

**LOGISTICS JOINT STOCK  
COMPANY  
PORTSERCO**

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

-----\*\*\*-----

Number: 09/CBTT

"Disclosure of the Resolution & Minutes of  
the 2025 Annual General Meeting of  
Shareholders"

April 14, 2025.

**To:** - The State Securities Commission.  
- Hanoi Stock Exchange.

1. Company name: **PORTERCO LOGISTICS JOINT STOCK COMPANY.**
2. Stock code: **PRC**
3. Head office address: **No. 59 Ba Dinh, Thach Thang Ward, Hai Chau District, Da Nang City.**
4. Phone: **0236-3889390** Fax: **0236-3863736.**
5. Information disclosure person: **LE NAM HUNG**
6. Contents of the disclosed information:

**RESOLUTIONS AND MINUTES**

**ANNUAL GENERAL MEETING OF SHAREHOLDERS IN 2025.**

7. Website address to post all information disclosure contents:

**<http://www.portserco.com>**

We would like to commit that the information published above is true and fully responsible before the law for the content of the published information.

**Recipient:**

- Ditto.
- Save

**PERSONS WHO CARRY OUT  
DISCLOSURE**



*Lê Nam Hùng*

LOGISTICS JOINT STOCK COMPANY  
PORTSERCO

SOCIALIST REPUBLIC OF VIETNAM  
Independence – Freedom – Happiness

\*\*\*

Da Nang, April 12, 2025

**RESOLUTION**  
**ANNUAL GENERAL MEETING OF SHAREHOLDERS IN 2025**  
**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 2025 Annual General Meeting of Shareholders of Portserco Logistics Joint Stock Company on April 12, 2025.

**RESOLUTION**

- Điều 1.** Approved the Operation Report of the Board of Directors of Portserco Logistics Joint Stock Company in 2024 and the operational orientation in 2025 (*Details according to the attached Report of the Board of Directors*)
- Điều 2.** Approved the Report "Summary of the Company in 2024 and operation plan in 2025" (*Details according to the attached Report of the Board of Directors*)
- Điều 3.** Approve the Report of the Audit Committee in 2024 and the Plan for 2025 (*Details according to the attached Audit Committee Report*).
- Điều 4.** Approved the Report to the General Meeting of Shareholders on the Business Results and Profit Distribution in 2024, Business Plan for 2025 (*Details according to Report No. 01/2025/DHDCD dated 12/04/2025 attached*).
- Điều 5.** Approving the Report to the General Meeting of Shareholders on the Addition; amending the Company's Charter (*Details according to Report No. 02/2025/DHDCD dated 12/4/2025 attached*).
- Điều 6.** Approving the Report to the General Meeting of Shareholders on the Selection of Audit Units in 2025 (*Details according to Report No. 03/2025/DHDCD dated 12/4/2025 attached*).
- Điều 7.** Approved the Report to the General Meeting of Shareholders on the remuneration of the Board of Directors and the company's Administrators (*Details are in the Report No. 04/2025/DHDCD dated 12/4/2025 attached*).
- Điều 8.** Approved the Report to the General Meeting of Shareholders on Approving the plan to issue shares to increase share capital from the Company's equity (*Details are in the Report No. 05/2025/DHDCD dated 12/4/2025 attached*).



*Handwritten signature in blue ink.*

**Điều 9.** Approving the Report to the General Meeting of Shareholders on Approving the plan to offer additional shares to the public to existing shareholders in 2025 (Details are in the Report No. 05B/2025/ĐHDCD dated 12/4/2025 attached).

**Điều 10.** Approve the Resignation Letter of the Board of Directors members (attached Resignation Letter).

**Điều 11.** Approve the list of candidates/nominations for additional members of the Board of Directors (Attached list of candidates/nominations for additional members of the Board of Directors).

**Điều 12.** Adoption of the Supplementary List of Board Member Elections (Attached Supplementary List of Board Member Elections)

**Điều 13.** Approving the results of the election of additional members of the Board of Directors, the details are as follows:

STT	Full name	Vote count	Rate (%)
1.	Mr. Vu Quang Vinh	936.929	34,08
2.	Mr. Nguyen Tat Long	905.419	32,93
3.	Mr. To Kien Cuong	906.909	32,99

With the above results, additional members of the Board of Directors of Portserco Logistics Joint Stock Company include 03 members with the following names:

1. Mr. Vu Quang Vinh
2. Mr. To Kien Cuong
3. Mr. Nguyen Tat Long

**Điều 14. Enforcement effect**

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

This Resolution takes effect from the date of signing

Recipient:

- Company shareholders
- Members of the Board of Directors
- Board of Directors
- Save

**TM. GENERAL MEETING OF  
SHAREHOLDERS  
PRESIDING OFFICER OF THE  
CONGRESS**



**NGUYEN LE MINH**

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

---

**MINUTES**

OF THE 2025 ANNUAL GENERAL MEETING OF SHAREHOLDERS  
LOGISTICS PORTSERCO JOINT STOCK COMPANY

**1. Time and Venue of the 2025 Annual General Meeting of Shareholders:**

The 2025 Annual General Meeting of Shareholders of Logistics PORTSERCO Joint Stock Company was held at 8:00 AM on April 12, 2025, at the Conference Hall of Song Han Hotel, No. 14 Ly Tu Trong Street, Hai Chau District, Da Nang City.

**2. Number of Shareholders and Conditions for the Meeting :**

The attending shareholders owned and represented 916,419/1,200,000 voting shares (equivalent to 76,37%), all of whom had full shareholder status and were legally authorized by written proxies. Thus, under the Law on Enterprises, the Law on Securities, and the Charter of Logistics PORTSERCO Joint Stock Company, the 2025 Annual General Meeting of Shareholders was validly convened.

**3. Chairpersons and Secretaries of the Meeting**

**3.1 Chairpersons :**

- Mr. Nguyen Le Minh      Chairman of the Board of Directors
- Mr. Le Nam Hung      Member of the Board, General Director
- Mr. Tran Quang Tuan      Independent Board Member, Chairman of Audit Committee

**3.2 Secretaries :**

- Mr. Ton Hung Toan
- Ms. Duong Thi Minh Phuong

**4. Approval of Meeting Regulations**

The Working Regulations and Voting Rules of the 2025 Annual General Meeting of Shareholders were approved .

**5. Opening Remarks**

Mr. Nguyen Le Minh, Chairman of the Board of Directors – Chair of the Meeting, delivered the opening remarks and highlighted key issues for the Meeting's focus.

**6. Reports Presented at the Meeting**

- Mr. Nguyen Le Minh presented the Report on the activities of the Board of Directors in 2024 and the 2025 orientation' .



- Mr. Le Nam Hung presented the Company's 2024 Summary Report and 2025 Business Plan .

- Mr. Tran Quang Tuan presented the Audit Committee's 2024 Report and 2025 Plan.

- Mr. Nguyen Le Minh, Chairman of the Board of Directors, presented the proposals at the General Meeting

**7. Mr. Nguyen Le Minh and Mr. Nguyen Xuan Dung/Ms. Nguyen Thi Tuyet submitted resignation letters and will not continue their service on the Board of Directors for Term VI (2024–2029). The Meeting unanimously approved their resignations with a voting percentage of 100%**

#### **8. Election of Additional Board Members**

**8.1** The Chair approved the Regulations on Nomination/Election of the Board of Directors.

**8.2** The Chair introduced the compiled list and profiles of the nominees (in alphabetical order):

- Mr. To Kien Cuong
- Mr. Nguyen Tat Long
- Mr. Vu Quang Vinh

**8.3** The Election Committee was introduced and approved 100% by attendees .

#### **9. Election Committee Work :**

- The Head of the Election Committee presented the Election Rules
- The election process was carried out accordingly

**10. Discussion:** No discussion was raised during the General Meeting.

#### **11. Voting Results**

**11.1** Approval of the 2024 Summary Report and 2025 Plan: 100% in agreement

**11.2** Approval of the Board of Directors' 2024 Report and 2025 Orientation: 100% in agreement

**11.3** Approval of the 2024 Audit Committee Report and 2025 Plan: 100% in agreement.

**11.4** Approval of Proposal No. 01/2025/AGM on 2024 Business Results and Profit Distribution, and 2025 Business Plan: 100% in agreement .

**11.5** Approval of Proposal No. 02/2025/AGM on Amendments and Supplements to the Company Charter: 100% in agreement .

**11.6** Approval of Proposal No. 03/2025/AGM on the Selection of the 2025 Audit Firm: 100% in agreement .

00438  
CÔNG T  
CỔ PHẢ  
OGISTI  
ORTSER  
HÀU - TR

11.7 Approval of Proposal No. 04/2025/AGM on Remuneration for the Board of Directors and Executives: 100% in agreement .

11.8 Approval of Proposal No. 05/2025/AGM on Share Issuance to Increase Charter Capital from Owner's Equity: 100% in agreement .

11.9 Approval of Proposal No. 05B/2025/AGM on Public Offering of Additional Shares to Existing Shareholders in 2025: 100% in agreement.

## 12. Election Results Announcement .

\* According to the ballot counting minutes, the newly elected Board members in descending order of votes are :

- |                       |                                |
|-----------------------|--------------------------------|
| - Mr. Vu Quang Vinh   | Valid votes : 936.929 (34,08%) |
| - Mr. To Kien Cuong   | Valid votes : 906.909 (32,99%) |
| - Mr. Nguyen Tat Long | Valid votes : 905.419 (32,93%) |

## 13. Drafting of the AGM Resolution.

Ms. Duong Thi Minh Phuong presented the Draft Resolution of the 2025 Annual General Meeting of Shareholders

14. Adoption of the AGM Resolution: The Chair confirmed that 100% of shareholders attending agreed to adopt the 2025 AGM Resolution

The 2025 Annual General Meeting of Shareholders of Logistics PORTSERCO Joint Stock Company concluded at 12:00 PM on April 12, 2025.

This Minutes includes 03 pages .



