

SOCIALIST REPUBLIC OF VIETNAM
Independence – Freedom – Happiness

Hai Phong, March 27, 2025

**REGULATIONS ON THE ORGANIZATION OF
THE 2025 ANNUAL GENERAL MEETING OF SHAREHOLDERS
DINH VU PORT INVESTMENT & DEVELOPMENT JOINT STOCK COMPANY**

CHAPTER I: GENERAL PROVISIONS

Article 1. Scope of Application

These Regulations apply to the organization of the 2025 Annual General Meeting of Shareholders (hereinafter referred to as the “General Meeting”) of DinhVu Port Investment & Development Joint Stock Company (hereinafter referred to as the “Company”).

These Regulations specifically stipulate the rights and obligations of shareholders and participants of the General Meeting, as well as the conditions and procedures for conducting the General Meeting.

Article 2. General Requirements

Shareholders must be seated in the designated areas as instructed by the Organizing Committee. Shareholders attending the General Meeting are responsible for maintaining general order, keeping their mobile phones on silent mode, and refraining from smoking in the meeting room. They must conduct themselves in a civilized and respectful manner, avoiding any actions that may obstruct or disrupt order, ensuring that the General Meeting proceeds in a serious, fair, and lawful manner. They must comply with the directions of the Chairperson and the Organizing Committee.

Shareholders/shareholder representatives are responsible for attending the General Meeting from the beginning until its conclusion.

In case a shareholder or shareholder representative attending the meeting does not exercise their voting rights on matters at the General Meeting, they shall be deemed to have agreed with the matters voted on at the General Meeting and shall have no right to file complaints regarding their related shareholder rights.

Article 3. Conditions for Attending the General Meeting

Shareholders or authorized representatives of shareholders whose names are listed in the shareholder register as of the record date for attending the General Meeting on March 20, 2025.

**CHAPTER II:
RIGHTS AND OBLIGATIONS OF SHAREHOLDERS, AUTHORIZED
REPRESENTATIVES, AND PARTICIPANTS OF THE GENERAL MEETING**

Article 4. Rights and Obligations of Shareholders and Authorized Representatives

Vote on decisions within the authority of the General Meeting of Shareholders in accordance with the Law on Enterprises, the Company's Charter, and applicable legal regulations;

Shareholders or authorized representatives attending the General Meeting shall receive a Voting Card indicating the number of shares corresponding to their number of shares for matters discussed at the General Meeting.

The voting value of the Voting Card held by a shareholder or authorized representative shall correspond to the proportion of the number of voting shares that such person owns or is authorized to register to attend the General Meeting, relative to the total number of voting shares of all shareholders or authorized representatives present at the General Meeting.

During the discussion session, shareholders or authorized representatives may speak directly in the meeting room or write their opinions on the Contribution Opinion Form and submit it to the Secretariat for reporting to the Presidium, which will arrange for a responsible person to respond. The opinions and contributions of shareholders must be concise, focused on key points for discussion, and limited to the matters within the agenda approved by the General Meeting of Shareholders.

Each shareholder or authorized representative attending the General Meeting must bring the Meeting Invitation, identification documents (ID Card, Citizen Identity Card, or Passport), and a Power of Attorney (if applicable) to present to the Organizing Committee. They will receive a Voting Card and a set of meeting materials, which bear Company's seal on the organization name.

Shareholders or authorized representatives who arrive late have the right to register immediately and participate in voting thereafter. However, the Chairperson is not responsible for pausing the General Meeting for their registration, and the validity of the voting sessions already conducted will not be affected.

Shareholders shall bear their own travel, meal, and accommodation expenses.

Article 5. Rights and Obligations of the Shareholder Eligibility Verification Committee

The Shareholder Eligibility Verification Committee is appointed by the Organizing Committee of the General Meeting of Shareholders.

The Shareholder Eligibility Verification Committee shall:

- Verify the eligibility of shareholders or authorized representatives attending the Meeting: personal identification documents (ID Card, Citizen Identity Card, or Passport), the Meeting Invitation, and the Power of Attorney (if applicable).
- Distribute documents to shareholders or authorized representatives: the Voting Card and other Meeting materials.
- Report to the General Meeting on the verification results of shareholder eligibility at the following times:
 - + Before the opening of the General Meeting;
 - + Before each voting session if there is a change in the number of registered attendees (late-arriving shareholders registering for the meeting).
 - + The Shareholder Eligibility Verification Committee has the right to establish support teams to assist in fulfilling its duties.

Article 6. Rights and Obligations of the Vote Counting Committee

The Vote Counting Committee is nominated by the Presidium and approved by the General Meeting through voting.

The Committee has the following duties:

- Determine the voting results of shareholders on matters approved at the General Meeting.
- Inspect, monitor the voting process, and announce the voting results to the General Meeting.
- Promptly report the voting results to the Secretariat and submit the minutes to the Presidium.
- Review and report to the General Meeting any violations of voting regulations or complaints regarding the voting process.

During the execution of its duties, the Vote Counting Committee must operate with honesty and accuracy and shall be responsible for the voting results.

