**TCW: Annual Corporate Governance Report 2023**

On January 24, 2024, Tan Cang Warehousing Joint Stock Company announced Report No. 197/BC-KVTC on corporate governance 2023 as follows:

* Name of company: Tan Cang Warehousing Joint Stock Company
* Head office address: Tan Cang Port - Cat Lai, Cat Lai Ward, District 2, Ho Chi Minh City
* Tel: 028.37423929 Fax: 028.37422014 Email: [info.tcw@saigonnewport.com.vn](mailto:info.tcw@saigonnewport.com.vn)
* Charter capital: VND 199,910,200,000
* Securities code: TCW
* 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:

Information about meetings and General Mandates/Decisions of the General Meeting of Shareholders (including resolutions of the General Meeting of Shareholders passed in the form of written opinions):

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| --- | --- | --- | --- |
| No. | General Mandate No. | Date | Contents |
| 1 | 01/NQ-DHDCD | April 27, 2023 | Annual General Mandate 2023 |

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

|  |  |  |  |  |
| --- | --- | --- | --- | --- |
| No. | Member of the Board of Directors | Position | Date of appointment/dismissal as member of the Board of Directors | |
| Appointment date | Dismissal date |
| 1 | Ngo Van Ngu | Chair | May 29, 2020 |  |
| 2 | Tran Quang Thao | Member of the Board of Directors; Manager | April 24, 2015 |  |
| 3 | Doan Phi | Member of the Board of Directors/ Deputy Manager | April 26, 2018 |  |
| 4 | Trinh Van Moi | Member of the Board of Directors | April 24, 2015 |  |
| 5 | Do Xuan Minh | Member of the Board of Directors | February 28, 2019 |  |

1. Board Resolutions/Board Decisions:

|  |  |  |  |
| --- | --- | --- | --- |
| No. | Board Resolution/Board Decision | Date | Contents |
| 1 | 16 /NQ-HDQT | March 23, 2023 | Approve the production, business, and investment results in 2022   * Approve the production, business, and investment plans in 2023 * Approve the Proposal to adjust the Hiep Luc land lease contract * Approve the Proposal to liquidate the CFS 02 warehouse - axis 17 * Approve the Proposal to liquidate fixed assets |
| 2 | 17 /NQ-HDQT | April 05, 2023 | * Approve the contents to be submitted to the Annual General Meeting of Shareholders 2023 * Approve the operating results in 2022 and plans regarding production, business, investment, finance, salaries of Tan Cang Hiep Luc Joint Stock Company and Cat Lai Logistics Joint Stock Company in 2023 |
| 3 | 18/NQ/HDQT | 5/08/2023 | Approve the time and venue for paying dividends in 2022 - Nominate candidates for the Supervisory Board of Tan Cang Shipping Joint Stock Company |
| 4 | 19/NQ/HDQT | 6/15/2023 | Approve the policy on commission fees for shipping lines  - Approve the selection of an audit company for the Financial Statements 2023;  Approve the dismissal of a member of the Board of Directors at Tan Cang Shipping Joint Stock Company  Approve the adjustment of the Suoi Tien Depot land lease agreement   * Approve the adjustment of the volume discount policy for high volume customers at Cat Lai CFS warehouse   Other matters under authority of the Board of Directors |
| 5 | 20/NQ/HDQT | 8/04/2023 | Approve investment in 02 electric forklifts for Cat Lai warehouse |
| 6 | 21/NQ/HDQT | 9/12/2023 | * Approve the policy to adjust the payment rates for stevedoring service providers participating in cargo handling at Cat Lai warehouse. * Approve the technical-economic report to invest in the construction project of repairing and reinforcing the roof canopy of warehouse 2 and 3 in phase 3. * Approve the adjustment of office renovation and repair costs. * Approve the appointment of personnel for the Deputy General Manager position at Cat Lai Logistics Joint Stock Company. |
| 7 | 22/NQ/HDQT | 10/10/2023 | * Approve the technical-economic report on the investment project of purchasing 03 tractor trucks (with semi-trailers) and 14 separate semi-trailers. * Approve the contractor selection plan for the investment project of purchasing 03 tractor trucks (with semi-trailers) and 14 separate semi-trailers. * Approve the share transfer, amendment and supplement of charter, dismiss and elect additional members of the Board of Directors of Tan Cang Shipping Joint Stock Company. |

