



**VIET NAM OCEAN SHIPPING AGENCY CORPORATION  
VOSA CORPORATION**

5th Floor, No. 12 Tan Trao Street, Tan My Ward, Ho Chi Minh City

**Tel: 028. 54161820 – 54161822**

**Email: [thpc.vsa@vosagroup.com](mailto:thpc.vsa@vosagroup.com)**

**Website: [www.vosa.com.vn](http://www.vosa.com.vn)**

*Ho Chi Minh City, February 10, 2026*

**INVITATION LETTER  
THE ANNUAL GENERAL MEETING OF SHAREHOLDERS 2026**

***Respectfully to: SHAREHOLDERS OF VOSA CORPORATION***

VOSA Corporation would like to cordially invite the Annual General Meeting of Shareholders 2026, details as follows:

- ❖ **Time:** 08:30 AM Friday, March 06 2026 (1/2 day).
- ❖ **Location:** No. 02, Cai Lan Street, Bai Chay Ward, Quang Ninh Province.
- ❖ **Agenda:** The details of the Annual General Meeting program are uploaded on the website of Viet Nam Ocean Shipping Agency Corporation <https://vosa.com.vn/co-dong/thong-bao/>. Shareholders can download the information from the website, or receive it at the Annual General Meeting.
- ❖ **Requirements for Participation:**
  - All shareholders holding shares of the Company as per the finalized shareholder list as of **February 5, 2026**. Shareholders or their authorized representatives attending the General Meeting are kindly requested to bring the Invitation Letter and their Citizen Identification Card/ Passport. In case of authorization, the authorized representative is required to present a Power of Attorney.
  - Shareholders shall bear their own expenses for attending the General Meeting.
- ❖ **The procedure of Participation:** To ensure the smooth organization of the General Meeting, esteemed shareholders are kindly requested to confirm their attendance (or authorize another individual to attend on their behalf) with the Organizing Committee via the provided contact address/phone number/fax or email no later than **3:30 PM on March 4, 2026**.

We sincerely look forward to your participation to ensure the success of the Annual General Meeting.

Best Regards,

**ON BEHALF OF  
BOARD OF GENERAL DIRECTORS  
CHAIRMAN**



**Đỗ Tiến Đức**



**VIET NAM OCEAN SHIPPING AGENCY CORPORATION**  
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**AGENDA**

**THE ANNUAL GENERAL MEETING OF SHAREHOLDERS 2026**

*(Starting at 08:30 AM on Friday, March 06, 2026)*

| Time                   | Agenda                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                |
|------------------------|---------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|
| 8:00 AM<br>– 08:30 AM  | <b>Registration for the General Meeting</b> <ul style="list-style-type: none"><li>Reception and registration process for Guests and Shareholders attending the Annual General Meeting.</li></ul>                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                      |
| 8:30 AM<br>– 8:50 AM   | <b>Opening of the General Meeting:</b> <ul style="list-style-type: none"><li>Declaration of purpose and rationale;</li><li>Report on the verification of Shareholder eligibility;</li><li>Approval of the Meeting's Working Regulations; Electoral Regulations and Agenda;</li><li>Introduction and approval of the Presidium;</li><li>The Chairman introduces the Secretary of the Board and announces the list of members of the Vote Counting Committee;</li><li>Voting on the composition of the Vote Counting Committee.</li></ul>                                                                                                                                                                                               |
| 8:50 AM –<br>09:20 AM  | <b>Presentation of Agenda Items:</b> <ul style="list-style-type: none"><li>The Board of Directors' report on the 2025 performance results and the 2026 business plan;</li><li>Report on the activities of independent members of the BOD in 2025;</li><li>Report of the Board of Management on the 2025 business performance results and the 2026 business plan.</li><li>Report of the Board of Supervisors on the results of monitoring the Company's business activities, as well as the oversight of the Board of General Directors and the General Director in 2025;</li><li>Self-assessment report on the performance of Supervisors and the Board of Supervisors in 2025, along with the proposed direction for 2026.</li></ul> |
| 09:20 AM –<br>09:35 AM | <b>Address by the Leadership of VIMC</b>                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                              |
| 09:35 AM –<br>09:50 AM | <b>Presentation of Proposals to the General Meeting:</b> <ul style="list-style-type: none"><li>Proposal on the distribution of 2025 profits, as well as the 2026 business plan, investment strategy, and profit distribution plan;</li><li>Proposal for the approval of the audited 2025 Financial Statements;</li><li>Proposal for the approval of the Salary Fund, Remuneration Fund, and Bonus Fund for 2025, along with the 2026 plan for members of the Board of General Directors, Board of Supervisors and Subcommittee assisting the BOD;</li><li>Proposal for the approval of the list of audit firms for the 2026 Financial Statements (presented by the BOS);</li></ul>                                                    |
| 09:50 AM –<br>10:30 AM | Discussion session of the General Meeting.                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                            |
| 10:30 AM –<br>10:40 AM | Voting on the approval of reports and proposals.                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                      |





| Time                   | Agenda                                                                                                                                                                                                |
|------------------------|-------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|
| 10:40 AM –<br>10:50 AM | Announcement of voting results.                                                                                                                                                                       |
| 10:50 AM –<br>10:55 AM | <b>Election:</b> <ul style="list-style-type: none"> <li>Proposal on the resignation/dismissal and additional election of members of the Board of Directors.</li> </ul> Voting to approve the proposal |
| 10:55 AM –<br>11:00 AM | Election Guidelines and Implementation of the Additional Election of Board Members for the V.                                                                                                         |
| 11:00 AM –<br>11:20 AM | Break – Vote Counting                                                                                                                                                                                 |
| 11:20 AM –<br>11:35 AM | Announcement of Election Results<br>The newly elected additional member of the Board of Directors is introduced to the General Meeting.                                                               |
| 11:35 AM –<br>11:45 AM | The Secretariat reads the draft Minutes and the General Meeting of Shareholders' Resolution<br>The General Meeting votes to approve the Minutes and the Resolution                                    |
| 11:45 AM –<br>11:50 AM | <b>The General Meeting is declared closed</b>                                                                                                                                                         |





