

Số: 1006-2025/CBTT-HAH

Hà Nội, ngày 12 tháng 06 năm 2025

## **CÔNG BỐ THÔNG TIN BẤT THƯỜNG**

**Kính gửi:** - Ủy ban Chứng khoán Nhà nước  
- Sở Giao dịch Chứng khoán TP. HCM

1. Tên tổ chức : CÔNG TY CỔ PHẦN VẬN TẢI VÀ XẾP DỠ HẢI AN  
- Mã chứng khoán : HAH  
- Địa chỉ : Tầng 7, số 45, Phố Triệu Việt Vương, Phường Nguyễn Du,  
Quận Hai Bà Trưng, Thành phố Hà Nội, Việt Nam  
- Điện thoại : 024.39877515  
- Fax : 024.39444022  
- Email : [info@haiants.vn](mailto:info@haiants.vn)
2. Nội dung thông tin công bố:  
“Tài liệu họp Đại hội đồng cổ đông thường niên năm 2025 (cập nhật đến ngày 12/06/2025) bằng tiếng Anh” của Công ty cổ phần vận tải và xếp dỡ Hải An.
3. Thông tin này đã được công bố trên trang thông tin điện tử của công ty vào ngày 12/06/2025 tại đường dẫn [www.haiants.vn](http://www.haiants.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.

Tài liệu đính kèm:

- Tài liệu họp Đại hội đồng cổ đông thường niên năm 2025 (cập nhật đến ngày 12/06/2025) bằng tiếng Anh

**Người được ủy quyền công bố thông tin**



**Nguyễn Ngọc Minh**



Draft

## REGULATIONS

### RE. THE ORGANIZATION OF THE 2025 ANNUAL GENERAL MEETING OF SHAREHOLDERS

#### To: The 2025 Annual General Meeting of Shareholders

- Pursuant to the Law on Enterprises No. 59/2020/QH14, passed by the National Assembly of the Socialist Republic of Vietnam, 14th Legislature, on June 17, 2020;
- Pursuant to the Charter on the organization and operation of Hai An Transport and Stevedoring Joint Stock Company.

The 2025 Annual General Meeting of Shareholders of Hai An Transport and Stevedoring Joint Stock Company ("the Company") shall be organized in accordance with the following rules and procedures:

#### I. OBJECTIVES

- To ensure compliance with legal regulations.
- To guarantee the principles of transparency, democracy, and the legitimate rights of shareholders.

#### II. WORKING PROCEDURES AND VOTING RULES AT THE GENERAL MEETING

1. Shareholders and authorized representatives of shareholders holding voting shares (as per the final shareholder registration list dated May 29, 2025, provided by the Vietnam Securities Depository and Clearing Corporation) are entitled to attend the 2025 Annual General Meeting of Shareholders of the Company.
2. Upon registration for attendance, the Organizing Committee shall issue Voting Cards to shareholders or duly authorized representatives. Each Voting Card shall contain only the following information: full name, shareholder identification number, and total number of voting shares.
3. All shareholders or shareholder representatives who have completed registration procedures are entitled to participate, express opinions on the agenda approved by the General Meeting, and vote at the General Meeting. The General Meeting shall be convened when shareholders attending the meeting represent more than 50% of the total voting shares.
4. Shareholders arriving late may register immediately upon arrival and thereafter participate and vote on subsequent agenda items. The Chairman is not obligated to pause the General Meeting for late-arriving shareholders to register, and the validity of voting sessions conducted prior to their arrival shall remain unaffected.
5. The 2025 Annual General Meeting of Shareholders shall be presided over and conducted by the Chairman of the Board of Directors ("BOD") of the Company. Delegates and investors attending the meeting must comply with the Chairman's directives to facilitate an orderly,

efficient, and legally compliant meeting. Shareholders must maintain confidentiality, adhere to document usage and preservation protocols, and refrain from copying, recording, or disseminating materials without the Chairman's authorization. The Chairman and the Secretariat of the General Meeting shall have the authority to implement necessary measures to ensure the meeting proceeds in an orderly manner, in accordance with the approved agenda, and reflects the collective will of the majority of attending shareholders.

6. Shareholders shall vote on all matters of the General Meeting by raising their Voting Cards as directed by the Chairman to indicate their vote: Approve, Disapprove, or Abstain.

7. Resolution approval:

- Resolutions of the General Meeting of Shareholders shall be passed when approved by shareholders representing at least 51% of the total voting shares of all attending shareholders.
- Regarding resolutions concerning the type and total number of shares offered for issuance; amendments or supplements to the Company's Charter; changes in business sectors and operational fields; corporate restructuring or dissolution; investments or asset disposals valued at 35% or more of the total asset value recorded in the latest financial statements of the Company, approval must be obtained from shareholders representing at least 65% of the total voting shares of all attending shareholders.
- The contents of the 2025 Annual General Meeting of Shareholders shall be fully recorded by the Secretariat in the Meeting Minutes. The Meeting Minutes shall serve as the basis for drafting the Resolution of the 2025 Annual General Meeting of Shareholders, which shall be approved before closing.

Respectfully submitted!

ON BEHALF OF THE BOARD OF DIRECTORS

CHAIRMAN



VU THANH HAI



# MEETING AGENDA

## THE 2025 ANNUAL GENERAL MEETING OF SHAREHOLDERS

### HAI AN TRANSPORT AND STEVEDORING JOINT STOCK COMPANY

**Draft**

**Meeting Date and Time:** Commencing at 08:00 AM on June 26, 2025

**Venue:** Meeting Room, 7th Floor, Hai An Building, Km 2, Dinh Vu Street, Dong Hai 2 Ward, Hai An District, Hai Phong City

**Agenda of the General Meeting:**

Content	Estimated Time
<b>1. Shareholder Registration and Distribution of Meeting Documents</b>	8h00 - 8h30
<b>2. Opening of the Annual General Meeting of Shareholders (AGM)</b> <ul style="list-style-type: none"><li>- Declaration of purpose;</li><li>- Flag salute session;</li><li>- Verification of shareholder eligibility.</li></ul>	8h30 - 8h40
<b>3. Introduction</b> <ul style="list-style-type: none"><li>- Organizing Committee presents the Meeting Regulations;</li><li>- Introduction of the Presidium, Secretariat, and Voting Committee;</li><li>- Chairman announces the agenda.</li></ul>	8h40 - 9h00
<b>4. Reports Presentation</b> <ul style="list-style-type: none"><li>- Report by the General Director;</li><li>- Report by the Board of Directors ("BOD") and individual BOD members;</li><li>- Independent BOD member's assessment report regarding BOD activities;</li><li>- Report by the Board of Control ("BOC").</li></ul>	9h00 - 9h20
<b>5. Presentation of the Proposal for Approval</b> <ul style="list-style-type: none"><li>- Audited financial statements for the year of 2024,</li><li>- Profit distribution plan and dividend payment for the year of 2024,</li><li>- Business operations, investment, and financial plan for the year of 2025,</li><li>- Other issues within the authority of the General Meeting of Shareholders.</li></ul>	9h20 - 9h30
<b>6. Presentation of the Proposal on approving the plan to issue shares under the Employee Stock Option Program (ESOP) of the Parent Company and its subsidiaries</b>	9h30 - 9h40
<b>7. Presentation of the Proposal on dismissing members of the Board of Directors and electing additional members of the Board of Directors of the Company for the term 2023-2028</b>	9h40-9h45
<b>8. Approval of the dismissal of members of the Board of Directors and electing additional members of the Board of Directors for the term 2023-2028</b>	9h45 - 10h15

Content	Estimated Time
<ul style="list-style-type: none"> <li>- Approval of the dismissal of members of the Board of Directors and electing additional members of the Board of Directors for the term 2023-2028;</li> <li>- Approval of the Election Regulations at the AGM;</li> <li>- Approval of the number of additional members elected to participate in the Board of Directors for the term 2023-2028;</li> <li>- Approval of the list of candidates to elect additional members of the Board of Directors for the term 2023-2028;</li> <li>- Conducting the election.</li> </ul>	
<b>9. Break time</b>	10h15 - 10h30
<b>10. Discussion Session</b>	10h30 - 11h15
<b>11. Voting on Proposals Submitted to the General Meeting</b>	11h15 - 11h30
<b>12. Announcement of election results</b>	11h30 - 11h45
<b>13. Approval of the Meeting Minutes and Resolutions</b>	11h45 - 12h00
<b>14. Closing of the General Meeting</b>	12h00



## REPORT OF GENERAL DIRECTOR SUMMARY OF 2024 AND BUSINESS PLAN ORIENTATION FOR 2025

### I. GENERAL ASSESSMENT

- In 2024, the global geopolitical landscape remained complex, including the prolonged conflict between Russia and Ukraine and escalating tensions in the Middle East between Israel and Hamas, which led to continued instability in the Red Sea region. These events posed significant risks to global supply chain disruptions and severely impacted key maritime shipping routes. The global economy continued to struggle, with slow recovery, particularly in Europe.
- Despite these challenges, the maritime transport industry demonstrated strong resilience. The total container transport volume through global ports was estimated to have increased by approximately 7%. The actual trend showed that in the first quarter, freight rates and charter hire prices declined, but by the end of the year, both indices had recovered and recorded positive growth.
- A crucial factor that cannot be overlooked is fuel prices. Although relatively stable, they remained high, significantly affecting the profitability of shipping companies, as fuel costs constitute a major portion of total operating expenses.
- Overall, the year 2024 was a year of intertwined economic and geopolitical challenges, but it also presented opportunities for the global container shipping industry.
- The results of the U.S. presidential election also led to anticipated changes in trade policies in 2025, with a generally unfavorable outlook, making the shipping market more challenging and volatile.

### II. COMPANY PERFORMANCE IN 2024

#### 1. Business Results for the year 2024

- The consolidated business results of Hai An Transport and Stevedoring Joint Stock Company for the year 2024 are as follows:

No.	Indicator	Unit	2024 Plan	2024 Actual	Achievement Rate (5)/(4) (%)
(1)	(2)	(3)	(4)	(5)	(6)
1	Total Volume	TEU	1,273,000	1,337,787	105.09%

No.	Indicator	Unit	2024 Plan	2024 Actual	Achievement Rate (5)/(4) (%)
(1)	(2)	(3)	(4)	(5)	(6)
	- Port Operations	TEU	467,000	549,229	117.61%
	- Vessel Operations	TEU	597,000	605,900	101.49%
	- Depot Volume	TEU	209,000	182,658	87.40%
2	Total Revenue	VND Billion	3,957	4,024	101.69%
3	Consolidated Net Profit After Tax (Parent Company)	VND Billion	450	650	144.42%

- Note: Depot volume decreased due to the impact of Typhoon Yagi.
- Revenue, Cost Structure, and Net Operating Profit by Business Segment:

Indicator	Port Operations (Port, Agency, Inland Transport, etc.)		Vessel Operations		Other Activities	
	Data (VND Billion)	Percentage (%)	Data (VND Billion)	Percentage (%)	Data (VND Billion)	Percentage (%)
Revenue	547	10.19%	4,347	80.90%	479	8.91%
Cost	351	7.95%	3,625	82.11%	439	9.94%
Net Operating Profit (VND Billion)	196	20.46%	722	75.36%	40	4.18%

## 2. Key Accomplishments in 2024

- Successfully acquired and deployed four container vessels, including three newly built 1,800 TEU vessels (HA Beta, AB Sky, HA Opus) and one secondhand 3,500 TEU vessel (HA Gama), increasing Hai An's fleet capacity to 26,500 TEU.
- Secured financing for these vessels through bank loans and successfully issued 500 privately placed convertible bonds worth VND 500 billion, with a five-year term, to four major domestic and international investors.
- Completed the investment in two new Kalmar 45-ton forklifts to support Hai An Port's operations.

