



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

5th Floor, No. 12 Tan Trao Street, Tan Phu Ward, District 7, Ho Chi Minh City

Tel: 028. 54161820 – 54161822 / Fax: 028. 54161823 – 54161824

Email: thpc.vsa@vosagroup.com

Website: www.vosa.com.vn

Ho Chi Minh City, 05 June 2025

**INVITATION LETTER
THE ANNUAL GENERAL MEETING OF SHAREHOLDERS 2025**

Dear: SHAREHOLDERS OF VOSA CORPORATION

VOSA Corporation would like to cordially invite the Annual General Meeting of Shareholders 2025, details as follows:

- ❖ **Time:** From 08:00 AM Thursday, 26 June 2025 (1/2 day).
- ❖ **Location:** Diamond Conference Room, Pearl River Hotel, Km8 Pham Van Dong Street, Duong Kinh District, Hai Phong City.
- ❖ **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 **17 March 2025**. 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 23 June 2025**.

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**



Mr. Do Tien Duc



VIET NAM OCEAN SHIPPING AGENCY CORPORATION
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AGENDA
THE ANNUAL GENERAL MEETING OF SHAREHOLDERS 2025
(Starting at 08:00 AM on Thursday, 26 June 2025)

Time	Agenda
8:00 AM – 08:20 AM	Registration for the General Meeting <ul style="list-style-type: none">Reception and registration process for Guests and Shareholders attending the Annual General Meeting.
8:20 AM – 8:40 AM	Opening of the General Meeting: <ul style="list-style-type: none">Declaration of purpose and rationale;Report on the verification of Shareholder eligibility;Approval of the Meeting's Working Regulations; Electoral Regulations and Agenda;Introduction and approval of the Presidium;The Chairman introduces the Secretary of the Board and announces the list of members of the Vote Counting Committee;Voting on the composition of the Vote Counting Committee.
8:40 AM – 09:10 AM	Presentation of Agenda Items: <ul style="list-style-type: none">The Board of Directors' report on the 2024 performance results and the 2025 business plan;Report of the Supervisory Board 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 2024;Self-assessment report on the performance of Supervisors and the Supervisory Board in 2024, along with the proposed direction for 2025.
09:10 AM – 09:25 AM	Address by the Leadership of VIMC
09:25 AM – 09:40 AM	Presentation of Proposals to the General Meeting: <ul style="list-style-type: none">Proposal on the distribution of 2024 profits, as well as the 2025 business plan, investment strategy, and profit distribution plan;Proposal for the approval of the audited 2024 Financial Statements;Proposal for the approval of the Salary Fund, Remuneration Fund, and Bonus Fund for 2024, along with the 2025 plan for members of the Board of General Directors, Supervisory Board, and Advisory Committees;Proposal for the approval of the list of audit firms for the 2025 Financial Statements (presented by the Supervisory Board);
09:40 AM – 10:20 AM	Discussion session of the General Meeting.
10:20 AM – 10:30 AM	Voting on the approval of reports and proposals.
10:30 AM – 10:40 AM	Announcement of voting results.

Time	Agenda
10:40 AM – 10:45 AM	Election: <ul style="list-style-type: none"> Proposal on the resignation/dismissal and additional election of members of the Board of Directors (if any).
10:45 AM – 10:50 AM	Election Guidelines and Implementation of the Additional Election of Board Members for the V.
10:50 AM – 11:10 AM	Break – Vote Counting
11:10 AM – 11:20 AM	Announcement of Election Results The newly elected additional member of the Board of Directors is introduced to the General Meeting.
11:20 AM – 11:25 AM	The Secretariat reads the draft Minutes and the General Meeting of Shareholders' Resolution The General Meeting votes to approve the Minutes and the Resolution
11:25 AM – 11:30 AM	The General Meeting is declared closed





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LETTER OF AUTHORIZATION

(Re: Participation in the Annual General Meeting of Shareholders 2025)

1. MANDATOR:

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 2025 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.

MANDATOR
(Signature & Full Name)

March 2025
AUTHORIZED PARTY
(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 SHIPPING AGENCY JOINT STOCK COMPANY
VOSA CORPORATION

Head office: 5th Floor, No. 12 Tan Trao, District 7, Ho Chi Minh City
Phone: 028. 54161820 – 54161822 Fax: 028. 54161823 – 54161824 Website: www.vosa.com.vn

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WORKING REGULATIONS
ANNUAL GENERAL MEETING OF SHAREHOLDERS 2025
VIETNAM SHIPPING AGENCY JOINT STOCK COMPANY

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 passed on December 31, 2020;*
- *Charter of organization and operation of Vietnam Maritime Agency Joint Stock Company;*
- *Internal regulations on management of Vietnam Maritime Agency Joint Stock Company.*

To ensure the 2025 Annual General Meeting of Shareholders (AGM) of the Joint Stock Company Vietnam Shipping Agency (hereinafter referred to as the Company) took place successfully, the Board of Directors established the regulations, principles of work, conduct, and voting in the Congress 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 2025 annual General Meeting of Shareholders of Vietnam Maritime Agency Joint Stock Company.

Article 3. Interpretation of terms/abbreviations

- Company : Vietnam Shipping Agency Joint Stock Company
- Board of Directors : Board of Directors
- BKS : Board of Control

- BTC : Congress Organizing Committee
- General Meeting of Shareholders : General meeting of shareholders
- Deputy : 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 ¹.
- 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 2025 Annual General Meeting of Shareholders

- All shareholders of the Company according to the list finalized on **March 17, 2025** 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 Congress 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;

¹Clause 1, Article 18 of the Company Charter

- 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 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 Congress must be publicly announced and approved by the Congress Chairman;
- g) Register to speak at the Congress according to regulations, comply with the speaking time and content within the scope of the Congress program;
- h) Speak and vote in accordance with the instructions of the Congress Organizing Committee and comply with the direction of the Congress 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 Congress;
- j) Comply with the executive authority of the Chairman of the Congress;
- k) Strictly comply with the Regulations and respect the results of the work at the Congress.

Article 6. Guests at the Congress

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

STT	Member Name	Note
1	Nguyen Bao Linh	Prefect

2	Tran Cong Toan	Member
3	Dinh Quang Trung	Member

1. The Board of Directors shall establish 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. Congress 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 Congress 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 Congress in accordance with the agenda and regulations approved by the Congress;
 - b) Assign and introduce representatives of the Board of Directors and the Company's Supervisory Board to present reports at the Congress;
 - c) Introduce the members of the Ballot Counting Committee for the Congress to vote;

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

Article 9. Congress Secretariat:

- The Secretariat of the Congress 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:

STT	Member Name	Note
1	Dinh Quang Trung	Prefect
2	Nguyen Thi Thu Huong	Member

- Mission :
- 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 Congress and Resolutions on issues approved at the Congress.
- 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:

STT	Member Name	Note
1	Mr. Le Tuan Anh - TP. TCTL	Prefect
2	Mr. Tran Cong Toan - TP. THPC	Deputy Head

3	Mrs. Tran Thanh Huong	Member
4	Mrs. Nguyen Khanh Huyen	Member
5	Ms. Duong Thi Hong Hanh - Head of Supervisory Board	Supervision of the Counting Team

- 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 Congress

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 Congress;
- 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 Congress

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 form:

- 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. Vote:

- 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 (March 17, 2025), 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 congress. 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 2025 Annual General Meeting of Shareholders and take effect immediately upon approval by the General Meeting of Shareholders of Vietnam Maritime Agency Joint Stock Company .

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.

Recipient:

- General Meeting of Shareholders;
- Board of Directors, Supervisory Board, Executive Board;
- Save: VT, PTQTCT.

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

Do Tien Duc





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VOSA CORPORATION**

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REGULATIONS

ON THE SUPPLEMENTARY ELECTION OF MEMBERS OF THE BOARD OF MANAGEMENT AT THE 2025 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 2025 Annual General Meeting of Shareholders of VOSA Corporation conducted the election of an additional member to the Board of Management 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 17 March 2025) attending the Meeting shall have the right to vote .

ARTICLE 2. Criteria and conditions for Board of Management (BOM)

2.1- Criteria and Conditions for Board of Management: *(As stipulated in Clause 1 and Clause 2, Article 155 of the Law on Enterprises 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 BOM member may concurrently hold BOM positions in other companies.

