

**DISCLOSURE OF INFORMATION ON THE ELECTRONIC PORTAL OF THE
STATE SECURITIES COMMISSION AND THE HANOI STOCK EXCHANGE**

To:

- The State Securities Commission;
- The Hanoi Stock Exchange.

Company Name: Phuoc An Port Investment and Exploitation Petroleum Joint Stock Company

Stock Code: PAP

Head Office Address: Phuoc An Port, Ba Truong Hamlet, Phuoc An Commune, Dong Nai Province, Vietnam

Phone: 02513 685588/ 19005168

Person in charge of information disclosure: Nguyen Van Hoang

Position: Head of Organization & Administration Department / Secretary of the Board of Directors / Authorized Information Disclosure Representative

Type of information disclosed: Extraordinary (within 24 hours)

Content of disclosed information: On January 21, 2026, the Board of Directors of Phuoc An Port Petroleum Investment and Exploitation Joint Stock Company issued Resolution No. 05/NQ-PAP on the approval of the contents for collecting shareholders' opinions in writing.

This information was disclosed on the Company's website on the same date at the link <https://phuocanport.com>. We hereby certify that the above-disclosed information is true and accurate, and we assume full responsibility before the law for the contents disclosed.

Respectfully.

**PHUOC AN PORT INVESTMENT AND EXPLOITATION
PETROLEUM JOINT STOCK COMPANY
INFORMATION DISCLOSURE REPRESENTATIVE**



Nguyen Van Hoang

RESOLUTION

V/v Approval of the contents of collecting shareholders' opinions by written ballot

BOARD OF DIRECTORS OF PHUOC AN PORT INVESTMENT AND DEVELOPMENT JOINT STOCK COMPANY

Pursuant to the Law on Enterprises;

Pursuant to the Charter of Phuoc An Port Petroleum Investment and Exploitation Joint Stock Company;

Pursuant to the Rules of Operation of the Board of Directors of Phuoc An Port Petroleum Investment and Exploitation Joint Stock Company;

Pursuant to the Minutes of Vote Counting for the collection of opinions of the Board of Directors No. 04/BB-PAP dated January 21, 2026.

RESOLUTION

Article 1: The Board of Directors unanimously approves the contents for collecting shareholders' opinions in writing.

Contents for collecting opinions: The Submission on the Plan for issuing shares to increase the charter capital to VND 3,570 billion, in accordance with the attached Draft Submission on the Plan for issuing shares to increase the charter capital to VND 3,570 billion.

Article 2: The Board of Directors authorizes the Chairman of the Board of Directors to sign and promulgate the Submission on the Plan for issuing shares to increase the charter capital to VND 3,570 billion for submission for the collection of shareholders' opinions in writing, and to carry out other related matters.

Article 3: This Resolution shall take effect from the date of signing. Members of the Board of Directors, the Board of General Directors, and the Company's functional Departments/Divisions shall be responsible for the implementation of this Resolution.

Recipients:

- As stated in Article 3;
- Head of the Supervisory Board of PAP;
- Filed at Administration Office, Board of Directors.

TM. BOARD OF DIRECTORS
CHAIRMAN



Nguyen Thanh Dat



No: /TTr - PAP

Dong Nai, January , 2026

DRAFT PROPOSAL

Re: Approval of the Plan for Issuing Shares to Increase the Charter Capital to VND 3,570 Billion

To: The General Meeting of Shareholders of the Company

Pursuant to the Law on Enterprises dated June 17, 2020;

Pursuant to the Law on Securities dated November 26, 2019 and its guiding documents;

Pursuant to the Law amending and supplementing a number of articles of the Law on Securities, the Law on Accounting, the Law on Independent Audit, the Law on State Budget, the Law on Management and Use of Public Assets, the Law on Tax Administration, the Law on Personal Income Tax, the Law on National Reserves, and the Law on Handling of Administrative Violations dated November 29, 2024;

Pursuant to Decree No. 155/2020/ND-CP dated December 31, 2020 of the Government detailing a number of articles of the Law on Securities;

Pursuant to Decree No. 245/2025/ND-CP dated September 11, 2025 of the Government amending and supplementing a number of articles of Decree No. 155/2020/ND-CP dated December 31, 2020 of the Government detailing a number of articles of the Law on Securities;

Pursuant to the Charter of Phuoc An Port Petroleum Investment and Exploitation Joint Stock Company;

Pursuant to the Rules of Operation of the Board of Directors of Phuoc An Port Petroleum Investment and Exploitation Joint Stock Company.

