

No.: 40/CBTT-VNF

Ho Chi Minh City, March 7th, 2025

**DISCLOSURE OF INFORMATION ON THE OFFICIAL WEBSITE OF THE STATE
SECURITIES COMMISSION AND THE HANOI STOCK EXCHANGE**

To:

- **The State Securities Commission;**
- **The Hanoi Stock Exchange,**

1. Company Name: **VINAFREIGHT JOINT STOCK COMPANY**
 - Stock Code: VNF
 - Head Office Address: 8th Floor, Phu Nhuan Plaza Building, 82 Tran Huy Lieu, Ward 15, Phu Nhuan District, Ho Chi Minh City, Vietnam.
 - Phone: 028 38446409 Fax:
 - Type of disclosed information: 24 hours 72 hours Extraordinary Upon request Periodic
2. Content of disclosed information: Documents For The 2025 Annual General Meeting Of Shareholders (details as per the attached file).
3. This information has been disclosed on the Company's official website on March 7th, 2025 at the following link: www.vinafreight.com.

We hereby confirm that the disclosed information is accurate and take full legal responsibility for the content of the information disclosed.

Attached Document:

*Documents For The 2025 Annual
General Meeting Of Shareholders.*

Recipients:

- As above;
- Archived: VT.

**Representative of the organization
Legal representative**

(Sign, state full name, position, seal)



Nguyen Anh Minh
General Director



VINAFREIGHT JOINT STOCK COMPANY

Address: 8th Floor, Phu Nhuan Plaza Building, 82 Tran Huy Lieu Street, Ward 15, Phu Nhuan District, Ho Chi Minh City, Vietnam.

Enterprise Registration No.: 0302511219 Website: www.vinafreight.com

Ho Chi Minh City, March 7th, 2025

**NOTICE OF INVITATION TO ATTEND
THE 2025 ANNUAL GENERAL MEETING OF SHAREHOLDERS**

To: Esteemed Shareholders of Vinafreight Joint Stock Company

The Board of Directors of Vinafreight Joint Stock Company (the “**Company**”) respectfully invites the esteemed Shareholders to attend the 2025 Annual General Meeting of Shareholders of the Company, with details as follows:

- 1. Time: 09:30 AM on March 28th, 2025 (Friday).**
- 2. Venue: Conference Room - Hoa Vien Tri Ky Restaurant - No. 123 Hong Ha Street, Ward 09, Phu Nhuan District, Ho Chi Minh City, Vietnam.**
- 3. Agenda and Meeting Documents for the 2025 Annual General Meeting of Shareholders:**

The agenda and meeting documents will be published on the Company's website from March 7th, 2025, at: www.vinafreight.com.

- 4. Registration and confirmation of attendance for the 2025 Annual General Meeting of Shareholders:**
To ensure the smooth organization of the AGM, we kindly request that shareholders send confirmation of attendance or authorize another individual to attend the AGM via mail, email, or direct contact using the information below, no later than 4:30 PM on March 24th, 2025.
- 5. The contact information is as follows:**

VINAFREIGHT JOINT STOCK COMPANY

Address: 8th Floor, Phu Nhuan Plaza Building, 82 Tran Huy Lieu Street, Ward 15, Phu Nhuan District, Ho Chi Minh City, Vietnam.

Enterprise Registration No.: 0302511219

Phone No.: (028) 3844 6409

Contact Person: Ms. Do Thi Linh - Secretary of the Board of Directors

Email: linh-dt@vinafreight.com.vn

Phone No.: 0986 649 583

The registration file for authorizing another individual to attend the 2025 Annual General Shareholders' Meeting shall include the original Authorization Letter for attendance, a certified copy of the Shareholder's ID/Identification Card/Passport/Personal Identification Number (if the Shareholder is an individual), or a certified copy of the Business Registration Certificate/Establishment Decision (if the authorized Shareholder is an organization). The Authorization Letter form is attached to this Notice of Invitation or can be downloaded from www.vinafreight.com starting from March 7th, 2025.

- 6. Shareholders/Authorized Representatives attending the meeting are kindly requested to bring the Notice of Invitation, their ID/Identification Card/Passport (original), and the Authorization Letter (if they are the authorized representative), in order to facilitate the prompt verification of their eligibility to attend the 2025 Annual General Shareholders' Meeting.**

Sincerely./.

**ON BEHALF OF THE BOARD OF DIRECTORS
CHAIRMAN OF THE BOARD OF DIRECTORS**



Nguyen Bich Lan

**VINAFREIGHT JOINT STOCK COMPANY**Address: 8th Floor, Phu Nhuan Plaza Building, 82 Tran Huy Lieu Street, Ward 15, Phu Nhuan District, Ho Chi Minh City, Vietnam.Enterprise Registration No.: 0302511219 Website: www.vinafreight.com

Ho Chi Minh City, date ____ month ____ year 2025

**REGISTRATION FORM FOR ATTENDANCE OR AUTHORIZATION TO ATTEND, VOTE
At the 2025 Annual General Meeting of Shareholders of Vinafreight Joint Stock Company****Shareholder name :**

ID card/CCCD/Passport/Enterprise registration certificate:

Date of issue: Place of issue:

Contact address:

Phone: Email:

Legal representative (for organizations):

Total shares owned:shares.

 ATTEND THE MEETING IN PERSON; or **AUTHORIZATION TO THE PROXY BELOW:****Authorized party:**

ID card/CCCD/Passport/Enterprise registration certificate:

Date of issue: Place of issue:

Contact address:

Phone: Email:

Number of authorized shares:shares.

In case a shareholder cannot attend and fails to authorize another person to attend, the shareholder can authorize the members of the Board of Directors (“BOD”) of the Vinafreight Joint Stock Company according to the list below:

STT	Full name	Position	Check “ x” or “ ✓” to the selected proxy	Number of authorized shares
1	Mr. Nguyen Bich Lan	Chairman of the Board		
2	Mr. Le Duy Hiep	Board Member		
3	Mr. Vu Chinh	Independent Board Member		
4	Mr. Nguyen Hoang Hai	Board Member		
5	Mr. Le Van Hung	Board Member		
6	Mr. Nguyen Anh Minh	Board Member		
7	Mr. Nguyen Quang Trung	Board Member		

Note: Dear shareholders please mark “ x” or “ ✓” next to the name of the selected member of the Board of Directors to receive authorization. In case you want to authorize multiple people, please clearly state the number of shares authorized for each member of the Board of Directors.

Scope of authorization:

The proxy is entitled to act on behalf of and represent the Authorizing Party to attend and exercise all rights and obligations at the 2025 Annual General Meeting of Shareholders of Vinafreight Joint Stock Company corresponding to the number of authorized shares.

We are fully responsible for this authorization and commit to comply with the provisions of law, the Charter of Vinafreight Joint Stock Company, and have no complaints afterward.

This authorization is only valid at the 2025 Annual General Meeting of Shareholders of Vinafreight Joint Stock Company, held on March 28th, 2025.

THE PROXY*(Sign and full name, seal - if any)***SHAREHOLDERS***(Sign and full name, seal - if any)*

Note: The authorized person attending the Meeting must bring (i) Original ID Card/CCCD/Passport; (ii) Copy of ID Card/CCCD/Passport (of the authorizing shareholder) if the shareholder is an individual or Enterprise Registration Certificate/Establishment Decision (copy with the organization's seal) if the authorizing shareholder is an organization; and (iii) Original Power of Attorney for comparison. If the authorizing party is an organization, the Power of Attorney must be duly stamped and signed by the organization's Legal Representative.



Shareholder Code

001

VINAFREIGHT JOINT STOCK COMPANY

VOTING CARDS

**2025 ANNUAL GENERAL MEETING OF
SHAREHOLDERS**

March 28th, 2025

Shareholder Full name

Nguyen Van A

NUMBER OF VOTING SHARES

(Including owned shares and authorized shares, if any)

Identification/Citizen Identification
Card /Passport/ERC No.

.....

1.000



2025 ANNUAL GENERAL MEETING OF SHAREHOLDERS
VINAFREIGHT JOINT STOCK COMPANY

Ho Chi Minh City, March 28th, 2025

VOTING BALLOT

Code

Shareholder name:

Number of shares owned and/or number of authorized shares (if any):

After consideration to the Reports and Proposals at the 2025 Annual General Meeting of Shareholders of Vinafreight Joint Stock Company, I have the following voting opinions:

STT	Matters	Approve	Disapprove	No opinion
1.	Approval of Report on the Activities of the Board of Directors of Vinafreight Joint Stock Company for the year 2024 and the Activity Plan for 2025.			
2.	Approval of Report on the Activities of the Independent Member of the Board of Directors of Vinafreight Joint Stock Company for the year 2024 and the Activity Plan for 2025.			
3.	Approval of proposal to the General Meeting of Shareholders of 2025 business plan of Vinafreight Joint Stock Company.			
4.	Approval of proposal to the General Meeting of Shareholders on the approval of the audited separate and consolidated financial statements for 2024 of Vinafreight Joint Stock Company.			
5.	Approval of proposal to the General Meeting of Shareholders of authorizing the Board of Directors to evaluate and select the auditing firm for the 2025 financial statements of Vinafreight Joint Stock Company.			

