

CORPORATE GOVERNANCE REPORT

For the First Six Months of 2026

To: - State Securities Commission of Vietnam
- Stock Exchange

- Company Information
- Company Name: Cai Lan Port Investment Joint Stock Company
- Head Office: No. 01 Cai Lan Road, Bai Chay Ward, Quang Ninh Province, Vietnam
- Telephone: (+84) 203 3512866 / 3512868
- Email: info@cailanportinvest.com.vn
- Charter Capital: VND 365,050,000,000
- Ticker Symbol: CPI
- Corporate Governance Structure: General Meeting of Shareholders, Board of Directors, Supervisory Board, and Executive Management.
- Internal Audit Function: Not yet established.

I. ACTIVITIES OF THE GENERAL MEETING OF SHAREHOLDERS

Information on Meetings and Resolutions/Decisions of the General Meeting of Shareholders

No.	Resolution/Decision No.	Date	Contents
1	Resolution No. 01/NQ-DHĐCĐ	23 April 2026	Resolution of the 2026 Annual General Meeting of Shareholders approving the following matters:

1. Approval of the 2025 Business Performance Report and the 2026 Business Operation Plan.
2. Approval of the 2025 Performance Report of the Board of Directors and the 2026 Operational Plan of the Board of Directors.
3. Approval of the remuneration paid to the Board of Directors and the Supervisory Board for 2025, and the remuneration plan for 2026.
4. Approval of the audited Financial Statements for the fiscal year 2025.
5. Approval of the Report of the Supervisory Board submitted to the 2026 Annual General Meeting of Shareholders.
6. Authorization for the Board of Directors to appoint the independent auditing firm to audit the 2026 Financial Statements.

II. BOARD OF DIRECTORS

1. Information on Members of the Board of Directors (BOD)

No.	Member of the Board of Directors	Position	Date of Appointment / Re-election	Date of Dismissal
1	Mr. Do Duc An	Chairman of the Board of Directors	24 June 2023	
2	Mr. Nguyen Van Manh	Member of the Board of Directors	Initially appointed on 24 April 2022; re-elected as a member of the new Board of Directors on 24 June 2023	
3	Mr. Tham Hong Son	Member of the Board of Directors	Initially appointed on 30 June 2018; re-elected as a member of the new Board of Directors on 24 June 2023	
4	Mr. Doan Ngoc Tu	Member of the Board of Directors	03 April 2024	
5	Ms. Tran Thi Kieu Oanh	Member of the Board of Directors	03 April 2024	

2. Meetings of the Board of Directors

No.	Member of the Board of Directors	Meetings Attended / Authorized	Attendance Rate	Reason for Absence
1	Mr. Do Duc An	02/02	100%	
2	Mr. Tham Hong Son	02/02	100%	Attended through authorization for both meetings
3	Mr. Nguyen Van Manh	02/02	100%	Attended through authorization for both meetings
4	Mr. Doan Ngoc Tu	02/02	100%	
5	Ms. Tran Thi Kieu Oanh	02/02	100%	

3. Supervisory Activities of the Board of Directors over the Executive Management

In accordance with the Charter and the Corporate Governance Regulations of Cai Lan Port Investment Joint Stock Company, the Board of Directors exercised its supervisory function over the Chief Executive Officer (CEO) and the Executive Management in the management of business operations and the implementation of the Resolutions of the General Meeting of Shareholders and the Board of Directors.

During the first six months of 2026, such supervision was carried out through two (02) meetings between the Board of Directors and the Executive Management. At these meetings, the Board of Directors worked directly with and exchanged views with the CEO and the Executive Management on matters relating to the implementation of the Company's business operation plans and strategic development directions. In addition, written opinions were obtained from members of the Board of Directors regarding matters submitted by the Executive Management for consideration and approval by the Board.

4. Activities of Committees under the Board of Directors (if any)

At present, Cai Lan Port Investment Joint Stock Company (CPI) has no committees established under the Board of Directors.