ARTICLE 3. Nomination, Candidacy, and Number of Elected Members

3.1- Nomination and candidacy:

- 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.
- In case the number of candidates for the Board of Directors nominated and self-nominated remains insufficient as prescribed in Clause 5, Article 115 of the Law on Enterprises, the incumbent Board of Directors may nominate additional candidates or organize nominations in accordance with the Company's Charter, the internal corporate governance regulations, and the Board of Directors' operational regulations. The nomination of additional candidates by the incumbent Board of Directors must be clearly disclosed prior to the General Meeting of Shareholders' voting for members of the Board of Directors in accordance with the law.

3.2- Number of additional BOM members to be elected:

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

ARTICLE 4. Ballot and Voting Instructions

4.1- Candidate list:

- Listed in alphabetical order by full name.

4.2- Ballot and to fill in the ballot

- Printed uniformly with voting rights based on attendance codes;
- Shareholders or authorized representatives were simultaneously provided with ballots for the election of the Board of Management, based on their attendance codes (including both owned and authorized shares);
- If a mistake is made, the ballot must be replaced;
- Shareholders must fill in their voting rights for each candidate in the provided space. Proxies with valid authorization can fully vote.

4.3- 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 Management members to be additionally elected, which is one (01) member.

ARTICLE 5. Voting Method

- Voting is conducted via secret ballot using cumulative voting;
- 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 Management 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 Management;

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 & Election Principles

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

7.2- Election Principles:

- Candidates shall be elected based on the highest percentage of voting shares, in descending order, until the required number of Board of Management members is fulfilled (i.e., the percentage of voting shares is ranked from highest to lowest until one (01) member is elected for the Board of Management).
- If the first round of voting does not result in the election of the required number of Board members, the General Meeting of Shareholders shall conduct a second round of voting for the candidates who were not elected in the first round. If, after two rounds of voting, the required number of Board members is still not elected, the continuation of the election shall be decided by the General Meeting and the Presidium.

ARTICLE 8. Vote Counting Report

- 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 Management.
- 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 9 articles and was publicly read before the General Meeting of Shareholders for approval by voting.

**ON BEHALF OF THE BOARD OF MANAGEMENT
CHAIRMAN**

Do Tien Duc

APPENDIX

GUIDANCE ON CUMULATIVE VOTING

I. Election of Board of Management Members:

Assuming the General Meeting of Shareholders votes to elect one (01) member of the Board of Management 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 Management.
2. Evenly distribute 1,000,000 voting rights between two (02) candidates for the Board of Management (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 Management 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 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.



Ho Chi Minh City, June 2025

**REPORT OF THE BOARD OF MANAGEMENT
ON OPERATING RESULTS IN 2024
AND OPERATIONAL PLAN AND ORIENTATION FOR 2025**

Dear Shareholders!

The Board of Management (BOM) of Vietnam Ocean Shipping Agency Corporation would like to present to the esteemed shareholders the report on the Board's performance and governance activities in 2024, as well as the operational plan and strategic orientation for 2025, as follows:

I. Assessment by the Board of Management on the Company's Performance in 2024:

1. The Board of Management evaluation of the Company's overall operations, including assessments related to environmental and social responsibilities:

- In 2024, the Board of Management formulated an Action Program and Operational Plan to direct business development and successfully implement the Resolution of the 2024 Annual General Meeting. The BOD actively monitored developments in domestic and international socio-political and economic conditions; analyzed and assessed difficulties, advantages, opportunities, and challenges to promptly issue effective and appropriate decisions in business operations. The Board has also regularly supervised and directed the Board of General Directors to properly fulfill its duties through the issuance of Resolutions and Decisions of the Board of Management.

- Maintained business stability, employment, income, and legitimate rights of employees; fully fulfilled tax and state budget obligations; actively participated in social welfare activities, cultural, sports movements; preserved and grew shareholder equity; exceeded the profit target set by the 2024 Annual General Meeting of Shareholders — these are commendable efforts by the Board of Management, the Board of General Directors, and the entire staff in 2024.

2. The Board of Management of the Board of General Directors:

a. Compliance with Laws and Internal Regulations:

- The Board of Management has conducted inspections and supervision to ensure the Board of General Directors compliance with the Enterprise Law, other applicable legal regulations, the Company's Charter, and internal policies. The Board of Management acknowledges and highly appreciates the Board of General Directors

efforts in maintaining and enhancing compliance, ensuring that the Company's operations consistently adhere to legal requirements and internal regulations.

- The Executive Management has effectively implemented the delegation of authority along with associated responsibilities and obligations, emphasizing transparency and accountability in management and operations.

b. Managing Business Production and Operations:

- The Board of Management highly appreciates the Board of General Directors efforts in managing business operations in 2024, especially amid the significant fluctuations in the global and regional economy. The Board of General Directors has proposed and implemented various effective management solutions, contributing to enhancing the company's governance efficiency and effectiveness.

- The management solutions, especially process optimization, labor productivity improvement, and the application of technology in production, have proven effective, helping the Company achieve its set business objectives.

c. Supervision and Performance Evaluation:

- The Board of Management continues to supervise the Board of General Directors activities through two subcommittees: Internal Audit & Project Appraisal, and Human Resources & Strategy. The reports and documents provided by the Board of General Directors have been thoroughly reviewed by the Board of Management to ensure transparency and accuracy.

- Outstanding issues and delays in the implementation of the business plan have been directed and specifically assigned by the Board of Management, requiring the Board of General Management to promptly resolve them through the Board's resolutions and decisions.

d. Coordination between the Board of Management and the Board of General Directors:

- The coordination of activities between the Board of Management and the Board of General Directors continues to be carried out in accordance with the provisions of the Company Charter and the Corporate Governance Regulations. The Board of Management and the Board of General Directors have maintained a close and effective working relationship, ensuring synchronization in management and operations.

- The Board of Management also regularly coordinates with the Supervisory Board in supervising the activities of the Board of General Directors through periodic and ad hoc meetings, ensuring transparency and effectiveness in governance.

e. Completion of reporting and information disclosure obligations:

- The Board of General Directors has timely completed the submission and disclosure of the audited 2024 financial statements, as well as the 2024 Annual Report. The disclosed information ensures accuracy, transparency, and compliance with legal regulations.

- The Company successfully organized the 2024 Annual General Meeting of Shareholders on 15 April 2024, ensuring full compliance with legal regulations and facilitating shareholder participation.

- Periodic and extraordinary information regarding resolutions of the General Meeting of Shareholders and the Board of Management's resolutions have been promptly, fully, and properly disclosed.

f. Directions and recommendations for 2025:

- The Board of Management recommends that the Board of General Directors continue to build on the achievements of 2024, while focusing on improving management efficiency, optimizing costs, and enhancing the Company's competitiveness amid a volatile economic environment.

- The Board of General Directors need to further promote the application of technology, innovation, and the development of high-quality human resources to meet the Company's sustainable development requirements.

Conclusion

The Board of Management highly appreciates the efforts and results achieved by the Board of General Directors in 2024, especially in managing business production and operations, complying with laws, and improving governance efficiency. The Board of Management believes that with the decisive leadership and strategic vision of the Board of General Directors, the Company will continue to develop strongly and achieve the set goals in 2025 and the following years.

3. Plans and Directions of the Board of Management for 2025:

In 2025, although the global and regional economies are forecasted to grow steadily and inflation is expected to be better controlled compared to the 2022-2024 period, there remain many potential risks related to energy and food price fluctuations caused by the Russia-Ukraine war and trade conflicts between the US, China, and the EU. The rise of trade protectionism and strategic competition among major countries may pose difficulties for Vietnam's export activities. The shortage of skilled labor and knowledge workers also forces large corporations to reconsider their investment decisions, leading to the forecast that the global economy in general and Vietnam's economy in particular will continue to face numerous difficulties and challenges in 2025.

In 2025, the Board of Management of Vosa will continue to pursue the goal of innovating business management methods following the orientation: "1 system, 2 centers, 3 strategies" in a practical and synchronized manner based on institutionalization and the application of digital technology. The focus will be on several strategic directions to promote the company's sustainable development and growth. The company will implement its core corporate culture along with five core values: DISCIPLINE – UNITY – CREATIVITY – DEDICATION – INTEGRITY.

a) Technology development and innovation:

- Continue investing in research and development to improve the quality of products and services.

