

**CAI LAN PORT INVESTMENT JOINT
STOCK COMPANY**

No: 102/BC-HĐQT

SOCIALIST REPUBLIC OF VIETNAM
Independence – Freedom – Happiness

Ha Long, July 11th, 2025

REPORT

Corporate governance situation
(The first 6 months of 2025)

Dear:

- State Securities Commission;
- Stock Exchange.

- Company name: Cai Lan Port Investment Joint Stock Company
- Head office address: No. 01, Cai Lan Street, Bai Chay Ward, Quang Ninh Province
- Phone: 0203.3512866/3512868;
- Email: info@cailanportinvest.com.vn
- Charter capital: 365,050,000,000 VND
- Stock code: CPI
- Corporate governance model: General meeting of shareholders, Board of directors, Supervisory board and Executive board
- Regarding the implementation of internal audit function: Not yet implemented..

I. Activities of the General Meeting of Shareholders

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

Stt.	Resolution Number/ Decision	Day	Content
1	No. 01/NQ-DHCD	11/4/2025	Resolution of the 2025 Annual General Meeting of Shareholders approved the following contents: 1. Approving the report on production and business results in 2024 and the production and business plan in 2025; 2. Approval of the 2024 performance report and the 2025 Board of Directors' action plan; 3. Approval of the 2024 remuneration and 2025 remuneration plan of the Board of Directors and the Board of Supervisors; 4. Approval of the audited 2024 Financial Statement 5. Approving the amendment of the Charter of Cai

			<p>Lan Port Investment Joint Stock Company: Changing the company's head office address: No. 01, Cai Lan Street, Bai Chay Ward, Ha Long City Quang Ninh and adding a Legal Representative;</p> <p>6. Approval of the Board of Supervisors' Report to the 2025 Annual General Meeting of Shareholders</p> <p>7. Approval of authorization for the Board of Directors to select an auditor for the 2025 Financial Statements;</p> <p>8. Vote to dismiss members of the Board of Supervisors;;</p> <p>9. Election of additional members of the Board of Supervisors.</p>
--	--	--	--

II. Board of Directors

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

Stt	Board Member	Position	Date of starting/cease being an independent member of the Board of Directors/Board of Management	
			Date of appointment	Dismissal Date
1	Mr. Do Duc An	Chairman of the Board	24/6/2023	
2	Mr. Nguyen Van Manh	Board of Directors	24/4/2022 (Continued to be elected as a member of the Board of Directors for the new term on June 24, 2023)	
3	Mr. Tham Hong Son	Board of Directors	30/6/2018 (Continued to be elected as a member of the Board of Directors for the new term on June 24, 2023)	
4	Mr. Doan Ngoc Tu	Board of Directors	03/4/2024	
5	Mrs. Tran Thi Kieu Oanh	Board of Directors	03/4/2024	

2. Board of Directors meetings

Stt	Board Member	Number of Board of Directors meetings attended/UQ	Meeting attendance rate	Reason for not attending the meeting
1	Mr. Do Duc An	03/03	100%	
2	Mr. Tham Hong Son	03/03	100%	03 authorization meetings

3	Mr. Nguyen Van Manh	03/03	100%	01 UQ meeting (June 20, 2025)
4	Mr. Doan Ngoc Tu	03/03	100%	
5	Mrs. Tran Thi Kieu Oanh	03/03	100%	01 UQ meeting on (03/04/2025)

3. Supervisory activities of the Board of Directors towards the Executive Board

Pursuant to the Charter and Governance Regulations of Cai Lan Port Investment Joint Stock Company. The Board of Directors has supervised the activities of the General Director and the Executive Board in managing production and business and implementing the Resolutions of the General Meeting of Shareholders and the Board of Directors. In the first 6 months of 2025, this supervision was carried out through 03 meetings of the Board of Directors with the Executive Board. The Board of Directors directly worked and discussed with the General Director and the Executive Board on issues related to the implementation of production and business activities and the development orientation of the Company. In addition, the opinions of the Board of Directors members were collected on the contents that the Executive Board needed to submit to the Board of Directors for approval.

4. Activities of subcommittees under the Board of Directors (if any) – Currently, CPI does not have subcommittees under the Board of Directors.

