

*Ho Chi Minh City, May 13, 2020*

**CONDITIONS OF SHAREHOLDERS' REGISTRATION,  
ATTENDING AND VOTING VIA WEBSITE**

**FOR ANNUAL GENERAL MEETING OF SHAREHOLDERS 2020 ON JUNE 5<sup>th</sup> AND  
6<sup>th</sup> 2020 OF MOBILE WORLD INVESTMENT JOINT STOCK COMPANY ("MWG")**

Pursuant to:

- Law on Enterprises No. 68/2014/QH13 approved on November 26<sup>th</sup>, 2014;
- Article 18 and Article 19 of the Charter of Mobile World Investment Corporation, approved on March 16<sup>th</sup>, 2018, amended and supplemented from time to time ("Charter");
- Decree of the Board of Directors No. 05/NQ/ HDQT-2020 issued on April 13<sup>th</sup>, 2020;

The Chairman of the Board of Directors of Mobile World Investment Corporation, duly authorized by the Board of Directors, hereby issues conditions and instructions ("Conditions") to shareholders to conduct shareholders' registration, attending and voting online via mobile means (including website <https://dhcd.mwg.vn/> or mobile applications as provided on the website) (hereinafter referred to as the "**Website**").

**SECTION A. GENERAL PROVISIONS**

**Article 1     Subjects and Scope of the Conditions**

- 1.1 The Conditions are applied for all shareholders (or their authorized representatives) agreeing to participate in the 2020 Annual General Meeting of Shareholders (the "**Meeting**") of Mobile World Investment Corporation ("MWG" or the "Company") through the Website, in order to (i) comply with regulations on COVID-19 prevention and control of the Government and to (ii) ensure safety of all shareholders attending the Meeting in person.
- 1.2 The shareholders, governed by the Conditions, are shareholders named in the list of shareholders issued on May 4<sup>th</sup>, 2020 by Vietnam Securities Depository Center ("**VSD**") in according to the Resolution of the Board of Directors No. 05/NQ/HĐQT-2020 dated on April 13<sup>th</sup>, 2020 (hereinafter referred to as the "**List of Shareholders**").
- 1.3 The shareholders, attending the Meeting in person, shall be requested to receive voting ballots and participate in the voting via the Website as well, to comply with all regulations on disease prevention and control of the Government. In case where the number of the attending shareholders in person is reaching the limitation quantity, some shareholders may not be allowed to enter the meeting area. Subject to actual circumstances and ensuring the safety of shareholders, the Chairman of the Board of Directors shall have full rights to (i) request these shareholders to move to other areas where have audio-visual facilities to serve the Meeting or to (ii) request these shareholders to participate via online means to ensure the safety and shareholders' interests (if shareholders have any symptoms of disease).



- 1.4 The shareholders attending the Meeting as given in Article 1.1 shall read and agree with entire contents of the Conditions before conducting shareholders' registration, attending the Meeting, and voting.
- 1.5 The Conditions are also applied for related departments carrying out tasks for the Meeting, including but not limited to the Secretariat, Investor Relations Department, Legal Department, Department of Human Resources, IT Department, and other departments. The departments are responsible for conducting honestly and diligently to ensure the safety and compliance with all regulations.

## **Article 2      Validity of the Conditions**

- 2.1 The Conditions are effective from 13 May 2020 ("Effective Date") applying for (i) account registration before the Meeting and (ii) legally attending the Meeting in accordance with Articles 18 and 19 of the Charter;
- 2.2 The other provisions of the Conditions regarding the online voting at the Meeting in Section D shall become effective in case where the Meeting is eligible to be conducted in accordance with Article 18.1 of the Charter. *When the Conditions' voting regulations come into effect, they shall be considered as the voting regulations of the Meeting and apply for all shareholders attending the Meeting (including all shareholders in person).*

## **SECTION B. REGISTRATION OF SHAREHOLDERS**

### **Article 3      Account Registration**

- 3.1 The shareholders or their legal representatives ("Shareholder") must sign up an account on Website and abide by the terms and conditions of using the Website, please be advised that:
  - a. Step 1: MWG will send an OTP code (one-time password) to each Shareholder through one of three means of invitation such as by post and/or by phone, and/or to by email, whether applicable following the Shareholder's address, phone number and email address as provided in the List of Shareholders.
  - b. Step 2: The Shareholder shall use the received OTP code to login in the Website for your identity verification;
  - c. Step 3: The Shareholder shall provide his/her information and requested documents, valid photographs, and other information ("Information") to verify his/her identity. Information of the Shareholder will be compared and verified with the List of Shareholders by the authorized department;
  - d. Step 4: there are two cases happening as follows:
    - If the Shareholder's information is verified by the authorized department, the system will create an account for such Shareholder and send him/her the Login Information (including default Username and Password) via text message ("sms") to his/her phone number or via email address provided by the Shareholder at Step 3. The Shareholders are entitled to change his/her default password for his/her account security. Completing this step is not considered as registered fully to attending the Meeting; or

