

SUSTAINABILITY REPORT

1.

PERSON IN CHARGE OF SUSTAINABLE DEVELOPMENT STRATEGIES

(ENVIRONMENTAL, SOCIAL AND CORPORATE GOVERNANCE)



Member of the BOD
DANG MINH LUOM
and the personnel in
relevant departments

1. BEING WHOLE-HEARTED TO CUSTOMERS

- Always give the **highest priority over CUSTOMER SATISFACTION** in all **thoughts and action**.
- **Sincerely apologizing** and **not arguing** are indicative of gratitude for customers' trust and support.
- Always **Take initiative - Smile - Welcome - Thank you** and treat customers like **family**.

2. INTEGRITY

- **INTEGRITY** means **Respecting your own words**, including fulfilling commitment, **following the right design**, right process, not lying, not cutting steps.
- If you fail to **KEEP YOUR PROMISE, NO MATTER HOW HARD YOU TRY**, do **ALL OF THE 3 THINGS**:
 - » **Inform related people** of what happened, evidenced by data as soon as possible.
 - » Take the "**I am the root cause**" stance and self-reflect on what you have done and have not done to keep your promise. Take responsibility, **do not blame others**.
 - » Propose new actions and commitments in agreement with related people to recover **INTEGRITY** of your own and the trust of others.

3. MUTUAL AFFECTION and TEAMWORK

- Sincerely caring for teammates means being willing to support, guide and motivate them to fulfill their work well, **do not cover and conceal for them**.
- Listen and say straightforwardly and powerfully:
 - » **LISTEN**: Stand in the speaker's shoes for **adequate and unbiased listening**.
 - » **SAY**: Straightforwardly, **constructively**, always acknowledge others' achievements or efforts even not yet bringing about results.

4. BEING HONEST ABOUT MONEY ISSUES and RELATIONSHIPS

- **Be honest about money issues: Do not take, use and think** about possessing money, goods, or property that are **not yours**.
- **Be honest in relationships: Do not speak out, do not express** what **contradicts** your thoughts.

5. PASSION FOR WORK

- Always **say "YES"**
- Do the work **quickly**
- **Be not afraid of** challenges

6. QUALITY IS VITAL

- **DO NOT BUY - DO NOT SELL** poor-quality products.
- **Root out poor-quality** products in BHX.
- Do not give customers any products you are unwilling to use for yourself due to quality concerns.

3. SUSTAINABILITY COMMITMENTS OF THE COMPANY





CUSTOMER

We commit to put our customers at the center of all thoughts and actions.

We commit to offer all employees with a FRIENDLY, HAPPY, PROFESSIONAL, STABLE working environment and equal opportunities for promotion.



EMPLOYEES



MANAGERS

We commit to provide our managers equitable opportunities so that they can fully devote their talents to the company and realize prosperous personal life with respectful social status.



We commit to honor our business partners.



PARTNERS



INVESTORS

We commit to increase the return on investment for long-term shareholders.



We commit to create jobs for the community and fully comply with the tax responsibilities.



COMMUNITY



ENVIRONMENT

We commit to minimize the negative impact of all activities from MWG on the environment (anti-waste). Aim to optimize natural resources (water, trees, etc.). Restore and renew natural resources.



4. ENGAGEMENT WITH THE STAKEHOLDERS



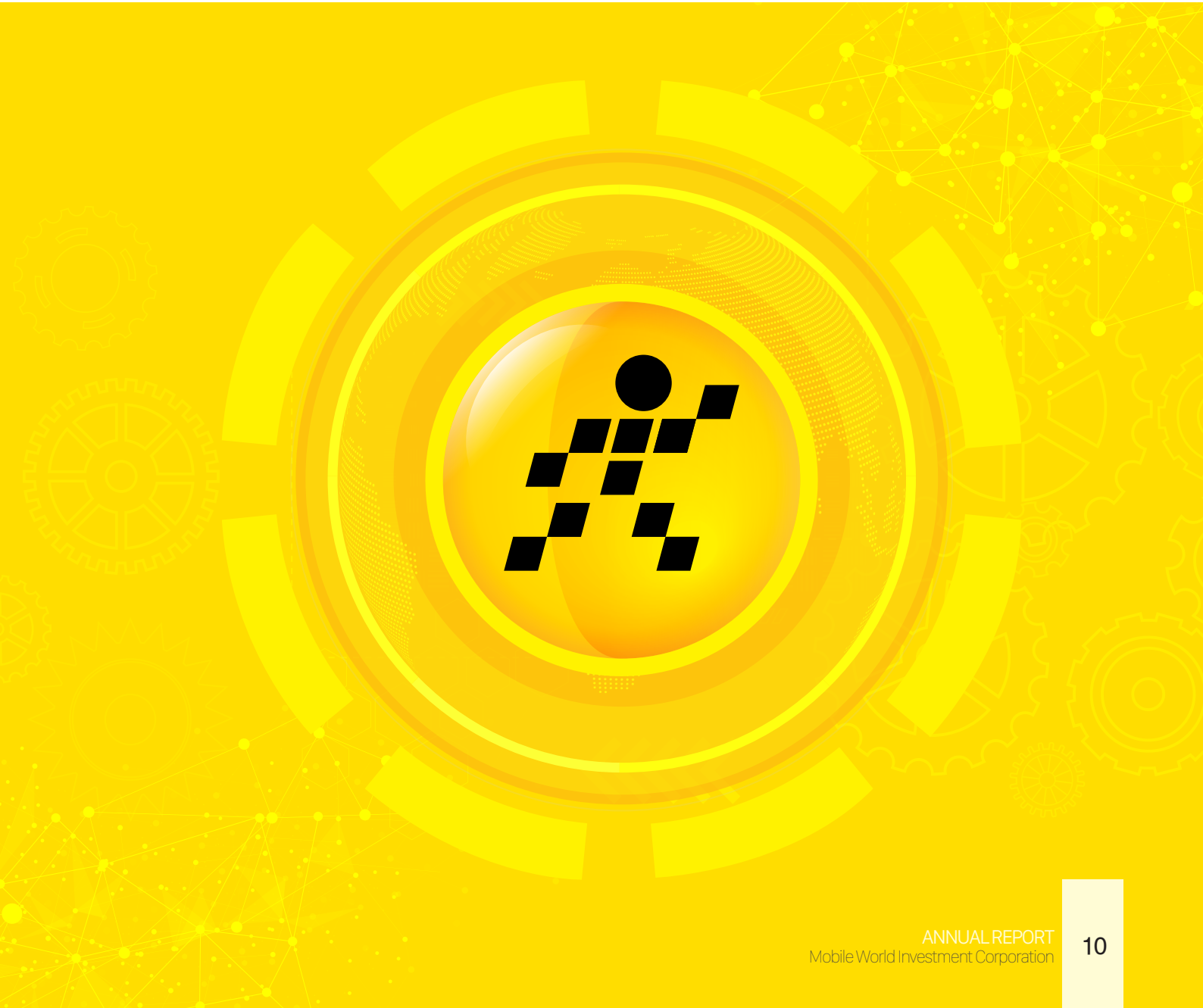


MWG takes the initiative
to consult stakeholders
about solutions to
harmonize stakeholder
interests

Consulting method:

- **Customers:** MWG proactively carries out surveys to capture customer feedback and expectation through 24/7 communication channels, including SMS, cold calls, customer support hotline, and website.
- **Employees:** Through an annual survey of employee engagement index, 24h-response internal Hotline, questions/concerns sent through in-house MWG app.
- **Partners:** Via direct communication.
- **Shareholders and investors:** Via direct communication in online and offline meetings, or via email.

