



No.: SCSC23/ĐHĐCĐ/NQ/01

Ho Chi Minh City, June 26th, 2023

RESOLUTION

ANNUAL GENERAL MEETING OF SHAREHOLDERS 2023 OF SAI GON CARGO SERVICE CORPORATION

- Pursuant to the Enterprise Law No. 59/2020/QH14 passed by the XIV National Assembly of the Socialist Republic of Vietnam on June 17th, 2020;
- Pursuant to Corporate Governance Regulations of Saigon Cargo Service Corporation ;
- Pursuant to Minutes of the Annual General Meeting of Shareholders of Saigon Cargo Service Corporation on June 26th, 2023;
- Pursuant to the minutes of counting of votes at the 2023 Annual General Meeting of Shareholders on June 26th, 2023 of Saigon Cargo Service Corporation.

DECIDED

Article 1. Approval on the Report of the Board of Management on the Company's business activities in 2022 and business plans for 2023:

The Annual General Meeting of Shareholders voted and approved the Report of the Board of Management on the Company's business activities in 2022 and business plans for 2023.

Article 2. Approval on the Report of the Supervisory Board on the Company's business activities in 2022 and business plans for 2023

The Annual General Meeting of Shareholders voted and approved the Report of the Supervisory Board on the Company's business activities in 2022 and business plans for 2023.

Article 3. Approval on the Audited Financial Statement in 2022:

The Annual General Meeting of Shareholders voted and approved the 2022 financial statements audited by Auditing and Consulting Co., Ltd (A&C) with the main figures as follows:

Unit: Dong

No.	Categories	Amount
1	Net revenue	851.017.793.356
2	Profit before tax	696.604.660.755
3	Profit after tax	646.146.569.882
4	Basic earnings per share	6.505
5	Total assets	1.555.571.266.692
	- <i>Short-term assets</i>	1.000.419.909.813
	- <i>Long-term assets</i>	555.151.356.879
6	Total capital	1.555.571.266.692
	- <i>Liabilities</i>	121.915.163.070
	- <i>Equity</i>	1.433.656.103.622

Article 4. Approval on profit distribution and allocation of funds for 2022:

The Annual General Meeting of Shareholders voted and approved the profit distribution and allocation of funds for 2022 as follows:

- Payment of dividend by cash at the rate of 60% (equivalent to VND 6,000/share).

Authorizing the Board of Management to detail the dividend payment in 2022 according to the content approved by the Annual General Meeting of Shareholders.

- Fund for activities of the Board of Management, amount of allocation: 2% of profit after tax.
- Fund for rewards and welfare benefits, amount of allocation: 5% of profit after tax.
- Commendation for the Board of Directors, details stated in Submission No. 02

Article 5. Approval on business plan of 2023:

The Annual General Meeting of Shareholders voted and approved the business plan for 2023 as follows

No.	Categories	Unit	Plan
1	Revenue	Bil. Dong	780
2	Profit before tax	Bil. Dong	560
3	Estimated dividend	%	30

Article 6. Approval on appointment of The Independent Auditing Company for 2023

The Annual General Meeting of Shareholders voted and approved to authorize the Board of Management to appoint one of the following independent auditing companies to audit the Company's 2023 financial statements:

1. Auditing and Consulting Co., Ltd (A&C)
2. Deloitte Vietnam Co., Ltd
3. Ernst & Young Vietnam Co., Ltd

Article 7. Approval on remuneration for Board of Management and Supervisory Board in 2023

The Annual General Meeting of Shareholders voted and approved the remuneration for Board of Management and Supervisory Board in 2023 as follows:

No	Receivers	Unit	Remuneration
1	Members of Board of Management	Dong/ month	10,000,000
2	Members of Supervisory Board	Dong/ month	8,000,000

Article 8: Approval on the election results of BOM and Supervisory Board for the period 2023-2028:

The Annual General Meeting of Shareholders voted and approved the election results of BOM and Supervisory Board of Saigon Cargo Service Corporation for the period 2023-2028 as per:

1. The Board of Management:

Seq	Full-names	Voting rate	Remark
1	Ms. Bui Thi Thu Huong	Member of BOM	
2	Mr. Nguyen Quoc Khanh	Member of BOM	
3	Mr. Nguyen Ngoc Quy	Member of BOM	
4	Mr. Doan Ngoc Cuong	Member of BOM	
5	Mr. Chu Trung Kien	Member of BOM	
6	Ms. Ta Thu Ha	Member of BOM	
7	Mr. Mai Xuan Canh	Member of BOM	

2. The Supervisory Board:

Seq	Full-names	Voting rate	Remark
1	Ms. Vu Thi Hoang Bac	Member of Supervisory Board	
2	Mr. Khoa Nang Luu	Member of Supervisory Board	
3	Mr. Truong Minh Sang	Member of Supervisory Board	

Article 9: Executive provisions:

This Resolution take effect from June 26th, 2023.

Authorizing the Board of Management, Supervisory Board, Board of Directors to direct, to manage and to report the implementation of this Resolution in accordance with relevant Laws and the Company's Charter.

Recipients:

- *SSC; HOSE;*
- *BOM, Supervisory Board;*
- *Executive Board;*
- *File: ADM.*

**ON BEHALF OF
BOARD OF MANAGEMENT
CHAIRMAN**

(Signed)

BUI THI THU HUONG



Ho Chi Minh City, June 26th, 2023

MINUTES OF THE 2023 ANNUAL GENERAL MEETING OF SHAREHOLDERS OF SAIGON CARGO SERVICE CORPORATION

Company name: SAIGON CARGO SERVICE CORPORATION
Address: 30 Phan Thuc Duyen, Ward 4, Tan Binh District, Ho Chi Minh City
Certificate of business registration No.: 0305654014 was first issued by the Department of Planning and Investment of Ho Chi Minh City on April 8, 2008 and registered for the 18th change on June 6, 2023.

I. TIME AND PLACE

The Annual General Meeting 2023 of Saigon Cargo Service Corporation (SCSC) was held at 08:45 A.M. on June 26th, 2023 at Hall 30 Phan Thuc Duyen, Ward 4, Tan Binh District, Ho Chi Minh City.

II. PARTICIPANTS

The meeting was fully attended by invited guests, Board of Management (BOM), Supervisory Board (BOS), Board of Directors (BOD) and Shareholders of the Company.

III. THE ORGANIZING COMMITTEE APPROVES THE AGENDA OF THE AGM:

The meeting was fully attended by the invited guests, the Board of Management (BOM), Supervisory Board (BOS), Board of Directors and Shareholders of the Company according to the list at the last registration date of 30/05/2023 of the Ho Chi Minh City Securities Depository Center.

1. Delegate eligibility check

Mr. Nguyen Hoanh Hai – On behalf of the Board of Examination of Delegates, reported the results of the inspection of delegates attending the meeting as follows:

As of 08:45 on June 26, 2023, there were 63 shareholders and authorized persons attending, owning and representing ownership for 72,645,622 shares, accounting for 76.97% of the total number of voting shares, equivalent to 71.52% of the Company's charter capital (The number of shares with voting rights does not include 7,190,000 dividend preferred shares of 41 Aircraft Repairing One Member Limited Liability Company).

Pursuant to the Enterprise Law and the provisions of the company's charter, the Meeting Regulations, the 2023 Annual General Meeting of Shareholders of SCSC is eligible to conduct the meeting.

2. Introduction of Board of Chairman, The Secretariat and The Counting board

The organizing committee introduced the personnel to participate the AGM 2023.

2.1. Board of Chairman:

- **Ms. Bui Thi Thu Huong** – Chairman of the board – Chairman
- **Mr. Nguyen Quoc Khanh** – General Director – Member

2.2. The Secretariat:

- **Bà Nguyễn Huỳnh Quyên** – Head of the Secretariat
- **Bà Huỳnh Vũ Quyên** – Member

2.3. The Counting Board:

- **Mr. Nguyen Hoanh Hai** – Head of The Counting Board
- **Mr. Tran Minh Kha** – Member
- **Ms. Uong Thi Hong Minh** – Member
- **Ms. Dang Thi Thu Ha** – Member
- **Ms. Do Luu Hoang My** – Member
- **Ms. Le Thi Ngoc Yen** – Member

The General Meeting voted to approve the personnel to control the Meeting, the results are as follows::

Agree	:	accounting for	100 %	number of shares with voting rights at the meeting
Disagree	:	accounting for	0%	number of shares with voting rights at the meeting
No comments	:	accounting for	0%	number of shares with voting rights at the meeting

The Organizing Committee invites the Board of Chairman and the Secretariat to conduct the congress.

