

COMPANY GOVERNANCE REPORT

Year 2024

Dear:

- State Securities Commission;
- Hanoi Stock Exchange.

- Company Name: Petro Vietnam Phuoc An Port Investment & Operation Joint Stock Company

- Head Office Address: Phuoc An Port Logistics Area, Ba Truong Hamlet, Phuoc An Commune, Nhon Trach District, Dong Nai Province

- Telephone: 02513 685 588 Fax: 02513 685 599

- Email: phuocanport@pap.vn Website: www.pap.vn

- Charter Capital: 2.320.000.000.000 VND

- Stock Code: PAP

- Governance Model: General Meeting of Shareholders, Board of Directors, Supervisory Board, and General Director

I. Activities of the General Meeting of Shareholders

Information on meetings and resolutions/decisions of the General Meeting of Shareholders (including those passed by written consultation):

No.	Resolution/Decision No.	Date	Content
1	54/NQ-PAP	28/06/2024	Annual General Meeting Resolution 2024
2	55/NQ-PAP	28/06/2024	Approval of Adjusted Total Investment for Phase 1 of the Phuoc An Port Construction Project
3	84/NQ-PAP	23/09/2024	Approval of Adjustments to Capital Use Plan from VND 2,000 billion to VND 2,320 billion

II. Board of Directors

1. Information on Members of the Board of Directors

- Board of Directors Term 2019 - 2024:

No.	Member Name	Position	Start/End Date as Member of Board	
			Appointment Date	Dismissal Date
1	Mr. Nguyen Thanh Dat	Chairman	25/11/2021	
2	Mr. Truong Hoang Hai	Member	23/06/2023	
3	Mr. Dao Minh Tung	Member	26/04/2019	
4	Mr. Hoang Sy Quyet	Member	26/04/2019	
5	Mr. Nguyen Hong Son	Member	26/04/2019	
6	Mr. Nguyen Thai Phuc	Member	25/11/2021	
7	Mr. Tran Nhan Tam	Member	10/05/2022	

The 2019-2024 term of the Company's Board of Directors concluded after the 2024 Annual General Meeting of Shareholders, during which the new Board of Directors for the 2024-2029 term was elected. At the 2024 Annual General Meeting of Shareholders held on June 28, 2024, the members of the Board of Directors for the 2024-2029 term were elected as follows:

No.	Member Name	Position	Start/End Date as Member of Board	
			Appointment Date	Dismissal Date
1	Mr. Nguyen Thanh Dat	Chairman	28/06/2024	
2	Mr. Truong Hoang Hai	Member	28/06/2024	
3	Mr. Dao Minh Tung	Member	28/06/2024	
4	Mr. Hoang Sy Quyet	Member	28/06/2024	
5	Mr. Nguyen Hong Son	Member	28/06/2024	
6	Mr. Nguyen Thai Phuc	Member	28/06/2024	
7	Mr. Tran Nhan Tam	Member	28/06/2024	

2. Meetings of the Board of Directors in 2024

No.	Member Name	Position	Meetings Attended	Meetings Attended	Reason for Non-Attendance
1	Mr. Nguyen Thanh Dat	Chairman	23	100%	
2	Mr. Truong Hoang Hai	Member	23	100%	
3	Mr. Dao Minh Tung	Member	23	100%	
4	Mr. Hoang Sy Quyet	Member	23	100%	
5	Mr. Nguyen Hong Son	Member	23	100%	
6	Mr. Nguyen Thai Phuc	Member	23	100%	
7	Mr. Tran Nhan Tam	Member	23	100%	

** The meetings included regular, extraordinary, and written consultations*

3. Supervisory Activities of the Board of Directors

The Board of Directors diligently supervised the Chairman and General Directors in implementing resolutions/decisions of the General Meeting of Shareholders and operational management. The Chairman and General Directors adhered to their responsibilities as per the company's Charter and regulations.

4. Activities of Subcommittees under the Board of Directors

The Secretary of the Board of Directors acts as a link between the Board and the Executive Team, helping to prepare documents and materials for Board meetings and the company's Annual General Meeting.