- Successfully organized the 2024 Annual General Meeting of Shareholders on April 26, 2024, in Hai Phong, with high shareholder consensus on all presented matters.
- In July 2024, in collaboration with HACT (a subsidiary), received 350 newly manufactured 20' containers from Hoa Phat Group, as part of a plan to enhance logistics service quality, expand transport capacity, and commemorate the company's 15th anniversary.
- Celebrated the 15th anniversary of Hai An Transport and Stevedoring Joint Stock Company (2009-2024) with a series of events, including:
  - + Participation in the Vietnam International Logistics Exhibition 2024, showcasing products and services.
  - + Hosting a 15th Anniversary Celebration and Partner Appreciation Ceremony. Organizing a friendly golf tournament to foster networking and strengthen relationships with partners.
- Digital Transformation and IT Applications in Management and Business Operations
  - + Successfully implemented the FPT CFS unified financial reporting software.
  - + Fully transitioned ePort and eDepot operations to online platforms for customer transactions.
  - + Deployed a shipping management system for HACT & Lotuslink's international routes, integrating multi-platform interactions with customers and ports/yards.
  - + Continued implementation of the VOLLZO vessel management software for three vessels.



### III. BUSINESS PLAN FOR 2025

#### 1. Production and Business Targets

Based on market conditions and existing capabilities, the Executive Board proposes the following key targets for 2025:

No.	Indicator	Unit	2025 Plan
1	<b>Total Volume</b>	<b>TEU</b>	<b>1,455,000</b>
	- Port Operations	TEU	588,000
	- Vessel Operations	TEU	689,000
	- Depot Volume	TEU	178,000
2	<b>Total Revenue</b>	<b>VND Billion</b>	<b>4,556</b>
3	<b>Consolidated Net Profit After Tax</b>	<b>VND Billion</b>	<b>865</b>

#### 2. Investment Plan

##### - Fleet Expansion

To achieve the company's long-term goal of expanding services to the Mediterranean-Europe (MED-EU) and/or the U.S. West Coast (USWC) in the coming years, Hai An aims to directly provide container shipping services to Vietnamese exporters/importers.

Therefore, the company must begin building a fleet with larger vessels that meet increasingly stringent international maritime standards. The Executive Board proposes:

- + Constructing four new container vessels ranging from 3,000 TEU to 4,500 TEU.
- + Continuing to seek and acquire two to three suitable secondhand vessels when opportunities arise to meet operational demands and fleet expansion plans.
- + Conducting research and developing a project for constructing vessels ranging from 7,000 TEU to 9,000 TEU.
- Port and Logistics Investments
  - + Liquidating old and damaged forklifts and investing in one to two new Kalmar 45T forklifts.
  - + Exploring solar power installation to meet operational electricity needs while aligning with ESG goals.
  - + Upgrading and renovating Hai An office buildings and facilities.

### **3. Business Development Initiatives**

- Supporting Hai An Group subsidiaries in expanding business activities, strengthening partnerships with service users.
- Continuing collaboration with ONE to operate the Vietnam-Singapore route and explore new routes for long-term cooperation.
- Maintaining and developing strong relationships with foreign partners to ensure favorable and efficient vessel chartering.

### **4. Corporate Governance Enhancements**

- Recruiting and selecting highly skilled personnel to strengthen management and business expansion efforts.
- Increasing IT applications and digital transformation in business operations and corporate governance.

This above report summarizes the General Director's review of 2024 and outlines the business plan for 2025.

*Sincerely,*

**General Director**  
  
  
**Nguyen Ngoc Tuan**



SOCIALIST REPUBLIC OF VIETNAM

Independence - Freedom - Happiness

*Hai Phong, June ..., 2025*

## **REPORT OF THE BOARD OF DIRECTORS AND EACH MEMBER OF THE BOARD OF DIRECTORS TO THE 2025 ANNUAL GENERAL MEETING OF SHAREHOLDERS**

### **I. Assessment of business performance in 2024**

In 2024, according to Alphaliner and Drewry, container freight rates on major trade routes, particularly Asia-Europe and Trans-Pacific, surged due to disruptions in the Red Sea and port congestion issues. This resulted in substantial profits for container shipping companies in 2024, far exceeding previous forecasts.

Although a significant number of new container vessels were delivered in 2024, prolonged transit times and operational disruptions absorbed much of the excess capacity, even leading to vessel shortages on certain routes.

According to AXS-Alphaliner, the market witnessed structural changes in alliances among major container shipping lines, with the formation of new alliances that could impact competition and freight rates in the future.

Hai An Transport and Stevedoring Joint Stock Company remained focused on increasing service frequency, collaborating with partners to expand intra-Asia routes, and chartering vessels to international markets at high rates. As a result, the company's fleet operations remained stable, and both fleet and overall company financial performance improved significantly, as detailed below:

- Total throughput reached 1,337,787 TEU, including: Port operations: 549,229 TEU, Container transport: 605,900 TEU, Depot operations: 182,658 TEU.
- Total revenue: VND 4,024 billion, Consolidated net profit after tax: VND 650 billion, exceeding the adjusted plan by 44%.

### **II. Market outlook for 2025 and beyond**

According to forecasts from leading maritime consultancy firms, the container shipping market in 2025 and subsequent years is expected to develop as follows:

- In 2025, container freight rates are projected to decline significantly from the peak levels of 2024 due to the return of excess vessel capacity, continued new vessel deliveries, stabilization of the Red Sea situation, and resolution of port congestion issues.
- In the following years, container shipping will continue to face long-term overcapacity challenges due to the large number of vessels ordered in recent years and stringent environmental regulations, requiring shipping lines to invest heavily in



technology and clean fuels. Shipping companies will need to optimize operations, develop value-added services, and adapt to global supply chain shifts (such as near-shoring and friend-shoring trends). Competition among shipping lines and alliances is expected to intensify.

### **III. Assessment of the performance of each member of the Board of Directors**

The Board of Directors (BOD) operates under the principles of collective leadership, with individual members responsible for specific areas to support the Executive Board. In 2024, all BOD members successfully fulfilled their assigned duties:

- The Chairman of the BOD oversaw the overall management of the Board's activities.
- Other BOD members assisted the Chairman in supervising various company operations.
- Independent Board Members and Their Assessment of BOD Activities:
  - + The company has two independent BOD members who make autonomous decisions on corporate matters and provide objective oversight of executive activities.
  - + According to the independent BOD members' assessment: The BOD has effectively exercised its rights and responsibilities in accordance with its authority and legal regulations. The BOD has ensured the company operates safely, efficiently, and in compliance with the Charter, laws, and internal regulations, treating all shareholders equitably and respecting the interests of stakeholders.
  - + Independent BOD members actively participated in meetings, voted on key issues, and provided recommendations for corporate governance and business development.

### **IV. 2025 business plan**

- a) Business performance: Total throughput reached 1,455,000 TEU, including: Por operations: 588,000 TEU, Container transport: 689,000 TEU, Depot operations: 178,000 TEU. Total revenue amounted to VND 4,556 billion, with total expenses of VND 3,562 billion. Consolidated net profit attributable to the parent company: VND 865 billion.
- b) Investment plan
  - Fleet Expansion
    - + Construct four new container vessels ranging from 3,000 TEU to 4,500 TEU.
    - + Acquire two to three secondhand vessels when suitable opportunities arise to meet operational demands and fleet expansion goals.
  - Port and Logistics Investments
    - + Divestment of container yard and port service project in Ba Ria - Vung Tau Province.

- + Exploring investment opportunities in Hai Phong's seaport sector to enhance port operations and reduce transshipment costs for the company's fleet.
  - + Seeking infrastructure investment opportunities in logistics services in other regions, such as Central Vietnam and the Mekong Delta.
- c) Corporate governance enhancements
- Develop and refine management software to support digital transformation across the company and subsidiaries.
  - Recruit and train new personnel to meet the company's expansion and operational needs.

**V. Proposed resolutions for the annual general meeting**

- The BOD submits the following matters for shareholder approval: Audited financial statements for 2024, dividend payment plan for 2024 including: 10% cash dividend and 30% stock dividend, 2025 business and investment plan and other matters within the authority of the General Meeting of Shareholders.
- Approval of the issuance of shares under the employee stock ownership plan (ESOP) for the parent company and its subsidiaries with the ratio of 1.48%.
- Approval of the dismissal of members of the Board of Directors and electing additional members of the Board of Directors for the term 2023-2028.

The Board of Directors of Hai An Transport and Stevedoring Joint Stock Company respectfully submits this report to the General Meeting.

Sincerely,

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



**VU THANH HAI**



*Hai Phong, June ..., 2025*

## **ASSESSMENT REPORT BY INDEPENDENT MEMBERS OF THE BOARD OF DIRECTORS ON THE ACTIVITIES OF THE BOARD OF DIRECTORS IN 2024**

Evaluation of the board of directors' activities in 2024 The independent members of the Board of Directors (BOD) provide the following general assessment of the BOD's activities in 2024:

- The BOD has operated with a high level of responsibility and transparency in corporate governance, strictly adhering to regulations applicable to publicly listed companies. BOD meetings were convened in a timely manner and conducted in accordance with the procedures outlined in the Company's Charter and Internal Governance Regulations. All meeting agendas were thoroughly discussed and evaluated by BOD members to ensure the adoption of strategic directions and solutions that maximize benefits for the Company.
- Key matters related to business strategy, market expansion, technology investment, and management system development were regularly reviewed and assessed during periodic BOD meetings.
- Decisions made during BOD meetings were approved based on majority voting principles, with meeting minutes duly recorded and signed by attending BOD members.

### **1. Organizational structure**

In 2024, the BOD consisted of **seven members**, including **two independent members**. All BOD members actively participated in strategic planning, compliance oversight, and corporate governance, ensuring adherence to best practices in corporate management.

### **2. Operational mechanisms**

- In 2024, the BOD held 16 meetings, most of which were conducted online. These meetings were convened with a clear schedule, comprehensive documentation, and strict compliance with the Company's Charter and legal regulations. Meeting discussions were thorough, with BOD members engaging in critical analysis and evaluation of key issues.
- Strategic, business, and financial matters were closely monitored and discussed between the BOD and the Executive Board.

- Changes in investment plans and new strategic initiatives were independently researched and critically reviewed by both the BOD and the Executive Board.