3. Meeting regulations of the AGM

The General Meeting voted to approve the Meeting Regulations of the AGM, the results are as follows:

Agree	:	accounting for	100 %	number of shares with voting rights at the meeting
Disagree	:	accounting for	0%	number of shares with voting rights at the meeting
No comments	:	accounting for	0%	number of shares with voting rights at the meeting

4. The Agenda of AGM 2023

The meeting listened to the report and discussed to approve the following contents:

- *Report on business performance in 2022 and operation direction in 2023 of the Board of Management.*
- *Report of The Supervisory Board for the year 2023*
- *Election of Board of Management and Supervisory Board for the period 2023-2028*
- *Contents of reports submitted to the General Meeting of Shareholders.*
- *Announce the result of Board of Management and Supervisory Board elected for the period 2023-2028.*
- *Approving the Minutes and Resolutions of the General Meeting.*

The General Meeting voted to approve the Agenda of the AGM, the results are as follows:

Agree	:	accounting for	100 %	number of shares with voting rights at the meeting
Disagree	:	accounting for	0%	number of shares with voting rights at the meeting
No comments	:	accounting for	0%	number of shares with voting rights at the meeting

MAIN CONTENT OF THE MEETING: details are according to the attached documents of the meeting.

- 1. The Chairman of the Board of Management presents the Annual report of the Board of Management.**
- 2. The Supervisory Board's representative presents the Annual Report on the Supervisory Board's activities.**
- 3. Election of members of the Board of Management and Supervisory Board**

Mr. Nguyen Hoanh Hai - Head of the Counting Board on behalf of the Counting Board presented the Election Regulations and the list of candidates to elect members of the Board of Management and Supervisory Board for tenure 2023-2028.

The General Meeting voted to approve the Election Regulation and the list of candidates to elect members of the Board of Management and Supervisory Board for tenure 2023-2028, the results are as follows:

Agree	:	accounting for	100 %	number of shares with voting rights at the meeting
Disagree	:	accounting for	0%	number of shares with voting rights at the meeting
No comments	:	accounting for	0%	number of shares with voting rights at the meeting

Shareholders or authorized persons shall vote in accordance with the Election Regulations.

- 4. Submissions for approval at the General Meeting of Shareholders:**

Ms. Bui Thi Thu Huong - Chairman of the Board of Management represented the Board of Chairman to present the contents of the Submissions to the General Meeting of Shareholders for approval.

5. Discuss the contents of the Submissions:

The Board of Chairman moderated the discussion, the congress discussed business activities and related contents in the Submissions. The AGM heard the Chairman answer at the Meeting as follows:

No.	Shareholder Code	Opinions	Explanation of the Board of Chairman
1	28	<ul style="list-style-type: none"> - How is the construction progress of Long Thanh station? How is the tender for the cargo terminal? - International output plan to decrease, does the company plan to adjust service prices? 	<ul style="list-style-type: none"> - Terminal 1 was be invested by ACV company, and Terminal 2 will be selected by the Transport Department. At Terminal 2, the company continues to update information about participating in the bidding. - In the first 6 months of 2023, the volume of international goods decreased by 35% and domestic goods increased by 10%, the Board of Management tries to increase additional services for customers to increase revenue per Ton through to increase business efficiency.
2	2398	<ul style="list-style-type: none"> - When is the project to invest in infrastructure and equipment to increase the service capacity of 350,000 tons? - Enterprise expenses in 2023 will increase, please explain in detail. 	<ul style="list-style-type: none"> - In the initial plan, the Board of Directors approved the plan to build a warehouse of 350,000 tons, but the equipment and vehicles were only invested for 200,000 tons, SCSC will invest in equipment for the exploitation capacity of 350,000 tons according to the development. In 2023, the company will upgrade equipment, facilities and IT in accordance with capacity to ensure exploitation capacity to serve customers. - From 2023, the company has to pay an additional fee for franchising air services (from 1.5% - 4.5%) according to the regulations of the Ministry of Transport, so the cost in 2023 will increase more than the same period.

