

## **Report on Corporate Governance**

### **Year 2025**

*Dear:*

- *State Securities Commission;*
- *Hanoi Stock Exchange (HNX).*

- *Company Name: Petro Vietnam Phuoc An Port Investment & Operation Joint Stock Company.*

- *Head Office Address: Phuoc An Port, Ba Truong Hamlet, Phuoc An Commune, Dong Nai Province, Viet Nam.*

- *Telephone: 0251 3685588; 19005168.*

- *Email: [info@phuocanport.com](mailto:info@phuocanport.com) Website: <https://phuocanport.com>*

- *Charter Capital: 2.320.000.000.000 VND*

- *Stock Code: PAP*

- *Governance Model: General Meeting of Shareholders, Board of Directors, Supervisory Board, and General Director.*

### **I. Activities of the General Meeting of Shareholders**

*Information on meetings and Resolutions/Decisions of the General Meeting of Shareholders (including Resolutions of the General Meeting of Shareholders adopted in the form of written consultation):*

<b>No.</b>	<b>Resolution/Decision No.</b>	<b>Date</b>	<b>Content</b>
1.	18/NQ-PAP	14/02/2025	<i>Resolution of the General Meeting of Shareholders in the form of written consultation approving the plan to issue shares to increase the charter capital from VND 2,320 billion to VND 2,920 billion.</i>
2.	65 /NQ - PAP	27/06/2025	<i>Resolution of the 2025 Annual General Meeting of Shareholders</i>
3	101/NQ - PAP	02/10/2025	<i>Resolution of the General Meeting of Shareholders adopted by written consultation of shareholders approving the share offering plan to increase the charter capital to VND 3,570 billion</i>

## II. Board of Directors

### 1. Information on Members of the Board of Directors - Board of Directors Term 2024 - 2029

No.	Member Name	Position	Start/End Date as Member of Board	
			Appointment Date	Dismissal Date
1.	Mr. Nguyen Thanh Dat	Chairman	28/06/2024	
2.	Mr. Truong Hoang Hai	Member	28/06/2024	
3.	Mr. Dao Minh Tung	Member	28/06/2024	
4.	Mr. Nguyen Hong Son	Member	28/06/2024	
5.	Mr Nguyen Thai Phuc	Member	28/06/2024	
6.	Mr Tran Nhan Tam	Member	28/06/2024	
7.	Mr Hoang Sy Quyet	Member	28/06/2024	27/06/2025
8.	Mr Nguyen Huu Thang	Member	27/06/2025	

*\* On June 27, 2025, the 2025 Annual General Meeting of Shareholders approved the dismissal of Mr. Hoang Sy Quyet from the Board of Directors and elected Mr. Nguyen Huu Thang as a new member of the Board of Directors, effective from June 27, 2025.*

### 2. Meetings of the Board of Directors in 2025

No.	Member Name	Position	Meetings Attended	Meetings Attended	Reason for Non-Attendance
1.	Mr. Nguyen Thanh Dat	Chairman	17	100%	
2.	Mr. Truong Hoang Hai	Member	17	100%	
3.	Mr. Dao Minh Tung	Member	17	100%	
4.	Mr. Nguyen Hong Son	Member	17	100%	
5.	Mr Nguyen Thai Phuc	Member	17	100%	
6.	Mr Tran Nhan Tam	Member	17	100%	
7.	Mr Hoang Sy Quyet	Member	7	100%	Dismissed effective June 27, 2025
8.	Mr Nguyen Huu Thang	Member	10	0	Appointment effective from June 27, 2025



*\* The meetings of the Board of Directors mentioned above include regular meetings, extraordinary meetings, and written consultations.*

### **3. Supervisory Activities of the Board of Directors**

*The Board of Directors has strictly and diligently carried out the supervision of the Chairman of the Board of Directors and the Board of General Directors in the implementation of the resolutions and decisions of the General Meeting of Shareholders and the Board of Directors in the management and operation of the Company's production and business activities. The Chairman of the Board of Directors and the Board of General Directors have complied with and properly fulfilled their authorities and duties in accordance with the provisions of the Company's Charter and the regulations on the operation of the Board of Directors*

