

THE MEETING MINUTES
THE ANNUAL GENERAL MEETING OF SHAREHOLDERS 2026

Enterprise's Name : TRANSPORT AND CHARTERING CORPORATION
("Company")
Headquarter : 74 Nguyen Du Street, Cua Nam Ward, Hanoi.
Enterprise's Code : 0100105937
Time : From 2 p.m dated 07/05/2026
Location : Company's Hall, 74 Nguyen Du Street, Cua Nam Ward, Hanoi.

Main content of the Meeting:

1. Report on Business results for 2025 and Plan for 2026 of the Board of Management ("BOM") of the Company;
2. The Separated and Consolidated Audited Financial Statements ("FS") 2025;
3. Report on the Board of Directors ("BOD") on Operation results in 2025 and Plan in 2026;
4. Report of Inspection Committee ("IC") operation in 2025 and plan for 2026;
5. Proposal on approval of remuneration of the BOD and IC of 2025 and plan in 2026;
6. Proposal on dividend distribution for 2025;
7. Proposal on selection of Auditor Company to audit the FS 2026;
8. Proposal on the election of members of the BOD, IC for the term 2026 – 2031;
9. Proposal on the amendment and supplementation of the Company's Charter of Organization and Operation.
10. Other content (if any);
11. Approving the Meeting Minute and Resolution of Annual General Meeting of Shareholder.

A. GMS OPENING AND PARTICIPANTS:

I. GMS Opening:

The GMS heard Mr. Pham Quoc Chinh on behalf of the Organizing Committee inform the opening speech of the GMS.

II. GMS Participants:

1. Shareholders:

All shareholders currently owning shares of the Company as of the shareholder list closing date of April 8th, 2026.

2. The BOD and IC's member:

- Mr. Nguyen Nang Tuyen - Member
- Mr. Nguyen Thanh Tuyen - Head of IC

3. The BOM's member:

- Mr. Dao Nguyen Dang - General Director
- Mr. Nguyen Quoc Chinh - Chief Accountant

III. Shareholder qualification verification report:

GMS heard Ms. Pham Thi Hong Tuoi - Head of the Shareholder Qualification Examination Committee - report on the results of the shareholder qualification verification.

- Total number of shareholders entitled to attend the meeting: 449 shareholders, total number of shares owned: 15.000.000 shares, equivalent to 100% of total charter capital.

- Shareholders attending the General Meeting include: 10 official and authorized shareholders, representing the ownership of 14,034,701 common shares, accounting for 93,565% of the total number of voting shares of the Company.

- Number of absent shareholders: 439 shareholders, representing the ownership of 965,299 common shares, accounting for 6,435% of the total number of voting shares of the Company.

Pursuant to the Law on Enterprises 2020 and the Charter of the Company, the number of shareholders officially attending and authorized to attend the 2026 Annual General Meeting of Shareholders of the Company, the number of shareholders ensuring that the Annual General Meeting of Shareholders 2026 is conducted validly.

B. GMS CONTENT

I. GMS approved the Chairing Committee, the Secretary Committee and the Vote Counting Committee:

1. The Chairing Committee:

- Mr. Nguyen Nang Tuyen - BOD member – Chairing of Chairing Committee (*pursuant to the Power of Attorney of Ms. Khuc Thi Quynh Lam No. .../2026/GUQ dated on .../5/2026*)
- Mr. Dao Nguyen Dang - General Director – Member of the Chairing Committee

2. The Secretary Committee :

- Mr. Chu Huy Tung - Head of the Secretary Committee
- Mr. Pham Quoc Chinh - Member

3. The Vote Counting Committee:

- Ms. Pham Thi Hong Tuoi - Head of the Vote Counting Committee
- Ms. Nguyen Thi Phuong Thao - Member.

The GMS voted by raising voting cards and approved the Chairing Committee, the Secretary Committee and the Vote Counting Committee:

Discussion: None.

