



## CHAPTER 1:

### **REPORT OF BOARD OF DIRECTORS**

#### **I - BOARD OF DIRECTORS' ACTIVITIES**

##### **1. Personnel of BOD**

In 2021, the member of the Board of Directors has changes, following:

1.1 The 1st Extraordinary General Meeting of Shareholders in 2021 on March 2, 2021 of VIP Green Port Joint Stock Company approved the dismissal and additional election of 01 member of the Company's Board of Directors, specifically:

- Dismissal from the position of member of the Board of Directors of the Company in term 2017-2021 for the following 01 member of the Board of Directors:
  - Mr. Chang, Cheng - Yung
- Additional election 01 member of the Board of Directors in term 2017-2021 as follows:
  - Mr. Chang, Yen-I

1.2 The 2nd Extraordinary General Meeting of Shareholders in 2021 on November 19, 2021 of VIP Green Port Joint Stock Company approved the dismissal and election of 02 additional members of the Company's Board of Directors, specifically:

- Dismissal from the position of member of the Board of Directors of the Company in term 2017-2021 for the following 02 member of the Board of Directors:
  - Mr. Tran Xuan Bao
  - Mr. Nguyen Van Tien
- Additional election 02 member of the Board of Directors in term 2017-2021 as follows:
  - Mr. Bui Minh Hung
  - Mr. Ta Cong Thong

S E Q	Member of BOD	Position	Date of starting/no longer serving as a member of the Board of Directors	
			Appointment date	Dismissal date
1	Mr. Bui Minh Hung	Chairman of BOD	19/11/2021	
2	Mr. Ta Cong Thong	Member of BOD	19/11/2021	
3	Mr. Nguyen Viet Trung	Member of BOD	27/04/2017	
4	Mr. Cap Trong Cuong	Member of BOD	27/04/2017	
5	Mr. Chang, Yen -I	Member of BOD	02/03/2021	
6	Mr. Chang, Chen- Yung	Member of BOD	27/04/2017	02/03/2021
7	Mr. Tran Xuan Bao	Member of BOD	27/04/2017	19/11/2021
8	Mr. Nguyen Van Tien	Chairman of BOD	27/04/2017	19/11/2021

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

In 2021, the BOD held several regular meetings and meetings through emails to make important decisions to improve business efficiency, to ensure compliance with the orientation of the Resolution of the General Meeting of Shareholders of the Company.



In 2021, the Board of Directors of the Company had important meetings and approved the following resolutions and decisions:

SEQ	Resolution/ Decision No	Date	Content
1	01/2021/NQ -HDQT	05/02/2021	<p>Article 1. Unanimously approved the organization of the Annual General Meeting of Shareholders (GMS) of the Company in 2021 as follows:</p> <ul style="list-style-type: none"><li>-The final registration date to exercise the right to attend the Company's Annual General Meeting of Shareholders in 2021: 01/03/2021.</li><li>- Meeting time: Will be announced later (expected in April 2021).</li><li>- Location: Will be announced later.</li><li>- Meeting contents:<ul style="list-style-type: none"><li>+ BOD's Reports;</li><li>+ Audited Financial Statements for 2020;</li><li>+ Report on company business Performance in 2020 and Business Outlook for 2021;</li><li>+ Report of the Committee of Inspection;</li><li>+ Other contents concerning the authority/rights of the General Shareholders Meeting.</li></ul></li></ul> <p>Article 2: This Resolution becomes effective the day it is signed. Members of the Board of Directors, Directors of the Company and related departments are responsible for implementation.</p>
2	02/2021/NQ -HDQT	05/03/2021	<p>Article 1: Dismissing the position of Chief Accountant of VIP Green Port Joint Stock Company for Ms. Doan Thi Thanh Thuy.</p> <p>Article 2: Appointing the position of Chief Accountant of VIP Green Port Joint Stock Company as follows:</p> <ul style="list-style-type: none"><li>-Ms. Nghiem Thi Thuy Duong</li><li>-Ethnic: Kinh Nationality: Vietnamese</li><li>-Sex: Female</li><li>-Date of birth: 30/11/1987</li><li>-Personal ID: 031382399 issued on 02/03/2011 by the police of Hai Phong Residential Management Department.</li><li>-Place of residence registration: 13A/33 Cho Hang, Dong Hai, Le Chan, Hai Phong.</li><li>-Current residence: 70/122 Dinh Dong, Dong Hai, Le Chan, Hai Phong</li><li>-Major: Accounting and Finance Management.</li></ul> <p>Article 3: This Resolution becomes effective the day it is signed. Members of the Board of Directors, Directors of the Company and related departments are responsible for implementation.</p>
3	01/2021/QĐ -HDQT	05/03/2021	<p>Article 1: Dismissing Ms. Doan Thi Thanh Thuy from the position of Chief Accountant cum Head of Finance-General Department of VIP Green Port Joint Stock Company.</p> <p>Article 2: Ms. Doan Thi Thanh Thuy is responsible for handing over all relevant personnel, unfinished work, documents, etc. to the next Chief Accountant and Head of Finance-General Department.</p>