### **3. Corporate governance and supervision results**

- Overall, the BOD effectively fulfilled its role in implementing the strategic plans and directives set forth by the General Meeting of Shareholders (GMS).
- The BOD complied with corporate governance regulations, convened periodic and extraordinary meetings as necessary, and issued timely decisions aligned with the Company's operational realities.
- The BOD exercised its supervisory role effectively, providing guidance and oversight to the Executive Board in executing resolutions approved by the GMS and the BOD, ensuring compliance with legal regulations while balancing the interests of the Company and its shareholders.
- BOD members holding executive positions regularly attended both periodic and extraordinary Executive Board meetings. Major decisions made by the Executive Board were analyzed, critically reviewed, and consulted with BOD members and the Chairman to safeguard the Company's interests.
- BOD members proactively recognized their roles and responsibilities in supporting the Executive Board, sharing expertise, and engaging in governance-related discussions with the management team.

### **4. Conclusion**

- The BOD has fully exercised its fiduciary duties in representing shareholders, overseeing corporate operations, and providing strategic direction to ensure the effective utilization of resources in achieving the targets set by the GMS, while maintaining compliance with legal regulations and the Company's Charter.
- In addition to its governance and supervisory functions, the BOD closely collaborated with the Executive Board to identify solutions for overcoming business challenges in 2024.
- Overall, in 2024, the BOD demonstrated a high level of responsibility, unity, and cooperation in executing its duties with integrity and diligence. The BOD implemented decisive measures in supervision and guidance, ensuring the successful execution of GMS and BOD resolutions, achieving outstanding business results, and safeguarding the interests of the Company and its shareholders.

**Independent Members of the  
Board of Directors**

*(Signed)*

**Tran Thi Hai Yen**

**Independent Members of the  
Board of Directors**

*(Signed)*

**Nguyen Duc Kien**

---\*\*\*---  
No: .....2025/BC-BKS

---\*\*\*---  
Hai Phong, ... June 2025



## **REPORT OF THE BOARD OF CONTROL TO THE 2025 ANNUAL GENERAL MEETING OF SHAREHOLDERS HAI AN TRANSPORT AND STEVEDORING JOINT STOCK COMPANY**

- Pursuant to the Law on Enterprises No. 59/2020/QH14, passed by the National Assembly of the Socialist Republic of Vietnam, 14th Legislature, on June 17, 2020;
- Pursuant to the functions, duties, and powers of the Board of Control as stipulated in the Charter of Hai An Transport and Stevedoring Joint Stock Company;

The Board of Control (BOC) hereby submits to the 2025 Annual General Meeting of Shareholders (AGM) the report on its activities in 2024 as follows:

### **I. Organization and operations of the Board of Control**

#### **1. Board of Control Personnel**

In 2024, the Board of Control consisted of three members:

- Ms. Nguyen Thi Thanh Tu – Reappointed on June 20, 2023 – Chairwoman of the Board of Control
- Ms. Tran Thi Thom – Reappointed on June 20, 2023
- Mr. Bui Viet Phuong – Appointed on June 20, 2023, resigned on March 5, 2024
- Mr. Nguyen Manh Hung – Appointed on June 24, 2024

All members of the Board of Control possess the necessary qualifications, competencies, and ethical standards required for their roles, in accordance with the Company's Charter.

#### **2. Board of Control Activities**

In 2024, the Board of Control operated with three dedicated members, including one Chairperson and two members, ensuring full compliance with the functions and duties prescribed by the Law on Enterprises, the Company's Charter, and internal regulations. The Board of Control maintained independence, integrity, and objectivity in its oversight activities.

Key activities conducted by the Board of Control in 2024 included:

- Directly and collaboratively monitoring the management and operations of the Board of Directors (BOD) and Board of Management, ensuring compliance with legal regulations, the Company's Charter, AGM resolutions, BOD resolutions, and internal management policies.
- Conducting continuous and rigorous supervision of the Company's business operations and financial status.
- Attending and actively participating in regular and extraordinary BOD meetings.



- Engaging in weekly executive meetings, providing governance recommendations.
- Monitoring the Company's information disclosure in accordance with government regulations.
- Proposing the appointment of an independent audit firm to conduct annual and semi-annual financial audits. Reviewing and verifying the Company's financial statements before and after audits.
- Assessing the reasonableness, legality, accuracy, and prudence of financial management, accounting, and reporting practices.
- Holding regular and ad-hoc meetings to discuss organizational structure and operational matters. In 2024, the Board of Control convened two official meetings to review governance and oversight activities.
- Performing other duties as assigned under the Board of Control's mandate.

## **II. Assessment of corporate governance and business performance**

### **1. Evaluation of the Board of Directors**

The BOD consists of two independent members, who have effectively fulfilled their responsibilities in accordance with their authority. Despite personnel changes in 2024, under the close leadership of the BOD Chairman, the BOD successfully executed its duties and implemented the business plan approved by the 2024 AGM.

The BOD closely monitored domestic and regional market conditions, formulated strategic plans, and rigorously supervised business operations. It issued timely resolutions and directed the Board of Management to implement decisive and synchronized solutions to achieve corporate objectives amid economic volatility and challenges in the maritime transport sector.

The BOD actively sought investment opportunities to expand market share in Vietnam and maintain international shipping routes.

The BOD convened 16 meetings in 2024, issuing 21 resolutions/decisions, with full participation from all members. Meeting minutes were properly recorded, and resolutions were executed in accordance with legal requirements and corporate governance principles.

All BOD resolutions complied with the Company's Charter, the Law on Enterprises, and AGM resolutions, ensuring lawful and effective corporate governance.

### **2. Evaluation of the Board of Management**

In 2024, the Board of Management strictly adhered to the Law on Enterprises, the Company's Charter, AGM/BOD resolutions, and relevant legal regulations.

The Board of Control acknowledges the Board of Management's efforts in managing business operations and swiftly responding to market fluctuations amid global economic challenges.

The Board of Management demonstrated high responsibility, implementing technological advancements in management, expanding market presence, and enhancing financial oversight through cost control, receivables/payables management, and inventory supervision.

Regular quarterly and annual review meetings were held to assess business performance, identify challenges, and implement corrective measures. The Board of Management effectively delegated responsibilities to subsidiaries and branches, ensuring synchronized governance and operational efficiency.

The Board of Control confirms that the Board of Management executed business operations effectively, complied with BOD resolutions, and maintained financial stability. No irregularities were detected in the Board of Management's management practices.

### 3. Evaluation of Business Performance in 2024

The global economy in 2024 faced significant uncertainties due to geopolitical tensions, trade protectionism, and supply chain disruptions. The Middle East and Eastern European conflicts continued to escalate, affecting Red Sea maritime routes and global container shipping.

Despite these challenges, global container throughput maintained a strong recovery, with freight rates surging by 119% between May and July 2024.

Vietnam's maritime sector expanded significantly, ranking third in ASEAN and 22nd globally. Hai Phong's container throughput reached 7.3 million TEU, a 16% increase from 2023.

Hai An Transport and Stevedoring Joint Stock Company successfully navigated market challenges, achieving outstanding business results:

No.	Indicator	Unit	2024 Plan	2024 Actual	Achievement Rate (%)
(1)	(2)	(3)	(4)	(5)	(6)
1	Total throughput	TEU	1,273,000	1,337,787	105.09%
	- Port operations	TEU	467,000	549,229	117.61%
	- Vessel operations	TEU	597,000	605,900	101.49%
	- Depot operations	TEU	209,000	182,658	87.40%
2	Total revenue	VND billion	3,957	4,024	101.69%
3	Consolidated net profit after tax (parent company)	VND billion	450	650	144.42%

(Note: Depot throughput declined due to Typhoon Yagi's impact)

In 2024, the Company distributed a 15% stock dividend to shareholders.

#### \* Financial statement audit results

The 2024 financial statements were audited by A&C Auditing and Consulting Co., Ltd. – Hanoi Branch, an independent audit firm approved by the 2024 AGM.

The audited financial statements were fully accepted, reflecting a true and fair view of the Company's financial position, business performance, and cash flows in compliance with Vietnamese Accounting Standards and legal regulations.

#### \* Remuneration for the board of directors and Board of Control

The Company paid remuneration to BOD and BOC members in accordance with the 2024 AGM-approved compensation plan.

### III. Conclusion

The BOD and Board of Management effectively managed corporate governance and

business operations in full compliance with legal regulations.

Despite economic challenges, the Company achieved strong financial results, demonstrating strategic adaptability and operational efficiency.

The Board of Control expresses gratitude to the BOD, Board of Management, and all employees for their contributions to the Company's success.

*Respectfully submitted!*

ON BEHALF OF THE BOARD OF CONTROL  
CHAIRWOMAN  
NGUYEN THI THANH TU

*Hai Phong, ... June 2025*

No: 01-2025/TTr-BOD

**PROPOSAL**  
**ANNUAL GENERAL MEETING OF SHAREHOLDERS 2025**  
**HAI AN TRANSPORT AND STEVEDORING JOINT STOCK COMPANY**

*Regarding the approval of the audited financial statements for the year 2024, profit distribution plan and dividend payment for 2024, business and investment plans for 2025, and other issues under the authority of the General Meeting of Shareholders*

**To: Annual General Meeting of Shareholders 2025  
of Hai An Transport and Stevedoring Joint Stock Company**

- Pursuant to the Law on Enterprises No. 59/2020/QH14 adopted by the XIV National Assembly of the Socialist Republic of Vietnam on June 17, 2020;
- Pursuant to the Law on Securities No. 54/2019/QH14 adopted by the National Assembly of the Socialist Republic of Vietnam on November 26, 2019, effective from January 1, 2021 and its amendments, supplements and guidelines;
- Pursuant to the Charter of Organization and Operations of Hai An Transport and Stevedoring Joint Stock Company;
- Pursuant to Audit Report No. 2.0058/25/TC-AC dated February 15, 2025, issued by A&C Auditing and Consulting Co., Ltd. - Hanoi Branch on the consolidated financial statements audit results for 2024 of Hai An Transport and Stevedoring Joint Stock Company;
- Pursuant to Resolution No. 0206-2025/NQ-BOD of the Board of Directors of Hai An Transport and Stevedoring Joint Stock Company dated 02 June 2025 regarding the organization of the Annual General Meeting of Shareholders 2025.

The Board of Directors ("BOD") of Hai An Transport and Stevedoring Joint Stock Company respectfully submits this proposal to the Annual General Meeting of Shareholders 2025 for consideration and approval of the following contents:

**1. Approval of the audited financial statements for 2024**

- The financial statements for 2024 were audited by A&C Auditing and Consulting Co., Ltd. - Hanoi Branch and reviewed by the Company's Control Board.