5. Resolutions/Decisions of the Board of Directors for the first 6 months of 2025

Stt	Resolution/Decision Number	Date	Content of Resolution/Decision
II	Resolution		
1	01/NQ-HĐQT	09/01/2025	Approval of CICT's 2025 production and business and investment plan
2	02/NQ-HĐQT	15/01/2025	Signing of the personnel cost agreement appendix at CICT
03	03/NQ-HĐQT	13/02/2025	Plan to organize the 2025 TN Shareholders' Meeting
04	04/NQ-HĐQT	13/3/2025	Recruiting management staff at CICT
05	05/NQ-HĐQT	22/4/2025	Salary and remuneration of management staff at CICT
06	06/NQ-HĐQT	08/5/2025	Bachelor of Management and Operation at Cai Lan International Container Port Company Limited, term 2025-2029

07	07/NQ-HĐQT	02/5/2025	Regarding signing a contract with VIMC Logistic Joint Stock Company
III	Decision		
1	01/QĐ-HĐQT	24/3/2025	Establishment of the Recruitment Council for Deputy Accountant of Cai Lan International Container Port Company Limited
2	02/QĐ-HĐQT	28/3/2025	Establishment of the Recruitment Council for the General Director of Cai Lan International Container Port Company Limited
3	03/QĐ-HĐQT	18/4/2025	Regarding change of head office address on business registration
4	04/QĐ-HĐQT	15/5/2025	On adding a legal representative
5	05/QĐ-HĐQT	30/5/2025	Issuing the code of conduct of Cai Lan Port Investment Joint Stock Company
6	06/QĐ-HĐQT	25/6/2025	Regarding the extension of the term of CPI General Director for Mr. Doan Ngoc Tu until an official reappointment decision is made

III. Board of Control(June 2025)

1. Information about the members of the Board of Supervisors (BOS)

Stt	Board Member	Position	Date of starting/no longer being a member of the Board of Supervisors	Professional qualifications
1	Ms. Nguyen Thi Minh Thu	Head of Supervisory Board	- Elected as BKS member from April 3, 2024	Master of Business Administration; Bachelor of Economics
2	Mr. Vu Manh Duy	TV BKS	TV BKS start date: April 11, 2025	Bachelor of Accounting
3	Ms. Doan Thu Huyen	TV BKS	- Elected as BKS member from April 3, 2024	Bachelor of Business Administration
4	Mr. Nguyen Tu Thinh	TV BKS	Stop using TV license plate from 11/4/2025	

2. Board of Supervisors meeting

In the first 6 months of 2025, the Board of Supervisors held 02 meetings.

Stt	Board Member	Number of meetings attended	Meeting attendance rate	Voting ratio	Reason for not attending the meeting
1	Ms. Nguyen Thi Minh Thu	02/02	100%	100%	

2	Mr. Vu Manh Duy	01/02	50%	50%	Elected as a member of the Board of Directors from April 11, 2025
3	Ms. Doan Thu Huyen	02/02	100%	100%	
4	Mr. Nguyen Tu Thinh	01/02	50%	50%	Stop using TV license plate from 11/4/2025

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

- Supervise the preparation and organization of the 2025 Annual General Meeting of Shareholders on April 11, 2025 and supervise the implementation of the Resolution of the 2025 Annual General Meeting of Shareholders;

- Monitor the implementation of the Company Charter, internal regulations and rules;

- Monitor the implementation of the Board of Directors' Resolutions;

- Monitor the implementation of information disclosure according to regulations;

- Supervise the recording of accounting books and documents in the company, review financial indicators in published financial reports;

- Monitor and evaluate the independence and objectivity of the auditing company and the effectiveness of the auditing process;

- Monitor and evaluate the implementation of the Board of Directors' production and business plans;

- Monitor the implementation of personnel work, labor, salaries, and expenses for employees;

- Monitor the implementation of asset liquidation;

- Monitor the implementation of the Board of Supervisors' recommendations, and the implementation of the Board of Directors' resolutions, decisions, and directions.

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

The Board of Supervisors closely coordinates with the Board of Directors and the Board of General Directors to inspect and supervise compliance with the Company Charter and legal regulations in the management activities of the Board of Directors and the operation activities of the Board of General Directors. The Board of Supervisors has performed the following tasks:

- Check and monitor the situation and results of the Company's production and business tasks and investment activities.

- The Board of Supervisors attended the Board of Directors meetings to grasp the Company's production and business situation and made comments/recommendations to contribute to improving the Company's operational efficiency.

- The Board of Directors, the General Director Board, and the Supervisory Board coordinate in corporate management to operate in compliance with the provisions of law and the Company Charter.

