



## **MINUTES OF MEETING**

### **ANNUAL GENERAL MEETING OF SHAREHOLDERS 2026**

### **VIETNAM SEA TRANSPORTATION AND CHARTERING JOINT STOCK COMPANY**

**Enterprise Name:** Vietnam Sea Transportation and Chartering Joint Stock Company

**Business Registration Certificate No:** 4103008926 issued by Ho Chi Minh City Department of Planning and Investment for the first time on 2007-12-31, 18th amendment registered on 22/09/2025 with enterprise code 0300448709.

**Address of head office:** 428 Nguyen Tat Thanh, Xom Chieu Ward, Ho Chi Minh City

**Telephone:** (028) 39 40 42 71

**Time:** 8:00, March 27<sup>th</sup>, 2026

**Venue:** Hall - Vietnam Sea Transportation and Chartering Joint Stock Company  
428 Nguyen Tat Thanh, Xom Chieu Ward, Ho Chi Minh City

#### **PART I: INTRODUCTION AND OPENING OF THE MEETING**

(public voting method)

##### **1. Report on Delegate Eligibility Verification:**

Reporter: Ms. Tran Thi Thu Ha - Position: Head of the Delegate Eligibility Verification Board presents the report on delegate eligibility verification:

- Total number of shareholders invited to attend: All shareholders named in the shareholder list finalized on February 26, 2026 owning 68,999,337 voting shares of Vietnam Sea Transportation and Chartering Joint Stock Company.
- Shareholders attending the General Meeting: 21 shareholders and shareholder representatives, owning and representing 42,736,984 voting shares, accounting for 61,9383% of the total voting shares of the Company.

According to the Enterprise Law and the Company's Charter, the 2026 Annual General Meeting of Shareholders of Vietnam Sea Transportation and Chartering Joint Stock Company is eligible to proceed.

##### **2. Approving the list of presidium members**

The Presidium are as follows:

- Mr. Huynh Nam Anh Chairman of the Board of Directors – Chairperson
- Mr. Trinh Huu Luong Board of Directors' members
- Ms. Mai Thi Thu Van Board of Directors' members

The General Meeting voted 100% to approve the Presidium

##### **3. The Chairperson introduced the Secretary of the General Meeting, including:**

- Mr. Nguyen The Le Nhan Company Secretary
- Ms. Huynh Thi Kim Ngan Manager of General Department - HaiDang SMC

#### 4. The General Meeting voted to approve the list of the Vote Counting Board:

- Mr. Pham Duc Hung Deputy Head of Technical and Material Department - Head of the Board
- Mr. Nguyen Hung Dung Deputy Director of VietGreen Branch
- Ms. Hoang Thi Dieu Linh Head of Technical Business Department of VietGreen Branch

The General Meeting voted 100% to approve the Vote Counting Board personnel.

#### 5. Approving the Agenda of the General Meeting

Mr. Huynh Nam Anh - Position: Chairman of the BOD, read the Agenda of the General Meeting.

The General Meeting voted 100% to approve the Agenda of the General Meeting.

#### 6. Approving the Rules of Procedure of the General Meeting

Mr. Huynh Nam Anh - Position: Chairman of the BOD read the Rules of Procedure of the General Meeting.

The General Meeting voted 100% to approve the Rules of Procedure of the General Meeting.

### PART II: CONTENT OF THE GENERAL MEETING

The General Meeting listened to the presentation and voted to approve the following contents:

#### **Content 1: Report of the Board of Directors for the year 2024**

- Presenter: Mr. Huynh Nam Anh - Chairman of the Board of Directors

#### **Content 2: Report of the General Director on the results of production and business activities in 2025 - business tasks in 2026**

- Presenter: Mrs. Doan Thi Thu Hoa - Deputy General Director

Indicator	Unit	Plan 2025	Actual 2025	Actual 2025/ Plan 2025
1. Transportation Output	Million Tons	1.26	1.50	119%
2. Total Revenue (*)	Billion VND	796.00	836.35	105%
3. Profit (+)/Loss (-)	Billion VND	320.00	253.35	80%

