



VIETNAM CONTAINER SHIPPING CORPORATION

Enterprise code: 02000453688 | Add: 11 Vo Thi Sau Str., Ngo Quyen Dist., Hai Phong, Vietnam
Tel: (84) 225 3836705 | Fax: (84) 225 3836104 | Email: info@viconship.com | Website: www.viconship.com

PROPOSAL TO GENERAL MEETING OF SHAREHOLDERS (1) *(Ref: Approving the implementation of the investment program to buy controlling shares in 01 company in the seaport field)*

Respectfully addressed to: GENERAL MEETING OF SHAREHOLDERS

- Pursuant to Law on Enterprise No.59/2020/QH14 dated 17/06/2020;
- Pursuant to the Charter of Vietnam Container Shipping Joint Stock Corporation;
- Pursuant to the production and business plan of Vietnam Container Joint Stock Company;

The development and investment in businesses with fields that can expand business activities of Vietnam Container Shipping Joint Stock Company (“Company”) in order to complete the field puzzle the Company needs as well as create member units accompanies other subsidiaries and affiliates of the Company to promote the Company's business areas.

Based on the Company's strategy and business expansion needs in the coming years, the BOM of Vietnam Container Shipping Joint Stock Company (“BOM”) presents and proposes to the General Meeting of Shareholders (“AGM”) to consider and approve the Investment Program to buy controlling shares in 01 company in the seaport sector with the following details:

1. Investment policy and field:

In recent years, as Vietnam and other countries in the world experienced the Covid-19 pandemic, the Board of Directors realized that the seaport sector has increasingly developed and played an important role in economic circulation, especially when the port industry Logistic has been an indispensable part of the market economy. The BOM have researched based on the Company's production situation, the location of the Company's headquarters in Hai Phong City, and proposed to submit to the General Meeting of Shareholders to approve the investment and transfer of a business in the seaport field (“Target Company”) to complete the Company's business chain.

2. Criteria for selecting Target Company

- Type: Joint Stock Company
- Main line of business: a company operating in the field of seaports
- Head office: in Hai Phong city with convenient geographical location
- General port criteria: the wharf length is suitable for docking medium to large container ships; There is a large container yard to serve loading and unloading containers, inspection and quarantine.
- Total value of the Company Expected target: from 2,000,000,000,000 VND (In words: Two trillion Vietnam Dong) to 3,000,000,000,000 VND (In words: Three trillion Vietnam Dong).

3. Investment plan:

Carry out the transfer of shares of the Target Company up to the controlling rate of the Target Company

- Type of shares: Common shares
- Number of shares to be purchased (minimum): 51% of the total outstanding shares of the Target Company
- Number of shares to be purchased (maximum): up to 75% of the total outstanding shares of the Target Company





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- Par value: 10,000 VND/share
 - Expected purchase price: 75,000 VND/share
 - Total estimated maximum investment capital: VND 2,250,000,000,000,000 (In words: Two thousand two hundred and fifty billion Vietnam Dong).
 - Investment method: receive transfer from existing shareholders of the Target Company.
- Existing shareholders of the Target Company transferring shares are not related persons of the Company, or related persons of major shareholders/insiders of the Company.
- Expected form of capital mobilization: Mobilizing capital from individuals and organizations through loan contracts and/or private bond issuance and/or public offering.

4. Others

The General Meeting of Shareholders authorizes the BOM to include but is not limited to:

- Have the sole discretion to decide on issues related to the implementation of the above Plan, to adjust/add the contents stated in this report and documents related to the implementation of these Projects in accordance with the situation of the Company and applicable laws.
- Select the Target Company based on the criteria approved by the General Meeting of Shareholders.
- Finalize and sign relevant documents, papers and documents; working and carrying out procedures with competent authorities and related parties; carry out other necessary tasks and procedures to carry out the procedures for buying shares, implementing authorized tasks and tasks in accordance with the provisions of the Charter and relevant laws.

Submit to the General Meeting of Shareholders for consideration and approval.

Haiphong, Oct 2022

**ON BEHALF OF BOARD OF MANAGEMENT
CHAIRMAN**



Nguyen Viet Hoa