- Apply advanced technologies such as AI, blockchain, and IoT to optimize operational processes and enhance customer experience.

b) Market expansion and strengthening international cooperation:

- Expand markets to potential regions such as Southeast Asia (Laos, Thailand, Cambodia), Europe, and North America.

- Establish strategic alliances with international partners to enhance global competitiveness.

c) Sustainable development and social responsibility:

- Implement sustainable development policies, minimize environmental impacts by using service providers that employ green energy and manage waste efficiently.

- Conduct social responsibility programs to support communities and develop human resources.

d) Enhancing human resource quality:

- Train and develop employee skills, especially in technology and management fields.

- Build a flexible, creative, and attractive working environment to attract and retain talents.

- Develop a streamlined, efficient, and effective organizational structure across the entire VOSA system to meet the general trend of the political system in the renewal period.

e) Optimizing financial efficiency:

- Strengthen cost management and improve operational efficiency to ensure sustainable profits.

- Diversify revenue sources by developing new products and services.

f) Strengthening corporate governance and transparency:

- Consolidate internal governance systems to ensure compliance with legal regulations and international standards.

- Increase information transparency and strengthen communication with shareholders and stakeholders.

With these orientations, the Board of Management of VOSA expects to achieve strong and sustainable growth in 2025, while affirming the company's position in both domestic and international markets.

II. Corporate Governance:

1. The Board of Management:

a) Members and Structure of the Board of Management:

No.	Members of Board of Management	Position	Date of commencement/cessation as a member of the Board of Management/Independent Member of the

			Board of Directors	
			Date of appointment	Date of resignation
1	Do Tien Duc	Chairman	15/04/2024	
2	Nguyen Dinh Tu	Member of the Board of Management	15/04/2024	
3	Tran Tuan Hai	Non-executive Member of the Board of Management	15/04/2024	
4	Tran Hong Quang	Non-executive Member of the Board of Management	15/04/2024	
5	Nguyen Duc Thien	Full-time Member of the Board of Management	15/04/2024	
6	Nguyen The Tiep	Independent Member of the Board of Directors	15/04/2024	
7	Dang Hong Truong	Independent Member of the Board of Directors	15/04/2024	
8	Vu Phuoc Long	None		15/04/2024
9	Nguyen Bich Thao	None		15/04/2024

b) Subcommittees of the Board of Management:

- Internal Audit and Project Appraisal Subcommittee.
- Personnel and Strategy Subcommittee.

c) Activities of the Board of Management:

- The Board of Management operates and performs its duties in accordance with the Enterprise Law, the Company's Charter, the Company's Regulations, and relevant legal documents.

- In 2024, the Board of Management held 7 meetings, including: 4 regular meetings, 1 meeting to review the Board of Management and Supervisory Board in 2023, 1 meeting to elect the Board of Management officers for the 5th term (2024-2029), 1 extraordinary meeting, and 54 times collecting opinions from Board members

in writing.

d) Activities of independent non-executive Board members:

- Participate and contribute opinions at meetings or authorize representatives as prescribed by law, the Company's Charter, and the Company's Regulations.

*** Internal Audit and Project Appraisal Subcommittee:**

- Participate in drafting/contributing opinions on draft regulations/rules serving internal management as requested by the Board of Management and the Chairman of the Board;

- Review investment proposals as required by the Board of Management and the Chairman of the Board;

- Contribute opinions and advise the Board of Management on the preparation of the 2024 production, business, and investment plans;

- Complete the personnel structure of the Internal Audit & Project Appraisal Subcommittee for submission to the Board of Management for approval;

- Develop plans and conduct internal audits at the Company's Office and branches (Vung Tau, Orimas) in 2024;

- Attend Board of Management meetings when requested.

*** Human Resources and Strategy Subcommittee:**

In 2024, members of the Subcommittee participated in the Board of Management meetings and contributed opinions on matters within the functions and responsibilities of the Subcommittee, specifically:

- Regarding human resources:

+ Advise the Board of Management on personnel matters within the Subcommittee's authority to issue Decisions related to human resource management;

+ The Subcommittee advised and contributed opinions to the Board of Management in reviewing and developing policies related to human resource development, organizational structure, and job titles within VOSA;

+ Examine dossiers related to procedures and personnel matters under the Board of Management's authority, enabling the Board to issue decisions on personnel affairs and approve the list of position changes for roles appointed by the Board;

+ Participate and provide input to the Board of Management and the Board of General Directors on personnel planning, rotation, and position transfers among branches;

+ Develop proposals related to personnel management;

+ Participate in drafting, amending, supplementing, and finalizing regulations and policies on the Company's human resource management.

- Regarding strategy development and business planning:

Advise and contribute opinions to the Board of Management on defining development strategies, objectives, plans, and key business indicators of VOSA for 2024; continue reviewing and refining VOSA's development strategy for the 2025-2030 period;

+ Advise and contribute opinions to the Board of Management on corporate

restructuring and complete procedures to continue transitioning the operational model of the Vosa Saigon Branch as approved by the Board of Management in 2024.

The above is the content of the Board of Management's report on governance and operational results for the year 2024, as well as the plans and orientations of the Board of Management for 2025. Finally, the entire Board of Management would like to extend their best wishes of health, happiness, and success to all esteemed shareholders of the Company.

Wishing the General Meeting a great success.

**ON BEHALF OF THE BOARD OF MANAGEMENT
CHAIRMAN**

Do Tien Duc



THE BOARD OF
SUPERVISORS

Ho Chi Minh City, ... June 2025

DRAFT

REPORT

ON THE SUPERVISION OF THE COMPANY'S BUSINESS AND
PRODUCTION ACTIVITIES, ACTIVITIES OF THE BOARD OF
MANAGEMENT, GENERAL DIRECTOR OF VIETNAM OCEAN
SHIPPING AGENCY CORPORATION YEAR 2025

To: The 2025 Annual General Meeting of Shareholders of
Vietnam Ocean Shipping Agency Corporation

The Board of Supervisors respectfully reports to the 2025 Annual General Meeting of Shareholders on the results of its supervision of the business and production activities of the Company, as well as the activities of the Board of Management, General Directors of Vietnam Ocean Shipping Agency Corporation as follows:

I. EVALUATION OF THE SUPERVISION RESULTS
REGARDING THE IMPLEMENTATION OF BUSINESS
PERFORMANCE, THE EXECUTION OF THE RESOLUTIONS OF THE
ANNUAL GENERAL MEETING OF SHAREHOLDERS, AND THE
VALIDATION OF THE COMPANY'S 2024 FINANCIAL STATEMENTS:

1. Business and production activities:

The Board of Supervisors has monitored the organization of production and business activities, the business performance results of the Company in 2024, and has reached a unanimous assessment as follows:

Business and production performance results of 2024

Unit of measurement: Million VND

Items	Plan for 2024	Actual in 2024	Comparison of Actual/Plan (%)
Total revenue	900,000	1,121,390	124.6
<i>In which: Revenue from sale of goods and rendering of services</i>	891,707	1,101,209	123.5
Profit before tax	22,000	27,804	126.4

Note: The actual figures for 2024 are based on the audited consolidated financial statements for 2024 (02 Single-member Limited Liability Company converted from two branches of Vosa, which started operations in 2024); In 2023, the company was not required to prepare consolidated financial statements.

*** Evaluation of business and production performance:**

In 2024, VOSA's business and production activities faced numerous challenges such as fierce competition, political conflicts, trade disputes, tariffs, and import-export procedures, which increased logistics costs. Typhoon Yagi (Storm No. 3) caused damage to branches in Quang Ninh and Hai Phong. However, the Board of Management, Board of General Director, and the departments and branches have made great efforts to exceed the annual plan set by the General Shareholders' Meeting. Specifically, VOSA's revenue reached 1,121 billion VND, achieving 125% of the plan, with growth in ship agency services (up 115%), transport agency services (up 128%), and warehousing (up 148%). In addition, the Company discontinued its coal trading contract from March 2024. Profit before tax reached 27.8 billion VND, reaching 126% of the planned target.

