

No.: 1728/NQ-PVCFC

Ca Mau, date 11 month 6 year 2024

RESOLUTION

The 2024 Annual General Meeting of Shareholders

**GENERAL MEETING OF SHAREHOLDERS
PETROVIETNAM CAMAU FERTILIZER JOINT STOCK COMPANY**

- *Pursuant to Enterprise Law No. 59/2020/QH14 passed by the National Assembly of the Socialist Republic of Vietnam;*
- *Pursuant to the Charter of PetroVietnam CaMau Fertilizer Joint Stock Company adopted by the General Meeting of Shareholders;*
- *Based on Meeting Minutes No: 02/BB-ĐHĐCĐ-2024 and the voting results of the General Meeting of Shareholders of PetroVietnam CaMau Fertilizer Joint Stock Company on passing the contents of the annual meeting on June 11th, 2024.*

APPROVED:

Article 1. Approval of the 2023 operations report and the 2024 operations directions of the Board of Directors (as in the attached appendix).

Article 2. This Resolution shall become effective as of June 11th, 2024.

Article 3. All shareholders, Board of Directors, Executive Board, Supervisory Board, Heads of boards and units directly under PetroVietnam CaMau Fertilizer Joint Stock Company is responsible for executing this Resolution./.

Recipients:

- Same as Article 3;
- Archived at VT.

**ON BEHALF OF GENERAL
MEETING OF SHAREHOLDERS
CHAIRMAN**

(Signed & Sealed)

Tran Ngoc Nguyen

APPENDIX

OPERATIONS REPORT FOR THE YEAR 2023 AND OPERATIONS PLAN FOR THE YEAR 2024 OF THE BOARD OF DIRECTORS

A. OPERATIONS REPORT FOR THE YEAR 2023 OF THE BOARD OF DIRECTORS

I. General Meeting of Shareholders

1. Meetings of the General Meeting of Shareholders

Information about meetings and Resolutions/Decisions of the General Meeting of Shareholders (including Resolutions of the General Meeting of Shareholders passed in the form of written comments):

No.	Resolution No.	Date	Content
1	1462/NQ-PVCFC	June 12 th , 2023	Resolution of the 2023 Annual General Meeting of Shareholders
2	1481/NQ-PVCFC	June 13 th , 2023	Promulgating the Charter of PetroVietnam Ca Mau Fertilizer Joint Stock Company
3	1492/NQ-PVCFC	June 14 th , 2023	Approve amendments and supplements to the Gas Purchase Contract with Vietnam Oil and Gas Group
4	70/NQ-PVCFC	January 10 th , 2024	Resolution of the extraordinary General Meeting of Shareholders
5	88/NQ-PVCFC	January 12 th , 2024	Promulgate the Charter to amend and supplement a number of articles of the Charter of Ca Mau Petroleum Fertilizer Joint Stock Company
6	90/QĐ-PVCFC	January 12 th , 2024	Amend and promulgate internal regulations on governance of PetroVietnam Ca Mau Fertilizer Joint Stock Company
7	91/QĐ-PVCFC	January 12 th , 2024	Amending and promulgating the Operating Regulations of the Board of Directors of Ca Mau Petroleum Fertilizer Joint Stock Company

- On June 12th, 2023, the Company held the 2023 Annual General Meeting of Shareholders successfully for the first time and on time. At the annual General Meeting of Shareholders on June 12th, 2023, shareholders passed and approved the reports and presentations of the Board of Directors.
- The General Meeting of Shareholders approved the amendments and supplements to the Charter and Gas Purchase Contract with Vietnam Oil and Gas Group (a major shareholder and related person of the Company) and authorized the Board of Directors to amend and supplement and promulgate internal regulations on corporate governance and operating regulations of the Board of Directors in accordance with the Company Charter and current law.

- Number of members of the Board of Directors, Supervisory Board, and General Director attending the annual shareholders' meeting:
 - + All members of the Board of Directors: 7/7 persons.
 - + All members of the Supervisory Board: 3/3 persons.
 - + General Director: 1/1 person.
 - + Representative of the independent audit unit Deloitte Vietnam: 1 person.
- At the meeting, the Presidium invited a third party (shareholder) to join the Vote Counting Committee to supervise the vote counting work to ensure objectivity and transparency.
- At the extraordinary General Meeting of Shareholders on January 10, 2024, the Board of Directors implemented a combination of traditional online meetings, thereby creating maximum conditions for shareholders to participate and express opinions, opening the portal. Voting 3 days before opening time so shareholders can vote remotely. All shareholders' questions were fully and satisfactorily answered by the Presidium.

2. Results of implementing Resolutions of the General Meeting of Shareholders

- In July 2023, on the basis of the Company's Charter approved by the Annual General Meeting of Shareholders, the Board of Directors approved and issued internal regulations on corporate governance attached to Decision No. 1824/QD-PVCFC dated July 18th, 2023, Operating Regulations of the Board of Directors attached to Decision No. 1823/QD-PVCFC dated July 18th, 2023 to implement and publicly announce on the Company's website.
- The Board of Directors decided to finalize the list of shareholders entitled to receive 2022 dividends in cash on July 17th, 2023 and make payments on September 11th, 2023 in accordance with the provisions of the Company's Charter (payment within 3 months from the date of approval by the General Meeting of Shareholders).
- The Board of Directors decided to select Deloitte Vietnam Co., Ltd. to audit the 2023 financial statements.
- Based on the actual production and business situation, on December 27th, 2023, the Board of Directors decided to adjust a number of 2023 Plan targets, details of which were announced according to regulations dated December 27th, 2023 above. Company's electronic information page.