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**LETTER OF AUTHORIZATION**

*(Re: Participation in the Annual General Meeting of Shareholders 2026)*

**1. AUTHORIZER:**

Full name/Organization name: .....  
ID Number/Passport/Business Registration Certificate No: .....  
Date of issuance: ..... Place of issuance: .....  
Shareholder Code: .....  
Address: .....  
Telephone number: .....  
Email address: .....  
Number of shares owned/represented: ..... (In words: .....  
.....shares)

**2. AUTHORIZED PARTY:**

Full name: .....  
ID Number/Passport No: .....  
Date of issuance: ..... Place of issuance: .....  
Address: .....  
Telephone number: .....  
Email: .....  
Number of authorized shares: ..... In words: .....  
.....shares)

**3. CONTENT OF AUTHORIZATION:**

- The Authorized Party is fully empowered to represent the Authorizing Party in attending the 2026 Annual General Meeting of Shareholders and to exercise all shareholder rights and fulfill all obligations associated with the number of shares authorized.
- This Letter of Authorization is valid only for the duration of the General Meeting of Vietnam Ocean Shipping Agency Corporation and shall automatically expire upon the conclusion of the meeting. The Authorized Party shall not transfer or delegate this authorization to any third party.
- The Authorizing Party affirms full responsibility for this authorization and commits to complying with all relevant legal regulations and the Charter of Vietnam Ocean Shipping Agency Corporation.

**AUTHORIZED PARTY**

*(Signature & Full Name)*

March ..., 2026

**AUTHORIZER**

*(Signature & Full Name)*

**Note:**

- This Letter of Authorization shall only be considered valid if submitted to the Organizing Committee prior to the official commencement of the Annual General Meeting.





## VIETNAM OCEAN SHIPPING AGENCY CORPORATION

### VOSA CORPORATION

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## WORKING REGULATIONS ANNUAL GENERAL MEETING OF SHAREHOLDERS 2026 VIETNAM OCEAN SHIPPING AGENCY CORPORATION

### Base:

- *Enterprise Law No. 59/2020/QH14 dated June 17, 2020;*
- *Securities Law No. 54/2019/QH14 dated November 26, 2019; and accompanying sub-law documents;*
- *Decree 155/2020/ND-CP detailing the implementation of a number of articles of the Securities Law approved on December 31, 2020;*
- *Charter of organization and operation of Vietnam Ocean Shipping Agency Corporation;*
- *Internal regulations on management of Vietnam Ocean Shipping Agency Corporation.*

To ensure the 2026 Annual General Meeting of Shareholders (AGM) of the Vietnam Ocean Shipping Agency Corporation (hereinafter referred to as the Company) took place successfully, the Board of Directors established the regulations, principles of work, conduct, and voting in the Meeting as follows:

### Article 1. Purpose:

- Ensure that the procedures, rules of conduct, and voting at the Company's annual General Meeting of Shareholders are in accordance with regulations and are successful.
- Resolutions of the General Meeting of Shareholders represent the unified will of the General Meeting of Shareholders, meet the aspirations and interests of shareholders and are in accordance with the law.

### Article 2. Subjects and scope

- **Applicable subjects** : All shareholders, representatives (authorized persons) of shareholders owning Company shares and guests attending the Company's annual General Meeting of Shareholders must comply with the provisions of this Regulation, the Company's Charter and current regulations of law.
- **Scope of application** : This regulation is used for organizing the 2026 annual General Meeting of Shareholders of Vietnam Ocean Shipping Agency Corporation.

### Article 3. Interpretation of terms/abbreviations

- Company : Vietnam Ocean Shipping Agency Corporation
- BOD : Board of Directors
- BOS : Board of Supervisors

- COO : Meeting Organizing Committee
- GMS : General meeting of shareholders
- Delegate : Shareholder, representative ( *authorized person* )

#### **Article 4. Conditions for holding General Meeting of Shareholders**

- The General Meeting of Shareholders is held when the number of delegates attending the meeting represents more than 50% of the total number of votes <sup>1</sup>.
- In case the first meeting does not meet the conditions for holding it as prescribed in Clause 2, Article 18 of the Company's Charter, the notice of invitation to the second meeting shall be sent within 30 days from the date of the first meeting. The second General Meeting of Shareholders shall be held when the number of shareholders attending the meeting represents 33% or more of the total number of votes.
- In case the second meeting does not meet the conditions for holding it as prescribed in Clause 2, Article 18 of the Company's Charter, the notice of invitation to hold the third meeting shall be sent within 20 days from the date of the planned second meeting. The third General Meeting of Shareholders shall be held regardless of the total number of votes of the shareholders attending the meeting.

#### **Article 5. Delegates attending the 2026 Annual General Meeting of Shareholders**

- All shareholders of the Company according to the list finalized on **February 05, 2026** have the right to attend the General Meeting of Shareholders or authorize their representatives to attend.
- Rights of shareholders and authorized representatives of shareholders when attending the General Meeting:
  - a) Directly attend or authorize another person to attend the General Meeting in writing (according to the Company's form). In case there is more than one representative authorized by law to attend, the number of shares of each representative must be specifically determined;
  - b) Discuss and vote on all matters within the authority of the Meeting as prescribed by the Enterprise Law 2020, other relevant legal documents and the Company Charter;
  - c) Each shareholder or authorized person attending the General Meeting will receive a Voting Card, ballot and documents immediately after registering to attend the General Meeting with the Shareholder Qualification Examination Board;
  - d) Shareholders and authorized persons who arrive late before the end of the General Meeting have the right to register and vote immediately at the General Meeting on issues not yet

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<sup>1</sup>Clause 1, Article 18 of the Company Charter



voted on. In that case, the Chairman is not responsible for stopping the General Meeting and the validity of previously conducted votes will not be affected.