**Nguyen Le Minh**

ON BEHALF OF THE SECRETARIAT



**Duong Thi Minh Phuong**



**SOCIALIST REPUBLIC OF VIETNAMNAM**  
**Toxic Independence - Freedom - Happiness happiness**

-----

**MINUTES OF VOTE COUNTING**  
**ELECTION OF ADDITIONAL BOARD OF DIRECTORS**  
**PORTSERCO LOGISTICS JOINT STOCK COMPANY**



Today , on at 10:00 a.m. on April 12 , 2025 , at Festival school 2nd floor Guest hotel River Korea , No. 14 Ly Tu Weight , City Da Nang . We. I , Board of Supervisors vote Satisfied Okay Grand festival copper neck winter credit duty through , including :

- |                              |   |
|------------------------------|---|
| 1. Mr. Ton Hung Toan         | - Head of the Election Committee send   |
| 2. Ms. Duong Thi Minh Phuong | - Member of the Election Committee send |
| 3. Mr. Nguyen Thanh Quoc     | - Member of the Election Committee send |
| 4. Ms. Le Thi Khanh Nhon     | - Member of the Election Committee send |
| 5. Ms. Nguyen Thi Hai Van    | - Member of the Election Committee send |

Board of Supervisors vote newspaper fox conclude fruit vote send wall pill Festival copper management treat PORTSERCO Logistics Joint Stock Company was added as after :

**1- Situation neck winter**

- Total number neck winter Reference attend Grand Association : **19** ancient winter
- Total number neck winter Reference family cancel Voucher : **19** shares winter
- Number neck vote Have right expression decide belong to neck winter Reference family cancel Vouchers : **916,419** shares vote , occupy **100 %** neck vote post sign Reference attend .

**2- Big festival through the name book subject nominate / apply send wall pill Festival copper management treat supplement joint stock company PORTSERCO Logistics**

**2.1 List subject send wall pill Festival copper management treat additional ( according to) rank ABC**

- Grandfather                      **To Kien Cuong**

- Grandfather **Nguyen Tat Long**

- Grandfather **Vu Quang Vinh**

( name book This There are 03 applications . send pill )

### **3- Conclude fruit check vote like after**

#### **3.1 Voucher vote send :**

<b>Quantity</b>	<b>Number vote</b>	<b>Number vote vote</b>
Voucher vote send release go out	<b>19</b>	<b>2,749,257</b>
Voucher vote send collect enter	<b>19</b>	<b>2,749,257</b>
Voucher vote send Are not valid	<b>0</b>	<b>0</b>
Voucher vote send drum	<b>0</b>	<b>0</b>
Voucher vote send fit rate	<b>19</b>	<b>2,749,257</b>

#### **3.2 Conclusion fruit check vote vote send Festival copper Additional administration**

:

<b>TT</b>	<b>Surname and name</b>	<b>Number vote vote</b>	<b>Ratio %</b>
<b>1</b>	<b>To Kien Cuong</b>	<b>906.909</b>	<b>32.99 %</b>
<b>2</b>	<b>Nguyen Tat Long</b>	<b>905.419</b>	<b>32.93 %</b>
<b>3</b>	<b>Vu Quang Vinh</b>	<b>936,929</b>	<b>34.08%</b>

**\* Conclude fruit hit send Festival copper management treat supplement joint stock company Logistics section PORTSERCO ( according to) rank on one's own vote vote from High down short ):**

- 1. Mr. Vu Quang Vinh**
- 2. Mr. To Kien Cuong**
- 3. Mr. Nguyen Tat Long**

04387  
ONG T  
PHÁ  
GISTI  
RTSE  
U - T



**4- Time space conclude end check vote** : enter at 10:30, April 12, 2025.

*Record copy This including has 03 pages , ok made in 04 copies*

**Head of the Ballot Counting Committee**



**Ton Hung Toan**



**PORTSERCO  
LOGISTICS JOINT STOCK COMPANY**

-----\*\*\*-----



**DOCUMENTS FOR THE 2025 ANNUAL  
GENERAL MEETING OF SHAREHOLDERS**



*Đà Nẵng, tháng 4 năm 2025.*



## BIBLIOGRAPHY

### ANNUAL GENERAL MEETING OF SHAREHOLDERS IN 2025 PORTSERCO LOGISTICS JOINT STOCK COMPANY

STT	DOCUMENT NAME
1	Invitation to the General Meeting of Shareholders
2	Letter of confirmation of attendance/authorization/non-attendance of the congress
3	Power of attorney to attend the congress
4	Annual General Meeting of Shareholders 2025
5	Regulations on working at the 2025 Annual General Meeting of Shareholders
6	Voting principles and rules at the 2025 Annual General Meeting of Shareholders
7	2024 Business Results Report & 2025 Business Plan.
8	Report on the work of the Board of Directors in 2024; Operational orientation in 2025
9	Report on the operation of the Audit Committee in 2024; Operational orientation in 2025
10	Regulations on nomination and candidacy for the Board of Directors
11	Application for candidacy and nomination to participate in the Board of Directors
12	Election Regulations
13	List of shareholders nominating/nominating additional members of the Board of Directors
14	Supplementary Report; amending the Company's Charter of Operation
15	Proposal to increase charter capital
16	Report on the selection of audit unit in 2025
17	Report on Profit Distribution in 2024
18	Report on remuneration of the Board of Directors and the person in charge of corporate governance in 2025.





SOCIALIST REPUBLIC OF VIETNAM

Independence – Freedom – Happiness

Da Nang, March 14, 2025

## INVITATION LETTER

### 2025 ANNUAL GENERAL MEETING OF SHAREHOLDERS

**To: Esteemed Shareholders of Portserco Logistics Joint Stock Company.**

The Board of Directors of Portserco Logistics Joint Stock Company cordially announces and invites esteemed shareholders to attend the 2025 Annual General Meeting of Shareholders of the company:

Time: **8:00 AM, April 12, 2025.**

Location: **2nd Floor, Song Han Hotel, No. 14 Ly Tu Trong Street, Hai Chau District, Da Nang City.**

**Participants:** Pursuant to the Company's Charter, all shareholders holding shares of Portserco Logistics Joint Stock Company whose names are listed in the shareholder list as of March 11, 2025, provided by the Vietnam Securities Depository and Clearing Corporation, are eligible to attend.

\* **Agenda of the General Meeting:** Approval of matters within the authority of the Annual General Meeting of Shareholders (AGM).

To ensure the successful organization of the 2025 Annual General Meeting of Shareholders, the Board of Directors of Portserco Logistics Joint Stock Company would like to inform shareholders of the following matters:

1. To facilitate the Organizing Committee in preparing for the 2025 Annual General Meeting of Shareholders, we kindly request that shareholders confirm their attendance by completing the "Confirmation of Attendance for the 2025 Annual General Meeting of Shareholders" form.
2. In case a shareholder is unable to attend in person, they may authorize another organization, individual, or one of the Board of Directors members to attend on their behalf. The authorization must comply with Article 15 of the Company's Charter. Please complete the "Authorization Letter for Attending the 2025 Annual General Meeting of Shareholders."

All shareholders attending in person or by proxy are kindly requested to confirm their participation by 5:00 PM on April 11, 2025, via phone, fax, email, or by express mail to the following address:

**PORTSERCO LOGISTICS JOINT STOCK COMPANY**

**Address:** 59 Ba Dinh Street, Thach Thang Ward, Hai Chau District, Da Nang City, Vietnam.

**ĐT: 0236. 3822.113 (Ms Phụng) - 0236.3889390 (Ms Vân) - Fax: 0236.3863.736**

**Email: [portserco@portserco.com](mailto:portserco@portserco.com)**

We sincerely hope that esteemed shareholders will arrange their time to attend punctually and in full.

Sincerely!

**Note:**

- Please refer to the General Meeting Reports on the Company's website: [www.portserco.com](http://www.portserco.com)
- When attending the General Meeting, shareholders and authorized representatives are kindly requested to bring Citizen ID Card (CCCD) / Passport / Certified Copy of Business Registration Certificate/ Invitation Letter/ Valid Authorization Letter.
- Shareholders shall be responsible for all travel and accommodation expenses during the General Meeting.

**T/M BOARD OF DIRECTORS  
CHAIRMAN**



**NGUYỄN LÊ MINH**



SOCIALIST REPUBLIC OF VIETNAM

Independence - Freedom - Happiness

**CONFIRMATION LETTER**

**ATTENDANCE AT THE 2025 ANNUAL GENERAL MEETING OF SHAREHOLDERS  
PORTSERCO LOGISTICS JOINT STOCK COMPANY**

**Organization/Individual Name:** .....

**Address:** .....

.....

**ID/Passport/Business Registration Number:** ..... **Date of Issue** .....

**Place of Issue:** .....

**Number of Shares Owned:** .....( In words: .....)

I have received the Invitation from your company regarding participation in the 2025 Annual General Meeting of Shareholders.

I hereby confirm my attendance as follows:

- **Attend the meeting in person:**

- **Authorize a representative to attend the meeting:**

- **Will not attend the meeting**

Sincerely.

....., Date ..... Month ..... Year 2025

**Shareholder Confirmation**  
**(Signature, Full Name, and Company Seal if applicable)**

**Note:** Please mark (X) in the appropriate box and send via  
- **Fax:** 0236.3863.736  
- **Email:** portserco@portserco.com  
- **Ms. Phuong - Phone:** 0236.3822.113 **Mobile:** 0905100683

# AUTHORIZATION LETTER

## TO ATTEND THE 2025 ANNUAL GENERAL MEETING OF SHAREHOLDERS PORTSERCO LOGISTICS JOINT STOCK COMPANY

Shareholder's Name: .....

Address: .....

ID Card/Passport/Business Registration Number: ..... Date of Issue .....

Place of Issue: .....

Number of Shares Owned ..... (In Words: .....) )

I/We agree to authorize the organization/individual named below to represent me/us in attending and voting on matters related to the 2025 Annual General Meeting of Shareholders of the Company.

1. Name of Organization/Individual: .....

ID Card/Passport/Business Registration Number: .....

Number of Shares Owned: ..... (In Words: .....) )

2. Name of Organization/Individual: .....

ID Card/Passport/Business Registration Number: .....

Number of Shares Owned: ..... (In Words: .....) )

List of the Board of Directors for Shareholders' Reference in Case of Authorization.

