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Ho Chi Minh City, January 29th, 2026

**REPORT ON CORPORATE GOVERNANCE
(Year 2025)**

CÔNG TY CỔ
PHẦN VẬN
TẢI VÀ THUÊ
TÀU BIỂN
VIỆT NAM

Digitally signed by CÔNG TY CỔ
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VIỆT NAM
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**To: - State Securities Commission
- Hanoi Stock Exchange**

- Public Company Name: Vietnam Sea Transport and Chartering Joint Stock Company
- Head Office Address: 428 Nguyen Tat Thanh, Xom Chieu Ward, Ho Chi Minh City
- Phone: (028) 39404271 Fax: (028) 39404711 Email: vtc-hcm@vitranschart.com.vn
- Charter Capital: VND 689,993,370,000
- Stock Code: VST
- Corporate Governance Model: General Meeting of Shareholders, Board of Directors, Board of Supervisors, and General Director.
- Implementation of Internal Audit: Not yet implemented (The Company is not subject to implementation according to Article 10 of Decree 05/2019/ND-CP dated January 22, 2019 of the Government).

I. Activities of the General Meeting of Shareholders:

Information on meetings and Resolutions/Decisions of the General Meeting of Shareholders:

No.	Number Resolution/Decision	Date	Content
1	01/2025/NQ- ĐHĐCĐ	28/03/2025	Resolution of the Annual General Meeting of Shareholders for 2025 approving the following contents: - Report of the Board of Directors for 2024 and operational direction for 2025. - Report of the Board of Management on the results of business activities in 2024 and the business plan for 2025. - Report of the Board of Supervisors on inspection and supervision results in 2024. - Audited Financial Statements for 2024. - Production and Business Plan for 2025, Investment and Project Plan, Vessel Sale Plan. - Settlement of remuneration for the Board of Directors and Board of Supervisors for 2024 and payment plan for 2025. - List of auditing units for the fiscal year 2025. - Proposal for Dismissal and Appointment of Additional Members of the Board of Directors and Board of Supervisors for the 2023–2028 Term. - Results of the Appointment for the Additional Members of the Board of Directors and the Board of Supervisors for the 2023–2028 Term. - Assigning the Board of Directors and the Board of Management to implement the contents approved by the General Meeting of Shareholders.

II. Board of Directors:

1. Information on members of the Board of Directors (BOD) as of December 31, 2025

No.	Board of directors members	Position	The date becoming/ceasing to be the member of the BOD	
			Date of appointment	Date of dismissal
1	Mr. Huynh Nam Anh	Chairman of the Board of Directors (Non-Executive)	21/04/2023	-
2	Mr. Trinh Huu Luong	Member of the Board of Directors (Executive)	21/04/2023	
3	Mr. Nguyen Dinh Tu	Member of the Board of Directors (Non-Executive)	28/03/2025	-
4	Mr. Nguyen Hoang Sang	Member of the Board of Directors (Non-Executive)	21/04/2023	
5	Ms. Mai Thi Thu Van	Member of the Board of Directors (Executive)	21/04/2023	-

2. Meetings of the Board of Directors

No.	Board of directors members	Number of meetings attended	Attendance Rate	Reason for Absence
1	Mr. Huynh Nam Anh	5/5	100%	-
2	Mr. Trinh Huu Luong	5/5	100%	-
3	Mr. Nguyen Dinh Tu	4/5	100%	Appointed from March 28, 2025
4	Mr. Nguyen Hoang Sang	5/5	100%	-
5	Mrs. Mai Thi Thu Van	5/5	100%	-

In addition to holding meetings, BOD members also conduct their duties through telephone and email exchanges.

3. BOD's Supervision of the Board of Management:

The BOD regularly monitors the activities of the Board of Management and other management tasks, coordinating with the Board of Supervisors to inspect the following issues:

- Implementation of the plan targets set by the General Meeting of Shareholders and the BOD.

- Implementation of Resolutions of the General Meeting of Shareholders, the BOD, and BOD decisions issued according to the schedule; implementation measures.

- Inspection of compliance with the provisions of the Enterprise Law, the Company Charter, and current State regulations.