#### **Content 3: Report of the Board of Supervisors on the results of inspection and supervision in 2025**

- Presenter: Ms. Vu Thi Diep - Head of the Board of Supervisors

#### **Content 4: Proposal for approval of the audited financial statements for 2025**

- Presenter: Ms. Mai Thi Thu Van - Board of Directors' members and Deputy General Director

#### **Content 5: Proposal of the production and business plan for 2026**

- Presenter: Mr. Nguyen Dinh Tu - Board of Directors' members

##### 1. Production and business plan for 2026

Indicator	Unit	Plan 2026
1. Transportation Output	Million tons	1,802,570
2. Revenue from activities	Billion VND	971.1
3. Profit before tax	Billion VND	452.3

\* Note: The 2026 consolidated plan targets for the entire Company do not include results from unplanned unusual operations and do not account for the investment plan for successfully acquiring 2 Handysize vessels

With the expected profitable business results in 2026, but the accumulated undistributed after-tax profit is still negative, the company has no profit distribution plan.

## **2. Investment and Ship sale plan:**

### *2.1 Vessel Investment:*

Plan to invest in 2 Handysize vessels (28,000–58,000 DWT) via the subsidiary Hai Dang Ship Management Co., Ltd. (Hai Dang SMC), using purchase or finance lease, with operation in Q3–Q4 2026.

Authorize the Board of Directors to approve and implement the vessel sale project in compliance with regulations

### *2.2 Vitranschart Office Building Investment Project*

Continue to Continue searching the solutions to resolve planning issues and seek funding sources to implement the Project for constructing an office building combined with rental office space at 428 Nguyen Tat Thanh Street, Xom Chieu Ward, Ho Chi Minh City, Vietnam (as Vitranschart Office Building Project) in a form suitable to the actual situation and ensuring maximum benefits for shareholders. This includes seeking partners to jointly invest and operate the Project to achieve the highest economic efficiency for the Company, while ensuring Vitranschart remains the entity named on the Certificate of Land Use Rights and assets, structures on the land throughout the partnership period, with the expected maximum partnership period until August 2062.

Authorize the Vitranschart Board of Directors to approve the policy, investment decision, and implementation of the Office Building Project, arrange investment capital, and implement the project according to the proposed roadmap. Report on the implementation progress at the nearest General Meeting of Shareholders.

## **3. Subsidiary Business Model Transformation and Charter Capital Increase Plan:**

3.1. Convert SCC Crew Manning Company Limited (SCCM) to operate as a Joint Stock Company and reduce Vitranschart's ownership to a controlling stake (above 50%) suitable to the actual situation.

Authorize the Board of Directors to proactively review and approve the plan to convert SCCM into a joint stock company.

3.2. Increase the charter capital of Hai Dang Ship Management Manning Company Limited (Hai Dang SMC) from VND 20 billion to VND 60 billion for the vessel investment plan with Vitranschart adding VND 40 billion to maintain 100% ownership.

Authorize the Board to proactively evaluate and approve the capital raise for Hai Dang SMC.

## **Content 6: Proposal on the payment of remuneration for the Board of Directors - Board of Supervisors in 2025 and the payment plan for 2026**

- Presenter: Mr. Nguyen Dinh Tu - Board of Directors' members

### **1. Approve the salary fund for the full-time Board of Directors, the remuneration paid in 2024 for the non-executive Board of Directors' members and Member of the Board of Supervisors as follows:**

- Member of the Board of Directors, Head of the Supervisory Board: 5,000,000 VND/person/month

- Member of the Board of Supervisors: 4,000,000 VND/person/month

Non-executive Board of Directors' remuneration fund: 240,000,000 VND/year;  
Supervisory Board remuneration fund: 156,000,000 VND/year. Executive Board of Directors' salary fund: 585,000,000 VND.

### **2. Proposed remuneration for non-executive Board of Directors' members and Members of the Board of Supervisors, and the projected payroll for executive Board of Directors in 2025 are as follows:**

- Board of Directors' members, Head of the Board of Supervisors: 5,000,000 VND/person/month

- Member of the Board of Supervisors: 4,000,000 VND/person/month

Non-executive Board of Directors remuneration fund: 240,000,000 VND/year; Board of Supervisors remuneration fund: 156,000,000 VND/year. Executive Board of Directors' salary fund: 675,000,000 VND.