STT	Full Name	Position	Số CCCD
1	Mr. Nguyễn Lê Minh	Chairman of the Board of Directors	001060046372
2	Mr. Nguyễn Xuân Dũng	Member of the Board of Directors	049056001434
3	Mr. Lê Nam Hùng	Member of the Board of Directors - General Director	048078002825
4	Ms. Nguyễn Thị Tuyết	Member of the Board of Directors - Chief Accountant	049166010018
5	Mr. Trần Quang Tuấn	Independent Member of the Board of Directors	001079029229

I/We take full responsibility for this authorization and commit to strictly complying with the current regulations of Vietnamese law and the Charter of Portserco Logistics Joint Stock Company. Furthermore, I/We pledge not to raise any complaints or legal claims against the Company.

....., day ..... month ..... year 2025

**AUTHORIZED ORGANIZATION/INDIVIDUAL 1**

**AUTHORIZER**

(Signature, Full Name, and Seal (if applicable))

.....  
**AUTHORIZED ORGANIZATION/INDIVIDUAL 2**

**Note:** - This authorization letter is only valid during the 2025 Annual General Meeting of Shareholders.

- Please confirm your attendance at the General Meeting by 5:00 PM on April 11, 2025, to the following address:

**PORTSERCO LOGISTICS JOINT STOCK COMPANY**

**Address:** 59 Ba Dinh Street, Thach Thang Ward, Hai Chau District, Da Nang City.

**ĐT: 0236. 3822113 (Ms Phương)- 0236.3889390 (Ms Vân) - Fax: 0236.3863.736**

**Email: [portserco@portserco.com](mailto:portserco@portserco.com)**

**PROGRAM**  
**ANNUAL GENERAL MEETING OF SHAREHOLDERS IN 2025**  
**PORTSERCO LOGISTICS JOINT STOCK COMPANY**

---

\* 07:30 – 08:00: Welcoming delegates

\* 08:00: 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 2024 and business plan in 2025.

- Report on the performance of the Board of Directors in 2024; Operational orientation in 2025.

- Report on the operation of the Audit Committee in 2024; Operational orientation 2025.

- Organizing additional elections for the Board of Directors

+ Election Board

+ Adoption of election rules

+ Introduction of the list of candidates and nominees

+ Conduct elections

- Breaks

- Shareholders' discussion at the General Meeting.

- Vote on the following contents:

\* Proposal on Amendment; supplementing the Charter of operation of PORTSERCO Logistics Joint Stock Company (adding a legal representative; changing the decision ratio of the Board of Directors; Supplementing business lines);

\* Report on the increase of charter capital;

\* Report on remuneration of the Board of Directors and the person in charge of corporate governance in 2025;

\* Report on Profit Distribution in 2024;

\* Report on the selection of audit unit in 2025;

- Approval of election results

- Approval of Resolution of the 2025 Annual General Meeting of Shareholders.

- Closing.



----- \*\*\* -----

Da Nang, April 12, 2025

## **VOTING PRINCIPLES AND REGULATIONS**

### **FOR APPROVING REPORTS, PROPOSALS, AND REGULATIONS OF THE GENERAL MEETING AT THE 2025 ANNUAL GENERAL MEETING OF SHAREHOLDERS.**

#### **Legal Basis:**

- Pursuant to Enterprise Law No. 59/2020/QH14, passed by the National Assembly of the Socialist Republic of Vietnam on June 17, 2020;
- Pursuant to the Charter of Organization and Operation of Portserco Logistics Joint Stock Company;
- Pursuant to the Working Regulations of the 2025 Annual General Meeting of Shareholders.

Voting on reports and proposals at the 2025 Annual General Meeting of Shareholders (AGM) will be conducted using a Voting Card. The voting principles and regulations are specified as follows:

1. Voting on reports and proposals at the AGM will be conducted openly and directly, under the direction of the Chairperson of the Meeting, using Voting Cards issued by the Organizing Committee.

2. The Voting Cards are pre-printed official cards issued by the company, following the company's standard format, and bear the official stamp of Portserco Logistics Joint Stock Company.

#### **3. Voting Card Information**

Each Voting Card includes: Registration number; Full name of the shareholder or authorized organization/individual; Number of voting shares owned or represented by the shareholder.

During the voting process, the Secretary of the AGM will count the votes and compile the results into categories of approval, disapproval, and abstention.

4. The voting results will be determined based on the total number of shares owned, represented, or authorized according to the corresponding Voting Cards.

#### **5. Announcement of Voting Results**

Voting results for each agenda item will be recorded immediately after vote counting; The Secretary Team will prepare an official report on the results; The results will be announced immediately at the AGM and retained in the AGM's records.

**6. Invalid Voting Cards.**

A Voting Card will be deemed invalid if:

- It is not issued by the Organizing Committee, does not follow the official format, or does not bear the company's official stamp.
- It contains erasures, alterations, or corrections to the information.
- It is damaged, torn, or incomplete.

These Voting Principles and Regulations will take effect immediately upon approval by the AGM.

**CHAIRPERSON OF THE GENERAL MEETING**



**NGUYEN LE MINH**



**LOGISTICS JOINT STOCK  
COMPANY**

**PORTSERCO**

----- \*\*\* -----

**SOCIALIST REPUBLIC OF VIETNAM**

**Independence – Freedom – Happiness**

-----  
*Da Nang, April 12, 2025*

## **REPORT**

### **"Company summary in 2024 and the 2025 operation plan"**

#### **I/ Business results in 2024**

##### **1/ Business targets**

<b>Indicator</b>	<b>Plan 2024</b>	<b>Implementation 2024</b>	<b>Implementation 2023</b>	<b>Ratio</b>	
				<b>Plan 2024</b>	<b>Plan 2023</b>
Revenue	97,500,000,000	130,345,405,403	100,898,749,027	133,7%	129,2%
Profit	600,000,000	2,354,378,246	115,157,995	392,4%	2044,5%

- The salary deduction rate in 2024 will decrease compared to the target assigned by the Board of Directors of the Company (reduced from 66% to 59%, equivalent to nearly VND 1 billion).

- The Company's financial indicators have improved, interest expenses have decreased (in 2024 it will be 590 million compared to 986 million in 2023).

- Volume of bulk cargo transportation reached 415,610 tons, containers reached 8,999 TEUs. Increase compared to the plan and implementation in 2023.

- Production of Castrol and other lubricants reached 384,261 liters, diesel reached 2,450,623 liters. Increase compared to the plan and implementation in 2023.

- Revenue and pre-tax profit of business units improved significantly. Transport revenue reached VND 67.6 billion, up 38% compared to 2023. Commercial revenue reached VND 59.5 billion, up 22% compared to 2023. Warehousing business is mainly maintained.

- Transportation business increased in terms of output, revenue and profit. In 2024, the Board of Directors of the Company has agreed to invest in replacing 05 tractors,



increasing market exploitation, and improving the business results of the Transportation business Branch, which is an important condition for the Company to have better overall results.

- Focus on market work and cost management (operating costs and general management costs).

## 2/ Tasks that need to be improved

- It is necessary to more clearly define the Company's target market as Laos - Quang Tri - Hue - Da Nang - Quang Nam - Quang Ngai to increase the presence of the PORTSERCO brand.

- It is necessary to develop a plan to provide logistics services at a larger level than the current one.

- Market work needs to be improved a lot in all stages: information search - customer approach - Quotation - Customer care.

- Transport cost norms need to be statistical, monitored and analyzed carefully to improve business efficiency. The norm should be communicated to the relevant departments.

- There are still road traffic accidents with subjective factors (01 serious traffic accident with human consequences).

- The company's profit/revenue ratio is low, so cost management must be more focused. Referring to 2024, the Company's net profit/revenue will reach 1.81% (if the debt provision is included, this ratio is 2.3%).

## II/ Results of management

### 1/ Organization and personnel

Bộ phận	Ngày 01/01	31/12/2024	Tăng/giảm	Ghi chú
Ban Giám đốc	3	4	1	Bổ nhiệm 01 Phó Giám đốc.
Phòng TCKT	3	3	-	
Phòng Kinh doanh	5	6	1	Giảm 01 (bổ nhiệm), tăng 02 (Hiện trường)
Phòng TCHC	4	4	-	Trong đó có 03 bảo vệ
Chi nhánh DVHH và KDKB	3	4	1	Chuẩn bị nhân sự thay thế
Chi nhánh KDTM	4	5	1	Thêm 01 nhân viên cây xăng dầu
Chi nhánh KDVT VP	5	3	(2)	Điều chuyển Tổ Hiện trường
Lái xe	18	17	(1)	Chấm dứt HĐLĐ 01
CN Cơ khí	2	1	(1)	Chấm dứt HĐLĐ 01
<b>Tổng cộng</b>	<b>47</b>	<b>47</b>	<b>-</b>	

Unit	01/01/2024	31/12/2024	Increase/ Decrease	Remark
Board of executive directors	3	4	1	Appointed 1 vice director
Finance and accounting department	3	3		
Sales department	5	6	1	Decrease 1(promotion) increase 2 (operation)
Administrative office	4	4		Including 3 guards
Maritime Services and Warehousing Branch	3	4	1	Prepare replacement personnel
Commercial branch	4	5	1	01 more fuel sales person
Transport business branch	5	3	(2)	Transfer the operation team
Driver	18	17	(1)	Termination of employment 01
Mechanical worker	2	1	(1)	Termination of employment 02
Total	47	47	-	

- The total number of current employees is 47 people. In which: 17 people are managed and administrative staff, 27 people are workers, and 03 people are security guards.

- In 2024, there are 02 cases of early termination of labor contracts, the support cost to be paid is 107.6 million VND.

- Appointment: 01 Vice executive director of the Company, 01 Vice manager of Sales Department.

- Assign the task of managing economic and commercial contracts, planning work, etc. from branches to the Sales Department.

- Assign tasks to the Manager of Sales Department, Manager of Maritime Services and Warehousing Branch.

- Transferred the Transport Operation Team from the Transport business and Technical Service Branch under the Sales Department and changed its name to the Operation Team from May 2024.

- Converting the title of 01 sales support staff into a sales staff; assign the Sales Team Leader at the Commercial Branch.

- The company is well implementing the Regulation on grassroots democracy in the workplace. Problems in production and business activities; the opinions and recommendations of employees are promptly discussed with the Company's Executive Board.