- Obligations of shareholders and authorized representatives of shareholders when attending the General Meeting:
- e) Shareholders or authorized persons attending the General Meeting must bring their ID card or passport, Power of Attorney (for authorized representatives) and register to attend the General Meeting with the Shareholder Qualification Verification Committee;
- f) Dress politely . Recording and filming of the Meeting must be publicly announced and approved by the Meeting Chairman;
- g) Register to speak at the Meeting according to regulations, comply with the speaking time and content within the scope of the Meeting program;
- h) Speak and vote in accordance with the instructions of the Meeting Organizing Committee and comply with the direction of the Meeting Chairman;
- i) Do not obstruct or disrupt the meeting so that it cannot be conducted fairly and legally; Do not disrupt or prevent the normal progress of the Meeting;
- j) Comply with the executive authority of the Chairman of the Meeting;
- k) Strictly comply with the Regulations and respect the results of the work at the Meeting.

#### **Article 6. Guests at the Meeting**

- As management positions of the Company, guests and members of the Organizing Committee of the Meeting are not shareholders of the Company but are invited to attend the Meeting.
- Guests are not allowed to speak at the Meeting (*except in cases where they are invited by the Meeting Chairman, or have registered in advance with the Meeting Organizing Committee and have the consent of the Meeting Chairman*).

#### **Article 7. Board of shareholders' qualification examination**

- The Shareholders' Qualification Examination Committee of the General Meeting consists of 03 people, including 01 Head and 02 members, responsible to the Presidium and the General Meeting of Shareholders for its duties.

The Delegate Qualification Examination Committee is specifically introduced by the Chairman as follows:

| No. | Member Name         | Note   |
|-----|---------------------|--------|
| 1   | Nguyen Bao Linh     | Head   |
| 2   | Tran Cong Toan      | Member |
| 3   | Do Nguyen Minh Hien | Member |

1. The Shareholders' Qualification Examination Committee shall be established by the Board of Directors before the General Meeting of Shareholders to verify the eligibility of shareholders to attend the meeting.
2. The Shareholders' Qualification Examination Committee reports to the General Meeting of Shareholders on the results of the examination of shareholders' qualifications eligible to attend the meeting and announces the percentage of shareholders who are eligible/ineligible to attend the General Meeting of Shareholders.
3. Support and supervise voting on the activities of the Ballot Counting Committee

#### **Article 8. Meeting Chairman and Presidium**

- Chairman of the Board of Directors as Chairman of the Annual General Meeting of Shareholders
- The Chairman introduces members to the presidium consisting of 3 people: Chairman of the Board of Directors, General Director and Head of the Supervisory Board for the Meeting to approve.
- Powers and duties of the Presidium  
Comply with the provisions of the Enterprise Law, the Company Charter, and the Company's internal governance regulations, specifically as follows:
  - In case the Chairman is absent or temporarily unable to work, the remaining members of the Board of Directors shall elect one of them to chair the meeting according to the majority principle. In case no one can be elected as the chair, the Head of the Supervisory Board shall direct the General Meeting of Shareholders to elect the meeting chair from among the attendees and the person with the highest number of votes shall chair the meeting;
  - In other cases, the person who signs the summons for the General Meeting of Shareholders will direct the General Meeting of Shareholders to elect the Chairman of the meeting and the person with the highest number of votes will be appointed as the Chairman of the meeting.
  - The chairperson has the right to take necessary measures to control the meeting in a reasonable, orderly manner, in accordance with the approved agenda and reflecting the wishes of the majority of the meeting attendees.
  - Duties of the Presidium:
    - a) Conduct the Meeting in accordance with the agenda and regulations approved by the Meeting;
    - b) Assign and introduce representatives of the Board of Directors and the Company's Supervisory Board to present reports at the Meeting;
    - c) Introduce the members of the Ballot Counting Committee for the Meeting to vote;
    - d) Introduce the members of the Presidium for the Meeting to vote;



- e) Guide the Meeting to discuss and vote on issues within the Meeting agenda and related issues throughout the Meeting;
- f) Respond to and record issues within the agenda approved by the Meeting;
- g) Resolve issues that arise during the Meeting.
- h) Approve and issue documents, results, minutes and resolutions of the Meeting after the end of the Meeting.
- i) The Chairman works according to the principle of democratic centralism and decides by majority.

**Article 9. Meeting Secretariat:**

- The Secretariat of the Meeting consists of 02 people appointed by the Chairman, responsible to the Presidium, the General Meeting of Shareholders for their duties and under the direction of the Presidium. Specifically as follows:

| No. | Member Name         | Note   |
|-----|---------------------|--------|
| 1   | Dinh Quang Trung    | Head   |
| 2   | Do Nguyen Minh Hien | Member |

- Missions:
  - a) Receive and review registration of shareholders' opinions and submit to the Presidium for decision;
  - b) Record the minutes of the General Meeting of Shareholders fully and honestly, including all the content of the General Meeting and the issues approved by the shareholders or still noted at the General Meeting;
  - c) Assist the Chairman in announcing the draft Minutes of the Meeting and Resolutions on issues approved at the Meeting.
  - d) Other tasks assigned by the Presidium.