The number of votes with voting rights of shareholders attending the meeting: 14.034.701 vote.

Number of valid votes: 14.034.701 votes, corresponding to 100% of the voting votes of shareholders attending the meeting.

Number of invalid votes: 0 votes, equivalent to 0% of the voting votes of shareholders attending the meeting.

Voting:

Approval: 14.034.701 votes, corresponding to 100% of the voting votes of shareholders attending the meeting.

Disapprove: 0 votes, equivalent to 0% of the voting votes of shareholders attending the meeting.

No opinions: 0 votes, equivalent to 0% of the voting votes of shareholders attending the meeting.

II. GMS approved the GMS's Meeting agenda and Working regulation:

The GMS heard Mrs. Khuc Thi Quynh Lam – Chairing of the GMS presented the Meeting agenda and Working regulation of GMS to obtain GMS's approval.

Discussion: None.

The number of votes with voting rights of shareholders attending the meeting: 14.034.701 vote.

Number of valid votes: 14.034.701 votes, corresponding to 100% of the voting votes of shareholders attending the meeting.

Number of invalid votes: 0 votes, equivalent to 0% of the voting votes of shareholders attending the meeting.

Voting:

Approval: 14.034.701 votes, corresponding to 100% of the voting votes of shareholders attending the meeting.

Disapprove: 0 votes, equivalent to 0% of the voting votes of shareholders attending the meeting.

No opinions: 0 votes, equivalent to 0% of the voting votes of shareholders attending the meeting.

III. Reports and Proposals presented in the GMS:

1. The GMS heard Mr. Dao Nguyen Dang – General Director of the Company presented:

- Report on Business results for 2025 and Plan for 2026 of the Company's BOM.
- The Separated and Consolidated Audited FS 2025.

Discussion of shareholders: None.

2. The GMS heard Mr. Nguyen Nang Tuyen – Member of BOD presented:

- Report on the activities of the Board of Directors in 2025 and the operation plan of the Board of Directors in 2026;
- Proposal to elect members of the BOD, IC for the term 2026 – 2031;
- Proposal on approval of remuneration of the BOD and IC of 2025 and plan in 2026;
- Proposal on dividend distribution for 2025;
- Proposal on the amendment and supplementation of the Company's Charter of Organization and Operation.

Discussion of shareholders: None.

3. The GMS heard Mr. Nguyen Thanh Tuyen – Head of IC presented:

- Report of IC submit to GMS 2026;
- Proposal on selection of Auditor Company to audit the FS 2026.

Discussion of shareholders: None.

IV. The GMS elected members of the BOD and IC of the Company for the term 2026-2031:

The GMS voted in the form of holding up voting cards to approve the following contents:

1. The GMS voted to approve the term of office of members of the BOD and the IC is 5 years (2026-2031).

Discussion: None.

The number of votes with voting rights of shareholders attending the meeting: 14.034.701 vote.

Number of valid votes: 14.034.701 votes, corresponding to 100% of the voting votes of shareholders attending the meeting.

Number of invalid votes: 0 votes, equivalent to 0% of the voting votes of shareholders attending the meeting.

Voting:

Approval: 14.034.701 votes, corresponding to 100% of the voting votes of shareholders attending the meeting.

Disapprove: 0 votes, equivalent to 0% of the voting votes of shareholders attending the meeting.

No opinions: 0 votes, equivalent to 0% of the voting votes of shareholders attending the meeting.

2. The GMS voted to approve the number of members of the BOD for the term 2026-2031 is: 03 members.

Discussion: None.

The number of votes with voting rights of shareholders attending the meeting: 14.034.701 vote.

Number of valid votes: 14.034.701 votes, corresponding to 100% of the voting votes of shareholders attending the meeting.



Number of invalid votes: 0 votes, equivalent to 0% of the voting votes of shareholders attending the meeting.

Voting:

Approval: 14.034.701 votes, corresponding to 100% of the voting votes of shareholders attending the meeting.