			Article 3: The members of the Board of Directors, the Director, the relevant departments and Ms. Doan Thi Thanh Thuy are responsible for the implementation of this Decision.
4	02/2021/QĐ -HDQT	05/03/2021	<p>Article 1: Appointing the position of Chief Accountant cum Head of Finance – General Department of VIP Green Port Joint Stock Company as follows:</p> <ul style="list-style-type: none"> <li>-Ms. Nghiem Thi Thuy Duong</li> <li>-Ethnic: Kinh Nationality: Vietnamese</li> <li>-Sex: Female</li> <li>-Date of birth: 30/11/1987</li> <li>-Personal ID: 031382399 issued on 02/03/2011 by the police of Hai Phong Residential Management Department.</li> <li>-Current residence: 70/122 Dinh Dong, Dong Hai, Le Chan, Hai Phong</li> <li>-Major: Accounting and Finance Management.</li> </ul> <p>Article 2: The members of the Board of Directors, the Director, the relevant departments and Ms. Nghiem Thi Thuy Duong are responsible for the implementation of this Decision.</p>
5	03/2021/NQ -HDQT	07/04/2021	<p>Article 1. Approving the 2020 financial statement audited by KPMG Co., Ltd. with the following business results:</p> <ul style="list-style-type: none"> <li>-Revenue: VND 742,67 billion</li> <li>-Profits before-tax: VND 168,85 billion</li> </ul> <p>Article 2: Dividend rate in 2020 and expected dividend rate in 2021 are as follows:</p> <ul style="list-style-type: none"> <li>-Dividend rate in 2020 is 20% of charter capital, equivalent to VND 126.5 billion.</li> <li>- Expected dividend rate in 2021: not less than 20% of charter capital.</li> </ul> <p>Article 3: Deduction of welfare fund in 2021:</p> <ul style="list-style-type: none"> <li>-Deduction of welfare fund in 2021 là: VND 5 billion.</li> </ul> <p>Article 4: The production and business plan for 2021 is as follows:</p> <ul style="list-style-type: none"> <li>-Revenue: VND 730 billion</li> <li>-Profits before-tax: VND 178 billion</li> </ul> <p>Article 5: Approval on selection Auditor for auditing Financial Statement of the Company in 2021:</p> <p>For the convenience of selecting Auditor for auditing Company's Financial Statement 2020, suggest the General Meeting of Shareholders authorize BOD to select an auditor among the top 4 leading auditing companies, in order to audit the financial statements in 2020 for VIP Greenport Joint Stock Company. List of top 4 auditing companies are as follows:</p> <ul style="list-style-type: none"> <li>- Vietnam Ernest &amp; Young Limited Company;</li> <li>- KPMG Vietnam Limited Company;</li> <li>- PwC Vietnam Limited Company;</li> <li>- Deloitte Vietnam Limited Company.</li> </ul> <p>Article 6: Remuneration for BOD and Inspection Committee members</p>