Pursuant to the Resolution of the General Meeting of Shareholders No. 101/NQ-PAP dated October 2, 2025, the Company's Board of Directors issued Resolution No. 105/NQ-PAP dated November 28, 2025 approving the implementation of the plan for private placement of shares and related matters, and Resolution No. 108/NQ-PAP dated December 8, 2025 approving the dossier for registration of the private placement of shares and coordination with the consulting organization – Viet Dragon Securities Joint Stock Company – Hanoi Branch – to submit the dossier for registration of the private placement of shares on December 9, 2025. However, the plan for issuing shares to increase the charter capital to VND 3,570 billion approved under Resolution No. 101/NQ-PAP of the General Meeting of Shareholders contains certain contents that require adjustment. Accordingly, the consulting organization has prepared a new plan for issuing shares to increase the charter capital to VND 3,570 billion in compliance with the prevailing regulations and to ensure the success of the offering, and has submitted such plan to the Company. For the reasons stated above, the Board of Directors respectfully submits this matter to the General Meeting of Shareholders for consideration and approval:



1. Approval of the plan for issuing shares to increase the charter capital to VND 3,570 billion in accordance with the plan enclosed with Official Letter No. 03/CV-CNHN dated January 14, 2026 of Viet Dragon Securities Joint Stock Company – Hanoi Branch (this plan replaces the plan for issuing shares to increase the charter capital to VND 3,570 billion as approved in Article 1 of Resolution No. 101/NQ-PAP of the General Meeting of Shareholders dated October 2, 2025).

2. Approval of the authorization granted to the Company's Board of Directors to decide on and implement the following matters:

- Carrying out the procedures for registration of the offering in accordance with the approved plan, including the supplementation, amendment, completion, or adjustment of the plan as required by competent State authorities in order to conduct the Company's capital raising in compliance with regulations;

- Selecting an appropriate timing for the offering to ensure the highest benefits for shareholders and the Company;

- Carrying out the procedures for amending the Enterprise Registration Certificate with the Department of Finance of Dong Nai Province upon completion of the share offering;

- Carrying out the necessary procedures to adjust the securities registration with the Vietnam Securities Depository and Clearing Corporation (VSDC) and to register additional trading on the Hanoi Stock Exchange (HNX) for the entire number of shares offered;

- Other related matters.

The Board of Directors respectfully submits this matter to the General Meeting of Shareholders for consideration and approval.

Sincerely,



**TM. BOARD OF DIRECTORS
CHAIRMAN**

Recipients:

- As above;
- Head of the Supervisory Board of PAP;
- Filed at: Administration Office, Board of Directors.

Nguyen Thanh Dat



SOCIALIST REPUBLIC OF VIET NAM
Independence – Freedom – Happiness

No.: 03 / 2026/CV-CNHN

Hanoi, 14th January 2026

*Subject: Plan for the private placement of
shares to increase the charter capital of Phuoc
An Port Petroleum Investment and
Exploitation Joint Stock Company*

To: PETRO VIETNAM PHUOC AN PORT INVESTMENT & OPERATION JOINT STOCK

Viet Dragon Securities Corporation – Hanoi Branch ("Viet Dragon") would like to sincerely thank your Company for your trust in selecting Viet Dragon as the consulting service provider for the preparation of the registration dossier for the private placement of shares to increase the charter capital of Petro Vietnam Phuoc An Port Investment & Operation Joint Stock.

On December 26, 2025, Viet Dragon received Official Letter No. 1937/PAP-TCHC from your Company regarding the request for coordination in re-establishing the Plan for the increase of charter capital.

Pursuant to Contract No. 01/2025/HĐTVPH-NHĐT dated January 2, 2025, and Official Letter No. 9315/UBCK-QLCB issued by the State Securities Commission of Vietnam, Viet Dragon has conducted a review and prepared a new share offering plan to increase the charter capital to VND 3,570 billion for your Company, in order to ensure compliance with applicable legal regulations and the requirements of the competent state authorities, The Plan is enclosed with this Official Letter.

