



**SOCIALIST REPUBLIC OF VIETNAM**

**Independence - Freedom - Happiness**

-----o0o-----

*Quang Ninh, April 25th, 2025*

**REGULATIONS ON ORGANIZATION**

**OF THE 2025 ANNUAL GENERAL MEETING OF SHAREHOLDERS  
OF VIETNAM CONTAINER SHIPPING JOINT STOCK CORPORATION**

- Pursuant to the Law on Enterprises No. 59/2020/QH14 passed by the 14th National Assembly of the Socialist Republic of Vietnam at its 9th session on June 17, 2020, and its amendments, supplements, and guiding documents;
- Pursuant to the Law on Securities No. 54/2019/QH14 passed by the 14th National Assembly of the Socialist Republic of Vietnam at its 8th session on November 26, 2019, and its amendments, supplements, and guiding documents;
- Pursuant to the Charter of Vietnam Container Shipping Joint Stock Corporation.

**CHAPTER I**

**GENERAL PROVISIONS**

**Article 1. Scope and subjects of application**

- 1.1. These Regulations apply to the organization of the 2025 Annual General Meeting of Shareholders (hereinafter referred to as the "Meeting") of Vietnam Container Shipping Joint Stock Corporation.
- 1.2. These Regulations specifically stipulate the rights and obligations of shareholders and attendees of the Meeting, as well as the conditions, procedures, and order of conducting the Meeting.
- 1.3. All shareholders, authorized representatives of shareholders, and other organizations and individuals participating in the Meeting are responsible for complying with these Regulations.

**CHAPTER II**

**RIGHTS AND OBLIGATIONS OF PARTICIPANTS IN THE MEETING**

**Article 2. Rights and obligations of shareholders**

**2.1 Conditions for attending the Meeting**

Attendees of the Meeting include shareholders and legally authorized representatives of shareholders whose names are listed in the shareholder register as of the record date for attending the Meeting (hereinafter referred to as "**Shareholders**"). The list of shareholders entitled to attend the 2025 Annual General Meeting of Shareholders consists of: Shareholders whose names are recorded in the shareholder register closed by the Vietnam Securities Depository and Clearing Corporation on March 17, 2025. Shareholders who participated in the share issuance under the employee stock ownership plan (ESOP) on February 24, 2025.

**2.2 Shareholders' rights at the Meeting**

- a) Shareholders have the right to attend the Meeting in person or authorize another individual to attend on their behalf in writing;



Authorization for another person to attend the Meeting must be made in writing using the form issued by the Company or a legally valid letter of authorization under civil law. The letter of authorization must clearly state the name of the authorized person or organization, the number of shares authorized, the content, scope, and duration of authorization, and must bear the signatures of both the authorizing and authorized parties at the time of registration;

- b) Upon attendance at the Meeting, each shareholder or authorized representative shall receive: A Voting Card, A Ballot, indicating the number of shares owned, the number of shares authorized (if any), and the total number of corresponding voting rights, A Ballot for electing members of the Board of Directors and the Board of Supervisors, reflecting the total number of voting rights of the shareholder;
- c) Discuss and vote on all matters under the authority of the General Meeting of Shareholders in accordance with relevant laws and the Company's Charter;
- d) Shareholders or authorized representatives arriving after the Meeting has commenced may still register and participate in voting. However, the Chairperson is not obligated to pause the Meeting for latecomers, and the validity of prior voting results shall remain unchanged;
- e) Request the Shareholder Eligibility Verification Committee to correct personal information on their Voting Card, Ballot, or Election Ballot to ensure accuracy;
- f) Exercise other rights as stipulated in the Company's Charter and applicable laws.

### **2.3 Obligations of Shareholders Attending the General Meeting**

- a) Bring the required documents as specified in the Notice of Invitation to register for attendance at the General Meeting.
- b) Comply with the provisions of these Regulations, adhere to the instructions of the Chairperson and the Organizing Committee. Respect the meeting's outcomes and refrain from any disruptive actions that may interfere with the orderly conduct of the General Meeting.
- c) During the General Meeting, shareholders are expected to limit movement outside the venue and minimize phone usage. All mobile devices must be switched off or set to silent mode.
- d) Shareholders or their representatives must attend the General Meeting from commencement to conclusion. In the event a shareholder/representative must leave early due to force majeure circumstances and does not directly participate in approving the Meeting Minutes (which records the proceedings and voting results of attending shareholders), they must notify the Organizing Committee to complete the authorization procedure for another person to vote on their behalf. If no authorization is provided, the shareholder's shares shall still be counted in the total shares of attending shareholders.
- e) Upon receiving Voting Cards, Ballots, and Election Ballots, shareholders are responsible for verifying their information to ensure accuracy.