# CÔNG TY CỔ PHẦN CẢNG XANH VIP

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			<p>- BOD and Inspection committee members agreed to not receive remuneration 2020 of the Company.</p> <p>Article 7: This Resolution goes into effect on the day it is signed. Implementation is the responsibility of members of the Board of Directors, Directors, departments, and other associated persons.</p>
6	04/2021/NQ -HĐQT	07/05/2021	<p>Article 1. Pay cash dividends 2020 to shareholders, details are as follows:</p> <ul style="list-style-type: none"><li>- Exercise ratio: 20% par value (1 share gets 2000 VND)</li><li>- Exercise time: expecting in 05/2021.</li></ul> <p>Article 2: Approve to select KPMG Ltd. Co. in order to review semi-annual financial statements and audit financial statement 2021 for VIP Greenport Joint Stock Company.</p> <p>Article 3: Assign Director of VIP Greenport JSC- Mr. Cap Trong Cuong to complete the necessary procedures in accordance with regulations.</p> <p>Article 4: This Resolution goes into effect on the day it is signed. Implementation is the responsibility of members of the Board of Directors, Directors, departments, and other associated persons.</p>
7	05/2021/NQ -HĐQT	25/06/2021	<p>Article 1. Unanimously appoint one more Deputy Director for VIP Green Port Joint Stock Company.</p> <p>Article 2: Appointing Mr. Ta Cong Thong as Deputy Director of VIP Green Port Joint Stock Company, details are as follows:</p> <ul style="list-style-type: none"><li>- Full name: Ta Cong Thong</li><li>- Position: Deputy Director</li><li>- Date of birth: 27/09/1985</li></ul> <p>Personal ID: 031288620 issued on 20/04/2012 by the police of Hai Phong Residential Management Department.</p> <ul style="list-style-type: none"><li>- Major: International Business</li></ul> <p>Article 3: This Resolution goes into effect on 01/07/2021. Implementation is the responsibility of members of the Board of Directors, Directors, departments, and other associated persons.</p>
8	03/2021/QĐ -HĐQT	25/06/2021	<p>Article 1: Appointing position Deputy Director of VIP Green Port Joint Stock Company, details are as follows:</p> <ul style="list-style-type: none"><li>- Mr. Ta Cong Thong</li><li>- Ethnic: Kinh Nationality: Vietnamese</li><li>- Sex: Male</li><li>- Date of birth: 27/09/1985</li><li>- Personal ID: 031288620 issued on 20/04/2012 by police of Hai Phong Residential Management Department.</li><li>- Place of residence registration: 100 Tran Nhat Duat, Cau Dat, Ngo Quyen, Hai Phong.</li><li>- Current residence 100 Tran Nhat Duat, Cau Dat, Ngo Quyen, Hai Phong.</li><li>- Major: International Business.</li></ul> <p>Article 2: The members of the Board of Directors, the Director, the relevant departments and Mr. Ta Cong Thong are responsible</p>