5. SUSTAINABILITY-RELATED PRIORITIES OF MWG





DETAILS OF PRIORITIES

A. EMPLOYEES

DIVERSITY

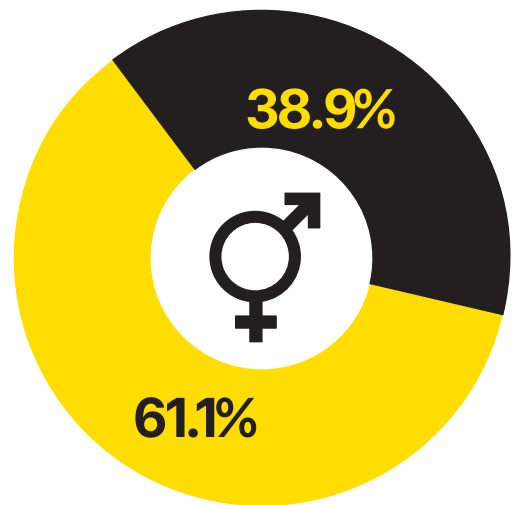
By the end of 2021, MWG had a total of 74,111 employees with a diversity of qualifications, age, seniority, and gender. MWG did not employ minors.



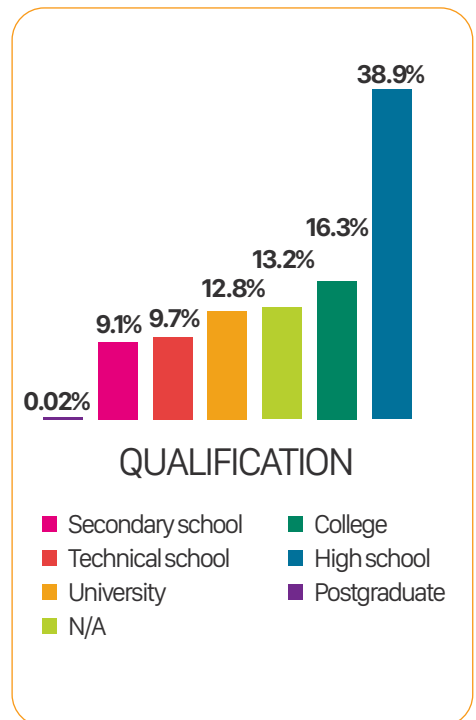
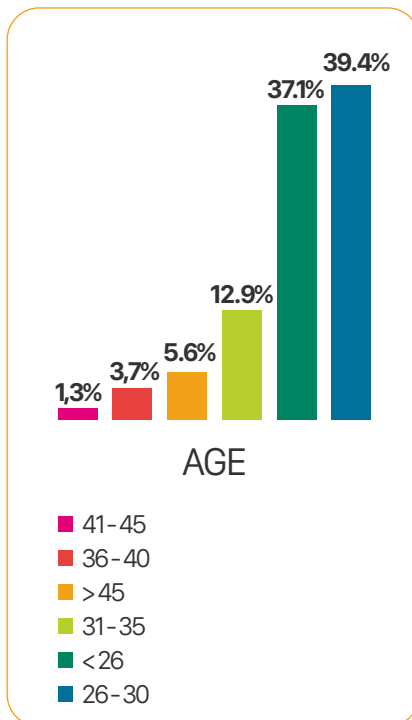
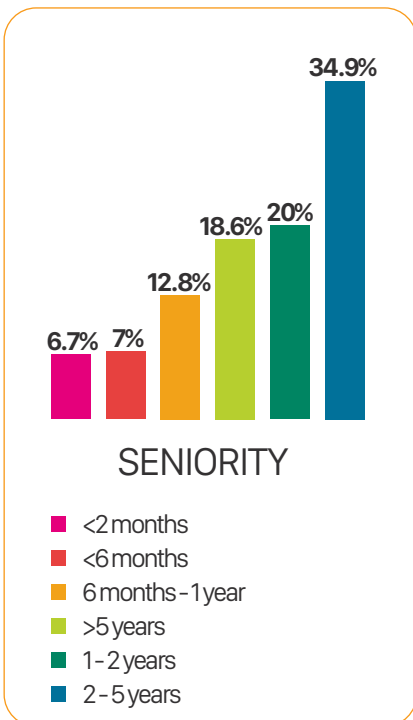
TOTAL NUMBER OF MALE
45,307



TOTAL NUMBER OF FEMALE
28,804



■ MALE ■ FEMALE



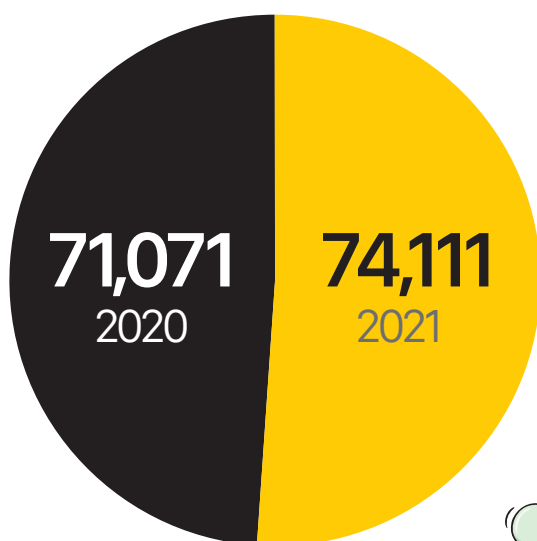
TOTAL
74,111
EMPLOYEES

SUBSIDIARIES

NO. OF EMPLOYEES

| | |
|---|---------------|
| The Gioi Di Dong Joint Stock Company (excluding An Khang's employees) | 41,866 |
| Bach Hoa Xanh Trading Joint Stock Company | 21,274 |
| The Gioi Di Dong Information Technology Limited Company | 1,551 |
| Conscientious Installation - Repair - Maintenance Service Company Limited | 8,599 |
| An Khang Retail Joint Stock Company | 756 |
| 4KFARM Joint Stock Company | 65 |

| DIVISION | 2020 | 2021 |
|------------------------|-------------|-------------|
| Online sales | 908 | 1,416 |
| IT | 652 | 982 |
| Logistics | 12,156 | 14,041 |
| Administration and HR | 170 | 188 |
| Business Development | 1,526 | 1,812 |
| Stores | 54,979 | 54,941 |
| Finance and Accounting | 680 | 731 |



Note: The total number of employees of MWG by the end of 2021 included over 3,600 part-timers.



TRAINING AND TALENT DEVELOPMENT

- TRAINING STATISTICS IN 2021



“ Various training programs have been implemented to meet the needs of employees ”



- **29.5** hours: average number of learning hours per employee
- **97.4%** employee satisfaction from courses
- **4.56**: rating score for trainers in terms of **Knowledge, Enthusiasm, Teaching** methods
- **44** trainers of the Training Department serving **70,000** MWG employees



142,757 Sessions

2,527 Courses

21,591 training hours



SALARY, BONUS AND BENEFITS OF EMPLOYEES

- ALL EMPLOYEES ARE PAID SALARY, BONUS AND WELFARE COMMENSURATE WITH THEIR CONTRIBUTIONS

- MWG complies with region-based minimum wage and employs a competitive remuneration policy for each department considering market salary.
- In addition to a fixed monthly salary, employees in the Sales division receive bonuses based on sales performance, service bonuses, and spot rewards for competitive sales programs.
- In recognition of the efforts of all employees in maintaining positive business results despite the negative impact of the pandemic, MWG continues to maintain an attractive 2021 year-end bonus for employees.
- The well-defined internal promotion policy has motivated employees. Since 2020, MWG has applied a data-driven "automatic promotion system" to present the most objective assessment of employees. There were 4,183 employee promotions in 2021, compared to 3,153 in 2020.
- MWG always fulfilled obligations on tax and compulsory insurance for all employees. In addition to mandatory social insurance, health insurance under the State's regulations, employees are entitled to health insurance for themselves and family members and Accident insurance.
- Trade union members receive gifts on such occasions as lunar new year, birthday, mid-autumn festival and other activities.
- In addition, MWG employs specific policies for such events as weddings, funerals, etc.
- MWG implements the principle of gender equality in remuneration, bonus and welfare policies.

