

(DRAFT)

**REGULATIONS ON NOMINATION, ELECTION,
AND VOTING FOR BOARD MEMBERS
FOR THE 2025–2030 TERM
AT THE 2025 ANNUAL GENERAL SHAREHOLDERS' MEETING**

Pursuant to the Enterprise Law No. 59/2020/QH14, passed by the National Assembly of the Socialist Republic of Vietnam on June 17, 2020;

Pursuant to the Charter on the Organization and Operations of Habeco – Hai Phong Joint Stock Company;

The 2025 Annual General Shareholders' Meeting of Habeco – Hai Phong Joint Stock Company (hereinafter referred to as the Company) will conduct the election of 01 (one) Board member as follows:

I. OBJECTS AND SCOPE OF APPLICATION

- This regulation guides the procedures for the nomination, candidacy, and election of Board members of Habeco – Hai Phong Joint Stock Company.
- Candidates for the Board are responsible for adhering to the contents of this regulation.
- Shareholders who own shares with voting rights, and representatives authorized by shareholders with voting rights (based on the list of shareholders as of March 20, 2025), are entitled to participate in the election of Board members.

II. REGULATIONS ON NOMINATION AND CANDIDACY FOR BOARD MEMBERS

1. Composition and Term of the Board

- Number of Board members to be elected: 01 person
- Term of elected Board members: 2025-2030
- Number of candidates for the Board: No limit

2. Criteria for Board Members

- Must have full legal capacity and not be prohibited from managing enterprises as per Article 17, Clause 2 of the Enterprise Law.
- Must have professional qualifications and experience in business management and company administration.

- May simultaneously be a member of the Board of another company.
- Board members cannot be relatives of the CEO or other managers of the company, or those with the authority to appoint managers of the parent company.

3. Nomination and Candidacy Procedures

- Shareholders who meet the qualifications to nominate or apply as candidates for the Board of Directors, as outlined in the Company's Charter, are entitled to do so 03 days before the General Shareholders' Meeting.
- Shareholders with voting rights may combine their voting rights to nominate Board candidates.
- Shareholders or groups of shareholders holding between 5% to less than 10% of total voting shares can nominate 01 candidate; from 10% to less than 30% can nominate up to 02 candidates; from 30% to less than 40% can nominate up to 03 candidates; from 40% to less than 50% can nominate up to 04 candidates, etc.
- If the number of Board candidates is still insufficient after the nomination and candidacy, the current Board or the Supervisory Board may nominate additional candidates, which must be approved by the General Shareholders' Meeting.

4. Candidate Nomination and Candidacy Documents The documents for nominating or applying as a candidate for the Board include:

- Nomination/Candidacy Form (attached to these regulations).
- Candidate's Curriculum Vitae (CV) (attached to these regulations).
- A notarized copy of identification, certification of professional qualifications, and education if applicable. These documents must be submitted to the Company's headquarters before 5:00 PM on April 18, 2025, at the following address:
- General Office, Habeco – Hai Phong Joint Stock Company
Address: Trường Sơn Town, An Lão District, Hai Phong City, Vietnam

III. INSTRUCTIONS ON HOW TO ELECT BOARD MEMBERS

1. Principles for Board Member Elections

- Board elections will be conducted at the Meeting using a cumulative voting method with secret ballots.
- Cumulative voting method: Each shareholder/representative has a total number of votes equal to the number of shares they own (or represent), multiplied by the number of Board members to be elected.
- Shareholders may allocate all or part of their votes to one or several candidates, and the remaining votes may be withheld.

2. Ballot Papers and How to Vote

- Each shareholder/representative will receive a ballot according to their registered shareholder ID number.

- The ballot paper will be stamped by the Company, with the total number of shares owned/represented and the corresponding maximum number of votes based on the cumulative voting method.
- Shareholders should check the information on the ballot upon receiving it. Any discrepancies should be reported immediately.
- Shareholders/representatives must fill in all required information on the ballot.

3. Invalid Ballots

- Ballots not issued by the Organizing Committee.
- Torn, altered, or containing names not listed as candidates.
- Ballots where the total number of votes exceeds the allowed number.
- Ballots without the signature of the shareholder/representative.
- Invalid ballots will not be counted during the vote.

4. Ballot Counting Committee and Voting Procedures

- The Ballot Counting Committee will be appointed by the Chairman and approved by the General Shareholders' Meeting.
- The committee is responsible for:
 - Ensuring compliance with the election procedures.
 - Distributing and collecting ballots.
 - Counting votes and announcing the results.
- The Ballot Counting Committee must maintain accuracy and confidentiality during the vote count.

IV. IMPLEMENTATION TERMS

These regulations serve as the legal basis for the procedures of nominating, applying, and electing Board members at Habeco – Hai Phong Joint Stock Company. They were drafted by the Board of Directors and will be approved at the 2025 Annual General Shareholders' Meeting, scheduled for April 25, 2025.

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

Recipients:

- Board Members, Supervisory Board;
- The Organizing Committee of the General Meeting;
- Shareholders of the Company;
- Archives.

Pham Anh Tuan