Sincerely yours.

Recipients:

- As above;
- Archived: Administration & Human Resources
Department, Investment Banking Division.

VIET DRAGON SECURITIES CORPORATION
HANOI BRANCH



GIÁM ĐỐC
Trần Thăng Long

**PETRO VIETNAM PHUOC AN PORT INVESTMENT
& OPERATION JOINT STOCK COMPANY (PAP)**

Address: Phuoc An Port, Ba Truong Hamlet, Phuoc An Commune, Dong Nai Province, Vietnam

Phone: +84 251 368 5588; +84 1900 5168

Website: <https://phuocanport.com>

**SHARE OFFERING PLAN
TO INCREASE CHARTER CAPITAL TO
VND 3,570 BILLION**

*(Attached: Official Letter No. 13./2026/CV-CNHN dated 14/01/2026 issued by
Viet Dragon Securities Corporations – Hanoi Branch)*

**VIET DRAGON SECURITIES CORPORATIONS
– HANOI BRANCH**

- ❖ Address: 10th Floor, Eurowindow Building, No. 2 Ton That Tung Street, Kim Lien Ward, Hanoi City, Viet Nam
- ❖ Tel: +84 24 6288 2006 Fax: +84 24 6288 2008

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SECTION 1 – SUMMARY OF THE OFFERING PLAN

Private Placement of Shares

Total current shares	shares	232,000,000
Expected additional shares to be offered	shares	125,000,000
Expected offering price	VND/share	13,610
Expected proceeds	VND	1,701,250,000,000
Total expected shares after the offering	shares	357,000,000

Shareholder structure before and after the offering:

Shareholder Structure	Before Offering		Number of Shares Additional Shares Offered	After Offering	
	Number of Shares	Percentage (%)		Number of Shares	Percentage (%)
Vietnam National Industry - Energy Group (PVN)	35,000,000	15.08	0	35,000,000	9.80
Hoanh Son Company Limited	40,197,900	17.33	0	40,197,900	11.26
Other Shareholders	156,802,100	67.59	125,000,000	281,802,100	78.94
Total	232,000,000	100.00	125,000,000	357,000,000	100.00

SECTION 2 – CAPITAL INCREASE PLAN OF PAP

I. LEGAL BASIS

- Enterprise Law No. 59/2020/QH14 passed by the National Assembly of the Socialist Republic of Vietnam on June 17, 2020, and its guiding documents;
- Securities Law No. 54/2019/QH14 passed by the National Assembly of the Socialist Republic of Vietnam on November 26, 2019, and its guiding documents;
- Law amending and supplementing certain articles of the Securities Law, Accounting Law, Independent Audit Law, State Budget Law, Law on Management and Use of Public Property, Tax Management Law, Personal Income Tax Law, National Reserve Law, Law on Handling Administrative Violations No. 56/2024/QH15 passed by the National Assembly of the Socialist Republic of Vietnam on November 29, 2024;
- Decree No. 155/2020/ND-CP dated December 31, 2020, of the Government detailing certain articles of the Securities Law;
- Decree No. 245/2025/ND-CP dated September 11, 2025, of the Government amending and supplementing certain articles of Decree No. 155/2020/ND-CP dated December 31, 2020, detailing certain articles of the Securities Law;
- Charter on the organization and operation of Petro Vietnam Phuoc An Port Investment & Operation Joint Stock Company;

II. PURPOSE OF THE SHARE OFFERING

- Enhance the financial capacity of the Company and provide additional capital for the Phuoc An Port Construction Investment Project.

