

REPORT ON CORPORATE GOVERNANCE OF THE LISTED COMPANY
(From 01/01/2024 to 31/12/2024)

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

- Listed company's name: **HA NOI – KINH BAC AGRICULTURE AND FOOD JSC**
- Head office's address: No. 8, Lot TT03, Hai Dang City Urban Area, Alley 2, Ham Nghi Street, My Dinh 2 Ward, Nam Tu Liem District, Hanoi, Viet Nam
- Telephone: 0243.7877290 Fax: 0243.7877291
- Email: admin@hkb.com.vn
- Charter capital: 515.999.990.000 VND (*Five hundred fifteen billion, nine hundred ninety-nine million, nine hundred ninety thousand Vietnamese dong*).
- Stock Code: HKB
- Governance model: General Meeting of Shareholders, Board of Directors, Board of Supervisors and General Director

I. Activities of the General Meeting of Shareholders:

Information on meetings and Resolutions/Decisions of the General Meeting of Shareholders (including Resolutions of the General Meeting of Shareholders approved in the form of written consultation):

No.	Resolution/Decision No.	Date	Content
1	01/2024/NQ-DHĐCĐ	26/6/2024	Resolution of the 2024 Annual General Meeting of Shareholders

II. Board of Directors (12 months/Annual Report)

1. Information about the members of Board of Directors (BOD):

No.	BOD's Member	Position	The date becoming/ceasing to be the member of the BOD/Independent BOD	
			Date of appointment	Date of dismissal
1	Duong Quang Lu	Chairman of the BOD	28/06/2019	
2	Truong Danh Hung	BOD's Member	28/06/2019	
3	Đo Duong Thong	BOD's Member	28/06/2019	
4	Hoang Tuan Anh	BOD's Member	07/06/2022	
5	Nguyen Phuong Anh	BOD's Member	26/06/2024	

6	Uong Huy Dong	BOD's Member		26/06/2024
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2. Meetings of the BOD:

No.	BOD's Member	Number of meetings attended by BOD	Attendance rate	Reasons for absence
1	5	7	100%	

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

- Monitoring and supervising the implementation of Resolutions of the General Meeting of Shareholders, Minutes, and Resolutions of the Board of Directors.

- Evaluating and providing feedback on the activities of the Executive Board, including import-export operations, investment, finance, etc.

- Directing the Executive Board in summarizing the business performance of 2023 and implementing the business plan for 2024.

- Defining the company's strategic development orientation for the period 2020–2030.

4. Activities of the Board of Directors' subcommittees: None

5. Resolutions/Decisions of the BOD (6 months/Annual Report):

No.	Resolutions/Decisions No.	Date	Content	Approval rate
1	01/2024/NQ-HĐQT	04/04/2024	Postponement of the 2024 Annual General Meeting of Shareholders	100%
2	02/2024/NQ-HĐQT	24/4/2022	Convene the 2024 Annual General Meeting of Shareholders	100%
3	03/2024/NQ-HĐQT	28/5/2024	Convene the 2024 Annual General Meeting of Shareholders	100%
4	04/2024/QĐ-HĐQT	28/5/2024	Establishment of the Organizing Committee for the 2024 Annual General Meeting of Shareholders	100%
5	05/2024/NQ-HĐQT	26/06/2024	Approval of the nomination of personnel to the Board of Directors for the 2024-2029 term	100%
6	06/2024/NQ-HĐQT	26/06/2024	Approval of the election of the Chairman of the BOD for the 2024-2029 term	100%
7	07/2024/NQ-HĐQT	26/06/2024	Selection of the audit firm for the 2024 financial statements	100%

III. Board of Supervisors (12 months/Annual report):

1. Information about members of Board of Supervisors (BOS):

No.	Members of the BOS	Position	The date becoming/ceasing to be the member of the BOS	Qualification
1	Tran Thi Van	Head of the BOS	26/06/2024	Bachelor of Economics

