

No: 01/2025/NQ-ĐHĐCĐ

Ho Chi Minh City, March 28<sup>th</sup>, 2025

**RESOLUTION**  
**ANNUAL GENERAL MEETING OF SHAREHOLDERS 2025**

- Pursuant to the Law on Enterprises No. 59/2020/QH14 dated June 17<sup>th</sup>, 2020;
- Pursuant to the Securities Law No. 54/2019/QH14 passed by the National Assembly of the Socialist Republic of Vietnam on November 26<sup>th</sup> 2019;
- Pursuant to the Charter of Vietnam Sea Transportation and Chartering Joint Stock Company (Vitranschart);
- Pursuant to the Minutes of the 2025 Annual General Meeting of Shareholders of Vietnam Sea Transportation and Chartering Joint Stock Company, held on March 28<sup>th</sup> 2025.

**RESOLVES**

**Article 1.** Approve the 2024 Board of Directors' Report and operational direction for 2025.

**Article 2.** Approve the Board of Management's Report on the 2024 production and business performance and the 2025 business plan.

**Article 3.** Approve the Board of Supervisors' Report on inspection and supervision results in 2024.

**Article 4.** Approve the 2024 Financial Statements audited by AASC Auditing Firm Co., Ltd.

**Article 5.** Approve the Proposal for the 2025 business plan, specifically:

*1. Business plan:*

| No. | Target            | Unit        | 2025 Plan |
|-----|-------------------|-------------|-----------|
| 1   | Total output      | Million Ton | 1,26      |
| 2   | Revenue           | VND Billion | 795,51    |
| 3   | Profit before tax | VND Billion | 320,00    |

(\* Note: The 2025 consolidated targets for the entire Company do not include results from extraordinary activities arising outside the plan. These targets account for the successful investment in one Handysize vessel with a tonnage ranging from 28,000 DWT to under 40,000 DWT at the subsidiary Hai Dang SMC, which will be put into operation starting from Q4/2025.

With the expected profitable business results in 2025, but the accumulated undistributed after-tax profit remaining negative, the Company has no profit distribution plan.



## **2. Investment plan and Investment Project:**

Continue to implement the Project of constructing an office building combined with office for lease at 428 Nguyen Tat Thanh, Ward 18, District 4, Ho Chi Minh City, Vietnam (abbreviated as Office Building Project), with the following basic information:

- Vitranschart Office Building with integrated office leasing
- Total investment : estimated 240.6 billion VND
- Capital source : Loan capital ranging from 60% to 70% of the total investment and equity capital

- Implementation roadmap : Immediately after the 2025 General Meeting of Shareholders Resolution, Vitranschart will prepare a feasibility study report to submit to the Board of Directors for approval and implementation, expected to complete the application for a Construction Permit and commence construction in 2025, gradually complete according to usage/exploitation needs, and complete the entire Project by the end of 2027.

Authorizing the Board of Directors of Vitranschart to approve the policy, make investment decisions, and approve and implement the Office Building Project, arrange investment capital, and implement the project according to the proposed roadmap. Report on the implementation progress at the nearest General Meeting of Shareholders

## **3. Ship sale plan:**

Sell VTC Glory vessel when conditions are favorable.

**Article 6.** Approve the Proposal for the settlement of remuneration for the Board of Directors and the Board of Supervisors in 2024 and the payment plan for 2025, specifically:

**1.** Approve the Executive Member of BOD's salary fund and the 2024 remuneration for the non-executive member of BOD and BOS as follows:

- Member of the Board of Directors, Head of the Supervisory Board: 5,000,000 VND/person/month

- Member of the Board of Supervisors: 4,000,000 VND/person/month

Non-executive Board of Directors' remuneration fund: 240,000,000 VND; Supervisory Board remuneration fund: 156,000,000 VND. Executive Board of Directors' salary: 585,000,000 VND.

**2.** Approve the proposed remuneration for non-executive member of BOD and BOS, and estimated Executive member of Board of Directors' salary fund for 2025 as follows:

- Member of the Board of Directors, Head of the Supervisory Board: 5,000,000 VND/person/month

- Member of the Board of Supervisors: 4,000,000 VND/person/month

Non-executive Board of Directors' remuneration fund: 240,000,000 VND; Board of Supervisors' remuneration fund: 156,000,000 VND. Executive Board of Directors' salary fund: 675,000,000 VND.

**Article 7.** Approve the list of auditing firms for the 2025 Financial Statements and authorize the Board of Directors and the Board of Management, based on the actual situation, to select an appropriate auditing unit in accordance with regulations to audit the 2025 Financial Statements, specifically:

1. UHY Auditing and Consulting Co., Ltd. - Ho Chi Minh City Branch

Address: 4th Floor, 63B Calmette, Nguyen Thai Binh Ward, District 1, Ho Chi Minh City, Vietnam

2. AASC Auditing Firm Co., Ltd.

Address: No. 01, Le Phung Hieu, Hoan Kiem, Hanoi City, Vietnam.



3. A & C Auditing and Consulting Co., Ltd.

Address: 02 Truong Son, Ward 2, Tan Binh District, Ho Chi Minh City, Vietnam.

4. In case of disagreement with the above auditing companies regarding the progress, scope, and audit fees, the Board of Directors shall select an auditing company from the list of auditing companies approved to audit public interest entities in 2025 issued with Decision 2730/QĐ-BTC dated 15/11/2024 of the Ministry of Finance to audit the Company's 2025 Financial Statements.

**Article 8:** Approve the Proposal for dismissal and additional election of members of the Board of Directors for the remaining term of the 2023-2028 term, the list of candidates includes:

1. Mr. Nguyen Dinh Tu

**Article 9:** Approve the Proposal for dismissal and additional election of members of the Board of Supervisors for the remaining term of the 2023-2028 term, the list of candidates includes:

2. Ms. Phan Thi Thanh Trang


**Article 10:** Approve the result of additional election of a member of the Board of Directors and Board of Supervisors of Vietnam Sea Transport and Chartering Joint Stock Company for the remaining term of the 2023-2028 term

- Appoint the position of Member of the Board of Directors to Mr. Nguyen Dinh Tu from March 28<sup>th</sup>,2025
- Appoint the position of Member of the Board of Supervisors to Ms. Phan Thi Thanh Trang from March 28<sup>th</sup>,2025

**Article 11:** The General Meeting of Shareholders agrees to assign the Board of Directors and the Board of Management the responsibility to implement the contents resolved by the General Meeting of Shareholders on the basis of complying with the State's laws and the Company's Charter.

**Article 12:** Implementation Clause

The Resolution of the 2025 Annual General Meeting of Shareholders of Vietnam Sea Transport and Chartering Joint Stock Company was approved by the General Meeting of Shareholders and takes effect from March 28<sup>th</sup>,2025.

All shareholders of Vietnam Sea Transport and Chartering Joint Stock Company, members of the Board of Directors, the Board of Supervisors, and the General Director are responsible for implementing this Resolution. 

**Recipients:**

- VST shareholders;
- BOD, BOS, BOM;
- Archived: VT, TK .

ON BEHALF OF THE GENERAL MEETING  
OF SHAREHOLDERS  
CHAIRMAN OF THE BOARD OF  
DIRECTORS



  
HUYNH NAM ANH