### **4. Activities of the subcommittees under the Board of Directors.**

*The Board Secretary acts as the liaison between the Board of Directors and the General Management Board, effectively assisting the Board in preparing documents and materials related to regular and extraordinary meetings, requesting written opinions from the Board of Directors, as well as annual and extraordinary General Meetings of Shareholders at the Company.*

### **5. Resolutions / Decisions of the Board of Directors in 2025**

<b>No.</b>	<b>Resolution/Decision No.</b>	<b>Date</b>	<b>Content</b>	<b>Approval Rate</b>
1.	02/ NQ - PAP	03/01/2025	Approval of collecting shareholders' opinions in writing on matters under the authority of the General Meeting of Shareholders	100%
2.	06 /NQ - PAP	17/01/2025	Approval of the contents of the written consultation with shareholders	85,71%
3.	07 /NQ - PAP	17/01/2025	Approval of the investment proposal for the Depot project at Phuoc An Industrial Park	85,71%
4.	13 /QĐ - PAP	07/02/2025	Appointment to the position of Deputy General Director of Phuoc An Port Petroleum Investment and Exploitation Joint Stock Company	100%
5.	16 /NQ - PAP	10/02/2025	Approval of the liquidation of the Company's automobile.	100%
6.	23/NQ - PAP	24/03/2025	Approval of the Construction Drawing Design Documents and Cost Estimates for Phase 2 of the Phuoc An Port Construction Investment Project	85,71%
7.	24/NQ - PAP	24/03/2025	Approval of the contractor selection plan for Phase 2 of the Phuoc An Port Construction Investment Project	85,71%
8.	25/NQ - PAP	24/03/2025	Approval of entering into contracts and/or transactions between the Company and insiders, related persons of insiders, or other related parties	80%



No.	Resolution/Decision No.	Date	Content	Approval Rate
9.	26 /NQ - PAP	24/03/2025	Extension of the deadline for holding the 2025 Annual General Meeting of Shareholders	100%
10.	32/NQ - PAP	23/04/2025	Approval of the time, venue, and agenda of the 2025 Annual General Meeting of Shareholders of Phuoc An Port Petroleum Investment and Exploitation Joint Stock Company	100%
11.	33/NQ - PAP	23/04/2025	Approval of the adjustment to the capital use plan for the charter capital increase from VND 2,000 billion to VND 2,320 billion	85,71%
12.	41/NQ - PAP	09/06/2025	Approval of the supplementation of certain contents for submission to the 2025 Annual General Meeting of Shareholders	100%
13.	71/NQ - PAP	30/07/2025	Approval of the policy for the development of a 'Green Port' for the period 2025–2030 of the Company.	100%
14.	72/NQ - PAP	30/07/2025	Approval of the investment policy for the Project on construction of the Phuoc An Port 110kV substation and the connecting power transmission line at Phuoc An Industrial Park	85,71%
15.	77/QĐ - PAP	15/08/2025	Appointment to the position of Deputy General Director of Phuoc An Port Petroleum Investment and Exploitation Joint Stock Company	100%
16.	80/NQ - PAP	20/08/2025	Approval of the investment policy for the Phuoc An Port Construction and Investment Project – Phase 3.1.”	85,71%
17.	83 /NQ-PAP	27/08/2025	Approval of the written consultation of shareholders regarding matters within the competence of the General Meeting of Shareholders	100%
18.	87/NQ - PAP	18/09/2025	Approval of the matters to be submitted for written consultation of shareholders	85,71%
19.	95/NQ - PAP	29/09/2025	Approval of the investment policy for the Project on investment, construction and business of infrastructure of Phuoc An Industrial Park	85,71%
20.	96/NQ - PAP	29/09/2025	Approval of the adjustment of the investment scale for the construction of the Depot area at Phuoc An Industrial Park	85,71%
21.	98/NQ - PAP	01/10/2025	Approval of the adjustment of the total investment for Phase 2 of the Phuoc An Port Construction and Investment Project	85,71%