Shareholder /Authorized Representative
(Sign and full name)

Signature:

Full name:

Note: - Shareholders vote by marking an (X) or (✓) in one of the three boxes: "Approve", "Disapprove", "No opinion".
- Matters that shareholders do not mark (X) or (✓) in the voting box will be considered as Shareholders "No opinion" on those matters.



VINAFREIGHT JOINT STOCK COMPANY
(Stock Code: VNF)

DOCUMENTS

THE 2025 ANNUAL GENERAL MEETING OF SHAREHOLDERS

Ho Chi Minh City, March 28th, 2025



VINAFREIGHT JOINT STOCK COMPANY

Address: 8th Floor, Phu Nhuan Plaza Building, No. 82 Tran Huy Lieu, Ward 15, Phu Nhuan District, Ho Chi Minh City, Vietnam.

Tel: (0283) 844 6409

Website: <https://www.vinafreight.com>

LIST OF DOCUMENTS SENT TO SHAREHOLDERS AT THE GENERAL MEETING

1.	Voting Card.
2.	Voting Ballot.
3.	Registration Form for Speaking at the Meeting.
4.	The draft Agenda of the 2025 Annual General Meeting of Shareholders of Vinafreight Joint Stock Company.
5.	The draft Regulations for organizing the 2025 Annual General Shareholders of Vinafreight Joint Stock Company.
6.	Report on the Activities of the Board of Directors of Vinafreight Joint Stock Company for the year 2024 and the Activity Plan for 2025.
7.	Report on the Activities of the Independent Member of the Board of Directors of Vinafreight Joint Stock Company for the year 2024 and the Activity Plan for 2025.
8.	Report on the Activities of the Supervisory Board of Vinafreight Joint Stock Company for the year 2024.
9.	Proposal to the General Meeting of Shareholders on the approval of the audited separate and consolidated financial statements for 2024 of Vinafreight Joint Stock Company.
10.	Proposal to the General Meeting of Shareholders of authorizing the Board of Directors to evaluate and select the auditing firm for the 2025 financial statements of Vinafreight Joint Stock Company.
11.	Draft Resolution of the 2025 Annual General Meeting of Shareholders of Vinafreight Joint Stock Company.

Ho Chi Minh City, March 28th, 2025

PROPOSAL TO GENERAL MEETING OF SHAREHOLDERS

Regarding: Approval of Agenda of the 2025 Annual General Meeting of Shareholders of Vinafreight Joint Stock Company

To: General Meeting of Shareholders of Vinafreight Joint Stock Company

- Pursuant to the Law on Enterprises No. 59/2020/QH14; the Securities Law No. 54/2019/QH14;
- Pursuant to the Charter of Vinafreight Joint Stock Company;
- Pursuant to the Internal Governance Regulations of Vinafreight Joint Stock Company ("Company"),

The Board of Directors respectfully submits to the General Meeting of Shareholders for approval the draft agenda of the 2025 Annual General Meeting of Shareholders of the Company to be presented at the 2025 Annual General Meeting of Shareholders, with details as follows:

1. **Time:** 09:30 AM, March 28th, 2025 (Friday).
2. **Venue:** Conference Room - Hoa Vien Tri Ky Restaurant - No. 123 Hong Ha, Ward 09, Phu Nhuan District, Ho Chi Minh City, Vietnam.
3. **Meeting agenda :**

STT	Subject Matters	Presenter
I	Opening: 09:30	
1	Declaration of Purpose and Opening, Introduction of the Attendees.	Organizing Committee
2	Report on the Results of the Verification of the Eligibility of Delegates to Attend the 2024 Annual General Meeting Shareholders.	Mr. Vo Thanh Dong Head of the Supervisory Board
II	Approval of the Composition of the Board of the General Meeting, the Vote Counting Committee, and the Appointment of the Meeting Secretary.	Organizing Committee
III	The General Meeting approves the agenda of the 2025 Annual General Meeting of Shareholders.	The Chair of General Meeting
IV	The General Meeting approves Regulations on the Organization of the 2025 Annual General Meeting of Shareholders.	The Chair of General Meeting
V	The Board of Directors, the Independent Members of the Board of Directors, and the Supervisory Board submit the Reports to the General Meeting of Shareholders:	

**VINAFREIGHT JOINT STOCK COMPANY**

Address: 8th Floor, Phu Nhuan Plaza Building, No. 82 Tran Huy Lieu, Ward 15, Phu Nhuan District, Ho Chi Minh City, Vietnam.

Tel: (0283) 844 6409

Website: <https://www.vinafreight.com>

STT	Subject Matters	Presenter
1	Approval of the Report of the Board of Directors of Vinafreight Joint Stock Company for the year 2024 and the Business Plan for the year 2025.	Mr. Nguyen Bich Lan Chairman of the Board of Directors
2	Approval of the Report on the Activities of the Independent Member of the Board of Directors of Vinafreight Joint Stock Company for the year 2024 and the Business Plan for the year 2025.	Mr. Vu Chinh Independent Member of the Board of Directors
3	Approval of the Report on the Activities of the Supervisory Board of Vinafreight Joint Stock Company for the year 2024.	Mr. Vo Thanh Dong Head of the Supervisory Board
VI	The Chair of General Meeting presents to the General Meeting the following Proposals	
1	Approval of Proposal to the General Meeting of Shareholders on the approval of the audited separate and consolidated financial statements for 2024 of Vinafreight Joint Stock Company.	The Chair of General Meeting
2	Approval of Proposal to the General Meeting of Shareholders on the approval for report of the 2025 business plan of Vinafreight Joint Stock Company	The Chair of General Meeting
VI	The General Meeting discuss and vote on the Reports and proposals	
15 MINUTE BREAK		
VII	Supervisory Board announce voting results	The Vote Counting Committee
VIII	General Meeting approve the Minutes and Resolution of the 2025 Annual General Meeting of Shareholders.	Secretary of the General Meeting
X	Close the 2025 Annual General Meeting of Shareholders.	The Chair of General Meeting

Respectfully submit./.

**ON BEHALF OF BOARD OF DIRECTORS
CHAIRMAN OF THE BOARD OF DIRECTORS**

Nguyen Bich Lan

Ho Chi Minh City, March 28th, 2025

PROPOSAL TO GENERAL MEETING OF SHAREHOLDERS

Regarding the approval of the draft Regulations on the Organization of the 2025 Annual General Meeting of Shareholders of Vinafreight Joint Stock Company

To: General Meeting of Shareholders of Vinafreight Joint Stock Company

- Pursuant to the Law on Enterprises No. 59/2020/QH14; the Securities Law No. 54/2019/QH14;
- Pursuant to the Charter of Vinafreight Joint Stock Company;
- Pursuant to the Internal Governance Regulations of Vinafreight Joint Stock Company (“Company”),

The Board of Directors respectfully submits to the General Meeting of Shareholders for approval the draft Regulations on the Organization of the 2025 Annual General Meeting of Shareholders of the Company to be presented at the 2025 Annual General Meeting of Shareholders, with details as follows:

The detailed content of the draft Regulations on the Organization of the 2025 Annual General Meeting of Shareholders of Vinafreight Joint Stock Company is attached hereto.

Respectfully submit./ **ON BEHALF OF BOARD OF DIRECTORS**

CHAIRMAN OF THE BOARD OF DIRECTORS



Nguyen Bich Lan

REGULATIONS ON THE ORGANIZATION OF THE 2024 ANNUAL GENERAL MEETING OF SHAREHOLDERS

VINAFREIGHT JOINT STOCK COMPANY

- Pursuant to the Law on Enterprises No. 59/2020/QH14; the Securities Law No. 54/2019/QH14;
- Pursuant to the Charter of Vinafreight Joint Stock Company;
- Pursuant to the Internal Governance Regulations of Vinafreight Joint Stock Company,

In order to ensure the successful and smooth conduct of the 2025 Annual General Meeting of Shareholders (AGM) of Transimex Logistics Corporation (the “Company”), the Board of Directors (the “Board”) has established the following Regulations, principles of operation, conduct, and voting during the Meeting:

Article 1. Purpose

1. Ensure that the procedures, principles of conduct, and voting at the Company’s Annual General Meeting of Shareholders are in accordance with the regulations and are conducted successfully.
2. The Resolutions of the Annual General Meeting of Shareholders reflect the unanimous will of the Shareholders’s Meeting, fulfilling the wishes and rights of the Shareholders and in compliance with the law.

