



Ho Chi Minh City, March 27th, 2026

**NOTICE OF INVITATION
TO ATTEND THE 2026 ANNUAL GENERAL MEETING OF SHAREHOLDERS**

To: Esteemed Shareholders of Vinafreight Joint Stock Company

The Board of Directors of Vinafreight Joint Stock Company (the "Company") respectfully invites the Shareholders to attend the 2026 Annual General Meeting of Shareholders (the "AGM") of the Company, with the following details:

- 1. Time: 08:30 AM on April 17th, 2026 (Friday).**
- 2. Venue: Conference Room - Hoa Vien Tri Ky Restaurant - No. 123 Hong Ha Street, Duc Nhuan Ward, Ho Chi Minh City, Vietnam.**
- 3. Agenda and Meeting Documents for the 2026 Annual General Meeting of Shareholders:**
The agenda and meeting documents will be published on the Company's website from March 27th, 2026, at: <https://www.vinafreight.com>.
- 4. Registration and confirmation of attendance for the 2026 Annual General Meeting of Shareholders:**
To facilitate the organization of the AGM, Shareholders are kindly requested to confirm their attendance or authorize another person to attend on their behalf via mail, email, or direct contact using the details below, no later than **4:30 PM on April 14th, 2026**.
- 5. The contact information:**

VINAFREIGHT JOINT STOCK COMPANY

Address: 8th Floor, Phu Nhuan Plaza Building, 82 Tran Huy Lieu Street, Cau Kieu Ward, Ho Chi Minh City, Vietnam.

Enterprise Registration No.: 0302511219

Telephone No.: (84-28) 3844 6409

Contact Person: Ms. Tran Thi Huyen Trang – Manager Admin & HR Department

Email: trang-tth@vinafreight.com.vn

Telephone No.: (84-28) 3844 6409

The documents required for authorizing another individual to attend the AGM include: Original Authorization Letter, certified copy of the Shareholder's ID/Identification Card/Passport/Personal Identification Number (for individual Shareholders), or certified copy of the Business Registration Certificate/Establishment Decision (for organizational Shareholders). The Authorization Letter form is attached to this Notice of Invitation or can be downloaded from <https://www.vinafreight.com> from March 27th, 2026.

- 6. Shareholders or their authorized representatives attending the AGM are kindly requested to bring this Notice of Invitation, original ID/Identification Card/Passport, and the Authorization Letter (if attending by proxy), to facilitate verification of eligibility to attend the 2026 Annual General Shareholders' Meeting.**

Sincerely./.

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



Nguyen Bich Lan

**VINAFREIGHT JOINT STOCK COMPANY**

Address: 8th Floor, Phu Nhuan Plaza Building, 82 Tran Huy Lieu Street, Cau Kieu Ward, Ho Chi Minh City, Vietnam.

Telephone: (84-28) 3844 6409

Website: <https://www.vinafreight.com>

Ho Chi Minh City, date ____ month ____ year 2026

REGISTRATION FORM**FOR ATTENDANCE OR PROXY AUTHORIZATION**

At the 2026 Annual General Meeting of Shareholders of Vinafreight Joint Stock Company

Full name/ Company name:

ID/Identification Card/Passport/Enterprise Registration Certificate:

Date of issue: **Place of issue:**

Contact address:

Phone: **Email:**

Legal representative (for organizations shareholders):

Total number of shares owned: shares.

☐ **ATTEND THE MEETING IN PERSON; or**

☐ **AUTHORIZATION TO THE PROXY BELOW:**

Full name:

ID/Identification Card/Passport/Enterprise Registration Certificate:

Date of issue: **Place of issue:**

Contact address:

Phone: **Email:**

Number of authorized shares: shares.

In case the Shareholder cannot attend and does not appoint a proxy as above, the Shareholder may authorize one of the following members of the Board of Directors:

STT	Full name	Position	Check “x” or “✓” to the selected proxy	Number of authorized shares
1.	Mr. Nguyen Bich Lan	Chairman of the Board		
2.	Mr. Le Duy Hiep	Non-executive member of the Board of Directors		
3.	Mr. Vu Chinh	Independent Board Member		
4.	Mr. Ha Minh Huan	Non-executive member of the Board of Directors		
5.	Mr. Le Van Hung	Non-executive member of the Board of Directors		
6.	Mr. Nguyen Anh Minh	Board Member		
7.	Mr. Nguyen Quang Trung	Independent Board Member		

Note: Please mark “x” or “✓” in the selection box for the authorized person. If authorizing more than one person, please specify the number of shares authorized to each individual.

Scope of authorization:

The Proxy is authorized to act on behalf of the Shareholder to attend the Meeting and exercise all rights and obligations at the 2026 Annual General Meeting of Shareholders of Vinafreight Joint Stock Company corresponding to the number of authorized shares.

We hereby confirm that we shall bear full responsibility for this authorization and commit to comply with applicable laws and the Charter of Vinafreight Joint Stock Company. We undertake not to raise any claims or disputes in relation to this authorization.

This authorization shall be valid only for the 2026 Annual General Meeting of Shareholders of Vinafreight Joint Stock Company, held on April 17, 2026.

THE PROXY

(Sign and full name, seal - if any)

SHAREHOLDERS

(Sign and full name, seal - if any)

Note: The authorized person attending the Meeting must bring (i) the original ID/Identification Card/Passport; (ii) a copy of ID/Identification Card/Passport of the authorizing shareholder (for individual shareholders) or a copy of the Enterprise Registration Certificate/Establishment Decision (duly stamped by the organization, for organizational shareholders); and (iii) Original Power of Attorney for verification. In the case of an organizational shareholder, the Power of Attorney must be duly signed by the Legal Representative and affixed with the organization's seal.



VINAFREIGHT JOINT STOCK COMPANY
(Stock code: VNF)

DRAFT

DOCUMENTS

THE 2026 ANNUAL GENERAL MEETING OF SHAREHOLDERS

Ho Chi Minh City, April 17, 2026

DANH MỤC TÀI LIỆU GỬI CỔ ĐÔNG TẠI ĐẠI HỘI

1.	Voting Card.
2.	Voting Ballot.
3.	Registration Form for speaking at the Meeting.
4.	Proposal to the General Meeting of Shareholders on approving the Meeting Agenda of the 2025 Annual General Meeting of Shareholders of Vinafreight Joint Stock Company.
5.	Proposal to the General Meeting of Shareholders on approving the Regulations for organizing the 2025 Annual General Shareholders of Vinafreight Joint Stock Company.
6.	Report on the activities for 2025 and the operational plan for 2026 of the Board of Directors of Vinafreight Joint Stock Company.
7.	Report on the activities for 2025 and the operational plan for 2026 of Mr. Vu Chinh, Independent Member of the Board of Directors of Vinafreight Joint Stock Company.
8.	Report on the activities for 2025 and the operational plan for 2026 of the Board of Supervisors of Vinafreight Joint Stock Company.
9.	The Proposal for the approval of the Separate Financial Statements and Consolidated Financial Statements for 2025 of Vinafreight Joint Stock Company.
10.	The Proposal for the approval of the Proposal to the General Meeting of Shareholders on the consolidated business plan for 2026 of Vinafreight Joint Stock Company.
11.	The Proposal for approval authorizes the Board of Directors to evaluate and select the auditing firm for Vinafreight Joint Stock Company's 2026 financial statements.
12.	The Proposal for the approval of the profit distribution for 2025 and the profit distribution plan for 2026 of Vinafreight Joint Stock Company.
13.	The Proposal for the approval of the plan for allocating funds for the activities of the Board of Directors, the Board of Supervisors, and the Secretary of the Board of Directors for 2026 of Vinafreight Joint Stock Company.
14.	The Proposal for the approval of the acquisition of shares of Vinafreight Joint Stock Company without conducting a public tender offer.
15.	The Proposal for the approval of the amendment and supplementation of the Charter of Vinafreight Joint Stock Company.
16.	The Proposal for the approval of the amendment and supplementation of the Regulations on the operation of the Board of Directors of Vinafreight Joint Stock Company.
17.	The Proposal for the approval of the amendment and supplementation of the Internal Corporate Governance Regulations of Vinafreight Joint Stock Company.
18.	Draft of the Resolution of the 2026 Annual General Meeting of Vinafreight Joint Stock Company.

Ho Chi Minh City, April 17th, 2026

PROPOSAL TO THE GENERAL MEETING OF SHAREHOLDERS

Regarding approval of the Meeting Agenda of the 2026 Annual General Meeting of Shareholders of Vinafreight Joint Stock Company

Respectfully to: General Meeting of Shareholders of Vinafreight Joint Stock Company

- *Pursuant to the Law on Enterprises 2020 dated June 17th, 2020;*
- *Pursuant to the Charter of Vinafreight Joint Stock Company;*
- *Pursuant to the Internal Governance Regulations of Vinafreight Joint Stock Company ("Company"),*

The Board of Directors respectfully submits to the 2026 Annual General Meeting of Shareholders of the Company for approval of the Meeting Agenda of the 2026 Annual General Meeting of Shareholders of Vinafreight Joint Stock Company, with details as follows:

The detailed content of the draft agenda of the 2026 Annual General Meeting of Shareholders of Vinafreight Joint Stock Company is attached.

Respectfully submit./.

**TM. HỘI ĐỒNG QUẢN TRỊ
CHỦ TỊCH HỘI ĐỒNG QUẢN TRỊ**



Nguyễn Bích Lâm

AGENDA OF THE 2026 ANNUAL GENERAL MEETING OF SHAREHOLDERS

Time: 08:30 AM, April 17, 2026 (Friday).

Venue: Conference Room - Hoa Vien Tri Ky Restaurant - No. 123 Hong Ha, Duc Nhuan Ward, Ho Chi Minh City, Vietnam.