No.	Resolution/Decision No.	Date	Content	Approval Rate
22.	99/NQ - PAP	01/10/2025	Approval of the adjustment of the contractor selection plan for Phase 2 of the Phuoc An Port Construction and Investment Project	85,71%
23.	104/NQ - PAP	28/11/2025	Approval of the investment and construction for the Project on investment, construction and business of infrastructure of Phuoc An Industrial Park	85,71%
24.	105/NQ - PAP	28/11/2025	Approval of the implementation of the private placement of shares and related matters.	80%
25.	108/NQ - PAP	08/12/2025	Approval of the application dossier for the private placement of shares	85,71%
26.	111/NQ - PAP	15/12/2025	Approval of the list of construction standards and technical regulations to be applied in the survey, design, construction and commissioning of the Phuoc An Port Construction and Investment Project – Phase 3.1	85,71%
27.	112/NQ - PAP	15/12/2025	Approval of the adjustment to the plan for using the proceeds from the charter capital increase from VND 2,000 billion to VND 2,320 billion.	85,71%
28.	118 /NQ - PAP	15/12/2025	Approval of the written consultation of shareholders regarding matters within the competence of the General Meeting of Shareholders	100%

### III. Supervisory Board in 2025

#### 1. Information on members of the Supervisory Board in 2025

- Supervisory Board for the 2024–2029 term

No.	Supervisory Board Member	Position	Start Date as Supervisory Board Member	Qualification
1.	Mr. Bui Huu Giang	Prefect	28/06/2024	Finance and Accounting
2.	Mr. Dao Duc Manh	Member	28/06/2024	Marine Engineering
3.	Ms. Tran Thi Lam Giang	Member	28/06/2024	Business English



## 2. Meetings of the Supervisory Board in 2025

No.	Supervisory Board Member	Number of Meetings Attended	Attendance Rate	Voting Rate	Reason for Non-Attendance
1.	Mr. Bui Huu Giang	04	100%	100%	
2.	Mr. Dao Duc Manh	04	100%	100%	
3.	Ms. Tran Thi Lam Giang	04	100%	100%	

3. Supervisory activities of the Supervisory Board over the Board of Directors, the Executive Board, and the shareholders.

*On a quarterly basis, the Supervisory Board issues supervision and evaluation reports on the Board of Directors, the Executive Management Board, and the shareholders*

4. Coordination between the Supervisory Board and the operations of the Board of Directors, the Executive Management Board, and other management personnel:

*Operations are normal.*

5. Other Activities of the Supervisory Board: *Không có/ None*

## IV. Executive Board

No.	Executive Board Member	Date of Birth	Qualification	Appointment/ Dismissal Date
1.	Mr. Truong Hoang Hai	08/01/1982	Civil Engineering	26/10/2022
2.	Mr. Dao Minh Tung	02/10/1974	Bachelor of Accounting, Master of Business Administration	20/10/2017
3.	Mr. Nguyen Huu Thang	04/12/1971	Corporate Management	01/10/2024
4.	Mr. Le Dinh Nghiem	24/03/1990	Corporate Management	07/02/2025
5.	Ms. Tran Thi Hien Luong	26/11/2002	Bachelor's degree in Logistics and Supply Chain Management	15/08/2025

## V. Chief Accountant

Full Name	Date of Birth	Qualification	Appointment Date
Mr Nguyen Duy Hoa	24/07/1988	Bachelor of Accounting	30/06/2023



## **VI. Corporate Governance Training: None**

## **VII. List of related persons of the public company and transactions between related persons and the Company itself.**

### *1. List of Related Persons of the Company*

*In accordance with the attached Appendix 1*

### *2. Transactions between the Company and its related parties; or between the Company and major shareholders, insiders, or persons related to insiders:*

*- Tuan Loc Construction Investment Joint Stock Company is the ultimate parent company of the shareholder during the construction of Phuoc An Port and the Logistics Service Area.*

*- Nhon Trach 6A Industrial Park Construction Investment One Member Limited Liability Company – the sole owner of Hoanh Son One Member Limited Liability Company – is a major shareholder of the Company during the process of providing capital support and services to the Company.*

*- Tuan Loc Commodities Company Limited is an affiliate of a shareholder in providing business and production operation services to the Company*

*- Hiep Hoa Investment and Development Company Limited is considered an affiliate of a shareholder in connection with capital financing activities involving the Company*

*- Saigon Construction Investment and Building Materials Joint Stock Company is considered an affiliate of a shareholder in connection with capital financing activities involving the Company.*

*- Phuoc An Logistics Transport Company Limited is considered an affiliate of a shareholder in connection with the purchase of services from the Company.*

### *3. Transactions between the Company's insiders, related persons of insiders, and subsidiaries or companies controlled by the Company: không/ None*

