**PVC: Annual Corporate Governance Report 2023**

On January 26, 2024, Hai Phong Petrolimex Transportation and Services Joint Stock Company announced Report No. 03/PTS on the Corporate Governance situation in 2023, as follows:

* Name of company: Hai Phong Petrolimex Transportation and Services Joint Stock Company
* Head office address: No. 16 (No. 61 - new), Ngo Quyen Street, May Chai Ward, Hai Phong City
* Tel: 02253.768505 Website: [www.ptshaiphong.petrolimex.com.vn](http://www.ptshaiphong.petrolimex.com.vn)
* Charter capital: VND 55,680,000,000
* Securities code: PTS
* Corporate governance model: The General Meeting of Shareholders, the Board of Directors, the Supervisory Board, and the General Manager.
* Internal audit execution: Implemented

1. Activities of the General Meeting of Shareholders:

On April 18, 2023, the Company organized the Annual General Meeting of Shareholders 2023 as per the provisions of law and the Company’s Charter.

On December 26, 2023, the Company organizes of collecting the shareholders' opinions via a ballot in accordance with the provisions of law and the Company's Charter.

Information about the Annual General Mandate 2023 is as follows:

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| No. | General Mandate | Date | Content |
| 1 | No. 01/2023/NQ-DHDCD | April 18, 2023 |  |
| 2 | No. 02/2023/NQ-DHDCD | December 26, 2023 | Approve on adjusting the production, business, and investment plan for 2023 of the Company (by collecting shareholders’ opinions via a ballot) |

1. Activities of the Board of Directors (in 2023):
2. Information about the members of the Board of Directors

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| No. | Member of the Board of Directors | Position | Date of appointment as member of the Board of Directors | Note |
| 1 | Mr. Dao Thanh Liem | Chair of the Board of Directors | April 29, 2022 | Representative of the capital of Petrolimex Joint Stock Tanker Company |
| 2 | Mr. Nguyen Trong Thuy | Member of the Board of Directors | April 29, 2022 | Representative of the capital of Petrolimex Joint Stock Tanker Company |
| 3 | Mr. Lam Viet Hong | Member of the Board of Directors (Non-executive) | April 29, 2022 | Representative of the capital of Petrolimex Joint Stock Tanker Company |
| 4 | Mr. Trinh Chien Chinh | Member of the Board of Directors | April 29, 2022 |  |
| 5 | Mr. Nguyen Minh Truong | Member of the Board of Directors | April 29, 2022 |  |

