

# REPORT FROM BOARD OF DIRECTORS

Dear General Meeting of Shareholders!

In 2022, Vietnam's seafood industry achieved a remarkable milestone. By the end of November 2022, as per VASEP data, the country's seafood exports soared to an impressive \$10 billion, after two decades of active participation in the global market. This represents a 25% surge compared to 2021, setting an unprecedented record for Vietnam's seafood industry. Along with that context, our Group's performance in 2022 showcased impressive figures. Revenue reached VND 16,425 billion, while profit after tax soared to VND 838.67 billion. These results reflect a remarkable growth of 21% and 28% respectively, surpassing the achievements of the preceding year. Although the Company fell short of its initial targets, these positive outcomes stand as a testament to the dedication of the entire Board of Directors, officers, and employees. The outcomes serve as a resounding motivation for the Group to persistently strive for further development.

## 1. Activities of BOD

- In 2022, the BOD convened quarterly meetings, wherein the attendees comprised BOD, Board of Managers (BOM), Supervisory Board, Chief Accountants, and key officials of the Group. These meetings served as a platform for the BOD to execute strategic directives, outline plans, and provide comprehensive updates on the Group's ongoing projects, while also emphasizing their progress and urging their continued advancement.

- Furthermore, the BOD took the responsibility of directing and overseeing the activities of the BOM in the following areas:

- + Providing guidance for the execution of initiatives to augment share capital through owner's equity.
- + Exercising supervision and offering directives regarding information disclosure to ensure adherence to legal requirements while prioritizing transparency and timeliness.
- + Presiding over and effectively organizing the Annual General Meeting of Shareholders in 2022.
- + Conducting regular assessments and evaluations of business plans and economic objectives to promptly provide guidance for enhancing production and operational efficiency.

No	BOD members	Position	Date of starting/resigning as a member of BOD	Number of meetings attended	Meeting attendance rate
1	Mrs. Chu Thị Bình	Chairwoman		04	100%
2	Mr. Lê Văn Quang	Member		04	100%
3	Mr. Lê Văn Điệp	Member		04	100%
4	Mr. Bùi Anh Dũng	Member		04	100%
5	Mr. Nguyễn Nhân Nghĩa	Member		04	100%
6	Mr. Phan Thanh Lộc	Member		04	100%
7	Mrs. Hồ Thu Lê	Member		04	100%
8	Mr. Tsukahara Keiichi	Member	Resigned on 24/06/2022	02	50%
9	Mr. Nagoya Yutaka	Member	Resigned on 24/06/2022	02	50%

10	Mr. Sasaki Takahiro	Member	Started on 24/06/2022	02	50%
11	Mr. Hamaya Harutoshi	Member	Started on 24/06/2022	02	50%

## 2. Remuneration for the BOD and Supervisory Board in 2022.

The payment of remuneration to the BOD and the Supervisory Board adheres to the Resolution endorsed during the Annual General Meeting of Shareholders in 2022. The specifics are as follows:

- BOD remuneration: non-concurrent BOD members (independent members) receive a remuneration of VND 25,000,000/person/month, while concurrent BOD members receive a remuneration of 12,500,000 VND/person/month (equivalent to 50% of the compensation for independent members).
- Supervisory Board remuneration: Non-concurrent members of the Supervisory Board receive a remuneration of VND 20,000,000/person/month, while concurrent members of the Supervisory Board receive a remuneration of 4,000,000 VND/person/month (equal to 20% of non-concurrent members).

The total expenditure for remuneration, bonuses, and welfare in 2022, allocated to the BOD and Supervisory Board, amounted to VND 2,607,461,538 (*two billion, six hundred and seven million, four hundred and sixty-one thousand, five hundred and thirty-eight Vietnamese dong*).

No	Content	Amount (VND)
1	BOD	2.463.461.538
2	Supervisory Board	144.000.000
	<b>TOTAL</b>	<b>2.607.461.538</b>

## 3. Evaluation of the BOD on the activities of the BOM

The BOD diligently carried out its supervisory responsibilities towards the BOM in strict adherence to the Charter and internal regulations governing corporate governance. As a whole, the BOM comprehended the BOD's strategic vision and strived to accomplish the outlined objectives.

