

No.: 99/BC-VIN

Ho Chi Minh City, March 03, 2025

**REPORT OF THE BOARD OF DIRECTORS**  
**Regarding the performance results of the 2020-2025 term and the strategic**  
**direction for the 2025-2030 term.**

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

In accordance with the functions and duties of the Board of Directors (BOD) as outlined in the Charter of Organization and Operation, the Operating Regulations of the BOD, the Internal Regulations on Corporate Governance of Vinatrans (the Company), and relevant legal provisions, the BOD respectfully reports to the 2025 Annual General Meeting of Shareholders on the results of its activities for the 2020-2025 term and the strategic direction for the 2025-2030 term as follows:

**PART I**

**RESULTS OF THE BOARD OF DIRECTORS' ACTIVITIES FOR THE 2020-2025 TERM**

**I. ORGANIZATIONAL STRUCTURE AND ACTIVITIES OF THE BOARD OF DIRECTORS (BOD) FOR THE 2020-2025 TERM**

**1. Organizational structure of the Board of Directors for the 2020-2025 term**

Number of members of the BOD: consists of 05 members.

No.	Member of the Board of Directors	Position	Start Date/End Date as BOD Member	
			Start date	End date
1	Mr. Pham Khieu Thanh	Chairman of the BOD	27/06/2020	31/3/2021
2	Mr. Hoang Trong	Chairman of the BOD	31/3/2021	10/3/2023
3	Mr. Nguyen Minh Huy	Chairman of the BOD	10/3/2023	
4	Mr. Truong Minh Long	Member of the BOD	27/06/2020	01/01/2021
5	Ms. Le Hoang Nhu Uyen	Member of the BOD	31/3/2021	31/7/2024
6	Mr. Nguyen Thanh Tong	Member of the BOD	27/6/2020	
7	Ms. Le Thi Thu Hien	Member of the BOD	27/6/2020	15/4/2024
8	Mr. Pham Thanh Do	Member of the BOD	27/6/2020	
9	Mr. Ha Minh Huan	Member of the BOD	15/4/2024	
10	Mr. Do Bao Trong	Member of the BOD	31/7/2024	

## **2. Activities of the Board of Directors (BOD) for the 2020-2025 Term**

- During the 2020-2025 term, the BOD fully performed its functions and duties as prescribed in the Company's Charter.

- Board of Directors meetings: The BOD held total of 19 meetings and collected opinions 164 times via email. All BOD members attended all meetings and cast their votes on resolutions with the participation of the BOD, the Board of Supervisors, the Board of Management, and relevant departments. The process of obtaining written opinions from BOD members was conducted in a timely manner to address issues within the BOD's authority, in accordance with the prescribed timeline.

- In addition to regular meetings, the BOD members frequently communicated with the Board of Supervisors and the Board of Management, monitoring the operational activities and ensuring the implementation of resolutions of the General Meeting of Shareholders. Practical solutions were also provided to support the the Board of Management in fulfilling its tasks.

- Resolutions and Decisions of the BOD: A total of 216 resolutions and decisions were issued..

- Activities of Independent Member of the BOD: *As detailed in the attached report.*

## **II. BUSINESS RESULTS AND IMPLEMENTATION OF THE GENERAL MEETING OF SHAREHOLDERS' RESOLUTIONS**

During the 2020-2025 period, the world faced numerous difficulties and challenges, including the Covid-19 pandemic, geopolitical tensions, the Russia-Ukraine conflict, fighting in the Middle East, as well as natural disasters, droughts, storms, floods, and climate change. Many major economies maintained tight monetary policies and high interest rates. Global trade, consumption, and investment declined, while protectionist barriers and trade defense measures increased, all of which affected global import and export activities and altered consumer behavior.

In addition to the overall challenging market conditions, Vinatrans has been significantly impacted by a decline in revenue due to several major customers reducing or halting production, a decrease in goods output, and some warehouse spaces returned by customers that have not been leased to new tenants. The ownership of land and warehouse properties is tied up in legal procedures, and the lease contracts have not been renewed, preventing the company from proceeding with investments in construction, the development of smart warehouse systems, and the establishment of a modern goods distribution system.

Based on the Resolution of the General Meeting of Shareholders, the operational plan, and the market situation, the Board of Directors has issued directive solutions. With the coordination of the Board of Management and the collective efforts of the entire staff, the Company has successfully carried out its tasks and achieved the following results:

### **1. Business performance for the 2020-2025 term**

*Unit: Million VND*

Criteria	Net revenue			Profit before tax		
Year	Plan	Actual	% of Actual/Plan	Plan	Actual	% of Actual/Plan
2020	154,000	182,864	118.7%	29,750	30,030	100.9%
2021	165,000	209,340	126.9%	31,500	34,894	110.8%
2022	175,000	197,393	112.8%	20,585	51,755	251.4%
2023	205,000	132,261	64.5%	38,000	20,063	52.8%
2024	130,600	158,025	121.0%	16,500	18,248	110.6%
<b>Total</b>	<b>829,600</b>	<b>879,884</b>	<b>106.1%</b>	<b>136,335</b>	<b>154,990</b>	<b>113.7%</b>

Net revenue and pre-tax profit for 2020, 2021, 2022, and 2024 all exceeded the planned targets, with pre-tax profit in 2022 reaching 251.4% of the assigned target.

