

No: 01/NQ-ĐHĐCĐ

Ha Long, 11th April 2025

RESOLUTION

THE ANNUAL GENERAL MEETING OF SHAREHOLDERS 2025

Pursuant to the Law on Enterprises No. 59/2020/QH14 dated June 17, 2020; Pursuant to the Charter of Cai Lan Port Investment Joint Stock Company;

The General Meeting of Shareholders of Cai Lan Port Investment Joint Stock Company has passed the Resolution of the Annual General Meeting of Shareholders 2025 with the following contents:

1. Shareholders/authorized representatives of shareholders attending the meeting voted to approve the contents of the Report on the Results of Production and Business Activities (PBA) in 2024 and the PBA plan for 2025 with the following approval rate: 99,99%

1.1. Key PBA Indicators for 2024:

- Production Volume Indicators:
 - Volume of bulk cargo handled and transported: 852,745 tons
 - Volume of container services and transportation: 23,734 TEUs
- Financial Indicators:
 - Total Revenue: 38,739 million VND
 - Profit Before Tax: 2,168 million VND

1.2. PBA Plan for 2025:

- Production Volume Indicators:
 - Volume of bulk cargo handled and transported: 844,000 tons
 - Volume of container services and transportation: 7,240 TEUs
- Financial Indicators:
 - Total Revenue: 54,596 million VND
 - Profit Before Tax: 1,216 million VND

1.3. On Profit Distribution for 2024:

According to the audited financial statements for 2024, as of December 31, 2024, The company has incurred cumulative losses; therefore, no dividend will be distributed for 2024.

2. Shareholders/authorized representatives of shareholders attending the meeting voted to approve the Report on the Activities in 2024 and the Activity Plan of the Board of Directors for 2025 with the following approval rate: 99,99 %

3. Shareholders/authorized representatives of shareholders attending the meeting voted to approve the actual remuneration for 2024 and the remuneration plan for 2025 of the Board of Directors and the Supervisory Board with the following approval rate: 99,99 %

3.1. Approval of Actual Remuneration for 2024 of the Board of Directors and the Supervisory Board:

No remuneration will be paid to members of the Board of Directors and the Supervisory Board for the year 2024.

3.2. Approval of the Remuneration Plan for the Board of Directors and the Supervisory Board for 2025.

No	Position	Number of members	2025 Plan	
			Remuneration Level (VND/person/month)	Total Remuneration Expenditure (VND)
1	Chairman of the BOD	1	5.000.000	60.000.000
2	Member of the BOD	4	3.000.000	144.000.000
3	Head of the Supervisory Board	1	3.000.000	36.000.000
4	Member of the Supervisory Board	2	2.500.000	60.000.000
	Total			300.000.000

Total fund for remuneration of the Board of Directors and the Supervisory Board in 2025: VND 300,000,000

4. Shareholders/authorized representatives of shareholders attending the meeting voted to approve the audited Financial Statements for 2024 with the following approval rate: 100 %

5. Shareholders/authorized representatives of shareholders attending the meeting voted to approve the amendment of the Charter of Cai Lan Port Investment Joint Stock Company with the following approval rate: 100 %

5.1. Amendment of Section 3, Article 2 of the Charter of Cai Lan Port Investment Joint Stock Company:

No	Previous Content	Amended Content
1	Article 2. Name, legal form, headquarters, branches, representative offices, and operational duration of the Company 3. The headquarters of the Company: Lot No. 34, Plot LK2, Logistics Service Area, Cai Lan Port, Bai Chay Ward, Ha Long City, Quang Ninh Province. -Telephone: 0203.3512.866 and 0203.3512.868 - Fax: 0203.3512.899 - Email: info@cailanportinvest.vn - Website: www.cailanportinvest.vn	Article 2. Name, legal form, headquarters, branches, representative offices, and operational duration of the Company 3. The headquarters of the Company: No. 01, Cai Lan Street, Bai Chay Ward, Ha Long City, Quang Ninh Province. -Telephone: 0203.3512.866 and 0203.3512.868 - Fax: 0203.3512.899 - Email: info@cailanportinvest.vn - Website: www.cailanportinvest.vn

