**CQN: Annual Corporate Governance Report 2023**

On January 26, 2024, Quang Ninh Port Joint Stock Company announced Report No. 01/2024/BC-HDQT on the corporate governance situation of 2023 as follows:

* Name of company: Quang Ninh Port Joint Stock Company
* Head office address: No. 1, Cai Lan Street, Ha Long City, Quang Ninh Province
* Tel: 02036283288 Email: [qnp@quangninhport.com.vn](mailto:qnp@quangninhport.com.vn)
* Charter capital: VND 750,499,360,000
* Securities code: CQN
* Corporate Governance Model: The General Meeting of Shareholders, the Board of Directors, the Supervisory Board, and the General Manager
* Internal audit execution: Unimplemented.

1. Activities of the General Meeting of Shareholders:

* On May 19, 2023, Quang Ninh Port Joint Stock Company organized Annual General Meeting of Shareholders 2023.

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| No. | General Mandate No. | Date | Content |
| 1 | 01/2023/NQ-DHDCD | May 19, 2023 | * Approve the Report of the Board of Directors on the activity results in 2022 and programs, goals and tasks in 2023. * Approve the Report on the production and business results in 2022 and the production and business plan in 2023. * Approve the Report on examining the Financial Statements 2022, the Report on activity results of the Supervisory Board in 2022; the orientation and tasks in 2023. * Approve the selection of an audit company to audit the Financial Statements 2023 as per Proposal No. 01/2023/TTr-HDQT dated April 28, 2023; * Approve the Report on the remuneration of the Board of Directors and Supervisory Board in 2022 and the remuneration plan in 2023 according to the Proposal No. 02/2023/TTr-HDQT on April 28, 2023.   Approve the Plan on profit distribution in 2022 according to the Proposal No. 03/2023/TTr-HDQT on April 28, 2023   * Assign the Board of Directors, the Chair of the Board of Directors and the General Manager of Quang Ninh Port Joint Stock Company to be responsible for implementing the General Mandate 2023. Assign and authorize the Board of Directors, the Chair of the Board of Directors to to actively decide on incurred contents to implement the General Mandate mentioned above, ensure the interests of the Company and shareholders. The General Mandate at the previous meetings have not been completed, they will be continued to be implemented and report the results at the nearest General Meeting of Shareholders. |

1. The 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 of the Board of Directors | |
| Appointment date | Date of dismissal |
| 1 | Mr. Do Ngoc Khanh | Chair of the Board of Directors | August 08, 2015 |  |
| 2 | Mr Pham Cong Doan | Member of the Board of Directors | December 22, 2016 |  |
| 3 | Mr. Nguyen Van Manh | Member of the Board of Directors | August 08, 2015 |  |
| 4 | Mr. Nguyen Phu Quan | Member of the Board of Directors | May 20, 2018 |  |
| 5 | Mr. Nguyen Trung Kien | Member of the Board of Directors | June 01, 2022 |  |

1. Board Resolutions/Board Decisions:

In 2023, the Board of Directors implemented 8 Resolutions and 35 Decisions, including:

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| No. | Board Resolution/Decision No. | Date | Content summary |
| I | Board Resolutions |  |  |
| 1 | 01/2023/NQ-HDQT | April 28, 2023 | Postpone the Annual General Meeting of Shareholders 2023 |
| 2 | 02/2023/NQ-HDQT | June 02, 2023 | Approve the dividend payment plan for 2022 |
| 3 | 03/2023/NQ-HDQT | December 27, 2023 | Purchase shares of Agricultural Material General Company - Joint Stock Company |
| II | Board Decisions |  |  |
| 1 | 01/2023/QD-HDQT | January 04, 2023 | Amend and supplement the Salary Regulations of Quang Ninh Port Joint Stock Company |
| 2 | 02/2023/QD-HDQT | January 04, 2023 | Relieve Mr. Nguyen Thanh Son from the position of Deputy Manager of Repair and Transport Enterprise to transfer and appoint as Deputy Manager of Mechanical Enterprise in Ha Long |
| 3 | 03/2023/QD-HDQT | January 04, 2023 | Appoint Mr. Tran Van Long, Deputy Manager of Freight Forwarding and Warehouse Enterprise, to continue holding the position of Deputy Manager of Freight Forwarding and Warehouse Enterprise |
| 4 | 04/2023/QD-HDQT | January 04, 2023 | Appoint Mr. Vu Minh Hoan, Deputy Manager of Ha Long Mechanical Enterprise, to continue holding the position of Deputy Manager of Ha Long Mechanical Enterprise |
| 5 | 05/2023/QD-HDQT | January 04, 2023 | Appoint Mr. Le Hong Hoan, Deputy Head of Business Planning Department, to continue holding the position of Deputy Head of Planning - Business Department |
| 6 | 06/2023/QD-HDQT | January 06, 2023 | Appoint Mr. Ho Ngoc Hai, Sales & Marketing staff of Logistics Department, to hold the position of Deputy Head of Logistics Department |
| 7 | 07/2023/QD-HDQT | January 06, 2023 | Rename Repair and Transport Enterprise to Repair Enterprise |
| 8 | 08/2023/QD-HDQT | March 10, 2023 | Promulgate functions, tasks, powers, and organizational structure of Repair Enterprise |
| 9 | 09/2023/QD-HDQT | March 10, 2023 | Promulgate functions, tasks, powers, and organizational structure of Ha Long Mechanical Enterprise |
| 10 | 10/2023/QD-HDQT | March 15, 2023 | Extend the time to organize the Annual General Meeting of Shareholders 2023 |
| 11 | 11/2023/QD-HDQT | March 15, 2023 | Approve the shareholder list and organize the Annual General Meeting of Shareholders 2023 |
| 12 | 12/2023/QD-HDQT | April 13, 2023 | Establish the Organizing Committee for the Annual General Meeting 2023 of Quang Ninh Port Joint Stock Company |
| 13 | 13/2023/QD-HDQT | April 13, 2023 | Establishing the Shareholder's Eligibility Verification Committee for the General Meeting of Shareholders 2023. |
| 14 | 14/2023/QD-HDQT | April 13, 2023 | Announce the working regulations of the Annual General Meeting of Shareholders in 2023 |
| 15 | 15/2023/QD-HDQT | May 25, 2023 | Appoint Mr. Do Huy Chuong to continue holding the position of Head of Technology and Safety Department |
| 16 | 16/2023/QD-HDQT | June 23, 2023 | Promulgate Training and Development of Human Resources Regulations |
| 17 | 17/2023/QD-HDQT | July 06, 2023 | Appoint Mr. Bui Khuong Giang, Head of Security - Military Department, to continue holding the position of Head of Security - Military Department |
| 18 | 18/2023/QD-HDQT | July 06, 2023 | Appoint Mr. Dinh Van An, Deputy Head of Security - Military Department, to continue holding the position of Deputy Head of Security - Military Department |
| 19 | 19/2023/QD-HDQT | July 06, 2023 | Appoint Mr. Dao Ngoc Toan, Director of Freight Forwarding and Warehouse Enterprise, to continue holding the position of Director of Freight Forwarding and Warehouse Enterprise |
| 20 | 20/2023/QD-HDQT | July 06, 2023 | Appoint Ms. Bui Thi Thao, Deputy Head of Administrative - Management Department, to continue holding the position of Deputy Head of Administrative - Management Department |
| 21 | 21/2023/QD-HDQT | July 06, 2023 | Appoint Mr. Tran Duc Sy, Deputy Head of Technology and Safety Department, to continue holding the position of Deputy Head of Technology and Safety Department |
| 22 | 22/2023/QD-HDQT | July 06, 2023 | Appoint Mr. Ngo Hoang Ha, Manager of Repair Enterprise, to continue holding the position of Manager of Repair Enterprise |
| 23 | 23/2023/QD-HDQT | July 20, 2023 | Promulgate Information Security Regulations |
| 24 | 24/2023/QD-HDQT | July 25, 2023 | Promulgate the Regulation on the salary |
| 25 | 25/2023/QD-HDQT | July 26, 2023 | Establish the Salary Council |
| 26 | 26/2023/QD-HDQT | July 26, 2023 | Establish the Emulation and Commendation Council |
| 27 | 27/2023/QD-HDQT | July 26, 2023 | Establish Innovation Council |
| 28 | 28/2023/QD-HDQT | July 26, 2023 | Establish Military Service Obligation Council |
| 29 | 29/2023/QD-HDQT | August 01, 2023 | Appoint Mr. Tran Minh as Deputy Manager of Control Center |
| 30 | 30/2023/QD-HDQT | August 01, 2023 | Promulgate performance-based job title reward |
| 31 | 31/2023/QD-HDQT | October 10, 2023 | Appoint Mr. Dinh Van Tuan as Deputy Head of Infrastructure and Environment Department |
| 32 | 32/2023/QD-HDQT | October 10, 2023 | Appoint Mr. Dao Phu Hoa as Manager of Cai Lan Loading and Unloading Enterprise |
| 33 | 33/2023/QD-HDQT | October 10, 2023 | Appoint the person in charge of corporate governance |
| 34 | 34/2023/QD-HDQT | October 17, 2023 | Appoint Mr. Vu The Ky as Deputy Head of Infrastructure and Environment Department |
| 35 | 35/2023/QD-HDQT | December 27, 2023 | Promulgate regulations for the operation of the safety and hygiene network. |