**Article 10. Vote counting committee**

- The counting committee introduced by the Chairman consists of 4 people, including 1 Head, 1 Deputy Head and 2 members.
- The members of the Vote Counting Committee include:

| No. | Member Name                                     | Note   |
|-----|-------------------------------------------------|--------|
| 1   | Mr. Tran Cong Toan – Head of Gen. & Legal Dept  | Head   |
| 2   | Mr. Le Tuan Anh – Head of C&B Dept              | Member |
| 3   | Mr. Le Quoc Cuong – Deputy of Gen. & Legal Dept | Member |

|   |                      |        |
|---|----------------------|--------|
| 4 | Mr. Tran Van Tuyen   | Member |
| 5 | Mr. Dinh Quang Trung | Member |

- Supervision of the Ballot Counting Team: Ms. Duong Thi Hong Hanh - Head of Supervisory Board.
- Duties of the Counting Committee:
  - a) Present the election regulations for approval by the General Meeting of Shareholders;
  - b) Instructions for using ballots
  - c) Check, supervise the voting, vote counting and prepare a written report on the vote counting results and report the vote counting results to the General Meeting of Shareholders honestly and accurately. The report on the vote counting results must be signed by all members of the Ballot Counting Committee. Members who refuse to sign this report must explain the reason for refusal and this reason will be included in the appendix of the report.

## **Article 11. Discussion at the Meeting**

### **1. Principle:**

- Discussions shall only be conducted within the prescribed time and within the scope of issues presented in the agenda of the General Meeting of Shareholders;
- Only Delegates may participate in the discussion;

### **2. Answering the Delegates' comments:**

- Based on the questions of the Delegates, the Chairman or a member designated by the Chairman will directly answer the opinions of the Delegates at the Meeting;
- In case of time constraints, questions that are not answered directly at the General Meeting will be answered by the Company in other forms after the General Meeting.

## **Article 12. Voting at the Meeting**

### **1. Principle:**

- All issues in the agenda and meeting content of the General Meeting must be discussed and voted on publicly by the General Meeting of Shareholders.

### **2. Voting ballot:**

- The ballots are stamped by the Company and issued by the Counting Committee to shareholders or shareholders' authorized representatives attending the meeting. The ballots are recorded with the code number, full name of the shareholder or authorized representative of the shareholder and other technical factors to help the vote counting process be accurate and convenient.



- The voting value of a Voting Ballot is determined by the number of voting shares owned by that shareholder or authorized representative attending the General Meeting.

### **3. Voting:**

- Voting to approve issues at the General Meeting is done by raising the voting card and is announced by the Chairman of the General Meeting right at the General Meeting. Shareholders vote for each issue by raising their voting card when asked by the Chairman to approve/disapprove/no opinion on each specific content. Shareholders can only raise the voting card once for each content and it is verified by the shareholder marking 01 (one) of the 3 (three) corresponding boxes (approve, disapprove, no opinion) recorded on the voting card and submitting it to the Organizing Committee after the end of the General Meeting.

### **4. Voting rules:**

- Every 01 (one) share is equivalent to one voting right. Each delegate attending represents one or more voting rights.
- At the shareholder record date (February 05, 2026), the total number of voting shares of the Company is: 14,096,486 shares equivalent to 14,096,486 voting rights.
- Issues that need to be voted on at the General Meeting shall only be approved when approved by shareholders holding more than 50% of the total number of votes of all shareholders attending the meeting. In some cases, the voting issue is stipulated in Clause 1, Article 20 of the Company's Charter, which must be approved by 65% or more of the total number of votes of all shareholders attending the meeting.
- Note:
  - Shareholders/authorized representatives with related interests do not have the right to vote on contracts and transactions with a value of 35% or more of the total value of the Company's assets recorded in the most recent financial report; these contracts or transactions are only approved when the number of shareholders/authorized representatives representing 65% or more of the total remaining votes approve (according to Clause 4, Article 167, Enterprise Law 2020).
  - Shareholders/authorized representatives of shareholders owning 51% or more of the total number of voting shares or related persons of such shareholders do not have the right to vote on contracts and transactions with a value greater than 10% (of the total value of the Company's assets recorded in the most recent financial report) between the Company and such shareholder (according to Point b, Clause 3 and Clause 4, Article 167 of the Enterprise Law 2020).

### **5. Record voting /election results**

- The Ballot Counting Committee will check, summarize and report to the Chairman the vote counting results of each issue according to the agenda of the Meeting. The vote

counting results will be announced by the Chairman immediately before the closing of the meeting.

**Article 13. Minutes and Resolutions of the General Meeting of Shareholders**

All contents of the General Meeting of Shareholders must be recorded by the Secretary of the General Meeting in the Minutes of the General Meeting of Shareholders. The Minutes of the General Meeting of Shareholders must be read and approved before the closing of the General Meeting.

**Article 14. Implementation of the Regulations**

These organizational regulations are read publicly before the 2026 Annual General Meeting of Shareholders and take effect immediately upon approval by the General Meeting of Shareholders of Vietnam Ocean Shipping Agency Corporation .

Shareholders, authorized representatives and guests who violate this Regulation will be considered and handled by the Presidium according to the specific level according to the Company Charter and the Law on Enterprises.

***This Regulation takes effect immediately after being approved by the Company's General Meeting of Shareholders.***

***Recipients:***

- GMS;
- BOD, BOS, BOM;
- Archived: Offices, C.G Officer

**ON BEHALF OF THE BOD  
AUTHORIZED BY THE CHAIRMAN**



**Tran Tuan Hai  
Member of The BOD**





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**DRAFT**

**REGULATIONS**

**ON THE SUPPLEMENTARY ELECTION OF MEMBERS OF  
THE BOARD OF DIRECTORS AT THE 2026 ANNUAL GENERAL  
MEETING OF SHAREHOLDERS OF VOSA CORPORATION**

=====

- Pursuant to law on Enterprises No. 59/2020/QH14 dated 17 June 2020.
- Pursuant to the Charter of VOSA Corporation approved at the General Meeting of Shareholders on 14 June 2006 and amended on 29 March 2023.
- The 2026 Annual General Meeting of Shareholders of VOSA Corporation conducted the election of an additional member to the Board of Directors for the 5th term (2024–2029) pursuant to the following regulations:

**ARTICLE 1. Eligible voters**

- All shareholders and authorized representatives of shareholders (according to the shareholder list finalized on February 05, 2026) attending the Meeting shall have the right to vote .

