

SAFI TRANSPORTATION
AGENCY JOINT STOCK
COMPANY

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No: ___/NQ-ĐHĐCĐ/SAFI-2026

SOCIALIST REPUBLIC OF VIETNAM
Independence – Freedom – Happiness

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Ho Chi Minh city, May 22nd 2026

**DRAFT RESOLUTION OF THE ANNUAL GENERAL
MEETING OF SHAREHOLDERS 2026
SAFI TRANSPORT AGENCY JOINT STOCK COMPANY**

Pursuant to the Law on Enterprises in 2020 and its guiding regulations;

- Pursuant to the Law on Securities in 2019 and its guiding regulations;

- Pursuant to the Charter of Organization and Operation of SAFI Transport Agency Joint Stock Company;

- Pursuant to the Minutes of the Annual General Meeting of Shareholders 2026;

- Pursuant to the voting results at the Meeting;

RESOLUTION

Article 1. The General Meeting of Shareholders approves the 2025 operational report and the 2026 business plan of the Board of Directors and the Board of Management; the Company's business performance report for 2025; the audited consolidated financial statements for 2025 and the audited separate financial statements of the Company for 2025.

1. Business performance in 2025 (consolidated)

- Total revenue: VND 1,106 billion

- Profit before tax: VND 113 billion

- Profit after tax: VND 91.8 billion

2. Company's KPIs for Business plan for 2026

- Total revenue: VND 950 billion

- Profit after tax attributable to the parent company: VND 60 billion

- Dividend payout ratio: 20%

Voting results:

- In favor:% of total voting shares attending the Meeting;

- Against:% of total voting shares attending the Meeting;

- Abstentions:% of total voting shares attending the Meeting.

Article 2. The GMS approves the Report on operations in 2025 and the operational plan for 2026 of the Audit Committee.

Voting results:

- In favor:% of total voting shares attending the Meeting;
- Against:% of total voting shares attending the Meeting;
- No opinion:% of total voting shares attending the Meeting.

Article 3. Company’s Profit Distribution in 2025 and Dividend Plan in 2026 as below:

1. Profit distribution for 2025:

| No | 2025 KPIs | Rate % |
|----|---|--------|
| | Net profit after tax of the parent company according to the audited consolidated financial statements for 2025 | |
| 1 | Cash dividend: | 30% |
| 2 | BOD operating budget | 3% |
| 3 | Development investment fund | 10% |

2. Dividend plan for 2026

| No | KPIs | Rate % |
|----|-------------------------------|--------|
| 1 | Dividend payout ratio in 2026 | 20% |

The implementation timeline, interim dividend payment level and related legal procedures shall be authorized by the General Meeting of Shareholders to the Board of Directors based on the Company’s business results.

Voting results:

- In favor:% of total voting shares attending the Meeting;
- Against:% of total voting shares attending the Meeting;
- Abstentions:% of total voting shares attending the Meeting.

Article 4. Through Board of Directors’ Budget in 2025 and plan to use budget of the Board of Director in 2026

1. Approval of Board of Directors’ budget for 2025:

| | | |
|---|------------------|----------------------------|
| Profit after tax attributable to parent company in 2025 | Allocation ratio | Board of Directors’ Budget |
|---|------------------|----------------------------|

| | | |
|--------------------|----|-------------------|
| 91.848.087.861 VND | 3% | 2.755.442.636 VND |
|--------------------|----|-------------------|

2. Through Board of Directors' Budget for 2026: Budget shall equal 3% of profit after tax attributable to parent company based on audited consolidated financial statements for 2026.

Voting results:

- In favor:% of total voting shares attending the Meeting;
- Against:% of total voting shares attending the Meeting;
- Abstentions:% of total voting shares attending the Meeting.

Article 5. The General Meeting of Shareholders approves the selection of the financial auditing firm for 2026 and authorizes the Board of Directors to select the auditing firm for the Company.