III. PRINCIPLES OF THE OFFERING

- The share offering is uniformly conducted in Vietnamese Dong;
- According to Clause 1, Article 31 of the Securities Law 2019 and Clause 9, Article 1 of the amended and supplemented Law dated November 29, 2024, the conditions for private placement of shares by a public company include:
 - ✓ Having a resolution of the General Meeting of Shareholders approving the issuance plan and the use of proceeds from the offering; clearly defining investor criteria; the number of shares, offering price, or principles for determining the offering price;
 - ✓ The participants in the offering include only strategic investors, professional securities investors as stipulated in Clause 1, Article 11 of this Law for the offering of shares, convertible bonds, or strategic investors, professional securities investors as stipulated in Clauses 1a and 1b, Article 11 of this Law for the offering of bonds with warrants;
 - ✓ The trading and transfer of privately placed shares, privately placed convertible bonds, and privately placed bonds with warrants are restricted for a minimum of three years for strategic investors and a minimum of one year for professional securities investors from the date of completion of the offering, except for transactions or transfers between professional securities investors as stipulated in

point b of this clause, or as executed under a legally effective court judgment, arbitration decision, or inheritance according to the law;

- ✓ Each private placement of shares, private placement of convertible bonds, and private placement of bonds with warrants must be at least six months apart from the date of completion of the most recent offering;
- ✓ The offering of shares, conversion of bonds into shares, and execution of warrants must comply with the regulations on foreign ownership ratios as prescribed by law.
- According to the provisions at point a, Clause 2, Article 43 of Decree 155/2020/ND-CP and Clause 20, Article 1 of Decree 245/2025/ND-CP, those with related interests in the offering are not allowed to vote on the issuance plan.
- According to Law No. 03/2022/QH15 dated January 11, 2022, amending and supplementing Clause 1, Article 148 of the Enterprise Law 2020, the Company's issuance plan is approved if it receives the consent of shareholders representing at least 65% of the total voting shares of all shareholders attending and voting at the General Meeting of Shareholders.
- According to Clause 4, Article 148 of the Enterprise Law 2020, in the case of passing a resolution in the form of collecting written opinions, the Company's issuance plan is approved if it receives the consent of shareholders owning more than 50% of the total voting shares of all shareholders with voting rights.

IV. OFFERING PLAN

1. Name of the Shares Offered:	Shares of Petro Vietnam Phuoc An Port Investment & Operation Joint Stock Company
2. Type of Shares:	Common Shares
3. Stock Code:	PAP
4. Par Value:	10,000 VND per share
5. Offering Method:	Private Placement
6. Number of Shares Expected to be Offered:	125,000,000 shares
7. Expected Offering Value at Par:	1,250,000,000,000 VND
8. Offering Price:	13,610 VND per share

The Board of Directors submits to the General Meeting of Shareholders for approval the offering price of VND 13,610 per share based on the following grounds:

- The book value per share of the Company is VND 10,585 (based on the audited financial statements for the year 2024 of the Company).
- The value of the Company's shares according to Valuation Certificate No. 433/2025/3127/CT-TMC dated October 15, 2025, appraised by TMC Valuation Joint Stock Company, is VND 13,500 per share.

- The offering price of shares in the private placement to increase charter capital to VND 2,320 billion in 2024: VND 12,000 per share (at this price, the Company successfully offered 32,000,000 shares out of a total of 38,000,000 shares registered for sale, equivalent to 84.21% of the total shares offered).

- The average reference price of PAP shares over 30 trading sessions (from 20/11/2025 to 31/12/2025): 25,600 VND per share; however, the trading volume of PAP shares over these 30 sessions was very low, averaging 744 shares per day.

- The status of negotiations with potential investors.

9. **Plan to ensure the maximum foreign ownership ratio:** To comply with regulations on the ownership ratio of foreign investors, all offered shares will be distributed to domestic investors.

10. Offering subjects

a. Criteria for selecting investors

Investors purchasing shares must meet the following criteria:

- Domestic organizations and individuals.
- Must be professional securities investors as defined in Article 11 of the Securities Law No. 54/2019/QH14 dated November 26, 2019, and Clause 3, Article 1 of the amended and supplemented Law dated November 29, 2024.

b. Number of investors: Fewer than 100 investors

c. List of prospective investors:

No	Full Name	Current Position/Relationship with Insiders (if any)	Registration Number	Number of shares owned before the offering* (Shares)	Number of shares allocated (Shares)	Expected ownership ratio after the offering (%)
1	Tran Bao Chung	None	040202002668	0	17,500,000	4.90
2	Pham Van Khanh	None	040096025176	0	17,500,000	4.90
3	Pham Hong Khanh	None	040076012697	0	17,500,000	4.90
4	Phan The Anh	None	042088009526	10,500,500	7,000,000	4.90
5	Truong Cong Nghia	None	040077000406	4,275,600	13,500,000	4.98
6	Tran Phi Hung	None	040091000489	9,000,000	18,000,000	7.56
7	Vo Thi Hong Tham	None	082187000828	9,003,607	8,500,000	4.90