- Fully implement regimes for employees, increase benefits such as health check-ups, health insurance, etc.

## **2/ Governance**

- Focus on managing transportation business expenses (repairs, tires, etc.).

- Review administrative expenses and general management expenses.

- Unify the cash advance process - advance management.

## **3/ Investment**

- Plan and liquidate 05 tractors + 02 trailers (01 tractor has not yet been liquidated).

- Buy 05 new tractors (Howo NX440, Sitruck 440). The vehicles have been put into operation, improving the business efficiency of the Transportation business branch and the Company.

- Regarding the PORTSERCO Depot project: the stages of tax calculation are being carried out.

## **4/ Other work**

- Issuing decisions on appointment, recruitment and transfer of personnel within the Company.

- Re-establish Board of Directors and Committees under the Company.

- Organize periodic meetings of the Company's Salary Council.

- Brand: update the Company's image on the website.

- Remind the Company's employees to comply with the Internal Rules and Labor Discipline; improve the level of concentration in handling tasks (in 2024, there will be 01 case of violation of internal rules at the Customer's workplace that has been disciplined).

- Performing social and charity work.

### **III/ Operational orientation in 2025**

Business results in 2024 have positive signals in financial, governance and employee welfare indicators. The company has inherited the management system and brand value of PORTSERCO. These are important premises for the Company to achieve good results when the Company's operating market gradually improves.

In 2025, the Company will also receive new investment sources to realize the goal of developing the logistics service business. This is an opportunity for the Company to increase its scale, expand its operations and also pose many challenges for the Company's comprehensive governance (in terms of implementing business strategies, financial management, human resources, resource management, etc.).

On the basis of data in 2024 and analysis of the business environment, the Executive Director of the Company develops the tasks to be done in 2025 as follows:

#### **1/ For existing business segments**

##### **1.1/ The Company's financial indicators**

- Sales: 150 billion VND
- Profit before tax: from 2.5% to 3% of revenue.

##### **1.2/ Contents of related work**

###### **1.2.1 Market work**

- Formulate market development plans *by industry groups (focusing on Lao-Vietnamese goods groups, textile and garment customers in transport exploitation, transport customer groups in Castrol and fuel business)*. Assign market employees specific targets on: potential customer information, new customer targets, new sales.

- The development of the market must be sufficient to compensate for the expected decrease in production in 2025 such as the transportation of sand from Thang Binh - Tien Sa Port (due to the repair of the Cau Lau bridge until the end of April 2025) or Castrol lubricants that have been cut from BP brand, cutting supply to FUTA from June 2024. and there must be more growth compared to 2024.

- Add 2-3 customers on the Laos - Quang Tri - Hue - Da Nang shipping route.
- Maintain and expand services at Da Nang Port.
- Develop logistics services at a higher level than the current one (forwarder segment).

### ***1.2.2 Quality of service***

- Increase the number of suppliers to increase the scale of the Company's service provision.
- Comply with the standard service provision process and propose improvements.
- Pay attention to the working attitude of transport drivers and field staff.
- Visiting and creating good relationships with customers.

### ***1.2.3 Investment***

- Continue to promote the procedures for receiving the Land Use Right Certificate at Suoi vuon dua area .
- Estimate the plan to relocate the fleet and the operation business plan when there are all legal procedures.
- Regarding vehicles: invest in 08 unit of tractors + trailers (invest in 02 more dump trucks if the general cargoes will be increased).

### ***1.2.4 Organization and personnel***

- Propose a new organizational model of the Company in the direction of online and streamlined.
- Calculation of additional personnel: IT administration; sales and marketing to the Commercial Branch and the Sales Department at the appropriate time.
- Propose the Board of Directors to adjust the scale, payroll and regime for the Company's employees.

### ***1.2.5 Work of units***

- Assign specific tasks to the heads of units, urge and evaluate the implementation at monthly briefings.
- Pay attention to cost management in the Company's operations.
- Guide and remind units to pay attention to statistics and reports to serve the management work.



- Pay special attention to law compliance and traffic safety; comply with the Company's internal rules and regulations.

## **2/ Some other preparations in 2025**

### **2.1 Policies for investment in means of transport:**

- To invest in means of transporting bauxite ore from Laos to Chan May/Chu Lai Port through Nam Giang border gate (from 60-80 vessels).

- Target revenue: 200 million/vehicle/month. Profit after profit reached 3-5% of revenue.

### **2.2 The policy of investment in expanding business lines, increasing the size of the Company to become a big logistics company.**

## **3/ General work of the Company notes**

- Improve and optimize business costs.
- Prepare necessary conditions to meet the investment and exploitation schedule (driver recruitment, transportation management, etc.)
- Digital transformation and technology application in operation management (transportation software, office work application software, etc.).
- Internal recruitment and training to improve professional and managerial capacity. Including: management skills training for the Executive Board, department leaders, professional training, soft skills for the Company's employees; classes, fostering legal knowledge for the group of drivers and transport managers.
- Statistical management and statistical analysis for management.
- Standardize company regulations. Review the work process.
- Maintain policies and benefits for employees. Create a good working environment, build corporate culture.
- Social security work, local activities.

**COMPANY EXECUTY DIRECTOR**



**Le Nam Hung**



*Da Nang, April 12, 2025*

**REPORT ON THE ACTIVITIES OF THE BOARD OF DIRECTORS  
PORTSERCO LOGISTICS JOINT STOCK COMPANY IN 2024  
AND OPERATIONAL ORIENTATION IN 2025**

-----

**A- RESULTS OF THE BOARD OF DIRECTORS:**

The Board of Directors of PORTSERCO Logistics Joint Stock Company reports on the results of the implementation of the Resolution of the General Meeting of Shareholders in 2024 and the implementation of the functions and tasks of the Board of Directors as follows:

**I/ Regarding personnel:**

1. The Board of Directors: The Fifth Term General Meeting of Shareholders elected the Board of Directors consisting of 5 members:

- |                        |  |
|------------------------|--|
| - Mr. Nguyen Le Minh   | - Chairman of the Board of Directors           |
| - Mr. Nguyen Xuan Dung | - Member of the Board of Directors             |
| - Mr. Le Nam Hung      | - Member of the Board of Directors             |
| - Ms. Nguyen Thi Tuyet | - Member of the Board of Directors             |
| - Mr. Tran Quang Tuan  | - Independent Member of the Board of Directors |

2. The Audit Committee:

- |                        |                                |
|------------------------|--------------------------------|
| - Mr. Tran Quang Tuan  | - Chief of the Audit Committee |
| - Mr. Nguyen Xuan Dung | - Member                       |

The members of the Board of Directors and the Audit Committee operate continuously throughout the year and there is no change.

**II/ Results of operation of the Board of Directors:**

Based on the functions, tasks and powers of the Board of Directors specified in the Charter of Organization and Operation and the Governance Regulation of PORTSERCO Logistics Joint Stock Company, in 2024, the Board of Directors has performed the following main tasks:

**1/ Organization and personnel:** The Board of Directors has established the Audit Committee and the Internal Audit Committee and related personnel in accordance with the provisions of the Law and the title of the Person in charge of the Company's governance. Appoint new positions of Executive Directors of the Company; Vice Executive Director of the Company and re-appointment of the Chief Accountant of the Company. Appointed Manager of Sales Department, currently Vice Executive Director of the company is dual Manager of Maritime Services and Warehousing Branch.

**2/ Compliance with law:** Update the amended contents of the Law on Enterprises, the Law on Securities, the Government's Decree as well as the circulars of ministries and branches to draft and submit to the General Meeting of Shareholders for approval the amendments to the Charter, on that basis to develop and apply the Corporate Governance Regulation effectively.

**3/ Meetings of the Board of Directors:** Organize 04 regular meetings of the Board of Directors and 04 other extraordinary meetings to evaluate the results of the implementation of the resolutions of the General Meeting of Shareholders and the Resolutions of the Board of Directors, focusing on completing the set business objectives, promoting the investment in new means of transport with good results; focusing on settling and adjusting procedures Hai Son depot project; consolidating the entire organizational apparatus, settling arising tasks and settling proposals of the Executive Board under the jurisdiction of the Board of Directors. The Board of Directors meetings are attended by a large number of Board of Directors, the content of the meeting is announced in advance and discussed democratically. On the basis of the Minutes of the Meeting, the Resolution of the Board of Directors is issued in a timely and clear manner and sent to each member and published on the company's website.

**4/ Work of the Audit Committee:** On the basis of the new management organizational model, the Board of Directors urges and supports the Audit Committee and the Internal Audit Committee to properly and fully perform their functions as prescribed by law.

**5/ Business results in 2024:** Based on the Resolution of the General Meeting of Shareholders, the Board of Directors has assigned the business plan to the Executive Board and regularly monitors, urges and supports the Executive Board in completing the assigned plan. The business results over the years are as follows:

Total revenue of the year: 130,345 billion; exceeding the plan by 33.7%; an increase compared to 2023 29.2%

Total profit before tax: 2,354 billion; exceeding the plan by 292.4%; an increase compared to 2023 2,044.5%

Regarding the dividend distribution plan in 2024: in order to increase the Charter Capital to VND 31,000,000,000 to meet the conditions for continuing to register for trading on the HNX stock exchange, the Board of Directors plans to pay dividends in bonus shares deducted from retained profits of VND 19,000,000,000 (at the ratio of 12 shares to 19 shares).

**6/ Listing activities and shareholder relations:** Properly and fully comply with the information disclosure according to the regulations of the Securities Commission and Hanoi Securities Company. Information is fully publicized, transparent, and in accordance with regulations. Governance and business activities are informed to shareholders and the public through the Company's website.

Organize the General Meeting of Shareholders well for the 2024-2029 term.

Stock trading has many positive changes on the HNX in 2024 and early 2025, creating conditions for mobilizing capital for the Company's business development in the following years.

**7/ Coordinating with the company's socio-political organizations:** The Board of Directors creates conditions for the operation of the Party Cell and the company's Trade Union. These socio-political organizations have made many contributions to the company in developing business strategies and plans; participate in the implementation of business governance and operation; supervise the implementation of policies for employees; Mobilize to well implement labor discipline and discipline, build solidarity and organize social activities as well as take care of the spiritual life of employees.

