

No.: 271/BC-HĐQT

Thu Duc, May 26, 2025

**REPORT OF THE BOARD OF DIRECTORS  
AT THE ANNUAL GENERAL MEETING OF SHAREHOLDERS IN 2025**

**PART 1: REPORT ON THE ACTIVITIES OF THE BOARD OF DIRECTORS  
IN 2024**

**A. ACTIVITIES OF THE BOARD OF DIRECTORS IN 2024**

**1. Members and Organizational Structure of the Board of Directors**

No.	Board of Directors' members	Position	The date becoming/ceasing to be the member of the Board of Directors	
			Date of appointment	Date of dismissal
1	Mr. Ngo Van Ngu	Chairman	29/5/2020	-
2	Mr. Do Thanh Truong	Member of the BOD/Director	25/4/2024	-
3	Mr. Tran Quang Thao	Member of the BOD	24/4/2015	25/4/2024
			09/8/2024	-
4	Mr. Doan Phi	Member of the BOD/Deputy Director	26/4/2018	-
5	Mr. Trinh Van Moi	Member of the BOD	24/4/2015	-
6	Mr. Do Xuan Minh	Member of the BOD	28/2/2019	09/8/2024

**2. Summary of Board Meetings and Decisions of the Board of Directors**

In 2024, the Board of Directors held 09 meetings, ensuring that the agenda, number of participants, and voting procedures complied with the provisions of the law, the company's Charter, and Regulations. The Board of Directors closely followed the resolutions of the General Shareholders' Meeting and the company's actual production situation. The Board of Directors listened to reports from the Board of Management on the company's business operations and investments, timely making decisions and setting guidelines, while also addressing issues within its authority, creating the best conditions for the Board of Management's operations. All targets were achieved as planned, ensuring stable income for employees and the benefits of shareholders.

Resolutions/Decisions of the Board of Directors:

No.	Resolution No.	Date	Content
1	23/NQ-HĐQT	30/1/2024	<ul style="list-style-type: none"> <li>- Approval of business production expenses for 2023.</li> <li>- Approval of the investment policy for one forklift and the technical and economic report of Tan Can Express Joint Stock Company.</li> <li>- Approval of the adjustment to the contractor selection plan for the purchase of three tractor trucks and 17 semi-trailers.</li> </ul>
2	24/NQ-HĐQT	04/3/2024	<ul style="list-style-type: none"> <li>- Finalizing the record date for the right to attend the Annual General Meeting of Shareholders 2024.</li> </ul>
3	25/NQ/HĐQT	04/4/2024	<ul style="list-style-type: none"> <li>- Approval of the contents to submit to the Annual General Meeting of Shareholders 2024.</li> <li>- Approval of the Proposal to approve commissions for brokers.</li> <li>- Approval of the business, investment, financial, and salary results for 2023 and the 2024 plan for Tan Cang Hiep Luc Joint Stock Company, Cat Lai Logistics Joint Stock Company, Tan Cang Express Joint Stock Company.</li> <li>- Approval of the policy to establish a company and nominate representatives for capital and participation in the Board of Directors and Board of Supervisors at Tan Cang Warehousing Depot Joint Stock Company.</li> <li>- Approval of the proposal regarding the approval and approval of the salary, remuneration, and bonus fund for 2023 and the plan for 2024.</li> </ul>
4	26/NQ/HĐQT	22/4/2024	<ul style="list-style-type: none"> <li>- Dismissal and appointment of the Director.</li> <li>- Nomination of personnel for the Board of Supervisors to submit to the General Meeting of Shareholders.</li> </ul>
5	27/NQ/HĐQT	9/5/2024	<ul style="list-style-type: none"> <li>- Approval of finalizing the list of shareholders for the 2023 cash dividend payment.</li> </ul>
6	28/NQ/HĐQT	24/5/2024	<ul style="list-style-type: none"> <li>- Approval of the termination and appointment of the Company's capital representative at subsidiaries and affiliates of Tan Cang Warehousing Joint Stock Company.</li> </ul>

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			- Approval of the Charter of Depot Warehousing Joint Stock Company.
7	29/NQ/HĐQT	10/7/2024	<p>Approval of the selection of the auditing firm for the Financial Statements 2024.</p> <ul style="list-style-type: none"> <li>- Approval of the record date for shareholders to vote in writing on the dismissal and additional election of Board of Directors.</li> <li>- Approval of the policy to adjust the business plan and add new business lines for Tan Cang Express Joint Stock Company.</li> <li>- Some other contents under the authority of the Board of Directors.</li> </ul>
8	30/NQ/HĐQT	20/9/2024	<ul style="list-style-type: none"> <li>- Approval of the business results report for Quarter 2 and the 6 months of 2024; the business plan for Quarter 3 and the 9 months of 2024.</li> <li>- Approval of the Regulations for management of representatives of Tan Cang Warehousing Joint Stock Company's capital investments in other enterprises.</li> <li>- Approval of the appointment of Mr. Nguyen Van Hao as Deputy Director of Tan Cang Warehousing Joint Stock Company.</li> <li>- Some other contents under the authority of the Board of Directors.</li> </ul>
9	31/NQ/HĐQT	21/10/2024	- Report on the business results for the Quarter 3 and the 09 months of 2024; production and business plan for the Quarter 4 and the entire year of 2024.

### **3. Results of implementing resolutions of the General Meeting of Shareholders**

The Board of Directors has implemented and directed the execution of the contents approved by the General Meeting of Shareholders' according to Resolution No. 01/2024/NQ-ĐHĐCĐ dated 25/04/2024 at the Annual General Meeting of Shareholders in 2024 and Resolution No. 02/2024/NQ-ĐHĐCĐ dated 09/08/2024 (shareholders' written opinions).

### **4. Remuneration, operational expenses, and other benefits of the Board of Directors and each Board of Directors member**

The remuneration, operational expenses, and other benefits of the Board of Directors and each Board of Directors member are implemented in accordance with Resolution No. 01/2024/NQ-ĐHĐCĐ dated 25/04/2024 of the Annual General Meeting of Shareholders in 2024.

### **5. Report on Transactions between the Company, subsidiaries, and companies controlled by the Company with Board of Directors members and their related**

parties; Transactions between the Company and companies where Board of Directors members are founding members or managers within the last 3 years before the transaction date

No.	Partner	Contract/Transaction	Relationship
1	Sai Gon Newport Corporation	<ul style="list-style-type: none"> <li>- Provision/reception of services such as transshipment, unloading, storage, transportation, crane handling, cleaning, container repair; leasing of equipment, handling and transportation vehicles; infrastructure lease agreements.</li> <li>- Brand promotion contract.</li> <li>- Dividends.</li> </ul>	Related entities with: <ul style="list-style-type: none"> <li>- Mr. Ngo Van Ngu (Chairman).</li> <li>- Mr. Do Thanh Truong (BOD Member &amp; Director).</li> <li>- Mr. Tran Quang Thao (BOD Member).</li> <li>- Mr. Doan Phi (BOD Member &amp; Deputy Director).</li> </ul>
2	Cat Lai Logistics Joint Stock Company	<ul style="list-style-type: none"> <li>- Handling, transportation, vehicle leasing, bulk cargo handling contracts...</li> <li>- Dividends.</li> </ul>	Subsidiary: Mr. Ngo Van Ngu (Chairman) is chairman of this company.
3	Tan Cang Hiep Luc Joint Stock Company	<ul style="list-style-type: none"> <li>- Handling, transportation, cleaning, land leasing contracts.</li> <li>- Dividends.</li> </ul>	Subsidiary: Mr. Ngo Van Ngu (Chairman) is chairman of this company.
4	Muoi Lam Thang Ba Joint Stock Company	Transportation contract.	Mr. Trinh Van Moi (BOD Member) is the director.

## 6. Monitoring Results of the Director and Other Executives:

Based on the Company's Charter and Internal Regulations on Corporate Governance, the Board of Directors has monitored and supervised the activities of the Director and Board of Management members in managing the business operations and implementing the resolutions of the General Meeting of Shareholders and the Board of Directors in 2024 as follows:

- The Executive Board has completed the management and operation tasks of the Company, ensuring compliance with the Company's Charter, the General Shareholders' Meeting's resolutions, and the BOD's resolutions.
- The Board of Management regularly conducts meetings to review the implementation of plans and take corrective measures based on the actual business situation, frequently reporting on business operations and proposing ideas to the BOD.



- The BOD's resolutions have been implemented in a timely manner by the Board of Management, ensuring progress and meeting the Company's business requirements for the year.
- Investment and procurement tasks have been strictly managed and implemented according to regulations. Through audits and inspections, the Company's operations were evaluated as effective, with capital preserved and developed.
- The Company's policies and operating procedures comply with legal regulations, ensuring safety in labor and production; maintaining security and order, and ensuring that employee benefits, rights, and labor agreements are implemented in accordance with labor laws, the Company Charter, labor rules, and collective agreements.

The Board of Directors appreciates the efforts of the Board of Management and Director, who have successfully completed the tasks related to military and business operations in 2024. The tasks assigned by the BOD and the General Meeting of Shareholders were carried out in full compliance with legal regulations and the Company's Charter.

#### **B. PLAN FOR THE BOARD OF DIRECTORS' ACTIVITIES IN 2025:**

The BOD will continue to maintain quarterly meetings to review and assess the business results, make timely decisions, and provide direction to facilitate the Board of Management in completing its tasks.

### **PART 2: REPORT ON BUSINESS RESULTS IN 2024**

#### **A. CHARACTERISTICS OF THE SITUATION IN 2024**

##### **1. Opportunities:**

- The Company always receives direct attention and guidance from the Party Committee, the Chairman, and the General Director of Sai Gon Newport Corporation (SNP), as well as support from relevant SNP agencies for the Company's business and production tasks. The internal unity and high coordination are also significant strengths.
- The facilities, equipment, and vehicles are relatively modern and synchronized. The warehouses and storage yards are strategically located within the Tan Cang - Cat Lai Terminal, a feeder port with the largest import-export container throughput in Vietnam.

