



CHAPTER 1:

REPORT OF BOARD OF DIRECTORS

I - BOARD OF DIRECTORS' ACTIVITIES

The 2022 Annual General Meeting of Shareholders on April 14, 2022 of VIP Green Port Joint Stock Company elected the Company's Board of Directors for the term 2022-2027 including 5 members. All members of the Board of Directors elected Mr. Bui Minh Hung to hold the position of Chairman of the Board of Directors of the Company for the term 2022-2027.

The Board of Directors for the term 2022-2027 includes 5 members as follows:

1. Mr Bui Minh Hung - Chairman of the BOD
2. Mr Cap Trong Cuong - Member of the BOD
3. Mr Chang, Yen – I - Member of the BOD
4. Mr Ta Cong Thong - Member of the BOD
5. Mr Nguyen Viet Trung - Member of the BOD

2. Meetings of the Board of Directors

In 2022, 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 2022, the Board of Directors of the Company had important meetings and approved the following resolutions and decisions:

SEQ	Resolution/ Decision No	Date	Content
1	01/2022/NQ -HĐQT	03/01/2022	<p>Article 1: Approve investment 01 crane for VGR is expected as follows:</p> <ul style="list-style-type: none">- Equipment: 01 STS crane type FEEDER SERVER to upgrade operations for 50,000 dwt vessels at VGR- Supplier: KOCKS ARDELTA KANBAU GMBH- Model: FEEDER SERVER 40t-40/20/16 LH=30- Price: around \$6,000,000 USD (including erection fee)- Delivery time: within 13 months <p>Article 2: Assign Director of the Company to perform in accordance with current regulations.</p> <p>Article 3: This resolution is valid from signing date. Members of BOD, Director, related departments and individuals are responsible for executing.</p>
2	02/2022/NQ -HĐQT	23/02/2022	<p>Article 1. Approve to organize an Annual general meeting of shareholders with the following contents:</p> <ul style="list-style-type: none">- Performance rate: 1 share – 1 voting right- Meeting time: Expected on April 2022- Location: The company will notify later- The final registration date to exercise the right to attend the Company's Annual General Meeting of Shareholders:



CÔNG TY CỔ PHẦN CẢNG XANH VIP

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			<p>17/03/2022.</p> <ul style="list-style-type: none">- Content of the meeting:<ul style="list-style-type: none">+ Report on activities of the Board of Directors.+ Audited financial statements in 2021.+ Report on production and business activities in 2021 and business plan in 2022.+ Report on activities of the Inspection Committee in 2021.+ Other issues under the authority of the Annual General Meeting of Shareholders. <p>Article 2. This Resolution takes effect from the date of signing. Members of the B.O.D, Director of the Company and related departments are responsible for implementation.</p>
3	03/2022/NQ -HĐQT	12/04/2022	<p>Article 1. Approving reports on business results in 2021 and business plan in 2022 at the 2022 Annual General Meeting of Shareholders.</p> <p>Article 2: Approving the content of the proposals for the Annual General Meeting of Shareholders year 2022 of VIP Green Port Joint Stock Company.</p> <p>Article 3: This Resolution takes effect from the date of signing. Members of the Board of Directors, Directors, related units and individuals are responsible for implementation.</p>
4	04/2022/NQ -HĐQT	14/04/2022	<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 for the term 2022-2027.</p> <p>Article 2 This Resolution takes effect from the date of signing. The members of the Board of Directors, relevant departments and Mr. Bui Minh Hung are responsible for the implementation of this Resolution.</p>
5	05/2022/NQ -HĐQT	04/05/2022	<p>Article 1. Approval on the appointment of positions in the executives and management personnel of VIP Green Port Joint Stock Company, specifically as follows:</p> <ol style="list-style-type: none">1. Re-appoint Mr. Cap Trong Cuong , born in 1978; Qualification: Bachelor of Economics majoring in Business Administration; holds the position of Director of VIP Green Port Joint Stock Company.2. Re-appoint Mr. Ta Cong Thong, born in 1985; Qualification: Bachelor of International Business; Holding the



			<p>position of Deputy Director of VIP Green Port Joint Stock Company</p> <p>3. Re-appoint Mr. Nguyen Kim Duong Khoi, born in 1977; Qualification: engineer; Holding the position of Deputy Director of VIP Green Port Joint Stock Company.</p> <p>4. Re-appoint Ms. Nghiem Thi Thuy Duong, born in 1987; Qualifications: bachelor of financial and accounting management; Holding the position of Chief Accountant of VIP Green Port Joint Stock Company.</p> <p>5. Appoint Ms. Pham Thi Thuy Nga, born in 1991, Qualification: Master of Laws; Holding the position of Secretary of the Board of Directors cum Person in charge of corporate governance of VIP Green Port Joint Stock Company.</p> <p>Article 2: The appointment term for the above positions is 05 years (according to the term 2022 - 2027 of the Board of Directors) from ... April 2022. The appointed persons above have the rights and obligations in accordance with the provisions of the Law, the Charter and the internal corporate governance regulations.</p> <p>Article 3: This Resolution takes effect from the date of signing. Members of the Board of Directors, Directors, related units and individuals are responsible for implementation..</p>						
6	06/2022/NQ-HĐQT	04/05/2022	<p>Article 1.</p> <p>Approval to specify the value of fixed asset investment plans and the loan, credit granting at Joint Stock Commercial Bank for Foreign Trade of Vietnam - Hai Phong Branch (hereinafter referred to as "Bank") with basic contents as follows:</p> <p>I.Specify the value of fixed asset investment plans:</p> <p>Specify the value of fixed asset investment plans of 01 "Container Handling Rig Crane" for production and business activities of enterprises according to Resolution No. 01/2022/NQ-HĐQT dated January 3rd 2022 of the Board of Directors.</p> <p>Investment cost (VAT included):</p> <table border="1" data-bbox="662 1839 1458 2016"> <thead> <tr> <th>Expense</th> <th>Value</th> <th>Note</th> </tr> </thead> <tbody> <tr> <td>Purchase price</td> <td>3.697.500 EUR and 1.713.000 USD</td> <td>In accordance with the Contract No. 3/VGP/KAK/2022 dated</td> </tr> </tbody> </table>	Expense	Value	Note	Purchase price	3.697.500 EUR and 1.713.000 USD	In accordance with the Contract No. 3/VGP/KAK/2022 dated
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Purchase price	3.697.500 EUR and 1.713.000 USD	In accordance with the Contract No. 3/VGP/KAK/2022 dated							



					14/02/2022 between the Company and KOCKS ARDELT KRANBAU GMBH
			VAT	369.750 EUR and 171.300 USD	
			Total	4.067.250 EUR and 1.884.300 USD	
			Expected Exchange rate	26.350 VND/EUR and 23.300 VND/USD	
			Total exchange d value	151.076.227.500 VND	
		II. Approval of the loan, credit granting Joint Stock Commercial Bank for Foreign Trade of Vietnam - Hai Phong Branch (hereinafter referred to as "Bank") with basic contents as follows:			
		a) The total amount of lona in Viet Nam Dong is: 88,000,000,000 VND (In words: Eighty-eight billion Vietnamdong).			
		b) Loan purpose is for: - Sponsoring legal, reasonable and valid credit needs regarding medium and long-term loans for investment plans of fixed assets as the company's "container handling rig crane"; - Paying offset for the legal, reasonable and valid investment costs that the company has paid exceeding the capital itself which had to be contributed according to the investment plan of fixed assets as the "container handling rig crane".			
		c) Loan time is: 120 months.			
		d) Security measures: Assurance assets formed with fixed asset investment plans are container handling rig cranes.			
		Article 2. Assign Mr. Cap Trong Cuong – The legal representative of VIP Greenport JSC to organize the implementation of the contents approved by BOD at Article 1 of this Resolution and execute the procedure for signing agreements, contracts and related Bank documents that complies with Laws and regulations.			
		Article 3. This Resolution comes in effect from 04/05/2022.			



7	07/2022/NQ -HĐQT	17/05/2022	<p>Article 1. Pay cash dividend of the year 2021 (2nd payment) to shareholders, details are as follows:</p> <ul style="list-style-type: none">- Exercise ratio: 15% par value (1 share gets 1500 VND)- Last registration date to exercise the right to receive dividends: 06/06/2022- Exercise time: 16/06/2022 <p>Article 2: Assign the company's director - Mr. Cap Trong Cuong to direct the completion of necessary procedures and payment of dividends in accordance with current regulations.</p> <p>Article 3: This Resolution takes effect from the date of signing. Members of the Board of Directors, Directors, related units and individuals are responsible for implementation.</p>
8	08/2022/NQ -HĐQT	16/06/2022	<p>Article 1. Selecting PWC Vietnam Ltd. Co. in order to review semi-annual financial statement and audit financial statement 2022 for VIP Greenport Joint Stock Company.</p> <p>Article 2: Assign the company's director to complete the necessary procedures in accordance with regulations.</p> <p>Article 3: This Resolution takes effect from the date of signing. Members of the Board of Directors, Directors, related units and individuals are responsible for implementation.</p>
9	09/2022/NQ -HĐQT	23/09/2022	<p>Article 1. Approving the advance of the first dividend of 2022 in cash to shareholders, specifically as follows</p> <ul style="list-style-type: none">- Exercise ratio: 10% par value (1 share gets 1000 VND)- Last registration date to exercise the right to receive dividends: 10/10/2022- Exercise time: 20/10/2022 <p>Article 2: Assign the company's director - Mr. Cap Trong Cuong to direct the completion of necessary procedures and payment of dividends in accordance with current regulations.</p> <p>Điều 3: This Resolution takes effect from the date of signing. Members of the Board of Directors, Directors, related units and individuals are responsible for implementation.</p>
10	10/2022/NQ -HĐQT	23/12/2022	<p>Article 1: Approving the signing and implementing contracts and transactions of the company with related parties in 2023.</p> <ol style="list-style-type: none">1.1. Objects to sign and perform the contract: Companies in the Viconship group and other related parties of the Company as prescribed in Article 167 of the Law on Enterprises.1.2. Value of contract or transaction: less than 30% of total assets recorded in the company's latest financial statement at the time of signing such contract or



			<p>transaction.</p> <p>Article 2: Authorize the Director to negotiate, sign and perform contracts and transactions with related parties in accordance with the company's charter and legal regulations.</p> <p>Article 3: This Resolution takes effect from January 1, 2023 to the end of December 31, 2023. The members of the Board of Directors, the Director and related persons are responsible for the implementation of this Resolution, ensuring it is consistent with the interests of the Company and complying with the provisions of law.</p>
11	11/2022/NQ-HĐQT	26/12/2022	<p>Article 1. Approve to organize an Annual general meeting of shareholders in 2023 with the following contents:</p> <ul style="list-style-type: none"> - Performance rate: 1 share – 1 voting right - Meeting time: Expected on March 2023 - Location: The company will notify later - The final registration date to exercise the right to attend the Company's Annual General Meeting of Shareholders: 30/01/2023. - Content of the meeting: <ul style="list-style-type: none"> + Report on activities of the Board of Directors in 2022. + Audited financial statements in 2022. + Report on production and business activities in 2022 and business plan in 2023. + Report on activities of the Inspection Committee in 2022. + Other issues under the authority of the Annual General Meeting of Shareholders. <p>Article 2. This Resolution takes effect from the date of signing. Members of the B.O.D, Director of the Company and related departments are responsible for implementation..</p>

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

TT	Contents	Result
1	Business plan in 2022	Exceeding completed according to report
2	Dividends rate in 2021: Cash dividends: 25% of charter capital,	The first installment in 2021 has been advanced in cash at the rate of 10%/share according to charter capital; payment date is September 24, 2021 with the amount of VND 63,250,000,000. Paid the second installment in 2021 in cash at the rate of 15%/share according to charter



		capital; payment date is 16/06/2022 with the amount of 94.875,000,000 VND
3	Dividends rate in 2022: 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 October 20, 2022 (with the amount of VND 63,250,000,000)
4	Selection of auditors for 2022	Receiving authorization of the General Meeting of Shareholders, the BOD has selected PwC Vietnam Limited Company as the auditor for 2022.

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 2022 the company exceeded business plan set out by the General Meeting of Shareholders.

II - REMUNERATION FOR BOD, BOM AND THE INSPECTION COMMITTEE IN 2022

1. BOD and Inspection committee members agreed to not receive remuneration 2022.

The salary and bonus of the BOM, IC and BOD spent in 2022 is: VND 6.6 billion dongs



CHAPTER II: REPORT ON BUSINESS RESULT IN 2022 AND PLANS FOR 2023

I. Plan and performance in 2022:

1. Revenue, Profit and Throughput targets:

Item	Plan according to AGMS	Performance	% completed the plan	2021	% completed 2022/ 2021
Revenue (VND billion)	739	817.5	110.62%	816	100.18%
Profit before tax (VND billion)	245	312.4	127.51%	228.7	136.6%
Throughput (teus):	680	736	108.24%	750	98.13%

2. Labor and wage index:

- Total labor force at the time of 31/12/2022: 205 people
- Total salary (including bonus, health insurance, social insurance, etc): VND 40.1 billion.
- Average salary: VND 19.4 million /month.

3. Employee training performed in 2022:

SEQ	Item	Attendants	Cost (VND)
1	Regular training (occupational safety, Fire fight and prevention, etc)	189	73.350.000
2	Professional training	06	170.200.000
3	Vocational training	14	0
4	Overseas training	0	0

4. Mangement:

- 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 122%

II. Plan for 2023:

1. Revenue, Profit and Throughput targets:

- Revenue (VND billion): 713
- Profit before tax (VND billion): 210
- Throughput (teus): 662,500

2. Labor and wage index:

- Average total labor (people): 210
- Total salary (billion dong): 68

3. Training target in 2023:

SEQ	Item	Attendants	Cost (VND)
1	Regular training (occupational safety, Fire fight and prevention, etc)	206	80,000,000
2	Professional training	08	100,000,000
3	Vocational training	10	
4	Overseas training	02	120,000,000

4. Initiative: 09 initiatives

CHAPTER III:

REPORT ON INVESTMENT IN 2022 AND PLANS FOR 2023

I. Investment in 2022:

- Expected to buy 01 STS 14 rows, but due to the outbreak of war in Ukraine disrupting the supply chain, it could not be done.

II. Expected investment in 2023:

- Expected to continue the purchase of 01 STS 14 rows in 2023.

Best regards!

Hai Phong, March 2023

**ON BEHALF OF BOARD OF DIRECTORS
CHAIRMAN**

Bui Minh Hung



CÔNG TY CỔ PHẦN CẢNG XANH VIP

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