4. Activities of the Board of Directors' subcommittees (if any): The BOD does not establish subcommittees.

5. Resolutions/Decisions of the Board of Directors:

In the year 2025, the Company's Board of Directors issued 46 resolutions and decisions related to all activities, including organization, personnel, production and business, investment, etc. All resolutions and decisions issued by the Board of Directors were unanimously agreed upon by all members and complied with the Company Charter.

No	Resolution/ Decision No.	Date	Content	Approval rate
01	01/QĐ-HĐQT	02/01/2025	Decision on supplementing business lines and amending the Charter of Hai Dang Ship Management Company Limited.	100%
02	02/NQ-HĐQT	09/01/2025	Resolution of the meeting dated January 9, 2025	100%
03	03/QĐ-HĐQT	17/01/2025	Decision on establishing the organizing committee for the 2025 Annual General Meeting of Shareholders	100%
04	04/QĐ-HĐQT	20/01/2025	Decision on the distribution of SCCM's after-tax profit for 2024	100%
05	05/NQ-HĐQT	04/02/2025	Resolution on organizing the 2025 Annual General Meeting of Shareholders	100%
06	06/NQ-HĐQT	28/02/2025	Resolution on the Board of Directors' 2025 Action Program	100%
07	07/NQ-HĐQT	07/03/2025	Resolution on approving the agenda and documents for the 2025 Annual General Meeting of Shareholders	100%
08	08/NQ-HĐQT	11/03/2025	Resolution on approving Hai Dang's policy and project for sea vessel investment	100%
09	09/NQ-HĐQT	17/03/2025	Resolution on appointing the Deputy General Director in charge of business	100%
10	10/QĐ-HĐQT	26/03/2025	Decision on appointing Ms. Doan Thi Thu Hoa as Deputy General Director	100%
11	11/NQ-HĐQT	14/04/2025	Resolution of the meeting dated April 14, 2025	100%
12	12/QĐ-HĐQT	28/04/2025	Decision on assigning duties to the Board of Directors	100%
13	13/QĐ-HĐQT	15/05/2025	Decision on establishing the Appraisal Council for Vitranschart's dossiers and projects on purchasing, selling, and new construction of sea vessels	100%
14	14/NQ-HĐQT	19/05/2025	Resolution on approving Hai Dang SMC's sea vessel purchase project	100%
15	15/QĐ-HĐQT	21/05/2025	Resolution on supplementing the Board of Directors' 2025 action program	100%
16	16/QĐ-HĐQT	22/05/2025	Decision on dispatching personnel for business trips	100%
17	17/NQ-HĐQT	22/05/2025	Resolution on Transactions between the Company and affiliated persons	100%
18	18/QĐ-HĐQT	22/05/2025	Decision on approving the policy to sell the VTC Glory vessel	100%
19	19/NQ-HĐQT	22/05/2025	Resolution on approving the policy to invest in constructing an office building combined with rental offices in Area I - 428 NTT	100%
20	20/NQ-HĐQT	23/05/2025	Resolution on agreeing for Hai Dang Equipment Management Co., Ltd. to borrow capital from Orient Commercial Joint Stock Bank - Thu Duc Branch	100%
21	21/QĐ-HĐQT	23/05/2025	Decision on establishing the Liquidation and Sale Council for the VTC Glory vessel	100%
22	22/NQ-HĐQT	04/06/2025	Resolution on business cooperation under investment cooperation contract No. 01/2015/HĐ	100%
23	23/NQ-HĐQT	12/06/2025	Resolution regarding the selection of the audit firm for the 2025 Financial Statements	100%
24	24/NQ-HĐQT	27/06/2025	Resolution regarding approving a long-term loan for Hai Dang SMC from Orient Commercial Joint Stock Bank (OCB) - Thu Duc Branch	100%
25	25/QĐ-HĐQT	30/06/2025	Decision regarding the handling of uncollectible debt	100%