- Review the Company's Financial Reports established by the Board of Directors; recommendations made by the auditors; review and discuss with the Board of Directors to point out shortcomings and make corrections.

IV. Executive Board

Stt	Board Member	Date of birth	Professional qualifications	Date of appointment/removal of members of the Executive Board
1	Mr. Doan Ngoc Tu - General Director	09/4/1979	Master of Transport Management	Appointment date 6/25/2024
2	Mr. Do Tuan Hien - Deputy General Manager	19/3/1974	Maritime Economics Engineer	Appointment date 03/02/2021
3	Mr. Nguyen Ba Son - Deputy General Manager	10/9/1970	Marine engineer	Re-appointment date 10/10/2024

V. Chief Accountant

Full name	Date of birth	Professional qualifications	Date of appointment/dismissal

(Currently CPI does not have a Chief Accountant)

- Head of Finance and Accounting Department

Full name	Date of birth	Professional qualifications	Date of appointment/dismissal
Do Vu Linh	15/01/1989	Master of Economics - Academy of Finance	Appointed 11/20/2023

VI. Training on corporate governance

Corporate governance training courses attended by members of the Board of Directors, members of the Supervisory Board, Executive Director (General Director), other managers and the Company Secretary in accordance with regulations on corporate governance:

Company leaders have trained employees on customer-centric corporate culture.

100% of employees are trained and informed about the Code of Conduct (COC).

- Participate in training courses at the VIMC-Elearning online training system

organized by VIMC;

Participated in internal training method instruction training (Train the Trainer), February 18, 2025, including: General Director, Deputy General Director and Head of TCHC Department.

Attending the training course on AI application skills at work, April 3, 2025 including: Executive Board and Department Heads.

Participated in the training course "Shaping thinking and improving skills in implementing corporate culture", May 14, 2025: Head of TCHC Department.

Attending the training class "Working method according to SMART principle", May 22, 2025 including: Executive Board and Department Heads.

Participating in the discussion and guidance on bidding work on June 30, 2025 included: Deputy General Director Nguyen Ba Son and Head of Business Investment Department, TCKT.

- Participate in Leadership Training Program - Management leadership skills;

02 officers are participating in the Leadership Training Program - Management Leadership Skills including: Mr. Nguyen Ba Son - Deputy General Director and Mr. Tran Nam Quang - TCHC Manager.

VII. List of related persons of public companies (Six-month report 2025) and transactions of related persons of the company with the Company itself

1. List of related persons of the company

(List of related people attached)

2. Transactions between a company and its related persons; or between a company and major shareholders, insiders, or related persons of insiders.

STT	Organization/individual	Relationship with the company	NSH Certificate Number*, date of issue, place of issue	Head office address/Contact address	Time of transaction with the company	Resolution/ Decision No. approved by the General Meeting of Shareholders/Board of Directors	Content, quantity, total transaction value	Note
1	Cai Lan International Container Terminal Company Limited	Company with contributed capital	5700884515	No. 1, Cai Lan Street, Bai Chay Ward, Quang Ninh Province	From 01/01/2025 to 30/6/2025	11/NQ-HDQT dated December 30, 2024 and Resolution No. 02/NQ-HDQT dated January 15, 2025	11.969.017.880	Transportation, loading, customs clearance, personnel services
							408.791.800	Office rental fee, Lifting and unloading services

2	Quang Ninh Port Joint Stock Company	Shareholders	5700100231	No. 1, Cai Lan Street, Bai Chay Ward, Quang Ninh Province	From 01/01/2025 to 30/6/2025	11/NQ-HDBT dated December 30, 2024	2.028.191.490	Loading and unloading services
3	Tham Gia Tourism and Trade Construction Investment Joint Stock Company	Mr. Tham Hong Son - Member of CPI Board of Directors is Chairman of Board of Directors, Director of the company.	5700816346	Group 3, Area 7, Cao Xanh Ward, Ha Long City, Quang Ninh Province, Vietnam	From 01/01/2025 to 30/6/2025	11/NQ-HDBT dated December 30, 2024	4.381.297.440	Warehouse rental and cargo handling services
4	Maritime Development Corporation	Subsidiary of VIMC	0200580975	No. 11 Vo Thi Sau, May To Ward, Ngo Quyen District, Hai Phong City	From 01/01/2025 to 30/6/2025	08/NQ-HĐQT dated September 5, 2024	27.795.000	Parking lot rental and oil and lubricant supply services
5	VIMC Logistics Joint Stock Company	Subsidiary of VIMC	0102345275	Room 806, Ocean Park Building, No. 1 Dao Duy Anh Street, Phuong Mai Ward, Dong Da District, Hanoi City, Vietnam	From 02/05/2025 To 31/12/2025	07/NQ-HĐQT dated May 2, 2025	30.410.000	Principle contract (customs clearance support services)