Article 2. Subjects of Application and Scope of Regulation

1. Subjects of Application: All shareholders, representatives (authorized persons), and guests attending the 2025 Annual General Meeting of Shareholders of the Company must comply with and adhere to the provisions of this Regulation, the Company’s Charter, and the applicable laws.
2. Scope of Regulation: This Regulations shall apply to the organization of the Company’s 2024 Annual General Shareholders’ Meeting.

Article 3. Solution prefer technique language / word write turn off

1. Company : VINAFREIGHT JOINT STOCK COMPANY.
2. BOD : Board of Directors.
3. OC : Organizing Committee of the Company’s 2025 Annual General Meeting of Shareholders.
4. SB : Company Supervisory Board.
5. Supervisors : Member of the Company's Supervisory Board.
6. GM/ General Meeting : The Company’s 2025 Annual General Meeting of Shareholders.
7. Delegates : Shareholders, representatives (*authorized persons*) of Company shareholders.

Article 4. Conditions for Convening the General Meeting of Shareholders

1. The GM shall be convened when the attending delegates represent more than 50% of the total voting shares.
2. In case the first convening of the GM fails to meet the conditions specified in Clause 1 of this Article, a notice of the second convening shall be sent within 30 (thirty) days from the intended date of the first meeting. The second convening of the GM shall be conducted when the



attending delegates represent at least 33% of the total voting shares.

3. In case the second convening of the GM fails to meet the conditions specified in Clause 2 of this Article, a notice of the third convening shall be sent within 20 (twenty) days from the intended date of the second meeting. The third convening of the GM shall be conducted regardless of the total voting shares represented by the Attending Delegates.

Article 5. Delegates Attending the GM

1. Shareholders of the Company as per the finalized list dated February 27th, 2025, shall have the right to attend the GM; they may attend in person or authorize a representative to attend on their behalf. In cases where more than one authorized representative is appointed in accordance with legal regulations, the specific number of shares and voting rights assigned to each representative must be clearly determined.
2. Punctuality, appropriate and formal attire, compliance with security checks (if any), and presentation of identification documents, etc., as required by the OC.
3. Receive meeting documents and materials at the reception area in front of the General Meeting hall.
4. Shareholders arriving late have the right to register immediately and thereafter participate and vote at the General Meeting. The Chairman is not responsible for pausing the Meeting to allow late attendees to register. The voting results of matters that have already been voted on prior to the late attendee's arrival shall remain unaffected.
5. Keep the phone on silent or turn it off; if necessary, step outside to make calls.
6. Smoking is prohibited inside the General Meeting room.
7. Comply with the Regulations of the OC and the instructions of the Chairman conducting the Meeting.
8. In the event that a Delegate fails to comply with the aforementioned inspection requirements or measures, the Chairman, after careful consideration, may refuse or expel the Delegate from the venue of the Meeting in order to ensure that the Meeting proceeds smoothly according to the agenda.

Article 6. Guests at the General Meeting

1. These are the employees of the Company, guests, and members of the OC who are not shareholders of the Company but have been invited to attend the General Meeting
2. Guests shall not participate in making statements at the General Meeting (unless invited by the Chairman of the Meeting or have registered in advance with the OC and received the Chairman's consent).

Article 7. The Chairman and the Board of the General Meeting

1. The Board of the General Meeting consists of one (01) Chairman of the Meeting and up to two (02) incumbent members of the Board of Directors, the Supervisory Board, and the General Director. The Chairman of the Board of Directors shall serve as the Chairman of the General Meeting. The Board of the General Meeting is approved by a vote of the General Meeting and is responsible for conducting the proceedings of the General Meeting according to the agenda and content pre-approved by the Board of Directors.
2. In the event that the Chairman is absent or temporarily incapacitated, the remaining members of the Board of Directors shall elect one of them to serve as the Chairman of the General Meeting based on the majority principle. If no one is elected as Chairman of the General Meeting, the Head of the Supervisory Board shall preside over the election of the Chairman of

the General Meeting from among the attendees, with the person receiving the highest number of votes being appointed as the Chairman of the General Meeting.

3. In other cases, the person signing the notice to convene the General Meeting of Shareholders shall preside over the General Meeting to conduct the election of the Chairman of the General Meeting, and the person with the highest number of votes shall be appointed as the Chairman of the General Meeting.
4. Responsibilities of the Board of the General Meeting:
 - a. To preside over the activities of the GM in accordance with the program approved by the BOD and the GM;
 - b. To guide the Delegate and the GM in discussing the matters included in the agenda;
 - c. To present drafts, conclusions on necessary issues for the GM to vote on;
 - d. To resolve any issues arising during the course of the GM.
5. The working principle of the Board of the General Meeting: The Board of the General Meeting works on the principle of collective decision-making, democratic centralization, and decisions are made by majority vote.

Article 8. Secretary of the General Meeting

1. The Secretary of the General Meeting shall be appointed by the Board of the General Meeting and shall be responsible to the Board of the General Meeting for their duties, under the direction of the Board of the General Meeting.
2. The Board of the General Meeting or the Secretary of the General Meeting may undertake necessary actions to conduct the General Meeting in a lawful and orderly manner or to ensure that the meeting reflects the wishes of the majority of the attending Delegates.

Article 9. The Delegate Eligibility Verification Committee

1. The Delegate Eligibility Verification Committee of the General Meeting consists of 02 (two) members, including 01 (one) the Head of Committee and 01 (one) member, who are responsible to the Board of the General Meeting, The General Meeting for their duties.
2. Responsibilities of the Delegate Eligibility Verification Committee:
 - a. Verify the eligibility and status of shareholders, shareholder representatives attending the meeting.
 - b. The Head of The Delegate Eligibility Verification Committee shall report to the GM on the status of shareholders attending the meeting. If the meeting has the required number of shareholders and authorized representatives, representing more than 50% of the voting shares, the GM of the Company shall proceed.

Article 10. Vote Counting Committee

1. The Vote Counting Committee is proposed by the Board of the General Meeting and consists of at least three (03) members, including one (01) The Head of Committee, two (02) members, and supporting staff, to facilitate the voting process by a show of voting cards. Candidates running for election or nomination are not allowed to participate in the Vote Counting Committee.
2. Responsibilities of the Vote Counting Committee:
 - a. To disseminate the principles, regulations, and instructions on how to vote and how to conduct elections;

- b. To examine and record the Voting Ballots, Election Ballots, prepare the Vote Counting Minutes, and announce the vote counting results;
- c. To promptly notify the results of the voting, election to the Secretary of the General Meeting;
- d. To review and report to the General Meeting any violations of the voting procedures, election rules, or any complaints regarding the results of the voting and election.

Article 11. Speeches at the General Meeting

1. Representatives attending the General Meeting, when wishing to express their opinions, must obtain the approval of the Board of the General Meeting. The representative's speech should be concise and focus on the key issues to be discussed, in line with the agenda approved by the General Meeting, or the representative may submit their comments in writing to the Secretary of the General Meeting for compilation and reporting to the Board of the General Meeting.
2. The Board of the General Meeting will arrange for the delegates to speak in the order of their registration and will address any questions raised by the delegates during the General Meeting or acknowledge that responses will be provided later in writing.

Article 12. Voting on Matters at the General Meeting

1. Principle:
 - a. All matters in the agenda and content of the meeting must be discussed and voted on publicly by the General Meeting of Shareholders.
 - b. The voting cards, voting ballots, and election ballots are printed, stamped with the Company's seal, and directly sent to the Delegates at the General Meeting of Shareholders (along with the meeting materials). Each Delegate is provided with a voting card, voting ballot, and election ballot. The voting card, voting ballot, and election ballot clearly state the shareholder's code, full name, number of shares owned, and The authorized representative who is granted the right to vote on behalf of that Delegate..
 - c. The method of voting on issues at the General Meeting is as follows:
 - (i) Voting by raising the Voting Card: This method is used to approve issues such as: the Agenda of the General Meeting; the Regulations for the Organization of the General Meeting; the Regulations for Nomination, Election, and Appointment of an additional member to the Supervisory Board for the remainder of the 2022-2027 term; the list of candidates for the election of an additional member to the Supervisory Board for the remainder of the 2022-2027 term; the Board of the General Meeting, the Vote Counting Committee; the Minutes of the Meeting, the Resolutions of the Meeting, and any other matters discussed at the General Meeting (*if any*);
 - (ii) Voting by filling out the Voting Card: This method is used to approve the Reports and Proposals presented at the General Meeting.
2. Voting Method:
 - a. The Delegates cast their votes to Approve, Disapprove, or No Opinion on an issue presented for voting at the General Meeting by raising the Voting Card or filling in the corresponding options on the Voting Form in accordance with the provisions of Clause 1 of this Article.
 - b. When voting by raising the Voting Card, the front of the Voting Card must be raised facing the Board of the General Meeting. If a delegate does not raise the Voting Card in all three voting rounds Approve, Disapprove, or No Opinion on a given issue, it shall be considered as a vote of "**Approve**" on that issue. If a delegate raises the Voting Card more than once when voting "Approve," "Disapprove," or "No Opinion" on an issue, it shall be considered as an "**Invalid**"

vote. In the voting process using the Voting Card, members of the Delegate Qualification Verification Committee or the Vote Counting Committee shall mark the shareholder's code and the corresponding Voting Card number for each delegate who votes "Approve," "Disapprove," "No Opinion," or "Invalid."