In 2023, however, net revenue and pre-tax profit decreased sharply, failing to meet the plan. This was mainly due to the adjustment of increased/additional land rental fees for properties at 406 Nguyen Tat Thanh Office, 161 Nguyen Van Quy Warehouse - District 7, 102C Nguyen Van Cu - District 1, and 1531 Pham The Hien - District 8. Furthermore, the 2023 plan anticipated revenue from divestments of VND 9.1 billion, but the Company was unable to carry out divestments at two companies—Vinatrans Da Nang and VNT Logistics—resulting in no revenue, while divestment expenses were incurred.

## 2. Financial operations for the 2020-2025 term

*Unit: Million VND*

Indicator	2020	2021	2022	2023	2024	CAGR
Owner's Equity	286,093	293,731	308,933	274,658	273,949	-1.1%
Charter capital	255,000	255,000	255,000	255,000	255,000	0%
Total assets	340,206	339,924	359,763	309,393	302,365	3.0%
Revenue	182,865	209,340	197,393	132,262	158,025	3.7%
Profit before tax	30,030	34,894	51,755	20,063	18,248	13.3%
Profit after tax	26,500	33,238	51,278	19,118	17,949	10.2%
Tax contribution	3,530	1,656	477	944	298	
Dividend (%)	8%	12%	19%	7%	5%	
ROA	7.79%	9.78%	14.25%	6.18%	5.94%	
ROE	9.26%	11.32%	16.60%	6.96%	6.55%	

The Board of Directors has directed the Board of Management to fully implement the state's policies, regulations, and financial management practices, effectively manage revenue and expenditure sources. It has ensured that capital is adequately balanced to meet production, business, and investment requirements, complied with accounting and financial reporting regulations, paid taxes fully and on time, and supervised the collection of overdue debts from customers with high outstanding balances; dividends have been paid in full and promptly in accordance with legal regulations.

## 3. Investment activities for the 2020-2025 term

The Board of Directors has approved a total of 04 investment projects with a total investment of VND 13,050 million. As of December 31, 2024, the total disbursed amount is 2,944 million VND. Among the approved projects, 02 projects have been completed and put into use, 01 project is currently being implemented, 01 project has been suspended. None of the projects have not been implemented.

<b>. Project</b>	<b>Year</b>	<b>Approved investment (VND million)</b>	<b>Disbursed amount (VND million)</b>	<b>Notes</b>
Invest in buying a 5-seater car	2021	1,550	1,399	Completed in 2021
Invest in purchasing business management software	2022 – 2024	1,750	1,545	Completed in 2024
Renovation and refurbishment of the A8 Truong Son office building to become Vinatrans' headquarters	2023	5,750	0	Request to halt implementation
Fire protection system of warehouse area 161 Nguyen Van Quy, District 7	2023 – 2025	4,000	0	Request to carry forward to 2024-2025
<b>Total</b>		<b>13,050</b>	<b>2,944</b>	

## 2.3 Capital management in the 2020-2025 term

### 2.3.1 Results of capital investment in enterprises:

As of December 31, 2024, Vinatrans' capital investment situation in various enterprises is as follows:

<b>No.</b>	<b>Company Name</b>	<b>01/01/2020</b>		<b>31/12/2024</b>	
		<b>Capital contribution</b>	<b>Equity Percentage</b>	<b>Capital contribution</b>	<b>Equity Percentage</b>
1	Vina Vinatrans Trucking Company Limited (V Truck)	17,947,700,000	92.51%	17,947,700,000	92.51%
2	Konoike Vinatrans Logistics Company Limited (Viet-Nhat)	10,855,588,193	21.70%	10,855,588,193	21.70%
3	Nissin Logistics (VN) Company Limited	2,534,634,800	29.00%	2,534,634,800	29.00%
4	Agility Limited	8,352,000,000	29.00%	8,352,000,000	29.00%
5	Lotte Vinatrans Global Logistics (Vietnam) Company Limited	4,041,765,000	49.00%	4,041,765,000	49.00%
6	VNT Logistics Joint Stock Company	9,000,000,000	7.53%	12,623,100,000	7.56%
7	Vinatrans Danang Joint Stock Company	1,524,000,000	9.68%	3,048,000,000	9.68%
8	Vinafreight Joint Stock Company	9,120,000,000	10.87%	34,473,600,000	10.87%