No.	Subject Matters	Presenter
I	Opening: 08:30	
1	Declaration of purpose and opening of the 2026 Annual General Meeting of Shareholders.	The Organizing Committee
2	Report on the results of the verification of the eligibility of delegates to attend the 2026 Annual General Meeting of Shareholders.	The Shareholder Eligibility Verification Committee
II	The General Meeting of Shareholders approves the Presiding Committee, the Vote Counting Committee, and the Secretariat.	The Organizing Committee
III	The General Meeting of Shareholders approves the Meeting Agenda of the 2026 Annual General Meeting of Shareholders.	The Presiding Committee
IV	The General Meeting of Shareholders approves the Regulations on the Organization of the 2026 Annual General Meeting of Shareholders.	The Presiding Committee
V	The Board of Directors, the Independent Members of the Board of Directors, and the Supervisory Board submit the Reports to the General Meeting of Shareholders:	
1	Report on the activities for 2025 and the operational plan for 2026 of the Board of Directors of Vinafreight Joint Stock Company.	The Chairman of the Board of Directors
2	Report on the activities for 2025 and the operational plan for 2026 of Mr. Vu Chinh, Independent Member of the Board of Directors of Vinafreight Joint Stock Company.	The Independent Member of the Board of Directors
3	Report on the activities for 2025 and the operational plan for 2026 of the Board of Supervisors of Vinafreight Joint Stock Company.	The Head of the Supervisory Board
VI	The Presiding Committee submits the Proposals to the General Meeting of Shareholders:	
1	The Proposal for the approval of the Separate Financial Statements and Consolidated Financial Statements for 2025 of Vinafreight Joint Stock Company.	The Presiding Committee

No.	Subject Matters	Presenter
2	The Proposal for the approval of the Proposal to the General Meeting of Shareholders on the consolidated business plan for 2026 of Vinafreight Joint Stock Company.	The Presiding Committee
3	The Proposal for approval authorizes the Board of Directors to evaluate and select the auditing firm for Vinafreight Joint Stock Company's 2026 financial statements.	The Presiding Committee
4	The Proposal for the approval of the profit distribution for 2025 and the profit distribution plan for 2026 of Vinafreight Joint Stock Company.	The Presiding Committee
5	The Proposal for the approval of the plan for allocating funds for the activities of the Board of Directors, the Board of Supervisors, and the Secretary of the Board of Directors for 2026 of Vinafreight Joint Stock Company.	The Presiding Committee
6	The Proposal for the approval of the acquisition of shares of Vinafreight Joint Stock Company without conducting a public tender offer.	The Presiding Committee
7	The Proposal for the approval of the amendment and supplementation of the Charter of Vinafreight Joint Stock Company.	The Presiding Committee
8	The Proposal for the approval of the amendment and supplementation of the Regulations on the operation of the Board of Directors of Vinafreight Joint Stock Company.	The Presiding Committee
9	The Proposal for the approval of the amendment and supplementation of the Internal Corporate Governance Regulations of Vinafreight Joint Stock Company.	The Presiding Committee
VII	The General Meeting of Shareholders discusses and proceeds with the voting on the contents of the Reports and Proposals.	
15-MINUTE RECESS		
VIII	The Vote Counting Committee announces the ballot voting results.	The Vote Counting Committee
IX	The General Meeting of Shareholders approves the Minutes and Resolution of the 2026 Annual General Meeting of Shareholders.	The Secretary of the Meeting
X	The Presiding Committee closes the 2026 Annual General Meeting of Shareholders.	The Presiding Committee

Ho Chi Minh City, April 17, 2026

PROPOSAL TO THE GENERAL MEETING OF SHAREHOLDERS

Regarding the approval of the Regulations on Organization of the 2026 Annual General Meeting of Shareholders of Vinafreight Joint Stock Company

To: General Meeting of Shareholders of Vinafreight Joint Stock Company

- *Pursuant to the Law on Enterprises 2020 dated June 17th, 2020;*
- *Pursuant to the Charter of Vinafreight Joint Stock Company;*
- *Pursuant to the Internal Governance Regulations of Vinafreight Joint Stock Company ("Company"),*

The Board of Directors respectfully submits to the 2026 Annual General Meeting of Shareholders for approval of the Regulations on Organization of the 2026 Annual General Meeting of Shareholders of Vinafreight Joint Stock Company, with details as follows:

The detailed content of the Regulations on Organization of the 2026 Annual General Meeting of Shareholders of Vinafreight Joint Stock Company is attached.

Respectfully submit./.

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



Nguyen Bich Lan

DRAFT**REGULATIONS ON THE ORGANIZATION OF THE 2026 ANNUAL GENERAL MEETING OF SHAREHOLDERS****VINAFREIGHT JOINT STOCK COMPANY**

- Pursuant to the Law on Enterprises 2020 dated June 17th, 2020;
- Pursuant to the Charter of Vinafreight Joint Stock Company;
- Pursuant to the Internal Governance Regulations of Vinafreight Joint Stock Company (“Company”),

In order to ensure the successful and smooth conduct of the 2026 Annual General Meeting of Shareholders of Vinafreight Joint Stock Company (the “Company”), the Board of Directors (the “Board”) of the Company has established the following Regulations, principles of operation, conduct, and voting during the Meeting:

Article 1. Purpose

1. Ensure that the procedures, principles of conduct, and voting at the Company’s General Meeting of Shareholders are in accordance with the regulations and are conducted successfully.
2. The Resolutions reflect the unanimous will of the General Meeting of Shareholders, fulfilling the wishes and rights of the Shareholders and in compliance with the law.

Article 2. Subjects of Application and Scope of Regulation

1. Subjects of Application: All shareholders, representatives (authorized persons), and guests attending the General Meeting of Shareholders of the Company must comply with and adhere to the provisions of this Regulation, the Company’s Charter, and the applicable laws.
2. Scope of Regulation: This Regulations shall apply to the organization of the Company’s 2025 Annual General Shareholders’ Meeting.

Article 3. Interpretation of Terms/Abbreviations

1. Company : VINAFREIGHT JOINT STOCK COMPANY.
2. BOD : Board of Directors of Vinafreight Joint Stock Company.
3. OC : Organizing Committee of the 2025 Annual General Meeting of Shareholders of Vinafreight Joint Stock Company.
4. SB : Supervisory Board of Vinafreight Joint Stock Company.
5. Supervisors : Member of the Supervisory Board of Vinafreight Joint Stock Company.
6. GM/ General Meeting : The 2025 Annual General Meeting of Shareholders of Vinafreight Joint Stock Company.
7. Delegates : Shareholders, representatives (*authorized persons*) of Vinafreight Joint Stock Company shareholders.

Article 4. Conditions for convening the General Meeting of Shareholders

1. The General Meeting of Shareholders shall be convened when the attending delegates represent more than 50% of the total voting shares.
2. In case the first convening of the General Meeting of Shareholders fails to meet the conditions specified in Clause 1 of this Article, a notice of the second convening shall be sent within 30 (thirty) days from the intended date of the first meeting. The second convening of the General Meeting of Shareholders shall be conducted when the attending delegates represent at least 33% of the total voting shares.
3. In case the second convening of the General Meeting of Shareholders fails to meet the conditions specified in Clause 2 of this Article, a notice of the third convening shall be sent within 20 (twenty) days from the intended date of the second meeting. The third convening of the General Meeting of Shareholders shall be conducted regardless of the total voting shares represented by the attending Delegates.

Article 5. Delegates attending the General Meeting of Shareholders

1. Shareholders of the Company, as per the finalized list dated March 19, 2026, shall have the right to attend the General Meeting of Shareholders, they may attend in person or authorize a representative to attend on their behalf. In case there is more than one authorized representative to attend the General Meeting of Shareholders, the number of shares for each authorized representative must be precisely determined.
2. Punctuality, appropriate and formal attire, compliance with security checks (if any), and presentation of identification documents, etc., as required by the OC.
3. Receive meeting documents and materials at the reception area in front of the General Meeting hall.
4. Shareholders arriving late have the right to register immediately and thereafter participate and vote at the General Meeting. The Chairman is not responsible for pausing the Meeting to allow late attendees to register. The voting results of matters that have already been voted on prior to the late attendee's arrival shall remain unaffected.
5. Keep the phone on silent or turn it off; if necessary, step outside to make calls.
6. Smoking is prohibited inside the General Meeting room.
7. Comply with the Regulations of the OC and the instructions of the Presiding Committee conducting the General Meeting.
8. If a Delegate fails to comply with the aforementioned inspection requirements or measures, the Presiding Committee, after careful consideration, may refuse or expel the Delegate from the venue of the General Meeting to ensure that the General Meeting proceeds smoothly according to the agenda.

Article 6. Guests at the General Meeting of Shareholders

1. These are the employees of the Company, guests, and members of the OC who are not shareholders of the Company but have been invited to attend the General Meeting
2. Guests shall not participate in making statements at the General Meeting (unless invited by the Presiding Committee or have registered in advance with the OC and received the Presiding Committee's consent).

Article 7. The Chairperson of the Meeting and the Presiding Committee

1. The Presiding Committee consists of one (01) Chairperson of the Meeting and up to two (02)

incumbent members of the Board of Directors, the Supervisory Board, and the General Director. The Chairman of the Board of Directors shall serve as the Chairperson of the Meeting. The Presiding Committee is approved by a vote of the General Meeting and is responsible for managing the work of the General Meeting in accordance with the agenda, program, and Regulations approved by the General Meeting of Shareholders.

2. In the event that the Chairman of the Board of Directors is absent or temporarily incapacitated, the remaining members of the Board of Directors shall elect one of them to serve as the Chairperson of the Meeting based on the majority principle. If no one is elected Chairperson of the Meeting, the Head of the Supervisory Board shall preside over the election of the Chairperson of the Meeting from among the attendees, with the person receiving the most votes appointed as Chairperson of the Meeting.
3. In other cases, the person signing the notice to convene the General Meeting of Shareholders shall preside over the General Meeting of Shareholders to conduct the election of the Chairperson of the Meeting, and the person with the highest number of votes shall be appointed as the Chairperson of the Meeting.
4. Responsibilities of the Presiding Committee:
 - a. To preside over the activities of the GM in accordance with the program approved by the BOD and the GM.
 - b. To guide the Delegate and the GM in discussing the matters included in the agenda.
 - c. To present drafts and conclusions on necessary issues for the General Meeting of Shareholders to vote on;
 - d. To resolve any issues arising during the course of the GM.
5. The working principle of the Presiding Committee: The Presiding Committee works on the principle of collective decision-making and democratic centralization, and decisions are made by majority vote.

Article 8. The Secretary of the Meeting

1. The Secretary of the Meeting shall be appointed by the Presiding Committee and shall be responsible to the Presiding Committee for their duties, under the direction of the Board of the General Meeting.
2. The Presiding Committee or the Secretariat may undertake necessary actions to conduct the General Meeting of Shareholders in a lawful and orderly manner or to ensure that the meeting reflects the wishes of the majority of the attending Delegates.

Article 9. The Shareholder Eligibility Verification Committee

1. The Shareholder Eligibility Verification Committee of the General Meeting consists of 02 (two) members, including 01 (one) the Head of the Shareholder Eligibility Verification Committee and 01 (one) member who is responsible to the Presiding Committee, the General Meeting of Shareholders, for their duties.
2. Responsibilities of the Shareholder Eligibility Verification Committee:
 - a. Verify the eligibility and status of shareholders and shareholder representatives attending the meeting.
 - b. The Head of the Shareholder Eligibility Verification Committee shall report to the General Meeting of Shareholders on the status of shareholders attending the meeting. If the meeting has

the required number of shareholders and authorized representatives who together represent more than 50% of the voting shares, the General Meeting of Shareholders of the Company shall proceed.

Article 10. The Vote Counting Committee

1. The Vote Counting Committee is proposed by the Presiding Committee and consists of at least three (03) members, including one (01) the Head of Committee, two (02) members, and supporting staff, to facilitate the voting process by a show of voting cards. Candidates running for election or nomination are not allowed to participate in the Vote Counting Committee.
2. Responsibilities of the Vote Counting Committee:
 - a. To disseminate the principles, regulations, and instructions on voting.
 - b. To examine and record the Voting Ballots, prepare the Vote Counting Minutes, and announce the vote counting results.
 - c. To submit the Vote Counting Minutes to the Presiding Committee to approve the voting results.
 - d. To promptly notify the Secretariat of the results of the voting.
 - e. To review and report to the General Meeting any violations of the voting procedures or any complaints regarding the results of the voting.