2	Pham Anh Quan	Members of the BOS	26/06/2024	Bachelor of Economics
3	Pham Thi Hai An	Members of the BOS	07/6/2022	Bachelor of Economics
4	Nguyen Huy Hoang	Head of the BOS	Dismissed on 26/6/2024	
5	Bui Thuy Anh	Members of the BOS	Dismissed on 26/6/2024	

2. Meetings of the BOS

No.	BOS's Member	Number of meetings attended by BOS	Attendance rate	Voting rate	Reason for absence
	3	1	100%	100%	

3. Supervising BOD, BOM and shareholders by BOS or Audit Committee:

- Monitor and supervise the compliance with the provisions of the Law on Enterprises, the Company's Charter, and the current State regulations.

- Fully participate and contribute ideas at BOD meetings as well as weekly coordination meetings between the BOD and the Executive Board.

4. the coordination among the BOS/Audit Committee, the BOM, the BOD and other managers:

- In the first six months, the BOS has closely coordinated with the BOD and the Company's Executive Board.

The BOD and the Board of Management regularly facilitate the BOS in gathering information and overseeing the company's business activities.

5. Other activities of the BOS and Audit Committee (if any): None

IV. Board of Management (BOM):

No.	BOM's Members	Date of birth	Qualification	Date of appointment/dismissal of members of the BOM
1	Duong Quang Lu	28/7/1973	Bachelor of Economics	
2	Truong Danh Hung	18/11/1970	Bachelor of Economics	4/4/2017
3	Uong Huy Dong	25/12/1975	Bachelor	12/5/2020

V. Chief Accountant

Name	Date of birth	Qualification	Date of appointment/ dismissal
Le Van Quang	22/12/1982	Bachelor of Economics	22/6/2017

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: *None*

VII. The list of affiliated persons of the public company (12 months/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)	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
I	Duong Quang Lu		Chairman of the BOD cum General Director			2015			
1	Duong Quang Giao		Father						
2	Bùi Thị Thanh Loan		Wife						
3	Duong Thu Trang		Daughter						
4	Duong Minh Quang		Son						
5	Duong Thi Nguyet		Older sister						
6	Duong Thi Lu		Older sister						

7	Duong Quang Long		Older brother						
8	Duong Quang Cu		Younger brother						
II	Truong Danh Hung		BOD'S MEMBER – Deputy General Director			4/4/2017			
1	Ngo Thi Ngoc Anh		Wife						
2	Truong My Nhi		Daughter						
3	Truong Dieu Anh		Daughter						
4	Truong Danh Hanh		Father						
5	Nguyen Thi Phuong		Mother						
6	Truong Thi Ha		Older sister						
7	Truong Tuan Hiep		Younger brother						
III	Uong Huy Dong		BOD's Member			28/6/2019			

1	Uong Huy Phuong		Father						
2	Le Thi Ty		Mother						
3	Uong Van Hanh		Older sister						
4	Uong Thuy Loan		Older sister						
5	Uong Huy Giang		Younger brother						
6	Nguyen Thi Nguyet Minh		Wife						
7	Uong Huy Hoang Van		Daughter						
IV	Do Duong Thong		BOD's Member			28/6/2019			

1	Do Quyet Thang		Father						
2	Duong Thi Van		Mother						
3	Do Duong Tung		Older brother						
4	Nguyen Ngoc Thanh		Older Sister-in-law						
V	Hoang Tuan Anh		BOD's Member			7/6/2022			
1	Hoang Anh Do		Father						
2	Ngo Thi Binh		Mother						
3	Hoang Thi Nguyet Phuong		Younger sister						

4	Nguyen Thi Thanh Ha		Wife						
5	Hoang Tuan Khoi		Son						
6	Hoang Thi Anh Thu		Daughter						
VI	Nguyen Phuong Anh		BOD'S member						
	Nguyen Huu Lien		Father						
	Nguyen Thi Minh Phuong		Mother						
	Nguyen Cong Tuyen		Father in law						
	Nguyen Thi Huong		Mother in law						
	Nguyen Viet Hoa		Younger sister						
	Nguyen Cong Hieu		Husband						
	Nguyen Cong Huy Minh		Daughter						
VII	Le Van Quang		Chief Accountant			22/6/2017			