1. Board Resolutions/Board Decisions

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| No. | Board Resolution/Board Decision No. | Date | Content |
| 1 | 01/2023/NQ-HDQT | January 06, 2023 | Approve the second offering price and car liquidation plan |
| 2 | 02/2023/NQ-HDQT | January 18, 2023 | Reward individuals and groups of employees |
| 3 | 03/2023/NQ-HDQT | January 31, 2023 | Hire employees |
| 4 | 04/2023/NQ-HDQT | February 10, 2023 | Approve the plan and policy for repairing PTS HAIPHONG 03 ship and checking the drydock |
| 5 | 05/2023/NQ-HDQT | February 15, 2023 | Approve the price and liquidation plan for ships PTS 01 and PTS 12 |
| 6 | 06/2023/NQ-HDQT | February 16, 2023 | Approve the estimate and plan for selecting the repair unit PTS HAI PHONG 03 ship |
| 7 | 07/2023/NQ-HDQT | February 17, 2023 | Approve the form of selecting a construction unit to build 02 new 560-ton oil tankers |
| 8 | 08/2023/NQ-HDQT | February 17, 2023 | Approve the price and liquidation plan for ships PTS 01 and PTS 12 |
| 9 | 8A/2023/NQ-HDQT | February 21, 2023 | Approve the plan on selecting the contractor and list of units selected to submit bids for construction of 02 new 560-ton oil tankers |
| 10 | 09/2023/NQ-HDQT | February 27, 2023 | Discount on liquidation of cars with Vehicle registration plate 16L-8086 03 times |
| 11 | 10/2023/NQ-HDQT | February 27, 2023 | Approve selecting the repair unit for PTS HAI PHONG 03 ship to intermediate status in 2023 |
| 12 | 11/2023/NQ-HDQT | March 20, 2023 | Approve the temporary suspension of the review of the Company's maritime labor and safety management system manual |
| 13 | 12/2023/NQ-HDQT | March 30, 2023 | Approve the policy of mid-term repair of PTS 19 ship ahead of the time |
| 14 | 13/2023/NQ-HDQT | April 04, 2023 | Approve of selecting a construction unit to build 02 new 560-ton oil tankers |
| 15 | 14/2023/NQ-HDQT | May 10, 2023 | Approve plan on selecting the contractor and list of selecting company to submit bids for repairing the PTS 19 ship for mid-term inspection ahead of the time |
| 16 | 16/2023/NQ-HDQT | May 10, 2023 | Resolution of the 2nd meeting of the Board of Directors |
| 17 | 17/2023/NQ-HDQT | May 10, 2023 | Assign the Plan on production and business 2023 to PTS Hai Phong Shipyard Company Limited |
| 18 | 18/2023/NQ-HDQT | May 10, 2023 | Assign the Plan on production and business 2023 to Hai Phong Petrolimex Transportation and Services Joint Stock Company |
| 19 | 19/2023/NQ-HDQT | May 10, 2023 | Distribute and appropriate for funds from profit after tax 2022 |
| 20 | 20/2023/NQ-HDQT | May 10, 2023 | Pay salaries, remunerations to the Board of Directors, the Supervisory Board and bonuses for completing the plan in 2023 |
| 21 | 21/2023/NQ-HDQT | May 10, 2023 | Approve the Financial Statements 2022. |
| 22 | 22/2023/NQ-HDQT | May 10, 2023 | Bonus distribution of completing the plan in 2022 |
| 23 | 23/2023/NQ-HDQT | May 10, 2023 | Approve the transaction contracts between the Company and related parties. |
| 24 | 24/2023/NQ-HDQT | May 10, 2023 | Approve the Financial Statements and traffer the profits after tax 2022 |
| 25 | 25/2023/NQ-HDQT | May 17, 2023 | Approve stopping to repair the PTS 07 ship and propose to liquidate PTS 07 ship |
| 26 | 26/2023/NQ-HDQT | May 31, 2023 | Staff work of PTS Hai Phong Shipyard Company Limited |
| 27 | 27/2023/NQ-HDQT | May 31, 2023 | Rearrange the organizational model of PTS Hai Phong Shipyard Company Limited |
| 28 | 28/2023/NQ-HDQT | May 31, 2023 | Approve the results of selecting the implementation unit and the mid-term repair expense of PTS 19 ship |
| 29 | 29/2023/NQ-HDQT | June 12, 2023 | Appropriation for welfare fund for the Company's employees to go on vacation in 2023 |
| 30 | 30/2023/NQ-HDQT | June 16, 2023 | Approve the settlement and report on repairing results of PTS HAI PHONG 03 ship to intermediate momentum for the 4th time, 2023 |
| 31 | 31/2023/NQ-HDQT | June 20, 2023 | Approve the price and liquidation plan for PTS 07 ship |
| 32 | 32/2023/NQ-HDQT | July 03, 2023 | Reward students for their academic achievements in the 2022-2023 school year |
| 33 | 33/2023/NQ-HDQT | July 12, 2023 | Approve the policy and cost estimate for mid-term repair of PTS 27 ship on track for 2023 |
| 34 | 34/2023/NQ-HDQT | July 26, 2023 | Approve plan on selecting the contractor and list of selecting company to submit bids for repairing the PTS 27 ship undergoing mid-term inspection on schedule for 2023 |
| 35 | 35/2023/NQ-HDQT | July 26, 2023 | Approve the results of selecting the implementation unit the mid-term repair expense of PTS 27 ship on schedule for 2023 |
| 36 | 36/2023/NQ-HDQT | September 05, 2023 | Approve the budget for organizing the Mid-Autumn Festival for children of the Company's employees in 2023 |
| 37 | 38/2023/NQ-HDQT | October 13, 2023 | Resolution of the 6th meeting of the Board of Directors |
| 38 | 39/2023/NQ-HDQT | November 06, 2023 | Record the list of shareholders to collect opinions via a ballot |
| 39 | 40/2023/NQ-HDQT | November 06, 2023 | Establish service committees to collect opinions via a ballot from the General Meeting of Shareholders |
| 40 | 41/2023/NQ-HDQT | November 06, 2023 | Establish the Counting Committee collecting shareholders’ opinions via a ballot |
| 41 | 42/2023/NQ-HDQT | November 16, 2023 | Reappoint the Deputy General Manager of PTS Hai Phong Shipyard Company Limited |
| 42 | 43/2023/NQ-HDQT | November 22, 2023 | Select a bank to sign a mortgage loan contract and a working capital unsecured contract |
| 43 | 44/2023/NQ-HDQT | November 27, 2023 | Approve the documents collecting opinions via a ballot from the General Meeting of Shareholders to adjust the business and investment plan 2023 of Hai Phong Petrolimex Transportation and Services Joint Stock Company |
| 44 | 45/2023/NQ-HDQT | December 29, 2023 | Approve changing in final settlement value of on-deck repairs for waterway vehicles |
| 45 | 46/2023/NQ-HDQT | December 29, 2023 | Approve adjusting the average salary of the Company's employees |
| 46 | 01/2023/QD-HDQT | March 15, 2023 | Establish subcommittees for the Annual General Meeting of Shareholders 2023 |
| 47 | 02/2023/QD-HDQT | April 04, 2023 | Convene the Annual General Meeting of Shareholders 2023 |
| 48 | 03/2023/QD-HDQT | April 04, 2023 | Establish the Shareholder Qualification Inspection Committee for the Annual General Meeting of Shareholders 2023 |
| 49 | 04/2023/QD-HDQT | April 04, 2023 | Establish the Organizing Committee of the Annual General Meeting of Shareholders 2023 |
| 50 | 05/2023/QD-HDQT | April 26, 2023 | Plan for selecting an audit company to review the Semi-annual Financial Statements 2023 and audit the Financial Statements 2023 |
| 51 | 06/2023/QD-HDQT | May 31, 2023 | Appoint the Supervisor of PTS Hai Phong Shipyard Company Limited |
| 52 | 07/2023/QD-HDQT | June 12, 2023 | Promulgate regulations on grassroots democracy at the workplace of Hai Phong Petrolimex Transportation and Services Joint Stock Company |
| 53 | 08/2023/QD-HDQT | June 12, 2023 | Promulgate regulations on investment, procurement, repair, sale and liquidation of fixed assets of Hai Phong Petrolimex Transportation and Services Joint Stock Company |
| 54 | 09/2023/QD-HDQT | October 13, 2023 | Establish a Board to develop production and business plans in 2024 |
| 55 | 10/2023/QD-HDQT | November 06, 2023 | Establish a Vote Counting Committee to collect shareholders’ opinions via a ballot to approve the adjustment of the production, business and investment plan 2023 |
| 56 | 11/2023/QD-HDQT | November 20, 2023 | Re-appointment of staffs |

