

DOCUMENTS OF THE ANNUAL GENERAL MEETING OF SHAREHOLDERS 2021 OF TRANSIMEX CORPORATION

THE AGENDA OF THE ANNUAL GENERAL MEETING OF SHAREHOLDERS 2021

Time: April 29th, 2021, from 7:30 AM to 11:00 AM (Welcome delegates from 8:30 AM).

Location: Sofitel Saigon Hotel, 17 Le Duan St., Ben Nghe Ward, Dist. 1, HCMC, Vietnam.

No.	Contents	Present
I	Opening: 08h30	
1	Statement of opening reasons, introducing the participants.	Organizing Committee
2	Report of verification results for status of shareholders who attend the General Meeting of Shareholder.	Chief of Supervisory Board
II	Approve for the Agenda of the General Meeting of Shareholders.	Organizing Committee
III	Approval of the Meeting’s Regulation.	Organizing Committee
IV	Approve for the report:	
1	The report of the Board of Directors in 2020 and the plan of 2021.	Chairman
2	The report of the Supervisory Board in 2020.	Chief of Supervisory Board
V	Approve for the proposal:	
1	Approve for the audited financial statements (consolidation) of the fiscal year 2020.	Organizing Committee
2	Approve for the proposal of selecting the auditing company for fiscal year 2019.	Organizing Committee
3	Approve for the proposal of the profit distribution for the fiscal year 2020, the plan for the fiscal year 2021 and fund of Board of Directors and Supervisory Board in 2021.	Organizing Committee
4	Approve for the proposal of continuing to implement the plan of private placement of shares.	Organizing Committee
5	Approve for the proposal of continuing to implement the plan of issuing convertible bonds.	Organizing Committee
6	Approve for the proposal of supplementation and change of business lines on the business registration certificate.	Organizing Committee
7	The proposal on the approval of the Charter, the Internal regulations on company administration, Regulations on operation of the Board of Directors and Regulations on operation of the Supervisory Board of	Organizing Committee

No.	Contents	Present
	Transimex Corporation.	
8	The proposal on the approval of the Regulations on operation of the Board of Controllers of Transimex Corporation.	Organizing Committee
9	The proposal of approving contracts and transactions between the company and related persons.	Organizing Committee
VI	Discussing and voting.	
Breaking 15 minutes		
VII	Announcing the results of counting votes.	Election Board
VIII	Approve for the Resolution of the meeting.	Secretary

Components of the chair:

- | | | | |
|----|-------------------|----------------------------------------|------------|
| 1. | Mr. Bui Tuan Ngoc | - Chairman | - Chairman |
| 2. | Mr. Le Duy Hiep | - Vice Chairman;
- General Director | - Member |

Components of the Vote counting board:

- | | | | |
|----|-----------------------------------------------------|----------------------------------------------|--------------------------------|
| 1. | Mr. Nguyen Cong Hieu | - Manager of Investment and Management Dept. | - Chief of Vote counting board |
| 2. | Mr. Tu Vi Tri | - Deputy of Financial Dept. | - Member |
| 3. | Mr. Tran Quang Hoa | - Manager of IT Dept. | - Member |
| 4. | And the technical supports the vote counting board. | | |

REGULATIONS ON PROCEDURES FOR THE ANNUAL GENERAL MEETING OF SHAREHOLDERS 2021

The Company referred to the regulations on procedures for the Annual General Meeting of Shareholders in Appendix II of the Circular 116/2020/TT-BTC - guidelines for implementation of some articles on administration the public companies in the government's Decree No. 155/2020/ND-CP dated December 31, 2020, elaborating some articles of the Law on Securities hereof to formulate the Regulations on procedures for the annual general meeting of shareholders 2021, in accordance with the Law on Enterprises and the current Charter; ensuring compliance in accordance with the provisions of law, the principles of publicity, democracy and legal rights of Shareholders.

REPORT OF THE BOD ON THE 2020 BUSINESS RESULTS AND THE 2021 BUSINESS PLAN

I. BUSINESS RESULTS OF THE CORPORATION IN 2020

In 2020, the BOD (the “Board”) and the Executive Board always stuck to the Corporation’s set business objectives and took measures to improve the quality and diversity of services, and develop services with great development potential.

The (consolidated) operating results of Transimex in the fiscal year 2020 are as follows:

Unit: VND million

No	Item	2019 Result	2020 Result	2020 Result vs 2019 Result
1	Net revenue	2,340,091	3,418,341	146.08%
2	Profit before tax (FBT)	256,285	353,929	138.10%
3	Revenue of FBT to total revenue	10.95%	10.35%	

II. ACTIVITIES OF THE BOARD IN 2020

1. Members and the structure of the Board:

The Annual General Meeting of Shareholders (AGM) convened on April 20, 2018 elected the Board for its fifth tenure (2018-2023) consisting of seven members, and then elected its Chairman and Deputy Chairman.