Article 11. Speeches at the General Meeting

1. Representatives attending the General Meeting, when wishing to express their opinions, must obtain the approval of the Presiding Committee. The representative's speech should be concise and focus on the key issues to be discussed, in line with the agenda approved by the General Meeting, or the representative may submit their comments in writing to the Secretary of the General Meeting for compilation and reporting to the Presiding Committee.
2. The Presiding Committee will arrange for the delegates to speak in the order of their registration and will address any questions raised by the delegates during the General Meeting or acknowledge that responses will be provided later in writing.

Article 12. Voting on matters at the General Meeting

1. Principle:
 - a. All matters on the agenda and the content of the meeting must be discussed and voted on publicly by the General Meeting of Shareholders.
 - b. The voting cards and voting ballots are printed, stamped with the Company's seal, and directly sent to the Delegates at the General Meeting of Shareholders (along with the meeting materials). Each Delegate has a voting card and voting ballots. The voting card and ballot clearly state the shareholder's code, full name, number of shares owned, and the authorized representative who is granted the right to vote on behalf of that Delegate.
 - c. The method of voting on issues at the General Meeting is as follows:
 - (i) Voting by raising the Voting Card: This method is used to approve issues such as the Agenda of the General Meeting, the Regulations for the Organization of the General Meeting, the Board of the General Meeting, the Vote Counting Committee, the Minutes of the Meeting, the Resolutions of the Meeting, and any other matters discussed at the General Meeting (*if any*).
 - (ii) Voting by filling out the Voting Ballot: This method is used to approve the Reports and Proposals presented at the General Meeting.

2. Voting Method:

- a. The Delegates cast their votes to Approve, Disapprove, or No Opinion on an issue presented for voting at the General Meeting by raising the Voting Card or filling in the corresponding options on the Voting Ballot in accordance with the provisions of Clause 1 of this Article.
- b. When voting by raising the Voting Card, the front of the Voting Card must be raised facing the Board of the General Meeting. If a delegate does not raise the Voting Card in all three voting rounds, Approve, Disapprove, or No Opinion on a given issue, it shall be considered as a vote of “**Approve**” on that issue. If a delegate raises the Voting Card more than once when voting “Approve,” “Disapprove,” or “No Opinion” on an issue, it shall be considered as an “**Invalid**” vote. In the voting process using the Voting Card, members of the Delegate Qualification Verification Committee or the Vote Counting Committee shall mark the shareholder’s code and the corresponding Voting Card number for each delegate who votes “Approve,” “Disapprove,” “No Opinion,” or “Invalid.”
- c. When voting by filling out the Voting Ballot, for each item, Delegates must select one of the three options: “Approve,” “Disapprove,” or “No Opinion,” which are pre-printed on the Voting Form by marking an “x” or “✓” in the box corresponding to their choice. After completing all the items to be voted on at the General Meeting, Delegates must submit their Voting Ballot into the sealed ballot box at the meeting, following the instructions of the Vote Counting Committee. The Voting Ballot must bear the delegate's signature and clearly state their full name.
- d. In the event that a Delegate fails to submit the Voting Ballot to the ballot box, such forms will be considered as uncollected votes, and the number of uncollected votes will be reported in the Vote Counting Minutes.
- e. In the event that a Delegate wishes to correct a Voting Ballot due to an incorrect marking, the delegate should strike through the incorrectly marked box and mark the correct box, signing next to the newly marked box. No erasures or smudging are allowed.

3. The validity of the Voting Ballot:

- a. A valid Voting Ballot is one that follows the pre-printed template issued by the OC without any erasures, corrections, tears, or damage and without any additional content other than what is specified for this form. It must bear the signature of the attending Delegate, with the full name of the Delegate written by hand beneath the signature.
- b. On the Voting Ballot, the voting content is considered valid when the Delegate marks one (1) of the three (3) voting boxes. The voting content is considered invalid if it does not comply with the regulations for valid voting content. Any content for which the Delegate does not mark “x” or “✓” in the voting box will be considered as the Delegate expressing “**No Opinion**” on those matters.
- c. An invalid Voting Ballot:
 - (i) Adding any content other than what is required for the Voting Ballot;
 - (ii) A voting Ballot that does not follow the pre-printed template issued by the OC, lacks the Company's seal, or has been altered, erased, or tampered with, shall render all the voting content on the voting form invalid.

4. Voting Regulations:

- a. Each (one) share is equivalent to one voting right. Each Delegate attending the meeting, representing one or more voting rights, will be issued a Voting Card and a Voting Ballot.

- b. As of the shareholder record date (March 29, 2026), the total number of outstanding shares of the Company is **31,700,380** shares, equivalent to **31,700,380** voting rights.
- c. The resolution on the following matters shall be approved if it is voted in favor by shareholders representing 65% or more of the total voting rights of all shareholders attending and voting at the meeting, except in cases specified in Clauses 3, 4, and 6 of Article 148 of the Law on Enterprise:
 - (i) The type of shares and the total number of shares of each type to be offered, issued, and other capital increase options in accordance with the provisions of the law.
 - (ii) Changes to the industry, business activities, and areas of operation.
 - (iii) Changes to the organizational structure of the Company's management as stipulated in Article 11 of the Company's Charter and Article 137 of the Law on Enterprises.
 - (iv) Investment projects or the sale of assets valued at 35% or more of the total assets as stated in the Company's most recent financial statements.
 - (v) Reorganizing or dissolving the Company.
- d. The contents of the Resolution shall be adopted if approved by shareholders holding more than 50% of the total voting shares of all shareholders present and voting at the meeting; except in cases specified in Clause c, Section 4 of this Article and Sections 3, 4, and 6 of Article 148 of the Law on Enterprises.
- e. Shareholders/authorized representatives with a vested interest do not have the right to vote on contracts and transactions valued at 35% or more of the total assets of the Company as recorded in the most recent financial report; such contracts or transactions can only be approved if shareholders/authorized representatives holding at least 65% of the remaining voting shares agree (pursuant to Clause 4, Article 167, the Enterprise Law No. 59/2020/QH14).
- f. Shareholders/authorized representatives holding 51% or more of the total voting shares, or related parties of such shareholders, do not have the right to vote on contracts and transactions valued at more than 10% (of the total assets of the Company as recorded in the most recent financial report) between the Company and such shareholders (pursuant to Point b, Clause 3 and Clause 4, Article 167 of the Law on Enterprises 2020).
- 5. Recording the voting results:
 - a. The method of vote counting shall be conducted by collecting the Voting Ballots at the General Meeting
 - b. The Vote Counting Committee shall verify the number of votes in Approve, Disapprove, No Opinion for each item and shall be responsible for recording, compiling, and reporting the results of the vote count at the General Meeting.
 - c. For sensitive issues and upon request by the Delegates, the Company must appoint an independent organization to conduct the collection and vote counting.

Article 13. Minutes and Resolutions of the General Meeting of Shareholders

- 1. The Resolution of the General Meeting of Shareholders must be read and approved before the conclusion of the Meeting.
- 2. The Minutes and Resolution of the General Meeting of Shareholders shall be kept and published on the Company's website <https://www.vinafreight.com> for shareholders to access, in place of sending direct mail to shareholders, in order to reduce costs.

Article 14. Enforcement of the Regulations

1. Delegates and guests attending the General Meeting of Shareholders must strictly comply with these Regulations. In the event of any violation of these Regulations, the Presiding Committee shall, depending on the severity, consider and take appropriate action in accordance with the Company's Charter and relevant laws.
2. The convener of the General Meeting of Shareholders shall have the right to:
 - a. Request all meeting attendees to undergo inspection or other security measures.
 - b. Request the competent authorities to maintain order at the meeting; expel individuals who do not comply with the authority of the Board of the Meeting, intentionally disrupt order, obstruct the regular proceedings of the meeting, or fail to comply with security inspection requirements from the General Meeting of Shareholders.
3. Matters not specifically stipulated in this Regulation shall be uniformly applied in accordance with the provisions of the Company's Charter, the Internal Governance Regulations, the Law on Enterprises 2020, and other applicable legal regulations.
4. This Regulation shall take effect immediately upon approval by the Company's General Meeting of Shareholders.

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



Nguyen Bich Lan

REPORT ON THE ACTIVITIES IN 2025 AND THE OPERATIONAL PLAN FOR 2026 OF THE BOARD OF DIRECTORS

Pursuant to the duties, powers, and responsibilities of the Board of Directors (“BOD”) as stipulated in the Company Charter and the Regulations on the operations of the Board of Directors of Vinafreight Joint Stock Company (“the Company”).

The Board of Directors respectfully submits to the 2026 Annual General Meeting of Shareholders (“AGM”) the report on activities for the year 2025 and the plan for 2026 as follows:

I. RESULTS OF OPERATIONS IN 2025:

1. Consolidated business results for the Company’s 2025 financial year:

Unit: VND million

No	Item	2024 Actual	2025 Plan	2025 Actual	% Actual 2025 compared to	
					2025 Plan	2024 Actual
1	Net revenue from sales and service provision	1,773,057	1,545,291	1,656,933	107%	93%
2	Profit before tax (PBT)	101,682	54,171	85,784	158%	84%
3	Profit after tax (PAT)	73,015	43,337	68,311	158%	94%
4	PBT / Total revenue ratio	5.7%	3.5%	5.2%	148%	90%

2. Assessment of the 2025 service business performance:

- Consolidated revenue in 2025 was VND 1,657 billion, achieving 107% of the 2025 budget plan and equivalent to 93% of the 2024 figure.
- Consolidated profit before tax in 2025 was VND 85.78 billion, achieving 158% of the 2025 budget plan and equivalent to 84% of the 2024 figure.