- The audit results and review by relevant entities confirm that the Company's financial data is truthful, reasonable, and compliant with Vietnamese accounting standards, corporate accounting regulations, and applicable legal requirements.
- The audited consolidated financial statements for 2024 present key business results, including:

	<i>Unit: VND</i>
+ Revenue from service provision:	3,992,094,957,163
+ Financial income:	24,555,047,728
+ Other income:	7,630,036,114
+ Operating expenses:	2,725,389,313,129
+ Financial expenses:	118,622,192,215
+ Other expenses:	10,777,253,014
+ Profit/loss from joint ventures and associates:	18,337,092,110
+ Profit before tax:	977,289,020,386
+ Corporate income tax expense:	177,062,808,922
+ Net consolidated profit for 2024:	800,226,211,464
+ Net profit attributable to non-controlling shareholders:	149,726,899,397
+ Net profit attributable to the parent company:	650,499,312,067
+ Total assets as of December 31, 2024:	7,289,524,568,993
+ Owners' Equity:	3,971,692,927,731
In which: - Shareholder-contributed capital:	1,213,430,910,000
- Share premium:	191,640,648,159
- Development investment fund:	818,631,956,537
- Undistributed profits:	1,053,223,624,821
- Treasury shares:	-
- Non-controlling interests:	694,765,788,214

## 2. Approval of the profit distribution plan and dividend payment for 2024

### 2.1. Profit distribution plan for 2024

	<i>Đơn vị: VND</i>
<b>Total distributable profit</b>	<b>651,681,059,465</b>
Profit for the current period	499,392,809,824
Profit from previous years	152,288,249,641
<b>Allocations to funds</b>	<b>110,785,000,000</b>
Development investment fund (10% of net profit)	65,168,000,000
BOD fund (3% of net profit)	19,550,000,000
Bonus and welfare fund (4% of net profit)	26,067,000,000
<b>Cash dividend (10%)</b>	<b>129,894,418,000</b>
<b>Stock dividend (30%)</b>	<b>389,683,250,000</b>
<b>Remaining retained earnings</b>	<b>21,318,391,465</b>

## 2.2. Dividend payment plan for 2024

- Based on the business performance for the year 2024, the Annual General Meeting of Shareholders (“AGM”) has resolved to distribute dividends at a rate of 40%, comprising 10% in cash and 30% in shares.
- Details of the stock dividend issuance plan are as follows:
  - + Stock name : Shares of Hai An Transport and Stevedoring Joint Stock Company
  - + Stock code : HAH
  - + Type of shares : Common shares
  - + Par value : VND 10,000 per share (*ten thousand Vietnamese dong per share*)
  - + Total outstanding shares: : 129,894,418 shares
  - + Treasury shares : 0 shares
  - + Stock dividend ratio (new shares to outstanding shares) : 30% (*thirty percent*)
  - + Ratio of rights exercise : 10:3 (At the record date, shareholders owning 10 shares will receive 3 additional new shares)
  - + Number of shares to be issued for dividend payment: : 38,968,325 shares
  - + Total issuance value at par value : VND 389,683,250,000
  - + Issuance method : Stock issuance for dividend payment in 2024
  - + Eligible recipients : Existing shareholders, according to the shareholder list finalized by the Vietnam Securities Depository and Clearing Corporation (VSDC) at the record date for stock dividend payment
  - + Capital source for stock dividend issuance: : Retained earnings as per the audited financial statements for 2024
  - + Purpose of issuance : Increase charter capital
  - + Handling of fractional shares : The number of shares allocated to each shareholder will be rounded down to the nearest whole unit. Any fractional shares (decimal values) will be canceled.  
 Example: A shareholder owning 12,347 shares will be entitled to receive  $(12,347 \times 3)/10 = 3,704.1$  shares.  
 The final number of shares received will be 3,704 shares, and 0.1 fractional shares will be canceled.
  - + Expected issuance timeline : During 2025 and upon approval by the State Securities Commission (SSC)
  - + Transfer restrictions on newly issued shares: : None



- + Distribution method: : • For deposited securities: Shareholders will receive stock dividends through their securities firms where they maintain depository accounts.
- For non-deposited securities: Shareholders will claim stock dividends at the Company's Head Office: 7th Floor, No. 45 Trieu Viet Vuong Street, Nguyen Du Ward, Hai Ba Trung District, Hanoi, or at Hai An Port Co., Ltd., 3rd Floor, Hai An Building, Km+2 Dinh Vu Road, Dong Hai II Ward, Hai An District, Hai Phong City, on working days. When claiming dividends, shareholders must present their ID card/citizen identification and Shareholder Certificate.
- + Additional listing: : • All newly issued shares for dividend payment will be additionally listed on the Ho Chi Minh City Stock Exchange (HSX) and registered for depository at VSDC.
- + AGM authorization to the BOD: : • Determine the appropriate timing for share distribution after receiving approval from the SSC.
- Implement fractional share processing as outlined above.
- Modify or adjust the stock dividend payment plan as required by the SSC and/or for legal compliance.
- Complete all necessary procedures to finalize issuance, depository registration, and additional listing at VSDC and HSX, ensuring shareholder and company interests.
- Amend the Company Charter and update the Business Registration Certificate to reflect the actual number of issued shares.
- Make other relevant decisions and undertake necessary actions to implement the 2024 stock dividend payment plan.

### 3. Approval of the Plan for the year 2025

#### 3.1 Business Plan for 2025

No.	Chỉ tiêu	Unit	Ajusted Plan
1	<b>Total Througput</b>	<b>TEU</b>	<b>1.455.000</b>
	- Terminal operation	TEU	588.000
	- Vessel operation	TEU	689.000
	- Depot operation	TEU	178.000
2	<b>Total revenue</b>	<b>Billion VND</b>	<b>4.556</b>
3	<b>Consolidated Net profit after tax</b>	<b>Billion VND</b>	<b>865</b>

4	<b>Expected Dividend Payment:</b> - 10% in cash - 10% in stock
---	--

### 3.2 *Investment Plan for 2025*

- Fleet Expansion: The Company's long-term development strategy aims to expand services to the Mediterranean - Europe (MED - EU) and/or U.S. West Coast (USWC) in the coming years to provide direct container shipping services for Vietnamese exporters/importers. To achieve this, the Company will begin upgrading its fleet by:
  - + Continuing investment in the building of two new SDARI CV3k SC2020-B4075 container vessels with a capacity of 3,000 TEU.
  - + Acquiring 2 to 3 second-hand container ships as opportunities arise, in alignment with fleet expansion plans..
- Port and Logistics Investments:
  - + Transferring the container yard and port services project in Ba Ria - Vung Tau Province.
  - + Seeking investment opportunities in Hai Phong port infrastructure to enhance port operations and reduce transshipment costs for the fleet.
  - + Exploring opportunities for logistics infrastructure investment in other regions, such as Central Vietnam and the Mekong Delta.
- Investment Capital Sources: The Board of Directors (BOD) is authorized to mobilize capital through loans from financial institutions, credit organizations, and other funding sources. Alternatively, the Company may seek approval from the AGM to raise additional capital through the issuance of new shares or bonds.

### 4. **Approval of selection of Audit Firm for Financial Statements for the year 2025**

The Control Board has proposed selecting one of the following audit firms for the semi-annual and annual financial statements of 2025:

- PwC Vietnam
- Deloitte Vietnam
- KPMG Vietnam
- A&C Auditing and Consulting Co., Ltd.

The BOD submits this proposal for AGM approval, authorizing the BOD to finalize the selection and appointment of one of these firms to conduct the financial statements audits for the year 2025.

### 5. **Approval of Remuneration for BOD, Control Board, and BOD Secretary for 2025**

The BOD proposes maintaining the 2024 remuneration levels for these roles in 2025:

- BOD members: VND 10,000,000 per person per month
- Control Board members and BOD Secretary: VND 5,000,000 per person per month

*The AGM is requested to authorize the BOD to implement this resolution in accordance with legal and company charter regulations.*

*Thank you for your consideration!*

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



**VU THANH HAI**

No: 02-2025/TTr-BOD

*Hai Phong, ... June 2025*

**PROPOSAL**  
**THE 2025 ANNUAL GENERAL MEETING OF SHAREHOLDERS**  
**HAI AN TRANSPORT AND STACKING JOINT STOCK COMPANY**

*Re. the plan to issue shares under the employee stock ownership plan program  
of the Company and its subsidiaries (ESOP)*

- Pursuant to the Law on Enterprises No. 59/2020/QH14 adopted by the XIV National Assembly of the Socialist Republic of Vietnam on June 17, 2020;
- Pursuant to the Law on Securities No. 54/2019/QH14 adopted by the National Assembly of the Socialist Republic of Vietnam on November 26, 2019, effective from January 1, 2021 and its amendments, supplements and guidelines;
- Pursuant to Decree No. 155/2020/ND-CP of the Prime Minister signed and issued on December 31, 2020 detailing the implementation of a number of articles of the Securities Law;
- Pursuant to the Charter of Organization and Operations of Hai An Transport and Stevedoring Joint Stock Company



The Board of Directors (“BOD” of Hai An Transport and Stevedoring Joint Stock Company (“the Company”) respectfully submits to the General Meeting of Shareholders for consideration and approval of the following issues:

**I. ESOP Stock Issuance Plan**

Purpose of Issuance	: Issuing shares under ESOP for employees of the parent company and subsidiaries, recognizing their contributions to the Company's growth.
Stock Name	: Shares of Hai An Transport and Stevedoring Joint Stock Company
Stock Type	: Common shares
Par Value	: VND 10,000 per share
Estimated total shares outstanding after stock dividend payment:	: 168,862,743 shares

Number of shares proposed for issuance	: Up to 2,500,000 shares (equivalent to 1.48% of expected outstanding shares after stock dividend payment).
Total expected issuance value at par value	: VND 25,000,000,000
Usage of funds raised	: To support business operations and supplement working capital
Issuance Method	: Direct offering to the BOD, Control Board, and employees of Hai An Transport and Stevedoring Joint Stock Company and its subsidiaries
Eligible participants	: Members of the Board of Directors, Supervisors and employees of Hai An Transport and Stevedoring Joint Stock Company and its subsidiaries according to the list approved by the Company's Board of Directors.  The General Meeting of Shareholders authorizes the Board of Directors to decide and promulgate the ESOP regulations, standards, list of employees eligible to purchase ESOP shares and principles for determining the number of shares distributed to each subject.
Issuance Pricing	: Fixed price is VND 10,000/share (The price is equivalent to 37.07% of the book value (as of December 31, 2024, the Company's book value is: VND 26,974/share), however, with the aim of increasing employee engagement, attracting talent and considering the restriction period of 03 years, the price of VND 10,000/share is appropriate.)
Handling of Unallocated Shares	: If employees do not purchase all allocated shares within the registration period, the BOD may redistribute the remaining shares to other eligible participants (including employees who have been distributed shares) under the same pricing conditions, ensuring legal compliance
Plan to ensure compliance with foreign ownership ratio regulations	The General Meeting of Shareholders authorizes the BOD to approve a plan to ensure that the issuance of shares meets foreign ownership ratio regulations.
Transfer Restriction:	: 100% of ESOP-issued shares will be restricted from transfer for three years from the issuance completion date.

Payment Method : Bank transfer to the Company's account.  
Implementation Timeline : In 2025, following AGM approval and regulatory clearance.