As Mr. Vu Cuong, a Board Member, had resigned from office, the AGM April 27, 2020 elected Mr. Charvanin Bunditkitsada as a new member of the Board. The list of members of the Board as of December 31, 2020 is as follows:

No	Full name	Title	Holding of voting shares as at 31/12/2020
1.	Bui Tuan Ngoc	Chairman	0.65%
2.	Le Duy Hiep	Deputy Chairman	0.49%
3.	Vu Chinh	Member	0.52%
4.	Charvanin Bunditkitsada	Member	0
5.	Masafumi Inoue	Member	0
6.	Nguyen Bich Lan	Member	0.16%
7.	Bui Minh Tuan	Member	15.70%

The Committees under the Board are as follows:

- Committee for PERSONNEL AND WAGE AND BONUS
- Committee for BUSINESS ADMINISTRATION AND FINANCE
- Committee for INVESTMENT AND DEVELOPMENT POLICIES
- Committee for JOINT VENTURE AND ASSOCIATION

2. Activities of the Board in 2020:

- In order to perform the tasks assigned by the AGM, the Board carried out activities under the provisions of the Corporation’s Charter and in compliance with the Enterprises Law and other applicable laws;

- All meetings of the Board were held and conducted in accordance with the Corporation's Charter, and was attended by the Executive Board, the head of the Supervisory Board, the Chief Financial Officer and Chief Accountant;
- The Board directly discussed and decided on the affairs to be submitted to the General Meeting of Shareholders for voting at the AGM. The Board also decided on other issues within its authority, approved the General Director's report, and listened to his report on the Corporation's business situation and results;
- The voting results showed a high consensus on the above affairs. All the minutes and resolutions of the Board have been agreed by its members and have been kept and disclosed in accordance with relevant regulations.
- Specifically, the Board held 09 meetings and issued 32 decisions in 2020, concretely as follows:
 - + 07 decisions concerning organizational structure, staffing and the wage fund;
 - + 13 decisions regarding financial investment and other financial activities;
 - + 05 decisions on investment in and development of logistics services; and
 - + 07 decisions on other operations of the Corporation.
- Regarding the organizational structure, staffing and wage fund, the Board has issued the decisions on the following issues:
 - (1) Approval of the change of the location of operations of Transimex Branch in Hai Phong;
 - (2) Appointment of Deputy General Director of Transimex Corporation;
 - (3) Approval of the Statement on 2019 Wage Fund Balance and Wage Plan for 2020;
 - (4) Appointment of Supervisors at Transimex Hi Tech Park Logistics Co., Ltd.;
 - (5) Approval of the establishment of the Information Technology Department;
 - (6) Approval of the change of the location of operations of Transimex Branch in Da Nang;
 - (7) Approval of the Statement on change of the name of TMS Barging Transport Service Center to Transimex Inland Warterway Transport Center.
- In respect of financial issues, the Board kept close control over cash flows, minimized the cost of capital use, used of capital sources effectively, re-structured the investment portfolio and cut down ineffective investment portfolio, and timely arranged financial resources for the Corporation's projects. The Board also adopted and carried out the following works:
 - (1) Approval of the implementation of contents related to asset transaction of one of the member companies wholly owned by Transimex, including the establishment of a legal entity in the form of one member limited liability company to perform deals. The BOD authorizes the Chairman of the Board to direct the implementation of the contents approved by the BOD;
 - (2) Approval of the borrowing of working capital from the banks. The BOD authorizes the General Director to implement the contents approved by the BOD and implement the procedures to sign agreements, contracts and related documents with banks in accordance with the law;
 - (3) Approval of the borrowing of working capital from financial institutions, the BOD authorizes the General Director to organize the implementation of the plan approved by the BOD and implement the procedures to sign agreements, contracts and related documents with banks, financial institutions in accordance with legal regulations;
 - (4) Approval of the loan issue of Ryobi Holding Co., Ltd.;

- (5) Approval of the second conversion plan of TMSCB2017 bonds;
 - (6) Approval of the plan of short-term loans and the guarantee of Transimex Hi Tech Park Logistics Co., Ltd. to borrow short-term loans at banks;
 - (7) Approval of the detailed plan for private placement of shares to the investors approved by the General Meeting of Shareholders;
 - (8) Approval of the statement for adjustment of securities under the ESOP 2019;
 - (9) Approval of guarantee for Vinh Loc Logistics Corporation to borrow medium and long term loans to invest in the Vinh Loc Logistics Center project (Phase 1);
 - (10) Approval of guarantee for Vinafreight borrow loan at Vietcombank – Ho Chi Minh City Branch;
 - (11) Approval of the report on borrowing loans from other banks;
 - (12) Approval of the report on guarantee for Transimex Hi Tech Park Logistics Co., Ltd. at Vietinbank – Branch 1;
 - (13) Approval of the plan for dividend payment in 2019.
- In respect of making investments in companies of the same industry to develop the Corporation’s logistics service business, the Board made the following decisions:
- (1) Approval of the policy on investment in an inland container depot in Northern Vietnam. The BOD authorizes its Chairman and the Executive Board to prepare a detailed plan and submit it to the BOD;
 - (2) Approval of the policy on capital contribution to Thang Long Logistics Service Corporation to invest in a new logistics center project in Northern Vietnam. The BOD authorizes the Chairman of the Board to carry out the necessary procedures to complete the capital contribution;
 - (3) Approval of the purchase of 1,000,000 shares of Vinalink Logistics JSC. The General Director of the Company was assigned to implement the purchase in compliance with relevant law;
 - (4) Approval of the investment plan to increase the ownership of shares of Vinatrans Da Nang. The BOD assigns the General Director to implement the approved contents in accordance with the law;
 - (5) Approval of the increase in ownership of shares at Vinatrans Da Nang.
- And the other issues as follows:
- (1) Approval of the increase in charter capital of Transimex Hi Tech Park Logistics Co., Ltd.;
 - (2) Approval of the plan to hold the 2020 General Meeting of Shareholders of Transimex Corporation and the last date of registration to finalize the list to attendees of the General Meeting of Shareholders;
 - (3) Approval of the extension of the organization of the 2020 Annual General Meeting of Shareholders (AGM) of Transimex Corporation;
 - (4) Approval of the contents to be submitted to the 2020 AGM;
 - (5) Approval of the General Director’s Report on service business activities in 2019 and the business plan for 2020;
 - (6) Approval of the report on selection of an auditing company for the Corporation’s financial statements for the year 2020;
 - (7) Approval of the new logo and the new brand identity system of Transimex Corporation.