- c. When voting by filling out the Voting Form, for each item, Delegates must select one of the three options: "Approve," "Disapprove," or "No Opinion," which are pre-printed on the Voting Form by marking an "X" or a "✓" in the box corresponding to their choice. After completing all the items to be voted on at the General Meeting, Delegates must submit their Voting Forms into the sealed ballot box at the meeting, following the instructions of the Vote Counting Committee. The Voting Form must bear the delegate's signature and clearly state their full name.
 - d. In the event that a Delegate fails to submit the Voting Form into the ballot box, such forms will be considered as uncollected votes, and the number of uncollected votes will be reported in the Vote Counting Minutes.
 - e. In the event that a Delegate wishes to correct a Voting ballot due to an incorrect marking, the delegate should strike through the incorrectly marked box and mark the correct box, signing next to the newly marked box. No erasures or smudging are allowed.
3. The validity of the Voting Ballot:
- a. A valid Voting Ballot is one that follows the pre-printed template issued by the OC, without any erasures, corrections, tears, or damage, and without any additional content other than what is specified for this form. It must bear the signature of the attending Delegate, with the full name of the Delegate written by hand beneath the signature.
 - b. On the Voting Ballot, the voting content is considered valid when the Delegate marks one (1) of the three (3) voting boxes. The voting content is considered invalid if it does not comply with the regulations for valid voting content. Any content for which the Delegate does not mark "X" or a check mark (✓) in the voting box will be considered as the Delegate expressing "**No Opinion**" on those matters.
 - c. An invalid Voting Ballot:
 - (i) Adding any content other than what is required for the Voting Ballot;
 - (ii) A voting Ballot that does not follow the pre-printed template issued by the OC, lacks the Company's seal, or has been altered, erased, or tampered with, shall render all the voting content on the voting form invalid.
4. Voting Regulations:
- a. Each (one) share is equivalent to one voting right. Each Delegate attending the meeting, representing one or more voting rights, will be issued a Voting Card and a Voting Ballot.
 - b. As of the shareholder record date (February 27th, 2025), the total number of outstanding shares of the Company is **31,700,380** shares, equivalent to **31,700,380** voting rights.
 - c. The resolution on the following matters shall be approved if it is voted in favor by shareholders representing 65% or more of the total voting rights of all shareholders attending and voting at the meeting, except in cases specified in Clauses 3, 4, and 6 of Article 148 of the Law on Enterprise:
 - (i) The type of shares and the total number of shares of each type to be offered, issued, and other capital increase options in accordance with the provisions of the law;
 - (ii) Changes to the industry, business activities, and areas of operation.

- (iii) Changes to the organizational structure of the Company's management as stipulated in Article 11 of the Company's Charter and Article 137 of the Law on Enterprises;
 - (iv) Investment projects or the sale of assets valued at 35% or more of the total assets as stated in the Company's most recent financial statements;
 - (v) Reorganizing or dissolving the Company.
- d. The contents of the Resolution shall be adopted if approved by shareholders holding more than 50% of the total voting shares of all shareholders present and voting at the meeting; except in cases specified in Clause c, Section 4 of this Article and Sections 3, 4, and 6 of Article 148 of the Law on Enterprises.
- e. Shareholders/authorized representatives with a vested interest do not have the right to vote on contracts and transactions valued at 35% or more of the total assets of the Company as recorded in the most recent financial report; such contracts or transactions can only be approved if shareholders/authorized representatives holding at least 65% of the remaining voting shares agree (pursuant to Clause 4, Article 167, the Enterprise Law No. 59/2020/QH14).
- f. Shareholders/authorized representatives holding 51% or more of the total voting shares, or related parties of such shareholders, do not have the right to vote on contracts and transactions valued at more than 10% (of the total assets of the Company as recorded in the most recent financial report) between the Company and such shareholders (pursuant to Point b, Clause 3 and Clause 4, Article 167 of the Law on Enterprises 2020).
5. Recording the voting results:
- a. The method of vote counting shall be conducted by collecting the Voting Ballots at the General Meeting
 - b. The Vote Counting Committee shall verify the number of votes in Approve, Disapprove, No Opinion for each item and shall be responsible for recording, compiling, and reporting the results of the vote count at the General Meeting.
 - c. For sensitive issues and upon request by the Delegates, the Company must appoint an independent organization to conduct the collection and vote counting.

Article 13. Minutes and Resolutions of the General Meeting

- 1. The Resolution of the General Meeting must be read and approved before the conclusion Of The Meeting.
- 2. The Minutes and Resolution of the General Meeting shall be kept and published on the Company's website: <https://www.vinafreight.com> for shareholders to access, in place of sending direct mail to shareholders, in order to reduce costs.

Article 14. Enforcement of the Regulations

- 1. Delegates and guests attending the General Meeting must strictly comply with these Regulations. In case of any violation of these Regulations, depending on the specific severity, the Board of The Meeting shall consider and take appropriate actions in accordance with the Company's Charter and relevant laws.
- 2. The convener of the General Meeting shall have the right to:
 - a. Request all meeting attendees to undergo inspection or other security measures;
 - b. Request the competent authorities to maintain order at the meeting; expel individuals who do not comply with the authority of the Board of The Meeting, intentionally disrupt order, obstruct the normal proceedings of the meeting, or fail to comply with security inspection requirements

- from the General Meeting.
3. Matters not specifically stipulated in this Regulation shall be uniformly applied in accordance with the provisions of the Company's Charter, the Internal Governance Regulations, the Law on Enterprises 2020, and other applicable legal regulations.
 4. This Regulation shall take effect immediately upon approval by the Company's General Meeting.

**ON BEHALF OF BOARD OF DIRECTORS
CHAIRMAN OF THE BOARD OF DIRECTORS**



Nguyen Bich Lan



REPORT ON THE ACTIVITIES OF THE BOARD OF DIRECTORS FOR 2024 AND THE PLAN FOR 2025

Pursuant to the duties, powers, and responsibilities of the Board of Directors as stipulated in the Charter and the Operating Regulations of the Board of Directors of Vinafreight Joint Stock Company (the “Company”).

The Board of Directors respectfully submits to the 2024 Annual General Meeting of Shareholders (“AGM”) the report on its activities in 2024 and the plan for 2025 as follows:

I. RESULTS OF OPERATIONS IN 2024

- The consolidated business results for the fiscal year 2024 of Vinafreight Joint Stock Company:

UNIT: Million dong

No	Criteria	The 2024 plan	The 2024 performance	The 2023 performance	(%) The 2024 performance compared with	
					The 2024 plan	Same period in 2023
1	Net revenue from sales of goods and provision of services	1,192	1,773	1,122,95	149%	158%
2	Net profit from business operations	44	109	18,30	250%	595%
3	Profit before tax (PBT)	43	110	18,35	256%	601%
4	Ratio of PBT to total revenue	3,62%	6,22%	1,63%	172%	380%

II. ACTIVITIES OF THE BOARD OF DIRECTORS IN 2024:

1. Members and structure of the Board of Directors:

- (a) On March 22th, 2024, the 2024 Annual General Meeting of Shareholders (“AGM”) approved the dismissal of 01 (one) member of the Board of Directors, Mr. Nguyen Ngoc Nhien (Resignation letter dated March 8th, 2024) and elected an additional 01 (one) member of the Board of Directors for replacement, Mr. Nguyen Anh Minh.
- (b) On November 29th, 2024, the 2024 Extraordinary General Meeting of Shareholders (through the form of consultation shareholders’ opinions in writing) approved the dismissal of 01 (one) member of the Board of Directors, Ms. Le Hoang Nhu Uyen (Resignation letter dated September 27th, 2024) and elected an additional 01 (one) member of the Board of Directors to for replacement, Mr. Nguyen Hoang Hai.
- (c) List of the Board of Directors as of December 31st, 2024 as following:

No	Full name	Position	Ratio of Voting Share Ownership as of December 31 st , 2024
1.	Mr. Nguyen Bich Lan	Chairman of the Board of Directors	0,92%
2.	Mr. Le Duy Hiep	Member of the Board of Directors	0,1%
3.	Mr. Le Van Hung	Member of the Board of Directors	0%
4.	Mr. Vu Chinh	Independent Member of the Board of Directors	0,06%
5.	Mr. Nguyen Quang Trung	Member of the Board of Directors	0%
6	Mr. Nguyen Anh Minh	Member of the Board of Directors	0,06%
7	Mr. Nguyen Hoang Hai	Member of the Board of Directors	0%

2. Activities of the Board of Directors in 2024:

- To carry out the tasks assigned by the General Meeting of Shareholders, the Board of Directors of the Company has carried out its activities in accordance with the provisions of the Company Charter, in compliance with the Enterprise Law and current laws.
- The meetings of the Board of Directors were organized and conducted in accordance with the Company Charter and with the participation of the Executive Board, the Supervisory Board, and the Chief Accountant.
- The Board of Directors directly discussed and decided on the matters submitted to the General Meeting of Shareholders for voting at the General Meetings. The Board of Directors decided on issues within its authority, approved the General Director's proposals and received the General Director's report on the Company's business situation and results.
- The voting results on all issues were unanimous, the Minutes and Resolutions of the Board of Directors were unanimous among the members, were kept and disclosed in accordance with regulations.
- In 2024, the Board of Directors held 04 direct meetings and 13 times consulted for the Board of Directors' opinions in writing, and issued 20 Resolutions. All meetings were attended by all members of the Board of Directors. Specifically as follows:
 - (1) Approving the record date for the list of shareholders to attend the 2024 Annual General Meeting of Shareholders.
 - (2) Approving of the time and venue for the 2024 Annual General Meeting of Shareholders.
 - (3) Approving of the Board of Directors' report on the Company's business results in 2023 and the business plan in 2024; approval of the Company's investment results in 2023.
 - (4) Nomination of Mr. Nguyen Anh Minh, General Director of the Company, to submit to

- the 2024 General Meeting of Shareholders for election as an additional member of the Board of Directors to replace Mr. Nguyen Ngoc Nhien who has accepted another position.
- (5) Dismissal of Ms. Le Thi Ngoc Anh from the position of Chief Accountant of Vinafreight Joint Stock Company from March 1st, 2024.
- Appointment of Mr. Vu Quang Truong to the position of Chief Accountant of Vinafreight Joint Stock Company from March 1st, 2024.
- (6) Approving of documents submitted to shareholders at the 2024 Annual General Meeting of Shareholders.
- (7) Dismiss Ms. Do Thi Thuy Van from the position of Chief Accountant of SFS Vietnam Global Logistics Company Limited (Business Registration Certificate No. 0311832233, 100% owned subsidiary of Vinafreight Joint Stock Company) from March 12, 2024.
- (8) Appointment of Ms. Vu Thanh Huong, currently working at the Accounting Department of Vinafreight Joint Stock Company, as the position of Chief Accountant of SFS Vietnam Global Logistics Company Limited from March 12, 2024.
- (9) Approving the 2024 budget plan to be submitted to the 2024 Annual General Meeting of Shareholders.
- (10) Approving the 2023 profit distribution plan to be submitted to the 2024 Annual General Meeting of Shareholders.
- (11) Approving the plan of changing the head office address of Vinafreight Joint Stock Company to be submitted to the 2024 Annual General Meeting of Shareholders.
- (12) Approving the cease of the position of Capital Representative of Vinafreight Joint Stock Company at Konoike Vinatrans Logistics Co., Ltd (“Konoike Vina”) for Mr. Nguyen Huy Dieu, who is currently a member of the Board of Members, holding the position of Chairman of the Board of Members of Konoike Vina from the date of approval by the Board of Directors.
- (13) Approving the appointment of Mr. Ton That Hung - Deputy General Director of Transimex – Vinafreight’s parent company to hold the position of Capital Representative of Vinafreight at Konoike Vina and introducing Mr. Ton That Hung to be elected by the Board of Members of Konoike Vina as Chairman of the Board of Members of Konoike Vina to replace Mr. Nguyen Huy Dieu.
- (14) Approving the dismissal of Mr. Vu Quang Truong, the current Chief Accountant of Vinafreight Joint Stock Company, from March 22, 2024.
- (15) Approving the appointment of Ms. Nguyen Hong Kim Chi to hold the position of temporary Chief Accountant of Vinafreight Joint Stock Company.
- (16) Term of appointment: 06 months, from March 22, 2024 to September 21, 2024.
- (17) Ms. Nguyen Hong Kim Chi has the rights and obligations according to the Charter, regulations and internal policies of Vinafreight Joint Stock Company.
- (18) Approving the remuneration for members of the Board of Directors, members of the Supervisory Board, and Company Secretary in 2024 from the Operating Fund of the Board of Directors and the Supervisory Board approved by the 2024 Annual General Meeting of Shareholders.
- (19) Applicable period: From January 1, 2024 to December 31, 2024.
- (20) Remuneration is paid monthly but no later than the last day of the month..

- (21) Approving renaming the General Department to the Administration and Human Resources Department.
- (22) Rebuilding the personnel structure, organizational structure, job description for each position, scope and function of the Administration and Human Resources Department.
- (23) Implementation time: completed in the second quarter of 2024.
- (24) Approving the change of the head office address and working office of Hai Phong Branch of Vinafreight Joint Stock Company.
- (25) Approving the dismissal of Ms. Vu Thanh Huong from the position of Chief Accountant of SFS Vietnam Global Logistics Company Limited (Business Registration Certificate No. 0311832233, a 100% owned subsidiary of Vinafreight Joint Stock Company) from April 16, 2024.
- (26) Approving the appointment of Mr. Nguyen Thanh Phong as Chief Accountant of SFS Vietnam Global Logistics Company Limited from April 16, 2024.
- (27) Approving the dismissal of the current Chief Accountant of SFS Viet Nam Global Logistics Company Limited.
- (28) Approving the dismissal of the current Secretary of the Board of Directors cum Authorized Person for Information Disclosure and the appointment of the Secretary of the Board of Directors cum Person in charge of Corporate Governance of Vinafreight Joint Stock Company.
- (29) Approving the new salary scale, payroll system of Vinafreight Joint Stock Company..
- (30) Approving the new Organizational Chart of Vinafreight Joint Stock Company.
- (31) Approving the implementation of the plan for cash dividend payment for the year 2023 of Vinafreight Joint Stock Company.
- (32) Approving granting a loan to Transimex Corporation and approval of contracts, transactions between Vinafreight Joint Stock Company and Transimex Corporation as a related party pursuant to Clause 2, Article 164 and Clause 1, Article 167 of the Law on Enterprises 2020 and the Charter of Vinafreight Joint Stock Company.
- (33) Approving the business performance results for the first 6 months of 2024 and the business plan for the last 6 months of 2024 of Vinafreight Joint Stock Company.
- (34) Approving the financial performance, investment activities for the first 6 months of 2024 and the plan for the last 6 months of 2024 of Vinafreight Joint Stock Company
- (35) Approving the legal status of doubtful accounts receivable and the plan for handling the outstanding debts of Vinafreight Joint Stock Company.
- (36) Approving the settlement of the accumulated remuneration fund for the Board of Directors, the Supervisory Board, and the Secretary of the Board of Directors up to 2023 of Vinafreight Joint Stock Company.
- (37) Approving the selection of Ernst & Young Vietnam Limited as the provider of services for the Separate Financial Statements, The Semi-Annual And Annual Consolidated Financial Statements of Vinafreight Joint Stock Company for 2024.
- (38) Approving f the change in nomination and appointment of the Capital Representative of Vinafreight Joint Stock Company at Konoike Vinatrans Logistics Co., Ltd (“Konoike Vina”).
- (39) Approving the change of address for the Hanoi Branch of Vinafreight Joint Stock

Company (“Hanoi Branch”).

- (40) Approving the change of registered headquarters address for SFS Viet Nam Global Logistics Company Limited (a wholly-owned subsidiary).
- (41) Approving the reappointment of the Chief Accountant of Vinafreight Joint Stock Company.
- (42) Approving the plan for organizing and conducting a written shareholder consultation to approve the Resolution of the General Meeting of Shareholders of Vinafreight Joint Stock Company.
- (43) Approving contracts and transactions between Vinafreight Joint Stock Company and related parties in accordance with Clause 2, Article 164, and Clause 1, Article 167 of the 2020 Law on Enterprises and the Charter of Vinafreight Joint Stock Company.
- (44) Approving the business performance for the first 9 months of 2024 and the business plan for the last 3 months of 2024.
- (45) Approving the financial performance, investment activities for the first 9 months of 2024 and the financial and investment plan for the last 3 months of 2024.
- (46) Approving the status of outstanding debts and the proposed measures for handling bad debts.
- (47) Approving the supplementation and update of matters, documents for the written shareholder consultation to approve the Resolution of the General Meeting of Shareholders of Vinafreight Joint Stock Company.
- (48) Approving the dismissal of the current Chief Accountant of Vinafreight Joint Stock Company and the appointment of a new Chief Accountant of Vinafreight Joint Stock Company.
- (49) Approving the dismissal of the current Chief Accountant of SFS Viet Nam Global Logistics Company Limited (a wholly-owned subsidiary).
- (50) Approving the selection of Ernst & Young Vietnam Limited as the auditing firm to provide audit services for the 2024 financial statements of SFS Viet Nam Global Logistics Company Limited (a wholly-owned subsidiary).
- (51) Approving the investment plan to purchase shares of Vinalink Logistics Joint Stock Company.

