

PVI HOLDINGS

THE SOCIALIST REPUBLIC OF VIETNAM

Independence – Freedom – Happiness

Hanoi, ....., 2025

## **REGULATIONS**

### **ON ORGANIZING THE 2025 ANNUAL GENERAL MEETING OF SHAREHOLDERS**

#### **Chapter I**

#### **GENERAL PROVISIONS**

##### **Article 1. Scope of the Regulation**

This regulation is applicable to the organization of the 2025 Annual General Meeting of Shareholders ("the Meeting"/"AGMS") of PVI Holdings (PVI).

**Article 2.** This regulation consists of provisions on the rights and responsibilities of all attending parties at the Meeting as well as requirements and methods for organizing the Meeting.

**Article 3.** Attending shareholders and parties shall be responsible for implementing this Regulation.

#### **Chapter II**

#### **RIGHTS AND RESPONSIBILITIES OF PARTIES ATTENDING THE MEETING**

##### **Article 4. Rights and responsibilities of shareholders attending the Meeting**

###### **4.1. Requirement to attend the Meeting:**

All shareholders owning PVI's shares according to the list provided by the Vietnam Securities Depository and Clearing Corporation as of record dated 21/03/2025 and individuals/organizations who are authorized to attend the meeting.

###### **4.2. Rights and responsibilities of shareholders qualified to attend the Meeting**

a. Shareholders or authorized representatives ("the shareholder") shall have to present the following papers upon their register for attending the meeting:

- Invitation letter;
- ID card or passport;
- Proxy statement (in case of proxy).

*(In the case of an individual shareholder, a proxy statement shall have to be signed by that shareholder; in the case of an institutional shareholder, a proxy statement*

*shall have to include the organization's seal and the signature of the legal representative of the organization).*

Upon the presentation of required papers to The Shareholder Eligibility Checking Board, the shareholder shall be given a Voting card, Voting Ballot Paper (with Shareholder code and respective number of shares with voting rights). All these papers shall be in relation to the ratio between the total number of shares (owned directly or via authorization) with voting rights of each shareholder and the total number of shares with voting rights of all attending shareholders.

- b. Shareholders can authorize in writing for individuals/organizations to attend and vote at the Meeting.
- c. If the shareholders want to publicly raise their opinion at the Meeting, approval by the President of the AGMS is required. The presentation should be kept short, focused, and appropriate to the Meeting's content. Topics that have been raised by other shareholders shall not be allowed to be repeated. The shareholders attending the Meeting could also express their opinion by writing on a Question Card and transferring it to the Secretariat of the Meeting.
- d. The shareholders are entitled to vote for all matters within the authority of the AGMS according to stipulations of PVI's Charter.
- e. After the proposals and reports are presented, the Shareholders shall discuss, and approval decisions shall be made by voting.
- f. At the Meeting, the Shareholders shall have to comply with the direction of the Presidium and behave in a well - manner.
- g. The Shareholders who arrive after the Meeting's opening shall still be allowed to attend the meeting and vote for meeting contents after completing the check-in procedure. In this case, the validity of the meeting contents voted approved earlier shall be preserved.

#### **Article 5. Rights and responsibilities of the President of the AGMS, the Presidium**

- 5.1. The Chairman of the Board of Directors (BOD) shall be the President of the AGMS or authorize another BOD member to be the President of the AGMS.
- 5.2. The Presidium which is approved by AGMS shall be subject to the following responsibilities:
  - a. To direct the Meeting to run as the agenda approved by the AGMS; Ensure the orderly conduct of the Meeting, reflecting the desire of the majority of attending shareholders.
  - b. To instruct and direct the discussions of delegates at the Meeting.
  - c. To present the meeting contents for the AGMS's approval within the authority.
  - d. To address the questions raised by the AGMS.

#### **Article 6. Rights and responsibilities of the Shareholder Eligibility Checking Board for the AGMS**

The Shareholder Eligibility Checking Board shall be established under the decision of the BOD Chairman or authorized person. The Board shall check the

papers presented by shareholders upon their registration against the list of requirements for attending the Meeting and list of shareholders as of the last record date March 21<sup>st</sup>, 2025; deliver meeting documents, voting ballot paper/card; report the verification of qualification of Shareholders attending the AGMS prior to the Meeting's opening.