**ARTICLE 2. Criteria and conditions for Board of Directors (BOD)**

*(As stipulated in Clauses 1 and 2 of Article 155 of the Enterprise Law and the Company's Charter)*

- Must have full civil act capacity and not fall under the category of individuals prohibited from managing enterprises under the law;
- Must have qualifications and experience in business management, and do not need to be shareholders unless otherwise specified in the company charter.
- A BOD member may concurrently hold BOD positions in other companies.

**ARTICLE 3. Nominations, candidates for the Board of Directors, and the number of Board members to be elected.**

**3.1- Nominations, candidates for the Board of Directors:**

- Shareholders holding ordinary shares for at least six (06) consecutive months may aggregate their voting rights to nominate candidates.
- Shareholders or groups of shareholders holding from 10% of the total voting shares are entitled to nominate one (01) candidate.
- Shareholders or groups of shareholders holding from 10% to less than 30% of the total voting shares are entitled to nominate up to two (02) candidates.
- Shareholders or groups of shareholders holding from 30% to less than 40% of the total voting shares are entitled to nominate up to three (03) candidates.
- Shareholders or groups of shareholders holding from 40% to less than 50% of the total voting shares are entitled to nominate up to four (04) candidates.
- Shareholders or groups of shareholders holding from 50% to less than 60% of the total voting shares are entitled to nominate up to five (05) candidates.
- Shareholders or groups of shareholders holding from 60% to less than 70% of the total voting shares are entitled to nominate up to six (06) candidates; those holding 70% or more are entitled to nominate the full number of candidates.





- If the number of candidates for the Board of Directors, through nomination and candidacy, is still insufficient to meet the requirements stipulated in Clause 5, Article 115 of the Enterprise Law, the incumbent Board of Directors may nominate additional candidates or organize nominations in accordance with the Company Charter, Internal Regulations on Corporate Governance, and the Operating Regulations of the Board of Directors. The incumbent Board of Directors' nomination of additional candidates must be clearly announced before the General Meeting of Shareholders votes to elect members of the Board of Directors in accordance with the law.

### **3.2- Number of additional BOD members to be elected:**

- The number of additional members to be elected to the Board of Directors is **one (01)** member.

## **ARTICLE 4. Ballots and ballot filling**

### **4.1- List of candidates for the Board of Directors**

- Listed in alphabetical order by full name.

### **4.2- Ballots and ballot filling**

- The ballots are printed uniformly, with the total number of votes corresponding to the participant's registration number;
- Shareholders or authorized representatives were simultaneously provided with ballots for the election of the Board of Directors/ Board of Supervisors, based on their attendance codes (including both owned and authorized shares);
- In case of an error in recording the ballot, the shareholder requests the Ballot Counting Committee to exchange it for another ballot;
- Shareholders must personally write the number of votes for each candidate in the corresponding box on the ballot. In the case of valid proxy voting (with a power of attorney), the authorized person has full voting rights.

### **4.3- Cases of invalid ballots**

- Not in the company's format or missing the company's seal;
- The ballot contains erasures, corrections, additions, or names that are incorrect or not on the list of candidates approved by the General Meeting of Shareholders prior to voting;
- The ballot contains a total number of voting rights allocated to candidates by the shareholder that exceeds the total voting rights owned or authorized by that shareholder.
- Voting for more than the number of Board of Directors members to be additionally elected, which is **one (01)** member.

## **ARTICLE 5. Voting Method**

- The election of additional members to the Board of Directors will be conducted by secret ballot using the cumulative voting method;
- Each shareholder shall have a total number of voting rights equivalent to the total number of voting shares they hold (including both directly owned and authorized shares) multiplied by the number of Board of Directors members to be elected;
- Votes can be distributed to one or more candidates.

## **ARTICLE 6. Vote Counting Committee, Voting & Counting Principles**

### **6.1- Vote Counting Committee:**

- The Vote Counting Committee was nominated by the Chairperson and approved by the General Meeting of Shareholders;
- Responsibilities of the Vote Counting Committee:
  - + Approving the election regulations;
  - + Presenting and distributing the ballots;
  - + Conducting the vote counting process;



- + Announcing the election results to the General Meeting.
- Members of the Vote Counting Committee must not be listed among the nominees or candidates for the Board of Directors;

#### **6.2- Voting and Counting Principles:**

- The Vote Counting Committee shall inspect the ballot box in the presence of the shareholders;
- Voting shall commence once the distribution of ballots is completed and shall conclude after the last shareholder has cast their vote into the ballot box;
- Vote counting must be conducted immediately after the voting process ends;
- The vote counting results must be recorded in writing and announced to the General Meeting by the Head of the Vote Counting Committee.

### **ARTICLE 7. Cumulative voting principle, principle for electing members of the BOD**

**7.1- Cumulative voting principle:** In accordance with the guidelines specified in the appendix attached to this Regulation.

#### **7.2- Election Principles:**

- Achieve the highest percentage % of voting shares until the required number of members is reached {the percentage of voting shares is taken from top to bottom until **01 (one)** member is elected to the Board of Directors}.
- If the first round of elections fails to select the required number of Board of Directors members, the General Meeting of Shareholders will conduct a second round of supplementary elections for the candidates who did not qualify in the first round. If, after two rounds of elections, the required number of Board of Directors members is still not selected, the General Meeting and the Presiding Committee will decide whether to continue the elections.