2. Implementation of the 2024 Annual General Meeting Resolution:

- The company has proceeded with the distribution of profits and dividend payment to shareholders for 2023 in accordance with the resolution approved at the Annual General Meeting.
- The company has exceeded the business and production plan for 2023 as approved by the General Shareholders' Meeting in 2024.
- Salaries, allowances, bonuses, and operational expenses of the members of the Board of Management, the Board of Supervisors are implemented in accordance with the resolution of the General Shareholders' Meeting of Công ty Vietnam Ocean Shipping Agency Corporation relevant legal regulations, and the Company's internal regulations.
- The company has selected UHY Auditing and Consulting Co., Ltd. as the independent auditing firm to audit the 2024 financial statements. This firm is included in the list of independent auditors approved by the General Shareholders' Meeting.
- Investment activities in 2024: Vosa was allocated an investment plan of VND 50,803 million for 2024, of which VND 4,055 million was implemented and VND 3,821 million was disbursed, completing 8% of the plan.

3. Results of financial statement validation for 2024:

The Board of Supervisors has conducted an evaluation of Vosa's audited financial statements for 2024 (including the consolidated and separate financial statements). Based on the review and assessment of the provided documents and materials, including: (i) audited financial statements, (ii) the audit contract, and (iii) audit minutes at VOSA's Head Office, subsidiaries, and dependent units (without reviewing accounting records and supporting documents), The Board of Supervisors offers the following opinions:

*** Validation of the Audit Contract**

- The auditing firm – UHY is included in the list of approved auditors endorsed

by the 2024 Annual General Meeting of Shareholders.

- The audit contract was signed between VOSA and UHY (Contract No. 307/2024/UHY-HĐKT dated 05 July 2024) in accordance with Auditing Standard 210 on Audit Contracts issued with Circular No. 214/2012/TT-BTC 6 December 2012 of the Ministry of Finance.

*** Validation of the Audited Financial Statements for 2024**

- The audited financial statements were prepared and presented by UHY in accordance with Standard No. 21 Presentation of financial statement, Standard No. 25 - Consolidated financial statements and accounting for investments in subsidiaries and Standard No. 700 – Forming an Audit Opinion and Audit Report on financial statements issued with Circular No. 214/2012/TT-BTC.
- VOSA's Board of Director and UHY - the audit firm have committed to the responsibilities outlined in Sections 2 and 3, Part I of Appendix No. 01 regarding the evaluation of the 2024 financial statements. UHY has issued an unqualified opinion on both the separate and consolidated financial statements of VOSA for 2024.

Based on the review, validation, and the commitments and responsibilities in preparing the 2024 financial statements/audited financial statements by VOSA's Board of Director and the audit firm UHY, and on the basis of the documents provided, the Board of Supervisors generally agrees with the unqualified opinion issued on both the separate and consolidated financial statements of VOSA for 2024. VOSA's Board of Director and UHY shall bear responsibility before the VOSA Board of Management and under applicable laws for any material misstatements in the preparation or issuance of the audited financial statements.

Attached is Appendix No. 01: Evaluation of the 2024 Financial Statements.

4. Investment activities

4.1. Implementation status

Vosa was allocated an investment plan of VND 50,803 million for 2024, of which VND 4,055 million was implemented and VND 3,821 million was disbursed, completing 8% of the plan. Among the seven investment projects, three were completed as planned, including the purchase of one 7-seat vehicle and two management software packages. Some of the company's major projects were delayed, which was the main reason for the low completion rate of the investment plan:

(1) Warehouse 1B Project in Quang Ninh: The Economic Feasibility Report has not yet been approved, so the payments for the consultancy contracts on preparing and verifying the Economic Feasibility Report have not been fully settled, and the construction phase has not been initiated as planned.

(2) Unimplemented projects include: (i) the automatic fire suppression system upgrade for two CFS warehouses in Hai Phong, which has not been carried out due to incomplete land lease extension procedures; and (ii) the

investment project for the Lao-Vietnam transport fleet, which was not implemented after reassessing market demand.

(3) Capital investment activities: The company has not yet implemented the capital investment to establish a joint venture with Sinolines as approved by the General Shareholders' Meeting plan.

4.2. Efficiency of external capital investments:

As at 31 December 2024, VOSA has invested capital in 2 single-member limited liability companies with 100% charter capital (original cost: VND 60 billion), 1 associate company (original cost: VND 7.2 billion), and 3 other investments (original cost: VND 1.6 billion). Except for the investment in the NYK Auto Logistics joint venture, for which a provision of VND 5.29 billion has been made (however, VOSA annually receives a fixed management fee of USD 40,000). The total dividends VOSA received from these investments in 2024 amounted to VND 1.99 billion.

In addition, in 2024, the company completed the full divestment of its capital in VIMC Logistics in accordance with Resolution No. 35/2024/NQ-TH/HĐQT dated 01 July 2024 issued by the company's Board of Management.

5. Financial Performance Evaluation

No	Items		Unit	31/12/2024
I	Payment indicator:			
	- Overall Solvency Ratio		Time	2.25
	- Current Ratio		Time	0.81
	- Quick Ratio		Time	2.08
II	Debt indicator:			
	- Liabilities/ Total assets		%	44.5
	- Liabilities/ Owners' equity		%	79.6
III	Earnings power			
	- Profit afer tax/ Net revenue		%	1.99
	- Profit afer tax/ Total assets (ROA)		%	3.55
	- Profit afer tax/ Owners' equity (ROE)		%	15.55

Note: The data is based on the audited consolidated financial statements for the year 2024. In 2024, the Company commenced preparing consolidated financial statements; therefore, comparative figures are not available.

* *Assessment:* As at 31 December 2024, the Company's short-term solvency indicators demonstrate a solid ability to meet its short-term obligations. The Quick Ratio stands at 2.08, indicating that the Company possesses sufficient liquid assets to cover its current liabilities without relying on inventory sales. The Current Ratio is 2.25, suggesting that the Company can comfortably meet its short-term obligations with its total current assets. Regarding debt indicators, the Company is primarily financed through equity capital and customer advances (In 2024, the Company did not incur any bank loans).

II. RESULTS OF MONITORING THE BOARD OF MANAGEMENT AND GENERAL DIRECTORS IN THE MANAGEMENT AND OPERATION OF THE COMPANY:

1. Activities of the Board of Management:

In 2024, the Board of Management held 4 regular meetings, 3 extraordinary meetings, and conducted 54 written resolutions. A total of 56 resolutions were issued, covering areas such as corporate governance, business operations, human resources, investment, and finance. All members of the Board of Management fulfilled their duties and exercised their rights in accordance with the Company's Charter, internal regulations, and relevant laws. The Board worked with a high sense of responsibility, consistently monitoring and urging the General Directors to implement business and investment activities, as well as to execute the resolutions of the General Meeting of Shareholders and the Board of Management.

The minutes and resolutions of the Board of Management were issued promptly and within the scope of authority as stipulated in the Company's Charter, internal regulations, and relevant laws.

2. Activities of General Director:

In 2024, the General Directors of the Company made significant efforts to organize and implement the Company's business operations amid fierce market competition. These efforts aimed to achieve the business plan and other tasks assigned by the General Meeting of Shareholders.

The General Directors made significant efforts in managing daily operations and overseeing the Company's activities in 2024, ensuring compliance with legal regulations and internal policies.

The General Directors has effectively implemented the resolutions and directives of the Board of Directors, promptly adopting and executing necessary management measures in line with the Board's guidance and the recommendations of the Board of Supervisors.

3. Transactions between the Company, its subsidiaries, and other companies over which the Company exercises control of fifty percent (50%) or more of the charter capital, and members of the Board of Management, the General Director, and their related parties; transactions between the Company and companies where members of the Board of Management are founding members or have been managers within the past three (3) years prior to the transaction date:

In 2024, the Board of Management issued 04 resolutions approving transactions with related parties, including subsidiaries and companies controlled by Vietnam Maritime Corporation (VIMC). Resolutions No. 01/2024/NQ-TH/HĐQT dated 10 January 2024; 20/2024/NQ-TH/HĐQT dated 2 May 2024; 23/2024/NQ-TH/HĐQT dated 17 May 2024; and 38/2024/NQ-TH/HĐQT dated 19 July 2024. The Board of Supervisors notes that the Company has fully complied with the regulations on related-party transactions as stipulated in Article 167 of the Enterprise Law.