II. Corporate governance, operational results of Board of Directors and each Board Member

1. Information about Board Members

No.	Board Member	Position	Start date/End date of tenure as Board Member/ Independent Board Member		
			Appointment date	Dismissal date	First appointment date
1	Mr. Tran Ngoc Nguyen	Board Chairman	January 10 th , 2024		January 10 th , 2029
2	Mr. Van Tien Thanh	Board Member cum General Director	June 12 th , 2023 ⁽¹⁾		June 12 th , 2018
3	Mr. Tran My	Board Member	June 25 th , 2020 ⁽²⁾	January 10 th , 2024	January 15 th , 2015
4	Mr. Nguyen Duc Hanh	Board Member	June 25 th , 2020		June 25 th , 2020
5	Mr. Le Duc Quang	Board Member	April 27 th , 2021		June 25 th , 2020
6	Mr. Truong Hong	Independent Board Member	April 27 th , 2021		April 27 th , 2021
7	Ms. Do Thi Hoa	Independent Board Member	April 27 th , 2021		April 27 th , 2021
8	Mr. Nguyen Duc Thuan	Board Member	January 10 th , 2024 ⁽³⁾		January 10 th , 2024

(1) Mr. Van Tien Thanh continues to be re-elected by the General Meeting of Shareholders as a Member of the Board of Directors from June 12th, 2023.

(2) Mr. Tran My resigned from August 1, 2023 and was dismissed from office from January 10th, 2024 at an extraordinary meeting by the General Meeting of Shareholders.

(3) Mr. Nguyen Duc Thuan was elected by the General Meeting of Shareholders from January 10th, 2024 at an extraordinary meeting.

2. Activities of the Board of Directors

- Based on the annual production and business plan, the Board of Directors issued a list of important points that need to be reviewed periodically, and issued an Operational Plan for the 3 years 2024-2026 as a basis for implementing the Board of Directors' tasks.
- The Board of Directors conducts a review every 6 months to ensure that the Company's activities are consistent with the Company's development strategy.

2.1 Meetings and decisions of the Board of Directors

No.	Board Member	Attendance	Ratio	Reason for non-attendance
1	Mr. Tran Ngoc Nguyen	13/13	100%	
2	Mr. Van Tien Thanh	13/13	100%	
3	Mr. Tran My	8/8	100%	<i>Resigned since August 01st, 2023</i>
4	Mr. Nguyen Duc Hanh	13/13	100%	

No.	Board Member	Attendance	Ratio	Reason for non-attendance
5	Mr. Le Duc Quang	13/13	100%	
6	Mr. Truong Hong	13/13	100%	
7	Ms. Do Thi Hoa	13/13	100%	

- Members of the Board of Directors fully attend all meetings of the Board of Directors. All meetings of the Board of Directors are conducted in accordance with the order and procedures specified in the Charter and Internal Regulations on Corporate Governance and meeting documents. sent to members 5 days before the meeting and updated before the meeting.
- In 2023, the Board of Directors received 67 proposals from the General Director, issued 88 Resolutions/Decisions on aspects of the Company's operations for the General Director to implement, including the following important Resolutions/Decisions: :

No.	Document ID	Date	Content
1	12/NQ-PVCFC	January 03 rd , 2023	Resolution approving the 2023 production and business plan of Vietnam Petroleum Packaging Joint Stock Company
2	120/NQ-PVCFC	January 17 th , 2023	Resolution on personnel work of the Internal Audit Department
3	129/NQ-PVCFC	January 18 th , 2023	Resolution of the Board of Directors meeting on January 16, 2023
4	130/NQ-PVCFC	January 18 th , 2023	Resolution approving some main contents of the Contract "Supply of chemicals for Urea production"
5	161/NQ-PVCFC	February 02 nd , 2023	Resolution of the Board of Directors meeting in January 2023
6	178/NQ-PVCFC	February 07 th , 2023	Resolution approving PVCFC's 2023 production and business plan
7	204/QD-PVCFC	February 10 th , 2023	Decision to approve the issuance of PVCFC's Violations Warning Regulations
8	360/NQ-PVCFC	February 27 th , 2023	Resolution of the Board of Directors meeting in February 2023
9	481/NQ-PVCFC	March 14 th , 2023	Resolution of the Board of Directors meeting in March 2023
10	483/QD-PVCFC	March 14 th , 2023	Decisions etc. through Contracts/Transactions with related persons of PVCFC
11	495/NQ-PVCFC	March 14 th , 2023	Resolution to extend the time to hold the Annual General Meeting of Shareholders in 2023
12	592/NQ-PVCFC	March 22 nd , 2023	Resolution of the Board of Directors meeting on March 20, 2023
13	603/QD-PVCFC	March 22 nd , 2023	Decision approving the issuance of PVCFC's Risk Management Regulations