3. Transactions between the Company and its related persons and related persons of insiders:

No	Related Party	Relationship with the Company	Transaction description	Total Value (VND)
1	Vector International Aviation Service Co., Ltd	Subsidiary	Service provision	26,450,500
			Dividend received	45,000,000,000
			Service purchase	166,410,706
2	SFS Global Logistics Vietnam Co., Ltd	Subsidiary	Service provision	45,499,460
3	Transimex Corporation	Parent Company	Interest income	753,424,658
			Service purchase	973,029,482

No	Related Party	Relationship with the Company	Transaction description	Total Value (VND)
			Service provision	32,664,674
			Dividend distribution	29,024,971,500
4	Thang Long Logistics Corporation	Associate	Service purchase	376,301,575
			Dividend received	1,753,715,600
5	Transimex Logistics Corporation	Group Company	Service purchase	1,654,041,098
			Service provision	135,974,678
6	Transimex DC Co., Ltd	Group Company	Service purchase	574,087,880
7	Transimex Hi-Tech Park Logistics Co., Ltd	Group Company	Service purchase	233,592,378
8	Konoike Vinatrans Logistics Co., Ltd	Related organization of the insider	Service provision	2,713,450,558
			Service purchase	998,803,706
9	Mac Shipping Corporation	Related organization of the insider	Service purchase	67,772,227
10	Transimex Port Corporation	Group Company	Service purchase	37,794,940
11	Transportation and Trading Services Joint Stock Company	Group Company	Service purchase	22,287,298
12	Vinatrans Da Nang	Related organization of the insider	Service usage	51,101,370
13	Transimex Property One Member Company Limited	Group Company	Service purchase	1,119,891,967

II. ACTIVITIES OF THE BOARD OF DIRECTORS IN 2025:**1. Members and structure of the Board of Directors:**

The list of members of the Company's Board of Directors as of December 31, 2025 is as follows:

No.	Full name	Position	Shareholding ratio with Voting Rights (as of December 21, 2024)
1.	Mr Nguyen Bich Lan	Chairman of the BOD	0,92%
2.	Mr Le Duy Hiep	Non-executive Member of the BOD	0,1%
3.	Mr Le Van Hung	Non-executive Member of the BOD	0%
4.	Mr Vu Chinh	Independent Member of the BOD	0,06%
5.	Mr Nguyen Quang Trung	Independent Member of the BOD	0%
6	Mr Nguyen Anh Minh	Member of the BOD	0,06%
7	Mr Ha Minh Huan	Non-executive Member of the BOD	0%

2. Activities of the Board of Directors in 2025::**2.1 2024 dividend payment:**

- In implementation of the Resolution of the 2025 Annual General Meeting of Shareholders No. 01/2025/NQ.ĐHĐCĐ-VNF dated March 28, 2025, on May 21, 2025 the Board of Directors issued Resolution No. 08/2025/NQ.HĐQT-VNF approving the implementation of the 2024 dividend payment plan, and the Company completed the 2024 dividend payment within the timeline prescribed by law.
- The dividend payment process to shareholders was implemented in a timely manner and in compliance with applicable regulations.

2.2 Management and governance direction:

- In order to perform the duties assigned by the General Meeting of Shareholders, the Board of Directors carried out its activities in accordance with the Company's Charter and in compliance with the Law on Enterprises and applicable laws..
- Meetings of the Board of Directors were organized and conducted in accordance with the Company's Charter, with the participation of the Management Board, the Head of the Board of Supervisors, and the Chief Accountant.
- The Board of Directors directly discussed and decided on the matters to be submitted to the General Meeting of Shareholders for voting at the Meeting, decided on matters within its authority, approved the proposals submitted by the Management Board, and periodically heard reports from the Management Board on the Company's business performance and results.
- The voting results on all matters achieved a high level of consensus; the minutes and resolutions of the Board of Directors reflected the unanimous agreement of its members, and were retained and publicly disclosed in accordance with regulations.

- (e) In addition, the Board of Directors also took the lead in and closely directed the relevant departments to prepare and publish the 2025 corporate governance report in a timely, transparent, and compliant manner.
- (f) In 2025, the Board of Directors held 16 meetings, including written consultations with members of the Board of Directors, and issued 18 resolutions, specifically as follows:

No	Resplution No.	Date	Description	Approval Rate
1	01/2025/NQ.HĐQT-VNF	22/01/2025	<ol style="list-style-type: none"> 1. Approval of the Company's business performance in 2024 and business plan for 2025. 2. Approval of financial and investment activities in 2024. 3. Approval of receivables status and proposed handling of doubtful debts. 4. Approval of the plan for organizing the 2025 Annual General Meeting of Shareholders. 5. Approval of year-end bonuses for members of the Board of Directors, Board of Supervisors, and the Secretary of the Board of Directors.. 	100%
2	02/2025/NQ.HĐQT-VNF	24/02/2025	<ol style="list-style-type: none"> 1. Approval of the investment plan to acquire shares of Vinatrans Da Nang. 2. Approval of related-party transactions in accordance with the Law on Enterprises 2020 and the Company's Charter. 	100%
3	03/2025/NQ.HĐQT-VNF	07/03/2025	<ol style="list-style-type: none"> 1. of the list of the Presiding Committee, Vote Counting Committee, and Secretary for submission to the AGM. 2. Approval and update of the AGM agenda and related documents. 	100%
4	04/2025/NQ.HĐQT-VNF	27/03/2025	Approval of the dismissal and appointment of the Chief	100%

No	Resplution No.	Date	Description	Approval Rate
			Accountant of the Company and its subsidiary.	
5	05/2025/NQ.HĐQT-VNF	01/04/2025	Approval of the dismissal and appointment of the Chief Accountant of the Company and its subsidiary.	100%
6	06/2025/NQ.HĐQT-VNF	01/04/2025	pproval of the business performance for Q1 2025 and plan for the remaining quarters of 2025.	100%
7	07/2025/NQ.HĐQT-VNF	21/05/2025	<ol style="list-style-type: none"> 1. Approval of the business performance for Q1 2025 and plan for the remaining quarters of 2025. 2. Approval of financial and investment activities for Q1 2025 and the plan for the remaining quarters. 3. Approval of remuneration for the Board of Directors, Board of Supervisors, and Secretary in 2025. 4. Approval of related-party transactions. 5. Approval of adjustments to the 2024 profit distribution plan and proposed plan for 2025. 6. Approval of returning leased land at 196 Ton That Thuyet, District 4 to the Ho Chi Minh City People's Committee. 	100%
8	08/2025/NQ.HĐQT-VNF	21/05/2025	Approval of the implementation of the 2024 cash dividend payment.	100%
9	09/2025/NQ.HĐQT-VNF	28/07/2025	Approval of the selection of the auditing firm for the 2025 financial statements of the Company and its subsidiaries.	100%

No	Resplution No.	Date	Description	Approval Rate
10	10/2025/NQ.HĐQT-VNF	07/08/2025	<ol style="list-style-type: none"> 1. Approval of the business performance for Q2 2025 and plan for the remaining quarters. 2. Approval of financial and investment activities for Q2 2025. 3. Approval of investment plans in shares of various companies. 4. Approval of the dismissal and appointment of the Secretary of the Board and the person in charge of corporate governance. 	100%
11	11/2025/NQ.HĐQT-VNF	01/10/2025	Approval of the plan to collect shareholders' opinions in writing.	100%
12	12/2025/NQ.HĐQT-VNF	11/10/2025	<ol style="list-style-type: none"> 1. Approval of the investment in the acquisition of shares in companies. 2. Approval of changes in the nomination and appointment of the Company's capital representative at Konoike Vina. 	100%
13	13/2025/NQ.HĐQT-VNF	17/10/2025	<ol style="list-style-type: none"> 1. Approval of business performance for Q3 and the first nine months of 2025, and plan for Q4 2025. 2. Approval of financial and investment activities for Q3 2025. 3. Approval of the internal audit plan. 	100%
14	14/2025/NQ.HĐQT-VNF	17/10/2025	Approval of credit facilities from Shinhan Bank Vietnam.	100%
15	15/2025/NQ.HĐQT-VNF	17/10/2025	Approval of credit facilities from Vietcombank – Ho Chi Minh City Branch.	100%

No	Resplution No.	Date	Description	Approval Rate
16	16/2025/NQ.HĐQT-VNF	30/10/2025	Approval of updates and supplements to shareholder consultation documents in 2025.	100%
17	17/2025/NQ.HĐQT-VNF	27/11/2025	Approval of the new salary structure of the Company.	100%
18	18/2025/NQ.HĐQT-VNF	18/12/2025	1. Approval of related-party transactions in accordance with the Law on Enterprises 2020. 2. Approval of the issuance of regulations on delegation and authorization in corporate management and operations.	100%

III. RESOLUTIONS OF THE GENERAL MEETING OF SHAREHOLDERS:

Implementation Status	Kết quả thực hiện
Authorization to the Board of Directors to evaluate and select the auditing firm for the 2025 financial statements.	PwC (Vietnam) Limited has been selected.
Implementation of the 2025 business plan.	Completed
Allocation of operational funds for the Board of Directors and Board of Supervisors in 2025.	Đã thực hiện.
Implementation of the 2024 profit distribution plan.	Completed.
Dismissal and additional appointment of members of the Board of Directors.	Completed.

IV. RESULTS OF THE BOARD OF DIRECTORS' SUPERVISION OF AND SUPPORT FOR THE GENERAL DIRECTOR AND THE MANAGEMENT BOARD:

- All resolutions of the Board of Directors were assigned by the Board of Directors to the Company's Management Board for implementation and reporting back to the Board of Directors.
- The Board of Directors' supervision of the Management Board was carried out through the Board of Directors' questioning of the Management Board regarding business performance during the period at periodic meetings, while also supervising many other activities.
- The Board of Directors consistently supervised the implementation of the 2025 business plan.
- The Board of Directors strengthened corporate governance activities, as well as internal control

and risk control activities within the Company.

5. The Chairman of the Board of Directors regularly attended the Company's weekly briefing meetings and consistently supervised and timely directed the Company's business activities.
6. The Board of Directors assessed the performance of the Management Board in 2025 as follows:
 - 6.1 Construction projects were implemented in accordance with the prescribed processes and regulations, and in line with the resolutions of the General Meeting of Shareholders and the Board of Directors; the Company actively implemented its investment projects and brought them into operation with high efficiency.
 - 6.2 Financial management was carried out effectively, ensuring a balanced source of capital to support investment and business development.
 - 6.3 The Management Board operated the Company in accordance with its functions and duties, in compliance with the internal governance regulations, the Company's Charter, and applicable laws.
 - 6.4 Information disclosure was carried out seriously and in compliance with regulations.
 - 6.5 Periodic and ad hoc reports requested by the State authorities were complied with fully and seriously.
 - 6.6 Training activities were given due attention, helping to improve the management capacity and professional expertise of the Company's employees.
 - 6.7 The material and spiritual well-being of the Company's employees was well taken care of.

V. REPORT ON THE REMUNERATION OF MEMBERS OF THE BOARD OF DIRECTORS IN 2025:

In 2025, the members of the Board of Directors were paid remuneration in accordance with regulations and within the limit approved by the Annual General Meeting of Shareholders. Specifically, the remuneration of the Board of Directors in 2025 was as follows:

No	Full Name	Position	Remuneration (before PIT) (VND)	Notes
1.	Mr Nguyen Bich Lan	Chairman of the BOD	133,333,332	
2.	Mr Le Duy Hiep	Non-executive Member of the BOD	93,333,336	
3.	Mr Le Van Hung	Non-executive Member of the BOD	93,333,336	
4.	Mr Vu Chinh	Independent Member of the BOD	93,333,336	
5.	Mr Nguyen Quang Trung	Independent Member of the BOD	93,333,336	
6.	Mr Nguyen Anh Minh	Member of the BOD	93,333,336	
7.	Mr Nguyen Hoang Hai	Non-executive Member of the BOD	77,777,780	Resigned effective November 20, 2025.