III. RECOMMENDATIONS OF THE BOARD OF SUPERVISORS:

The Board of Supervisors has several recommendations for the Board of Management, General Director as follows:

- Strengthen strict management of assets and expenses, expedite the timely collection of receivables to avoid the accumulation of outstanding debts, and use cash flow efficiently in order to improve business and production performance, as well as to preserve and develop the owners' invested capital.

- Promote investment activities according to the approved annual plan, especially regarding the construction investment project of Warehouse 1B in Quang Ninh, aiming to enhance the Company's operational capacity and make effective use of land resources; strictly manage investment activities in compliance with legal regulations to ensure investment efficiency.

- Regarding the management and use of land: (i) Review the legal documents of land plots to complete the legal dossiers (including those without land use right certificates and those not yet transferred to the Joint Stock Company's name); (ii) Continue implementing measures to improve the efficiency of using the Company's existing real estate assets.

- Continue addressing the outstanding issues to finalize the project settlement for the office construction at VOSA Nha Trang as soon as possible.

- Continue reviewing and finalizing the regulations and procedures related to financial and investment management,...

The above is the Report on the supervision results of the Company's business and production activities, and the supervision of the Board of Management, General Director in 2025. The Board of Supervisors respectfully submits this report to the 2025 Annual General Meeting of Shareholders for review and approval.

Respectfully submitted.

Recipient:

- As above;
- The Board of Management;
- General Director;
- Company website;
- Archives: Administrative office, The Board of Supervisors

**ON BEHALF OF THE BOARD OF
SUPERVISORS
Head of the Board of Supervisors Board**

Duong Thi Hong Hanh



Appendix No. 01. Validation of the 2024 Financial statements of Vietnam Ocean Shipping Agency Corporation (VOSA)

Based on the audited financial statements for the year 2024 (including the separate and consolidated financial statements), which were audited by UHY Auditing and Consulting Co., Ltd. (UHY – an auditing firm approved by the 2024 Annual General Meeting of Shareholders), and pursuant to the audit contract signed between VOSA and UHY (Contract No. 307/2024/UHY-HĐKT dated 5 July 2024), the financial statements for the year ended 31 December 2024 have been audited. Based on these, the Board of Supervisors has conducted an evaluation of the 2024 financial statements and provides the following opinion:

I. Responsibilities and commitments in the preparation of the audited financial statements for 2024

1. Responsibilities and Commitments under the Audit Contract (Contract No. 307/2024/UHY-HĐKT dated 5 July 2024)

a. Contents of the Audit contract

UHY agrees to provide VOSA with auditing services for the separate and consolidated financial statements for the year ended 31 December 2024. Specifically:

- Review of the separate and consolidated financial statements for the period from 1 January 2024 to 30 June 2024;
- Audit of the separate and consolidated financial statements for the year ended 31 December 2024;
- The parent company's separate financial statements include the financial statements of VOSA's Head office and its dependent units;
- The consolidated financial statements of the Company are prepared on the basis of consolidating the financial statements of the parent company and the financial statements of its subsidiaries over which VOSA has control.

The above work also includes the review and audit of the financial statements of VOSA's dependent units, serving the audit of VOSA's separate and consolidated financial statements.

b. Responsibilities of the parties in the Contract

- UHY shall perform the audit in accordance with Vietnamese Auditing Standards, applicable laws, and relevant regulations. These auditing standards require UHY to comply with professional standards and ethical requirements, and to plan and conduct the audit to obtain reasonable assurance as to whether the financial statements, as a whole, are free from material misstatement. In conducting the audit, UHY will perform procedures to obtain audit evidence regarding the amounts and disclosures in the financial statements. The procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatement in the financial statements, whether due to

fraud or error. The audit also includes evaluating the appropriateness of the accounting policies used and the reasonableness of accounting estimates made by the Board of General Directors, as well as evaluating the overall presentation of the financial statements;

- UHY is responsible for informing VOSA of the audit scope and plan, and for assigning qualified and experienced auditors and audit assistants to perform the audit;

- UHY shall perform the audit work based on the principles of independence, objectivity, and confidentiality of data. Accordingly, UHY is not permitted to disclose any information to a third party without VOSA's consent, except as required by law and relevant regulations, or in cases where such information has already been publicly disclosed by State regulatory authorities or has been announced by VOSA;

- UHY is responsible for requesting VOSA to confirm the explanations provided to UHY during the audit process. According to Vietnamese Auditing Standard No. 210, compliance with these requests and the Management Representation Letter from VOSA's Board of Directors on related matters form one of the bases for UHY to make its conclusions and audit opinions on VOSA's separate and consolidated financial statements;

- Due to the inherent limitations of auditing as well as internal control, there is an unavoidable risk that the auditor may not detect material misstatements, even though the audit has been planned and performed in accordance with Vietnamese Auditing Standards. To assess this risk, UHY will consider the internal controls VOSA uses in the preparation of the financial statements in order to design appropriate audit procedures for each case, but not for the purpose of expressing an opinion on the effectiveness of VOSA's internal control. However, UHY will communicate in writing to VOSA any identified deficiencies.

2. Commitments and Responsibilities of VOSA's Board of General Directors regarding the preparation and presentation of the 2024 Financial statements

In the audited financial statements for 2024, VOSA's Board of General Directors has committed to being responsible for the preparation and fair presentation of the separate and consolidated financial statements in accordance with the Vietnamese Accounting Standards, Vietnamese Corporate Accounting System, and related legal regulations on the preparation and presentation of financial statements. They are also responsible for the internal controls that the Board deems necessary to ensure that the separate and consolidated financial statements are free from material misstatement, whether due to fraud or error.

The Board of General Directors ensures that proper accounting records are kept to accurately reflect VOSA's financial position and operating results with reasonable accuracy at any time, and that accounting record comply with Accounting System. The Board of Directors is also responsible for safeguarding

the VOSA's assets and hence for taking reasonable steps for the prevention and detection of fraud and other irregularities.

The Board of General Directors confirms that it has complied with the above requirements in preparing of the separate and consolidated financial statements.

3. Commitments and responsibilities of UHY in issuing the Audited financial statements for 2024 of VOSA

a. Commitments and responsibilities of UHY

- UHY's responsibility is to express an opinion on the financial statements based on our audit. We conducted our audit in accordance with Vietnamese Standards on Auditing. Those standards require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether the VOSA's financial statements are free from material misstatement.

- An audit involves performing procedures to obtain audit evidence about the amounts and disclosures in the separate financial statements. The procedures selected depend on the auditors' judgment, including the assessment of the risks of material misstatement of the separate financial statements, whether due to fraud or error. In making those risk assessments, the auditors consider internal control relevant to the Company's preparation and fair presentation of the financial statements in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the Company's internal control. An audit also includes evaluating the appropriateness of accounting policies used and the reasonableness of accounting estimates made by the Board of General Director, as well as evaluating the overall presentation of the financial statements.

UHY believe that the audit evidence UHY have obtained is sufficient and appropriate to provide a basis for our audit opinion.

b. UHY's opinion on the audited financial statements

In the separate and consolidated financial statements, UHY has expressed an unqualified opinion on VOSA's separate and consolidated financial statements for 2024.

II. Validation of the 2024 audited financial statements by VOSA's Board of Supervisors

Based on the review and assessment of the provided documents and materials, including: (i) audited financial statements, (ii) the audit contract, and (iii) audit minutes at VOSA's Head Office, subsidiaries, and dependent units (without reviewing accounting records and supporting documents), The Board of Supervisors offers the following opinions:

1. Validation of the Audit Contract

- The auditing firm – UHY is included in the list of approved auditors endorsed by the 2024 Annual General Meeting of Shareholders.

- The audit contract was signed between VOSA and UHY (Contract No. 307/2024/UHY-HĐKT dated 05 July 2024) in accordance with Auditing Standard 210 on Audit Contracts issued with Circular No. 214/2012/TT-BTC 6 December 2012 of the Ministry of Finance.

2. Validation of the Audited Financial Statements for 2024

- The audited financial statements were prepared and presented by UHY in accordance with Standard No. 21 Presentation of financial statement, Standard No. 25 - Consolidated financial statements and accounting for investments in subsidiaries and Standard No. 700 – Forming an Audit Opinion and Audit Report on financial statements issued with Circular No. 214/2012/TT-BTC.

- VOSA's Board of Director and UHY - the audit firm have committed to the responsibilities outlined in Sections 2 and 3, Part I of Appendix No. 01 regarding the evaluation of the 2024 financial statements. UHY has issued an unqualified opinion on both the separate and consolidated financial statements of VOSA for 2024.

Based on the review, validation, and the commitments and responsibilities in preparing the 2024 financial statements/audited financial statements by VOSA's Board of Director and the audit firm UHY, and on the basis of the documents provided, the Board of Supervisors generally agrees with the unqualified opinion issued on both the separate and consolidated financial statements of VOSA for 2024. VOSA's Board of Director and UHY shall bear responsibility before the VOSA Board of Management and under applicable laws for any material misstatements in the preparation or issuance of the audited financial statements.

III. Other related matter

The Board of Supervisors has reviewed the audit report at VOSA's Head Office, its dependent units, and subsidiaries, and has noted the following issues:

- The audit report prepared at the units does not follow a standardized format. The content of the report does not include confirmation or reconciliation of cash, assets, receivables, and payables for each branch/subsidiary. It also lacks confirmation of the reconciliation rate for cash, the amounts reconciled for receivables and payables with customers, suppliers, and other receivables/payables. VOSA/the unit and UHY are responsible for the legality and reasonableness of the authority of the party/person confirming the debts. It is recommended that the Board of General Directors take note of this and standardize the content and format of the reports across all units of VOSA.

- Through the review of the summary table of receivables and payables, some accounts have not been reconciled. Specifically: the receivables from customers were reconciled at a rate of 87% of the total outstanding amount of over 2.62 billion VND; the payables to suppliers were reconciled at a rate of 87% of the total outstanding amount of over 710 million VND; other payables

were reconciled at a rate of 79% of the total outstanding amount of over 26.7 billion VND.

- For receivables and payables transferred from dependent units (which have been converted into Limited Liability Companies) to the VOSA Head Office for management, reconciliation has not been confirmed (Vitamas is 13.5 billion VND). Therefore, this debt needs to be classified and processed according to the current accounting regime and VOSA's regulations. A plan should be developed for working with the tax authorities regarding the tax finalization process to close the tax codes for branches that have been converted or ceased operations.

- Some asset documentation has not been properly stored and was highlighted by UHY in the audit. The storage of accounting records, documents, and ledgers has also been evaluated and recommended by the Internal Audit Department. Therefore, it is recommended that the competent authorities of VOSA organize, review, and rectify the situation, and implement corrective measures to ensure completeness and compliance with VOSA's regulations and legal requirements on document retention periods..

- VOSA Quảng Ninh has recorded the entire amount of 4.59 billion VND in repair expenses due to Typhoon Yagi, based on the incurred costs up to December 31, 2024. In the event that the insurance payout is received (which has not been confirmed as of now), it will be accounted for in accordance with current regulations.

- Regarding the operations of the Orimas Branch: VOSA's Internal Audit has conducted an audit and provided comments on the receivables and payables, as well as the reconciliation and confirmation of debts, and the legality of the parties/individuals confirming the debts at the unit. Currently, VOSA has signed a specialized audit contract for Orimas for the period 2021-2023, but the audit conclusion has not yet been reached. Therefore, the Supervisory Board will continue to review any existing issues and limitations and monitor the results of the audit conclusion (if any) at Orimas to recommend to the competent authorities for consideration in VOSA's governance and management. Additionally, the Supervisory Board will provide further comments if any material issues arise at Orimas that could affect VOSA's financial statements.

Some of the issues raised in Section III are recommended for consideration by the competent authorities of VOSA, with guidance for implementation in accordance with the recommendations.

Above are the evaluation comments from the Board of Supervisors on VOSA's audited separate and consolidated financial statements for 2024.

THE BOARD OF SUPERVISORS

Ho Chi Minh City, June 2025

**SELF-ASSESSMENT REPORT ON THE PERFORMANCE OF THE MEMBERS OF
THE BOARD OF SUPERVISORS AND THE BOARD OF SUPERVISORS IN 2024,
ACTIVITY ORIENTATIONS FOR 2025**

To: The 2025 Annual General Meeting of Shareholders
of Vietnam Ocean Shipping Agency Corporation

Pursuant to the Charter on Organization and Operation, the Operating Regulations of the Board of Supervisors, the internal management regulations of Vietnam Maritime Agency Joint Stock Company, and applicable laws, the Board of Supervisors hereby reports on the activities of its members and the Board of Supervisors in 2024, as well as the activity orientations for 2025, with the following contents:

1. Regarding the Number of Members and Activities of the Board of Supervisors in 2025:

1.1. Regarding the Number of Members of the Board of Supervisors

Personnel of the Board of Supervisors for the 2025 - 2029 Term Consists of 03 Members:

- (1) Ms. Duong Thi Hong Hanh – Head of the Board
- (2) Mr. Nguyen Son Ha – Member of the Board of Supervisors
- (3) Mr. Nguyen Hong Hai – Member of the Board of Supervisors

1.2. Results of the Board of Supervisors's Task Performance in 2025

The Board of SUPERVISORS has carried out the following tasks:

- Reviewed and evaluated the activities of the Board of Management concerning the implementation of the Company's financial plan and operations as approved by the Annual General Meeting of Shareholders, supervising compliance with legal regulations and the Company's Charter.
- Reviewed and appraised periodic financial reports, including quarterly, semi-annual, and annual financial statements, as well as reports from the Board of Management and the Board of General Directors.
- Attended 4 regular meetings and 3 extraordinary meetings of the Board of Management, while also contributing opinions and supervising 54 written ballots submitted to the Board of Management. The Board of Supervisors collected information to evaluate governance and management activities according to its

functions and duties, ensuring objectivity and providing feedback on matters related to the Company's governance, management, and operations.

- On a quarterly basis and on an ad-hoc basis (if any), the Board of Management invites the Board of Supervisors and the Board of General Directors to attend meetings to collaboratively contribute and develop the Company's production, business, and investment activities.
- The Board of Supervisors has conducted control over the 2025 plan of the Board of Supervisors, through which it identified existing issues and made recommendations to improve management, business operations, financial and accounting activities, thereby reducing risks.
- Other tasks as prescribed by regulations.

The Board of Supervisors held 4 meetings, with full attendance of all members at each meeting. The meeting agendas included reviewing and appraising the 2023 financial statements, preparing the Board of Supervisors's report for the 2025 Annual General Meeting of Shareholders, finalizing the Supervisors plan, discussing and agreeing on issues arising during the Supervisors process at the Company, as well as matters on which the Board of Management/Executive Board sought opinions.

The Board of Supervisors has closely followed the resolutions assigned by the 2025 Annual General Meeting of Shareholders, fulfilling its responsibilities and authorities in accordance with the provisions of the Enterprise Law and the Charter of Vietnam Ocean Shipping Agency Corporation. It has maintained a good working relationship and coordination with the Board of Management and the Board of General Directors. The Board has fully submitted Supervisors reports and other reports as requested. Members of the Board of Supervisors have worked with a high sense of responsibility, adhering to principles of independence and prudence, always prioritizing the interests of the shareholders and Vietnam Ocean Shipping Agency Corporation.

1.3 Evaluation of the Performance of the Members of the Board of Supervisors

- The members of the Board of SUPERVISORS have operated in compliance with the provisions of the law, the Charter of Vietnam Ocean Shipping Agency Corporation, the internal regulations on corporate governance, and the Operating Regulations of the Board of Supervisors of Vietnam Ocean Shipping Agency Corporation.

- Each member has diligently and honestly fulfilled the tasks of supervising, inspecting, and evaluating assigned work. During the performance of their duties, members of the Board of Supervisors regularly communicated and supported one another to carry out their work objectively and achieve the highest effectiveness.

- The members have been proactive in their work, offering valuable contributions to the Board of Management, the General Director, and the Board of General Directors, and have successfully completed their assigned tasks.

1.4 Salaries, Remuneration, Bonuses, and Operating Expenses of the Board of Supervisors

Remuneration and Bonuses of the Members of the Board of Supervisors in 2024: These were implemented in accordance with the resolution of the 2024 Annual General Meeting of Shareholders of Vietnam Ocean Shipping Agency Corporation (Resolution No. 01/2024/NQ/AGM dated March 29, 2024), relevant legal regulations, and the Company's internal policies.

