**TNP: Annual Corporate Governance Report 2023**

On January 12, 2024, Thi Nai Port Joint Stock Company announced Report No. 01/BC-HDQT on the corporate governance in 2023 as follows:

* Name of Company: Thi Nai Port Joint Stock Company
* Head office address: No. 02 Tran Hung Dao Street, Quy Nhon City, Binh Dinh Province.
* Tel: 0256.382991 Fax: 0256.3892097 Email: [ketoanctn@gmail.com](mailto:ketoanctn@gmail.com)
* Charter capital: VND 71,000,000,000
* Securities code: TNP
* Corporate governance model:
* The General Meeting of Shareholders, the Board of Directors, the Supervisory Board and the Manager.
* Internal audit execution: Thi Nai Port Joint Stock Company has registered for transactions on Upcom and has not listed its securities, so it has not implemented the internal audit function.

1. Activities of the General Meeting of Shareholders:

Information about the meetings and General Mandate/Decisions of the General Meeting of Shareholders (including General Mandate approved by collecting shareholders' opinions via a ballot):

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| --- | --- | --- | --- |
| No. | General Mandate/ Decision of the General Meeting of Shareholders No. | Date | Content |
| 01 | 15/2023/NQ- DHDCD | April 11, 2023 | Approve the Report on production and business results in 2022 and the plan for 2023.  Approve the Report on activities of the Board of Directors in 2022 and the tasks and orientation in 2023.  Approve the Report on activities of the Supervisory Board of the Company in 2022 and the operational plan for 2023.  Approve the Financial Statements 2022 audited by AAC Auditing and Accounting Company Limited.  Approve the plan on profit distribution of 2022 and dividend prepayment in 2023.  Approve the salary and remuneration of the Board of Directors and the Supervisory Board in 2023  Approve the appropriation for bonus and welfare funds for 2023  Approve selecting AAC Auditing and Accounting Company Limited as the audit company for the Company's Financial Statements 2023.  Approve the dismissal and election of additional members of the Supervisory Board. |

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

|  |  |  |  |  |
| --- | --- | --- | --- | --- |
| No. | Member of the Board of Directors | Position (independent member, non-executive member of the Board of Directors) | Date of appointment/dismissal as member/independent member of the Board of Directors | |
| Appointment date | Dismissal date |
| 01 | Lam Anh Vy | Chair of the Board of Directors | June 30, 2020 |  |
| 02 | Dong Thi Anh | Vice Chair of the Board of Directors | June 30, 2020 |  |
| 03 | Lam Dinh An | Member of the Board of Directors | June 30, 2020 |  |

1. Board Resolutions/Decisions

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| --- | --- | --- | --- |
| No. | Resolution/Decision No. | Date | Content |
| 01 | 04/NQ-HDQT | February 14, 2023 | Approve the record date to exercise the rights to attend the Annual General Meeting of Shareholders 2023 as follows:   * Record date: March 14, 2023 * Expected time of the General Meeting of Shareholders: Expected in April 2023 |
| 02 | 07/NQ-HDQT | March 17, 2023 | Approve the contents of the Annual General Meeting of Shareholders 2023 as follows:   * Date of sending the invitation letter: From March 18, 2023 to March 21, 2023. * Time to hold the Meeting: 01 morning, 7.30 a.m. on April 11, 2023. * Venue: at the Company Hall, No. 02 Tran Hung Dao, Quy Nhon City. * Participants and Meeting agenda. |
| 03 | 17/NQ-HDQT | April 25, 2023 | Approve the record date to exercise the right to receive dividend payment in cash in 2022 as follows:   * Record date: May 22, 2023 * Payment date: June 05, 2023 |
| 04 | 18/NQ-HDQT | June 14, 2023 | * Approve the Company’s salary fund in 2023. * Approve the Report on production and business plan for 2023 |
| 05 | 20/NQ-HDQT | November 29, 2023 | Agree to authorize Ms. Dong Thi Anh as the legal representative and the Manager of Thi Nai Port Joint Stock Company to perform the procedures to sign agreements, contracts and related documents with Joint Stock Commercial Bank for Foreign Trade of Vietnam - Binh Dinh Branch in accordance with the provisions of law. The authorization duration is 01 year from the date of its approval.  This Resolution replaces the authorization of Resolution No. 15/NQ-HDQT dated November 29, 2022. |

1. The Supervisory Board
2. Information about members of the Supervisory Board:

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| --- | --- | --- | --- | --- |
| No. | Member of the Supervisory Board/Audit Committee | Position | Date of appointment/dismissal as member of the Supervisory Board/Audit Committee | Qualification |
| 01 | Vo Thi Thu Hien | Member | June 30, 2020 | Accounting |
| 02 | Nguyen Hoang Hai | Chief | June 22, 2021 | Accounting |
| 03 | Nguyen Thi Nhanh | Member | Appointed on June 22, 2021, dismissed on April 11, 2023 | Accounting |
| 04 | Pham Thi Kim Toan | Member | Appointed on April 11, 2023 | Accounting |

1. The Executive Board

|  |  |  |  |  |
| --- | --- | --- | --- | --- |
| No. | Member of the Executive Board | Date of birth | Professional Qualification | Date of appointment/dismissal as member of the Executive Board |
| 01 | Dong Thi Anh | January 01, 1956 | Bachelor | November 15, 2015 |
| 02 | Lam Dinh An | February 03, 1953 | Bachelor | December 01, 2018 |
| 03 | Truong Thanh Binh | November 06, 1953 | 9/12 | January 20, 2018 |
| 04 | Nguyen Van Thi | October 15, 1960 | Bachelor | August 04, 2015 |
| 05 | Dong Thi Quynh Huong | December 10, 1982 | Economics Master | July 01, 2021 |

1. Chief Accountant

|  |  |  |  |
| --- | --- | --- | --- |
| Full name | Date of birth | Qualification | Appointment date |
| Nguyen Ngoc Minh | January 08, 1984 | Bachelor | July 01, 2021 |

1. Training on corporate governance
2. List of affiliated persons of the public company and transactions between the affiliated persons of the Company and the Company itself
3. Transactions between the Company and affiliated persons of the Company; or between the Company and major shareholders, PDMR, affiliated persons of PDMR: None
4. Transactions between PDMR of the Company, affiliated persons of PDMR and subsidiaries, companies under the authority of the Company: None
5. 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 Manager (General Manager) and other managers have been founding members or members of the Board of Directors or the Executive Manager (General Manager) for the past three (03) years (as at the time of reporting).
   2. Transactions between the Company and companies where the affiliated persons of members of the Board of Directors, members of the Supervisory Board, the Manager (General Manager) and other managers are members of the Board of Directors, the Executive Manager (General Manager).
   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 Manager (General Manager) and other managers.
6. Share transactions of PDMR and affiliated persons of PDMR.
7. Company’s share transaction of PDMR and affiliated persons: No transaction incurred.
8. Other significant issues: