

RESOLUTIONS
THE ANNUAL GENERAL MEETING OF SHAREHOLDERS 2025

THE GENERAL MEETING OF SHAREHOLDERS
TRANSPORT AND CHARTERING CORPORATION

Pursuant to:

- Law on Enterprises 2020 and other relevant regulations;
- The Charter of Transport and Chartering Corporation ("Company");
- The Meeting Minutes of the General Meeting of Shareholders of the Company date 28/4/2025.

RESOLUTION

Article 1. The General Meeting of Shareholders ("GMS") approved the following resolution:

1. **RESOLUTION NO.1:** The GMS approved Report on Business results for 2024 and Plan for 2025 of the Company's BOM.
2. **RESOLUTION NO.2:** The GMS approved the Separated and Consolidated Audited Financial Statements 2024 of the Company.
3. **RESOLUTION NO.3:** The GMS approved the BOD'S Report on operation results in 2024 and Plan in 2025.
4. **RESOLUTION NO.4:** The GMS approved the Report of IC operation submitting to GMS 2025.
5. **RESOLUTION NO.5:** The GMS approved the remuneration of the BOD and IC in 2024 and plan in 2025 as follows:
 - 5.1. The BOD and IC's remuneration of 2024 is 297.700.000 VND included Personal Tax Income (from January 1st 2024 to December 31st 2024 and 01 month remuneration for Lunar New Year), as follow:
 - Total remuneration of BOD 2024: 162.500,000 VND
 - Total remuneration of IC 2024: 135.200.000 VND
 - 5.2. Plan of BOD and IC's remuneration for Members in 2025 as follows:
 - a. BOD (03 Members):
 - Chairman of BOD: 4.500.000 VND/month.
 - Member of BOD: 4.000.000 VND/member/month.
 - b. IC (03 Members):
 - Head of IC: 4.000.000 VND/month.
 - Member of IC: 3.200.000 VND/member/month.

Total estimated Remuneration for Members of BOD and IC in 2025: 297.700.000 VND, included Personal Tax Income (from January 1st 2025 to December 31st 2025 and 01 month remuneration for Lunar New Year).

6. **RESOLUTION NO.6:** The GMS approved the authorization for BOD to decide on the selection of an independent auditor to audit the Financial Statements 2025.
7. **RESOLUTION NO.7:** The GMS approved the plan for paying dividends to shareholders in 2024 as follows:

Order	Content	Amount (VND)
I	Net Profits at 31 st December 2024	7.376.622.840
II	Fund Allocation	416.017.679
1	Remuneration of Member of Board of Directors and Board of Supervisors	297.700.000
2	Reward and Welfare Funds	118.317.679
III	Dividend Distribution Rate (80,8%)	5.960.605.161
IV	Remaining Net Profit	1.000.000.000

8. **RESOLUTION NO.8:** The GMS fully authorizes the BOD and allows the BOD to authorize the Chairman of the BOD or other members of the BOD to consider, decide, and organize the implementation of issues approved by the GMS and to consider and decide on other matters within the authority of the GMS that arise and must be resolved between two annual GMS and to carry out related procedures according to regulations. The contents of the resolutions, authorizations in accordance with the Annual GMS's resolution of 2025 shall take effect from the date of approval and shall not be limited in validity until the GMS makes another decision to replace them.

Article 2: This Resolution takes effect from the date of signing.

Shareholders, Board of Directors, Inspection Committee, General Director, Heads of Departments/Offices/Branch/Unit under the Company and related individuals are responsible for implementing this Resolution./.

Recipient:

- Article 2 (for implementation);
- Filling, BOD;

ON BEHALF OF THE GMS
 CHAIRMAN OF THE GMS
 CỘNG HÒA VIỆT NAM
 CÔNG TY CỔ PHẦN
 VẬN TẢI VÀ THUÊ TÀU
 VIETFRACHT
 KHUẾ THI QUYNH LAM



TRANSPORT AND CHARTERING
CORPORATION

SOCIALIST REPUBLIC OF VIETNAM
Independence - Freedom - Happiness

THE MEETING MINUTES
THE ANNUAL GENERAL MEETING OF SHAREHOLDERS 2025
DATED 28/04/2025

Enterprise's Name : TRANSPORT AND CHARTERING CORPORATION
("Company")
Headquarter : 74 Nguyen Du Street, Hai Ba Trung District, Hanoi.
Enterprise's Code : 0100105937
Time : From 9 a.m dated 28/04/2025
Location : Company's Hall, 74 Nguyen Du Street, Hai Ba Trung District,
Hanoi.

Main content of the Meeting:

1. Report on Business results for 2024 and Plan for 2025 of the Board of Management ("BOM") of the Company.
2. The Separated and Consolidated Audited Financial Statements ("FS") 2024.
3. Report on the Board of Directors ("BOD") on Operation results in 2024 and Plan in 2025
4. Report of Inspection Committee ("IC") operation in 2024 and plan for 2025
5. Proposal on approval of remuneration of the BOD and IC of 2024 and plan in 2025;
6. Proposal on dividend distribution for 2024;
7. Proposal on selection of Auditor Company to audit the FS 2025;
8. Other content (if any);
9. Approving the Meeting Minute and Resolution of Annual General Meeting of Shareholder 2025 ("GMS").

A. GMS OPENING AND PARTICIPANTS:

I. GMS Opening:

The GMS heard Mr. Pham Quoc Chinh on behalf of the Organizing Committee inform the opening speech of the GMS.

II. GMS Participants:

1. Shareholders:

All shareholders currently owning shares of the Company as of the shareholder list closing date of March 31, 2025.

2. The BOD's member:

- Mrs. Khuc Thi Quynh Lam - Chairwoman
- Mr. Nguyen Nang Tuyen - Member

3. The IC's member:

- Mr. Nguyen Thanh Tuyen – Head of IC

4. The BOM's member:

- Mr. Dao Nguyen Dang – General Director
- Mr. Nguyen Quoc Chinh – Chief Accountant

III. Shareholder qualification verification report:

GMS heard Ms. Pham Thi Hong Tuoi - Head of the Shareholder Qualification Examination Committee - report on the results of the shareholder qualification verification.

- Total number of shareholders entitled to attend the meeting: 502 shareholders, total number of shares owned: 15.000.000 shares, equivalent to 100% of total charter capital.

- Shareholders attending the General Meeting include: 9 official and authorized shareholders, representing the ownership of 14.034.700 common shares, accounting for 93,6 percentage of the total number of voting shares of the Company.

- Number of absent shareholders: 493 shareholders, representing the ownership of 965.300 common shares, accounting for 6,4 percentage of the total number of voting shares of the Company.

Pursuant to the Law on Enterprises 2020 and the Charter of the Company, the number of shareholders officially attending and authorized to attend the 2025 Annual General Meeting of Shareholders of the Company, the number of shareholders ensuring that the Annual General Meeting of Shareholders 2025 is conducted validly.

B. GMS CONTENT

I. GMS approved the Chairing Committee, the Secretary Committee and the Vote Counting Committee:

1. The Chairing Committee:

- Mrs. Khuc Thi Quynh Lam – Chairman – Chairing of Chairing Committee
- Mr. Dao Nguyen Dang – General Director – Member of the Chairing Committee

2. The Secretary Committee :

- Mr. Chu Huy Tung – Head of the Secretary Committee
- Mr. Pham Quoc Chinh – Member

3. The Vote Counting Committee:

- Ms. Pham Thi Hong Tuoi – Head of the Vote Counting Committee
- Mr. Nguyen Xuan Tung – Member.

The GMS voted by raising voting cards and approved the Chairing Committee, the Secretary Committee and the Vote Counting Committee:

Discussion: None.

Voting result: Affirmative: 100% Negative: 0% Abstentions: 0%

II. GMS approved the Meeting agenda:

The GMS heard Mrs. Khuc Thi Quynh Lam – Chairing of the GMS presented the Meeting agenda and Working Regulation of GMS to obtain GMS's approval.

Discussion: None.

Voting result: Affirmative: 100% Negative: 0% Abstentions: 0%

III. Reports and Proposals presented in the GMS:

1. The GMS heard Mr. Dao Nguyen Dang – General Director of the Company presented:
 - Report on Business results for 2024 and Plan for 2025 of the Company's BOM.
 - The Separated and Consolidated Audited FS 2024.

Discussion of shareholders: None.

2. The GMS heard Mr. Nguyen Nang Tuyen – Member of BOD presented:
 - Report on the BOD on Operation results in 2024 and Plan in 2025
 - Proposal on approval of remuneration of the BOD and IC of 2024 and plan in 2025;
 - Proposal on dividend distribution for 2024;

Discussion of shareholders: None.

3. The GMS heard Mr. Nguyen Thanh Tuyen – Head of IC presented:
 - Report of IC operation in 2024 and plan for 2025;
 - Proposal on selection of Auditor Company to audit the FS 2025.

Discussion of shareholders: None.

V. THE RESOLUTIONS APPROVED:

After hearing all the Reports, Proposals and discussing in the GMS's meeting, the Annual GMS 2025 approved the following Resolutions:

1. **RESOLUTION NO.1:** The GMS approved Report on Business results for 2024 and Plan for 2025 of the Company's BOM.

Voting results:

Affirmative: 100% of the total shares have voting rights attending the meeting.

Negative: 0% of the total shares have voting rights attending the meeting.

Abstentions: 0% of the total shares have voting rights attending the meeting.

2. **RESOLUTION NO.2:** The GMS approved the Separated and Consolidated Audited FS 2024 of the Company.

Voting results:

Affirmative: 100% of the total shares have voting rights attending the meeting.

Negative: 0% of the total shares have voting rights attending the meeting.

Abstentions: 0% of the total shares have voting rights attending the meeting.

3. **RESOLUTION NO.3:** The GMS approved the Report on the BOD on operation results in 2024 and Plan in 2025.

Voting results:

Affirmative: 100% of the total shares have voting rights attending the meeting.

Negative: 0% of the total shares have voting rights attending the meeting.

Abstentions: 0% of the total shares have voting rights attending the meeting.

4. **RESOLUTION NO.4:** The GMS approved the Report of IC operation in 2024 and plan for 2025.

Voting results:

Affirmative: 100% of the total shares have voting rights attending the meeting.

Negative: 0% of the total shares have voting rights attending the meeting.

Abstentions: 0% of the total shares have voting rights attending the meeting.

5. **RESOLUTION NO.5:** The GMS approved the remuneration of the BOD and IC of 2024 and plan in 2025, detailed as follows:

5.1. The BOD and IC's remuneration of 2024 is 297.700.000 VND included Personal Tax Income (from January 1st 2024 to December 31st 2024 and 01 month remuneration for Lunar New Year), as follow:

- Total remuneration of BOD 2024: 162.500,000 VND
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5.2. Plan of BOD and IC's remuneration for Members in 2025 as follows:

a. BOD (03 Members):

- Chairman of BOD: 4.500.000 VND/month.
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b. IC (03 Members):

- Head of IC: 4.000.000 VND/month.
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Total estimated Remuneration for Members of BOD and IC in 2025: 297.700.000 VND, included Personal Tax Income (from January 1st 2025 to December 31st 2025 and 01 month remuneration for Lunar New Year).

Voting results:

Affirmative: 100% of the total shares have voting rights attending the meeting.

Negative: 0% of the total shares have voting rights attending the meeting.

Abstentions: 0% of the total shares have voting rights attending the meeting.

6. **RESOLUTION NO.6:** The GMS approved the authorization for the Board of Directors to decide on the selection of an independent auditor to audit the FS 2025.

Voting results:

Affirmative: 100% of the total shares have voting rights attending the meeting.

Negative: 0% of the total shares have voting rights attending the meeting.

Abstentions: 0% of the total shares have voting rights attending the meeting.

7. **RESOLUTION NO.7:** The GMS approved the plan for paying dividends to shareholders in 2024. There is a slightly change in plan for paying dividends in comparison with the Proposal no. 14/2025/TTr-HĐQT on March 31st 2025 and those approved by GMS, in detailed:

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2	Reward and Welfare Funds	118.317.679

III	Dividend Distribution Rate (80,8%)	5.960.605.161
IV	Remaining Net Profit	1.000.000.000

Voting results:

Affirmative: 100% of the total shares have voting rights attending the meeting.

Negative: 0% of the total shares have voting rights attending the meeting.

Abstentions: 0% of the total shares have voting rights attending the meeting.

8. **RESOLUTION NO.8:** The GMS fully authorizes the BOD and allows the BOD to authorize the Chairman of the BOD or other members of the BOD to consider, decide, and organize the implementation of issues approved by the GMS and to consider and decide on other matters within the authority of the GMS that arise and must be resolved between two annual GMS and to carry out related procedures according to regulations. The contents of the resolutions, authorizations in accordance with the Annual GMS's resolution of 2025 shall take effect from the date of approval and shall not be limited in validity until the GMS makes another decision to replace them.

Voting results:

Affirmative: 100% of the total shares have voting rights attending the meeting.

Negative: 0% of the total shares have voting rights attending the meeting.

Abstentions: 0% of the total shares have voting rights attending the meeting.

VII. APPROVING THE MEETING MINUTES, RESOLUTION OF THE GMS

Mr. Chu Huy Tung – Head of the Secretary Committee presented the Meeting Minutes, Resolutions of the Annual GMS 2025 of the Company to obtain the GMS's approval.

Voting results:

Affirmative: 100% of the total shares have voting rights attending the meeting.

Negative: 0% of the total shares have voting rights attending the meeting.

Abstentions: 0% of the total shares have voting rights attending the meeting.

C. THE GMS CLOSING:

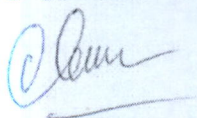
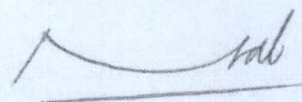
Mrs. Khuc Thi Quynh Lam – Chairing of the GMS give a speech for GMS's closing.

The GMS 2025 of Transport and Chartering Corporation end at 10:45 a.m.

THE CHAIRING COMMITTEE

CHAIRING OF THE GMS

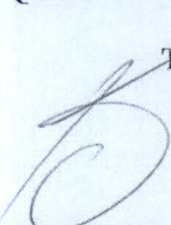
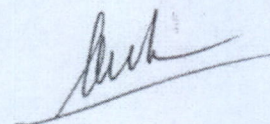
MEMBER

KHUC THI QUYNH LAM

DAO NGUYEN DANG

The Secretary Committee

Head of the Secretary Committee
CHU HUY TUNG

Member
PHAM QUOC CHINH