



Ho Chi Minh City, March 24th 2022

No: **04/2022/NQ-ĐHĐCĐ-TCD**

DRAFT

RESOLUTION
THE ANNUAL GENERAL MEETING 2022
TRANSPORT AND INDUSTRY DEVELOPMENT INVESTMENT
JOINT STOCK COMPANY

- Pursuant to the Law No. 59/2020/QH14 passed by the National Assembly of the Socialist Republic of Vietnam on Enterprise on 17 June 2020;
- Pursuant to the Law No. 54/2019/QH14 passed by the National Assembly on 26 November 2019 on Securities;
- Pursuant to the Charter of Transport and Industry Development Investment Joint Stock Company (TRACODI) approved by BOD on 13 January 2022 – according to the authorization by the General Meeting of Shareholder on 29 April 2021 (which was amended and supplemented at its 18th session);
- Based on Reports and Proposals proposed by the Board of Directors and Supervisory Board at the Annual General Meeting 2022;
- Pursuant to the Minute of counting of votes No. 01/2022/BB-ĐHĐCĐ-TCD dated April 14, 2022, Minute of counting votes of election No. 02/2022/BB-ĐHĐCĐ-TCD dated April 14, 2022 and Minutes of meeting No. 03/2022/BB-DHĐCĐ-TCD dated April 14, 2022 at the Annual General Meeting 2022 of TRACODI;

APPROVED

Article 1. Report No. 01/2022/BCĐH-HĐQT-TCD of the Board of Directors on 24 March 2022 regarding Business Results 2021 and Business Plan 2022.

The AGM approved the report with% in favor of total voting from shareholders present at the meeting.

Article 2. Report No. 02/2022/BCĐH-HĐQT-TCD of the Board of Directors on 24 March 2022 regarding its performance 2021 and its plan 2022.

The AGM approved the report with% in favor of total voting from shareholders present at the meeting.

Article 3. Report No. 03/2022/BCĐH-BKS-TCD of the Supervisory Board on 24 March 2022 regarding its performance 2021 and its plan 2022.

The AGM approved the report with% in favor of total voting from shareholders present at the meeting.

- Article 4.** Proposal No. 04/2022/TTĐH-HĐQT-TCD of the Board of Directors on 24 March 2022 regarding the Audited Consolidated Financial Statements 2021.
The AGM approved the proposal with% in favor of total voting from shareholders present at the meeting.
- Article 5.** Proposal No. 05/2022/TTĐH-HĐQT-TCD of the Board of Directors on 24 March 2022 regarding Profit Distribution Scheme 2021.
The AGM approved the proposal with% in favor of total voting from shareholders present at the meeting.
- Article 6.** Proposal No. 06/2022/TTĐH-HĐQT-TCD of the Board of Directors on 24 March 2022 regarding share issuance for 2021 dividend payment.
The AGM approved the proposal with% in favor of total voting from shareholders present at the meeting.
- Article 7.** Proposal No. 07/2022/TTĐH-HĐQT-TCD of the Board of Directors on 24 March 2022 regarding seeking for approval on the Business Plan 2022.
The AGM approved the proposal with% in favor of total voting from shareholders present at the meeting.
- Article 8.** Proposal No. 08/2022/TTĐH-HĐQT-TCD of the Board of Directors on 24 March 2022 regarding Remuneration Package 2021 and 2022 for the Board of Directors and Supervisory Board.
The AGM approved the proposal with% in favor of total voting from shareholders present at the meeting.
- Article 9.** Proposal No. 09/2022/TTĐH-HĐQT-TCD of the Board of Supervisory on 24 March 2022 regarding appointment of independent auditor for the 2022 fiscal year.
The AGM approved the proposal with% in favor of total voting from shareholders present at the meeting.
- Article 10.** Proposal No. 10/2022/TTĐH-HĐQT-TCD of the Board of Directors on 24 March 2022 regarding authorizing for the Board of Directors to make decision on investment, transactions with related and unrelated parties of the Company in 2022
The AGM approved the proposal with% in favor of total voting from shareholders present at the meeting.
- Article 11.** Proposal No. 11/2022/TTĐH-HĐQT-TCD of the Board of Directors on 24 March 2022 regarding authorizing for the Board of Directors to make decision on issues relating to borrowings, bond issuance, capital mobilization of the Company in 2022.
The AGM approved the proposal with% in favor of total voting from shareholders present at the meeting.

Article 12. Proposal No. 12/2022/TTĐH-HĐQT-TCD of the Board of Directors on 24 March 2022 regarding seeking for approval the shortening of the term 2018-2023 to 2018-2022 of the Board of Directors and Supervisory Board and setting up a new term of 2022-2027.

The AGM approved the proposal with% in favor of total voting from shareholders present at the meeting.

Article 13. Proposal No. 13/2022/TTĐH-HĐQT-TCD of the Board of Directors on 24 March 2022 regarding approving the dismissal of members of the Board of Directors for the term 2018-2023 and election of members of the Board of Directors for the term 2022-2027.

The AGM approved the proposal with% in favor of total voting from shareholders present at the meeting.

Article 14. Proposal No. 14/2022/TTĐH-HĐQT-TCD of the Board of Directors on 24 March 2022 regarding approving the dismissal of members of the Supervisory Boards for the term 2018-2023 and election of members of the Supervisory Boards for the term 2022-2027.

The AGM approved the proposal with% in favor of total voting from shareholders present at the meeting.