- If the authorized department refuses to verify his/her identify because of any reasons, the Shareholder will be advised to fulfill further requirements if any or contact the authorized department via email [investor@thegioididong.com](mailto:investor@thegioididong.com) (kindly providing Shareholder's phone number or email for proper contact).
- 3.2 Process of identity verification and account registration for the Shareholders shall start from 08:00 on May 16<sup>th</sup>, 2020 and end at 16:00 on June 3<sup>rd</sup>, 2020 (the "Registration Time"). After the Registration Time, the Shareholder, who have not registered to create an account for identify verification and attending the meeting online, shall be requested to attend the Meeting in person.
- 3.3 The Shareholder shall be responsible for providing accurate and appropriate Information for creating an account on the Website. The authorized department has the right to refuse to confirm completion of account registration if the Information is inaccurate, inappropriate, or having any clues of counterfeit information in any cases. If there are any questions or any requests for further consideration about the rejection of his/her account registration, please contact the authorized department via email address [investor@thegioididong.com](mailto:investor@thegioididong.com).
- 3.4 The Shareholder shall be responsible for securing his/her OTP code and Login Information in any confidential manners, do not reveal or share the OTP code with anyone else, excepting to his/her authorized persons of the shareholder. The Company and its staffs are not responsible for any loss or disclosure of OTP code and the Login Information in any cases.
- 3.5 The Shareholder shall take full responsibility for using his/her account on the Website. The Shareholder shall read and agree all terms and conditions of using the Website before creating an account. MWG, the Board of Directors and the Chairman of the Board of Directors are not responsible for any damages arising from using Shareholders' accounts in accordance with terms and conditions announced.

#### **Article 4 Registration for Attending the Meeting**

- 4.1 The Shareholders are registered to attend the Meeting as follows:
- Step 1: Shareholders use the Login Information to log into their account on the Website;
  - Step 2: Shareholders are registered to attend the Meeting starting at 8:00 AM on June 5<sup>th</sup>, 2020 by clicking a button named "**Attend the Meeting**"
  - Step 3: Shareholders are attending the Meeting;
- 4.2 After completing the registration process to attend the Meeting, Shareholders will receive voting ballots from the Website. The Voting process will be detailed in Section D below.
- 4.3 The Meeting will start from 13:30 and end at 17:00 on June 6<sup>th</sup>, 2020 ("Meeting Time"), Shareholders shall be registered to attend the Meeting as a case of late registration if she/he complete the meeting registration after the starting time as specified in Clause 3 of Article 19 of the Charter, Shareholders shall come prior to the Voting Deadline specified in Article 6.7 below. The Meeting Time should be adjusted according to the Chairman's decision under the Charter.
- 4.4 The list of Shareholders attending the Meeting and their total number of voting shares

recorded by the Website at the step as stipulated in clause 4.1, will be valid as the form of participation in person and this is a basis for determining conditions to conduct the Meeting as prescribed in Clause 1, Article 18 of the Charter.

- 4.5 Shareholders who do not register to attend the Meeting via the Website as stipulated in this Article and do not attend the meeting in person shall not be considered as attending the Meeting.

## SECTION C. ATTENDING THE MEETING

### Article 5 Attending the Meeting

- 5.1 To attend the Meeting by online means, Shareholders agree as follows:
- 5.1.1 Shareholders shall be considered to attend the Meeting when shareholders have completely registered his/her account and registered to attend the Meeting as stipulated in Article 3 and Article 4 above;
  - 5.1.2 To watch the Meeting: Shareholders shall use phones or computers (“Telephone device”) to access the link (“link”), provided by MWG on the Website, to watch the live video of the Meeting, as well as listen to other shareholders and the Chairman’s speech. The Shareholders shall prepare his/her own Telephone device and this Telephone device must be able to connect to internet and have speakers for Shareholders listening to the Meeting during the Meeting Time. The Board of Directors is not responsible for any incidents, damages or any problems that interrupts, prohibits, or damages the Shareholders’ Telephone device, internet connections or use of the Telephone device by Shareholders when attending the Meeting.
  - 5.1.3 In order to speak, give opinion or discuss the matters at the Meeting: Shareholders use the function “**Enter Your Question**” of the Website, whereby shareholders have the right to enter questions or opinions for discussion as instructed by the Chairman at any time after completion of the steps referred to Clause 5.1.1 and during the Meeting. Depending on the Chairman's decision and agenda timing, the Chairman will consider and request the Secretariat or authorized departments to (i) make phone calls to Shareholders for asking your questions directly or (ii) read questions with specific Shareholders' Name (in case of failure to contact with foreign shareholders during the Meeting), by doing that other Shareholders could listen clearly and discuss as stipulated in the Charter.
  - 5.1.4 Other related questions or matters which are not discussed in the Meeting may be replied or answered to the Shareholders and shown on the Website upon the decision of the Chairman or the Board of Directors.
- 5.2 The Secretariat or authorized departments are responsible for providing detailed links of videos of the Meeting, collecting questions and opinions from Shareholders, reporting fully and honestly all issues that shareholders are interested in to the Chairman and the Board of Directors during the Meeting.

