**WTC: Annual Corporate Governance Report 2023**

On January 26, 2022, Vinacomin waterway transport joint stock company announced Report No. 35/BC-VWTC on the corporate governance in 2023 as follows:

* Name of public company: Vinacomin waterway transport joint stock company
* Head office address: No.16, Lot B17 , Cot 5-8 urban area, Hong Ha Ward, Ha Long City, Quang Ninh Province.

- Tel: Tel: 0203.3518069 Fax: 0203.3518059

* Charter capital: VND 100,000,000,000.
* Securities code: WTC.
* Corporate governance model: The General Meeting, the Board of Directors, Supervisory Board and Executive Manager.
* Internal audit: Implemented
1. Activities of the General Meeting:

|  |  |  |  |
| --- | --- | --- | --- |
| No. | General Mandates/Decisions of the General Meeting No. | Date | Contents |
| 1 | No. 01/NQ-DHDCD | April 21, 2023 | Annual General Mandate 2023  |
| 2 | No. 02/NQ-DHDCD | October 18, 2023 | Extraordinary 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 | Mr. Trinh Trung Uy | Chair | January 18, 2019 | 0 |
| 2 | Mr. Pham The Trong Toan | Member | April 12, 2017 | 0 |
| 3 | Mr. Trinh Manh Hung | Member | April 16, 2019 | 0 |
| 4 | Ms. Tran Thi Thu Hien | Member | April 16, 2019 | 0 |
| 5 | Ms. Dang Thu Huong | Member | April 21, 2023 | 0 |

1. Board Resolutions/Board Decisions:

|  |  |  |  |
| --- | --- | --- | --- |
| No. | Board Resolution/Board Decision No. | Date | Contents |
| 1 | 01/NQ-HDQT | January 30, 2023 | * Approve organizational arrangements and appointment of employees.
 |
| 2 | 01A/NQ-HDQT | February 20, 2023 | Approve the salary scale system and salary regulations in 2023. |
| 3 | 02/NQ-HDQT | February 27, 2023 | Approve the convening plan of the Annual General Meeting 2023. |
| 4 | 02A/NQ-HDQT | March 16, 2023 | Approve the leasing of the Company's head office. |
| 5 | 03/NQ-HDQT | April 11, 2023 | * Approve the amendments of the Company's Charter
* Approve the production and business results in 2022.
* Approve the production and business plan for 2023.
* Approve the Audited Financial Statements 2022.
* Approve the profit distribution plan in 2022.
* Approve the salary settlement 2022.
* Approve the remuneration settlement of the Board of Directors and Supervisory Board, Person in charge of governance in 2022 and remuneration plan of the Board of Director, Supervisory Board and Person in charge of governance for 2023.
* Approve the salary payment plan for the Company's Executive in 2023.
* Approve sales, transportation services, and loan contracts in 2023.
* Approve amendments to the Regulations on management of the Company's Bonus and Welfare fund.
* Approve the welfare spending plan in 2023
* Approve the staff appointment work.
 |
| 6 | 04/NQ-HDQT | April 12, 2023 | Approve on selling 7-seat car of the Company. |
| 7 | 05/NQ-HDQT | April 24, 2023 | Approve on assigning duties for members of the Board of Directors. |
| 8 | 06/NQ-HDQT | May 25, 2023 | Approve short-term credit line loan at BIDV - Ha Long Branch |
| 9 | 07/NQ-HDQT | June 02, 2023 | Approve recruitment and appointment of employees. |
| 10 | 08/NQ-HDQT | June 05, 2023 | Approve the investment in purchasing photocopiers  |
| 11 | 09 /NQ-HDQT | July 10, 2023 | Approve the loan at Vietnam Joint Stock Commercial Bank For Industry And Trade - Hai Duong Industrial Park Branch |
| 12 | 10/NQ-HDQT | July 25, 2023 | Approve the loan at Tien Phong Commercial Joint Stock Bank |
| 13 | 11/NQ-HDQT | September 07, 2023 | Approve the plan to convene the Extraordinary General Meeting 2023 |
| 14 | 12/NQ-HDQT | September 25, 2023 | Approve the arrangement of production organization and labor payroll of the Company. |

