**SGS: Annual Corporate Governance Report 2023**

On January 30, 2024, Saigon Shipping Joint Stock Company announced Report No. 05/BC-HDQT-SSC on the corporate governance 2023 as follows:

* Name of Company: Saigon Shipping Joint Stock Company
* Address: No. 9 Nguyen Cong Tru, Nguyen Thai Binh Ward, District 1, Ho Chi Minh
* Tel: 84-28. 38 296 316 Fax: 84-28. 38 225 067
* Charter capital: VND 144,200,000,000
* Securities code: SGS
* Corporate Governance Model: The General Meeting of Shareholders, the Board of Directors, the Supervisory Board, and the General Manager.

1. Activities of the General Meeting of Shareholders

On June 29, 2023, the Company organized the Annual General Meeting of Shareholders. However, the Annual General Meeting of Shareholders did not approve the agenda at the meeting, so the contents submitted to the Annual General Meeting of Shareholders were not discussed and approved. On August 18, 2023, the Company continued to collect shareholders’ opinions via ballot on the selection of an audit unit for the Financial Statements 2023. However, the proposal on the selection of the audit unit of the Company's Financial Statements 2023 did not meet the approval rate as stipulated in the Company's Charter (less than 65% of votes in favor).

1. Activities of the Board of Directors
2. Information about members of the Board of Directors:

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| --- | --- | --- | --- | --- |
| No. | Member of the Board of Directors | Current position | Date of appointment/dismissal as member of the Board of Directors | |
| Appointment | Dismissal |
| 1 | Mr. Le Minh | Chair of the Board of Directors | January 09, 2019 |  |
| 2 | Mr. Tran Thien | Member of the Board of Directors | November 28, 2016 |  |
| 3 | Mr. Pham Van Huong | Member of the Board of Directors | March 20, 2019 |  |
| 4 | Ms. Huynh Nhu Y | Member of the Board of Directors | July 26, 2018 |  |
| 5 | Mr. Nguyen Van Long | Member of the Board of Directors | April 28, 2021 |  |