##### **2. Challenges:**

- Competition in the port exploitation and logistics service industry is intensifying, while material and fuel prices fluctuate unpredictably. The risk of safety hazards during the rainy season and storms could directly impact the Company's business operations and unit construction.
- Uncertainty in many global markets could affect the global supply chain, directly negatively impacting throughput and increasing production costs.

## B. BUSINESS RESULTS IN 2024

### 1. Business results in 2024 (Consolidated Data):

Unit: Million VND.

No.	Indicator	2023	Plan 2024	2024		
				Actual	% Plan 2024	% Year-on-Year
1	<b>Total revenue, net income</b>	<b>948,670</b>	<b>952,901</b>	<b>1,068,368</b>	<b>112.1%</b>	<b>112.6%</b>
1.1	Sales revenue	929,060	943,597	1,059,623	112.3%	114.1%
1.2	Financial income	12,299	7,601	8,330	109.6%	67.7%
1.3	Other income	7,601	1,703	361	21.2%	4.7%
1.4	Profit/loss in joint ventures and affiliates	(289)	-	55	-	-
2	<b>Total expenses</b>	<b>822,008</b>	<b>825,941</b>	<b>933,849</b>	<b>113.1%</b>	<b>113.6%</b>
2.1	Cost of goods sold	707,015	711,209	806,292	113.4%	114.0%
2.2	Financial expenses	2,783	1,798	1,584	88.1%	56.9%
2.3	Selling expenses	33,291	36,914	41,023	111.1%	123.2%
2.4	Administrative expenses	75,822	74,571	83,765	112.3%	110.5%
2.5	Other expenses	3,097	1,448	1,185	81.8%	38.2%
3	<b>Profit before tax</b>	<b>126,662</b>	<b>126,960</b>	<b>134,519</b>	<b>106.0%</b>	<b>106.2%</b>
3.1	Current income tax expense	28,961	28,835	32,186	111.6%	111.1%
3.2	Deferred income tax expense	290	0	(243)	-	-
4	<b>Profit after tax</b>	<b>97,412</b>	<b>98,125</b>	<b>102,576</b>	<b>104.5%</b>	<b>105.3%</b>



## 2. Business results in 2024 (parent company data):

### a) Output:

No.	Indicator	2023	Plan 2024	2024		
				Actual	% Plan 2024	% Year-on-Year
1	Warehouse output (tons)	1,099,934	1,144,720	1,314,489	114.8%	119.5%
2	Yard output (TEUs)	720,513	746,983	747,024	100.0%	103.7%
3	VTVN output (containers)	15,493	16,252	16,243	99.9%	104.8%

### b) Business results in 2024:

Unit: Million VND.

No.	Indicator	2023	Plan 2024	2024		
				Actual	% Plan 2024	% Year-on-Year
<b>1</b>	<b>Total revenue, net income</b>	<b>786,022</b>	<b>811,144</b>	<b>878,864</b>	<b>108.3%</b>	<b>111.8%</b>
1.1	Sales revenue	768,219	795,754	863,833	108.6%	112.4%
1.2	Financial income	17,201	13,690	14,712	107.5%	85.5%
1.3	Other income	602	1700	318	18.7%	52.9%
<b>2</b>	<b>Total expenses</b>	<b>676,284</b>	<b>695,937</b>	<b>754,831</b>	<b>108.5%</b>	<b>111.6%</b>
2.1	Cost of goods sold	583,914	603,794	654,857	108.5%	112.1%
2.2	Financial expenses	1,485	100	79	78.6%	5.3%
2.3	Selling expenses	25,287	28,300	29,984	106.0%	118.6%
2.4	Administrative expenses	63,175	62,793	69,445	110.6%	109.9%
2.5	Other expenses	2,423	950	467	49.2%	19.0%
<b>3</b>	<b>Profit before tax</b>	<b>109,738</b>	<b>115,207</b>	<b>124,033</b>	<b>107.7%</b>	<b>113.0%</b>
3.1	Current income tax expense	24,258	25,103	28,079	111.9%	115.8%
3.2	Deferred income tax expense	290	0	-243	-	-
<b>4</b>	<b>Profit after tax</b>	<b>85,190</b>	<b>90,104</b>	<b>96,197</b>	<b>106.8%</b>	<b>112.9%</b>

### 3. Evaluation of the results:

In 2024, the global import-export market experienced significant fluctuations that directly impacted the company's production and business operations. In response, the company proactively developed a business plan to adapt to market changes, implemented digital transformation in production (successfully going live with the autogate system in May 2024), expanded its production activities beyond TCCL Port (launching TCHL 2 Depot and Smart Depot CL), and enhanced efforts to promote and develop services for new customers.

After 15 years of operation, 2024 marks the company's first year achieving a consolidated revenue of over 1,000 billion VND and consolidated after-tax profit of over 100 billion VND. Specifically:

- Total consolidated revenue in 2024 reached 1,068,368 million VND, exceeding the 2024 plan by 12.01% and increasing by 12.6% compared to the same period last year.
- Consolidated after-tax profit was 102,576 million VND, exceeding the 2024 plan by 4.5% and increasing by 5.3% compared to the same period last year.
- Average income per employee in 2024 was 36.5 million VND/month, exceeding the 2024 plan by 7.9% and increasing by 15.9% compared to the same period last year.

### C. INVESTMENT ACTIVITIES IN 2024:

In 2024, the company focused on improving its production and business capacity through investments in new transportation equipment, technological innovations to enhance service quality and operational efficiency, and contributing capital to establish a Depot operating company. Investment activities were carried out in accordance with the prescribed procedures and regulations.

*Unit: Million VND.*

STT	Project – Equipment	Plan 2024	Actual 2024	Proportion
I	<b>Basic Construction Investment (By Project Name)</b>	-	-	-
II	<b>Investment in Equipment and Technology (By Equipment Name) (a+b)</b>	<b>33,498</b>	<b>21,838</b>	<b>65.2%</b>
a	<b>Equipment Investment</b>	<b>22,268</b>	<b>11,918</b>	<b>53.5%</b>
1	Purchase of 03 New Cars (Group 1)	7,746	7,746	100.0%
2	Purchase of 17 40-foot Trailers	4,172	4,172	100.0%
3	Purchase of 03 Internal Tractor Units (Group 2)	9,000	0	0%
4	Purchase of 03 Internal 45-foot Trailers	1,350	0	0%

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STT	Project – Equipment	Plan 2024	Actual 2024	Proportion
<b>b</b>	<b>Technology Investment</b>	<b>11,230</b>	<b>9,920</b>	<b>88.3%</b>
1	Equipment and Network Infrastructure for Auto Gate	1,750	1,750	100.0%
2	Software Development for Auto Gate Implementation	1,950	1,950	100.0%
3	New Requirements for eWMS (CFS Warehouse and KNQ)	2,420	2,420	100.0%
4	Software Feature Expansion for eWMS 2024	1,500	1,500	100.0%
5	Additional Features on Handheld Devices for Forklifts	610	0	0%
6	Wireless Coverage Equipment for Warehouse Areas	3,000	2,300	76.7%
<b>III</b>	<b>Capital Investment</b>	<b>3,600</b>	<b>3,600</b>	<b>100.0%</b>
1	Capital Contribution to Tan Cang Warehouse Depot Company	3,600	3,600	100.0%
<b>Total (I+II+III)</b>		<b>37,098</b>	<b>25,438</b>	<b>68.6%</b>

### PART 3: BUSINESS PLAN IN 2025

#### A. Characteristics of the situation in 2025

##### 1. Opportunities:

- The domestic political and social situation is forecasted to remain stable. The Government will continue to decisively resolve difficulties and obstacles, creating a favorable business and investment environment for enterprises. The economy is expected to continue recovering, and cargo throughput at the Port is expected to increase.
- The Company will continue to receive regular guidance from the Party Committee, the Chairman, the General Director, the Board of Directors, and the support from various departments of Sai Gon Newport Corporation. Internally, the organization is united and committed to fulfilling the assigned tasks excellently.
- With relatively synchronized infrastructure and equipment, the company will continue innovating technology, improving management systems, and accelerating investment in development and expanding production.

##### 2. Challenges:

- Competition in port exploitation and logistics services is becoming increasingly fierce. Material and fuel prices fluctuate unpredictably. The risk of safety hazards during the rainy and stormy season will directly affect business operations and unit construction.
- Unpredictable instability in many global markets could disrupt global supply chains, directly impacting throughput and increasing production costs.

## B. BUSINESS PLAN IN 2025

### 1. Business plan in 2025 (consolidated data):

Unit: Million VND.

No.	Indicator	2024	Plan 2025	
			Actual	% Year-to-Year
<b>1</b>	<b>Total revenue, net income</b>	<b>1,068,368</b>	<b>1,145,381</b>	<b>107.2%</b>
1.1	Sales revenue	1,059,623	1,136,012	107.2%
1.2	Financial income	8,330	8,558	102.7%
1.3	Other income	361	515	142.8%
1.4	Profit/loss from joint ventures and associates	55	295	536.3%
<b>2</b>	<b>Total expenses</b>	<b>933,849</b>	<b>1,000,285</b>	<b>107.1%</b>
2.1	Cost of goods sold	806,292	866,930	107.5%
2.2	Financial expenses	1,584	1,076	68.0%
2.3	Selling expenses	41,023	39,129	95.4%
2.4	Administrative expenses	83,765	91,772	109.6%
2.5	Other expenses	1,185	1,378	116.3%
<b>3</b>	<b>Profit before tax</b>	<b>134,519</b>	<b>145,095</b>	<b>107.9%</b>
3.1	Current corporate income tax expense	32,186	35,951	111.7%
3.2	Deferred corporate income tax expense	(243)	-	-
<b>4</b>	<b>Profit after tax</b>	<b>102,576</b>	<b>109,145</b>	<b>106.4%</b>

### 2. Business plan in 2025 (parent company data):

#### a) Output in 2025:

No.	Indicator	2024	Plan 2025	
			2025	% Year-on-Year
<b>1</b>	<b>Warehouse throughput (tons)</b>	<b>1,314,489</b>	<b>1,353,923</b>	<b>103.0%</b>
1.1	Inbound CFS warehouse	775,165	796,870	102.8%
1.2	Outbound CFS warehouse	502,167	517,582	103.1%
1.3	Bonded warehouse	37,158	39,471	106.2%
<b>2</b>	<b>Yard throughput (TEUs)</b>	<b>747,024</b>	<b>782,683</b>	<b>104.8%</b>
2.1	Transshipment area	126,790	132,019	104.1%
2.2	Yard storage area	548,902	576,347	105.0%
2.3	Tan Cang Suoi Tien Depot	71,332	74,318	104.2%
<b>3</b>	<b>VTVN throughput (containers)</b>	<b>16,243</b>	<b>17,900</b>	<b>110.2%</b>



b) Business plan in 2025:

Unit: million VND.