Disapprove: 0 votes, equivalent to 0% of the voting votes of shareholders attending the meeting.

No opinions: 0 votes, equivalent to 0% of the voting votes of shareholders attending the meeting.

3. The GMS voted to approve the number of members of the IC for the term 2026-2031 is: 03 members.

Discussion: None.

The number of votes with voting rights of shareholders attending the meeting: 14.034.701 vote.

Number of valid votes: 14.034.701 votes, corresponding to 100% of the voting votes of shareholders attending the meeting.

Number of invalid votes: 0 votes, equivalent to 0% of the voting votes of shareholders attending the meeting.

Voting:

Approval: 14.034.701 votes, corresponding to 100% of the voting votes of shareholders attending the meeting.

Disapprove: 0 votes, equivalent to 0% of the voting votes of shareholders attending the meeting.

No opinions: 0 votes, equivalent to 0% of the voting votes of shareholders attending the meeting.

4. The GMS approved the list of candidates for election to the BOD of the Company for the term 2026-2031, including:

- Ms. Phan Thi Thu Hien;
- Mr. Pham Thanh Hai;
- Mr. Nguyen Nang Tuyen.

Discussion: None.

The number of votes with voting rights of shareholders attending the meeting: 14.034.701 vote.

Number of valid votes: 14.034.701 votes, corresponding to 100% of the voting votes of shareholders attending the meeting.

Number of invalid votes: 0 votes, equivalent to 0% of the voting votes of shareholders attending the meeting.

Voting:

Approval: 14.034.701 votes, corresponding to 100% of the voting votes of shareholders attending the meeting.

Disapprove: 0 votes, equivalent to 0% of the voting votes of shareholders attending the meeting.

No opinions: 0 votes, equivalent to 0% of the voting votes of shareholders attending the meeting.

5. The GMS approved the list of candidates for election to the Company's IC for the term 2026-2031, including:

- Mr. Nguyen Thanh Tuyen;
- Mr. Nguyen Dang Viet Trung;
- Ms. Dang Thi Ha Nguyen.

Discussion: None.

The number of votes with voting rights of shareholders attending the meeting: 14.034.701 vote.

Number of valid votes: 14.034.701 votes, corresponding to 100% of the voting votes of shareholders attending the meeting.

Number of invalid votes: 0 votes, equivalent to 0% of the voting votes of shareholders attending the meeting.

Voting:

Approval: 14.034.701 votes, corresponding to 100% of the voting votes of shareholders attending the meeting.

Disapprove: 0 votes, equivalent to 0% of the voting votes of shareholders attending the meeting.

No opinions: 0 votes, equivalent to 0% of the voting votes of shareholders attending the meeting.

6. Ms. Pham Thi Hong Tuoi - Head of the Vote Counting Committee presented the Election Rules for electing members of the BOD and IC of the Company for the term 2026-2031 to be submitted to the GMS for approval.

Discussion: None.

The number of votes with voting rights of shareholders attending the meeting: 14.034.701 vote.

Number of valid votes: 14.034.701 votes, corresponding to 100% of the voting votes of shareholders attending the meeting.

Number of invalid votes: 0 votes, equivalent to 0% of the voting votes of shareholders attending the meeting.

Voting:

Approval: 14.034.701 votes, corresponding to 100% of the voting votes of shareholders attending the meeting.

Disapprove: 0 votes, equivalent to 0% of the voting votes of shareholders attending the meeting.

No opinions: 0 votes, equivalent to 0% of the voting votes of shareholders attending the meeting.