As required for listed companies, the Board have submitted its 6-month and annual reports to the State Securities Committee and the Ho Chi Minh City Stock Exchange, as well as posted them on

the Corporation’s website so that all shareholders can read them. This helped improve the transparency in corporate governance and enable shareholders to understand the Corporation’s operating situation.

III. RESULTS OF IMPLEMENTATION OF THE 2020 AGM'S RESOLUTION

Decisions of the AGM	Result
The 2019 profit distribution plan and the plan of profit distribution for 2020.	The 2019 profit distribution plan has been carried out.
Supplements and changes to be made to the Corporation’s business lines stated in its Business Registration Certificate.	The registration of such supplements and changes has been carried out.
Issuance of convertible bonds.	The issuance has been done.
Plan for private placement of shares in case the ownership ratio of foreign investors exceeds the maximum limit of 49%, which may arise during the second phase of conversion of TMSCB2017 bonds in June 2020.	The plan has been done.
Continuing to implement the plan for private placement of shares (15% of the outstanding shares) and adjust some points in the plan.	<p>The plan has yet to be implemented since the epidemic somewhat restricted the contact with investors, especially foreign ones. However, besides foreign investors, the Corporation has also discussed the plan in meetings with a number of domestic investors, investment funds and even individual investors with financial potential.</p> <p>The general comment after such discussions and meetings is that the above plan for private placement of shares is still feasible and remains a potential channel to mobilize capital for the Corporation’s investment and development plans. Therefore, it is expected that the plan will be submitted to the 2021 AGM so that it will continue to be implemented in 2021 and 2022.</p>
Selection of an auditor for the fiscal year 2020.	A&C Auditing and Consulting Co., Ltd. has been selected.
Amendment and supplement of the Company Charter	This has been done.
Amendment and supplement of the internal governance regulation of the Corporation.	This has been done.

IV. THE BOARD’S SUPERVISION OF AND SUPPORT FOR THE EXECUTIVE BOARD’S ACTIVITIES

The supervision by the Board over the Executive Board’s activities was carried out through the Board questioning the Executive Board on business results at their regular meetings, and through many other activities. The Board always supervises the implementation of the business plan for

2020; strengthen corporate governance, internal control and risk control in the Corporation. The Chairman of the Board regularly attended weekly briefings of the Corporation, always supervised and timely directed the business activities of the Corporation.

The Board authorized the Executive Board to implement all resolutions adopted by the Board, and the Executive Board reported the implementation results to the Board.

The Board has the following comments on the performance of the Executive Board’s duties in 2020:

- In 2020, although the entire world and the whole country were strongly affected by the COVID-19 pandemic, the Executive Board has directed the Company to successfully perform the business plan to achieve high growths of revenue and profits compared to the results of last year and the 2020 plan.
- Executive Board implemented all the resolutions of the AGM and the Board fully and properly, and developed investment projects of the Company actively and put them into operation with high efficiency.
- The Executive Board operated the Company in accordance with its functions and duties, internal management regulations, the Corporation’s Charter and relevant laws and regulations.
- The Executive Board implemented all construction projects in accordance with the Corporation’s procedures and regulations, and in compliance with the Resolution of the Board and the AGM.
- The Executive Board controlled financial activities effectively, ensuring sufficient funding for investment and business development activities.
- The Executive Board performed information disclosure strictly and properly.
- The Executive Board strictly and fully complies with regulations on periodic or extraordinary reporting to State management agencies.
- The Executive Board paid great attention to staff training, and improved management and professional capacity of the Corporation’s employees.
- The Executive Board has implemented the change of the Corporation’s logo and brand identity system, creating a very good impression on customers and partners.