8.	Mr Ha Minh Huan	Non-executive Member of the BOD	9,236,111	Appointed on November 20, 2025.
Total			687,013,903	

VI. OPERATIONAL PLAN OF THE BOARD OF DIRECTORS FOR 2026:

1. Striving to implement the consolidated business plan for the 2026 financial year:

(Unit: VND million)

No.	Item	2025 Plan	Actual 2025	2026 Plan	% of 2026 performance compared to	
					2025 Plan	Actual 2025
1	Charter Capital	317,159	317,159	317,159	100%	100%
2	Total Net Revenue	1,553,052	1,675,156	1,010,932	65%	60%
2.1	<i>Service Revenue</i>	1,545,291	1,656,933	993,855	64%	60%
2.2	<i>Financial Income</i>	7,761	14,531	17,077	220%	118%
2.3	<i>Other Income</i>		3,692			
3	Profit Before Tax (PBT)	54,171	85,784	69,729	129%	81%
4	PBT / Total Revenue Ratio	3.5%	5.1%	6.9%	198%	135%
5	Profit After Tax (PAT)	43,337	68,311	53,509	123%	78%
6	Accumulated Retained Earnings	226,617	251,592	252,211	111%	100%
7	Total Number of Employees (headcount)	189	177	162	86%	92%
8	Total Payroll Expenses	33,658	33,452	32,120	95%	96%
9	Total Bonus and Welfare Expenses	7,885	7,284	7,002	89%	96%
10	Profit Distribution:					
10.1	<i>Dividend (expected at 15%)</i>	-	-	-	-	-
10.2	<i>Incentive for the Board of Directors, Board of</i>	-	-	-	-	-

No.	Item	2025 Plan	Actual 2025	2026 Plan	% of 2026 performance compared to	
					2025 Plan	Actual 2025
	<i>Supervisors, Board of Management, and key management personnel (5% of the excess profit over the 2026 business plan, if achieved).</i>					

2. 2025 dividend payment: To organize and implement the payment of the 2025 dividend to shareholders in a timely manner and in accordance with the contents approved by the 2026 General Meeting of Shareholders.
3. Management and governance direction:
 - 1.1 The Board of Directors will continue to carry out its activities in accordance with the Company's Charter, in compliance with the Law on Enterprises, applicable laws, and the resolutions of the 2026 General Meeting of Shareholders.
 - 1.2 The Board of Directors' meetings will be organized in accordance with the Company's Charter and with the participation of the Management Board, the Head of the Board of Supervisors, and the Chief Accountant.
 - 1.3 The Board of Directors will take the lead in and closely direct the relevant departments to prepare and publish corporate governance reports and business performance reports on a monthly, quarterly, and annual basis for 2026 in a timely, transparent, and compliant manner.
 - 1.4 The Board of Directors will organize Board meetings and issue resolutions and decisions in accordance with the resolutions of the General Meeting of Shareholders or in relation to any new investments, if any.
 - 1.5 The Board of Directors will closely monitor the Company's business activities and business results, and will question the directions and policies proposed by the Management Board in order to achieve the Company's business objectives.
 - 1.6 The Board of Directors will strengthen and support the Management Board in the operation of the Company's business activities, and further enhance internal control and risk control within the Company.
 - 1.7 The Board of Directors will have representatives attending the Company's weekly briefing meetings in order to make timely adjustments so that business activities are conducted in the right direction and achieve higher efficiency.
 - 1.8 The Board of Directors will oversee the Management Board in properly and fully implementing the resolutions of the General Meeting of Shareholders and the Board of Directors, and monitor

the implementation of investment projects in 2026 to ensure that they are carried out on schedule and brought into operation effectively.

- 1.9 The Board of Directors will ensure strict compliance with and full performance of periodic and ad hoc reporting obligations as required by the parent company and the State management authorities.
- 1.10 The Board of Directors will continue to effectively supervise financial management and customers' receivables in order to minimize overdue receivables and ensure the Company's operating capital.
- 1.11 The Board of Directors will strengthen the application of information technology in management and digitalize service operation and exploitation activities.

The Board of Directors highly appreciates and thanks the Management Board and all employees of the Company for their contributions to the Company's development. The Board of Directors will continue to work with the Management Board to develop measures, plans, and strategies to implement the 2026 business plan.

Respectfully submit./.

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



Nguyen Bich Lan

REPORT ON THE ACTIVITIES IN 2025 AND THE OPERATIONAL PLAN FOR 2026 OF MR. VU CHINH, INDEPENDENT MEMBER OF THE BOARD OF DIRECTORS

Based on the duties, powers, and responsibilities of the Independent Member of the Board of Directors as stipulated in the Charter and the Regulations on the operation of the Board of Directors of Vinafreight Joint Stock Company (“the Company”).

I, Vũ Chinh - an Independent Member of the Board of Directors, respectfully submit to the 2026 Annual General Meeting of Shareholders (“AGM”) a report on activities in 2025 and the activity plan for 2026 as follows:

I. ACTIVITIES OF THE MEMBERS OF THE INDEPENDENT BOARD OF DIRECTORS (“INDEPENDENT BOARD MEMBERS”):

1. Preliminary assessment of the activities of the Independent Board Members:

- The Board of Directors for the 2023 – 2028 term comprises 07 members, including 02 (two) independent members.
- The independent Board Members have attended all meetings and participated in relevant matters in accordance with their functions and duties, in compliance with the laws on enterprises and securities.

2. Activities of the Independent Board Members in 2025:

- Supervising the implementation of management and operational duties by the Board of Directors and the Executive Board of the Company.
- Checking the reasonableness, legality, honesty, and prudence in management and business operations; the systematic, consistent, and appropriate nature of accounting, statistics, and financial reporting.
- Appraising the completeness, legality, and honesty of business reports, semi-annual financial statements, annual financial statements, and reports evaluating the management work of the Board of Directors.

II. SURVEY RESULTS:

1. Regarding the implementation of duties, management, and operation of the Board of Directors and the Executive Board:

The Board of Directors and the Executive Board of the company have fully complied with the Company Charter, the Resolutions of the General Meeting of Shareholders, and the Board of Directors, specifically:

- In 2025, the Board of Directors successfully organised the annual general meeting on 28/03/2025; held 16 meetings, including written opinions from Board members, and issued 18 Resolutions to direct the company's activities within their authority.
- The meetings of the Board of Directors were organised in accordance with legal regulations, with full participation of Board members, the Supervisory Board, and the Executive Board to understand the situation and contribute opinions for the Board to consider before making resolutions and decisions.
- The Minutes and Resolutions of the Board of Directors were approved, stored, and publicly disclosed in accordance with regulations.

- Independent Board members noted that the Board of Directors has directed and supervised the activities of the Executive Board in completing the corporate governance model, and in developing and finalising internal regulations and rules.
- During the implementation process, the Management Board fully complied with the regulations in the Company's Charter, the resolutions of the Board of Directors, and internal regulations and rules.

2. Results of the monitoring of the company's business activities and financial situation:

2.1. Business results for the financial year 2025:

(Unit: million dong)

Items		2025 Plan	Actual 2025	Actual 2024	Ratio (%)	
					Actual2025 /2025Plan	Actual2025 /2024Actual
1	Total revenue	1,200,000	1,524,869	1,433,455	127.07%	106.38%
2	Profit before tax (PBT)	5.38	25,060	8,352		

3. The consolidated revenue in 2025 is 1,524.87 billion VND, an increase of 91.42 billion VND compared to 2024, reaching 127.07% of the plan; the consolidated profit before tax in 2025 is 25.06 billion VND, an increase of 16.71 billion VND compared to 2024, due to the positive business results of the associate company – Mippec Port, which led to a significant reduction in provisions from Mippec Port.
4. The company's total assets as of 31 December 2025 are 699.72 billion VND, an increase of 27.69 billion VND compared to 1 January 2025.

2.2. Results of the financial statement appraisal, the company's financial situation:

5. The independent member of the Board of Directors has fulfilled the responsibility of appraising the financial statements and financial situation in accordance with regulations.
6. The independent member of the Board of Directors confirms that the 2025 financial statements of the Company fairly and reasonably reflect, in all material respects, the financial position of the Company as well as the business results and cash flow activities, in accordance with the Accounting Standards, Enterprise Accounting Regime, and relevant accounting regulations in Vietnam. The 2025 financial statements have been audited by PwC (Vietnam) with an unqualified opinion and have been publicly disclosed as required.
7. Customer receivables increased by VND 60.43 billion, equivalent to 27.84% compared to the beginning of the period.
8. Reports show that the company's consolidated revenue and profit in 2025 exceeded the planned targets.

3. Evaluation of the cooperation between the independent members of the Board of Directors, the Board of Directors, the Executive Board, and the management staff:

9. The independent member of the Board of Directors has received cooperation from the Board of Directors, the Executive Board, and management staff in providing necessary information and documents for inspection and supervision.
10. The Board of Directors has prepared the 2025 Activity Report reflecting comprehensively and truthfully the business activities of 2025 and the directions and tasks for 2026.
11. The Executive Board has prepared the Business Results Report for 2025 and the Business Plan for 2026, and sent these reports along with the audited 2025 financial statements to the independent members of the Board of Directors in full and a timely manner for consolidation, evaluation, and reporting of appraisal results at the 2026 Annual General Meeting of Shareholders.

III. 2026 ANNUAL OPERATING PLAN OF THE INDEPENDENT BOARD OF DIRECTORS MEMBERS:

1. Continue to perform supervisory functions in accordance with the regulations in the Company's Operating Charter, manage and oversee the activities of the Executive Board; closely coordinate with the Executive Board to seek solutions to overcome the difficulties existing in 2025 and implement effective management solutions for business activities in 2026.
2. Support the Board of Directors in ensuring corporate governance complies with legal regulations and the company's charter.
3. Carry out other tasks as stipulated by the company's Board of Directors' operating regulations.

IV. RECOMMENDATIONS FROM THE INDEPENDENT BOARD MEMBER:

1. There needs to be a better integration between departments within the company to maximise the utilisation of the company's existing human resources.
2. Develop a lean organisational structure to further reduce salary costs while still ensuring operational efficiency, effectiveness, and productivity.
3. Strengthen debt management to accelerate capital turnover, prevent capital loss, and limit risks related to bad debts.
4. Develop digital logistics, invest in technology, and digitise the company's operations.
5. A specific strategy is needed to attract and retain talent, ensuring long-term commitment and loyalty to the company.
6. Improve the quick reporting system and periodic reports to help the Executive Board and the Board of Directors accurately assess the business situation for appropriate guidance and adjustments.