5.2. Amendments to Sections 2, 4, 5, and Article 3 of the Charter of Cai Lan Port Investment

No	Previous Content	Amended Content
2	<p>Article 3. Legal Representative of the Company</p> <p>2. The Company shall have one (01) legal representative, who is the General Director.</p> <p>3. In the event that the General Director departs from Vietnam, he/she must authorize another individual residing in Vietnam, in writing, to exercise the rights and obligations of the legal representative. In such cases, the General Director remains responsible for the execution of the delegated rights and obligations.</p> <p>4. If the authorization period prescribed in Clause 3 of this Article expires and the General Director has not returned to Vietnam and has not provided any further authorization, the authorized person shall continue to exercise the rights and obligations of the legal representative until the General Director resumes work at the Company or until the Board of Directors appoints another individual as the legal representative of the Company.</p> <p>5. In cases where the General Director is absent from Vietnam for more than 30 days without authorizing another individual to exercise the rights and obligations of the legal representative, or in the event of death, disappearance, criminal prosecution, temporary detention, imprisonment, enforcement of administrative measures at a compulsory rehabilitation center or compulsory education facility, restriction or loss of legal capacity, difficulty in cognition or behavior control, prohibition from holding certain positions, practicing specific professions or performing certain work by court order, or termination of employment with the Company, the Board of Directors shall appoint another individual as the legal representative of the Company.</p>	<p>Article 3. Legal Representatives of the Company</p> <p>2. The Company shall have two (02) legal representatives: the Chairman of the Board of Directors and the General Director. The division of rights and obligations between the two legal representatives is specified as follows:</p> <p>a) The first legal representative—the General Director of the Company—shall have the rights and obligations of the Company's legal representative, except in cases stipulated in Point</p> <p>b) Clause 2 of this Article. The second legal representative—the Chairman of the Board of Directors of the Company—shall exercise the rights and obligations of the legal representative in the event that the General Director is absent from Vietnam for more than 30 days without delegating another person to act as the legal representative or in cases where the General Director is deceased, missing, under criminal investigation, in temporary detention, serving a prison sentence, undergoing administrative measures at a compulsory rehabilitation center or a compulsory education facility, absconding from residence, legally incapacitated or with restricted legal capacity, experiencing cognitive or behavioral difficulties, prohibited by court from holding certain positions, engaging in specific professions or activities, or has been dismissed or removed from office by the Company's Board of Directors.</p> <p>c) The division of representative rights and obligations aims to clearly define the responsibilities, authority, and duties of each legal representative, enhance proactiveness, and emphasize accountability in executing rights and obligations arising from the Company's transactions. It also seeks to prevent overlapping authority within the Company's representation without altering the powers of the Board of Directors or the General Director as</p>

		<p>stipulated by law and the Company's Charter.</p> <p>d) Each legal representative shall bear individual responsibility for any damage caused to the Company in accordance with civil law and other applicable legal provisions within the scope of rights and obligations assigned under this Charter. Any legal representative who enters into transactions with third parties beyond their designated authority shall bear personal liability to CPI and the competent authorities for any damages arising from such transactions. The resolution of consequences arising from transactions entered into by an unauthorized representative shall be handled in accordance with legal regulations.</p> <p>e) During the execution of their duties, if any issues arise concerning the scope of responsibilities assigned to each legal representative under this Charter and CPI's internal regulations, the two legal representatives shall cooperate to resolve them and are required to regularly report to and be accountable before the Board of Directors of CPI.</p> <p>f) If, for any reason, one legal representative no longer meets the qualifications required to serve as a legal representative of CPI, the remaining legal representative shall automatically assume the rights and obligations of the disqualified representative and bear full responsibility for any transactions conducted in that capacity.</p> <p>3. In the event that the General Director departs from Vietnam, he/she must authorize another individual residing in Vietnam, in writing, to exercise the rights and obligations of the legal representative. In such cases, the General Director remains responsible for the execution of the delegated rights and obligations.</p> <p>4. If the authorization period prescribed in Clause 3 of this Article expires and the General Director has not returned to Vietnam and has not provided any</p>
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		<p>further authorization, the Chairman of the Board of Directors shall assume the rights and obligations of the legal representative until the General Director resumes work at the Company.</p> <p>5. If the Company has only one remaining legal representative residing in Vietnam, that individual must delegate, in writing, another person residing in Vietnam to exercise the rights and obligations of the legal representative before leaving the country.</p> <p>6. In the event that both legal representatives simultaneously fail to meet the qualifications or standards required by law and this Charter to serve as legal representatives, the Board of Directors shall appoint another individual as the legal representative of the Company.</p>
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5.3. Amendments to Sections 2, Article 29