- f) Carefully review the meeting materials published on the Company's website and distributed at the General Meeting (if any).
- g) Fulfill other obligations in accordance with these Regulations, the Charter of Vietnam Container Shipping Joint Stock Corporation, and applicable laws.

### **Article 3. Rights and Responsibilities of the Shareholder Eligibility Verification Committee**

The Shareholder Eligibility Verification Committee is established by the Board of Directors and introduced at the General Meeting. Its functions and responsibilities include:

- 3.1. Verifying the eligibility of shareholders or their authorized representatives attending the General Meeting, including checking the Citizen Identification Card/Passport/Enterprise Registration Certificate/Establishment Decision, Letter of Authorization (for authorized representatives), and other required documents as specified in the Notice of Invitation.
- 3.2. Conducting attendance registration procedures and maintaining records of shareholder attendance.
- 3.3. Distributing meeting materials to shareholders or their authorized representatives, including Voting Cards, Ballots, Election Ballots for the Board of Directors and the Board of Supervisors, and other relevant documents.
- 3.4. Reporting and taking responsibility before the General Meeting for the results of shareholder eligibility verification at the following times:
  - a) At the commencement of the General Meeting;
  - b) Prior to each voting session, if there is a change in the number of registered attendees (including late-registered shareholders).

### **Article 4. Rights and Obligations of the Vote Counting Committee**

- 4.1. The Vote Counting Committee is nominated by the Chairperson and approved by the General Meeting of Shareholders through voting. The number of members of the Vote Counting Committee shall be determined by the General Meeting based on the Chairperson's proposal.
- 4.2. Duties of the Vote Counting Committee:
  - a) Disseminate and guide the regulations and procedures related to voting and electing members of the Board of Directors and the Supervisory Board at the General Meeting;
  - b) Inspect, count, and supervise the voting and election process conducted by shareholders; organize vote counting and determine election and voting results on matters approved at the General Meeting;
- 4.3. Prepare and announce the vote-counting results, election results, and submit the vote-counting minutes along with all voting and election ballots to the Chairperson or the Secretariat of the General Meeting;
- 4.4. Assist the Chairperson in reviewing and resolving complaints regarding candidates, election results, and voting results (if any) and report to the General Meeting for a



decision;

- 4.5. Carry out duties honestly and accurately and be responsible for the results of the vote counting process;
- 4.6. The Vote Counting Committee may assign additional assistants to distribute and collect ballots to ensure the timely completion of tasks during the General Meeting.

#### **Article 5. Rights and Obligations of the Chairperson and the Secretariat**

##### 5.1. Chairperson:

- a) The Chairman of the Board of Directors shall preside over the General Meeting or authorize another member of the Board of Directors to act as the Chairperson of the General Meeting convened by the Board of Directors (hereinafter referred to as the “**Chairperson**”).
- b) The Chairperson may invite one or more individuals to assist in presiding over the meeting and addressing shareholders’ inquiries (hereinafter referred to as the “**Presidium**”).

##### 5.2. Rights and Obligations of the Presidium:

- a) Conduct the General Meeting in accordance with the agenda and Regulations approved by the General Meeting;
- b) Take necessary actions to ensure the lawful and orderly conduct of the meeting and ensure that the opinions of the majority of attending shareholders are reflected;
- c) Guide the discussion and voting on agenda items and related matters during the meeting;
- d) Announce or authorize the Vote Counting Committee to announce voting results, including the number of valid ballots, invalid ballots, and the total votes “Agree”, “Disagree,” and “No opinion” immediately after vote counting;
- e) Maintain order and decorum during the meeting;
- f) Address any issues arising during the General Meeting;
- g) Respond to shareholders' inquiries directly at the meeting. If additional information is required or to ensure adherence to the meeting schedule, the Chairperson may provide written responses after the General Meeting;
- h) Require all attendees to comply with security checks or other lawful and reasonable security measures; request competent authorities to maintain order at the meeting; expel individuals who disrupt order, obstruct the meeting proceedings, or fail to comply with the Chairperson’s directives and the meeting’s security regulations, in accordance with Clause 7, Article 146 of the prevailing Law on Enterprises;
- i) Conclude the discussions on matters at the General Meeting and oversee the approval of the meeting minutes;
- j) The Chairperson has the right to postpone a duly convened General Meeting to a later date or change the meeting venue if permitted by law and the Company's Charter;
- k) Other rights and responsibilities as prescribed by law and the Company's Charter.

