**CCT: Annual Corporate Governance Report 2023**

On January 30, 2024, Can Tho Port Joint Stock Company announced Report No. 03/BC-HDQT on the annual corporate governance of the Company in 2023 as follows:

* Name of company: Can Tho Port Joint Stock Company
* Head office address: No. 2 Phu Thang Area, Tan Phu Ward, Cai Rang District, Can Tho City
* Tel:02926516483 Fax:0292391395 Email: email@canthoport.com.vn
* Charter capital: VND 284,800,000,000
* Securities code: CCT
* Corporate Governance Model: The General Meeting of Shareholder, the Board of Directors, the Supervisory Board and the General Manager.
* Internal audit execution: Unimplemented.
1. Activities of the General Meeting of Shareholders:

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

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| --- | --- | --- | --- |
| No. | General Mandate/Decision of the General Meeting of Shareholders No. | Date | Content |
| 1 | 01/NQ-DHDCD | April 15, 2022 | 1. Approve the Report on production and business results in 2022
2. Approve the Report on activities in 2022 and the orientation in 2023 of the Board of Directors of Can Tho Port Joint Stock Company.
3. Approve the Report of the Supervisory Board on activities in 2022 and orientation in 2023; Report on supervision of production and business activities as well as supervision of the Board of Directors and General Manager in 2022.
4. Approve the Financial Statements 2022 of Can Tho Port Joint Stock Company audited by AASC Auditing Firm Company Limited.
5. Approve plan on profit distribution and appropriation for funds in 2022, plan on production and business, investment, liquidation and dividend payment as follows:
6. Based on income statement in 2022 and the Company's financial status. The General Meeting of Shareholders approves the proposal not to distribute profits in 2022
7. Dividend payment plan in 2023: No dividend payment.
8. The plan on production and business, investment and liquidation in 2023 with main targets as follows:
* The output of goods through port 3,000,000 tons.
* Total revenue: VND 142 billion
* Profit before tax: VND 8.0 billion
* Total investment in 2023: VND 38.1 billion
* Plan on liquidating the Company’s assets
1. Approve the salary fund and remuneration of the Board of Directors, the Supervisory Board and the planned salary fund of the Executive Board in 2023 as follows:
2. Salary plan of executive managers: VND 1,980,000,000, in which:
* Salary of the Board of Directors: VND 420,000,000
* Executive Chair of the Board of Directors (01 member) VND 35,000,000/member/month
* Total planned salary fund of the Executive Board VND 1,560,000,000

In which:* General Manager (01 member) VND 30,000,000/member/month
* Deputy General Manager (03 members) VND 25,000,000/member/month
* Chief Accountant (01 member) VND 25,000,000/member/month
1. Remuneration plan of the non-executive manager in 2023: VND 342,000,000, in which:
* Non-executive members of the Board of Directors (04 members): VND 5,000,000/member/month
* Chief of the Supervisory Board (01 member): VND 3,500,000/member/month
* Members of the Supervisory Board (02 members) VND 2,500,000/member/month