5. Resolutions/Decisions of the Board of Directors during the First Six Months of 2026

No.	Resolution No.	Date	Contents
I.	Resolutions		
1	01/NQ-BOD	26 February 2026	Approval of the plan for organizing the 2026 Annual General Meeting of Shareholders.
2	02/NQ-BOD	16 March 2026	Approval of the change to the schedule for convening the 2026 Annual General Meeting of Shareholders.
3	03/NQ-BOD	31 March 2026	Approval of the 2026 Action Program of the Board of Directors of Cai Lan Port Investment Joint Stock Company (CPI).
4	04/NQ-BOD	15 May 2026	Approval of the dismissal of, and temporary assignment of, the position of Secretary to the Board of Directors and Corporate Governance Officer.
5	05/NQ-BOD	03 July 2026	Approval of the appointment of the independent auditing firm for the audit of the 2026 Financial Statements.
II.	Decisions		
1	01/QD-BOD	15 May 2026	Decision on the dismissal of the Secretary to the Board of Directors and Corporate Governance Officer.
2	02/QD-BOD	15 May 2026	Decision on the temporary appointment of the Secretary to the Board of Directors and Corporate Governance Officer.
3	03/QD-BOD	29 May 2026	Promulgation of the Regulations on the Governance of the Company's Internal Regulatory System.

III. Supervisory Board (First Half of 2026)

1. Information on the Members of the Supervisory Board (SB)

No.	Member	Position	Date of Appointment / Commencement of Office	Professional Qualifications
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1	Ms. Nguyen Thi Minh Thu	Head of the Supervisory Board	Elected as a member of the Supervisory Board on 03 April 2024	Master of Economic Management; Bachelor of Economics
2	Mr. Vu Manh Duy	Member	Assumed office on 11 April 2025	Bachelor of Accounting
3	Ms. Doan Thu Huyen	Member	Elected as a member of the Supervisory Board on 03 April 2024	Bachelor of Business Administration

2. Meetings of the Supervisory Board

During the first six months of 2026, the Supervisory Board held two (02) meetings.

No.	Member	Meetings Attended	Attendance Rate	Voting Rate	Reason for Absence
1	Ms. Nguyen Thi Minh Thu	02/02	100%	100%	None
2	Mr. Vu Manh Duy	02/02	100%	100%	None
3	Ms. Doan Thu Huyen	02/02	100%	100%	None

3. Supervisory Activities of the Supervisory Board with respect to the Board of Directors, the Executive Management and Shareholders

- Supervised the preparation for and organization of the 2026 Annual General Meeting of Shareholders held on 23 April 2026, and monitored the implementation of the resolutions adopted by the Meeting.
- Supervised compliance with the Company Charter, internal regulations and corporate governance policies.
- Monitored the implementation of the resolutions and decisions of the Board of Directors.
- Supervised the Company's information disclosure activities to ensure compliance with applicable regulations.
- Examined accounting books and supporting documents, and reviewed the financial indicators presented in the published financial statements.
- Monitored and assessed the independence and objectivity of the external auditor as well as the effectiveness of the audit process.
- Monitored and evaluated the implementation of the Company's business operation plan by the Executive Management.
- Supervised the implementation of policies relating to personnel administration, labor management, remuneration and employee benefits.
- Monitored the disposal and liquidation of the Company's assets.
- Monitored the implementation of recommendations issued by the Supervisory Board as well as the resolutions, decisions and directives of the Board of Directors.

4. Coordination between the Supervisory Board, the Board of Directors, the Executive Management and Other Managers

The Supervisory Board maintained close coordination with the Board of Directors and the Executive Management in carrying out inspection and supervision activities to ensure compliance with the Company Charter and applicable laws in both governance and management activities. During the reporting period, the Supervisory Board performed the following tasks:

- Reviewed and supervised the implementation of the Company's business operation plans and investment activities.
- Attended meetings of the Board of Directors in order to keep informed of the Company's business performance and operational developments, and provided comments and recommendations aimed at enhancing the Company's operational efficiency.
- Coordinated with the Board of Directors and the Executive Management to ensure that corporate governance and management activities were conducted in compliance with applicable laws and the Company Charter.
- Reviewed the Company's financial statements prepared by the Executive Management; considered recommendations made by the independent auditors; and discussed with the Executive Management to identify deficiencies and implement appropriate corrective measures.

IV. EXECUTIVE MANAGEMENT

No.	Member	Date of Birth	Professional Qualifications	Date of Appointment / Dismissal
1	Mr. Doan Ngoc Tu – Chief Executive Officer (CEO)	09 April 1979	Master of Transport Management	Appointed on 25 June 2024
2	Mr. Nguyen Ba Son – Deputy Chief Executive Officer	10 September 1970	Marine Vessel Control Engineer	Re-appointed on 10 October 2024

V. CHIEF ACCOUNTANT

Full Name	Date of Birth	Professional Qualifications	Date of Appointment / Dismissal

(The Company currently has no Chief Accountant.)