There were
4,183
 employee
 promotions
 in 2021

- POLICIES TO ENSURE THE HEALTH AND WELLBEING OF EMPLOYEES DURING THE COVID-19 PANDEMIC



support
6,181
employees
to alleviate
the financial
burden

- Maintain salary payment to employees during the period that stores were closed and during the period employees contract Covid-19 and have to be quarantined.
- Pay visitation and wire transfer to **28,444** employees who contracted or were in close contact with the contracted during the outbreak between April 27, 2021 and December 31, 2021.
- **"Covid living expense loan package"**: support **6,181 employees** to alleviate the financial burden.
- **"Pandemic fighting Insurance package"** since August 2021 for a total of **51,658 people (31,984 employees and 19,674 family members)**.
- **"20 days of vitamin C supplementation"** program: Boost the immunity of **35,094 employees** in divisions: Sales of TGDD/BHX/AK, Logistics, Delivery and installation, BHXonline, etc. who were working in the pandemic hotspot.



// Pandemic fighting Insurance package //

"Pandemic fighting Insurance package"
since August 2021 for a total of **51,658** people (31,984 employees and 19,674 family members)



The Employee Relations Department has been active in 2021 to increase the inclusion and engagement of the MWG employees.

- CONSULTATION HUB

In 2021, via the Hotline and the internal MWG application, the Consultation hub received and resolved **6,014** questions from employees (501 questions per month), ensuring that **100%** of questions are responded to within 24 hours.



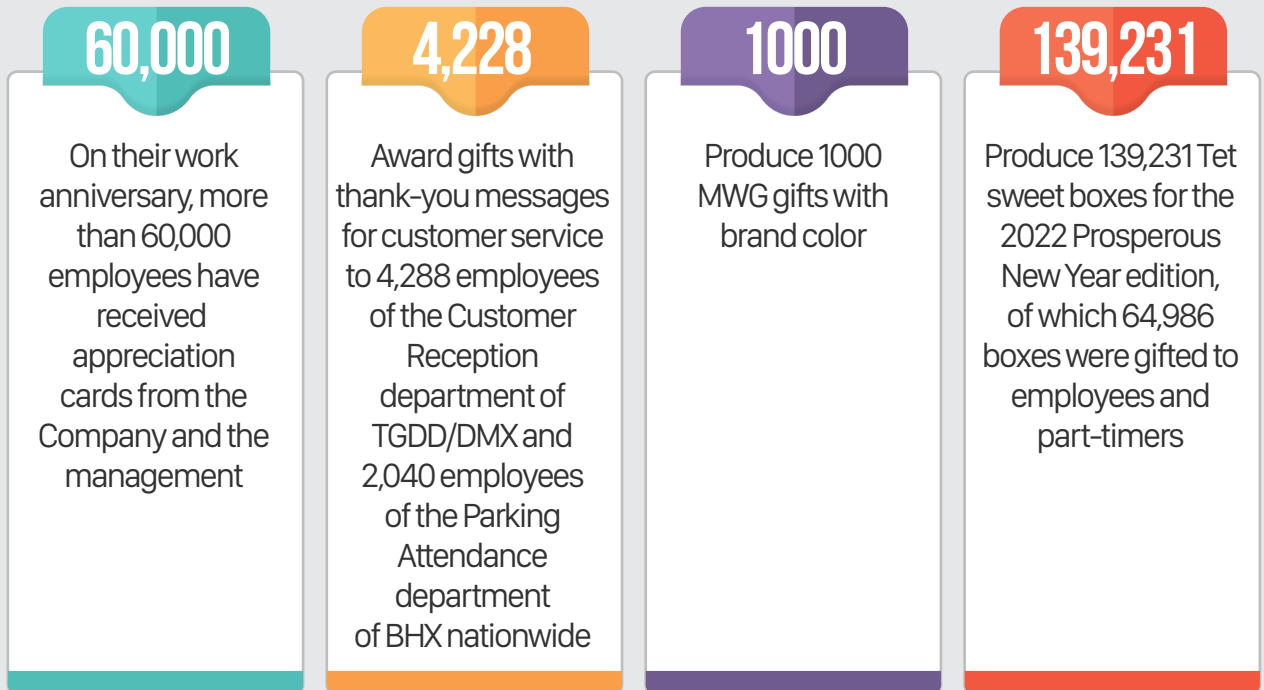
- COMPETITIONS TO PROMOTE EMPLOYEE ENGAGEMENT

Throughout 2021, **16 competitions of varying scales** were organized and participated by **9,928** employees nationwide. The most notable ones are:



- Miss Ao Dai Online Queen MWG 2021 - 1100 entries
- Virtual race: MWG Racing Season 5 - Running with Integrity with 506 participants
- Capture the Moment Mini-game 14/7: 452 participants
- 17th anniversary race with 771 participants
- Golden hour - abundant joy mini-game - 1539 participants
- Christmas mini-game Christmas puzzle - 1564 participants
- Christmas fair: 3,500 participants

- MAINTAIN AND SPREAD THE CULTURE OF RECOGNITION



- CORPORATE CHARITABLE ACTIVITIES

Raised VND **2.4** BILLION (contributed by 16,657 members) to support disadvantaged employees. The two most prominent programs are

01

SCHOOLING ASSISTANCE:

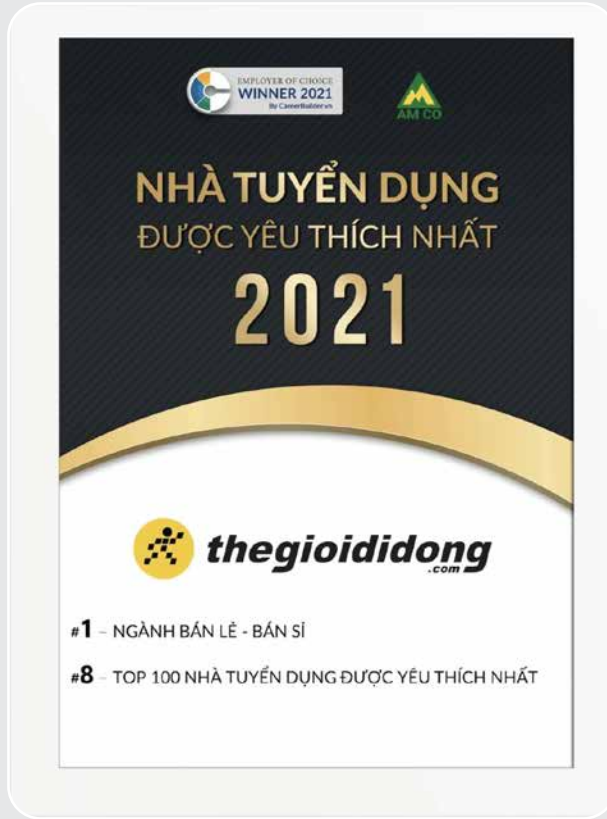
Raised over VND **656 million** for **608 students** (children of 464 disadvantaged employees) with an average of VND 1 million per student.

02

SUPPORT BLUETRONICS COLLEAGUES TO OVERCOME COVID-19

Raised VND **757 million** from 5,408 employees nationwide.

HUMAN RESOURCES AWARDS IN 2021

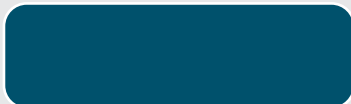
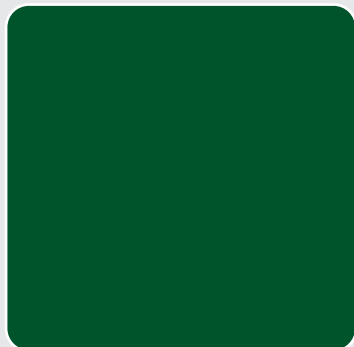


Top 100 Best Places to Work in Vietnam 2021 (Anphabe)

Rank 8th (11th in 2020) in Top 100 Employer of Choices regardless of the industry in 2021 (Career Builder)

Top 50 Vietnamese Enterprises with attractive employer brands (Anphabe)

Rank 1st in the top 10 favorite employers in the wholesale - retail industry in 2021 (Career Builder)



B. CUSTOMERS

PRODUCT SAFETY

ALL ICT AND CONSUMER ELECTRONICS SOLD BY MWG ARE GUARANTEED TO BE 100% AUTHENTIC

THE INTERNAL QUALITY MANAGEMENT DEPARTMENT GUARANTEES THAT THE CONSUMER GOODS OF BACH HOA XANH STORES MEET THE FOOD SAFETY STANDARDS OF THE MINISTRY OF HEALTH

THE PRODUCT QUALITY CONTROL PROCESS OF BACH HOA XANH (INCLUDING CATTLE, POULTRY, SEAFOOD, VEGETABLES, CHILLED FOOD) INCLUDES:

- **Incoming inspection:** products are checked for quality records, samples and labels in observance of current regulations before being marketed in Bach Hoa Xanh chain.
- **Periodic check:**
 - » All food products are inspected internally at least once a month with a rapid test kit or at an internal laboratory in compliance with quality regulations of the Ministry of Health. Bach Hoa Xanh's internal lab has been granted ISO 17025 accreditation by AOSC (a science and technology organization). The lab's testing procedure follows the "one-way flow" principle to prevent cross-contamination and ensure food safety until products reach consumers.
 - » In addition, products are sent to a third-party center for inspection once every 6 months or 1 year, depending on the product to ensure objectivity. The third-party center meets the VILAS/ ISO 17025 standard.