V. REMUNERATION OF THE BOARD’S MEMBERS IN 2020

No.	Full name	Title	Remuneration	Bonus	Total	Remark
1	Bui Tuan Ngoc	Chairman	66%	34%	100%	
2	Le Duy Hiep	Deputy chairman	55%	45%	100%	
3	Vu Chinh	Member	64%	36%	100%	
4	Charvanin Bunditkitsada	Member	100%	0%	100%	
5	Masafumi Inoue	Member	94%	6%	100%	
6	Nguyen Bich Lan	Member	93%	7%	100%	
7	Bui Minh Tuan	Member	64%	36%	100%	

VI. THE BOARD’S BUSINESS PLAN IN 2021

1. To strive to achieve the following business targets set for the fiscal year 2021 as follows:

No.	Target	Amount (VND million)
1	Net revenue	3,314,613
2	Profit before tax	405,233
3	Dividend (in cash and/or shares)	20%

2. To successfully organize the 2021 AGM and submit to the AGM issues within the authority of the AGM for approval;
3. Supporting the Executive Board in implementing measures to overcome difficulties and recover soon after the COVID-19 pandemic;
4. To continue implementing a sustainable logistics development strategy by developing green logistics, perfecting and expanding the logistics service supply chain across the country, and focusing investment on the Corporation's core business lines;
5. Maximizing the efficiency of the Da Nang Transimex Logistics Center, the Logistics Center in the Ho Chi Minh City Hi-Tech Park and the Thang Long Logistics Center in Hung Yen Province;
6. Continuing to develop business at the Thang Long Logistics Center, and implementing phase 2 of the Thang Long Logistics Center project;
7. Focusing on business development and restructuring both services and personnel organization in companies where Transimex is a dominant shareholder in Hai Phong area, such as Transportation and Trading Services JSC (TJC) and Marine Supply and Engineering Services JSC (MAC);
8. Participating in the construction project of Vinatrans Hoa Cam Cold Storage as well as preparing for the service operation after this facility is put into use;
9. Continuing to effectively cooperate and coordinate with joint ventures, associated companies and subsidiaries such as Vinafreight Corporation, Nippon Express (Vietnam) Co., Ltd., etc.... to perfect the logistics service supply chain in general;
10. Continuing to coordinate with strategic partners to implement the Vinh Loc Logistics Center project;
11. To coordinate with the Corporation's major shareholders with the same business lines to develop and create new services for the Corporation;
12. To continue making investments in companies of the same industry that have development potentials and provide supporting services for the Company; and to cooperate with these companies to build warehouses and yards efficiently;
13. To effectively manage investments in joint ventures and associated companies through connection of services, business cooperation and participation in governance activities, etc. in order to improve investment efficiency;
14. To continue directing and supporting the Executive Board to seek new projects, research and invest in logistics centers and warehouses in potential positions and improve the logistics service supply capacity of the Company to perfect its nationwide logistics service supply chain, especially in key provinces and cities;
15. To implement activities to enhance risk management efficiency in the Company's business operations;
16. To continue boosting the application of modern information technology systems in business operations, warehouse management, cost management, etc.;
17. To focus on the human resource development policy by promoting the training, development and planning of the Company's human resources, with a view to consider human resources as an important factor that ensures the sustainable the Corporation's sustainable development in the next year as well as in the future.

The Board highly appreciates and thanks the Executive Board and all the staff members of the Company for their contributions to the successful implementation of the Corporation's business plan in 2020. The Board will join the Executive Board in taking measures to minimize the impacts of the COVID-19 pandemic and fulfill the 2021 business plan.

REPORT OF THE SUPERVISORY BOARD FOR 2020

Based on the Supervisory Board's duties, powers and responsibilities as specified in the Charter of Transimex Corporation,

The Supervisory Board respectfully presents its 2020 Business Performance Evaluation Report to the 2021 Annual General Meeting of Shareholders ("the AGM") as follows:

1. The Supervisory Board's operations and remuneration:

The Supervisory Board consists of three members:

- Ms. Le Thi Ngoc Anh: Head of the Board
- Ms. Phan Phuong Tuyen: Member
- Ms. Nguyen Kim Hau: Member

In 2020, the Supervisory Board has held regular meetings and representatives of the Supervisory Board have attended all meetings of the Board of Directors of the Corporation.

The Supervisory Board focused its activities on the following key areas:

- Supervising the compliance with legal regulations in the management of the Corporation and implementation of the resolutions of the AGM and those of the Board of Directors;
- Supervising the Company's investment activities as well as its use and management of capital;
- Verifying the quarterly and annual financial statements to evaluate the truth and reasonableness of the financial data, based on the current accounting system and standards, and financial policies;
- Proposing the AGM to approve the plan for selection of an independent auditor to audit the Corporation's 2020 financial statements;
- Performing other tasks according to its functions and duties.

Remuneration of the Supervisory Board: The remuneration is paid under the Corporation's regulations and within the limit approved by the AGM. Specific details are as follows:

- Head of the Board: VND 7,500,000 per month.
- Member of the Board: VND 6,000,000 per month.

2. Results of Supervision of the activities by the Board of Directors and by the Executive Board:

a. Activities of the Board of Directors:

The Board of Directors held nine physical and online meetings in 2020 in accordance with the Corporation's operational statute as well as its Charter's regulations on quarterly, annual and extraordinary meetings (when necessary). The Supervisory Board assesses that the Board of Directors' activities have timely met the Corporation's business needs by issuing important decisions on corporate governance and development orientation. The Board of Directors issued nine resolutions and they have been implemented promptly by the Executive Board.

b. Activities of the Executive Board

Despite the impacts of the COVID-19 pandemic, the Executive Board made great efforts in 2020 to achieve outstanding business results, with both the revenue and profit of the group registering their year-on-year growths.

