**TUG: Annual Corporate Governance Report 2023**

On January 24, 2024, Haiphong Port Tugboat and Transport Joint Stock Company announced Report No. 65/BC-LD&VT on corporate governance 2023 as follows:

* Name of company: Haiphong Port Tugboat and Transport Joint Stock Company
* Address: No. 4 Ly Tu Trong Street, Minh Khai Ward, Hong Bang District, Hai Phong City.
* Tel: 02253.569.873 Fax: 02253.747.073
* Charter capital: VND 27,000,000,000
* Securities code: TUG
  + Corporate governance model: The General Meeting of Shareholders, the Board of Directors, the Supervisory Board and the Manager.

1. Activities of the General Meeting of Shareholders:

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| --- | --- | --- | --- |
| No. | General Mandate/Decision of the General Meeting of Shareholders No. | Date | Contents |
| 1 | 01.2023/NQ-DHDCD | June 26, 2023 | Annual General Mandate 2023 |
| 2 | 01.2023/QD-DHDCD | June 26, 2023 | Extraordinary General Mandate 2023 |
| 3 | 02.2023/QD-DHDCD | June 26, 2023 | Extraordinary General Mandate 2023 |

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

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| --- | --- | --- | --- | --- |
| No. | Member of the Board of Directors | Position | Date of appointment/dismissal as a member of the Board of Directors | |
| Appointment date | Dismissal date |
| 1 | Nguyen Van Dung | Chair of the Board of Directors | June 26, 2020 |  |
| 2 | Le Minh Hai | Member of the Board of Directors | June 26, 2020 |  |
| 3 | Nguyen Van Thanh | Member of the Board of Directors | June 26, 2020 |  |
| 4 | Hoang Dinh Quang | Member of the Board of Directors | June 26, 2020 |  |
| 5 | Chu Tat Dat | Member of the Board of Directors | June 26, 2020 |  |

