

**PORTSERCO LOGISTICS  
JOINT STOCK COMPANY**

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Number: 02 /CBTT

Re: "Corporate governance report  
2024"

**SOCIALIST REPUBLIC OF VIETNAM**

Independence – Freedom – Happiness

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**To:** - State Securities Commission  
- Hanoi Stock Exchange

1. Company name: **PORTSERCO LOGISTICS JOINT STOCK COMPANY**
2. Stock code: **PRC**
3. Head office address: **No. 59 Ba Dinh Street - Thach Thang - Hai Chau - Da Nang City**
4. Phone: **0236-889390** Fax: **0236-3863736**
5. Person making information disclosure: **LE NAM HUNG**
6. Content of the published information:

**CORPORATE GOVERNANCE REPORT 2024**

7. Website address posting all information disclosure content:

**<http://www.portserco.com>**

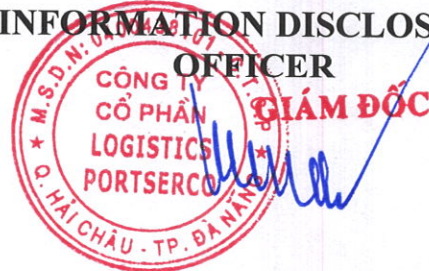
We hereby commit that the information published above is true and take full legal responsibility for the content of the published information.

**Recipient:**

- As above
- Save

January 22, 2025

**INFORMATION DISCLOSURE  
OFFICER**



*Le Nam Hùng*

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*Da Nang, January 22, 2025*

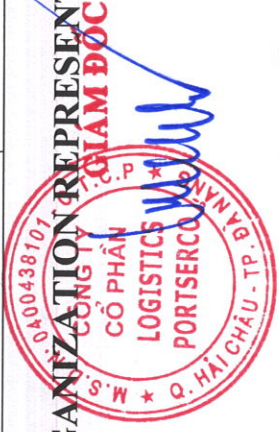
**LIST OF STATE SHAREHOLDERS, MAJOR SHAREHOLDERS  
(2024)**

**To: - Hanoi Stock Exchange**

**- Stock code: PRC**

**- Record date:** Based on reports sent to the Company by shareholders

| No. | Name of individual/organization (representative) | Shareholder classification |                   | ID card number | Date of issue     | Number of shares held | Percentage of shares held (%) | Note |
|-----|--|----------------------------|-------------------|----------------|-------------------|-----------------------|-------------------------------|------|
|     |  | State shareholder          | Major shareholder |                |                   |                       |                               |      |
| 1.  | Mr. Do Van Khanh                                 |                            | x                 | 024073000428   | November 22, 2021 | 197,290               | 16.44 %                       |      |
| 2.  | Mr. Nguyen Tat Long                              |                            | x                 | 031079007228   | April 21, 2021    | 100,000               | 8.33 %                        |      |
| 3.  | Mr. Vu Quang Vinh                                |                            | x                 | 001070004927   | December 27, 2021 | 157,500               | 13.13 %                       |      |
| 4.  | Mr. Le Xuan Son                                  |                            | x                 | 027078010842   | May 26, 2022      | 110,610               | 9.22 %                        |      |
| 5.  | Mr. Tran Quang Tuan                              |                            | x                 | 001079029229   | January 03, 2021  | 250,600               | 20.88 %                       |      |