POLICIES RELATED TO CUSTOMER INTERESTS (warranty, product return)

Are published in details on the sales websites of MWG.

CUSTOMER INFORMATION SECURITY

- Commitment to protect customer data is published in details on sales websites on MWG in the following links:

<https://www.dienmayxanh.com/dieu-khoan-su-dung>

<https://www.bachhoaxanh.com/quy-che-hoat-dong>

<https://www.thegioididong.com/tos>

- MWG is committed to guaranteeing absolute confidentiality of the personal data of users. User information on websites is collected and used only with customers' consent unless otherwise stipulated by the law.
- MWG is committed to implementing appropriate technical and organizational measures in line with technical requirements to ensure data security.



C. ENVIRONMENT

PACKAGING

STATUS

- Currently, 100 percent of the packaging consumed at TGDD-DMX is environmentally-friendly PP plastic packaging. This is a product line that can be collected and recycled, decreasing environmental waste.

- Meanwhile, the packaging at BHX is bioplastic, which decomposes on its own in 6 months.

- For the new AVA ecosystem chains, the company is experimenting with paper packaging in addition to eco-friendly PP plastic packaging.

- To ensure economical and efficient use of packaging, the number of packaging distributed to supermarkets is calculated based on the expected number of orders and the group of goods.

- The inventory at the end of each period is also used as a basis to adjust the number of packaging for the next period.



FUTURE ORIENTATION

- Find new packaging solutions to minimize environmental impact.
- Carry out customer surveys on packaging needs before packing.
- Encourage customers to use reusable bags when shopping at BHX.



WASTE AND SEWAGE

DOMESTIC WASTES

MWG is a retail business, therefore, the majority of wastes are domestic wastes. Wastes are collected in garbage containers in warehouses, shops, and offices and disposed of following national regulations.

WASTEWATER

Most of the wastewater from stores is domestic wastewater, but it is treated more thoroughly than domestic wastewater in typical homes. The wastewater is treated through the sedimentation tanks and filtered before being discharged at septic tanks. The sediment tanks in stores were usually designed to be larger than those in the typical households to meet the needs of the large number of people who work in the store.

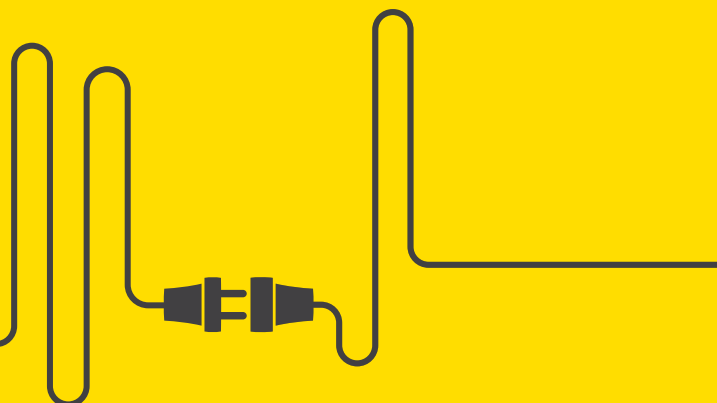


ELECTRONIC WASTES

Electronic wastes (accessories, batteries, watches) are properly sorted and disposed of to reduce environmental damage. E-waste once deemed to make the best use of the team's disposal plans will be transferred to a licensed third party. MWG is currently working with Viet Australia Environment Joint Stock Company to deal with e-waste.

ELECTRICITY

The increasing demand for opening of new stores and expanding existing ones leads to an upward trend in the system-wide electricity expenses



| YEAR | TOTAL NUMBER OF STORES AT YEAR-END | AMOUNT (BILLION VND) | ESTIMATED CONVERTED MWH BASED ON THE AVERAGE ELECTRICITY PRICE IN 2019 | TONS OF CO2 |
|------|------------------------------------|----------------------|--|-------------|
| 2020 | 4059 | 994.9 | 533,594 | 451,314 |
| 2021 | 5306 | 1,275.0 | 683,842 | 578,393 |

The average cost of electricity in 2019 according to the Ministry of Industry and Trade

1,864
VND/kWh

The emission factor of the most recent Vietnamese grid (2019) according to the Ministry of Natural Resources and Environment

0.8458
(tCO₂/MWh)

The Company proactively takes many measures to minimize electricity consumption to minimize environmental impacts. Adjust the air conditioning, and lighting at the store at each time frame.

- LED backlight utilization rate has increased from 95% in 2020 to 100% in 2021.
- The utilization rate of inverter air conditioners increased from 50% in 2020 to 70% in 2021. 100% of newly opened stores use inverter air conditioners, while existing stores will gradually replace old ones with inverter air conditioners according to the roadmap.
- In 2021, 68 stores use solar energy with a total production capacity of 4.2 million Kwh, helping to save VND 2.2 billion per year. The company plans to have 200 more stores using solar power by 2022.

D. COMMUNITY

MWG was actively involved in a variety of charitable activities and shared social responsibility in 2021.



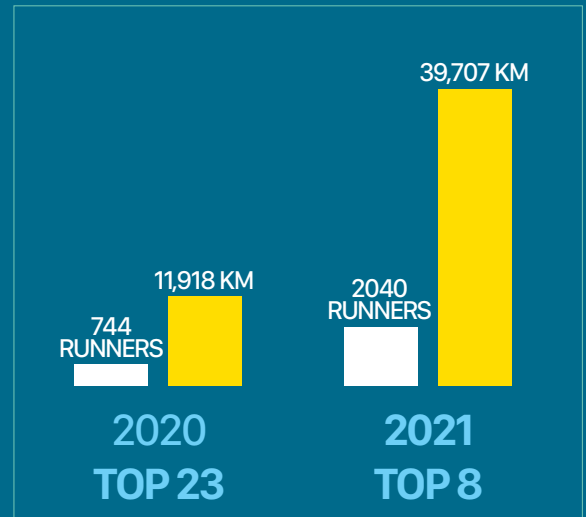
The "Building Loves - Giving Tons of Rice" campaign with the support of 21 relevant brands has delivered over **2,000 tons of rice** costing well over VND **20 billion** to over **100,000** poor households in Vietnam and Cambodia, helping them to settle during the pandemic. The Company had 2 months of preparation with local authorities to ensure that donations reach those in need and has taken advantage of a network of 400 stores in 23 southern provinces as a "bridge" to facilitate the delivery of the rice to the people.



"Building Loves - Giving Tons of Rice"

DONATE
10 billion VND
 TO CHARITY FUND

In 2021, MWG donated 10 billion VND to the Mai Am The Gioi Di Dong Charity Fund. With the contribution from benefactors, the Mai Am The Gioi Di Dong Charity Fund has funded over VND 45 billion for pandemic prevention and control in Ho Chi Minh City and Binh Duong. The fund has also provided nearly VND 30 billion in scholarships to 4,500 poor and orphan students due to the pandemic in Ho Chi Minh city and neighboring provinces.



MWG & UPRACE running tournament

Top 8 UPRACE running tournaments 2021 amongst enterprises, contributing 39,707 km to the community. Each kilometer of registered runners will contribute at least VND 1,000 to social charity funds.