No.	Indicator	2024	Plan 2025	
			2025	% Year-on-Year
<b>1</b>	<b>Total revenue, net income</b>	<b>878,864</b>	<b>949,285</b>	<b>108.0%</b>
1.1	Sales revenue	863,833	935,475	108.3%
1.2	Financial activity revenue	14,712	13,310	90.5%
1.3	Other income	318	500	157.0%
<b>2</b>	<b>Total costs</b>	<b>754,831</b>	<b>815,223</b>	<b>108.0%</b>
2.1	Cost of goods sold	654,857	712,215	108.8%
2.2	Financial expenses	79	32	41.1%
2.3	Selling expenses	29,984	27,812	92.8%
2.4	Administrative expenses	69,445	74,413	107.2%
2.5	Other expenses	467	750	160.6%
<b>3</b>	<b>Profit before tax</b>	<b>124,033</b>	<b>134,062</b>	<b>108.1%</b>
3.1	Current income tax expense	28,079	30,170	107.5%
3.2	Deferred income tax expense	-243	-	-
<b>4</b>	<b>Profit after tax</b>	<b>96,197</b>	<b>103,891</b>	<b>108.0%</b>

**C. Investment plan in 2025**

In 2025, the Company will continue to focus on improving production capacity through investment in new transport equipment, technological upgrades to enhance service quality, and operational efficiency. The specific investment plan is as follows:

Unit: million VND.

No.	Project - Equipment	Total Investment	Investment in 2025
<b>I</b>	<b>Basic Construction Investment</b>	<b>9,400</b>	<b>9,400</b>
1	Canopy (Warehouse 5 of 27 & Warehouse 01)	2,300	2,300
2	New Battery Charging House	6,500	6,500
3	Additional Fire Fighting System for Warehouse 5 Offices	600	600
<b>II</b>	<b>Investment in Equipment and Technology (by specific equipment/technology)</b>	<b>57,400</b>	<b>29,890</b>
<b>a</b>	<b>Equipment Investment</b>	<b>40,050</b>	<b>12,540</b>
1	Purchase of 03 Internal Trailers (45')	1,350	1,350
2	Purchase of 03 Internal Tractor Trucks (Group 2)	9,000	9,000

No.	Project - Equipment	Total Investment	Investment in 2025
3	Purchase of 01 Electric Forklift outside Warehouse 05T	1,700	1,700
4	Purchase of 02 Forklift Trucks	28,000	490
<b>b</b>	<b>Technology Investment</b>	<b>17,350</b>	<b>17,350</b>
1	Replace Camera System for Warehouse 05	3,800	3,800
2	Add Cameras for Warehouse 2,3 (Thermal Cameras)	2,500	2,500
3	Add Features to eWMS Software for 2025	3,800	3,800
4	Firewall License + Antivirus Software	850	850
5	Anti-theft System for Warehouses	3,000	3,000
6	APS for Warehouse and Yard Areas	1,000	1,000
7	Install Security Cameras in Yard Area (GS Security), Warehouse 711	700	700
8	Upgrade Camera Storage System for Warehouse Areas	1,200	1,200
9	New Website Design	500	500
<b>TOTAL (I+II)</b>		<b>66,800</b>	<b>39,290</b>

#### **PART 4: SUMMARY OF THE BOARD OF DIRECTORS' ACTIVITIES FOR TERM III (2020-2024) AND OPERATIONAL DIRECTIONS FOR TERM IV (2025-2029)**

##### **A. SUMMARY REPORT ON THE ACTIVITIES OF TERM III (2020-2024)**

###### **1. Situation overview**

The term III (2020-2024) witnessed the widespread impact of the 4.0 Industrial Revolution, digital transformation, and international integration processes. The global situation has been marked by instability, armed conflicts, and natural disasters. In particular, the Covid-19 pandemic was complex and impacted all aspects of socio-economic life.

In this context, the Board of Directors provided timely leadership and guidance to ensure that the company effectively built and implemented response scenarios, maintaining the smooth operation of the production and supply chain during the pandemic. Simultaneously, flexible and effective business solutions were deployed, and business indicators showed good growth compared to the previous term. Notably, the BOD pushed for the digital transformation effort (with the Go-live of the eWMS software in September 2021 and the successful Go-live of the Auto-gate system in May 2024). These were important breakthroughs in applying digital technology to management and operations, meeting production requirements and improving service quality, in line with the motto "Push digitalization, greenification" of SNP. In addition to digitalization, the Company proactively managed operations, sought sources of goods, served customers, and expanded production and business beyond TCCL (putting the TCHL2 Depot into operation with nearly 1 ha of land and a capacity of



1,000 TEUs, as well as launching the Smart Depot Cat Lai in July 2024 to reduce empty storage at TCCL).


## **2. Results of the Board of Directors' Activities for Term III (2020-2024)**

During Term III (2020-2024), the BOD directed and implemented tasks and decisions of the General Meeting of Shareholders in strict compliance with legal regulations. Key achievements include:

### **a) Organizational Activities of the Board of Directors:**

- The BOD for Term III (2020-2024) consisted of 5 members (1 full-time chairman, 2 members involved in company operations, and 2 members not involved in operations).
- During the term, the BOD focused on improving corporate governance in accordance with legal regulations. The company's Charter, Governance Regulations, BOD's Operation Regulations, and related rules were reviewed and amended accordingly. The advisory and support team for the BOD was also strengthened.
- The BOD successfully organized 5 Annual General Meetings of Shareholders in accordance with legal requirements regarding timing, procedures, and content, evaluating the activities of each year and approving plans and major decisions for the following years.
- The BOD maintained quarterly meetings to review business results, make timely decisions, and provide guidance to support the management team in fulfilling their duties. In addition to providing strategic directions for the management team, the BOD also worked closely with the Supervisory Board to ensure effective oversight.

### **b) Key Decisions Made by the Board of Directors:**

- Closely monitored and directed the company in issuing and improving regulations suitable for the actual management work and ensuring compliance with current state laws.
  - Directed the company in developing a 5-year strategic investment and development plan for the period 2021-2025 and in successfully implementing the annual business and production plans.
  - Directed the company in building a business restructuring plan for the period 2021-2025 in line with higher-level guidelines.
  - Directed the company in developing flexible production management scenarios (especially during the Covid-19 pandemic).
  - Directed the company in accelerating digital transformation, successfully operating the eWMS and Auto-Gate systems.
  - Directed the company in expanding production according to the SNP motto "3 increases, 3 pushes", establishing and operating 2 new subsidiaries (TCE, TWD).
  - Emphasized proper legal compliance and effective, transparent business governance, leading the company to be highly regarded by shareholders and customers as one of the top professional warehouse and yard service providers.
- 

### c) Business Performance Results for Term III (2020-2024)

#### - Consolidated Data:

*Unit: million VND.*

No.	Indicator	2020	2021	2022	2023	2024	Total
1	Total Revenue	777,840	809,302	939,733	948,959	1,068,368	4,544,202
2	Total Pre-Tax Profit	99,193	99,723	115,127	126,662	134,519	575,224
3	Total After-Tax Profit	78,060	76,594	87,706	97,412	102,576	442,348

#### - Parent Company Data:

*Unit: million VND.*

No.	Indicator	2020	2021	2022	2023	2024	Total
1	Total Revenue	637,713	673,130	754,719	786,022	878,864	3,730,448
2	Total Pre-Tax Profit	88,684	90,815	102,234	109,738	124,033	515,504
3	Total After-Tax Profit	69,710	70,750	78,502	85,190	96,197	400,349

The company's annual business performance from 2020 to 2024 showed consistent growth, with an average growth rate of 8% per year.

### d) Accumulating Corporate Value to Ensure Shareholder Benefits

- During Term III (2020-2024), the Company has consistently ensured the rights and interests of its shareholders with a policy of regular dividend payments at high rates, ranging from 20% to 26%. Specifically:

Indicator	2020	2021	2022	2023	2024
Dividend Payment Ratio	26%	20%	22%	22%	23%

## B. BUSINESS DIRECTIONS FOR TERM IV (2025-2029)

### 1. Situational overview

In the coming years, the global and regional situation will be complex. However, cooperation and development remain the main trends. It is forecast that the country's economic, political, social, and cultural situation will continue to develop in new directions. The Fourth Industrial Revolution, along with globalization and international integration, are two major global trends. Sustainable development, the digital economy, circular economy, and green growth are models being adopted by many countries. For Tan Cang Warehousing Joint Stock Company, the industry in which it operates faces increasingly intense competition, which raises higher demands for management and business operations.



## 2. Strategic objectives for the Period 2025-2029

The focus will be on directing the company to achieve excellent business production tasks, based on its core capabilities in warehouse services, depots, and transportation. Key activities include enhancing service quality, improving marketing efforts, and expanding market share. The company will focus on searching for and developing new customers and services, as well as investing in the expansion of one or two depots. The company will also continue to strengthen administrative reform, digital transformation, and green transformation. The goal is to achieve an annual growth rate of 5% to 10% in key economic indicators (production volume, revenue, profit).