			for the implementation of this Decision. This Decision goes into effect on 01/07/2021.
9	06/2021/NQ-HĐQT	27/06/2021	<p>Article 1: Cancel Article 2 of Resolution 04/2021/NQ-HĐQT approved by the Board of Directors of VGR on May 7, 2021 on the selection of KPMG Vietnam as the auditor of the Company's 2021 financial statements.</p> <p>Article 2: Approve to select PwC Vietnam Limited Company in order to review semi-annual financial statements and audit financial statement 2021 for VIP Greenport Joint Stock Company with the cost is VND 760 million.</p> <p>Article 3: Assign Director of VIP Greenport JSC to complete the necessary procedures in accordance with regulations.</p>
10	07/2021/NQ-HĐQT	13/08/2021	<p>Article 1. Approval on result of financial statement of first six months of 2021 reviewed by PwC Vietnam Limited Company is as follows:</p> <ul style="list-style-type: none"> <li>-Revenue: VND 400,26 billion</li> <li>-Profit: VND 100,01 billion</li> </ul> <p>Article 2. Advance cash dividend to shareholders at the rate of 10%, details as follows:</p> <ul style="list-style-type: none"> <li>-Exercise ratio: 10% par value (1 share gets 1000 VND)</li> <li>-Exercise time: expecting in 09/2021.</li> </ul> <p>Article 3: Revise the budget of 2021 as follows:</p> <ul style="list-style-type: none"> <li>-Revenue: VND 766,5 billion</li> <li>-Profit: VND 193,88 billion</li> </ul> <p>Article 4: Assign Director of VIP Greenport JSC to complete the necessary procedures in accordance with regulations.</p> <p>Article 5: This Resolution goes into effect on the day it is signed. Implementation is the responsibility of members of the Board of Directors, Directors, departments, and other associated persons.</p>
11	08/2021/NQ-HĐQT	17/09/2021	<p>Article 1. Approving the Receipt of Resignation letter as a member of the Board of Directors of VIP Green Port Joint Stock Company of 02 members of the Board of Directors of the company: Mr. Tran Xuan Bao and Mr. Nguyen Van Tien; time of resignation: immediately after being approved by the Company's General Meeting of Shareholders.</p> <p>Article 2. Approve to organize an extraordinary general meeting of shareholders the following contents:</p> <ul style="list-style-type: none"> <li>- The final registration date to exercise the right to attend the Company's extraordinary General Meeting of Shareholders: 15/10/2021.</li> <li>-Meeting time: Will be announce later.</li> <li>-Location: Will be announce later.</li> <li>-Meeting contents: <ul style="list-style-type: none"> <li>+Approved to dismissal member of the BOD in term 2017-2021 for Mr. Tran Xuan Bao and Mr. Nguyen Van Tien;</li> <li>+ Additional election 02 member of the BOD in term 2017-2021 according to the list of nominees, candidates for the BOD.</li> </ul> </li> </ul> <p>Article 3. Assigned Mr. Cap Trong Cuong - member of the Board</p>



			<p>of Directors cum Director of the Company to direct relevant departments to carry out the procedures to organize the Extraordinary General Meeting of Shareholders in accordance with the law, the company's Charter and implement adjust the file, time to conduct the Extraordinary General Meeting of Shareholders in case of necessity.</p> <p>Article 4. This Resolution goes into effect on the day it is signed. Implementation is the responsibility of members of the Board of Directors, Directors, departments, and other associated persons.</p>
12	09/2021/NQ- HĐQT	19/11/2021	<p>Article 1. Approving the election of Mr. Bui Minh Hung - a member of the Board of Directors holding the position of Chairman of the Board of Directors of VIP Green Port Joint Stock Company.</p> <p>Điều 2. This Resolution goes into effect on the day it is signed. Implementation is the responsibility of members of the Board of Directors, Directors, departments, and other associated persons.</p>

### 3. Results of implementation of the Resolution of the General Meeting of Shareholders

TT	Contents	Result
1	Business plan in 2021	Exceeding completed according to report
2	Dividends rate in 2020: Cash dividends: 20% of charter capital, paid one time on 31/05/2021.	Done
3	Dividends rate in 2021: expecting not less than 20% of charter capital.	Advance cash dividend to shareholders at the rate of 10%/share according to charter capital; payment date is September 15, 2021 (with the amount of VND 63,250,000,000)
3	Selection of auditors for 2021	Receiving authorization of the General Meeting of Shareholders, the BOD has selected PwC Vietnam Limited Company as the auditor for 2021.