E. SHAREHOLDERS AND INVESTORS

ENSURING TRANSPARENCY OF INFORMATION AND TIMELY DISCLOSURE TO INVESTORS

Comply with the information disclosure regulations of the listed companies.

The Investor Relations Division was established and the email contact of this division (investor@thegioididong.com) was publicly announced so investors with issues and/or questions can be supported in a timely manner.

Bilingual information disclosure ensures that domestic and foreign shareholders are informed in an adequate and timely manner.

In 2021, the Investor Relation Division met and spoke directly with shareholders and investors through private meetings and conferences organized by the leading domestic and international financial institutions.

On a quarterly basis, the Company organizes meetings with investors with the participation of the Board of Directors to clarify doubts related to the Company's direction and tactics.

MWG is one of the few companies in the market that makes monthly report on business performance available to shareholders and investors.

ENSURING SHAREHOLDER RIGHTS

Due to the limitations of the meeting during the pandemic and the convenience of foreign shareholders MWG's Annual General Meeting of the Shareholders was held online to make it easier for domestic and foreign shareholders to attend the meeting and vote.



Complete the business plan and pay dividends to shareholders on time. In 2021, MWG paid a cash dividend of VND 500 per share and paid stock dividends at a 2:1 ratio.

6.

CORPORATE GOVERNANCE

A | BOARD OF DIRECTORS



a. MEMBERS AND STRUCTURE OF THE BOARD OF DIRECTORS



Mr. **NGUYEN DUC TAI**
| Founder and Chairman

- Mr. Nguyen Duc Tai was born in 1969 and graduated from the University of Economics in Ho Chi Minh City, majoring in Finance and Accounting. He obtained a Master's degree in Business Administration from CFVG School of Management.
- He has held key positions at MWG in Finance and Accounting, Sales and Marketing, Supply and Logistics, Store Network Expansion, and General Operations Management. He has devoted all his heart from the early days of MWG's establishment by managing and leading the whole system with the two words: "Ethics" and "Talent". He always wanted to give each employee a happy, prosperous life and pride as a member of MWG.
- Number of shares with voting rights at the end of 2021: 17,064,946 shares, equivalent to 2.393% ownership.



Mr. **TRAN KINH DOANH**
| General Director - Executive Board Member

- Mr. Tran Kinh Doanh was born in 1973 and graduated from Ho Chi Minh City University of Economics, majoring in Economics. Having held many key positions in Business Development since 2007, Mr. Doanh has made enormous contributions to MWG. He was directly in charge of bringing the thegioididong.com chain to all 63 provinces in Vietnam.
- In April 2013, Mr. Doanh was elected as a member of MWG's BOD. In 2014, he was appointed as General Director of MWG's subsidiary company, The Gioi Di Dong Joint Stock Company. In 2016, he was appointed as Chairman of Bach Hoa Xanh Trading Joint Stock Company's Executive Board. In September 2018, he resigned from the position of General Director of The Gioi Di Dong JSC and was appointed as General Director of MWG in April 2019.
- Number of shares with voting rights at the end of 2021: 7,728,080 shares, equivalent to 1.084% ownership.



Mr. DANG MINH LUOM
| Executive Board Member

- Mr. Dang Minh Luom was born in 1975 and graduated with a degree in Business Administration, majoring in Human Resource Management.
- As a Human Resources Director of The Gioi Di Dong JSC since 2007, Mr. Luom has led and inspired MWG's most valuable asset - a group of nearly 70,000 employees across the country, working together to powerfully lead MWG forward. He has been appointed as a BOD member since May 2014. Mr. Luom is currently holding the position of Human Resources Director of MWG.
- Number of shares with voting rights at the end of 2021: 1,709,490 shares, equivalent to 0.240% ownership.



Mr. ROBERT ALAN WILLETT
| Non-executive Board Member

- Mr. Robert Alan Willett, born in 1947, a British citizen, was a former CEO of BestBuy International.
- Since April 2013, as an independent member of the BOD cum Senior Advisor of MWG, he has connected MWG's leadership team with the world's leading electronic devices retail industry businesses to share the secrets to success. He is the one who instilled passion and a strong belief in the customer-centric culture, contributing to bringing MWG to a new height in the customer service culture. From May 2021 to the present, he has been elected as a non-executive member of the BOD of MWG.
- Number of shares with voting rights at the end of 2021: 4,000,212 shares, equivalent to an ownership rate of 0.561%.



Mr. THOMAS LANYI
| Non-executive Board Member

- Mr. Thomas Lanyi was born in 1977, of Austrian nationality, and was CEO of CDH Investments.
- In April 2013, he was appointed as a member of the BOD as an authorized representative of CDH Foundation; Mr. Thomas Lanyi has always supported, assisted and made valuable contributions to MWG. In April 2018, after CDH Fund was divested from MWG, he was elected as an independent BOD member. From May 2021 to the present, Mr. Thomas Lanyi has been elected as a non-executive member of the BOD of MWG.
- Number of shares with voting rights at the end of 2021: 0 shares, equivalent to 0% ownership.



Mr. TRAN HUY THANH TUNG
| Non-executive Board Member

- Mr. Tran Huy Thanh Tung was born in 1970 and graduated from the University of Economics in Ho Chi Minh City.
- As one of the 5 founders in charge of Finance since 2005, Mr. Tran Huy Thanh Tung has made many significant contributions to MWG as Chief Accountant or Chief Financial Officer... Since April 2019, he has been appointed as a non-executive member of MWG's BOD. According to the BOD resolution dated May 21, 2021, he was appointed to the position of Member of the Audit Committee.
- Number of shares with voting rights at the end of 2021: 5,315,272 shares, equivalent to 0.745% ownership.



Mr. DOAN VAN HIEU EM
| Executive Board Member

- Mr. Doan Van Hieu Em was born in 1982 and graduated from the University of Finance - Marketing of Ho Chi Minh City, majoring in Finance - Accounting.
- Joined MWG in March 2007, Mr. Hieu Em has held different positions, starting from the Finance and Accounting department to Product Manager, Phone Category Director, and then the Category Director of ICT and Consumer Electronics. In September 2018, Mr. Hieu Em was appointed as CEO of MWG's subsidiary, Mobile World JSC. From April 2019 to the present, he has been appointed as a member of the MWG's BOD.
- Number of shares with voting rights at the end of 2021: 1,789,429 shares, equivalent to 0.251% ownership.



Mr. DAO THE VINH
| Independent Board Member

- Mr. Dao The Vinh was born in 1972 and graduated with Bachelor' and Master's degrees at Russian State Hydrometeorological University. He is the Founding Shareholder and General Director at Golden Gate Trading Service JSC. Golden Gate was established in 2005 and was a pioneer in applying the restaurant chain model in Vietnam. Golden Gate currently owns 20 brands and 190 multi-style restaurants nationwide and is still expanding.
- From April 2019 to the present, he has been appointed as an independent member of the MWG's BOD. Mr. Vinh does not work for MWG nor owns MWG's shares. According to the BOD resolution dated May 21, 2021, he was appointed to the position of Member of the Audit Committee.
- Number of shares with voting rights at the end of 2021: 0 shares, equivalent to 0% ownership.



Mr. **NGUYEN TIEN TRUNG** | Independent Board Member

- Mr. Nguyen Tien Trung was born in 1959 and graduated with a Master of Business Administration from the Vietnam - Belgium Master of Management Training Program. He held many important positions at Saigon General Services Joint Stock Company (Savico), including Chief Accountant, Director of Product Management and Development Department, Director of Research and Development Department, etc. Currently, he is a BOD member of Song Han Automobile Joint Stock Company - Hyundai Song Han (based in Danang), Head of Supervisory Board of Dana Joint Stock Company (Dana Ford), Vice Chairman of "Mai Am The Gioi Di Dong" Charity Fund.
- From May 2021 to now, he has been appointed as an independent member of the MWG's BOD. Mr. Trung does not work for MWG nor owns MWG's shares. According to the BOD resolution dated May 21, 2021, he was appointed to the Chairman of the Audit Committee.
- Number of shares with voting rights at the end of 2021: 0 shares, equivalent to 0% ownership.



