**WTC: Annual General Mandate 2024**

On April 10, 2024, Vinacomin waterway transport joint stock company announced General Mandate No. 01/NQ-DHDCD as follows:

‎‎Article 1. Approve the Report on activities of the Company Board of Directors in 2023 and the orientation for 2024:

The Company's shareholders approve that the Board of Directors has managed and operated the Company in accordance with State regulations. Legal documents such as Resolutions, Decisions, and management regulations of the Company are promulgated in accordance with legal regulations, creating conditions for the apparatus to operate stably. Members of the Company Board of Directors properly implement their assigned responsibilities.

‎‎Article 2. Approve the Report of the Supervisory Board on supervising the management and operation activities of the Board of Directors and the Board of Manager, and appraise the Company's Financial Statements 2023:

The Company Supervisory Board in 2023 properly implements its responsibilities in supervising production and business activities and as well as activities of the Company Board of Directors in accordance with the provisions of law and the Company's Charter. The Company Supervisory Board approves with the data in the Company's Audited Financial Statements 2023.

‎‎Article 3. Approve the selection of an audit company for the Company.

Select BDO Audit Services Company Limited located on the 20th floor of Icon4 Building, No. 243 De La Thanh, Dong Da, Hanoi as the audit company for the Financial Statements 2024 of Vinacomin waterway transport joint stock company.

‎‎Article 4. Approve the production, business and investment results in 2023 and the production and business plan 2024 of the Company:

4.1 Approve the production and business results in 2023 with the following main contents:

|  |  |
| --- | --- |
| a. Total output: | 3,822,190 tons |
| \* Transport and charter output: | 3,672,069 tons |
| \* Coal business output: | 150,121 tons |
| b. Total revenue: | VND 1,114,453 million |
| - Revenue from transport and charter: | VND 563,105 million. |
| - Revenue from coal business + others: | VND 551,348 million |
| c. Production value: | VND 172,618 million |
| - Production value of transport and charter | VND 149,146 million |
| - Production value of coal business | VND 23,472 million |
| d. Profit before tax: | VND 20,656 million |
| e. Average income: | VND 16,432,000/person/month. |

4.2 Approve the production and business plan 2024 of the Company with the following main contents:

|  |  |
| --- | --- |
| a. Total output:  \* Transport and charter output:  \* Coal business output:  b. Total revenue:  c. Production value:  d. Profit before tax:  e. Average income: | 4,660,300 tons  4,210,300 tons  450,000 tons  VND 1,731,994 million  VND 188,850 million  VND 15,260 million  VND 18,844,000/person/month |

The Annual General Meeting of Shareholders 2024 authorizes the Company Board of Directors to consider adjusting the production and business plan 2024 to ensure the Company's interests when conditions and factors affect the Company's production and business.

‎‎Article 5. Elect members of the Board of Directors and the Supervisory Board of the Company for term V (2024-2029).

1. Elect members of the Company Board of Directors for term V (2024-2029) via cumulative voting with the following results:

* Mr. Trinh Trung Uy
* Mr. Pham The Trong Toan
* Ms. Dang Thu Huong
* Ms. Tran Thi Thu Hien
* Mr. Trinh Manh Hung

Based on the cumulative voting results, the Board of Directors of Vinacomin waterway transport joint stock company for term V (2024-2029) includes the following persons:

* Mr. Trinh Trung Uy.
* Mr. Pham The Trong Toan.
* Ms. Dang Thu Huong.
* Ms. Tran Thi Thu Hien.
* Mr. Trinh Manh Hung.

1. Elect members of the Company Supervisory Board for term V (2024-2029) via cumulative voting with the following results:

* Ms. Bui Thi Linh
* Ms. Le Thi Thu Thuy
* Mr. Tran The Nam

Based on the cumulative voting results, the Supervisory Board of Vinacomin waterway transport joint stock company for term V (2024-2029) includes the following persons:

* Ms. Bui Thi Linh.
* Ms. Le Thi Thu Thuy.
* Mr. Tran The Nam.