**ORGANIZATION REPRESENTATIVE**

*Ph. Nam Hùng*

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**Number: 02**

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*Da Nang, January 22, 2025*

**CORPORATE GOVERNANCE INFORMATION TABLE  
(2024)**

**To: - Hanoi Stock Exchange**



| No. |  | Question  | Answer section        |
|-----|--|---|-----------------------|
| 1   | <b>General information</b>                   | Stock code  | <b>PRC</b>            |
| 2   |  | State shareholder ownership ratio   | <b>0 %</b>            |
| 3   |  | Management structure: choose 1 of 2<br>(1): according to point a, clause 1, Article 137 of the Law on Enterprises 2020.<br>(2): according to point b, clause 1, Article 137 of the Law on Enterprises 2020.   | <b>(2)</b>            |
| 4   |  | Number of legal representatives of the Company  | <b>01</b>             |
| 5   |  | Amended company charter under Enterprise Law 2020   | <b>Modified</b>       |
| 6   |  | The Company issues Internal Regulations on Corporate Governance in accordance with the 2020 Enterprise Law and Decree No. 155/2020/ND-CP dated December 31, 2020.   | <b>Yes</b>            |
| 7   |  | Does the internal regulations on corporate governance apply modern information technology so that shareholders can attend and express their opinions at the General Meeting of Shareholders through online meetings, electronic voting or other electronic forms as prescribed by the Law on Enterprises and the Company Charter? | <b>No</b>             |
| 8   |  | Issuing Information Disclosure Regulations  | <b>Yes</b>            |
| 9   |  | Has the company implemented internal audit function?  | <b>Done</b>           |
| 10  | <b>General Meeting of Shareholders (GMS)</b> | Annual General Meeting Date   | <b>April 20, 2024</b> |
| 11  |  | Method of organizing annual general meeting of shareholders   | <b>Direct</b>         |
| 12  |  | Date of posting annual shareholders' meeting documents on the company's website   | <b>March 28, 2024</b> |
| 13  |  | Date of announcement of information and documents of the Annual General Meeting of Shareholders for the Stock Exchange  | <b>March 28, 2024</b> |
| 14  |  | Date of announcement of Resolution and Minutes of Annual General Meeting of Shareholders for Stock Exchange   | <b>April 20, 2024</b> |

|    |   |   |
|----|---|---|
| 15 | How many times has the company successfully held its annual general meeting of shareholders?  | (1)   |
| 16 | Does the Company include the remuneration of each member of the Board of Directors as a separate item in the Company's Annual Financial Report?   | Yes   |
| 17 | the company report the remuneration of each member of the Board of Directors at the annual General Meeting of Shareholders?   | <b>Approved at the General Meeting of Shareholders the remuneration level for members of the Board of Directors</b> |
| 18 | Does the Company include the salary of the Director and other managers as a separate item in the Company's Annual Financial Report?   | Yes   |
| 19 | Does the company include the remuneration of the Director and other managers at the annual general meeting of shareholders?   | <b>Included in the Annual Report</b>  |
| 20 | Does the Company invite a representative of an approved auditing organization to audit the Company's annual financial statements to attend the annual shareholders' meeting in case the audit report of the Company's financial statements contains material exceptions, rejections, or contradictions? | <b>Unqualified Audit Opinion</b>  |
| 21 | Has the company been sued regarding the organization of the Annual General Meeting of Shareholders and the Resolution of the Annual General Meeting of Shareholders?  | No  |
| 22 | Date of Extraordinary General Meeting of Shareholders   | No  |
| 23 | Date of posting documents of extraordinary shareholders' meeting on the company's website   |   |
| 24 | Date of announcement of information on documents of extraordinary shareholders' meeting for the Stock Exchange  |   |
| 25 | Date of announcement of Resolution and Minutes of Extraordinary General Meeting of Shareholders for Stock Exchange  |   |
| 26 | How many times has the company successfully held an extraordinary general meeting of shareholders?  |   |
| 27 | Is the company being sued for organizing the General Meeting of Shareholders and the Resolution of the Extraordinary General Meeting of Shareholders?   |   |
| 28 | Number of times the Stock Exchange reminded and noted regarding the organization and disclosure of information about the General Meeting of Shareholders  | No  |
| 29 | Number of times the State Securities Commission   | No  |

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|    |                           | reminded and noted regarding the organization and disclosure of information about the General Meeting of Shareholders                          |  |
| 30 | <b>Board of Directors</b> | How many members are on the Board of Directors now?  | <b>5</b>   |
| 31 |                           | Number of independent Board members?   | <b>1</b>   |
| 32 |                           | Is the Chairman of the Board of Directors also the Director?   | <b>Yes</b>   |
| 33 |                           | Number of Board meetings during the reporting period?  | <b>8</b>   |
| 34 |                           | Subcommittee under the Board of Directors  | <b>Yes</b>   |
| 35 |                           | Names of subcommittees under the Board of Directors?   | <b>Audit Committee; Strategy and Human Resources Committee</b> |
| 36 |                           | Does the company appoint an administrator?   | <b>Yes</b>   |
| 37 | <b>Audit Committee</b>    | Audit Committee under the Board of Directors   | <b>Yes</b>   |
| 38 |                           | Number of Audit Committee Members  | <b>02 people</b>   |
| 39 |                           | Number of meetings of the Audit Committee.   | <b>02</b>  |
| 40 | <b>Other issues</b>       | Does the company website provide full information to shareholders as required?   | <b>Yes</b>   |
| 41 |                           | Does the company pay dividends within 6 months from the date of closing of the Annual General Meeting of Shareholders in the reporting period? | <b>Yes</b>   |
| 42 |                           | Has the company been reminded or cautioned by the Stock Exchange or the State Securities Commission about transactions with related parties?   | <b>No</b>  |

