

CÔNG TY CỔ PHẦN DU LỊCH
THÀNH THÀNH CÔNG
THANH THANH CONG TOURIST
JOINT STOCK COMPANY

Số | No: 08/2025/CBTT-TTCT

CỘNG HOÀ XÃ HỘI CHỦ NGHĨA VIỆT NAM
SOCIALIST REPUBLIC OF VIETNAM
Độc lập - Tự do - Hạnh phúc
Independence – Freedom – Happiness

Tp. Hồ Chí Minh, ngày 17 tháng 04 năm 2025
Ho Chi Minh City, April 17, 2025

CÔNG BỐ THÔNG TIN ĐỊNH KỲ
PERIODIC INFORMATION DISCLOSURE

Kính gửi | To: - Ủy ban Chứng khoán Nhà nước | *State Securities Commission of Vietnam*
- Sở Giao dịch Chứng khoán Tp. Hồ Chí Minh | *Ho Chi Minh City Stock Exchange*
- Sở Giao dịch Chứng khoán Hà Nội | *Hanoi Stock Exchange*

1. Tên tổ chức: CÔNG TY CỔ PHẦN DU LỊCH THÀNH THÀNH CÔNG

Organization name: THANH THANH CONG TOURIST JOINT STOCK COMPANY

- Mã chứng khoán: VNG

Stock code: VNG

- Địa chỉ trụ sở chính: Số 253 Hoàng Văn Thụ, Phường 2, Quận Tân Bình, Tp. Hồ Chí Minh

Head office: 253 Hoang Van Thu Street, Ward 2, Tan Binh District, Ho Chi Minh City

- Điện thoại liên hệ | Phone: 1900 55 88 55

Fax:

- E-mail:

2. Nội dung thông tin công bố:

Disclosed information:

Công ty Cổ phần Du Lịch Thành Thành Công công bố thông tin về Biên bản họp và Nghị quyết số 01/2025/NQ-ĐHĐCĐ của Đại hội đồng cổ đông thường niên Năm tài chính 2024 cùng toàn bộ tài liệu kèm theo Nghị quyết này (theo file đính kèm)

Thanh Thanh Cong Tourist Joint Stock Company hereby discloses the information regarding the Minutes and Resolution No. 01/2025/NQ-GMS of The Fiscal year 2024 Annual General Meeting of Shareholders, along with all accompanying documents attached to this Resolution (as enclosed).

3. Thông tin này đã được công bố trên trang thông tin điện tử của công ty vào ngày 17/04/2025 tại đường dẫn <https://ttchospitality.vn>



*This information was published on the company's electronic information portal on **April 17, 2025**, at the following link: <https://ttchospitality.vn>*

Chúng tôi xin cam kết các thông tin công bố trên đây là đúng sự thật và hoàn toàn chịu trách nhiệm trước pháp luật về nội dung các thông tin đã công bố.

We hereby certify that the information disclosed above is true and take full legal responsibility for the content of the disclosed information.

Trân trọng.

Respectfully,

Đại diện tổ chức

On behalf of the organization

Người đại diện theo pháp luật/Người UQ CBTT

Legal Representative / Authorized Information Disclosure Officer

(Ký, ghi rõ họ tên, chức vụ, đóng dấu)

(Signature, full name, title, and company seal)



PHAN THỊ HỒNG VÂN



**MINUTES OF MEETING
ANNUAL GENERAL MEETING OF SHAREHOLDERS
FISCAL YEAR 2024**

I. COMPANY INFORMATION:

1. Company name: THANH THANH CONG TOURIST JOINT STOCK COMPANY
2. Head office address: 253 Hoang Van Thu Street, Ward 2, Tan Binh District, Ho Chi Minh City
3. Enterprise Registration Certificate No., date, and place of issue: No. 3500753423, 24th amendment dated March 27, 2023, issued by Ho Chi Minh City Department of Planning and Investment.

II. TIME, VENUE, AND PARTICIPATION RATE:

1. Time: 14:00 (2:00 PM), Thursday, April 17, 2025
2. Venue: 3rd Floor Hall – TTC Building, 253 Hoang Van Thu Street, Ward 2, Tan Binh District, Ho Chi Minh City
3. Participation rate:

Mr. Hoang Ngoc Hieu, representing the Shareholder Eligibility Inspection Committee, presented the Shareholder Eligibility Report for the AGM, specifically:

- a. Total shareholders entitled to attend the meeting: 1574 shareholders, holding 97,276,608 voting shares, equivalent to 100% of total voting shares.
- b. Total shareholders attending the meeting: 26 shareholders, holding 57,815,972 voting shares, accounting for 59,43% of total voting shares.