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

|  |  |  |  |  |
| --- | --- | --- | --- | --- |
| No. | Member of the Supervisory Board | Position | Date of appointment/dismissal as member of the Supervisory Board | Qualification |
| 1 | Bach Thi Thu Huyen | Former Chief | October 18, 2023 | Bachelor |
| 2 | Bui Thi Linh | Chief | October 18, 2023 | Bachelor |
| 3 | Le Thi Thanh Thuy | Member | January 18, 2019 | Bachelor |
| 4 | Tran The Nam | Member | July 28, 2022 | Bachelor |

1. Executive Board:

|  |  |  |  |  |
| --- | --- | --- | --- | --- |
| No. | Member of the Executive Board | Date of birth | Qualification | Date of appointment/resignation |
| 1 | Pham The Trong Toan – Managing Director | November 12, 1977 | Bachelor | November 01, 2022 |
| 2 | Tran Thi Thu Hien - Deputy Managing Director | May 30, 1970 | Bachelor | April 16, 2019 |
| 3 | Tran Thi Thanh Loan - Chief Accountant | December 02, 1980 | Bachelor | January 15, 2020 |

1. Chief Accountant:

|  |  |  |  |
| --- | --- | --- | --- |
| Full name | Date of birth | Qualification | Date of appointment/resignation |
| Tran Thi Thanh Loan | December 02, 1980 | Bachelor | January 15, 2020 |

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 its related persons:

|  |  |  |  |  |  |  |  |  |
| --- | --- | --- | --- | --- | --- | --- | --- | --- |
| No. | Name of organization/individual | Relations with the Company | NSH Code | Head office address: | Time of transaction with the Company | General Mandates/Decisions of the General Meeting. or Board Resolutions/Board Decisions  | Content, quantity, total value of transaction | Note |
| 1 | Viet Thuan Transport Company Limited | Controlling shareholders | 5700562451 | 412 Quang Trung Uong Bi Quang Ninh |  |  | 0 |  |
| 2 | Công ty TNHH Vận tải biển Phương Trang (tentatively translated as Phuong Trang Shipping Company Limited) |  | 5701883401 | Group 6, Area 6 Yet Kieu, Ha Long, Quang Ninh |  |  | 0 | The President of the Company is the wife of member of the Board of Directors - Pham The Trong Toan |
| 5 | Pham The Trong Toan | Member of the Board of Directors |  | Group 6, Area 6 Yet Kieu, Ha Long, Quang Ninh |  |  | 0 |  |
| 3 | Tran Thi Thu Hien | Member of the Board of Directors |  | Group 3, Area 1b, Hong Hai Ward, Ha Long, Quang Ninh |  |  | 0 |  |
| 6 | Trinh Manh Hung | Member of the Board of Directors |  | Group 1, Area 6 Hong Ha, Ha Long, Quang Ninh |  |  | 0 |  |
| 7 | Bui Thi Linh | Chief of the Supervisory Board |  | Group 1, Area 3, Hong Gai Ward, Ha Long, Quang Ninh |  |  | 0 |  |
| 8 | Tran The Nam | Member of the Supervisory Board |  | Group 5, Area 5, Tran Hung Dao, Ha Long, Quang Ninh |  |  | 0 |  |
| 9 | Le Thi Thanh Thuy | Member of the Supervisory Board |  | Group 1, Area 6, Ha Trung, Ha Long, Quang Ninh |  |  | 0 |  |
| 10  | Tran Thi Thanh Loan | Chief Accountant  |  | Group 1, Area 6, Bai Chay, Ha Long, Quang Ninh |  |  | 0 |  |

1. Transactions between PDMRs of the Company, related people of PDMRs: None.
2. Transactions between the Company and other entities: None.
3. Share transactions of PDMRs and related people of PDMRs: None.
4. Other significant issues None