7. The GMS shall elect members of the BOD and IC of the Company for the term 2026-2031 in the form of cumulative voting and secret ballot with the following voting results:

a. Results of election of members of the BOD:

No.	BOD member	Total of votes	Percentage (%)	Result
1	Ms. Phan Thi Thu Hien	15.141.701	107,88%	Elected
2	Mr. Pham Thanh Hai	13.481.201	96,06%	Elected
3	Mr. Nguyen Nang Tuyen	13.481.201	96,06%	Elected

b. Results of election of members of the IC:

No.	IC member	Total of votes	Percentage (%)	Result
1	Mr. Nguyen Thanh Tuyen	15.141.701	107,88%	Elected
2	Mr. Nguyen Dang Viet Trung	13.481.201	96,06%	Elected
3	Ms. Dang Thi Ha Nguyen	13.481.201	96,06%	Elected

Discussion: None.

The number of votes with voting rights of shareholders attending the meeting: 14.034.701 vote.

Number of valid votes: 14.034.701 votes, corresponding to 100% of the voting votes of shareholders attending the meeting.

Number of invalid votes: 0 votes, equivalent to 0% of the voting votes of shareholders attending the meeting.

Voting:

Approval: 14.034.701 votes, corresponding to 100% of the voting votes of shareholders attending the meeting.

Disapprove: 0 votes, equivalent to 0% of the voting votes of shareholders attending the meeting.

No opinions: 0 votes, equivalent to 0% of the voting votes of shareholders attending the meeting.

V. THE RESOLUTIONS APPROVED:

After listening to the presentation of reports and submissions at the Meeting, the GMS voted to approve the following contents in the form of holding up voting cards:

1. **RESOLUTION NO.1:** The GMS approved Report on Business results for 2025 and Plan for 2026 of the Company's BOM.

The number of votes with voting rights of shareholders attending the meeting: 14.034.701 vote.

Number of valid votes: 14.034.701 votes, corresponding to 100% of the voting votes of shareholders attending the meeting.

Number of invalid votes: 0 votes, equivalent to 0% of the voting votes of shareholders attending the meeting.

Voting:

Approval: 14.034.701 votes, corresponding to 100% of the voting votes of shareholders attending the meeting.

Disapprove: 0 votes, equivalent to 0% of the voting votes of shareholders attending the meeting.

No opinions: 0 votes, equivalent to 0% of the voting votes of shareholders attending the meeting.

2. **RESOLUTION NO.2:** The GMS approved the Separated and Consolidated Audited FS 2025 of the Company.

The number of votes with voting rights of shareholders attending the meeting: 14.034.701 vote.

Number of valid votes: 14.034.701 votes, corresponding to 100% of the voting votes of shareholders attending the meeting.

Number of invalid votes: 0 votes, equivalent to 0% of the voting votes of shareholders attending the meeting.

Voting:

Approval: 14.034.701 votes, corresponding to 100% of the voting votes of shareholders attending the meeting.

Disapprove: 0 votes, equivalent to 0% of the voting votes of shareholders attending the meeting.

No opinions: 0 votes, equivalent to 0% of the voting votes of shareholders attending the meeting.

3. **RESOLUTION NO.3:** The GMS approved the Report on the BOD on operation results in 2025 and Plan in 2026.

The number of votes with voting rights of shareholders attending the meeting: 14.034.701 vote.

Number of valid votes: 14.034.701 votes, corresponding to 100% of the voting votes of shareholders attending the meeting.

Number of invalid votes: 0 votes, equivalent to 0% of the voting votes of shareholders attending the meeting.

Voting:

Approval: 14.034.701 votes, corresponding to 100% of the voting votes of shareholders attending the meeting.

The number of votes with voting rights of shareholders attending the meeting: 14.034.701 vote.

Number of valid votes: 14.034.701 votes, corresponding to 100% of the voting votes of shareholders attending the meeting.

Number of invalid votes: 0 votes, equivalent to 0% of the voting votes of shareholders attending the meeting.

Voting:

Approval: 14.034.701 votes, corresponding to 100% of the voting votes of shareholders attending the meeting.

Disapprove: 0 votes, equivalent to 0% of the voting votes of shareholders attending the meeting.

No opinions: 0 votes, equivalent to 0% of the voting votes of shareholders attending the meeting.