9	Vector International Aviation Services Company Limited	4,500,000,000	10.00%	4,500,000,000	10.00%
10	Viet Way Investment Development Trading Company Limited	624,489,800	5.10%	102,000,000	5.10%
11	Fujiwara Vietnam Global Logistics Center Company Limited	100,000,000	1.00%	0	0%

During the 2020-2025 term, there have been changes in capital contributions for several companies as follows:

**(1) VNT Logistics Company:**

○ In 2023, the company converted bonds into shares according to Resolution No. 02/2023/NQ-HĐQT dated January 4, 2023, of the Board of Directors of VNT Logistics. Vinatrans owned 45,192 bonds, which converted to 362,310 shares (conversion ratio 8.01714). This raised Vinatrans' total shares in VNT Logistics from 900,000 to 1,262,310 shares, maintaining an ownership percentage of 7.56%.

**(2) Vinatrans Danang Joint Stock Company:**

○ In 2021, Vinatrans purchased 152,400 shares of Vinatrans Danang as per Resolution No. NQ 136/NQ-VIN dated August 11, 2021, with a par value of VND 10,000 per share. The total investment was VND 1,524,000,000, increasing Vinatrans' shares from 152,400 to 304,800 shares, maintaining an ownership ratio of 9.68%.

**(3) Vinafreight Joint Stock Company:**

○ In 2021, Vinatrans purchased 1,960,800 shares of Vinafreight, increasing its total shares to 2,872,800 shares with an unchanged ownership ratio of 10.87%.

○ In 2022, Vinafreight issued stock dividends at a rate of 5:1, and Vinatrans received an additional 574,560 shares, bringing its total shares to 3,447,360, while maintaining an ownership percentage of 10.87%.

**(4) Vietway Company:**

○ In 2023, Vietway reduced its charter capital as per Decision No. QD 03/QD dated November 6, 2023 of the Members' Council.

**(5) Fujiwara Vietnam Company:**

○ In 2022, Vinatrans transferred its capital contribution in Fujiwara Vietnam to Viet Chan Company Limited as per Contract No. 001/22-KTĐT/HĐCNV dated December 20, 2022, for VND 125,000,000.

**- Dividends/Profits received from the enterprises from 2020 to 2024 are as follows:**

Year	2020	2021	2022	2023	2024	Total
Dividend/Profit ( <i>Million VND</i> )	12,527	30,550	55,469	21,380	20,916	140,841

### 2.3.2. Results of implementing the capital restructuring project:

No.	Company Name	Restructuring Plan	Implementation results
1	Fujiwara Vietnam Global Logistics Center Company Limited	Phase 2022-2023	Divested in December 2022
2	VNT Logistics Joint Stock Company		Not yet divested
3	Vinatrans Danang Joint Stock Company		Not yet divested
4	Vietway Investment and Trade Development Co., Ltd. (Vietway)		Vietway is undergoing liquidation as per Decision No. 01/QĐ on 15/06/2023.
5	Agility Limited	Phase 2024-2025	Not yet divested
6	Vinafreight Joint Stock Company		Not yet divested
7	Vector International Aviation Services Company Limited		Not yet divested

The General Director has submitted a report evaluating the capital transfer implementation of Vinatrans in various enterprises. The Board of Directors will present a proposal for the implementation of the capital investment restructuring project at the 2025 Annual General Meeting of Shareholders (AGM), with specific details as follows:

- For VNT Logistics: Temporarily suspend divestment until the conditions for divestment are met according to regulations.
- For Vinatrans Da Nang: Expected start date for divestment: Quarter 2, 2025 (after having the audited financial statements for 2024).
- For Agility Vietnam: Expected start date for divestment: Quarter 2, 2025 (after having the audited financial statements for 2024).
- For Vinafreight: Expected start date for divestment: Quarter 3, 2025 (after having the audited financial statements for the first half of 2025).
- For Vector International Aviation Service: Proposal to temporarily suspend divestment.

### 2.4 Land management work for the 2020-2025 term

The Company has conducted measurements of the current status of buildings and structures on land according to the VN 2000 coordinate system at 06 real estate facilities. Reports No. 333/VIN-KTĐT dated July 3, 2024, and 478/VIN-KTĐT dated September 19, 2024, were submitted to the Corporation regarding the completion of records and documentation for houses and land facilities that must be arranged in accordance with the provisions of Decree No.167 and Decree No.67.

(1) Address at 161 Nguyen Van Quy, Phu Thuan Ward, District 7, Ho Chi Minh City:

- On December 25, 2024, the Department of Natural Resources and Environment submitted Document No. 13983/TTr-STNMT-QLD to the People's Committee of Ho Chi Minh City on the extension of land use for Vinatrans for the land plot at 161 Nguyen Van

Quy Street. Vinatrans is currently working with consulting units and relevant authorities to proceed with the land use extension for this plot.

