**VGR: Annual Corporate Governance Report 2023**

On January 22, 2024, Vip GreenPort Joint Stock Company announced Report No. 02.2023/BC-QTCT on the corporate governance in 2023 as follows:

* Name of company: Vip GreenPort Joint Stock Company
* Head office address: Dinh Vu - Cat Hai Economic Zone, Dong Hai 2 Ward, Hai An District, Hai Phong City, Vietnam.
* Tel: 0225.8830.333 Fax: 0225.3757528 Email: info@vipgreenport.com.vn
* Charter capital: VND 632,500,000,000
* Securities code: VGR
* Corporate Governance Model: The General Meeting, Board of Directors, Supervisory Board and Executive Board
* Internal audit: Not executed.
1. Activities of the General Meeting:

The Annual General Meeting 2023 was held on March 3, 2023 at the 3rd floor Hall - Executive Building - Vip GreenPort Joint Stock Company - Dinh Vu - Cat Hai Economic Zone, Dong Hai 2 Ward, Hai An District, Hai Phong city. The General Meeting approved the General Mandate as follows:

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| No. | Resolution  | Date | Contents |
| 1 | 01/2023/NQ-DHDCD | March 03, 2023 | Annual General Mandate 2023 |

1. Board of Directors:
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 member/independent member of the Board of Directors |
| Appointment date | Dismissal date |
| 1 | Mr. Bui Minh Hung | Chair of the Board of Directors | Re-elected on April 14, 2022 |  |
| 2 | Mr. Nguyen Viet Trung | Member of the Board of Directors  | Re-elected on April 14, 2022 |  |
| 3 | Mr. Cap Trong Cuong | Member of the Board of Directors | Re-elected on April 14, 2022 |  |
| 4 | Mr. Chang Yen-I | Member of the Board of Directors | Re-elected on April 14, 2022 |  |
| 6 | Mr. Ta Cong Thong | Member of the Board of Directors-cum-Manager | Re-elected on April 14, 2022 |  |

1. Board Resolutions/Board Decisions

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| No. | Board Resolution/Board Decision | Date | Contents |
| 1 | 01/2023/NQ-HDQT | March 03, 2023 | 1/Approve reports at the Annual General Meeting 2023 on business results in 2022 and business plan for 2023.2/ Approve the Proposals seeking opinions at the Annual General Meeting 2023 of Vip GreenPort Joint Stock Company |
| 2 | 02/2023/NQ-HDQT | March 13, 2023 | Approved the dividend payment of round 2 in cash in 2022 for shareholders, as follows:* Exercise rate: 30% (VND 3,000 for 1 share)
* Record date to exercise the rights to receive dividend: March 28, 2023
* Payment date: April 7, 2023
 |
| 3 | 03/2023/NQ-HDQT | March 16, 2023 | 1/ Approve the dismissal of the position of Manager of Vip GreenPort Joint Stock Company for Mr. Cap Trong Cuong from March 16, 2023.2/ Appointed of Mr. Ta Cong Thong - birth date: September 27, 1985, bachelor in international business, currently Deputy Manager of Vip GreenPort Joint Stock Company to hold the position of Manager of Vip GreenPort Joint Stock Company from March 16, 2023.3/ Mr. Cap Trong Cuong is responsible for handing over all work, documents, and related legal documents to Mr. Ta Cong Thong under applicable laws and the Company's Charter. |
| 4 | 04/2023/NQ-HDQT | May 16, 2023 | Approve the dividend prepayment of the first round in cash of 2023 for shareholders, specifically as follows:* Exercise rate 10% (VND 1,000 for 1 share)
* The record date to exercise the rights to receive dividends: May 30 ,2023
* Payment date: June 14, 2023
 |
| 5 | 05/2023/NQ-HDQT | June 29, 2023 | 1/ Pursuant to the Annual General Mandate No. 01/2023/NQ-DHDCD dated March 3, 2023, the Board of Directors is authorized to select an independent auditor out of 04 (four) listed independent audit companies. After thoughtful consideration, PWC (VIETNAM) LIMITED was selected to review the Semi-annual Financial Statements and audit the Financial Statements 2023 for Vip GreenPort Joint Stock Company 2/ Assign the Company Manager to complete necessary procedures and implement the signing of the audit contract in accordance with current regulations. |
| 6 | 06/2023/NQ-HDQT | December 29, 2023 | 1/ Approve the company's policy of signing and implementing contracts and transactions with related parties in 2024.1. Subjects to the contracts signing and implementation Companies in the Viconship group and other related parties of the Company according to the provisions of the Company's Charter and the provisions of the Law on Securities Law and Law on Enterprises based on the list of related persons of the Company from time to time.
2. Transactions with related persons or a series of transactions with related persons in which the transactions value is less than 30% (thirty percent) of the total value of assets recorded in the Financial Statements at the time The Company's closest point to the time of the transaction with the related person.