### - Projected Consolidated Data:

*Unit: million VND.*

No.	Indicator	2025	2026	2027	2028	2029	Total
1	Total Revenue	1,145,381	1,214,104	1,286,950	1,364,167	1,446,017	6,444,356
2	Total Pre-Tax Profit (LNTT)	145,095	156,703	169,239	182,778	197,400	815,944
3	Total After-Tax Profit (LNST)	109,113	117,842	128,269	138,531	149,613	613,999

### - Projected Parent Company Data:

*Unit: Million VND.*

No.	Indicator	2025	2026	2027	2028	2029	Total
1	Total Revenue	949,173	1,025,107	1,107,116	1,195,685	1,291,340	5,568,420
2	Total Pre-Tax Profit (LNTT)	133,956	144,672	156,246	168,746	182,245	785,864
3	Total After-Tax Profit (LNST)	103,893	112,204	121,181	130,875	141,345	609,497

### - Projected Annual Dividend Payment Ratio:

Indicator	2025	2026	2027	2028	2029
Dividend Payment Ratio	23%	23%	23%	23%	23%

## 3. Implementation Solutions

The Company will direct its focus on the following key solutions:

### a) Management and Operations:

- Continue reforming administrative procedures and improving production processes to streamline and digitize operations. Further emphasize the application of advanced technology in management and operations (e.g., upgrading eWMS and Auto-Gate).
- Review and adjust the optimal vehicle and equipment fleet for production, while updating the economic and technical norms in line with actual production needs to reduce costs and improve service pricing.
- Focus on enhancing marketing (MKT), deepening relationships with customers, shipping lines, and attracting new warehouse services (e.g., bonded warehouse, CFS, empty depot).

**b) Investment and Finance:**

**- Investment:**

- + Invest in replacing old equipment, vehicles, and enhancing production capacity, with a focus on green equipment to reduce emissions.
- + Significantly invest in Information Technology (IT) and Artificial Intelligence (AI) for improved management and operations.
- + Expand warehouse and depot space outside the Tan Cang Cat Lai port, actively seeking 1-2 projects for warehouses, depots, and storage areas, with an area size ranging from 5-10 hectares in key economic zones in Ho Chi Minh City and Dong Nai.

**- Finance and Capital:**

- + Balance capital sources, manage cash flows efficiently, and actively recover debts to support production and development activities.
- + Closely monitor annual business and production costs. Set specific targets for departments such as Business Planning Dept., Administrative Dept., Technical Dept., among others.
- + Strengthen monitoring, auditing, and ensuring financial health, capital preservation, and growth.

**c) Human Resource Development:**

- Implement the organizational restructuring plan for the period 2021-2025 once approved by the upper levels.
- Continue prioritizing specialized training for the Sales and Marketing team, business staff, and other personnel. Ensure effective annual training plans, focusing on logistics, warehouse management, and customer service models through international benchmarking visits (e.g., Singapore, South Korea, Netherlands).

**Recipients:**

- As above;
- Board of Directors;
- Board of Supervisors;
- Board of Management;
- File: VT, KHKD. H03.

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



*Ngo Van Ngu*  
**Ngo Van Ngu**





TAN CANG WAREHOUSING JSC  
BOARD OF SUPERVISORS

No.: 02/BC-BKS

SOCIALIST REPUBLIC OF VIETNAM  
Independence – Freedom – Happiness

Thu Duc, May 08, 2025

**REPORT**  
**ON THE ACTIVITIES OF THE BOARD OF SUPERVISORS**  
**At the Annual General Meeting of Shareholders in 2025**

To: The General Meeting of Shareholders

Pursuant to the Law on Enterprises dated June 17, 2020;

Pursuant to the Law on Securities dated November 26, 2019;

Pursuant to Decree No. 155/2020/ND-CP dated December 31, 2020 of the Government detailing the implementation of some articles of the Securities Law;

Pursuant to the Charter on the organization and operation of Tan Cang Warehousing Joint Stock Company;

Pursuant to the 2024 Financial Report (Parent Company and Consolidated) audited by A&C Auditing and Consulting Co., Ltd., as well as the results of the examination and control based on related documents about the Company's production and business activities;

Pursuant to the operational situation, the Report of the Board of Directors (BOD), the Board of Management, and the results of the implementation of the duties, responsibilities, and powers of the Board of Supervisors in 2024, the Board of Supervisors of Tan Cang Warehousing Joint Stock Company (hereinafter referred to as “the Company”) reporting to the General Meeting of Shareholders (GMS) the results of its supervision and inspection activities with the main content as follows:

**1. Organizational structure of the Board of Supervisors (BOS):**

The Board of Supervisors consists of 03 Supervisors, specifically:

- Ms. Nguyen Thi Thuy Nga – Head of the Board of Supervisors, appointed on June 17, 2021.
- Ms. Nguyen Thi Huyen – Supervisor, appointed on April 25, 2024.
- Ms. Nguyen Thi Hong Van – Supervisor, appointed on April 25, 2024.

**2. Evaluation of the activities of the Board of Supervisors and Supervisors:**

Based on the assigned duties and the Regulations on the operation of the Board of Supervisors, the Board of Supervisors has developed a work program and assigned tasks to each member; the Supervisors have carried out their responsibilities and powers in inspecting and supervising compliance with the provisions of the Law on Enterprise, the Company Charter in managing and operating the Company's business activities in 2024. Specifically:





- Participating fully in the meetings (regular and extraordinary) of the Board of Directors, regularly monitoring the Company's activities, and frequently discussing and evaluating the Company's performance to provide timely feedback.

- Supervising the activities of the Board of Directors, overseeing the management and operation of the Board of Management in production and business in compliance with the Law on Enterprises, Law on Securities, the Charter, and the Company's internal regulations; reviewing the appropriateness of the management decisions made by the Board of Directors and the Board of Management.

- Controlling financial and accounting activities, ensuring the accuracy and truthfulness of the interim and annual financial reports, checking the company's economic contracts, labor contracts, etc.; overseeing revenues, expenses, and verifying the financial statements based on the Independent Audit Report submitted to the GMS.

- Monitoring the issuance of internal documents from the Board of Directors and the Board of Management in the process of managing the Company to ensure that the strategic directions and management policies comply with the law and align with the GMS's resolutions.

- Inspecting and supervising the implementation of the General Meeting of Shareholders' Resolutions, the Board of Directors' Resolutions, the financial reports, and profit distribution of the Company.

- Verifying the Company's salary plan and actual salary payments in compliance with regulations.

- Monitoring the Company's information disclosure activities in compliance with Law on Securities.

- Proposing to the General Meeting of Shareholders to approve the plan for selecting an independent auditing firm to audit the annual financial report.

- Organizing regular and extraordinary meetings of the Board of Supervisors to review, discuss, and evaluate various aspects of the Company's activities.

### **3. Summary of the Board of Supervisors' Meetings and Recommendations**

In 2024, the Board of Supervisors held 03 meetings. The conclusions and recommendations of the Board of Supervisors are as follows:

- Continue strengthening debt collection efforts to avoid the accumulation of irrecoverable debts and doubtful debts, and to make full provisions in accordance with Circular No. 48/2019/TT-BTC dated August 8, 2019.

- Strengthen governance, establish plans for efficient and reasonable cash flow usage, actively seek suitable investment opportunities to enhance capital efficiency; Implement cost control measures to ensure strict, economical, and effective management.





- Continue to complete and implement the Company's internal control system, regularly update relevant legal regulations to timely supplement and amend the Company's procedures and internal regulations.

- Strengthen risk forecasting and management to minimize risks in the Company's business activities.

#### **4. Remuneration, Operating Costs, and Other Benefits of the Board of Supervisors:**

##### **4.1. Remuneration, Salaries, and Bonuses of the Board of Supervisors in 2024:**

No.	Name	Position	Remuneration (VND)	Salary & Bonus (VND)	Notes
1	Nguyen Thi Thuy Nga	Head of BOS	60,000,000	46,111,111	Remuneration: 5 million VND/month x 12 months
2	Nguyen Thi Huyen	Supervisor	20,000,000	0	Remuneration: 2.5 million VND/month x 8 months
3	Nguyen Thi Hong Van	Supervisor	20,000,000	0	Remuneration: 2.5 million VND/month x 8 months
Total			100,000,000	46,111,111	

*Source: 2024 Financial Report (audited)*

**4.2. Operating Costs of the Board of Supervisors in 2024:** Compliant with the Company's internal expenditure regulations.

**4.3. Other Benefits of the Board of Supervisors:** None.

#### **5. Evaluation of Cooperation between the Board of Supervisors, the Board of Directors, the Board of Management, and Shareholders:**

The Board of Supervisors has cooperated well with the Board of Directors and the Board of Management, specifically:

- Attending meetings of the Board of Directors and the Board of Management to stay updated on the Company's business operations.

- The Board of Supervisors has received information, reports, and documents from the Company in accordance with the provisions of the Law on Enterprise, Law on Securities, the Company's Charter, and the Company's internal governance regulations.



- The Board of Supervisors has been provided with information relating to the Company's activities by the Board of Management for each quarter, semi-annually, and annually upon request.

#### **6. Monitoring of the activities of the Board of Directors:**

- The Board of Directors held regular and extraordinary meetings as necessary according to the provisions of the Company's Charter, internal governance regulations, and the operating regulations of the Board of Directors.

- The Board of Supervisors evaluates that the activities of the Board of Directors in 2024 were in compliance with the law and the Company's internal regulations, and effectively managed and operated the Company's business activities during the past year.

#### **7. Monitoring of the Activities of the Executive Board:**

The Executive Board has managed and organized production, business, and investment activities in accordance with the Company's procedures, regulations, and operating rules, as well as the directions approved by the General Meeting of Shareholders and the Board of Directors.

#### **8. Monitoring of the Company's Operations and Financial Situation:**

- The Company's Business Results in 2024:

*Unit: million VND.*

Indicator	Parent Company			Consolidated		
	2023	2024	Proportion	2023	2024	Proportion
Total Revenue	786,021	878,864	111.8%	948,960	1,068,314	112.6%
Net Profit	85,190	96,197	112.9%	97,412	102,576	105.0%

Key business indicators have increased compared to the same period last year, specifically:

- + Total consolidated revenue increased by 12.6%.
- + Net profit after tax increased by 5%.

- The Company's standalone and consolidated financial reports for 2024 were prepared according to the current Vietnamese Accounting Standards and audited by A&C Auditing and Consulting Co., Ltd.