5. Resolutions/Decisions of the Board in 2024

No.	Resolution/Decision No.	Date	Content	Approval Rate
1	03/QĐ-PAP	12/01/2024	Add a bidding package for the supply and installation of street sweepers to the Phase 1 Contractor Selection Plan for the Phuoc An Port Project	85,71%
2	06/NQ-PAP	19/01/2024	Revoke Resolution No. 57/NQ-PAP dated 02/08/2023	80%
3	09/NQ - PAP	24/01/2024	Implement a private share offering plan and related matters	80%

No.	Resolution/Decision No.	Date	Content	Approval Rate
4	10/NQ - PAP	24/01/2024	Approve adjusted construction drawing designs for Phase 1 of the Phuoc An Port Construction Project	85,71%
5	13/NQ-PAP	20/03/2024	Approve the content for the Board meeting on March 20, 2024	100%
6	14/NQ-PAP	20/03/2024	Approve the extension of the timeline for holding the 2024 Annual General Meeting of Shareholders	100%
7	15/NQ-PAP	20/03/2024	Approve the registration documents for private share offerings	80%
8	18/NQ - PAP	01/04/2024	Issue the organizational chart and define the functions and responsibilities of company departments	100%
9	19/NQ - PAP	01/04/2024	Issue the company's salary and bonus regulations	100%
10	20/NQ - PAP	01/04/2024	Add the company logo	100%
11	23/NQ - PAP	11/04/2024	Approve the time, location, and agenda for the 2024 Annual General Meeting of Shareholders	100%
12	30/NQ - PAP	15/05/2024	Adjust the capital use plan for the increase in charter capital from 1,500 billion VND to 2,000 billion VND	80%
13	33/NQ - PAP	23/05/2024	Approve the contractor selection results and draft contract for procurement package	85,71%
14	46/NQ - PAP	27/06/2024	Adjust the capital use plan for the increase in charter capital from 1,500 billion VND to 2,000 billion VND	80%
15	52/NQ - PAP	28/06/2024	Elect the Chairman of the Board of Directors for the 2024–2029 term	100%
16	62/NQ - PAP	01/07/2024	Continue implementing the private share offering plan to increase	80%

No.	Resolution/Decision No.	Date	Content	Approval Rate
			charter capital from 2,000 billion VND to 2,380 billion VND	
17	65/NQ-PAP	14/07/2024	Approve the distribution of privately offered shares to increase charter capital from 2,000 billion VND to 2,380 billion VND	80%
18	68/NQ-PAP	18/07/2024	Implement Resolution No. 55/NQ-PAP dated 28/06/2024 of the 2024 Annual General Meeting of Shareholders	80%
19	71/NQ - PAP	23/07/2024	Approve the results of the company's private share offering.	85,71%
20	72/NQ - PAP	29/07/2024	Issuance of the Charter of Petro Vietnam Phuoc An Port Investment & Operation Joint Stock Company	85,71%
21	72/NQ - PAP	30/07/2024	Adjust the capital use plan for the increase in charter capital from 2,000 billion VND to 2,320 billion VND	85,71%
22	78/NQ - PAP	22/08/2024	Approve the collection of shareholders' opinions in writing on matters under the authority of the General Meeting of Shareholders	85,71%
23	86/NQ - PAP	23/09/2024	Approve the detailed use of funds from the capital increase from 2,000 billion VND to 2,320 billion VND	85,71%
24	87/NQ - PAP	23/09/2024	Adjust and supplement procurement packages in the Contractor Selection Plan for Phase 1 of the Phuoc An Port Construction Project.	85,71%
25	90/QĐ - PAP	01/10/2024	Appointment of the Deputy General Director of Petro Vietnam Phuoc An Port Investment & Operation Joint Stock Company	100%
26	95/NQ - PAP	04/11/2024	Approve the list of standards and regulations for surveying, designing, constructing, and	85,71%

No.	Resolution/Decision No.	Date	Content	Approval Rate
			inspecting Phase 2 of the Phuoc An Port Construction Project	
27	96/NQ - PAP	04/11/2024	Adjust the capital use plan for the increase in charter capital from 1,500 billion VND to 2,000 billion VND	85,71%
28	99/NQ - PAP	06/12/2024	Approve the 2024 performance report and the company's future directions	100%
29	100/NQ - PAP	06/12/2024	Approve the master agreement for leasing tractors and semi-trailers for the company's business needs	100%
30	104/NQ - PAP	10/12/2024	Approve investment in Phase 2 of the Phuoc An Port Construction Project	85,71%
31	107/NQ - PAP	30/12/2024	Approve short-term loans for operations in Phase 1 of the Phuoc An Port Construction Project	85,71%
32	108/NQ - PAP	30/12/2024	Issue the company's salary and bonus regulations	100%
33	109/NQ - PAP	30/12/2024	Issue the company's employee regulations	100%
34	110/NQ - PAP	30/12/2024	Approve the unit price for renting infrastructure at the Phuoc An Industrial Zone	100%

III. Supervisory Board in 2024

1. Information on Supervisory Board Members in 2024

- Supervisory Board for the 2019-2024 term:

No.	Supervisory Board Member	Position	Start Date as Supervisory Board Member	Qualification
1	Bui Huu Giang	Head of Supervisory Board	26/04/2019	Finance and Accounting
2	Dao Duc Manh	Member	25/11/2019	Marine Engineering
3	Tran Thi Lam Giang	Member	23/06/2024	Business English

The 2019-2024 term of the company's Supervisory Board will end after the 2024 Annual General Meeting of Shareholders (AGM) and the election of new Supervisory Board members for the 2024-2029 term. During the 2024 AGM held on 28/06/2024, the Supervisory Board members for the 2024-2029 term were re-elected as follows:

No.	Supervisory Board Member	Position	Start Date as Supervisory Board Member	Qualification
1	Bui Huu Giang	Head of Supervisory Board	28/06/2024	Finance and Accounting
2	Dao Duc Manh	Member	28/06/2024	Marine Engineering
3	Tran Thi Lam Giang	Member	28/06/2024	Business English

2. Meetings of the Supervisory Board in 2024

No.	Supervisory Board Member	Number of Meetings Attended	Attendance Rate	Voting Rate	Reason for Non-Attendance
1	Bui Huu Giang	05	100%	100%	
2	Dao Duc Manh	05	100%	100%	
3	Tran Thi Lam Giang	05	100%	100%	

3. Supervisory Activities of the Supervisory Board Towards the Board of Directors, Management, and Shareholders:

Quarterly, the Supervisory Board provides monitoring and evaluation reports on the Board of Directors, General Director, and shareholders.

4. Coordination Between the Supervisory Board and the Board of Directors, Management, and Other Managers: Operations are normal.

5. Other Activities of the Supervisory Board: None.

IV. Executive Board

No.	Executive Board Member	Date of Birth	Qualification	Appointment/Dismissal Date
1	Mr. Truong Hoang Hai	08/01/1982	Civil Engineering	26/10/2022
2	Mr. Dao Minh Tung	02/10/1974	Bachelor of Accounting, Master of Business Administration	20/10/2017
3	Mr. Nguyen Huu Thang	04/12/1971	Corporate Management	01/10/2024

V. Chief Accountant

Full Name	Date of Birth	Qualification	Appointment Date
Nguyen Duy Hoa	24/07/1988	Bachelor of Accounting	30/06/2023

VI. Corporate Governance Training: None

VII. Related Parties and Transactions Involving Related Parties

1. List of Related Parties: None

2. Transactions Between the Company and Its Related Parties, or Between the Company and Major Shareholders, Insiders, and Their Related Persons:

- The construction of Phase 1 of Phuoc An Port and the landfilling of the Logistics Service Area were carried out with Tuan Loc Construction Investment Joint Stock Company, the ultimate parent company of a shareholder, under contracts approved in 2022 by AGM Resolution No. 202/NQ-PAP dated 10/05/2022 and BOD Resolutions No. 247/NQ-PAP dated 17/05/2022 and No. 504/NQ-PAP dated 11/06/2022.

- Framework agreement for renting tractor trucks and semi-trailers to serve business needs with Nhon Trach 6A Industrial Zone Investment and Construction One-Member Limited Liability Company, a 100%-owned subsidiary of Hoanh Son One-Member Limited Liability Company.

3. Transactions Between Insiders of the Company or Related Persons of Insiders with Subsidiaries or Entities Controlled by the Company: None

4. Transactions Between the Company and Other Parties: None.

4.1. Transactions Between the Company and Entities Where Members of the Board of Directors, Supervisory Board, General Director, or Other Managers Are Founders or Have Been Members of the Board of Directors or General Director Within the Last Three Years (as of the Reporting Date): None.

4.2. Transactions Between the Company and Entities Where Related Persons of Members of the Board of Directors, Supervisory Board, General Director, or Other Managers Are Members of the Board of Directors or General Director: None.

4.3. Other Transactions That Could Provide Material or Non-Material Benefits to Members of the Board of Directors, Supervisory Board, General Director, or Other Managers: None.

VIII. Share Transactions by Insiders and Related Persons of Insiders

1. List of Insiders and Related Persons of Insiders: As per the attached list.

2. Transactions of Insiders and Related Persons with the Company's Shares: None.

IX. Other Noteworthy Issues: None

Sincerely./.

Recipients:

- As stated above;
- PAP Website;
- Archive: VT/HĐQT.