No.	Document ID	Date	Content
14	1145/QD-PVCFC	May 12 th , 2023	Decision to promulgate the 2023 Action Program of the Board of Directors of Ca Mau Petroleum Fertilizer Joint Stock Company.
15	1161/NQ-PVCFC	May 15 th , 2023	Resolution of the Board of Directors meeting in May 2023
16	1166/QD-PVCFC	May 15 th , 2023	Decision to re-appoint officials (Mr. Van Tien Thanh)
17	1167/QD-PVCFC	May 15 th , 2023	Resolution on PPC staff work
18	1168/NQ-PVCFC	May 15 th , 2023	Resolution approving the agenda and documents of the 2023 PVCFC Annual General Meeting of Shareholders
19	1283/QD-PVCFC	May 29 th , 2023	Decision to approve the Value Chain, Regulatory Framework and Plan to update, amend and supplement documents under the authority of the Board of Directors.
20	1291/QD-PVCFC	May 29 th , 2023	Decision to temporarily approve PVCFC's 5-year plan for 2021 - 2025
21	1343/QD-PVCFC	June 01 st , 2023	Decision to convene personnel and assign tasks at PVCFC's 2023 Annual General Meeting of Shareholders
22	1377/NQ-PVCFC	June 05 th , 2023	Resolution on human resources work at PPC and PVCFC
23	1450/NQ-PVCFC	June 09 th , 2023	Resolution of the Board of Directors meeting in June 2023
24	1453/QD-PVCFC	June 09 th , 2023	Decision on finalization of investment capital for completed project - NPK project
25	1473/QD-PVCFC	June 13 th , 2023	Decision to promulgate Internal Audit Regulations
26	1666/QD-PVCFC	June 30 th , 2023	Decision approving the list of credit institutions and deposit limits from July 1, 2023 to June 30, 2024 of PVCFC
27	1799/NQ-PVCFC	July 17 th , 2023	Resolution of the July 2023 meeting of the Board of Directors
28	1800/QD-PVCFC	July 17 th , 2023	Decision on making 2022 cash dividend payments to shareholders
29	1823/QD-PVCFC	July 18 th , 2023	Decision on amending and promulgating the Operating Regulations of the Board of Directors
30	1824/QD-PVCFC	July 18 th , 2023	Decision on amending and promulgating internal regulations on corporate governance
31	1983/QD-PVCFC	August 02 nd , 2023	Decide to assign tasks in charge of professional fields in the Board of Directors
32	2278/NQ-PVCFC	August 31 st , 2023	Resolution of the Board of Directors meeting in August 2023

No.	Document ID	Date	Content
33	2304/QD-PVCFC	September 06 th , 2023	Decision to establish a Coordination Team to implement corporate governance according to the ASEAN Scorecard Framework (ACGS)
34	2352/QD-PVCFC	September 12 th , 2023	Decision to promulgate Regulations on document management
35	2480/NQ-PVCFC	September 28 th , 2023	Resolution of the September 2023 meeting of the Board of Directors
36	2600/QD-PVCFC	October 11 th , 2023	Decision to promulgate the Regulation on information disclosure
37	2681/QD-PVCFC	October 19 th , 2023	Decision promulgating the Regulations on organization and operation of the Branch of Ca Mau Petroleum Fertilizer Joint Stock Company - Research and Development Center
38	2686/QD-PVCFC	October 20 th , 2023	Decision approving PVCFC's operating and production plan until 2025
39	2687/NQ-PVCFC	October 20 th , 2023	Resolution of the October 2023 Board of Directors meeting of the Board of Directors
40	2703/QD-PVCFC	October 23 rd , 2023	Decision to promulgate Regulations on management of Marketing activities
41	2765/NQ-PVCFC	October 27 th , 2023	Resolution approving the plan to organize the extraordinary General Meeting of Shareholders in 2023
42	2766/QD-PVCFC	October 27 th , 2023	Decision to establish the Violations Warning Council of Ca Mau Petroleum Fertilizer Joint Stock Company
43	2997/NQ-PVCFC	November 24 th , 2023	Resolution of the November Board of Directors meeting
44	3008/NQ-PVCFC	November 27 th , 2023	Resolution approving the restructuring project of PetroVietnam Ca Mau Fertilizer Joint Stock Company (PVCFC) until 2025
45	3009/QD-PVCFC	November 27 th , 2023	Decision to approve the plan of the 2023 Extraordinary General Meeting of Shareholders of Ca Mau Petroleum Fertilizer Joint Stock Company
46	3014/QD-PVCFC	November 27 th , 2023	Decision to establish the Implementation Committee to build strategic directions for sustainable development of PetroVietnam Ca Mau Fertilizer Joint Stock Company
47	3113/NQ-PVCFC	December 06 th , 2023	Resolution approving the content of documents of the extraordinary General Meeting of Shareholders
48	3234/NQ-PVCFC	December 18 th , 2023	Resolution approving PVCFC's 2024 production and business plan
49	3306/QD-PVCFC	December 20 th , 2023	Decision to re-appoint Ms. Nguyen Thi Hien to the position of Deputy General Director of the Company
50	3397/NQ-PVCFC	December 26 th , 2023	Resolution of the Board of Directors meeting in December 2023

No.	Document ID	Date	Content
51	3405/NQ-PVCFC	December 27 th , 2023	Resolution approving the 3-year 2024-2026 operating plan of the PVCFC Board of Directors.
52	3406/NQ-PVCFC	December 27 th , 2023	Resolutions etc. Adjusting some targets of PVCFC's 2023 Plan.
53	3407/QD-PVCFC	December 27 th , 2023	Decision to adjust and supplement management staff planning for the period up to 2025 and 2026-2031.
54	3413/QD-PVCFC	December 27 th , 2023	Decision to promulgate Regulations on management of the Company's business activities.
55	3420/QD-PVCFC	December 27 th , 2023	Decision approving the three-year audit plan for 2024-2026.
56	3473/QD-PVCFC	December 29 th , 2023	Decision to approve and promulgate "Technical Economic Norms of Ca Mau Petroleum Fertilizer Joint Stock Company".

