
17	Trieu Cam Linh			25/04/2022		
18	Nguyen quang Tuyen			25/4/2022		
19	Le Thi Thanh Tam			25/4/2022		
20	Nguyen Quang Thang			25/04/2022		
21	Duong Trung Chinh			25/04/2022		Affiliated persons of internal persons Tran Van Ha
22	Dinh Thi Ha	007c436165		01/7/2017		
23	Tran Thi Ha Phuong			01/7/2017		
24	Tran Van Khang			01/7/2017		
25	Tran Dinh The			01/7/2017		
26	Tran Thi Lan			01/7/2017		
27	Tran Thi Huong			01/7/2017		
28	Tran Quang Hung			01/7/2017		
29	Tran Quang Thinh			01/7/2017		
30	Nguyen Thi Che			01/7/2017		
31	Nguyen Van Dung			23/04/2021		Affiliated persons of internal persons Bui Thi Thanh Binh
32	Nguyen Anh Quan			23/04/2021		
33	Vu Thi Anh			23/04/2021		
34	Bui Quy Duong			23/04/2021		
35	Hoang Thu Phuong			23/04/2021		
36	Nguyen Xuan Doan			23/04/2021		
37	Dao Thi Ninh			23/04/2021		Affiliated persons of internal persons Cao Hai Yen
38	To Minh Thai			25/4/2022		
39	To Minh Ngoc			25/4/2022		
40	Cao Van Dung			25/4/2022		
41	Tran Thi Yen			25/4/2022		
42	Cao Tuan Hung			25/4/2022		
43	To Ngoc Thanh			25/4/2022		
44	Trinh Thi Thanh Huong			25/4/2022		Affiliated persons of internal persons Nguyen Thi Minh Phuong
45	Nguyen Dinh Truong			30/11/2023		
46	Tran Thi Tan			30/11/2023		
47	Nguyen Dinh Long			30/11/2023		
48	Hoang Quang Minh			30/11/2023		
49	Hoang Văn Hoi			30/11/2023		
50	Le Thi Dung			30/11/2023		Affiliated persons of internal persons Dang Thi Minh Duyet
51	Pham Van Huy			01/10/2015		
52	Pham Minh Quang			01/10/2015		
53	Pham Phuong Lien			01/10/2015		
54	Luong Hoai Thu			01/10/2015		
55	Dang Thi Nguyet	030c096824		01/10/2015		
56	Dang Van Duc			01/10/2015		
57	Dang Dinh Kien			01/10/2015		
58	Dang Thi Huyen			01/10/2015		
59	Pham Van Ke			01/10/2015		
60	Nguyen Thi Tinh			01/10/2015		
61	Vu Van Am			01/04/2020		Affiliated persons of internal persons Vũ Van Khoan
62	Trieu Thi Gao			01/04/2020		
63	Nguyen Thi Ai			01/04/2020		



64	Vu Ai Quynh			01/04/2020			
65	Vu Minh Khoi			01/04/2020			
66	Nguyen Van Bon			01/04/2020			
67	Pham Thi Ma			01/04/2020			
68	Vu Thi Anh			01/04/2020			
69	Vu Thi Anh			01/04/2020			
70	Vu Hong Thuc			01/04/2020			
61	Vu Van Thoai			01/04/2020			

2. Transactions between the Company and its affiliated persons or between the Company and its major shareholders, internal persons and affiliated persons: None

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: None

4. Transactions between the Company and other objects

4.1. Transactions between the Company and the company that its members of Board of Management, the Board of Supervisors, Director (General Director) have been founding members or members of Board of Directors, or CEOs in three (03) latest years (calculated at the time of reporting): None

4.2. Transactions between the Company and the company that its affiliated persons with members of Board of Directors, Board of Supervisors, Director (General Director) and other managers as a member of Board of Directors, Director (General Director or CEO): None

4.3. Other transactions of the Company (if any) may bring material or non-material benefits for members of Board of Directors, members of the Board of Supervisors, Director (General Director) and other managers: None

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

1. The list of internal persons and their affiliated persons công ty / Transactions of internal persons and affiliated persons with shares of the Company

No.	Name	Securities trading account (if any)	Position at the company (if any)	Number of shares owned at the end of the period	Percent age of share ownership at the end of the period	Note
1	Hanoi Beer Alcohol and Beverage Joint Stock Corporation			2.200.000	55,0%	Parent company
2	Nguyen Quang Thanh		Chairman of BOD	0	0,0%	Internal persons
2.1	Nguyen Dieu Thanh			0	0,0%	Affiliated persons of internal persons Nguyen Quang Thanh
2.2	Nguyen Diep Anh			0	0,0%	
2.3	Nguyen Diep Chi			0	0,0%	
2.4	Dang Thi Thu			0	0,0%	
2.5	Nguyen Quang Thoai			0	0,0%	
2.6	Nguyen Quang Thai			0	0,0%	
2.7	Nguyen Tat Thang			0	0,0%	
2.8	Pham Chau Thi			0	0,0%	