In addition, with the direction of the Board of Directors, the executive boards of the companies in the group coordinated in mutual use of services of each other, such as domestic and international transportation services, warehouse services, etc. in order to enhance business efficiency.

3. Evaluation of financial statements and financial activities in 2020:

The Corporation's financial statements give a true and fair view of its operations in accordance with the accounting standards of the current corporate accounting system.

The Corporation's operating results in the fiscal year 2020 are as follows:

Unit: VND Billioun

No.	Item	2020 Plan	2020 Result	2019 Result	2020 Result compared to	
					2020 Plan	2019 Result
1	Total revenue	2,279	3,241	2,349	150%	146%
2	Profit before tax	368	354	256	96%	138%

In spite of the COVID-19 impacts, all companies of the group tried their best to achieve positive operating results, with both revenue and PBT of the group in 2020 increased by 38% compared to 2019. However, the Corporation saw its 2020 FBT behind its plan because it has yet to complete the transfer of Transimex DC Co., Ltd. (the profit of which was included in the previous financial profit plan).

In 2020, the Corporation has successfully issued VND150 billion worth of non-convertible 3-year bonds at interest rate of 6.9% per year. The proceeds from this bond issue have mainly been invested in the Thang Long Logistics Service Corporation, the solar energy system at the Transimex ICD, and building new barges, etc.

4. Conclusions and recommendations:

- a. Conclusion: Based on its supervision results, the Supervisory Board has an opinion that the Corporation's operations during 2020 took place in compliance with applicable laws, the AGM's resolutions and those of the Board of Directors. The Corporation's information publication in 2020 was also in line with regulations applied to listed companies.
- b. Recommendations: With a view to boost the Corporation's development towards achieving the 2021 targets, the Supervisory Board would like to give the following recommendations:
 - The Corporation should continue improving regulations to ensure compliance with new changes of current laws.
 - The Corporation should strengthen internal inspection and management of risks facing the Group's companies in their business activities to improve its overall operating efficiency.

The above content is the Supervisory Board's report to the 2021 AGM for the fiscal year 2020. The Board hereby expresses its sincere thanks to the Board of Directors, the Executive Board and all the units of Transimex Corporation for creating favorable conditions for the Supervisory Board to fulfill its duties during the past year.

APPROVE FOR THE AUDITED FINANCIAL STATEMENTS (CONSOLIDATION) OF FISCAL YEAR 2020

Pursuant to the Enterprise Law No. 59/2020/QH14 approved by the National Assembly of the Socialist Republic of Vietnam date Jun 17th 2020; takes effect on January 01, 2021;

Pursuant to the Corporation's Current Charter;

Sincerely presents to the General Meeting of Shareholders for approval of the Company's financial statement of fiscal year 2020 which has been audited by Auditing and Consulting Company Limited (A&C).

Audited financial statements for the fiscal year 2020 were published on the Company's website and included in the documents of the General Meeting of Shareholders.

APPROVE FOR THE PROPOSAL OF SELECTING THE AUDITING COMPANY FOR FISCAL YEAR 2021

Pursuant to:

- Enterprise Law No. 59/2020/QH14;
- The Law on Securities No. 54/2019/QH14;
- The Transimex Corporation’s Current Charter.

According to the regulation, the selection of an Auditing Company for a public company must be satisfied the following conditions:

- (1) The Auditing Company is on the list of approved auditing companies for the public interest companies in 2021.
- (2) Having reputation and prestige to enhance credibility and trust for reading of corporation’s financial statements;
- (3) Must be elected by Shareholders in Annual General Meeting of Shareholders;
- (4) The reasonable auditing cost.

To enable the Board of Management to actively choose an independent Audit Company for fiscal year 2021 with the most reasonable conditions. The Supervisory Board of Transimex Corporation sincerely presents to General Meeting of Shareholders about authorizing the Board of Management to select an independent Auditing Company for fiscal year 2021 based on the criterions of commitment, professionalism, resources, cost, and other necessary criterions that is approved and allowed to audit the listed companies by The State Securities Commission of Vietnam. Some independent auditing companies as following details:

- Auditing and Consulting Co., Ltd. (A&C);
- PricewaterhouseCoopers (Vietnam);
- Ernst & Young Vietnam Co., Ltd;
- Deloitte Vietnam;
- KPMG Vietnam.

THE PROPOSALS FOR THE PROFIT DISTRIBUTION FOR THE FISCAL YEAR 2020 AND THE PLAN FOR THE FISCAL YEAR 2021

Pursuant to Business Plan in 2021,

Sincerely presents to the AGM to approve the planning of profit distribution for fiscal year 2021 as follows:

1. Report of profit distribution for fiscal year 2020:

No.	Items	Amount (VND)
1	Realized Profit (Fiscal year 2020)	
1.1	Profit before tax (consolidated)	353,928,649,976
1.2	Business income tax	32,299,429,827
1.3	Profit after tax (consolidated)	321,629,220,150
1.4	Profit after tax (consolidated of Parent Company)	313,311,859,291
2	Profit Distribution	