8	Tran Manh Cuong	Father of Mrs. Tran Thi Lam Giang - member of the Supervisory Board of PAP	040069000112	11,552,632	6,000,000	4.92
9	Tran Van Nguyen	None	040095014299	12,000,000	5,500,000	4.90
10	Ha Van Nam	None	040078022619	12,500,000	5,000,000	4.90
11	Banh Xuan Hoai	None	040082001061	8,500,000	9,000,000	4.90
	Total			77,332,339	125,000,000	56.68

**Number of shares held as of September 12, 2025.*

Relationship of the investors listed above with the Company, members of the Board of Directors, members of the Supervisory Board, and the Board of Management:

Mr. Tran Manh Cuong is a related person to Ms. Tran Thi Lam Giang, who is currently a member of the Company's Supervisory Board. Apart from this relationship, the above-mentioned individuals are not related persons to one another.

The General Meeting of Shareholders authorizes the Board of Directors to adjust the list of prospective investors purchasing the shares mentioned above in case investors change their investment intentions. The General Meeting of Shareholders authorizes the Board of Directors to identify professional securities investors in accordance with current legal regulations, select and approve the list of professional securities investors, the number of shares offered to each investor, while ensuring compliance with regulations on foreign ownership ratios and cross-ownership in enterprises in the event of adjustments to the list of prospective investors purchasing shares.

11. Handling of unsold shares:

In the event that the number of shares offered is not fully subscribed by investors, the Board of Directors will continue to offer them to other professional securities investors (ensuring compliance with the investor selection criteria in section IV.10). If the Board of Directors still cannot find suitable investors, they will adjust the total number of shares offered to match the actual number of shares distributed.

12. Transfer restrictions:

The shares newly offered through private placement shall be subject to a transfer

restriction period of one (01) year from the date of completion of the offering, except for transfers between professional securities investors in accordance with point b, Clause 1, Article 31 of the Law on Securities, or transfers carried out pursuant to a legally effective court judgment or decision, an arbitration award, or inheritance in accordance with applicable laws.

13. Expected offering period:

In 2026, after the State Securities Commission has granted written approval and published it on the State Securities Commission's website, confirming receipt of the complete registration dossier for the private share offering of the Company.

14. Amendment of the Charter:

The General Meeting of Shareholders approves the amendment of Article 6 of the Company's Charter to reflect the new charter capital corresponding to the actual charter capital after the completion of the private share offering. The General Meeting of Shareholders authorizes the Board of Directors to amend and issue the new Charter as outlined above based on the actual situation.

15. Shareholder structure after the offering (expected):

No.	Shareholder Name	Number of Shares	Percentage (%)
1	Vietnam National Industry - Energy Group (PVN)	35,000,000	9.80
2	Hoanh Son Company Limited	40,197,900	11.26
3	Other shareholders	281,802,100	78.94
	Total	357,000,000	100.00

V. PLAN FOR CAPITAL UTILIZATION

1. Investment capital requirements

1.1. Current status of the project

- **Project Name:** “Phuoc An Port Construction Investment Project”
- **Construction location:** Phuoc An Commune, Dong Nai Province, Vietnam.
- **Investment Registration Certificate No.:** 47121000233 issued by the People's Committee of Dong Nai Province on August 21, 2009, and amended for the third time by the Department of Planning and Investment of Dong Nai Province with Certificate No. 7530322848 on July 3, 2024;
- **Project Scale:** Investment in construction for ships with a capacity from 30,000 DWT to 60,000 DWT, including 9 berths with a total length of 2,830 meters.
- **Land Area:** The land area used is approximately 164.4 hectares.
- **Type and Grade of Works:**
 - ✓ Type of Works: Transportation works.
 - ✓ Grade of Works: Grade I works.
- **Current Status of Project Implementation:**
 - ✓ **Completion of Investment Preparation Procedures:** PAP has substantially completed the investment preparation work, approved by competent authorities from central to local levels.
 - ✓ **Compensation and Site Clearance:**