#### **Content 7: Proposal on the selection of the 2026 financial statement audit firm**

- Presenter: Ms. Nguyen Thi Phuong Thao – Head of the Board of Supervisors

The Board of Supervisors proposes a list of 03 independent audit firms that are qualified and capable of auditing the Company's 2025 Financial Statements as follows:

1. AASC Auditing Firm Co., Ltd.

Address: No. 01, Le Phung Hieu, Hoan Kiem Ward, Hanoi City.

2. UHY Auditing & Consulting Co., Ltd.

Address: 5th Floor, Tower B2, Roman Plaza Building, To Huu Street, Dai Mo Ward, Hanoi City, Vietnam

3. A & C Auditing and Consulting Co., Ltd.

Address: 02 Truong Son, Tan Son Hoa Ward, Ho Chi Minh City, Vietnam.

The Company's Board of Supervisors respectfully submits to the General Meeting of Shareholders for approval the proposed selection criteria and the list of audit firms mentioned above, authorizing the Company's Board of Directors to decide on the selection of an audit firm for the 2025 Financial Statements of Vietnam Maritime Transport and Chartering Joint Stock Company, ensuring quality, efficiency, and reasonable costs in accordance with legal regulations.

In the event of disagreement with the aforementioned audit firms regarding the audit schedule, scope, and fees, the Board of Directors shall select an audit firm from the list of audit firms approved to conduct audits for public interest entities in 2026, issued along with Decision 3830/QĐ-BTC dated November 14, 2025 of the Ministry of Finance, to audit the Company's 2026 Financial Statements.

#### **Content 8: Proposal on the dismissal and supplementary election of Board of Directors' members for the remaining term of 2023 – 2028.**

- Presenter: Mr. Trinh Huu Luong - Position: Board of Directors' members

#### **Content 9: Proposal on the dismissal and supplementary election of Members of the Board of Supervisors for the remaining term of 2023 – 2028.**

- Presenter: Ms. Mai Thi Thu Van - Position: Board of Directors' members

### **PART III: SHAREHOLDERS' OPINIONS:**

#### **Questions from Shareholders:**

Shareholder with delegate code VST.1612: (i) The subsidiary (Hai Dang SMC) also operates in the maritime transport sector, the same field as Vitranschart. Does this cause any business overlap? (ii) The Company's shareholders have not received any dividends for nearly 20 years, regardless of the stock price's fluctuation. The Company should figure out every possible measure to return to the Ho Chi Minh City Stock Exchange (HOSE) to be able to raise capital. (iii) It is recommended that the Company carefully research the ship lease-purchase plan to develop the fleet in the current situation.

(\*) Mr. Trinh Huu Luong, Member of the Board of Directors - General Director, replied on behalf of the Presidium: Thank you to the shareholder for your deep dedication to the Company. (i) According to the transformation orientation approved by the General Meeting of Shareholders and the Board of Directors since 2023, the Parent Company - Vitranschart will transform into a holding company focusing on strategic planning and capital investment management. The fleet will be transferred to the subsidiary - Hai Dang SMC for operation and commercial management, so there

will be no overlap. (ii) In recent years, the Company's situation has improved significantly, reducing the negative equity from over VND 1,800 billion down to over VND 400 billion by the end of 2025. In 2026, the Company will strive to complete its financial restructuring and eliminate the negative equity. At that point, it can return to HOSE and the stock price will increase. (iii) Regarding the ship lease-purchase plan, the Company has researched it, and Hai Dang has just signed a lease-purchase contract for a vessel of approximately 280,000 DWT, and expects to sign for another vessel in the second quarter of 2026.

Shareholder with delegate code VST.2599: Asked about the permitted number of floors for the Company's headquarters building according to the zoning plan, and whether there is currently an investment partner for the Vitranschart office building project.

(\*) Mr. Huynh Nam Anh, Chairman of the Board of Directors, replied: The Company is applying for a construction permit for 22 floors, and currently has not finalized a partner to co-invest.

Shareholder with delegate code VST.1984: Requested information regarding the shareholder holding more than 10% of the Company's charter capital and the business fields of the two subsidiaries (SCCM and Hai Dang SMC).