7. Approve on authorizing the Board of Directors, based on the actual situation, to select one of the three following audit companies to audit the Financial Statements 2023 of Can Tho Port Joint Stock Company:A&C Auditing and Consulting Company Limited.UHY Auditing and Consulting Company Limited.AASC Auditing Firm Company Limited.8. Approve the Proposal on the amendment and supplement to the Company's charter, the internal regulations on corporate governance and operational regulations of the Board of Directors of Can Tho Port Joint Stock Company9. Approve the Proposal on the adjustment of the charter capital in the Business Registration Certificate according to the settlement value of the State capital upon equitization.Approve the actual value of the State capital in Cantho Port Limited Company at 00.00 on March 31, 2015 which is VND 272,566,179,597 and source of owners' equity which is VND 275,281,180,00010. Proposal on the dismissal and additional election of members of the Board of Directors in the term of 2020-2025 and the regulations on election of members of the Board of Directors in the term of 2020-2025The Meeting unanimously approved:* Dismiss Mr. Nguyen Quoc Hung from the position of member of the Board of Directors in the term of 2020 - 2025
* Dismiss Mr. Pham Ba Ngan from the position of member of the Board of Directors in the term of 2020 - 2025.
* The number of additionally elected members of the Board of Directors in the term of 2020 - 2025 is 02 members.
* Participation time is the remaining time of the 2020-2025 term.
* The results of the number, structure and list of additionally elected members of the Board of Directors are:
* Mr. Le Quang Trung: Member of the Board of Directors.
* Mr. Nguyen Dang Song: Member of the Board of Directors.
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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 (independent member/non-executive member of the Board of Directors) | Date of appointment/dismissal as member/independent member of the Board of Directors |
| Date of appointment | Date of appointment/dismissal as member of the Board of Directors |
| 1 | Mr. Le Quang Trung | Chair of the Board of Directors | April 18, 2023 |   |
| 2 | Mr. Lam Tien Dung | Executive Vice Chair of the Board of Directors | April 18, 2023 |   |
| 3 | Mr. Tran Tuan Hai | Non-executive member of the Board of Directors. | April 15, 2022 |   |
| 4 | Mr. Nguyen Dang Song | Non-executive member of the Board of Directors. | April 18, 2023 |   |
| 5 | Mr. Hoang Viet | Non-executive member of the Board of Directors. | June 27, 2020 |   |
| 6 | Mr. Nguyen Quoc Hung | Non-executive member of the Board of Directors-cum-General Manager | April 15, 2022 | April 18, 2023 |
| 7 | Mr. Pham Ba Ngan | Non-executive member of the Board of Directors. | June 27, 2020 | April 18, 2023 |