3	112	<ul style="list-style-type: none"> - SCSC's operating results are good and maintained for many consecutive years and are ranked in the top 50 companies. Suggest the company review the salary of employees. - The shareholder relations department supports shareholders of ACV to carry out procedures for re-issuance of the certificate of share ownership due to loss. 	<ul style="list-style-type: none"> - SCSC salary policy also includes productivity salary, ESOP, salary and bonus policy associated with employee's contribution results and SCSC's business results. The Board of Management and Board of Directors acknowledge the comments and will consider appropriate policies in the near future. - Individual shareholders, please contact the shareholder relations department of SCSC for instructions on how to re-issue the ownership certificate.
4	82	<ul style="list-style-type: none"> - ESOP program, how much is the price and quantity issued? - Construction plan for SCSC 2 building. - Business situation of SCSC building 1. 	<ul style="list-style-type: none"> - Conditions for issuing ESOP: realized profit before tax increased by 15% compared to previous year's profit before tax. - The issue price is 35% of the average price of the 10 days before the closing session. The latest issue price is 26,000 VND/share. - Ratio of shares to be issued is 0.5% of outstanding shares at the time of issuance. - SCSC 2 building requires approval from the Ministry of National Defense, and departments of the City. Currently, the Air Defense Air Force has sent a written request to the People's Committee of Ho Chi Minh City for approval of this project. - The project of the third terminal at Tan Son Nhat airport has started, Phan Thuc Duyen street is the main road connecting the third terminal with SCSC company. Therefore, when SCSC Building 2 is built, there will be a good business base. In the investment plan to build SCSC 2 building, the company will use the money from retained earnings to invest and consider not borrowing. - SCSC building business is good, efficient, high exploitation.

5	332	<p>- Risks affecting the company's growth in the next 10 years and solutions to overcome.</p>	<p>- SCSC's advantage is owning a premises with a good location, according to the demand of goods in the near future SCSC will still ensure good business and will also be a satellite port for warehouses at Long Thanh airport. Long Thanh airport's goods source will also be concentrated from key economic zones and Ho Chi Minh City as a key economic area, so SCSC will also be a well-connected warehouse.</p> <p>- SCSC's advantages in terms of human resources with good industry expertise, listed companies, transparency in operations, SCSC is confident in compliance with security, safety and standards of customer airlines and ability to own capital and mobilize capital on the stock market to participate in the cargo terminal project at Long Thanh airport.</p>
6	25	<p>- The plan for the management exceeds the plan, why not submit it to the meeting in 2022, will this payment apply to the coming years?</p>	<p>- The purpose of paying bonuses for exceeding the plan is to encourage managers to make good contributions to the completion of the business plan in 2022 assigned by the General Meeting of Shareholders. This has also been approved by the General Meeting of Shareholders of previous years.</p> <p>- The BOM and BOD always consider and balance policies to harmonize the interests of shareholders and employees and optimize costs for SCSC.</p>

7	3	<p>- Highly agree with the data on business results, reports of the Board of Management, the Supervisory Board for 2023. With the general difficulties after Covid-19 pandemic, the impact of the Ukraine-Russia war, the general economic difficulties, the BOM, BOD and employees continued to promote and maintain the position of top 50 companies doing good business.</p> <p>- A41 has submitted to the Ministry of Defense - Air Defense and Air Force construction plan for office building 2, the procedures have been sent to departments and agencies in Ho Chi Minh City for appraisal.</p>	<p>- SCSC thanks the support of A41 and shareholders. SCSC continues to look forward to receiving the support of the Armed Forces so that SCSC's projects can be implemented soon and bring business efficiency to the Company.</p>
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6. The General Meeting voted to approve the following contents of the Submissions:

Shareholders or authorized persons shall vote on the contents of the Submissions by ticking the box “Agree”, “Disagree” or “No comments” on each issue expressed in the Voting Ballot.

After conducting the voting, the Shareholder or an authorized person shall return the Voting Card by casting the Voting Ballot in a sealed container located at the Hall where the meeting is held for the Counting Board to summarize.