No.	Items	Amount (VND)
2.1	Appropriation for business promotion fund tax	19,962,000,000
2.2	Appropriation for bonus fund	4,700,000,000
2.3	Appropriation for welfare fund	10,134,000,000
2.4	Appropriation for The BOM's Fund and BOS	3,789,000,000
2.5	Commendation and Reward: Appropriation for the excess plan (5% of consolidated profit after tax) to the Board of Directors, Executive Board, and key staffs of company	449,000,000
2.6	Dividend payment in 2020: 20% of Charter capital, in which: 5% in cash and 15% in shares	162,890,970,000
3	Consolidated retained earnings	111,386,889,291

2. The planning of profit distribution in 2021:

No.	Items	Amount (VND)
1	Profit before tax (consolidated)	405,233,000,000
2	Business income tax	57,623,000,000
3	Profit after tax (consolidated)	352,491,000,000
4	Profit after tax (consolidated of Parent Company)	349,523,000,000
5	Appropriation for business promotion fund tax	36,973,000,000
6	Dividend payment in 2021: 20% of Charter of Capital; Methods of dividend payment: cash and / or share	187,379,388,000
7	Consolidated retained earnings	125,170,612,000
8	Commendation and Reward: Reward the Board of Directors, Board of Supervisory, Board of Management, key personnel of the Company 5% of the excess plan of consolidated profit after tax.	

3. Fund of BOM and BOS: 1,3% profit before fund of BOM and BOS and tax).

4. Authorization for Board of Directors:

- Deploying cash dividend payment, deciding and implementing the plan to pay dividends in shares in 2020, commendation and reward 5% of the excess of consolidated profit after tax plan according to the law.
- Completing the registration documents for additional depository and listing after paying dividends in shares.
- Selecting the appropriate time to carry out the additional depository and listing registration after obtaining the HOSE approval.
- Making changes to the Charter capital on the Company's Business Registration Certificate.

THE PROPOSAL OF CONTINUING TO IMPLEMENT THE PLAN OF PRIVATE PLACEMENT OF SHARES

Pursuant to:

- *Enterprise Law No. 59/2020/QH14;*
- *The Law on Securities No. 54/2019/QH14;*
- *Decree No. 155/2020/ND-CP;*
- *Charter of Transimex Corporation;*
- *The Resolution of the General Meeting of Shareholders No. 01/2020/NQ.DHCD-TMS.*

To submit to the General Meeting of Shareholders for approval of the continued implementation of the share private placement plan approved in Article 7 of the Resolution No. 01/2020/NQ.DHCD-TMS: to privately offer a maximum number of shares equal to 15% of the total number of outstanding shares at the time of offering of the Company.

In 2020, due to the impact of the epidemic situation, the contact with investors, especially foreign ones, is somewhat limited. Besides foreign investors, the Company has worked and discussed with some of domestic institutional investors, investment funds and domestic individual investors who have financial potential. The general judgment after many discussions is that the above private placement plan is still feasible and potential for raising capital for investment and development plans of the Company. Therefore, respectfully submit to the General Meeting of Shareholders for approval to continue implementing the offering plan in 2021 and 2022.

THE PROPOSAL OF CONTINUING TO IMPLEMENT THE PLAN OF ISSUING CONVERTIBLE BONDS

Pursuant to:

- *The Enterprise Law No. 59/2020/QH14;*
- *The Law on Securities No. 54/2019/QH14;*
- *Decree No. 155/2020/ND-CP;*
- *Charter of Transimex Corporation;*
- *The Resolution of the General Meeting of Shareholders No. 01/2020/NQ.DHCD-TMS (hereinafter referred to as Resolution 01/2020),*

Sincerely presents to the AGM to approve for approval the following contents:

1. Continue to implement the plan to offer 200 billion Dong of convertible bonds to existing shareholders according to the content approved by the General Meeting of Shareholders in Article 6 of Resolution 01/2020.
2. In order to ensure capital resources for investment opportunities expanding the Company's business, as well as to ensure benefits of shareholders, submit to the General Meeting of Shareholders for approval to adjust a number of points of the offering plan was approved in Article 6 of Resolution No. 01/2020 / NQ.DHCD-TMS, details are as follows:

No	Item	Contents in Article 6 of Resolution No. 01/2020	Proposed amendments	Reasons for amendment
1	Total volume of bonds offered.	Total volume of bonds offered: 2,000,000 bonds (Two million bonds), equivalent to VND 200,000,000,000 (Two hundred	Total volume of bonds offered: 2,000,000 bonds (Two million bonds), equivalent to	Issuing in one phase to meet the progress of project