Respectfully submit./

INDEPENDENT BOARD MEMBER



Vu Chinh

REPORT ON THE ACTIVITIES IN 2025 AND THE OPERATIONAL PLAN FOR 2026 OF THE BOARD OF SUPERVISORS

Based on the duties, powers, and responsibilities of the Supervisory Board as stipulated in the Charter and the Regulations on the operation of the Supervisory Board of Vinafreight Joint Stock Company. The Board of Supervisors respectfully submits to the 2026 Annual General Meeting of Shareholders (“AGM”) a report assessing the operational situation in 2025 and the activity plan for 2026 of the Board of Supervisors as follows:

I. ACTIVITIES OF THE SUPERVISORY BOARD IN 2025:

- Attend all meetings of the Board of Directors (BOD), participate in discussions with the BOD and the Executive Management on issues related to the company's business activities.
- Check and supervise the BOD and the Executive Management in complying with the resolutions of the Annual General Meeting of Shareholders, adherence to legal regulations, and the Company's charter.
- Check and supervise the implementation of the business plan, financial and accounting work, and review the 2025 financial statements.
- In 2025, the Supervisory Board did not dismiss or appoint new members. The list of Supervisory Board members as of 31 December 2025 is as follows:
 - (i). Mr Vo Thanh Dong - Head of the Supervisory Board.
 - (ii). Mr Pham Xuan Quang - Member.
 - (iii). Ms Tran Thi Van Tho - Member.
- Participate in discussions and contribute opinions on the Company's difficulties and issues during BOD meetings.
- Perform other tasks according to the functions and duties of the Supervisory Board.

1. Supervision of business activities, governance, and management by the Board of Directors and the Executive Board:

1.1. Review of the 2025 financial statements and information disclosure:

- The 2025 financial statements of the Company are audited by PwC (Vietnam) Limited Company, reflecting a true and fair view of the Company's financial position as of 31 December 2025, as well as the results of operations and cash flows for the financial year ending on that date, in accordance with relevant legal regulations concerning the preparation and presentation of financial reports.
- The Company has made timely and complete disclosures of information in accordance with the regulations for public companies.

1.2. Supervision of the activities of the Board of Directors and the Executive Board in 2025:

- The Board of Directors has issued 18 Resolutions. The contents of the Resolutions of the Board of Directors were approved at meetings or obtained the opinions of the Board members in writing, in accordance with the Company's charter and legal regulations.
- In 2025, the Board of Directors and the Executive Board implemented the contents of the 2025 General Meeting of Shareholders' Resolutions and other tasks in accordance with the Company's charter and legal regulations. Under the guidance of the Board of Directors, along with flexibility and proactive management of the Executive Board's business activities, the Company has strived to achieve the targets set by the 2025 General Meeting of Shareholders, specifically as follows:

(Unit: Billion dong)

Items	2025 Plan	Actual 2026	Actual/Plan
Revenue	1,545	1,657	107%
Profit before tax	54,17	85,78	158%

- Company's business results for 2025:
 - The consolidated revenue from implementation services in 2025 is expected to reach 1,657 billion VND, achieving 107% of the 2025 plan (as per the 2025 Annual General Meeting resolution).
 - The consolidated pre-tax profit realised in 2025 reached 8.578 billion VND, achieving 158% of the pre-tax profit plan for 2025 (as per the 2025 Annual General Meeting resolution) despite challenging economic conditions. (Detailed figures are included in the audited 2025 financial report).
- The remuneration of the Board of Directors and the Supervisory Board was approved by the 2025 Annual General Meeting of Shareholders through the Submission and implemented in accordance with Resolution No. 07/2025/NQ.HĐQT-VNF approved by the Board of Directors on 21/05/2025, in accordance with regulations.
- Pursuant to the authority granted by the 2025 General Meeting of Shareholders, the Board of Directors has approved the selection of PwC (Vietnam) Co., Ltd. to carry out the review and audit of the Company's 2025 Financial Statements.

1.3. Shareholders' opinion:

At the time of finalising the list of shareholders entitled to exercise voting rights at the General Meeting, the Supervisory Board had not received any contributions or complaints from shareholders regarding violations committed by the Board of Directors, the Executive Board of the Company, and the Supervisory Board in the course of their respective duties.

2. Assess the coordination of activities between the Supervisory Board and the Board of Directors, the Executive Board, and the shareholders:

- In 2025, the Supervisory Board coordinated with the Board of Directors and the Executive Board of the Company in inspecting and supervising the business activities of the Company and its subsidiaries in accordance with legal regulations and the Company's Charter.
- The Board of Directors and the Executive Board of the Company supported the Supervisory Board in fully performing its duties and functions; provided complete data, documents, and information related to the Company's business activities; and facilitated the Supervisory Board's full participation in the Board of Directors' meetings.

3. Comments and Recommendations:

3.1. Comments

In 2025, the Management Board will have fully and promptly implemented the resolutions of the 2025 Annual General Meeting of Shareholders and the resolutions of the Board of Directors in accordance with the Company Charter and legal regulations. Efforts have been made to achieve very good business results. However, there are still some shortcomings, such as overdue receivables from previous years that have not been recovered, expenses exceeding permitted limits, some service business areas not delivering effective results for the Company, and the work of completing regulations and policies not yet fully accomplished.

3.2. Recommendations:

To continue to promote the achievements in 2025, amidst challenging market conditions, the Board of Directors and Executive Board need to:

- Continue to control costs and improve service quality.
- Complete and issue regulations on debt management and internal governance regulations.
- Conduct comprehensive evaluations of the effectiveness of each service area; decisively narrow, temporarily suspend, or adjust models for underperforming activities that are no longer aligned with development orientations.
- Review and evaluate the operational efficiency of departments; based on that, restructure the organisational chart, optimise resources towards a lean and effective organisational model
- Strictly control debt management and recovery. Carefully assess customers' financial capacity before providing services to minimise the risk of bad debts.
- Seek new customers, expand markets, introduce new services, and invest in new projects to ensure the Company maintains growth in revenue and profit.
- Continue reviewing, evaluating, and improving the quality of human resources, and implement technological solutions in operations to enhance labour productivity.

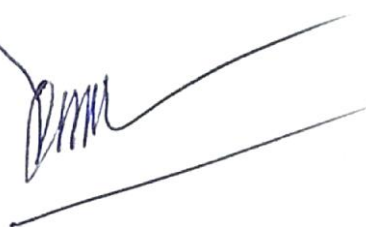
II. DIRECTION OF THE INSPECTION COMMITTEE'S ACTIVITIES IN 2026:

Implementing the functions of the Supervisory Board in accordance with the provisions of the Enterprise Law and the Company's Charter:

- To examine and supervise the implementation of the General Meeting of Shareholders' Resolution in 2026, the Resolutions and Decisions of the Board of Directors, and the Executive Board.
- To examine and supervise compliance with legal regulations in the management and operation of the Company by the Board of Directors and the Executive Board.
- To propose to the General Meeting of Shareholders and the Board of Directors the selection of an independent auditing firm to conduct a review and audit of the Company's financial statements for 2026.
- To carry out the inspection of the financial reports and business activity reports of the Company.
- The Supervisory Board shall hold regular meetings to evaluate the activities of the Board of Directors and the Executive Board in accordance with legal regulations.

Respectfully submit./.

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



Vo Thanh Dong

Ho Chi Minh City, April 17, 2026

PROPOSAL TO THE GENERAL MEETING OF SHAREHOLDERS

Regarding the approval of the audited separate and consolidated financial statements for the year 2025 of Vinafreight Joint Stock Company

Respectfully to: General Meeting of Shareholders of Vinafreight Joint Stock Company

- Pursuant to the Law on Enterprises 2020 dated June 17th, 2020;
- Pursuant to the Charter of Vinafreight Joint Stock Company (“Company”);
- Pursuant to the separate financial statements and the consolidated financial statements for the year 2025 of Vinafreight Joint Stock Company, which have been audited by PwC (Vietnam) Limited Company.

The Board of Directors respectfully submits to the 2026 Annual General Meeting of Shareholders for approval the Company's separate financial statements and consolidated financial statements for 2025, which have been audited by PwC (Vietnam) Limited Company.

The 2025 separate financial statements and consolidated financial statements of the Company have been audited by PwC (Vietnam) Limited and have been publicly disclosed by the Company, as well as uploaded on the Company's website at: <https://www.vinafreight.com/thong-tin-dau-tu/bao-cao-tai-chinh.html>.

Respectfully submit./

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



Nguyen Bich Lan

Ho Chi Minh City, April 17, 2026

PROPOSAL TO THE GENERAL MEETING OF SHAREHOLDERS

Regarding approval of the 2025 consolidated business plan of Vinafreight Joint Stock Company

Respectfully to: General Meeting of Shareholders of Vinafreight Joint Stock Company

- Pursuant to the Law on Enterprises 2020 dated June 17th, 2020;
- Pursuant to the Charter of Vinafreight Joint Stock Company (“Company”);
- Pursuant to the business activities of Vinafreight Joint Stock Company,

The Board of Directors respectfully submits to the 2026 Annual General Meeting of Shareholders for approval the consolidated business plan for 2026 of the Company, details as follows:

(Unit: VND million)

No.	Item	2025 Plan	Actual 2025	2026 Plan	% of 2026 performance compared to	
					2025 Plan	Actual 2025
1	Charter Capital	317,159	317,159	317,159	100%	100%
2	Total Net Revenue	1,553,052	1,675,156	1,010,932	65%	60%
2.1	Service Revenue	1,545,291	1,656,933	993,855	64%	60%
2.2	Financial Income	7,761	14,531	17,077	220%	118%
2.3	Other Income		3,692			
3	Profit Before Tax (PBT)	54,171	85,784	69,729	129%	81%
4	PBT / Total Revenue Ratio	3.5%	5.1%	6.9%	198%	135%
5	Profit After Tax (PAT)	43,337	68,311	53,509	123%	78%
6	Accumulated Retained Earnings	226,617	251,592	252,211	111%	100%
7	Total Number of Employees (headcount)	189	177	162	86%	92%
8	Total Payroll Expenses	33,658	33,452	32,120	95%	96%
9	Total Bonus and Welfare	7,885	7,284	7,002	89%	96%

No.	Item	2025 Plan	Actual 2025	2026 Plan	% of 2026 performance compared to	
					2025 Plan	Actual 2025
	Expenses					
10	Profit Distribution:					
10.1	<i>Dividend (expected at 15%)</i>	-	-	-	-	-
10.2	<i>Incentive for the Board of Directors, Board of Supervisors, Board of Management, and key management personnel (5% of the excess profit over the 2026 business plan, if achieved).</i>	-	-	-	-	-

Respectfully submit./.

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



Nguyen Bich Lan

Ho Chi Minh City, April 17, 2026

PROPOSAL TO THE GENERAL MEETING OF SHAREHOLDERS

Regarding the approval of the delegation of authority to the Board of Directors to evaluate and select an auditing firm for the 2026 financial statements of Vinafreight Joint Stock Company

Respectfully to: General Meeting of Shareholders of Vinafreight Joint Stock Company

- Pursuant to the Law on Enterprises 2020 dated June 17th, 2020;
- Pursuant to the Charter of Vinafreight Joint Stock Company (“Company”),

The Supervisory Board respectfully submits to the 2026 Annual General Meeting of Shareholders of Vinafreight Joint Stock Company for approval, authorizing the Board of Directors to evaluate and select the auditing firm for the 2025 financial statements of Vinafreight Joint Stock Company, as follows:

The Annual General Meeting of Shareholders authorizes the Board of Directors to select one of the auditing firms approved by the State Securities Commission of Vietnam based on the following criteria:

1. Criteria for the selection of the independent auditing firm:

- Legally operating in Vietnam.
- Included in the list approved by the SSC.
- Experience in auditing public companies.
- Strong audit reputation.
- Qualified and experienced audit team.
- Ability to meet scope and timeline requirements.
- Reasonable audit fees.