## **II. Authorization for BOD to Manage ESOP Execution**

- Decide on the issuance time, develop and complete the dossier for issuing shares under the employee stock option program to submit to the State Securities Commission. In case the State Securities Commission requires amendments or supplements, the Board of Directors is allowed to decide on amendments or supplements according to the recommendations/proposals of the State Securities Commission to complete the issuance of shares under the ESOP program in 2025;.
- Decide on the criteria, standards and list of employees eligible to participate in the ESOP program, the principles for determining the number of shares distributed to each subject and promulgate the ESOP regulations in 2025; decide on the continued distribution of the number of shares not fully issued;.
- Decide on the detailed plan for using the proceeds from the issuance under the ESOP program in 2025;.
- Carry out necessary procedures to adjust information on the number of registered securities (additional registration) according to the number of shares issued under the ESOP program at the Vietnam Securities Depository and Clearing Corporation (VSDC);.
- Carry out necessary procedures to list additional shares issued under the ESOP program at the Ho Chi Minh City Stock Exchange ("HSX");.
- Amend the Company Charter on the Charter Capital section and carry out procedures to increase the Charter Capital with the Hanoi Department of Finance after completing the issuance of shares under the ESOP program;
- Decide to repurchase and use shares when the person, who entitled to buy under the ESOP program, resigns;
- Carry out other related tasks to complete the assigned work content;
- Depending on each specific case, the Board of Directors authorize the General Director to perform one or all of the above tasks.

Respectfully submit to the General Meeting of Shareholders for consideration and approval.

Higly appreciated!

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



**VU THANH HAI**

No.: 03-2025/TTr-HDQT

Hai Phong, ... June 2025

**PROPOSAL**  
**THE 2025 ANNUAL GENERAL MEETING OF SHAREHOLDERS**  
**HAI AN TRANSPORT AND STEWARDING JOINT STOCK COMPANY**

*Re. the dismissal of members of the Board of Directors ("BOD") and the election of additional members of the Board of Directors of Hai An Transport and Stevedoring Joint Stock Company for the 2023-2028 term*

- Pursuant to the Law on Enterprises No. 59/2020/QH14 passed by the 14th National Assembly of the Socialist Republic of Vietnam on June 17, 2020;
- Pursuant to the current Charter of Hai An Transport and Stevedoring Joint Stock Company ("the Company");
- Pursuant to the application for resignation from the position of member of the Board of Directors for the 2023-2028 term by Mr. Pham Quang Khanh dated 11/06/2025;
- Pursuant to the resignation letter from the position of member of the Board of Directors for the term 2023-2028 of Mr. Nguyen Van Truc dated 11/06/2025;

The BOD of the Company respectfully submits to the General Meeting of Shareholders for consideration and approval of the contents related to the dismissal and election of additional members of the BOD for the remaining term of 2023-2028 as follows:

**1. Dismissal of members of the Board of Directors:**

Based on the resignation letter from the position of members of the BOD of Mr. Pham Quang Khanh and Mr. Nguyen Van Truc, the BOD respectfully submits to the General Meeting of Shareholders for approval of the dismissal of Mr. Pham Quang Khanh and Mr. Nguyen Van Truc from the position of member of the BOD for the term 2023-2028.

**2. Election of additional members of the Board of Directors:**

- Number of additional members of the BOD: 02
- Term of office of additional members of the BOD: remaining time of the term 2023-2028
- The list of candidates for election of additional members of the BOD is compiled from those who meet the qualifications and conditions of the BOD of the Company and have complete documents according to the provisions of the Draft Regulations for election of additional members of the BOD of Hai An Transport and Stevedoring Joint Stock Company. This list will be announced at the General Meeting before the election.

Respectfully submit to the General Meeting of Shareholders for consideration and approval.

Sincerely thanks!

**FOR AND ON BEHALF OF THE BOARD OF DIRECTORS**

**CHAIRMAN**



**VU THANH HAI**

*Hai Phong, 26 June 2025*

No.: 0106-2025/BB-DHDCD

**Draft**

**MINUTES OF  
THE 2025 ANNUAL GENERAL MEETING OF SHAREHOLDERS  
HAI AN TRANSPORT AND STEWARDING JOINT STOCK COMPANY**

**HAI AN TRANSPORT AND STEWARDING JOINT STOCK COMPANY**

Stock code: **HAH**

Address: 7th floor, No. 45, Trieu Viet Vuong street, Nguyen Du ward, Hai Ba Trung district, Hanoi city, Vietnam

Business registration certificate No. 0103818809 issued by Hanoi Department of Finance, first registered as of 8 May 2009 and registered for the 18th change on 14 April 2025.

Today, at 8:30 a.m. on 26 June 2025, at the Meeting Room on the 7th Floor, Hai An Building, Km +2 Dinh Vu Street, Dong Hai II Ward, Hai An District, Hai Phong City, the 2025 Annual General Meeting of Shareholders of Hai An Transport and Stevedoring Joint Stock Company was convened.

**A. PARTICIPANTS AND LEGALITY OF THE GENERAL MEETING**

**I. Participants**

Shareholders and representatives of shareholders of Hai An Transport and Stevedoring Joint Stock Company.

**II. Legality and validity of the General Meeting**

Ms. Nguyen Thi Thanh Tu, on behalf of the Shareholder Eligibility Verification Committee, announced the results of the shareholder verification process and confirmed the legality and validity of the Annual General Meeting of Shareholders ("AGM" or "General Meeting") at the opening of the Meeting as follows:

- Total number of shareholders and representatives of shareholders present at the opening of the General Meeting: As of the opening of the General Meeting at 8:30 a.m. on 26 June 2025, the total number of shareholders attending the General Meeting was ... shareholders representing ... shares attending, accounting for ...% of the total number of voting shares of the Company.
- All attending shareholders and representatives were eligible to participate in the AGM.

Pursuant to the current Enterprise Law and the Company's Charter, with a participation rate of ...% of total voting shares, the Company's 2025 AGM was deemed legal, valid, and qualified to proceed.

## B. MEETING AGENDA

### I. Approval of the Meeting Regulations, Introduction of the Chair Committee, Secretariat Committee, and Voting Committee

Mr. Pham Van Duong - Member of the Board of Members and General Director of Pan Hai An Company Limited presented the draft Regulations on organizing the 2025 Annual General Meeting of Shareholders of Hai An Transport and Stevedoring Joint Stock Company for approval by the AGM.

#### Voting results:

- Total number of votes: ...
- Total number of agreed votes: ... 100%
- Total number of disagreed votes: 0 0%
- Total number of votes without opinions: 0 0%

Mr. Pham Van Duong introduced **the Chair Committee** of the AGM, including:

1. **Mr. Vu Thanh Hai** - Chairman of the Board of Directors (BOD)
2. **Mr. Nguyen Ngoc Tuan** - BOD Member and General Director
3. **Mr. Pham Quang Khanh** - BOD Member and Deputy General Director

#### Voting results:

- Total number of votes: ...
- Total number of agreed votes: ... 100%
- Total number of disagreed votes: 0 0%
- Total number of votes without opinions: 0 0%

Mr. Pham Van Duong introduced **the Secretariat Committee** of the AGM, including:

1. **Mr. Nguyen Ngoc Minh** - Head of Shareholder Relations & Legal Department
2. **Ms. Tran Thi Thanh Hao** - Chief Accountant and Head of Finance & Accounting Department

#### Voting results:

- Total number of votes: ...
- Total number of agreed votes: ... 100%
- Total number of disagreed votes: 0 0%
- Total number of votes without opinions: 0 0%

Mr. Pham Van Duong introduced the Vote Counting Committee including:

1. Mr. ...

2. Mr. ...
3. Ms. ...
4. Mr. ...
5. Mr. ...

Voting results:

- Total number of votes: ...
- Total number of agreed votes: ... 100%
- Total number of disagreed votes: 0 0%
- Total number of votes without opinions: 0 0%

## II. Approval of the Meeting Agenda

Mr. Vu Thanh Hai - Chairman requested shareholders' approval for the AGM agenda (detailed agenda attached)

Voting results:

- Total number of votes: ...
- Total number of agreed votes: ... 100%
- Total number of disagreed votes: 0 0%
- Total number of votes without opinions: 0 0%

## III. The General Meeting main content

### Part 1: Presentation of Reports (Attached Reports):

- Report of the General Director presented by Mr. Nguyen Ngoc Tuan - General Director
- Report of the Board of Directors and each member of the Board of Directors presented by Mr. Vu Thanh Hai - Chairman of the Board of Directors.
- Assessment report of the independent member of the Board of Directors on the activities of the Board of Directors presented by Mr. Nguyen Duc Kien - Independent member of the Board of Directors;
- Report of the Board of Control presented by Ms. Nguyen Thi Thanh Tu - Head of the Board of Control.

### Part 2: Presentation of Proposals by the Board of Directors (Attached Proposals):

- Ms. Tran Thi Thanh Hao - Chief Accountant and Head of the Company's Finance and Accounting Department presented the proposal on the approval of the 2024 audited financial statements, the 2024 profit distribution plan, the production and business plan and the investment and financial plan for 2025 and other issues under the approval authority of the General Meeting of Shareholders.
- Mr. Nguyen Ngoc Minh - Secretary of the General Meeting presented the proposal on the issuance of shares under the employee stock ownership plan (ESOP) for the parent company and its subsidiaries.

- Mr. Nguyen Ngoc Minh - Secretary of the General Meeting presented the proposal on the dismissal of members of the Board of Directors and the election of additional members of the Board of Directors of the Company for the 2023-2028 term.

**Part 3. The General Meeting approved the dismissal of members of the Board of Directors and conducted the procedures for electing additional members of the Board of Directors for the 2023-2028 term:**

***1. Approval of the Dismissal of a BOD Member***

- Mr. Vu Thanh Hai, Chairman of the BOD, requested shareholders' approval for the dismissal of Mr. Pham Quang Khanh from his position as a BOD member for the 2023-2028 term.

Voting results:

- Total number of votes: ...
- Total number of agreed votes: ... 100%
- Total number of disagreed votes: 0 0%
- Total number of votes without opinions: 0 0%

- Mr. Vu Thanh Hai, Chairman of the BOD, requested shareholders' approval for the dismissal of Mr. Nguyen Van Truc from his position as a BOD member for the 2023-2028 term.

Voting results:

- Total number of votes: ...
- Total number of agreed votes: ... 100%
- Total number of disagreed votes: 0 0%
- Total number of votes without opinions: 0 0%

***2. Election procedures for additional members of the Board of Directors for the 2023-2028 Term***

- Total number of shareholders and shareholder representatives present at the time of voting: ... shareholders (due to ... late-arriving shareholders), representing ... shares, accounting for ...% of the total voting shares of the Company.
- Mr. ... presented the Draft Election Regulations for the 2025 Annual General Meeting of Shareholders of Hai An Transport and Stevedoring Joint Stock Company for approval by the AGM and provided instructions on the cumulative voting method.

Voting results:

- Total number of votes: ...
- Total number of agreed votes: ... 100%
- Total number of disagreed votes: 0 0%
- Total number of votes without opinions: 0 0%

- The AGM voted to approve the number of additional members to be elected to the Board of Directors (BOD) for the 2023-2028 term is 2 members.