III. RESULTS OF IMPLEMENTATION OF RESOLUTIONS OF THE 2024 ANNUAL AND EXTRAORDINARY GENERAL MEETING OF SHAREHOLDERS

Decision of the General Meeting of Shareholders	Results of implementation
Dismiss 01 (one) member of the Board of Directors, concurrently elect an additional 01 (one) member of the Board of Directors for the remaining term of the 2022-2027 tenure, replacing the resigned member.	Implemented. Dismissed Mr. Nguyen Ngoc Nhien from his position as a member of the Board of Directors for the 2022-2027 term (pursuant to his Resignation Letter) and elected Mr. Nguyen Anh Minh as a member of the Board of Directors for the remaining duration of the 2022-2027 term.

Decision of the General Meeting of Shareholders	Results of implementation
Implement the annual operational plan of the Board of Directors.	Implemented.
Execute the profit distribution for the fiscal year 2023.	Implemented.
Implement the business plan for the fiscal year 2024.	Implemented.
Authorize the Board of Directors to assess and select an independent audit firm for the financial statements of the fiscal year 2024.	The selection of Ernst & Young Vietnam Limited has been implemented.
Establish the operational funds of the Board of Directors and the Supervisory Board for the fiscal year 2024.	Implemented.
Implement the change of the company's registered head office address.	Implemented.
Dismiss 01 (one) incumbent member of the Board of Directors and concurrently elect an additional 01 (one) member of the Board of Directors for the remaining term of the 2022-2027 tenure, replacing the resigned member.	<p>The collection of written opinions from shareholders has been implemented to approve:</p> <ul style="list-style-type: none"> - The dismissal of Ms. Le Hoang Nhu Uyen from the position of Member of the Board of Directors for the 2022-2027 term (due to her Resignation Letter). - And the election of Mr. Nguyen Hoang Hai as a replacement for the remainder of the 2022-2027 term.

IV. RESULTS OF THE BOARD OF DIRECTORS' SUPERVISION AND SUPPORT FOR THE EXECUTIVE BOARD

- The Board of Directors' supervision of the Executive Board is carried out through questioning the Executive Board on business performance during periodic meetings, as well as overseeing various other activities. The Board of Directors consistently monitors the implementation of the 2024 business plan, enhances corporate governance activities, strengthens risk control within the Company, and provides timely supervision and direction for the Company's business operations.
- The Board of Directors delegates the implementation of its Resolutions to the Executive Board and requires regular reporting.
- The Board of Directors closely monitors market fluctuations in the execution of the established business plans and strategies.
- Board members stay engaged in their assigned areas of responsibility and are regularly updated on the Company's issues to collaboratively develop appropriate solutions, provide guidance, and support the Executive Board in identifying suitable resolutions.
- Regularly inspects, supervises financial management, accounting operations of the Company.

- Urges the Executive Board to recover overdue receivables, continuously monitors outstanding debts, and devises timely resolution plans.

V. REPORT ON THE REMUNERATION OF THE BOARD OF DIRECTORS' MEMBERS IN 2024

In 2024, the members of the Board of Directors were remunerated in accordance with the approved regulations, within the limit approved by the Annual General Meeting of Shareholders. Specifically, the remuneration of the Board of Directors in 2024 is as follows:

No.	Full Name	Title	Remuneration (before personal income tax) (VND)	Note
1.	Mr. Nguyen Bich Lan	Chairman of the BOD	133,333,333	
2.	Mr. Le Duy Hiep	Member of the BOD	93,333,333	
3.	Mr. Le Van Hung	Member of the BOD	93,333,333	
4.	Mr. Vu Chinh	Independent member of the BOD	93,333,333	
5.	Mr. Nguyen Quang Trung	Member of the BOD	93,333,333	
6	Mr. Nguyen Anh Minh	Member of the BOD	70.000.000	Approved by the General Meeting of Shareholders as of 22/03/2024.
7	Mr. Nguyen Hoang Hai	Member of the BOD	7,777,777	Approved by the General Meeting of Shareholders as of 29/11/2024.
8	Ms. Le Hoang Nhu Uyen	Member of the BOD	85,555,555	Dismissed as of 29/11/2024.
9	Mr. Nguyen Ngoc Nhien	Member of the BOD	23,333,333	Dismissed as of 22/03/2024.
Total			693,333,330	

BOARD OF DIRECTORS' OPERATION PLAN FOR 2025

1. Strive to achieve the consolidated business plan for 2025.
2. Successfully organize the 2025 Annual General Meeting of Shareholders and propose matters within the authority of the General Meeting of Shareholders for approval.
3. Continue to promote initiatives to reduce costs and enhance business efficiency.
4. Focus on strengthening profitable business activities.



5. Improve management and corporate governance, particularly by enforcing strict cost-saving measures and closely monitoring expenses in business operations.
6. Direct the Executive Board to intensify marketing initiatives to attract potential new customers.
7. Further enhance the application of modern information technology systems in business operations and cost management...
8. Implement measures to strengthen risk management efficiency in the Company's business activities.

The Board of Directors highly appreciates and expresses gratitude to the Executive Board and all employees of the Company for their contributions to successfully achieving the business plan for 2024. The Board of Directors will continue to collaborate with the Executive Board in formulating measures, plans, and strategies to implement the business plan for 2025.

Respectfully submit./.

**ON BEHALF OF THE BOARD OF DIRECTORS
CHAIRMAN OF THE BOARD OF DIRECTORS**



Nguyen Bich Lan

REPORT ON 2024 ACTIVITIES AND 2025 ACTIVITY PLAN OF THE INDEPENDENT MEMBER OF THE BOARD OF DIRECTORS

Pursuant to the duties, powers, and responsibilities of the independent member of the Board of Directors as stipulated in the Charter and the Regulations on the operation of the Board of Directors of Vinafreight Joint Stock Company (“Vinafreight”, the “Company”),

The independent member of the Board of Directors respectfully submits to the 2025 Annual General Meeting of Shareholders (“AGM”) the report on activities for 2024 and the activity plan for 2025 as follows:

I. ACTIVITIES OF THE INDEPENDENT MEMBER OF THE BOARD OF DIRECTORS (“INDEPENDENT MEMBER OF THE BOD”)

1. Preliminary Assessment of the Activities of the Independent Member of the BOD:

- The Board of Directors consists of 07 members, including 02 (two) independent members, ensuring compliance with the statutory requirement regarding the proportion of independent members on the Board of Directors.
- All independent members of the BOD have attended meetings and participated in matters relevant to the functions and duties of an independent members of the BOD.

2. Activities of the Independent Member of the Board of Directors:

The activities of the independent members of the BOD in 2024 include:

- Supervising the performance of management and executive duties by the Board of Directors and the Executive Board. Reviewing the reasonableness, legality, transparency, and prudence in the management and operation of business activities; assessing the systematic, consistent, and appropriate application of accounting, statistical, and financial reporting practices.
- Evaluating the completeness, legality, and accuracy of business performance reports, annual and quarterly financial statements, and assessment reports on the management activities of the Board of Directors.

II. RESULTS OF SUPERVISION AND REVIEW:

1. Regarding the Performance of Management and Executive Duties by the Board of Directors and the Executive Board:

The Board of Directors and the Executive Board have duly complied with Vinafreight’s Charter, as well as the Resolutions of the General Meeting of Shareholders and the Board of Directors of Vinafreight, specifically:

- In 2024, the Board of Directors of Vinafreight convened the Annual General Meeting of Shareholders on March 22nd, 2024; held 17 Meetings of the Board of Directors and issued 20 Resolutions to direct Vinafreight’s activities within its authority. The Meetings of the Board of Directors were conducted in accordance with legal regulations, with the participation of members of the Executive Board and relevant departments to ensure a comprehensive understanding of the situation and to provide input for the Board's consideration before issuing Resolutions and Decisions.
- The independent members of the BOD observed that the Board of Directors has effectively directed and supervised the Executive Board in improving the corporate governance model and in developing and finalizing internal regulations and policies. During implementation, the Executive Board has fully complied with the provisions of the Company’s Charter and the Resolutions of the Board of Directors.