1	Le Gia Lam		Father						
2	Tran Thi Thu		Mother						
3	Le THanh Vinh		Younger brother						
4	Hoang Thi Quyen		Wife						
5	Le Hoang Gia Huy		Son						
6	Le Minh Hoang		Son						
VIII	Tran Thi Van		Head of the BOS			26/06/2024			
1	Tran Huu Van		Father						

2	Hoang Thi Be		Mother						
3	Tran Thi Dung		Younger sister						
4	Tran Thi Thuy Nga		Younger sister						
	Nguyen Duc Tuan Minh		Son						
	Danang Petroleum Machinery Equipment JSC		Related organization						Tran Thi Van BOS's Member
	Hanoi Machinery Import-Export JSC		Related organization						Tran Thi Van BOS's Member
	Pharmedic Pharmaceutical and Medicinal Materials JSC		Related organization						Tran Thi Van BOS's Member
IX	Pham Anh Quan		BOS's Member			26/06/2024			

1	Pham Van Tuyen		Father						
2	Pham Thi Bich Hong		Mother						
3	PHung The Quan		Father in law						
4	Nguyen Thi Thu Thuy		Mother in law						
5	PHung Phuong Thao		Wife						
6	Pham Nhat Minh		Younger brother						
7	Pham The Bach		Son						
8	Pham My Han		Daughter						

9	Pham Vinh Quang		Son						
X	Pham Thi Hai An		BOS's Member			7/6/2022			
1	Pham Thuy Thu		Father						
2	Phan Thi Minh		Mother						
3	Pham Thuy Giang		Older brother						
4	Pham Van Phong		Older brother						
5	Pham Thuy Hoang		Older brother						
6	Tran Xuan Hau		Husband						
7	Tran Xuan Dang		Son						

Note: NSH No.: ID card No./Passport 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:

No.	Name of organization/ individual	Relationship with the Company	No.* date of issue, place of issue	Address	Time of transactions with the Company	Resolution No. or Decision No. approved by General Meeting of Shareholders/ Board of Directors (if any, specifying date of issue))	Content, quantity, total value of transaction	Note

Note: NSH No.: ID card No./Passport No. (As for individuals) or Business Registration Certificate No., License on operations or equivalent legal documents (As for organisations)

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**

No.	Transaction executor	Relationship with internal persons	Position at the listed Company	ID card No. /Passport No., date of issue, place of Issue	Address	Name of subsidiaries or companies which the Company control	Time of transaction	Content, quantity, total value of transaction	Note

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 have been founding members or members of Board of Directors, or CEOs in three (03) latest years (calculated at the time of reporting).

4.2. Transactions between the Company and the company that its affiliated persons with members of Board of Directors, Board of Supervisors, Director and other managers as a member of Board of Directors, Director.

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 and other managers.

VIII. Share transactions of internal persons and their affiliated persons (6 months/Annual report)

1. The list of internal persons and their affiliated persons of the company:

No.	Name	Securities trading account (if any)	Position at the company (if any)	ID card No./Passport No., date of issue, place of issue	Address	Number of shares owned at the end of the period	Percentage of share ownership at the end of the period	Note
1	Duong Quang Lu		Chairman of the BOD cum General Director			9.546.000	18,5%	

	Duong Quang Giao		Father					
	Bùi Thi Thanh Loan		Wife					
	Duong Thu Trang		Daughter					
	Duong Quang Minh		Son					
	Duong Thi Nguyet		Older sister					
	Duong Thi Lu		Older sister					
	Duong Quang Long		Older brother					
	Duong Quang Cu		Younger brother					
2	Uong Huy Dong		BOD's Member			2.273.200	4,4%	
	Uong Huy Phuong		Father					
	Le Thi Ty		Mother					
	Uong Van Hanh		Older sister					

