

GEMADEPT CORPORATION

No. 038/GMD-2024

SOCIALIST REPUBLIC OF VIETNAM

Independence – Freedom – Happiness

Ho Chi Minh City, January 23, 2025

ABNORMAL INFORMATION ANNOUNCEMENT

To: - **State Securities Commission of Vietnam**
 - **Vietnam Stock Exchange**
 - **Ho Chi Minh Stock Exchange**

1. Company: GEMADEPT CORPORATION

- Stock code: GMD

- Address: 6 Le Thanh Ton Street, Ben Nghe Ward, District 1, Ho Chi Minh City

- Telephone: 028 38236236/0903302117 Fax: 028 38235236

- Email: info@gemadep.com.vn

2. Content of information published:

- On January 23, 2025, the Board of Management of Gemadep Corporation held a meeting and issued Resolution No. 028/NQ-HĐQT-GMD regarding the adjustment of the plan to use the proceeds from the public offering of additional shares to existing shareholders in 2024.

- Gemadep Corporation announces the information on the Report on Changes to the Plan for the Use of Proceeds from the Offering.

3. This information has been posted on the Company's website at <https://www.gemadep.com.vn> since January 23, 2025.

We confirm that all the information announced is true and take full legal responsibility regarding the content of the announcement.

Attached file:

- Resolution No. 028/NQ-HĐQT-GMD dated January 23, 2025.
- Report No. 037/GMD-2025 dated January 23, 2023, on Changes to the Plan for the Use of Proceeds from the Offering.

**COMPANY'S REPRESENTATIVE
AUTHORIZED PERSON TO DISCLOSE
INFORMATION**

Nguyen Minh Nguyet
(Signed and sealed)

BOARD OF MANAGEMENT RESOLUTION
GEMADEPT CORPORATION**Regarding the adjustment of the plan to use the proceeds from the public offering of additional shares to existing shareholders in 2024**

- Pursuant to the Enterprise Law No. 59/2020/QH14 dated June 17, 2020;
- Pursuant to the Securities Law No. 54/2019/QH14 dated November 26, 2019;
- Pursuant to Decree No. 155/2020/ND-CP dated December 31, 2020 of the Government detailing the implementation of a number of articles of the Securities Law;
- Pursuant to the Charter of Organization and Operation of Gemadept Corporation;
- Pursuant to the Resolution of the 2024 Annual General Meeting of Shareholders No. 107/NQ-DHĐCĐ-GMD dated December 16, 2024 of Gemadept Corporation;
- Pursuant to the Resolution of the 2024 Annual General Meeting of Shareholders No. 169/NQ-DHĐCĐ-GMD dated December 16, 2024 of Gemadept Corporation;
- Pursuant to the Minutes of the Board of Management (BOM) meeting No. 027/BB-HĐQT-GMD.

RESOLUTION

Article 1: Approve the adjustment of the plan for the use of proceeds from the public offering of additional shares to existing shareholders in 2024, as outlined in Resolution No. 090/NQ-DHĐCĐ-GMD dated June 25, 2024, approved by the Annual General Meeting of Shareholders in 2024, and Resolution No. 107/NQ-HĐQT-GMD dated July 16, 2024, of the Board of Management.

The total proceeds from the offering amounted to **3,014,130,484,000 VND** (an increase of 12,756,576,000 VND compared to the anticipated proceeds from the offering).

