PORT OF HAI PHONG
JOINT STOCK COMPANY

No. 01/2025/NQ-ĐHĐCĐ

SOCIALIST REPUBLIC OF VIETNAM
Independence - Freedom - Happiness

Hai Phong, April 29 th, 2025

CÔNG TY CỔ PHẦN CẢNG HẢI PHÒNG
Digitally signed by CÔNG TY CỔ PHẦN CẢNG HẢI PHÒNG
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DRAFT

RESOLUTION
ANNUAL GENERAL MEETING OF SHAREHOLDERS 2025
PORT OF HAI PHONG JOIN SOTCK COMPANY

Pursuant to the Enterprise Law No. 59/2020/QH14, passed by the National Assembly of the Socialist Republic of Vietnam on June 17, 2020;

Pursuant to the Charter of Organization and Operation of Port of Hai Phong Joint Stock Company;

Pursuant to Meeting Minutes No. 01/2025/BB-DHDCD of the Annual General Meeting of Shareholders 2025, dated April 29 th, 2025.

RESOLUTION:

Article 1: Approval of the Report of the Board of Managemant anh the Executive Board on business performance in 2024 and business plan for 2025 with the following key indicators:

1. Several Key Business Results for 2024

1.1. Business Performance Indicators of Port of Hai Phong (Parent Company)

- Actual Throughput: 23.57 million tons, reaching 100.3% of the plan, decreasing by 1.0% compared to the same period in 2023. Of this, container volume handled was 1,273,214 TEUs, achieving 96.8% of the plan and decreasing by 3% year-over-year.

- Actual Revenue: VND 1,729.86 billion, equivalent to 113.14% of the plan and increasing by 11.46% compared to the same period in 2023. Of this, revenue from operations reached VND 1,373.82 billion, achieving 100.65% of the plan and increasing by 9.53% compared to the same period in 2023.

- Actual Profit: VND 738.077 billion, achieving 139.26% of the plan and rising by 20.67% compared to the same period in 2023.

1.2. Consolidated Business Performance Indicators of Port of Hai Phong (including Port of Hai Phong, port subsidiaries, and joint ventures and associated companies):

- Actual throughput: 39.9 million tons, attaining 109.3% of the plan and growing by 5.1% year-over-year. Of this, container throughput reached 1,846,300 TEUs, achieving 96.4% of the plan and increasing by 2.3% compared to 2023.

- Actual revenue: VND 2,997.98 billion, equaling 129.78% of the plan and increasing by 19.23% year-over-year.

- Actual Profit: VND 1,119.85 billion, achieving 142.84% of the plan and rising by

31.08% compared to 2023.

1.3. Investment: The implementation volume of parent company investment projects in 2024 was VND 2,070.432 billion, achieving 80.83% of the 2024 plan (VND 2,561.498 billion), specifically:

2. ***Several Key Business Indicators for 2025***

2.1. Business Plan of Port of Hai Phong (Parent Company)

- Throughput: 27.92 million tons, including 1,446,000 TEUs of containers

- Revenue: VND 2,269.0 billion

- Pre-tax profit: VND 967.5 billion

2.2 Consolidated Business Plan of Port of Hai Phong (including Port of Hai Phong, port subsidiaries, and joint ventures and associated companies):

- Throughput: 49.5 million tons, including 2,393,000 TEUs of containers

- Revenue: VND 3,650.0 billion

- Pre-tax profit: VND 1,353.0 billion

2.3 Investment Plan for Procurement and Construction

Unit: Billion VND

No.	Investment Project	Plan in 2025
1	Infrastructure Investment	110.401
2	Equipment Procurement Investment	128.990
3	Information Technology Investment	8.017
4	Port Expansion Projects	3,045.451
Total		**3,292.859**

` 2.4 **External Capital Investment Plan**

Unit: Billion VND

No.	Description	Estimated Amount (Billion VND)	Equivalent (USD)	Remark
1	Capital Contribution to Smart Logistics Services (Hai Phong) Co., Ltd.	65.6	2,600,000	Feb 2025: VND 35.4 billion May 2025: VND 15.1 billion August 2025: VND 15.1 billion

2	Capital Contribution to Haiphong Port TIL International Terminal Company Limited	1,213.4	49,244,083	March - April 2025: VND 534.1 billion Q3/2025: VND 462.7 billion Q4/2025: VND 216.6 billion
3	Capital Contribution to Hai Phong Port Technical Services and Training Joint Stock Company	4		Planned for April 2025
4	Charter Capital Increase at Hai Phong Port Tug and Transport Joint Stock Company	16.2		Planned for Q2/2025
5	Capital Increase at Hoang Dieu Port (Merger of Hoang Dieu Port - Chua Ve Terminal)	170		Expected June-July 2025

2.5 Other targets

- Expected dividend for 2025: 4%.

