**PEG: Annual Corporate Governance Report 2023**

On January 30, 2024, Petec Trading and Investment Corporation announced Report No. 000400/BC-PTC on the corporate governance 2023 as follows:

* Company’s name: Petec Trading and Investment Corporation (PETEC)
* Head office: No. 194, Nam Ky Khoi Nghia Street, Vo Thi Sau Ward, District 3, Ho Chi Minh City
* Tel: (028) 3930 3633 Fax: (028) 3930 5686
* Email: [petec.info@petec.pvoil.vn](mailto:petec.info@petec.pvoil.vn)
* Charter capital: VND 2,600,000,000,000
* Securities code: PEG
* Corporate Governance Model: The General Meeting of Shareholders, the Board of Directors, the Supervisory Board and the General Manager
* Internal audit execution: Implementing the internal audit according to the provisions of Decree No. 05/2019/ND-CP dated January 22, 2019 of the Government on internal audit and Circular No. 66/2020/TT-BTC dated July 10, 2020 of the Ministry of Finance promulgating model regulations on internal audit applicable to businesses, PETEC's Board of Directors promulgated Decision No. 3125/QD-PTC dated August 9, 2022 on adding internal audit functions and tasks to the Planning - General Department.

1. Activities of the General Meeting of Shareholders:

Information about the meetings and General Mandates/Decisions (including General Mandates approved by collecting shareholders' opinions via a ballot):

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| --- | --- | --- | --- |
| No. | General Mandate/Decision No. | Date | Content |
| 1 | 1560/NQ-PTC | April 28, 2023 | Approve the following contents:  Report on production and business results in 2022 and plan for 2023 of Petec Trading and Investment Corporation.   * Report of the Board of Directors at the Annual General Meeting of Shareholders 2023. * Report of the Supervisory Board at the Annual General Meeting of Shareholders 2023. * Dismissal of Mr. Hoang Minh Tuan as an independent member of the Board of Directors of PETEC. * The Audited Separate and Consolidated Financial Statements 2022. * Profit distribution plan in 2022. * The selection of the audit company for the Financial Statements 2023 of PETEC. * Approve the policy and authorize the Board of Directors to approve PETEC to sign transaction contracts between PETEC and PetroVietnam Oil Corporation (PVOIL). * Settlement of remuneration for 2022 and salary and remuneration plan for 2023 of the Board of Directors, Supervisory Board and the Executive Board of PETEC. |

1. The Board of Directors:
2. Information about the Board of Directors

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| --- | --- | --- | --- | --- |
| No. | Member of the Board of Directors | Position (independent member/non-executive member of the Board of Directors) | Date of appointment/dismissal as member/independent member of the Board of Directors | |
| Appointment date | Dismissal date |
| 1 | Nguyen Tuan Tu | Chair | June 22, 2021 |  |
| 2 | Nguyen Ngoc Lien | Member | March 30, 2022 |  |
| 3 | Tran Van Duong | Member | December 04, 2020 |  |
| 4 | Hoang Minh Tuan | Independent member of the Board of Directors | June 16, 2022 | April 28, 2023 |