**Board of Directors  
Chairman of the Board**



*Nguyễn Lê Minh*

**PORTSERCO LOGISTICS  
JOINT STOCK COMPANY**

**SOCIALIST REPUBLIC OF VIETNAM**  
Independence – Freedom – Happiness

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No: 02 /BC-HĐQT

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Da Nang, January 22, 2025

**CORPORATE GOVERNANCE REPORT**  
(Year 2024)

**To :**  
- State Securities Commission  
- Hanoi Stock Exchange

- Public company name: **PORTSERCO LOGISTICS JOINT STOCK COMPANY**  
- Head office address: **59 Ba Dinh, Thach Thang Ward, Hai Chau District, Da Nang City, Vietnam**  
- Phone: **0236.3889.390**  
- Fax: **0236.3863.736**  
- Email: **[portserco@portserco.com](mailto:portserco@portserco.com)**  
- Charter capital: **12,000,000,000 VND (Twelve billion VND)**  
- Stock code (if any): **PRC**

- Corporate governance model: **General meeting of shareholders; Board of directors; Audit committee and Director**  
- Regarding the implementation of internal audit function: **Implemented**

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

| No. | Resolution/Decision Number                                    | Day            | Content   |
|-----|---|----------------|---|
| 1   | Resolution of the 2024 Annual General Meeting of Shareholders | April 20, 2024 | Election of the Board of Directors for term VI (2024-2029);<br>Through Reports and Presentations at the Congress. |

### II. Board of Directors (2024)

1/ Information about Board of Directors (BOD) members:

| No. | Board Member          | Position                 | Start date/date of ceasing to be an independent member of the Board of Directors/Board of Management |                |
|-----|-----------------------|--------------------------|--|----------------|
|     |                       |                          | Date of appointment  | Dismissal Date |
| 1   | Mr. Nguyen Le Minh    | Chairman of the Board    | April 20, 2024   |                |
| 2   | Mr. Nguyen Xuan Dung  | Board Member             | April 20, 2024   |                |
| 3   | Mr. Tran Quang Tuan   | Independent Board Member | April 20, 2024   |                |
| 4   | Mr. Le Nam Hung       | Board Member             | April 20, 2024   |                |
| 5   | Mrs. Nguyen Thi Tuyet | Board Member             | April 20, 2024   |                |
| 6   | Mr. Mai Van Quang     | Independent Board Member |  | April 20, 2024 |

2 / Board of Directors (BOD) meetings:

| No. | Board Member          | Number of Board of Directors meetings | Meeting attendance rate | Reason no attend meeting |
|-----|-----------------------|---------------------------------------|-------------------------|--------------------------|
| 1   | Mr. Nguyen Le Minh    | 08                                    | 100%                    |                          |
| 2   | Mr. Nguyen Xuan Dung  | 08                                    | 100%                    |                          |
| 3   | Mr. Le Nam Hung       | 08                                    | 100%                    |                          |
| 4   | Mrs. Nguyen Thi Tuyet | 08                                    | 100%                    |                          |
| 5   | Mr. Tran Quang Tuan   | 05                                    | 60%                     | Absence with reason      |
| 6   | Mr. Mai Van Quang     | 03                                    | 100%                    |                          |

3/ Supervisory activities of the Board of Directors over the Executive Board:

Organize Board of Directors meetings on time, the main content of the meetings is to evaluate the management and operation of the enterprise, the results of implementing the goals set by the General Meeting of Shareholders and the Board of Directors. The Board of Directors promptly directs and regularly monitors the implementation of the resolutions of the General Meeting of Shareholders and the Board of Directors from the beginning of 2024. Participate with the Executive Board in developing solutions to implement quarterly and annual business plans, promote market and sales activities; orient to improve human resource organization, service quality, enhance the application of digital technology in management and operation and brand promotion, continue to adjust and implement the quality management system according to ISO standards, promptly resolve the Executive Board's recommendations on investment and recruitment of human resources to serve the Company's business development.