‎‎Article 6. Approve the Audited Financial Statements 2023:

The Financial Statements 2023 of Vinacomin waterway transport joint stock company are audited by BDO Audit Services Company Limited with the following main contents:

|  |  |
| --- | --- |
| 1. Assets |  |
| 1. Short-term assets: | 59,286,502,810 |
| * Cash and cash equivalents | 6,685,664,105 |
| * Short-term financial investments | 750,000,000 |
| * Receivables | 41,368,345,723 |
| * Inventory | 9,156,702,536 |
| * Other short-term assets | 1,325,790,446 |
| 1. Long-term assets: | 211,388,542,410 |
| * Long-term receivables | 190,017,000,000 |
| * Fixed assets: | 3,636,961,740 |
| Tangible fixed assets | 3,636,961,740 |
| Fixed assets for financial lease |  |
| Intangible fixed assets |  |
| * Capital construction expenses in progress |  |
| * Real estate investment |  |
| * Long-term financial investments |  |
| Investment in joint ventures |  |
| Other long-term investments |  |
| * Provision for devaluation of long-term financial investments |  |
| * Other long-term assets | 17,734,580,670 |
| Total assets | 270,675,045,220 |
| 1. Capital source |  |
| 1. Payables: | 44,652,800,671 |
| * Short-term payables | 44,652,800,671 |
| * Long-term payables |  |
| 2. Owners' equity | 226,022,244,549 |
| * Owners’ investment capital | 100,000,000,000 |
| * Other capital of owners | 734,747,581 |
| * Investment and development fund | 109,134,519,061 |
| * Financial reserve fund |  |
| * Undistributed profit | 16,152,977,907 |
| Total capital source |  |
| 1. Business results in 2023 |  |
| 1. Revenue from goods sales and service provision | 1,091,757,675,661 |
| 1. Revenue deductions |  |
| 1. Net revenue from goods sales and service provision | 1,091,757,675,661 |
| 1. Cost of goods sold | 1,066,219,253,445 |
| 1. Net profit from business activities | 25,538,422,216 |
| 1. Revenue from financial activities | 21,997,624,715 |
| 1. Expenses of financial activities | 537,795,701 |
| 1. Selling expense | 12,326,314,764 |
| 1. General and administrative expense | 13,795,950,243 |
| 1. Net profit from business activities | 20,875,986,223 |
| 1. Other incomes | 697,468,527 |
| 1. Other expenses | 917,680,247 |
| 1. Other profits | -220,211,720 |
| 1. Total profit before tax | 20,655,774,503 |
| 1. Current corporate income tax expense | 4,502,796,596 |
| 1. Profit after tax | 16,152,977,907 |
| 1. Budget obligations to be fulfilled |  |
| 1. Tax | 6,113,474,739 |
| VAT on domestic goods sales | 1,842,259,399 |
| Corporate income tax | 4,252,087,406 |
| Other taxes | 19,127,934 |
| 1. Other payables |  |
| Total |  |
| E. Salary, bonus and allowance for the Board of Directors and the Board of Managers |  |

‎‎Article 7. Approve the Company's profit distribution in 2023

|  |  |
| --- | --- |
| * Profit after tax in 2023: * Dividend payment (12%/Charter capital) * Appropriation for welfare fund (0.7%/Charter capital) * Appropriation for bonus fund (0.4%/Charter capital) * Appropriation for bonus fund for the Board of Directors and managers (0.3% charter capital) * Appropriation for investment and development fund | VND 16,152,977,907  VND 12,000,000,000  VND 700,000,000  VND 400,000,000  VND 300,000,000  VND 2,752,977,907 |

‎‎Article 8. Approve the remuneration settlement in 2023 for members of the Board of Directors and the Supervisory Board of the Company and the remuneration plan for members of the Board of Directors and the Supervisory Board, and Person in charge of corporate governance - Company Secretariat in 2024.