According to the auditor's opinion, both the standalone and consolidated financial reports fairly and reasonably reflect the financial situation of Tan Cang Warehousing Joint Stock Company and its subsidiaries as of December 31, 2024, as well as the results of operations and cash flow for the fiscal year ending on that date, in accordance with the Vietnamese Accounting Standards, the Vietnamese Enterprise Accounting Regime, and the relevant legal regulations related to the preparation and presentation of standalone and consolidated financial reports.





The Board of Supervisors agrees with the financial reports audited by A&C Auditing and Consulting Co., Ltd.

- Regarding the Company's Accounting Operations:

- + Monthly and year-end cash, bank deposits, and accounts receivable reconciliations are conducted.
- + Accounting books and documents are carefully stored.
- + The application of Circular 200/2014/TT-BTC complies with the accounting regime and accurately reflects joint ventures and affiliated companies.
- + Tax compliance is well-maintained, and electronic tax filing is used to improve efficiency. However, attention should be paid to recommendations from auditors, tax authorities, and other functional units to further improve financial operations.

**9. Report on Transactions between the Company, Subsidiaries, Companies Controlled by the Company (owning over 50% of the charter capital), Board of Directors Members, and Related Parties of Those Members; Transactions between the Company and Companies Where Board of Directors Members Are Founding Members or Managers in the Last 3 Years Prior to the Transaction**

In 2024, Tan Cang Warehousing Joint Stock Company entered into economic and investment contracts involving the following parties:

No.	Partner	Contract/Transaction	Relationship
1	Tan Cang Sai Gon Corporation	<ul style="list-style-type: none"> <li>- Provision/reception of services such as transshipment, unloading, storage, transportation, crane handling, cleaning, container repair; leasing of equipment, handling and transportation vehicles; infrastructure lease agreements.</li> <li>- Brand promotion contract.</li> <li>- Dividends.</li> </ul>	Related entities with: <ul style="list-style-type: none"> <li>- Mr. Ngo Van Ngu (Chairman).</li> <li>- Mr. Do Thanh Truong (BOD Member &amp; Director).</li> <li>- Mr. Tran Quang Thao (BOD Member).</li> <li>- Mr. Doan Phi (BOD Member &amp; Deputy Director).</li> </ul>
2	Cat Lai Logistics Joint Stock Company	<ul style="list-style-type: none"> <li>- Handling, transportation, vehicle leasing, bulk cargo handling contracts...</li> <li>- Dividends.</li> </ul>	Subsidiary: Mr. Ngo Van Ngu (Chairman) is chairman of this company.
3	Tan Cang Hiep Luc Joint Stock Company	<ul style="list-style-type: none"> <li>- Handling, transportation, cleaning, land leasing contracts.</li> <li>- Dividends.</li> </ul>	Subsidiary: Mr. Ngo Van Ngu (Chairman) is chairman of this company.



No.	Partner	Contract/Transaction	Relationship
4	Muoi Lam Thang Ba Joint Stock Company	Transportation contract.	Mr. Trinh Van Moi (BOD Member) is the director.

#### **10. Recommendations and Proposals to the Board of Directors and the Board of Management in 2025:**

- Strengthen governance, utilize cash flow efficiently, actively seek appropriate investment opportunities to improve capital usage efficiency; Implement cost management measures to ensure strict, economical, and effective operations, and make full provisions in accordance with Circular No. 48/2019/TT-BTC dated August 8, 2019.

- Continue to enhance debt collection efforts to prevent the rise of bad debts and uncollectible debts.

- Continue to complete and implement the Company's internal control system, regularly update related legal regulations to timely supplement and amend the Company's processes and regulations as necessary.

- Strengthen risk forecasting and management to limit risks in the Company's business operations.

- Develop policies to enhance human resources quality to meet the increasing demands of business operations.

- Promote collaboration between government authorities and organizations; implement grassroots democracy regulations; improve the material and spiritual well-being of employees.

- Request management to ensure all employees regularly update legal documents to ensure that the internal control system is appropriately adjusted, and to comply with the relevant laws and regulations in a timely manner.

- Recommend the management of subsidiaries and affiliated companies to monitor external investments to ensure capital preservation and growth, and ensure the distribution of dividends maximizes benefits for the Company.

#### **11. Plan for the Board of Supervisors' Activities in 2025:**

Based on legal provisions and the Company's Charter, the Board of Supervisors has outlined the following activity plan for 2025:

- Perform the full and proper functions of the Board of Supervisors, inspect and monitor the Company's compliance with the law; adherence to the Company's Charter, shareholder meeting resolutions, Board of Directors resolutions, and internal governance regulations.

- Organize regular and extraordinary meetings (as necessary).





- Monitor and review the implementation of the business plan for 2025, staying updated on the business situation, management, and governance activities of the Board of Directors and Board of Management.

- Participate in Board of Directors meetings, continue to propose recommendations for Board discussions to ensure legal compliance.

- Review financial reports, profit distribution, and the Company's annual salary and remuneration plans. Continuously monitor and supervise the handling of bad debts.

- Regularly inspect and evaluate the Company's internal control system.

- Conduct ad hoc inspections and monitoring as requested by the Board of Directors.

- Monitor the legality, systematization, and accuracy of accounting work, accounting books, financial reports, appendices, and related documents.

- Further strengthen the analysis of business activities and provide recommendations to the Board of Directors and Board of Management on all business operations.

This is the full report of the Board of Supervisors' activities, respectfully submitted to the General Meeting of Shareholders for review and approval.

Sincerely presented to the General Meeting of Shareholders.

**Recipients:**

- As mentioned above;
- BOD;
- Board of Management;
- Supervisors;
- Save: VT, BOS, Company Secretary.

**ON BEHALF OF THE BOARD OF SUPERVISORS  
HEAD OF BOS**



**Nguyen Thi Thuy Nga**



1. The first part of the report discusses the background and objectives of the study.

2. The second part of the report describes the methodology used in the study.

3. The third part of the report presents the results of the study.

4. The fourth part of the report discusses the conclusions and recommendations.

5. The fifth part of the report provides a summary of the findings.

6. The sixth part of the report includes a list of references.

7. The seventh part of the report contains an appendix.

8. The eighth part of the report is the conclusion.

9. The ninth part of the report is the final page.

10. The tenth part of the report is the end of the document.

11. The eleventh part of the report is the end of the document.

12. The twelfth part of the report is the end of the document.

13. The thirteenth part of the report is the end of the document.

14. The fourteenth part of the report is the end of the document.



No.: 372/TTr-HĐQT

Thu Duc, May 26, 2025

**PROPOSAL**

**Re: Approval of the Audited Financial Statements for 2024**

To: The General Meeting of Shareholders of Tan Cang Warehousing JSC.

Pursuant to the Law on Enterprises No. 59/2020/QH14 dated June 17, 2020;

Pursuant to the Charter of Tan Cang Warehousing Joint Stock Company;

Pursuant to Resolution No. 01/2024/NQ-AGM dated April 25, 2024 of the Annual General Meeting of Shareholders in 2024;

Pursuant to the audited financial statements for 2024 by A&C Auditing and Consulting Co., Ltd.

The Board of Directors of Tan Cang Warehousing Joint Stock Company respectfully submits to the General Meeting of Shareholders for approval of the Financial Statements for 2024 audited by A&C Auditing and Consulting Company Limited.

Details of the audited Consolidated Financial Statements and Parent Company Financial Statements (Separate Statements) for the fiscal year ending December 31, 2024 are attached.

Respectfully submitted for approval by the General Meeting of Shareholders.

Sincerely./.

**Recipients:**

- As above;
- Board of Directors;
- Board of Supervisors;
- Board of Management;
- Save: VT, KHKD. H03.

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



**Ngô Văn Ngu**





No.: 373/TTr-HĐQT

Thu Duc, May 26, 2025

## PROPOSAL

### Re: Approval of profit distribution, appropriation and use of funds, dividend payout in 2024, and plan in 2025

To: The General Meeting of Shareholders of Tan Cang Warehousing JSC.

Pursuant to Law on Enterprises No. 59/2020/QH14 dated June 17, 2020;

Pursuant to Law on Securities No. 54/2019/QH14 dated November 26, 2019;

Pursuant to the Charter of Tan Cang Warehousing Joint Stock Company;

Pursuant to Resolution No. 01/2024/NQ-GMS dated April 25, 2024 of the 2024 Annual General Meeting of Shareholders;

Pursuant to the audited Financial Statements for 2024 by A&C Auditing and Consulting Co., Ltd.

The Board of Directors of Tan Cang Warehousing Joint Stock Company respectfully submits to the General Meeting of Shareholders for approval the profit distribution, appropriation and use of funds, dividend payout in 2024, and plan in 2025 as follows:

#### I. Profit Distribution in 2024:

##### 1. Profit Distribution Plan:

- Total profit before tax in 2024: VND 124,032,831,169
- Current Corporate Income Tax: VND 28,078,663,498
- Deferred Corporate Income Tax: (VND 243,074,622)
- Total net profit after tax: VND 96,197,242,293 (1)
- Net profit after tax to charter capital ratio: 48.1%

According to the Company's Charter, the resolution of the 2024 General Meeting of Shareholders, and business results in 2024, the profit is distributed as follows:

- Appropriation to Development Investment Fund: VND 15,945,929,137 (2)
- Appropriation to Bonus and Welfare Fund: VND 33,634,467,156 (3)
- Appropriation to Managerial Bonus Fund: VND 637,500,000 (4)
- Undistributed net profit for 2024 = (1) - (2) - (3) - (4): VND 45,979,346,000

##### 2. Dividend Distribution in 2024:

Based on 2024 business results and accumulated undistributed profit as of December 31, 2024, the Company proposes the following dividend distribution:

- Undistributed net profit for 2024: VND 45,979,346,000

- Dividend payout at 23% of charter capital: VND 45,979,346,000
- Remaining accumulated undistributed profit: VND 0
- Dividend payment method: In cash
- Expected payment time: From June 2025

## II. Profit Distribution Plan in 2025:

In 2025, after fulfilling tax obligations and deducting necessary provisions, the estimated distribution plan for submission to the General Meeting of Shareholders is as follows:

- Planned net profit after tax: VND 103,891,323,685
- Appropriation to Development Investment Fund: VND 23,640,010,529
- Appropriation to Bonus and Welfare Fund (\*): VND 33,634,467,156
- Appropriation to Managerial Bonus Fund (\*): VND 637,500,000
- Profit for dividend distribution (23% of charter capital): VND 45,979,346,000
- Remaining undistributed profit: VND 0
- Dividend payment method: In cash
- Payment schedule: To be decided appropriately by the Board of Directors

(\*) The 2025 appropriations to the Bonus and Welfare Fund and the Managerial Bonus Fund will be adjusted based on actual business results and in accordance with Circular No. 28/2016/TT-BLDTBXH dated September 1, 2016 of the Ministry of Labour, Invalids and Social Affairs.

