

No.: ...../NQ-DHDCD

Ho Chi Minh City, April 25, 2025



**DRAFT**

**RESOLUTION**  
**2025 ANNUAL GENERAL MEETING OF SHAREHOLDERS (ONLINE)**  
**VIETNAM TANKER JSC**

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

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

*Pursuant to Decision No. 2585/QĐ/BTM dated October 27, 2005, of the Ministry of Trade on the conversion of Vietnam Tanker JSC, formerly under Vietnam National Petroleum Corporation, into Vietnam Tanker JSC;*

*Pursuant to the Charter of Vietnam Tanker JSC;*

*Pursuant to the Internal Governance Regulations of Vietnam Tanker JSC;*

*Pursuant to the Meeting Minutes dated April 25, 2025, of the 2025 Annual General Meeting of Shareholders of Vietnam Tanker JSC.*

**RESOLVE:**

**Article 1.** The 2025 Annual General Meeting of Shareholders of Vietnam Tanker JSC approved the following matters:

1. Approval of Report of the Board of Directors on 2024 operation and 2025 orientation. The key indicators are as follows:

*Unit: million VND*

No.	Item	2024 Result	2025 Plan
1	Total revenue and other income	1,156,008	1,080,340
2	Profit before tax	142,381	130,556
3	Profit after tax	110,836	99,566
4	Dividend (%)	Expected 9%	Expected 9%

Regarding the ship investment plan: The company will continue to implement the resolutions of the 2023 and 2024 Annual General Meetings of Shareholders regarding the investment in fleet modernization. Accordingly, the company will closely monitor the maritime transport market and the ship buying and selling market, and actively seek investment in one ocean-going vessel with a capacity of 40,000 - 50,000 DWT, under 10 years old, with an investment value of approximately 45 million USD (excluding taxes

and fees) to replace the Petrolimex 08 ship, which was disposed of at the appropriate time.

2. Approval of Report on the evaluation by the Independent Board Member for 2024.

3. Approval of Report of the Supervisory Board on operation in 2024 and orientation for 2025.

4. Approval of the audited consolidated financial statements for 2024.

5. Approval of the report on the final settlement of salaries and remuneration for the members of the Board of Directors and the Supervisory Board for 2024 as follows:

- The salary of the full-time Chairman of the Board of Directors and the remuneration of the Board of Directors members are implemented according to the plan approved by the General Meeting of Shareholders on April 16, 2024. The total amount is VND 1,804,673,476.

- The salary of the full-time Head of the Supervisory Board and the remuneration of the Supervisory Board members are implemented according to the plan approved by the General Meeting of Shareholders on April 16, 2024. The total amount is VND 841,669,640.

6. Approval of the Proposal on the Profit Distribution Plan for 2024.

- Dividend payment in cash: VND 900 per share: 71,879,999,400 đồng
- Allocation to the employee reward and welfare fund: 25,751,233,330 đồng
- Allocation to the management reward fund: 1,674,328,995 đồng

7. Approval of the Proposal on the Salary and Remuneration Plan for the Members of the Board of Directors and the Supervisory Board for 2025 as follows:

7.1. The salary and remuneration fund for the members of the Board of Directors and the Supervisory Board shall be paid in accordance with the company's salary and remuneration regulations.

- The full-time Chairman of the Board of Directors and the full-time Head of the Supervisory Board shall receive salaries in accordance with the company's salary regulations;

- Members of the Board of Directors shall receive remuneration up to a maximum of 20% of the average salary of the Deputy General Directors;

- Members of the Supervisory Board shall receive remuneration equal to 70% of the remuneration of a Board of Directors member.

7.2. The method of salary and remuneration payment for the members of the Board of Directors and the Supervisory Board for 2025: payments shall be made on a provisional monthly basis and settled at the end of the fiscal year.

8. Approval of the list of audit firms for selecting the auditor for the 2025 financial statements of Vietnam Tanker JSC, including:

- KPMG Limited Company.
- Deloitte Vietnam Company Limited

- Viet Nam Ernst & Young Limited Company.
- PricewaterhouseCoopers (Vietnam) Ltd.

Authorize the Board of Directors of the company to decide on the selection of one firm from the above list to audit the 2025 financial statements of VITACO.

9. Approval of the contracts/transactions between the Company and related parties, specifically:

9.1. The related parties signing contracts and transactions with the Company:

- Petrolimex Tanker Corporation – Shareholder owning 51.92% of the charter capital.
- Vietnam National Petroleum Group (Petrolimex) – The parent company owning 100% of the capital of Petrolimex Tanker Corporation.
- The wholly-owned subsidiaries of Vietnam Tanker JSC (VITACO): Vitaco Saigon Company Limited and Vitaco Da Nang Company Limited.
- Other related parties within the Petrolimex system.

9.2. Types of contracts and transactions: service contracts and transactions related to the provision of services to support the Company's regular business operations, including:

- Framework contracts: time charter agreements, voyage charter agreements, and ship management agreements.
- Other types of service contracts: fuel purchase and sale, agency agreements, consignment import, etc

9.3. The specific value of each transaction: Based on the price at the time of each transaction and each specific contract, ensuring the interests of the Company.

10. Approval of the Proposal for the dismissal of Ms. Pham Ly Trang Khanh from the Board of Directors for the 2021 - 2025 term at her personal request.

**Article 2. Execution clause:**

The General Meeting of Shareholders authorizes the Board of Directors to implement the matters approved by the General Meeting of Shareholders in this Resolution and to carry out the necessary procedures in compliance with legal regulations.

This resolution was approved by the 2025 Annual General Meeting of Shareholders of Vietnam Tanker JSC and will take effect from April 25, 2025.

All shareholders, the Board of Directors, the Supervisory Board, the Executive Board, and relevant organizations and individuals are responsible for the implementation of this resolution.

**ON BEHALF OF  
THE GENERAL MEETING OF SHAREHOLDERS  
CHAIRMAN**

***Recipients:***

- As per Article 2;

- SSC, HOSE, Company's Website;
- Archived at: VT, BTH.

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