The meeting met the legal and statutory quorum requirements for lawful proceedings.

III. AGENDA OF THE MEETING:

1. Approval of Meeting Regulations and Voting Procedures

The Organizing Committee introduced the Meeting Rules.

The Meeting approved the Rules with a voting rate of 100%.

2. Approval of the 2025 AGM Agenda

The Organizing Committee introduced the meeting agenda.

The Meeting approved the agenda with a voting rate of 100%.

3. Approval of the Chairing Committee, Secretarial Team, and Vote Counting Committee

A representative of the Organizing Committee presented the proposed list of members for the Chairing Committee, the Secretariat, and the Vote Counting Committee as follows:

a. Chairing Committee



- | | |
|--------------------------|-------------|
| 1. Ms. Phan Thi Hong Van | Chairperson |
| 2. Ms. Nguyen Thuy Van | Member |
| 3. Mr. Nguyen Quoc Viet | Member |

b. Secretariat

- | | |
|------------------------------|--------|
| 1. Ms. Huynh Thanh Huyen | Head |
| 2. Ms. Pham Tran Hanh Phuong | Member |
| 3. Ms. Truong Tiet Anh | Member |

c. Vote Counting Committee

- | | |
|------------------------|--------|
| 1. Mr. Hoang Ngoc Hieu | Head |
| 2. Mr. Bui Tan Khai | Member |
| 3. Mr. Nguyen Ngoc Si | Member |

The General Meeting voted to approve the composition of the Chairing Committee, the Secretariat, and the Vote Counting Committee with a supporting rate of 100%.

4. Opening Remarks of the General Meeting

Ms. Phan Thi Hong Van – Chairwoman of the Board of Directors delivered the opening remarks of the Meeting.

5. Reports Presented by Relevant Authorities

- The Board of Directors presented the Report on the performance of the Board in 2024 and the direction for activities in 2025;
- The Audit Committee presented the Report on its activities in 2024;
- The Executive Board presented the Report on the operating results in 2024 and the operational plan for 2025.

6. Proposals Presented

- Proposal for approval of the audited financial statements for 2024;
- Proposal for approval of the 2024 profit distribution plan;
- Proposal for authorizing the Board of Directors to select the auditing firm for the fiscal year 2025;
- Proposal for approval of remuneration and operating expenses for the Board of Directors in 2025;
- Proposal for approval of the 2025 business plan;
- Proposal for dismissal of members of the Board of Directors for the 2021–2025 term and election of new members for the 2025–2029 term;
- Proposal for amendments and supplements to the Company's Charter.

7. Discussion Session

Shareholders of Tai Viet Coporation– Shareholder Code 1498

- **Why did the company's pre-tax plan for 2005 decrease compared to 2024?**
- Answer:

- The revenue plan for 2025 of TTCH has increased compared to 2024, but the profit decreased due to several factors:
- During the 2023–2025 period, domestic and international business activities are still affected by post-COVID consequences, global economic-political policy fluctuations, and especially the decline in purchasing power. Tourists tend to spend more conservatively, while input costs have increased, leading to a narrowing profit margin.
- The biggest impact is the land rental cost, which increases after a 5-year cycle, putting significant pressure on profits in 2025.
- However, operating costs are being strictly controlled, and EBITDA in 2025 is expected to increase compared to 2024.

- **How was the business performance in Q1, and will Q2 improve compared to Q1?**

- Answer:

Market Factors:

In Q1/2025, TTCH was affected by macroeconomic conditions and slow recovery in domestic tourism. International tourism increased but mainly concentrated in Hanoi and Ho Chi Minh City, outside TTCH's operational areas.

Q2/2025 is forecasted to face many challenges for the tourism industry, but with the determination of the entire staff, the business performance in Q2 is expected to improve compared to Q1. In addition, TTCH plans to expand destinations in Hanoi and Quang Ninh as part of the 2030 strategy and implement educational cooperation solutions, organizing extracurricular activities combined with tourism, to improve weekday occupancy and boost revenue.