	Uong Thuy Loan		Older sister					
	Uong Huy Giang		Younger brother			1.360.000	2,63%	
	Nguyen Thi Nguyet Minh		Wife					
	Uong Huy Hoang Van		Daughter					
3	Truong Danh Hung		BOD's Member – Deputy General Director			None		
	Ngo Thi Ngoc Anh		Wife					
	Truong My Nhi		Daughter					
	Truong Dieu Anh		Daughter					
	Truong Danh Hanh		Father					
	Nguyen Thi Phuong		Mother					
	Truong Thi Ha		Older sister					
	Truong Tuan Hiep		Younger brother					
4	Do Duong Thong		BOD's Member			None		
	Do Quyet Thang		Father					
	Duong Thi Van		Mother					

	Do Duong Tung		Older brother					
	Nguyen Ngoc Thanh		Older sister-in-law					
5	Hoang Tuan Anh		BOD's Member			None		
	Hoang Anh Do		Father					
	Ngo Thi Binh		Mother					
	Hoang Thi Nguyet Phuong		Younger sister					
	Nguyen Thi Thanh Ha		Wife					
	Hoang Tuan Khoi		Son					
	Hoang Thi Anh Thu		Daughter					

6	Nguyen Phuong Anh		BOD'S member					
	Nguyen Huu Lien		Father					
	Nguyen Thi Minh Phuong		Mother					
	Nguyen Cong Tuyen		Father in law					
	Nguyen Thi Huong		Mother in law					
	Nguyen Viet Hoa		Younger sister					
	Nguyen Cong Hieu		Husband					
	Nguyen Cong Huy Minh		Daughter					
7	Le Van Quang		Chief Accountant			None		
	Le Gia Lam		Father					
	Tran Thi Thu		Mother					
	Le Thanh Vinh		Younger brother					
	Hoang Thi Quyen		Wife					
	Le Hoang Gia Huy		Son					
	Le Minh Hoang		Son					

8	Pham Thi Hai An		BOS's Member			None		
	Pham Thuy Thu		Father					
	Phan Thi Minh		Mother					
	Pham Thuy Giang		Older brother					
	Pham Van Phong		Older brother					
	Pham Thuy Hoang		Older brother					
	Tran Xuan Hau		Husband					
	Tran Xuan Dang		Son					
9	Tran Thi Van		Head of the BOS			None		

	Tran Huu Van		Father					
	Hoang Thi Be		Mother					
	Tran Thi Dung		Younger sister					
	Tran Thi Thuy Nga		Younger sister					
	Nguyen Duc Tuan Minh		Son					
	Danang Petroleum Machinery Equipment JSC		Related organization					Ms Tran Thi Van is BOS's Member
	Hanoi Machinery Import-Export JSC		Related organization					Ms Tran Thi Van is BOS's Member

	Pharmedic Pharmaceutical and Medicinal Materials JSC		Related organization					Ms Tran Thi Van is BOS's Member
10	Pham Anh Quan		BOS's Member			None		
	Pham Van Tuyen		Father					
	Pham Thi Bich Hong		Mother					
	Phung The Quan		Father in law					
	Nguyen Thi Thu Thuy		Mother in law					
	Phung Phuong Thao		Wife					
	Pham Nhat Minh		Younger brother					
	Pham The Bach		Son					

	Pham My Han		Daughter					
	Pham Vinh Quang		Son					

2. Transactions of internal persons and affiliated persons with shares of the company: **None**

No.	Transaction executor	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 (buying, selling, converting, rewarding, etc.)
			<i>Number of shares</i>	<i>Percentage</i>	<i>Number of shares</i>	<i>Percentage</i>	

IX. Other significant issues

Recipients:

- As above;
- Stored: Document Department

CHAIRMAN OF THE BOARD OF DIRECTORS

(Sign, full name and seal)



Dương Quang Lu