



**VIETNAM SEA TRANSPORT AND CHARTERING JOINT STOCK COMPANY**

**(Enterprise Code: 0 3 0 0 4 4 8 7 0 9)**

Address: 428 Nguyen Tat Thanh, Ward 18, District 4, Ho Chi Minh City, Vietnam

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**MINUTES OF MEETING**  
**ANNUAL GENERAL MEETING OF SHAREHOLDERS 2025**  
**VIETNAM SEA TRANSPORTATION AND CHARTERING JOINT**  
**STOCK COMPANY**

**Enterprise Name:** Vietnam Sea Transportation and Chartering Joint Stock Company

**Business Registration Certificate No:** 4103008926 issued by Ho Chi Minh City Department of Planning and Investment for the first time on 2007-12-31, 17th amendment registered on 2024-11-28 with enterprise code 0300448709.

**Address of head office:** 428 Nguyen Tat Thanh, Ward 18, District 4, Ho Chi Minh City

**Telephone:** (028) 39 40 42 71

**Time:** 8:00, March 28<sup>th</sup>, 2025

**Venue:** Hall - Vietnam Sea Transportation and Chartering Joint Stock Company  
428 Nguyen Tat Thanh, Ward 18, District 4, Ho Chi Minh City



**PART I: INTRODUCTION AND OPENING OF THE MEETING**  
(public voting method)

**1. Report on Delegate Eligibility Verification:**

Reporter: Ms. Tran Thi Thu Ha - Position: Head of the Delegate Eligibility Verification Board presents the report on delegate eligibility verification:

- Total number of shareholders invited to attend: All shareholders named in the shareholder list finalized on 25/02/2025, owning 68.999.337 voting shares of Vietnam Sea Transportation and Chartering Joint Stock Company.
- Shareholders attending the General Meeting: 34 shareholders and shareholder representatives, owning and representing 43.418.577 voting shares, accounting for 62,9261% of the total voting shares of the Company.

According to the Enterprise Law and the Company's Charter, the 2025 Annual General Meeting of Shareholders of Vietnam Sea Transportation and Chartering Joint Stock Company is eligible to proceed.

**2. Approving the list of presidium members**

The Presidium are as follows:

- Mr. Huynh Nam Anh Chairman of the Board of Directors – Chairperson
- Mr. Trinh Huu Luong Board of Directors' members
- Ms. Mai Thi Thu Van Board of Directors' members

The General Meeting voted 100% to approve the Presidium

**3. The Chairperson introduced the Secretary of the General Meeting, including:**

- Mr. Nguyen The Le Nhan Company Secretary
- Ms. Phan Thi Thanh Trang Specialist of Planning and Investment Department

#### 4. The General Meeting voted to approve the list of the Vote Counting Board:

- Mr. Pham Duc Hung Deputy Head of Technical and Material Department - Head of the Board
- Mr. Nguyen Hung Dung Deputy Director of VietGreen Branch
- Ms. Hoang Thi Dieu Linh Head of Technical Business Department of VietGreen Branch

The General Meeting voted 100% to approve the Vote Counting Board personnel.

#### 5. Approving the Agenda of the General Meeting

Mr. Huynh Nam Anh - Position: Chairman of the BOD, read the Agenda of the General Meeting.

The General Meeting voted 100% to approve the Agenda of the General Meeting.

#### 6. Approving the Rules of Procedure of the General Meeting

Mr. Huynh Nam Anh - Position: Chairman of the BOD read the Rules of Procedure of the General Meeting.

The General Meeting voted 100% to approve the Rules of Procedure of the General Meeting.

### PART II: CONTENT OF THE GENERAL MEETING

The General Meeting listened to the presentation and voted to approve the following contents:

#### **Content 1: Report of the Board of Directors for the year 2024**

- Presenter: Mr. Huynh Nam Anh - Chairman of the Board of Directors

#### **Content 2: Report of the General Director on the results of production and business activities in 2024 - business tasks in 2025**

- Presenter: Mr. Trinh Huu Luong - Board of Directors' members and General Director

Indicator	Unit	Plan 2024	Actual 2024	Actual 2024/ Plan 2024
1. Transportation Output	Million Tons	1,14	1,17	103%
2. Total Revenue (*)	Billion VND	637,87	736,55	115%
3. Profit (+)/Loss (-)	Billion VND	162,33	220,84	136%

(\*) **Note:** The total revenue target for 2024 includes revenue from financial processing and the sale of the Vien Dong 3 vessel.