##### 5.3. Responsibilities of the Secretariat of the General Meeting



**VICONSHIP**

**VIETNAM CONTAINER SHIPPING JOINT STOCK CORPORATION**

No. 11 Vo Thi Sau – Gia Vien – Ngo Quyen – Hai Phong

Enterprise code: 0200453688

Tel: (84-225) 3 836 705 Fax: (84-225) 3 836 104

E-mail: [info@viconship.com](mailto:info@viconship.com)

Website: <http://www.viconship.com>

- a) The Chairperson shall appoint one or more individuals to serve as members of the Secretariat. The Secretariat assists the Chairperson and operates under the Chairperson's direction.
- b) Duties of the Secretariat:
  - Accurately and comprehensively record all discussions and decisions made at the General Meeting;
  - Prepare the minutes of the meeting and the resolutions of the General Meeting; present the minutes and resolutions for approval at the meeting;
  - Receive and process "Shareholders' Feedback Forms" to be addressed by the Presidium;
  - Perform other tasks as assigned by the Presidium and in accordance with the Company's Charter.

**CHAPTER III**

**PROCEDURE FOR CONDUCTING THE GENERAL MEETING**

**Article 6. Conditions for Conducting the General Meeting**

The General Meeting of Shareholders shall be conducted when the attending shareholders represent more than 50% (fifty percent) of the total number of voting shares, as determined based on the list of shareholders entitled to attend the General Meeting at the record date.

**Article 7. Methods of Conducting the Meeting and Voting at the General Meeting**

**7.1. Order and Conduct of the Meeting**

a) Order of Proceedings:

The General Meeting shall be conducted in accordance with the agenda approved by the General Meeting. The Meeting shall discuss and approve the items specified in the agenda under the direction of the Presidium.

b) Conduct of the Meeting:

- Participants shall be seated in designated positions as instructed by the Organizing Committee.
- Smoking, including electronic cigarettes, is prohibited in the meeting room.
- Mobile phones, laptops, and other electronic devices shall be set to silent mode.
- Filming, photographing, and recording are prohibited unless prior approval is obtained from the Chairperson.
- No transmission of information outside the meeting by any means shall be permitted until the conclusion of the meeting.

**7.2. Speaking at the General Meeting:**

Shareholders attending the meeting have the right to contribute opinions or request clarifications in an orderly and respectful manner, in accordance with the approved agenda, and under the direction of the Presidium by: (i) Speaking directly at the meeting for no more than five (05) minutes, without repeating previously discussed content; or (ii) Summarizing their comments in the "Shareholder Opinion Form" and



submitting it to the Secretariat for consolidation and forwarding to the Presidium. The order of speaking shall follow the registration list at the shareholders' seating area and be conducted within the allotted time approved by the General Meeting, under the guidance and approval of the Chairperson.

The Presidium shall consider the relevance of the opinions presented and provide responses to shareholders' inquiries. Only comments related to the meeting agenda shall be recorded in the minutes of the meeting.

### 7.3. **Voting:**

#### a) General Principles:

- All shareholders are ensured fair voting and election rights corresponding to their shareholding;
- Shareholders may exercise their voting rights directly or through authorized representatives attending the meeting;
- All matters on the agenda requiring shareholder approval must be decided by voting;
- Voting/elections shall be conducted using Voting Cards, Ballots, and/or Election Ballots.
- If a shareholder makes a mistake in voting or fills in incorrect information, they may request a reissuance of the ballot from the Shareholder Eligibility Verification Committee, provided that all of the following conditions are met:
  - ✓ The shareholder submits the incorrectly filled Voting Ballot/Election Ballot to the Shareholder Eligibility Verification Committee;
  - ✓ The request is made before the voting period expires, as announced by the Organizing Committee.
- If there is a change in the voting/election content due to amendments or additions to the General Meeting agenda, the Vote Counting Committee and the Shareholder Eligibility Verification Committee shall collect all affected ballots and issue new ballots to shareholders in accordance with the revised agenda.

b) Voting Procedure: The General Meeting shall vote on each issue separately. Shareholders or their authorized representatives shall vote on all issues requiring shareholder approval by raising their Voting Card or marking (x) or (v) on the Voting Ballot as instructed by the Chairperson.

#### - **Voting Card:**

❖ Each shareholder shall receive **one Voting Card** with the following details printed: Meeting attendance number, Full name of the shareholder or the authorized representative, Number of shares owned and number of shares represented by authorization (if any), and Total number of voting rights.