2.2 Board of Directors' supervision activities for the Board of General Directors

The Board of Directors, in accordance with the Company's Charter and Internal Regulations on Corporate Governance, has diligently overseen and supervised the activities of the General Director and the Executive Board in managing production and business operations, as well as implementing the resolutions passed by the General Meeting of Shareholders and the Board of Directors during the year 2023, details as follows:

o Supervision methods:

- The Board of Directors (BOD) assigned specific responsibilities to each Board member and Committee, ensuring effective oversight of the General Director and the Executive Board in the organization, implementation, and execution of Board resolutions. The BOD provided clear instructions to the Executive Board on the content required for presentation, discussion, and questioning at Board meetings. During these meetings, the BOD conducted regular reviews of the implementation of resolutions, as well as monthly, quarterly, and cumulative production and business reports, engaged in discussions that led to decisions on approving resolutions that the General Director and the Executive Board would use as a basis for implementation. Moreover, the BOD's committees actively engaged with the Executive Board to address and resolve any concerned issues.
- Attended ordinary meetings of the Executive Board on production and business activities and quarterly briefings.
- BOD regularly and continuously supervised activities of the General Director and the Executive Board, ensuring smooth operations of the Company.

o Supervision contents:

- Supervised production and business activities, implementation of the Board of Directors' Resolutions/Decisions and policies, ensuring employment, labor safety, human rights, salary and bonus regime, etc.
- Updated and promulgated Resolutions, Decisions, and Regulations under the Board of Directors' authority to align with emerging circumstances,

decentralization of management to empower the General Director to effectively execute such directives.

- Provided timely support for the General Director’s executive functions and facilitated the roles of the supporting apparatus and the Capital Representative at the Company’s invested entities.
- Conducted thorough reviews and oversight of monthly production and business reports for 2023, quarterly financial statements for Q1, Q2, Q3 of 2023, Q4 of 2022, and the financial statements for the year 2022 of the Company.

o **Supervision results:**

- With the results achieved in 2023, the Board of Directors discussed and evaluated: The CEO and Board of Management have ensured continuous production and business activities, excellently completed production and consumption targets, guaranteed jobs for workers, ensured employee health safety and profitable business. High responsibility to related parties, strict compliance with current legal regulations and operating regulations of the Company.
- In 2023, the Company adhered to the provisions of law regarding labor safety and human rights, avoiding the use of child or forced labor. Additionally, the Company maintains compliance with environmental regulations and incurs no penalties in this regard.

2.3 Activities of each member of the Board of Directors

- The Board of Directors has assigned specific responsibilities to each member. Consequently, these members proactively strategize, conduct regular inspections, supervise, compel the Executive Board to carry out the BOD’s resolutions and decisions, and actively engage in idea exchange and discussions to promptly propose directions for production and business activities. Details are as follows:

No.	Board Member	Position	Area of expertise
1	Mr. Tran Ngoc Nguyen	Board Chairman	<ul style="list-style-type: none"> - Carry out the functions, tasks and powers of the Board of Directors’ Chairman according to the provisions of the Company’s Charter and current legal documents. Be responsible before the General Meeting of Shareholders for the activities of the Board of Directors according to the Company’s Charter. - Supervise and oversee overall implementation of tasks under the authority of the Board of Directors.
2	Mr. Van Tien Thanh	Board Member - General Director	<ul style="list-style-type: none"> - Carry out the functions and duties of the Board of Directors’ Member/General Director of the Company in accordance with the provisions of Law and the Company's Charter. Be responsible to the General Meeting of Shareholders, the Board of Directors and the law for the management of the Company’s production and business activities. - Responsible for the effective implementation of the Board of Directors’ Resolutions and Decisions.

No.	Board Member	Position	Area of expertise
3	Mr. Tran My	Board Member	- Supervise and oversee the implementation of duties under the Board of Directors's authority related to Planning, Investment, Insurance, Investor relations, internal affairs of the Board of Directors office, and perform other duties in Audit & Risk Management and Governance - HR & Compensation Committees.
4	Mr. Nguyen Duc Hanh	Board Member	- Supervise and oversee the implementation of duties under the authority of the Board of Directors related to: Business, marketing, information technology, service trading, training, social security, corporate culture, union work, establishing a management system according to the Board of Directorss pioneering/best practices, and perform other duties in the Governance - HR & Compensation Committee.
5	Mr. Le Duc Quang	Board Member	- Supervise and oversee the implementation of duties under the Board of Directors' authority related to the following areas: Operations of Ca Mau Fertilizer Plant, factories of PPC Subsidiary Company, security, occupational safety health and environment, fire prevention and fighting, technical and economic norms, ISO, legal, compliance, and perform other duties in the Audit & Risk Management Committee.
6	Mr. Truong Hong	Independent Board Member	- Supervise and oversee the implementation of duties under the Board of Directors' authority related to: Research and Development (R&D). - Chairman of the Governance - HR & Compensation Committee.
7	Ms. Do Thi Hoa	Independent Board Member	- Supervise and oversee the implementation of duties under the Board of Directors' authority related to: Finance accounting, auditing, inspection, supervision, internal control, risk management. - Chairman of the Audit & Risk Management Committee.

- Following Mr. Tran My's resignation to enjoy the retirement scheme starting from August 01st, 2023, his duties have been transferred to Mr. Nguyen Duc Hanh, another Board Member.
- All Board Members diligently fulfilled their assigned tasks, effectively executing their roles and responsibilities. Their collective efforts contributed significantly to the Company's successful achievement of the planned targets for the year 2023, as set forth by the General Meeting of Shareholders.