Voting results:

- Total number of votes: ...
- Total number of agreed votes: ... 100%
- Total number of disagreed votes: 0 0%
- Total number of votes without opinions: 0 0%

- The AGM voted to approve the list of candidates for the Board of Directors, consisting of two members, as detailed below:

No.	Full name	Gender	Date of Birth	Professional qualifications

Voting results:

- Total number of votes: ...
- Total number of agreed votes: ... 100%
- Total number of disagreed votes: 0 0%
- Total number of votes without opinions: 0 0%

- The AGM proceeded with the election of additional members to the Board of Directors for the 2023-2028 term.

#### **IV. Discussion and questions from Shareholders**

#### **V. Announcement of vote counting results and voting to approve the General Meeting contents:**

Total number of shareholders and shareholder representatives present at the time of voting: ... shareholders, representing ... shares, accounting for ...% of the total voting shares of the Company.

##### **1. Announcement of the results of the election of additional members of the Board of Directors for the term 2023-2028**

Mr. ... - Head of the Vote Counting Committee, announced the results of the election of additional members of the Board of Directors for the term 2023-2028 as follows:

- Results of the vote counting for additional members of the Board of Directors for the term 2023-2028: There are all ... candidates nominated by Shareholders for ... positions of members of the Board of Directors for the term 2023-2028. The General Meeting of Shareholders conducted cumulative voting to elect ... candidates as members of the Board of Directors for the 2023-2028 term. Accordingly, .../... candidates were elected as members of the Board of Directors for the 2023-2028 term, with the final list as follows:

No.	Candidate	Number of votes	Voting percentage (% of total voting shares attending the Meeting)

**2. The Meeting voted and approved the following contents:**

**Content 1: Approval of report of the General Director**

- Total number of votes: ...
- Total number of agreed votes: ... 100%
- Total number of disagreed votes: 0 0%
- Total number of votes without opinions: 0 0%

**Content 2: Approval of report of the Board of Directors and each member of the Board of Director**

- Total number of votes: ...
- Total number of agreed votes: ... 100%
- Total number of disagreed votes: 0 0%
- Total number of votes without opinions: 0 0%

**Content 3: Assessment report of the independent member of the Board of Directors on the activities of the Board of Directors**

- Total number of votes: ...
- Total number of agreed votes: ... 100%
- Total number of disagreed votes: 0 0%
- Total number of votes without opinions: 0 0%

**Content 4: Report of the Board of Control**

- Total number of votes: ...
- Total number of agreed votes: ... 100%

- Total number of disagreed votes: 0 0%
- Total number of votes without opinions: 0 0%

**Content 5: Approval of the audited financial statements for the year 2024**

- Total number of votes: ...
- Total number of agreed votes: ... 100%
- Total number of disagreed votes: 0 0%
- Total number of votes without opinions: 0 0%

**Content 6: Approval of the profit distribution plan and dividend payment for the year 2024**

- Total number of votes: ...
- Total number of agreed votes: ... 100%
- Total number of disagreed votes: 0 0%
- Total number of votes without opinions: 0 0%

**Content 7: Approval of the Business and Investment plan for the year 2025**

- Total number of votes: ...
- Total number of agreed votes: ... 100%
- Total number of disagreed votes: 0 0%
- Total number of votes without opinions: 0 0%

**Content 8: Approval of the selection of the entity auditing the interim and annual financial statements for the year 2025**

- Total number of votes: ...
- Total number of agreed votes: ... 100%
- Total number of disagreed votes: 0 0%
- Total number of votes without opinions: 0 0%

**Content 9: Approval of Remuneration for BOD, Control Board, and BOD Secretary for the year 2025**

• Total number of votes:	...	
• Total number of agreed votes:	...	100%
• Total number of disagreed votes:	0	0%
• Total number of votes without opinions:	0	0%

**Content 10: Approval of the issuance of shares under the employee stock ownership plan (ESOP) for the parent company and its subsidiaries**

• Total number of votes:	...	
• Total number of agreed votes:	...	100%
• Total number of disagreed votes:	0	0%
• Total number of votes without opinions:	0	0%

**C. RESOLUTIONS OF THE GENERAL MEETING**

Based on the results of the election and the vote counting mentioned above, the following contents were approved by the General Meeting of Shareholders:

1. **Approval of the General Director's report**
2. **Approval of the report of the Board of Directors and each member of the Board of Directors**
3. **Approval of the independent member of the Board of Directors' assessment report on the activities of the Board of Directors**
4. **Approval of the report of the Board of Control**
5. **Approval of the audited financial statements for the year 2024**

**Approval of the 2024 Financial Statements audited by A&C Auditing and Consulting Co., Ltd. with the following main indicators:**

	<i>Unit: VND</i>
+ Revenue from service provision:	3,992,094,957,163
+ Financial income:	24,555,047,728
+ Other income:	7,630,036,114
+ Operating expenses:	2,725,389,313,129
+ Financial expenses:	118,622,192,215
+ Other expenses:	10,777,253,014
+ Profit/loss from joint ventures and associates:	18,337,092,110
+ Profit before tax:	977,289,020,386
+ Corporate income tax expense:	177,062,808,922

+ Net consolidated profit for 2024:	800,226,211,464
+ Net profit attributable to non-controlling shareholders:	149,726,899,397
+ Net profit attributable to the parent company:	650,499,312,067
+ Total assets as of December 31, 2024:	7,289,524,568,993
+ Owner's Equity:	3,971,692,927,731
In which: - Shareholder-contributed capital:	1,213,430,910,000
- Share premium:	191,640,648,159
- Development investment fund:	818,631,956,537
- Undistributed profits:	1,053,223,624,821
- Treasury shares:	-
- Non-controlling interests:	694,765,788,214

## 6. Approval of the profit distribution plan and dividend payment for the year 2024

### 6.1. Profit distribution plan for the year 2024

Unit: VND

<b>Total distributable profit</b>	<b>651,681,059,465</b>
Profit for the current period	499,392,809,824
Profit from previous years	152,288,249,641
<b>Allocations to funds</b>	<b>110,785,000,000</b>
Development investment fund (10% of net profit)	65,168,000,000
BOD fund (3% of net profit)	19,550,000,000
Bonus and welfare fund (4% of net profit)	26,067,000,000
<b>Cash dividend (10%)</b>	<b>129,894,418,000</b>
<b>Stock dividend (30%)</b>	<b>389,683,250,000</b>
<b>Remaining retained earnings</b>	<b>21,318,391,465</b>

### 6.2. Dividend payment plan for 2024

- Based on the business performance for the year 2024, the Annual General Meeting of Shareholders ("AGM") has resolved to distribute dividends at a rate of 40%, comprising 10% in cash and 30% in shares.
- Details of the stock dividend issuance plan are as follows:
  - + Stock name : Shares of Hai An Transport and Stevedoring Joint Stock Company
  - + Stock code : HAH
  - + Type of shares : Common shares
  - + Par value : VND 10,000 per share (ten thousand Vietnamese dong per share)
  - + Total outstanding shares: : 129,894,418 shares
  - + Treasury shares : 0 shares
  - + Stock dividend ratio (new shares to outstanding shares) : 30% (thirty percent) (At the record date, shareholders owning 100 shares will receive 30 additional new shares)

- + Ratio of rights exercise : 10:3 (At the record date, shareholders owning 10 shares will receive 3 additional new shares)
- + Number of shares to be issued for dividend payment: : 38,968,325 shares
- + Total issuance value at par value : VND 389,683,250,000
- + Issuance method : Stock issuance for dividend payment in 2024
- + Eligible recipients : Existing shareholders, according to the shareholder list finalized by the Vietnam Securities Depository and Clearing Corporation (VSDC) at the record date for stock dividend payment
- + Capital source for stock dividend issuance: : Retained earnings as per the audited financial statements for 2024
- + Purpose of issuance : Stock issuance for dividend payment
- + Handling of fractional shares : The number of shares allocated to each shareholder will be rounded down to the nearest whole unit. Any fractional shares (decimal values) will be canceled.  
 Example: A shareholder owning 12,347 shares will be entitled to receive  $(12,347 \times 3)/10 = 3,704.1$  shares.  
 The final number of shares received will be 3,704 shares, and 0.1 fractional shares will be canceled.
- + Expected issuance timeline : During 2025 and upon approval by the State Securities Commission (SSC)
- + Transfer restrictions on newly issued shares: : None
- + Distribution method: :
  - For deposited securities: Shareholders will receive stock dividends through their securities firms where they maintain depository accounts.
  - For non-deposited securities: Shareholders will claim stock dividends at the Company's Head Office: 7th Floor, No. 45 Trieu Viet Vuong Street, Nguyen Du Ward, Hai Ba Trung District, Hanoi, or at Hai An Port Co., Ltd., 3rd Floor, Hai An Building, Km+2 Dinh Vu Road, Dong Hai II Ward, Hai An District, Hai Phong City, on working days. When claiming dividends, shareholders must present their ID card/citizen identification and Shareholder Certificate.
- + Additional listing: :
  - All newly issued shares for dividend payment will be additionally listed on the Ho Chi Minh City Stock Exchange (HSX) and registered for depository at VSDC.
- + AGM authorized the BOD to: :
  - Determine the appropriate timing for share distribution after receiving approval from the SSC.

- Implement fractional share processing as outlined above.
- Modify or adjust the stock dividend payment plan as required by the SSC and/or for legal compliance.
- Complete all necessary procedures to finalize issuance, adjust information on the number of registered securities according to the number of issued shares (additional registration), and additional listing at VSDC and HSX, ensuring shareholder and company interests.
- Amend the Company Charter and update the Business Registration Certificate to reflect the actual number of issued shares.
- Make other relevant decisions and undertake necessary actions to implement the 2024 stock dividend payment plan.

## 7. Approval of the Plan for the year 2025

### 7.1 Business Plan for 2025

No.	Chỉ tiêu	Unit	Ajusted Plan
1	<b>Total Througput</b>	<b>TEU</b>	<b>1.455.000</b>
	- Terminal operation	TEU	588.000
	- Vessel operation	TEU	689.000
	- Depot operation	TEU	178.000
2	<b>Total revenue</b>	<b>Billion VND</b>	<b>4.556</b>
3	<b>Consolidated Net profit after tax</b>	<b>Billion VND</b>	<b>865</b>
4	<b>Expected Dividend Payment:</b> - 10% in cash - 10% in stock		

### 7.2 Investment Plan for 2025

- Fleet Expansion: The Company's long-term development strategy aims to expand services to the Mediterranean - Europe (MED - EU) and/or U.S. West Coast (USWC) in the coming years to provide direct container shipping services for Vietnamese exporters/importers. To achieve this, the Company will begin upgrading its fleet by:
  - + Continuing investment in the buiding of two new SDARI CV3k SC2020-B4075 container vessels with a capacity of 3,000 TEU.
  - + Acquiring 2 to 3 second-hand container ships as opportunities arise, in alignment with fleet expansion plans..
- Port and Logistics Investments:
  - + Transferring the container yard and port services project in Ba Ria - Vung Tau Province.