4/ Activities of subcommittees under the Board of Directors: Consulting and proposing strategies to the Board of Directors



5/ Resolutions/Decisions of the Board of Directors (2024)

| No. | Resolution/Decision Number                   | Day        | Content   | Passage Rate |
|-----|--|------------|---|--------------|
| 1   | No. 01-24/NQ-HĐQT                            | 30/01/2024 | Approval of 2023 business results; Preparations for the 2024 Annual General Meeting of Shareholders; Some other content.                                  | 100%         |
| 2   | No. 02-24/NQ-HĐQT                            | 21/2/2024  | Preparation and assignment of work for the 2024 Annual General Meeting of Shareholders  | 100%         |
| 3   | No. 03-24/NQ-HĐQT                            | 05/4/2024  | Approval of Q1-2024 business results<br>Expected business results for the third quarter;<br>Some other content.   | 100%         |
| 4   | Resolution of the 2024 Shareholders' Meeting | 20/4/2024  | Resolution of the 2024 General Meeting of Shareholders  | 100%         |
| 5   | No. 04-24/NQ-HĐQT                            | 20/4/2024  | First meeting to appoint management positions   | 100%         |
| 6   | No. 05-24/NQ-HĐQT                            | 26/4/2024  | Appoint other positions.<br>Some other content.   | 100%         |
| 7   | No. 06-24/NQ-HĐQT                            | 26/7/2024  | Approval of Q2-2024 business results<br>Some other content.   | 100%         |
| 8   | Excerpt No. 06-24/NQ-HĐQT                    | 05/8/2024  | Appointment of Deputy Director of the Company   | 100%         |
| 9   | No. 07-24/NQ-HĐQT                            | 20/9/2024  | Some contents on Investment cooperation; liquidation of vehicles.   | 100%         |
| 10  | No. 08-24/NQ-HĐQT                            | 30/10/2024 | Approval of Q3-2024 business results<br>Some other contents such as 2025 Business Plan; Plan to organize the 2025 Annual General Meeting of Shareholders. | 100%         |

### III. Audit Committee (2024)

1/ Information about Audit Committee members:

| No. | Audit Committee Member | Position    | Date of commencement of membership of the Inspection Committee | Professional qualifications                  |
|-----|------------------------|-------------|--|--|
| 1   | Mr. Tran Quang Tuan    | Chairperson | April 20, 2024   | Bachelor of Economics                        |
| 2   | Mr. Nguyen Xuan Dung   | Member      | June 25, 2024  | Mechanical Engineer -<br>Bachelor of English |

| No. | Board of Supervisors  | Position              | Date of cessation of membership of the Board of Supervisors | Professional qualifications                                       |
|-----|-----------------------|-----------------------|---|---|
| 1   | Ms. Ton Thi Kim Tuyen | Head of Control Board | April 20, 2024  | Bachelor of Economics -<br>Finance and Accounting                 |
| 2   | Mrs. Au Thi Mai Hoa   | Board Member          | April 20, 2024  | Bachelor of Finance and<br>Accounting, Business<br>Administration |
| 3   | Mrs. Mai Truc Huyen   | Board Member          | April 20, 2024  | Bachelor of Economics -<br>Foreign Trade                          |

2/ Audit Committee Meeting:

| St<br>at<br>us | Board of Supervisors | Number of meetings<br>attended | Meeting attendance<br>rate | Voting ratio | Reason no<br>attend meeting |
|----------------|----------------------|--------------------------------|----------------------------|--------------|-----------------------------|
| 1              | Mr. Tran Quang Tuan  | 2                              | 100%                       | 100%         |                             |
| 2              | Mr. Nguyen Xuan Dung | 2                              | 100%                       | 100%         |                             |

Based on the prescribed functions and tasks, the Inspection Committee regularly monitors the activities of affiliated units and functional departments to advise the Board of Directors to promptly handle arising issues.

The Audit Committee has coordinated well with the Executive Board and the Board of Directors of the company to effectively implement the Corporate Governance Regulations and the Operating Charter of PORTSERCO Logistics Joint Stock Company.

The Audit Committee held a meeting to evaluate the implementation of corporate governance regulations according to the report content.