1. Board Resolutions/Board Decisions

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| No. | Resolution/Decision No. | Date | Content |
| I |  Board Resolution |   |  |
| 1 | No. 06/NQ-HDQT | January 10, 2023 | On the approval of the reappointment of the Deputy General Manager of Can Tho Port Joint Stock Company |
| 2 | No. 22/NQ-HDQT | January 16, 2023 | On the extension of the tenure of the Deputy General Manager of Can Tho Port Joint Stock Company  |
| 3 | No. 48/NQ-HDQT | January 30, 2023 | On the implementation of key tasks at Can Tho Port Joint Stock Company |
| 4 | No. 71/NQ-HDQT | February 10, 2023 | The meeting on February 10, 2023, carried out by the delegation of authority from the General Manager to the Deputy General Manager  |
| 5 | No. 95/NQ-HDQT | February 21, 2023 | On approving the organization of the Annual General Meeting of Shareholders 2023 of Can Tho Port Joint Stock Company. |
| 6 | No. 107/NQ-HDQT | February 24, 2023 | On the reappointment of the Deputy General Manager of Can Tho Port Joint Stock Company |
| 7 | No. 287/NQ-HDQT | June 21, 2022 | On the Representative of the capital contribution of Can Tho Port Joint Stock Company at Can Tho Port - Thanh Tuan Ltd.Co |
| 8 | No. 3O5/NQ- HDQT | June 30, 2022 | On the plan to arrange warehouse locations for Irradiation Of Can Tho Joint Stock Company. |
| 9 | No. 109/NQ-HDQT | February 27, 2023 | On the approval of the temporary suspension of the investment project for the internal road 8b along the embankment of Bridge No. 2 at Cai Cui Port |
| 10 | No. 150/NQ-HDQT | March 17, 2023 | On the approval of the rearrangement plan for the organization of production and business, and labor utilization of Can Tho Port Joint Stock Company |
| 11 | No. 203/NQ-HDQT | April 05, 2023 | On the approval of the investment proposal, renovation of warehouse and procurement of equipment |
| 12 | No. 222/NQ-HDQT | April 13, 2023 | On the approval of the proposal to lease an additional 2,000m2 of infrastructure at the seaport for long-term storage at Cai Cui Port. |
| 13 | No. 231/NQ-HDQT | April 18, 2023 | Meeting on April 18, 2023 |
| 14 | No. 299/NQ-HDQT | May 09, 2023 | On the approval of the adjustment plan and implementation of the investment in internal road 8b |
| 15 | No. 306/NQ-HDQT | May 11, 2023 | On the liquidation of assets of Can Tho Port Joint Stock Company |
| 16 | No. 309/NQ-HDQT | May 11, 2023 | On the approval of the economic-technical report on the renovation of warehouses No. 1, 2, 6 |
| 17 | No. 331/NQ-HDQT | May 18, 2023 | On personnel work at Can Tho Port |
| 18 | No. 342a/NQ-HDQT | May 23, 2023 | On the staff work at Can Tho Port Joint Stock Company |
| 19 | No. 368/NQ-HDQT | May 31, 2023 | On the change of the Representative of the capital contribution of Can Tho Port Joint Stock Company at Can Tho Port - Thanh Tuan Ltd.Co |
| 20 | No. 374/NQ-HDQT | June 02, 2023 | On the investment policy of the Automatic Fire Protection System for warehouses 1, 2, 6 at Cai Cui Port |
| 21 | No. 397/NQ-HDQT | June 15, 2023 | On the promulgation of Risk Control Ballots at Can Tho Port Joint Stock Company |
| 22 | No. 407/NQ-HDQT | June 16, 2023 | On the investment policy for Container office serving the service chain for Honda customers |
| 23 | No. 407/NQ-HDQT | June 16, 2023 | Board Resolution of the meeting on June 14 of Can Tho Port Joint Stock Company |
| 24 | No. 418/NQ-HDQT | June 22, 2023 | On the approval of the plan and starting price for the liquidation of assets of Can Tho Port Joint Stock Company |
| 25 | No. 420/NQ-HDQT | June 22, 2023 | On the approval of the tasks and cost estimates for surveying, and preparing the economic-technical report of the internal road 8b project |
| 26 | No. 474/NQ-HDQT | July 11, 2023 | On the approval of the selection plan for an independent audit company to review the Financial Statements for the first 06 months of 2023 and audit the Financial Statements for the year 2023 for Can Tho Port Joint Stock Company |
| 27 | No. 498b/NQ- HDQT | July 20, 2023 | Resolution of the meeting on July 20, 2023 of Can Tho Port Joint Stock Company |
| 28 | No. 511b/NQ- HDQT | August 01, 2023 | Resolution of the meeting on August 01, 2023 of Can Tho Port Joint Stock Company |
| 29 | No. 547/NQ-HDQT | August 16, 2023 | On the approval of personnel work at Can Tho Port Joint Stock Company |
| 30 | No. 576/NQ-HDQT | August 28, 2023 | On the approval of the economic-technical report of the internal road 8b project |
| 31 | No. 602/NQ-HDQT | September 08, 2023 | On the approval of the Plan for selecting contractors for the packages of the internal road 8b project |
| 32 | No. 628/NQ-HDQT | September 22, 2023 | Resolution of the meeting on September 15, 2023 of Can Tho Port Joint Stock Company |
| 33 | No. 650/NQ-HDQT | October 05, 2023 | On the approval of the investment to purchase a Container office |
| 34 | No. 656/NQ-HDQT | October 06, 2023 | On the approval of the policy to lease long-term yard at Cai Cui Port |
| 35 | No. 724/NQ-HDQT | November 10, 2023 | Resolution of the meeting on November 07, 2023 of Can Tho Port Joint Stock Company |
| 36 | No. 818/NQ-HDQT | December 27, 2023 | On the approval, update, and adjustment of the investment project for the purchase of a long port crane |
| 37 | No. 819/NQ-HDQT | December 27, 2023 | Resolution of the meeting on December 26, 2023 of Can Tho Port Joint Stock Company |
| II | Decision |   |   |