### **ARTICLE 8. Prepare and publish the Vote Counting Minutes**

- After the vote counting, the Vote Counting Committee must prepare a Vote Counting Minutes. The contents of the Vote Counting Minutes shall include: the total number of shareholders attending the meeting, the total number of shareholders who cast votes, the percentage of voting rights represented by shareholders who voted in comparison to the total voting rights of shareholders attending the meeting (based on the cumulative voting method); the number and percentage of valid ballots, invalid ballots, and blank ballots; the number and percentage of voting rights obtained by each candidate for the Board of Directors.
- The full text of the Vote Counting Minutes must be announced to the General Meeting.

**ARTICLE 9.** Complaints regarding the voting and vote counting processes shall be resolved by the Chairperson of the meeting and recorded in the minutes of the General Meeting of Shareholders

- This Regulation consists of 09 articles and was publicly read before the General Meeting of Shareholders for approval by voting.

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

**Tran Tuan Hai  
Member of the BOD**

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## **APPENDIX**

### **GUIDANCE ON CUMULATIVE VOTING**

#### **I. Election of Board of Directors Members:**

Assuming the General Meeting of Shareholders votes to elect one (01) member of the Board of Directors out of a total of two (02) candidates, Shareholder Nguyen Van A holds (including both owned and authorized shares) 1,000,000 voting shares. Therefore, the total number of voting rights held by Shareholder Nguyen Van A is:

$$(1,000,000 \times 1) = 1,000,000 \text{ voting rights.}$$

Shareholder Nguyen Van A may cast cumulative votes according to the following method:

1. Allocate all 1,000,000 voting rights to one (01) candidate for the Board of Directors.
2. Evenly distribute 1,000,000 voting rights between two (02) candidates for the Board of Directors (*i.e., each candidate receives 500,000 voting rights from Shareholder Nguyen Van A*).
3. Allocate 1,000,000 voting rights to one or two candidates for the Board of Directors by dividing the 1,000,000 voting rights among the candidates. Shareholder Nguyen Van A may distribute the 1,000,000 voting rights to the two (02) candidates in different proportions, provided that the total voting rights allocated to both candidates do not exceed 1,000,000 voting rights.

**\* Shareholder Nguyen Van A's ballot will be considered invalid in the following cases:**

- The ballot does not follow the Company's prescribed form or lacks the Company's seal.
- The total voting rights allocated by Shareholder Nguyen Van A to the candidates exceed 1,000,000 voting rights.
- The number of candidates voted for by Shareholder Nguyen Van A exceeds two (02).
- Shareholder Nguyen Van A does not vote for any candidate.
- Other cases as stipulated in the Election Regulations.





No.: /TTr-DHĐCĐ

Ho Chi Minh City, February 10, 2026

**PROPOSAL TO THE 2026 ANNUAL GENERAL MEETING OF  
SHAREHOLDERS**

**DRAFT**

*“Regarding the profit distribution for 2025;*

*Business Operations, Investment, and Profit Distribution Plan for 2026”*

***Respectfully to: THE GENERAL MEETING OF SHAREHOLDERS***

Pursuant to the Law on Enterprises 2020 No. 59/2020/QH14;

Pursuant to the Charter of Vietnam Ocean Shipping Agency Corporation approved by the General Meeting of Shareholders on June 14, 2006, and supplemented and amended on March 29, 2023;

Pursuant to Resolution No. 02/2026/NQ-VOSA/HĐQT issued by the Board of Directors of Vietnam Ocean Shipping Agency Corporation on January 14, 2026.

The Board of Directors respectfully submits the following for approval by the 2026 Annual General Meeting of Shareholders:

**1. The 2025 Profit Distribution Plan is as follows:**

Unit: million VND

| No.     | Item                                                               | 2025 Plan | Distrib<br>ution<br>Rate | 2025<br>Performance | Distri<br>bution<br>Rate |
|---------|--------------------------------------------------------------------|-----------|--------------------------|---------------------|--------------------------|
| 1       | Total Revenue                                                      | 1,215,000 |                          | 1,100,132           |                          |
| 2       | Profit Before Tax                                                  | 19,000    |                          | 30,397              |                          |
| 3       | Profit After Tax (PAT)                                             | 12,200    |                          | 23,736              |                          |
| 4       | Undistributed Profit After Tax                                     |           |                          | 23,736              |                          |
| 5       | Distributable Profit After Tax                                     |           |                          | 19,205              |                          |
| 6       | <b>Distribution to Funds</b>                                       |           |                          | <b>5,108</b>        |                          |
| 6.<br>1 | <i>Development Investment Fund</i>                                 |           |                          | 0                   |                          |
| 6.<br>2 | <i>Bonus and Welfare Fund</i>                                      |           |                          | 4,629               |                          |
| 6.<br>3 | <i>Bonus Fund for BOD/Board of Supervisors/Board of Management</i> |           |                          | 479                 |                          |
| 7       | <b>Remaining PAT after distribution to funds</b>                   |           |                          | <b>14,096</b>       |                          |
| 8       | Undistributed PAT from previous years                              |           |                          | 0                   |                          |
| 9       | <b>Dividends, of which: (*)</b>                                    |           |                          | <b>14,096</b>       |                          |



|    |                                                      |  |  |          |  |
|----|------------------------------------------------------|--|--|----------|--|
| 9. | Distributed from retained earnings of previous years |  |  | 0        |  |
| 10 | <b>Retained Profit After Tax</b>                     |  |  | <b>0</b> |  |

(\*) 2025 Dividend: 10 % of charter capital, paid in cash via bank transfer.