Voting results:

- In favor:% of total voting shares attending the Meeting;
- Against:% of total voting shares attending the Meeting;
- Abstentions:% of total voting shares attending the Meeting.

Article 6. The General Meeting of Shareholders approves the plan for issuing shares under the employee stock option program (ESOP) as follows:

I. PLAN FOR ISSUING SHARES UNDER THE EMPLOYEE OPTION PROGRAM

- Stock name: SAFI Transport Agency Joint Stock Company shares
- Type of stock: Common stock
- Stock ticker: SFI
- Par value of shares: 10,000 VND/share
- Total number of shares outstanding: 24,312,034 shares
- Number of shares issued: up to 1,215,600 shares, equivalent to 5.0% of the number of shares outstanding at the time of issuance.
- Total value of issued bonds at face value: VND 12,156,000,000
- Issue price: 10,000 VND/share
- Purpose of issuance: To recognize and appropriately reward employees in the company for outstanding achievements; to encourage employee engagement, enhance benefits, and foster a sense of responsibility towards the company.
- Recipients: The Board of Directors, management staff, and outstanding employees who have made positive contributions to the company's development.

For senior management: Successfully complete the production and business tasks assigned by the Board of Directors;

For middle-level managers: Successfully complete the tasks assigned by the Board of Directors;

Target employees: Those with outstanding achievements and positive contributions to the company's development.

- Individuals eligible for issuance must meet the following criteria:
 - + Employees who have signed a formal employment contract with the Company that is valid from at least December 31, 2025, and remains valid until the date the State Securities Commission issues a notice confirming receipt of all necessary documents for the issuance of shares to the Company's employees.
 - + Individuals whose performance KPIs in 2025 are 100% or higher are eligible.
- Individuals who do not fall into any of the following categories:
 - + Violating labor regulations and currently under disciplinary action;
 - + I have submitted my resignation and the process of terminating my employment contract is underway.
- Principles for determining the number of shares distributed to each individual:
 - a) Excellence coefficient: This is a coefficient determined based on the excellence of individuals or individuals within an excellent team.
 - + For teams awarded the title of Outstanding Team of the Year, each individual in the outstanding team will receive an additional coefficient of 0.5.
 - + Individuals awarded the title of Outstanding Individual of the Year will receive an additional multiplier of 0.5 .
 - b) Individual coefficient: The number of shares allocated to each employee is calculated based on the Employee Evaluation Criteria according to: (i) Job performance, (ii) Job rank and position, and (iii) Years of service.

i. Criterion 1: Job performance

| Applicable positions: | Total score | Performance coefficient - P _{HO} | | | | | | | | |
|----------------------------------|-------------|---|-----|-----|-----|-----|-----|----|----|----|
| | | 10 | 9 | 8 | 7 | 6 | 5 | 4 | 3 | 2 |
| Chief Executive Officer (CEO) | 150 | 140 | 130 | 120 | 110 | 100 | 90 | 80 | 70 | 60 |
| Executive Director | 145 | 135 | 125 | 115 | 105 | 95 | 85 | 75 | 65 | 55 |
| Senior Director | 221 | 202 | 183 | 164 | 145 | 126 | 107 | 88 | 69 | 50 |
| Department Director | 95 | 90 | 85 | 80 | 75 | 70 | 65 | 60 | 55 | 50 |
| Head of Department (Head Office) | 69 | 63 | 57 | 51 | 45 | 39 | 33 | 27 | 21 | 15 |
| Branch Director | 64 | 58 | 52 | 46 | 40 | 34 | 28 | 22 | 16 | 10 |
| Head of Department (Branch) | 64 | 58 | 52 | 46 | 40 | 34 | 28 | 22 | 16 | 10 |

(ii) Criterion 2: Job rank and position

| Job grade and position | Job grade coefficient – P _{CB} |
|-------------------------------|---|
| Chief Executive Officer (CEO) | 50 |
| Executive Director | 40 |
| Senior Director | 20 |
| Department Director | 10 |

| | |
|----------------------------------|---|
| Head of Department (Head Office) | 8 |
| Branch Director | 6 |
| Head of Department (Branch) | 4 |