### *4. Transactions Between the Company and Other Parties.*

*4.1. Transactions between the Company and any company in which a member of the Board of Directors, member of the Supervisory Board, the Director (General Director), or other managers has been or is currently a founding member, a member of the Board of Directors, or the Director (General Director) within the past three (03) years (as of the reporting date): không/ None.*

*4.2. Transactions between the Company and any company in which a related person of a member of the Board of Directors, a member of the Supervisory Board, the Director (General Director), or other managers serves as a member of the Board of Directors or as the Director (General Director): không/None.*

*4.3. Other transactions of the Company (if any) that may bring material or immaterial benefits to members of the Board of Directors, members of the Supervisory Board, the Director (General Director), and other managers: không/ None.*

## **VIII. Transactions involving shares conducted by Insiders and Related Persons of Insiders**

*1. List of Insiders and Related Persons of Insiders: Please refer to the attached Appendix 2*

*2. Transactions by Insiders and Related Persons involving the Company's shares: None.*

**IX. Other Noteworthy Issues:** None

Trân trọng/ *Sincerely*./.

**Recipients:**

- *As above*
- *PAP Website*
- *File: Office, Board of Directors.*

**On behalf of the Board of Directors**

**Chairman**



Nguyễn Thanh Dat



# APPENDIX 1

## LIST OF RELATED PARTIES OF PHUOC AN PORT INVESTMENT AND EXPLOITATION PETROLEUM JOINT STOCK COMPANY (Attached is the Corporate Governance Report for 2025.)

No.	Name of organization, individual	Securities trading account (if any)	Position in the Company (if any)	NSII certificate number, date of issue, place of issue	Address, contact office	The starting point is the person concerned.	Time is no longer relevant	Reason	Relationship with the company
<b>1</b>	<b>RELATED PERSON IS ORGANIZATION</b>								
1	Tuan Loc Construction Investment Joint Stock Company								As a company holding 100% of the charter capital, Nhon Trach 6A Industrial Park Construction Investment Company Limited is the owner of 100% of the charter capital at the Company. Hoanh Son Company Limited is a shareholder holding 20.10% of the Company's charter capital
2	Nhon Trach 6A Industrial Park Construction Investment Company Limited								Being the 100% owner of the charter capital of Hoanh Son One Member Limited Liability Company, which holds 17.33% of the charter capital of the Company
3	Saigon Construction Investment and Building Materials Joint Stock Company								Enterprise with a legal representative contributing capital to the Company
4	Hoanh Son Company Limited								Shareholder holding 17.33% of the Company's charter capital
5	Vietnam National Industry - Energy Group								A major shareholder holding 15.09% of the Company's charter capital, with one representative serving as a member of the Board of Directors
6	Nguyen Thanh Dat								Chairman of the Board of Directors / Legal Representative
7	Truong Hoang Hai								Member of the Board of Directors / General Director / Legal Representative
8	Dao Minh Tung								Member of the Board of Directors / Deputy General Director, Representative of the Capital Contribution of the Vietnam National Industrial and Energy Group
9	Nguyen Hong Son								Member of the Board of Directors, representing the capital contribution of Hoanh Son One Member Limited Liability Company, a major shareholder of the Company
10	Nguyen Thai Phuc								Member of the Board of Directors
11	Trần Nhân Tâm Tran Nhan Tam								Member of the Board of Directors
12	Hoang Sy Quyet								Member of the Board of Directors
13	Nguyen Huu Thang								Member of the Board of Directors / Deputy General Director
14	Le Dinh Nghiem								Deputy General Director, Shareholder of the Company
15	Tran Thi Hien Luong								Deputy General Director, Shareholder of the Company
16	Nguyen Van Hoang								Head of Administration and Organization Department / Person in charge of Corporate Governance / Authorized Representative for Information Disclosure
17	Bui Huu Giang								Head of the Supervisory Board
18	Dao Duc Manh								Member of the Supervisory Board
19	Tran Thi Lam Giang								Member of the Supervisory Board
20	Nguyen Duy Hoa								Chief Accountant



No.	Name of organization, individual	Securities trading account (if any)	Position in the Company (if any)	NSH certificate number, date of issue, place of issue	Address, contact office	The starting point is the person concerned.	Time is no longer relevant	Reason	Relationship with the company
II	RELATED PERSON IS INDIVIDUAL								
III	SHAREHOLDERS OWNING MORE THAN 10% OF THE COMPANY'S VOTING SHARE CAPITAL								
1	Vietnam National Industry - Energy Group								A major shareholder holding 15.09% of the Company's charter capital, with one representative serving as a member of the Board of Directors
2	Hoanh Son Company Limited								Shareholder holding 17.33% of the Company's charter capital.