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

Sincerely./.

### Recipients:

- As above;
- Board of Directors;
- Board of Supervisors;
- Board of Management;
- Save: VT, KHKD. H03.

ON BEHALF OF THE BOARD OF DIRECTORS  
CHAIRMAN



Ngô Văn Ngu



No.: 374/TTr-HĐQT

Thu Duc, May 26, 2025

## PROPOSAL

### Re: Remuneration for the Board of Directors, Board of Supervisors in 2024 and the plan for 2025

To: The General Meeting of Shareholders of Tan Cang Warehousing JSC.

Pursuant to Law on Enterprises No. 59/2020/QH14 dated June 17, 2020;

Pursuant to Law on Securities No. 54/2019/QH14 dated November 26, 2019;

Pursuant to the Charter of Tan Cang Warehousing Joint Stock Company;

Pursuant to Resolution No. 01/2024/NQ-GMS dated April 25, 2024 of the Annual General Meeting of Shareholders in 2024;

Pursuant to the audited Financial Statements for 2024 by A&C Auditing and Consulting Co., Ltd.

The Board of Directors of Tan Cang Warehousing Joint Stock Company respectfully submits to the General Meeting of Shareholders for approval the remuneration payments to the Board of Directors (BOD) and Board of Supervisors (BOS) in 2024 and the proposed plan for 2025 as follows:

#### 1. Remuneration for the BOD and BOS in 2024:

In 2024, the total remuneration paid to members of the BOD and BOS was VND 360,000,000 (In words: Three hundred sixty million dong), as detailed below:

No.	Title	Quantity (persons)	Monthly remuneration (VND/person)	Annual total (VND/person)
I	Board of Directors			
1	Chairman of the BOD (*)	01	0	0
2	BOD Members	04	5,000,000	60,000,000
II	Board of Supervisors			
1	Head of the BOS	01	5,000,000	60,000,000
2	BOS Members	02	2,500,000	30,000,000

(\*) The Chairman of the BOD works on a full-time basis.



## 2. Remuneration plan for the BOD and BOS in 2025:

The total proposed remuneration for members of the BOD and BOS in 2025 is VND 372,000,000 (In words: Three hundred seventy-two million dong), as detailed below:

No.	Title	Quantity (persons)	Monthly remuneration (VND/person)	Annual total (VND/person)
I	Board of Directors			
1	Chairman of the BOD (*)	01	0	0
2	BOD Members	04	5,000,000	60,000,000
II	Board of Supervisors			
1	Head of the BOS	01	5,000,000	60,000,000
2	BOS Members	02	3,000,000	36,000,000

(\*) The Chairman of the BOD works on a full-time basis.

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

Sincerely./.

### Recipients:

- As above;
- Board of Directors;
- Board of Supervisors;
- Board of Management;
- Save: VT, KHKD. H03.

ON BEHALF OF THE BOARD OF DIRECTORS  
CHAIRMAN



  
Ngo Van Ngu



No.: 375/TTr-HĐQT

Thu Duc, May 26, 2025

## PROPOSAL

### Re: Request for Approval of Salary in 2024, Remuneration, and Bonus Funds and the Plan in 2025

To: The General Meeting of Shareholders of Tan Cang Warehousing JSC

Pursuant to the Law on Enterprises No. 59/2020/QH14 dated June 17, 2020;

Pursuant to Decree No. 53/2016/ND-CP dated June 13, 2016 of the Government on regulations regarding labor, salaries, and bonuses for joint stock companies with controlling State capital;

Pursuant to Circular No. 28/2016/TT-BLĐTBXH dated September 1, 2016 of the Ministry of Labor, War Invalids and Social Affairs guiding the management of labor, salaries, and bonuses for joint stock companies with controlling State capital;

Pursuant to the business results in 2024, and the business plan in 2025 of the Company.

The Board of Directors of Tan Cang Warehousing Joint Stock Company respectfully submits to the General Meeting of Shareholders for approval the implementation and plan for the salary, remuneration, and bonus funds for employees and managers (hereinafter referred to as "Managers") as follows:

#### I. Implementation in 2024

Unit: VND.

No.	Item	Plan 2024	Actual 2024
1	Salary fund for employees	168.700.000.000	181.400.000.000
2	Salary and remuneration fund for Managers	4.560.000.000	5.460.000.000
2.1	Salary fund for full-time Managers	4.200.000.000	5.100.000.000
2.2	Remuneration fund for part-time Managers	360.000.000	360.000.000
3	Bonus fund for Managers	525.000.000	637.500.000

## II. Plan for 2025

Unit: VND.

No.	Item	Plan 2025
1	Salary fund for employees	193.700.000.000
2	Salary and remuneration fund for Managers	5.472.000.000
2.1	Salary fund for full-time Managers	5.100.000.000
2.2	Remuneration fund for part-time Managers	372.000.000
3	Bonus fund for Managers	637.500.000

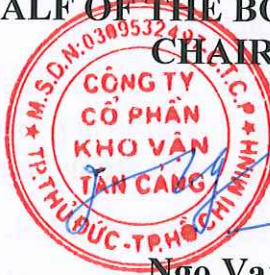
Respectfully submitted to the General Meeting of Shareholders for approval.

Sincerely./.

**Recipients:**

- As above;
- Board of Directors;
- Board of Supervisors;
- Board of Management;
- Save: VT, KHKD. H03.

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



  
**Ngo Van Ngu**



No.: 376/TTr-HĐQT

Thu Duc, May 26, 2025

**PROPOSAL**  
**Re: Amendment of the Company's Charter**

To: The General Meeting of Shareholders of Tan Cang Warehousing JSC

Pursuant to the Law on Enterprises No. 59/2020/QH14 dated June 17, 2020;

Pursuant to The Law on Securities No. 54/2019/QH14 dated November 26, 2019 and Law No. 56/2024/QH15 dated November 29, 2024 amending and supplementing a number of articles of the Law on Securities, the Law on Accounting, the Law on Independent Audit, the Law on State Budget, the Law on Management and Use of Public Property, the Law on Tax Administration, the Law on Personal Income Tax, the Law on National Reserves, and the Law on Handling of Administrative Violations;

Pursuant to Decree No. 155/2020/ND-CP dated December 31, 2020 of the Government detailing the implementation of a number of articles of the Law on Securities;

Pursuant to the Charter of Tan Cang Warehousing Joint Stock Company;

Pursuant to the actual situation of the Company.

The Board of Directors of Tan Cang Warehousing Joint Stock Company respectfully submits to the General Meeting of Shareholders for approval of the amendments and supplements to the Company's Charter. Details of the proposed amendments are provided in the Draft Charter and the attached Appendix: Explanation of the Draft Amended Charter.

Respectfully submitted to the General Meeting of Shareholders for approval.

Sincerely./.

**Recipients:**

- As above;
- Board of Directors;
- Board of Supervisors;
- Board of Management;
- Save: VT, KHKD. H03.

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



Ngo Van Ngu





# APPENDIX: EXPLANATORY DRAFT AMENDMENTS TO THE CHARTER

No.	Clause Content	Current Charter	Proposed Amendment	Reason for Amendment
1	Point h, Clause 1, Article 1	h) The enterprise executive is the Director, Deputy Director, Chief Accountant and other executives as prescribed in the Company Charter.	h) The Company operator refers to the Director, Deputy Director, Chief Accountant, and other appointed executives by the Board of Directors.	Adjust accordingly.
2	Point i, Clause 1, Article 1	i) The enterprise manager is the company manager, including the Chairman of the Board of Directors, members of the Board of Directors, the Director and individuals holding other management positions as prescribed in the Company Charter.	i) The Company manager refers to individuals managing the company, including the Chairman, Board of Directors Members, Director, Deputy Director, Chief Accountant, and other managers appointed by the Board of Directors.	Adjust specifically according to the provisions of Clause 24, Article 4 of the Law on Enterprises 2020.
3	Point j, Clause 1, Article 1	j) Related persons are individuals and organizations as prescribed in Clause 46, Article 4 of the Law on Securities.	j) Related persons are individuals or organizations as defined in Clause 46, Article 4 of the Law on Securities and Clause 23, Article 4 of the Law on Enterprises.	Supplement to ensure compliance with the Law on Enterprises 2020.
4	Point t, Clause 1, Article 1	t) A subsidiary is an enterprise in the following cases: (a) The company owns more than 50% (fifty percent) of the charter capital or total issued common shares of that enterprise; (b) The company has the right to control that enterprise, through (i) the right to directly or indirectly appoint the majority or all members of the Board of Members, members of the Board of Directors, General Director or Director of that enterprise; or (ii) the right to decide on amendments and supplements to the charter of that enterprise; or (iii) other rights as prescribed by the Law on Enterprises.	t) Subsidiaries refer to businesses in which: (a) the company owns more than 50% (fifty percent) of the charter capital or common shares of that business; (b) the company has control over the business, either through (i) direct or indirect control over the majority or all of the members of the Board of Members, Board of Directors, General Director, or Director; or (ii) the right to amend or supplement the company's charter.	Adjust to comply with Clause 1, Article 195 of the Law on Enterprises 2020.
5	Point w, Clause 1, Article 1	w) The capital representative is the authorized representative for the capital portion of the Company invested in another enterprise.	w) The Company's representative for its capital refers to an individual with full legal capacity authorized by the company to represent its capital investments in other businesses.	Amend for more completeness and clarity.