No	Item	Contents in Article 6 of Resolution No. 01/2020	Proposed amendments	Reasons for amendment
		billion Dong) (calculated at par value). + Phase 1: Expected 1,000,000 bonds. + Phase 2: Expected 1,000,000 bonds.	VND 200,000,000,000 (Two hundred billion Dong) (calculated at par value).	investment deployment.
2	Expected issuing date	Expected issuance date: 2020 and 2021, after obtaining approval from the State Securities Commission. Phase 1: Quarter 4, 2020. + Phase 2: Quarter 3, 2021.	Expected issuing time: In 2021 and 2022, after obtaining approval from the State Securities Commission.	
3	Issuing ratio for existing shareholders	Issuance rate for existing shareholders: + Expected to be 90: 1 (1 share is equivalent to 1 right, 90 rights can buy 1 convertible bond at the price of 100,000 VND /bonds). + Issuance rate for existing shareholders depends on the number of outstanding shares at the time of issue and the actual number of bonds issued in each phase.	Issuance rate for existing shareholders: + Expected to be 40.72: 1 (Shareholders owning 40.72 shares will have the right to buy 1 convertible bond at the price of 100,000 VND/bond). + Issuance rate for existing shareholders depends on the number of outstanding shares at the time of issue and the actual number of bonds issued.	The increase in issuance rate is mainly due to the offering was not split in two phases.
4	Rights for conversion	Rights for conversion: + Bondholders are entitled to convert 50% of the bonds on the first full year since the issuance date of such issuance and the remaining 50% on the maturity date of the bonds. + Bondholders may not perform or perform partial conversion. + The number of bonds to be converted for each bondholders on the first full year since the issuance date of the issuance will be rounded down to the unit. The remainder of the odd bonds (if any) will be accumulated and will have the	Rights for conversion: + Bondholders are entitled to convert 50% of the bonds on the first full year since the issuance date and the remaining 50% on the maturity date of the bonds. + The conversion of bonds into shares at the above points of time will be executed for the entire amount of bonds held by bondholders that have the right to convert at the time of conversion, regardless	In order to ensure that there are no violations of regulations on foreign investors' ownership ratio in converting bonds into shares.

No	Item	Contents in Article 6 of Resolution No. 01/2020	Proposed amendments	Reasons for amendment
		<p>right to convert or pay the non-convertible principal on the next conversion date.</p> <p>+ The principal of the non-convertible bond will be paid to shareholders on the first full year from the date of issuance and the maturity date of the bond.</p> <p>+ Shares received by the bondholders when converting bonds will be listed and traded on the Stock Exchange.</p> <p>+ The General Meeting of Shareholders authorizes the Board of Directors to redistribute the Conversion Rights arising due to the bondholders do not carry out the conversion, to ensure to meet the regulations on the ownership ratio of foreign investors, in accordance with the applicable laws in converting bonds into shares.</p>	<p>of the request of bondholders.</p> <p>+ The number of bonds to be converted for each bondholders on the first full year since the issuance date of the issuance will be rounded down to the unit. The remainder of the odd bonds (if any) will be accumulated and will have the right to convert on the next conversion date.</p> <p>+ Shares received by the bondholders when converting bonds will be listed and traded on the Stock Exchange.</p>	
5	Principal repayment	<p>+ In case the bondholder does not exercise the conversion right, the Issuer shall pay the amount of principal corresponding to the portion of un-converted convertible bonds.</p> <p>+ Principal of bonds, after subtracting the value of bonds converted to shares, will be rounded down to thousands of Dong.</p>	<p>Based on the plan for conversion, bondholders are obliged to convert the entire amount of convertible bonds at the time of conversion. The Issuer does not make payment for the principal of the bonds at each time of conversions.</p>	<p>Derived from the modification of the Rights for conversion plan.</p>

3. Adding the following items in Article 6 of Resolution 01/2020 to ensure that the issuance plan is consistent with current regulations on bond public offering:

- Priority for payment: In case of bankruptcy, insolvency or asset liquidation of the Issuer, bondholder's right to claim the payment will be resolved only after claims of other preferred creditors of the Issuer (if any), but will at least be equal to the right to claim payment of other secondary liabilities, existing or arising, to be paid by the Issuer;
- Plan to compensate for the shortage of capital expected to raise from the offering to implement projects:
- In case the success rate of the issuance is lower than 70%, the Company will implement each or all the solutions simultaneously to arrange capital sources for projects, details are as

follows:

- Increase the ratio of loan financing of the projects.
- Raise additional capital via the straight bond issuance.
- Call for the participation of other sources of capital to invest in the projects.
- Adjust the progress of project implementation.

4. The General Meeting of Shareholders authorizes the Board of Directors to:

- Amend and supplement the application documents for the issuance (including the plan of issuance) according to the recommendation or request of State agencies.
- Adjust the plan to use capital raised from the issuance based on the actual business operations and investment of the Company in accordance with the law, and report to the General Meeting of Shareholders at the nearest meeting.
- Decide all other related issues arising in the process of issuing convertible bonds to existing shareholders.

THE PROPOSAL OF SUPPLEMENTATION AND CHANGE OF BUSINESS LINES ON THE BUSINESS REGISTRATION CERTIFICATE

Respectfully submit to the AGM for approval of amending and supplementing the business lines of Company as follows:

1. Amending the business line, detail are as follows:

Registered business lines:

Industry name	Industry code
Wholesale of other household products. Detail: Trading in wooden housewares, ceramic, porcelain, fine art handicraft articles, rubber products, bamboo/leaf products, factory-made products, textile and leather products, interior decoration products.	4649

Adjusted to the following information:

Industry name	Industry code
Wholesale of other household products. Detail: Trading in wooden housewares, ceramic, porcelain, fine art handicraft articles, rubber products, bamboo/leaf products, factory-made products, textile and leather products, interior decoration products, Wholesaling of pharmaceutical products, vaccine and medical equipment.	4649

2. Supplementing the business lines, detail are as follows:

No.	Business line	Industry code
1	Processing and preserving of meat and meat products	1010
2	Retail sale of pharmaceutical and medical goods, cosmetic and toilet articles in specialized stores	4772

Reason of supplementation:

- Business code 1010: to expand the business of supplying slicing service of frozen meat at the cold storage in ICD.