### 4. Supervisory activities of the BOD for the Director and Executives.

The Board of Directors supervises the executive activities of the Director and other executives, ensures that the Company's production and business activities are safe, in compliance with the provisions of the law, in accordance with the provisions of the law and the direction of the resolution was approved by the General Meeting of Shareholders of the Company.

The Board of Directors always stood side by side with Executives, promptly made appropriate and flexible decisions to maintain the market and ensure efficient business operations.



With the efforts of the Board of Directors, Executives and employee, in 2021 the company exceeded business plan set out by the General Meeting of Shareholders.

## **II - REMUNERATION FOR BOD AND THE INSPECTION COMMITTEE IN 2021**

1. BOD and Inspection committee members agreed to not receive remuneration 2021.

The salary and bonus of the Board of Directors spent in 2021 is: VND 2,413,139,971.



## **CHAPTER II: REPORT ON BUSINESS RESULT IN 2021 AND PLANS FOR 2022**

### **I. Plan and performance in 2021:**

#### **1. Revenue, Profit and Throughput targets:**

<b>Item</b>	<b>Original plan according to AGMS</b>	<b>Revision plan according to Resolution 07/2021-HĐQT</b>	<b>Performance</b>	<b>% completed the original plan</b>	<b>% completed the revised plan</b>	<b>2020</b>	<b>% completed 2021/2020</b>
Revenue (VND billion)	730	766.5	816	111.79%	106.45%	742.7	109.89%
Profit before tax (VND billion)	178	193.88	228.8	128.53%	118%	168.8	135.50%
Throughput (teus):	675,500		750,710	111.13%		669,746	112.09%

#### **2. Labor and wage index:**

- Total labor force at the time of 31/12/2021: 183 people
- Total salary (including bonus, health insurance, social insurance, etc): VND 41.9 billion.
- Average salary: VND 20.25 million /month.

#### **3. Employee training performed in 2021:**

<b>SEQ</b>	<b>Item</b>	<b>Attendants</b>	<b>Cost (VND)</b>
1	Regular training (occupational safety, Fire fight and prevention, etc)	98	44,000,000
2	Professional training	2	2,000,000
3	Vocational training	25	0
4	Overseas training	0	0

#### **4. Management:**

- To strictly follow the promulgated processes and regulations: labor, salary and safety.
- All employees in the company strictly comply with labor regulations, labor protection and occupational safety and health regulations when participating in production.





- Good implementation, application of software, IT in production.
- Deploying the new plan, increasing the use of electric RTG, greatly contributing to saving fuel, increasing the storage efficiency of the yard & the efficiency of electric RTG vehicle operation.

**5. Initiative:** 11 initiatives equivalent 110%

## II. Plan for 2022:

### 1. Revenue, Profit and Throughput targets:

- Revenue (VND billion): 739
- Profit before tax (VND billion): 245
- Throughput (teus): 680.000

### 2. Labor and wage index:

- Average total labor (people): 225
- Total salary (billion dong): 49.5

### 3. Training target in 2022:

SEQ	Item	Attendants	Cost (VND)
1	Regular training (occupational safety, Fire fight and prevention, etc)	100	60,000,000
2	Professional training	4	6,000,000
3	Vocational training	20	0
4	Overseas training	2-3	300,000,000

**4. Initiative:** 10 initiatives

## CHAPTER III:

### REPORT ON INVESTMENT IN 2021 AND PLANS FOR 2022

#### I. Investment in 2021:

-None

#### II. Expected investment in 2022:

- Sign a contract to buy 01 STS 14 rows of KOCKS.
- Planning to dredge buoy #60 to make turning basin larger & safer for vessels to berth/unberth the port.

Best regards!

*Hai Phong, April 2022*  
**ON BEHALF OF BOARD OF DIRECTORS**  
**CHAIRMAN**



# CÔNG TY CỔ PHẦN CẢNG XANH VIP

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**Bui Minh Hung**