(2) Address at 1650-1652 Pham The Hien, Ward 6, District 8, Ho Chi Minh City:

- The Company has submitted an application for a land use extension for the plot at 1650-1652 Pham The Hien. On October 9, 2024, the Department of Natural Resources and Environment issued Official Letter No. 10119/STNMT-QLD, stating that the land plot at 1650-1652 Pham The Hien has not yet been approved by the competent authority for the land use plan. The department will inform the Company and implement the necessary procedures in accordance with regulations after receiving guidance from the Ministry of Natural Resources and Environment.

(3) Address at 1531 Pham The Hien, Ward 6, District 8, Ho Chi Minh City:

- A land lease contract has been signed, and the certificate of land use rights, ownership of the house, and attached assets has been granted for a 50-year term starting from March 16, 2010. The office repair work was completed in December 2024.

(4) Address at A8 Truong Son, Ward 2, Tan Binh District, Ho Chi Minh City:

- Resolution No. 50/NQ-VIN dated March 10, 2023, from the General Meeting of Shareholders approved the renovation and repair plan for the A8 Truong Son building. Resolution No. 83/NQ-VIN dated April 15, 2024, from the General Meeting of Shareholders approved the temporary suspension of the renovation and repair project for the A8 Truong Son building, pending the completion of the legal documentation required for implementation.

- The company is considering exploring the option of constructing an office building combined with leasing at the A8 Truong Son site, as the old building, which has been in operation for over 20 years, no longer aligns with current societal development trends.

(5) Address at 102C Nguyen Van Cu, Nguyen Cu Trinh ward, District 1, Ho Chi Minh City

- The Company is carrying out the process of reclaiming the property at 102C Nguyen Van Cu.

- On October 24, 2024, the Company notified the residents to temporarily collect payments related to the obligation to pay non-agricultural land use tax and land rent for 2024 at 102C Nguyen Van Cu.

- On November 20, 2024, the Company notified the residents to terminate the lease and return the premises by February 28, 2025. On January 24, 2025, the Company held a meeting with the residents, with the participation of Lawyers and Bailiffs. Currently, one household has paid the payment and returned two rooms.

(6) Address at Dong Hai ward, Hai An District, Hai Phong City

- The company has signed a land lease contract and was granted a land use rights certificate valid until March 2043.

- On April 1, 2024, the Hai Phong Branch submitted an application to the Hai Phong Department of Natural Resources and Environment to update the name on the land use rights certificate and is currently awaiting their response.

**PART II**  
**PERFORMANCE RESULTS OF THE BOARD OF DIRECTORS IN 2024**

**I. ACTIVITIES OF THE BOARD OF DIRECTORS IN 2024**

**1. The Board of Directors (BOD)**

No.	Member of the Board of Directors	Position	Start Date/End Date as BOD Member	
			Start date	End date
1	Mr. Nguyen Minh Huy	Chairman of the BOD	10/3/2023	
2	Ms. Le Hoang Nhu Uyen	Member of the BOD	31/3/2021	31/7/2024
3	Mr. Nguyen Thanh Tong	Member of the BOD	27/6/2020	
4	Ms. Le Thi Thu Hien	Member of the BOD	27/6/2020	15/4/2024
5	Mr. Pham Thanh Do	Member of the BOD	27/6/2020	
6	Mr. Ha Minh Huan	Member of the BOD	15/4/2024	
7	Mr. Do Bao Trong	Member of the BOD	31/7/2024	

**2. Remuneration of the non-full-time members of the Board of Directors**

Total remuneration for non-full-time members of the Board of Directors in 2024 is VND 74 million. Details as follows:

No.	Full name	Plan (VND million)	Actual (VND million)	Number of settlement months	Total (VND million)	Notes Time of execution
1	Ms. Le Thi Thu Hien	4	4	3.5	14	01/01/2024 - 04/15/2024
2	Mr. Pham Thanh Do	4	4	12.0	48	01/01/2024 - 31/12/2024
3	Mr. Ha Minh Huan	4	4	1.5	6	04/15/2024- 05/31/2024
4	Ms. Le Hoang Nhu Uyen	4	4	1.5	6	06/17/2024- 07/31/2024
<b>Total</b>					<b>74</b>	

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

- In 2024, the Board of Directors of the Company and its members have actively worked in the best interests of the shareholders and the Company. They have fulfilled their duties with responsibility, integrity, and caution, in compliance with the Law and the



Company's Charter, to ensure the Company operates efficiently, stably, and continues to develop.

- The Board of Directors has closely followed and implemented the tasks set forth in the Resolution of the General Meeting of Shareholders in 2024 .

- The activities of the Board of Directors are always aligned with the actual situation of the Company, supporting the operational activities of the Board of Management.

- The Board of Directors has held regular quarterly meetings in accordance with regulations and organized to collect votes from Board members by email between the two meetings. The contents of the resolutions passed are all under the authority of the Company's Board of Directors. All quarterly meetings of the Board of Directors are also attended by members of the Board of Supervisors, the Board of Management and relevant departments.