2. Proposed auditing firms:

- PwC (Vietnam) Company Limited.
- Ernst & Young Vietnam Company Limited.
- Deloitte Vietnam Company Limited.
- KPMG Vietnam Company Limited.

Respectfully submit./.

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



Vo Thanh Dong

*Ho Chi Minh City, April 17, 2026***PROPOSAL TO THE GENERAL MEETING OF SHAREHOLDERS*****Regarding the approval of the profit distribution plan for 2025 and the profit distribution plan for 2026 of Vinafreight Joint Stock Company*****Respectfully to: General Meeting of Shareholders of Vinafreight Joint Stock Company**

- Pursuant to the Law on Enterprises 2020 dated June 17th, 2020;
- Pursuant to the Charter of Vinafreight Joint Stock Company (“Company”);
- Pursuant to the audited Financial Statements of Vinafreight Joint Stock Company;
- Pursuant to the business results of 2025 and the business operation plan for 2026 of Vinafreight Joint Stock Company (“Company”),

The Board of Directors respectfully submits to the 2026 Annual General Meeting of Shareholders for approval the profit distribution plan for 2025 and the profit distribution plan for 2026 of the Company, details as follows:

1. Profit distribution plan for 2025:

No.	Items	Amount (VND)
1	Profit for 2025	
1.1	Profit before tax	85.784.395.128
1.2	Corporate income tax	(17.473.212.455)
1.3	Profit after tax	68.311.182.673
1.4	Accumulated undistributed profit after tax as at 01 January 2025	190.066.775.128
1.5	Accumulated undistributed profit after tax as at 31 December 2025	251.591.750.592
2	Profit distribution	
2.1	Cash dividend payment (ratio 15%)	47.573.820.000
3	Estimated remaining undistributed profit after tax	204.017.930.592

2. Profit distribution plan for 2026:

No.	Items	Amount (VND)
1	Expected Profit for 2026	
1.1	Profit before tax	69.729.252.305
1.2	Corporate income tax	(16.220.018.155)
1.3	Profit after tax	53.509.234.150
1.4	Accumulated undistributed profit after tax as at 01 January 2026	204.017.930.592
1.5	Accumulated undistributed profit after tax as at 31 December 2026	252.211.420.873
2	Profit distribution expected plan	

No.	Items	Amount (VND)
2.1	Dividends (ratio 15%)	-
2.2	Incentive for the Board of Directors, Board of Supervisors, Board of Management, and key management personnel (5% of the excess profit over the 2026 business plan, if achieved).	-

3. The 2026 Annual General Meeting of Shareholders authorises the Company's Board of Directors to implement in detail and decide on matters related to the execution of the profit distribution plan for 2025 and the profit distribution plan for 2026 as mentioned above, after approval by the 2026 Annual General Meeting of Shareholders and in accordance with the law.

Respectfully submit./.

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



Nguyen Bich Lan

Ho Chi Minh City, April 17th, 2026

PROPOSAL TO THE GENERAL MEETING OF SHAREHOLDERS

Regarding the approval of the plan to establish the operating fund for the Board of Directors, the Supervisory Board, and the Secretary of Vinafreight Joint Stock Company for 2026

Respectfully to: General Meeting of Shareholders of Vinafreight Joint Stock Company

- Pursuant to the Law on Enterprises 2020 dated June 17th, 2020;
- Pursuant to the Charter of Vinafreight Joint Stock Company (“Company”),

The Board of Directors respectfully submits to the 2026 Annual General Meeting of Shareholders for approval the plan to establish funds for the activities of the Board of Directors, the Supervisory Board, and the Secretary of the Board of Directors for 2026, with details as follows:

The Board of Directors respectfully submits to the General Meeting of Shareholders for approval the total operating fund of the Board of Directors, the Supervisory Board, and the Secretary of the Board of Directors for the year 2026, amounting to 1,300,000,000 VND.

Respectfully submit./.

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



Nguyen Bich Lan

Ho Chi Minh City, April 17th, 2026

PROPOSAL TO THE GENERAL MEETING OF SHAREHOLDERS

Regarding approval of the amendment and supplementation of the Regulations on the Charter of Vinafreight Joint Stock Company

Respectfully to: General Meeting of Shareholders of Vinafreight Joint Stock Company

- Pursuant to the Law on Enterprises 2020 dated June 17th, 2020;
- Pursuant to the Charter of Vinafreight Joint Stock Company (“Company”)
- Pursuant to the request of the shareholders of Transimex Corporation, according to the Document dated March 25, 2026,

The Board of Directors respectfully submits to the 2026 Annual General Meeting of Shareholders for approval the consent for organisations, individuals, and related persons of organisations and individuals to transfer shares of the Vinafreight Joint Stock Company without having to carry out the public tender offer procedures in accordance with Article 35 of the Securities Law, as detailed below:

1. Recipient of transfer: Transimex Corporation.
2. Transferor:
 - Mr. Bùi Tuấn Ngọc.
 - Vina Investment Joint Stock Company.
 - Vietnam Cultural Services Joint Stock Company.
3. Method of transfer: Transaction via matching orders and/or agreement in accordance with legal regulations.
4. Implementation time: After approval by the 2026 Annual General Meeting of Shareholders of Vinafreight Joint Stock Company.
5. Upon the approval of the recipient of the transfer and the related parties of the recipient as stipulated in points a, b, c, d, e, and g of Clause 46 of Article 4 of the Securities Law 2019, regarding the intention to purchase shares of Vinafreight Joint Stock Company leading to direct or indirect ownership reaching or exceeding 25%, or reaching or exceeding 35%, 45%, 55%, 65%, 75% of the voting shares of Vinafreight Joint Stock Company, the recipient of the transfer and related parties are not required to carry out public tender procedures as prescribed by law.
6. The General Meeting of Shareholders authorises the Board of Directors of Vinafreight Joint Stock Company to decide on matters related to the above transfer transaction to ensure the proper implementation of the following contents after approval by the 2026 Annual General Meeting of Shareholders.

Respectfully submit./.

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



Nguyen Bich Lan

*Ho Chi Minh City, April 17th, 2026***PROPOSAL TO THE GENERAL MEETING OF SHAREHOLDERS*****Regarding approval of the amendment and supplementation of the Regulations on the Charter of Vinafreight Joint Stock Company*****Respectfully to: General Meeting of Shareholders of Vinafreight Joint Stock Company**

- *Pursuant to the Law on Enterprises 2020 dated June 17th, 2020;*
- *Pursuant to the Charter of Vinafreight Joint Stock Company (“Company”),*

The Board of Directors respectfully submits to the 2026 Annual General Meeting of Shareholders of the Company for approval of the amendment and supplementation of the Charter of Vinafreight Joint Stock Company, with details as follows:

The Charter was initially developed and issued in 2021. Since then, the Law on Enterprises 2020 and the Law on Securities 2019 have undergone significant amendments and developments. Accordingly, a number of provisions in the current Charter are no longer consistent with the applicable legal framework.

Therefore, the Board of Directors respectfully submits to the General Meeting of Shareholders for consideration and approval of the revised Charter of the Company.

Details of the draft Charter are attached herewith.

Respectfully submit./.**ON BEHALF OF THE BOARD OF DIRECTORS
CHAIRMAN OF THE BOARD OF DIRECTORS****Nguyen Bich Lan**

Ho Chi Minh City, April 17th, 2026

PROPOSAL TO THE GENERAL MEETING OF SHAREHOLDERS

Regarding approval of the amendment and supplementation of the Regulations on the operation of the Board of Directors of Vinafreight Joint Stock Company

Respectfully to: General Meeting of Shareholders of Vinafreight Joint Stock Company

- *Pursuant to the Law on Enterprises 2020 dated June 17th, 2020;*
- *Pursuant to the Charter of Vinafreight Joint Stock Company;*
- *Pursuant to the Regulations on the operation of the Board of Directors of Vinafreight Joint Stock Company ("Company"),*

The Board of Directors respectfully submits to the 2026 Annual General Meeting of Shareholders of the Company for approval of the amendment and supplementation of the Regulations on the operation of the Board of Directors of the Company, with details as follows:

The Regulations on the operation of the Board of Directors were initially developed and issued in 2021. Since then, the Law on Enterprises 2020 and the Law on Securities 2019 have undergone significant amendments and developments. Accordingly, a number of provisions in the current Regulations on the operation of the Board of Directors are no longer consistent with the applicable legal framework.

Therefore, the Board of Directors respectfully submits to the General Meeting of Shareholders for consideration and approval of the revised Regulations on the operation of the Board of Directors of the Company.

Details of the draft Regulations on the operation of the Board of Directors are attached herewith.

Respectfully submit./.

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



Nguyen Bich Lan

Ho Chi Minh City, April 17th, 2026

PROPOSAL TO THE GENERAL MEETING OF SHAREHOLDERS

Regarding approval of the amendment and supplementation of the Internal Corporate Governance Regulations of Vinafreight Joint Stock Company

Respectfully to: General Meeting of Shareholders of Vinafreight Joint Stock Company

- *Pursuant to the Law on Enterprises 2020 dated June 17th, 2020;*
- *Pursuant to the Charter of Vinafreight Joint Stock Company;*
- *Pursuant to the Internal Governance Regulations of Vinafreight Joint Stock Company (“Company”),*

The Board of Directors respectfully submits to the 2026 Annual General Meeting of Shareholders of the Company for approval of the amendment and supplementation of the Internal Corporate Governance Regulations of the Company, with details as follows:

The Internal Corporate Governance Regulations were initially developed and issued in 2021. Since then, the Law on Enterprises 2020 and the Law on Securities 2019 have undergone significant amendments and developments. Accordingly, a number of provisions in the current Internal Corporate Governance Regulations are no longer consistent with the applicable legal framework.

Therefore, the Board of Directors respectfully submits to the General Meeting of Shareholders for consideration and approval of the revised Internal Corporate Governance Regulations of the Company.

Details of the draft Internal Corporate Governance Regulations are attached herewith.

Respectfully submit./.

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



Nguyen Bich Lan

Shareholder Code



001

**2026 ANNUAL GENERAL MEETING OF SHAREHOLDERS
VINAFREIGHT JOINT STOCK COMPANY**

17 April 2026

VOTING CARD

Shareholder Full name

Nguyen Van A

NUMBER OF VOTING SHARES

(including owned shares and authorized shares, if any)

1.000

Identification/Citizen Identification
Card/Passport/ERC

.....