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## SECTION D. VOTING REGULATIONS

### Article 6 Conditions and methods for Shareholders to vote via the Website

The Shareholders agree the voting regulations for the Meeting as follows:

- 6.1 Voting method at the Meeting: all Shareholders shall receive voting cards and cast his/her votes via the Website.
- 6.2 After completing the meeting registration, Shareholders will receive voting cards issued from the Website, the total number of voting ballots is equal to the total number of voting shares that the shareholder owns according to the List of Shareholders.
- 6.3 If the Shareholder has already decided each voting matter of the Meeting, the Shareholder may cast votes early for one or all matters starting from 08:00 AM on June 5<sup>th</sup>, 2020. The early voting results shall not be valid before the time the Meeting are fully and appropriately conducted in according to the law. After the meeting is eligible to be conducted, the early voting results of Shareholders will be effective.
- 6.4 For casting votes, each Shareholder has the right to choose one (01) of three (03) options "Approve" (the Shareholders agree to approve), "Disapprove" (the Shareholders do not approve), "Abstain" (the Shareholders decline to vote either for or against a proposal).
- 6.5 In order to ensure that all voting matters are considered and decided by the Shareholders according to methods specified in Article 6.4 during the Meeting, the Shareholder will (i) cast votes for each matter separately and (ii) click the button named "**Cast Votes**" to finish voting for such a matter before casting votes for the next matter (hereinafter referred to as "**Final Voting**").
- 6.6 Final Voting has been made for each matter/proposal shall be deemed as **Valid Voting** for such matter/proposal.
- 6.7 The deadline for casting vote is 16:00 on June 6<sup>th</sup>, 2020 ("**Voting Deadline**"). Matters/proposal which the Shareholders attending the Meeting have not completed to vote since the Voting Deadline will be recorded as **Invalid Voting**. To ensure voting rights and responsibilities of the Shareholders, the Shareholders are suggested to (i) vote early or (ii) complete Final Voting for all matters/proposals before the Voting Deadline. From the Voting Deadline, the Shareholders are not able to cast any votes or complete Final Voting.
- 6.8 In case the Shareholders attending the Meeting would like to adjust their votes, the Shareholders have the right to change their votes before Voting Deadline by selecting "**Edit Votes**", the Shareholders are also required to complete such a change for Final Voting. To avoid any doubts, the last change of voting for a matter before Voting Deadline shall be recorded as the official and final voting for such a matter made by the Shareholder.
- 6.9 For election of members of the Board of Directors, the method of cumulative voting in accordance with the Law on Enterprises shall be applied.
- 6.10 Shareholders are fully responsible for their own voting decisions or their representatives' actions.
- 6.11 The voting results shall be automatically recorded by the Website during the Meeting and before Voting Deadline. The Voting Committee shall prepare the minutes of vote-counting and announce voting results at the Meeting.

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## **Article 7 Voting Committee**

- 7.1 The Voting Committee is responsible for all activities of counting votes at the Meeting. Members of the Voting Committee shall not exceed three (03) members and be proposed by the Chairman of the Board of Directors. The Voting Committee shall be approved by the attending Shareholders through voting at the Meeting.
- 7.2 The Meeting may select one of attending people (a shareholder) to supervise the activities of the Vote Committee.

## **Article 8 Rights and obligations of Shareholders**

- 8.1 To be entitled to vote on all matters within the proposed agenda of the Meeting in accordance with the Law and the Charter.
- 8.2 To be entitled to attend and vote at the Meeting or authorize shareholder's representative to attend and vote at the Meeting.
- 8.3 Provide exactly phone number, contact address and email address to ensure that the Shareholder will receive notification from the Website and take full responsibility for accuracy of information.
- 8.4 Use the Shareholder's registered account to sign in the Website and vote for all matters which the shareholder is entitled to cast votes.
- 8.5 If the shareholder is a legal entity, (i) one legal representative of such organizational shareholder or (ii) one authorized representative of the legal representative is responsible for representing such shareholder in carrying out and complying with this Regulation.
- 8.6 All attending Shareholders acknowledged that they have read, understood, and agreed with this Conditions' terms and conditions of using the Website.
- 8.7 All attending Shareholders acknowledged that Shareholders have read, understood, and agreed with the regulations hereof.

## **Article 9 Other Clauses**

- 9.1 Other relevant content that is not specified in this document will be implemented in accordance with the Charter, the Corporate Governance Regulation, and relevant laws.
- 9.2 This Condition is issued on the Effective Date.

**ON BEHALF OF BOARD OF DIRECTORS**

**CHAIRMAN**