Authorize the Manager to negotiate, sign, implement the contracts, transactions with related parties under the Company’s Charter and applicable laws |

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

The Annual General Meeting in 2022 Vip GreenPort Joint Stock Company on April 14, 2022 carried out the election of the Supervisory Board for the 2022-2027 term including the following men:

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| No. | Member of the Supervisory Board | Position | Date of appointment/dismissal as member of the Supervisory Board | Qualification |
| 1 | Mr. Le The Trung | Chief of the Supervisory Board | Re-elected on April 14, 2022 | Accountant |
| 2 | Mr. Truong Ly The Anh | Member | Re-elected on April 14, 2022 | Accountant |
| 3 | Mr. Wu Kuang-Hui | Member | Re-elected on April 14, 2022 | Accountant |

1. Executive Board

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| --- | --- | --- | --- | --- |
| No. | Member of the Executive Board | Date of birth | Qualification | Date of appointment/dismissal as member of the Executive Board |
| 1 | Mr. Ta Cong Thong | September 27, 1985 | Bachelor in International Business. | March 16, 2023 |
| 2 | Mr. Nguyen Kim Duong Khoi | May 03, 1977 | Engineer | May 04, 2022 |

* The Company’s Board of Directors promulgated Resolution No. 03/2023/NQ-HDQT dated March 16, 2023 on the appointment of Mr. Ta Cong Thong as the Managing Director of the Company.
* The Company’s Board of Directors promulgated Resolution No. 05/2022/NQ-HDQT dated May 04, 2022 on the reappointment of Ms. Nguyen Kim Duong Khoi as the Deputy Managing Director of the Company.
1. Chief Accountant.

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| --- | --- | --- | --- |
| Full name | Date of birth | Qualification | Date of appointment / dismissal |
| Nghiem Thi Thuy Duong | November 30, 1987 | Management of Finance and Accounting. | May 4, 2022 |

* The Company's Board of Directors announced Resolution No. 05/2022/NQ-HDQT dated May 4, 2022 on the reappointment of Ms. Nghiem Thi Thuy Duong as Chief Accountant.

The Company's Board of Directors announced Resolution No. 05/2022/NQ-HDQT dated May 4, 2022 on the reappointment of Ms. Nghiem Thi Thuy Duong as Chief Accountant.

1. Training on corporate governance
2. The list of related persons of the public company and transactions between related persons of the Company and the Company itself
3. Transactions between the Company and related persons of the Company; or between the Company and major shareholders, PDMR and related persons of PDMR

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| Transaction value |
| 1. Under the same Holding Company

Green Development and Investment Service Joint Stock Company* Provide services
* Purchase services:

GREENPORT SERVICES ONE MEMBER LIMITED LIABILITY COMPANY* Provide services
* Purchase services:

GREEN STAR LINES ONE MEMBER LIMITED COMPANY* Provide services
* Purchase services:

GREEN LOGISTICS CENTRE ONE MEMBER COMPANY LIMITTED* Provide services
* Purchase services:

Central Container Joint Stock Company* Provide services
* Purchase services:
 | 18,701,466,00018,569,705,14054,113,557,1498,435,214,909659,680,00060,947,245,021560,948,50015,095,710,000-2,347,128,168 |
| 1. Holding company, major shareholder

Vietnam Container Shipping Joint Stock Corporation* Provide services
* Purchase services:
* Dividend payment
 | -18,524,299,510188,100,000,000 |
| 1. Related person of PDMR

Dinh Vu Port Investment and Development JSC* Provide services
* Purchase services:

Branch of Viconship Ho Chi Minh Company Limited in Hanoi city* Provide services
* Purchase services:

NAM HAI DINH VU PORT COMPANY LIMITED* Provide services
* Purchase services:
 | 2,171,086,0006,477,552,229371,910,000-1,366,649,00084,351,987,678 |
| 1. Major shareholder

Evergreen Marine Corp.(Taiwan) Ltd. Evergreen Marine Corp.(Taiwan) Ltd.* Provide services

Purchase of services:* Dividend payment
 | 265,739,176,56918,836,790,50055,000,000,000 |

1. Transactions between Company’s PDMR, related persons of PDMR and subsidiaries, companies controlled by the Company: None.
2. Transactions between the Company and other entities/ None.
	1. Transactions between the Company and the companies in which members of the Board of Directors, members of the Supervisory Board, Executive Manager and other managers who have been founding members or members of the Board of Directors and Executive Manager for the past three (03) years (as at the date of reporting)
	2. Transactions between the Company and companies where related persons of members of the Board of Directors, members of the Supervisory Board, Executive Manager and other managers who are members of the Board of Directors or Executive Manager:
	3. Other transactions of the Company (if any) that can bring material or non-material benefits to the members of the Board of Directors, members of the Supervisory Board, Executive Manager and other managers.
3. Share transactions of PDMR and related persons of PDMR
4. Company share’s transaction of PDMR and related persons None.
5. Other significant issues: None.