3. Transactions between company insiders, related parties of insiders and subsidiaries, companies controlled by the company

Stt	The person who makes the transaction	Insider Relations	Position at CTNY	ID card/Passport number, date of issue, place of issue	Address	Name of subsidiary, company owned by CTNY takes control	Time of transaction	Content, quantity, total transaction value	Note

No transaction

4. Transactions between the company and other entities

4.1. Transactions between the company and companies in which members of the Board of Directors, members of the Board of Supervisors, Directors (General Directors) and other managers have been and are founding members or members of the Board of Directors, Directors (General Directors) operating within the past three (03) years (calculated at the time of reporting).

- Transaction with Tham Gia Tourism and Trade Construction Investment Joint Stock Company

- Mr. Tham Hong Son - Member of CPI Board of Directors as Chairman of the Board of Directors, Director of the company

Transaction value in the first 6 months of 2025

Service purchase transaction: VND 4,381,297,440 (warehouse rental service and services at the warehouse)

- Transaction with Quang Ninh Port Joint Stock Company:

- Mr. Nguyen Van Manh - Member of CPI Board of Directors as Member of Board of Directors, Deputy General Director of Quang Ninh Port Joint Stock Company

- Mr. Vu Manh Duy - Member of CPI Board of Control as Chief Accountant of Quang Ninh Port Joint Stock Company

Transaction value 6 months 2025

Service transaction: 0 VND

Service purchase transaction: VND 2,028,191,490 (loading and unloading services).

- Transaction with Cai Lan International Container Terminal Company Limited (CICT):
- Mr. Do Duc An - Chairman of CPI Board of Directors and Mr. Nguyen Ba Son - Deputy General Director of CPI as Members of CICT Board of Members (CPI has 51% capital contribution at CICT).

Transaction value in the first 6 months of 2025:

Service provision transaction: VND 11,969,017,880 (Transportation, customs clearance, loading and unloading services; personnel management fees)

Service purchase transaction: VND 408,791,800 (Office rental, loading and unloading, lifting services)

- Maritime Development Joint Stock Company (Same parent company - VIMC)

Transaction value in the first 6 months of 2025:

Service purchase transaction: VND 27,795,000 (Parking lot rental service, lubricant supply)

- VIMC Logistics Joint Stock Company

Transaction value in the first 6 months of 2025:

Service provision transaction: VND 30,410,000 (customs clearance support service).

4.2. Transactions between the company and companies in which related persons of members of the Board of Directors, members of the Board of Supervisors, Directors (General Directors) and other managers are members of the Board of Directors, Directors (General Directors) and executives - no transactions.

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 Board of Supervisors, Director (General Director) and other managers - no transactions.

VIII. Stock transactions of insiders and related parties of insiders (Six-month report 2025)

1. List of insiders and related persons of insiders company

(List attached)

2. Transactions of insiders and related persons on company shares

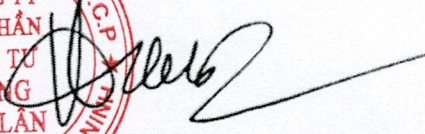
Stt	The person who makes the transaction	Insider Relations	Number of shares owned at the beginning of the period		Number of shares owned at the end of the period		Reason for increase, decrease (buy, sell, convert, reward...)
			Number of shares	Proportion	Number of shares	Ratio	

No transactions in the first 6 months of 2025

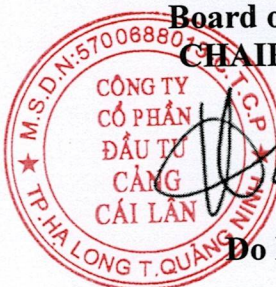
Recipient

- As per your request;
- Save: VT,

Board of Directors
CHAIRPERSON



Do Duc An



C P ★ H M

LIST OF THE COMPANY'S RELATED PARTIES
(Appendix to the Corporate Governance Report for the First 6 Months of 2025 - Section 1-VII)