Head of Finance and Accounting Department

Full Name	Date of Birth	Professional Qualifications	Date of Appointment / Dismissal
Mr. Do Vu Linh	15 January 1989	Master of Economics – Academy of Finance	Appointed on 20 November 2023

VI. Corporate governance training

The corporate governance training programs attended by members of the Board of Directors, members of the Supervisory Board, the Chief Executive Officer (CEO), other managers and the Company Secretary in accordance with corporate governance regulations are as follows:

- The Company's management organized training programs for employees on customer-centric corporate culture, customs declaration procedures, and statistical reporting and data consolidation.
- One hundred percent (100%) of employees received training and communication on the Code of Conduct (COC).
- Employees participated in training courses provided through the VIMC E-learning System organized by the Vietnam Maritime Corporation (VIMC).
- Members of the Executive Management and Heads of Departments attended training programs to ensure the timely implementation of data integration for the Company's Big Data System.
- The Head of the Administration and Human Resources Department and the Corporate Culture Team attended the workshop entitled "Cybersecurity, Information Security and Safe Use of Artificial Intelligence (AI)."

VII. Related Persons of the Public Company (First Half of 2026) and Their Transactions with the Company

1. List of Related Parties

(The list of related parties is attached to this Report.)

2. Transactions between the Company and Its Related Parties; or between the Company and Major Shareholders, Insiders and Their Related Parties (Continued)

No.	Organization / Individual	Relationship with the Company	Enterprise Registration No.	Registered Address	Transaction Period	GMS/BOD Resolution	Transaction Value / Details	Remarks
2	Quang Ninh Port Joint Stock Company	Major Shareholder	5700100231	No. 1 Cai Lan Road, Bai Chay Ward, Quang Ninh Province	From 01 January 2026 to 30 June 2026	Resolution No. 14/NQ-BOD dated 30 December 2025	Purchased services: VND 9,475,002,025 Services provided: VND 55,200,000	Purchased services: Cargo handling services. Services provided: Container rental services.
3	Tham Gia Tourism Construction Investment and Trading Joint Stock Company	Mr. Tham Hong Son, Member of the Board of Directors of CPI, serves as Chairman of the Board of Directors and General Director of the Company.	5700816346	Group 3, Area 7, Cao Xanh Ward, Ha Long City, Quang Ninh Province, Vietnam	From 01 January 2026 to 30 June 2026	Resolution No. 14/NQ-BOD dated 30 December 2025	Purchased services: VND 5,344,544,000 Services provided: VND 2,000,000	Purchased services: Warehouse leasing and cargo loading/unloading services. Services provided: Excavator operation services.

4	Vietnam Maritime Development Joint Stock Company	Subsidiary of Vietnam Maritime Corporation (VIMC)	0200580975	No. 11 Vo Thi Sau Street, May To Ward, Ngo Quyen District, Hai Phong City	From 01 January 2026 to 30 June 2026	Resolution No. 14/NQ-BOD dated 30 December 2025	VND 34,000,000	Parking lot rental services.
5	VIMC Logistics Joint Stock Company	Subsidiary of Vietnam Maritime Corporation (VIMC)	0102345275	Room 806, Ocean Park Building, No. 1 Dao Duy Anh Street, Phuong Mai Ward, Dong Da District, Hanoi, Vietnam	From 01 January 2026 to 30 June 2026	Resolution No. 14/NQ-BOD dated 30 December 2025	VND 404,302,650	Framework Agreement for customs clearance support services.
6	Vietnam Maritime Agency Joint Stock Company – Quang Ninh Branch	Subsidiary of Vietnam Maritime Corporation (VIMC)	0300437898-006	No. 02 Cai Lan Road, Bai Chay Ward, Quang Ninh Province, Vietnam	From 01 January 2026 to 30 June 2026	Resolution No. 14/NQ-BOD dated 30 December 2025	VND 805,156,980	Warehouse leasing services.
7	Vietnam Maritime Corporation – Joint Stock Company (VIMC)	Parent Company	0100104595	Ocean Park Building, No. 1 Dao Duy Anh Street, Hanoi	From 01 January 2026 to 30 June 2026	Resolution No. 14/NQ-BOD dated 30 December 2025	VND 1,662,831,501	Human resource management and market development services.
8	Hai Phong Branch of Vietnam Maritime Corporation – Joint Stock Company	Subsidiary of Vietnam Maritime Corporation (VIMC)	0100104595-003	No. 282 Da Nang Street, Ngo Quyen Ward, Hai Phong City, Vietnam	From 01 January 2026 to 30 June 2026	Resolution No. 14/NQ-BOD dated 30 December 2025	VND 4,293,683	Office leasing services.