Mr. **DO TIEN SI** | Independent Board Member

- Mr. Do Tien Si was born in 1967 and graduated with a Master of Business Administration from INSEAD University - France and Tsinghua University - China. He is a founding shareholder, General Director and Vice Chairman of Pomina Steel Joint Stock Company. Pomina Steel JSC is currently the largest steel producer in the South of Vietnam.
- From May 2021 to the present, he has been appointed as an independent member of the MWG's BOD. Mr. Si does not work for MWG nor owns MWG's shares.
- Number of shares with voting rights at the end of 2021: 0 shares, equivalent to 0% ownership.

b. COMMITTEES OF THE BOARD OF DIRECTORS

The **Audit Committee** is a committee under the MWG's BOD.



Mr. **NGUYEN TIEN TRUNG**

Chairman of the Audit Committee
since May 2021



Mr. **TRAN HUY THANH TUNG**

Member of Audit Committee
since May 2021



Mr. **DAO THE VINH**

Member of Audit Committee
since May 2021



Mr. **DIEU CHINH HAI TRIEU**

Resigned from the
Audit Committee in May 2021

c. ACTIVITIES OF THE BOARD OF DIRECTORS

MEETINGS OF THE BOD IN 2021:

| No. | Board of Directors member | Position | Number of meetings attended | Attendance rate |
|-----|---------------------------|---------------------------------------|-----------------------------|-----------------|
| 1 | Nguyen Duc Tai | Chairman | 11 | 100% |
| 2 | Tran Kinh Doanh | Member | 11 | 100% |
| 3 | Dieu Chinh Hai Trieu | Member (Resigned on May 15, 2021) | 5 | 45% |
| 4 | Robert Willett | Member | 11 | 100% |
| 5 | Thomas Lanyi | Member | 11 | 100% |
| 6 | Dang Minh Luom | Member | 11 | 100% |
| 7 | Doan Van Hieu Em | Member | 11 | 100% |
| 8 | Dao The Vinh | Member | 11 | 100% |
| 9 | Tran Huy Thanh Tung | Member | 11 | 100% |
| 10 | Nguyen Tien Trung | Member (Appointed on May 15, 2021) | 6 | 55% |
| 11 | Do Tien Si | Member (Appointed on May 15, 2021) | 6 | 55% |

(Independent members: 3/10, Non-executive members: 3/10)

THROUGH REGULAR/IRREGULAR MEETINGS AND OBTAINING SHAREHOLDER VOTES IN THE FORM OF WRITTEN BALLOTS, THE BOD ISSUED THE FOLLOWING RESOLUTIONS/DECISIONS IN 2021:

| No. | Resolution/ Decision No. | Date | Content | Pass rate |
|-----|--------------------------|----------------|---|-----------|
| 1 | 01/NQ/HĐQT-2021 | Jan 12, 2021 | Approval of the adjustment of ESOP list 2019. | 100% |
| 2 | 02/NQ/HĐQT-2021 | Jan 12, 2021 | Approval of the lock-up period for ESOP 2019. | 100% |
| 3 | 03/NQ/HĐQT-2021 | March 8, 2021 | Approval of the employee stock option plan 2020 (ESOP 2020). | 100% |
| 4 | 04/NQ/HĐQT-2021 | March 8, 2021 | Approval of documents to issue ESOP (ESOP 2020). | 100% |
| 5 | 05/NQ/HĐQT-2021 | March 23, 2021 | Approval of convening Annual General Meeting 2021. | 100% |
| 6 | 06/NQ/HĐQT-2021 | Apr 02, 2021 | Approval of the adjustment of ESOP list 2020. | 100% |
| 7 | 07/NQ/HĐQT-2021 | Apr 02, 2021 | Approval of the lock-up period for ESOP 2020. | 100% |
| 8 | 08/NQ/HĐQT-2021 | May 07, 2021 | Approval of the method to participate in Annual General Meeting. | 100% |
| 9 | 09/NQ/HĐQT-2021 | May 21, 2021 | Approval of the selection of an auditing company, appointing the Chairman of the BOD, appointing the Chairman and members of the Audit Committee. | 100% |
| 10 | 10/NQ/HĐQT-2021 | July 02, 2021 | Approval of the 2020 dividends payment. | 100% |
| 11 | 11/NQ/HĐQT-2021 | July 30, 2021 | Approval of change of the number of shares expected to be issued to pay stock dividends. | 100% |
| 12 | 12/NQ/HĐQT-2021 | Aug 14, 2021 | Approval of the change of cash dividend ratio. | 100% |
| 13 | 13NQ/HĐQT-2021 | Nov 03, 2021 | Approval of the restructuring of Subsidiaries and Associates. | 100% |
| 14 | 14/NQ/HĐQT-2021 | Dec 20, 2021 | Approval of the 2022 business plan. | 100% |

OVERALL, THE BOARD OF DIRECTORS SUCCESSFULLY COMPLETED ALL MISSIONS IN 2021 WHICH WERE ASSIGNED BY THE GENERAL MEETING OF SHAREHOLDERS.

d. ACTIVITIES OF INDEPENDENT BOARD MEMBERS

INDEPENDENT BOARD MEMBERS FULLY PARTICIPATED IN ALL MEETINGS WITH THE BOARD OF DIRECTORS AND

WORK CLOSELY with the Board of Directors on issues related to corporate governance.

PROVIDE OBJECTIVE AND STRAIGHTFORWARD COMMENTS on the Board's decisions to improve the quality of governance decisions.

MAKE JUDGMENTS AND ASSESSMENTS on governance risks of the Board of Directors.

INDEPENDENT BOARD MEMBERS ALSO CLOSELY FOLLOWED THE BOARD OF MANAGEMENT'S ACTIVITIES AND THE COMPANY'S BUSINESS OPERATION TO ENHANCE TRANSPARENCY AND FAIRNESS IN GOVERNANCE.



THE BOARD OF DIRECTOR'S PERFORMANCE ASSESSMENT:



The Board of Directors **fully acknowledged** Independent Board members' feedback.



The Board of Directors made significant **changes to improve** the governance decision quality with the feedback.



The Board of Directors ensures the **objectivity, honesty and transparency** in governance corporations.

B | AUDIT COMMITTEE



a. MEMBERS AND STRUCTURE OF THE AUDIT COMMITTEE

Mr. **NGUYEN TIEN TRUNG**

- Chairman of the Audit Committee on May 21st, 2021.
- Owner 0% of MWG's voting shares.

Mr. **TRAN HUY THANH TUNG**

- Member of the Audit Committee on 21/05/2021.
- Owner 0.745% of MWG's voting shares.



Mr. **DAO THE VINH**

- Member of the Audit Committee on 21/05/2021.
- Owner 0% of MWG's voting shares.

Mr. **DIEU CHINH HAI TRIEU**

- Member of the Audit Committee, appointed on 21/05/2021.
- Owner 0.801% of MWG's voting shares.

b. SUMMARY OF AUDIT COMMITTEE MEETINGS

AUDIT COMMITTEE MEETINGS IN 2021

| No. | Members of the Audit Committee | Number of meetings attended | Attendance rate | Voting rate |
|-----|--------------------------------|-----------------------------|-----------------|-------------|
| 1 | Dao The Vinh | 6 | 100% | 100% |
| 2 | Tran Huy Thanh Tung | 6 | 100% | 100% |
| 3 | Nguyen Tien Trung | 5 | 83% | 100% |
| 4 | Dieu Chinh Hai Trieu | 1 | 17% | 100% |

AUDIT COMMITTEE'S SUPERVISION OVER THE BOARD OF DIRECTORS, BOARD OF MANAGEMENT, AND SHAREHOLDERS

THE AUDIT COMMITTEE PARTICIPATES IN THE BOARD OF DIRECTORS' MEETINGS, MONITOR THE IMPLEMENTATION OF GENERAL SHAREHOLDERS MEETING'S RESOLUTIONS, THE ISSUANCE AND IMPLEMENTATION OF OTHER BOARD RESOLUTIONS.