3. Activities of the Board of Directors' Committees

3.1 Activities of the Audit & Risk Management Committee

- The Risk Audit and Management Committee carries out supervision through: (i) Directly monitoring the activities of the Board of Directors through meetings, discussions, and methods of making Resolutions of the Board of Directors; (ii) Supervise the activities of the Board of Directors through compliance with Resolutions/Decisions of the Board of Directors as well as the mechanism of decentralization between the Board of Directors and the CEO; (iii) Supervision through reporting channels and contact with members of the Board of Management, Chief Accountant, Internal Audit Committee, Head of Legal and Compliance Department; (iv) Monitoring through the reporting channel of the Independent Auditor.
- In addition to regularly exchanging and discussing each specific issue, in 2023 the Audit and Risk Management Committee met 04 sessions, in which: (i) Reviewed key issues of risk management thereby providing comments and suggestions. recommend to the Executive Board to organize implementation; (ii) Evaluate the implementation of the internal audit work plan of the Internal Audit Committee in production and business activities according to the approved plan; (iii) approve each audit report, approve directives to implement Internal Audit's recommendations, direct the Board of Directors to organize the implementation of Internal Audit's recommendations, take timely measures when there are recommendations, proposal of the Internal Audit.
- Approve the internal audit process.
- Support the Board of Directors in updating and approving Risk Management Regulations and Internal Audit Regulations.
- The Audit and Risk Management Committee reported to the Board of Directors on the activities of the Audit and Risk Management Committee in 2023 and the operating plan for 2024:
 - (a) Evaluation of activities in 2023 on the following aspects: (i) Remuneration, operating expenses and other benefits of the Audit and Risk Management Committee and each member of the Audit and Risk Management Committee; (ii) Summary of meetings, conclusions and recommendations of the Risk Audit and Management Committee; (iii) Supervise the Company's financial statements, operations and financial situation; (iv) Evaluation of transactions between the Company, its subsidiaries, and other companies in which the Company controls 50% or more of its charter capital and members of the Board of Directors, General Director, and executive officers. of the enterprise and its related persons; Transactions between the Company and a company in which a member of the Board of Directors, CEO, or other executive of the enterprise is a founding member or a manager of the enterprise within the most recent 03 years before the transaction time; (v) Evaluation of the Company's internal control, internal audit and risk management system; (vi) Evaluate the coordination of activities between the Audit and Risk Management Committee with the Board of Directors, CEO and shareholders; (vii) Action plan of the Committee in 2024.

Results of assessment and supervision:

- Supervise the Company's financial statements and financial situation: The Company's financial statements are prepared on the basis of current accounting standards and accounting regimes, fully, honestly and reasonably reflecting the Company's financial situation in all material aspects; The financial situation and financial assessment indicators of the Parent Company are healthy, ensuring solvency, capital preservation and development.
- The coordination of activities between the Audit and Risk Management Committee for the activities of the Board of Directors, CEO and shareholders is strict, based on the principles of transparency, clarity, and compliance with laws and regulations of the Company to ensure profits. harmonious interests of the Company and its shareholders.
- The Committee has received cooperation and facilitation from the Board of Directors and the Board of General Directors in carrying out its tasks.

(b) Operational plan for 2024: The Audit and Risk Management Committee focuses on rights and obligations as prescribed in the Regulations on organization and operations.

3.2 Activities of the Governance - HR & Compensation Committee

In addition to regularly exchanging/discussing each specific issue, in 2023 the Committee of Human Resources and Management met twice, evaluated and reported to the Board of Directors on issues related to management, human resources and compensation.

In 2023, the Committee has implemented the tasks specified in the Regulations issued under Decision No. 1733 QD/PVCFC dated August 04th, 2021 of the Company's Board of Directors, specifically with activities after:

- Review and evaluate Company governance policies and monitor Company governance issues. The company is gradually applying digitalization in many stages of operations management, commercial business, production, and technical support, which has truly contributed effectively in the production and business management process of the company. unit.
- Monitor compliance with the Company's governance policy (handbook) and the Company's Code of Business Ethics: Currently, the Company's governance policies and the Code of Business Ethics are still closely monitored by the Committee on Management, Budget and Goods and always ensure compliance.
- Participate in staff work of the Executive Board and the Board of Directors.
- Review and evaluate issues related to salaries, bonuses and policies for the Management Board and managers when presented to the Board of Directors for consideration and decision.
- Supervise the management of the Company's salary, remuneration plan, bonuses and welfare policies.
- Review the contents of policies, salary and bonus activities, and policies in the Company's annual report.

- Evaluation of 2023 for the Board of Directors, members of the Board of Directors and Committees, members of Committees under the Board of Directors.

4. Activities of Independent Board Members and performance evaluation of the Board of Directors' activities

4.1 Activities of Independent Board Members:

- Board member Do Thi Hoa and Board member Truong Hong operate as independent members of the Board of Directors and meet the criteria of independent non-executive members.
- The independent members of the Board of Directors have promoted their roles well in inspecting and supervising the Company's production and business activities, properly performing their functions and tasks to ensure the common interests of the Company and its Shareholders. .
- Independent members of the Board of Directors fully participated in Board of Directors meetings and participated in giving opinions and voting on issues decided by the Board of Directors. The comments of independent members of the Board of Directors in their assigned fields in 2023 have demonstrated the correct roles and responsibilities, ensuring objectivity and independence.
- As chairman of the Committee on Auditing and Risk Management and the Committee on Management, Budget and Management, the independent members of the Board of Directors have managed the activities of the committees under their responsibility and successfully completed their tasks.