**ON BEHALF OF THE BOARD OF
DIRECTORS
CHAIRMAN**



NGUYEN THANH DAT

LIST OF INSIDERS AND RELATED PERSONS OF THE COMPANY

(Attached to Governance Report No: 41/PAP - TCHC, 10 January 2025)

No	Name of Internal Person and Related Person	Securities Trading Account (if any)	Position	Identification Card/ID Number CCCD	Contact Address	Number of Shares Owned at the End of the Period (if any)	Shareholding Percentage at the End of the Period (if any)	Notes
1	Nguyen Thanh Dat		Chairman of the Board of Directors			0	0%	
	Ngueyn Van Dau					0	0%	Father
	Tran Thi Luyen					0	0%	Mother
	Nguyen Thanh Ha					0	0%	Wife
	Nguyen Bao Minh					0	0%	Child
	Nguyen Bao Long					0	0%	Child
	Nguyen Thi Thuy Duong					0	0%	Older sister
	Nguyen Thi My Dung					0	0%	Older sister
	Nguyen Thi Viet Ha					0	0%	Older sister
	Nguyen Thi Hong Hanh					0	0%	Older sister
	Nguyen Thi Thu Hien					0	0%	Older sister
	Nguyen Thi Thuy Hang					0	0%	Older sister
	Nguyen Minh Khuong					0	0%	Father-in-law
	Luc Huyen Thanh					0	0%	Mother-in-law
	Ha Minh Huan					0	0%	Brother-in-law
	La Truong Chinh					0	0%	Brother-in-law
	Nguyen Van Hiep					0	0%	Brother-in-law
	Kou Wei Chang					0	0%	Brother-in-law
	Adam Richard Filipovic					0	0%	Brother-in-law



No	Name of Internal Person and Related Person	Securities Trading Account (if any)	Position	Identification Card/ID Number CCCD	Contact Address	Number of Shares Owned at the End of the Period (if any)	Shareholding Percentage at the End of the Period (if any)	Notes
	Nguyen Cong Toai					0	0%	Brother-in-law
	Nhon Trach 6A Investment Construction Industrial Zone Company Limited					0	0%	Chairman/ General Director
	Phuoc Binh Investment Company Limited					0	0%	Chairman of the Members' Council
	Tin Nghia - Phuong Dong Industrial Park Joint Stock Company					0	0%	Chairman of the Board of Directors
	Tin Nghia Corporation					0	0%	Member of the Board of Directors
2	Truong Hoang Hai		Member of the Board of Directors/ General Director			0	0%	
	Nguyen Thi Ngoc Dang					0	0%	Wife
	Truong Hoai Nam					0	0%	Son
	Truong Quy Lam					0	0%	Son
	Truong Dang Khoa					0	0%	Father
	Ha Thi Thuan					0	0%	Mother
	Nguyen Van Loi					0	0%	Father-in-law
	Mai Thi Bong					0	0%	Mother-in-law
	Tuan Loc Water Resources Investment Joint Stock Company					0	0%	General Director/ Legal Representative
3	Dao Minh Tung		Member of the Board of Directors/ Deputy General			0	0%	
	Dao Binh Thinh					0	0%	Father
	Vu Thi Mien					0	0%	Mother

No	Name of Internal Person and Related Person	Securities Trading Account (if any)	Position	Identification Card/ID Number CCCD	Contact Address	Number of Shares Owned at the End of the Period (if any)	Shareholding Percentage at the End of the Period (if any)	Notes
	Dang Thi Hong Sang					0	0%	Wife
	Dao Dang Thuy Duong					0	0%	Daughter
	Dao Dang Thuy Linh					0	0%	Daughter
	Dao Dang Thuy Van					0	0%	Daughter
	Dao Trong Ton					0	0%	Older brother
	Dao Thi Yen					0	0%	Older sister
	Dao Thi Oanh					0	0%	Older sister
	Dao Thi Thuy					0	0,0%	Younger sister
	Vietnam Oil and Gas Group					35.000.000	15,1%	Capital Contribution
4	Hoang Sy Quyet		Member of the Board of Directors			80.700	0,03%	
	Hoang Van Que					0	0%	Father
	Dang Thi Hue					0	0%	Mother
	Mai Thi Bich Phuong					0	0%	Wife
	Hoang Phuong Thao					0	0%	Daughter
	Hoang Dang Quang					0	0%	Son
	Hoang Quoc Quan					0	0%	Younger brother
	Truong Nu Dieu Hang					0	0%	Sister-in-law
	Sonadezi Giang Dien Shareholding Company					0	0%	Member of the Board of Directors/ General
5	Ngueyn Hong Son		Member of the Board of Directors			0	0%	