- Implement the divestment plan for enterprises operating outside the company's core business areas with inefficient performance as approved by the Board of Management, and continue to review and develop plans for further divestment from poorly performing business enterprises.

2.6. Unplanned contents

Assign the Board of Management to decide on investment projects, procurement, repair, maintenance dredging, and urgent expenditures for business operations that arise outside the company's annual plan, which has been approved by the General Meeting of Shareholders.

The percentage of affirmative votes was .....% of the total votes cast by shareholders present and voting at the meeting.

Article 2: Approval of the Report on the activities of independent membes of the Board of Management and assessment of the activities of the Board of management in 2024

The percentage of affirmative votes was .....% of the total votes cast by shareholders present and voting at the meeting.

Article 3: Approval of the Audited Financial Statements for 2024

The percentage of affirmative votes was .....% of the total votes cast by shareholders present and voting at the meeting.

Article 4: Approval of the Proposal Distribution of after-tax profit and dividend payment for 2024

- Dividend payment for 2024

+ Dividend Payment Rate is 2% of charter capital

+ Payment method: In cash

+ Dividend payment date/timing: To be decided by the Board of Directors.

- Profit distribution plan for 2024

STT	Content	Expected Profit Distribution 2024 (VND)	Percentage of Funds Distributed/Profit After Tax Distributed (%)
1	Profit before tax in 2024	738,077,707,071	
2	Profit after tax in 2024	642,427,050,347	
3	Undistributed profit from previous years	13,467,439,606	
4	Undistributed profit after tax (4=2+3)	655,894,489,953	
5	Unrealized exchange rate gain	11,124,340,500	
6	Deferred corporate income tax	799,677,707	
7	Total distributable profit (7=4-5-6)	643.970.471.746	
8	Charter capital	3,269,600,000,000	
9	Dividend payment (9 = 8 * 2%)	65,392,000,000	10.15%
10	Allocation to the investment and development fund (10=7-9-11-12-13-14-15-16-17)	496,051,471,746	77.03%
11	Allocation to the employee bonus fund	25,123,000,000	3.90%
12	Allocation to the management bonus fund	1,645,000,000	0.25%
13	Allocation to the reward fund	22,044,000,000	3.42%
14	Allocation to the welfare fund	7,715,000,000	1.20%
15	Allocation to early retirement support fund	15,000,000,000	2.33%
16	Allocation to the management operation fund	1,000,000,000	0.16%
17	Undistributed Retained Profit After Tax	10,000,000,000	1.55%
18	Non-Distributable Profit After Tax (18=5+6)	11,924,018,207	

19	Total Undistributed Retained Profit After Tax (19=17+18)	21,924,018,207	

The percentage of affirmative votes was .....% of the total votes cast by shareholders present and voting at the meeting.

Article 4: Approval of the Proposal Regarding the Salary and Remuneration Fund Realized in 2024 and Planned for 2025 for the Board of Management, Supervisory Board and Board of Directors

1. Actual Performance in 2024:

a. Salary of Executive Board of Management and Supervisory Board Members

- Salary of the Chairman of the Board of Management: 140 million VND x 1.13 x 1.1 = 173.5 million VND

- Salary of an Executive Member of the BOM, Head of the Supervisory Board: 86 million x 1.13 x 1.1 = VND 106.6 million VND

b. Remuneration for Non-Executive Board of Management and Supervisory Board Members

The remuneration fund for non-executive Board of Management and Supervisory Board members: 1,610 million VND (equal to the planned remuneration fund), allocated as follows:

- Non-executive Board of Management member: 20 million VND/person/month

- Non-executive Supervisory Board member: 10 million VND/person/month

2. Plan for 2025

a. Planned Salary Levels for the Board of Management and Supervisory Board Members

- Planned salary for the Chairman of the BOD: 140 million VND x 1.15 x 1.2 = 193.2 million VND /person-month

- Planned salary for the Head of the Supervisory Board: 118.68 million VND /person/month

b. Remuneration for Non-Executive Board of Management and Supervisory Board Members

The remuneration fund for non-executive BOM and SB members: 2,520 million VND (representing a 1.5-fold increase compared to 2024, attributed to increased profit and workload), allocated as follows:

- Non-executive BOM member: 30 million VND/person/month

- Non-executive SB member: 15 million VND/person/month

The percentage of affirmative votes was .....% of the total votes cast by shareholders present and voting at the meeting.