6	Clause 1, Article 3	<p>The Director is the legal representative of the Company. The legal representative of the Company is a permanent resident in Vietnam; in case of absence from Vietnam for more than 30 days, he/she shall authorize in writing another person to exercise the rights and obligations of the legal representative of the Company.</p> <p>In case the legal representative is absent from Vietnam for more than 30 days without authorization or dies, goes missing, is detained, sentenced to prison, has limited or lost civil capacity, the Board of Directors shall appoint another person as the legal representative of the Company.</p>	<p>The Director is the Legal representative of the Company. The Legal representative resides in Vietnam; in case of leaving Vietnam, they must authorize in writing another person residing in Vietnam to perform the rights and duties of the Company's Legal representative. In this case, the Legal Representative remains responsible for the performance of the rights and duties that have been delegated.</p> <p>In the case where the Legal representative is absent from Vietnam for more than 30 days without authorizing another person, or in case of death, disappearance, criminal prosecution, detention, serving a prison sentence, or undergoing administrative penalties, the Board of Directors shall appoint a new Legal representative.</p>	Adjust to comply with Clause 3 and Clause 5, Article 12 of the Law on Enterprises 2020.
7	Point b, Clause 2, Article 3	b) Promptly notify the Company about the legal representative and related persons who own or control shares or capital in other companies.	b) Promptly, fully, and accurately inform the company about the Legal representative and related persons who own shares or capital in accordance with the law.	Adjust to comply with Point c, Clause 1, Article 13 of the Law on Enterprises 2020
8	Clause 1, Article 4	1. The Company's operational goal is to continuously develop production, trade and service activities in the fields of business activities in order to maximize the company's possible profits for shareholders and improve the company's value, working environment, income and life of employees in the company, ensure the interests of shareholders, fulfill obligations to the State budget in accordance with regulations. Successfully complete the economic and	1. The objective of the Company is to continuously maintain and develop its production, business, commercial, and service activities in sectors and industries that the Company has registered according to current legal regulations in order to: (i) maximize the Company's profits; (ii) improve and enhance the Company's value; (iii) improve employee income, working conditions, and quality of life; (iv) ensure the best	Adjust for more completeness and detail.



		defense tasks assigned by Sai Gon Newport Corporation.	interests of the shareholders; (v) fulfill obligations to the state budget in accordance with the law; and (vi) successfully complete the economic and national defense tasks assigned by Sai Gon Newport Corporation (SNP) and shareholders.	
9	Clause 2, Article 8	2. Shares are a type of security that confirms the legal rights and interests of the owner to a part of the equity capital of the issuing organization. Shares must have full contents as prescribed in Clause 1, Article 121 of the Enterprise Law.	2. A share is a certificate issued by the Company, a book entry or electronic data confirming ownership of one or more shares of the Company. A share must have full contents as prescribed in Clause 1, Article 121 of the Law on Enterprises.	Adjust to comply with Clause 1, Article 121 of the Law on Enterprises 2020
10	Point a, Clause 4, Article 16	a) The Board of Directors must convene a General Meeting of Shareholders within 30 days from the date the number of members of the Board of Directors, independent members of the Board of Directors or members of the Board of Supervisors remaining as prescribed in Point b, Clause 3 of this Article or from the date of receipt of the request prescribed in Point c and Point d, Clause 3 of this Article.	a) The Board of Directors must convene the extraordinary General Meeting of Shareholders within 30 days from the date the number of members on the Board of Directors or the Board of Supervisors is below the minimum number as stipulated in Clause 3, Article 140 of the Law on Enterprises, or upon receiving the request mentioned in points c and d of Clause 3.	Adjust because the Company's organizational model does not have independent members of the Board of Directors.
11	Point d5 Clause 1 Article 17	d5) Decide to lease assets with a value equal to or greater than 35% (thirty-five percent) of the total value of assets recorded in the company's most recent financial report at the time of deciding on the lease contract.	d5. Decisions on leasing assets with a value equal to or greater than 35% of the total assets stated in the most recent financial report of the Company	Adjust to ensure the meaning.
12	Clause 1 Article 21	The person convening the meeting shall announce the cancellation of the meeting if within thirty (30) minutes from the time of setting the opening of the General Meeting, there is not enough number of shareholders attending the meeting as prescribed in this Clause.	A General Meeting of Shareholders can be held if more than 50% of the total voting shares are represented by shareholders attending the meeting	Because it is not necessary and to ensure compliance with Article 145 of the Law on Enterprises 2020.



13	Clause 10 Article 22	10. In case the Company applies modern technology to organize the General Meeting of Shareholders through online meetings, the Company is responsible for ensuring that shareholders attend and vote by electronic voting or other electronic forms as prescribed in Article 144 of the Law on Enterprises and Clause 3, Article 273 of Decree No. 155/ND-CP dated December 31, 2020 of the Government detailing the implementation of a number of articles of the Law on Securities.	10. If the Company uses modern technology to hold the General Meeting of Shareholders online, the Company must ensure that shareholders can attend and vote via electronic ballots or other electronic means in accordance with Article 144 of the Law on Enterprises and Clause 3, Article 273 of Decree No. 155/ND-CP dated December 31, 2020, of the Government, detailing the implementation of some provisions of the Securities Law. The General Meeting held online is organized based on the Company's capabilities and specific regulations in the internal corporate governance rules.	Supplement for more completeness and detail.
14	Clause 1 Article 23 Charter	1. Resolutions on the following contents shall be passed if approved by shareholders representing 65% or more of the total number of votes of all shareholders attending the meeting, except for the cases prescribed in Clauses 3, 4 and 6, Article 148 of the Law on Enterprises: a) Type of shares and total number of shares of each type; b) Change of business lines, occupations and fields; c) Change of the Company's organizational and management structure; d) Investment projects or sale of assets with a value of 35% or more of the total asset value recorded in the Company's most recent financial report, except where the Company's Charter stipulates a different ratio or value; d) Reorganization or dissolution of the Company; e) Other matters as prescribed in this Charter (if any).	1. Resolutions on the following issues are approved if at least 65% of the total voting shares represented by attending shareholders vote in favor, except as provided in Clauses 3, 4, and 5 of this Article and Clause 8, Article 24 of this Charter: a) The types of shares and the total number of shares of each type; b) Changes in the business sectors and activities; c) Changes in the organizational structure of the Company; d) Investment projects or sale of assets valued at 35% or more of the Company's total assets as shown in the latest financial report; đ) Reorganization or dissolution of the Company.	Amended in accordance with the provisions of Law No. 03/2022/QH15 dated January 11, 2022 Law amending and supplementing a number of articles of the Law on Public Investment, the Law on Investment under the Public-Private Partnership, the Law on Investment, the Law on Housing, the Law on Bidding, the Law on Electricity, the Law on Enterprises, the Law on Special Consumption Tax and the Law on Civil



15	Clause 2 Article 23 Charter	2. Resolutions are passed when approved by shareholders owning more than 50% of the total number of votes of all shareholders attending the meeting, except for the cases specified in Clause 1 of this Article and Clauses 3, 4 and 6, Article 148 of the Law on Enterprises.	2. Resolutions are approved if more than 50% of the total voting shares represented by attending shareholders vote in favor, except as provided in Clauses 1, 3, 4, and 5 of this Article and Clause 8, Article 24 of this Charter.	Judgment Enforcement.
16	Clause 5 Article 23	Not mentioned.	5. A resolution on matters that negatively affect the rights and obligations of preferred shareholders can only be passed if shareholders owning at least 75% of the total preferred shares of that type attending the meeting vote in favor, or if at least 75% of preferred shareholders of that type vote in favor through a written resolution.	Supplement in accordance with Article 148 of the Law on Enterprises 2020.
17	Clause 1 Article 24	1. The Board of Directors has the right to obtain written opinions from shareholders on all matters under the authority of the General Meeting of Shareholders to pass resolutions of the General Meeting of Shareholders when deemed necessary for the benefit of the Company (including: Amending and supplementing the contents of the Company Charter; Company development orientation; Types of shares and total number of shares of each type; Election, dismissal, removal of members of the Board of Directors and the Supervisory Board; Decision to invest or sell assets; Approval of annual financial reports; Reorganization, dissolution of the company...).	1. The Board of Directors has the right to obtain shareholders' opinions in writing on all matters within the authority of the General Meeting of Shareholders to approve a resolution when deemed necessary for the benefit of the Company.	Adjust accordingly.
18	Clause 8 Article 24	8. Resolutions are passed by obtaining written opinions from shareholders if approved by shareholders owning more than 50% of the total number of votes of all shareholders	8. A resolution obtained through shareholders' written opinions will be valid if it receives the approval of shareholders representing more than	Adjust for clarity.

		with voting rights and have the same value as resolutions passed at the General Meeting of Shareholders.	50% of the total voting shares of all shareholders entitled to vote (except in cases stipulated in Clause 5, Article 23 of this Charter), and it is considered as a resolution passed at a General Meeting of Shareholders.	
19	Clause 4 Article 27	4. Members of the Board of Directors must meet the standards and conditions prescribed in Clause 1 and Clause 2, Article 155 of the Law on Enterprises and the Company Charter.	4. Board of Directors members must meet the standards and conditions specified in Clause 1, Article 155 of the Law on Enterprises and the Company's charter.	Adjust accordingly.
20	Clause 2 Article 28	2. The term of office of a member of the Board of Directors shall not exceed 05 years and may be re-elected for an unlimited number of terms. An individual may only be elected as an independent member of the Board of Directors of a company for no more than 02 consecutive terms. In case all members of the Board of Directors end their terms at the same time, such members shall continue to be members of the Board of Directors until a new member is elected to replace them and take over the work.	2. The term of office of a Board of Directors member shall not exceed 05 years and may be re-elected with no limit on the number of terms. If all Board of Directors members reach the end of their term, they shall continue to serve until new members are elected to replace them and take over their duties.	Adjust because the Company's organizational model does not have independent members of the Board of Directors. (Article 137 of the Law on Enterprises 2020).
21	Clause 3 Article 28	3. The structure of the Board of Directors is as follows: The structure of the Board of Directors of a company must ensure that at least 1/3 of the total number of members of the Board of Directors are non-executive members. The Company shall limit the number of Board of Directors members who concurrently hold executive positions of the Company to ensure the independence of the Board of Directors. The number of independent members of the Board of Directors of the company must ensure that there is at least 01 independent member.	3. The composition of the Board of Directors must ensure that at least 1/3 of the total number of members are non-executive members.	Adjust because the Company's organizational model does not have independent members of the Board of Directors. (Article 137 of the Law on Enterprises 2020).