7. **RESOLUTION NO.7:** The GMS approved the plan for paying dividends to shareholders in 2025:

STT	Content	Amount (VND)
I	Total undistributed profit after tax	17.089.922.301
1.1	Accumulated undistributed profit after tax by the end of the previous period	1.303.305.161
1.2	Profit after corporate income tax in 2025	15.786.617.140
II	Fund Allocation	789.330.857
1	Remuneration of Member of BOD and IC	297.700.000
2	Reward and Welfare Funds	491.630.857
III	Dividend distribution rate (6% of Charter capital)	9.000.000.000
IV	Remaining profit until 31/12/2025	7.300.591.444

The number of votes with voting rights of shareholders attending the meeting: 14.034.701 vote.

Number of valid votes: 14.034.701 votes, corresponding to 100% of the voting votes of shareholders attending the meeting.

Number of invalid votes: 0 votes, equivalent to 0% of the voting votes of shareholders attending the meeting.

Voting:

Approval: 14.034.701 votes, corresponding to 100% of the voting votes of shareholders attending the meeting.

Disapprove: 0 votes, equivalent to 0% of the voting votes of shareholders attending the meeting.

No opinions: 0 votes, equivalent to 0% of the voting votes of shareholders attending the meeting.

8. **RESOLUTION NO.8:** The GMS approved the results of the election of members of the BOD and IC for the term 2026 – 2031:

- The BOD for the term 2026-2031 includes the following members: Ms. Phan Thi Thu Hien, Mr. Pham Thanh Hai and Mr. Nguyen Nang Tuyen.

- The IC for the term 2026-2031 includes the following members: Mr. Nguyen Thanh Tuyen, Mr. Nguyen Dang Viet Trung, Ms. Dang Thi Ha Nguyen.

The number of votes with voting rights of shareholders attending the meeting: 14.034.701 vote.

Number of valid votes: 14.034.701 votes, corresponding to 100% of the voting votes of shareholders attending the meeting.

Number of invalid votes: 0 votes, equivalent to 0% of the voting votes of shareholders attending the meeting.

Voting:

Approval: 14.034.701 votes, corresponding to 100% of the voting votes of shareholders attending the meeting.

Disapprove: 0 votes, equivalent to 0% of the voting votes of shareholders attending the meeting.

No opinions: 0 votes, equivalent to 0% of the voting votes of shareholders attending the meeting.

- 9. RESOLUTION NO.9:** The GMS approved the Report No. 22/2026/TTr-HDQT dated April 15, 2026 on the amendment and supplementation of the Company's Charter of Organization and Operation.

The number of votes with voting rights of shareholders attending the meeting: 14.034.701 vote.

Number of valid votes: 14.034.701 votes, corresponding to 100% of the voting votes of shareholders attending the meeting.

Number of invalid votes: 0 votes, equivalent to 0% of the voting votes of shareholders attending the meeting.

Voting:

Approval: 14.034.701 votes, corresponding to 100% of the voting votes of shareholders attending the meeting.

Disapprove: 0 votes, equivalent to 0% of the voting votes of shareholders attending the meeting.

No opinions: 0 votes, equivalent to 0% of the voting votes of shareholders attending the meeting.

- 10. RESOLUTION NO.10:** The GMS fully authorizes the BOD and allows the BOD to authorize the Chairman of the BOD or other members of the BOD to consider, decide, and organize the implementation of issues approved by the GMS and to consider and decide on other matters within the authority of the GMS that arise and must be resolved between two annual GMS and to carry out related procedures according to regulations. The contents of the resolutions, authorizations in accordance with the Annual GMS's resolution of 2026 shall take effect from the date of approval and shall not be limited in validity until the GMS makes another decision to replace them.

The number of votes with voting rights of shareholders attending the meeting: 14.034.701 vote.

Number of valid votes: 14.034.701 votes, corresponding to 100% of the voting votes of shareholders attending the meeting.