The Company has completed compensation payments for site clearance and paid for replacement afforestation, receiving the handover of 157.3 hectares out of 164.4 hectares, with the People's Committee of Dong Nai Province signing the land lease contract and issuing the land use rights certificate, ready for construction implementation.
 - ✓ **Construction Implementation:** The Company has completed the construction and commenced operation of Phase 1 of the Phuoc An Port Construction Investment Project from Q4 2024. Currently, the Company is implementing the construction of Phase 2 and preparing investment procedures for Phase 3 of the Phuoc An Port Construction Investment Project to complete the berth structure in accordance with the approved master plan, with an expected operational launch in 2026 as planned.

1.2. Capital Increase Requirement

For Phase 2 of the Phuoc An Port Construction Investment Project, the Board of Directors has approved and reported to the General Meeting of Shareholders the plan to select contractors with a total value of the packages amounting to over **7,152 billion VND** (then, the Board of Directors continued to adjust the plan to select the investor, and the total value of the tender packages increases to over 8,223 billion VND). To ensure the payment schedule for the approved contractors and reduce the debt pressure from bank loans, the Company needs to raise additional equity capital in the near future to pay contractors

arising in 2026.

2. Capital Utilization Plan

The entire amount expected to be raised from the offering (The costs arising from the offering have not yet been deducted), totaling 1,701,250,000,000 VND, will be used to:

- Pay costs related to the project packages (procurement of equipment, construction, consultancy, etc.) of the Phuoc An Port Construction Investment Project.

The General Meeting of Shareholders authorizes the Board of Directors to develop a detailed capital utilization plan (including, but not limited to, the order of priority of the capital utilization items). Simultaneously, the General Meeting of Shareholders authorizes the Board of Directors to adjust the detailed capital utilization plan from the offering to ensure compliance with legal regulations and align with the Company's operational situation, perform related information disclosure procedures as per regulations, and report to the General Meeting of Shareholders at the nearest meeting.

During the period before disbursement according to the approved capital utilization plan, the Company is permitted to use idle funds for short-term financial investments (such as savings deposits or opening term deposit contracts, etc.)

3. Plan to cover the anticipated capital shortfall from the offering to execute the project

In the event that shares are not fully distributed as anticipated and the amount of capital raised does not meet expectations, the Company will proactively seek alternative funding sources to cover the shortfall, such as bank loans and other solutions in compliance with legal regulations, internal policies, and the Company's conditions.

VI. REGISTRATION OF SECURITIES AND ADDITIONAL TRADING REGISTRATION

All successfully offered shares will be registered as additional securities with the Vietnam Securities Depository and Clearing Corporation (VSDC) and registered for additional trading on the Hanoi Stock Exchange (HNX) after the completion of the offering.

The General Meeting of Shareholders authorizes the Board of Directors to carry out the necessary procedures to register additional securities and register additional trading of the newly offered shares as per the aforementioned plan at VSDC and HNX in accordance with legal regulations.

VII. AUTHORIZATION

After the General Meeting of Shareholders approves the plan for private placement of shares and the plan for the use of proceeds from the offering, the General Meeting of Shareholders authorizes the Board of Directors to:

- Carry out the registration procedures for the offering according to the approved plan, including supplementing, amending, completing, or changing the plan as required by State regulatory authorities to ensure the Company's capital mobilization is conducted in compliance with regulations;
- Select an appropriate timing for the offering to ensure the highest benefits for shareholders and the Company;

- Carry out the procedures to amend the Enterprise Registration Certificate with the Department of Finance of Dong Nai Province after the completion of the share offering;
- Carry out the necessary procedures to adjust the securities registration at the Vietnam Securities Depository and Clearing Corporation (VSDC) and register additional trading on the Hanoi Stock Exchange (HNX) for the entire number of shares offered;
- Other related tasks.

Hanoi, day ..14.. month ...01... year 2026

ADVISORY ORGANIZATION
VIET DRAGON SECURITIES CORPORATION
HANOI BRANCH



GIÁM ĐỐC
Trần Thanh Long

(In the event of any discrepancy between the English version and the Vietnamese version, the Vietnamese version shall prevail)

