**VTX: Annual Corporate Governance Report 2023**

On January 29, 2024, Multi Modal Transport Holding Company announced Report No. 01/VTX/BC-HDQT on the corporate governance 2023 as follows:

* Name of company: Multi Modal Transport Holding Company
* Head office address: No. 1B Hoang Dieu Street, Ward 13, District 4, Ho Chi Minh City.
* Tel: 028.3826 3621 Fax: 028.3826 3622
* Email: [camry.tu@sotrans.com.vn](mailto:camry.tu@sotrans.com.vn)
* Charter capital: VND 209,723,210,000
* Securities code: VTX
* Corporate Governance Model: The General Meeting, Board of Directors, Supervisory Board and Managing Director.
* Internal audit execution: Implemented

1. Activities of the General Meeting:

Information about Meetings and General Mandates/Decisions of the General Meeting (including General Mandates approved by collecting shareholders' ballots):

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| --- | --- | --- | --- |
| No. | General Mandate/Decision of the General Meeting | Date | Contents |
| 1 | 01/VTX/NQ-DHDCD | June 19, 2023 | The Annual General Meeting 2023 of Multi Modal Transport Holding Company discussed and approved the following issues under the authorities of the General Meeting:   * Report on activities of the Board of Directors in 2022 and the plan for 2023. * Report on the activities of the Supervisory Board in 2022 * Report on production and business results in 2022. * Proposal on approving the Audited Financial Statements of 2022; * Proposal on profit distribution plan for 2022; * Proposal on targets of the plan for 2023. * Proposal on the selection of an independent audit company for the fiscal year 2023. * Proposal on remuneration and bonus payment plan for the Board of Directors and the Supervisory Board for 2022 and 2023. * Proposal on contracts and transactions between the Company and its subsidiaries and related persons. * Approve the adjustment of business lines * Proposal on the dismissal of member of the Supervisory Board due to resignation and the appointment of a new member of the Supervisory Board for the term 2023-2028. |

Multi Modal Transport Holding Company has disclosed information about the documents of the General Meeting, the meeting minutes and the Annual General Mandate 2023 as per regulations.

1. Board of Directors (Report of 2023):
2. Information about members of the Board of Directors:

|  |  |  |  |  |
| --- | --- | --- | --- | --- |
| No. | Members of the Board of Directors | Position (Independent member of the Board of Directors, non-executive member of the Board of Directors) | Date of appointment/dismissal as members/independent members of the Board of Directors | |
| Appointment date | Dismissal date |
| 1 | Mr. Dang Vu Thanh | Chair of the Board of Directors | June 29, 2020 |  |
| 2 | Mr. Dang Doan Kien | Member of the Board of Directors | April 25, 2015 |  |
| 3 | Mr. Bui Quang Lien | Member of the Board of Directors | June 10, 2021 |  |

1. Board Resolutions/Board Decisions (Annual Report 2023):

|  |  |  |  |
| --- | --- | --- | --- |
| No. | Board Resolution/Board Decision | Date | Contents |
| 1 | 01/VTX/NQ-HDQT | March 07, 2023 | Approve loan application at Vietnam Joint Stock Commercial Bank for Foreign Trade - Ho Chi Minh City Branch. |
| 2 | 02/VTX/NQ-HDQT | March 17, 2023 | Liquidation of obsolete fixed assets without demand for utilization. |
| 3 | 03/VTX/NQ-HDQT | April 27, 2023 | Extension of the organization of the Annual General Meeting for the year 2023 and the drafting of the Annual General Meeting plan for 2023. |
| 4 | 04/VTX/QD-HDQT | May 16, 2023 | Establishment of a representative office of Multi Modal Transport Holding Company in the Lao People's Democratic Republic. |
| 5 | 05/VTX/NQ-HDQT | May 29, 2023 | Approve the meeting agenda and contents of documents of the Annual General Meeting 2023 |
| 6 | 06/VTX/NQ-HDQT | June 12, 2023 | Approve on supplementation, updating, and addition of documents for the Annual General Meeting for the year 2023. |
| 7 | 07/VTX/NQ-HDQT | June 20, 2023 | Decision on promulgating the Charter on the organization and operation of the Company. |
| 8 | 08/VTX/QD-HDQT | June 29, 2023 | Reappointment of personnel - Mr. Bui Quang Lien to continue serving as the Managing Director of the Company. |
| 9 | 09/VTX/NQ-HDQT | July 13, 2023 | Selection of an independent audit company for the fiscal year 2023. |
| 10 | 10/VTX/NQ-HDQT | July 14, 2023 | Liquidation of 05 flatbed semi-trailers without demand for utilization. |
| 11 | 11/VTX/NQ-HDQT | August 30, 2023 | Change of address for the Branch Office in Central Vietnam of Multi Modal Transport Holding Company. |
| 12 | 12/VTX/NQ-HDQT | December 11, 2023 | Approve a loan agreement between the Company and Sotrans Logistics One Member Company Limited. |
| 13 | 13/VTX/NQ-HDQT | December 12, 2023 | Liquidation of obsolete unused spare parts for utilization. |
| 14 | 14/VTX/QD-HDQT | December 30, 2023 | Appointment of Mr. Duong Viet Cuong as Deputy Managing Director effective from January 1, 2024. |
| 15 | 15/VTX/NQ-HDQT | December 30, 2023 | Allocation of salary expenses into the production and business costs for the year 2023. |