| 1 | No. 07/QD-HDQT | January 16, 2023 | On the extension of the tenure of the Deputy General Manager of Can Tho Port Joint Stock Company |
| 2 | No. 17/QD-HDQT | February 24, 2023 | On the reappointment of the Deputy General Manager of Can Tho Port Joint Stock Company |
| 3 | No. 22/QD-HDQT | February 27, 2023 | On the establishment of Committees and Teams to serve the Annual General Meeting of Shareholders for the year 2023 |
| 4 | No. 27/QD-HDQT | March 17, 2023 | On the approval of the rearrangement plan for the organization of production and business, and labor utilization of Can Tho Port Joint Stock Company |
| 5 | No. 45/QD-HDQT | April 05, 2023 | On the approval of the investment proposal, renovation of warehouse, and procurement of equipment to serve the Honda motorcycle transportation chain. |
| 6 | No. 49/QD-HDQT | April 13, 2023 | On the approval of the proposal to lease an additional 2,000m2 of infrastructure at the seaport for long-term storage at Cai Cui Port. |
| 7 | No. 50/QD-HDQT | April 18, 2023 | On the dismissal of the position of Chairman of the Board of Directors of Can Tho Port Joint Stock Company |
| 8 | No. 51/QD-HDQT | April 18, 2023 | On the election of the position of Chair of the Board of Directors of Can Tho Port Joint Stock Company |
| 9 | No. 52/QD-HDQT | April 18, 2023 | On the appointment of the position of Vice Chair of the Board of Directors of Can Tho Port Joint Stock Company |
| 10 | No. 45/QD-HDQT | April 05, 2023 | On the approval of the investment proposal, renovation of warehouse, and procurement of equipment to serve the Honda motorcycle transportation chain. |
| 11 | No. 49/QD-HDQT | April 13, 2023 | On the approval of the proposal to lease an additional 2,000 m2 of infrastructure at the seaport for long-term storage at Cai Cui Port. |
| 12 | No. 50/QD-HDQT | April 18, 2023 | On the dismissal of the position of Chair of the Board of Directors of Can Tho Port Joint Stock Company |
| 13 | No. 51/QD-HDQT | April 18, 2023 | On the election of the position of Chair of the Board of Directors of Can Tho Port Joint Stock Company |
| 14 | No. 52/QD-HDQT | April 18, 2023 | On the appointment of the position of Vice Chair of the Board of Directors of Can Tho Port Joint Stock Company |
| 15 | No. 53/QD-HDQT | April 18, 2023 | On the dismissal of the position of General Manager of Can Tho Port Joint Stock Company |
| 16 | No. 54/QD-HDQT | April 18, 2023 | On the assignment of tasks to the General Manager of Can Tho Port Joint Stock Company |
| 17 | No. 82/QD-HDQT | April 28, 2023 | Approve on the settlement of salaries and remuneration for managers; operation; and salaries of employees in 2022 |
| 18 | No. 83/QD-HDQT | April 28, 2023 | On approving the promulgation of Operational regulations of Can Tho Port Joint Stock Company's Board of Directors (revised and supplemented in 2023) |
| 19 | No. 84/QD-HDQT | April 28, 2023 | On approving the promulgation of Internal Regulations on corporate governance of Can Tho Port Joint Stock Company (revised and supplemented in 2023) |
| 20 | No. 85/QD-HDQT | April 28, 2023 | On the termination of the labor contract with Mr. Nguyen Quoc Hung |
| 21 | No. 94/QD-HDQT | May 11, 2023 | Approve the liquidation of assets of Can Tho Port Joint Stock Company |
| 22 | No. 95/QD-HDQT | May 11, 2023 | Approve the economic-technical report on the renovation of warehouses 1, 2, 6 at Cai Cui Port |
| 23 | No. 98/QD-HDQT | May 18, 2023 | On the cessation of the person in charge of corporate governance-cum-Secretary of the Company |
| 24 | No. 99/QD-HDQT | May 18, 2023 | On the person in charge of Corporate Governance-cum-Secretariat of the Company |
| 24 | No. 117/QD-HDQT | May 31, 2023 | On the change of the Representative of the capital contribution of Can Tho Port Joint Stock Company at Can Tho Port - Thanh Tuan Ltd.Co |
| 25 | No. 119/QD-HDQT | June 02, 2023 | On the investment policy of the Automatic Fire Protection System for warehouses 1, 2, 6 at Cai Cui Port |
| 26 | No. 168/QD-HDQT | June 15, 2023 | On the promulgation of Risk Control ballots at Can Tho Port Joint Stock Company |
| 27 | No. 170/QD-HDQT | June 16, 2023 | On the investment policy for Container office serving the service chain for Honda customers |
| 28 | No. 177/QD-HDQT | June 22, 2023 | On the approval of the plan and starting price for the liquidation of assets of Can Tho Port Joint Stock Company |
| 29 | No. 178/QD-HDQT | June 22, 2023 | On the approval of the tasks and cost estimates for surveying, and preparing the economic-technical report of the internal road 8b project |
| 30 | No. 193/QD-HDQT | July 11, 2023 | On the approval of the selection plan for an independent audit company to review the Financial Statements for the first 06 months of 2023 and audit the Financial Statements for the year 2023 for Can Tho Port Joint Stock Company |
| 31 | No. 217/QD-HDQT | August 28, 2023 | On the approval of the economic-technical report of the internal road 8b project |
| 32 | No. 226/QD-HDQT | September 08, 2023 | On the approval of the Plan for selecting contractors for the packages of the internal road 8b project |
| 33 | No. 248/QD-HDQT | October 05, 2023 | Approve the investment to purchase a 40 feet Container office |
| 34 | No. 250/QD-HDQT | October 06, 2023 | Approve the policy to lease long-term yard at Cai Cui Port |
| 35 | No. 272/QD-HDQT | December 27, 2023 | Approve the update and adjustment of the investment project for the purchase of a long port crane |