4.2 Evaluation of independent Board of Directors member Do Thi Hoa and independent Board of Directors member Truong Hong on the activities of the Company's Board of Directors.

- The Company's Board of Directors has developed an operating plan and assigned each member of the Board of Directors to be in charge of specific fields, according to their functions and tasks; Motivate and promote the knowledge and experience of each member and create favorable conditions for independent members of the Board of Directors to fully exercise their rights and obligations.
- The activities of the Board of Directors comply with the principles of corporate governance stipulated in the Enterprise Law, the Company's Charter, internal governance regulations, operating regulations of the Board of Directors and other French regulations. the law.
- The Board of Directors has operated in compliance with regulations on listed company governance, ensuring favorable conditions for independent members of the Board of Directors to fully exercise their rights and obligations.
- The Board of Directors has performed well its role in inspecting and supervising the management of production and business activities of the Company. Inspection and supervision are carried out regularly and closely, ensuring the Company's operations comply with current regulations. The Board of Directors has also regularly considered updating and adjusting the decentralization for the Executive Board to reduce participation in specific activities, thereby focusing more on orientation and supervision.

- The Board of Directors regularly reviews and updates plan goals to ensure activities are consistent with the Company's development strategy, building a long-term strategy for the Company to develop more and more sustainably.
- The Board of Directors has focused on improving the Company's governance capacity by hiring consulting units (IFC, Deloitte, CGS...) to evaluate the Company's governance situation, thereby building a roadmap to suit the needs of the Company. good corporate governance practices, gradually building a sustainable development framework and strategy, and implementing ESG practices.
- The Board of Directors, Board of Directors and Supervisory Board have coordinated well in handling work to make correct and timely decisions to ensure the Company's production and business activities are smooth and achieve the highest efficiency.

5. Evaluation of the Board of Directors' activities in 2023

5.1 Evaluation of the activities of the Board of Directors/Board of Management and members.

The Board of Directors has developed a table of criteria to evaluate the performance of the Board of Directors. Based on the criteria, each Board Member conducts an assessment and the Company Secretary summarizes the results. At the December 2023 Board of Directors meeting, the Board of Directors evaluated and agreed that the Board of Directors' activities in 2023 were effective.

The criteria for evaluating the performance of the Board of Directors are built on the basis of good corporate governance practices and divided into 5 parts.

- Part 1 on authority and general information includes 8 criteria: assessment of integrity, understanding of the Company's vision, mission, strategy, assessment of supervision results for the CEO and Board of Management...
- Part 2 on the composition of the Board of Directors includes 6 criteria: assessment of the human resources structure of the Board of Directors, whether the way of coordination among members is consistent with good practices and with the general culture of the Company...
- Part 3 on the structure of committees includes 4 criteria: assessment of the number of committees, personnel structure and operational efficiency of committees...
- Part 4 on Working Regulations includes 13 criteria: Evaluation of the Board of Directors' operating methods; compliance with work processing order and document provision; Evaluate the implementation of tasks of the Board of Directors; Consider and evaluate transparency in financial statements, risk management...
- Part 5 on Obligations and Responsibilities includes 5 criteria: Evaluation of the performance of obligations and responsibilities of the Board of Directors/Members of the Board of Directors to the Company.

To evaluate each member of the Board of Directors and Board of Directors and key officials under the authority of the Board of Directors, the Company has issued regulations on personnel management, in which the evaluation is based on: i) results of

performance of responsibilities assigned tasks (expressed in volume, quality, progress, work efficiency in each position, each time and sense of responsibility in work); ii) political qualities, ethics, lifestyle; iii) and career development trends and prospects.

Specific reviews:

- The members of the Board of Directors have strictly implemented the issued regulations such as Internal Regulations on Corporate Governance, Operating Regulations of the Board of Directors, Regulations on coordination between the Standing Committee of the Company's Party Committee, the Board of Directors and the General Director. Company Director, comply with the provisions of Law and the Company's Charter.
- The Board of Directors reviewed and updated and submitted to the General Meeting of Shareholders through amendments to the Company's Charter, internal regulations on corporate governance, and operating regulations of the Board of Directors; Amend and supplement the gas purchase contract with Vietnam Oil and Gas Group in accordance with current regulations and in accordance with best practices on corporate governance; Promulgate rules, regulations, and decisions within the authority of the Board of Directors in accordance with the actual situation, task requirements, and unify directions to create the most favorable conditions for the Board of General Directors to manage all aspects of operations. of the Company, building the Company increasingly stronger.
- The Board of Directors has issued Regulations on management of conflicts of interest and transactions with related persons of PVCFC; Regulations on warning violations, Code of ethics in business and published on the Company's information portal.
- The Board of Directors appointed independent Board Member Do Thi Hoa - as the leading independent Board Member to be in charge of independent Board Members, to enhance independence, avoid abuse of power and avoid conflicts of interest. could potentially occur.
- The Board of Directors worked with the consulting unit to evaluate the current state of the Company's governance so that it can improve governance capacity; orienting the Company's governance towards sustainability based on ESG criteria; Consider establishing an ESG committee in the near future.
- With assigned tasks, Board members proactively planned and seriously implemented their rights and responsibilities; There is regular exchange about the content and direction of work to reach consensus in direction. Regularly review and update the Board of Directors' operating plans, ensuring activities are consistent with the actual management situation.
- Closely monitor the Company's operations, promptly discuss and exchange opinions with the General Director according to the responsibilities and powers of the Board of Directors.
- The Company's governance activities are carried out in accordance with the internal regulations on corporate governance, the Company's Charter, and the Board of Directors' operating regulations. The Chairman of the Board of Directors and assigned members have regularly monitored and urged the serious implementation of the Resolutions of the General Meeting of Shareholders, and

the Resolutions/Decisions of the Board of Directors, including supervising and directing the General Director in management of the Company's activities.