(iii) Criterion 3: Years of service

| Length of service | Seniority coefficient – P _{TN} |
|---------------------|---|
| Less than 5 years | 4 |
| From 5 to 10 years | 6 |
| From 10 to 20 years | 8 |
| Over 20 years | 10 |

c) Formula for calculating the number of allocated shares :

Based on the criteria mentioned above, the number of shares allocated to each employee is calculated using the following formula:

- **Individual converted score** = (P_{HQ} x 0.5 + P_{CB} x 0.25 + P_{TN} x 0.25) + [team excellence coefficient + individual excellence coefficient (if any)]
- **The number of shares allocated to each individual is determined by the following formula:**

$$\text{The number of shares allocated to each individual.} = \frac{\text{Individual converted score}}{\text{Total converted score of all employees participating in ESOP}} \times \text{Total number of ESOP shares issued}$$

d) Rounding rules:

The number of shares allocated to each individual according to the formula stated in point c is rounded down to the nearest hundred.

Example: The number of shares allocated to individual A according to the formula above is 10,250.8 shares. According to the rounding principle, the number of shares individual A receives is 10,200 shares.

e) Principles for handling fractional shares:

Fractional shares are the remaining shares resulting from the rounding-down principle as stipulated in point d above.

The Board of Directors decided to allocate these shares to eligible employees participating in the ESOP program who have high work performance, ensuring that the number of additional shares allocated to each individual does not exceed 500 shares.

- Capital utilization plan: Supplementing the company's working capital.
- Implementation timeframe: Expected in Q2/Q3 2026 (before the distribution of treasury shares to existing shareholders)
- Transfer restrictions: 100% of the purchased shares are restricted from transfer within two (02) years from the end of the issuance.
- Regulations on share repurchase/resale: In the event that ESOP shares are subject to clawback or repurchase, the ESOP participant shall be obligated to transfer all such shares

back to the Company at a price equal to the issue price. All ESOP shares so clawed back or repurchased by the Company shall become treasury shares - shares repurchased by the Company.

- Regarding the ESOP shares that the Company repurchases/buys back as stipulated in this section, the Company has the right to sell them through order matching and/or negotiated transactions in accordance with current securities laws, ensuring that the sale complies with legal regulations at each given time.
- Plan to ensure the share issuance complies with regulations on foreign ownership ratio: The General Meeting of Shareholders authorizes the Board of Directors to approve a plan to ensure the share offering complies with regulations on foreign ownership ratio.
- Registration and listing of newly issued shares: The newly issued shares will be additionally registered with the Vietnam Securities Depository and Clearing Corporation (VSDC) and additionally listed on the Ho Chi Minh City Stock Exchange (HOSE).

II. IMPLEMENTATION ORGANIZATION

The General Meeting of Shareholders approved the authorization for the Board of Directors to decide and carry out the necessary tasks and procedures to complete the issuance of ESOP shares, including but not limited to the following tasks:

- Implement the ESOP share issuance plan that was approved by the General Meeting of Shareholders;
- Choose the timing for issuing the ESOP;
- The decision includes determining the list of employees eligible to participate in the program, the number of shares to be distributed to each individual according to the standards and principles for determining the number of shares approved by the General Meeting of Shareholders; deciding on the plan for handling fractional shares, the plan for handling any undistributed shares (if any), and deciding on a plan to ensure that the share issuance complies with regulations on foreign ownership ratios;
- Adjust the number of shares distributed to each party to ensure that the total number of shares distributed equals the number of shares registered for issuance as approved by the General Meeting of Shareholders;
- Decide on all matters related to the issuance of ESOP shares, and provide additional explanations regarding the plan (if any) to ensure compliance with legal regulations. Carry out the necessary tasks/procedures for the issuance of shares in accordance with the Company's Articles of Association and legal regulations;
- Register the additional shares issued at VSDC and register the additional shares for listing on HOSE for the entire quantity of additional shares issued as per the issuance results.
- Amend and supplement the Company's Articles of Organization and Operation regarding changes to the shares and charter capital corresponding to the number of shares and the amount of money raised (calculated at par value) from the issuance, and register the changes to the Business Registration Certificate as prescribed.
- Deciding on matters related to the repurchase/repurchase of shares, including but not limited to the number of shares repurchased/repurchased in each tranche, and implementing the registration procedures with the State Securities Commission in accordance with regulations.