1. The Supervisory Board/ Audit Committee:

Information on members of the Supervisory Board:

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| --- | --- | --- | --- | --- |
| No. | Member of the Supervisory Board/Audit Committee | Position | Date of appointment/dismissal as member of the Supervisory/the Audit Committee | Qualification |
| 1 | Mr. Nguyen Hong Hai | Chief of the Supervisory Board | June 27, 2020 | Bachelor of Economics |
| 2 | Ms. Tran Thi Thu Oanh | Member of the Supervisory Board | April 15, 2022(Resigned from October 19, 2023) | Bachelor of Accounting; |
| 3 | Ms. Nguyen Thi Dung | Member of the Supervisory Board | June 27, 2020 | Bachelor of Finance and Banking |

1. The 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. Nguyen Manh Ha | December 21, 1972 | Master of Economic Management | January 28, 2022 |
| 2 | Mr. Pham Kha Duy | May 22, 1963 | Bachelor of Business Administration | January 16, 2023 |
| 3 | Mr. Le Tien Cong | December 10, 1971 | Master of Business Administration | February 24, 2023 |
| 4 | Mr. Nguyen Quoc Hung | June 16, 1971 | Master of Shipping Economics | April 18, 2023 |

1. Chief Accountant

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| --- | --- | --- | --- |
| Full name | Date of birth | Qualification: | Date of appointment /dismissal |
| Mr. Lam Truc Son | March 03, 1967 | Bachelor of Finance and Accounting | February 03, 2021 |

1. Training on corporate governance
2. List of affiliated person of the public Company and transactions between the affiliated person of the Company with the Company itself
3. Transactions between the Company and its affiliated persons, or between the Company and major shareholders, PDMR, affiliated persons of PDMR: None
4. Transactions between Company’s PDMR, affiliated persons of PDMR with subsidiaries and companies under 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 have been founding members or members of the Board of Directors, the Executive General Manager for the past three (03) years (at the time of reporting):

