

Da Nang, April 18, 2026

**RESOLUTION**  
**ANNUAL GENERAL MEETING OF SHAREHOLDERS IN 2026**  
**PORTSERCO LOGISTICS JOINT STOCK COMPANY**

Base:

- Law on Enterprises No. 59/2020/QH14 dated 17/06/2020 and relevant documents;
- Law on Securities No. 54/2019/QH14 dated 26/11/2019 and relevant documents;
- Charter of organization and operation of Portserco Logistics Joint Stock Company;
- Minutes of the 2026 Annual General Meeting of Shareholders of Portserco Logistics Joint Stock Company dated April 18, 2026.

**RESOLUTION**

- Điều 1.** Approving the Report on the activities of the Board of Directors of Portserco Logistics Joint Stock Company in 2025 and the orientation of operations in 2026 *(Details according to the attached Report of the Board of Directors).*
- Điều 2.** Approved the Report "summarizing the Company in 2025 and the operation plan in 2026" *(Details according to the attached Report of the Board of Directors).*
- Điều 3.** Approve the Audit Committee's Report 2025 and Plan 2026 *(Details are as attached to the Audit Committee Report).*
- Điều 4.** Approval of the Report of the Independent Member of the Board of Directors *(Details are as attached to the Report of the Independent Member of the Board of Directors).*
- Điều 5.** Approving the Report to the General Meeting of Shareholders on the Approval of Amendments to the Company's Charter of Organization and Operation *(Details are according to the Report No. 01/2026/TTr-DHDCĐ dated April 18, 2026 attached).*
- Điều 6.** Approving the Report to the General Meeting of Shareholders on the Profit Distribution Plan in 2025 *(Details are according to the Report No. 02/2026/TTr-General Meeting of Shareholders dated 18/04/2026 attached).*
- Điều 7.** Approving the Report to the General Meeting of Shareholders on the Selection of Audit Unit in 2026 *(Details are according to the Report No. 03/2026/TTr-General Meeting of Shareholders dated April 18, 2026 attached).*
- Điều 8.** Approving the Report to the General Meeting of Shareholders on the Remuneration of the Board of Directors and the Company's Administrators *(Details are according to the Report No. 04/2026/TTr-General Meeting of Shareholders dated April 18, 2026 attached).*



- Điều 9.** Approving the Report to the General Meeting of Shareholders on the restructuring of the organizational model and optimization of the Company's operational efficiency *(Details are according to the Report No. 05/2026/TTr-General Meeting of Shareholders dated April 18, 2026 attached).*
- Điều 10.** Approving the Report to the General Meeting of Shareholders on the report on the progress of using the proceeds from the additional public offering of shares in 2025 and approving the change of the plan to use this amount *(Details are according to the Report No. 06/2026/TTr-General Meeting of Shareholders dated April 18, 2026 attached).*
- Điều 11.** Approving the Report to the General Meeting of Shareholders on the Approval of the investment plan to purchase tractors and trailers *(Details are according to the Report No. 07/2026/TTr-General Meeting of Shareholders dated April 18, 2026 attached).*
- Điều 12.** Approving the Report to the General Meeting of Shareholders on the Approval of the plan to offer additional shares to existing shareholders in 2026 *(Details are according to the Report No. 08/2026/TTr-General Meeting of Shareholders dated April 18, 2026 attached).*

**Effect:** The Board of Directors, the Audit Committee, the Board of Directors and relevant persons shall be responsible for the implementation of this Resolution.

This Resolution takes effect from the date of signing

Recipients:

- Shareholders of the company
- Members of the Board of Directors
- Board of Directors
- Save

**ON BEHALF OF GENERAL  
MEETING OF SHAREHOLDERS  
CHAIRMAN OF THE MEETING**



**VU QUANG VINH**

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

**MINUTES**

**ANNUAL GENERAL MEETING OF SHAREHOLDERS IN 2026**  
**PORTSERCO LOGISTICS JOINT STOCK COMPANY**

**1. Time and location of the Annual General Meeting of Shareholders in 2026.**

The **2026 Annual General Meeting of Shareholders of PORTSERCO Logistics Joint Stock Company** will be held at 8:00 a.m. on April 18, 2026 at the Han River Hotel Hall, No. 14 Ly Tu Trong Street - Hai Chau Ward - Da Nang City.

**2. Number of shareholders attending and conditions for conducting the General Meeting:**

Shareholders attending the General Meeting include shareholders who own and represent 5,266,160/6,199,698 voting shares (equivalent to 84.94%), all of whom have the status of shareholders and other shareholder representatives legally authorized in writing.

Thus, according to the provisions of the Law on Enterprises, the Law on Securities and the Charter of organization and operation of Portserco Logistics Joint Stock Company, the Annual General Meeting of Shareholders in 2026 is eligible to conduct.

**3. Chairman and Secretary of the Congress**

**3.1 The Chairman of the General Meeting shall include:**

- |                                   |   |
|-----------------------------------|---|
| - Mr. Vu Quang Vinh               | Chairman of the Board of Directors (BOD)                  |
| - Mr. Le Nam Hung                 | Member of the Board of Directors, Director of the Company |
| - Mr. To Kien Cuong               | Independent Member of the Board of Directors              |
| - Chairman of the Audit Committee |   |

**3.2 Secretary of the Congress:**

- |                             |                         |
|-----------------------------|-------------------------|
| - Ms. Duong Thi Minh Phuong | Head of the Secretariat |
| - Mr. Ton Hung Toan         | Members                 |

**3.3 The Congress Vote Counting Committee:**

- |                          |                                     |
|--------------------------|-------------------------------------|
| - Mr. Ton Hung Toan      | Head of the Vote Counting Committee |
| - Mr. Nguyen Thanh Quoc  | Members                             |
| - Ms. Nguyen Thi Hai Van | Members                             |

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#### **4. To adopt the regulations of the congress**

Regulation on organization and operation at the Annual General Meeting of Shareholders in 2026.

#### **5. Opening of the Congress**

Mr. Le Nam Hung, Member of the Board of Directors of the Company - Member of the Presiding Committee of the Congress delivered the opening speech of the Congress, noting the key contents that the Congress needs to focus on.

#### **6. Reports at the General Meeting**

- Mr. Le Nam Hung, Member of the Board of Directors, Director of the Company presented the Report "Company Summary in 2025 and Operation Plan in 2026".

- Mr. To Kien Cuong, Chairman of the Company's Audit Committee presented the Audit Committee's Report in 2025 and the plan for 2026.

- Mr. To Kien Cuong, Chairman of the Board of Directors of the Company presented the Report of Independent Members of the Board of Directors in 2025.

- Mr. Vu Quang Vinh, Chairman of the Board of Directors presented the Report on the activities of the Board of Directors of Portserco Logistics Joint Stock Company in 2025 and the orientation of operations in 2026.

- Mr. Le Nam Hung, Member of the Board of Directors presented the reports at the General Meeting.

#### **7. Discuss:**

- The shareholders focused on discussing the contents related to the Company's investment, implementing a management model that is synchronous with the investment process, operation mode and accompanying management software system.

- Shareholders request that the Report submitted to the General Meeting should be supplemented with more detailed, specific and highly comparable data, thereby helping shareholders fully and clearly grasp the situation of production and business, finance, investment and governance efficiency of the Company in the reporting period.

- Shareholders also asked the Company's Board of Directors to explain and explain more clearly the cost of unfinished capital construction at Suoi Vuon Dua warehouse.

After listening to the Presidium's presentation and explanation of relevant contents, the General Meeting was highly unanimous and unanimously agreed by all shareholders attending.

**8. Voting results at the General Meeting (according to the attached vote counting minutes)**



**8.1** Voting on the Report on the operation of the Board of Directors of Portserco Logistics Joint Stock Company in 2025 and setting the operation direction in 2026: 99.95% agree with the contents of the Operation Report of the Board of Directors of Portserco Logistics Joint Stock Company in 2025 and setting the operation orientation in 2026.

**8.2** Voting on the Report "Summary of the Company in 2025 and operation plan in 2026": 99.95% agree with the contents of the Report "Summary of the Company in 2025 and the operation plan in 2026".

**8.3** Voting on the Audit Committee's Report in 2025 and the plan for 2026: 99.95% agree with the contents of the Audit Committee's Report in 2025 and the plan for 2026.

**8.4** Voting on the Report of the Independent Member of the Board of Directors: 99.95% agree with the contents of the Report of the Independent Member of the Board of Directors.

**8.5** Voting on the Report to the General Meeting of Shareholders No. 01/2026/TTr-ĐHD dated 18/04/2026 on the Approval of amendments to the Company's Charter of organization and operation: 99.95% agree with the contents of the Report to the General Meeting of Shareholders No. 01/2026/TTr-ĐHD dated 18/04/2026 on the Approval of amendments to the Company's Charter of organization and operation.

**8.6** Voting on the Report to the General Meeting of Shareholders No. 02/2026/TTr-ĐHD dated 18/04/2026 on the 2025 Profit Distribution Plan: 99.90% in agreement with the contents of the Report to the General Meeting of Shareholders No. 02/2026/TTr-ĐHD dated 18/04/2026 on the 2025 Profit Distribution Plan.

**8.7** Voting Report to the General Meeting of Shareholders No. 03/2026/TTr-General Meeting of Shareholders dated 18/04/2026 on the Selection of Audit Unit in 2026: 99.95% agree with the contents at Report to the General Meeting of Shareholders No. 03/2026/TTr-General Meeting of Shareholders dated 18/04/2026 on the Selection of Audit Unit in 2026.

**8.8** Voting on the Report to the General Meeting of Shareholders No. 04/2026/TTr-ĐHD dated 18/04/2026 on the Remuneration of the Board of Directors and the Company's Administrators: 99.95% agree with the contents of the Report of the General Meeting of Shareholders No. 04/2026/TTr-ĐHD dated 18/04/2026 on the Remuneration of the Board of Directors and the Company's Administrators.

**8.9** Voting Report to the General Meeting of Shareholders No. 05/2026/TTr-ĐHD dated 18/04/2026 on the restructuring of the organizational model and optimization of the Company's operational efficiency: 99.95% agree with the contents of the Report of the General Meeting of Shareholders No. 05/2026/TTr-ĐHD dated 18/04/2026 on the restructuring of the organizational model and optimization of the Company's operational efficiency.



**8.10** Voting Report to the General Meeting of Shareholders No. 06/2026/TTr-ĐHD dated 18/04/2026 on the report on the progress of using the proceeds from the additional public offering of shares in 2025 and approving the change in the plan to use this amount: 99.95% agree with the contents of the Report of the General Meeting of Shareholders No. 06/2026/TTr-ĐHD dated 18/04/2026 on the progress report using the proceeds from the additional public offering of shares in 2025 and approving the change in the plan to use this money.

**8.11** Voting on the Report to the General Meeting of Shareholders No. 07/2026/TTr-General Meeting of Shareholders dated 18/04/2026 on the approval of the investment plan to purchase tractors and trailers: 99.38% agreed with the contents at Submission to the General Meeting of Shareholders No. 07/2026/TTr-General Meeting of Shareholders dated 18/04/2026 on the approval of the investment plan to purchase tractors and trailers.

**8.12** Voting on the Report of the General Meeting of Shareholders No. 08/2026/TTr-ĐHD dated 18/04/2026 on the Approval of the plan to offer additional shares to existing shareholders in 2026: 99.38% agreed with the contents at Submission to the General Meeting of Shareholders No. 08/2026/TTr-General Meeting of Shareholders dated 18/04/2026 on the Approval of the plan to offer additional shares to existing shareholders in 2026.

**9. Ms. Duong Thi Minh Phuong, Secretary of the Secretariat, presented the Draft Resolution of the Annual General Meeting of Shareholders in 2026.**

**10. Chairman of the General Meeting approves the Resolution of the Annual General Meeting of Shareholders in 2026:** 100% of shareholders attending unanimously approve the Resolution of the Annual General Meeting of Shareholders in 2026.

The 2026 Annual General Meeting of Shareholders of PORTSERCO Logistics Joint Stock Company ends at 11:30 a.m. on April 18, 2026.

This record consists of 04 pages.

CHAIRMAN OF THE CONGRESS

TM. SECRETARY OF THE CONGRESS



**Vu Quang Vinh**



**Duong Thi Minh Phuong**



### **MINUTES OF VOTE COUNTING**

Today, at 10:40 a.m. on April 18, 2026, at the 2nd Floor of Han River Hotel - No. 14 Ly Tu Trong, Hai Chau Ward, Da Nang City, **the 2026 Annual General Meeting of Shareholders** (AGM) voted on issues at the General Meeting. The vote counting committee consists of:

- |                           |                         |
|---------------------------|-------------------------|
| 1. Mr. Ton Hung Toan      | - Heads of Departments; |
| 2. Mr. Nguyen Thanh Quoc  | - Members;              |
| 3. Ms. Nguyen Thi Hai Van | - Members.              |

Base:

- Enterprise Law;
- Charter of organization and operation of the Company;
- Corporate Governance Regulations.

The vote counting committee counted the votes in accordance with regulations and agreed to make the following minutes:

- Total number of delegates attending the General Meeting: **23** delegates, owning and representing a total of **5,266,160** voting shares, accounting for **100%** of the total voting shares of the Company.
- The total number of votes issued was **23** votes, equivalent to **5,266,160** voting shares.
- The total number of votes collected was **23** votes, equivalent to **5,266,160** voting shares

#### **Content 1. Voting on the 2025 Board of Directors Activity Report; Operational orientation in 2026.**

- The total number of valid votes is **22** votes, equivalent to **5,263,577** voting shares.
- The total number of invalid votes is **01** vote, equivalent to **2,583** voting shares.

Total number of shares and voting ratio		
Endorsement (shares, %)	Disapprove (shares, %)	No Comments (shares, %)
5.263.577 99,95%	0 0 %	0 0 %

#### **Content 2. Voting on the 2025 Business Results Report; Business plan for 2026.**

- The total number of valid votes is **22** votes, equivalent to **5,263,577** voting shares.



- The total number of invalid votes is **01** vote, equivalent to **2,583** voting shares.

Total number of shares and voting ratio		
Endorsement (shares, %)	Disapprove (shares, %)	No Comments (shares, %)
5.263.577 99,95%	0 0 %	0, 0 %

**Content 3. Voting on the Audit Committee's Activity Report in 2025; Operational orientation in 2026.**

- The total number of valid votes is **22** votes, equivalent to **5,263,577** voting shares.
- The total number of invalid votes is **01** vote, equivalent to **2,583** voting shares.

Total number of shares and voting ratio		
Endorsement (shares, %)	Disapprove (shares, %)	No Comments (shares, %)
5.263.577 99,95%	0 0 %	0 0 %

**Content 4. Voting on the Activity Report of Independent Members of the Board of Directors in 2025.**

- The total number of valid votes is **22** votes, equivalent to **5,263,577** voting shares.
- The total number of invalid votes is **01** vote, equivalent to **2,583** voting shares.

Total number of shares and voting ratio		
Endorsement (shares, %)	Disapprove (shares, %)	No Comments (shares, %)
5.263.577 99,95%	0 0 %	0 0 %

**Content 5. Voting on the Report and approving the amendment of the Company's Charter of organization and operation**

- The total number of valid votes is **22** votes, equivalent to **5,263,577** voting shares.
- The total number of invalid votes is **01** vote, equivalent to **2,583** voting shares.



Total number of shares and voting ratio		
Endorsement (shares, %)	Disapprove (shares, %)	No Comments (shares, %)
5.263.577 99,95%	0 0 %	0 0 %

**Content 6. Voting on the Proposal and Profit Distribution in 2025.**

- The total number of valid votes is **22** votes, equivalent to **5,263,577** voting shares.
- The total number of invalid votes is **01** vote, equivalent to **2,583** voting shares.

Total number of shares and voting ratio		
Endorsement (shares, %)	Disapprove (shares, %)	No Comments (shares, %)
5.260.994 99,90%	2.583 0,05 %	0 0 %

**Content 7. Voting on the Proposal and Selection of the audit unit in 2026.**

- The total number of valid votes is **22** votes, equivalent to **5,263,577** voting shares.
- The total number of invalid votes is **01** vote, equivalent to **2,583** voting shares.

Total number of shares and voting ratio		
Endorsement (shares, %)	Disapprove (shares, %)	No Comments (shares, %)
5.263.577 99,95%	0 0 %	0 0 %

**Content 8. Voting on the Proposal and Remuneration of the Board of Directors, the person in charge of corporate governance in 2026.**

- The total number of valid votes is **22** votes, equivalent to **5,263,577** voting shares.
- The total number of invalid votes is **01** vote, equivalent to **2,583** voting shares.



Total number of shares and voting ratio		
Endorsement (shares, %)	Disapprove (shares, %)	No Comments (shares, %)
5.263.577 99,95%	0 0 %	0 0 %

**Content 9. Voting on the Proposal and restructuring the organizational model and optimizing the Company's operational efficiency.**

- The total number of valid votes is **22** votes, equivalent to **5,263,577** voting shares.
- The total number of invalid votes is **01** vote, equivalent to **2,583** voting shares.

Total number of shares and voting ratio		
Endorsement (shares, %)	Disapprove (shares, %)	No Comments (shares, %)
5.263.577 99,95%	0 0 %	0 0 %

**Content 10. Vote on the report on the progress of using the proceeds from the additional public offering of shares in 2025 and approve the change in the plan to use this amount.**

- The total number of valid votes is **22** votes, equivalent to **5,263,577** voting shares.
- The total number of invalid votes is **01** vote, equivalent to **2,583** voting shares.

Total number of shares and voting ratio		
Endorsement (shares, %)	Disapprove (shares, %)	No Comments (shares, %)
5.263.577 99,95%	0 0 %	0 0 %

**Content 11. Vote on the Proposal on the Approval of the Investment Plan for Purchase of Tractors and Trailers.**

- The total number of valid votes is **22** votes, equivalent to **5,263,577** voting shares.
- The total number of invalid votes is **01** vote, equivalent to **2,583** voting shares.

Total number of shares and voting ratio		
Endorsement (shares, %)	Disapprove (shares, %)	No Comments (shares, %)
5.233.577 99,38%	0 0 %	30.000 0,57 %



**Content 12. Vote on the Proposal on Approving the plan to offer additional shares to existing shareholders in 2026.**

- The total number of valid votes is **22** votes, equivalent to **5,263,577** voting shares.
- The total number of invalid votes is **01** vote, equivalent to **2,583** voting shares.

Total number of shares and voting ratio		
Endorsement (shares, %)	Disapprove (shares, %)	No Comments (shares, %)
5.233.577 99,38%	0 0 %	30.000 0,57 %

The vote counting was completed by making a vote counting record at 10:40 a.m. on the same day.

This Record consists of 05 (five) pages, made into 02 (two) copies and has been read, understood and agreed with the contents of the Minutes by all members of the Vote Counting Committee.

**HEAD**



**Ton Hung Toan**

**MEMBERS**



**Nguyen Thanh Quoc**

**MEMBERS**



**Nguyen Thi Hai Van**



**PORTSERCO LOGISTICS JOINT STOCK COMPANY**

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**DOCUMENTATION  
ANNUAL GENERAL MEETING OF SHAREHOLDERS  
YEAR 2026**



*Da Nang, April 2026.*



## DOCUMENT CATALOGUE

### ANNUAL GENERAL MEETING OF SHAREHOLDERS IN 2026

#### PORTSERCO LOGISTICS JOINT STOCK COMPANY

STT	DOCUMENT NAME
1	Invitation to the General Meeting of Shareholders
2	Letter of confirmation of attendance at the General Meeting of Shareholders
3	Power of attendance to attend the General Meeting of Shareholders
4	Agenda of the Annual General Meeting of Shareholders 2026
5	Regulations on organization and operation at the 2026 Annual General Meeting of Shareholders
6	Report on business results in 2025; 2026 Business Plan
7	Work report of the Board of Directors in 2025; Operational orientation in 2026
8	Report on the activities of the Audit Committee in 2025; Operational orientation in 2026
9	Report on the activities of independent members of the Board of Directors in 2025
10	Proposal for approval of amendments to the Company's Charter of organization and operation
11	Report on Annual Profit Distribution 2025
12	Proposal on Selection of Audit Unit in 2026
13	Proposal on Remuneration of the Board of Directors, Person in charge of corporate governance in 2026
14	2025 Report on restructuring the organizational model and optimizing the Company's operational efficiency
15	Report on the progress of using the proceeds from the additional public offering of shares in 2025 and approving the change in the plan to use this amount
16	Report on the Approval of the Investment Plan for Purchase of Tractors and Trailers
17	Proposal on the Approval of the plan to offer additional shares to existing shareholders in 2026





**PROGRAM**  
**ANNUAL GENERAL MEETING OF SHAREHOLDERS IN 2026**  
**PORTSERCO LOGISTICS JOINT STOCK COMPANY**

- \* 07:30 – 08:00: Welcoming delegates
- \* 08:00 a.m.: Official General Meeting
  - Announcement of the number of shareholders attending - Approval of the General Meeting Program.
  - Opening of the Congress.
  - Report on business results in 2025 and Business plan in 2026.
  - Report on the performance of the Board of Directors in 2025; Operational orientation in 2026.
  - Report on the activities of the Audit Committee in 2025; Operational orientation 2026.
  - Report on the activities of independent members of the Board of Directors in 2025.
  - Breaks
  - Shareholders' discussion at the General Meeting.
  - Voting on the following contents:
    - \* All reports presented to the General Meeting of Shareholders;
    - \* Report on the approval of the amendment to the Charter of organization and operation of PORTSERCO Logistics Joint Stock Company;
    - \* Report on the Profit Distribution Plan in 2025;
    - \* Report on Selection of Audit Unit in 2026;
    - \* Report on Remuneration of the Board of Directors and Person in charge of corporate governance in 2026;
    - \* Report on restructuring the organizational model and optimizing the Company's operational efficiency;
    - \* Report on the progress report on the use of the proceeds from the additional public offering of shares in 2025 and approve the change of the plan to use this amount;
    - \* Proposal on the Approval of the Investment Plan for Purchase of Tractors and Trailers;
    - \* Proposal on the approval of the plan to offer additional shares to existing shareholders in 2026.
  - Approving the Resolution of the Annual General Meeting of Shareholders in 2026.
  - Closing.



*Da Nang, April 18, 2026*

**ORGANIZATION AND OPERATION REGULATIONS  
OF THE ANNUAL GENERAL MEETING OF SHAREHOLDERS IN 2026  
PORTSERCO LOGISTICS JOINT STOCK COMPANY**

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Base:

- Law on Enterprises No. 59/2020/QH14 approved by the National Assembly of the Socialist Republic of Vietnam on June 17, 2020 and guiding documents;
- Law No. 03/2022/QH15 amending and supplementing a number of articles of the Law on Public Investment, the Law on Investment in the form of corporate partnerships, the Law on Investment, the Law on Housing, the Law on Bidding, the Law on Electricity, the Law on Enterprises, the Law on Excise Tax and the Law on Enforcement of Civil Judgments on the day of the National Assembly of the Socialist Republic of Vietnam passed on January 11, 2022;
- Law on Securities No. 54/2019/QH14 was approved by the National Assembly of the Socialist Republic of Vietnam on November 26, 2019 and its guiding documents;
- The current Charter of Portserco Logistics Joint Stock Company (**Charter**); and
- Internal Regulations on Corporate Governance of Portserco Logistics Joint Stock Company ("**Governance Regulations**").

The 2026 Annual General Meeting of Shareholders of Portserco Logistics Joint Stock Company is organized and implemented in accordance with the Regulation on the organization of the 2026 Annual General Meeting of Shareholders (hereinafter referred to as the "**Regulation**") as follows:

**CHAPTER I**

**GENERAL PROVISIONS**

**Article 1. Scope and subjects of application**

1. This Regulation applies to the organization of the Annual General Meeting of Shareholders in 2026 (hereinafter referred to as the "**General Meeting of Shareholders**") of Portserco Logistics Joint Stock Company (hereinafter referred to as the "**Company**").
2. This Regulation specifies the rights and obligations of shareholders, authorized persons attending the meeting and parties participating in the General Meeting, conditions and formats for conducting the General Meeting, and how to vote at the General Meeting of Shareholders.
3. Shareholders, persons authorized to attend the meeting and members attending the General Meeting shall comply with the provisions of this Regulation.



## **CHAPTER II**

### **RIGHTS AND OBLIGATIONS OF CONGRESS PARTICIPANTS**

#### **Article 2. Conditions for attending the Congress**

All shareholders and authorized representatives of shareholders who own ordinary shares of the Company according to the list of shareholders closed by the Vietnam Securities Depository and Clearing Corporation on 23/03/2026.

#### **Article 3. Regulations on Authorization to Attend the General Meeting**

1. The authorization of the representative to attend the General Meeting of Shareholders must be made in writing according to the company's form (Form 01-UQ) or in accordance with the provisions of civil law and must clearly state the name of the authorized shareholder, the name of the authorized individual, the organization, the number of authorized shares, Contents of authorization, scope of authorization, duration of authorization, signatures and seals (if any) of the authorizing party and the authorized party as prescribed as follows:
  - In case an individual shareholder is the authorizer, the power of attorney must be signed by such shareholder and the authorized person attending the meeting;
  - In case the authorized representative of the shareholder is an organization that is the authorizing person, the power of attorney must be signed by the authorized representative, the legal representative of the shareholder and the authorized person attending the meeting;
  - In other cases, the power of attorney must be signed by the legal representative of the shareholder and the person authorized to attend the meeting.
2. In cases where the authorization is made in contravention of regulations, the Chairman of the General Meeting shall have the sole discretion to decide the validity of such authorization.
3. An individual/organization may act as an authorized representative of one or more shareholders.
4. The person authorized to attend the General Meeting of Shareholders must submit a written authorization before registering to attend the meeting.
5. Shareholders and authorized parties attending the meeting are responsible for the powers and obligations of each party and the legal validity of the power of attendance documents and letters of introduction to attend the General Meeting. The Company is not responsible for any lawsuits or complaints related to the authorization of shareholders.

#### **Article 4. Rights and obligations of shareholders attending the General Meeting**

##### **1. Rights of shareholders**

- To directly attend or authorize others to attend the congress meeting with written authorization.
- When attending the General Meeting of Shareholders, each shareholder/shareholder's representative will receive 01 voting card, 01 voting slip with the corresponding number of shares after registering to attend the General Meeting with the Shareholder Eligibility Examination Committee.



- To have the right to speak, discuss and vote on all matters under the jurisdiction of the General Meeting of Shareholders in accordance with the provisions of the Law on Enterprises, other relevant legal documents and the Company's Charter.
- The Organizing Committee informed of the contents, program of the Congress and attached documents.
- To distribute the accompanying documents, contents and programs of the Congress.
- Shareholders and persons authorized to attend the meeting late when the General Meeting has not yet ended have the right to register and participate in voting right at the General Meeting for issues that have not yet been voted, then the Chairman is not responsible for stopping the General Meeting to allow shareholders to register and the validity of the votes conducted before will not be affected.
- Shareholders or groups of shareholders owning 05% or more of the total ordinary shares have the right to propose issues to be included in the General Meeting Program. The proposal must be in writing and sent to the Company at least 03 working days before the opening date. The petition must clearly state the name of the shareholder, the number of each type of shares of the shareholder, and the issue proposed to be included in the General Meeting Agenda.

## **2. Obligations of shareholders when attending the General Meeting**

- Shareholders or authorized persons to attend the General Meeting must complete the procedures for registering to participate in the General Meeting with the Shareholder Eligibility Examination Board/Organizing Committee of the General Meeting and present the following documents:

### **Individuals attending:**

- + Notice of Invitation to Meeting (Invitation Letter).
- + Power of attendance to attend the General Meeting (if authorized).
- + Citizen ID card/Passport of the meeting participant (shareholder or authorized person).

### **Participants:**

- + Business Registration Certificate/Enterprise Registration Certificate/ Establishment and Operation License (valid copy).
  - + Decision of the legal representative to appoint a person to attend the General Meeting of Shareholders or Power of Attorney to attend the General Meeting.
  - + Citizen identity card/passport of the meeting participant (legal representative or authorized person).
- 
- Strictly comply with the provisions of the Law on Enterprises, the Company's Charter and this Regulation;
  - Strictly abide by the rules at the General Meeting of Shareholders, respect the results of work at the General Meeting. Shareholders are responsible for studying the documents sent in the invitation letter, documents posted on the Company's official website and documents broadcast live at the General Meeting;



- Dress modestly; do not smoke; do not speak privately during the Congress;
- Register to speak at the Congress as prescribed, comply with the speech time and speech content within the Congress program, respect the Congress Chairman's control;
- The audio and video recording of the Congress must be publicly announced and approved by the Chairman of the Congress;
- There must be no acts of obstructing or disrupting order to prevent the meeting from being conducted in a fair and lawful manner;
- Do not disrupt or obstruct the normal development of the Congress;
- Self-financing expenses for attending the Congress (such as transportation, meals, rest, etc.)
- Provide information about related persons or persons with interests related to shareholders at the request of the Company.

#### **Article 5. Rights and obligations of the Chairman of the Congress**

1. The General Meeting of Shareholders will be chaired by the Chairman of the Board of Directors to conduct the General Meeting.
2. The Chairman shall decide on the order, procedures and events arising outside the Congress Program. The Chairman of the General Meeting may postpone the General Meeting when there is a consensus or request of the General Meeting of Shareholders when there is a sufficient number of delegates attending the meeting.
3. The chairperson has the right to request all participants to undergo inspection or other lawful and reasonable security measures.
4. The chairperson has the right to request the competent agency to maintain the order of the meeting; expel persons who do not comply with the Chairman's executive powers, intentionally disrupt order, obstruct the normal progress of the meeting, or fail to comply with security inspection requirements from the Congress.
5. The Chairman has the right not to reply or only record the comments of shareholders if the contents of contributions and proposals are outside the contents of the General Meeting's consultation.
6. The Chairman appoints the Secretariat of the Congress.
7. The Chairperson has the right to postpone the meeting of the General Meeting when there are sufficient number of people registered to attend the meeting as prescribed, not exceeding 03 days from the date of the intended opening of the meeting and may only postpone the meeting or change the meeting location in the following cases:
  - The meeting venue does not have enough convenient seating for all attendees;
  - The means of communication at the meeting venue do not ensure the participation, discussion and voting of shareholders attending the meeting;
  - There are people attending the meeting to obstruct or disrupt the order, risking making the meeting not conducted fairly and legally.



#### **Article 6. Rights and obligations of the Secretariat of the Congress**

1. The Secretariat of the Congress shall be appointed by the Chairman.
2. The duties of the Secretariat include:
  - Making the minutes of the General Meeting;
  - Drafting Resolutions on issues approved by the General Meeting and sending the dossiers and results of the General Meeting to shareholders;
  - Presenting to the Congress the Minutes and Resolutions of the Congress;
  - Proceed to distribute the shareholders' statement registration form (if any);
  - Other tasks as assigned by the Chairman.

#### **Article 7. Rights and obligations of the Shareholder Status Examination Board**

The Shareholder Eligibility Examination Committee consists of 01 Head and members decided by the Chairman of the Board of Directors, with the following functions and tasks:

1. Check the eligibility of shareholders or authorized representatives of shareholders to attend the meeting;
2. Distribute to shareholders or authorized persons attending the meeting 01 voting card, 01 voting slip and other relevant meeting documents;
3. Report to the General Meeting on the results of checking the eligibility of shareholders to attend the General Meeting of Shareholders at the following times: Before the opening of the General Meeting; Before each vote of the General Meeting, if there is a change in the number of shareholders registered to attend the General Meeting (Late shareholders register to attend the meeting).
4. Perform other tasks assigned by the Organizing Committee of the Congress or the Chairman of the Congress.

#### **Article 8. Rights and obligations of the Vote Counting Committee**

1. The Vote Counting Committee consists of 01 Head and members nominated by the Chairman of the General Meeting and approved by the General Meeting of Shareholders in the form of holding up a voting card directly at the General Meeting.
2. The Vote Counting Committee has the following tasks:
  - Instruct shareholders to vote.
  - Counting the number of voting cards in favor/disapproval/no opinion at the General Meeting when asking for opinions of the General Assembly on voting issues with voting cards.
  - Collect and check the validity of voting papers after the congress votes and count votes;
  - Make a record of counting votes and announce before the General Meeting the voting results.
  - Solve questions and complaints of shareholders about voting.
  - All work of inspecting, making records and announcing vote counting results, the Vote Counting Board must be honest and accurate and take responsibility for such results.



## **CHAPTER III**

### **FORMAT OF CONDUCTING THE CONGRESS**

#### **Article 9. Conditions for conducting the Congress**

1. The General Meeting of Shareholders is held when the number of shareholders attending the meeting represents more than 50% of the total voting shares according to the list of Portserco Logistics Joint Stock Company closed by the Vietnam Securities Depository and Clearing Corporation on March 23, 2026. In case more than 30 minutes from the time of opening of the General Meeting stated in the agenda of the meeting sent to shareholders but the number of shareholders registered to attend the General Meeting does not fully represent more than 50% of the total voting shares according to the list of shareholders made at the time of closing the list of shareholders, the meeting shall be considered insufficient conditions for conduct.
2. In case the General Meeting is not eligible to be conducted according to the above provisions, the convening and conducting the next General Meetings shall be conducted in accordance with the provisions of the Company's Charter and the Law on Enterprises.

#### **Article 10. Contents of the Congress**

1. The Congress will take place in accordance with the order of the program approved by the Congress.
2. The General Meeting of Shareholders will in turn discuss and approve the contents of the General Meeting program in the form of voting specified in this Regulation.
3. The Congress closes after the Minutes of the Congress are approved.

#### **Article 11. Speech at the General Meeting**

Shareholders or authorized representatives attending the meeting have the right to participate in contributing opinions in the discussion of the General Meeting. When expressing opinions, they must raise their voting cards or register to speak. The chairman shall base on the time of the meeting agenda to arrange the statements of shareholders. The Chairman may give priority to shareholders who register to speak in advance and have opinions related to the meeting agenda. The content of the speech should be concise and consistent with the content being discussed at the Congress. Shareholders shall not restate the opinions expressed by other shareholders and only those expressed in accordance with the content of the General Meeting agenda shall be considered for recording in the Minutes of the meeting.

#### **Article 12. Approval of the decision at the General Meeting**

The issues of the General Meeting shall be approved after the approval of the shareholders or authorized persons to attend the meeting in person at the General Meeting at the rate specified in the Company's Charter.

#### **Article 13. Vote counting minutes**

1. After counting votes, the vote counting committee must make a record of vote counting.
2. The vote counting record must contain the following principal contents:
  - Time and place of making the record of vote counting;



- Composition of the Vote Counting Committee;
  - Total number of shareholders present and authorized representatives at the General Meeting. The total number of votes that have participated in voting, distinguishing the number of valid votes and the number of invalid votes.
  - Voting results for each issue;
  - Signatures of members of the Vote Counting Committee.
3. The full text of the vote counting record must be announced by the Vote Counting Committee before the Congress and recorded in the Resolution of the Congress.

#### **Article 14. Minutes of the General Meeting of Shareholders**

All contents at the General Meeting of Shareholders are recorded by the Secretary of the General Meeting. The minutes of the meeting are read and approved before the close of the meeting and are kept in the documents of the Company's General Meeting of Shareholders.

#### **Article 15. Resolution of the General Meeting of Shareholders**

- Based on the results at the General Meeting, the Chairman shall issue a Resolution of the General Meeting of Shareholders on the issues approved by the General Meeting.
- Shareholders have the right to request the Court or Arbitrator to consider or cancel part or all of the decisions of the General Meeting of Shareholders in accordance with the provisions of the Law on Enterprises

### **CHAPTER IV**

#### **VOTING AT THE GENERAL MEETING**

##### **Article 16. Voting Cards and Ballots**

###### **1. Voting cards**

- Voting cards stamped with the Company's seal issued by the Company to shareholders or authorized representatives of shareholders attending the meeting.
- Valid voting card: is a voting card issued by the Company, clearly stating the name of the shareholder/shareholder's representative, CCCD/Passport/Business registration number, number of shares owned/owned by the owner's representative, with the Company's seal. Voting cards must not be erased, deleted or modified.
- The number of shares with voting rights is calculated according to the total number of shares owned/owned by the owner's representative.

###### **2. Voting**

- The Company's stamped voting slip is issued by the Company to the shareholders or authorized representatives of the shareholders attending the meeting. The voting slip is inscribed with the name of the shareholder, the owner's ownership registration number, the number of voting shares, the voting content and other technical factors to help the vote counting be accurate and convenient



- The number of voting shares is calculated according to the total number of shares owned/owned by the owner's representative
- Invalid Ballots will not be counted, including:
  - + The voting slip does not follow the form issued by the Organizing Committee and does not bear the Company's seal;
  - + The ballot papers are torn, bricked, erased or repaired;
  - + The voting slip contains other information and symbols, leading to the vote counting committee not being able to determine the voters' opinions;
  - + If the voting slip contains many different opinions in the same voting content, such voting part is invalid;
  - + The slip does not have the signature of the shareholder/authorized person;
  - + Blank slips.

#### **Article 17. Format of voting to approve decisions at the General Meeting**

The voting of issues at the Congress, as the case may be, shall be carried out in the following forms:

##### **1. Vote directly by Voting Card.**

- The General Meeting of Shareholders votes by voting cards on the following issues:
  - + Adopting the Congress Program;
  - + Approving the Regulation on organization and operation of the Annual General Meeting of Shareholders in 2026;
  - + Through Reports; Report at the Congress;
  - + Approving the Minutes and Resolutions of the Congress.
- Voting is conducted by counting the number of voting shares when shareholders approve, then counting the number of voting shares when shareholders disapprove, and finally counting the number of voting shares when shareholders have no opinion.
- Voting results are calculated according to the percentage between the total number of shares of valid voting cards and the total number of shares of all shareholders and authorized representatives of shareholders attending and voting at the General Meeting.

##### **2. Voting in the form of voting.**

- The General Meeting voted by voting: There is no content voted by voting.
- The voting contents recorded in the Voting Form will be voted by shareholders/authorized representatives of shareholders by choosing one of the options: Approve or disapprove or have no opinion on each content to be consulted.
- Shareholders vote according to the following principles:
  - + Voting shall commence at the behest of the Chairman of the meeting or the Head of the Vote Counting Committee and end when the last shareholder casts their vote in the ballot box or



after 30 (thirty) minutes from the time of commencement of voting, whichever comes first. After the voting is over, the ballot box will be sealed.

- + Shareholders or authorized representatives of shareholders vote by selecting one of the voting opinions: Approval, Disapproval or No Opinion and mark (X) or (V) for each voting content at the General Meeting, sign and specify their full name and submit to the Vote Counting Committee.
- + The counting of votes is conducted as soon as the voting is over and the ballot box is sealed.
- Voting results: Voting results are calculated according to the percentage between the total number of shares of valid voting slips sent to the Vote Counting Committee and the total number of shares of all shareholders and authorized representatives of shareholders attending and voting at the General Meeting
- The voting for each content to be approved in the voting slip is independent of each other and the validity of the voting part of this content does not affect the validity of other voting contents.
- In case the shareholder in the process of recording the voting slip is mistaken, provided that it has not been put into the ballot box and the voting time limit has not expired, he or she is entitled to directly meet the head of the vote counting committee to request for the replacement of the voting slip in order to ensure the interests of shareholders.

#### **Article 18. Stipulating the counting of votes for the form of voting by voting.**

##### **1. Organization of vote counting**

The vote counting committee shall count the votes according to the following regulations:

- The counting of votes must be conducted by the Vote Counting Committee in a closed room immediately after the voting is over.
- The vote counting committee may use electronic technical means in counting votes.
- Check the validity of the Voting Paper.
- The vote counting committee does not cross out or correct the voting slip.

##### **2. Announcement of vote counting results**

After the vote counting process is completed, the Head of the Vote Counting Committee on behalf of the Vote Counting Committee reads the minutes of vote counting results before the Congress.

## **CHAPTER V**

### **MISCELLANEOUS**

#### **Article 19. In case the organization of the congress fails**

1. In case the first meeting is not eligible to be held under the provisions of Clause 1, Article 9 of this Regulation within 30 minutes from the time of fixing the opening of the meeting, the convener of the meeting shall cancel the meeting. The congress may be convened for the second time within 30 days from the date on which the first meeting is planned. The meeting of the Second General Meeting shall be held when the number of shareholders attending the meeting represents at least 33% of the total votes.



2. In case the second convened meeting is not eligible to be held as prescribed in Clause 1 of this Article within 30 minutes from the time of fixation of the opening of the congress, the third meeting may be convened within 20 days from the date of the intended second meeting. In this case, the meeting of the General Meeting shall be conducted regardless of the total number of votes cast by the shareholders attending the meeting.

## **CHAPTER VI**

### **IMPLEMENTATION PROVISIONS**

#### **Article 20. Enforcement effect of the Regulation:**

This Regulation consists of six (06) Chapters, twenty (20) Articles and takes effect immediately after being voted and approved by the General Meeting of Shareholders.

**TM. BOARD  
CHAIRMAN**



**VU QUANG VINH**

*Da Nang, April 18, 2026*

**REPORT**  
**"Summary of the Company in 2025 and the operation plan in 2026"**

**A- Summary in 2025**

**I/ Business figures in 2025**

TT	Chỉ tiêu	KH 2025	TH 2025	TH 2024	SS TH 2025 với	
					KH 2025	TH 2024
1	Doanh thu	150,000,000,000	175,501,698,579	130,345,405,403	117.0%	134.6%
2	Lợi nhuận trước thuế	3,750,000,000	3,908,366,895	2,355,885,711	104.2%	165.9%

• **Business Unit Details**

TT	Đơn vị kinh doanh	Doanh thu	Kết quả
1	Đại lý vận tải	49,407,238,059	4,018,410,552
2	Kinh doanh vận tải	59,760,813,906	1,903,771,629
	<i>a-Vận tải hàng hóa</i>	<i>21,186,657,066</i>	<i>737,935,422</i>
	<i>b-Vận tải bauxite</i>	<i>38,574,156,840</i>	<i>1,484,851,760</i>
	<i>c-Xưởng cơ khí</i>	<i>-</i>	<i>(319,015,553)</i>
3	Thương mại	62,889,331,499	2,320,151,842
	<i>a-Dầu DO</i>	<i>47,724,484,226</i>	<i>1,734,813,695</i>
	<i>b-Castrol</i>	<i>13,697,091,198</i>	<i>473,915,214</i>
	<i>c-Lốp + Vật tư</i>	<i>1,467,756,075</i>	<i>111,422,933</i>
4	Kinh doanh kho	3,444,315,115	386,395,040
	<b>Chi phí QLDN (642)</b>	<b>-</b>	<b>(2,462,200,731)</b>
	<b>CỘNG</b>	<b>175,501,698,579</b>	<b>3,098,175,926</b>
5	Doanh thu tài chính		7,556,724
6	Lãi hoạt động KD		3,105,732,650
	Thu khác		1,180,207,003
	Chi khác		377,572,758
7	Lãi khác		802,634,245
8	Lãi kế toán trước thuế		3,908,366,895
9	Thuế phải nộp		991,545,017
10	Lợi nhuận sau thuế		2,916,821,878



- Revenue in 2025 will reach VND 175.5 billion, up 17% compared to the 2025 plan and up 34.6% compared to 2024.
- Profit before tax in 2025 will reach VND 3.9 billion, up 65.9% compared to 2024. Profit after tax in 2025 is equal to 104.2% of the plan of VND 3.75 billion (2.5% of the planned revenue in 2025).
- Traditional transportation business activities maintained stability, slightly increasing container transportation. The combined cargo transport volume in 2025 will be 352,634 tons and 9,947 teus.
- The project to transport bauxite ore from Laos to Vietnamese ports (Chu Lai, Chan May) will be implemented from 04/2025 (08 vehicles) – June (21 vehicles) – July (35 vehicles) – from September (50 vehicles). Transportation volume reached 61,595 tons, revenue reached 38.57 billion VND. The project is basically implemented on schedule.
- Diesel fuel production reached 3,329,198 liters, an increase of 28% compared to the 2025 production plan (2,600,000 liters) and a growth of 35.8% compared to 2024.
- Implementing the Resolution of the Board of Directors, the Company changed the direction of commercial activities from distributing Castrol lubricant products to trading in products and supplies for transportation (tires, tweezers, other materials). Initial sales were well implemented.

## **II/ Results of management work**

- Focus on market and customer work: keep traditional customers, increase the market share of container transportation from Laos - Tien Sa through Lao Bao border gate; timely conversion of bauxite transportation contracts to avoid interruption of the project; to facilitate the transformation of the business group of materials and warehouse business.
- Adjusting the organizational structure in accordance with the new business model: establishing an operation team, a material trading department, a material warehouse department, and a mechanical workshop.
- Adjusting the operation, accounting and cost management of the Company's fleet corresponding to the new scale (nearly 80 means of transport): work processes, report forms, repair costs, consumables; the process of buying and selling, managing materials...
- Perform the work of accounting, apply norms and allocate expenses in accordance with current accounting standards.
- Balancing and arranging capital; proposing to select funding sources for the Company's investment projects in 2025.

## **III. Investment and liquidation of vehicles**

- Continue to complete procedures with the authorities to adjust the land lease contract and make a Land Use Right Certificate at the km2 general warehouse area on Yet Kieu Street, Son Tra Ward, Da Nang City.



- To invest in ore transportation vehicles according to the Resolution of the Board of Directors. The number of new vehicle investments in 2025 is 50 sets (tractor + remooc). The company has well managed the progress of the entire investment process (procurement, registration, license application, driver recruitment, etc.) to ensure that the vehicle is put into operation quickly, not to waste time.
- Liquidate 05 vehicles including 04 tractors and 01 25-ton wheeled crane.

#### IV/ Personnel work

Vị trí công việc		Năm 2024	Năm 2025	
			Số lượng	Ghi chú
BGĐ	Giám đốc	1	1	
	Giám đốc	2	2	
	Phó giám đốc	1	1	
Vận hành	Điều độ	1	1	
	Hiện trường	2	2	
	Vận hành vận tải/quặng	2	3	
QLHĐ	Phó phòng Kinh doanh	1	1	
	Thương vụ	-	-	Kiểm nhiệm
	Nhân viên thủ tục	1	1	
	Quản lý vật tư	-	-	Kiểm nhiệm
	Mua hàng	-	1	
	Bán hàng vật tư	2	-	Kiểm nhiệm
	Quản lý kho hàng	4	3	Chuyển 1 về kế toán
	Cửa hàng xăng dầu	3	3	
Kế toán	Kế toán trưởng	1	1	
	Kế toán tổng hợp	1	1	
	Kế toán vận tải hđ	1	1	Kiểm nhiệm thêm
	Kế toán vận tải (xe Công ty)	1	1	
	Kế toán vật tư	-	1	
Tổng hợp	Nhân viên hành chính	1	1	
	Nhân viên nhân sự	-	1	Bổ sung
	Bảo vệ	3	3	
Xưởng Cơ khí	Nhân viên kỹ thuật	1	2	
	Công nhân cơ khí	1	3	Lập Xưởng
Lái xe	Công nhân lái xe	17	63	
<b>Tổng cộng</b>		<b>47</b>	<b>97</b>	

- The Company transfers and reassigns tasks to the Company's employees to meet the new job requirements. In 2025, labor productivity will increase by 34.6%, but the total indirect personnel will only increase by 1 person (1/27 employees = 3.7%).
- Recruit new personnel in a timely and appropriate manner to meet job requirements. Especially noting the recruitment of drivers in 2025.



- Implementing the regimes of salaries, bonuses, social insurance, health insurance, unemployment insurance, health insurance, hazardous allowances, occupational safety and health, etc. for all employees in the Company.
- From 07/2025, the Company will adjust the salary for all employees in the indirect sector, serving an increase of 15%.
- The Company's employees comply with the Internal Rules and Labor Discipline; improve the level of concentration in handling tasks.

#### **V/ Other work**

- Implementing the Regulation on grassroots democracy at the workplace. Regularly organize dialogues and exchanges directly with employees in the Company.
- Maintain well the operation of socio-political organizations in the unit.
- Organize periodic briefings; meetings and consultations to settle arising work contents in a timely manner.
- Participating in social and charity work; membership work at professional associations.

### **B- Business plan in 2026**

The results of production and business activities in 2025 have recorded many positive signals in terms of finance, corporate governance and employee welfare. The company has also received great attention and investment from the General Meeting of Shareholders, and at the same time inherited the management system and brand value of PORTSERCO. These are important premises for the Company to create a solid foundation for development in the coming period.

Entering 2026, the global political and economic context is forecast to still have many potential uncertainties; wars and conflicts between countries continue to develop complicatedly. These factors can cause oil prices to rise, thereby directly and immediately impacting transportation costs - the Company's main business area. However, the volatile context is also a motivation for businesses to innovate governance and improve adaptive capacity; optimizing costs, strengthening competitiveness; gradually transforming difficulties into opportunities for sustainable development.

On the basis of 2025 data and analysis of the business environment, the Company's Director develops operational plans for 2026 as follows:

#### **1/ The Company's financial targets in 2026**

- Sales: 250 billion VND.
- Profit before tax: from 3% to 3.5% of revenue

## **2/ Related work content**

### ***2.1 Existing production***

- Traditional general cargo transportation: 410,600 tons
- Container Freight: 9,996 teus
- Transportation of bauxite ore: 130,000-135,000 tons/year.
- Fuel trading volume (at petrol stations): 3,500,000 liters/year.
- Tire trading volume: 4,800-5,400 units/year.

### ***2.2 Continue to implement the vehicle investment project according to the Resolution of the General Meeting of Shareholders in 2025 and the decision of the Board of Directors of the Company***

- Investment in *means of transporting coal ore* from Laos to Vietnamese ports: expected to be 20-25 vehicles.
- Time: expected to be completed from the second quarter of 2026.
- Expected output: 50,000-65,000 tons/year.

### ***2.3 Market and customer affairs***

- Continue to maintain relationships with traditional customers (general cargo groups, textile and garment containers, Laos containers).
- Develop a proactive plan in the exploitation of ore transport vehicles (bauxite, coal) in response to unfavorable weather and the implementation phase of the National Highway 14D renovation project.
- Find customers who transport goods in combination with ore routes.
- Sales policy for commercial customers (diesel, tires, tweezers, other supplies...).
- Exploiting part of the container yard at the km2 Yet Kieu warehouse project.

### ***2.4 Workflow Improvement***

- The process of management and operation of vehicles.
- Repair Procedure.
- The process of importing and exporting materials inventory.

### ***2.5 Finance and accounting work***

- Accounting for expenses for fleet management.
- Manage cash flow and capital sources.
- Debt recovery and handling of outstanding bad debts.

### ***2.6 Organization and personnel***

- Propose a new organizational model in line with the Company's business strategy.

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- Submit a proposal for a general salary policy and have a roadmap for application.
- Recruitment: drivers, mechanical workshop workers, other indirect positions in accordance with the Company's operational situation.

### **3/ Some other preparations in 2026**

#### ***3.1 The Company's general warehouse project at km2 Yet Kieu, Son Tra ward, Da Nang city***

- Continue to work with relevant authorities of Da Nang City to complete the procedures for granting the Land Use Right Certificate.
- Make a detailed design for the entire project. Apply for a construction permit to have a basis to report to the Board of Directors of the Company to invest in and exploit the remaining water surface.

#### ***3.2 Vehicle work***

- Invest in replacing old vehicles with a service life of more than 10 years and vehicles that often encounter technical problems
- Liquidate old supplies and equipment not used at the Company.

#### ***3.3 Implement the work steps to implement the policy of investment in expanding business lines, increasing the scale of the Company to become a large-scale logistics enterprise.***

#### ***3.4 Management***

- Digital transformation and technology application in operation management.
- Internal recruitment and training to improve professional and managerial capacity. Including: management skills training for the Board of Directors, department leaders, professional training, soft skills for the Company's employees; classes, fostering legal knowledge for the group of drivers and transport managers.
- Standardize company regulations. Review your workflows.
- Maintain policies and welfare regimes for employees; coordinate with socio-political organizations in the Company to create a good working environment and build corporate culture.
- Social security work, local activities.


**COMPANY DIRECTOR**  
  
**LE NAM HUNG**





*Da Nang, April 18, 2026*

**AUDIT COMMITTEE REPORT 2025  
AND 2026 PLAN**

**To: Shareholders**

Pursuant to the powers and tasks of the Audit Committee specified in the Law on Enterprises, the Company's Charter, the Regulation on Operation of the Audit Committee of PORTSERCO Logistics Joint Stock Company and current regulations, the Audit Committee would like to report to the General Meeting of Shareholders on the performance of the Audit Committee in 2025 and the plan for 2026 as follows:



**A. PERFORMANCE OF THE AUDIT COMMITTEE IN 2025**

**I. ABOUT HUMAN RESOURCES**

In 2025, the Board of Directors has decided to establish an Audit Committee according to the corporate governance model approved by the General Meeting of Shareholders in 2025. The Audit Committee consists of 02 members and has not changed in the past year, including:

TT	Full name	Position
01	To Kien Cuong	Chairman
02	Nguyen Tat Long	Members

**II. ACTIVITIES OF THE AUDIT COMMITTEE IN 2025**

- Appraisal and evaluation of the effectiveness of business plans, monitoring of the Company's business activities;
- Directly and coordinate with the Company's functional departments, check the compliance with the provisions of the law, the Charter, the resolutions of the General Meeting of Shareholders, the resolutions of the Board of Directors and the Internal Management Regulations of PORTSERCO Logistics Joint Stock Company;
- Notify the results of the internal audit and propose solutions to the Board of Directors.



- Appraisal of business result statements, financial statements and other periodic reports. Analyze and evaluate the financial situation, operational efficiency, ability to preserve and develop capital and material risks;
- Propose measures to remedy errors in accounting. Proposing the handling of violations, supervising, evaluating and monitoring activities to remedy the detected shortcomings;
- Participate in giving opinions on business administration orientation, financial management and completing management regulations for the Board of Directors and the Board of Directors;
- Periodically implement and send reports with many specific recommendations as prescribed in the regulations of the Internal Audit Committee to the Board of Directors and Directors of the company.
- Members of the Audit Committee perform their duties honestly, carefully and without obstructing the Company's production and business activities.

### III. RESULTS OF SUPERVISION

1. The Company's affiliated units have complied with the provisions of law, the company's charter and the company's governance regulations.
2. The quality of goods, products and services, fuel consumption norms, repairs, investment in the procurement of fixed assets must ensure compliance with the quality management process according to the Company's ISO 9001-2015 standards and the norms prescribed by the Company.
3. Examination and appraisal of semi-annual financial statements and 2025 financial statements:
  - The recording and archiving of documents, accounting information systems and accounting books of the Company shall be carried out truthfully, fully and on time in accordance with current regulations and in accordance with accounting standards, accounting regimes and relevant legal provisions;
  - Failure to detect material errors that may distort the results of financial statements;
  - Transactions with related parties are strictly examined and fully explained and no irregularities are detected in these transactions;
  - There are no changes in management that materially affect the financial position and financial statements.
  - The basic financial indicators according to the Company's financial statements are correct.
4. Evaluate the results of the implementation of the Company's business plan in 2025:

TT	Criteria	FY 2025 (VND)	TH 2025 (VND)	TH2024 (VND)	SS TH 2025 with	
					FY 2025	TH 2024
1	Revenue	150.000.000.000	175.501.698.579	130.345.405.403	117%	134,6%



2	Profit before tax	3.750.000.000	3.908.366.895	2.355.885.711	104,2%	165,9%
3	EPS		922			

#### 5. Supervision results for the Executive Board:

In 2025, the logistics market will have many fluctuations, the context of the country's economic and political situation will be volatile, especially the objective difficulties of natural disasters and floods that have peaked in decades. However, the Board of Directors has had many effective solutions in the business plan, especially promoting sales, changing market segments, expanding business segments, as well as closing ineffective business segments. As a result, it has improved business results, exceeding the Company's business plan.

In 2025, the Board of Directors has also strengthened effective cash flow management measures, ensuring stable liquidity in the context of many economic fluctuations. Capital mobilization is implemented flexibly and in a timely manner.

#### 6. Regarding independent audit units:

AAC Auditing and Accounting Co., Ltd. was selected by the General Meeting of Shareholders as an independent auditor for the Company that has fully performed its tasks under the contract. Ensure reliability, honesty and quality audit reports.

### IV. RECOMMENDATIONS OF THE INTERNAL AUDIT COMMITTEE

#### 1. To propose the Executive Board to the following contents:

- Review, improve and apply the quality management system according to ISO 9001-2015 standards. In particular, it is necessary to assess risks that contribute to improving business efficiency in a sustainable way.
- Focus on market and sales work, focusing on high-efficiency segments on the basis of ensuring the supply chain.
- Closely monitor the debt recovery situation; inventory and price fluctuations to have a plan for effective use of capital.
- Applying information technology to improve the quality of services and business efficiency of the Company.

#### 2. To propose the Board of Directors:

- Continue to promote the role of the Audit Committee in controlling finances, controlling operations, and controlling compliance with the management system of the Company's departments and branches.
- Investigate and study the development of the Logistics market in order to have a timely development strategy to grow market share in a reasonable way.





## **B- PLAN OF THE AUDIT COMMITTEE IN 2026**

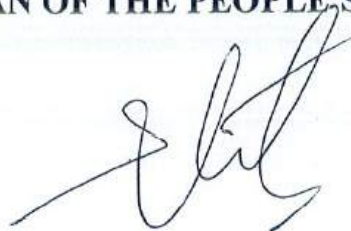
Pursuant to the tasks of the Audit Committee specified in the Charter, the Regulation on organization and operation and relevant regulations, the operation plan of the Audit Committee in 2026 is as follows:

- Strictly comply with the Operating Regulations of the Audit Committee, the Operation Charter of PORTSERCO Logistics Joint Stock Company and the provisions of law to fully perform their duties.
- Advise the Board of Directors and the Executive Board on issues related to the establishment and operation of management processes, risk management processes to ensure efficiency and high performance.
- Make a plan to inspect and evaluate the effectiveness of management and control processes.
- Closely coordinate with the Board of Directors, the Board of Directors as well as functional departments and affiliated units to provide professional guidance, inspect and supervise activities in order to detect violations and shortcomings early to advise the Board of Directors to make timely corrections.
- Always maintain the role of an independent observer to ensure that the Company's activities always comply with the law, business ethics and the Company's operating regulations.

Above is the report on the activities of the Audit Committee of PORTSERCO Logistics Joint Stock Company in 2025 and the plan for 2026. Respectfully submitted to the General Meeting of Shareholders for approval.

Sincerely report ./.

**TM. AUDIT COMMITTEE**  
**CHAIRMAN OF THE PEOPLE'S COMMITTEE**



**To Kien Cuong**

**PORTSERCO LOGISTICS JOINT  
STOCK COMPANY**



**No. 01/BC-TVHDQTDL**

**SOCIALIST REPUBLIC OF VIETNAM**

Independence - Freedom - Happiness

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*Da Nang, April 18, 2026*

## **INDEPENDENT BOARD MEMBER'S REPORT**

### **At the Annual General Meeting of Shareholders in 2026**

Dear Shareholders,

As an independent member of the Board of Directors, I would like to present the following report on monitoring and evaluation activities in 2026:

#### **1. Roles and principles of operation:**

- In the past year, I have carried out the task on the basis of:
  - + Independence, objectivity and transparency.
  - + Protect the legitimate interests of all shareholders, especially minority shareholders.
  - + Supervise the activities of the Board of Directors (BOD) and the Executive Board.

#### **2. Supervision activities:**

- Fully participate in Board of Directors meetings, contribute opinions on important decisions.
- Review financial statements, business plans and related transactions.
- Monitoring the implementation of resolutions of the General Meeting of Shareholders and the Board of Directors.
- Monitor transactions with stakeholders to ensure transparency and regulatory compliance.

#### **3. Evaluation of the activities of the Board of Directors and the Executive Board:**

- Board of Directors: Operate in accordance with its functions, make decisions in accordance with the development orientation.
- Executive Board: Effectively implement business plans, have flexibility in operation.
- The Company maintains an internal control system and risk management at a reasonable level.

#### **4. Evaluation of corporate governance:**



- Comply with legal regulations and the Company's charter.
- Enhance information transparency and timely information disclosure.
- Progress has been made in applying good governance practices.

**5. Recommendations:**

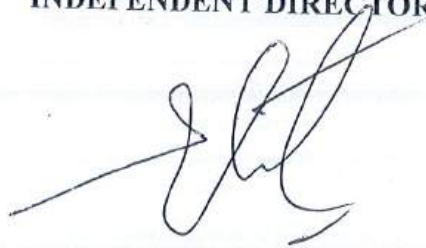
- To improve operational efficiency in the coming time, I propose:
  - + Continue to improve the risk management and internal control system
  - + Improve the quality of information disclosure according to international standards
  - + Strengthen the role of committees under the Board of Directors (if any)
  - + Promote sustainability strategy and ESG governance

**6. Conclusion:**

- I assess that in 2025, the Board of Directors and the Board of Directors have performed their tasks well, ensuring the interests of the company and shareholders. I will continue to perform an independent and objective role to improve the quality of governance and operational efficiency of the Company.

*Thank you very much.*

**INDEPENDENT DIRECTOR**

A handwritten signature in black ink, consisting of stylized, overlapping loops and strokes, positioned below the title 'INDEPENDENT DIRECTOR'.

**TO KIEN CUONG**

Da Nang, April 18, 2026

**REPORT ON THE ACTIVITIES OF THE BOARD OF DIRECTORS  
AT THE ANNUAL GENERAL MEETING OF SHAREHOLDERS IN 2026**

**Dear Shareholders,**

The Board of Directors (BOD) of PORTSERCO Logistics Joint Stock Company would like to report to the General Meeting of Shareholders (AGM) on the performance of the Board of Directors in 2025 and the orientation of the Board of Directors in 2026 as follows:

**I. PERFORMANCE OF THE BOARD OF DIRECTORS IN 2025**

**1. Regarding the organization and performance of the Board of Directors in 2025**

**a. Organization and personnel of the Board of Directors in 2025**

- On April 12, 2025, the 2025 Annual General Meeting of Shareholders approved the structure and number of members of the Board of Directors and elected members of the Board of Directors for the term 2025-2029 as follows:
  - (1) Mr. Vu Quang Vinh – Chairman of the Board of Directors;
  - (2) Mr. Tran Quang Tuan – Member of the Board of Directors;
  - (3) Mr. Le Nam Hung – Member of the Board of Directors;
  - (4) Mr. Nguyen Tat Long – Member of the Board of Directors;
  - (5) Mr. To Kien Cuong – Independent Member of the Board of Directors
- The personnel of the Board of Directors in 2025 will be stable as approved by the General Meeting of Shareholders in 2025

**b. Results of the Board of Directors in 2025**

In 2025, in the context of the country's economic and political situation, there are many fluctuations, especially the objective difficulties of natural disasters and floods that have peaked in decades. The Board of Directors has been flexible in leading and directing the Board of Directors to implement the Resolution of the General Meeting of Shareholders, the following are the results achieved:

- The Board of Directors has issued 25 Resolutions and Decisions focusing on the investment and organizational structure of the apparatus, personnel organization and fully implementing the contents of 02 Resolutions of the General Meeting of



Shareholders (*Details in the 2025 Governance Report have been published on the Company's website*).

- The Board of Directors issued shares to increase the share capital from equity to VND 30,998,490,000.
- The Board of Directors has increased its capital to VND 61,996,980,000 according to the Resolution of the Extraordinary General Meeting of Shareholders dated 23/06/2025.
- The Board of Directors has completed the capital update, amended the new charter and added the company's business lines of 2 capital increases. Complete the addition of 01 legal representative who is the Chairman of the Board of Directors.
- The Board of Directors has invested and put into stable operation all 50 sets of trailers in 2025, 06 sets of trailers in the first quarter of 2026 and signed an investment contract for 20 more sets of trailers in the first quarter of 2026, expected to be put into operation in the second quarter of 2026.

The Board of Directors has performed the task of orienting and supervising the activities of the Board of Directors, specifically:

- Based on the Company's development strategy for the period of 2025-2029, the Board of Directors has soon oriented and approved the goals, strategies and business plans for 2025 for the Board of Directors to implement in a timely manner. Specific results:

TT	Criteria	FY 2025	TH 2025	TH2024	SS TH 2025 with	
					FY 2025	TH 2024
1	Revenue	150.000.000.000	175.501.698.579	130.345.405.403	117%	134,6%
2	Profit before tax	3.750.000.000	3.908.366.895	2.355.885.711	104,2%	165,9%
3	EPS		922			

- The Board of Directors has actively directed and supported the Board of Directors in completing the system of internal legal documents of the Company.
- The Board of Directors closely supervises the management and administration of the Board of Directors, ensuring stable, safe and efficient production and business activities. Members of the Board of Directors also regularly participate in meetings with the Board of Directors in order to promptly capture information for the supervision of the Board of Directors. On a monthly basis, the Board of Directors holds a meeting with the Board of Directors to evaluate the progress of implementing the approved plan.
- Full-time members of the Board of Directors are in charge of drastically directing and closely supervising the Board of Directors in the process of implementing the



Resolutions and Decisions of the General Meeting of Shareholders and the Board of Directors related to production and business plans.

- The Board of Directors has fully implemented the Governance Report and supervised the information disclosure in accordance with the regulations of the State Securities Commission and the Hanoi Stock Exchange (HNX), and posted it publicly on the Company's website to improve transparency in governance activities. to help shareholders promptly grasp the Company's operational situation.

## **2. Activities of independent members of the Board of Directors and results of evaluation of independent members of the Board of Directors on the activities of the Board of Directors.**

### ***a. Activities of independent members of the Board of Directors***

- The Board of Directors of the Company currently has 01 independent member. Members of the Board of Directors independently participate in all face-to-face or online meetings, giving written opinions. With many years of experience in management and administration, independent members of the Board of Directors have played an important role in improving the efficiency of management activities, contributing effective opinions to the Company's development strategy.

### ***b. Results of the evaluation of independent members of the Board of Directors on the activities of the Board of Directors***

Independent members of the Board of Directors highly appreciate the activities of the Board of Directors in 2025. The Board of Directors has well performed the role of orienting and supervising the activities of the Board of Directors, ensuring full compliance with the provisions of the law, the Company's Charter and the Resolution of the General Meeting of Shareholders. The Board of Directors has promptly made strategic decisions, promoted production and business activities, and at the same time improved the quality of corporate governance. The coordination between the Board of Directors and the Board of Directors is strictly implemented, contributing to ensuring the stability and sustainable development of the Company. In addition, the Board of Directors also focuses on enhancing transparency and information disclosure, helping shareholders and stakeholders have a clear view of the Company's operational situation.

## **3. Activities of subcommittees of the Board of Directors**

In 2025, the Committees under the Board of Directors have been actively supporting, effectively supporting the governance and supervision:

- The Audit Committee: has fully and effectively performed the functions and tasks specified in the Regulation of the Audit Committee, internal regulations and current laws. The Supervisory Board has closely supervised the Company's financial statements, ensuring the provision of reliable and timely



information; closely supervise the financial accounting department, internal control system and risk management, helping to warn early of risks in the Company's operations and propose timely remediation. In addition, the People's Committee has actively introduced good corporate governance practices into the activities of the Board of Directors. .

#### **4. Supervision results for the Executive Board:**

- The Board of Directors has closely supervised the activities of the Board of Directors to ensure compliance with the Company's decision-making decentralization, Charter, Regulations on production and business activities and other internal regulations of the Company. The Board of Directors approves detailed plans for each department on a weekly, monthly, quarterly and annual basis and reports at briefings. The Board of Directors also regularly consults with the Board of Directors to grasp arising issues and promptly make appropriate management decisions.
- The Board of Directors assesses that the Board of Directors has made efforts and sensitively made appropriate decisions to bring optimal efficiency, specifically:
  - Expanding the Consumables and Spare Parts business has had good profits and revenues, and at the same time ensuring spare replacement materials for the company's fleet, increasing vehicle operating time.
  - Promptly adjust the import plan, inventory and working hours of oil plants to help increase the revenue of the oil business.
  - Establishing a Repair and Maintenance Workshop helps to proactively control quality and minimize the time of vehicle stops, as well as build and complete the technical management process of motorcycles.
  - Adjusting block working time indirectly helps increase productivity and efficiency for business.
  - Closing inefficient operations such as castrol business, renting warehouses in Tho Quang.
  - Liquidate vehicles and machines with a long service life, helping to reduce costs and optimize asset turnover on capital.
- Financial sector: The Board of Directors has managed cash flow effectively, ensuring stable liquidity in the context of many economic fluctuations. Capital mobilization is implemented flexibly and in a timely manner. The control of financial costs is also strictly implemented, contributing to optimizing profits and ensuring financial safety for the Company.

#### **5. Reporting transactions between the company and related parties**

Details of the transactions are presented in the 2025 Audited Financial Statements.

#### **6. Remuneration and operating expenses of the Board of Directors in 2025**



The total remuneration and expenses paid to the Board of Directors and committees under the Board of Directors in 2025 is VND 419 million (Details of remuneration of each member of the Board of Directors are presented in the 2025 Audited Financial Statements).

TT	Full Name	Remuneration of the Board of Directors and other responsibility allowances
1	Vu Quang Vinh	60.200.000
2	Tran Quang Tuan	60.300.000
3	To Kien Cuong	61.425.000
4	Nguyen Tat Long	66.150.000
5	Le Nam Hung	45.000.000
6	Duong Thi Minh Phuong	38.704.545
7	Nguyen Thi Hai Van	12.045.454
8	Nguyen Xuan Dung	30.530.435
9	Nguyễn Lê Minh	36.732.278
10	Nguyen Thi Tuyet	8.636.364

## II. ORIENTATION OF THE BOARD OF DIRECTORS IN 2026

On the basis of the results achieved in 2025, in the context of many difficulties in the market and the volatile domestic political and economic situation, the Board of Directors determines the main targets for 2026 as follows:

TT	Criteria	FY 2026
1	Revenue	250.000.000.000
2	Profit before tax	7.500.000.000
3	EPS	1.000

In order to ensure stable and sustainable growth in the long term, the Board of Directors orients its activities in 2026 with the following focuses:

- Promote the development of new projects, specifically:
  - Opening more coal transportation routes from Laos to ports in the central region: The company has received orders from customers about the need to transport coal



from Laos to ports in the central region, showing that the source of output is relatively clear and stable. In order to meet the needs of transportation and improve exploitation capacity, the Company plans to invest in about 80-100 sets of tractors and trailers in the period of 2026-2027, thereby gradually expanding the scale of operations and increasing business efficiency.

- Inland port investment (ICD): Cargo traffic through the EWEC corridor and cross-border trade activities are growing positively, leading to the need for transshipment, warehousing and inland customs clearance. The investment in ICD helps the Company proactively control the logistics service chain, reduce costs for customers and improve profit margins. At the same time, the ICD development orientation is also in line with the State's planning and incentive policies, creating a foundation for sustainable growth.
- Investment in bonded warehouses at border gates connecting with Laos: Vietnam – Laos trade turnover maintains growth momentum, increasing the demand for storage and transshipment of goods at the border gate area. Bonded warehouses allow customers to optimize cash flow and be flexible in distributing goods, thereby improving the attractiveness of services. The investment at key border gates on the EWEC route will help the Company shorten the delivery time, complete the cross-border logistics chain and increase customer retention.
- Research and development of the low-altitude economy business market, application of unmanned transportation: The low-altitude economy, including unmanned transportation solutions, is becoming a development trend in the world to optimize costs and time in logistics activities. In Vietnam, this field is also being encouraged by the Government, in which Decree No. 288/2025/ND-CP has initially created a legal corridor for research and application. On that basis, the Company plans to carry out research and testing in the Da Nang area in 2026, as a foundation to gradually evaluate the feasibility and expand the application in future business activities.
- Strengthen financial capacity through cash flow consolidation, cost optimization and capital diversification to ensure the company's development strategy for the period 2025-2029.
- Promote cooperation with domestic and foreign financial institutions to expand investment opportunities.
- Applying artificial intelligence technology and digital transformation to management and operation to improve operational efficiency.
- Improve competitiveness in core fields: Transportation, Warehousing, Petroleum, Supplies and Finance.
- Research and expand international market cooperation, take advantage of integration opportunities to improve the position of enterprises.
- Increase stock value and dividends for shareholders.



- The structure of the organizational apparatus and personnel is in the direction of streamlining, efficiency, and suitable for production and business activities.
- Develop policies to attract and recruit high-quality human resources.

With these orientations, the Board of Directors is committed to bringing the business to sustainable development, flexibly adapting to the market and creating long-term value for shareholders and partners.

Above is the report on the activities of the Board of Directors in 2025, the orientation of the Board of Directors in 2026, respectfully submitted to the Annual General Meeting of Shareholders for approval.

Thank you!

***Recipients:***

- Annual General Meeting of Shareholders in 2026;
- Members of the Board of Directors, the Board of Directors;
- Save VT, T/sign the Board of Directors

**TM. BOARD**

**CHAIRMAN**



**VU QUANG VINH**





No. 01/2026/TTr-ĐHDD

Da Nang, April 18, 2026

**REPORT TO THE GENERAL MEETING OF SHAREHOLDERS**

***Re: Approving the amendment of the Company's Charter of Organization and Operation***

**To: Annual General Meeting of Shareholders in 2026**

**Base:**

- Law on Enterprises No. 59/2020/QH14 dated 17/06/2020 and relevant documents;
- Law on Securities No. 54/2019/QH14 dated 26/11/2019 and relevant documents;
- Circular No. 116/2020/TT-BTC dated 31/12/2020 guiding a number of articles on corporate governance in Decree No. 155/2020/ND-CP dated 31/12/2020;
- The current charter of organization and operation of Portserco Logistics Joint Stock Company;
- The practical situation in the application of the Company's current Charter.

Pursuant to the current legal provisions and the Company's Charter, the Board of Directors finds that some contents of the Charter need to be updated in accordance with the Law on Enterprises, the Law on Securities and the actual situation of the Company's operations.

The Board of Directors has reviewed and adjusted the Charter in the direction of synchronization, transparency and in accordance with the current and centralized governance model (Appendix attached)

The Board of Directors respectfully submits to the General Meeting of Shareholders for consideration and approval of the amended and supplemented Charter and authorizes the Board of Directors to organize the implementation according to regulations.

**Recipients:**

- As dear to you;
- Save: VT, Board of Directors.

**FM. BOARD  
CHAIRMAN**



**VU QUANG VINH**





## APPENDIX ATTACHED TO THE REPORT NO. 01/2026/TTr-DHDCDD

TT	Contents	Charter of the company in 2025	Amendments
1	Points g and h Clause 1 Article 1: Explanation of terms	<p>1g. The executives of the enterprises are the Directors, Deputy Directors, Chief Accountants, Heads of Departments and Directors of branches attached to the Company and other positions appointed by the Board of Directors;</p> <p>1h. An enterprise manager is a company manager, including the Chairman of the Board of Directors, members of the Board of Directors, directors and individuals holding other managerial titles as prescribed in the company's charter;</p>	<p>- Executives of enterprises are General Directors, Directors of Blocks, Chief Accountants, Heads of Departments and other positions appointed by the Board of Directors;</p> <p>- An enterprise manager is a company manager, including the Chairman of the Board of Directors, members of the Board of Directors, the General Director and individuals holding other managerial titles as prescribed in the company's charter;</p>
2	Point b, Clause 1 and Point b, Clause 2, Article 3: Legal representative of the Company	<p>1b- Directors</p> <p>2b. The Director shall have the rights and obligations of the Company's legal representative in the Company's activities (except for the domains under the representative competence of the Chairman of the Managing Board) and other tasks as assigned by the Managing Board.</p>	<p>- General Manager</p> <p>- The General Director shall have the rights and obligations of the Company's legal representative in the Company's activities (except for the fields under the representative competence of the Chairman of the Board of Directors) and other tasks as assigned by the Board of Directors.</p>
3	Clause 1 Article 6: Charter capital, shares, shareholders	<p>Charter capital of the Company is 30,998,490,000 VND (In words: Thirty billion Nine Hundred and Ninety-Eight million four hundred and ninety thousand VND)</p> <p>The total charter capital of the Company is divided into 3,099,849 ordinary shares, each</p>	<p>Charter capital of the Company is 61,996,980,000 VND (In words: Sixty One billion nine hundred and nine sixteen million nine hundred eighty thousand VND Vietnam)</p> <p>The total charter capital of the Company is divided into</p>



		share has a par value of 10,000 VND/share	6,199,698 ordinary shares, each share has a par value of 10,000 VND/shareThe total charter capital of the Company is divided into 6,199,698 ordinary shares, each share has a par value of 10,000 VND/share
4	<b>Article 10: Organizational and management structure of the Company</b>	Director.	General Director.
5	<b>Amending Points i, j and supplementing Point q , Clause 2, Article 26: Powers and obligations of the Board of Directors</b>	<p>i/ To elect, dismiss and dismiss the Chairman of the Board of Directors; appointing, dismissing, signing contracts, terminating contracts for directors and other important managers at the request of directors, including deputy directors of companies, chief accountants, heads of departments and affiliated units; decide on the salaries, remuneration, bonuses and other benefits of such managers; appoint authorized representatives to participate in the Members' Council or the General Meeting of Shareholders of other companies, decide on the remuneration and other benefits of such persons;</p> <p>j- Supervising and directing the Director and other managers in the daily operation of the Company's business;</p>	<p>- Election, dismissal, dismissal the Chairman of the Board of Directors; to appoint, dismiss, sign and terminate contracts for the General Director and other important managers at the request of the General Director, including directors of divisions, chief accountants, heads of departments and affiliated units; decide on the salaries, remuneration, bonuses and other benefits of such managers; appoint authorized representatives to participate in the Members' Council or the General Meeting of Shareholders of other companies, decide on the remuneration and other benefits of such persons;</p> <p>- Supervising and directing the General Director and other managers in running the Company's daily business;</p> <p>q) The Board of Directors may change the plan on use of capital and proceeds from the offering or issuance with a changed value of less than 50% of the capital and proceeds from the offering or issuance of securities when authorized by the General Meeting of Shareholders. except for the case of offering non-convertible bonds without warrants according to the plan</p>



			approved by the Board of Directors.
6	<b>Clause 2, Article 28: Chairman of the Board of Directors</b>	The Chairman of the Board of Directors may not concurrently be a Director of the company	The Chairman of the Board of Directors may not concurrently be the General Director of the company
7	<b>Clauses 1, 2, 3 Article 33: Executives of the company</b>	<p>1. Executives of the Company include the Director, Deputy Director, Chief Accountant, Heads of Departments and Directors of branches attached to the Company and other titles appointed by the Board of Directors.</p> <p>2. At the proposal of the Director and the approval of the Board of Directors, the Company may recruit other executives with a number and standards suitable to the Company's management structure and regulations prescribed by the Managing Board. The Company's executives must be responsible for assisting the Company in achieving its operational and organizational objectives.</p> <p>3. Directors shall be paid salaries and bonuses. The salary and bonus of the Director are decided by the Board of Directors.</p>	<p>- The Company's executives include the General Director, division directors, chief accountants, heads of departments and other positions appointed by the Board of Directors.</p> <p>- At the request of the General Director and the approval of the Board of Directors, the Company may recruit other executives with the number and standards in accordance with the Company's management structure and regulations prescribed by the Board of Directors. The Company's executives must be responsible for assisting the Company in achieving its operational and organizational objectives.</p> <p>- The General Director shall be paid salaries and bonuses. The salary and bonus of the General Director shall be decided by the Board of Directors.</p>
8	<b>Clauses 1, 2, 3, 4, 5 Article 34: Appointment and dismissal, duties and powers of the General Director</b>	<p>1. The Managing Board shall appoint 01 member of the Managing Board or hire another person to act as the Director.</p> <p>2. A director is a person who runs the daily business of the Company; subject to the supervision of the Board of Directors; take responsibility before the Board of Directors and law for the performance of their assigned rights and obligations.</p> <p>3. The term of office of the Director shall not exceed 5 years</p>	<p>- The Board of Directors shall appoint 01 member of the Board of Directors or hire another person to be the General Director.</p> <p>- The General Director is the person who runs the daily business of the Company; subject to the supervision of the Board of Directors; take responsibility before the Board of Directors and law for the performance of their assigned rights and obligations.</p> <p>- The term of office of the General Director shall not</p>



		<p>and may be re-appointed for an unlimited number of terms. Directors must meet the standards and conditions prescribed by law and the company's Charter.</p> <p>4. Directors have the following rights and obligations:</p> <p>5. The Board of Directors may dismiss the Director when a majority of the members of the Board of Directors have the right to vote to approve and appoint a new Director to replace him.</p>	<p>exceed 05 years and may be re-appointed with an unlimited number of terms. The General Director must meet the standards and conditions prescribed by law and the CTy Charter.</p> <p>- The General Director has the following rights and obligations:</p> <p>- The Board of Directors may dismiss the General Director when the majority of members of the Board of Directors have the right to vote to approve and appoint a new General Director to replace him.</p>
9	<b>Clauses 1 and 5, Article 37: Rights and obligations of the Audit Committee</b>	<p>1. To have the right to access documents related to the operation of the Company, to communicate with other members of the Board of Directors, the Director, the Chief Accountant and other managers in order to collect information in service of the operation of the Audit Committee.</p> <p>5. To make a written report and send it to the Board of Directors when detecting that the members of the Board of Directors, the Director and other managers have failed to fully perform their responsibilities under the provisions of the Law on Enterprises and the company's charter.</p>	<p>- Have the right to access documents related to the Company's operations, communicate with other members of the Board of Directors, General Director, Chief Accountant and other managers to collect information for the operation of the Audit Committee.</p> <p>- Make a written report and send it to the Board of Directors when detecting that members of the Board of Directors, the General Director and other managers fail to fully perform their responsibilities as prescribed in the Law on Enterprises and the company's charter.</p>
10	<b>Points d, f, g Clause 2 Article 39: Report on activities of independent members of the Board of Directors in the Audit Committee at the Annual General Meeting of Shareholders</b>	<p>2d. The report on the evaluation of transactions between the Company, its subsidiaries and other companies in which the Company controls more than 50% or more of the charter capital and members of the Board of Directors, Directors and other executives of the enterprise and</p>	<p>- A report on the evaluation of transactions between the Company, its subsidiaries, other companies in which the Company controls more than 50% of the charter capital and members of the Board of Directors, General Director, other executives of the</p>



		<p>related persons of such subjects; transactions between companies and companies in which members of the Board of Directors, directors, and other executives of the enterprise are founding members or managers of the enterprise in the last 03 years before the time of transaction;</p> <p>2f- Results of supervision of the Board of Directors, Directors and other executives of the enterprise;</p> <p>2g- Results of the assessment of the coordination of activities between the Audit Committee and the Board of Directors, Directors and shareholders.</p>	<p>enterprise and related persons of such entity; transactions between companies and companies in which members of the Board of Directors, General Directors, and other executives of the enterprise are founding members or managers of the enterprise in the last 03 years before the time of transaction;</p> <p>- Supervision results of the Board of Directors, General Director and other executives of the enterprise;</p> <p>- Results of the assessment of the coordination of activities between the Audit Committee and the Board of Directors, the General Director and shareholders</p>
11	<p><b>Clauses 1, 2, 3, 5 of Article 41: Responsibility for honesty and avoidance of conflicts of interest</b></p>	<p>1. Members of the Board of Directors, directors and other managers must publicize their relevant interests in accordance with the provisions of the Enterprise Law and relevant legal documents.</p> <p>2. Members of the Board of Directors, directors, other managers and related persons of these members may only use the information obtained through their positions to serve the interests of the Company.</p> <p>- Members of the Board of Directors, directors and other managers are obliged to notify in writing to the Board of Directors of transactions between the company, its subsidiaries and other companies in which the public company controls more than 50% or more of the charter capital with such entity or with related persons of such entity in accordance with the provisions of the law. For the above-mentioned</p>	<p>- Members of the Board of Directors, the General Director and other managers must disclose relevant interests in accordance with the provisions of the Law on Enterprises and relevant legal documents</p> <p>- Members of the Board of Directors, General Directors, other managers and related persons of these members may only use the information obtained through their positions to serve the interests of the Company.</p> <p>- Members of the Board of Directors, the General Director and other managers are obliged to notify in writing to the Board of Directors of transactions between the Company, its subsidiaries and other companies in which the public company controls more than 50% or more of the charter capital with such entity or with related persons of such entity as</p>



		<p>transactions approved by the General Meeting of Shareholders or the Board of Directors, the Company must disclose information about these resolutions in accordance with the provisions of the securities law on information disclosure.</p> <p>5. Members of the Board of Directors, directors, other managers and related persons of these subjects shall not use or disclose to others internal information to carry out relevant transactions.</p>	<p>prescribed of the law. For the above-mentioned transactions approved by the General Meeting of Shareholders or the Board of Directors, the Company must disclose information about these resolutions in accordance with the provisions of the securities law on information disclosure.</p> <p>- Members of the Board of Directors, General Directors, other managers and related persons of these entities are not allowed to use or disclose inside information to others to carry out related transactions.</p>
12	<p><b>Points a, b, Clause 6, Article 41: Responsibility for honesty and avoidance of conflicts of interest</b></p>	<p>6. Transactions between the Company and one or more members of the Board of Directors, directors, other executives and individuals and organizations related to these objects shall not be invalidated in the following cases:</p> <p>6a. For transactions with a value of less than or equal to <b>35% of the</b> total value of assets inscribed in the latest financial statements, the important contents of the contract or transaction as well as the relationships and interests of members of the Board of Directors or directors, other executives who have been reported to the Board of Directors and approved by the Board of Directors by a majority of votes of members of the Board of Directors who have no related interests;</p> <p>6b- For transactions valued at <b>35%</b> or more or transactions resulting in transaction values arising within 12 months from the date of making the first</p>	<p>- Transactions between the Company and one or more members of the Board of Directors, General Directors, other executives and individuals and organizations related to these entities shall not be invalidated in the following cases:</p> <p>- For transactions with a value of less than or equal to 35% of the total value of assets recorded in the latest financial statements, important contents of the contract or transaction as well as the relationships and interests of members of the Board of Directors, the General Director, other executives who have been reported to the Board of Directors and approved by the Board of Directors by a majority of votes of members of the Board of Directors who have no related interests;</p> <p>- For transactions with a value of 35% or more or transactions resulting in a transaction value arising within 12 months from the date of making the first transaction with a value of 35%</p>



		<p>transaction <b>valued at 35%</b> or more, the total value of assets recorded in the latest financial statements, the important contents of such transactions as well as the relationship and interests of members The Board of Directors, Directors, and other executives have been announced to shareholders and approved by the General Meeting of Shareholders by vote of shareholders who have no related interests.</p>	<p>or more, the total value of assets recorded in the latest financial statements, the important contents of this transaction as well as the relationship and interests of members of the Association co-directors, general directors, and other executives have been announced to shareholders and approved by the General Meeting of Shareholders by votes of shareholders who have no related interests</p>
13	<p><b>Clause 1.2 Article 42: Liability for damage and compensation</b></p>	<p>1. Members of the Board of Directors, directors and other executives who violate their obligations and responsibilities honestly and prudently, and fail to fulfill their obligations, shall be held responsible for the damages caused by their acts of violation.</p> <p>2. The Company shall compensate persons who have been, are or may become a party to complaints, lawsuits and prosecutions (including civil, administrative and non-lawsuits filed by the Company) if such persons have been or are members of the Board of Directors, A director, other executive, employee or representative authorized by the Company who has been or is performing duties authorized by the Company, acting honestly and prudently in the interests of the Company on the basis of compliance with the law, and without evidence that such person has breached his or her responsibilities.</p>	<p>- Members of the Board of Directors, General Directors and other executives who violate their obligations and responsibilities honestly and prudently, fail to fulfill their obligations shall be responsible for the damages caused by their violations</p> <p>- The Company shall compensate persons who have been, are or may become a party to complaints, lawsuits, and prosecutions (including civil, administrative and non-lawsuits filed by the Company) if such persons have been or are members of the Board of Directors, The General Director, other executives, employees or representatives authorized by the Company have been or are performing duties authorized by the Company, acting honestly and prudently in the interests of the Company on the basis of compliance with the law, and there is no evidence confirming that such person has breached his or her responsibilities.</p>
14	<p><b>Clause 3, Article 43: Right to investigate books and records</b></p>	<p>- Members of the Board of Directors, Directors and other Executives have the right to</p>	<p>- Members of the Board of Directors, the General Director and other executives have the</p>

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		search the Company's register of shareholders, the list of shareholders, other books and records of the Company for purposes related to their positions provided that such information is kept confidential.	right to search the register of shareholders of the Company, the list of shareholders, other books and records of the Company for purposes related to their positions provided that such information is kept confidential.
15	<b>Clause 1.2 Article 44: Employees and trade unions</b>	<p>1. The director shall make a plan for the Board of Directors to approve matters relating to the recruitment, dismissal of employees, salaries, social insurance, welfare, commendation and discipline of employees and managers.</p> <p>2. The Director shall make a plan for the Board of Directors to approve matters relating to the Company's relations with trade union organizations in accordance with the standards, best management practices and policies, practices and policies prescribed in this Charter. the Company's regulations and applicable laws.</p>	<p>- The General Director must make a plan for the Board of Directors to approve issues related to recruitment, termination of employees, salaries, social insurance, benefits, rewards and discipline for employees and managers.</p> <p>- The General Director shall make a plan for the Board of Directors to approve matters related to the Company's relations with trade unions in accordance with the standards, best management practices and policies, practices and policies specified in this Charter. the Company's regulations and applicable laws.</p>





No. 02/2026/ TTr-General Meeting of  
Shareholders

*Da Nang, April 18, 2026*

**REPORT TO THE GENERAL MEETING OF SHAREHOLDERS**

***Re: Profit distribution plan in 2025***

***To: General Meeting of Shareholders***

- Pursuant to the Company's Charter on profit distribution;
- Based on the 2025 financial statements of PORTSERCO Logistics Joint Stock Company after being audited by AAC Auditing & Accounting Co., Ltd.

**1/ Profit Results**

- Profit after tax in 2025: 2,937,321,879 VND
- Undistributed profits in previous years: 2,988,201,355 VND
- Total undistributed profit: 5,925,523,234 VND**

**2/ Distribution plan**

In the context that the Company is implementing investment plans and expanding operations, retaining profits is considered the optimal solution to maximize capital efficiency and increase business value. The Board of Directors expects this investment strategy to bring greater benefits to shareholders in the following periods through profit growth and corporate value.

The Board of Directors proposes to retain all profits for reinvestment and strengthen financial capacity, not yet making dividends in 2025.

I respectfully submit it to the Congress for consideration and approval.

**Place of Origin:**

- As above
- Save: VT, Board of Directors

**TM BOARD  
CHAIRMAN**



**VU QUANG VINH**



No. 03/2026/ TTr-AGM of Shareholders

Da Nang, April 18, 2026

## REPORT TO THE GENERAL MEETING OF SHAREHOLDERS

*Re: Selection of auditors in 2026*

To: **General Meeting of Shareholders**

- Pursuant to the Law on Enterprises No. 59/2020/QH14 dated June 17, 2020;
- Pursuant to the Charter of organization and operation of PORTSERCO Logistics Joint Stock Company.

On the basis of the results of the extraordinary meeting of the Board of Directors on 21/03/2026, the Board of Directors of the Company has considered, evaluated and agreed to propose the selection of one of two reputable independent auditing units, including: **AFA Co., Ltd.** and **AAC Auditing and Accounting Co., Ltd.**, to audit the Company's 2026 Financial Statements.

The two units mentioned above fully meet the criteria of professional capacity, practical experience and practice conditions in accordance with current laws, in accordance with the requirements of governance, financial transparency and development orientation of the Company.

The Board of Directors respectfully submits to the General Meeting of Shareholders for consideration, discussion and approval of the selection of one of the two auditing units mentioned above to audit the Company's 2026 Financial Statements

Respectfully submit to the General Assembly for decision!

**Place of Origin:**

- As above
- Save: VT, Board of Directors

**T/M BOARD  
CHAIRMAN**



**VU QUANG VINH**



No. 04/2026/ TTr-General Meeting of  
Shareholders

Da Nang, April 18, 2026

## REPORT TO THE GENERAL MEETING OF SHAREHOLDERS

*Remuneration: Remuneration of the Board of Directors and Corporate Administrators*

*To: General Meeting of Shareholders*

- Pursuant to the Law on Enterprises No. 59/2020/QH14 dated June 17, 2020;
- Pursuant to the Charter of organization and operation of PORTSERCO Logistics Joint Stock Company.
- Regulation on Financial Management of PORTSERCO Logistics Joint Stock Company.

### 1. Necessity

During the period when the Company promotes restructuring and development, the requirements for governance are increasing, requiring the Board of Directors to strengthen its role in orienting, supervising and operating strategies. The adjustment of remuneration aims to appropriately recognize the level of contribution, attract and maintain a competent management team.

### 2. Proposed content: adjust the remuneration level by 20% compared to the current

TT	POSITION	REMUNERATION VND/month, Before PIT	PIT	REMUNERATION VND/Month, After Tax (Actual)
1	Chairman of the Board of Directors	7.200.000	720.000	6.480.000
2	Member of the Board of Directors	4.800.000	480.000	4.320.000
3	Company Administrator	3.000.000	300.000	2.700.000

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

Place of Origin:

- As above
- Save: VT, Board of Directors

T/M BOARD  
CHAIRMAN

CÔNG TY  
CỔ PHẦN  
LOGISTICS  
PORTSERCO

Q. HAI CHAU - TP. DA NANG

VU QUANG VINH



## **REPORT TO THE GENERAL MEETING OF SHAREHOLDERS**

***Re: Restructuring the organizational model and optimizing the Company's operational efficiency***

**To: Annual General Meeting of Shareholders in 2026**

Base:

- Law on Enterprises No. 59/2020/QH14 dated 17/06/2020 and relevant documents;
- Law on Securities No. 54/2019/QH14 dated 26/11/2019 and relevant documents;
- The current charter of organization and operation of Portserco Logistics Joint Stock Company;
- Strategic orientation for the development of the new period of the Company.

### **1. Context and orientation**

In the context that the logistics and transportation industry is shifting strongly in the direction of optimizing operations, digital transformation and improving competitiveness, the Company aims to build a leaner, more flexible and more efficient organizational model.

The current model has contributed positively in the previous stage of development. However, to meet the new growth requirements, organizational restructuring is a necessary step to:

- Shorten the decision-making process;
- Strengthen internal coordination;
- Improve resource efficiency;
- Creating a foundation for expanding operations and new investments.

### **2. Proposed contents**

The Board of Directors respectfully submits to the General Meeting of Shareholders for consideration and approval

#### ***2.1 Adjust the organizational model in the direction of lean***

Terminate the operation of affiliated branches, including:

- Transportation and Technical Services Business Branch;
- Commercial Business Branch;
- Maritime Services & Warehousing Branch;
- Duty Free Shops.





This adjustment aims to focus resources on one focal point, increase management and operation efficiency

## ***2.2 Rearrangement of management personnel in accordance with the new model***

- Dismissal of the title of Director of Transport & Technical Services Business Branch for Mr. Nguyen Anh Tai.
- At the same time, arrange and reassign human resources according to the new organizational orientation to maximize the capacity of the team.



The Board of Directors respectfully submits to the General Meeting of Shareholders of the Company for approval of the above contents.

### ***Recipients:***

- As dear to you;
- Save: VT, Board of Directors.

**TM. BOARD  
CHAIRMAN**



**VU QUANG VINH**



Da Nang, April 18, 2026

No. 06/2026/AGM

## **REPORT TO THE GENERAL MEETING OF SHAREHOLDERS**

**Regarding the report on the progress of using the proceeds from the  
additional public offering of shares in 2025 and approving the change in the  
plan to use this amount**

**To: Annual General Meeting of Shareholders in 2026**

**Base:**

- The Law on Enterprises No. 59/2020/QH14 was passed by the National Assembly of the Socialist Republic of Vietnam on June 17, 2020, amended and supplemented by Law No. 03/2022/QH15 dated January 11, 2022 and Law No. 76/2025/QH15 dated June 17, 2025;
- The Law on Securities No. 54/2019/QH14 was approved by the National Assembly of the Socialist Republic of Vietnam on November 26, 2019, amended and supplemented by Law No. 56/2024/QH15 dated November 29, 2024;
- Decree No. 155/2020/ND-CP dated 31/12/2020 of the Government detailing the implementation of a number of articles of the Law on Securities, amended and supplemented by Decree No. 245/2025/ND-CP dated 11/9/2025;
- Circular No. 118/2020/TT-BTC dated 31/12/2020 of the Ministry of Finance guiding a number of contents on offering, issuance of securities, public tender offer, repurchase of shares, registration of public companies and cancellation of public company status and has been amended and supplemented by Circular No. 115/2025/TT-BTC dated 15/12/2025;
- Resolution of the 2025 Annual General Meeting of Shareholders dated 12/04/2025 of Portserco Logistics Joint Stock Company ("**Resolution of the 2025 Annual General Meeting of Shareholders**");
- Resolution No. 16/NQ-HDQT dated 21/07/2025 of the Board of Directors approving the implementation of the plan to offer additional shares to existing shareholders in 2025 and the plan to use the expected proceeds from the offering ("**Resolution of the Board of Directors No. 16**");
- Charter of organization and operation of Portserco Logistics Joint Stock Company;
- Business plan to 2026 of Portserco Logistics Joint Stock Company

Pursuant to the Resolution of the 2025 Annual General Meeting of Shareholders, the Board of





Directors has implemented a plan to offer shares to the public with the following results:

- The number of shares successfully offered: 3,099,849 shares, reaching 100% of the shares registered for offering.
- Total amount raised from the offering: 35,648,263,500 VND.
- Actual amount of money collected from the offering (after deducting the fee for transferring money from VSDC to the escrow account to receive money for buying shares): 35,647,163,500 VND.

Pursuant to the Resolution of the Board of Directors No. 16, the Company plans to use all proceeds from the public offering of shares in 2025 to supplement capital to purchase 70 tractors and trailers. However, the proceeds from the offering are slower than the investment schedule of the tractor and Mooc fleet, the Company has used other capital sources to invest in the above-mentioned fleet. Up to now, all proceeds from the offering have not been used and are being deposited by the Company at the bank in the form of deposits with a term of 06 months.

Based on the Company's current financial situation, outstanding debts and interest rate movements in the market tend to increase, in order to ensure business efficiency and balance capital sources, the Board of Directors ("**BOD**") proposes to the General Meeting of Shareholders ("**General Meeting of Shareholders**") to consider and approve the adjustment of the plan to use the actual proceeds from the additional offering of shares to go public in 2025 as follows:

Category	Amount of money used	Expected disbursement time
Repayment of debts to the Joint Stock Commercial Bank for Investment and Development of Vietnam under the Credit Limit Contract No. 01/2026/4812566/HDTD signed on January 5, 2026	35.647.163.500	Quarter II/2026 – Quarter III/2026
<b>Total</b>	<b>35.647.163.500</b>	

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

**Recipients:**

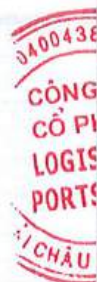
- As dear to you;
- Save: VT, Board of Directors.