1. Board Resolutions/Board Decisions in 2023

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| --- | --- | --- | --- |
| No. | Board Resolutionss/Board Decisionss No. | Date | Contents |
| 1 | 22/NQ-HDQT | January 10, 2023 | Approve the signing of the service contract in 2023 with Hai Phong Port and Subsidiaries of Hai Phong Port |
| 2 | 41/NQ-HDQT | January 17, 2023 | Temporarily assign the production and business, and salary plan for Q1/2023 |
| 3 | 44/NQ-HDQT | January 17, 2023 | Approve the policy on re-appointing the Manager of the Company |
| 4 | 71/NQ-HDQT | February 6, 2023 | Approve the realized salary fund in 2022 |
| 5 | 118/NQ-HDQT | March 1, 2023 | Re-appoint the Manager of the Company |
| 6 | 119/QD- HDQT | March 1, 2023 | Re-appoint the Manager of the Company |
| 7 | 157/NQ-HDQT | March 23, 2023 | Approve the contractor selection plan for the bidding package TV03 |
| 8 | 158/QD- HDQT | March 23, 2023 | Approve the contractor selection plan for the bidding package TV03 |
| 9 | 211/NQ-HDQT | April 10, 2023 | Extend the Annual General Meeting of Shareholders 2023 |
| 10 | 212/NQ-HDQT | April 10, 2023 | The results of business operations in Q1, the plan for Q2/2023, and other contents |
| 11 | 257/NQ-HDQT | April 20, 2023 | Establish the Organizing Committee assisting the Annual General Meeting of Shareholders 2023 |
| 12 | 258/QD- HDQT | April 20, 2023 | Establish the Organizing Committee assisting the Annual General Meeting of Shareholders 2023 |
| 13 | 353/NQ-HDQT | May 31, 2023 | The agenda and preparations for the Annual General Meeting of Shareholders 2023 |
| 14 | 390/NQ-HDQT | June 15, 2023 | Agenda contents of the Annual General Meeting of Shareholders 2023 |
| 15 | 406/NQ-HDQT | June 23, 2023 | Agenda contents and documents of the Annual General Meeting of Shareholders 2023 |
| 16 | 427/NQ-HDQT | July 3, 2023 | Sign the service contract with Hoang Dieu Port One Member Limited Company |
| 17 | 442/NQ-HDQT | July 6, 2023 | Dividend payment plan for 2022 |
| 18 | 446/NQ-HDQT | July 6, 2023 | The result of production and business activities result in the first 6 months, the plan for the last 6 months, and some other tasks |
| 19 | 464/NQ-HDQT | July 11, 2023 | Select an audit company in 2023 |
| 20 | 479/NQ-HDQT | July 14, 2023 | Approve the outline, budget, and plan for selecting contractors, the task of preparing the bidding dossier, and evaluating the bidding dossier for the project management package |
| 21 | 480/QD- HDQT | July 14, 2023 | Approve the outline, budget, and plan for selecting contractors, the task of preparing the bidding dossier, and evaluating the bidding dossier for the project management package |
| 22 | 487/NQ-HDQT | July 14, 2023 | Approve the plan on increasing the charter capital and borrowing to serve the Azimuth tugboat retrofit project |
| 23 | 572/NQ-HDQT | August 15, 2023 | Approve the labor and salary plan in 2023 |
| 24 | 621/NQ-HDQT | September 15, 2023 | Agree the bidding dossier completion for the project management consulting package and some other contents |
| 25 | 622/NQ-HDQT | September 18, 2023 | Approve the outline, budget, and plan for selecting a contractor for the project management consulting services |
| 26 | 623/QD- HDQT | September 18, 2023 | Approve the outline, budget, and plan for selecting a contractor for the project management consulting services |
| 27 | 647/NQ-HDQT | September 28, 2023 | Approve the bidding dossier (E-HSMT), bidding package TV05: Consult the Project management |
| 28 | 648/QD- HDQT | September 28, 2023 | Approve the bidding dossier (E-HSMT), bidding package TV05: Consult the Project management |
| 29 | 667/NQ-HDQT | October 6, 2023 | Approve the invitation letter and list of credit institutions receiving the Invitation to carry out loans borrowing to serve the Azimuth tugboat retrofit project |
| 30 | 683/NQ-HDQT | October 17, 2023 | Summary of the first 9 months of the year, plan for Q4/2023, and other contents |
| 31 | 740/NQ-HDQT | November 17, 2023 | Approve the evaluation results of the Technical Proposal Dossier for bidding package TV05 |
| 32 | 741/QD- HDQT | November 17, 2023 | Approve the evaluation results of the Technical Proposal Dossier for bidding package TV05 |
| 33 | 759/NQ-HDQT | November 27, 2023 | Approve the outline, budget, and plan for selecting contractors, the task of preparing the bidding dossier, and evaluating EISDT for the technical design, equipment procurement, and construction of the Azimuth tugboat retrofit project |
| 34 | 760/QD- HDQT | November 27, 2023 | Approve the outline, budget, and plan for selecting contractors, the task of preparing the bidding dossier, and evaluating EISDT for the technical design, equipment procurement, and construction of the Azimuth tugboat retrofit project |
| 35 | 807/NQ-HDQT | December 6, 2023 | Approve the ECNT result and content of contract package TV05. |
| 36 | 808/QD- HDQT | December 6, 2023 | Approve the ECNT result and content of contract package TV05 |
| 37 | 814/NQ-HDQT | December 7, 2023 | The result of 11- month business operations, the review of the progress of investment in the construction of the Azimuth tugboat retrofit project |
| 38 | 822/NQ-HDQT | December 11, 2023 | Finalize the Evaluation Team of the Azimuth tugboat retrofit project |
| 39 | 823/QD- HDQT | December 11, 2023 | Finalize the Evaluation Team of the Azimuth tugboat retrofit project |
| 40 | 843/NQ-HDQT | December 19, 2023 | Approve the outline, cost estimate, and plan on choosing contractors, procurement of equipment, and construction of the shipbuilding (EPC General Contractor) and the work of reviewing the bidding dossier, and the result of choosing contractors for EPC General Contractor package |
| 41 | 844/QD- HDQT | December 19, 2023 | Approve the outline, cost estimate, and plan on choosing contractors, procurement of equipment, and construction of the shipbuilding (EPC General Contractor) and the work of reviewing the bidding dossier, and the result of choosing contractors for EPC General Contractor package |
| 42 | 870/NQ-HDQT | December 29, 2023 | Approve the signing of the service contract with Hai Phong Port and Subsidiaries of Hai Phong Port |