**2. The 2026 Business Operations and Profit Distribution Plan is as follows:**

Unit: million VND

| No.       | Item                                         | 2026 Plan |
|-----------|----------------------------------------------|-----------|
| <b>I</b>  | <b>Consolidated</b>                          |           |
| 1         | Total Revenue                                | 1,200,000 |
| 2         | Profit Before Tax                            | 34,100    |
| <b>II</b> | <b>Parent Company</b>                        |           |
| 1         | Total Revenue                                | 820,000   |
| 2         | Profit Before Tax                            | 17,800    |
| 3         | Profit After Tax                             | 15,200    |
| 4         | Basic Earnings Per Share (EPS) - (Unit: VND) | 1,078     |
| 5         | Distributable Profit                         | 15,200    |

- The 2026 profit distribution and fund appropriation plan: shall be based on the business results presented in the audited 2026 Financial Statements.

**3. The 2026 Investment Plan is as follows:**

Unit: million VND

| No.      | Project Name                                                                                    | Item/Scale | Total Investment | Capital | Implementation Period | Notes |
|----------|-------------------------------------------------------------------------------------------------|------------|------------------|---------|-----------------------|-------|
| <b>A</b> | <b>Investment Plan</b>                                                                          |            | <b>64,263</b>    |         |                       |       |
|          | <b>Capital Construction Investment</b>                                                          |            | <b>64,263</b>    |         |                       |       |
| <b>I</b> | <b>Capital Construction Investment and Equipment Procurement Project carried over from 2025</b> |            | <b>62,763</b>    |         |                       |       |
| 1        | <b>Capital Construction</b>                                                                     |            | <b>62,763</b>    |         |                       |       |



| No  | Project Name                                                                                                                            | Item/Scale                                                                                     | Total Investment | Capital                                        | Implementation Period | Notes                                      |
|-----|-----------------------------------------------------------------------------------------------------------------------------------------|------------------------------------------------------------------------------------------------|------------------|------------------------------------------------|-----------------------|--------------------------------------------|
|     | <b>Investment Project</b>                                                                                                               |                                                                                                |                  |                                                |                       |                                            |
| 1,1 | General Warehouse 1B (Total Investment 63.1 billion, phased in 2026: VND 62.763 billion)                                                | Investment in new warehouse construction of 6,400m2 at Cai Lan warehouse area                  | 62,763           | Company Capital (40%) + Borrowed Capital (60%) | 2024-2026             | VOSA Quang Ninh                            |
| II  | <b>New Projects in 2026</b>                                                                                                             |                                                                                                | <b>1,500</b>     |                                                |                       |                                            |
| 1   | <b>Capital Construction Investment Project</b>                                                                                          |                                                                                                | <b>1,500</b>     |                                                |                       |                                            |
| 1,1 | Automatic Fire and Fighting System - Northfreight Warehouse                                                                             | Investment Project for Automatic Fire Prevention and Fighting System at Northfreight Warehouse | 1,500            | Capital Company                                | 2026                  | Northfreight                               |
| B   | <b>Plan for repair and renovation of infrastructure, means, and equipment to maintain regular operations (not forming Fixed Assets)</b> |                                                                                                | <b>8,544</b>     |                                                |                       |                                            |
| 1   | Repair and renovation of infrastructure                                                                                                 | Repair and renovation of warehouses, yards, and offices to ensure regular operations           | 7,594            | Capital Company                                | 2026                  | VOSA Office, VOSA Quang Ninh; Northfreight |
| 2   | Repair and renovation of                                                                                                                | Periodic maintenance of the                                                                    | 950              | Capital Company                                | 2026                  | Northfreight                               |

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| No<br>. | Project Name           | Item/Scale         | Total<br>Investment | Capital | Impleme<br>ntation<br>Period | Notes |
|---------|------------------------|--------------------|---------------------|---------|------------------------------|-------|
|         | means and<br>equipment | transport<br>fleet |                     |         |                              |       |
|         | Total (A+B)            |                    | 72,807              |         |                              |       |

Submitted to the General Meeting of Shareholders for review and voting for approval.

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

**Tran Tuan Hai  
Member in charge of the BOD**





**VIETNAM OCEAN SHIPPING  
AGENCY CORPORATION**

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



No. CTTr-DHĐCĐ

*Ho Chi Minh City, February 10, 2026*

**PROPOSAL TO THE 2026 ANNUAL GENERAL MEETING OF  
SHAREHOLDERS**

*“Regarding the approval of the Audited 2025 Financial Statements”*

**DRAFT**

***Respectfully to: THE GENERAL MEETING OF SHAREHOLDERS***

Pursuant to the Law on Enterprises 2020 No. 59/2020/QH14;

Pursuant to the Charter of Vietnam Ocean Shipping Agency Corporation approved by the General Meeting of Shareholders on June 14, 2006, and supplemented and amended on March 29, 2023;

Pursuant to Resolution No. 02/2026/NQ-VOSA/HĐQT issued by the Board of Directors of Vietnam Ocean Shipping Agency Corporation on January 14, 2026.

The Board of Directors respectfully submits the following for approval by the 2026 Annual General Meeting of Shareholders:

The 2025 Financial Statements audited by UHY Auditing and Consulting Co., Ltd.  
*(The detailed audited financial statements have been printed in the 2025 Annual Report).*

Submitted to the General Meeting of Shareholders for review and voting for approval.