- + Seeking investment opportunities in Hai Phong port infrastructure to enhance port operations and reduce transshipment costs for the fleet.
  - + Exploring opportunities for logistics infrastructure investment in other regions, such as Central Vietnam and the Mekong Delta.
- Investment Capital Sources: The Board of Directors (BOD) is authorized to mobilize capital through loans from financial institutions, credit organizations, and other funding sources. Alternatively, the Company may seek approval from the AGM to raise additional capital through the issuance of new shares or bonds.
- 8. Approval of the selection of the entity auditing the interim and annual financial statements for the year 2025**

The Meeting authorizes the BOD to consider, select and appoint one of audit firms (Deloitte Vietnam Company Limited, KPMG Vietnam Company Limited...) conducting the audit of financial statements for the year 2025 of the Company.

**9. Approval of Remuneration for the BOD, Control Board, and BOD Secretary for 2025**

The Meeting approved the remuneration to the Board of Directors as of 10 million VND per person per month, Control Board and BOD secretaty as of 5 million VND per person per month.

**10. Approval of the issuance of shares under the employee stock ownership plan (ESOP) for the parent company and its subsidiaries, detail as follows:**

**10.1 ESOP Stock Issuance Plan**

Purpose of Issuance	: Issuing shares under ESOP for employees of the parent company and subsidiaries, recognizing their contributions to the Company's growth.
Stock Name	: Shares of Hai An Transport and Stevedoring Joint Stock Company
Stock Type	: Common shares
Par Value	: VND 10,000 per share
Estimated total shares outstanding after stock dividend payment:	: 168,862,743 shares
Number of shares proposed for issuance	: Up to 2,500,000 shares (equivalent to 1.48% of expected outstanding shares after stock dividend payment).
Total expected issuance value at par value	: VND 25,000,000,000
Usage of funds raised	: To support business operations and supplement working capital
Issuance Method	: Directly offering to the BOD, Control Board, and employees of Hai An Transport and Stevedoring Joint Stock Company and its subsidiaries
Eligible participants	: Members of the Board of Directors, Supervisors and

employees of Hai An Transport and Stevedoring Joint Stock Company and its subsidiaries according to the list approved by the Company's Board of Directors.

The General Meeting of Shareholders authorizes the Board of Directors to decide and promulgate the ESOP regulations, standards, list of employees eligible to purchase ESOP shares and principles for determining the number of shares distributed to each subject.

Issuance Pricing	: Fixed price is VND 10,000/share (The price is equivalent to 37.07% of the book value (as of December 31, 2024, the Company's book value is: VND 26,974/share), however, with the aim of increasing employee engagement, attracting talent and considering the restriction period of 03 years, the price of VND 10,000/share is appropriate.)
Handling of Unallocated Shares	: If employees do not purchase all allocated shares within the registration period, the BOD may redistribute the remaining shares to other eligible participants (including employees who have been distributed shares) under the same pricing conditions, ensuring legal compliance
Plan to ensure compliance with foreign ownership ratio regulations	The General Meeting of Shareholders authorizes the BOD to approve a plan to ensure that the issuance of shares meets foreign ownership ratio regulations.
Transfer Restriction:	: 100% of ESOP-issued shares will be restricted from transfer for three years from the issuance completion date.
Payment Method	: Bank transfer to the Company's account.
Implementation Timeline	: In 2025, following AGM approval and regulatory clearance.

## **10.2 Authorization for BOD to Manage ESOP Execution**

- Decide on the issuance time, develop and complete the dossier for issuing shares under the employee stock option program to submit to the State Securities Commission. In case the State Securities Commission requires amendments or supplements, the Board of Directors is allowed to decide on amendments or supplements according to the recommendations/proposals of the State Securities Commission to complete the issuance of shares under the ESOP program in 2025;.
- Decide on the criteria, standards and list of employees eligible to participate in the ESOP program, the principles for determining the number of shares distributed to each subject and promulgate the ESOP regulations in 2025; decide on the continued distribution of the number of shares not fully issued;.

- Decide on the detailed plan for using the proceeds from the issuance under the ESOP program in 2025;.
  - Carry out necessary procedures to adjust information on the number of registered securities (additional registration) according to the number of shares issued under the ESOP program at the Vietnam Securities Depository and Clearing Corporation (VSDC);.
  - Carry out necessary procedures to list additional shares issued under the ESOP program at the Ho Chi Minh City Stock Exchange (“HSX”);.
  - Amend the Company Charter on the Charter Capital section and carry out procedures to increase the Charter Capital with the Hanoi Department of Finance after completing the issuance of shares under the ESOP program;
  - Decide to repurchase and use shares when the person, who entitled to buy under the ESOP program, resigns;
  - Carry out other related tasks to complete the assigned work content;
  - Depending on each specific case, the Board of Directors authorize the General Director to perform one or all of the above tasks.
11. **Approval of the dismissal of Mr. Pham Quang Khanh from the position of member of the Board of Directors for the term 2023-2028.**
  12. **Approval of the dismissal of Mr. Nguyen Van Truc from the position of member of the Board of Directors for the term 2023-2028.**
  13. **Approval of the results of the election of additional members of the Board of Directors for the term 2023-2028 as follows:**

The candidates elected to the Board of Directors for the term 2023-2028 are as follows:

No.	Full name	Gender	Date of Birth	Professional qualifications
1				
2				

#### **D. APPROVAL OF THE MINUTES AND RESOLUTIONS OF THE 2025 ANNUAL GENERAL MEETING OF SHAREHOLDERS**

Mr. Nguyen Ngoc Minh - on behalf of the Meeting’s Secretary Committee, announced the draft minutes and resolution of the 2025 annual General Shareholders’ Meeting.

Shareholders have not proposed to amend or supplement the draft Minutes and Resolution of the General Meeting of Shareholders presented.

The minutes and resolution of the 2025 annual General Shareholders’ Meeting were approved by shareholders represented 100% of voting shares.

This minutes was immediately prepared at ... on 26 June 2025 after the end of the 2025 annual General Shareholders’ Meeting.

**SECRETARIAT COMMITTEE**

**CHAIRMAN**

**(Signed)**

**(Signed and sealed)**

**NGUYEN NGOC MINH & TRAN THI THANH HAO**

**VU THANH HAI**



**HAI AN TRANSPORT AND  
STEVEDORING JOINT  
STOCK COMPANY**

**SOCIAL REPUBLIC OF VIETNAM**  
*Independence - Freedom - Happiness*

No.: 0206-2025/NQ-DHDCD

Hai Phong, 26 June 2025

**Draft**

**RESOLUTION**

**THE 2025 ANNUAL GENERAL MEETING OF SHAREHOLDERS  
HAI AN TRANSPORT AND STEVEDORING JOINT STOCK COMPANY**

- Pursuant to the Law on Enterprises No. 59/2020/QH14 adopted by the XIV National Assembly of the Socialist Republic of Vietnam on June 17, 2020;
- Pursuant to the Law on Securities No. 54/2019/QH14 adopted by the National Assembly of the Socialist Republic of Vietnam on November 26, 2019, effective from January 1, 2021 and its amendments, supplements and guidelines;
- Pursuant to the Charter of Organization and Operations of Hai An Transport and Stevedoring Joint Stock Company;
- Pursuant to the Minutes of the annual 2025 General Shareholders' Meeting No. 0106-2025/BB-DHDCD dated 26 June 2025

**Article 1. Approval of report of the General Director**

**Article 2. Approval of report of the Board of Directors and each member of the Board of Director**

**Article 3. Assessment report of the independent member of the Board of Directors on the activities of the Board of Directors**

**Article 4. Report of the Board of Control**

**Article 5. Approval of the audited financial statements for the year 2024**

**Approval of the 2024 Financial Statements audited by A&C Auditing and Consulting Co., Ltd. with the following main indicators:**

Unit: VND

+ Revenue from service provision:	3,992,094,957,163
+ Financial income:	24,555,047,728
+ Other income:	7,630,036,114
+ Operating expenses:	2,725,389,313,129
+ Financial expenses:	118,622,192,215
+ Other expenses:	10,777,253,014

+ Profit/loss from joint ventures and associates:	18,337,092,110
+ Profit before tax:	977,289,020,386
+ Corporate income tax expense:	177,062,808,922
+ Net consolidated profit for 2024:	800,226,211,464
+ Net profit attributable to non-controlling shareholders:	149,726,899,397
+ Net profit attributable to the parent company:	650,499,312,067
+ Total assets as of December 31, 2024:	7,289,524,568,993
+ Owner's Equity:	3,971,692,927,731
In which:	
- Shareholder-contributed capital:	1,213,430,910,000
- Share premium:	191,640,648,159
- Development investment fund:	818,631,956,537
- Undistributed profits:	1,053,223,624,821
- Treasury shares:	-
- Non-controlling interests:	694,765,788,214

## Article 6. Approval of the profit distribution plan and dividend payment for the year 2024

### 6.1. Profit distribution plan for the year 2024

Unit: VND

<b>Total distributable profit</b>	<b>651,681,059,465</b>
Profit for the current period	499,392,809,824
Profit from previous years	152,288,249,641
<b>Allocations to funds</b>	<b>110,785,000,000</b>
Development investment fund (10% of net profit)	65,168,000,000
BOD fund (3% of net profit)	19,550,000,000
Bonus and welfare fund (4% of net profit)	26,067,000,000
<b>Cash dividend (10%)</b>	<b>129,894,418,000</b>
<b>Stock dividend (30%)</b>	<b>389,683,250,000</b>
<b>Remaining retained earnings</b>	<b>21,318,391,465</b>

### 6.2. Dividend payment plan for 2024

- Based on the business performance for the year 2024, the Annual General Meeting of Shareholders ("AGM") has resolved to distribute dividends at a rate of 40%, comprising 10% in cash and 30% in shares.
- Details of the stock dividend issuance plan are as follows:
  - Stock name : Shares of Hai An Transport and Stevedoring Joint Stock Company
  - Stock code : HAH
  - Type of shares : Common shares
  - Par value : VND 10,000 per share (ten thousand Vietnamese dong per share)

- Total outstanding shares: : 129,894,418 shares
- Treasury shares : 0 shares
- Stock dividend ratio (new shares to outstanding shares) : 30% (*thirty percent*) (At the record date, shareholders owning 100 shares will receive 30 additional new shares)
- Ratio of rights exercise : 10:3 (At the record date, shareholders owning 10 shares will receive 3 additional new shares)
- Number of shares to be issued for dividend payment: : 38,968,325 shares
- Total issuance value at par value : VND 389,683,250,000
- Issuance method : Stock issuance for dividend payment in 2024
- Eligible recipients : Existing shareholders, according to the shareholder list finalized by the Vietnam Securities Depository and Clearing Corporation (VSDC) at the record date for stock dividend payment
- Capital source for stock dividend issuance: : Retained earnings as per the audited financial statements for 2024
- Purpose of issuance : Stock issuance for dividend payment
- Handling of fractional shares : The number of shares allocated to each shareholder will be rounded down to the nearest whole unit. Any fractional shares (decimal values) will be canceled.  
 Example: A shareholder owning 12,347 shares will be entitled to receive  $(12,347 \times 3)/10 = 3,704.1$  shares.  
 The final number of shares received will be 3,704 shares, and 0.1 fractional shares will be canceled.
- Expected issuance timeline : During 2025 and upon approval by the State Securities Commission (SSC)
- Transfer restrictions on newly issued shares: : None
- Distribution method: :
  - For deposited securities: Shareholders will receive stock dividends through their securities firms where they maintain depository accounts.
  - For non-deposited securities: Shareholders will claim stock dividends at the Company's Head Office: 7th Floor, No. 45 Trieu Viet Vuong Street, Nguyen Du Ward, Hai Ba Trung District, Hanoi, or at Hai An Port Co., Ltd., 3rd Floor, Hai An Building, Km+2 Dinh Vu Road, Dong Hai II Ward, Hai An District, Hai Phong City, on working days. When claiming dividends,

shareholders must present their ID card/citizen identification and Shareholder Certificate.

