

**REPORT ON OPERATIONAL RESULTS OF BOARD OF DIRECTORS
FOR 2025 AND PLAN FOR 2026**

**To: GENERAL MEETING OF SHAREHOLDERS
TRANSPORT AND CHARTERING CORPORATION**

Board of Directors (“BOD”) of Transport and Chartering Corporation (“Company”) respectfully submits to the Annual General Meeting of Shareholder over Operational Results of BOD in 2025 and Plan in 2026, as follows:

I. OPERATIONAL RESULTS OF BOD IN 2025

1. The current Member of BOD:

BOD has consisted of three Members, for period of 2021 – 2026:

- Mrs. Khuc Thi Quynh Lam – Chairwoman of BOD;
- Mr. Nguyen Nang Tuyen – Member of BOD;
- Mr. Pham Thanh Hai – Member of BOD.

2. Operational Results of BOD in 2025

2.1 Business Activities Results in separate Financial Statement of Parent Company:

Unit: Billion dong

Criteria	Plan 2025	Actual 2025	Comparison with Actual 2024	
			Actual 2023	Percentage (%)
Gross Revenue	8,01	13,5	1,6	13%
Profit before Tax	12,21	15,8	5,4	52%

2.2 Consolidated Business Results in 2025:

Unit: Billion dong

Criteria	Actual 2025	Comparison with Actual 2024	
		Difference	Percentage (%)
Gross Revenue	122,1	26,4	27,8%
Profit before Tax	29,4	-21,9	-42,7%

2.3 Results of Supervision of General Director and the Board of Management of the Company in 2025:

In 2025, BOD regularly directs and supervises the Board of Management in administration, operation, and implementation of tasks according to the Resolutions and Decisions of BOD/Chairman of BOD, the General Meeting of Shareholders (“GMS”) and ensures that the Company's production and business activities are not interrupted, in accordance with legal regulations, the Charter and internal regulations and rules of the Company.

The Board of Management performs the function of managing the Company's operations with a high sense of responsibility, complete the Business Targets set by the BOD/GMS. The Board of Management proactively reports to the BOD about arising problems and proposes solutions to minimize risks and comply with legal regulations.

2.4 The Meetings and Decisions of BOD:

To perform the rights and obligations of BOD in accordance with the provisions of Law and the Company's Charter, BOD has held periodic meetings to discuss and approve important issues within its authority. All meetings of BOD were conducted in accordance with the procedures. Discussions and votes were carried out in accordance with the functions, duties and authority of BOD in accordance with the Law on Enterprises and the Company's Charter.

In 2025, BOD has approved and issued Resolutions and Decisions to resolve issues within the functions and authority of BOD in the form of meetings and/or written opinions. At the meetings, the Chairman of BOD chaired, all members of BOD attended, and the resolutions and decisions passed at the meetings received the consensus of the members of BOD.

In 2025, the Board of Directors approved the following Resolutions and Decisions:

1. Divest all capital contributions in Heung A Line Vietnam Co., Ltd.;
2. Approval of Plan to organize the 2025 Annual General Meeting of Shareholders;
3. Adjust the financial approval authority at the Company and its subsidiaries;
4. Approval of the auditing Unit Selection to review semi-annual Financial Statements and audit Financial Statements 2025;
5. Acquire shares in Vietfracht Hung Yen Warehousing Joint Stock Company;
6. Adjust the Decision on delegation of authority of the Chairman of the Board of Directors and the General Director at the Company and adjust the Decision on delegation of authority of the Chairman of the Company and the Board of Directors at the Company's subsidiaries;
7. Adjust the financial approval authority at the Company and its subsidiaries;
8. Approve the divestment of capital in Dimerco Vietfracht Co., Ltd. 9. Transfer profits from Vietfracht Hanoi One-Member Limited Liability Company to the parent company;

9. Transfer profits from Vietfract Hanoi One-Member Limited Liability Company to the parent company
10. Pay dividends for 2024

In addition, the BOD also addressed several other matters within its authority.

The coordination between the Board of Directors, the Supervisory Board, and the Executive Board in 2025 was carried out closely, in accordance with the functions, duties, and authority stipulated in the Company Charter and current laws, thereby contributing to improved overall governance efficiency. The Board of Directors maintained a transparent coordination mechanism, ensuring that supervisory, operational, and control activities were implemented synchronously and consistently.