26	26/QĐ-HĐQT	30/06/2025	Decision regarding the provisional distribution of SCCM's after-tax profit for the 6-month period of 2025	100%
27	27/NQ-HĐQT	16/07/2025	Resolution of the Board of Directors' Meeting dated 16 July 2025	100%
28	28/NQ-HĐQT	16/07/2025	Resolution on the approval for Hai Dang SMC to obtain a credit facility from Vietnam Maritime Commercial Joint Stock Bank – Ho Chi Minh City Branch	100%
29	29/NQ-HĐQT	22/07/2025	Decision on the reappointment of Mr. VNT Quang as Deputy General Director	100%
30	30/NQ-HĐQT	28/07/2025	Decision on the reappointment of Mr. TH Luong as General Director	100%
31	31/NQ-HĐQT	15/09/2025	Resolution on the approval for SCCM to obtain a credit facility from Vietnam Maritime Commercial Joint Stock Bank – Ho Chi Minh City Branch	100%
32	32/NQ-HĐQT	07/10/2025	Decision on the assignment of personnel for overseas business trips	100%
33	33/NQ-HĐQT	07/10/2025	Resolution of the Board of Directors' Meeting dated 07 October 2025	100%
34	34/NQ-HĐQT	09/10/2025	Decision on the approval of the project for the sale of the vessel “VTC Glory”	100%
35	35/NQ-HĐQT	24/10/2025	Decision on the approval of the master plan for leadership, managerial and executive human resources of the Company for the period 2020–2025 and subsequent years	100%
36	36/NQ-HĐQT	04/11/2025	Decision on the commendation of the General Director for outstanding achievements	100%
37	37/NQ-HĐQT	26/11/2025	Decision on the approval of the sale of the vessel “VTC Glory”	100%
38	38/NQ-HĐQT	28/11/2025	Decision on the assignment of personnel for overseas business trips	100%
39	39/NQ-HĐQT	16/12/2025	Resolution of the Board of Directors' Meeting dated 16 December 2025	100%
40	40/NQ-HĐQT	16/12/2025	Resolution on the approval of the implementation plan for the Vitranschart Office Building Project at 428 Nguyen Tat Thanh Street, Xom Chieu Ward, Ho Chi Minh City	100%
41	41/NQ-HĐQT	16/12/2025	Resolution on the handling of the outstanding debt at the Vietnam Development Bank (VDB)	100%
42	42/NQ-HĐQT	16/12/2025	Resolution on the approval of the development orientation for the period 2026–2030 and the approval of amendments to the organizational structure of the Parent Company – Vitranschart JSC and the Subsidiary – Hai Dang SMC	100%
43	43/NQ-HĐQT	16/12/2025	Decision on the approval of the salary and income fund for 2025 and the provisional assignment of the salary and income plan for 2026	100%
44	44/NQ-HĐQT	24/12/2025	Decision on the dismissal of Mr. Vuong Nguyen Trieu Quang from the position of capital representative and Chairman of SCCM	100%
45	45/NQ-HĐQT	24/12/2025	Decision on the appointment of Mr. Nguyen Duc Thuan as capital representative and assignment of the position of Chairman of SCCM	100%
46	46/NQ-HĐQT	27/12/2025	Decision on the conferment of the title “Emulation Fighter at the Grassroots Level” for the year 2025	100%

III. Board of Supervisors:

1. Information on members of Board of Supervisors:

No.	Members of the board of supervisors	Position	The date becoming members of the board of supervisors	Qualification
1	Vu Thi Diep	Head of Board of Supervisors	21/04/2023	Bachelor of Economics, majoring in Accounting
2	Nguyen Thi Phuong Thao	Member	21/04/2023	Bachelor of Business Administration
3	Phan Thi Thanh Trang	Member	28/03/2025	Bachelor of Mathematics and Information Technology

2. Meetings of Board of Supervisors

No.	Members of the board of supervisors	Number of meetings attended	Meeting attendance rate	Voting rate	Reason for absence
1	Vu Thi Diep	05/05	100%	100%	-
2	Nguyen Thi Phuong Thao	05/05	100%	100%	-
3	Phan Thi Thanh Trang	03/05	100%	100%	Appointed as a Member of the Board of Supervisors from March 28, 2025

In addition to holding meetings, members of Board of Supervisors also carry out work through telephone and email exchanges.