7. The congress takes a break.

8. The summary of the results of the vote counting on the contents of the General Meeting is as follows:

The General Meeting voted to approve the contents of the Submissions. The voting results are as follows:

The voting results for each content of the submissions are as follows:

No.	Content	Total rate of shares attending the meeting with voting rights
Submission No.01		
Content 1: Report of the Board of Management		
1	Agree	100,00%
2	Disagree	0,00%
3	No comments	0,00%
Total		100.00%
Content 2: Report of the Supervisory Board		

1	Agree	100,00%
2	Disagree	0,00%
3	No comments	0,00%
Total		100.00%
Content 3: Audited financial statements for 2022		
1	Agree	100,00%
2	Disagree	0,00%
3	No comments	0,00%
Total		100.00%
Content 4: Profit distribution for 2022		
1	Agree	82,80%
2	Disagree	17,20%
3	No comments	0,00%
Total		100.00%
Content 5: Business plan of 2023		
1	Agree	100,00%
2	Disagree	0,00%
3	No comments	0,00%
Total		100.00%
Content 6: Appointment of independent auditing company for 2023		
1	Agree	97,69%
2	Disagree	0,00%
3	No comments	2,31%
Total		100.00%
Content 7: Remuneration for Board of Management and Supervisory Board in 2023		
1	Agree	100,00%
2	Disagree	0,00%
3	No comments	0,00%
Total		100.00%
Submission No.02		
Content: Deducting rewards for exceeding the pre-tax profit plan assigned by the 2022 Annual General Meeting of Shareholders		
1	Agree	82,79%
2	Disagree	17,20%
3	No comments	0,01%
Total		100.00%

Based on the results of voting through the Submission, the summary of the contents approved by the General Meeting is as follows:

No.	Content	Adoption rates
Submission No.01		
1	Report of the Board of Management	100,00%
2	Report of the Supervisory Board	100,00%
3	Audited financial statements for 2022	100,00%
4	Profit distribution for 2022	82,80%
5	Business plan of 2023	100,00%
6	Appointment of independent auditing company for 2023	97,69%
7	Remuneration for Board of Management and Supervisory Board in 2023	100,00%
Submission No.02		
1	Deducting rewards for exceeding the pre-tax profit plan assigned by the 2022 Annual General Meeting of Shareholders.	82,79%

9. Summary of results of counting votes to elect members of the Board of Management and Supervisory Board for tenure 2023-2028

Election results of the Board of Management for tenure 2023-2028

No.	Full name	Number of valid voting rights	Voting rate
1	Ms. Bui Thi Thu Huong	113.075.413	151,95%
2	Mr. Nguyen Quoc Khanh	82.362.103	110,68%
3	Mr. Nguyen Ngoc Quy	97.299.882	130,75%
4	Mr. Doan Ngoc Cuong	59.425.672	79,86%
5	Mr. Chu Trung Kien	47.169.376	63,39%
6	Ms. Ta Thu Ha	47.156.056	63,37%
7	Mr. Mai Xuan Canh		<i>No voting in accordance with article 12 of the Company's Charter</i>

Election results of the Supervisory Board for tenure 2023-2028

No.	Full name	Number of valid voting rights	Voting rate
1	Ms. Vu Thi Hoang Bac	80.072.451	107,55%
2	Mr. Khoa Nang Luu	78.072.486	104,86%
3	Mr. Truong Minh Sang	65.213.322	87,59%

10. Vote on the minutes and resolutions of the meeting

Minutes of the 2023 Annual General Meeting of Shareholders of Saigon Cargo Service Corporation (SCSC) was made at 11:45 am on June 26, 2023.

After the Secretariat of the General Meeting read the full text of the minutes of the meeting and the Chairman read the resolution of the meeting, the meeting voted to approve the minutes and the resolution, the voting results are as follows:

Agree	accounting for 100% of total voting shares
Disagree	accounting for 0% of total voting shares
No comments	accounting for 0% of total voting shares

The minutes are made with the signatures of the Chairman and the Head of the Secretariat as below:

ON BEHALF OF THE SECRETARIAT
Head of the Secretariat

(Signed)

NGUYEN HUỲNH QUYEN

BOARD OF CHAIRMAN
Chairman

(Signed)

BUI THI THU HUONG