THE AUDIT COMMITTEE HAD NECESSARY RESOURCES AND INFORMATION ACCESS TO:

- Carry out reviews over internal control and risk management systems;
- Supervise the accuracy of the Company's financial statements and official disclosures related to its financial results;
- Monitor and assess the independence and objectivity of the audit firm and the effectiveness of the audit process;
- Oversee to ensure the Company complies with applicable laws, regulatory requirements and other internal regulations.



C. THE AUDIT COMMITTEE'S PERFORMANCE REPORTS, RECOMMENDATIONS, AND CONCLUSIONS

ASSESSMENT RESULTS OVER THE PERFORMANCE OF THE BOARD OF DIRECTORS, GENERAL DIRECTOR, AND OTHER EXECUTIVE STAFFS

237,635,732

NEW SHARES WERE ISSUED

Stock dividends were paid to existing shareholders in September 2021 at **THE PAYMENT RATIO OF 2:1** (each shareholder owning 2 shares on the closing date would receive 1 newly issued share);

Cash dividends were paid to existing shareholders on September 13th, 2021, at **THE PAYMENT RATIO OF 5%** (VND 500/ share);

19,190,970 NEW SHARES WERE ISSUED (equivalent to 2.696% of total outstanding shares at the time of issuance) in March 2022 for the executive board and key management personnel based on combining (i) ESOP 2020 (second tranche) and (ii) ESOP 2021;

Members of the Board of Directors **ATTENDED ALL MEETINGS** under the applicable laws, regulations, and the Company's Charter in 2021;

Board of Directors and Board of Management fully implemented the resolutions adopted by the 2021 Annual General Meeting of Shareholders.

The Board of Directors' resolutions was **ISSUED IN LINE WITH RESPECTIVE AUTHORITY LEVELS AND COMPLIED** with the resolutions of the General Meeting of Shareholders, MWG's Charter and provisions of Vietnamese laws.



ASSESSMENT RESULTS OVER THE COMPANY'S FINANCIAL STATEMENTS, OPERATIONS, AND FINANCIAL POSITION:

- The Audit Committee concurs with the audit firm's opinion on the Company's financial statements for the fiscal year ended December 31st, 2021, issued by Ernst & Young Vietnam Co., Ltd. The financial statement is presented truthfully and reasonably, following Vietnamese accounting standards and applicable laws.
- Overview of audited financial statements (*unit*: VND billion)

| Income Statement | 2021 | 2020 | % Growth |
|----------------------|---------|---------|----------|
| Net revenue | 122,958 | 108,546 | 13.3% |
| Profit before tax | 6,472 | 5,410 | 19.6% |
| Net profit after tax | 4,901 | 3,920 | 25.0% |

| Balance Sheet | December 31, 2021 | January 01, 2021 |
|---|-------------------|------------------|
| Current assets | 51,955 | 37,317 |
| Non-current assets | 11,016 | 8,714 |
| Total assets | 62,971 | 46,031 |
| Current liabilities | 42,593 | 29,423 |
| Long-term liabilities | 0 | 1,127 |
| Liabilities | 42,593 | 30,549 |
| Shareholder Equity | 20,378 | 15,482 |
| Total liabilities & shareholder equity | 62,971 | 46,031 |

ASSESSMENT RESULTS OVER THE COMPANY'S INTERNAL CONTROL AND RISK MANAGEMENT SYSTEMS

• IN 2021 •

NO MATERIAL RISKS related to the Company's business and operations had been reported by the Audit Committee in 2021.

The Company's operations did not incur material loss, waste, and corruption.

- The Audit Committee **MONITORED** the Company's actual operations to enhance its internal control and risk management systems.
- The Audit Committee appreciated the Board of Management and executive staffs **FOLLOWING AND MAKING TIMELY CHANGES** in the system-wide control and risk management.
- All departments **ADOPTED AND THOUGHTFULLY IMPLEMENTED** the recommendations given by the Audit Committee were through specific plans with the supervision of the Audit Committee.
- The coordination between the Audit Committee, Board of Directors, Board of Management, and managers **ALWAYS STRICTLY COMPLIED** with Vietnamese laws, the Company's charter, and other regulations.



ASSESSMENT RESULTS OF THE COORDINATION BETWEEN THE AUDIT COMMITTEE AND THE BOD, BOARD OF MANAGEMENT AND SHAREHOLDERS



The Audit Committee's risk management in 2021 **CONTINUED TO RIGOROUSLY FOLLOW** the Company's business operations;

The Audit Committee **SUPERVISED** the Board of Management's work **AND DIRECTLY DISCUSSED** with the Board of Management over issues related to the Company's business and operation;

The Audit Committee **FULLY PARTICIPATED IN ALL MEETINGS** with the Board of Management and management levels when required to directly assess corporate and departmental risks;

The Audit Committee **FULLY PROVIDED PERIODIC AND IRREGULAR REPORTS** to the Board of Directors on the Company's assessment results, risk reports, updated departmental performance, and issues related to the Company's business operations.



TRANSACTIONS, REMUNERATION AND BENEFITS OF THE BOARD OF DIRECTORS, BOARD OF MANAGEMENT, AND AUDIT COMMITTEE



a. SALARY, BONUS, REMUNERATION, BENEFITS

BOARD OF DIRECTORS

| No. | Board of Directors member | Position | Actual remuneration paid |
|-----|---------------------------|---|--------------------------|
| 1 | Nguyen Duc Tai | Chairman | 0 |
| 2 | Tran Kinh Doanh | Member | 0 |
| 3 | Dieu Chinh Hai Trieu | Member (Resigned on May 15th, 2021) | 0 |
| 4 | Robert Willett | Member | VND 2,089,027,208 |
| 5 | Thomas Lanyi | Member | 0 |
| 6 | Dang Minh Luom | Member | 0 |
| 7 | Doan Van Hieu Em | Member | 0 |
| 8 | Dao The Vinh | Member | 0 |
| 9 | Tran Huy Thanh Tung | Member | 0 |
| 10 | Nguyen Tien Trung | Member (Appointed on May 15th, 2021) | 0 |
| 11 | Do Tien Si | Member (Appointed on May 15th, 2021) | 0 |

AUDIT COMMITTEE

In 2021, all Audit Committee members received no remuneration and the Audit Committee's activities did not incur any operational costs.

BOARD OF MANAGEMENT

Salary and bonus: VND 10,589,500,000

b. SHARE TRANSACTIONS BY INTERNAL SHAREHOLDERS

| No. | Transaction executor | Relationship with internal shareholder | Number of shares owned at the beginning of the period | | Number of shares owned at the end of the period | | Reason for increase/decrease (buying, selling, converting, rewarding...) |
|--------------------------------|--|---|---|------------|---|------------|--|
| | | | Number of shares | Percentage | Number of shares | Percentage | |
| I Nguyen Duc Tai | | | | | | | |
| 1 | Nguyen Duc Tai | | 12,043,298 | 2.657% | 17,064,946 | 2.393% | Stock dividends, Selling |
| 2 | Nguyen Thi Le Thanh | Older sister | 590 | 0.000% | 0 | 0% | Selling |
| 3 | Nguyen Thi Thu Tam | Sister | 179,785 | 0.040% | 269,677 | 0.038% | Stock dividends |
| 4 | Nguyen Thi Thu Thao | Sister | 180,671 | 0.040% | 384,951 | 0.054% | Stock dividends, Buying |
| 5 | Phan Thi Thu Hien | Wife | 1,953,186 | 0.431% | 2,929,779 | 0.411% | Stock dividends |
| 6 | Retail World Investment Consulting Co., Ltd. | An internal shareholder is a capital-contributing member of the company | 51,515,096 | 11.367% | 76,712,644 | 10.758% | Stock dividends, Donating |
| II Dieu Chinh Hai Trieu | | | | | | | |
| 1 | Dieu Chinh Hai Trieu | | 3,810,013 | 0.841% | 5,715,019 | 0.801% | Stock dividends |
| 2 | Nguyen Xuan Doai | Wife | 2,439,018 | 0.538% | 3,658,527 | 0.513% | Stock dividends |
| III Tran Kinh Doanh | | | | | | | |
| 1 | Tran Kinh Doanh | | 4,706,520 | 1.038% | 7,728,080 | 1.084% | Stock dividends, Buying |
| 2 | Pham Van Khoi | Brother in law | 6,400 | 0.001% | 0 | 0% | Selling |
| IV Dang Minh Luom | | | | | | | |
| 1 | Dang Minh Luom | | 995,200 | 0.220% | 1,709,490 | 0.240% | Stock dividends, Buying |
| V Robert Alan Willett | | | | | | | |
| 1 | Robert Alan Willett | | 2,666,808 | 0.588% | 4,000,212 | 0.561% | Stock dividends |
| VI Doan Van Hieu Em | | | | | | | |
| 1 | Doan Van Hieu Em | | 558,200 | 0.123% | 1,789,429 | 0.251% | Stock dividends, Buying |
| VI Tran Huy Thanh Tung | | | | | | | |
| 1 | Tran Huy Thanh Tung | | 3,543,515 | 0.782% | 5,315,272 | 0.745% | Stock dividends, Selling |
| 2 | Nguyen Thi Thu Huong | Wife | 2,241,154 | 0.495% | 3,361,731 | 0.471% | Stock dividends, Selling |
| 3 | Tran Huy Dong | Brother | 31,788 | 0.007% | 76,087 | 0.011% | Stock dividends, Buying |
| 4 | Tran Huy Thanh Dai | Brother | 77,855 | 0.017% | 102,562 | 0.014% | Stock dividends, Selling |