**\* General assessment of the work of the Board of Directors in 2024:**

The members of the Board of Directors are all people with extensive experience in corporate governance, financial management and investment. In the work, he has always upheld the sense of responsibility, fully participated in meetings or had written opinions as requested. The Board of Directors works democratically, openly and highly unanimously when approving Resolutions. The development guidelines and strategies of the Board of Directors have brought high efficiency.

The Board of Directors has directed, urged and supported the Executive Board to seriously and effectively implement the Resolutions of the General Meeting of Shareholders and the Board of Directors. Promptly settle the proposals of the Executive Board according to its competence to create the most favorable conditions in business activities.

The Board of Directors has closely cooperated with the Executive Board, Party Cell, and Trade Union Executive Committee in taking care of the lives of employees in the Company. Properly

and fully implement policies for employees in accordance with the law and the Collective Labor Agreement.

The activities of the Board of Directors comply with the provisions of the Law on Enterprises, the Law on Securities and other provisions of law as well as the Charter of operation of the company. There have been no disputes and complaints of shareholders as well as employees.

## **B- REMUNERATION & ALLOWANCES OF THE BOARD OF DIRECTORS AND COMPANY LEADERSHIP TITLES**

### **1- REMUNERATION OF THE BOARD OF DIRECTORS AND COMPANY LEADERSHIP TITLES**

<b>TT</b>	<b>TITLE</b>	<b>REMUNERATION/MONTH</b>
1	Chairman of the Board of Directors	4,000,000 VND
2	Member of the Board of Directors	2,500,000 VND
3	Company Administrator	1,500,000 VND

### **2- AUDIT COMMITTEE TITLE ALLOWANCE**

<b>TT</b>	<b>TITLE</b>	<b>REMUNERATION/MONTH</b>
1	Chief of the Audit Committee	2,500,000 VND
2	Member of the Audit Committee	1,500,000 VND

## **C- BOARD OF DIRECTORS ACTION PLAN YEAR 2025**

In 2025, the company will have many changes in the corporate governance system.

Major shareholders holding key management positions, namely the Board of Directors, have transferred shares to other external shareholders and at the same time resigned from their duties as members of the Board of Directors for the term 2024-2029 to the General Meeting to elect new members of Board of Directors.

Basically, based on the company's operating platform that has been built and developed over the years, the Board of Directors will continue to promote and study and supplement the company's development strategy in the term and the following years with the following major contents:

1/ Consolidate and improve the company's governance system; perform governance work on the basis of the Charter and Regulation on corporate governance; the provisions of the Law with high compliance, transparency and compliance with regulations.

2/ Implement the Resolution of the General Meeting of Shareholders on corporate governance issues, especially the issuing shares to pay dividends to share holders and increase the company's charter capital in accordance with the current law. Ensuring the best interests for all shareholders.

Direct the implementation of investment projects to expand business and develop the market on the basis of projects that are carefully researched, certain and effective.

3/ Evaluate the company's organizational model and operating system to adjust and improve to bring high efficiency.

4/ Urge and support the Executive Board to successfully implement the operational and production and business targets approved by the General Meeting of Shareholders at the General Meeting of Shareholders. Renovate the management and application of new technologies in the management and administration of the company.

5/ To support and coordinate with the Party Cell and the Trade Union organization of the company to operate effectively and practically; encourage socio-political organizations to participate in developing the company's development plan; pay attention to the material and spiritual life of employees.

Above are the main results of the Board of Directors in 2024 and the operation plan in 2025, submitted to the General Meeting of share holders.

**ON BEHALF OF BOARD OF DIRECTORS  
CHAIRMAN**



**Nguyen Le Minh**

*Da Nang, March 14, 2025*

**REPORT OF THE AUDIT COMMITTEE IN 2024  
AND PLAN FOR 2025**

Performing its duties in accordance with the provisions of the Enterprise Law, the Company Charter, the Operating Regulations 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 results of the Audit Committee in 2024 and the plan for 2025 as follows:

**A. PERFORMANCE RESULTS OF THE AUDIT COMMITTEE IN 2024**

**I. ON PERSONNEL**

In 2024, the Board of Directors decided to establish an Audit Committee according to the corporate governance model approved by the 2024 General Meeting of Shareholders. The Audit Committee consists of 02 members and there have been no changes in the past year, including:

No	Full name	Position
01	Trần Quang Tuấn	Chairman
02	Nguyễn Xuân Dũng	Member

**II. ACTIVITIES OF THE AUDIT COMMITTEE IN 2024**

1. On organizing meetings:

In 2024, the Audit Committee held 02 meetings with full participation of members.

2. Activities of the Audit Committee in 2024:

- Appraising and evaluating the effectiveness of business plans, monitoring the Company's business activities;
- Directly and coordinate with the Company's functional departments to inspect compliance with the provisions of law, the Charter, resolutions of the General Meeting of Shareholders, resolutions of the Board of Directors and Internal management regulations of PORTSERCO Logistics Joint Stock Company;
- Notify the results of internal audits and recommend solutions to the Board of Directors.

- Appraise business performance reports, financial reports and other periodic reports. Analyze and evaluate the financial situation, operational efficiency, ability to preserve and develop capital and key risks;
- Propose measures to correct accounting errors. Propose handling of violations, monitor, evaluate and follow up on activities to correct detected shortcomings;
- Participate in giving opinions on business management orientation, financial management and perfecting management regulations for the Board of Directors and Executive Board;
- Periodically perform and submit reports with many specific recommendations according to the regulations of the Audit Committee to the Board of Directors and the Executive Director.
- Members of the Audit Committee perform their duties honestly, carefully and without hindering the Company's production and business activities.

### III. RESULTS OF SUPERVISION WORK

1- The Company's affiliated units have complied with the provisions of the law, the Company's Charter and the Company's Governance Regulations.

2- The quality of goods, service products, fuel consumption norms, repairs, and investment in purchasing fixed assets ensure compliance with the Company's ISO 9001-2015 Quality Management Process and the norms prescribed by the Company.

3- Checking and appraising the semi-annual financial statements and the 2024 financial statements:

- The recording, storage of documents, accounting information systems and preparation of accounting books of the Company are carried out honestly, completely and on time in accordance with current regulations and in accordance with accounting standards, accounting regimes and relevant legal regulations;
- No material errors that may distort the financial statements are detected;
- Transactions with related parties are closely checked and fully explained and no irregularities are detected in these transactions;
- There are no changes in management that materially affect the financial situation and financial statements.
- The basic financial indicators as reported in the Company's financial statements are correct.

4. Evaluation of the Company's business plan implementation results of 2024:

No	Indicator	Plan (VNĐ)	Implementation (VNĐ)	Ratio %	
				Plan	Same period
01	Revenue	97.500.000.000	130.345.405.403	133	129
02	Profit	600.000.000	2.355.885.711	392	2.045
03	Earningsper share	500	1.646	329	1.714



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

- The Board of Directors has appointed personnel for the Executive Board for the term 2024-2029 in a timely manner and the members of the Executive Board have promoted their capacity to achieve efficiency in management.
- In 2024, the Logistics market has many fluctuations. However, the Executive Board has had many effective solutions in the business plan, especially promoting sales and changing market segments. Thanks to that, the business results in the last 6 months of the year have improved, contributing to the Company's business plan being exceeded.

#### 6. Regarding the independent auditor:

AAC Auditing Company was selected by the General Meeting of Shareholders as the independent auditor for the Company and has fully performed its duties according to the contract. Ensuring reliability, honesty and quality of the Audit Report.

### **IV. RECOMMENDATIONS OF THE INTERNAL AUDIT COMMITTEE**

#### 1. Recommend the following contents to the Executive Board:

- Review, improve and apply the Quality Management System according to ISO 9001-2015 standards. In particular, it is necessary to assess risks to contribute to improving business efficiency in a sustainable manner.
- Focus on marketing and sales activities, focusing on high-efficiency segments on the basis of ensuring the supply chain.
- Closely monitor the debt collection situation; inventory and price fluctuations to have a plan to use capital effectively.
- Apply information technology to improve the service quality and business efficiency of the Company.

#### 2. Recommendations to the Board of Directors:

- Continue to promote the role of the Audit Committee in financial control, operational control, and compliance with the management system of departments and branches of the Company.
- Investigate and research the development of the Logistics market to have a timely development strategy to increase market share reasonably.

### **B- PLAN OF THE AUDIT COMMITTEE IN 2025**

- Strictly comply with the Audit Committee's operating regulations, the Charter of PORTSERCO Logistics Joint Stock Company and legal regulations to fully perform its duties.
- Advise the Board of Directors and the Executive Board on issues related to the establishment and operation of governance processes and risk management processes to ensure efficiency and high performance.

- Plan to inspect and evaluate the effectiveness of management and control processes.
- Closely coordinate with the Board of Directors, the Executive Board as well as functional departments and affiliated units to provide professional guidance, inspect and monitor activities to promptly detect violations and shortcomings to advise the Board of Directors to promptly correct them.
- Always maintain the role of an independent observer to ensure that the Company's operations always comply with legal regulations, 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 2024 and the plan for 2025. Respectfully submit to the General Meeting of Shareholders for approval.

Sincerely thank you.

AUDIT COMMITTEE

On behalf



**Trần Quang Tuấn**

Đà Nẵng, ngày 14 tháng 3 năm 2025

**Regulations on Nomination and Candidacy  
Board of Directors Member  
Portserco Logistics Joint Stock Company**

**Objective:**

- Ensure the principles of transparency, fairness, and democracy;
- Facilitate the successful organization of the 2025 Annual General Meeting of Shareholders of Portserco Logistics Joint Stock Company and ensure stable business operations.

**I. CONDITIONS FOR NOMINATION, CANDIDACY, AND STANDARDS FOR BOARD OF DIRECTORS CANDIDATES:**

- Shareholders or groups of shareholders holding at least 10% of the total common shares have the right to nominate themselves or propose candidates to the Company's Board of Directors.

In case the number of Board of Directors candidates through nomination and self-nomination is insufficient, the current Board of Directors may nominate additional candidates. These nominations must be clearly announced and approved by the General Meeting of Shareholders before proceeding with the election.