Article 7. Rights and Obligations of the Chairperson of the General Meeting and the Secretariat

a. Chairperson of the General Meeting

- The Chairperson of the Board of Directors shall preside over and chair the General Meeting of Shareholders.
- The Chairperson shall conduct the General Meeting in accordance with the approved agenda and regulations adopted by the General Meeting.
- The Chairperson shall guide the General Meeting in discussions and voting on matters within the agenda of the General Meeting and other related issues throughout the duration of the Meeting.
- The Chairperson has the right to take necessary measures to conduct the meeting in an orderly and proper manner, ensuring adherence to the approved agenda while reflecting the will of the majority of attendees.
- The Chairperson's decisions regarding procedures, order of proceedings, or any unforeseen events arising outside the agenda of the General Meeting shall be final and binding.
- The Chairperson has the right to request relevant authorities to maintain order during the meeting and to expel any individuals who fail to comply with the Chairperson's authority, intentionally cause disruptions, or obstruct the normal proceedings of the meeting.
- The Chairperson has the authority to postpone the General Meeting to another time or change the meeting venue if it is determined that:
 - + The actions of attendees disrupt or are likely to disrupt the orderly conduct of the meeting.
 - + The postponement is necessary to ensure the lawful conduct of the General Meeting;
 - + The maximum postponement period shall not exceed three days from the originally scheduled meeting date.

b. Secretariat

- The Secretariat shall perform support tasks as assigned by the Chairperson, including:

- + Fully and honestly recording the entire proceedings of the General Meeting, and matters approved or noted by shareholders or shareholder representatives.
- + Determine the voting results of shareholders on matters approved at the General Meeting.
- + Draft the Minutes and Resolutions of the General Meeting on the matters approved at the General Meeting.
- + Other tasks as assigned by the Chairperson.
- + Promptly informing the Presidium of any issues arising beyond its authority to resolve.

CHAPTER III: PROCEDURE FOR CONDUCTING THE GENERAL MEETING

Article 8. Conditions for Holding the General Meeting

The General Meeting of Shareholders shall be conducted when shareholders/shareholder representatives attending the meeting represent at least 60% of the total voting shares.

Article 9. Method of Conducting the General Meeting

- The General Meeting is expected to take place in one working session (from 8:30, Monday, May 13, 2024);
- The General Meeting will sequentially discuss and approve the items listed in the Meeting Agenda.

Article 10. Approval of Resolutions at the General Meeting

- Matters of the General Meeting shall be approved when shareholders representing at least 60% of the total voting shares of shareholders/shareholder representatives with voting rights present at the General Meeting give their consent.

Article 11. Voting Methods

- The matters in the General Meeting agenda must be approved by direct voting at the General Meeting. Each shareholder shall be issued a Voting Card, which includes the attending shareholder's code, the number of voting shares (both owned and authorized), nine (09) matters to be voted on at the General Meeting, and the Company's seal on the organization name.

- The General Meeting shall conduct an open vote on the nine (09) matters to be voted on at the General Meeting. Shareholders/authorized representatives of shareholders shall vote on all matters requiring opinions at the General Meeting by raising their Voting Cards as directed by the Chairperson of the General Meeting and simultaneously marking their Voting Cards as instructed by the vote-counting committee.

For voting on the Presidium, Agenda, Vote-Counting Committee, and Meeting Regulations, shareholders shall vote directly by raising their Voting Cards as instructed by the Presidium (without marking or writing on the Voting Cards).

- After voting on the nine (09) matters at the General Meeting, shareholders/authorized representatives of shareholders shall place their Voting Cards into the ballot box.

- The Vote Counting Committee shall count the votes on-site to determine the voting ratio for each matter submitted for approval by the General Meeting of Shareholders.

- The decisions of the General Meeting shall be approved by voting when they meet the minimum required ratio as stipulated by law, the Company's Charter, and Article 10 of this Regulation.

- Matters approved by the General Meeting shall take effect immediately at the General Meeting.

Article 12. Valid and Invalid Voting Cards

1. Valid Voting Cards

The Voting Card is issued by the Organizing Committee of the General Meeting and bears the Company's seal on the organization name. It must not be erased, altered, or have any additional content written on it.

Voting Cards left blank for one or all matters shall be considered as having no opinion.

2. Invalid Voting Cards

It is not issued by the Organizing Committee of the General Meeting.

It contains additional content or has been altered.

It has been erased, damaged, or torn.

Marked with more than two (02) voting options for a single matter;

The card is marked with Roman numerals, letters, or other characters different from the instructions on voting options.

Article 13. Minutes and Resolutions of the General Meeting

The proceedings of the General Meeting shall be recorded in the minutes. The Presidium and the Secretariat of the General Meeting shall be responsible for the accuracy and truthfulness of the minutes.

The meeting minutes must be announced to the General Meeting and approved before its adjournment.

The minutes of the General Meeting, the shareholder eligibility verification minutes, the vote-counting minutes, and other documents recording the proceedings and outcomes of the General Meeting must be kept at the Company's headquarters.

The minutes of the General Meeting serve as the basis for issuing the resolutions of the General Meeting.

Based on the results of the General Meeting, the Chairperson, on behalf of the Presidium, shall sign the resolution of the General Meeting of Shareholders regarding the matters approved.

Article 14. Implementation Provisions

This Regulation consists of 3 chapters and 14 articles and shall take effect immediately upon approval by the General Meeting of Shareholders of the Company through voting.

This Regulation may be amended from time to time based on proposals from the Board of Directors and must be approved by the General Meeting of Shareholders through voting.

This Regulation shall cease to be effective immediately after the conclusion of the General Meeting./.

**ON BEHALF OF THE BOARD OF
DIRECTORS
CHAIRPERSON**

(Signed)

Vu Tuan Duong