❖ The Voting Card shall be used for voting on the following matters:

- + Election of the Vote Counting Committee;
- + Approval of the General Meeting agenda;



- + Approval of the General Meeting regulations;
- + Election rules for the Board of Directors and the Supervisory Board;
- + List of candidates for the Board of Directors and the Supervisory Board;
- + Meeting minutes and resolutions of the General Meeting;
- + Other matters as requested by the Chairperson.

Upon the Chairperson's instruction, shareholders shall raise their Voting Cards to express their vote. A shareholder raising the Voting Card more than once for the same issue shall be considered as an invalid vote.

- **Voting Ballot:**

- ❖ Except for matters voted by raising the Voting Card and the election process, all other matters shall be voted on using Voting Ballots.
- ❖ Each shareholder shall receive one Voting Ballot with the following details printed: Meeting attendance number, Full name of the shareholder or the authorized representative, Number of shares owned and number of shares represented by proxy (if any), Total number of voting rights, Issues to be voted on at the General Meeting, Sections for shareholders to mark "Agree," "Disagree," or "No Opinion."
- ❖ The Voting Ballot is issued by the Organizing Committee and must bear the Company's seal.
- ❖ For each issue, shareholders must select only one option: "Agree," "Disagree," or "No Opinion", and shareholders must sign the Voting Ballot before placing it in the ballot box.
- ❖ *Valid Voting Ballots: A Voting Ballot shall be considered valid if it meets ALL of the following conditions:*
  - + Issued by the Organizing Committee in the correct format and bearing the Company's seal;
  - + Signed by the shareholder before being placed in the ballot box;
  - + No erasures, alterations, or additional markings beyond the printed content;
  - + Not torn or damaged;
  - + Contains at least one valid vote (i.e., at least one issue has a selected option). To avoid misunderstanding, if a Voting Ballot meets all validity criteria but contains one or more invalid votes on specific issues, the valid votes shall still be counted in the overall voting results of the General Meeting.
  - + Submitted within the designated voting period.
- ❖ *Invalid Voting Ballots: A Voting Ballot shall be considered invalid if it exhibits ONE of the following conditions:*
  - + Not issued by the Organizing Committee in the correct format and without the Company's seal;
  - + Altered, erased, or torn;
  - + No marks (x or v) in any box for any voting issue or multiple marks in



- “Agree,” “Disagree,” and “No Opinion” for the same voting issue;
- + Contains strikethroughs or additional writings beyond the pre-printed content;
- + Not signed by the shareholder before submission;
- + Not received by the Vote Counting Committee within the designated voting period.

c) The election of members for the Board of Directors and the Board of Supervisors shall be conducted in accordance with the Election Regulation for Board of Directors and Board of Supervisors Members approved by the General Meeting.

**7.4. Principles for the Operation of the Vote Counting Committee, Voting Principles, and the Counting of Voting Ballots and Election Ballots:**

- a) All unauthorized individuals are strictly prohibited from entering the ballot-counting area, except for members of the Vote Counting Committee and those assisting with the process as authorized by the committee.
- b) Upon entering the ballot counting area, to ensure order, avoid disruptions, and maintain security and confidentiality of information, all personnel present in the room are strictly prohibited from using any electronic devices (including mobile phones, cameras, recording devices, smartphones, etc.), except for electronic devices used for tallying, counting ballots, classifying ballots, and inputting ballot information into the computer system. The Organizing Committee is entitled to set up cameras to record the ballot-counting process, with the recorded content kept confidential for post-audit purposes if required.
- c) Before voting begins, the Vote Counting Committee shall inspect the ballot box to confirm that it is empty and has not yet received any ballots in the presence of the shareholders.
- d) The voting process shall commence upon the signal from the Chairperson/Vote Counting Committee and conclude when the last shareholder has cast their vote within the time allocated by the General Meeting, under the supervision of the Presidium, or when the voting time expires, whichever occurs first.
- e) After being collected, the Voting Ballots and Election Ballots shall be verified for validity in accordance with the regulations. The ballot-counting process must commence immediately after the voting period ends.
- f) During the tallying, classification, and data entry of ballots, all members of the Vote Counting Committee must focus and make full use of the resources provided by the General Meeting’s Organizing Committee, such as support personnel, computer systems, scanners, etc., based on the principles of ensuring accuracy, transparency, and compliance with legal regulations.
- g) The voting results shall be determined for each voting item and calculated as a percentage (%) rounded to two (02) decimal places.
- h) The Vote Counting Committee is responsible for consolidating the voting and election





results into a Vote Counting Report. This report shall be signed by all members of the Vote Counting Committee to confirm its accuracy, transparency, and compliance with the principles and procedures of the ballot-counting process.