- In addition to regular meetings, members of the Board of Directors regularly discuss with the Board of Supervisors and the Board of Management, supervising the implementation of the resolutions of the General Meeting of Shareholders in 2024.

- In 2024, the Board of Directors held 05 meetings and 61 instances of consultations via email.

No.	Member of the Board of Directors	Number of meetings/ consultations attended	Attendance rate	Reason for not attending
1	Mr. Nguyen Minh Huy	66/66	100%	-
2	Ms. Le Hoang Nhu Uyen	50/66	76%	Dismissed on 31/7/2024
3	Mr. Nguyen Thanh Tong	66/66	100%	-
4	Ms. Le Thi Thu Hien	13/66	20%	Dismissed on 15/4/2024
5	Mr. Pham Thanh Do	66/66	100%	-
6	Mr. Ha Minh Huan	53/66	80%	Appointed on 15/4/2024
7	Mr. Do Bao Trong	15/66	23%	Appointed on 31/7/2024

- Resolutions and Decisions of the Board of Directors:

In 2024, the Board of Directors issued 77 Resolutions and Decisions, focusing on evaluating the implementation results and deploying the Company's quarterly and annual business plans and other tasks under the authority of the Board of Directors.

#### **4. Board of Directors' performance assessment:**

- In 2024, the Company's Board of Directors developed strategies and made timely, precise decisions and directives.

- The Board of Directors managed and performed tasks in accordance with the law, the Company's Charter, and internal regulations.

- The Board of Directors directed, monitored, and supervised the executive team to ensure full compliance with legal business regulations; ensured that information disclosure was carried out according to the law for public companies; and respected and safeguarded the rights of shareholders.

- The Board of Directors' inspections and supervision were within its authority, without hindering or overlapping the General Director's management duties.

- The Company's business operations faced many difficulties, but with a high sense of responsibility, the Board of Directors made many efforts to lead and resolutely direct the Company to carry out assigned tasks.

## **II. THE SUPERVISION OF THE BOARD OF MANAGEMENT IN 2024**

### **1. Methods of monitoring and supervision**

- In 2024, the Board of Directors supervised and directed the General Director and executive officers through resolutions of the Board of Directors.

- Through regular Board of Directors meetings and periodic financial reports, the Board of Directors held discussions to clarify the activities of the Board of Management in implementing the strategies, goals and plans approved by the General Meeting of Shareholders.

- Through detailed reports of the Board of Management on the progress of implementation as well as challenge and advantages encountered in executing the resolutions of the General Meeting of Shareholders and the Board of Directors.

- Through reports from the Board of Supervisors and close coordination with them to understand the business operations, the Board of Directors discusses and contributes ideas with the Board of Management to implement the resolutions of the General Meeting of Shareholders and the Board of Directors.

- The Board of Directors thoroughly discussed the opinions of the Board of Supervisors, who represent the investors, and carefully considered these opinions in its decisions.

- The Board of Directors directed to focus on reviewing, evaluating and promoting the completion of the plan targets assigned by the General Meeting of Shareholders and the resolutions of the Company's Board of Directors.

- The Board of Directors actively directed and closely monitored the execution of the resolutions of the General Meeting of Shareholders.

- The Board of Directors has directed the revision, supplementation, improvement, and issuance of the Debt Management Regulations, the Business Regulations, the Labor Management and Recruitment Regulations, and is currently reviewing the approval of the Salary Regulations.

- The Board of Directors monitored the Company's operations to ensure compliance with the provisions of the Enterprise Law, the Company's Charter, and current legal regulations.

In general, the Board of Directors has performed its duties resolutely, focused on strategic planning, made accurate decisions, promptly directed business activities, strengthened the supervision of the Board of Directors' activities, ensured a harmonious balance of the interests of the Company, shareholders as well as the interests of employees, contributing to the sustainable development of the Company.

## **2. Performance evaluation**

### **2.1 Situation characteristics:**

- In 2024, Vietnam's import and export activities achieved notable successes, reflecting the strong recovery of the economy after the pandemic and efforts to maintain growth amidst global economic fluctuations. The total import and export turnover of goods reached 786.29 billion USD, an increase of 15.4% compared to the previous year, with exports rising by 14.3% and imports increasing by 16.7%. The trade balance recorded a surplus of 24.77 billion USD.

- The support from the Government and improvements in the global supply chain have fueled strong growth in Vietnam's logistics industry in 2024. Trade promotion policies, international investment attraction, and the utilization of new-generation free trade agreements (FTAs) are being actively implemented.