1. Approve the remuneration settlement in 2023 for members of the Board of Directors and the Supervisory Board of VND 388,240,000.

In which:

|  |  |
| --- | --- |
| * Chair of the Board of Directors (1 person): * Member of the Board of Directors (4 persons): * Chief of the Supervisory Board (1 person): * Supervisors (2 persons): | VND 58,800,000  VND 190,960,000  VND 52,080,000  VND 86,400,000 |

1. Approve the remuneration plan 2024 for the Board of Directors and the the Supervisory Board of the Company of VND 454,200,000.

In which:

* Chair of the Board of Directors: 1 person X VND 5,400,000 X 12 months = VND 64,800,000.
* Member of the Board of Directors: 4 persons X VND 4,850,000 X 12 months = VND 232,800,000
* Chief of the Supervisory Board: 1 person X VND 4,850,000 X 12 months = VND 58,200,000
* Supervisor: 2 persons X VND 4,100,000 X 12 months = VND 98,400,000

1. Approve the remuneration plan for the Person in charge of corporate governance - Company Secretariat in 2024 of VND 49,200,000.

Person in charge of corporate governance - Company Secretariat:

1 person X VND 4,100,000 X 12 months = VND 49,200,000

‎‎Article 9. Approve the investment project to purchase a used marine transport ship of 25,000 tons and 02 convoys of barges of 5,200 tons.

1. Approve the investment project to purchase a used marine transport ship of 25,000 tons with the following main contents:
2. Ship parameters:

|  |  |  |
| --- | --- | --- |
| * Overall length * Width * Side height * Total capacity * Load capacity * Total capacity of main engine * Decentralization * Year of manufacture | :  :  :  :  :  :  :  : | 150.55 m  26.80 m  12.60 m  15,009 GT  25,825 T  2 X 2665 kw  Vietnam Register (VR)  2018, in Vietnam |

1. Ship value: VND 286,000,000,000
2. Time to put the ship into operation: Q2/2024
3. Approve the investment project to purchase 02 convoys of barges of 5,200 tons with the following main contents:
4. Ship parameters:

|  |  |  |
| --- | --- | --- |
| - Maximum length | :  :  :  :  :  : | 52.00 m |
| - Designed length | 50.88 m |
| - Maximum width | 12.20 m |
| - Width | 12.00 m |
| - Side height | 2.85 m |
| - Designed draft marks | 1.98/2.6m |
| - Total load capacity | :  :  :  : | 5,200 T |
| - Main engine | 1,320 CV |
| - Ship’s class | VR-SI |
| - Decentralization | Vietnam Register (VR) |

1. Value of 02 barges: VND 84,000,000,000/2 barges (VAT included).
2. Implementation time:the vehicle will be put into operation from May 2024 to September 2024.

The Company General Meeting of Shareholders assigns the Board of Directors to purchase a used used marine transport ship of 25,000 tons and purchase (or) build 02 convoys of barges of 5,200 tons, ensuring compliance with current regulations of the State and the Company.

‎‎Article 10. Approve the Contracts of sales, service, transportation and loan in 2024.

* Continue to extend Loan Contract No. 07/HDVV/2021 and Appendix No. 07.17/HDVV/2021 signed on December 31, 2023 between the Company and Viet Thuan Transport Company Limited. Tax code: 5700562451.
* Transportation Contract in 2024 between the Company and Viet Thuan Transport Company Limited. Tax code: 5700562451.

‎‎Article 11. Terms of enforcement:

1. This General Mandate takes effect from April 10, 2024.
2. The Annual General Meeting of Shareholders 2024 of Vinacomin waterway transport joint stock company authorizes Mr. Trinh Trung Uy - Chair of the Company Board of Directors to sign the Decisions on approving the contents of this General Mandate, ensuring the interests of shareholders and enterprise, and in accordance with the provisions of law./.