Regarding the Nha Trang market situation:

This is one of the destinations expected to recover strongly, especially after the return of Chinese tourists. Specifically:

- + In 2024: On average, there are about 330 flights per week to Nha Trang;
- + In 2025: This number is expected to increase to 1,179 flights per week – showing a huge recovery potential for this market.
- + However, a characteristic of the domestic tourism market is that hotel occupancy is only high on weekends (Saturday – Sunday), while weekdays still have significant vacancies – a problem that has existed for years and remains unsolved.

Long-term development orientation:

TTCH aims to expand its network of destinations in Hanoi and Quang Ninh as part of its 2030 development vision.

The company is implementing plans to increase equity capital and borrow funds to invest in long-term assets and expand its destination chain across the North, Central, and South regions.

Demand stimulation solutions – in collaboration with the education sector:

The management is implementing cooperation with Education Departments in provinces, organizing extracurricular programs, and providing real-life experiences for students combined with sightseeing tours.

This is an opportunity to expand into the education market, which has significant potential, helping fill occupancy on weekdays, thereby improving revenue and operational efficiency.

Despite the challenges in the economy in 2025, the management is actively expanding

partnerships, signing agreements with both domestic and international partners to increase business activities, and is determined to meet and exceed the set business goals.

With the solutions currently being implemented, the management believes that business performance will see positive changes in the near future.

Shareholders of SOUTHERN AIRPORTS SERVICES JOINT STOCK COMPANY – Shareholder Code 1494

How does the Board of Management evaluate the effectiveness of capital usage and project investments to date? What are the results of recent M&A activities?

- Answer:

The most recent M&A transaction by TTCH was the acquisition of the Imperial Hotel in Hue. This was a strategic move to expand market share in the Central region, particularly in Hue – a prominent cultural and heritage destination.

Currently, international visitors are returning to Vietnam strongly after the pandemic, and the Imperial Hotel Hue is leading the Hue market in terms of international tourist volume. With its prime location, reputable brand, and high-quality services, Imperial not only contributes to TTCH's revenue growth but also affirms its position as a pioneering growth driver in the tourism industry.

Regarding TTCH's issuance of VND 500 billion in bonds for debt restructuring – can this be interpreted as a sign that project cash flow is insufficient to repay existing debts? Please evaluate the effectiveness of capital use and project investment.

- Answer:

The bond package issued at the end of 2024 was aimed at restructuring bond debt that had matured after three years, not to cover project investment cash flow. Due to the timing of the issuance at the year-end, the company temporarily carried two debt obligations. However, by January 2025, the company had fully settled the old bond, and currently only carries the VND 500 billion debt from the new issuance.

TTCH has reported ongoing efforts to seek investors for a share issuance. Can the Board of Management share the target group for this issuance?

- Answer:

The company is currently working with a consulting firm to finalize a capital issuance plan. At the same time, it is reaching out to strategic partners to jointly leverage each other's ecosystems and strengths to enhance business efficiency. Once the Board of Directors agrees on the optimal capital increase plan, it will be submitted to shareholders for approval in writing in accordance with legal regulations and the company's charter.

IV. Voting on the Reports and Proposals

1. Voting on the Reports and Proposals

The General Meeting conducted voting on the reports and proposals via direct ballot.

2. Announcement of Voting Results

2.1 The Board of Directors presented the Report on the performance of the Board in 2024 and the direction for activities in 2025;

Approved with a 100% voting rate based on the total number of shares with voting rights held by attending/represented shareholders, specifically:

No	Voting Ballots		Voting Rate
1	Total voting ballots	57.815.972 ballots	100%
2	Valid ballots	57.815.878 ballots	100%

No	Voting Ballots		Voting Rate
3	Invalid ballots	94 ballots	0%
4	Votes in favor	57.815.878 ballots	100%
5	Votes against	0 ballot	0%
6	Abstentions	0 ballot	0%

2.2 The Audit Committee presented the Report on its activities in 2024

Approved with a 100% voting rate based on the total number of shares with voting rights held by attending/represented shareholders, specifically:

Stt	Voting Ballots		Voting Rate
1	Total voting ballots	57.815.972 ballots	100%
2	Valid ballots	57.815.878 ballots	100%
3	Invalid ballots	94 ballots	0%
4	Votes in favor	57.498.663 ballots	99,45%
5	Votes against	0 ballot	0%
6	Abstentions	317.215 ballots	0,55%