- Organize the annual General Meeting of Shareholders in accordance with regulations and issue relevant Resolutions for the Executive Board to implement.
- The Board of Directors has reviewed and regularly reviewed to ensure that the Company's activities are consistent with the Company's development strategy. In the amendment and supplement to the operating regulations of the Board of Directors, the Board of Directors specifically stipulated that the review and review of the Company's strategy must be carried out every 6 months.
- In 2023, the Board of Directors evaluates that the members of the Board of Directors/Board of Management and key officers have all completed their tasks well/excellently.

5.2 Evaluate the activities of the Committees:

- Every year, the Board of Directors approves the operating plans of the committees under the Board of Directors. Based on the approved plan, the committees implement it and based on the performance results during the year, the Board of Directors evaluates the activities of the committees. In 2023, the Risk Management and Audit Committee and the Management -Budget and TL Committee are considered to have completed their tasks well.
- Evaluate the performance of the Internal Audit Committee: The Board of Directors approves the annual operating plan of the Internal Audit Committee (from 2023, approves the 3-year plan). Based on the approved plan, the Internal Audit Committee implemented it and based on the performance results during the year, the Board of Directors evaluated the Internal Audit Committee's activities during the year as successfully completing its tasks.

6. Coordinate activities between the Board of Directors, Supervisory Board, Executive Board and other management staff.

- The coordination of activities between the Board of Directors, Supervisory Board, Executive Board and other management staff at PVCFC continues to be promoted based on the principles of democracy, flexibility, and rhythm, ensuring the interests of the Company, company, shareholders, employees and stakeholders.
- With its powers and responsibilities, the Board of Directors has issued Regulations/Regulations on all aspects of the Company's operations for the General Director to organize and implement. During the working process, the Board of Directors also discussed, discussed and agreed with the General Director to promptly approve, adjust and update documents as proposed by the General Director for the Company's production and business activities. be continuous, and favorable.
- Resolutions of the Board of Directors assigned to the General Director to implement are urged, inspected and supervised by the Board of Directors. The Board of Directors had meetings with the Board of Directors to build and adjust production and business targets to suit the situation of each period.
- The corporate governance and management relationship between the Board of Directors and the Company's General Director is always closely coordinated and

implemented in accordance with the provisions of the Charter and Regulations on Corporate Governance.

- Every quarter, the Company's General Director sends financial reports to the Board of Directors. The Board of Directors has also regularly directed the General Director to perform auditing and review of financial statements according to regulations, promptly serving the decisions of the General Meeting of Shareholders.
- In the inspection and supervision work, the General Director created conditions and promptly assigned coordinating staff and provided documents for the Board of Directors and Supervisory Board to well perform their supervision tasks.
- In addition to inspection and supervision, in the process of drafting and promulgating regulations/regulations, organizing production and business activities, the Supervisory Board with its expertise has participated in consulting and making comments to complete the project. better, in accordance with the actual situation.
- Every meeting of the Board of Directors invites the Board of Supervisors to participate to evaluate the implementation of orientations and strategies and establish directions to propose strategic solutions according to the new situation as a basis for implementation.
- The Supervisory Board has coordinated with the Board of Directors and the Board of Management: Propose units to independently audit the 2023 financial statements to submit to the General Meeting of Shareholders for approval; Successfully organized the 2023 Annual General Meeting of Shareholders.

III. Remuneration, operating expenses and other benefits of the Board of Directors and each member of the Board of Directors

- Details of the Board of Directors' remuneration are compiled and shown in the Report on salaries, bonuses, remunerations and other benefits of the Executive Management Board.
- Administrative and related costs serving the Board of Directors' activities comply with the Company's relevant regulations and regulations and are accounted according to regulations into the Company's general management costs.

IV. Training on corporate governance

- All members of the Board of Directors, Executive Board, Supervisory Board, Company Secretary, Person in charge of Company Administration and related departments have been trained and regularly updated with new regulations on governance. Company.
- The Board of Directors and Board of Management sent representatives to attend training classes and seminars on corporate governance, good corporate governance practices in the region and the world, and update new regulations on Enterprise Law. , Securities Law, Decrees, Guidance Circulars... issued by Ho Chi Minh City Stock Exchange (HOSE), Deloitte, VIOD... jointly organized.
- The Board of Directors has approved the orientation training plan for newly appointed Board Member Nguyen Duc Thuan on January 10, 2024, which will

participate in the following programs: culture, purpose, business model and orientation. Company strategy; Board member certification; ESG awareness and practice.

V. Report on transactions between the Company, its subsidiaries, and other enterprises where the Company holds control of 50% or more of charter capital and members of the Board of Directors and related persons of that member; Transactions between the Company and a company in which a member of the Board of Directors is a founding member or a business manager within the most recent 3 years prior to the transaction date.

1. In 2023, there will be no transactions between the Company, its subsidiaries, or other companies controlled by the Company over fifty percent (50%) or more of its charter capital and members of the Board of Directors and General Director. and related people of that member; Transactions between the Company and the company in which a member of the Board of Directors is a founding member or a business manager during the most recent 3 years before the transaction occurred at PVCFC.

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

The Company signed amendments and supplements to the Gas Purchase Contract with Vietnam Oil and Gas Group - the Company's major shareholder.

