

Bim Son, April ... 2025

DRAFT

REGULATION

Election of member for the Board of Directors and Board of Supervisors for the 2025 - 2030 term

CHAPTER I

CANDIDACY, NOMINATION FOR THE BOARD OF DIRECTORS MEMBER

Article 1: Standards and conditions of the Board of Directors member

1. Standards and conditions of the Board of Directors member

Pursuant to Clause 1, Article 155 of the 2020 Enterprise Law and Clause 4, Article 25 of the Company Charter, a member of the Board of Directors must meet the following standards and conditions:

- a) Have full civil act capacity and are not one of the persons specified in Clause 2 Article 17 of the 2020 Enterprise Law.
- b) Have professional qualifications and experience in business administration or in the company's business fields, industries and professions and are not necessarily shareholders of the company.
- c) Members of the Board of Directors can concurrently be members of the Board of Directors of another company.

2. Standards and conditions of the Board of Directors independent member

Pursuant to Clause 2, Article 155 of the 2020 Enterprise Law and Clause 3, Article 26 of the Company Charter, an independent member of the Board of Directors must meet the following standards and conditions:

- a) Not working for the company or did not work for the company within the last 03 years or longer.
- b) Not being a person receiving salary or remuneration from the company, except for allowances to which members of the Board of Directors are entitled as per regulations.
- c) His/her spouse, biological parents, adoptive parents, biological children, adopted children and siblings are not major shareholders of the company, executives of the company.
- d) not directly or indirectly holding 1% of the company's voting shares or more.
- e) not hold the position of member of the Board of Directors or the Board of Supervisors of the company within the last 05 years or longer unless it was designated in 02 consecutive terms.

Article 2: Candidacy, Nomination for the Board of Directors member

- a) A shareholder or group of shareholders that hold at least 10% of the ordinary shares is entitled to run for election and nominate candidates for the Board of Directors. The number of candidates nominated for election to the Board of Directors is determined by the decision of the General Meeting of Shareholders.
- b) In case the number of candidates elected to the Board of Directors through nomination and candidacy is still not enough, according to the provisions of Clause 5, Article 115 of the Enterprises Law, the current Board of Directors shall introduce additional candidates. The introduction of additional candidates by the current Board of Directors must be clearly announced before the GMS votes to elect members of the Board of Directors.

Article 3: Application form for candidacy and nomination of candidates for election to the Board of Directors

- a) Application for nomination and candidacy (*according to form No. 07 or form No. 08 of the Organizing Committee*).
- b) Curriculum Vitae self-declared by the candidate (*according to form No. 09 of the Organizing Committee*).
- c) Private information of Board of Directors/Board of Supervisors members (*used to publish information 24 hours after the end of the AGM - according to form No. 10 of the Organizing Committee*).
- d) Documents proving and committing the candidate to ensure that they meet all conditions and standards according to the law, the Company Charter and the Company's regulations (original or certified copy).

Article 4: Candidates selection

Based on the Application for nomination and candidacy of shareholders/groups of shareholders, the Organizing Committee of the 2025 AGM will prepare a list of candidates who meet the prescribed conditions to elect members of the Board of Directors.

CHAPTER II CANDIDACY, NOMINATION FOR THE BOARD OF SUPERVISORS MEMBER

Article 5: Standards and conditions of the Board of Supervisors member

Pursuant to Clause 1, Article 169 of the 2020 Enterprise Law and Clause 2, Article 37 of the Company Charter, a member of the Board of Supervisors must meet the following standards and conditions:

- a) Have full civil act capacity and not be prohibited from establishing and managing enterprises according to the 2020 Enterprises Law.
- b) Their major is economics, finance, accounting, audit, law, business administration or a major that is relevant to the enterprise's business operation.

- c) not a relative of any of the members of the Board of Directors, Director and other executives.
- d) not the company's executive, is not necessarily a shareholder or employee of the company.
- e) not working in the accounting or finance department of the Company.
- f) Not a member of the audit team or employee of the independent audit firm that audited the Company's financial statements in the previous three (03) consecutive years.

Article 6: Candidacy, Nomination for the Board of Supervisors member

- a) A shareholder or group of shareholders that hold at least 10% of the ordinary shares is entitled to run for election and nominate candidates for the Board of Supervisors. The number of candidates nominated for election to the Board of Supervisors is determined by the decision of the General Meeting of Shareholders.
- b) In case the number of candidates for the Board of Supervisors through nomination and candidacy is not sufficient, the current Board of Supervisors may nominate additional candidates or organize nominations according to the provisions prescribed in the Company Charter and the Internal Regulations on Corporate Governance. The rule for the current Board of Supervisors to nominate candidates for the Board of Supervisors must be clearly announced before the GMS votes to elect members of the Board of Supervisors according to the provisions of law.