Article 15. Proposal No. 15/2022/TTĐH-HĐQT-TCD of the Board of Directors on 24 March 2022 regarding establishing the Standing Board of Directors for the term 2022-2027 and delegating authority to the Standing Board of Directors.

The AGM approved the proposal with% in favor of total voting from shareholders present at the meeting.

Article 16. Proposal No. 16/2022/TTĐH-HĐQT-TCD of the Board of Directors on 24 March 2022 regarding issuing shares to existing shareholders to increase the Company's Charter Capital.

The AGM approved the proposal with% in favor of total voting from shareholders present at the meeting.

Article 17. Proposal No. 17/2022/TTĐH-HĐQT-TCD of the Board of Directors on 24 March 2022 regarding bonus share issuance under Employee Stock Ownership Plan (ESOP) for members of BOD, BOM and SB based on their performance in 2021 and Employee Stock Ownership Plan 2022.

The AGM approved the proposal with% in favor of total voting from shareholders present at the meeting.

Article 18. Proposal No. 18/2022/TTĐH-HĐQT-TCD of the Board of Directors on 24 March 2022 regarding seeking for approval the policy of issuing bonds to the public and listing bonds on the securities trading system.

The AGM approved the proposal with% in favor of total voting from shareholders present at the meeting.

Article 19. Proposal No. 19/2022/TTĐH-HĐQT-TCD of the Board of Directors on 24 March 2022 regarding promulgating operating Regulations of the Board of Directors.

The AGM approved the proposal with% in favor of total voting from shareholders present at the meeting.

Article 20. Proposal No. 20/2022/TTĐH-BKS-TCD of the Supervisory Board on 24 March 2022 regarding promulgating operating Regulations of the Supervisory Board.

The AGM approved the proposal with% in favor of total voting from shareholders present at the meeting.

Article 21. Proposal No. 21/2022/TTĐH-HĐQT-TCD of the Board of Directors on 24 March 2022 regarding amending and supplementing the Company Charter (19th), attached to the Draft Company Charter (19th Amendment and Supplement)

The AGM approved the proposal with% in favor of total voting from shareholders present at the meeting.

Article 22. Based on the election results, the General Meeting agreed to elect the following personnel to the Board of Directors of Transport and Industry Development Investment Joint Stock Company (TRACODI) for the term 2022-2027 as follows:

The Board of Directors consists of 9 members including (in order of approval rate from high to low):

No	Name	Proportion to the total number of shares attending the General Meeting (%)
1		
2		
3		
4		
5		
6		
7		
8		
9		

Article 23. Based on the election results, the General Meeting agreed to elect the following personnel to the Supervisory Board of Transport and Industry Development Investment Joint Stock Company (TRACODI) for the term 2022-2027 as follows:

The Supervisory Board consists of 03 members including (in order of approval rate from high to low):

No	Name	Proportion to the total number of shares attending the General Meeting (%)
1		
2		
3		

Article 24. The Board of Directors for the term 2022-2027 had a quick meeting at the General Meeting, electing the Chairman of the Board of Directors, Vice Chairman of the Board of Directors, members of the Board of Directors, independent members of the Board of Directors, as follows:

1. Mr/Mrs - Chairman of BOD
2. Mr/Mrs - Vice Chairman of BOD
3. Mr/Mrs - Vice Chairman of BOD
4. Mr/Mrs - Member of BOD
5. Mr/Mrs - Member of BOD
6. Mr/Mrs - Member of BOD
7. Mr/Mrs - Independent Member of BOD
8. Mr/Mrs - Independent Member of BOD
9. Mr/Mrs - Independent Member of BOD

The Board of Directors elected the following 06 members to the Standing Board of Directors for the term 2022-2027:

1. Mr/Mrs - Chairman of BOD
2. Mr/Mrs - Vice Chairman of BOD
3. Mr/Mrs - Vice Chairman of BOD
4. Mr/Mrs - Member of BOD
5. Mr/Mrs - Member of BOD
6. Mr/Mrs - Member of BOD

Article 25. The Supervisory Board for the term 2022-2027 had a quick meeting at the General Meeting, electing the Head of the Supervisory Board as follows:

1. Mr/Mrs - Head of the Supervisory Board

2. Mr/Mrs - Member of BOS
3. Mr/Mrs - Member of BOS

Article 26. This Resolution and following documents passed by shareholders at the Annual General Meeting 2022 and comes to effect upon closure of the meeting:

- Reports and Proposals submitted at the Annual General Meeting 2022;
- The Minutes of voting results at Annual General Meeting 2022;
- The Minutes of election counting results at Annual General Meeting 2022;
- The Minutes of the Annual General Meeting 2022.
- Regulations on operation of the Board of Directors of TRACODI;
- Operational Regulations of the Supervisory Board of TRACODI;
- Company charter (amended and supplemented for the 19th time);

Article 27. The Board of Directors of TRACODI is responsible for steering and monitoring the Board of Management on their execution of resolution approved by shareholders at the Annual General Meeting 2022. The Board of Directors is responsible for reporting the results in the next annual general meeting of shareholders.

The Resolution was adopted by% of total voting from shareholders present at the Annual General Meeting 2022.

Recipients:

- Shareholders;
- BOD, SB, BOM;
- ID, TRACODI's website;
- Archived: BOD, BS Dept

FOR AND ON BEHALF OF THE AGM

CHAIRMAN

(Sign & seal)

Nguyen Ho Nam