Article 6: Approval of the Proposal Amending and Supplementing the Charter of Organization and Operation of Port of Hai Phong Join Stock Company, as follows

-Approval of amendments and supplements to the Company's Charter in accordance with the proposed content in this document in the form of an Appendix for Amendment and Supplementation of the Charter of Port of Hai Phong Joint Stock Company.

- Authorization for the Board of Management of Port of Hai Phong Joint Stock Company to direct the General Director to:

+ Amend and supplement the Company's Charter based on the proposals in this document and feedback from shareholders or shareholder representatives attending the General Meeting (if any).

+ Finalize and sign the issuance of the Appendix for Amendment and Supplementation of the Charter of Port of Hai Phong Joint Stock Company (Second Amendment), and publish the Charter's content in compliance with regulations.

The percentage of affirmative votes was .....% of the total votes cast by shareholders present and voting at the meeting.

Article 7: Approval of the Proposal Amending and Supplementing the Internal Regulations on Corporate Governance of Port of Hai Phong Join Stock Company, as follows

- Approval of the amendments and supplements to the Company's internal governance regulations as proposed in this Proposal, in the form of an Appendix to the Amended and Supplemented Internal Governance Regulations of Port of Haiphong JSC.

- Authorizing the Board of Management of Port of Haiphong JSC to:

+ Direct the amendment of the Company's internal governance regulations according to the content proposed in this Proposal and the feedback from shareholders and shareholder representatives attending the General Meeting (if any).

+ Finalize the content, sign, and issue the Appendix to the Amended and Supplemented Internal Governance Regulations of Port of Haiphong JSC (first version), and publicly announce the regulations in accordance with legal requirements.

The percentage of affirmative votes was .....% of the total votes cast by shareholders present and voting at the meeting.

Article 8: Approval of the Proposal Amending and Supplementing the Regulations on the Operation of the Board of Management of Port of Hai Phong Join Stock Company, as follows

- The changes and additions of the Company's Board of Management's Operating Regulations as proposed in this Proposal, in the form of an Appendix amending and supplementing the Operating Regulations of Board of Management of Port of Hai Phong Joint Stock Company.

- To assign to Board of Management of Port of Haiphong Joint Stock Company:

+ To direct the amendment of the Operating Regulations of Board of Management of Port of Haiphong Joint Stock Company in accordance with the proposed content in this Proposal and the opinions of shareholders and shareholder representatives attending the General Meeting (if any).

+ To finalize the content, sign, and issue the Appendix amending and supplementing the Operating Regulations of the Board of Management of Port of Haiphong Joint Stock Company (first time) and issue the Regulations in accordance with regulations.

The percentage of affirmative votes was .....% of the total votes cast by shareholders present and voting at the meeting.

Article 9: Approval of the Report Regarding the implementation of the "Investment project to build container terminals No. 3 and No. 4 of Hai Phong International Gateway Port (at Lach Huyen Port Area), Hai Phong City" in 2024 and the implementation plan in 2025.

The percentage of affirmative votes was .....% of the total votes cast by shareholders present and voting at the meeting.

Article 10: Approval of the Report of the Supervisory Board at the 2025 Annual General Meeting of Shareholders

The percentage of affirmative votes was .....% of the total votes cast by shareholders present and voting at the meeting.

Article 11: Approval of the criteria for selecting the audit firm and to authorize the Board of Management to select one of the following audit firms to audit and review the 2025 Financial Statements, as follows:

1. AASC Auditing Firm Company Limited;
2. A&C Auditing and Consulting Company Limited;
3. UHY Auditing and Consulting Company Limited.

The percentage of affirmative votes was .....% of the total votes cast by shareholders present and voting at the meeting.

Article 12: Approval of the Proposal Regarding the Election of Board of Management Member

The percentage of affirmative votes was .....% of the total votes cast by shareholders present and voting at the meeting.

Article 13: Regarding the election results for members of the Board of Management for the 2024-2029 term, the elected candidates are as follows:

No.	Name	Position	Number of Votes Received	Result
1		Member of the Board of Management		Elected

Article 14: The General Meeting of Shareholders hereby assigns the Board of Directors, the Supervisory Board, and the General Director of Hai Phong Port Joint Stock Company the responsibility to organize the implementation and supervise the execution of this Resolution of the 2025 General Meeting of Shareholders.

This Resolution was adopted in its entirety by the 2025 General Meeting of Shareholders of Hai Phong Port Joint Stock Company at the Meeting, with an affirmative vote rate of .....% of the total votes cast by shareholders present and voting at the meeting.

ON BEHALF OF THE GENERAL MEETING OF HAREHOLDERS
CHAIRPERSON OF THE MEETING

Pham Hong Minh
Chairman of the Board of Management