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No: 08 - TTR

April 22 2025

PROPOSAL

Regarding Authorization for the Board of Directors to approve contracts and transactions with insiders, related parties, and shareholders of the Company

**To: GENERAL MEETING OF SHAREHOLDERS OF VIETNAM TRAVEL
AND MARKETING TRANSPORT JOINT STOCK COMPANY –
VIETRAVEL**

- Under the Law on Enterprises No. 59/2020/QH14 passed by the National Assembly of the Socialist Republic of Vietnam on June 17, 2020;
- Under the Law on Securities No. 54/2019/QH14 passed by the National Assembly of the Socialist Republic of Vietnam on November 26, 2019;
- Under the Charter of Vietnam Travel and Marketing Transport Joint Stock Company – Vietravel;
- Under the actual conditions of the Company.

To facilitate the implementation of the proposed business plan and leverage existing resources and strengths of subsidiaries, affiliated companies, companies within the Vietravel Group, and related persons of the Company, the Board of Directors respectfully submits the following for the General Meeting of Shareholders' consideration and approval:

1. Approval and authorization for the Board of Directors to approve contracts and transactions with a value of 35% or more or transactions leading to an aggregate value within 12 months from the date of the first transaction reaching or exceeding 35% of the total asset value as recorded in the most recent financial statement of the Company, based on risk assessment and ensuring corporate safety.

a) *Parties to the contracts and transactions include:*

- Persons related to the Company, persons related to members of the Board of Directors, members of the Internal Audit Committee, General Director, Deputy General Directors, insiders, managers of the Company, and their related persons. (As listed in Appendix 1 attached to this Proposal.)



OVERSEAS OFFICES:

USA - FRANCE - AUSTRALIA - SINGAPORE - THAILAND - CAMBODIA.

VIETNAM BRANCHES:

HA NOI - QUANG NINH - THAI NGUYEN - HAI PHONG - VINH - HUE - DA NANG - QUANG NGAI - QUY NHON - BUON MA THUOT - NHA TRANG - DA LAT - VUNG TAU
DONG NAI - BINH DUONG - CAN THO - LONG XUYEN - RACH GIA - PHU QUOC - CA MAU.

TRAVEL BOOKING OFFICES IN HCMC:

CONG HOA - GO VAP - PHU MY HUNG.

MEMBERS OF VIETRAVEL:

VIETRAVEL AIRLINES - WORLDTRANS - VIETRAVEL INVEST - TRIPU - BEEVENT JSC - CDIMEX - AISIA EXPRESS TRANSPORT SERVICE ENTERPRISE
GREEN LEAF CENTER VIETNAM - TOUR GUIDE OPERATION - VIETNAM MANPOWER CENTER - VIETRAVEL ACADEMY.

- Shareholders and authorized representatives of shareholders holding more than 10% of the total ordinary shares of the Company and their related persons.

b) *Main contents of the contracts and transactions include:*

- Transactions involving borrowing/lending, loan guarantees, and other security measures (e.g., pledges and mortgages);


- Transactions and contracts for leasing, renting assets, or the sale and purchase of products;

- Service provision contracts and other civil and commercial contracts;

- Agreements for extending debt repayment and other issues arising from the transfer of shares in the companies: Vietravel Airlines (Contract No. 380-HĐ/HĐQT-VP dated 15/12/2021 and attached appendices), Cultural Development & Import-Export Joint Stock Company (Cdimex) (Contract No. 398-HĐ/HĐQT-VP dated 29/12/2021 and appendices), World Transportation Services Joint Stock Company (Contract No. 403-HĐ/HĐQT-VP dated 31/12/2021 and appendices), transferred to Vietravel Corporation under the restructuring plan approved at the Annual General Meeting on May 25, 2021.

2. The resolution adopted by the General Meeting of Shareholders on this matter shall be effective for transactions carried out in 2025 and until the 2026 Annual General Meeting of Shareholders.

The Board of Directors attaches to this Proposal the appendix listing related-party transactions expected to be carried out in 2025 and until the 2026 AGM, and is responsible for reporting on the implementation of these transactions at the next AGM.

Respectfully submitted. 

Recipients:

- *Shareholders' Meeting;*
- *Archive: BOD Office*

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




NGUYEN QUOC KY