No.	Name of Organization/ Individual	Securities Trading Account (if any)	Position at the Company (if any)	ID Card/Passport/Business Registration			Registered Head Office Address	Date of Becoming a Related Party	Date of Ceasing to be a Related Party	Reason	Relationship with the Company
				ID Card/ Passport/Business Registration No.	Date of Issue	Place of Issue					
1	Do Duc An		Chairman of the Board of Directors					24/6/2023		Elected as Chairman of the Board of Directors on April 3, 2024	
1.1	Nguyen Hong Nhung										Wife
1.2	Do Linh Anh										Child
1.3	Do Chau Anh										Child
1.4	Do Duc Trung										Father
1.5	Do Thi Dung										Mother
1.6	Nguyen Van Vinh										Father-in-law
1.7	Huynh Thi Loan										Mother-in- law
1.8	Do Duc Hau										Older brother
1.9	Do Duc Bao										Older brother
1.10	Nguyen Ngoc Phuong										Sister-in-law
1.11	Vietnam Maritime Corporation		Deputy Head of the Market Development Committee								Related Organization
1.12	Cai Lan International Container Terminal Co., Ltd.		Member of the Members' Council								Related Organization
2	Doan Ngoc Tu		Member of the Board of Directors					3/4/2024		Elected as a Member of the Board of Directors	
			General Director					25/6/2024		Appointed as General Director	

[illegible]

[illegible]

[illegible]

[illegible]

9.2	Pham Thi Ly										Mother
9.3	Do Huu Dung										Father-in-law
9.4	Do Thi Hoa										Mother-in-law
9.5	Vu Thi Ngoc Diep										Younger sister
9.6	Do Thi Hong										Wife
9.7	Vu Diep Chi										Daughter
9.8	Vu Duy Long										Son
9.9	Quang Ninh Port Joint Stock Company		Chief Accountant					1/6/2025		Appointed as Chief Accountant	Related Organization
10	Nguyen Ba Son		Deputy General Director					10/10/2024		Re-appointed as Deputy General Director	
10.1	Nguyen Ba Thuy										father
10.2	Nguyen Thi Thanh										Mother
10.3	Dang Thuy Ha										Wife
10.4	Nguyen Quang Thai										Son
10.5	Nguyen Thi Thuy										Younger sister
10.6	Nguyen Ba Hung										Younger Brother
10.7	Nguyen Thi Ngan										Mother-in-law
10.8	Dang Thi Thu										Sister-in-law
10.9	Dang Quoc Sy										Brother-in-law
10.10	Cai Lan International Container Terminal Co., Ltd		Member of the Members' Council					15/5/2025		Elected as a Member of the Members' Council	Related Organization

[illegible]

12.8	Cai Lan International Container Terminal Co., Ltd		Chief Accountant						15/5/2025	Resigned as Chief Accountant	Related Organization
12.9	Hai Phong Port Joint Stock Compan		Member of the Board of Directors						26/4/2025	Resigned as a Member of the Board of Directors	Related Organization

		Tran Dinh Thu			Father									
		Nguyen Thi Dung			Mother									
		Tran Manh Duy			Younger Brother									
		Tran Trong Kien			Father-in-law									
		Thai Ngu Binh			Mother-in-law									
		Tran Thi Hang			Sister-in-law									
	MVN	Vietnam Maritime Corporation			Related Organization						20.655.000	56,58		
	VOS	Vietnam Ocean Shipping Joint Stock Company		Member of the Board of Directors	Related Organization								4/12/2024	
6	CPI	Nguyen Thi Minh Thu		Head of the Supervisory Board							-	-	3/4/2024	
		Ta Duc Giang			Husband									
		Ta Duc Anh			son									
		Ta Nguyen Tam Anh			Daughter									
		Nguyen Hai Au			Father									
		Tran Thi Nguyet			Mother									
		Nguyen Thi Thanh Thuy			Sister									
		Vu Thanh Bao			Brother-in-law									
		Nguyen Hai Thinh			Younger brother									
		Nguyen Thi Anh Nguyet			Sister-in-law									
		Ta Duc Hai			Father-in-law									
		Nguyen Thi Toan			Mother-in-law									
	MVN	Vietnam Maritime Corporation		Officer	Related Organization						20.655.000	56,58		
7	CPI	Doan Thu Huyen	1619821	Member of the Supervisory Board							-	-	3/4/2024	

[illegible]

		Vu Thi Thuy			mother									
		Do Van Hoa			Father-in-law									
		Nguyen Thi Tram			Mother-in-law									
		Do Duc Giang			Brother									