1. The Supervisory Board in 2023:
2. Information about the 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 | Dao Ngoc Thanh | Chief of the Supervisory Board | June 26, 2020 | Master of Economics |
| 2 | Dang Thi Van Anh | Member of the Supervisory Board | June 26, 2020 | Bachelor of Law, English Language |
| 3 | Nhu Van Nguyen | Member of the Supervisory Board | June 26, 2020 | Bachelor of State Management |

1. The Executive Board

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| --- | --- | --- | --- | --- | --- |
| No. | Member of the Executive Board | Date of birth | | Qualification | Date of appointment/dismissal |
| 1 | Hoang Dinh Quang | February 15, 1972 | | Marine transportation economics Engineer |  |
| 2 | Chu Tat Dat |  | October 23, 1976 | Marine transportation economics Engineer | April 7, 2021 |

1. Chief Accountant

|  |  |  |  |
| --- | --- | --- | --- |
| Full name | Date of birth | Qualification | Date of appointment/dismissal |
| Do Ngoc Thang | January 5, 1970 | Bachelor of Economics | July 01, 2020 |

1. Training on corporate governance: None.
2. List of PDMR and affiliated persons of the Company in 2023 and transactions between 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 majority shareholders, affiliated persons of PDMR
4. Port of Hai Phong Joint Stock Company:

* Freight Contract: Total transaction value (Value added tax excluded): VND 40,397,630,409 Including: Contract on providing support services, towing, escorting, and transport barges, cargo handling; Contract on watchkeeping, protecting, and collaborating to exploit Bach Dang anchor buoy; Contract on preventing and responding to oil spills at Port Bridge of Chua Ve Port, Tan Vu Port Branch, the area of the Bach Dang anchor, the floating buoy area of Ben Got; Cooperation contract on operating Lan Ha Bay anchor zone; Contract on renting cars.
* Payment Contract: Total transaction value (Value added tax excluded): VND 6,756,366,157 Including: Contract on providing electricity and clean water; Contract on providing tugboat rental.

1. Hoang Dieu Port One Member Limited Company

* Freight Contract: Total transaction value (Value added tax excluded): VND 9,578,151,287 Including: Contract on providing all support, towing, and escorting services for ships entering and exiting Hoang Dieu Port; Contract on preventing and responding to oil spills at Hoang Dieu Port Bridge; Contract on loading and unloading, delivering and preserving exported goods through Hoang Dieu Port and other services in Port's production line.
* Payment Contract: Total transaction value (Value added tax excluded): VND 387,941,200 Including: Contract on providing electricity; Contract on loading, unloading and storing.

1. DinhVu Port Investment & Development Joint Stock Company

* Freight Contract: Total transaction value (Value added tax excluded): VND 1,571,250,000 Including: Service contract on providing towing services to support ships arriving/departing from Dinh Vu Port; Contract on using standby vehicles at Dinh Vu Port or Tan Vu Port to serve oil spill response work at Dinh Vu Port.

1. Hai Phong Port Medical Center One Member Limited Company.

Payment Contract: Total transaction value (Value added tax excluded): VND 50,424,000 Including: Contract on providing medical services.

1. Transactions between Company’s PDMR, affiliated persons of PDMR and subsidiaries or companies controlled by the Company: None.
2. Transactions between the Company and other entities: None.
3. Share transactions of PDMR and affiliated persons of PDMR in 2023:

None.

1. Other significant issues: None