Overall assessment of the BOM's performance in the Group's production and business activities:

- The BOM consistently demonstrated prompt recognition of the BOD's orientation and direction, ensuring efficient implementation across the entire Group.
- Drawing upon the operational orientation set forth by the BOD, encompassing crucial strategic objectives and assigned business targets for member companies across the Group, the BOM has devised and executed tailored missions for each period, guiding every department within the organization to fulfill their respective roles.
- During regular BOD meetings, the CEO has provided comprehensive reports on the company's production and business status, notable activities, strategies for fostering growth, business plans, and other topics requested by the BOD.
- The BOM has executed production and business operations in alignment with the resolutions of the General Meeting of Shareholders, the directives of the Board of Directors, and in adherence to the enterprise's Charter and legal regulations.

## 4. Evaluation of the BOD on Company's activities in 2022

- **Regarding production and business outcomes:** the Group achieved remarkable figures in 2022. Revenue reached VND 16,425 billion, while profit after tax reached VND 838.67 billion, representing a growth of 21% and 28% respectively compared to 2021. Although the results did not fully meet the Company's anticipated targets, they reflect the collective endeavors of the entire BOM, officers, and

employees. These positive outcomes also serve as motivation for the Group to persistently pursue sustainable development.

- **Regarding investment endeavors:** During the year, the Group continued to direct and complete three significant projects across its subsidiaries. These projects include the establishment of a new breaded factory for Minh Phu Hau Giang Company, the construction of a new processing facility by Minh Phat Company, and the implementation of the Seawater Pipeline Project in Kien Giang by Minh Phu Hi-Tech Aquaculture Company. The primary objective behind these investments is to expand production capacity and enhance the overall quality of each Minh Phu product available in the market.

- **Regarding dividend payment and share issuance,** the BOD has granted approval to ensure compliance with the resolutions adopted during the 2022 Annual General Meeting of Shareholders. Specifically, October 21, 2022, has been designated as the final registration date for the Company to disburse cash dividends at a rate of 23% (equivalent to 2,300 VND per share) and issue additional shares to increase capital from owner equity at a ratio of 1:1 (wherein shareholders owning 1 share will receive 1 new share).

- **Regarding environmental and social activities:** environmental and social responsibility is one of the important goals in the Company's development policy. Therefore, the Company always monitors and strictly adheres to the policies related to the environment and social security set forth by the law, and at the same time maintains good volunteering activities to support and assist the disadvantaged local communities.

## 5. Orientation of the BOD in 2023

The global economy witnessed a robust recovery in 2022; however, inflation, conflicts, energy supply shortages, and elevated interest rates have once again eroded the hard-earned economic gains. In solidarity with the nation's economic recovery and the fortification of Minh Phu, our company is advancing the shrimp value chain towards a circular and green economy, facilitated by a digital platform. Minh Phu has embarked on digitizing the shrimp value chain to enhance efficiency and enable traceability from hatcheries to farms, processing plants, distribution systems, and ultimately to consumers. Simultaneously, to bolster competitiveness in the international market, the Group has set a strategic objective of attaining price parity with India for Vietnamese raw shrimp by 2030 and with Ecuador by 2035. To accomplish this, the Group has devised specific solutions, including:

- 1) Domesticating and enhancing the genetic quality of black tiger and vannamei broodstock to cultivate shrimp post larvae with robust disease resistance and excellent adaptability to Vietnam's weather, climate, and environmental conditions.
- 2) Developing high-quality shrimp post larvae with disease resistance and suitability for Vietnam's climate and environment, so as to elevate the success rate of the country's shrimp farming industry to surpass 60% by 2030 and exceed 80% by 2035.
- 3) Developing and refining appropriate models for cultivating various shrimp species, including mangrove black tiger shrimp, extensive black tiger shrimp, semi-intensive black tiger shrimp, black tiger rice shrimp, intensive vannamei shrimp, and high-tech super-intensive vannamei shrimp. These models will be tailored to suit the specific requirements of each region while maintaining a low production cost comparable to that of India by 2030 and Ecuador by 2035.

As we step into 2023, the global and Vietnamese economic outlooks may not yet be fully optimistic. However, driven by a clear vision, unwavering determination, and the collective commitment of all Minh Phu employees, I firmly believe that the Group will progressively realize its set objectives. Our efforts will propel Minh Phu shrimp to reach new heights and firmly establish its value in the international market.

We extend our heartfelt wishes to our esteemed shareholders for robust health, resounding success, and abundant happiness.

**On behalf of the Board of Directors**  
**Lê Văn Quang**