1. Board Resolutions/Board Decisions:

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| --- | --- | --- | --- |
| No. | Board Resolution/Board Decision No. | Date | Content |
| 1 | 57/NQ-PTC | January 09, 2023 | On the transfer of property at land plot 298 Cho Hang, Du Hang Kenh Ward, Le Chan District, Hai Phong City |
| 2 | 189/NQ-PTC | January 18, 2023 | On the approval of the plan for 2023 of PETEC |
| 3 | 551/NQ-PTC | February 23, 2023 | On approving the plan to sell assets on land, transfer land use rights in the form of auction for houses and land at land lot No. 298 Cho Hang, Du Hang Kenh Ward, Le Chan District, Hai Phong City |
| 4 | 552/NQ-PTC | February 23, 2023 | On the approval of the investment policy of the project to expand the capacity of PETEC Hai Phong petroleum warehouse to 40,000m3 |
| 5 | 754/NQ-PTC | March 09, 2023 | On approving the plan to organize the Annual General Meeting of Shareholders 2023 of PETEC |
| 6 | 755/NQ-PTC | March 09, 2023 | On recording the list of shareholders to organize the Annual General Meeting of Shareholders 2023 of the PETEC |
| 7 | 761/NQ-PTC | March 09, 2023 | On approving the content of the Annual General Meeting of Shareholders 2023 of Petec Coffee Joint Stock Company |
| 8 | 912/NQ-PTC | March 21, 2023 | On approving the labor employment plan 2023 |
| 9 | 913/NQ-PTC | March 21, 2023 | On the appointment of staff |
| 10 | 914/NQ-PTC | March 21, 2023 | On organizing and arranging business systems in the North |
| 11 | 973/NQ-PTC | March 23, 2023 | On the approval of the content of the scope of work and estimates of consulting packages for investment preparation of the 40,000m3 capacity expansion project of PETEC Hai Phong petroleum warehouse |
| 12 | 1063/NQ-PTC | March 30, 2023 | On the establishment of PETEC Dak Lak Branch and related personnel work |
| 13 | 1064/QD-PTC | March 30, 2023 | On the establishment of the Branch of PETEC in Dak Lak Province |
| 14 | 1284/NQ-PTC | April 12, 2023 | On approving the contractor selection plan for bidding packages for the investment preparation for the 40,000m3 capacity expansion project of PETEC Hai Phong petroleum warehouse |
| 15 | 1343/NQ-PTC | April 17, 2023 | On choosing the project management form for the 40,000m3 capacity expansion project of PETEC Hai Phong petroleum warehouse |
| 16 | 1372/NQ-PTC | April 18, 2023 | On approving the policy of transferring assets of Petec Coffee Joint Stock Company |
| 17 | 1493/NQ-PTC | April 26, 2023 | On the appointment of Project Management Manager of the project "40,000m3 capacity expansion project of PETEC Hai Phong petroleum warehouse" |
| 18 | 1778/QD-PTC | May 17, 2023 | On the promulgation of Regulations on decentralization of investment decisions and bidding management of PETEC |
| 19 | 1861/NQ-PTC | May 23, 2023 | On the credit granting from Military Commercial Joint Stock Bank |
| 20 | 1862/NQ-PTC | May 23, 2023 | On the credit granting from Ho Chi Minh City Development Commercial Joint Stock Bank |
| 21 | 2238/NQ-PTC | June 14, 2023 | On granting credit limit to Petec Coffee Joint Stock Company at BIDV Bank - Ba Chieu Branch in 2023 |
| 22 | 2239/NQ-PTC | June 14, 2023 | On the approval of the contractor selection results for the bidding package: "Consulting on preparing a feasibility study report" under the project "40,000m3 capacity expansion project of PETEC Hai Phong petroleum warehouse" |
| 23 | 2583/NQ-PTC | July 18, 2023 | On the appointment of Head of Petroleum Engineering Department |
| 24 | 3268/NQ-PTC | September 19, 2023 | On the establishment of PETEC Nghe An Branch and related personnel work |
| 25 | 3269/QD-PTC | September 19, 2023 | On the establishment of the Branch of PETEC in Nghe An Province |
| 26 | 3309/QD-PTC | September 21, 2023 | On retiring with retirement benefits |
| 27 | 3573/QD-PTC | October 17, 2023 | On raising the salary of the Deputy General Manager |
| 28 | 3574/QD-PTC | October 17, 2023 | On raising the salary of the Chief of the Supervisory Board |
| 29 | 4121/NQ-PTC | December 07, 2023 | On the establishment of PETEC Kon Tum Branch and related personnel work |
| 30 | 4122/QD-PTC | December 07, 2023 | On the establishment of the Branch of PETEC in Kon Tum Province |
| 31 | 4150/NQ-PTC | December 08, 2023 | On the collection of shareholders' opinions via a ballot |
| 32 | 4528/NQ-PTC | December 29, 2023 | On the approval of the production and business plan 2024 of PETEC |

1. The Supervisory Board:
2. Information about 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 | Hoang Anh Tuan | Chief of the Supervisory Board | January 31, 2019 | Master of Economics |
| 2 | Diep Thu Thuy | Member of the Supervisory Board | November 18, 2011 | Bachelor of Laws |
| 3 | Vuong Bich Tuyen | Member of the Supervisory Board | April 27, 2021 | Bachelor of Commerce |