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

**Tran Tuan Hai**  
**Member in charge of the BOD**

No.: /TTr-DHĐCĐ

Ho Chi Minh City, February 10, 2026

**PROPOSAL TO THE 2026 ANNUAL GENERAL MEETING OF  
SHAREHOLDERS**

***“Regarding the approval of the Salary Fund, Remuneration Fund, and Bonus Fund implemented in 2025 and the 2026 Plan for members of the Board of Directors and the Board of Supervisors”***

***Respectfully to: THE GENERAL MEETING OF SHAREHOLDERS***

Pursuant to the Law on Enterprises 2020 No. 59/2020/QH14;

Pursuant to the Charter of Vietnam Ocean Shipping Agency Corporation approved by the General Meeting of Shareholders on June 14, 2006, and supplemented and amended on March 29, 2023;

Pursuant to the Regulation on labor management and salary for the Company's employees issued together with Decision No. 283/QĐ-VOSA/HDQT dated December 15, 2023, of the Company's Board of Directors;

Pursuant to Resolution No. 02/2026/NQ-VOSA/HDQT of the Board of Directors of Vietnam Ocean Shipping Agency Corporation dated January 14, 2026.

To ensure the rights and responsibilities of the Board of Directors and the Board of Supervisors regarding the management and supervision of the production and business activities of Vietnam Ocean Shipping Agency Corporation, the Board of Directors respectfully submits to the General Meeting for consideration and approval the Salary Fund, Remuneration Fund, and Bonus Fund implemented in 2025 and the Plan for 2026 for the Company's Board of Directors and Board of Supervisors members, as follows:



**I. Implementation in 2025 according to Resolution No. 02/2026/NQ-TH/HDQT dated January 08, 2026, of the Company's Board of Directors:**

1. Salary Fund for the full-time BOD Member (1 person): 528,000,000 VND.

2. Remuneration Fund for non-full-time BOD Members and Board of Supervisors Members (09 people) is: 979,200,000 VND, specifically detailing the remuneration levels for the BOD and BOS:

+ Chairman of the Board of Directors: 14,400,000 VND/month.

+ Member of the Board of Directors: 8,800,000 VND/person/month.

+ Head of the Board of Supervisors: 8,800,000 VND/month.

+ Member of the Board of Supervisors: 7,200,000 VND/person/month.

3. Bonus Fund for BOD Members, Board of Supervisors Members, and the Board of Management for 2024: 478,600,000 VND.

- Full-time member of the Internal Audit & Investment Appraisal Sub-committee: 15 million VND/month (Fixed-term labor contract including 13th-month bonus).

**II. Plan for 2026:**



1. Salary Fund for the full-time BOD Member (01 person) is 528,000,000 VND.
2. Planned Remuneration Fund for non-full-time BOD Members and Board of Supervisors Members (09 people) is: 979,200,000 VND, specifically detailing the remuneration levels for the BOD and BOS:
  - Chairman of the Board of Directors: 14,400,000 VND/month.
  - Member of the Board of Directors: 8,800,000 VND/person/month.
  - Head of the Board of Supervisors: 8,800,000 VND/month.
  - Member of the Board of Supervisors: 7,200,000 VND/person/month.
3. Remuneration for Members of the Supporting Sub-committees under the BOD, specifically detailing the remuneration levels:
  - Concurrent Head of the HR&Quality Sub-committee and the Internal Audit & Investment Appraisal Sub-committee: 07 million VND/month.
  - Concurrent members of the sub-committees: 3.4 million VND/person/month.

Submitted to the General Meeting of Shareholders for review and voting for approval.

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

**Tran Tuan Hai  
Member in charge of the BOD**



No.: /TTr-DHĐCĐ

*Ho Chi Minh City, February 10, 2026*

**PROPOSAL TO THE 2026 ANNUAL GENERAL MEETING OF  
SHAREHOLDERS**

**DRAFT**

***“Regarding the approval of the list of auditing firms for the 2026 Financial Statements”***

***Respectfully to: THE GENERAL MEETING OF SHAREHOLDERS***

Pursuant to the Law on Enterprises 2020 No. 59/2020/QH14;

Pursuant to the Charter of Vietnam Ocean Shipping Agency Corporation approved by the General Meeting of Shareholders on June 14, 2006, and supplemented and amended on March 29, 2023;

Implementing the provisions of law and the Charter of Vietnam Ocean Shipping Agency Corporation, the Board of Supervisors respectfully submits to the 2026 General Meeting of Shareholders of Vietnam Ocean Shipping Agency Corporation for consideration and approval the criteria and list of auditing firms for the 2026 Financial Statements, as follows:

**1. Criteria for selecting an independent auditing firm:**

- a. Must be a reputable and well-known independent auditing firm, trusted by many public companies, possessing a team of highly qualified and experienced auditors;
- b. Must be a company operating legally in Vietnam and approved by the State Securities Commission to audit public interest entities, selecting the auditing unit from the list of qualified auditing firms announced for the year 2026 to perform the review and audit of the 2026 Financial Statements of Vietnam Ocean Shipping Agency Corporation.
- c. Must have a reasonable audit fee, commensurate with the scope, quality, and audit schedule stipulated in the Charter of Vietnam Ocean Shipping Agency Corporation.
- d. Must have a large, professional team of highly qualified and experienced staff and auditors.

**2. List of proposed auditing firms:**

Based on the review, the Board of Supervisors unanimously proposes the following list of auditing firms:

1. AASC Auditing Firm Co., Ltd.
2. KPMG Co., Ltd.
3. UHY Auditing and Consulting Co., Ltd.

Respectfully submitted to the 2026 Annual General Meeting of Shareholders of Vietnam Ocean Shipping Agency Corporation for consideration and approval of the criteria and the list of auditing firms mentioned above, and to authorize the Board of Directors of





Vietnam Ocean Shipping Agency Corporation to decide on the selection of the auditing firm to perform the audit of the 2026 Financial Statements of Vietnam Ocean Shipping Agency Corporation, ensuring quality, efficiency, and reasonable costs in accordance with legal regulations.

Submitted to the General Meeting of Shareholders for review and voting for approval.

***Recipients:***

- As above;
- Board of Directors;
- Archived: BOS, Company Secretary.

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

**Duong Thi Hong Hanh**