22	Point g3 Clause 2 Article 29	g3. Contracts for purchasing goods and services to ensure regular production and business with a value of over 01 (one) billion VND;	g3. Contracts for goods and services essential for business operations worth over 02 (two) billion VND.	Adjust to suit the size of the Company.
23	Point g5 Clause 2 Article 29	g5. Capital mobilization plan with a value of over 01 (one) billion VND but less than 35% (thirty-five percent) of the charter capital recorded in the company's most recent financial report at the time of deciding to mobilize capital.	g5. Capital raising plans worth over 02 (two) billion VND but under 35% (thirty-five percent) of the Company's charter capital as stated in the most recent financial report.	Adjust to suit the size of the Company.
24	Point g6 Clause 2 Article 29	g6. Contracts for leasing fixed assets with a term of over 12 months or with a value of over 02 (two) billion VND but less than 35% (thirty-five percent) of the total original value of fixed assets recorded in the company's most recent financial report at the time of deciding on the contract; Decision to approve contracts for leasing the right to use; contracts for leasing assets such as warehouses, yards, and infrastructure of the company with a term of over 12 (twelve) months.	g6. Fixed asset lease contracts lasting over 12 months or worth between 04 (four) billion VND and under 35% (thirty-five percent) of the Company's total fixed asset value as stated in the most recent financial report.	Adjust to suit the size of the Company.
25	Point g7 Clause 2 Article 29	g7. Asset lease contracts with a value of over 02 (two) billion VND to less than 35% (thirty-five percent) of the total asset value recorded in the company's most recent financial report at the time of deciding on the lease contract; Decision to approve land use right lease contracts; asset lease contracts of warehouses, yards, infrastructure with a term of over 12 (twelve) months.	g7. Asset lease contracts worth over 04 (four) billion VND but under 35% (thirty-five percent) of the Company's total asset value as stated in the most recent financial report.	Adjust to suit the size of the Company.
26	Clause 1 Article 30	1. The Chairman of the Board of Directors is elected, dismissed, or removed from among the members of the Board of Directors by the Board of Directors. The Chairman of the Board of Directors may concurrently be a member of the Board of Directors or a member of the	1. The Chairman of the Board of Directors is elected, dismissed, and relieved from office by the Board of Directors from among its members.	Adjust because the Law on Enterprises 2020 does not limit.

		Board of Members of no more than 02 other companies.		
27	Point a Clause 3 Article 31	a) Upon request of the Board of Supervisors or an independent member of the Board of Directors.	a) Requested by the Board of Supervisors.	Adjust because the Company's organizational model does not have independent members of the Board of Directors.
28	Point b Clause 15 Article 31	b) In case the chairperson or the minutes taker refuses to sign the meeting minutes but if all other members of the Board of Directors attending the meeting sign them and have all the contents as prescribed in sections i to viii of point a of this clause, the minutes shall be valid;	b) In case the chairperson or the person recording the minutes refuses to sign the meeting minutes, but if all other members of the Board of Directors attending and agreeing to sign the meeting minutes and having full contents as prescribed in Sections i to viii of Point a of this Clause, the minutes shall be valid; The meeting minutes shall clearly state that the chairperson or the person recording the minutes refused to sign the meeting minutes. The person signing the meeting minutes shall be jointly responsible for the accuracy and truthfulness of the content of the Board of Directors' meeting minutes. The chairperson or the person recording the minutes shall be personally responsible for any damage caused to the enterprise due to refusal to sign the meeting minutes in accordance with the provisions of the Law on Enterprises, the Company's Charter and relevant laws.	Adjustment and supplementation according to the provisions of Law No. 03/2022/QH15 dated January 11, 2022 Law amending and supplementing a number of articles of the Law on Public Investment, the Law on Investment under the Public-Private Partnership model, the Law on Investment, the Law on Housing, the Law on Bidding, the Law on Electricity, the Law on Enterprises, the Law on Special Consumption Tax and the Law on Civil Judgment Enforcement.
29	Clause 1 Article 32	1. The Board of Directors may establish a subcommittee to be in charge of development policies, personnel, salaries, internal audit, and risk management. The number of members of the subcommittee shall be decided by the Board of Directors, with a minimum	1. The Board of Directors may establish subcommittees to oversee development policies, human resources, salaries and benefits, internal auditing, and risk management. The number of members of each	Adjustment because the Company's organizational model does not have independent members of the

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		<p>of 03 people, including members of the Board of Directors and external members. Independent members of the Board of Directors/non-executive members of the Board of Directors should make up the majority of the subcommittee and one of these members shall be appointed as Head of the subcommittee according to the decision of the Board of Directors. The activities of the subcommittee must comply with the regulations of the Board of Directors. Resolutions of the subcommittee shall only be valid when a majority of members attend and vote for them at the subcommittee meeting.</p>	<p>subcommittee will be decided by the Board of Directors, with a minimum of three members, including members of the Board of Directors and external members. Board of Directors members who do not serve in management roles must constitute the majority of the subcommittee, and one of them will be appointed as the Head of the subcommittee by the Board of Directors. The subcommittee's activities must comply with the Board of Directors regulations. A subcommittee's resolution will only be valid if a majority of members participate and vote in favor during the subcommittee's meeting.</p>	<p>Board of Directors.</p>
30	Article 34	<p>Article 34. Board of Directors' Support Team</p> <p>The Board of Directors decides to appoint a Board of Directors' Support Team consisting of one (01) or more support members and one (01) or more Company Secretary with a term of office as decided by the Board of Directors. The Board of Directors may dismiss the Support Team when necessary but not contrary to current labor laws. The Support Team has the following specific rights and obligations:</p> <p>Support the organization of the General Meeting of Shareholders, Board of Directors' meetings; record meeting minutes;</p> <p>Support Board of Directors' members in exercising their assigned rights and obligations;</p> <p>Support the Board of Directors in applying and</p>	<p>Repealed.</p>	<p>The establishment and appointment of support personnel will be decided by the Chairman of the Board of Directors.</p>

		implementing corporate governance principles; Support the company in building shareholder relations and protecting the legitimate rights and interests of shareholders; compliance with the obligation to provide information, publicize information and administrative procedures Other rights and obligations as prescribed in the Company Charter, the Company's internal regulations.		
31	Point b1 Clause 6 Article 37	b1. Contracts for purchasing goods and services to ensure regular production and business with a value of up to 01 (one) billion VND; In case of purchasing goods and services in accordance with the price list approved by the Board of Directors, the Company Director has the right to decide to exceed this level.	b1. Contracts for purchasing goods and services necessary for daily business operations up to VND 2 billion; if the purchase complies with the price list approved by the Board of Directors, the Director may exceed this limit.	Adjusted to increase to comply with item g3, point g, clause 2, Article 29 above.
32	Point b2 Clause 6 Article 37	b2. Each capital mobilization plan has a value of up to 01 (one) billion VND. Capital mobilization contracts with organizations and individuals that are not organizations operating under the Law on Credit Institutions must be approved by the Board of Directors.	b2. Each capital mobilization plan up to VND 2 billion. For capital mobilization contracts with entities or individuals not governed by the Credit Institutions Law, approval from the Board of Directors is required.	Adjusted to increase to comply with item g5, point g, clause 2, Article 29 above.
33	Point b3 Clause 6 Article 37	b3. Lease or lease of fixed assets for a period not exceeding 12 months and with a value of up to 02 (two) billion VND (except for lease contracts of assets such as land use rights, assets attached to land, infrastructure).	b3. Lease or rent fixed assets for a period not exceeding 12 months and a value of up to VND 4 billion (excluding leases for land use rights, land-attached assets, and infrastructure).	Adjusted to increase to comply with item g6, point g, clause 2, Article 29 above.
34	Point b4 Clause 6 Article 37	b4. Signing contracts or extending contracts for leasing, renting warehouses, yards, infrastructure and related services with a term of no more than 12 months, with a value of up to 02 (two) billion VND and contracts for leasing, renting warehouses, yards, infrastructure with	b4. Sign or extend contracts for leasing warehouses, yards, infrastructure, and related services with a term not exceeding 12 months and a value of up to VND 4 billion and in accordance with the price list approved by the Board of Directors.	Adjust to increase to comply with item g7, point g, clause 2, Article 29 above.



		service prices and costs appropriate to the price list approved by the Board of Directors.		
35	Clause 4 Article 38	4. Specific tasks of specialized and professional departments, divisions and equivalent units are specified in the Company's Organization and Operation Regulations approved by the Board of Directors and signed by the Director under the authorization of the Board of Directors. Supplement to ensure compliance with Clause 5, Article 156 of the Law on Enterprises.	4. The specific duties of the specialized departments, divisions, and equivalent units are defined in the Company's organization and operation regulations, which are unified and approved by the Board of Directors.	Adjust accordingly.
36	Article 38A	Not mentioned.	<b>Article 38A. Company Secretary</b> When necessary, the Board of Directors may appoint one (1) or more Company Secretaries for a term as determined by the Board of Directors. The Board of Directors may also remove the Company Secretary as needed, in accordance with applicable labor laws. The Company Secretary has the following rights and duties: 1. Assisting in organizing the meetings of the General Meeting of Shareholders and the Board of Directors; recording the minutes of the meetings. 2. Supporting members of the Board of Directors in exercising their rights and duties. 3. Assisting the Board of Directors in implementing corporate governance principles. 4. Assisting the Company in building relationships with shareholders and protecting their legitimate rights and interests; ensuring compliance with information disclosure	Supplement to ensure compliance with Clause 5, Article 156 of Law on Enterprises 2020.

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			obligations and administrative procedures. 5. Other rights and duties as defined in the Company's Charter and internal regulations.	
37	Some other adjustments according to the Draft Amended Charter			

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