2.3 The Executive Board presented the Report on the operating results in 2024 and the operational plan for 2025

Approved with a 100% voting rate based on the total number of shares with voting rights held by attending/represented shareholders, specifically:

Stt	Voting Ballots		Voting Rate
1	Total voting ballots	57.815.972 ballots	100%
2	Valid ballots	57.815.878 ballots	100%
3	Invalid ballots	94 ballots	0%
4	Votes in favor	57.815.878 ballots	100%
5	Votes against	0 ballot	0%
6	Abstentions	0 ballot	0%

2.4 Proposal for approval of the audited financial statements for 2024

Approved with a 100% voting rate based on the total number of shares with voting rights held by attending/represented shareholders, specifically:

Stt	Voting Ballots		Voting Rate
1	Total voting ballots	57.815.972 ballots	100%
2	Valid ballots	57.815.878 ballots	100%
3	Invalid ballots	94 ballots	0%
4	Votes in favor	57.815.878 ballots	0%
5	Votes against	0 ballot	0%
6	Abstentions	0 ballot	0%

2.5 Proposal for approval of the 2024 profit distribution plan;

Approved with a 100% voting rate based on the total number of shares with voting rights held by attending/represented shareholders, specifically:

Stt	Voting Ballots		Voting Rate
1	Total voting ballots	57.815.972 ballots	100%
2	Valid ballots	57.815.878 ballots	100%
3	Invalid ballots	94 ballots	0%
4	Votes in favor	57.815.878 ballots	100%
5	Votes against	0 ballot	0%
6	Abstentions	0 ballot	0%

2.6 Proposal for authorizing the Board of Directors to select the auditing firm for the fiscal year 2025

Approved with a 100% voting rate based on the total number of shares with voting rights held by attending/represented shareholders, specifically:

Stt	Voting Ballots		Voting Rate
1	Total voting ballots	57.815.972 ballots	100%
2	Valid ballots	57.815.878 ballots	100%
3	Invalid ballots	94 ballots	0%
4	Votes in favor	57.815.878 ballots	100%
5	Votes against	0 ballot	0%
6	Abstentions	0 ballot	0%

2.7 Proposal for approval of remuneration and operating expenses for the Board of Directors in 2025

Approved with a 100% voting rate based on the total number of shares with voting rights held by attending/represented shareholders, specifically:

Stt	Voting Ballots		Voting Rate
1	Total voting ballots	57.815.972 ballots	100%
2	Valid ballots	57.815.878 ballots	100%
3	Invalid ballots	94 ballots	0%
4	Votes in favor	57.815.878 ballots	100%
5	Votes against	0 ballot	0%
6	Abstentions	0 ballot	0%

2.8 Proposal for approval of the 2025 business plan;

Approved with a 100% voting rate based on the total number of shares with voting rights held by attending/represented shareholders, specifically:

Stt	Voting Ballots		Voting Rate
1	Total voting ballots	57.815.972 ballots	100%
2	Valid ballots	57.815.878 ballots	100%
3	Invalid ballots	94 ballots	0%
4	Votes in favor	57.815.878 ballots	100%
5	Votes against	0 ballot	0%
6	Abstentions	0 ballot	0%

2.9 Proposal for dismissal of members of the Board of Directors for the 2021–2025 term and election of new members for the 2025–2029 term.

Approved with a 100% voting rate based on the total number of shares with voting rights held by attending/represented shareholders, specifically:

Stt	Voting Ballots		Voting Rate
1	Total voting ballots	57.815.972 ballots	100%
2	Valid ballots	57.815.878 ballots	100%
3	Invalid ballots	94 ballots	0%
4	Votes in favor	57.541.063 ballots	99,52%
5	Votes against	0 ballot	0%
6	Abstentions	274.815 ballots	0,48%

2.10 Proposal for amendments and supplements to the Company's Charter.

Approved with a 100% voting rate based on the total number of shares with voting rights held by attending/represented shareholders, specifically:

Stt	Voting Ballots		Voting Rate
1	Total voting ballots	57.815.972 ballots	100%
2	Valid ballots	57.815.878 ballots	100%
3	Invalid ballots	94 ballots	0%
4	Votes in favor	57.541.063 ballots	99,52%
5	Votes against	0 ballot	0%
6	Abstentions	274.815 ballots	0,48%

V. Conclusion of the General Meeting

1. Approval of the Minutes and the Resolution of the General Meeting

On behalf of the Secretariat, Ms. Huynh Thanh Huyen presented the draft Minutes and the Resolution of the Annual General Meeting of Shareholders for the Fiscal Year 2024.