1. The Supervisory Board (Annual Report 2021)
2. Information on members of the Supervisory Board:

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| --- | --- | --- | --- | --- |
| No. | Member of the Supervisory Board | Position | Date of appointment/dismissal as member of the Supervisory Board | Qualification |
| 1 | Nguyen Thi Thuy Nga | Chief of the Supervisory Board | Appointed on June 17, 2021 | Bachelor of Economics |
| 2 | Nguyen Thi Thu Ha | Member | Appointed on June 17, 2021 | Master |
| 3 | Nguyen Hong Son | Member | Appointed on June 26, 2020 | Engineer |

1. The Executive Board.

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| --- | --- | --- | --- | --- |
| No. | Member of The Executive Board | Date of birth | Qualification | Date of appointment/dismissal as member of the Supervisory Board |
| 1 | Tran Quang Thao | 1976 | Bachelor | April 01, 2018 |
| 2 | Doan Phi | 1972 | Engineer | April 01, 2018 |
| 3 | Bui Van Bang | 1978 | Master | May 21, 2021 |

1. Chief Accountant

|  |  |  |  |
| --- | --- | --- | --- |
| Full name | Date of birth | Qualification | Date of appointment/dismiss |
| Nguyen Thi Hong Lien | 1977 | Bachelor | September 04, 2018 |

1. Training on corporate governance
2. List of related person of the public Company and transactions between the related person 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 and affiliated persons of PDMR

|  |  |  |  |  |  |  |  |  |
| --- | --- | --- | --- | --- | --- | --- | --- | --- |
| No. | Name of organization/individual | Relations with the Company | NSH\* No., date of issue, place of issue | Head office/Contact address | Time of transaction | General Mandate/Decision of the General Meeting of Shareholder No. or Board Resolution/Decision No. (including date of promulgation, if any) | Content, quantity, total value of transaction | Note |
| 1 | Saigon Newport One Member Limited Liability Corporation | The holding company/ major shareholder | 0300514849 | No. 722, Dien Bien Phu Street, Ward 22, Binh Thanh District | In 2023 | 01/NQ-DHDCD dated April 27, 2023 | Provide/receive transshipment services, loading and unloading, storage, transportation, cable hooking, cleaning and container repair; rental/lease of equipment, means of loading and unloading, transportation; infrastructure lease contract, etc. |  |

1. Transactions between the Company and other entities/
   1. Transactions between the Company and the companies in which members of the Board of Directors, members of the Supervisory Board, the Manager and other managers have been being founding members or members of the Board of Directors, the Executive Manager for the past three (03) years (calculated at the time of reporting):

The company has transactions of providing services/renting services with companies that members of the Board of Directors, members of the Supervisory Board, and the Manager have been founding members or members of the Board of Directors, the Manager in the past three (03) years: ,

* Saigon Newport Corporation (the Holding Company);
* Cat Lai Logistics Joint Stock Company (Subsidiary)
* Tan Cang Hiep Luc Joint Stock Company
* Muoi Lam Thang Ba Joint Stock Company

1. Transactions between Company and company that affiliated persons of members of the Board of Directors, members of the Supervisory Board, the Manager and other managers are members of the Board of Directors, the Executive Manager: None.
2. Other transactions of the Company (if any) which can bring material or non-material benefits to members of the Board of Directors and members of the Supervisory Board, the Manager and other managers: None.
3. Share transactions of PDMR and affiliated persons of PDMR
4. Company’s share transactions of PDMR and affiliated persons: In 2023, there were no transactions of PDMR and affiliated persons with respect to the Company's shares.
5. Other significant issues: (None)