Number of invalid votes: 0 votes, equivalent to 0% of the voting votes of shareholders attending the meeting.

Voting:

Approval: 14.034.701 votes, corresponding to 100% of the voting votes of shareholders attending the meeting.

Disapprove: 0 votes, equivalent to 0% of the voting votes of shareholders attending the meeting.

No opinions: 0 votes, equivalent to 0% of the voting votes of shareholders attending the meeting.

VII. APPROVING THE MEETING MINUTES, RESOLUTION OF THE GMS 2026 OF THE COMPANY:

Mr. Chu Huy Tung – Head of the Secretary Committee presented the Meeting Minutes, Resolutions of the Annual GMS 2026 of the Company to obtain the GMS's approval in the form of holding up voting cards:

Disapprove: 0 votes, equivalent to 0% of the voting votes of shareholders attending the meeting.

No opinions: 0 votes, equivalent to 0% of the voting votes of shareholders attending the meeting.

4. **RESOLUTION NO.4:** The GMS approved the Report of IC operation in 2025 and plan for 2026.

The number of votes with voting rights of shareholders attending the meeting: 14.034.701 vote.

Number of valid votes: 14.034.701 votes, corresponding to 100% of the voting votes of shareholders attending the meeting.

Number of invalid votes: 0 votes, equivalent to 0% of the voting votes of shareholders attending the meeting.

Voting:

Approval: 14.034.701 votes, corresponding to 100% of the voting votes of shareholders attending the meeting.

Disapprove: 0 votes, equivalent to 0% of the voting votes of shareholders attending the meeting.

No opinions: 0 votes, equivalent to 0% of the voting votes of shareholders attending the meeting.

5. **RESOLUTION NO.5:** The GMS approved the remuneration of the BOD and IC of 2025 and plan in 2026, detailed as follows:

5.1. **The BOD and IC's remuneration of 2025 is 297.700.000 VND included Personal Tax Income (including 12 month remuneration and 01 month remuneration for Lunar New Year), as follow:**

- Total remuneration of BOD 2025: 162.500.000 VND
- Total remuneration of IC 2025: 135.200.000 VND

5.2. **Plan of BOD and IC's remuneration for Members in 2026 as follows:**

a. BOD (03 Members):

- Chairman of BOD: 4.500.000 VND/month.
- Member of BOD: 4.000.000 VND/member/month.

b. IC (03 Members):

- Head of IC: 4.000.000 VND/month.
- Member of IC: 3.200.000 VND/member/month.

Total estimated Remuneration for Members of BOD and IC in 2026: 297.700.000 VND, included Personal Tax Income (including 12 month remuneration and 01 month remuneration for Lunar New Year).

The number of votes with voting rights of shareholders attending the meeting: 14.034.701 vote.

Number of valid votes: 14.034.701 votes, corresponding to 100% of the voting votes of shareholders attending the meeting.

Number of invalid votes: 0 votes, equivalent to 0% of the voting votes of shareholders attending the meeting.

Voting:

Approval: 14.034.701 votes, corresponding to 100% of the voting votes of shareholders attending the meeting.

Disapprove: 0 votes, equivalent to 0% of the voting votes of shareholders attending the meeting.

No opinions: 0 votes, equivalent to 0% of the voting votes of shareholders attending the meeting.

6. **RESOLUTION NO.6:** The GMS approved the authorization for the Board of Directors to decide on the selection of an independent auditor to audit the FS 2026.



Đại hội đồng cổ đông thường niên năm 2026 của Công ty CP Vận tải và Thuê tàu kết thúc vào lúc 16... giờ 00 phút cùng ngày./.

ĐOÀN CHỦ TỊCH ĐẠI HỘI



NGUYỄN NĂNG TUYẾN

THÀNH VIÊN

ĐÀO NGUYÊN ĐẶNG

Ban Thư ký Đại hội

CHU HUY TÙNG

PHẠM QUỐC CHÍNH