Article 7: Application form for candidacy and nomination of candidates for election to the Board of Directors

- a) Application for nomination and candidacy (*according to form No. 07 or form No. 08 of the Organizing Committee*).
- b) Curriculum Vitae self-declared by the candidate (*according to form No. 09 of the Organizing Committee*).
- c) Private information of Board of Directors/Board of Supervisors members (*used to publish information 24 hours after the end of the AGM - according to form No. 10 of the Organizing Committee*).
- d) Documents proving and committing the candidate to ensure that they meet all conditions and standards according to the law, the Company Charter and the Company's regulations (original or certified copy).

Article 8: Candidates selection

Based on the Application for nomination and candidacy of shareholders/groups of shareholders, the Organizing Committee of the 2025 AGM will prepare a list of candidates who meet the prescribed conditions to elect members of the Board of Supervisors.

CHAPTER II

ELECTION OF MEMBER FOR BOARD OF DIRECTORS AND THE BOARD OF SUPERVISORS

Article 9: Voters

Shareholders owning voting shares of the Company and authorized representatives.

Article 10: Ballot and ballot recording

1. List of candidates for members of the Board of Directors/Board of Supervisors
The list of candidates for the Board of Directors/Board of Supervisors is arranged in alphabetical order by name, with full names written on the ballot.
2. Ballot and ballot recording
 - a) Ballots are printed in a unified format, with the total number of voting shares corresponding to the attendance code.
 - b) Shareholders or authorized representatives are simultaneously given ballots to vote for members of the Board of Directors/Board of Supervisors according to the attendance code (owned and authorized).
 - c) In case of incorrect record or new candidates appearing on the day of the GMS, shareholders can request the Election and Ballot Counting Committee to exchange for a new ballot and must return the old ballot (before putting it in the ballot box).
 - d) Shareholders or authorized representatives must personally record the number of votes for each candidate in the blank box of that candidate on the ballot.
3. Invalid ballot cases
 - a) The ballot does not follow the form prescribed by the Organizing Committee and does not have the Company's seal.
 - b) Ballots with crossed out, corrected, added or incorrect names, or candidates not on the list of candidates unanimously approved by the General Meeting of Shareholders before voting.
 - c) The total number of votes for candidates by a shareholder exceeds the total number of voting rights held by that shareholder (including owned and authorized).

Article 11: Election method

Voting to elect members of the Board of Directors/Board of Supervisors is carried out by cumulative voting.

Article 12: Election and Ballot counting Committee

1. The Election and Ballot counting Committee is nominated by the Chairperson and approved by the General Meeting of Shareholders.
2. The Election and Ballot counting Committee is responsible for:
 - a) Approve the Election Regulations.

- b) Distribute ballots and provide instructions on how to fill out ballots.
- c) Conduct vote counting.
- d) Announce election results to the AGM.
- 3. Members of the Ballot Counting Committee may not be included in the list of nominees and candidates for the Board of Directors or the Board of Supervisors.

Article 13: Principles of ballot submission and counting

- 1. The ballot counting committee shall check the ballot box in the presence of shareholders.
- 2. Voting begins when the distribution of ballots is completed and ends when the last shareholder places his ballot in the ballot box.
- 3. The counting of votes must be conducted immediately after the submission of ballots is completed.
- 4. The vote counting results shall be recorded in writing and announced by the Head of the Election and Counting Committee to the AGM.

Article 14: Principles of election and winning

- 1. Cumulative voting principle
 - a) Each shareholder has a total number of votes corresponding to the total number of voting shares (including owned and authorized) multiplied by the number of elected members of the Board of Directors/Board of Supervisors.
 - b) Shareholders can vote all their votes for one person or several people, but not more than the number of members approved by the General Meeting of Shareholders.
- 2. Winning principle
 - a) The candidate elected to the Board of Directors is:
 - Meet the conditions and standards of a member of the Board of Directors (specified in Clause 1, Article 1 of this Regulation).
 - Determined by the number of votes from high to low, starting from the candidate with the highest number of votes until enough members of the Board of Directors are approved by the General Meeting of Shareholders.
 - b) The candidate elected to the Board of Supervisors is:
 - Meet the conditions and standards for members of the Board of Supervisors (specified in Article 5 of this Regulation).
 - Determined by the number of votes from high to low, starting from the candidate with the highest number of votes until enough members of the Board of Supervisors are approved by the General Meeting of Shareholders.
 - c) In case there are 02 or more candidates receiving the same number of votes for the final member of the Board of Directors/Board of Supervisors, a re-election will be held among the candidates with the same number of votes.