## PHỤ LỤC 2/ APPENDIX 2

**DANH SÁCH NGƯỜI NỘI BỘ VÀ NGƯỜI CÓ LIÊN QUAN CỦA CÔNG TY CỔ PHẦN DẦU KHÍ ĐẦU TƯ KHAI THÁC CĂNG PHƯỚC AN/ LIST OF INSIDERS AND RELATED PERSONS OF PHUOC AN PORT OIL AND GAS INVESTMENT AND EXPLOITATION JOINT STOCK COMPANY**  
*(Attached is the Corporate Governance Report for 2025)*

No.	Full Name of Insiders and Related Persons	Securities Trading Account (if any)	Position	Identification Card/ID Number	Address	Number of Shares Owned at the End of the Period (if any)	Shareholding Ratio at the End of the Period (if any)	Notes
1.	<b>Nguyen Thanh Dat</b>					0	0%	
	Nguyen Van Dau					0	0%	Father
	Tran Thi Luyen					0	0%	Mother
	Nguyen Thanh Ha					0	0%	Wife
	Nguyen Bao Minh					0	0%	Child
	Nguyen Bao Long					0	0%	Child
	Nguyen Thi Thuy Duong					0	0%	Older sister
	Nguyen Thi My Dung					0	0%	Older sister
	Nguyen Thi Viet Ha					0	0%	Older sister
	Nguyen Thi Hong Hanh					0	0%	Older sister
	Nguyen Thi Thu Hien					0	0%	Older sister
	Nguyen Thi Thu Hang					0	0%	Older sister
	Nguyen Minh Khuong					0	0%	Father-in-law
	Lac Huyen Thanh					0	0%	Mother-in-law
	Ha Minh Huan					0	0%	Brother-in-law
	La Truong Chinh					0	0%	Brother-in-law
	Nguyen Van Hiep					0	0%	Brother-in-law
	Kou Wei Chang					0	0%	Brother-in-law
	Adam Richard Filipovic					0	0%	Brother-in-law
	Nguyen Cong Toai					0	0%	Brother-in-law
	Nhon Trach 6A Industrial Park Construction Investment Company Limited					0	0%	Chairman of the Members' Council/ General Director
	Phuoc Binh Investment Company Limited					0	0%	Chairman of the Members' Council
	Hiep Hoa Investment and Development Company Limited					0	0%	Chairman of the Members' Council
	Tin Nghia - Phuong Dong Industrial Park Joint Stock Company					0	0%	Chairman of the Board of Directors



No.	Full Name of Insiders and Related Persons	Securities Trading Account (if any)	Position	Identification Card/ID Number	Address	Number of Shares Owned at the End of the Period (if any)	Shareholding Ratio at the End of the Period (if any)	Notes
2.	<b>Truong Hoang Hai</b>					0	0%	
	Nguyen Thi Ngoc Dang					0	0%	Wife
	Truong Hoa Nam					0	0%	Child
	Truong Quy Lam					0	0%	Child
	Tuan Loc Water Resources Joint Stock Company					0	0%	General Director / Legal Representative
3.	<b>Dao Minh Tung</b>					0	0%	
	Dang Thi Hong Sang					0	0%	Wife
	Dao Dang Thuy Duong					0	0%	Child
	Dao Dang Thuy Linh					0	0%	Child
	Dao Dang Thuy Van					0	0%	Child
	Vietnam National Industry - Energy Group					35000000	15%	Capital Contribution Representative
4.	<b>Hoang Sy Quyet</b>					80.700	0,03%	
	Hoang Van Que					0	0%	Father
	Dang Thi Hue					0	0%	Mother
	Mar Thi Bich Phuong					0	0%	Wife
	Hoang Phuong Thao					0	0%	Child
	Hoang Dang Quang					0	0%	Child
	Hoang Quoc Quan					0	0%	Younger brother
	Truong Nu Dieu Hang					0	0%	Sister-in-law
	Sonadezi Giang Dien Joint Stock Company					0	0%	Member of the Board of Directors / General Director
5.	<b>Nguyen Hong Son</b>					0	0%	
	Hoang Thi Soa					0	0%	Wife
	Nguyen Dang Phuc					0	0%	Child
	Nguyen Dinh Dung					0	0%	Child
	Nguyen An Nhlen					0	0%	Child
	Nguyen Dinh Ba					0	0%	Father
	Phan Thi Hoa					0	0%	Mother
	Nguyen Phan Khanh					0	0%	Younger brother
	Hoang Van Phien					0	0%	Father-in-law
	Nguyen Thi Hong					0	0%	Mother-in-law
	Nghe Tinh Port Joint Stock Company					0	0%	Member of the Board of Directors