- Additional listing: : • All newly issued shares for dividend payment will be additionally listed on the Ho Chi Minh City Stock Exchange (HSX) and registered for depository at VSDC.
- AGM authorized the BOD to: : • Determine the appropriate timing for share distribution after receiving approval from the SSC.  
 • Implement fractional share processing as outlined above.  
 • Modify or adjust the stock dividend payment plan as required by the SSC and/or for legal compliance.  
 • Complete all necessary procedures to finalize issuance, adjust information on the number of registered securities according to the number of issued shares (additional registration), and additional listing at VSDC and HSX, ensuring shareholder and company interests.  
 • Amend the Company Charter and update the Business Registration Certificate to reflect the actual number of issued shares.  
 • Make other relevant decisions and undertake necessary actions to implement the 2024 stock dividend payment plan.

## Article 7. Approval of the Plan for the year 2025

### 7.1 Business Plan for 2025

No.	Chỉ tiêu	Unit	Ajusted Plan
<b>1</b>	<b>Total Througput</b>	<b>TEU</b>	<b>1.455.000</b>
	- Terminal operation	TEU	588.000
	- Vessel operation	TEU	689.000
	- Depot operation	TEU	178.000
<b>2</b>	<b>Total revenue</b>	<b>Billion VND</b>	<b>4.556</b>
<b>3</b>	<b>Consolidated Net profit after tax</b>	<b>Billion VND</b>	<b>865</b>
<b>4</b>	<b>Expected Dividend Payment:</b> - 10% in cash - 10% in stock		

### 7.2 Investment Plan for 2025

- Fleet Expansion: The Company's long-term development strategy aims to expand services to the Mediterranean - Europe (MED - EU) and/or U.S. West Coast (USWC) in the coming years to

provide direct container shipping services for Vietnamese exporters/importers. To achieve this, the Company will begin upgrading its fleet by:

- + Continuing investment in the building of two new SDARI CV3k SC2020-B4075 container vessels with a capacity of 3,000 TEU.
- + Acquiring 2 to 3 second-hand container ships as opportunities arise, in alignment with fleet expansion plans..
- Port and Logistics Investments:
  - + Transferring the container yard and port services project in Ba Ria - Vung Tau Province.
  - + Seeking investment opportunities in Hai Phong port infrastructure to enhance port operations and reduce transshipment costs for the fleet.
  - + Exploring opportunities for logistics infrastructure investment in other regions, such as Central Vietnam and the Mekong Delta.
- Investment Capital Sources: The Board of Directors (BOD) is authorized to mobilize capital through loans from financial institutions, credit organizations, and other funding sources. Alternatively, the Company may seek approval from the AGM to raise additional capital through the issuance of new shares or bonds.

**Article 8. Approval of the selection of the entity auditing the interim and annual financial statements for the year 2025**

The Meeting authorizes the BOD to consider, select and appoint one of audit firms (Deloitte Vietnam Company Limited, KPMG Vietnam Company Limited...) conducting the audit of financial statements for the year 2025 of the Company.

**Article 9. Approval of Remuneration for the BOD, Control Board, and BOD Secretary for 2025**

The Meeting approved the remuneration to the Board of Directors as of 10 million VND per person per month, Control Board and BOD secretaty as of 5 million VND per person per month.

**Article 10. Approval of the issuance of shares under the employee stock ownership plan (ESOP) for the parent company and its subsidiaries, detail as follows:**

**10.1 ESOP Stock Issuance Plan**

Purpose of Issuance	: Issuing shares under ESOP for employees of the parent company and subsidiaries, recognizing their contributions to the Company's growth.
Stock Name	: Shares of Hai An Transport and Stevedoring Joint Stock Company
Stock Type	: Common shares
Par Value	: VND 10,000 per share
Estimated total shares outstanding after stock dividend payment:	: 168,862,743 shares

Number of shares proposed for issuance	: Up to 2,500,000 shares (equivalent to 1,48% of expected outstanding shares after stock dividend payment).
Total expected issuance value at par value	: VND 25,000,000,000
Usage of funds raised	: To support business operations and supplement working capital
Issuance Method	: Direct offering to the BOD, Control Board, and employees of Hai An Transport and Stevedoring Joint Stock Company and its subsidiaries
Eligible participants	: Members of the Board of Directors, Supervisors and employees of Hai An Transport and Stevedoring Joint Stock Company and its subsidiaries according to the list approved by the Company's Board of Directors.  The General Meeting of Shareholders authorizes the Board of Directors to decide and promulgate the ESOP regulations, standards, list of employees eligible to purchase ESOP shares and principles for determining the number of shares distributed to each subject.
Issuance Pricing	: Fixed price is VND 10,000/share  (The price is equivalent to 37.07% of the book value (as of December 31, 2024, the Company's book value is: VND 26,974/share), however, with the aim of increasing employee engagement, attracting talent and considering the restriction period of 03 years, the price of VND 10,000/share is appropriate.)
Handling of Unallocated Shares	: If employees do not purchase all allocated shares within the registration period, the BOD may redistribute the remaining shares to other eligible participants (including employees who have been distributed shares) under the same pricing conditions, ensuring legal compliance
Plan to ensure compliance with foreign ownership ratio regulations	The General Meeting of Shareholders authorizes the BOD to approve a plan to ensure that the issuance of shares meets foreign ownership ratio regulations.
Transfer Restriction:	: 100% of ESOP-issued shares will be restricted from transfer for three years from the issuance completion date.
Payment Method	: Bank transfer to the Company's account.

Implementation Timeline : In 2025, following AGM approval and regulatory clearance.

#### **10.2 Authorization for BOD to Manage ESOP Execution**

- Decide on the issuance time, develop and complete the dossier for issuing shares under the employee stock option program to submit to the State Securities Commission. In case the State Securities Commission requires amendments or supplements, the Board of Directors is allowed to decide on amendments or supplements according to the recommendations/proposals of the State Securities Commission to complete the issuance of shares under the ESOP program in 2025;.
- Decide on the criteria, standards and list of employees eligible to participate in the ESOP program, the principles for determining the number of shares distributed to each subject and promulgate the ESOP regulations in 2025; decide on the continued distribution of the number of shares not fully issued;.
- Decide on the detailed plan for using the proceeds from the issuance under the ESOP program in 2025;.
- Carry out necessary procedures to adjust information on the number of registered securities (additional registration) according to the number of shares issued under the ESOP program at the Vietnam Securities Depository and Clearing Corporation (VSDC);.
- Carry out necessary procedures to list additional shares issued under the ESOP program at the Ho Chi Minh City Stock Exchange (“HSX”);.
- Amend the Company Charter on the Charter Capital section and carry out procedures to increase the Charter Capital with the Hanoi Department of Finance after completing the issuance of shares under the ESOP program;
- Decide to repurchase and use shares when the person, who entitled to buy under the ESOP program, resigns;
- Carry out other related tasks to complete the assigned work content;
- Depending on each specific case, the Board of Directors authorize the General Director to perform one or all of the above tasks.

**Article 11. Approval of the dismissal of Mr. Pham Quang Khanh from the position of member of the Board of Directors for the term 2023-2028.**

**Article 12. Approval of the dismissal of Mr. Nguyen Van Truc from the position of member of the Board of Directors for the term 2023-2028.**

**Article 13. Approval of the results of the election of additional members of the Board of Directors for the term 2023-2028 as follows:**

The candidates elected to the Board of Directors for the term 2023-2028 are as follows:

No.	Full name	Gender	Date of Birth	Professional qualifications
-----	-----------	--------	---------------	-----------------------------

1				
2				

#### **Article 14. Implementation provision**

The full text of the resolution approved by the General Meeting of Shareholders - Hai An Transport and Stevedoring JSC. The General Meeting of Shareholders consistently authorizes the Company's Board of Directors, Control Board for deploying, supervising the process of implementation of the resolution.

This Resolution shall take effect upon signing, Members of the BOD, General Director, Deputy General Director and related department of the Company take the responsibility to carry out this resolution.

#### **ON BEHALF OF THE GENERAL SHAREHOLDERS' MEETING CHAIRMAN OF THE BOARD OF DIRECTORS**

**Recipients:**

- The BOD, Control Board;  
BOM;
- The Company's  
shareholders;
- Office file.

**(Signed and sealed)**

**VU THANH HAI**



# HAI AN TRANSPORT AND STEVEDORING JSC

7th Floor, No. 45, Trieu Viet Vuong Str., Nguyen Du Ward,  
Hai Ba Trung Dist., Hanoi

....., ..... 2025

## POWER OF ATTORNEY

Name of Shareholder:

ID card/Passport/Corporate Registration No:

Address:

Shareholder's code:

Holding: shares of Hai An Transport and Stevedoring JSC

### Agree to authorize:

Name of Individual /Institution: .....

ID card/Passport/Corporate Registration No: ..... issued on (date) .....

at (place) .....

### Or authorize one of these following people:

- |                         |                                      |                          |
|-------------------------|--------------------------------------|--------------------------|
| 1. Mr. Vu Thanh Hai     | - Chairman of the Board of Directors | <input type="checkbox"/> |
| 2. Mr. Nguyen Ngoc Tuan | - Member of the Board of Directors   | <input type="checkbox"/> |
| 3. Mr. Pham Quang Khanh | - Member of the Board of Directors   | <input type="checkbox"/> |
| 4. Mr. Nguyen Van Truc  | - Member of the Board of Directors   | <input type="checkbox"/> |
| 5. Mr. Le Anh Minh      | - Member of the Board of Directors   | <input type="checkbox"/> |
| 6. Mr. Nguyen Duc Kien  | - Member of the Board of Directors   | <input type="checkbox"/> |
| 7. Ms. Tran Thi Hai Yen | - Member of the Board of Directors   | <input type="checkbox"/> |

Attending and exercising the voting right on my/our behalf in the Annual General Meeting of Shareholder 2025 of Hai An Transport and Stevedoring JSC.

Authorizer guarantees to be responsible for this authorization.

### THE AUTHORIZER

(Signature, full name, seal)

### THE PROXY

(Signature, full name, seal)