3/ Other activities of the Inspection Committee (if any):

#### IV. Executive Board (2024)

| No. | Board of Directors (BOD) | Date of birth    | Professional qualifications                     | Date of appointment of executive board members |
|-----|--------------------------|------------------|---|--|
| 1   | Mr. Le Nam Hung          | January 17, 1978 | Bachelor of Economics - Business Administration | April 20, 2024                                 |

#### V. Chief Accountant (2024)

| No. | Board of Directors (BOD) | Date of birth   | Professional qualifications                    | Date of appointment of executive board members |
|-----|--------------------------|-----------------|--|--|
| 1.  | Mrs. Nguyen Thi Tuyet    | January 8, 1966 | Bachelor of Economics - Finance and Accounting | April 20, 2024                                 |

**VI. Training on corporate governance:** members of the Board of Directors, members of the Supervisory Board, the Executive Director, other managers and the company secretary participate in information update sessions on Enterprise Law, but have not participated in other long-term training courses.

**VII. List of related persons of the listed company as prescribed in Clause 34, Article 6 of the Securities Law (2024) and transactions of related persons of the company with the company itself**

1/ List of related persons of the company:

| No. | Name of organization/individual | Securities trading account (if any) | Position in the company (if any) | ID card number/Business registration number | Date of issue of ID card/Business registration | Place of issue ID card/Business registration | Contact address | The starting point is the person concerned | Time is no longer relevant | Reason |
|-----|---------------------------------|-------------------------------------|----------------------------------|---|--|--|-----------------|--|----------------------------|--------|
|     |                                 |                                     |                                  |   |  |  |                 |  |                            |        |

2/ Transactions between the company and related persons of the company; or between the company and major shareholders, insiders, and related persons of insiders:

| No. | Name of organization/individual | Relationship with the company | ID card number/Business registration number | Date of issue of ID card/Business registration | Place of issue ID card/Business registration | Contact address | Time of transaction with the company | Resolution/Decision Number of Shareholders' Meeting/Board of Directors | Number and percentage of shares held after transaction | Note |
|-----|---------------------------------|-------------------------------|---|--|--|-----------------|--------------------------------------|--|--|------|
|     |                                 | No transaction                |   |  |  |                 |                                      |  |  |      |

3/ Transactions between insiders of listed companies, related persons of insiders and subsidiaries, companies controlled by listed companies:

| No. | The person who makes the transaction | Insider Relations       | Position at listed company | ID card/Passport issue date, date of issue, place of issue | Address | Name of subsidiary, company controlled by CTNY | Time of transaction | Number and percentage of shares held after transaction | Note |
|-----|--------------------------------------|-------------------------|----------------------------|--|---------|--|---------------------|--|------|
|     |                                      | No transaction occurred |                            |  |         |  |                     |  |      |

4/ Transactions between the company and other entities:

4.1/ Transactions between the company and companies in which the members of the Board of Directors, members of the Inspection Committee, and the Executive Director were or are founding members or members of the Board of Directors, Executive Directors within the past three (03) years: none

4.2/ Transactions between the company and companies in which related persons of members of the Board of Directors, members of the Inspection Committee, and the Executive Director are members of the Board of Directors or Executive Director: 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 Audit Committee, and the Executive Director: none

#### VIII. Stock transactions of insiders and related parties of insiders (2024)

1/ List of insiders and related persons of insiders

| No. | Full name           | Securities trading account | Position in the company (if any) | ID card/Passport number | Date of issue of CCCD/Passport | Place of issue of ID card/Passport | Contact address   | Number of shares owned at the end of the period | End of period share ownership ratio (%) | Note |
|-----|---------------------|----------------------------|----------------------------------|-------------------------|--------------------------------|------------------------------------|---|---|---|------|
| 1   | Nguyen Xuan Dung    | 008C695046                 | Chairman of the Board            | 049056001434            | 27/4/2021                      | Danang                             | No. 47/14 Nguyen Du - Hai Chau - Da Nang                            | 0   | 0                                       |      |
| 2   | Hoang Thi Kim Phung | 008C695029                 |                                  | 046158012002            | 09/01/2022                     | Danang                             | No. 47/14 Nguyen Du - Hai Chau - Da Nang                            | 0   | 0                                       |      |
| 3   | Nguyen Le Minh      | 008C695960                 | Board Member                     | 001060046372            | 12/6/2022                      | Danang                             | No. 32 Cao Thang, Thach Thang Ward, Hai Chau District, Da Nang City | 0   | 0                                       |      |
| 4   | Nguyen Kim Duong    | 008C695181                 |                                  | 001161036121            | 10/08/2021                     | Danang                             | K2/36 Le Huu Trac, Da Nang.   | 0   | 0                                       |      |
| 5   | Nguyen Minh Hang    | 008C695963                 |                                  | 001163049861            | 09/08/2021                     | Danang                             | 265/01 Dong Da, Da Nang.  | 0   | 0                                       |      |
| 6   | Nguyen Anh Ngoc     | 008C695636                 |                                  | 048186003534            | 24/5/2023                      | Danang                             | No. 32 Cao Thang, Thach Thang Ward, Hai Chau District, Da Nang City | 0   | 0                                       |      |
| 7   | Nguyen Hoang Nam    | 008C695402                 |                                  | 048092004959            | 26/6/2023                      | Danang                             | No. 32 Cao Thang, Thach Thang Ward, Hai Chau District, Da Nang City | 0   | 0                                       |      |