1. The Executive Board

|  |  |  |  |  |
| --- | --- | --- | --- | --- |
| No. | Member of the Executive Board | Date of birth | Qualification | Date of appointment/dismissal as member of the Executive Board |
| 1 | Tran Van Duong | December 30, 1977 | Master of International Business Administration | November 04, 2020 |
| 2 | Nguyen Thanh Hai | January 07, 1963 | Petroleum Extraction Technology Engineer | June 14, 2017  November 01, 2023 (retirement date) |
| 3 | Nguyen Thu Phong | August 03, 1973 | Bachelor of Business Administration | July 08, 2020 |

1. The Chief Accountant:

|  |  |  |  |  |
| --- | --- | --- | --- | --- |
| No. | Full name | Date of birth | Qualification | Date of appointment/dismissal |
| 1 | Trinh Anh Tuan | February 14, 1975 | Bachelor of Economics  Bachelor of Politics | July 01, 2022 |

1. Corporate governance training:
2. List of affiliated persons of the public Company and transactions between the affiliated persons of the Company and the Company itself.
3. Transactions between PETEC and affiliated persons; or between PETEC and major shareholders, PDMR, affiliated persons of PDMR

Details are in the attached Appendix 02.

1. Transactions between PETEC’s PDMR, affiliated persons of PDMR and subsidiaries or companies controlled by PETEC: None.
2. Transactions between the Company and other entities:
3. 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 have been founding members or members of the Board of Directors, the Executive General Manager for the past three (03) years (as at the time of reporting):

The Corporation has signed a petroleum consumption contract and service contract with PVOIL (Chair of the Board of Directors of PETEC is also the Deputy General Manager of PVOIL); signed a petroleum consumption contract with Petec Coffee Joint Stock Company (the Deputy General Manager of PETEC is also Chair of the Board of Directors of Petec Coffee Joint Stock Company until March 2023; the Chief Accountant of PETEC is also the Chair of the Board of Directors of Petec Coffee Joint Stock Company from March 2023); signed a petroleum consumption contract with Petec Binh Dinh Joint Stock Company (the Deputy General Manager of PETEC is also a Member of the Board of Directors of Petec Binh Dinh Joint Stock Company until April 2023); and hired PetroVietnam Oil Transportation - One - Member Limited Company (PVOIL TRANS) to transport petroleum (the General Manager of PETEC is a member of the Board of Directors/Manager of PVOIL TRANS until October 2020).

1. Transactions between the Company and companies where affiliated persons of members of the Board of Directors, members of the Supervisory Board, the General Manager and other managers are members of the Board of Directors, the Executive General Manager: None.
2. 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 managers: None.
3. Share transactions of PDMR and affiliated persons of PDMR
4. Company’s shares transactions between PDMR and affiliated persons:

None.

1. Other significant issues

Appendix 02  
Transactions between PETEC and affiliated persons of PETEC, or between PETEC and major shareholders, PDMR and affiliated persons of PDMR