| No. | Transaction executor | Relationship with internal shareholder | Number of shares owned at the beginning of the period | | Number of shares owned at the end of the period | | Reason for increase/decrease (buying, selling, converting, rewarding...) |
|-------------|--|---|---|------------|---|------------|--|
| | | | Number of shares | Percentage | Number of shares | Percentage | |
| 5 | Tran Huy Investment Consulting Co., Ltd. | An internal shareholder is a capital-contributing member of the company | 10,818,173 | 2.387% | 16,134,759 | 2,263% | Stock dividends, Donating |
| VIII | Vu Dang Linh | | | | | | |
| 1 | Vu Dang Linh | | 386,144 | 0.085% | 606,841 | 0.085% | Stock dividends, Buying |
| 2 | Nguyen Thi Hong Hanh | Wife | 48,771 | 0.011% | 37,366 | 0.005% | Stock dividends, Selling |
| IX | Ly Tran Kim Ngan | | | | | | |
| 1 | Ly Tran Kim Ngan | | 231,176 | 0.051% | 464,994 | 0.065% | Stock dividends, Buying |
| X | Le Thi Thu Trang | | | | | | |
| 1 | Le Thi Thu Trang | | 45,000 | 0.010% | 162,660 | 0.023% | Stock dividends, Buying |
| 2 | Trinh Quang Khai | Husband | 0 | 0% | 80,720 | 0.011% | Stock dividends, Buying |

c. CONTRACTS OR TRANSACTIONS WITH INTERNAL SHAREHOLDERS

| No. | Name of the organization/ individual | Relationship with the Company | Time of transaction | Transaction |
|-----|--------------------------------------|-------------------------------|---------------------|--|
| 1 | Nguyen Duc Tai | BOD Member | 2021 | <ul style="list-style-type: none"> a. Purchased 10 newly issued shares of Conscientious Installation - Repair - Maintenance Service Joint Stock Company with the price of VND 10.000/share. b. Purchased 10 newly issued shares of 4KFarm Joint Stock Company with the price of VND 10.000/share. c. Purchased 10 newly issued shares Fully Trusted Logistics Joint Stock Company with the price of VND 10.000/share. |

| No. | Name of the organization/ individual | Relationship with the Company | Time of transaction | Transaction |
|-----|---|-------------------------------------|------------------------|--|
| | | | | <p>d. Purchased 10 shares of An Khang Retail Joint Stock Company, its affiliate, from existing shareholders.</p> <p>► Purpose: Ensure the required number of shareholders for subsidiaries or affiliates to be entitled as joint-stock companies.</p> |
| 2 | Robert Alan Willett | BOD member | 2021 | Remuneration: VND 2,089,027,208 |
| 3 | The Gioi Di Dong Joint Stock Company | Subsidiary | 2021 | Dividend: VND 3,398,116,290,941 Lending: VND 2,752,800,000,000 Capital contribution: VND 799,556,780,000 Interest income: VND 296,598,573,056 Arrangement fees: VND 17,105,841,670 |
| 4 | Bach Hoa Xanh Trading Joint Stock Company | Subsidiary | 2021 | Capital contribution: VND 3,198,463,970,000 Advance: VND 696,000,000,000 |
| 5 | An Khang Retail Joint Stock Company | Subsidiary | 2021 | Lending: VND 133,400,000,000 Interest income: VND 5,880,131,506 |
| 6 | The Gioi Di Dong Information Technology Limited Company | Subsidiary | 2021 | Interest income: VND 4,660,126,028 |
| 7 | 4K Farm Joint Stock Company | Subsidiary | 2021 | Capital contribution: VND 99,998,900,000 |
| 8 | Fully Trusted Logistics Joint Stock Company | Subsidiary | 2021 | Capital contribution: VND 5,000,000,000 |

d. EVALUATION OF THE IMPLEMENTATION OF REGULATIONS ON CORPORATE GOVERNANCE

In general, MWG fully implemented the regulations on corporate governance in accordance with the applicable laws, MWG's Charter, and Internal Management Regulations, which are mentioned as follows:

ISSUES RELATED TO THE BOD:

The BOD **HELD MEETINGS AT LEAST ONCE A QUARTER** and each member attended at least 3/4 meetings during the year.

THE CHAIRMAN OF THE BOD DID NOT CONCURRENTLY HOLD THE POSITION of General Director. The BOD ensured the minimum percentage of non-executive and independent members.

The structure of the BOD was **DIVERSIFIED** among members with professional knowledge and experience in laws, finance, and different business segments of the company.

The BOD **APPOINTED PERSONNEL** to be in charge of corporate governance according to regulations.

Resolutions of the BOD were **PUBLICLY ANNOUNCED** on MWG's investor relations website in Vietnamese and English.

THE AUDIT COMMITTEE UNDER THE BOD WAS ESTABLISHED. The Chairman of the Audit Committee had professional knowledge and extensive experience in accounting and finance.



The BOD **IDENTIFIED A SUSTAINABLE DEVELOPMENT STRATEGY AND APPOINTED PERSONNEL RESPONSIBLE FOR SUSTAINABLE DEVELOPMENT ACTIVITIES.** The BOD disclosed information on sustainable development and made efforts to implement long-term sustainable development plans to continuously improve the effectiveness of such activities and meet the standards of best practices on sustainable development.

ISSUES RELATED TO ORGANIZING THE GENERAL MEETING OF SHAREHOLDERS



Organizing the General Meeting of Shareholders on time and ensuring pandemic prevention measures as required by the Government.

Applying an IT solution that allowed shareholders to attend the meeting and conduct remote voting safely and securely.

Publicly disclosing candidates' resumes for the BOD, Supervisory Board and Audit Committee for shareholders' reference.

Minutes of the Annual General Meeting of Shareholders recorded details of the shareholders' queries and MWG's top management responses.

Drafting and publishing full documents of the Annual General Meeting of Shareholders in Vietnamese and English.

Providing guidelines for shareholders to comment on issues discussed at the General Meeting of Shareholders, attend and speak at the virtual General Meeting of Shareholders, and vote remotely via a website.

For each issue that needed to be consulted by the General Meeting of Shareholders, the voting results - including the number of votes for, against, and blank votes - were publicly announced at the meeting.

Dividends were fully paid to shareholders within 06 months after the Annual General Meeting of Shareholders.

SOME OF THE ISSUES, WHICH MWG HAS NOT BEEN ABLE TO IMPLEMENT OR HAS IMPLEMENTED BUT HAS NOT MET THE BEST PRACTICES, SHALL BE EXAMINED AND OVERCOME, SUCH AS:

- Gender equality in the BOD has not been ensured.
- No Human Resources Committee and Remuneration Committee under the BOD.
- The Sustainable Development Report did not meet the standards of GRI, Integrated Reporting, SASB, etc.

THANK YOU