No.	Full Name of Insiders and Related Persons	Securities Trading Account (if any)	Position	Identification Card/ID Number	Address	Number of Shares Owned at the End of the Period (if any)	Shareholding Ratio at the End of the Period (if any)	Notes
	Hoanh Son Company Limited					40.197.900	17,33%	Chairman of the Members' Council
6.	Nguyen Thai Phuc					0	0%	
	Pham Minh Tam					0	0%	Wife
	Nguyen Phuc Khanh					0	0%	Child
	Nguyen Phuc Vinh					0	0%	Child
7.	Tran Nhan Tam					5.208.384	2,24%	
	Tran Thi Anh Hong					0	0%	Wife
	Tran Thi Van Khanh					0	0%	Child
	Tran Thi Hien Luong					0	0%	Child
	Tran Dai Quang					0	0%	Child
8.	Nguyen Huu Thang					0	0%	
	Tran Thi Thanh Thuy					0	0%	Wife
	Nguyen Huu Trieu Phong					0	0%	Child
	Nguyen Huu Trieu Chau					0	0%	Child
	Nguyen Khanh Vy					0	0%	Child
9.	Le Dinh Nghiem					5.033.200	2,17%	
	Nguyen Thi Canh					0	0%	Wife
	Le Ngoc Phuong Chi					0	0%	Child
	Le Ngoc An Nguyen					0	0%	Child
	Le Ngoc Cat Tuong					0	0%	Child
	Le Dinh Hung					0	0%	Child
10.	Tran Thi Hien Luong					0	0%	
	Tran Nhan Tam					5208384	2%	Father
	Tran Thi Anh Hong					0	0%	Mother
	Tran Thi Van Khanh					0	0%	Older sister

No.	Full Name of Insiders and Related Persons	Securities Trading Account (if any)	Position	Identification Card/ID Number	Address	Number of Shares Owned at the End of the Period (if any)	Shareholding Ratio at the End of the Period (if any)	Notes
	Tran Dai Quang					0	0%	Younger brother
11.	Nguyen Van Hoang					0	0%	
	Ngo Thi La					0	0%	Wife
	Nguyen Minh Bao					0	0%	Child
	Nguyen Minh Tung					0	0%	Child
12.	Bui Huu Giang					0	0%	
	Bui Sy Bach					0	0%	Child
	Bui Nguyen Khanh Linh					0	0%	Child
13.	Dao Duc Manh					0	0%	
	Le Thi Hoa					0	0%	Wife
	Dao Duc Minh Dung					0	0%	Child
14.	Tran Thi Lam Giang					0	0%	
	Tran Manh Cuong					5 052 632	2%	Father
	Tran Thi Tam					0	0%	Mother
	Tran Thi Thuy Hien					0	0%	Younger sister
	Tran Thi Thuy Lanh					0	0%	Younger sister
15.	Nguyen Duy Hoa					0	0%	
	Nguyen Dinh Trung					0	0%	Father
	Banh Thi Hoa					0	0%	Mother
	Le Van Hung					0	0%	Father-in-law
	Nguyen Thi Hoa					0	0%	Mother-in-law
	Le Thi Lan					0	0%	Wife
	Nguyen Le Phuong Nhi					0	0%	Child
	Nguyen Hoang Yen					0	0%	Child
	Nguyen Dang Khoa					0	0%	Child
	Nguyen Van Bao					0	0%	Younger brother
	Sonadezi Giang Dien Joint Stock Company					0	0%	Chief Accountant