1. Supervisory Board 2023
2. Information about members of the Supervisory Board:

|  |  |  |  |  |
| --- | --- | --- | --- | --- |
| No. | Members of the Supervisory Board | Position | Date of appointment/dismissal as member of the Supervisory Board | Qualification |
| 1 | Tran Bao Ngoc | Chief of the Supervisory Board | Date of appointment as member of the Supervisory Board: June 29, 2020  Date of dismissal as a member of the Supervisory Board: August 11, 2022 | Bachelor in Accounting and Auditing |
| 2 | Trinh Thi Thom | Member of the Supervisory Board | Date of appointment as member of the Supervisory Board: June 29, 2020 | Bachelor in Auditing |
| 3 | Dinh Thi Phuong Vy | Member of the Supervisory Board | Date of appointment as member of the Supervisory Board: May 11, 2022 | Master in Finance and Banking |
| 4 | Nguyen Mai Khanh Trinh | Chief of the Supervisory Board | Date of appointment as member of the Supervisory Board: June 19, 2023 | Bachelor in Accounting and Auditing |

1. Executive Board.

|  |  |  |  |  |
| --- | --- | --- | --- | --- |
| No. | Members of the Executive Board | Date of birth | Qualification | Date of appointment/dismissal as the member of the Executive Board |
| 1 | Mr. Bui Quang Lien | October 31, 1975 | Master of Business Administration | * Appointed as the Company’s Deputy Managing Director on July 01, 2020 |

1. Chief Accountant:

|  |  |  |  |  |
| --- | --- | --- | --- | --- |
| No. | Full name | Date of birth | Qualification | Date of appointment/dismissal |
| 1 | Nguyen Thi Thanh Trang | April 17, 1980 | Bachelor in Accounting and Auditing | * Appointed as the Person in charge of accounting on May 31, 2021 * Date appointed as Head of Financial Accounting and Chief Accountant: June 16, 2022 * Date of dismissal from the position of Head of Financial Accounting and Chief Accountant: effective from January 01, 2023. |
| 2 | Nguyen Buu Thanh Loan | August 10, 1982 | Bachelor's Degree in Accounting / Bachelor's Degree in Business Administration | Date of appointment as Head of Financial Accounting and Chief Accountant: effective from January 01, 2023. |

1. Training on corporate governance
2. List of related persons of the Company (Annual Report 2023) and transactions between the related persons of the Company with the Company itself
3. Transactions between the Company and related persons of the Company, or between the Company and principal shareholders, PDMR, or related persons of PDMR:

|  |  |  |  |  |  |  |  |  |
| --- | --- | --- | --- | --- | --- | --- | --- | --- |
| No. | Name of organizations/individuals | Relations with the Corporation | NSH\* No., date of issue, place of issue | Head office address/Contact address | Time of transaction with the Company | General Mandate/Decision of General Meeting or Board Resolution/Decision No. | Content, quantity, total value of transaction | Note |
| 1 | Sotrans Logistics One Member Company Limited | Related company | 0315428529, Date of issue: December 07, 2018, Place of issue: Department of Planning and Investment of Ho Chi Minh City | 1B Hoang Dieu, Ward 13, District 4, Ho Chi Minh City | December 31, 2023 |  | Provision of services: VND 108,000,000  Receive service provision: VND 1,670,138,524  Warehouse rental costs: VND 94,500,000  Loan interest: VND 17,432,877 Loan: VND 5,000,000,000 |  |
| 2 | Branch of In Do Trans Logistics Corporation - Road transport center | Related company | 0301909173-007 | 6 Thang Long, Ward 4, Tan Binh District, Ho Chi Minh City | December 31, 2023 |  | Provision of services: VND 87,976,947  Receive service provision: VND 61,660,942 |  |
| 3 | South Logistics Joint Stock Company | Holding Company | 0300645369, Date of issue: December 29, 2006, Place of issue: Department of Planning and Investment of Ho Chi Minh City | 1B Hoang Dieu, Ward 13, District 4, Ho Chi Minh City | December 31, 2023 |  | Loan interest VND 1,043,710,247  Rent warehouse, office: VND 1,176,702,048  Loan: VND 15,000,000,000  Loan payment: VND 65,000,000,000  Loan repayment: VND 792,912,654 |  |
| 4 | Branch of ITL Logistics Joint Stock Company in Central Vietnam | Related company | 0303852860-005 | Lot X11, 10B Street, Hoa Khanh Industrial Park Extension, Hoa Liên Commune, Hoa Vang District, Da Nang City | December 31, 2023 |  | Provision of services: VND 39,202,510  Receive service provision:  VND 321,907,905 |  |
| 5 | Southern Waterborne Transport Corporation | Related company | 0300447173 | No. 298 Huynh Tan Phat Street, Tan Thuan Tay Ward, District 7, Ho Chi Minh City | December 31, 2023 |  | Receive service provision:  VND 631,656,945 |  |
| 6 | ITL LOGISTICS JOINT STOCK COMPANY | Related company | 0303852860 | Lot A.12, Hiệp Phước Industrial Park, Long Thoi Commune, Nha Be District, Ho Chi Minh City | December 31, 2023 |  | Provision of services: VND 1,760,533,235  Receive service provision: VND 187,372,726 |  |
| 7 | South Port Joint Stock Company | Related company | 0313440288 | Km9, Hanoi Highway, Truong Tho Ward, Thu Duc City, Ho Chi Minh City | December 31, 2023 |  | Receive service provision: VND 3,047,311,124 |  |
| 8 | Indo Trans Logistics Corporation | Related company | 0301909173 | 52 - 54 - 56 Truong Son, Ward 2, Tan Binh District, Ho Chi Minh City | December 31, 2023 |  | Provision of services: VND 8,500,000  Receive service provision: VND 18,563,556 |  |
| 9 | BRANCH OF ITL LOGISTICS JOINT STOCK COMPANY IN THE NORTH | Related company | 0303852860-001 | Units 3,4,5, 21st floor, Lancaster Luminaire building, 1152 Lang Street, Lang Thượng Ward, Dong Da District, Hanoi City | December 31, 2023 |  | Receive service provision: VND 9,600,000 |  |

1. Transactions between Company’s PDMR, related persons of PDMR and subsidiaries or companies controlled by the Company None.
2. Transactions between the Company and other entities:
   1. Transactions between the Company and the company in which members of the Board of Directors, members of the Supervisory Board, the Manager (Managing Director) and other managers have been founding members or members of the Board of Directors or Executive Manager (Managing Director) for the past three (03) years (calculated at the date of reporting):

None

* 1. Transactions between the Company and the companies whose related persons of members of the Board of Directors, members of the Supervisory Board, Executive Manager (Managing Director) and other managers who are members of the Board of Directors, xecutive Manager (Managing Director) and other managers:

None

* 1. Other transactions of the Company (if any) that can bring about material or non-material benefits to members of the Board of Directors, members of the Supervisory Board, Executive Manager (Managing Director) and other managers:

1. Share transactions of PDMR and related persons of PDMR (Report of 2023)
2. Transaction of PDMR and related persons related to the Company’s shares:

None.

1. Other significant issues

None.