(\*) Mr. Trinh Huu Luong, Member of the Board of Directors: This is the shareholder who has accompanied and supported the Company in successfully implementing the financial restructuring recently, helping to significantly improve the Company's financial status. Regarding the two subsidiaries, SCCM operates in crew supply services, and Hai Dang SMC operates in ship management and commercial operation.

#### **PART IV: VOTING ON THE CONTENTS**

(Secret ballot method)

The Delegate Qualification Inspection Board reports the shareholder attendance at the 2025 Annual General Meeting of Shareholders, as of 10:00 on March 27, 2026: 25 shareholders and shareholder representatives, owning and representing shares with 42,767,146 voting rights, accounting for 61.9820 % of the total voting shares of the Company.

After listening to the contents of the Reports and Presentations, the General Meeting discussed and voted to approve the following contents:

##### **Content 1: Report of the Board of Directors for 2025**

The General Meeting voted and approved Content 1 with 100 % of the votes in favor.

##### **Content 2: Report of the Board of Directors on production and business results in 2024 and production and business tasks in 2026**

The General Meeting voted and approved Content 2 with 100 % of the votes in favor.

##### **Content 3: Report of the Board of Supervisors on inspection and supervision results in 2024**

The General Meeting voted and approved Content 3 with 99.98 % of the votes in favor.

##### **Content 4: Audited financial statements for 2025**

The General Meeting voted and approved Content 4 with 100 % of the votes in favor.

##### **Content 5: Proposal for the 2026 Production and Business Plan**

The General Meeting voted and approved Content 5 with 99.98 % of the votes in favor.

##### **Content 6: Remuneration settlement for the Board of Directors' members – Member of the Board of Supervisors in 2025 and payment plan for 2026**

The General Meeting voted and approved Content 6 with 100 % of the votes in favor.

##### **Content 7: Proposal for the selection of an audit firm for the 2026 financial statements**

The General Meeting voted and approved Content 7 with 99.98 % of the votes in favor.

**Content 8: Proposal for dismissal and supplementary election of Board of Directors' members for the remaining term of the 2023 – 2028 term**

The General Meeting voted and approved Content 8 with 100 % of the votes in favor.

**SECTION V: ELECTION  
(Secret ballot method)**

**1. Approval of the Regulations on nomination, candidacy, and supplementary election of Board of Directors' members for the 2023 – 2028 term**

Mr. Pham Duc Hung - Head of the Vote Counting Board read the Regulations on nomination, candidacy, and supplementary election of Board of Directors' members for the 2023 – 2028 term and guided Delegates to vote.

The General Meeting voted to approve the Regulations on nomination, candidacy, and supplementary election of Board of Directors' members, Member of the Board of Supervisors for the 2023 – 2028 term with a rate of: 100 % by raising Voting Cards.

**2. Results of the supplementary election of Board of Directors' members for the 2023 - 2028 term**

Based on the vote counting minutes of the Vote Counting Board on the election of 01 Board of Directors' members for nominated or self-nominated candidates, the vote counting results are as follows:

No.	Candidate's Full Name	Position applied/nominated	Number of votes	Percentage of votes
1	Nguyen Duc Thuan	Board of Directors' members	42,767,146	100 %

According to the regulations on cumulative voting, the list of additionally elected members of the Board of Directors for the 2023–2028 term is as follows:

**Mr. Nguyen Duc Thuan**

**SECTION VI: APPROVAL OF THE MINUTES AND RESOLUTION OF THE GENERAL MEETING**

Ms. Huynh Thi Kim Ngan on behalf of the Secretariat, read the Minutes and Resolution of the General Meeting.

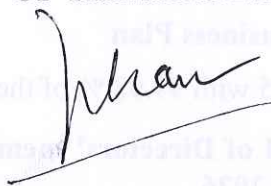
The General Meeting voted and approved the full text of the Minutes and Resolution of the 2026 Annual General Meeting of Shareholders with 100% of the votes in favor.

This minutes is made into 02 copies and kept at Vietnam Maritime Transport and Chartering Joint Stock Company.

The meeting ended at 11:45 on the same day.

**ON BEHALF OF THE SECRETARIAT**

**ON BEHALF OF THE PRESIDIUM**



**NGUYEN THE LE NHAN**



**HUYNH NAM ANH**