**PRC: Annual Corporate Governance Report 2023**

On January 12, 2024, Portserco JSC announced Report No. 02/BC-HDQT on the corporate governance in 2023 as follows:

* Name of public company: Portserco JSC
* Head office address: No. 59, Ba Dinh Street, Thach Thang Ward, Hai Chau District, Da Nang City, Vietnam.
* Tel: 0236.3889.390
* Fax: 0236.3863.736
* Email: portserco@portserco.com
* Charter capital: VND 12,000,000,000
* Securities code (if any): PRC
* Corporate governance model: the General Meeting of Shareholders, the Board of Directors, the Supervisory Board and the Manager.
* Internal audit execution: Unimplemented

1. Activities of the General Meeting of Shareholders:

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| --- | --- | --- | --- |
| No. | General Mandate/Decision of the General Meeting of Shareholders No. | Date | Content |
| 1 | Annual General Mandate 2023 | February 28, 2023 | Approve the Reports and Proposals at the Meeting |

1. The Board of Directors (2023)
2. Information about members of the Board of Directors:

|  |  |  |  |  |
| --- | --- | --- | --- | --- |
| No. | Member of the Board of Directors | Position | Date of appointment/dismissal as member/independent member of the Board of Directors | |
| Appointment date | Dismissal date |
| 1. | Mr. Nguyen Xuan Dung | Chair of the Board of Directors | March 30, 2019 |  |
| 2. | Mr. Nguyen Le Minh | Member of the Board of Directors | March 30, 2019 |  |
| 3. | Mr. Mai Van Quang | Independent member of the Board of Directors | March 30, 2019 |  |
| 4. | Mr. Le Nam Hung | Member of the Board of Directors | March 30, 2019 |  |
| 5. | Ms. Nguyen Thi Tuyet | Member of the Board of Directors | March 30, 2019 |  |

1. Board Resolutions/Decisions (Report of 2023):

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| --- | --- | --- | --- |
| No. | Resolution/Decision No. | Date | Content |
| 1 | No. 01-23/NQ-HDQT | February 06, 2023 | Approve the business results in 2022;  Preparations for the Annual General Meeting of Shareholders 2022;  Some other contents. |
| 2 | General Mandate 2023 | February 28, 2023 | Annual General Mandate 2023. |
| 3 | No. 02-23/NQ-HDQT | April 25, 2023 | Approve the business results in Q1;  Expected business results for Q2;  Some other contents |
| 4 | No. 03-23/NQ-HDQT | July 25, 2023 | Approve the business results in Q2;  Expected business results for Q3;  Some other contents |
| 5 | No. 04-23/NQ-HDQT | October 26, 2023 | Approve the business results in 9 months;  Expected business results for Q4;  Some other contents |
| 6 | No. 05-23/NQ-HDQT | December 26, 2023 | Assign the Business Plan 2024;  Some other contents. |

1. The Supervisory Board (in 2023)
2. Information about members of the Supervisory Board:

|  |  |  |  |  |
| --- | --- | --- | --- | --- |
| No. | Member of the Supervisory Board | Position | Date of appointment as member of the Supervisory Board | Qualification |
| 1. | Ms. Ton Thi Kim Tuyen | Chief of the Supervisory Board | March 30, 2019 | Bachelor of Economics - Accounting and Finance |
| 2. | Ms. Au Thi Mai Hoa | Member of the Supervisory Board | March 30, 2019 | Bachelor of Accounting and Finance and Business Administration |
| 3. | Ms. Mai Truc Huyen | Member of the Supervisory Board | March 30, 2019 | Bachelor of Economics - Foreign Trade |

1. The Executive Board (2023)

|  |  |  |  |  |
| --- | --- | --- | --- | --- |
| No. | Member of the Executive Board | Date of birth | Qualification | Date of appointment/dismissal as Member of the Executive Board |
| 1. | Mr. Nguyen Le Minh | October 02, 1960 | Mechanical Engineer, Bachelor of Economics - Business Administration | March 30, 2019 |
| 2. | Mr. Le Nam Hung | January 17, 1978 | Bachelor of Economics - Business Administration | March 30, 2019 |

1. The Chief Accountant (2023)

|  |  |  |  |  |
| --- | --- | --- | --- | --- |
| No. | Member of the Executive Board | Date of birth | Qualification | Date of appointment/dismissal as Member of the Executive Board |
| 1. | Ms. Nguyen Thi Tuyet | January 08, 1966 | Bachelor of Economics - Accounting and Finance | March 30, 2019 |

1. Training on corporate governance:
2. List of affiliated persons of the listed company as prescribed in Clause 34, Article 6 of the Law on Securities (in 2023) and transactions between affiliated persons of the Company with the Company itself
3. Transactions between the Company and affiliated persons of the Company; or between the Company and major shareholders, PDMR, or affiliated persons of PDMR.

|  |  |  |  |  |  |  |  |  |  |  |
| --- | --- | --- | --- | --- | --- | --- | --- | --- | --- | --- |
| No. | Name of individual/institution | Relation with the company | ID/Business Registration Certificate No. | Date of issue of ID/Business Registration Certificate | Place of issue of ID/Business Registration Certificate | Contact address | Time of transaction with the company | General Mandate/Decision of the General Meeting of Shareholders/Board Resolution/Board Decision No. | Quantity, rate of share ownership after the transaction | Notes |
|  | No transaction arising | | | | |  |  |  |  |  |

1. Transactions between PDMR of the listed company, affiliated persons of PDMR and subsidiaries, and companies controlled by the listed company:

|  |  |  |  |  |  |  |  |  |  |
| --- | --- | --- | --- | --- | --- | --- | --- | --- | --- |
| No. | Transaction conductor | Relation with the PDMR | Position at the listed company | ID/Passport, date of issue, place of issue | Address | Name of subsidiaries and companies controlled by the listed company | Time of transaction | Quantity, rate of share ownership after the transaction | Notes |
|  | No transaction arising | | | |  |  |  |  |  |

1. Transactions between the Company and other entities:
   1. Transactions between the Company and the companies where members of the Board of Directors, members of the Supervisory Board, the Executive Manager have been founding members or members of the Board of Directors, the Executive Manager for the past three (03) years (as at the time of reporting): None
   2. Transactions between the Company and the companies where the affiliated persons of members of the Board of Directors, members of the Supervisory Board, the Executive Manager are members of the Board of Directors or the Executive Manager: None
   3. Other transactions of the Company (if any) that can bring about material or non-material benefits to members of the Board of Directors, members of the Supervisory Board, the Executive Manager: None
2. Share transactions of PDMR and affiliated persons of PDMR in 2023.
3. List of transactions of PDMR and their affiliated persons

|  |  |  |  |  |  |  |  |
| --- | --- | --- | --- | --- | --- | --- | --- |
| No. | Transaction conductor | Relations with PMDR | Number of shares owned at the beginning of the period | | Number of shares owned at the end of the period | | Reasons for increase or decrease (buy, sell, convert, reward, etc.) |
| Number of shares | Rate | Number of shares | Rate |
| 1 | Duong Thanh Phuong | Children | 1,000 | 0.083 | 0 | 0 | Resolve family matters |

1. Other significant issues.