**Article 7. Rights and responsibilities of the Secretariat at the Meeting**

- 7.1. The President of the AGMS shall introduce the Secretariat for approval by the AGMS.
- 7.2. Secretariat shall implement tasks assigned by the President of the AGMS, including:
  - a. To note down in a comprehensive and truthful manner all contents of the AGMS.
  - b. To support the Presidium in announcing Meeting Minutes and the Resolution of the AGMS and in notifying messages from the Presidium to shareholders when required.
  - c. To receive Question Card transferred from the Shareholders

**Article 8. Rights and responsibilities of the Vote Counting Board**

- 8.1. The President of the AGMS shall introduce the Vote Counting Board and implement the collection of shareholders' approval at the AGMS.
- 8.2. The Vote Counting Board shall be subject to the following responsibilities:
  - a. To introduce contents and how to fill in voting ballot paper/card.
  - b. To supervise the voting process of the shareholders/ authorized representatives attending the meeting.
  - c. To consolidate the voting result for each meeting's contents.
  - d. To notify the results to the President of the AGMS, Secretariat, and announce the results publicly in front of the AGMS.

**Chapter III**

**CONDUCTING THE AGMS**

**Article 9. Requirement to conduct the AGMS**

The AGMS is able to be conducted when there shall be shareholders representing at least 65% of the total share with voting rights based on the list of shareholders of PVI provided by Vietnam Securities Depository and Clearing Corporation as of the last record date March 21<sup>st</sup>, 2025.

**Article 10. Requirements for the AGMS's security and ordering**

- 10.1. The costume of meeting attendants shall be formal.
- 10.2. The Shareholders shall be seated in the right areas allocated by the Organization Board for the Meeting. All Shareholders shall have to strictly comply with the direction of the President of the AGMS and the Organization Board of the AGMS

- 10.3. Smoking shall not be allowed in the Meeting room.
- 10.4. Private talking and phone use shall not be allowed at the time of the Meeting. Mobile phones shall be turned off or set silent.

**Article 11. Method for the adoption of meeting contents**

All meeting contents of the AGMS shall have to be adopted by public collection opinions of all attending shareholders via VOTING CARD, VOTING BALLOT PAPER, given the information on number of shares owned directly and/or via authorization. Each shareholder shall be issued 01 VOTING CARD, 01 VOTING BALLOT PAPER printed with information on the Shareholders Code and respective number of shares owned directly and/or via authorizing and PVI's seal.

**11.1. VOTING CARD:** printed on **white paper**, for approval upon following matters:

- a. Regulations on organizing the AGMS 2025;
- b. The Membership of Presidium;
- c. Meeting agenda;
- d. The Secretariat and the Vote Counting Board;
- e. Meeting Minutes and Resolution of the AGMS;
- f. Other matters (if any).

**11.2. VOTING BALLOT PAPER:** printed on **yellow paper**, for approval upon following matters:

- a. Report on business results in 2024 and Business Plan in 2025;
- b. Report on activities of the BOD in 2024 and direction, working plan of the BOD in 2025;
- c. Proposal on approval of the 2024 Audited Financial Statements;
- d. Proposal on Profit Distribution Plan in 2024 and Profit Distribution Plan in 2025;
- e. Proposal on the Payment of salary/remuneration in 2024 and the estimated salary/remuneration in 2025 of the BOD and the SB of PVI;
- f. Report on supervising the business operations of PVI in 2024 of the Supervisory Board;
- g. Proposal on selecting the independent audit firm providing audit services for financial statements of PVI and subsidiaries in 2025;
- h. Proposal on amending the Company's Charter, Regulation on activities of the BOD & Regulation on corporate governance;
- i. Other contents under the authority of the General Meeting of Shareholders (if any).

**Article 12. Voting contents and AGMS's Resolution Adoption**

Voting contents and Resolution of the AGMS shall be adopted in accordance with the provision of PVI's Charter.

**Chapter IV**  
**CLOSING THE AGMS**

**Article 13. Meeting Minutes and Resolution of the AGMS**

- 13.1. Meeting Minutes and Resolution of the AGMS shall have to be available upon approval before closing the AGMS.
- 13.2. Meeting Minutes and Resolution of the AGMS shall be kept at PVI.

**Article 14. Validity**

This Regulation consists of 14 (fourteen) articles and shall be announced at the Meeting. This Regulation shall take effect upon the adoption of the Annual General Meeting of Shareholders 2025.

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