3. Supervising Board of Directors, Board of Management and shareholders by Board of Supervisors:

In the year 2025, the Board of Supervisors carried out the task of inspecting and supervising the BOD, Board of Management, and other tasks as regulated, focusing on the following main contents:

- Organizing the Annual General Meeting of Shareholders and implementing the resolutions of the 2025 Annual General Meeting of Shareholders.

- Organizing the activities of the BOD, issuing resolutions/decisions/directives of the BOD; organizing BOD meetings.

- Organization of the Board of Management's activities, implementation of resolutions/decisions/documents of the General Meeting of Shareholders and the Board of Directors.

- Amendment, issuance, and implementation of the Company's internal regulations, rules, and processes.

- The Board of Supervisors conducted inspection and supervision over governance and executive activities; reviewed the status and assessed the results of the implementation of the Company's production and business operations and investment plans for the fiscal year 2024 and the first six months of 2025.

- The Board of Supervisors also carried out inspection and supervision of governance and executive activities and appraised the Company's financial statements for the fiscal year 2024 and the first six months of 2025.

- Based on the results of such inspection and supervision, the Board of Supervisors made recommendations and notes to the Board of Directors and the Executive Management and reported thereon at the Company's Annual General Meeting of Shareholders in 2025.

4. The coordination among the Board of Supervisors, Board of Directors, the Board of Management and other managers:

- The Board of Directors, Board of Supervisors, Board of Management, and other manager of the Company have always closely coordinated and responsibly performed their assigned functions and tasks.

- The Board of Supervisors is provided with information and documents related to the decisions of the Board of Directors and the Board of Management of the Company.

- The Board of Supervisors has access to Board of Directors meeting materials, attends Board of Directors meetings, and contributes opinions related to the Company's management and administration.

5. Other activities of the Board of Supervisors (if any): None.

IV. Board of Management (BOM):

No.	Members of Board of Management	Date of birth	Qualification	Date of appointment / dismissal of members of the BoM
1	TRINH HUU LUONG		Engineer, Master of Accounting	Reappointed: 28/08/2025
2	MAI THI THU VAN		Master of Economics (Corporate Finance)	Reappointed: 26/06/2024
3	VUONG NGUYEN TRIEU QUANG		Master of Ship Hull and Maritime Engineering	Reappointed: 22/07/2025
4	DOAN THI THU HOA		Bachelor of Business Administration; Bachelor of English (Foreign Language)	Appointed: 26/03/2025

V. Chief Accountant:

Full name	Date of birth	Qualification	Date of appointment/dismissal
LE KIM PHUONG		Bachelor of Economics	Reappointed: 26/06/2024

VI. Training courses on corporate governance:

Training courses and specialized topics on corporate governance that Board of Directors' members, Members of the Board of Supervisors, Board of Management, other management officers, and the Company Secretary participated in during the first 6 months of 2025 via online format, E-learning courses organized by Vietnam Maritime Corporation:

- Training courses: topics "Shaping Mindset and Enhancing Skills for Implementing VIMC Corporate Culture", "SMART Working Method", "Adapting Quickly to Change", "Shaping Mindset and Enhancing Skills for Implementing VIMC Corporate Culture", "AI Application Skills in Work Processing", "Methods of communicating with and training AI to become an effective virtual assistant in the workplace."...

- Professional activity program: Updating Decree 20/2025 amending Decree 132/2020 on affiliated transactions, Specialized Workshop "Effective Labor Staffing and Norms Method in Enterprises", "On the identification and proactive control of tax risks, and key considerations regarding compliance in accounting practices.".