3. Transactions between Insiders, Their Related Persons and Subsidiaries or Companies Controlled by the Company

N o.	Person Conducting the Transaction	Relation ship with the Insider	Positio n in the Listed Comp any	ID/Pass port No.	Contro lled Subsidi ary / Compa ny	Transac tion Period	Transac tion Details	Rema rks

No transactions.

4. Transactions between the Company and Other Parties

4.1. Transactions between the Company and entities in which members of the Board of Directors, members of the Supervisory Board, the Chief Executive Officer (CEO) or other managers have become or are currently serving as founding members or members of the Board of Directors, members of the Members' Council, the Chief Executive Officer (CEO), or other managers

(03) major transactions during the first six months of 2026 are as follows:

- Transactions with Tham Gia Tourism Construction Investment and Trading Joint Stock Company
 - Mr. Tham Hong Son – Member of the Board of Directors of CPI – concurrently serves as Chairman of the Board of Directors and General Director of the company.
 - Transaction value during the first six months of 2026:
 - Purchase of services: VND 5,344,544,000 (warehouse leasing and cargo handling services).
 - Provision of services: VND 2,000,000 (excavator operation services).
- Transactions with Quang Ninh Port Joint Stock Company
 - Mr. Nguyen Van Manh – Member of the Board of Directors of CPI – concurrently serves as Member of the Board of Directors and Deputy General Director of Quang Ninh Port Joint Stock Company.
 - Mr. Vu Manh Duy – Member of the Supervisory Board of CPI – concurrently serves as Chief Accountant of Quang Ninh Port Joint Stock Company.
 - Transaction value during the first six months of 2026:
 - Purchase of services: VND 9,475,002,025 (cargo handling services).
 - Provision of services: VND 55,200,000 (container leasing services).
- Transactions with Cai Lan International Container Terminal Co., Ltd. (CICT)
 - Mr. Do Duc An – Chairman of the Board of Directors of CPI – concurrently serves as Member of the Members' Council of CICT (CPI owns 51% of CICT's charter capital).
 - Mr. Nguyen Ba Son – Deputy Chief Executive Officer of CPI – concurrently serves as Member of the Members' Council of CICT (CPI owns 51% of CICT's charter capital).
- Transaction value during the first six months of 2026:
 - Purchase of services: VND 5,853,711,480 (transportation, cargo handling, customs clearance and office leasing services).
 - Provision of services: VND 11,257,632,389 (manpower supply, transportation and land leasing services).

4.2. Transactions between the Company and entities in which related persons of members of the Board of Directors, members of the Supervisory Board, the Chief Executive Officer (CEO), or other managers are members of the Board of Directors, members of the Members' Council, the Chief Executive Officer (CEO), or other managers

No transactions.

4.3. Transactions between the Company and entities in which members of the Board of Directors, members of the Supervisory Board, the Chief Executive Officer (CEO), or other managers have ownership interests in shares or capital contributions

No transactions.

VIII. Related Persons of the Public Company (First Half of 2026) and Their Transactions with the Company

1. List of Insiders and Their Related Persons

(Attached list enclosed.)

2. Transactions in Shares of the Company by Insiders and Their Related Persons

No	Person Conducting the Transaction	Relationship with the Internal Person	Number of Shares Held at the Beginning of the Reporting Period		Number of Shares Held at the End of the Reporting Period		Reasons for the Increase/Decrease (Purchase, Sale, Conversion, Bonus Share Issue, etc.)
			Number of Shares	Ownership Ratio (%)	Number of Shares	Ownership Ratio (%)	

No share transactions occurred during the first six months of 2026.

Distribution:

- As addressed;
- Filed at the Administration Office.

ON BEHALF OF THE BOARD OF DIRECTORS
CHAIRMAN



Đo Duc An