- Vinatrans benefits from being a long-established brand in the freight forwarding industry, with a network of operations in key economic regions across the country, giving it a high reputation in the sector and the capability to meet customer requirements. However, in recent years, due to a lack of focus on development investments and infrastructure improvements for subsidiaries to enhance the parent company's transportation capacity, Vinatrans continues to rely on outsourced suppliers. The entry of large-scale international logistics companies with advanced technology has intensified competition. Meanwhile, the company faces numerous challenges in various areas: a cumbersome management model, suboptimal processes, a lack of flexibility in operations, and poor coordination between departments, resulting in low labor productivity; infrastructure investments have not been synchronized, the warehouse system does not meet standards, and transportation means fall short of meeting peak season demands; digital tools have not been fully leveraged to enhance productivity and optimize costs; core business operations have not generated sustainable profits; and investment efforts have not been clearly planned.

- By the end of 2024, the company introduced a new business line and has achieved positive initial results.

## **2.2 Results of implementing the Resolution of the 2024 General Meeting of Shareholders**

a) Business results in 2024:

- Net revenue: VND 158,025 million, equal to 121.0% of the annual plan;
- Profit before tax: VND 18,248 million, equal to 110.6% of the annual plan.
  - Profit after tax 2024: VND 17,949.84 million
  - ROA 2024: 5.94 %
  - ROE 2024: 6.55 %.

- In 2024, net revenue mainly increased due to the new steel business segment. Revenue from member companies within the Vietnam Steel Corporation - JSC system (internal group) also rose sharply compared to the previous year, reaching VND 18.8 billion (compared to VND 3.68 billion in 2023), accounting for 11.9% of the Company's total service revenue.

- Pre-tax profit in 2024 achieved 110.6% of the plan, primarily due to increased dividends/profits received from subsidiaries and associates.

b) Investment implementation results in 2024:

- Project on Investment in purchasing business management software : Completed and put into use on December 31, 2024, with disbursement fully completed (VND 1,545 million).

- Project for Fire Prevention and Fighting System at Warehouse Area 161 Nguyễn Văn Quỳ, Phú Thuận Ward, District 7: A contract has been signed with a consulting company to carry out the procedures for preparing design documents to submit to the Fire Prevention and Fighting Police of District 7 for approval. The company will present this project to the 2025 Annual General Meeting of Shareholders to request its continuation into 2025.

c) Results of the implementation of the Project on restructuring Vinatrans' investment capital at enterprises

- The Company has not divested capital from enterprises as planned in 2024. The General Director has reported on the assessment of Vinatrans' capital transfer implementation in enterprises. The Board of Directors will submit to the General Meeting of Shareholders for approval the proposal to implement the project to restructure Vinatrans' capital investment in enterprises at the 2025 Annual General Meeting of Shareholders .

d) Transactions between the Company and related companies of insiders:

In 2024, the Company had transactions with related companies of insiders approved by the 2024 Annual General Meeting of Shareholders as follows:

No.	Name of organization/individual	Related relationships with the company
1	Vina Vinatrans Trucking Company Limited (V Truck)	Subsidiary
2	Nissin Logistics (VN) Company Limited.	Affiliated
3	Konoike Vinatrans Logistics Company Limited	Affiliated
4	Branch of Konoike Vinatrans Logistics Company Limited	Affiliated
5	Vinafreight Joint Stock Company	Other investments
6	Vinatrans Danang Joint Stock Company	Other investments
7	Da Nang Branch of Vector International Aviation Services Company Limited	Other investments
8	VNT Logistics Joint Stock Company	Other investments
9	Hai Phong Branch of VNT Logistics Joint Stock Company	Other investments
10	VINGAL-VNSTEEL Industries Joint Stock Company	VNSTEEL group
11	VNSTEEL - Hochiminh City Metal Corporation	VNSTEEL group
12	VNSTEEL - VICASA Joint Stock Company	VNSTEEL group
13	VNSTEEL - Thu Duc Steel Joint Stock Company	VNSTEEL group
14	Southern Steel Sheet Co.Ltd	VNSTEEL group
15	Nippovina Co., Ltd	VNSTEEL group
16	Binh Tay Steel Wire Netting Joint Stock Company	VNSTEEL group
17	Nhon Trạch Branch of VNSTEEL-Nha Be Steel Joint Stock Company	VNSTEEL group
18	VNSTEEL - Southern Steel Company Limited	VNSTEEL group
19	Danang Steel Joint Stock Company	VNSTEEL group
20	Mechanical Engineering & Metallurgy Joint-Stock Company	VNSTEEL group
21	VNSTEEL - Phu My Flat Steel Company Limited	VNSTEEL group
22	Thong Nhat Flat Steel Joint Stock Company	VNSTEEL group
23	VNSTEEL Thang Long Coated Sheets Joint Stock Company	VNSTEEL group

### **3. Board of Directors' supervision of the General Director:**

The Board of Directors supervises and directs the General Director in the Company's activities through resolutions and decisions of the Board of Directors and Company meetings.

The resolutions and decisions of the Board of Directors are consistent with the powers and duties of the Board of Directors as stipulated in the Charter and internal governance regulations of the Company, and comply with the law.