- i) The Vote Counting Report must specify the following details: the number of voting ballots for each voting item, the number of valid ballots, the number of invalid ballots, and the voting percentage for each item categorized as *Agree*, *Disagree*, or *No Opinion*.
- j) Upon completion of the ballot-counting process, the technical team shall print the Vote Counting Report for all members of the Ballot Counting Committee to review, verify, and sign before the Head of the Vote Counting Committee publicly announces it at the General Meeting. Simultaneously, the remaining members of the Vote Counting Committee shall proceed with sealing all Voting Ballots/Election Ballots and handing them over to the Presidium's representative for safekeeping.

#### **Article 8. Approval Requirements for General Meeting Resolutions**

- 8.1. Except as provided in Articles 8.2 and 8.3 of this Regulation, all matters submitted for approval at the General Meeting shall be deemed passed if they receive affirmative votes from shareholders representing more than 50% (fifty percent) of the total voting shares of shareholders entitled to vote at the meeting (including shareholders and their authorized representatives).
- 8.2. The following matters must be approved by shareholders representing at least 65% (sixty-five percent) of the total voting shares of all shareholders attending the meeting:
  - a) Types of shares and total number of shares of each type to be offered;
  - b) Changes to the Company's business lines and sectors;
  - c) Changes to the Company's management structure;
  - d) Investment projects or asset sales with a value equal to or exceeding 35% of the total asset value recorded in the Company's latest financial statements;
  - e) Reorganization or dissolution of the Company.
- 8.3. The election of members of the Board of Directors and the Board of Supervisors shall be conducted in accordance with the Election Regulations of Board of Directors and the Board of Supervisors members.

#### **Article 9. Minutes and Resolutions of the General Meeting**

- 9.1. The proceedings of the General Meeting shall be recorded in minutes. The minutes shall be prepared in Vietnamese, signed by the Chairperson of the General Meeting and the Head of the Secretariat, and must be prepared and adopted in accordance with the Law on Enterprises and this Regulation.
- 9.2. If the Chairperson of the General Meeting or the Head of the Secretariat refuses to sign the minutes of the meeting, the minutes shall still be valid if signed by all other members of the Board of Directors attending the meeting and if they contain all required details in accordance with the law and the Company's Charter. The minutes shall explicitly state the refusal of the Chairperson and/or the Head of the Secretariat to sign.



# VIETNAM CONTAINER SHIPPING JOINT STOCK CORPORATION

No. 11 Vo Thi Sau – Gia Vien – Ngo Quyen – Hai Phong

Enterprise code: 0200453688

Tel: (84-225) 3 836 705 Fax: (84-225) 3 836 104

E-mail: [info@viconship.com](mailto:info@viconship.com) Website: <http://www.viconship.com>

- 9.3. All meeting records, minutes, attendance signatures of shareholders, and letter of authorization must be retained at the Company's headquarters.
- 9.4. Based on the meeting minutes, the Head of the Secretariat shall draft the General Meeting Resolution. The draft minutes and resolution must be approved by the General Meeting before adjournment.

## CHAPTER IV OTHER PROVISIONS

### Article 10. Miscellaneous Provisions

#### 10.1. Language of General Meeting Documents

All documents of the General Meeting shall be prepared in Vietnamese and may be translated into other languages. In case of any discrepancy between the Vietnamese version and any foreign language version, the Vietnamese version shall prevail.

#### 10.2. Force Majeure Events

- During the General Meeting, force majeure events such as natural disasters, fires, governmental orders or directives, power outages, internet disconnections, or other technical issues may occur. The Company shall make all reasonable efforts to resolve such issues so that the General Meeting can continue, provided that the disruption does not exceed 60 minutes from the time of the incident.
- If such force majeure events cannot be resolved within 60 minutes, the Chairperson shall have the authority to declare a temporary suspension of the General Meeting and convene a duly constituted subsequent meeting. Any matters that were approved by vote before the suspension (if any) shall be nullified.

### Article 11. Effectiveness

- 11.1. This Regulation consists of 4 Chapters and 11 Articles and shall take effect immediately upon approval by the General Meeting.
- 11.2. Shareholders and attendees of the General Meeting shall be responsible for complying with this Regulation./.

#### **Recipients:**

- *The General Meeting of Shareholders;*
- *Filed at: Archives, BOD Office.*

**ON BEHALF OF THE GENERAL  
MEETING OF SHAREHOLDERS  
CHAIRPERSON**