Article 15: Prepare and publish the Minutes of the vote counting

- a) After counting the votes, the Counting Committee must prepare a Minutes of vote counting.
- b) The Minutes of vote counting must be publicly announced to the GMS.

Article 16: Complaints about voting and vote counting will be resolved by the chairperson and recorded in the minutes of the GMS.

This regulation consists of 16 articles and is publicly announced to the GMS for voting and approval.

**FOR AND ON BEHALF OF THE GMS
Chairperson**

Nguyen Thi Kim Chi

APPENDIX
GUIDELINES FOR ELECTION OF MEMBERS OF THE BOARD OF
DIRECTORS/BOARD OF SUPERVISORS
TERM 2025-2030, AT THE 2025 GMS
 (According to the cumulative voting method)

1. Ballot type

Yellow ballot: election for member of the Board of Directors

Pink ballot: election for member of the Board of Supervisors

2. Ballot submission

Ballots for the Board of Directors/Board of Supervisors are dropped into sealed ballot boxes.

3. Ballot recording

Each shareholder has a total number of votes corresponding to the total number of voting shares (including owned and authorized) multiplied by the number of elected members of the Board of Directors/Board of Supervisors.

Shareholders can vote all their votes for one person or several people, but not more than the number of members approved by the General Meeting of Shareholders.

Example of how to write a ballot: The GMS voted to elect 05 members of the Board of Directors from 06 candidates. Shareholder Nguyen Van A holds 1,000 voting shares (including ownership and authorization). Then the total number of votes of shareholder Nguyen Van A is: 1,000 shares x 5 = 5,000 votes. Shareholder Nguyen Van A can vote cumulatively in the following manner:

Case 1: Shareholder Nguyen Van A divided his votes equally among 5 candidates (equivalent to each candidate receiving 1,000 votes).

No.	Name	Number of voting rights elected
1.	Candidate 1	1,000
2.	Candidate 2	1,000
3.	Candidate 4	1,000
4.	Candidate 4	1,000
5.	Candidate 5	1,000
	Total	5,000

Case 2: Shareholder Nguyen Van A votes for one candidate.

No.	Name	Number of voting rights elected
1.	Candidate 1	-
2.	Candidate 2	5,000
3.	Candidate 4	-
4.	Candidate 4	-
5.	Candidate 5	-
	Total	5,000

Case 3: Shareholder Nguyen Van A vote for several candidates.

No.	Name	Number of voting rights elected
1.	Candidate 1	1,000
2.	Candidate 2	500
3.	Candidate 4	500
4.	Candidate 4	2,000
5.	Candidate 5	1,000
	Total	5,000

4. Invalid ballot

Case 1: The ballot does not follow the form prescribed by the Organizing Committee and does not have the Company's seal.

Case 2: Ballots with crossed out, corrected, added or incorrect names, or candidates not on the list of candidates unanimously approved by the General Meeting of Shareholders before voting.

Case 3: The total number of votes for candidates by a shareholder exceeds the total number of voting rights held by that shareholder (including owned and authorized).

Example: Shareholder A has 1,000 shares equivalent to 5,000 votes. But shareholder A voted 6,000 votes for the following candidates:

No.	Name	Number of voting rights elected
1.	Candidate 1	-
2.	Candidate 2	4,000
3.	Candidate 4	2,000
4.	Candidate 4	-
5.	Candidate 5	-
	Total	6,000

Other cases specified in the Election Regulations

5. Example of how to determine the winning candidate:

The GMS approved the number of 05 members of the Board of Directors and the list of 06 candidates eligible to run for election and nomination for members of the Board of Directors.

The voting results are as follows:

No.	Name	Eligible for candidacy and nomination	Number of voting rights elected
1.	Nguyen Van A	Member of the BOD	10,000
2.	Nguyen Van B	Member of the BOD	9,000
3.	Nguyen Van C	Member of the BOD	8,000
4.	Nguyen Van D	Member of the BOD	7,000
5.	Nguyen Van E	Member of the BOD	6,000
6.	Nguyen Van F	Member of the BOD	5,000

Thus, the winners are determined to include:

No.	Name
1.	Nguyen Van A
2.	Nguyen Van B
3.	Nguyen Van C
4.	Nguyen Van D
5.	Nguyen Van E

In case Nguyen Van E and Nguyen Van F have the same number of votes, a re-vote will be held to select one candidate from the two candidates Nguyen Van E and Nguyen Van F.