## **PART III**

### **DIRECTIONS OF ACTIVITIES FOR THE 2025-2030 TERM**

#### **1. Development directions for the 2025-2030 Term**

Maximize corporate value and increase benefits for stakeholders, specifically as follows:

- Achieve an average net revenue growth of at least 5%/year
- Achieve an average pre-tax profit growth of at least 5%/year

- Ensure an average annual dividend rate is at least 5%/year.
- Improve service quality and customer satisfaction
- Improve human resource quality and corporate culture
- Increase investment in development, infrastructure investment, improve competitiveness
- Strengthen digital transformation and technology application.

## **2. Action plan for the 2025-2030 term**

### **2.1. Business operations**

Maintain existing customers, develop new business areas, promote market development, find new customers, and expand service scope.

Optimize existing services towards improving service quality, building new service packages suitable for each customer group ; optimize revenue and profit from warehouse exploitation activities and existing real estate facilities .

Achieve the targets set by the Annual General Meeting of Shareholders, gradually reduce losses, and work towards profitability in traditional logistics operations.

### **2.2. Financial operations**

- Ensure the Company's financial situation is safe and effective.
- Maximize financial revenue sources and develop financial strategies aligned with business operations.
- Complete the capital plan for upcoming development investments, ensuring the availability of funds for projects once approved.
- Arrange financial resources to support business operations.

### **2.3. Investment and repair operations**

- Continue implementing ongoing projects and develop investment projects to enhance infrastructure, thereby increasing competitiveness and laying the foundation for sustainable development.

- Research investment options once the legal procedures for land areas are completed. In the short term, study the project of rebuilding the Building at A8 Truong Son to increase its value, because the building was built more than 20 years ago and is no longer suitable for the development trend of society.

### **2.4. Internal management operations**

- Strengthen decentralization and delegation of authority, and the management system to ensure consistency, synchronization, and feasibility.
- Continue to improve, standardize, and apply standard operating procedures (SOPs) in management, operations, and business activities.
- Reassess the current operational model, and explore restructuring options to align with the company's goals and development plans.
- Continue to improve labor productivity and the efficiency of business operations.

### **2.5. Labor and salary operations**

- Focus on developing a high-quality human resources, enhance training activities, and maintain and promote the internal training and coaching culture.

- Review and implement a salary policy that aligns with the company's operations, while continuing to maintain competitive salary levels and policies, along with good welfare benefits for employees.

## **2.6. Information technology operations**

- Continue to accelerate digital transformation, digitization, and the strong application of information technology in management, operations, and business activities.

## **PART IV**

### **DIRECTION OF THE BOARD OF DIRECTORS' ACTIVITIES FOR 2025**

#### **I. Directions for the activities of the Board of Directors in 2025**

The United Nations report on the World Economic Situation and Prospects for 2025, published on January 9, 2025, states that, despite falling inflation, improving labor market conditions, and general monetary easing, growth is expected to remain lower than pre-pandemic levels. Global economic growth is forecast to remain at 2.8% in 2025, unchanged from 2024.

The global economy in 2025 remains uncertain, with commodity prices potentially experiencing significant fluctuations. Competition between major powers will intensify, and the 4.0 industrial revolution and digital transformation will continue to develop strongly. Vietnam's economy is facing important opportunities as well as a number of challenges and issues.

In line with the general situation, Vinatrans is also encountering challenges, such as internal industry competition. Large-scale domestic and international logistics companies are exerting competitive pressure on pricing and service quality. Additionally, changes in state management policies, fluctuations in fuel prices, and input costs due to new government regulations are impacting operating costs and profit margins.

The Company forecasts an opportunity to increase service revenue in 2025 through the expansion of international and domestic logistics services, as well as steel trading within the Vietnam Steel Corporation ecosystem. However, seizing this opportunity will require the Company to undergo significant reforms in its business strategy, organizational structure, governance, technology, and finance.

In this context, the Board of Directors has determined the operational direction for 2025 and has instructed the Board of Management to implement it, as follows:

1. Perform the Company's operational management functions within the scope, authority and duties of the Board of Directors, avoiding any overlap with the functions and duties of the Board of Management.

2. Closely monitor domestic and international market developments, proactively forecast market risk fluctuations; strengthen strategic planning, make close directive decisions, supervise and support the Board of Management to effectively implement the resolutions of the General Meeting of Shareholders and the Board of Directors to best achieve business goals.

3. Comply with relevant legal regulations, continue to develop and amend regulations, rules and procedures to perfect the Company's management system, and carry out corporate information disclosure in accordance with current regulations.

4. Evaluate the performance of the new business block model since the restructuring of departments (from 2022 to the present) and propose solutions for improvement, including adjustments to the organizational model, operational mechanisms, management methods, and business strategies.