2. Results of Supervision of Vinafreight's Business Operations and Financial Status:

- Regarding business management activities, the Board of Directors has reviewed and issued Resolutions approving matters related to business performance, business plans, and the Company's investment activities.
- The consolidated revenue for 2024 reached VND 1,773 billion, and the consolidated pre-tax profit for 2024 amounted to VND 110 billion.
- As of December 31st, 2024, the Company's total assets stood at VND 962,377,766,612.

2.1. Results of Appraisal of Vinafreight's Financial Statements and Financial Status:

- The independent members of the BOD of Vinafreight has fulfilled the responsibility of appraising the financial statements and financial status in accordance with applicable regulations. The accounting records have been timely recorded, accurately reflecting economic transactions arising during business operations.
- The independent members of the BOD confirms that Vinafreight's 2024 financial statements fairly and reasonably present, in all material respects, the Company's financial position, business performance, and cash flow activities in compliance with Accounting Standards, the Enterprise Accounting Regime, and other relevant accounting regulations in Vietnam. Vinafreight's 2024 financial statements have also been audited by Ernst & Young Vietnam Limited with an unqualified opinion.

2.2. Comments and Assessment of Vinafreight's Financial Situation:

The above figures indicate that Vinafreight's consolidated revenue and post-tax profit have exceeded the planned targets. Accordingly, the management and operations of the Company's leadership, along with the contributions of all employees, are acknowledged and highly appreciated.

3. Assessment of Coordination Between the Independent Member of the BOD, the Board of Directors, the Executive Board, and Management Personnel:

- The Independent Member of the BOD has received cooperation from the Board of Directors, the Executive Board, and management personnel in functional departments in providing the necessary information and documents for supervision and inspection purposes.
- The Board of Directors has prepared the 2024 Board of Directors' Activity Report, which fully and accurately reflects the 2024 business operations and outlines the 2025 objectives. The Executive Board has prepared the 2024 Business Performance Report and the 2025 Business Plan. These reports, along with the audited 2024 Financial Statements, have been provided to the Independent Board Member in a complete and timely manner for review, assessment, and inclusion in the appraisal report presented at the 2025 Annual General Meeting of Shareholders.

III. 2025 ACTIVITY PLAN:

1. Continue performing supervisory functions as stipulated in Vinafreight's operational regulations. Exercise oversight of the Executive Board's management activities and closely collaborate with the Executive Board to identify solutions to address outstanding challenges from 2024 and enhance management efficiency in business operations for 2025.
2. Support the Board of Directors in ensuring corporate governance compliance with legal regulations and the Company's Charter.
3. Contribute to the improvement of the enterprise risk management system in alignment with the Company's operational conditions and applicable legal regulations.
4. Carry out other duties as prescribed in the Board of Directors' operational regulations.

IV. RECOMMENDATIONS OF THE INDEPENDENT MEMBER OF THE BOD:

1. There should be better coordination among departments to maximize the utilization of the Company's existing human resources and to develop specific strategies for attracting and retaining talent in the long term.
2. Strengthen debt management efforts to prevent prolonged capital appropriation by customers and thoroughly assess customers' financial capabilities before transactions to mitigate credit risk.
3. Given the rapid growth of Vietnam's warehousing and logistics market post-COVID due to the surge in online shopping demand, many companies have recently invested in warehousing real estate, intensifying market competition. In response, the Company should focus on the following key areas:
 - (i). Developing e-commerce logistics, investing in technology, and refining service sales strategies.
 - (ii). Enhancing the development of a highly skilled workforce in management, security, operations, import-export, etc., to strengthen competitiveness against large domestic and international enterprises.
 - (iii). Promoting and reaching potential customers through multiple channels, such as organizing events, investing in the Company's website, and advertising via social media platforms,

Respectfully submit./.

**ON BEHALF OF THE INDEPENDENT MEMBER
OF THE BOARD OF DIRECTORS**



REPORT ON THE ACTIVITIES OF THE SUPERVISORY BOARD IN 2024 AND PLAN FOR 2025

Pursuant to the functions, powers, and responsibilities of the Supervisory Board as stipulated in the Charter and the Operating Regulations of the Supervisory Board of Vinafreight Joint Stock Company.

The Supervisory Board (“SB”) hereby submits to the 2025 Annual General Meeting of Shareholders (“AGM”) the report assessing the operational performance in 2024 as follows:

I. ACTIVITIES OF THE SUPERVISORY BOARD IN 2024

- Fully attended meetings of the Board of Directors (“BOD”), provided opinions to the BOD and the Executive Board on matters related to the Company's business operations.
- Inspected and supervised the BOD and the Executive Board in complying with the implementation of resolutions of the Annual General Meeting of Shareholders (“AGM”), adherence to legal regulations, and compliance with the Company’s Charter.
- Reviewed and monitored the implementation of the business plan, financial and accounting activities, and audited the 2024 Financial Statements.
- In 2024, the Supervisory Board dismissed and appointed two new members of the Supervisory Board.
- Supervised the restructuring of the organizational chart, workforce planning, and personnel streamlining to enhance labor productivity and operational efficiency in compliance with applicable regulations.
- participated in discussions and contributed opinions on the Company’s challenges and difficulties in BOD meetings.
- Performed other tasks in accordance with the functions and duties of the Supervisory Board.

1. Supervision of Business Operations and Corporate Governance by the Board of Directors and the Executive Board.

1.1 Audit of Financial Statements and Disclosure of Information for 2024

- The Company’s 2024 financial statements were audited by Ernst & Young Vietnam Limited, and the report presents a true and fair view, in all material respects, of the Company’s financial position as of December 31st, 2024, as well as its business performance and cash flows for the financial year ended on the same date, in accordance with applicable legal regulations on the preparation and presentation of Financial Statements.
- The Company has disclosed information in a timely and complete manner in compliance with the regulations applicable to Public Companies.

1.2 Supervision of the Board of Directors and the Executive Board’s Operations in 2024

- The Board of Directors (“BOD”) issued 20 Resolutions. The contents of the BOD Resolutions were duly approved either in meetings or through written consultation of the BOD members in accordance with the Company’s Charter and applicable laws.
- In 2024, the BOD and the Executive Board implemented the resolutions of the 2024 Annual General Meeting of Shareholders and carried out other tasks in compliance with the Company’s Charter and legal regulations. Under the direction of the BOD, combined with the Executive Board’s flexibility and proactiveness in managing business operations, the Company has made efforts to fulfill the targets set by the 2024 Annual General Meeting of Shareholders, as detailed below:

UNIT: billion dong

Targers	2024 Plan	2024 Implementaiton	Plan/Implementaiton
Revenue	1.192	1.773	149%
Profit before tax	43	110	256%

- Business Performance of the Company in 2024:
 - The consolidated revenue from service provision in 2024 reached approximately VND 1,773 billion, achieving **149%** of the 2024 target as set forth in the Resolution of the 2024 Annual General Meeting of Shareholders.
 - The consolidated profit before tax in 2024 reached approximately VND 110 billion, attaining 256% of the 2024 profit before tax target (as per the Resolution of the 2024 Annual General Meeting of Shareholders), despite challenging economic conditions.
- The remuneration for the Board of Directors and the Supervisory Board was approved by the 2024 Annual General Meeting of Shareholders through the relevant proposal and implemented in accordance with Resolution No. 07-24/NQ-HĐQT, which was approved by the BOD on March 22nd, 2024, in full compliance with applicable regulations.
- Pursuant to the authorization of the 2024 Annual General Meeting of Shareholders, the BOD approved the selection of Ernst & Young Vietnam to conduct the review and audit of the Company's 2024 financial statements. The audit process was completed in accordance with the required timeline and regulations.

1.3 Shareholders' Opinions

As of the record date for determining the list of shareholders entitled to attend the General Meeting, the Supervisory Board had not received any shareholder contributions or complaints regarding violations by the Board of Directors, the Executive Board, or the Supervisory Board in the performance of their assigned duties.

2. Assessment of the Coordination between the Supervisory Board, the Board of Directors, the Executive Board, and Shareholders

- In 2024, the Supervisory Board coordinated with the BOD and the Executive Board in inspecting and supervising business activities at the Company and its subsidiaries in accordance with applicable laws and the Company's Charter.
- The BOD and the Executive Board supported the Supervisory Board in fully carrying out its functions and duties by providing all necessary data, documents, and information related to the Company's business activities and facilitating the Supervisory Board's full participation in BOD meetings.

3. Observations and Recommendations:

3.1 Observations

In 2024, the Executive Board fully and timely implemented the 2024 Annual General Meeting of Shareholders' Resolution and the BOD Resolutions in accordance with the Company's Charter and applicable laws. The business plan was executed with highly positive results. The organizational structure was streamlined and operated efficiently, leading to cost savings.