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

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| --- | --- | --- | --- |
| No. | Members of the Supervisory Board | Position | Date of appointment as member of the Supervisory Board. |
| 1 | Hoang Anh Tuan | Head of the Supervisory Board | April 18, 2023 |
| 2 | Vu Duc Anh | Member | April 29, 2022 |
| 3 | Doan Nhat Tan | Member | April 29, 2022 |
| 4 | Pham Hong Anh | Member | Dismissed as member of the Supervisory Board on April 18, 2023 |

1. The Executive Board.

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| --- | --- | --- | --- | --- | --- |
| No. | Member of the Executive Board | Position | Date of birth | Qualification | Appointment date |
| 1 | Nguyen Trong Thuy | General Manager | October 28, 1966 | Bachelor of Economics | April 29, 2022 (re-appoint for term of 2022-2027) |
| 2 | Trinh Chien Chinh | Deputy General Manager | January 28, 1979 | Engineer of Ship Engine | December 1, 2023 (re-appoint for term of 2023-2028) |
| 3 | Nguyen Minh Truong | Deputy General Manager | September 23, 1981 | Master of Business Administration | November 09, 2020 |
| 4 | Pham Thi Ngoc Anh | Deputy General Manager | November 19, 1971 | Bachelor of Finance-Economics | May 03, 2021 |

1. Training on corporate governance:
2. List of affiliated persons of the public company (Semi-annual Report) and transactions of the affiliated persons 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, or related persons of PDMR:

|  |  |  |  |  |  |  |  |
| --- | --- | --- | --- | --- | --- | --- | --- |
| No. | Name of individual/institution | Relations with the Company | NSH Code\*: | Head office address | Time of transaction with the Company | Content, quantity, total value of transaction | |
| (1) | (2) | (3) | (4) | (5) | (6) | (7) | (8) |
| 1 | PTS Hai Phong Shipyard Company Limited | Subsidiaries | 0200820994 | No. 16 Ngo Quyen Street, May Chai Ward, Ngo Quyen District, Hai Phong | 2023 | Provide new ship building and repair services | 7,066,898,176 |

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
4. Transactions of PDMR and affiliated persons of PDMR for shares of listed companies None.
5. Other significant issues None.