VII. The list of affiliated persons of the public company and transactions of affiliated persons of the company.

1. The list of affiliated persons of the Company.

No.	Name of organization/ individual	Securities trading account (if any)	Position in the company (if any)	Shareholder Identification Number*, date and place of issue	Head office address/Contact address	Start date of related person status	End date of related person status	Reason	Relationship with the company
A Organization									
1	Vietnam Maritime Corporation					31/12/2007			Major shareholder, representative capital participating in VST's BOD
2	SCC Crew Manning Company Limited					18/07/2018			Subsidiary of VST
3	Hai Dang Equipment Management Company Limited					12/04/2021			Subsidiary of VST
4	Vietnam Sea Transport and Chartering Joint Stock Company Union					25/08/2021			The President of the Union is a member of VST's BOD
B Board of Directors, Board of Management									
1	Mr. Huynh Nam Anh		Chairman of the BOD			21/04/2023			
1.1 And Mr. Huynh Nam Anh's affiliated persons as per Appendix 01 attached to this report.									
2	Mr. Nguyen Dinh Tu		Member of the BOD			28/03/2025			
2.1 And Mr. Nguyen Dinh Tu's affiliated persons as per Appendix 01 attached to this report.									
3	Mr. Trinh Huu Luong		Member of the BOD, General Director			21/04/2023			
3.1 And Mr. Trinh Huu Luong's affiliated persons as per Appendix 01 attached to this report.									
4	Mr. Nguyen Hoang Sang		Member of the BOD			21/04/2023			
4.1 And Mr. Nguyen Hoang Sang's affiliated persons as per Appendix 01 attached to this report.									

5	Ms. Mai Thi Thu Van		Member of the BOD / Deputy General Director		21/04/2023			
5.1	And Mrs. Mai Thi Thu Van's affiliated persons as per Appendix 01 attached to this report.							
6	Mr. Vuong Nguyen Trieu Quang		Deputy General Director		03/08/2020			
6.1	And Mr. Vuong Nguyen Trieu Quang's affiliated persons as per Appendix 01 attached to this report.							
7	Ms. Doan Thi Thu Hoa		Deputy General Director		26/03/2025			
7.1	And Mrs. Doan Thi Thu Hoa's affiliated persons as per Appendix 01 attached to this report.							
C Board of Supervisors								
1	Ms. Vu Thi Diep		Head of Board of Supervisors		21/04/2023			
1.1	And Mrs. Vu Thi Diep's affiliated persons according to Appendix 01 attached to this report.							
2	Ms. Nguyen Thi Phuong Thao		Member of Board of Supervisors		21/04/2023			
2.1	And Mrs. Nguyen Thi Phuong Thao's affiliated persons as per Appendix 01 attached to this report.							
3	Ms. Phan Thi Thanh Trang		Member of Board of Supervisors		28/03/2025			
3.1	And Mrs. Phan Thi Thanh Trang's affiliated persons as per Appendix 01 attached to this report.							
D Chief Accountant								
1	Ms. Le Kim Phuong		Chief Accountant		17/07/2019			
1.1	And Mrs. Le Kim Phuong's affiliated persons as per Appendix 01 attached to this report.							
E Person in charge of corporate governance								
1	Mr. Nguyen The Le Nhan		Deputy Head of Finance and Accounting		14/05/2021			
1.1	And Mr. Nguyen The Le Nhan's affiliated persons as per Appendix 01 attached to this report.							

F	Legal Representative, Manager of the subsidiary							
1	Mr. Vuong Nguyen Trieu Quang				01/10/2024			Chairman of VST's subsidiary
2	Mr. Cao Xuan Hoan				11/08/2023			Director of VST's subsidiary
3	Mr. Le Hoang Son				01/10/2024			Chairman of VST's subsidiary
4	Ms. Doan Thi Thu Hoa	058C669519 068C002768			03/07/2024			Director of VST's subsidiary

Note: Identification Certificate*: ID card/Passport number (for individuals) or Enterprise Registration Certificate number, Operating License or equivalent legal document (for organizations)

2. Transactions between the Company and its affiliated persons or between the Company and its major shareholders, internal persons and affiliated persons in 2025.