The Meeting voted to approve the Minutes and the Resolution with a supporting rate of 100% of the total votes of shareholders with voting rights attending the Meeting.

2. Closing Remarks

Ms. Phan Thi Hong Van – Chairperson of the General Meeting, delivered the closing remarks.

3. Conclusion of the General Meeting

The General Meeting unanimously entrusted the Board of Directors and the Executive Board of Thanh Thanh Cong Tourist Joint Stock Company with the responsibility to implement and monitor the execution of the resolutions adopted at the Annual General Meeting of Shareholders for the Fiscal Year 2024.

The Annual General Meeting of Shareholders 2025 of Thanh Thanh Cong Tourist Joint Stock Company officially concluded at 17 hours 30 minutes on the same day.

ON BEHALF OF THE CHAIRING COMMITTEE

CHAIRPERSON



PHAN THI HONG VAN

SECRETARIAT

HUYNH THANH HUYEN

PHAM TRAN HANH PHUONG

TRUONG TIET ANH

RESOLUTION

ANNUAL GENERAL MEETING OF SHAREHOLDERS

FOR THE FISCAL YEAR 2024

- *Pursuant to the Law on Enterprises and its guiding documents;*
- *Pursuant to the Charter of Thanh Thanh Cong Tourist Joint Stock Company;*
- *Pursuant to the Minutes of the Annual General Meeting of Shareholders of Thanh Thanh Cong Tourist Joint Stock Company for the Fiscal year 2024 dated April 17, 2025.*

HEREBY RESOLVES:

Article 1. The General Meeting of Shareholders hereby approves the following matters:

1. Approval of Reports:

- 1.1 Report on the performance of the Board of Directors in 2024 and the orientations for 2025.
- 1.2 Report on the 2024 activities of the Audit Committee.
- 1.3 Report on the 2024 business performance and the 2025 action plan of the Executive Board.

2. Approval of Proposals:

2.1 Proposal for approval of the audited financial statements for 2024:

- 2.1.1. The Company's separate financial statements for the fiscal year ended December 31, 2024, audited by Ernst & Young Vietnam Limited..

Detailed information of the audited separate financial statements is disclosed on the Company's website and the Ho Chi Minh Stock Exchange's information portal in accordance with disclosure regulations.

- 2.1.2. The Company's consolidated financial statements for the fiscal year ended December 31, 2024, audited and verified by Ernst & Young Vietnam Limited..

Detailed information of the audited consolidated financial statements is disclosed on the Company's website and the Ho Chi Minh Stock Exchange's information portal in accordance with disclosure regulations.

2.2 Proposal for approval of the 2024 profit distribution plan:

Detailed in Proposal No 02/2025/TTr-ĐHĐCĐ

2.3 Proposal for approval of the authorization to the Board of Directors to

select the auditing firm for fiscal year 2025.

Detailed in Proposal No. 03/2025/TTr-DHĐCĐ

2.4 Proposal for approval of remuneration and operating expenses of the Board of Directors for 2025.:

Detailed in Proposal No. 04/2025/TTr-DHĐCĐ

2.5 Proposal for approval of the 2025 business plan:

Detailed in Proposal No. 05/2025/TTr-DHĐCĐ

2.6 Proposal for approval of the dismissal of members of the Board of Directors for the 2021–2025 term and election of new members for the 2025–2029 term.:

Detailed in Proposal No. 06/2025/TTr-DHĐCĐ

2.7 Proposal for approval of amendments and supplements to the Company's Charter:

Detailed in Proposal No. 07/2025/TTr-DHĐCĐ

Article 2. The Board of Directors of Thanh Thanh Cong Tourism Joint Stock Company shall be responsible for organizing, directing, and supervising the implementation of this Resolution of the General Meeting of Shareholders. The Board of Directors shall report on the implementation status and results at the next Annual General Meeting of Shareholders.

Article 3. This Resolution shall take effect from the date of signing. The Board of Directors, the Executive Board, and the departments of the Company are responsible for implementing this Resolution.

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

CHAIRING COMMITTEE

Recipients:

- As stated in Article 3 "for implementation"
- Shareholders;
- Company archives – BOD Office.



PHAN THỊ HỒNG VÂN