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**No. 01 /CV/VTPĐ**

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*Ha Noi, January 07 2026*

**REPORT ON CORPORATE GOVERNANCE  
Year 2025**

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To: - The State Securities Commission;  
- Ha Noi City Stock Exchange.

- Name of company: ORIENTAL SHIPPING AND TRADING JOINT STOCK COMPANY
- Address of headoffice: 278 Ton Duc Thang Street, Hang Bot Ward, Dong Da District, Hanoi City
- Telephone: 04.38515805      Fax: 024. 38569967      Email: info@ostc.com.vn
- Charter capital: 200,560,000,000VND
- Stock symbol: NOS
- Governance model:
  - + General Meeting of Shareholders, Board of Directors, Board of Supervisors, General Director and Director.
- The implementation of internal audit: Implemented: Nil

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

Stt	Resolution number	Date	Content
1	25/NQ-ĐHĐCĐ	28/6/2025	Approval of the following reports: <ul style="list-style-type: none"><li>- Report on the implementation of the 2024 production and business plan; directions and tasks of the 2025 production and business plan and implementation solutions;</li><li>- Financial report 2024 (audited)</li></ul>

			<ul style="list-style-type: none"> <li>- Board of Directors' report on activities in 2024 and plan for 2025;</li> <li>- Report on the Board of Supervisors' activities in 2024 and plan for 2025;</li> <li>- Approval of remuneration of the Board of Directors and the Board of Supervisors in 2024; estimated for 2025;</li> <li>- Through the Proposal to amend and supplement the Company Charter</li> <li>- Through the Proposal to cancel the public company status, cancel the registration of stock trading and cancel the securities registration;</li> <li>- Approval of the Proposal for Divestment Plan at Nosco Shipyard Joint Stock Company;</li> <li>- Approval of the Proposal for selecting an independent auditor to audit the 2025 financial statements;</li> <li>- Authorization to the Board of Directors:</li> <li>- Adjust the 2025 production and business plan according to the actual situation;</li> <li>- Choosing an Auditing Company in 2025;</li> <li>- Dismissal of members of the Board of Directors and the Board of Supervisors;</li> <li>- Election of additional members to the Board of Directors and Supervisory Board for the 2021-2026 term.</li> </ul>
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## II. Board of Directors (2025 Report):

<i>I. Information about the me</i>	<i>Board of Directors' members</i>	<i>Position Independent members of the Board of Directors, Non- executive members of the Board of Directors))</i>	<i>The date becoming/ceasing to be the member of the Board of Directors</i>
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<i>mb ers of the Boa rd of Dir ect ors: Stt No.</i>			<i>Date of appointm ent</i>	<i>Date of dismissal</i>
1	Mr. Dao Trong Su	Chairman/ Non-executive Director	26/4/2022	28/6/2025
2	Mr. Pham Van Tuong	Board Member/ Executive Director, CEO	28/05/2019	28/6/2025
3	Mr. Do Tuan Nam	Board Member/ Non-executive Director	25/05/2016	28/6/2025
4	Mrs. Nguyen Thi Thu Hoai	Board Member /Non-executive Director	27/4/2021	28/6/2025
5	Mr. Nguyen Van Hoai	Board Member /Executive Member Deputy General Director	26/4/2022	28/6/2025
6	Mr. Hoang Le Vuong	Chairman/ Non-executive Director	28/6/2025	
7	Mr. Nguyen Canh Hiep	Board Member /Non-executive Director	28/6/2025	
8	Mr. Tran Quang Toan	Board Member/ Executive Director, CEO	28/6/2025 and 01/7/2025	

**2. Meetings of the Board of Directors:**

<i>Stt  No.</i>	<i>Board of Director' member</i>	<i>Number of meetings attended by Board of Directors</i>	<i>Attendance rate</i>	<i>Reasons for absence</i>
1	Mr. Dao Trong Su	11/18	62%	
2	Mr. Pham Van Tuong	11/18	62%	

3	Mr. Do Tuan Nam	11/18	62%	
4	Mrs. Nguyen Thi Thu Hoai	11/18	62%	
5	Mr. Nguyen Van Hoai	11/18	62%	
6	Mr. Hoang Le Vuong	7/18	38%	
7	Mr. Nguyen Canh Hiep	7/18	38%	
8	Mr. Tran Quang Toan	7/18	38%	

### ***3. Supervisory activities of the Board of Directors over the Board of Directors***

- Monitor the implementation of reports and develop the 2025 business production plan to be submitted to the 2025 Annual General Meeting of Shareholders for approval. - Supervise the direction and operation of production and business activities, ensuring that the 2025 target is achieved.

- Monitor the implementation of the Resolution of the 2025 Annual General Meeting of.

- Supervise the implementation of the reporting regime, periodic and irregular information disclosure to the State Securities Commission, Hanoi Stock Exchange and Vietnam Securities Depository and Clearing Corporation.