Specifically, details are provided in Section 3, Part V of the Company's Annual Report and the proposal on approval of the Salary Fund, Remuneration Fund, and Bonus Fund for the year 2023 and the plan for 2024 for the members of the Board of Management and the Board of Supervisors.

Remuneration of the Members of the Board of Supervisors in 2024: Vietnam Ocean Shipping Agency Corporation made payments in accordance with Resolution No. 01/2024/NQ/AGM dated March 29, 2024.

Operating Expenses of the Board of Supervisors: The operating expenses are carried out according to the expenditure policies stipulated in the Company's Internal Expenditure Regulations.

2. Activity Directions for 2025

- Supervise the Board of Management and the Board of General Directors in implementing the resolutions of the 2025 Annual General Meeting of Shareholders.

- Inspect and supervise the reasonableness, legality, prudence, and honesty of the Company's reports on production, business activities, and financial-accounting work; appraise periodic financial statements as prescribed.

- Review and evaluate the planning, implementation, and results of tasks for the year 2025, including the first 6 months and 9 months of 2025.

- Coordinate with the Board of Management, the Board of General Directors, and specialized departments to supervise the management and use of capital, assets, and receivables of Vietnam Ocean Shipping Agency Corporation and its branches in accordance with the Company's Charter, internal governance regulations, and relevant legal provisions. Conduct direct inspections at the offices of several branches of Vietnam Ocean Shipping Agency Corporation.

- Attend fully and contribute opinions at regular and extraordinary meetings of the Board of Management and when the Board of Management seeks opinions; simultaneously monitor the

implementation of supervision over management and operations of the Executive Board of Vietnam Ocean Shipping Agency Corporation.

- Review and provide feedback to continue improving the internal management regulations and policies of the Company; collaborate with the Board of Management and the Board of General Directors to contribute opinions in developing internal management regulations and policies.

- Perform other tasks according to the functions and duties of the Board of Supervisors.

The above is the self-assessment report on the performance of the members of the Board of Supervisors and the Board of Supervisors in 2024, along with the activity directions for 2025. We respectfully submit this report to the Annual General Meeting of Shareholders for consideration and approval.

Respectfully submitted!

Recipients:

ON BEHALF OF THE BOARD OF SUPERVISORS

- As addressed to;
- The Board of Management, General Director of Vosa;
- The Member of SUPERVISORS of Vosa;
- PTQTCT;
- To be filed at: The Board of Supervisory.

HEAD OF THE BOARD

Duong Thi Hong Hanh

Số: /TTr-ĐHĐCĐ

Ho Chi Minh City, ... June 2025

**SUBMISSION TO THE 2025 ANNUAL GENERAL
MEETING OF SHAREHOLDERS**

DRAFT

***“Re: Profit Distribution for Fiscal Year 2024;
Business Plan, Investment Plan, and Profit Distribution for 2025”***

To: THE GENERAL MEETING OF SHAREHOLDERS

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

Pursuant to the Charter of VOSA Corporation as adopted by the General Meeting of Shareholders on 14 June 2006 and amended and supplemented on 29 March 2023;

Pursuant to Resolution No. 02/2025/NQ-VOSA/HĐQT of the Board of Management of VOSA Corporation dated 31/03/2025.

The Board of Management respectfully submits to the 2025 Annual General Meeting of Shareholders for approval the following matters:

1. The proposed profit distribution plan for fiscal year 2024 is as follows:

Unit: VND million

No.	Item	Actual in 2024	Distribution Rate
1	Profit for 2024 to be distributed	29,505	
1.1	Profit after tax in the separate financial statements for 2024	15,719	
1.2	Undistributed retained earnings	13,786	
2	Appropriations to funds	8,360	
2.1	<i>Development investment fund</i>	3,144	20%
2.2	<i>Bonus and welfare fund</i>	4,870	31%
2.3	<i>Bonus for BOM/SB/BOGD</i>	346	
3	Remaining profit after fund appropriations	21,145	
4	Amount allocated for dividend payment (*)	21,145	
5	Distribution rate / Profit after tax 2024	15%	

(*) Dividend for the year 2024: 15% of charter capital, paid in cash.

2. Production, Business, and Profit Distribution Plan for 2025:

Unit: VND million

No.	Item	Plan for 2025
1	Total Revenue	1,036,000
2	Profit Before Tax	19,000
3	Profit After Tax	15,200
4	Basic Earnings Per Share (EPS) - (Unit: VND)	1,078
5	Distributed Profit	15,200

- Profit Distribution and Fund Appropriation Plan for 2024: this plan will be based on the business performance as reflected in the audited financial statements for the year 2024.

3. The investment plan for 2025:

Unit: VND million

No.	Project name	Item/Scale	Total Investment	Capital Source	Implementation Period	Notes
A	Capital Construction Investment		2,600			
	Basic infrastructure investment		1,200			
	Ongoing Capital Construction and Equipment Procurement Project from 2024		1,400			
I	Capital Construction Investment Project and Equipment Procurement Project Carried Over from 2024		1,200			
1	Basic infrastructure investment Project		1,200			
1,1	Multi-purpose Warehouse 1B (Total investment: VND 52,11 billion, 2025 disbursement: VND 1,2 billion)	Investment in the construction of a new 6,400m ² warehouse at Cai Lan storage yard	1,200	Capital: Company capital (50%) + Loans (50%)	2024-2026	VOSA Quang Ninh
II	New Projects in 2025		1,400			
1	Capital Construction Investment Project		-			
2	Equipment Procurement Project		1,400			
2,1	Purchase of 1 Kia New Carnival 7-seater car – Vosa Ben Thuy	7-seat car	1,400	Company capital	Quarter 2	VOSA Ben Thuy

No.	Project name	Item/Scale	Total Investment	Capital Source	Implementation Period	Notes
B	Plan for repair, renovation, maintenance, and upkeep to ensure regular operations (not forming fixed assets)		4,081			
1	Office Repair and Renovation	Renovation of the degraded office premises to maintain uninterrupted business operations	2,961	Company Capital	2025	VOSA Quang Ninh; VOSA Sai Gon
2	Periodic and regular maintenance	Routine servicing of transport vehicles	1,120	Company Capital	2025	Northfreight
	Total (A+B)		6,681			

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

**ON BEHALF OF THE BOARD OF MANAGEMENT
CHAIRMAN**

Đo Tien Duc



VIET NAM OCEAN
SHIPPING AGENCY
CORPORATION

No: /TTr-DHĐCĐ

SOCIALIST REPUBLIC OF VIETNAM
Independence - Freedom – Happiness

Ho Chi Minh City, June 2025



PROPOSAL TO THE 2025 ANNUAL GENERAL MEETING OF SHAREHOLDERS

"Re: Approval of the Audited 2024 Financial Statements"

DRAFT

TO: THE GENERAL MEETING OF SHAREHOLDERS

Pursuant to the Enterprise Law 2020 No. 59/2020/QH14;

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

Pursuant to Resolution No. 02/2025/NQ-VOSA/HĐQT of the Board of Management of VOSA Corporation dated 31/03/2025;

The Board of Directors respectfully submits to the 2025 Annual General Meeting of Shareholders for approval:

The 2024 Financial Statements, which have been audited by UHY Auditing and Consulting Co., Ltd. (*The detailed audited financial statements are included in the 2024 Annual Report*).

We respectfully request the General Meeting of Shareholders to review and approve.

ON BEHALF OF
BOARD OF GENERAL DIRECTORS
CHAIRMAN

Do Tien Duc

No: /TTr-ĐHĐCĐ

Ho Chi Minh City, dated month 06 2025

**SUBMISSION TO THE 2025 ANNUAL GENERAL
MEETING OF SHAREHOLDERS**

***“Re: Approval of the Salary Fund, Remuneration Fund, and Bonus Fund
for 2024 Performance, and the 2025 Plan for Members of the Board of Management
and the Supervisory Board”***

To: THE GENERAL MEETING OF SHAREHOLDERS

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

Pursuant to the Charter of VOSA Corporation as adopted by the General Meeting of Shareholders on 14 June 2006 and amended and supplemented on 29 March 2023;

Pursuant to the Labor and Salary Management Regulation for the Company's employees, issued together with Decision No. 283/QĐ-VOSA/HĐQT dated 15 December 2023, by the Company's Board of Management;

Pursuant to Resolution No. 02/2025/NQ-VOSA/HĐQT of the Board of Management of VOSA Corporation dated 31/03/2025.