VOTING BALLOT

Code

Shareholder's Name:
Number of Shares Owned and/or Authorized (if any):

After reviewing the Reports and Proposals presented at the 2026 Annual General Meeting of Shareholders of Vinafreight Joint Stock Company, I hereby cast my votes as follows:

No.	Agenda Items	Approve	Disapprove	No Opinion
1.	Approval of the Report on the activities for 2025 and the operational plan for 2026 of the Board of Directors of Vinafreight Joint Stock Company.			
2.	Approval of the 2025 Report on the activities for 2025 and the operational plan for 2026 of Mr. Vu Chinh, Independent Member of the Board of Directors of Vinafreight Joint Stock Company.			
3.	Approval of the Report on the activities for 2025 and the operational plan for 2026 of the Board of Supervisors of Vinafreight Joint Stock Company.			
4.	Approval of the Separate Financial Statements and Consolidated Financial Statements for 2025 of Vinafreight Joint Stock Company.			
5.	Approval of the Proposal to the General Meeting of Shareholders on the consolidated business plan for 2026 of Vinafreight Joint Stock Company.			
6.	Approval of the Proposal to authorize the Board of Directors to evaluate and select the auditing firm for the 2026 financial statements of Vinafreight Joint Stock Company.			
7.	Approval of the Proposal on the profit distribution for 2025 and the profit distribution plan for 2026 of Vinafreight Joint Stock Company.			
8.	Approval of the Proposal on the plan for allocating funds for the activities of the Board of Directors, the Board of Supervisors, and the Secretary of the Board of Directors for 2026 of Vinafreight Joint Stock Company.			

Please refer to the reverse side

No.	Agenda Items	Approve	Disapprove	No Opinion
9.	Approval of the Proposal on approving the acquisition of shares of Vinafreight Joint Stock Company without conducting a public tender offer.			
10.	Approval of the Proposal on the amendment and supplementation of the Charter of Vinafreight Joint Stock Company.			
11.	Approval of the Proposal on the amendment and supplementation of the Regulations on the operation of the Board of Directors of Vinafreight Joint Stock Company.			
12.	Approval of the Proposal on the amendment and supplementation of the Internal Corporate Governance Regulations of Vinafreight Joint Stock Company.			

Shareholder / Authorized Representative

(Sign and full name)

Signature:

Full name:

Notes:

- Shareholders shall cast their vote by marking “✕” or “✓” in one of the three boxes: “Approve”, “Disapprove”, “No opinion”.
- Any item for which no mark “✕” or “✓” is made shall be deemed as the Shareholder voting “No Opinion” for such item.



**VINAFREIGHT
JOINT STOCK COMPANY**

SOCIALIST REPUBLIC OF VIETNAM
Independence – Freedom – Happiness

No. **ĐHĐCĐ-VNF** /2026/NQ.ĐHĐCĐ-VNF

Ho Chi Minh City, April 17, 2026

DRAFT

RESOLUTION

**OF THE 2026 ANNUAL GENERAL MEETING OF SHAREHOLDERS
VINAFREIGHT JOINT STOCK COMPANY**

- Pursuant to the Law on Enterprises No. 59/2020/QH14 dated June 17, 2020;
- Pursuant to the Charter of Vinafreight Joint Stock Company;
- Pursuant to the Minutes of the 2026 Annual General Meeting of Shareholders No. .../2026/BB.ĐHĐCĐ-VNF dated April 17, 2026 of Vinafreight Joint Stock Company (the "Company"),

RESOLVED:

Article 1. Approval of the Report on the activities in 2025 and the operational plan for 2026 of the Board of Directors of Vinafreight Joint Stock Company.

A detailed report is attached.

Article 2. Approval of the Report on the activities in 2025 and the operational plan for 2026 of Mr. Vu Chinh, Independent Member of the Board of Directors of Vinafreight Joint Stock Company.

A detailed report is attached.

Article 3. Approval of the Report on the activities in 2025 and the operational plan for 2026 of the Board of Supervisors of Vinafreight Joint Stock Company.

A detailed report is attached.

Article 4. Approval of the Separate Financial Statements and Consolidated Financial Statements for 2025 of Vinafreight Joint Stock Company.

1. Approval of the Separate Financial Statements and Consolidated Financial Statements audited by PwC (Vietnam) Company Limited.
2. The 2025 separate financial statements and consolidated financial statements of the Company have been audited by PwC (Vietnam) Limited and have been publicly disclosed by the Company, as well as uploaded on the Company's website at: <https://www.vinafreight.com/thong-tin-dau-tu/bao-cai-tai-chinh.html>.

Article 5. Approval of the consolidated business plan for 2026 of Vinafreight Joint Stock Company.

(Unit: VND million)

No.	Item	2025 Plan	Actual 2025	2026 Plan	% of 2026 performance compared to	
					2025 Plan	Actual 2025
1	Charter Capital	317,159	317,159	317,159	100%	100%
2	Total Net Revenue	1,553,052	1,675,156	1,010,932	65%	60%
2.1	Service Revenue	1,545,291	1,656,933	993,855	64%	60%
2.2	Financial Income	7,761	14,531	17,077	220%	118%
2.3	Other Income		3,692			

No.	Item	2025 Plan	Actual 2025	2026 Plan	% of 2026 performance compared to	
					2025 Plan	Actual 2025
3	Profit Before Tax (PBT)	54,171	85,784	69,729	129%	81%
4	PBT / Total Revenue Ratio	3.5%	5.1%	6.9%	198%	135%
5	Profit After Tax (PAT)	43,337	68,311	53,509	123%	78%
6	Accumulated Retained Earnings	226,617	251,592	252,211	111%	100%
7	Total Number of Employees (headcount)	189	177	162	86%	92%
8	Total Payroll Expenses	33,658	33,452	32,120	95%	96%
9	Total Bonus and Welfare Expenses	7,885	7,284	7,002	89%	96%
10	Profit Distribution:					
10.1	<i>Dividend (expected at 15%)</i>	-	-	-	-	-
10.2	<i>Incentive for the Board of Directors, Board of Supervisors, Board of Management, and key management personnel (5% of the excess profit over the 2026 business plan, if achieved).</i>	-	-	-	-	-

Article 6. Approval of the authorization for the Board of Directors to evaluate and select the auditing firm for the 2026 financial statements of Vinafreight Joint Stock Company.

The Annual General Meeting of Shareholders authorizes the Board of Directors to select one of the auditing firms approved by the State Securities Commission of Vietnam based on the following criteria:

1. Criteria for the selection of the independent auditing firm:

- Legally operating in Vietnam.
- Included in the list approved by the SSC.
- Experience in auditing public companies.
- Strong audit reputation.
- Qualified and experienced audit team.
- Ability to meet scope and timeline requirements.
- Reasonable audit fees.

2. Proposed auditing firms:

- PwC (Vietnam) Company Limited.
- Ernst & Young Vietnam Company Limited.
- Deloitte Vietnam Company Limited.
- KPMG Vietnam Company Limited.

Article 7. Approval of the profit distribution for 2025 and the profit distribution plan for 2026 of Vinafreight Joint Stock Company.

1. Profit distribution plan for 2025:

No.	Items	Amount (VND)
1	Profit for 2025	
1.1	Profit before tax	85.784.395.128
1.2	Corporate income tax	(17.473.212.455)
1.3	Profit after tax	68.311.182.673
1.4	Accumulated undistributed profit after tax as at 01 January 2025	190.066.775.128
1.5	Accumulated undistributed profit after tax as at 31 December 2025	251.591.750.592
2	Profit distribution	
2.1	Cash dividend payment (ratio 15%)	47.573.820.000
3	Estimated remaining undistributed profit after tax	204.017.930.592

2. Profit distribution plan for 2026:

No.	Items	Amount (VND)
1	Expected Profit for 2026	
1.1	Profit before tax	69.729.252.305
1.2	Corporate income tax	(16.220.018.155)
1.3	Profit after tax	53.509.234.150
1.4	Accumulated undistributed profit after tax as at 01 January 2026	204.017.930.592
1.5	Accumulated undistributed profit after tax as at 31 December 2026	252.211.420.873
2	Profit distribution expected plan	
2.1	Dividends (ratio 15%)	-
2.2	Incentive for the Board of Directors, Board of Supervisors, Board of Management, and key management personnel (5% of the excess profit over the 2026 business plan, if achieved).	-

3. The Annual General Meeting of Shareholders in 2026 authorizes the Board of Directors of the Company to implement in detail and decide on all matters related to the execution of the above profit distribution plan for 2025 after it has been approved by the Annual General Meeting of Shareholders in 2026 and in accordance with applicable laws.

Article 8. Approval of the operating fund for the activities of the Board of Directors, Board of Supervisors, and the Secretary of the Board of Directors in 2026 of Vinafreight Joint Stock Company.

Approval of the total operating fund for the Board of Directors, Supervisory Board, and Secretary of the Board of Directors for 2026 is **1.300.000.000 VND**.

Article 9. Approval of the acquisition of shares of Vinafreight Joint Stock Company without conducting a public tender offer.

1. Recipient of transfer: Transimex Corporation.
2. Transferor:
 - Mr. Bùi Tuấn Ngọc.
 - Vina Investment Joint Stock Company.
 - Vietnam Cultural Services Joint Stock Company.

3. Method of transfer: Transaction via matching orders and/or agreement in accordance with legal regulations.
4. Implementation time: After approval by the 2026 Annual General Meeting of Shareholders of Vinafreight Joint Stock Company.
5. Upon the approval of the recipient of the transfer and the related parties of the recipient as stipulated in points a, b, c, d, e, and g of Clause 46 of Article 4 of the Securities Law 2019, regarding the intention to purchase shares of Vinafreight Joint Stock Company leading to direct or indirect ownership reaching or exceeding 25%, or reaching or exceeding 35%, 45%, 55%, 65%, 75% of the voting shares of Vinafreight Joint Stock Company, the recipient of the transfer and related parties are not required to carry out public tender procedures as prescribed by law.
6. The General Meeting of Shareholders authorises the Board of Directors of Vinafreight Joint Stock Company to decide on matters related to the above transfer transaction to ensure the proper implementation of the following contents after approval by the 2026 Annual General Meeting of Shareholders.

Article 10. Approval of the amendment and supplementation of the Charter of Vinafreight Joint Stock Company.

The new Charter of Vinafreight Joint Stock Company is attached to this Resolution and takes effect from 17/04/2026.

Article 11. Approval of amendments and supplements to the Regulations on the operation of the Board of Directors of Vinafreight Joint Stock Company.

The new Regulations on the operation of the Board of Directors of Vinafreight Joint Stock Company are attached to this Resolution and come into effect from 17/04/2026.

Article 12. Approval of amendments and supplements to the Internal Corporate Governance Regulations of Vinafreight Joint Stock Company.

The new Internal Corporate Governance Regulations of Vinafreight Joint Stock Company are attached to this Resolution and take effect from 17/04/2026.

Article 13. Implementation provisions.

1. The Resolution of the 2026 Annual General Meeting of Shareholders of Vinafreight Joint Stock Company has been approved by the 2026 Annual General Meeting of Shareholders and takes effect from the date of signing.
2. The Board of Directors and Executive Board of Vinafreight Joint Stock Company are responsible for implementing this Resolution.

Recipients:

- As per Article 13;
- SSC;
- HNX;
- Archive: Document for AGM.

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

CHAIRMAN OF THE MEETING

Nguyen Bich Lan

Chairman of the Board of Directors