During the year, the Supervisory Board attended all Board of Directors meetings. The Supervisory Board fully exercised its rights and responsibilities, conducted independent supervision, and directly contributed opinions on issues within its scope of supervision as prescribed. At the same time, the Executive Board is also invited to participate in important meetings to exchange and discuss business directions and key issues, thereby strengthening consensus in leadership, management, and control, contributing to mutual support in management and working together towards achieving the Company's common goals.

The Board of Directors has also promoted decentralization and delegation of authority to the Executive Board so that the Executive Board can proactively make decisions in the daily operation of the Company based on the direction of the Board of Directors and the General Meeting of Shareholders, ensuring compliance with the Company's regulations and legal regulations.

2.5 Remuneration of BOD:

The 2025 Annual General Meeting of Shareholders approved total remuneration in 2024: 162,500,000 VND. The remuneration of BOD in 2025, including Chairman and Member of BOD:

- Chairwoman: 4,500,000 VND/Month.
- Member: 4,000,000 VND/Person/Month.

2.6 Evaluate the performance of other tasks

In 2025, the office rental market is expected to see a downward trend in prices due to an increase in vacant space as many businesses downsize or cease operations. Against this backdrop, the company has proactively implemented solutions to improve occupancy rates, including collaborating with professional real estate development firms and strengthening its customer acquisition efforts through various channels tailored to the company's specific circumstances.

Simultaneously, the Board of Directors focuses on improving governance quality through effective meetings and clearly assigning responsibilities for reviewing and evaluating submitted proposals. Based on this, resolutions and decisions are issued in accordance with the actual situation. Board members fulfill their roles and



responsibilities in their assigned areas, regularly monitoring, evaluating, and providing input on key issues. Information disclosure and governance reporting are carried out fully and promptly, ensuring transparency, protecting the legitimate rights and interests of the Company and its shareholders, and complying with legal regulations, the Articles of Association, and the Company's internal regulations.

2.7 Report on Transaction with affiliated Person

- The list of related parties has been fully and periodically notified by the Company in its corporate governance reports as required by law.

- Transactions arising in 2025 between the Company and related parties have been updated in the audited financial statements for the fiscal year ending December 31, 2025.

II. OPERATIONAL PLAN OF BOD IN 2026.

1. The targets of Business Plan in 2026:

BOD directs and closely coordinates with Board of Management to implement the 2026 Business Plan after being approved by GMS:

Targets	Amount (Billion dong)
Gross Revenue from main business activities	11,86
Gross Profit	5,16
Profit before tax	20,25

2. Operational Plan in 2026:

- Business activities:

- + Direct and closely coordinate with Board of Management to complete the 2025 Business Plan targets, resolve problems arising from business activities and investment.
- + Promote market development, seeking for potential customer sources in addition to traditional customers. Diversify production and business activities on the basis of effectively exploiting the available Company's resources, especially improving the efficiency of Real Estate exploitation as the advantage of location.
- + Closely direct and resolve all problems arising from the business activities and Investment ensuring proper implementation of plan and targets being set.

- Other activities:

- + Maintain close and effective coordination between members of BOD, between BOD and Board of Management in monitoring, directing and resolving the Company's work in accordance with its functions and tasks;
- + Further strengthen the management, corporate governance, focusing on applying information technology to the Company's practical operations.

- + Properly perform the functions, tasks and authority of BOD as stipulated in the Company's charter. Enhancing the management capacity of members, assign tasks and inspects, urge the performance of tasks of members.
- + Strengthen relations with Shareholders through providing accurate, timely and transparent information; protect the legitimate and legal rights of Shareholders.
- + Strengthen supervision of the Company's investments and capital contributions in Subsidiaries, Joint ventures/Ssociates; evaluation and implement effective investment restructuring to bring benefits to the Company.

III. CONCLUSION.

The above is the report of BOD on the assessment of the performance of Company in 2025; the orientations and activities of BOD in 2026. At the 2026 Annual General Meeting of Shareholders, BOD respectfully submits to GMS for approval of the full text of the above report.

BOD would like to sincerely thank the cooperation and support of shareholders for Company in general and BOD in particular, throughout 2025. On behalf of Company, BOD would like to wish all shareholders stay at good health, happiness and success, and a well – organized Annual General Meeting of Shareholders.

Recipients:

- Shareholders;
- BOD, Inspection Committee;
- Filing.

**ON BEHALF OF THE BOD
CHAIRWOMAN OF THE BOD**



Khúc Thị Quỳnh Lam