In order to ensure the rights and responsibilities of the Board of Management and the Supervisory Board in overseeing and managing the business operations of VOSA Corporation, the Board of Management respectfully submits to the General Meeting of Shareholders for consideration and approval the Salary Fund, Remuneration Fund, and Bonus Fund for the 2024 performance, as well as the 2025 plan for members of the Board of Management and the Supervisory Board, as follows:

I. Implementation in 2024 in accordance with the Resolution of the 2024 General Meeting of Shareholders:

1. Salary fund for the full-time member of the Board of Management (1 person): VND 448,8 million.

2. Remuneration fund for non-executive members of the Board of Management and the Supervisory Board (09 people): VND 832,320,000 with specific monthly remuneration rates as follows:

- + Chairman of the Board of Management: VND 12,240,000/month.
- + Member of the Board of Management: VND 7,480,000/person/month.
- + Head of the Supervisory Board: VND 7,480,000/month.
- + Member of the Supervisory Board: VND 6,120,000/person/month.

3. Bonus fund for members of the Board of Management, the Supervisory Board, and the Board of General Directors in 2024: VND 346,290,000.

- Full-time member of the Internal Audit and Investment Appraisal Subcommittee: VND 15,000,000/month (under a fixed-term labor contract, with 13th-month bonus included).



II. Plan for 2025:

1. Salary fund for the full-time member of the Board of Management (1 person): VND 448,8 million

2. Remuneration fund for non-executive members of the Board of Management and the Supervisory Board (09 people): VND 832,320,000 with specific monthly remuneration rates as follows:

- Chairman of the Board of Management: VND 12,240,000/month.
- Member of the Board of Management: VND 7,480,000/person/month.
- Head of the Supervisory Board: VND 7,480,000/month.
- Member of the Supervisory Board: VND 6,120,000/person/month.

3. Allowance and remuneration fund for members of the supporting subcommittees under the Board of Directors (08 people): VND 412,800,000 with specific remuneration levels as follows:

- Head of the Human Resources & Quality Subcommittee and the Internal Audit & Investment Appraisal Subcommittee (concurrently held position): VND 7,000,000/month.
- Concurrent members of the subcommittees: VND 3,400,000/person/month.
- Consultant/Expert: VND 15,000,000/month (under a fixed-term labor contract, with 13th-month bonus included).

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

**ON BEHALF OF THE BOARD OF MANAGEMENT
CHAIRMAN**

Đo Tien Duc



No: /TTr-DHĐCĐ

PROPOSAL TO THE 2025 ANNUAL GENERAL MEETING OF SHAREHOLDERS

“Re: Approval of the List of Auditing Firms for the 2025 Financial Statements”

DRAFT

TO: THE GENERAL MEETING OF SHAREHOLDERS

Pursuant to the Enterprise Law 2020 No. 59/2020/QH14;

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

In compliance with legal regulations and the Charter of Vietnam Shipping Agency Joint Stock Company, the Supervisory Board submits to the 2025 Annual General Meeting of Shareholders for consideration and approval of the selection criteria and list of auditing firms for the 2025 Financial Statements, as follows:

1. Criteria for selecting an independent auditing firm:

a. A reputable and well-known independent auditing firm trusted by many public companies, with a team of highly qualified and experienced auditors.

b. A legally operating firm in Vietnam, approved by the State Securities Commission to audit public interest entities, and included in the list of qualified auditing firms for 2025, to conduct the review and audit of the 2025 Financial Statements of Vietnam Shipping Agency Joint Stock Company.

c. Offering reasonable audit fees, appropriate to the scope, quality, and timeline of the audit, in accordance with the Charter of Vietnam Shipping Agency Joint Stock Company.

d. Having a large and professional team of auditors with high qualifications and extensive experience.

2. Proposed list of auditing firms:

Based on a review, the Supervisory Board has agreed to propose the following auditing firms:

1. AASC Auditing Firm Co., Ltd.
2. UHY Auditing and Consulting Co., Ltd.
3. A&C Auditing and Consulting Co., Ltd.

The General Meeting of Shareholders is requested to consider and approve the selection criteria and the proposed list of auditing firms mentioned above and to authorize



the Board of Directors of Vietnam Shipping Agency Joint Stock Company to select the auditing firm for the 2025 Financial Statements audit, ensuring quality, efficiency, and reasonable costs in compliance with legal regulations.

We respectfully request the General Meeting of Shareholders to review and approve.

Recipients:

- As above;
- Board of Directors;
- Archives: Supervisory Board,
Company Secretary.

**ON BEHALF OF THE
SUPERVISORY BOARD
HEAD OF THE SUPERVISORY BOARD**

Dương Thị Hồng Hạnh





No: /TTr-ĐHĐCĐ

Ho Chi Minh City, dated month 06 2025

**SUBMISSION TO THE 2025 ANNUAL GENERAL
MEETING OF SHAREHOLDERS**

"Re: Resignation/Dismissal and Election of Additional Members of the Board of Directors"

DRAFT

To: THE GENERAL MEETING OF SHAREHOLDERS

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

Pursuant to the Charter of VOSA Corporation as adopted by the General Meeting of Shareholders on 14 June 2006 and amended and supplemented on 29 March 2023;

Pursuant to Resolution No. 02/2025/NQ-VOSA/HĐQT of the Board of Management of VOSA Corporation dated 31/03/2025.

The Board of Management respectfully submits to the 2025 Annual General Meeting of Shareholders for consideration and approval::

1. Approval of the resignation/dismissal of a member of the Board of Management:
 - Approval for Mr. Nguyen Dinh Tu to resign from the position of Member of the Board of Management, effective from /06/2025.
2. Approval of the election of one additional member to the Board of Management:
 - Approval for the appointment of Mr./Ms. to the position of Member of the Board of Management for 5th term (2024–2029), effective from June 2025.

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

**ON BEHALF OF THE BOARD OF MANAGEMENT
CHAIRMAN**

Đo Tien Duc

Ho Chi Minh City, June 2025

No: /QĐ-VOSA/HĐQT

DRAFT

DECISION

**Re: Establishment of the Shareholder Qualification Verification Committee
for the 2025 Annual General Meeting of Shareholders**

**BOARD OF GENERAL DIRECTORS
VIET NAM OCEAN SHIPPING AGENCY CORPORATION**

Pursuant to the Enterprise Law No. 59/2020/QH14;

Pursuant to the Charter of Vietnam Ocean Shipping Agency Corporation (hereinafter referred to as "the Company"), which was approved by the General Meeting of Shareholders on 14 June 2006, and amended and supplemented on 29 March 2023;

Pursuant to the Operational Regulations of the Board of Directors, issued under Decision No. 92/QĐ-VOSA/HĐQT dated 27 April, 2021, by the Board of Directors;

Pursuant to Resolution No. 18/2025/NQ-TH/HĐQT dated 05 June, 2025, by the Board of Directors regarding the approval of the plan for organizing the 2025 Annual General Meeting of Shareholders;

DECIDES:

Article 1. To establish the Shareholder Qualification Verification Committee to serve the 2025 Annual General Meeting of Shareholders of Vietnam Ocean Shipping Agency Corporation, consisting of the following members:

1. Mr. Nguyen Bao Linh – Deputy Head of Corporate Governance – Chairman;
2. Mr. Tran Cong Toan – Head of Administration & Human Resource – Member;
3. Mr. Dinh Quang Trung – Secretary of the Board of Directors – Member ;

The Shareholder Qualification Verification Committee shall be automatically dissolved upon completion of its assigned duties.



Article 2. The Shareholder Qualification Verification Committee is responsible for verifying the eligibility of shareholders attending the 2025 Annual General Meeting of Shareholders in accordance with the prevailing laws and the Company's Charter.

Article 3. This Decision takes effect from the date of signing.

- The Chief Executive Officer, Deputy Chief Executive Officers, Heads/Deputy Heads of the Departments of Organizational Affairs & Payroll, Finance & Accounting, Business & Investment, General Administration & Legal Affairs, and the individuals listed in Article 1 are responsible for the implementation of this Decision.

Recipients:

- As specified in Article 3;
- Board of Directors;
- Supervisory Board;
- Archives: Office, General Administration & Legal Affairs.

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

(Signature & Full Name)

Mr. Do Tien Duc