ON BEHALF OF THE BOARD OF DIRECTORS

CHAIRMAN



VU QUANG VINH





No. 07/2026/ TTr-General Meeting  
of Shareholders

Da Nang, April 18, 2026

## **REPORT TO THE GENERAL MEETING OF SHAREHOLDERS**

**Regarding the approval of the investment plan to buy tractors and trailers**

**To: 202 Annual General Meeting of Shareholders**

***Base:***

- The Law on Enterprises No. 59/2020/QH14 was passed by the National Assembly of the Socialist Republic of Vietnam on June 17, 2020, amended and supplemented by Law No. 03/2022/QH15 dated January 11, 2022 and Law No. 76/2025/QH15 dated June 17, 2025;
- Charter of organization and operation of Portserco Logistics Joint Stock Company;
- Business plan to 2026 of Portserco Logistics Joint Stock Company.

On the basis of assessing the actual business situation as well as the desire to develop and expand the Company's business activities, the Board of Directors ("**BOD**") respectfully submits to the General Meeting of Shareholders ("**General Meeting of Shareholders**") for consideration and approval of the investment plan to purchase tractors and trailers with the following contents:

### **1. Through the plan to buy tractors and trailers**

#### ***a. Trailer and Trailer Information***

- Brands: Howo Sintruck, Shacman, Dongfeng and/or other trademarks that meet the needs of the Company.
- Vehicle condition: Purchased new.
- Expected unit price: 1,624,000,000 VND/car.
- The cost of vehicle registration, registration and other costs is expected: 89,500,000 VND/vehicle.
- Total number of expected investment vehicles: 80 vehicles.
- Total expected investment value: 137,080,000,000 VND.
- Investment form: Negotiate direct bids, receive quotes from suppliers, review quotations and decide on the most reasonable investment option.
- Implementation time: Quarter 2/2026 – Quarter 2/2027.
- Expected supplier: The General Meeting of Shareholders authorizes the Board of Directors to





select a supplier with sufficient capacity and license of the car company.

**b. Capital sources and expected investment capital structure**

STT	Contents	Value (VND)
1.	Total Expected Investment (VAT Included)	137.080.000.000
2.	Loans	65.783.473.000
3.	Equity (Use of existing equity and/or proceeds from the 2026 public offering)	71.296.527.000

**2. Approval of authorization for the Board of Directors to perform relevant tasks**

The General Meeting of Shareholders unanimously approved the authorization of the Board of Directors to perform, including but not limited to the following tasks:

- Select a car company and supplier with sufficient capacity and license of the car company.
- Decide **on the time of purchase of** vehicles, the number of vehicles and specifications of vehicles, in accordance with the actual business needs of the Company.
- In case of fluctuations in market prices that cause the purchase price of the car to change compared to the expected price, the General Meeting of Shareholders authorizes the Board of Directors to proactively adjust the actual number of vehicles purchased, decide on the purchase price, car manufacturers and suppliers on the principle of optimizing benefits for the Company and ensuring that the actual total investment does not exceed the total estimated investment was approved by the General Meeting of Shareholders.
- Carry out relevant procedures to complete the investment in buying a car.
- Develop investment plans and proactively prepare investment capital, flexibly adjust the investment capital structure in accordance with the Company's situation, ensure the efficiency of investment activities and comply with the provisions of law and the Company's Charter.
- Other contents under the jurisdiction of the Board of Directors.

Respectfully submit to the General Meeting of Shareholders for approval of the investment plan to purchase tractors and trailers.

Sincerely./.

**Recipients:**

- As dear to you;
- Save: VT, Board of Directors.

**ON BEHALF OF THE BOARD OF DIRECTORS**



**CHAIRMAN**

**VU QUANG VINH**



No. 08/2026/ TTr-General Meeting of  
Shareholders

Da Nang, April 18, 2026

## **REPORT TO THE GENERAL MEETING OF SHAREHOLDERS**

### **Regarding the approval of the plan to offer additional shares to existing shareholders in 2026**

#### **To: Annual General Meeting of Shareholders in 2026**

**Base:**

- The Law on Enterprises No. 59/2020/QH14 was passed by the National Assembly of the Socialist Republic of Vietnam on June 17, 2020, amended and supplemented by Law No. 03/2022/QH15 dated January 11, 2022 and Law No. 76/2025/QH15 dated June 17, 2025;
- The Law on Securities No. 54/2019/QH14 was approved by the National Assembly of the Socialist Republic of Vietnam on November 26, 2019, amended and supplemented by Law No. 56/2024/QH15 dated November 29, 2024;
- Decree No. 155/2020/ND-CP dated 31/12/2020 of the Government detailing the implementation of a number of articles of the Law on Securities, amended and supplemented by Decree No. 245/2025/ND-CP dated 11/9/2025;
- Circular No. 118/2020/TT-BTC dated 31/12/2020 of the Ministry of Finance guiding a number of contents on offering, issuance of securities, public tender offer, repurchase of shares, registration of public companies and cancellation of public company status and has been amended and supplemented by Circular No. 115/2025/TT-BTC dated 15/12/2025;
- Charter of organization and operation of Portserco Logistics Joint Stock Company;
- Business plan to 2026 of Portserco Logistics Joint Stock Company.

On the basis of assessing the actual business situation as well as the desire to develop and expand the Company's business activities, the Board of Directors ("**BOD**") assesses that the Company's increase in charter capital is necessary to ensure capital to expand the scale of operations. improve financial capacity, balance capital sources for regular activities and investment activities in 2026 and the following years.

The Board of Directors ("**BOD**") of Portserco Logistics Joint Stock Company (the "**Company**" or "**PRC**") respectfully submits to the General Meeting of Shareholders ("**General Meeting of Shareholders**") for consideration and approval of the plan to offer additional shares to the public to existing shareholders of the Company in 2026, specifically as follows:



## **A. COMPANY INFORMATION**

- Company name: Portserco Logistics Joint Stock Company
- Abbreviated company name: PORTSERCO
- Stock Code: PRC
- Address: 59 Ba Dinh, Hai Chau Ward, Da Nang City, Vietnam
- Phone: 0236. 3889390      Fax: 0236. 3863736

## **B. OFFERING PLAN**

1. Name of issuer: Portserco Logistics Joint Stock Company
2. Stock name: Shares of Portserco Logistics Joint Stock Company.
3. Type of shares offered: Ordinary shares.
4. Par value of shares: 10,000 VND/share.
5. Number of shares outstanding: 6,199,698 shares.

*In which:*

- Number of shares outstanding: 6,199,698 shares
  - Number of treasury shares: 0 shares
6. Number of shares expected to be offered: 6,199,698 shares.
  7. Total value of shares expected to be offered (at par value): 61,996,980,000 VND.
  8. Expected charter capital after the offering: 123,993,960,000 VND.
  9. Offering price: 11,500 VND/share.
  10. Basis for determining the offering price: The asking price is calculated based on:
    - (i) Book value as of 31/12/2025 (according to the 2025 audited financial statements): 11,908 VND/share.
    - (ii) Market price (closing price) as of 25/03/2026: 12.100 VND/share.

Based on the book value and market price of the above-mentioned PRC shares; based on PRC's development strategy and capital increase needs; encourage shareholders to stick and contribute to the development of PRC and ensure the feasibility of the offering, The Board of Directors proposed an offering price of 11,500 VND/share.

11. The maximum expected amount to be collected: 71,296,527,000 VND.
12. Issuance rate (number of shares offered/number of shares outstanding): 100%.
13. Offering: Existing shareholders of PRC named in the list on the last registration date to finalize the list of shareholders to exercise the right to buy shares issued by the Vietnam Securities Depository and Clearing Corporation (VSDC) as prescribed.



14. Form of offering: Offering additional shares to the public to existing shareholders by way of exercising the right to buy.
15. Exercise ratio: 1:1 (shareholders owning 01 share will be entitled to 01 right to buy, for every 01 right to buy, 01 new share will be purchased).
16. Plan to handle the remaining shares that have not been fully offered to existing shareholders (if any):
  - (i) Because the ratio of exercising rights is 1:1, there are no odd shares arising when shareholders exercise rights.
  - (ii) The remaining shares that have not been fully offered to existing shareholders are the remaining shares that are partially or wholly purchased by existing shareholders in the offering. The General Meeting of Shareholders authorizes the Board of Directors to determine the criteria and selection for offering to existing shareholders or external investors on the condition that the offering, the conditions on price, rights and obligations of investors are not more favorable than the conditions for offering to existing shareholders.
  - (iii) The handling of the remaining shares that have not been fully offered to existing shareholders is in accordance with the provisions of Article 42 of Decree 155/2020/ND-CP dated 21/12/2020, in accordance with the provisions of Clause 2, Article 195 of the Law on Enterprises No. 59/2020/QH14 dated 17/06/2020 and other relevant provisions of current law;
  - (iv) The remaining shares that have not been offered for sale to existing shareholders when distributed to other investors according to the decision of the Board of Directors will be restricted from transfer for 01 year from the end of the offering.
  - (v) In case of expiration of the time limit for distribution of shares as prescribed by law (including the extended time (if any), if there are still shares that have not been fully offered, these unoffered shares shall be canceled and the Board of Directors shall issue a decision to terminate the offering.
17. Distribution method: According to the method of exercising rights.
18. Transfer of call rights: Existing shareholders named in the list on the last registration date finalize the list of shareholders who are allocated the right to buy shares have the right to transfer their right to buy shares to others within the specified time. The right to purchase additional offered shares is only allowed to be transferred one (01) time. The transferee may not be transferred to the 3rd party. The transferor and the transferee shall agree on the transfer price and pay the transfer money.
19. Transfer restrictions: Offered shares are not subject to transfer restrictions (except for the case specified in section B.16). Shareholders who own shares that are under transfer restrictions are still entitled to receive the right to purchase shares and the number of additional shares purchased from this option is not subject to transfer restrictions.
20. Expected offering time: Expected in 2026, after the Company is granted a Certificate of



additional public offering of shares by the State Securities Commission (SSC).

21. Minimum Offering Success Rate: Not applicable.
22. Plan to ensure that the issuance of shares meets the regulations on foreign ownership ratio: The General Meeting of Shareholders authorizes the Board of Directors to approve the plan to ensure that the offering of shares meets the regulations on foreign ownership ratio.
23. Additional registration and registration for additional listing of shares: The additionally issued shares of Portserco Logistics Joint Stock Company will be additionally registered at the Vietnam Securities Depository and Clearing Corporation (VSDC) and registered for additional listing on the Hanoi Stock Exchange (HNX) in accordance with the provisions of law.

## II. PLAN TO USE CAPITAL RAISED FROM THE OFFERING

1. The total amount expected to be raised from the offering is 71,296,527,000 VND, the Company will use the entire expected amount raised from the offering to supplement capital to purchase more tractors and trailers to serve the Company's business activities, specifically as follows:

Purpose	Expected amount (VND)	Expected disbursement time
Additional capital to buy tractors and trailers	71.296.527.000	Q2/2026 – Q2/2027

The General Meeting of Shareholders authorizes the Board of Directors to develop a detailed capital use plan of the offering, ensuring the interests of shareholders and complying with the provisions of law. For temporarily idle capital sources due to not being disbursed according to the detailed capital use plan approved by the Board of Directors, the Board of Directors is entitled to decide to open a term deposit contract(s) to enjoy interest in accordance with the actual disbursement progress of the capital use plan.

In case the progress of mobilizing the proceeds from the offering is slower than the actual payment schedule according to the capital use plan approved by the General Meeting of Shareholders, the Board of Directors is entitled to allocate other capital sources of the Company to fulfill the payment obligation according to the capital use plan. After that, the capital obtained from the offering will be used to pay to offset the due payment obligations arising from the use of the above-mentioned own capital, ensuring the right plan to use the capital mobilized from the offering.

2. Handling plan in case the shares are not fully distributed: In case of the end of the offering period, the Company does not offer all the shares as registered, the proceeds from the offering are not enough as expected, to fulfill the purposes approved by the General Meeting of Shareholders, depending on the actual situation, the General Meeting of Shareholders authorizes the Board of Directors to implement the following solutions:



- (i) Apply for an extension of the offering to continue offering the remaining shares to ensure compliance with the provisions of law;
- (ii) Supplement the missing capital through other forms such as bank loans, corporate bond issuance, and other solutions in accordance with the provisions of law and the Company's internal regulations to implement the set plans.

### **III. APPROVING THE AUTHORIZATION OF THE BOARD OF DIRECTORS TO PERFORM RELEVANT TASKS**

The General Meeting of Shareholders unanimously approved the authorization of the Board of Directors to perform, including but not limited to the following tasks:

1. Proactively develop and approve detailed offering dossiers and explain dossiers of application for permission to offer securities to the State Securities Commission and other functional agencies. At the same time, proactively adjust the offering plan and other relevant documents at the request of the State Securities Commission and other functional agencies in accordance with the provisions of law and the Company's Charter and will report to the General Meeting of Shareholders in the nearest meeting;
2. Select the appropriate time to finalize the date of exercise of the right and the time of implementation of the issuance.
3. Approve the plan to ensure that the issuance of shares meets the regulations on foreign ownership ratio.
4. Handle the remaining shares that have not been fully offered to existing shareholders (if any).
5. Decide on specific capital use plans and proactively adjust, change or supplement the purpose of using the actual amount of money raised from the offering to suit the actual situation and capital use demand of the Company with a change value of less than 50% of the actual amount of money collected from the offering, on the principle of ensuring the efficiency of capital use, the interests of the Company and shareholders, complying with the provisions of current law and reporting to the nearest General Meeting of Shareholders on these adjustments (if any).
6. Register additional shares to be issued at the Vietnam Securities Depository and Clearing Corporation, register for additional listing of shares at the Hanoi Stock Exchange for the entire number of additional ordinary shares issued according to the offering results.
7. Amending and supplementing the Charter of organization and operation of the Company related to the change of shares and charter capital corresponding to the number of shares and proceeds (calculated at par value) from the offering and registering changes to the contents of the Enterprise Registration Certificate as prescribed.
8. Carry out the necessary legal procedures in accordance with the provisions of law and the Company's Charter of organization and operation to complete the additional public offering of shares to existing shareholders.




Respectfully submit to the General Meeting of Shareholders for approval the plan to offer additional shares to existing shareholders in 2026.

Sincerely./.

**Recipients:**

- As dear to you;
- Save: VT, Board of Directors.

TM. BOARD  
CHAIRMAN  
  
VU QUANG VINH