1. Board Resolutions/Decisions:

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| --- | --- | --- | --- |
| No. | No. | Date | Content summary |
| 1 | 01/NQ-HDQT-SSC | January 10, 2023 | Raise salary for Mr. Pham Van Huong - General Manager of Saigon Shipping Joint Stock Company |
| 2 | 02/NQ-HDQT-SSC | January 10, 2023 | Raise salary for Mr. Le Minh - Deputy General Manager of Saigon Shipping Joint Stock Company |
| 3 | 03/NQ-HDQT-SSC | January 10, 2023 | Raise salary for Mr. Pham Minh Anh - Chief Accountant of Saigon Shipping Joint Stock Company |
| 4 | 04/NQ-HDQT-SSC | January 10, 2023 | Approve the personnel policy of General Manager of Joint Venture Sunrise Logistics Company Limited |
| 5 | 05/NQ-HDQT-SSC | March 7, 2023 | Record the list of shareholders to attend the Annual General Meeting of Shareholders 2023 and the plan to organize the Annual General Meeting of Shareholders 2023 |
| 3 | 06/NQ-HDQT-SSC | March 22, 2023 | Adjust contractor selection plan (2nd time) Package "Supply of container tractors" under the project "Buy new tractors and trailer" |
| 4 | 07/NQ-HDQT-SSC | March 22, 2023 | Approve the adjustment of time to implement project "Buy new tractors and trailer" |
| 5 | 08/NQ-HDQT-SSC | April 26, 2023 | Approve the extension of time to hold the Annual General Meeting of Shareholders 2023 |
| 6 | 09/NQ-HDQT-SSC | April 27, 2023 | Cancel the list of shareholders attending the Annual General Meeting of Shareholders 2023 made on March 28, 2023; make a list of new shareholders to attend the Annual General Meeting of Shareholders 2023; plan to hold the Annual General Meeting of Shareholders 2023 |
| 7 | 10/NQ-HDQT-SSC | April 28, 2023 | Approve the selection of consultants to organize the Annual General Meeting of Shareholders 2023: |
| 8 | 11/NQ-HDQT-SSC | April 28, 2023 | Approve the contents submitted to the Annual General Meeting of Shareholders 2023 |
| 9 | 12/NQ-HDQT-SSC | April 28, 2023 | Approve the contents submitted to the Annual General Meeting of Shareholders 2023 |
| 10 | 13/NQ-HDQT-SSC | April 28, 2023 | Approve the appointment of personnel of Saigon Shipping Joint Stock Company |
| 11 | 14/NQ-HDQT-SSC | May 22, 2023 | Approve the request of the Company's Capital Representative at Công ty tại Công ty CP Saigonship Đà Nang (tentatively translated as Saigonship Da Nang Joint Stock Company) |
| 12 | 15/NQ-HDQT-SSC | May 22, 2023 | Approve contracts/transactions with related parties expected to arise in 2023 (Contracts/transactions with Joint Venture Sunrise Logistics Company Limited and Saigonship Da Nang Joint Stock Company) |
| 13 | 16/NQ-HDQT-SSC | May 22, 2023 | Approve contracts/transactions with related parties expected to arise in 2023 ( Contracts/transactions with Sai Gon Transportation Mechanical Corporation - One Member Co., Ltd and Branch of Sai Gon Transportation Mechanical Corporation - One Member Co., Ltd - An Lac Automobile Mechanical Company) |
| 14 | 17/NQ-HDQT-SSC | May 22, 2023 | Approve contracts/transactions with related parties expected to arise in 2023 (Contracts/transactions with Global Logistics Service Company Limited and GLS Shipping Joint Stock Company) |
| 15 | 18/NQ-HDQT-SSC | June 6, 2023 | Approve the request of the Company's Capital Representative at Saigonship Da Nang Joint Stock Company |
| 16 | 19/NQ-HDQT-SSC | June 8, 2023 | Approve the request of the Company's Capital Representative at Saigonship Da Nang Joint Stock Company |
| 17 | 20/NQ-HDQT-SSC | June 10, 2023 | Approve the agenda and documents of the Annual General Meeting of Shareholders 2023 |
| 18 | 21/NQ-HDQT-SSC | June 10, 2023 | Establish the Representative's Eligibility Verification Committee |
| 19 | 22/NQ-HDQT-SSC | July 14, 2023 | Collect shareholders’ opinions 2023 |
| 20 | 23/NQ-HDQT-SSC | July 14, 2023 | Approve the resignation letter of Mr. Le Minh - Deputy General Manager of Saigon Shipping Joint Stock Company |
| 21 | 24/NQ-HDQT-SSC | September 29, 2023 | Approve business results, Financial Statements and profit distribution plan, fund appropriation in 2022 of Joint Venture Sunrise Logistics Company Limited |
| 22 | 25/NQ-HDQT-SSC | September 29, 2023 | Approve business results, Financial Statements and profit distribution plan, fund appropriation in 2022 of Joint Venture Sunrise Logistics Company Limited |
| 23 | 26/NQ-HDQT-SSC | September 29, 2023 | Approve the audit unit to review the semi-annual Financial Statements and audit the Financial Statements 2023 of Joint Venture Sunrise Logistics Company Limited |
| 24 | 27/NQ-HDQT-SSC | November 23, 2023 | Reappoint Mr. Ho Quyet Thang as Deputy General Manager of Saigonship Da Nang Joint Stock Company |
| 25 | 28/NQ-HDQT-SSC | November 23, 2023 | Appoint Ms. Le Thi Thanh Thuan to hold the position of Deputy General Manager of Saigon Shipping Joint Stock Company |
| 26 | 29/NQ-HDQT-SSC | November 23, 2023 | Approve the salary and other terms of the labor contract with Ms. Le Thi Thanh Thuan - Deputy General Manager of the Company |

1. Supervisory Board
2. Member 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 |
| Appointment | Dismissal |
| 1 | Mr. Do Duc Tuan | Chief | July 26, 2018 |  | Bachelor of Accounting |
| 2 | Ms. Nguyen Thi Huyen Trang | Member | April 28, 2021 |  | Master of Banking and Finance |
| 3 | Mr. Dong Dang Son | Member | July 28, 2022 |  | Bachelor of Laws |
| 4 | Ms. Duong Thi Kim Kieu | Member |  | July 28, 2022 | Master of Finance and International Business |

1. The Executive Board

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| --- | --- | --- | --- | --- | --- |
| No. | Member of the Executive Board | Date of birth | Qualification | Appointment date | Dismissal date |
| 1 | Mr. Pham Van Huong - General Manager | October 30, 1984 | Bachelor of Accounting | July 1, 2021 |  |
| 2 | Mr. Le Minh - Deputy General Manager | January 9, 1963 | Master of transport organization and management | May 17, 2021 | July 31, 2023 |
| 3 | Le Thi Thanh Thuan - Deputy General Manager | July 17, 1982 | Master of Business Administration, Bachelor of Laws | December 14, 2023 |  |

1. The Chief Accountant

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| --- | --- | --- | --- |
| Full name | Date of birth | Qualification | Appointment date |
| Pham Minh Anh | February 17, 1983 | Bachelor of Credit Finance | May 2, 2020 |

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:

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| --- | --- | --- | --- | --- | --- | --- |
| No. | Name of organization/individual | Relations with the Company | NSH Code | Address | Time of transaction | Content, quantity, total value of transaction (unit: VND) VND) |
| 1 | Saigon Transportation Mechanical Corporation | Major shareholder, holding 51% shares of the Company | No. 4106000074  Date of issue: April 04, 2005  Place of issue: Business Registration Office - Department of Planning and Investment of Ho Chi Minh City | No. 262-264 Tran Hung Dao Street, Nguyen Cu Trinh Ward, District 1, Ho Chi Minh City | In 2023 | Revenue from services provision: 651,761,552;  Collect payment for: 586,846,627  Pay on behalf: 508,828,210 |
| 2 | Global Logistics Services Co., LTD | Major shareholder, holding 37.42% shares of the Company | No. 0304995011  Date of issue: June 03, 2020  Place of issue: Business Registration Office - Department of Planning and Investment of Ho Chi Minh City | S26-28, Road No. 1, Him Lam Residential Area, Tan Hung Ward, District 7, Ho Chi Minh | In 2023 | Container lifting fee: 2,210,100 |

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/
3. Transactions between the Company and the companies where members of the Board of Directors, members of the Supervisory Board, the Manager and other managers have been founding members or members of the Board of Directors, the Executive Manager for the past 03 years:

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| --- | --- | --- | --- | --- | --- | --- |
| No. | Name of organization/individual | Relations with the Company | NSH Code | Address | Time of transaction | Content, quantity, total value of transaction (unit: VND) |
| 1 | GLS Shipping Joint Stock Company | Members of the Board of Directors participate in management at the company | No. 0312390972  Date of issue: June 03, 2020  Place of issue: Business Registration Office - Department of Planning and Investment of Ho Chi Minh City | S26-28, Road No. 1, Him Lam Residential Area, Tan Hung Ward, District 7, Ho Chi Minh | In 2023 | Revenue from services provision: 158,353,344;  Services fees: 96,888,318;  Pay on behalf: 258,966,352  Collect payment for: 305,874,052 |
| 2 | Joint Venture Sunrise Logistics Co., LTD | Members of the Board of Directors participate in management at the company | No. 0306632711  Date of issue: January 06, 2021  Place of issue: Business Registration Office - Department of Planning and Investment of Ho Chi Minh City | No. 27 B, National Highway 1A, Linh Xuan Ward, Thu Duc City. | In 2023 | Revenue from services provision: 3,760,979,195;  Warehouse service fee: 641,244,909;  Dividend to be distributed: 8,714,582,256 |
| 3 | SaiGonShip Da Nang Joint Stock Company | Members of the Board of Directors participate in management at the company | No. 0401358956  Date of issue: May 08, 2020  Place of issue: Business Registration Office - Department of Planning and Investment of Da Nang | Area B1-6, Tho Quang Seafood Service Industrial Park, Tho Quang Ward, Son Tra District, Da Nang City, Vietnam | In 2023 | Revenue from services provision: 11,600,000; Ship agent service fee: 479,412,400; Ship Da Nang payment: 19,372,099,184; Dividend to be distributed: 1,368,294,000 |

1. Transactions between the Company and companies in which affiliated persons of members of the Board of Directors, members of the Supervisory Board, the Manager (General Manager) and other managers are members of the Board of Directors or the Executive Manager (Executive General Manager):

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| --- | --- | --- | --- | --- | --- | --- |
| No. | Name of organization/individual | Relations with the Company | NSH Code | Address | Time of transaction | Content, quantity, total value of transaction (unit: VND) VND) |
| 1 | GLS Shipping Joint Stock Company | Affiliated person of PDMR | No. 0312390972  Date of issue: June 03, 2020  Place of issue: Business Registration Office - Department of Planning and Investment of Ho Chi Minh City | S26-28, Road No. 1, Him Lam Residential Area, Tan Hung Ward, District 7, Ho Chi Minh | In 2023 | Revenue from services provision: 158,353,344;  Services fees: 96,888,318;  Pay on behalf: 258,966,352  Collect payment for: 305,874,052 |
| 2 | Global Logistics Services Co., LTD | Affiliated persons of the Chair of the Board of Members | No. 0304995011  Date of issue: June 03, 2020  Place of issue: Business Registration Office - Department of Planning and Investment of Ho Chi Minh City | S26-28, Road No. 1, Him Lam Residential Area, Tan Hung Ward, District 7, Ho Chi Minh | In 2023 | Container lifting fee: 2,210,100 |

1. Other transactions of the Company (if any) that 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.
2. Share transactions of PDMR and affiliated persons of PDMR
3. Transaction of PDMR and affiliated persons related to the Company’s shares: None.
4. Other significant issues: None