3	Tran Huy Loan	069c003121	Vice Chairman of BOD, Director, Authorized Person for Information Disclosure	0	0,0%	Internal persons
3.1	Tran Van Lam			0	0,0%	Affiliated persons of internal persons Tran Huy Loan
3.2	An Thi The			0	0,0%	
3.3	Tran Khanh Hien			0	0,0%	
3.4	Tran Bui Tuan Phuong			0	0,0%	
3.5	Tran Thi Thao			0	0,0%	
3.6	Tran Anh The			0	0,0%	
4	Nguye Thi Minh Nguyet		Member of BOD	0	0,0%	Internal persons
4.1	Trieu Hung Viet			0	0,0%	Affiliated persons of internal persons Nguyen Thi Minh Nguyet
4.2	Trieu Hung Minh			0	0,0%	
	Trieu Cam Linh			0	0,0%	
4.3	Nguyen Quang Tuyen			0	0,0%	
4.4	Le Thi Thanh Tam			0	0,0%	
4.5	Nguyen Quang Thang			0	0,0%	
4.6	Duong Trung Chinh			0	0,0%	
5	Tran Van Ha	007c436183	Member of BOD, Deputy Director	910	0,02%	Internal persons
5.1	Dinh Thi Ha	007c436165		40	0,001%	Affiliated persons of internal persons Tran Van Ha
5.2	Tran Thi Ha Phuong			0		
5.3	Tran Van Khang			0		
5.4	Tran Dinh The			0		
5.5	Tran Thi Lan			0		
5.6	Tran Thi Huong			0		
5.7	Tran Quang Hung			0		
5.8	Tran Quang Thinh			0	0,0%	
5.9	Nguyen Thi Che			0	0,0%	
6	Bui Thi Thanh Binh	002c153709	Head of the Supervisory Board	0	0,0%	
6.1	Nguyen Van Dung			0	0,0%	Affiliated persons of internal persons Bui Thi Thanh Binh
6.2	Nguyen Anh Quan			0	0,0%	
6.3	Vu Thi Anh			0	0,0%	
6.4	Bui Quy Duong			0		
6.5	Hoang Thu Phuong			0		
6.6	Nguyen Xuan Doan			0		
6.7	Dao Thi Ninh			0		
8	Cao Hai Yen		Member of the Supervisory Board	0	0,0%	Internal persons
8.1	To Minh Thai			0	0,0%	Affiliated persons of internal persons Cao Hai Yen
8.2	To Minh Ngoc			0	0,0%	
8.3	Cao Van Dung			0	0,0%	
8.4	Tran Thị Yen			0	0,0%	
8.5	Cao Tuan Hung			0	0,0%	
8.6	To Ngoc Thanh			0	0,0%	
8.7	Trinh Thi Thanh Huong			0	0,0%	
9	Nguyễn Thị Minh Phương		Member of the Supervisory Board	0	0,0%	Internal persons
9.1	Nguyen Đình Truong			0	0,0%	Affiliated persons of internal persons Nguyen Thi Minh Phuong
9.2	Tran Thi Tan			0	0,0%	
9.3	Nguyen Đình Long			0	0,0%	

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9.4	Hoang Quang Minh			0	0,0%	
9.5	Hoang Van Hoi			0	0,0%	
9.6	Le Thi Dung			0	0,0%	
10	Dang Thi Minh Duyet		Chief Accountant	0	0,0%	Internal persons
10.1	Pham Van Huy			0	0,0%	Affiliated persons of internal persons Dang Thi Minh Duyet
10.2	Pham Minh Quang			0	0,0%	
10.3	Pham Phuong Lien			0	0,0%	
10.4	Luong Hoai Thu			0	0,0%	
10.5	Dang Thi Nguyet	030c096824		400	0,01%	
10.6	Dang Van Duc			0	0,0%	
10.7	Dang Dinh Kien			0	0,0%	
10.8	Dang Thi Huyen			0	0,0%	
10.9	Pham Van Ke			0	0,0%	
10.10	Nguyen Thi Tinh			0	0,0%	
11	Va Van Khoan		Deputy Director	150	0,004%	Internal persons
11.1	Vu Van Am			0	0,0%	Affiliated persons of internal persons Vu Van Khoan
11.2	Trieu Thi Gao			0	0,0%	
11.3	Nguyen Thi Ai			0	0,0%	
11.4	Vu Ai Quynh			0	0,0%	
11.5	Vu Minh Khoi			0	0,0%	
11.6	Nguyen Van Bon			0	0,0%	
11.7	Pham Thi Ma			0	0,0%	
11.8	Vu Thi Anh			0	0,0%	
11.9	Vu Thi Anh			0	0,0%	
11.10	Vu Hong Thuc			0	0,0%	
11.11	Vu Van Thoai			0	0,0%	

2. Transactions of internal persons and affiliated persons with shares of the company: not available; None

IX. Other significant issues: None

Recipients:

- As Above;
- Archived: Tky.

CHAIRMAN OF THE BOARD OF DIRECTORS



Nguyen Quang Thanh