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| --- | --- | --- | --- | --- | --- | --- | --- | --- |
| No. | Name of individual/institution | Relations with the Company | NSH No.\*, Date of issue, Place of issue | Head office address: | Time of transaction with the Company | General Mandate/Decision or Board Resolution/Decisions approved (if any, specify issue date) | Content, quantity, total value of transaction | Note |
| 1 | PVOIL | Holding Company | 0305795054  June 26, 2008; Department of Planning and Investment of Ho Chi Minh City | Floor 14-18, PetroVietnam Tower, No. 1-5 Le Duan, Ben Nghe Ward, District 1, Ho Chi Minh City | 2023 | 1560/NQ-PTC dated April 28, 2023 | Selling gasoline and oil: VND 2,166,141  Gasoline warehouse for rent  VND 12,150,714,297  Buy gasoline: VND 7,445,485,385,820  Hire services: VND 7,539,598,036 |  |
| 2 | Petec Coffee Joint Stock Company | Subsidiary of PETEC | 0304263392 March 27, 2006 Department of Planning and Investment, HCMC | 194 Nam Ky Khoi Nghia, Vo Thi Sau Ward, District 3, Ho Chi Minh City | 2023 | 60/NQ-DHCD dated March 27, 2023 | Sell gasoline: VND 15,754,080,001 |  |
| 3 | Petec Vinh Long Oil Terminal One Member Limited Liability Company | Subsidiary of PETEC | 1500357585; First registration on September 7, 2000, registration for 16th change on August 16, 2022, Department of Planning and Investment of Vinh Long Province | 546B, Thanh My 2 Hamlet, Thanh Duc Commune, Long Ho District, Vinh Long Province | 2023 | 2902/NQ-DKVN dated November 04, 2010 | Warehouse for rent service: VND 8,436,033,040 |  |
| 3 | MeKong Petroleum Joint Stock Company | Subsidiary of PVOIL | 1800277683  December 20, 2019; Can Tho Department of Planning and Investment | 60-62 3/2 Street, Xuan Khanh Ward, Ninh Kieu District, Can Tho | 2023 |  | Provision of Easy service: VND 2,347,500 |  |
| 4 | Vung Ang Petroleum Joint- Stock Company | Subsidiary of PVOIL | 3000413193  December 1, 2010 Ha Tinh Department of Planning and Investment | No. 417 Tran Phu, Thach Linh Ward, Ha Tinh | 2023 |  | Service provision: VND 519,554  Sell gasoline: VND 48,945,454,547  Service fees: VND 1,117,358,981 |  |
| 5 | PV Oil Lube Joint Stock Company | Subsidiary of PVOIL | 0103100084  December 19, 2009 Ho Chi Minh City Department of Planning and Investment | 201 Dien Bien Phu, Ward 15, Binh Thanh District, Ho Chi Minh City | 2023 |  | Buy lubricants: VND 592,273,305  Gasoline warehouse for rent: VND 22,340,525 |  |
| 6 | Petrovietnam Oil Tra Vinh - One - Member Limited Company |  | 2100119281 Tra Vinh Department of Planning and Investment | 187A Hung Vuong, K2, Ward 3, Tra Vinh | 2023 |  | Buy gasoline: VND 5,907,249,091  Service fees: VND 861,564 |  |
| 7 | Petrovietnam Oil Bac Lieu - One - Member Limited Company |  | April 26, 2004 Bac Lieu Department of Planning and Investment | 89 Hai Ba Trung, Ward 3, Bac Lieu | 2023 |  | Service provision: VND 211,363 |  |
| 8 | Saigon Petro Vietnam Oil Joint Stock Company |  | 0110496966 December 04, 2010  Ho Chi Minh City Department of Planning and Investment | 10th floor, Petroland building, 12 Tan Trao, Tan Phu Ward, District 7 | 2023 |  | Sell gasoline: VND 12,778,536,364  Buy gasoline: VND 3,600,000,000  Gasoline storage rental, service fee: VND 22,332,876  Easy service fee: VND 238,497,811 |  |
| 9 | Petrovietnam Oil Vung Tau Joint Stock Company |  | 3501740836  November 30, 2010 Department of Planning and Investment of Ba Ria Vung Tau Province | No. 54A, 30/4 Street, Thang Nhat Ward, Vung Tau City, Ba Ria Vung Tau Province | 2023 |  | Buy gasoline: VND 1,468,181,818  Sell gasoline: VND 7,609,090,909  Gasoline warehouse for rent: VND 49,078,912 |  |
| 10 | Petrovietnam Oil Ha Noi Joint Stock Company |  | 0105029292 December 1, 2010 Hanoi Authority for Planning and Investment | 194 Thai Thinh Street, Lang Ha Ward, Dong Da District, Hanoi | 2023 |  | Service revenue: VND 2,308,693,390  Buy gasoline and oil: VND 319,402,545  Easy service fee: VND 359,479,635 |  |