5. Implement the plan to restructure Vinatrans' investment capital at enterprises after approval by the General Meeting of Shareholders.

6. Continue to implement the Fire Protection System Project for the warehouse area at 161 Nguyen Van Quy, District 7. Research and develop investment plans such as the vehicle investment project to increase transportation capacity, the modern warehouse system investment project at 161 Nguyen Van Quy, the project to build a modern office building at A8 Truong Son, the project to repair 102C Nguyen Van Cu after recovering land and houses from households.

7. Speed up the process of renewing land lease contracts for properties at 161 Nguyễn Văn Quy, District 7, 1650-1652 Phạm Thế Hiển, District 8, and the process of reclaiming the property at 102C Nguyễn Văn Cừ.

8. Collaborate with and leverage resources from partners—companies in which Vinatrans has invested—to develop customers, create new revenue streams, and especially utilize the resources of member units within the Vietnam Steel Corporation-JSC system.

9. Effectively manage receivables and optimize costs. Relocate the Company's office to a new location to reduce management expenses.

10. Effectively utilize business management software in operational and management tasks. Consider researching customer care management systems.

This report provides a summary of the Board of Directors' activities during the 2020-2025 term, the performance results for 2024, as well as the strategic direction for the 2025-2030 term and the operational plan for 2025.

Respectfully submit to the 2025 Annual General Meeting of Shareholders for consideration and approval.

Best regards./.

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

***Recipients:***

- As above;
- BOS;
- BOM;
- Archived: Admin, BOD.

*(Signed and stamped)*

**Nguyen Minh Huy**

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*Note: The translation is for information purpose only and does not substitute the official Vietnamese contents. In case of any discrepancy between the Vietnamese and English versions, the Vietnamese version shall prevail.*



**VINATRAN S  
JOINT STOCK COMPANY**

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

No.: 97/BC-VIN

*Ho Chi Minh City, March 03, 2025*

**REPORT OF THE INDEPENDENT MEMBER  
OF THE BOARD OF DIRECTORS  
Regarding the performance results of the 2020-2025 term**

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

The independent member of the Board of Directors of VINATRANS would like to report on the evaluation of the activities of the Independent member of the Board of Directors and the Board of Directors for the 2020-2025 term as follows:

**1. Activities of the Independent member of the Board of Directors**

During the 2020-2025 term, the Independent member of the Board of Directors attended meetings and participated in activities in accordance with his responsibilities and duties.

The remuneration of the Independent member of the Board of Directors during the 2020-2025 term was 4,000,000 VND/month and no other operational costs were incurred for the Independent Board Member during this term.

Activities of the Independent member of the Board of Directors during the year included:

- Monitoring the implementation of the management and operational duties of the Board of Directors and the Board of Management.
- Checking the reasonableness of the management and operation of business activities and accounting tasks.

**2. On the organization of the Board of Directors meetings**

During the 2020-2025 term, the Board of Directors held 19 meetings and 164 instances of collecting opinions via email. These meetings were conducted according to a specific schedule, with well-prepared materials, in compliance with the principles and regulations of the law and the Company's Charter.

Strategic issues such as business plans, financial matters, corporate culture, and management system development were all discussed between the Board of Directors and the Board of Management.

**3. On the Supervision of the General Director and the Board of Management's Activities**

During the 2020-2025 term, the Board of Directors conducted supervision and directed the General Director and the executive officers through the resolutions of the Board of Directors. The coordination between the Board of Directors and the Board of Management

was smooth and effective. The supervision work was maintained regularly and strictly, ensuring that the Company's operations adhered to the resolutions of the General Meeting of Shareholders and the Board of Directors.

The members of the Board of Directors and the Board of Management have governed the company according to professional standards and ethics, ensuring the interests of the Company's shareholders.

#### **4. Transactions between the Company and insiders, and their related parties**

The company has complied with relevant regulations regarding the approval authority, monitoring, and disclosure of transactions between the Company and its insiders, as well as the related parties of the insiders.

#### **5. General evaluation of the Board of Directors' activities**

During the 2020-2025 term, the global situation, as well as Vietnam's, experienced significant disruptions due to the COVID-19 pandemic, wars, natural disasters, and more. The members of the Board of Directors, in coordination with the Board of Management and all employees, made significant efforts to overcome challenges and complete the assigned plans.

The Board of Directors issued 216 Resolutions and Decisions, along with several documents directing the Company's operations. All Resolutions and Decisions of the Board of Directors were in accordance with its powers and responsibilities outlined in the Company's Charter and internal management regulations, and were in compliance with the law.

Above is the report of the Independent member of the Board of Directors, respectfully submitted to the General Meeting of Shareholders for consideration and approval.

Best regards!

***Recipients:***

- As above;
- Archived: Admin, BOD.

**THE INDEPENDENT MEMBER  
OF THE BOARD OF DIRECTORS**

*(Signed)*

**Pham Thanh Do**

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