#### **Content 3: Report of the Board of Supervisors on the results of inspection and supervision in 2024**

- Presenter: Ms. Vu Thi Diep - Head of the Board of Supervisors

#### **Content 4: Proposal for approval of the audited financial statements for 2024**

- Presenter: Ms. Mai Thi Thu Van - Board of Directors' members and Deputy General Director

#### **Content 5: Proposal of the production and business plan for 2025**

- Presenter: Mr. Le Duy Duong - Board of Directors' members

##### **1. Production and business plan for 2025**

Indicator	Unit	Plan 2025
1. Transportation Output	Million tons	1,26
2. Revenue from activities	Billion VND	795,51
3. Profit before tax	Billion VND	320,00

\* Note: 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 is still negative, the company has no profit distribution plan.

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

### *2.1- Investment plan and Approval of the Investment Project:*

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

- + Vitranschart Office Building with integrated office leasing
- + Estimated total investment: 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 Annual General Meeting Resolution, Vitranschart will develop a feasibility study and submit it 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.

Authorize the Vitranschart Board of Directors to approve the policy, investment decision, and implementation of 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 when conditions are favorable**

Request the General Meeting to authorize the Board of Directors to proactively consider and decide on adjustments to the production and business plan targets, and approve investment plans/policies/projects in accordance with the actual situation.

## **Content 6: Proposal on the payment of remuneration for the Board of Directors - Board of Supervisors in 2024 and the payment plan for 2025**

- Presenter: Mr. Nguyen Hoang Sang - Board of Directors' members

### **1. Approve the salary fund for the full-time Board of Directors, the remuneration paid in 2024 for the non-executive Board of Directors' members and Member of the Board of Supervisors 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/year;  
Supervisory Board remuneration fund: 156,000,000 VND/year. Executive Board of Directors' salary fund: 585,000,000 VND.

### **2. Proposed remuneration for non-executive Board of Directors' members and Members of the Board of Supervisors, and the projected payroll for executive Board of Directors in 2025 are as follows:**

- Board of Directors' members, Head of the Board of Supervisors: 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/year; Board of Supervisors remuneration fund: 156,000,000 VND/year. Executive Board of Directors' salary fund: 675,000,000 VND.

**Content 7: Proposal on the selection of the 2025 financial statement audit firm**

- Presenter: Ms. Nguyen Thi Phuong Thao – Head of the Board of Supervisors

The Board of Supervisors proposes a list of 03 independent audit firms that are qualified and capable of auditing the Company's 2025 Financial Statements as follows:

1. UHY Auditing & 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.

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

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

The Company's Board of Supervisors respectfully submits to the General Meeting of Shareholders for approval the proposed selection criteria and the list of audit firms mentioned above, authorizing the Company's Board of Directors to decide on the selection of an audit firm for the 2025 Financial Statements of Vietnam Maritime Transport and Chartering Joint Stock Company, ensuring quality, efficiency, and reasonable costs in accordance with legal regulations.

In the event of disagreement with the aforementioned audit firms regarding the audit schedule, scope, and fees, the Board of Directors shall select an audit firm from the list of audit firms approved to conduct audits for public interest entities in 2025, issued along with Decision 2730/QĐ-BTC dated 15/11/2024 of the Ministry of Finance, to audit the Company's 2025 Financial Statements.

**Content 8: Proposal on the dismissal and supplementary election of Board of Directors' members for the remaining term of 2023 – 2028.**

- Presenter: Mr. Trinh Huu Luong - Position: Board of Directors' members

**Content 9: Proposal on the dismissal and supplementary election of Members of the Board of Supervisors for the remaining term of 2023 – 2028.**

- Presenter: Ms. Mai Thi Thu Van - Position: Board of Directors' members

**PART III: SHAREHOLDERS' OPINIONS:**

**Shareholders have no opinion**

**ART IV: VOTING ON THE CONTENTS**

(Secret ballot method)

The Delegate Qualification Inspection Board reports the shareholder attendance at the 2025 Annual General Meeting of Shareholders, as of 10:00 on 28/03/2025: 38 shareholders and shareholder representatives, owning and representing shares with 43.438.064 voting rights, accounting for 62,9543 % of the total voting shares of the Company.