Based on the actual proceeds from the offering, the Company's production and business operations, and its financial situation, the BOM has resolved to adjust the plan for using the proceeds from the offering as follows:

	Purpose	Expected amount (VND)	Expected disbursement date	Notes
1	Procurement of Fixed Assets	1,779,122,734,000		
	Purchase of 02 seagoing vessels with a capacity of approximately 1,800 TEU	916,122,73,000	Q1/2024	Decrease by 433.877.266.000 VND

	Purchase of 02 STS cranes with a lifting capacity of 85 tons	654.500.000.000	Q1/2024	No changes
	Purchase of 07 barges with a carrying capacity of 248 TEU	208.500.000.000	Q1/2024	No changes
2	Bank Loan Repayment	230.624.000.000	Done	No changes
	Repayment of part of the principal loan (including both due and early repayment) to Shinhan Bank Vietnam Co., Ltd.	174.028.730.220		
	Repayment of part of the principal loan (including both due and early repayment) to Joint Stock Commercial Bank for Investment and Development of Vietnam	56,595,269,780		
3	Increase the capital contribution to Nam Dinh Vu Port Joint Stock Company (a subsidiary in which Gemadept owns 60% of the charter capital) to carry out business operations and repay bank loans	540,000,000,000	Done	Decrease by 17.749.908.000 VND
4	Increase the capital contribution to Pacific Maritime Equipment and Services Co., Ltd. (a subsidiary wholly owned by Gemadept)	115,000,000,000	Q1/2025	Supplement
5	Increase the capital contribution to V.N.M General Transport Services Co., Ltd. (a subsidiary wholly owned by Gemadept)	273,000,000,000	Q1/2025	Supplement
6	Acquire common shares in Hai Minh Port Services Joint Stock Company	76,383,750,000	Q1/2025	Supplement
Total		3,014,130,484,000		

The total adjusted value is VND 464,383,750,000, equivalent to 15% of the total proceeds from the offering.

Article 2: Authorize the Company's General Director, who is also the Legal Representative, or a person authorized by the General Director, to organize, direct, and implement the signing of related documents, including explanatory documents submitted to competent State authorities (if necessary), in accordance with the provisions of Article 1 of this Resolution and relevant laws.

Article 3: This Resolution takes effect from the date of signing. Members of the Board of Management, the Control Board, the Board of Directors, and relevant functional departments of the Company are responsible for implementing this Resolution.

Recipient:

- Members of the BOM;
- As Article 3;
- ADM

**BOARD OF MANAGEMENT'S
REPRESENTATIVE
CHAIRMAN**

DO VAN NHAN
(Signed and sealed)

GEMADEPT CORPORATION

No. 037/NQ-HĐQT-GMD

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Ho Chi Minh City, January 23, 2025

**REPORT ON CHANGES TO THE PLAN FOR THE USE OF PROCEEDS FROM THE
OFFERING**

I. INTRODUCTION TO THE ISSUER

1. Issuer name : **GEMADEPT CORPORATION**
2. Head office address : 2bis-4-6 Le Thanh Ton Street, Ben Nghe Ward,
District 1, HCMC
3. Phone number : 028 38 236 236 Fax: 028 38 235 236
4. Charter capital : 4.139.826.090.000 VND
5. Place of account opening : Joint Stock Commercial Bank For Foreign Trade Of
Vietnam HCMC Branch
6. Account number : 0071000592567
7. The Business Registration Certificate with business registration number
0301116791 was initially issued by the Ho Chi Minh City Department of Planning and
Investment on November 1, 1993, and updated for the 31st time on January 10, 2025.
 - Main business activities: Freight transportation by road. Details: Organizing
multimodal transportation services, operating container yards and related services,
and performing maritime agency and brokerage tasks.
Industry code: 4933.
 - Key products/services:
 - Port operations: Managing a network of ports spanning from North to South,
located in major cities and key economic zones.
 - Logistics: Distribution centers; dedicated container transport routes; OOG cargo
transport; multimodal transport; vessels and crew management; freight forwarding
agency services; air cargo terminals, etc.
8. License for establishment and operations: Not applicable.

II. ISSUED SECURITIES

1. Name of security: Gemadept Joint Stock Company shares
2. Type of security: Common shares
3. Par value: 10,000 VND/share
4. Number of securities issued: 103,495,652 shares
5. Total funds raised: 3,014,130,484,000 VND, of which funds raised for the project: 0 VND
6. Closing date of the offering: December 12, 2024.

