

DRAFT

**REGULATIONS ON SUPPLEMENTARY ELECTION
OF THE BOARD OF DIRECTORS FOR THE 2024-2027 TERM
AT THE 2025 ANNUAL GENERAL MEETING OF SHAREHOLDERS
CENTRAL CONTAINER JOINT STOCK COMPANY**

- Pursuant to the Law on Enterprises No. 59/2020/QH14 on June 17, 2020;

- Pursuant to Charter of Central Container Joint Stock Company.

The supplementary election of a member of the Board of Directors (BOD) for the 2024-2027 term at the 2025 Annual General Meeting of Shareholders shall be conducted in accordance with the following regulations:

I. THE CHAIRPERSON OF THE MEETING SHALL PRESIDE OVER THE ELECTION WITH THE FOLLOWING RESPONSIBILITIES:

- Presenting the list of eligible nominees and candidates for the BOD.
- Addressing any complaints regarding the election process (if any).

II. NOMINATION, CANDIDACY REGULATIONS, AND BOD QUALIFICATIONS

- Term: **The remaining duration of the 2024-2027 term.**
- Number of BOD members for the 2024-2027 term: 05 members.
- Number of additional members to be elected: 01 member.
- Number of BOD candidates: Unlimited.

1. Right to nominate, self-nominate:

- Shareholders or groups of shareholders holding at least 10% of the total voting shares as of the record date for the General Meeting of Shareholders (February 19, 2025) have the right to nominate or self-nominate candidates for the Board of Directors election according to the following rules: From 10% to less than 15%: eligible to nominate one candidate, from 15% to less than 30%: eligible to nominate up to two candidates, from 30% to less than 45%: eligible to nominate up to three candidates, from 45% to less than 60%: eligible to nominate up to four candidates, from 60% or more: eligible to nominate up to five candidates
- In case the number of Board of Directors candidates nominated and self-nominated is still insufficient or the candidates do not meet the required qualifications, the incumbent Board of Directors will nominate additional candidates to meet the required number. The method by which the incumbent Board of Directors nominates candidates must be clearly announced and approved by the General Meeting of Shareholders before proceeding with the nomination.
- Shareholders or groups of shareholders shall submit nomination and candidacy documents for the Board of Directors to the Company in accordance with the Notice on the Additional Election of Board of Directors Members for the 2024–2027 Term.

2. Requirements and Qualifications to be a member of BOD

To be a member of the BOD, a person shall satisfy the following requirements:

- Possess full civil act capacity and not be subject to any prohibitions on enterprise management as prescribed by law. Have business acumen, leadership, and organizational management skills, as well as a deep understanding of business principles. Preference is given to candidates with extensive experience in the Company’s industry and prior experience in enterprise management.

- Be in good health, have high ethical standards, integrity, honesty, and legal awareness. Possess the capability and dedication to address the Company's long-term strategic issues;
- A member of the Board of Directors is not required to be a shareholder of the Company;
- A member of the Company's BOD must not concurrently hold a position on the BOD of more than five (05) other public companies.

III. ELECTION REGULATIONS

1. Voting Rights:

All shareholders, both individuals and organizations, who own VSM common shares, or their legally authorized representatives (as per the shareholder list finalized on February 19, 2025, provided by the Vietnam Securities Depository and Clearing Corporation), have the right to vote at the General Meeting upon completing the registration and eligibility verification process at the meeting.

2. Voting Principles and Procedures:

- a. The election of BOD members shall be conducted through the cumulative voting method, whereby each shareholder/authorized representative has a total number of votes equivalent to the number of shares held multiplied (x) by the number of BOD members to be elected.
- b. Voting card shall be cast into the voting card box under the supervision of the Chairperson and shall close once the last shareholder has voted or upon the expiration of the voting period as announced/guided by the Chairperson or the Election Committee, whichever comes first.