- Members of the Board of Directors must meet the following conditions and standards:
  - + Be in good health, possess strong moral character, honesty, integrity, and have knowledge of the law;
  - + Meet all conditions required for membership on the Company's Board of Directors as stipulated by the Law on Enterprises and the Company's Charter.

## **II. APPLICATION DOCUMENTS FOR NOMINATION AND CANDIDACY TO THE BOARD OF DIRECTORS:**

### **1/ Application documents for nomination and candidacy to the Board of Directors include:**

- Application/Nomination form for the Board of Directors (as per the prescribed template);
- Curriculum Vitae (CV) declared by the candidate (as per the prescribed template);
- Notarized copies of: Citizen ID card, educational certificates, and professional qualification certificates.

### **2/ Deadline for submitting application documents:**

- Before 5:00 PM, April 1, 2025
- Application documents should be submitted to: **PORTSERCO LOGISTICS**

### **JOINT STOCK COMPANY**

Address: 59 Ba Dinh Street, Thach Thang Ward, Hai Chau District, Da Nang City, Vietnam.

Phone: 0236. 3822113/889390

Fax: 0236.3863736

## **III. SELECTION OF CANDIDATES**

Based on the established standards and applications or nominations submitted by shareholders or shareholder groups, the Board of Directors will select candidates who meet all criteria specified in Section I of these Nomination and Candidacy Regulations for approval by the General Meeting of Shareholders.

*Da Nang, March 14, 2025*

**CHAIRPERSON OF THE MEETING**



**NGUYỄN LÊ MINH**

**SOCIALIST REPUBLIC OF VIETNAM**

**Independence - Freedom - Happiness**

-----\*\*\*-----

Da Nang, day..... month..... in 2025

**NOMINATION FORM  
ADDITIONAL BOARD MEMBERS  
PORTSERCO LOGISTICS JOINT STOCK COMPANY**

**To: General Meeting of Shareholders of PORTSERCO Logistics Joint Stock Company**

I/We are a group of shareholders of PORTSERCO Logistics Joint Stock Company including:

<b>STT</b>	<b>Full names of shareholders</b>	<b>ID number, date of issue, Place of issue</b>	<b>The number of shares owned and represented in accordance with the Charter and Internal Regulations of the Company</b>	<b>Signature</b>

Pursuant to the provisions of the Law on Enterprises and the current Charter of the Company , we respectfully nominate:

Mr/Mrs: .....

Birthday:..... Birthplace:.....

Permanent address: .....

ID number/passport: ..... Issued Date: .....

At:.....

Education: .....

Qualifications: .....

I/We warrant that he/she..... meets the conditions/criteria to run for the position of member of the Board of Directors in accordance with the current provisions of the Company's Charter and the Regulation on corporate governance on the election of members of the Board of Directors.

I/we commit to be responsible for the accuracy and truthfulness of the contents of the documents and attached documents and at the same time commit to fully comply with the provisions of the Company's Charter and the Regulation on Election of Members of the Board of Directors at the Company's General Meeting.

Respect!

**Nominating group  
person/representative**

**Enclosed documents:**

1. A valid copy of Citizen identity card/passport
2. Valid copies of diplomas certifying the educational qualifications/professional qualifications of the nominee.

**SOCIALIST REPUBLIC OF VIETNAM**

**Independence - Freedom - Happiness**

-----  
Da Nang, ..... day ..... month, 2025

**APPLICATION FOR CANDIDACY  
SUPPLEMENTARY BOARD OF DIRECTORS MEMBER  
PORTSERCO LOGISTICS JOINT STOCK COMPANY**

**To: The Board of Directors Portserco Logistics Joint Stock Company**

My name is:.....

Date of birth: ..... Place of birth: .....

Permanent address: .....

Phone number: ..... Email: .....

ID/Passport number: ..... Date of issue: ..... Place of issue:.....

Education level: ..... Major:.....

Number of shares owned as of now: ..... shares, equivalent to: ..... % of PRC's charter capital.

Number of shares represented as of now: ..... shares, equivalent to: ..... % of PRC's charter capital.

Based on the provisions of the Enterprise Law and the Company's Charter, I hereby nominate myself for the position of Member of the Board of Directors of Portserco Logistics Joint Stock Company.

I affirm that I meet all the eligibility requirements to run for the position of Board Member, in accordance with the Company's Charter and the current corporate governance regulations on Board candidacy.

I commit to taking full responsibility for the accuracy and truthfulness of the information provided in this document and the accompanying application dossier. Additionally, I pledge to fully comply with the Company's Charter and the regulations on electing Board members at the 2025 Annual General Meeting of Shareholders.

**Sincerely, Thank you very much!**

**CANDIDATE**

(Signature)

***Attached Documents:***

- 1. Curriculum vitae (as per the prescribed form)*
- 2. Certified copy of ID card/passport and academic qualification certificates of the candidate*

----- \*\*\* -----

Da Nang, April 12, 2025

**ELECTION REGULATIONS FOR THE BOARD OF DIRECTORS MEMBERS AT  
THE 2025 ANNUAL GENERAL MEETING OF SHAREHOLDERS  
PORTSERCO LOGISTICS JOINT STOCK COMPANY**

- Pursuant to the Enterprise Law No. 59/2020/QH14, passed by the National Assembly of the Socialist Republic of Vietnam on June 17, 2020.;

- Pursuant to Circular No. 95/2017/TT-BTC dated September 22, 2017, guiding some articles of Decree No. 71/2017/ND-CP dated June 6, 2017, regarding corporate governance applicable to public companies;

- Pursuant to the Company's Charter and the Internal Corporate Governance Regulations of Portserco Logistics Joint Stock Company, issued in April 2024;

**1. Objectives:**

- Ensure compliance with the law and corporate governance practices in Vietnam;
- Ensure transparency, democracy, and fairness, protecting the legitimate rights of all shareholders;
- Maintain order and stability in the organization of the Annual General Meeting of Shareholders (AGM).

**2. Number of Board Members to Be Elected**

- According to Clause 1, Article 25 and Clause 1, Article 36 of the Company's Charter, the total number of Board of Directors (BOD) members is 5. Since three BOD members have submitted resignation letters, the number of additional BOD members to be elected is 3 (three).

**3. Election Principles for Board of Directors Members:**

- Each shareholder participating in the election will receive one ballot representing the total number of shares owned and represented. In the case of proxy voting, the authorized representative will receive and cast the ballot on behalf of the shareholder
- Shareholders or authorized representatives will select candidates and vote using the Cumulative Voting Method.
- Shareholders or authorized representatives must use the official pre-printed ballot issued by the Election Committee, which bears the official stamp of Portserco Logistics Joint Stock Company
- **Valid Ballots:** A ballot is **considered valid** if

- + It is the official ballot issued by the Election Committee.
- + The number of votes allocated is equal to or less than the total voting rights;
- + The ballot does not exceed the number of BOD members to be elected and clearly states the votes allocated per candidate;

- **Invalid Ballots:** A ballot is **considered invalid** if

- + It exceeds the number of allowed candidates or adds additional names to the candidate list;
- + It contains erasures, damages, or unclear voting numbers;
- + The total allocated votes exceed the shareholder's total voting rights;
- + It includes additional content unrelated to the election;

#### **4. Principles for Determining Elected Board Members:**

- Votes will be counted using the cumulative voting method, meaning each shareholder (or authorized representative) has a total number of votes equal to.

Total shares owned and represented × Number of elected BOD members

Shareholders can concentrate all their votes on one candidate or distribute them among multiple candidates

- Candidates elected to the Board of Directors are determined based on the highest number of votes, meeting the threshold set by the Company's Charter.

#### **5. Effectiveness of the Regulations:**

The above is the Election Regulation of the General Meeting of Shareholders of PORTSERCO Logistics Joint Stock Company in 2025.

This regulation takes effect immediately upon approval by the General Meeting of Shareholders of the Company.

**Da Nang, April 12, 2025**

**CHAIRMAN OF THE GENERAL MEETING**



**NGUYỄN LÊ MINH**



### **Appendix: Example of the Cumulative Voting Method**

If the AGM decides to elect 3 additional BOD members from a total of 5 candidates, the cumulative voting method is applied as follows.

Example: Shareholder Nguyen Van A holds 100,000 voting shares (including owned and proxy shares). His total voting rights will be: 100,000 shares  $\times$  3 (number of BOD members to elect) = 300,000 voting rights.

**Nguyen Van A** can allocate his votes in different ways:

1. Allocate all 300,000 votes to one candidate.
2. Distribute 300,000 votes equally among three candidates (100,000 votes per candidate).
3. Allocate votes differently among candidates, ensuring the total does not exceed 300,000 votes.

#### **Invalid Voting Cases:**

- The ballot does not follow the official format or lacks the company's official stamp.
- The total allocated votes exceed 300,000.
- The shareholder votes for more than 5 candidates
- The shareholder does not vote for any candidate.

No: 01/2025/ĐHĐCĐ

Da Nang, April 12, 2025

**REPORT TO THE GENERAL MEETING OF SHAREHOLDERS**

**Re: Business Results and Profit Distribution for 2024  
Business Plan for 2025**

**To: The General Meeting of Shareholders**

- Pursuant to the Company's Charter regarding profit distribution;
- Based on the 2024 Financial Statements of Portserco Logistics Joint Stock Company, which have been audited by AAC Auditing & Accounting Co., Ltd.

The Board of Directors (BOD) respectfully submits to the General Meeting of Shareholders for approval of the 2024 business results and profit distribution and the 2025 business plan as follows:

**1/ Business Results for 2024**

Description	Amount (VND)
Revenue	130.345.405.403
Total Pre-tax Profit	2.355.885.711
Post-tax Profit	1.975.244.349
Retained Earnings from Previous Years	6.978.243.983

**2/ Business Plan for 2025**

Description	Amount (VND)
Revenue	150.000.000.000
Pre-tax Profit	từ 2.5% - 3% doanh thu

We respectfully submit this proposal for approval by the General Meeting of Shareholders!