3	<p>Article 29. Conditions for the resolutions of the General Meeting of Shareholders to be passed</p> <p>2. Resolutions shall be passed when shareholders holding more than 50% of the total voting shares of all attending shareholders approve them, except as otherwise provided in Clauses 1, 3, 5 of this Article and Clause 8, Article 30 of this Charter.</p>	<p>Article 29. Conditions for the resolutions of the General Meeting of Shareholders to be passed</p> <p>2. Resolutions shall be passed when shareholders holding more than 50% of the total voting shares of all shareholders attending and voting at the meeting approve them, except as otherwise provided in Clauses 1, 3, 5 of this Article and Clause 8, Article 30 of this Charter.</p>
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5.4. Amendments to Sections 2, Article 41

4	<p>Article 41. Minutes of the Board of Directors' meeting</p> <p>2. In case the chairperson or the minute taker refuses to sign the meeting minutes, but all other attending members of the Board of Directors sign it and the contents are fully in accordance with the provisions at points a, b, c, d, e, f, g, h Clause 1 of this Article, the minutes shall be valid.</p>	<p>Article 41. Minutes of the Board of Directors' meeting</p> <p>2. In case the chairperson or the minute taker refuses to sign the meeting minutes, but all other attending members of the Board of Directors sign it and the contents are fully in accordance with the provisions at points a, b, c, d, e, f, g, h Clause 1 of this Article, the minutes shall be valid. The meeting minutes must clearly state the refusal of the chairperson or the minute taker to sign. The person signing the minutes shall be jointly responsible for the accuracy and truthfulness of the content of the Board of Directors' meeting minutes. The chairperson or minute taker shall be</p>
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		personally liable for any damages caused to the company due to the refusal to sign the minutes in accordance with the Law on Enterprises, the CPI Charter, and other relevant laws.
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6. Shareholders/authorized representatives of shareholders attending the meeting voted to approve the Report of the Supervisory Board submitted to the Annual General Meeting of Shareholders 2025 with the following approval rate: 100 %.

7. Shareholders/authorized representatives of shareholders attending the meeting voted to approve the authorization for the Board of Directors to select the auditing firm for the Financial Statements of 2025 with the following approval rate: 98,67 %.

8. Shareholders/authorized representatives of shareholders attending the meeting voted to dismiss a member of the Supervisory Board:

1) Mr. Nguyen Tu Thinh, with the following approval rate: 99,96 %

9. Shareholders/authorized representatives of shareholders attending the meeting voted to elect an additional member to the Supervisory Board of Cai Lan Port Investment Joint Stock Company for the term 2023-2028:

1) Mr. Vu Manh Duy, with the following approval rate: 99,71 %

The General Meeting of Shareholders hereby assigns the Board of Directors and the General Director of Cai Lan Port Investment Joint Stock Company to organize the implementation of this Resolution of the Annual General Meeting of Shareholders 2025 in accordance with the Company's Charter and the current laws of the State.

Recipients:

- General Meeting of Shareholders;
- Board of Directors, Supervisory Board;
- File: Office, Records of the Board of Directors,

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



Do Duc An