However, certain issues remain, including prolonged outstanding receivables due to insufficient debt control and the incomplete finalization of internal regulations and policies.

3.2 Recommendations

To continue leveraging the achievements of 2024 amidst challenging market conditions, the Board of Directors and the Executive Board must persist in cost control efforts, enhance service quality, and finalize and issue the Debt Management Regulations and Internal Governance Regulations. Additionally, they should seek new customers, expand markets, develop new services, and invest in new projects to sustain the Company's revenue and profit growth. Furthermore, continuous review and evaluation of human resource quality should be conducted, along with implementing technological solutions to improve labor productivity.

II. ORIENTATION OF THE SUPERVISORY BOARD'S ACTIVITIES IN 2025

The Supervisory Board shall perform its functions and duties in strict compliance with the provisions of the Law on Enterprises and the Company's Charter:

- Inspect and supervise the implementation of the Resolutions of the 2025 Annual General Meeting of Shareholders, as well as the Resolutions and Decisions of the Board of Directors and the Executive Board;
- Inspect and supervise the compliance with legal regulations in corporate governance and the management of the Company's business operations by the Board of Directors and the Executive Board;
- Propose to the General Meeting of Shareholders and the Board of Directors the selection of an independent auditing firm to conduct the review and audit of the Company's 2025 financial statements.
- Conduct the examination of the financial statements and business performance reports of the Company.
- Convene periodic meetings of the Supervisory Board to assess the performance of the Board of Directors and the Executive Board in accordance with legal regulations.

Respectfully submit./.

ON BEHALF OF THE SUPERVISORY BOARD

HEAD OF THE SUPERVISORY BOARD



Ho Chi Minh City, March 28th, 2025

PROPOSAL TO THE GENERAL MEETING OF SHAREHOLDERS

Regarding approval of the audited separate and consolidated Financial Statements for the year 2024 of Vinafreight Joint Stock Company

To: The General Meeting of Shareholders of Vinafreight Joint Stock Company

- Pursuant to the Law on Enterprises 2020 dated June 17, 2020;
- Pursuant to the Charter of Vinafreight Joint Stock Company;
- Pursuant to the Internal Corporate Governance Regulations of Vinafreight Joint Stock Company;
- Pursuant to the audited separate and consolidated Financial Statements for the year 2024 of Vinafreight Joint Stock Company (the "Company"), audited by Ernst & Young Vietnam Limited,

The Board of Directors respectfully submits to the 2025 Annual General Meeting of Shareholders for approval of the audited separate and consolidated financial statements for the year 2024 of Vinafreight Joint Stock Company, which have been audited by Ernst & Young Vietnam Limited.

The audited separate and consolidated financial statements for the year 2024 of Vinafreight Joint Stock Company have been duly disclosed and published on the Company's website (<https://www.vinafreight.com>) in accordance with applicable regulations.

Respectfully submit./.

**ON BEHALF OF THE BOARD OF DIRECTORS
CHAIRMAN OF THE BOARD OF DIRECTORS**



Nguyen Bich Lan

Ho Chi Minh City, March 28th, 2025

PROPOSAL TO THE GENERAL MEETING OF SHAREHOLDERS

Regarding approval of the authorization for the Board of Directors to assess and select the audit firm for the 2025 Financial Statements of Vinafreight Joint Stock Company

To: The General Meeting of Shareholders of Vinafreight Joint Stock Company

- Pursuant to the Law on Enterprises 2020 dated June 17, 2020;
- Pursuant to the Charter of Vinafreight Joint Stock Company;
- Pursuant to the Internal Corporate Governance Regulations of Vinafreight Joint Stock Company,

The Supervisory Board respectfully submits to the 2025 Annual General Meeting of Shareholders for approval the authorization for the Board of Directors to assess and select the audit firm for the 2025 Financial Statements of Vinafreight Joint Stock Company, with the details as follows:

1. Criteria for Selecting the Independent Audit Firm:

- Must be a legally operating company in Vietnam.
- Must be an independent audit firm included in the list of audit firms approved by the State Securities Commission in accordance with applicable regulations and laws on independent auditing.
- Must have experience in auditing Vietnamese Public Companies.
- Must have a reputable standing in audit quality.
- Must have a reputable standing in audit quality.
- Must meet the requirements regarding the scope and timeline of the audit.
- Must offer a reasonable audit fee that aligns with the quality and scope of the audit.

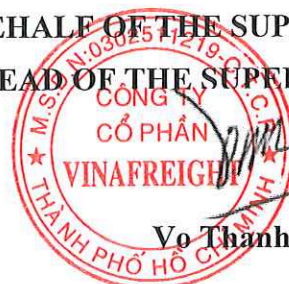
2. Proposal for Selection of the Audit Firm:

The 2025 Annual General Meeting of Shareholders authorizes the Board of Directors to decide on the selection of one of the audit firms approved by the State Securities Commission to audit listed companies from the following list:

- PwC Limited (Vietnam) (PWC);
- Ernst & Young Vietnam Limited (EY);
- Deloitte Vietnam Audit Company Limited (Deloitte);
- KPMG Vietnam Limited (KPMG).

Respectfully submit./.

**ON BEHALF OF THE SUPERVISORY BOARD
HEAD OF THE SUPERVISORY BOARD**



Vo Thanh Dong



VINA-FREIGHT
JOINT STOCK COMPANY

SOCIALIST REPUBLIC OF VIETNAM
Independence - Freedom - Happiness

No. 01/2025/NQ.ĐHĐCĐ-VNF

Ho Chi Minh City, March 28th, 2025

DRAFT

RESOLUTION
2025 ANNUAL GENERAL MEETING OF SHAREHOLDERS
VINA-FREIGHT JOINT STOCK COMPANY

- Pursuant to the Law on Enterprises 59/2020/QH14 dated June 17th, 2020;
- Pursuant to the Charter of Vinafreight Joint Stock Company;
- Pursuant to the Minutes of the 2025 Annual General Meeting of Shareholders No. 01/2025/BB.ĐHĐCĐ-VNF dated March 28th, 2025 of Vinafreight Joint Stock Company,

RESOLVED:

Article 1. Approval of the 2024 Performance Report and the 2025 Activity Plan of the Board of Directors of Vinafreight Joint Stock Company.

The detailed report is attached.

Article 2. Approval of the 2024 Performance Report and the 2025 Activity Plan of the Independent Member of the Board of Directors of Vinafreight Joint Stock Company.

The detailed report is attached.

Article 3. Approval of the 2024 Performance Report of the Supervisory Board of Vinafreight Joint Stock Company.

The detailed report is attached.

Article 4. Approval of the audited separate and consolidated financial statements for the year 2024 of Vinafreight Joint Stock Company.

Approval of the separate and consolidated Financial Statements for the year 2024 of Vinafreight Joint Stock Company, which have been audited by Ernst & Young Vietnam.

The separate and consolidated financial statements for the year 2024 of Vinafreight Joint Stock Company have been disclosed and published on the Company's website (www.vinafreight.com) in accordance with regulations.

Article 5. Approval of the authorization for the Board of Directors to evaluate and select the auditing firm for the 2025 financial statements of Vinafreight Joint Stock Company.

1. Criteria for Selecting the Independent Auditing Firm:

- Must be a legally operating company in Vietnam.
- Must be an independent audit firm included in the list of audit firms approved by the State Securities Commission in accordance with applicable regulations and laws on independent auditing.
- Must have experience in auditing Vietnamese Public Companies.
- Must have a reputable standing in audit quality.
- Must have a reputable standing in audit quality.
- Must meet the requirements regarding the scope and timeline of the audit.
- Must offer a reasonable audit fee that aligns with the quality and scope of the audit.

2. Proposal for Selecting the Auditing Firm:

The 2025 Annual General Meeting of Shareholders authorizes the Board of Directors to decide on the selection of one of the auditing firms approved by the State Securities Commission to audit listed companies from the following list:

- PwC Limited (Vietnam) (PWC);
- Ernst & Young Vietnam Limited (EY);
- Deloitte Vietnam Audit Company Limited (Deloitte);
- KPMG Vietnam Limited (KPMG).

Article 6. Enforcement Provisions

1. The Resolution of the 2025 Annual General Meeting of Shareholders of Vinafreight Joint Stock Company has been duly approved by the General Meeting of Shareholders and shall take effect from the date of signing.
2. The Board of Directors and the Executive Board of Vinafreight Joint Stock Company shall implement this Resolution.

Recipients:

- As stipulated in Article 6;
- The SSC;
- The HNX;
- Company's website
- Archived: Secretary of the Board of Directors.

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

Nguyen Bich Lan
Chairman of the Board of Directors