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

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| No. | Members of the Supervisory Board | Position | Date of appointment/dismissal as member of the Supervisory Board | Qualification |
| 1 | Mr. Nguyen Manh Hung | Chief of the Supervisory Board | April 15, 2016 | Bachelor of Accounting, Certificate of Auditor |
| 2 | Mr. Do Quang Hung | Member of the of Supervisory Board | April 18, 2017 | Master of Economics |
| 3 | Ms. Luong Thi Yen | Member of the of Supervisory Board | May 20, 2018 | Bachelor of Economic Laws |

1. The Board of Management

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| --- | --- | --- | --- | --- | --- | --- |
| No. | Members of Board of Management | Date of birth | Qualification | Date of appointment as member of the Board of Management | | Date of dismissal as member of the Board of Management |
|  |  |  |  | The Deputy General Manager | General Manager |  |
| 1 | Mr. Hoang  Trong Tung | September 16, 1960 | Engineer of sea transport economics | August 11, 2014 | September 20, 2021 |  |
| 2 | Mr. Quach Dinh  Phu | January 14, 1964 | * Engineer of loading and unloading machinery. * Engineer of sea transport economics | August 11, 2014 |  |  |
| 3 | Mr. Dinh Anh  Tuan | July 28, 1966 | Bachelor of Business Administration in Industrial & Capital Construction | August 11, 2014 |  |  |
| 4 | Mr. Nguyen Van Manh | March 20, 1978 | Bachelor of Economics | October 18, 2021 |  |  |

1. The Chief Accountant

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| No. | Full name | Date  Date of birth | Qualification | Date of appointment/resignation |
| 1 | Mr. Nguyen Tu Thinh | July 26, 1974 | Bachelor of Accounting | July 10, 2018 |

1. Training on corporate governance
2. List of related persons of public companies and transactions of affiliated persons of the company with the Company itself from January 2023 to the end of December 2023
3. Transactions between the Company and affiliated persons of the Company; or between the Company and major shareholders, PDMR and affiliated persons of PDMR None
4. Transactions between the Company’s PDMR, affiliated persons of PDMR and subsidiaries or companies controlled by the Company: None
5. Transactions between the Company and other entities:
   1. Transactions between the Company and the companies where members of the Board of Directors, members of the Supervisory Board, the General Manager and other managers had been and are their founding members, or, members of the Board of Directors or the General Manager who operated those companies for the past three (03) years (as at the time of reporting) None
   2. Transactions between the Company and the companies in which affiliated persons of members of the Board of Directors, members of the Supervisory Board, the Executive General Manager are members of the Board of Directors, the Executive General Manager None
   3. Other transactions of the Company (if any) which can bring material or non-material benefits to members of the Board of Directors, members of the Supervisory Board, the General Manager and other Deputy General Managers: None
6. Share transactions of PDMR and affiliated persons of PDMR
7. Company’s shares transactions between PDMR and affiliated persons: None
8. Other significant issues: None