- Business code 4772: to expand the business of supplying the service of storage, preservation and distribution of pharmaceutical products. The new additional detailed business lines of Corporation are expected to register:
3. Authorizing the Chairman carries out the legal procedures to supplement and change the above mentioned business lines.

THE PROPOSAL ON THE APPROVAL OF THE CHARTER, THE INTERNAL REGULATIONS ON COMPANY ADMINISTRATION AND THE REGULATIONS ON OPERATION OF THE BOARD OF DIRECTORS OF TRANSIMEX CORPORATION

Pursuant to the Law on Securities dated November 26, 2019;

Pursuant to the Law on Enterprises dated June 17, 2020;

Pursuant to the Government's Decree No. 155/2020/ND-CP dated December 31, 2020 elaborating some Articles of the Law on Securities;

Pursuant to Circular No. 116/2020/TT-BTC guidelines for implementation of some articles on administration a public companies in the Government's Decree No. 155/2020/ND-CP dated December 31, 2020 elaborating some articles of the law on securities;

Sincerely presents to the AGM to consider and approve through the Charter, the Internal Regulations on company administration and the Regulations on operation of the Board of Directors of Transimex Corporation.

1. The Company referred to the Charter, the Internal Regulations on company administration in Appendix I, Appendix II of the Circular 116/2020/TT-BTC - guidelines for implementation of some articles on administration the public companies in the government's Decree No. 155/2020/ND-CP dated December 31, 2020;
2. The Company referred to the Regulations on operation of the Board of Directors in Appendix III of the Circular 116/2020/TT-BTC - guidelines for implementation of some articles on administration the public companies in the government's Decree No. 155/2020/ND-CP dated December 31, 2020.

THE PROPOSAL ON THE APPROVAL OF THE REGULATIONS ON OPERATION OF THE BOARD OF CONTROLLERS OF TRANSIMEX CORPORATION

Pursuant to the Law on Securities dated November 26, 2019;

Pursuant to the Law on Enterprises dated June 17, 2020;

Pursuant to the Government's Decree No. 155/2020/ND-CP dated December 31, 2020 elaborating some Articles of the Law on Securities;

Pursuant to Circular No. 116/2020/TT-BTC guidelines for implementation of some articles on administration a public companies in the Government's Decree No. 155/2020/ND-CP dated December 31, 2020 elaborating some articles of the law on securities;

Sincerely presents to the AGM to consider and approve through the Regulations on operation of the Board of Controllers of Transimex Corporation.

The Supervisory Board referred to the Regulations on operation of the Board of Controllers in Appendix IV of the Circular 116/2020/TT-BTC - guidelines for implementation of some articles on administration the public companies in the government's Decree No. 155/2020/ND-CP dated December 31, 2020.

THE PROPOSAL OF APPROVING CONTRACTS AND TRANSACTIONS BETWEEN THE COMPANY AND RELATED PERSONS

Pursuant to:

- *The Enterprise Law No. 59/2020/QH14;*
- *The Law on Securities No. 54/2019/QH14;*
- *The Government's Decree No. 155/2020/ND-CP dated December 31, 2020 elaborating some Articles of the Law on Securities;*

Sincerely presents to the AGM to approve contracts and transactions between the company and the following related persons:

1. Approve contracts:
 - (i) Contracts for purchase, sale;
 - (ii) Contracts for lending, provide loan guarantees, mortgage, fixed assets collateral.
2. Transaction between Transimex Corporation and regulated entities:
 - (i) The member of Board of Directors;
 - (ii) General Directos; Executives of public companies; and
 - (iii) Their related persons.

No.	Company	Relationships
1	Transimex Hi Tech Park Logistics	Subsidiaries
2	Transimex Distribution Center	Subsidiaries
3	Transimex Property	Subsidiaries
4	Transimex Transportation	Subsidiaries
5	Thang Long Logistics Corporation	Subsidiaries
6	Vinafreight Corporation	Subsidiaries
7	Vector International Aviation Service Co., Ltd	Subsidiaries
8	Viet Way Investment Development Trading Company Limited	Subsidiaries
9	SFS Viet Nam Global Logistics Company Limited	Subsidiaries
10	Vinatrans Da Nang Joint Stock Company	Subsidiaries
11	Vinh Loc Logistics Corporation	Subsidiaries
12	Nippon Express (Việt Nam)	Joint Ventures
13	Cho Lon Investment And Import Export Corporation	Associates
14	Marine Supply And Engineering Service Joint Stock Company	Associates
15	VNT Logistics JSC	Associates
16	Transportation And Trading Services Joint Stock Company	Associates
17	Mipec Port Joint Stock Company	Associates
18	Vinh Loc Industrial Parks Power Joint Stock Company	Associates
19	Hai An Container Transport Company Limited	Associates

3. Transaction that is worth less than 35% of total assets written the Company's latest financial statement (audited).

4. Authorization: The General Meeting of Shareholders authorizes the Board of Directors:
 - To decide on specific terms and conditions of transactions, contracts, agreements and documents related to the transactions.
 - Choosing the time of signing the contract and the value of each transaction; implementing transactions and signed contracts and agreements.

Sincerely presents to the AGM for approval,