(At the 2023 Annual General Meeting of Shareholders, the General Meeting of Shareholders voted to approve amendments to the Gas Purchase Contract with Vietnam Oil and Gas Group - the Company's major shareholder, in which Vietnam Oil and Gas Group did not implement currently voting due to lack of voting rights to avoid conflicts of interest).

No.	Name of organization/individual	Relationship with Company	NSH*, date and place of issue	Head office address/ Contact address	Time of transaction with Company	Resolution/ Decision No. approved by General Meeting/Board of Directors, etc. (if any, specify date of issue)	Content, number of transactions, total transaction value	Note
1	Vietnam Oil and Gas Group	Major shareholder holding 75.56%	0100681592, 24/06/2015,	18 Lang Ha Street, Thanh Cong Ward, Ba Dinh, Hanoi	05/10/2023	1492/NQ-PVCFC, 14/6/2023	-	

- Other transaction value with related persons of the Company: (transactions with subsidiaries of Vietnam Oil and Gas Group - Major shareholder of the Company)

(Contracts and transactions with related persons are approved in principle by the Board of Directors and signed by Ms. Do Thi Hoa - independent member of the Board of Directors, in which the members of the Board of Directors are representatives of Vietnam

Oil and Gas Group. Related persons do not have voting rights to avoid conflicts of interest).

	From January 01st, 2023 to December 31st, 2023 <i>(according to audited financial statements)</i> VND
Sale of goods and services rendered	
a) Vietnam Oil and Gas Group and subsidiaries	1,127,213,636
Branch of PetroVietnam Fertilizer and Chemicals Corporation - Phu My Urea Plant	1,127,213,636
b) Subsidiary	22,400,000,000
PetroVietnam Packaging Joint Stock Company	22,400,000,000
c) Other related parties according to Vietnamese Accounting Standards	487,955,633
PetroVietnam Power REC	487,955,633
	24,015,169,269
Purchase of goods and services	
a) Vietnam Oil and Gas Group and subsidiaries	4,612,476,290,909
Vietnam Oil and Gas Group	4,099,498,688,207
Branch of PetroVietnam Power Corporation - PetroVietnam Camau Power Company	361,052,660,649
PetroVietnam Fertilizer and Chemicals Corporation - Petrochemicals Trading Branch	127,929,716,919
Branch of PetroVietnam Gas Joint Stock Corporation - PetroVietnam Gas Camau	13,882,272,942
PetroVietnam College	9,408,682,192
Vietnam Petroleum Institute	509,020,000
PetroVietnam University	195,250,000
b) Subsidiary	213,185,121,241
PetroVietnam Packaging Joint Stock Company	213,185,121,241
c) Other related parties according to Vietnamese Accounting Standards	62,426,809,333
PVD Technical Training & Certification Joint Stock Company	25,264,370,890
PetroVietnam Security Service Corporation - South West Region Branch	16,078,667,942
Saigon PetroVietnam Oil Joint Stock Company	10,846,409,568
PVD Trading and Technical Services Joint Stock Company	7,511,994,000
Branch of Indochina Petroleum Transportation Joint Stock Company in Ho Chi Minh City	1,292,437,000
Branch of PetroVietnam Fertilizer and Chemicals Corporation - Phu My Urea Plant	842,283,519
Indochina Petroleum Transportation Joint Stock Company	379,740,300
PetroVietnam Securities Joint Stock Company	132,000,000

Branch of Saigon Petroleum Joint Stock Company in Ca Mau - Petroleum Station no. 10	64,017,218
PetroVietnam PTSC Hotel Co., Ltd.	14,888,896
South-West PetroVietnam Fertilizer and Chemicals Joint Stock Company	-
	4,888,088,221,483

3. Transactions between Company insiders, related persons of insiders and subsidiaries and companies controlled by the listed Company:

Not available

4. Transactions between the Company and other entities:

Not available

VI. Stock transactions of insiders and related persons of insiders

Transactions of insiders and related persons and major shareholders on shares of listed companies:

Mr. Van Tien Thanh - Member of the Board of Directors and General Director of the Company purchased 79,000 DCM shares, the number of shares held after the transaction is 109,000 shares.

B. DIRECTIONS AND OPERATIONS PLAN FOR THE YEAR 2024 OF THE BOARD OF DIRECTORS.

In 2024, with the goals, tasks, and targets of the 5-year plan 2021-2025, development orientation with 3 main strategic pillars to focus on includes: Investment, sustainable development and digital transformation, the Board of Directors determined the following specific goals:

Production and business activities:

- Direct the safe and stable operation and production of fertilizer products.
- Research on diversifying raw material and fuel sources for urea and NPK production, orienting to solutions for shifting green production.
- Diversify fertilizer product group based on Urea and NPK; Develop bio-organic and micro-organic product lines; Product line of growth stimulants and foliar fertilizers; Product line of soluble fertilizers.
- Develop a set of agricultural solutions: nutritional solutions for plants, a set of soil improvement solutions.
- Developing the NPK market in the Southeast and Central Highlands regions. Complete the brand development strategy, deploy brand development for product groups and industries.
- Promote investment projects to expand production and business activities.

Digital transformation work:

- Continue to complete the construction of the datawarehouse database and connect application systems on the information technology platform. Develop solutions to ensure data security and overall system safety.

- Continue to perfect and enhance the value of digital applications in distribution channel and customer management activities...

Company administration:

- Continue to build the Corporate Governance system according to good practices.
- Develop and approve Sustainable Development (ESG) framework and strategy and implement ESG practices.
- Continue to maintain company culture and Board of Directors culture to create an environment and motivation for sustainable development./.