- There are 02 members of the Board of Directors who are also members of the Board of Directors, so the provision of information and reports to other members who are not directly in charge is carried out regularly and fully, promptly serving the direction and supervision work of the Board of Directors towards the Board of Directors.

***4. Activities of subcommittees under the Board of Directors: The Board of Directors has not established any subcommittees.***

***5. 4. Resolutions/Decisions of the Board of Directors (Semi-annual report/annual report):***

Stt No	Resolution/Decision No.	Date	Content	Approval rate
1	01/2025/NQ-HĐQT	20/01/2025	Approval of 2024 business results and 2025 business plan	100%

2	02/2025/NQ-HĐQT	12/02/2025	Approval of the list of shareholders and plan to organize the 2025 Annual General Meeting of Shareholders	100%
3	03/2025/NQ-HĐQT	10/03/2025	Through the Company's personnel work	100%
4	04/2025/NQ-HĐQT	12/3/2025	Approval of 2024 financial report and 2025 business plan	100%
5	05/2025/NQ-HĐQT	18/3/2025	Approval of documents for the 2025 Annual General Meeting of Shareholders	100%
6	06/2025/NQ-HĐQT	31/3/2025	Approval of Extension of Time for Annual General Meeting of Shareholders in 2025	100%
7	07/2025/NQ-HĐQT	01/4/2025	Review of the Company's debt as of March 31, 2025	100%
8	08/2025/NQ-HĐQT	10/4/2025	Approval of nomination of officers to join the Board of Directors and Supervisory Board for the 2025-2030 term at Nosco Shipyard	100%
9	09/2025/NQ-HĐQT	29/5/2025	Approval of the matter related to Vinashinlines and the settlement of the repair of the Oriental Glory ship	100%
10	10/2025/NQ-HĐQT	06/6/2025	Approval of documents for the 2025 Annual General Meeting of Shareholders	100%
11	11/2025/NQ-HĐQT	20/6/2025	Through the Company's personnel work	100%
12	12/2025/NQ-HĐQT	28/6/2025	Through the election of the Chairman of the Board of Directors	100%

13	13/2025/NQ-HĐQT	30/6/2025	Through the dismissal and appointment of the general director	100%
14	14/2025/NQ-HĐQT	01/07/2025	Through the assignment of duties to members of the Board of Directors, the implementation of the Resolution of the 2025 Annual General Meeting of Shareholders, and other matters.	100%
15	15/2025/NQ-HĐQT	09/09/2025	Through the liquidation of assets securing the debt at Nosco Shipyard.	100%
16	16/2025/NQ-HĐQT	06/10/2025	Based on the business performance results for the first nine months of the year and the business plan for the fourth quarter of 2025	100%
17	17/2025/NQ-HĐQT	16/12/2025	Based on the results of the review, evaluation, and ranking of task completion levels in 2025.	100%
18	18/2025/NQ-HĐQT	23/12/2025	Based on the business performance results of 2025, the business plan for 2026 will be implemented.	100%

### **III. Board of Supervisors (Semi-annual report/annual report) 2025 report:**

#### **1. Information about members of Board of Supervisors or Audit Committee:**

Stt No.	Members of Board of Supervisors/ Audit Committee	Position	The date becoming/ceasing to be the member of the Board of Supervisors/ Audit Committee	Qualification
1	Mrs. Nguyen Thi Minh Thu	Head the Board of	Becoming date 26/4/2022 dismissal	Bachelor of Accounting

		<i>Supervisors</i>	<i>28/6/2025</i>	
2	Mrs. Le Thi Thuy	<i>BKS/ Members of Board of Supervisors</i>	<i>Becoming date 25/5/2016 dismissal 28/6/2025</i>	<i>Aachelor of Accounting and Auditing</i>
3	Mr. Chu The Nga	<i>Members of Board of Supervisors</i>	<i>Becoming date 15/4/2024 dismissal 28/6/2025</i>	<i>Bachelor of Business Administration</i>
4	Mr. Phạm Cao Nhue	<i>Members of Board of Supervisors/ Head the Board of Supervisors</i>	<i>Becoming date 28/6/2025 and 30/6/2025</i>	<i>Bachelor of Finance and Accounting</i>
5	Mr. Pham Hai Long	<i>Members of Board of Supervisors</i>	<i>Becoming date 28/6/2025</i>	<i>Master of Transport Management</i>
6	Ms. Kieu Viet Ha	<i>Members of Board of Supervisors</i>	<i>Becoming date 28/6/2025</i>	<i>Master of Economic Law</i>

## ***2. Supervisory board meeting***

<b>No .</b>	<b>Members of the supervisory board</b>	<b>Position</b>	<b>Number of Supervisor y Board meetings attended</b>	<b>Proportion</b>	<b>Reasons for not attending</b>
1	Ms. Nguyen Thi Minh Thu	Head of the Supervisory Board	2/4	50%	Dismissal date 28/6/2025