After listening to the contents of the Reports and Presentations, the General Meeting discussed and voted to approve the following contents:

**Content 1: Report of the Board of Directors for 2024**

The General Meeting voted and approved Content 1 with 100 % of the votes in favor.

**Content 2: Report of the Board of Directors on production and business results in 2024 and production and business tasks in 2025**

The General Meeting voted and approved Content 2 with 100 % of the votes in favor.

**Content 3: Report of the Board of Supervisors on inspection and supervision results in 2024**

The General Meeting voted and approved Content 3 with 100 % of the votes in favor.

**Content 4: Audited financial statements for 2024**

The General Meeting voted and approved Content 4 with 100 % of the votes in favor.

**Content 5: Proposal for the 2025 Production and Business Plan**

The General Meeting voted and approved Content 5 with 100 % of the votes in favor.

**Content 6: Remuneration settlement for the Board of Directors' members – Member of the Board of Supervisors in 2024 and payment plan for 2025**

The General Meeting voted and approved Content 6 with 100 % of the votes in favor.

**Content 7: Proposal for the selection of an audit firm for the 2025 financial statements**

The General Meeting voted and approved Content 7 with 99,9 % of the votes in favor.

**Content 8: Proposal for dismissal and supplementary election of Board of Directors' members for the remaining term of the 2023 – 2028 term**

The General Meeting voted and approved Content 8 with 100 % of the votes in favor.

**Content 9: Proposal for dismissal and supplementary election of Member of the Board of Supervisors for the remaining term of the 2023 – 2028 term**

The General Meeting voted and approved Content 9 with 100 % of the votes in favor.

**SECTION V: ELECTION  
(Secret ballot method)**

**1. Approval of the Regulations on nomination, candidacy, and supplementary election of Board of Directors' members, Member of the Board of Supervisors for the 2023 – 2028 term**

Mr. Pham Duc Hung - Head of the Vote Counting Board read the Regulations on nomination, candidacy, and supplementary election of Board of Directors' members, Member of the Board of Supervisors for the 2023 – 2028 term and guided Delegates to vote.

The General Meeting voted to approve the Regulations on nomination, candidacy, and supplementary election of Board of Directors' members, Member of the Board of Supervisors for the 2023 – 2028 term with a rate of: 100 % by raising Voting Cards.

**2. Results of the supplementary election of Board of Directors' members for the 2023 - 2028 term**

Based on the vote counting minutes of the Vote Counting Board on the election of 01 Board of Directors' members for nominated or self-nominated candidates, the vote counting results are as follows:

No.	Candidate's Full Name	Position applied/nominated	Number of votes	Percentage of votes
1	Nguyen Dinh Tu	Board of Directors' members	43.418.289	99,95%

### 3. Results of the supplementary election of Member of the Board of Supervisors for the 2023 - 2028 term

Based on the vote counting minutes of the Vote Counting Board on the election of 01 Member of the Board of Supervisors for nominated or self-nominated candidates, the vote counting results are as follows:

No.	Candidate's Full Name	Position applied/nominated	Number of votes	Percentage of votes
2	Phan Thi Thanh Trang	Board of Supervisors' members	43.436.737	99,99%

Thus, according to the regulations on cumulative voting, the list of successful candidates for the supplementary election of Board of Directors' members for the 2023 – 2028 term is as follows:

- **Mr. Nguyen Dinh Tu**

Thus, according to the regulations on cumulative voting, the list of successful candidates for the supplementary election of Member of the Board of Supervisors for the 2023 – 2028 term is as follows:

- **Ms. Phan Thi Thanh Trang**

### SECTION VI: APPROVAL OF THE MINUTES AND RESOLUTION OF THE GENERAL MEETING

Ms. Phan Thi Thanh Trang, on behalf of the Secretariat, read the Minutes and Resolution of the General Meeting.

The General Meeting voted and approved the full text of the Minutes and Resolution of the 2025 Annual General Meeting of Shareholders with 100% of the votes in favor.

This minutes is made into 02 copies and kept at Vietnam Maritime Transport and Chartering Joint Stock Company.

The meeting ended at 11:30 on the same day.

ON BEHALF OF THE SECRETARIAT

NGUYEN THE LE NHAN

ON BEHALF OF THE PRESIDUM

HUYNH NAM ANH