No.	Organization/ Individual Name	Relationship with the company	Enterprise Registration Certificate No.*, Date of Issue, Place of Issue	Head Office Address/ Contact Address	Transaction Date with the company	Resolution/Decision No. of the GSM/BOD...approved (if any, specify the date of issuance)	Content, Quantity, Total Transaction Value in year 2025	Notes
1	SCC Crew Manning Company Limited (SCCM)	Subsidiary VST holds 100% charter capital, Deputy General Director of VST is the Chairman of SCCM	0315174176, 27/12/2023, Department of Planning and Investment of Ho Chi Minh City	36 Nguyen Thi Minh Khai, Saigon Ward, HCMC	Year 2025	Resolution No. 10/NQ- HDQT (07/04/2022) Resolution No. 11/NQ- HDQT (12/04/2024)	SCCM Crew supply for VST: VND 2,102,400,000; VST provides office service and equipment rental: VND 938,040,000	
2	Hai Dang Ship Management Company Limited (HaiDang SMC)	Subsidiary VST holds 100% charter capital, Deputy General Director of VST is Director of Hai Dang SMC	0316801824, 16/08/2025, Ho Chi Minh Department of Finance	428 Nguyen Tat Thanh Street, Xom Chieu Ward, HCMC	Year 2025	Resolution No. 10/NQ-HDQT (07/04/2022) Resolution No. 11/NQ-HDQT (12/04/2025) Resolution No. 17/NQ-HDQT (22/05/2025)	Bareboat charter from VST, management by VST: VND 39,550,000,000 Vitranschart provides Hai Dang SMC with a loan for ship purchase investment: VND 80,000,000,000	

Note: Identification Certificate*: ID card/Passport number (for individuals) or Enterprise Registration Certificate number, Operating License, or equivalent legal document (for organizations).

3. Transaction between internal persons of the Company, affiliated persons of internal persons and the Company's subsidiaries in which the Company takes controlling power: None.

4. Transactions between the company and other objects:

4.1 Transactions between the Company and the company that its members of Board of Management, the Board of Supervisors, General Director have been founding members or members of Board of Directors, or General Director in three (03) latest years (calculated at the time of reporting).

No.	Organization/ Individual Name	Relationship with the Company	Identification Certificate No.*, Date of Issue, Place of Issue	Head Office Address/Contact Address	Transaction Date with the Company	Resolution/Decision No. of the GSM/BOD...approv ed (if any, specify the date of issuance)	Content, Quantity, Total Transaction Value
1	SCC Crew Manning Company Limited (SCCM)	Deputy General Director of VST is Chairman of SCCM	0315174176, 27/12/2023, Department of Planning and Investment of HCMC	36 Nguyen Thi Minh Khai, Saigon Ward, HCMC	Year 2025	Resolution No. 10/NQ-HDQT (07/04/2022) Resolution No. 11/NQ-HDQT (12/04/2025)	Crew supply for VST
2	Hai Dang Ship Management Company Limited (HaiDangSMC)	Deputy General Director of VST is Director of Hai Dang SMC	0316801824, 16/08/2025, Ho Chi Minh Department of Finance	428 Nguyen Tat Thanh Street, Xom Chieu Ward, HCMC	Year 2025	Resolution No. 17/NQ-HDQT (22/05/2025)	VST offers bareboat charters and loans for ship investment.

4.2 Transactions between the Company and the company that its affiliated persons with members of Board of Directors, Board of Supervisors, General Director and other managers as a member of Board of Directors, General Director: None.

4.3 Other transactions of the Company (if any) may bring material or non- material benefits for members of Board of Directors, members of the Board of Supervisors, General Director and other managers: None.

VIII. Share transactions of internal persons and their affiliated persons

- The list of internal persons and their affiliated persons: Appendix 01 attached
- Transactions of internal persons and affiliated persons with shares of the Company in 2025:

No.	Transaction Executor	Relationship with internal persons	Number of Shares owned at the beginning of the period		Number of Shares owned at the end of the period		Reasons for increasing, decreasing (buying, selling, converting, rewarding, etc.)
			Number of Shares	Percentage	Number of Shares	Percentage	
1	Vietnam Sea Transport and Chartering Joint Stock Company Union	President of the Union is a member of the BOD of Vietnam Sea Transport and Chartering Joint Stock Company	2,019,500	2.93%	1,798,300	2.87%	Sell

IX. Other significant issues: None. *me*

Recipients:

- As above;
- BOD; BOS
- Archived: Documents, Secretary

CHAIRMAN OF THE BOARD OF DIRECTORS



Huynh Nam Anh