| 11 | Petrovietnam Oil Thai Binh Joint Stock Company |  | 1000808141  November 30, 2010 Thai Binh Department of Planning and Investment | 545 Tran Lam, Tran Lam Ward, Thai Binh | 2023 |  | Sell gasoline: VND 7,430,874,999  Gasoline warehouse for rent  VND 1,866,940,940  Service fees: VND 712,363 |  |
| 12 | Petrovietnam Oil Nam Dinh Joint Stock Company |  | 0600759399 November 30, 2010  Nam Dinh Department of Planning and Investment | 115 Dau Khi Alley, Giai Phong Street, Truong Thi, Nam Dinh City | 2023 |  | Buy gasoline and oil: VND 4,365,070,636  Sell gasoline: VND 1,880,909,091  Gasoline warehouse for rent  VND 2,622,213,865 |  |
| 13 | Petrovietnam Oil Tayninh Joint Stock Company |  | 3900937898  March 12, 2020  Tay Ninh Department of Planning and Investment | 1/40 Long Binh Hamlet, Long Thanh Nam, Hoa Thanh Tay Ninh | 2023 |  | Sell gasoline: VND 1,715,454,545 |  |
| 14 | Petrovietnam Oil Cai Lan Joint Stock Company |  | 5700804189  April 8, 2008 Quang Ninh Department of Planning and Investment | Cai Lan Shipbuilding Industrial Cluster, Gieng Day Ward, Ha Long, Quang Ninh | 2023 |  | Buy gasoline: VND 12,771,200,335  Rent gasoline warehouse:  VND 69,275,690  Selling gasoline:  VND 3,856,090,909  Gasoline storage for rent:  VND 580,476,891 |  |
| 15 | Phu Tho Petrovietnam Oil Joint Stock Company |  | 0102421913 November 2, 2007 Phu Tho Department of Planning and Investment | Lot 3, Bach Hac industrial cluster, Bach Hac Ward, Viet Tri City, Phu Tho | 2023 |  | Service fee: VND 56,182  Gasoline warehouse for rent: VND 118,345,229 |  |
| 16 | Petrovietnam Oil Phu Yen Joint Stock Company |  | 4400114094 December 25, 2009 Phu Yen Department of Planning and Investment | 157-159 Hung Vuong, Ward 5, Tuy Hoa, Phu Yen | 2023 |  | Sell gasoline: VND 1,899,090,909  Service provision: VND 165,386 Buy gasoline: VND 4,012,377,272  Warehouse rental: VND 2,672,651,820 |  |
| 17 | Thu Duc Trading & Import Export JSC |  | March 27, 2000 Ho Chi Minh City Department of Planning and Investment | 231 Vo Van Ngan, Linh Chieu Ward, Thu Duc Ward | 2023 |  | Service fees: VND 67,108,174  Sell gasoline: VND 105,513,227,274  Service provision: VND 9,617,120 |  |
| 18 | Hai Phong Pvoil Petroleum Joint Stock Company |  | 0201185752  July 08, 2011  Hai Phong Department of Planning and Investment | 221-223 Van Cao, Dang Giang, Ngo Quyen, Hai Phong | 2023 |  | Buy gasoline: VND 4,851,251,080  Hire transportation service: VND 95,375,709  Gasoline warehouse for rent: VND 4,527,855,536  Selling gasoline and oil: VND 186,309,827 |  |
| 19 | Pv Oil Mien Trung Joint Stock Company |  | 4300603574  June 22, 2011 Da Nang Department of Planning and Investment | 197 Cach Mang Thang 8 Street, Khue Trung, Cam Le, Da Nang | 2023 |  | Buy gasoline and oil: VND 3,299,863,636  Service fees: VND 934,306,635  Sell gasoline: VND 1,651,922,727 |  |
| 20 | PetroVietnam Oil Transportation - One - Member Limited Company |  | 0311278294  October 26, 2011  Department of Planning and Investment Ho Chi Minh City | 10th floor, Petroland building, 12 Tan Trao, Tan Phu Ward, District 7 | 2023 |  | Hire services: VND 4,428,871,293  Sell gasoline: VND 5,213,360,316  Service for rent: VND 16,846,985 |  |
| 21 | Petrovietnam Oil Thanh Hoa - One - Member Limited Company |  | 2801583156 July 21, 2010 Thanh Hoa Department of Planning and Investment | 180 Tong Duy Tan, Lam Son Ward, Thanh Hoa City, Thanh Hoa Province | 2023 |  | Selling gasoline and oil: VND 1,858,181,818  Gasoline warehouse for rent: VND 615,268,445  Buy gasoline and oil: VND 151,267,018 |  |
| 22 | Ninh Binh Petrovietnam Joint Stock Company |  | 2700275814 | Ninh Phuc Industrial Park - Ninh Binh City - Ninh Binh Province | 2023 |  | Gasoline warehouse for rent  VND 10,213,272,331 |  |