**Distribution:**

- As stated above
- Filing: Office, HĐQT

**On behalf of the BOARD OF DIRECTORS  
Chairman**



**NGUYỄN LÊ MINH**

No. 02/2025/AGMC

Da Nang, April 12, 2025

**REPORT TO THE GENERAL MEETING OF SHAREHOLDERS**

*Contact: Additional; amending the company's charter*

To: **General Meeting of Shareholders**



- Pursuant to the Law on Enterprises No. 59/2020/QH14 dated June 17, 2020;
- Pursuant to the Law on Securities No. 54/2019/QH14 dated 26/11/2019;
- Pursuant to Circular No. 155/2015/TT-BTC dated 06/10/2015;
- Pursuant to the Resolution of the Board of Directors No. 03/NQ-HDQTDX dated 20/02/2025

The Board of Directors respectfully requests the General Meeting of Shareholders to unanimously approve the Addition; amending a number of contents in the Charter of organization and operation of the company as follows:

TT	Content	The company's charter in 2024	Amendments
1	<b>Clause 1 Article 3: Legal representative of the Company</b>	The Company has 01 legal representative who is the Director of the Company.	The company has 02 legal representatives including the Chairman of the Board of Directors and the Director.
2	<b>Point h, Clause 2, Article 26: Rights and obligations of the Board of Directors</b>	Through contracts for purchase, sale, borrowing, lending and other contracts and transactions with a value of 35 % or more of the total value of assets stated in the Company's latest financial statements, and contracts and transactions under the	Through contracts on purchase, sale, borrowing, lending and other contracts and transactions with a value of 35 % or more of the total value of assets recorded in the latest financial statements of the Company, except for contracts and

		decision-making competence of the General Meeting of Shareholders as prescribed at Point d, Clause 2, Article 138, Clauses 1 and 3, Article 167 of the Law on Enterprises	transactions under the decision-making competence of the General Meeting of Shareholders as prescribed at Point d, Clause 2, Article 138, Clauses 1 and 3, Article 167 of the Law on Enterprises
3	<b>Clause 1 Article 4: Operational objectives of the Company</b>		<ul style="list-style-type: none"> <li>- Trading in real estate, land use rights belonging to owners, users or leasing and doing business.</li> <li>- Wholesale of metal ores.</li> </ul>

Respectfully submit to the Congress for approval.

**Where to send:**

- Ditto
- Save: VT, Board of Directors

**T/M BOARD OF DIRECTORS  
PRESIDENT**



**NGUYỄN LÊ MINH**

No: 03/2025/ĐHĐCĐ

Da Nang, April 12, 2025

**REPORT TO THE GENERAL MEETING OF SHAREHOLDERS**  
**V/v: Selection of the Audit Firm for 2025**

**To: The General Meeting of Shareholders**

- Pursuant to Enterprise Law No. 59/2020/QH14, dated June 17, 2020;
- Pursuant to the Charter of Organization and Operation of Portserco Logistics Joint Stock Company.

Based on the results of the extraordinary Board of Directors meeting on February 7, 2025, the Board of Directors (BOD) has proposed selecting one of two audit firms to conduct the audit of the 2025 financial statements

- 1. AFA Auditing Co., Ltd**
- 2. AAC Auditing & Accounting Co., Ltd**

The BOD respectfully submits to the General Meeting of Shareholders for approval the selection of one of the above audit firms to perform the 2025 audit for the company.

We respectfully submit this proposal for a decision by the General Meeting of Shareholders!

**Distribution :**

- As stated above
- Filing: Office, Board of Directors

**On behalf of the Board of Directors**  
**Chairman**



**NGUYỄN LÊ MINH**

No: 04/2025/ĐHĐCĐ

Da Nang, April 12, 2025

**REPORT TO THE GENERAL MEETING OF SHAREHOLDERS**  
**V/v: Remuneration for the Board of Directors and Company Executives**

**To: The General Meeting of Shareholders**

- Pursuant to Enterprise Law No. 59/2020/QH14, dated June 17, 2020;
- Pursuant to the Charter of Organization and Operation of Portserco Logistics Joint Stock Company;
- Pursuant to the Financial Management Regulations of Portserco Logistics Joint Stock Company.

According to the 2025 business plan, the Board of Directors respectfully submits to the General Meeting of Shareholders for approval the remuneration plan for the Board of Directors and Corporate Executives for the year 2025, as follows:

No.	Position	Gross Salary (VND/Month, Pre-Tax)	Personal Income Tax (VND)	Net Salary (VND/Month, After-Tax)
1	Chairman of the Board of Directors	6.000.000	600.000	5.400.000
2	Board Member	4.000.000	400.000	3.600.000
3	Company Executive	2.500.000	250.000	2.250.000

We respectfully submit this proposal for approval by the General Meeting of Shareholders!

**Distribution**

- As stated above
- Filing: Office, Board of Directors

**On behalf of the Board of Directors**  
**Chairman**



**NGUYỄN LÊ MINH**

No: 05A/2025/ĐHĐCĐ

Da Nang, April 12, 2025

**REPORT TO THE GENERAL MEETING OF SHAREHOLDERS**

**V/v: Approval of the Plan for Issuing Shares to Increase Charter Capital from the  
Company's Equity**

**To: The 2025 Annual General Meeting of Shareholders**

**Legal Basis:**

- Enterprise Law No. 59/2020/QH14, dated June 17, 2020, and related regulations;
- Securities Law No. 54/2019/QH14, dated November 26, 2019, and related regulations;
- Decree No. 155/2020/ND-CP, dated December 31, 2020, detailing the implementation of some articles of the Securities Law and related documents;
- Circular No. 118/2020/TT-BTC, dated December 31, 2020, by the Ministry of Finance, guiding the offering, issuance of securities, public tender offers, share buybacks, public company registration, and deregistration, as well as other related laws;
- The Charter of Organization and Operation of Portserco Logistics Joint Stock Company.

The Board of Directors (BOD) of Portserco Logistics Joint Stock Company (“Company” or “PRC”) respectfully submits to the General Meeting of Shareholders (GMS) for approval the plan for issuing shares to increase charter capital from the Company's equity, as detailed below:

**A. COMPANY INFORMATION**

- Company Name: Portserco Logistics Joint Stock Company
- Abbreviation: PORTSERCO
- Stock Code: PRC
- Address: No. 59 Ba Dinh Street, Thach Thang Ward, Hai Chau District, Da Nang City, Vietnam
- Phone: 0236. 3889390 Fax: 0236. 3863736
- Charter Capital as of December 31, 2024: VND 12,000,000,000 (Twelve billion VND)

**B. SHARE ISSUANCE PLAN**

1. **Issuer:** Portserco Logistics Joint Stock Company
2. **Stock name:** Portserco Logistics Joint Stock Company Stock
3. **Share Type:** Ordinary shares
4. **Par Value per Share:** VND 10,000/share
5. **Number of Issued Shares:** 1,200,000 shares

*In which:*

- **Outstanding Shares:** 1,200,000 shares

- **Treasury Shares:** 0 shares
- 6. Issuance Ratio:** 12:19 *(At the final registration date, each shareholder holding 1 share will receive 1 right to receive additional shares. A shareholder with 12 rights will receive 19 new shares).*
- 7. Expected Number of Newly Issued Shares:** 1,900,000 shares
- 8. Total Issued Value at Par Value:** VND 19,000,000,000 (Nineteen billion VND)
- 9. Expected Charter Capital After Issuance:** VND 31,000,000,000 (Thirty-one billion VND)
- 10. Method of issuance:** Issuing shares from owner's equity to existing shareholders distributed through the rights offering method.
- 11. Sources of Issuance:** (1) Development Investment Fund; (2) Undistributed after-tax profits according to the Company's audited financial statements for the year 2024. Cụ thể:

Source	Amount as of December 31, 2024 (VND)	Amount Used for Issuance (VND)
Development Investment Fund	13.033.203.023	13.033.203.023
Undistributed Post-Tax Profits	8.953.488.332	5.966.796.977
<b>Total Funds Available</b>	<b>21.986.691.355</b>	<b>19.000.000.000</b>

The remaining balance after issuance will be transferred to undistributed post-tax profits.

- 12. ISSUANCE CONDITIONS:** Existing shareholders of Portserco Logistics Joint Stock Company whose names appear in the List of Securities Holders finalized by the Vietnam Securities Depository and Clearing Corporation (VSDC) on the record date, for exercising rights to receive shares issued for increasing charter capital from owner's equity.
- 13. Rounding and Handling of Fractional Shares:** To ensure that the number of successfully issued shares does not exceed the planned issuance quantity, the number of additional shares issued to each existing shareholder will be rounded down to the nearest whole share, and any fractional decimal shares (if any) will be canceled.  
  
**Example:** If Shareholder A owns 100 PRC shares, their entitlement will be:  $(100/12) \times 19 = 158.33$  PRC shares. After rounding down, Shareholder A will receive 158 PRC shares, and 0.33 shares will be canceled.  
  
The entire remaining balance after issuing shares from owner's equity to shareholders will be transferred to the Company's undistributed after-tax profits.
- 14. Restrictions on Share Transfers:** Shares under transfer restrictions (if any) will still be eligible for additional shares. Newly issued shares will not be subject to transfer restrictions. The right to receive additional shares is non-transferable.
- 15. Distribution Method:**

- *For deposited shares: Securities holders shall complete procedures to receive shares issued for increasing charter capital from owner's equity at the Depository Members where their securities*



accounts are held or at institutions managing their direct accounts;

- For non-deposited shares: Securities holders shall complete procedures to receive shares issued for increasing charter capital from owner's equity at the head office of Portserco Logistics Joint Stock Company – 59 Ba Dinh Street, Thach Thang Ward, Hai Chau District, Da Nang City, Vietnam.

**16. Expected Timeline:** The issuance will take place after approval by the State Securities Commission of Vietnam (SSC) (expected in 2025).

**17. Additional Registration and Listing:** All issued shares will be registered with VSDC and listed on the Hanoi Stock Exchange (HNX) in compliance with legal regulations.

