**VNT: Annual General Mandate 2024**

On April 23, 2024, The Van Cargoes And Foreign Trade Logistics Joint Stock Company announced General Mandate No. 01/2024/NQ DHCD-VNT as follows:

Article 1: Approve the Report of the Board of Directors in 2023 and the operation plan 2024.

* 1. Business results in 2023:

Unit: VND

|  |  |  |  |  |  |
| --- | --- | --- | --- | --- | --- |
| Target | 2022 | 2023 | Plan 2023 | Results in 2023/Results in 2022 | Results/Plan 2023 |
| Revenue | 1,803,584,707,015 | 879,526,958,129 | 1,500,000,000,000 | 48.77% | 58.64% |
| EBITA (excluding consolidated loss from joint venture MPC) | 56,371,066,592 | 31,191,154,188 | 51,250,000,000 | 55.33% | 60.86% |
| Interest expenses | 18,510,561,060 | 14,457,115,058 | 22,000,000,000 | 78.10% | 65.71% |
| Net profit from business activities | 37,860,505,532 | 16,734,039,130 |  | 44.20% |  |
| Difference in investment activities | (39,520,187,807) | (31,782,771,846) |  |  |  |
| Consolidated loss from MPC | (39,520,187,807) | (31,782,771,946) |  |  |  |
| Consolidated profit before tax | (1,659,682,275) | (15,048,732,816) | 5,000,000,000 |  |  |
| Corporate income tax | 9,541,645,016 | 2,591,495,137 |  | 27.16% |  |
| Consolidated profit after tax | (11,201,327,291) | (17,640,227,953) | 1,000,000,000 |  |  |

Specific details and other targets are included in the accompanying Audited Financial Statements

* 1. Business plan 2024
* Consolidated total revenue: VND 900 billion

(growth of 111.1% compared to 2023)

* Business difference before salary: VND 90.45 billion

(growth of 135% compared to 2023, compensating for the difference lost from RCL)

* Business difference after salary: VND 27 billion
* Interest expenses due to investment in joint ventures: VND 12 billion
* Consolidated loss from joint ventures: VND 7.2 billion

(with MPC's business plan 2024 having a loss of VND 27 billion)

* Consolidated profit before tax: VND 7.8 billion

Article 2: Approve the Report of independent members of the Board of Directors in 2023 and the plan 2024.

Article 3: Approve the Report on activities of the Supervisory Board in 2023

Article 4: Approve the Consolidated Financial Statements for the fiscal year 2023 audited by RSM Vietnam Auditing & Consulting Company Limited.

Article 5: Approve the Proposal on selecting an audit company for the fiscal year 2024.

The General Meeting authorizes the Company Board of Directors to select an independent audit company for the fiscal year 2024 from the following audit companies:

1. RSM Vietnam Auditing & Consulting Company Limited.

2. CPA Vietnam Auditing Company Limited.

3. Ernst & Young Viet Nam Limited.

Article 6: Approve the Proposal on approving the operating fund for the Board of Directors and the Supervisory Board.

Article 7: Approve the Proposal on amendments and supplements to the Company’s Charter.

Article 8: Approve the Proposal on transactions between the The Van Cargoes And Foreign Trade Logistics Joint Stock Company and related parties.

1 Approve transactions with related parties (hereinafter referred to as related transactions), including but not limited to the transactions listed in Point 2 below between the Company and related parties of the Company with the value of each transaction falling under the decision of the General Meeting, provided that such transactions are made on a fair basis, and the terms of the transactions are not more unfavorable than those offered by other independent partners.

|  |  |  |
| --- | --- | --- |
| No. | Name of the relevant legal entity | Relations |
| 1 | Ha Noi Forwarding And Transportation Company Limited | Subsidiary |
| 2 | Vinafreight Joint Stock Company | Principal shareholder |
| 3 | Lionas Funds Company Limited | Principal shareholder |
| 4 | VNT Holdings Joint Stock Company | Principal shareholder |
| 5 | Vinatrans International Freight Forwarders JSC | Principal shareholder |
| 6 | Transimex Corporation | Principal shareholder |
| 7 | MPC Port Joint Stock Company | VNT Company invests capital |
| 8 | Thang Long Logistic Services Corporation | VNT Company invests capital |
| 9 | MITSUI-SOKO Vietnam Company Limited | VNT Company invests capital |

1. Content of transaction:

* Transactions related to Logistics services.
* Transactions of borrowing, guarantee and asset mortgage on the basis of optimizing cash flow and financial activities of the parties.
* The transactions of purchasing and selling shares in the short-term and long-term investment portfolio of The Van Cargoes And Foreign Trade Logistics Joint Stock Company.

1. Authorize the Chair of the Board of Directors or Managing Director:

* Decide on the specific terms and conditions of the relevant transactions and the agreements, contracts and documents related to the related transactions.
* Sign and implement related transactions, and contracts, agreements and documents related to the related transactions.

Article 9: Terms of enforcement

1. The General Mandate of The Van Cargoes And Foreign Trade Logistics Joint Stock Company is approved by the General Meeting and takes effect from the date of its signing.
2. The Board of Directors and Executive Board of The Van Cargoes And Foreign Trade Logistics Joint Stock Company are responsible for implementing this General Mandate.