Voting results:

- In favor:% of total voting shares attending the Meeting;
- Against:% of total voting shares attending the Meeting;
- Abstentions:% of total voting shares attending the Meeting.

Article 7. Approval of the plan for using treasury shares to distribute to existing shareholders as follows:

1. Proposed method for distributing treasury shares to existing shareholders.

- Stock name: Safi Transport Agency Joint Stock Company shares
- Stock ticker: SFI
- Type of shares issued: Common shares
- Par value: 10,000 VND/share
- Charter capital: VND 272,576,460,000 (projected charter capital after ESOP issuance)
- Number of shares issued: 27,257,646 shares
- Number of shares outstanding: 25,527,634 shares
- Number of treasury shares: 1,730,012 shares
- Number of treasury shares expected to be issued : Maximum 1,730,012 shares
- Total value of issued shares at par value : 17,300,120,000 VND
- Issuance method: Distributing treasury shares to existing shareholders.
- Issuing parties: Existing shareholders of the Company whose names are on the list as of the last registration date to exercise the right to receive treasury shares provided by the Vietnam Securities Depository and Clearing Corporation (VSDC).
- Issuance ratio (number of treasury shares / number of outstanding shares): 6.70 % of total outstanding shares, equivalent to an exercise ratio of 1,000 : 67. On the last registration date for exercising the right, a shareholder owning 01 share will receive 01 right, and for every 1,000 rights, the shareholder will receive an additional 67 shares.
- Funding source: The funds for distributing treasury shares will come from the Company's undistributed after-tax profits as shown in the audited consolidated financial statements of 2025 .
- Principles for determining price:
 - +/ No, because this involves using treasury shares to distribute to existing shareholders ;
 - +/ Treasury shares are distributed to existing shareholders from the Company's undistributed after-tax profits as shown in the audited consolidated financial statements of 2025. Shareholders do not have to pay for bonus shares from treasury shares.
- The right to receive shares from a stock split is non-transferable.
- Transfer restrictions: The number of shares distributed from treasury stock is freely transferable.
- The issuance of bonus shares to existing shareholders complies with foreign ownership limits. Existing shareholders receive bonus shares from treasury stock in proportion to their holdings

and these shares are non-transferable, ensuring compliance with the foreign ownership limit regulations.

- Implementation timeframe: During the fourth quarter of 2026 after the issuance of ESOP shares. The State Securities Commission (UBCKNN) announces that it has received all the necessary documents reporting the use of treasury shares to distribute to existing shareholders of the Company.
- Designating a securities company as an agent for treasury stock transactions: SSI Securities Joint Stock Company

2. Rounding principles and methods for handling fractional shares and stock.

Rounding and handling of fractional shares: (i) The number of treasury shares distributed to existing shareholders according to the distribution ratio for each shareholder will be calculated as an integer; the decimal part will not be rounded to 01 share. (ii) Any fractional shares (decimal part) that arise and are not distributed to shareholders will be retained as treasury shares and further reported to the State Securities Commission for sale on the stock exchange in accordance with regulations.

Example: Shareholder A owns 120 shares. With an exercise ratio of 1,000 : 67, the number of new shares shareholder A will receive is: $120/1,000 * 67 = 8.04$ shares. According to the rounding principle, the number of new shares shareholder A will receive is 8 shares. The resulting decimal fraction of 0.4 shares will not be distributed to the shareholder and will be retained as treasury shares.