III. PLAN FOR UTILIZING FUNDS RAISED FROM THE OFFERING

1. Plan for utilizing funds raised from the offering:

	Purpose	Expected amount (VND)	Expected disbursement date
1	Procurement of Fixed Assets	2,213,000,000,000	
	Purchase of 03 seagoing vessels with a capacity of approximately 1,800 TEU	1,350,000,000,000	Q4/2024 – Q1/2025
	Purchase of 02 STS cranes with a lifting capacity of 85 tons	654,500,000,000	Q4/2024 – Q1/2025
	Purchase of 07 barges with a carrying capacity of 248 TEU	208,500,000,000	Q4/2024 – Q1/2025
2	Bank Loan Repayment	230,642,000,000	
	Repayment of part of the principal loan (including both due and early repayment) to Shinhan Bank Vietnam Co., Ltd.	174,028,730,220	Q4/2024 – Q1/2025
	Repayment of part of the principal loan (including both due and early repayment) to Joint Stock Commercial Bank	56,595,269,780	Q4/2024 – Q1/2025

	for Investment and Development of Vietnam		
3	Increase the capital contribution to Nam Dinh Vu Port Joint Stock Company (a subsidiary in which Gemadept owns 60% of the charter capital) to carry out business operations and repay bank loans	557,749,908,000	Q4/2024 – Q1/2025
Total		3,001,373,908,000	

2. Changes to the plan:

	Purpose	Expected amount (VND)	Expected disbursement date	Notes
1	Procurement of Fixed Assets	1,779,122,734,000		
	Purchase of 02 seagoing vessels with a capacity of approximately 1,800 TEU	916,122,73,000	Q1/2024	Decrease by 433.877.266.000 VND
	Purchase of 02 STS cranes with a lifting capacity of 85 tons	654.500.000.000	Q1/2024	No changes
	Purchase of 07 barges with a carrying capacity of 248 TEU	208.500.000.000	Q1/2024	No changes
2	Bank Loan Repayment	230.624.000.000	Done	No changes
	Repayment of part of the principal loan (including both due and early repayment) to Shinhan Bank Vietnam Co., Ltd.	174.028.730.220		
	Repayment of part of the principal loan (including both due and early repayment) to Joint Stock Commercial Bank for Investment and Development of Vietnam	56,595,269,780		

3	Increase the capital contribution to Nam Dinh Vu Port Joint Stock Company (a subsidiary in which Gemadept owns 60% of the charter capital) to carry out business operations and repay bank loans	540,000,000,000	Done	Decrease by 17.749.908.000 VND
4	Increase the capital contribution to Pacific Maritime Equipment and Services Co., Ltd. (a subsidiary wholly owned by Gemadept)	115,000,000,000	Q1/2024	Supplement
5	Increase the capital contribution to V.N.M General Transport Services Co., Ltd. (a subsidiary wholly owned by Gemadept)	273,000,000,000	Q1/2024	Supplement
6	Acquire common shares in Hai Minh Port Services Joint Stock Company	76,383,750,000	Q1/2025	Supplement
Total		3,014,130,484,000		

The total adjusted value is VND 464,383,750,000, equivalent to 15% of the total proceeds from the offering.

3. Reason for the change: Based on the actual amount raised from the offering (an increase of VND 12,756,576,000 compared to the estimated amount) and considering the Company's business operations, financial situation, and deployment plans, the BOM has decided to adjust the plan for utilizing the funds raised from the offering as stated above.
4. Basis for the change: Resolution No. 123/NQ-HĐQT-GMD dated January 23, 2025, of the BOM regarding the adjustment to the plan for utilizing the funds raised from the public offering of additional shares to existing shareholders in 2024.
5. The revised plan was disclosed on January 23, 2025, at:
 - The State Securities Commission of Vietnam,
 - Ho Chi Minh City Stock Exchange,
 - Gemadept Corporation.

**GEMADEPT CORPPORATION
LEGAL REPRESENTATIVE**

NGUYEN THANH BINH
(Signed and sealed)