Unit: VND

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| --- | --- | --- | --- | --- | --- | --- | --- |
| No. | Name of individual/organization | Related relations with the Company | Head office address: | Time of transaction with the Company | Content, quantity | Total transaction value | NotePosition |
| 1 | Vietnam National Shipping Lines | Van Cat Construction Company LimitedCompany | No. 1, Dao Duy Anh Street, Dong Da District, Hanoi. | 2023 | Buy goods and services | 2,391,938,983 |   |
| Sell goods and services | 387,576,000 |   |
| 2 | Hau Giang Maritime Service Limited Company. | A subsidiary of Vietnam National Shipping LinesMr. Hoang Viet - Representative of Vietnam National Shipping Lines' capital portion at Can Tho Port Joint Stock Company/ Supervisor | Dong Phu Commune, Chau Thanh District, Hau Giang | 2023 | Buy goods and services | 687,570,000 |   |
| Sell goods and services | 5,790,000 |   |
| 3 | Viet Nam Ocean Shipping Joint Stock Company | A subsidiary of Vietnam National Shipping Lines | No. 215 Lach Tray Street, Dang Giang Ward, Ngo Quyen District, Hai Phong City | 2023 | Sell goods and services | 203,000 |   |
| 4 | VIMC Shipping Company - Branch of Vietnam National Shipping Lines | A subsidiary of Vietnam National Shipping Lines | 14th Floor, Ocean Park Building, No. 1 Dao Duy Anh Street, Dong Da District, Hanoi | 2023 | Buy goods and services | 1,592,180,854 |   |
| Sell goods and services | 800,120,107 |   |
| 5 | Branch of Viet Nam Ocean Shipping Agency Corporation - Saigon Maritime Agency | Subsidiary of Vietnam National Shipping LinesMr. Tran Tuan Hai - Representative of Vietnam National Shipping Lines' capital portion at Can Tho Port Joint Stock Company/ Representative of Vietnam National Shipping Lines' capital portion at Viet Nam Ocean Shipping Agency CorporationMr. Hoang Viet - Representative of Vietnam National Shipping Lines' capital portion at Can Tho Port Joint Stock Company/ Representative of Vietnam National Shipping Lines' capital portion at Viet Nam Ocean Shipping Agency Corporation.Mr. Nguyen Hong Hai - Representative of Vietnam National Shipping Lines' capital portion at Can Tho Port Joint Stock Company/ Representative of Vietnam National Shipping Lines' capital portion at Viet Nam Ocean Shipping Agency Corporation. | 5th Floor, No. 12 Tan Trao, Tan Phu Ward, District 7, Ho Chi Minh City | 2023 | Sell goods and services | 48,134,805 |   |
| 6 | Branch of Vietnam National Shipping Lines - LLC in Hai Phong | Subsidiary of Vietnam National Shipping Lines | No. 282 Da Nang Street, Ngo Quyen District, Hai Phong  | 2023 | Sell goods and services | 13,300,000 |   |
| 7 | Branch of Vietnam National Shipping Lines - VIMC Hai Phong Warehouse Company | A subsidiary of Vietnam National Shipping Lines | Dinh Vu Industrial Zone - Dong Hai 2 Ward - Hai An District - Hai Phong City. | 2023 | Buy goods and services | 1,360,000,000 |   |
| 8 | Port of Hai Phong Joint Stock Company | A subsidiary of Vietnam National Shipping Lines | No. 8 Tran Phu, May To Ward, Hai Phong City. | 2023 | Purchase goods | 98,906,000 |   |

* 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 Manager (General Manager) and other managers: None
1. Share transactions of PDMR and affiliated persons of PDMR

Share transaction of PDMR and affiliated persons on the Company's shares: None

1. Other significant issues