

**VINATRANS
JOINT STOCK COMPANY**

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

No: 189 /TTr-VIN

Ho Chi Minh City, April 01, 2025

**PROPOSAL
On the amendments and supplements to the Internal Regulations on Corporate
Governance**

To: General Meeting of Shareholders of VINATRANS

- Pursuant to the Law on Securities dated November 26, 2019;
- Pursuant to the Law on Enterprises dated June 17, 2020;
- Pursuant to the Charter of organization and operation of VINATRANS,
- Pursuant to the Internal Regulations on Corporate Governance of VINATRANS dated March 31, 2021,

Based on reviewing the Internal Regulations on Corporate Governance of VINATRANS, the Board of Directors of VINATRANS would like to submit to the Annual General Meeting of Shareholders for 2025 for consideration and approval of the amendments and supplements to the Internal Regulations on Corporate Governance of VINATRANS *(as attached)*.

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

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

Recipients:

- Shareholders;
- BOS; BOM;
- Archived: Admin Dept., BOD.

(Signed and stamped)

Mr. Nguyen Minh Huy

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.

VINATRANS

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COMPARISON OF AMENDMENTS IN THE NEW DRAFT THE INTERNAL REGULATIONS ON CORPORATE GOVERNANCE AND THE INTERNAL REGULATIONS ON CORPORATE GOVERNANCE 2021

(Attached to Proposal No. 189 /TTr-VIN dated April 01, 2025)

Provisions Of The Company's Current Charter	Contents Of The Proposed Amendments	Reasons / References
<p>Article 21. Cases where written opinions may or may not be collected</p> <p>The Board of Directors has the authority to collect written opinions from shareholders to pass resolutions of the General Meeting of Shareholders when deemed necessary for the benefit of the Company. Except for the following cases:</p> <ol style="list-style-type: none"> 1. Amendment and supplementation to the company charter; 2. The development orientation of the company; 3. Types of shares and total number of shares of each type; 4. Appointment, relief from duty or removal from office of members of the Board of Directors and Board of Supervisors; 5. Decisions on investment or sale of assets valued at 35% or more of the total value of assets 	<p>Article 21. Cases where written opinions may or may not be collected</p> <p>The Board of Directors has the authority to collect written opinions from shareholders to pass resolutions of the General Meeting of Shareholders when deemed necessary for the benefit of the Company.</p>	<p>Amended in accordance with the draft amendments to the Charter</p>

<p>recorded in the latest financial statement of the company, unless another percentage or value is specified in the company charter;</p> <p>6. Approval of annual financial statements;</p> <p>7. Reorganization or dissolution of the company.</p>		
<p>Article 62. Method for Shareholders or Groups of Shareholders to Nominate or Self-Nominate Candidates for the Board of Supervisors</p> <p>1. Shareholders or groups of shareholders holding at least 10% of the total ordinary shares have the right to nominate candidates for the Board of Supervisors. Specifically: Shareholders or groups holding from 10% to less than 20% of the total voting shares may nominate one (01) candidate; From 20% to less than 30% may nominate up to two (02) candidates. From 30% may nominate up to three (03) candidates.</p>	<p>Article 62. Method for Shareholders or Groups of Shareholders to Nominate or Self-Nominate Candidates for the Board of Supervisors</p> <p>1. Shareholders or groups of shareholders holding at least 10% of the total ordinary shares have the right to nominate candidates for the Board of Supervisors. Specifically: Shareholders or groups holding from 10% to less than 20% of the total voting shares may nominate one (01) candidate; From 20% to less than 30% may nominate up to two (02) candidates. From 30% to less than 40% may nominate up to three (03) candidates. From 40% to less than 50% may nominate up to four (04) candidates. 50% or more may nominate up to five (05) candidates</p>	<p>Amended in accordance with Article 35 of the Company's Charter.</p>

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