2	Ms. Le Thi Thuy	Members of the supervisory board	2/4	50%	Dismissal date 28/6/2025
3	Mr. Chu The Nga	Members of the supervisory board	2/4	50%	Dismissal date 28/6/2025
4	Mr. Phạm Cao Nhue	Head of the Supervisory Board	2/4	50%	Appointment date 30/6/2025
5	Mr. Pham Hai Long	Members of the supervisory board	2/4	50%	Appointment date 28/6/2025
6	Ms. Kieu Viet Ha	Members of the supervisory board	2/4	50%	Appointment date 28/6/2025

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

Perform the functions and duties of the Board of Supervisors as prescribed in the Company Charter and the Board of Supervisors' Operating Regulations. In 2025, the Board of Supervisors has implemented inspections and supervision of the Company's activities. Thereby reflecting the results achieved, shortcomings in production and business at the unit and proposing recommendations and solutions to overcome them. After each inspection, the Board of Supervisors has a record to report to the Board of Directors and the Board of General Directors.

The Board of Directors has performed well its role in directing, supervising and supporting the Board of Directors in effectively operating production and business activities and has exceeded the production and business targets approved by the General Meeting of Shareholders.



The Board of Directors seriously restructures and rearranges OSTC's business operations while constantly seeking new investment opportunities to create a stable premise and sustainable long-term development for OSTC.

***4. Coordination of activities between the Supervisory Board and the Board of Directors, the Executive Board and other management staff:***

***The Board of Supervisors has closely coordinated with the Board of Directors and the Board of Management in performing assigned functions and tasks, and coordinated in inspection and supervision activities according to regulations.***

The Board of Directors and the Board of Management have cooperated and created favorable conditions for the Board of Supervisors to perform their duties, such as providing information and documents, assigning staff to coordinate with the Board of Supervisors when requested, and participating in meetings of the Board of Directors and meetings of the Company.

***5. Other activities of the Board of Supervisors and Audit Committee (if any): Nil***

**IV. BOARD OF MANAGEMENT**

<i>No.</i>	<i>Members of Board of Management</i>	<i>Date of birth</i>	<i>Qualification</i>	<i>Date of appointment / dismissal of members of the Board of Management</i>
1	Mr. Phạm Van Tuong	02/01/1982	Bachelor of Foreign Trade Economics	28/5/2020 dismissal 01/7/2025
2	Mr. Tran Quang Toan	11/7/1974	Master	01/7/2025
3	Mr. Tran Thanh Ha	22/12/1966	Bachelor of Labor Economics	06/8/2010

4	Mr. Nguyen Van Hoai	25/10/1979	Bachelor of Marine Engineering	28/7/2020
5	Mr. Le The Viet	22/6/1983	Marine Engine Engineer	28/7/2020

## V. CHIEF ACCOUNTANT

<i>Name</i>	<i>Date of birth</i>	<i>Qualification</i>	<i>Date of appointment / dismissal</i>
Mrs. Hoang Thi Thu Thao	08/04/1979	Master in Finance	04/01/2016

## VI. Corporate governance training:

The company continues to create all conditions for staff to participate in training courses to improve their knowledge of corporate governance organized by competent authorities.

***Training courses on corporate governance were involved by members of Board of Directors, the Board of Supervisors, Director (General Director), other managers and secretaries in accordance with regulations on corporate governance:***

*Training courses on corporate governance were involved by members of Board of Directors, General Directors, other managers and secretaries in accordance with regulations on corporate governance.*

*All the Board members have obtained the certificate or equivalent certificate in corporate governance.*

**VII. The list of affiliated persons of the public company (Semi-annual report/annual report) and transactions of affiliated persons of the Company)**

### 1. The list of affiliated persons of the Company

Please see the Annex I attached

2. Transactions between the Company and its affiliated persons or between the Company and its major shareholders, internal persons and affiliated persons. **Nil**

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. **Nil**

### 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, Director (General Director) have been founding members or members of Board of Directors, or CEOs in three (03) latest years (calculated at the time of reporting). Nil*

4.2. *Transactions between the Company and the company that its affiliated persons with members of Board of Directors, Board of Supervisors, Director (General Director) and other managers as a member of Board of Directors, Director (General Director or CEO). Nil*

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, Director (General Director) and other managers. Nil*

4.4. *Share transactions of internal persons and their affiliated persons (Annual report Year 2025) Nil*

#### **VIII. Stock transactions of insiders and related parties of insiders**

1. *The list of internal persons and their affiliated Please see the Annex 2 attached*

2. *Transactions of internal persons and affiliated persons with shares of the company: Nil*

#### **IX. Other significant issues: Nil**

#### **To:**

- HNX
- Save board of directors