### C. AUTHORIZATION FOR IMPLEMENTATION

The General Meeting of Shareholders authorizes the Board of Directors to:

1. Modify and adjust the share issuance plan based on regulatory requirements and actual business conditions, ensuring efficiency and compliance with legal provisions, the company's charter, and shareholder rights.
2. Prepare and submit the issuance application to SSC, decide the record date, and implement the issuance plan in compliance with legal requirements.
3. Organizing the execution of tasks and procedures related to the issuance of shares to increase charter capital from owner's equity in compliance with the provisions of the law and the Company's Charter on Organization and Operation.
4. **Complete all necessary procedures**, including: (i) Amending the company's charter to reflect the new charter capital; (ii) Updating the Business Registration Certificate; (iii) Registering the new shares with VSDC; and (iv) Listing the new shares on HNX.
5. Ensuring compliance with regulations on foreign ownership limits as stipulated by law.
6. Handle all other necessary tasks related to the share issuance.

We respectfully submit this proposal for approval by the General Meeting of Shareholders.

#### Distribution

- As stated above;
- Filing: Office, Board of Directors.

**On behalf of the Board of Directors**



**Chairman**

**NGUYEN LE MINH**

**No: 05B/2025/DHĐCĐ**

Da Nang, April 12, 2025

**REPORT TO THE GENERAL MEETING OF SHAREHOLDERS**

**Re: Approval of the Plan for Additional Public Offering of Shares to Existing Shareholders in 2025**

**To: The 2025 Annual General Meeting of Shareholders**

**Legal Basis:**

- Enterprise Law No. 59/2020/QH14, dated June 17, 2020, and related regulations;
- Securities Law No. 54/2019/QH14, dated November 26, 2019, and related regulations;
- Decree No. 155/2020/ND-CP, dated December 31, 2020, detailing the implementation of some articles of the Securities Law and related documents;
- Circular No. 118/2020/TT-BTC, dated December 31, 2020, by the Ministry of Finance, guiding securities offerings, issuance, public tender offers, share buybacks, public company registration, and deregistration, as well as other relevant laws;
- The Charter of Organization and Operation of Portserco Logistics Joint Stock Company;
- The Business Plan until 2025 of Portserco Logistics Joint Stock Company.

Considering the actual business situation and the company's growth and expansion goals, the Board of Directors (BOD) has determined that an increase in charter capital is necessary to expand business operations, strengthen financial capacity, and balance funding for regular and investment activities in 2025 and beyond..

The BOD of Portserco Logistics Joint Stock Company ("Company" or "PRC") respectfully submits to the General Meeting of Shareholders ("GMS") for approval the plan for additional public offering of shares to existing shareholders in 2025, as follows:

**A. COMPANY INFORMATION**

- Company Name: Portserco Logistics Joint Stock Company
- Abbreviation: PORTSERCO
- Stock Code: PRC
- Address: No. 59 Ba Dinh Street, Thach Thang Ward, Hai Chau District, Da Nang City, Vietnam
- Phone: 0236. 3889390 Fax: 0236. 3863736

## **B. PUBLIC OFFERING PLAN**

1. **Issuer:** Portserco Logistics Joint Stock Company
2. **Stock name:** Portserco Logistics Joint Stock Company Stock.
3. **Share Type:** Ordinary shares.
4. **Par Value per Share:** VND 10,000/share.
5. Expected Outstanding Shares (after completing issuance from equity capital): 3,100,000 shares.

*In which:*

- Estimated number of outstanding shares: 3,100,000 shares
  - Number of treasury shares: 0 shares
6. Maximum Number of Shares to be Offered: 3,100,000 shares.
  7. Total Value of Shares to be Offered (at Par Value): VND 31,000,000,000.
  8. Expected Charter Capital After Offering: VND 62,000,000,000.
  9. Offering Price: VND 11,500/share.
  10. Basis for Determining Offering Price:
    - (i) Book Value as of December 31, 2024 (per the audited 2024 financial statements): VND 29,741/share (Projected Book Value after Issuance from Equity Capital: VND 11,512/share).
    - (ii) Market Price (Closing Price on March 3, 2025): VND 24,300/share

Considering the **book value, market price, growth strategy, and capital needs of PRC**, the **BOD proposes the offering price at VND 11,500/share to encourage shareholder participation and ensure feasibility**

11. **Projected Maximum Fundraising Amount: VND 35,650,000,000.**
12. Issuance ratio (maximum expected number of shares to be issued / estimated number of outstanding shares): 100%..
13. Target investors: Existing shareholders of PRC whose names appear on the list finalized on the record date to exercise their rights to purchase shares, as provided by the Vietnam Securities Depository and Clearing Corporation (VSDC) in accordance with regulations.
14. Method of offering: Offering to existing shareholders through a rights issue.
15. Offering Ratio: 1:1 (Each shareholder holding 1 share will receive 1 right to purchase 1 new share).
16. Plan for handling remaining unsubscribed shares offered to existing shareholders:

- i. Due to the rights ratio being 1:1, no fractional shares will result when shareholders exercise their rights
- ii. The remaining shares are those unsubscribed due to existing shareholders partially or entirely declining to purchase during the offering. The General Meeting of Shareholders authorizes the Board of Directors (BOD) to determine criteria and select whether to offer these shares to existing shareholders or external investors, provided the conditions on price, rights, and obligations are not more favorable than those offered to existing shareholders
- iii. The handling of remaining unsubscribed shares will comply with Article 42 of Decree No. 155/2020/NĐ-CP dated December 21, 2020, Clause 2 Article 195 of the Enterprise Law No. 59/2020/QH14 dated June 17, 2020, and other relevant legal regulations
- iv. Remaining shares distributed to other investors based on the BOD's decision will have transfer restrictions for one year from the date of offering completion.
- v. If after the distribution period (including any extension period allowed by law) there remain unsubscribed shares, these shares shall be canceled, and the BOD will issue a decision to conclude the offering

17. Distribution method: Rights offering

18. Transfer of subscription rights: Existing shareholders whose names appear on the finalized list on the record date have the right to transfer their subscription rights to others within the stipulated period. The subscription rights may only be transferred once. The recipient cannot further transfer these rights to a third party. Transferor and transferee will mutually agree on the transfer price and payment

19. Transfer restrictions: Offered shares are freely transferable (except cases mentioned in section B.16). Shareholders holding shares subject to transfer restrictions can still exercise subscription rights, and the additional shares purchased from these rights are not subject to transfer restrictions.

20. Expected offering timeframe: Expected within the year 2025, after the Company completes the issuance of shares for charter capital increase from owner's equity and receives the Certificate for Public Offering of Additional Shares issued by the State Securities Commission (SSC)

21. Minimum successful offering ratio: Not applicable

22. Plan to ensure share issuance complies with foreign ownership limits: The General Meeting of Shareholders authorizes the BOD to approve measures ensuring the offering complies with regulations on foreign ownership limits.

23. Supplemental registration and additional listing of shares: The newly issued shares of Portserco Logistics Joint Stock Company will be additionally registered at the Vietnam Securities Depository and Clearing Corporation (VSDC) and additionally listed on the Hanoi Stock Exchange (HNX) in compliance with relevant laws.

## **II. USE OF FUNDS FROM THE OFFERING**

1. The total maximum expected proceeds from the offering are VND 35,650,000,000. The Company will utilize the entire amount raised from the offering to purchase additional tractor units and trailers (Mooc) to expand its business operations, specifically as follows:

Purpose	Expected Investment (VND)	Expected Disbursement Period
Purchase of tractor trucks and trailers	35.650.000.000	Quý 4/2025 – Quý 4/2026

The General Meeting of Shareholders authorizes the Board of Directors (BOD) to develop a detailed capital utilization plan for the offering, ensuring shareholder interests and compliance with legal regulations. Regarding temporarily idle funds not yet disbursed according to the detailed capital utilization plan approved by the BOD, the BOD has the authority to open term deposit contracts to earn interest, aligning with the actual disbursement schedule of the capital utilization plan

If the fundraising period extends longer than anticipated, resulting in slower proceeds collection than planned expenditures approved by the General Meeting of Shareholders, the BOD is authorized to allocate other company funds to fulfill payment obligations according to the capital utilization plan. Subsequently, funds raised from the offering will be used to reimburse payment obligations arising from the use of these internal funds, ensuring adherence to the approved capital utilization plan.

2. Plan for handling unsubscribed shares: If the offering period ends without all registered shares being subscribed and the proceeds are insufficient for approved purposes, depending on actual circumstances, the General Meeting of Shareholders authorizes the BOD to implement the following measures
  - i. Request an extension of the offering period to continue offering the remaining shares, ensuring compliance with legal regulations
  - ii. Supplement the required capital through alternative measures such as bank loans, corporate bond issuance, or other solutions compliant with legal regulations and internal company policies to achieve the planned objectives.

### III. AUTHORIZATION OF THE BOARD OF DIRECTORS FOR RELATED TASKS

The General Meeting of Shareholders (GMS) agrees to authorize the Board of Directors (BOD) to perform tasks including, but not limited to, the following:

1. Proactively preparing and approving detailed offering documents and submitting explanatory documents to the State Securities Commission and other relevant authorities. The BOD may adjust the offering plan and other relevant documents as required by the State Securities Commission and relevant authorities in accordance with legal regulations and the Company's Charter and will report back to the General Meeting of Shareholders at the nearest meeting;
2. Selecting appropriate dates for finalizing rights and implementing the issuance

3. Approving plans to ensure compliance with foreign ownership limits during share issuance
4. Handling the distribution of remaining unsubscribed shares to existing shareholders
5. Actively developing and adjusting detailed capital utilization plans for each purpose; proactively adjusting the allocation and use of the raised capital according to actual conditions and the Company's interests, ensuring no harm to the Company, compliance with current legal regulations, and reporting adjustments to the nearest General Meeting of Shareholders (if any).
6. Registering additional shares issued at the Vietnam Securities Depository and Clearing Corporation and listing additional shares on the Hanoi Stock Exchange for all common shares issued as a result of the offering.
7. Amending and supplementing the Company's Charter related to changes in shares and charter capital corresponding to the number of shares and funds raised (at par value) from the offering, and registering changes to the Business Registration Certificate in accordance with regulations.
8. Conducting necessary legal procedures in accordance with applicable laws and the Company's Charter to complete the public offering of additional shares to existing shareholders.

This proposal is submitted to the General Meeting of Shareholders for approval of the plan for the public offering of additional shares to existing shareholders in 2025.

Trân trọng./.

**Distribution:**

- As stated above;
- Filing: Office, Board of Directors.

On behalf of the Board of Directors  
Chairman



NGUYỄN LÊ MINH