3. The General Meeting of Shareholders authorizes the Board of Directors to implement the plan for using treasury shares to distribute to existing shareholders, including, but not limited to, the following:

- Implement the plan and prepare the registration documents for issuance at the State Securities Commission.
- Complete the necessary legal procedures and provide explanations (if any) to the relevant authorities to finalize the distribution of treasury shares to shareholders.
- And other tasks related to issuing shares.

Voting results:

- In favor:% total voting shares attending the Meeting;
- Against:% total voting shares attending the Meeting;
- No opinion:% total voting shares attending the Meeting.

Article 8. Approval of changes in the Company's address and business lines in accordance with current legal regulations and the Company's operational situation. As below:

1. Change of registered address

* Previous address: 209 Nguyen Van Thu, Dakao Ward, District 1, Ho Chi Minh City

* New (after changing): 209 Nguyen Van Thu, Tan Dinh Ward, Ho Chi Minh City

2. Amendment of business lines of the Company:

| No | Current business line (Branch code: 5229 (main)) | Amendment of business lines after changing (Branch code: 5229 (main)) | Note |
|----|--|--|--|
| 1 | <p>Other supporting service activities related to transportation</p> <p>Details:</p> <p>Freight forwarding agency services; Entrusted agency for container management and cargo handling; Cargo exploitation, collection and domestic transportation; Shipping agency services; Import-export freight forwarding services;</p> <p>Maritime services and ship supply services; Activities of air ticket agents (excluding gas liquefaction for transportation and activities related to air transport); Cargo dispatch and delivery services; Arrangement or organization of transportation by rail, road, sea or air; Freight forwarding services;</p> <p>Collection and issuance of transport documents or bills of lading;</p> <p>Customs brokerage services; Activities of sea and air freight forwarding agents; Brokerage for chartering ships and aircraft; Other related activities such as: packaging of goods for protection during transportation, cargo unloading, sampling, and weighing of goods.</p> | <p><i>Other supporting service activities related to transportation</i></p> <p>Details:</p> <p>Freight forwarding agency services; Entrusted agency for container management and cargo handling; Cargo exploitation, collection and domestic transportation; Shipping agency services; Import-export freight forwarding services; Maritime services and ship supply services;</p> <p>Activities of air ticket agents (excluding gas liquefaction for transportation and activities related to air transport); Cargo dispatch and delivery services; Arrangement or organization of transportation by rail, road, sea or air; Freight forwarding services; Collection and issuance of transport documents or bills of lading;</p> <p>Customs brokerage services; Activities of sea and air freight forwarding agents; Brokerage for chartering ships and aircraft; Other related activities such as: packaging of goods for protection during transportation, cargo unloading, sampling, and weighing of goods;</p> <p>* <i>Logistics services.</i></p> | <p>In compliance with the requirements of the tax authority and applicable laws and regulations.</p> |

3. Amendment of the Company Charter:

The General Meeting approves the amendment of the Company Charter in accordance with the Law on Enterprises 2020, the Law on Securities 2019 and relevant regulations, specifically:

- Amendment of Article 2.3 regarding the registered office to reflect the new address.
- Amendment of Article 4.1 regarding business lines to reflect the updated business activities, company's business activities at Article 2 as above

4. Determination of foreign ownership limit

Maximum foreign ownership ratio: 49%, in accordance with applicable regulations at Decration decree 245/2025/ND-CP on 11/09/2025 changing and adding some article no. 155/2020/ND-CP on 31/12/2020 of the Government regulating detailed some articles of shareholding law.

Voting results:

- In favor:% total voting shares attending the Meeting;
- Against:% total voting shares attending the Meeting;
- No opinion:% total voting shares attending the Meeting.

Article 9.

This Resolution is duly approved by the GMS with 100% of voting shares in favor and shall take effect from the date of signing.

ON BEHALF OF THE GENERAL MEETING OF SHAREHOLDERS
CHAIRMAN OF THE MEETING

NGUYEN HOANG DUNG