3. Voting card, voting process

- Each shareholder/authorized representative shall receive **one (1) voting card** for electing BOD members, issued by the Company, and assigned a unique shareholder code.
- If a voting card is incorrectly filled out, the shareholder/authorized representative may request a new voting card from the Vote Counting Committee.

- How to fill out the voting card:

- + Shareholders/authorized representatives may vote for up to the total number of candidates required to be elected. They may distribute their total votes among one or multiple candidates or allocate all votes to a single candidate.
- + There are two ways to fill out the voting card:

- ❖ Option 1: Shareholders/authorized representatives mark (x) in the column "Divide total number of votes equally among selected candidates" corresponding to the chosen candidates. Accordingly, the Vote Counting Committee will equally distribute the total votes of the shareholder/authorized representative among all selected candidates.

- ❖ Option 2: Shareholders shall clearly specify the number of votes in the column "Vote for a specific number of candidates" corresponding to the candidate(s) selected by the shareholder or their authorized representative. In this case, the total number of votes allocated to all selected candidates must not exceed the total number of votes the shareholder or authorized representative is entitled to.

Note: In case a shareholder or their authorized representative marks the column "Divide total number of votes equally among selected candidates" while also specifying a number of votes in the column "Vote for a specific number of candidates," the Vote Counting Committee shall use the number of votes recorded in the "Vote for a specific number of candidates" column as the basis for calculating the election results.

- Invalid voting card:

- + It is not issued by the Organizing Committee;
- + It contains more candidates than permitted or includes names that are not on the official list of nominees and candidates;

- + The total number of votes for candidates exceeds the total number of votes allocated to the shareholder or their authorized representative, or the number of selected candidates exceeds the approved number of Board members to be elected.
- + It is altered, torn, erased, or contains additional content not permitted;
- + It is submitted to the Vote Counting Committee after the voting period has ended;
- + It lacks the signature of the shareholder or their authorized representative.

4. Vote Counting Committee and its responsibility:

The Vote Counting Committee is nominated by the Chairperson of the General Meeting and approved by the General Meeting of Shareholders. It has the following responsibilities:

- Check the voting card box in the presence of shareholders attending the General Meeting;
- Provide detailed instructions on completing the voting card under the cumulative voting method;
- Verify the validity of voting cards, objectively count the election results, and ensure the accuracy of the voting outcome;
- Consolidate election results and prepare the Vote Counting Minutes. The minutes must be signed by all members of the Vote Counting Committee or its Head to confirm accuracy, transparency, and compliance with voting principles and procedures;
- Handover the Vote Counting Minutes and all voting cards to the Secretary of the General Meeting;
- Coordinate with the Chairperson of the General Meeting to address any election-related complaints and report them to the General Meeting of Shareholders for resolution.
- The Vote Counting Minutes must include the following details:
 - + Total number of voting shares present at the General Meeting, number of valid voting cards, and number of invalid voting cards;
 - + Number of votes received by each candidate;
 - + Percentage of votes each candidate received out of the total votes;
- The Head of the Vote Counting Committee is responsible for ensuring the legality, order, and procedure of the voting process and shall report the election results to the General Meeting on behalf of the Chairperson.

V. PRINCIPLES OF ELECTION RESULTS

- Candidates elected as members of the Board of Directors are determined based on the highest number of votes, in descending order, until the required number of Board members is filled.
- In the event that two or more candidates receive the same number of votes for the final available position(s), a re-election will be conducted among these candidates to determine the successful one(s).
- If, after the re-election, the required number of Board members is still not filled, the General Meeting of Shareholders may vote on whether to leave the position(s) vacant and conduct a supplementary election in the next General Meeting.

VII. EFFECTIVENESS

- This election regulation takes effect immediately after being approved by the General Meeting of Shareholders and will expire upon the conclusion of the 2025 Annual General Meeting of Central Container Joint Stock Company.

**ON BEHALF OF GENERAL MEETING OF
SHAREHOLDERS**

Chairperson - Chairman of BOD

MR. LE THE TRUNG