No	Name of Internal Person and Related Person	Securities Trading Account (if any)	Position	Identification Card/ID Number CCCD	Contact Address	Number of Shares Owned at the End of the Period (if any)	Shareholding Percentage at the End of the Period (if any)	Notes
	Hoang Thi Soa					0	0%	Wife
	Nguyen Dinh Ba					0	0%	Father
	Phan Thi Hoa					0	0%	Mother
	Hoang Van Phien					0	0%	Father-in-law
	Nguyen Thi Hong					0	0%	Mother-in-law
	Nguyen Phan Khanh					0	0%	Younger brother
	Nguyen Dang Phuc					0	0%	Son
	Nguyen Dinh Dung					0	0%	Son
	Nguyen An Nhien					0	0%	Daughter
	Nghe Tinh Port Joint Stock Company					0	0%	Member of the Board of Directors
	Hoanh Son One Member Limited Company					40.197.900	17%	Chairman of the Members' Council
6	Nguyen Thai Phuc					0	0%	
	Nguyen Van Trang					0	0%	Father
	Bui Thi Tuat					0	0%	Mother
	Nguyen Quang Huy					0	0%	Older brother
	Nguyen Huong Lan					0	0%	Older sister
	Pham Minh Tam					0	0%	Wife
	Nguyen Phuc Khanh					0	0%	Son
	Nguyen Phuc Vinh					0	0%	Son
7	Tran Nhan Tam		Member of the Board of Directors			5.208.384	2,24%	

No	Name of Internal Person and Related Person	Securities Trading Account (if any)	Position	Identification Card/ID Number CCCD	Contact Address	Number of Shares Owned at the End of the Period (if any)	Shareholding Percentage at the End of the Period (if any)	Notes
	Tran Thi Van Khanh					0	0%	Wife
	Tran Thi Hien Luong					0	0%	Daughter
	Tran Dai Quang					0	0%	Son
	Tran Thi Xinh					0	0%	Dauther
	Tran Thi Lieu					0	0%	Older sister
	Tran Thi Dao					0	0%	Older sister
	Tran Quang Tao					0	0%	Older sister
	Tran Quang Vinh					0	0%	Older brother
	Tran Duc Mao					0	0%	Older brother
	Tran Trong Hao					0	0%	Older brother
	Nguyen Duy Ky					0	0%	Older brother
	Hoang Thi Mau					0	0%	Sister-in-law
8	Nguyen Huu Thang					0	0%	
	Tran Thi Thanh Thuy					0	0%	Wife
	Nguyen Huu Trieu Phong					0	0%	Son
	Nguyen Huu Trieu Chau					0	0%	Son
	Nguyen Khanh Vy					0	0%	Daughter
9	Nguyen Van Hoang		Corporate Governance Manager			0	0%	
	Ngo Thi La					0	0%	Wife
	Nguyen Minh Bao					0	0%	Son
	Nguyen Minh Tung					0	0%	Son

No	Name of Internal Person and Related Person	Securities Trading Account (if any)	Position	Identification Card/ID Number CCCD	Contact Address	Number of Shares Owned at the End of the Period (if any)	Shareholding Percentage at the End of the Period (if any)	Notes
10	Bui Huu Giang		Head of the Supervisory Board			0	0%	
	Bui Sy Do					0	0%	Father
	Pham Thi Son					0	0%	Mother
	Bui Sy Bach					0	0%	Son
	Bui Nguyen Khanh Linh					0	0%	Daughter
	Bui Thi Thu Ha					0	0%	Younger sister
	Hoang Anh Dung					0	0%	Brother-in-law
11	Dao Duc Manh		Member of the Supervisory Board			0	0%	
	Dao Trong Ton					0	0%	Father
	Pham Ngoc Lan					0	0%	Mother
	Dao Duc Viet					0	0%	Younger brother
	Le Thi Hoa					0	0%	Wife
	Le Quang Quy					0	0%	Father-in-law
	Nguyen Thi Hien					0	0%	Mother-in-law
12	Tran Thi Lam Giang		Member of the Supervisory Board			0	0%	
	Tran Manh Cuong					5.052.632	2,18%	Father
	Tran Thi Tam					0	0%	Mother
	Tran Thi Thuy Hien					0	0%	Younger sister
	Tran Thi Thuy Lanh					0	0%	Younger sister
13	Nguyen Duy Hoa		Chief Accountant			0	0%	
	Nguyen Dinh Trung					0	0%	Father
	Banh Thi Hoa					0	0%	Mother
	Le Van Hung					0	0%	Father-in-law
	Nguyen Thi Hoa					0	0%	Mother-in-law
	Le Thi Lan					0	0%	Wife
	Nguyen Van Bao					0	0%	Brother-in-law