**TOT: Extraordinary General Mandate 2023**

On January 09, 2024, Transimex Logistics Corporation announced General Mandate No. 01/2024/NQ/DHDCD-TOT as follows:

‎‎Article 1. Approve the Regulations on collecting shareholders’ opinions via a ballot in 2024 of the Corporation.

‎‎Article 2. Approve the list of Vote Counting Committee and Vote Counting Supervision Committee to carry out the counting of votes to elect additional independent members of the Board of Directors for the remaining period of the 2022 - 2027 term in the form of collecting shareholders’ opinions via a ballot.

1. Vote Counting Committee includes:
	1. Mr. Ton That Hung - Chair of the Board of Directors - Committee Chair;
	2. Mr. Trinh Anh Tuan - Manager - Member;
	3. Mr. Huynh Van Toan - Secretariat of the Board of Directors - Member;
	4. Ms. Mai Thi Hai - Head of Administration and Human Resources Department - Member.
2. Vote Counting Supervision Committee includes:
	1. Mr. Pham Xuan Quang - Chief of the Supervisory Board - Committee Chair;
	2. Mr. Vo Thanh Dong - Member of the Supervisory Board - Member;
	3. Mr. Le Thanh Tinh - Member of the Supervisory Board - Member.

‎‎Article 3. Approve the resignation letter as a member of the Corporation’s Board of Directors for Ms. Le Thi Bich Khue dated July 07, 2023 and dismissing Ms. Le Thi Bich Khue from the position of independent member of the Board of Directors.

1. Approve Ms. Le Thi Bich Khue's resignation letter as an independent member of the Board of Directors dated July 07, 2023.
2. Approve the dismissal of Ms. Le Thi Bich Khue from her position as an independent member of the Board of Directors of Transimex Logistics Corporation from January 09, 2024.
3. Ms. Le Thi Bich Khue is responsible for carrying out all necessary procedures and actions related to replacing the position of independent member of the Board of Directors at the Corporation; including but not limited to signing the handover record, handing over the Corporation's documents, assets, and work in progress (if any) to the successor.

‎‎Article 4. Approve the additional election of 01 new independent member of the Board of Directors for the remaining period of the term 2022 - 2027 to replace the member who has resigned in the form of collecting shareholders’ opinions via a ballot.

1. Number of additional elected independent members of the Board of Directors: 01 (one) member (corresponding to the number of resigning members).
2. Term: The rest of the 2022 - 2027 term.
3. Form of voting: Collect shareholders’ opinions via a ballot
4. Criteria for candidates to participate in the election of additional independent members of the Board of Directors: (According to Article 155 of the Law on Enterprises 2020 and Decree 155/2020/ND-CP dated December 31, 2020).
5. Other contents related to the election of Independent members of the Board of Directors for the remainder of the 2022 - 2027 term of Transimex Logistics Corporation are applied according to the Regulations on the additional election of Independent members of the Board of Directors, which was approved by the Extraordinary General Meeting of Shareholders 2024.

‎‎Article 5. Approve the Election Regulation for independent members of the Board of Directors for the remainder of the 2022-2027 term in the form of collecting shareholders’ opinions via a ballot.

‎‎Article 6. Approve the list of candidates to elect additional independent members to the Board of Directors for the remainder of the 2022-2027 term

|  |  |
| --- | --- |
| No. | Name of candidate |
| 1 |  Nguyen Thi Bich Lien |

Details according to the attached Candidate Resume.

‎‎Article 7. Approve the results of the additional election of independent members of the Board of Directors for the remainder of the 2022-2027 term as follows:

1. Information of elected personnel:

|  |  |  |
| --- | --- | --- |
| No. | Name of candidate | Number of votes |
| Votes | Rate |
| 1 |  Nguyen Thi Bich Lien | 5,158,101 shares. | 85.34% |

1. Appointment time: From January 09, 2024 until there is a replacement decision.
2. Ms. Nguyen Thi Bich Lien is responsible for carrying out all necessary procedures and actions related to accepting the position of an independent member of the Board of Directors for the remainder of the 2022-2027 term at the Corporation, including but not limited to signing the handover record, receiving handover of documents and work in progress (if any) from the predecessor.

‎‎Article 8. Approve the change of headquarters address and amend the Charter content of Transimex Logistics Corporation.

1. Approve the change to the head office address of the Corporation as follows:
	1. Head office: No. 429/8, Song Hanh Ha Noi Street, Quarter 7, Truong Tho Ward, Thu Duc City, Ho Chi Minh City, Vietnam.
	2. New head office address: 2nd Floor - Phu Nhuan Plaza Building, 82 Tran Huy Lieu, Ward 15, Phu Nhuan District, Ho Chi Minh City, Vietnam.
2. Approve the amendment of Clause 3, Article 2 of the Corporation's Charter, accordingly, Clause 3, Article 2 of the Charter of Transimex Logistics Corporation will be restated as follows:

“Article 2. Name, type, head office, branch, representative office, and duration of operation of the Corporation

3. The Corporation’s Head office: 2nd Floor - Phu Nhuan Plaza Building, 82 Tran Huy Lieu, Ward 15, Phu Nhuan District, Ho Chi Minh City, Vietnam.

* Tel: (028) 3729 73 73
* Website: www.transimextrans.com.vn”
1. Approve authorizing the Chair of the Board of Directors, who is also the legal representative of the Corporation, to sign and promulgate an Appendix to the Charter on amending, supplementing and carry out all procedures related to the above change of head office address with competent state agencies after being approved by the General Meeting of Shareholders in accordance with the provisions of law.

‎‎Article 9. Approve the amendment and supplement to the Operational Regulations of the Board of Directors of the Corporation.

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| Article | Current contents | Contents after the amendment and supplement | Reason for the amendment and supplement |
| Point b, Clause 1, Article 9 | ‎‎Article 9. Methods of electing, dismissing members of the Board of Directors1. Shareholders or groups of shareholders owning 10% or more of the total number of common shares have the right to nominate candidates to the Board of Directors according to the provisions of the Law on Enterprises and the Corporation's Charter. Nomination to the Board of Directors is implemented as follows:b) Shareholders or groups of shareholders holding from 10% to less than 20% of the total voting shares may nominate two (01) candidates; From 20% to less than 30% can nominate up to three (02) candidates; from 30% to less than 40% can nominate up to four (03) candidates; From 40% to less than 50% can nominate up to five (04) candidates; from 50% to less than 60% can nominate up to six (05) candidates; from 60% to less than 70% can nominate up to seven (06) candidates; from 70% to less than 80% can nominate up to eight (07) candidates; and from 80% to less than 90% can nominate a maximum of nine (08) candidates or more; | ‎‎Article 9. Methods of electing, dismissing members of the Board of Directors1. Shareholders or groups of shareholders owning 10% or more of the total number of common shares have the right to nominate candidates to the Board of Directors according to the provisions of the Law on Enterprises and the Corporation's Charter. Nomination to the Board of Directors is implemented as follows:b) Shareholders or groups of shareholders holding from 10% to less than 20% of the total voting shares may nominate one (01) candidate; from 20% to less than 30% can nominate up to two (02) candidates; from 30% to less than 40% can nominate up to three (03) candidates; from 40% to less than 50% can nominate up to four (04) candidates; 50% or more can nominate up to five (05) candidates; | Amended to be consistent with the content in Clause 2, Article 25 of the Corporation's Charter. |

‎‎Article 10. This General Mandate takes effect from the date of its signing. Members of the Board of Directors, the Board of Managers and related Departments, individuals are responsible for the implementation of this General Mandate.