2/ List of insiders and related persons of insiders

| Status | The person who makes the transaction | Insider Relations | Number of shares owned at the beginning of the period |          | Number of shares owned at the end of the period |          | Reason for increase, decrease (buy, sell, convert, ...) |
|--------|--------------------------------------|-------------------|---|----------|---|----------|---|
|        |                                      |                   | Number of shares                                      | Rate (%) | Number of shares                                | Rate (%) |   |
| 1      | Nguyen Xuan Dung                     |                   | 238,000   | 19.83    | 0   | 0        | Invest in something else                                |
| 2      | Hoang Thi Kim Phung                  | Wife              | 5,000   | 0.42     | 0   | 0        | Solve family problems                                   |
| 3      | Nguyen Le Minh                       |                   | 257,500   | 21.46    | 0   | 0        | Invest in something else                                |
| 4      | Nguyen Kim Duong                     | Sibling           | 2,500   | 0.21     | 0   | 0        | Invest in something else                                |
| 5      | Nguyen Minh Hang                     | Sibling           | 2,500   | 0.21     | 0   | 0        | Invest in something else                                |
| 6      | Nguyen Anh Ngoc                      | Son/Daughter      | 5,000   | 0.42     | 0   | 0        | Invest in something else                                |
| 7      | Nguyen Hoang Nam                     | Son/Daughter      | 5,000   | 0.42     | 0   | 0        | Invest in something else                                |
| 8      | Le Nam Hung                          |                   | 108,500   | 9.04     | 3,000   | 0.25     | Solve family problems                                   |
| 9      | Le Thi Anh                           | Parent            | 1,500   | 0.125    | 0   | 0        | Solve family problems                                   |
| 10     | Le Quoc Dung                         | Sibling           | 1,000   | 0.08     | 0   | 0        | Solve family problems                                   |
| 11     | Doan Thi Lien Huong                  | Wife              | 4,500   | 0.375    | 0   | 0        | Solve family problems                                   |
| 12     | Ton Thi Kim Tuyen                    |                   | 4,000   | 0.33     | 0   | 0        | Solve family problems                                   |
| 13     | Huynh Tam                            | Husband           | 1,000   | 0.08     | 0   | 0        | Solve family problems                                   |
| 14     | Huynh Thi Kim Nga                    | Son/Daughter      | 1,000   | 0.08     | 0   | 0        | Solve family problems                                   |
| 15     | Au Thi Mai Hoa                       |                   | 8,600   | 0.716    | 0   | 0        | Solve family problems                                   |

|    |                    |              |         |       |         |       |                               |
|----|--------------------|--------------|---------|-------|---------|-------|-------------------------------|
| 16 | Mai Thi Truc Huyen |              | 2,000   | 0.17  | 0       | 0     | Solve family problems         |
| 17 | Nguyen Thi Tuyet   |              | 110,610 | 9,218 | 0       | 0     | Invest in something else      |
| 18 | Nguyen Van Binh    | Son/Daughter | 12,600  | 1.05  | 0       | 0     | Invest in something else      |
| 19 | Tran Quang Tuan    |              | 0       | 0     | 250,600 | 20.88 | Increase the number of shares |

**IX. Other matters of note**

**Board of Directors**

**Chairman of the Board of Directors**



*Nguyễn Lê Minh*