VAN PHAT HUNG CORPORATION

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VẠN PHÁT HƯNG

REGULATIONS ON ORGANIZING THE ANNUAL GENERAL MEETING OF SHAREHOLDERS OF VAN PHAT HUNG CORPORATION

Ho Chi Minh city, April 2025

INDEX

SOCIALIST REPUBLIC OF VIET NAM

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Ho Chi Minh City, April 17th, 2025

REGULATIONS ON ORGANIZING THE ANNUAL GENERAL MEETING OF SHAREHOLDERS OF VAN PHAT HUNG CORPORATION

- *Pursuant to the Law on Securities dated November 26, 2019;*
- *Pursuant to the Law on Enterprises dated June 17, 2020;*
- *Pursuant to Decree No. 155/2020/ND-CP dated December 31, 2020 of the Government detailing the implementation of a number of articles of the Law on Securities;*
- *Pursuant to Circular No. 116/2020/TT-BTC dated December 31, 2020 of the Minister of Finance guiding a number of articles on corporate governance applicable to public companies in Decree No. 155/2020/ND-CP dated December 31, 2020 of the Government detailing the implementation of a number of articles of the Law on Securities;*
- *Pursuant to the Charter of Van Phat Hung Joint Stock Company;*
- *Pursuant to the Resolution of the General Meeting of Shareholders No. 04/2025/NQ- VPH dated April 17, 2025*

The Regulations on the Organization of the Annual General Meeting of Shareholders of Vạn Phát Hưng Joint Stock Company include the following contents:

CHAPTER I

GENERAL PROVISIONS

Article 1. Scope of Application:

1. These Regulations apply to the organization of the Annual General Meeting of Shareholders ("the Meeting" or "AGM") of Van Phat Hung Corporation ("the Company") in the form of an online meeting or a hybrid meeting (combination of in-person and online attendance).

2. These Regulations specifically stipulate the rights and obligations of shareholders and other participants, the conditions, and procedures for conducting the Meeting.
3. Shareholders, shareholder representatives, and other participants are responsible for complying with the provisions of these Regulations.

Article 2. Interpretation of Terms

1. Company or VPH: Van Phat Hung Corporation (Stock Code: VPH).
2. Shareholder: Any individual or entity holding at least one share in Van Phat Hung Corporation, whose name appears in the list of shareholders entitled to attend the AGM, as provided by the Vietnam Securities Depository and Clearing Corporation (VSDC), or any duly authorized representative who has been granted an access account to register for online attendance and e-voting.
3. Online Meeting: A General Meeting of Shareholders organized via advanced information technology solutions that enable transmission of audio and/or visual content, allowing shareholders at different locations to attend, monitor, discuss, and vote on the Meeting's matters.
4. Location of the Online Meeting: Includes the main venue (where the Chairperson presides over the Meeting) and other locations where shareholders log in to the online system using access accounts provided by the Company to participate online.
5. E-Voting: The act of shareholders or their authorized representatives casting votes electronically during the Meeting through the online system.
6. Online System: The application/software/website utilized by the Company to organize the online AGM and/or e-voting.
7. Registration for Online Attendance: Shareholders informing the Company, via an appropriate communication channel, of their or their authorized representative's intention to attend the Meeting through the Online System in accordance with these Regulations and the Company's instructions.
8. Login Credentials: Includes Username/ID and Password provided in the invitation letter or an OTP code sent to the shareholder's registered phone number. The Password and OTP are uniquely provided to each shareholder or their authorized representative.
9. Opening Time of the Online System: The point at which shareholders can begin accessing and reviewing Meeting documents. Voting periods are governed by the

Organizing Committee.

10. Opening Time of the Voting Portal: The point at which shareholders may begin casting votes on matters to be resolved during the Meeting.

11. Closing Time of the Online System/Voting Portal: The point when the Online System is closed for access and voting, as notified by the Organizing Committee.

CHAPTER II

GENERAL REGULATIONS

Article 3. Conditions for Attending the Meeting:

Individual shareholders or authorized representatives of institutional shareholders whose names are listed on the record date for the Meeting are entitled to attend the Meeting directly or to lawfully authorize another person to attend the Meeting on their behalf, provided that they have been granted an access account by the Company to register for participation in accordance with these Regulations and applicable laws.

Article 4. Forms of Attending the Meeting:

Shareholders shall be deemed to have attended the AGM under the following circumstances:

1. Each shareholder will be provided with an access account and password to log into the Online System. The shareholder's access account will be encrypted to authenticate their eligibility for participation. The Company will inform shareholders of their access credentials in the Meeting Invitation Letter.
2. Shareholders participating online will be authenticated through successful login using the Username and Password/OTP provided by the Company, and will be deemed present and having voted at the Meeting if their voting results are successfully submitted via the Online System.
3. The Organizing Committee will open the voting portal at the time of the Meeting to allow shareholders to access the Online System and cast their votes.

CHAPTER III

RIGHTS AND OBLIGATIONS OF SHAREHOLDERS AND PARTICIPANTS

Article 5. Rights and Obligations of Shareholders and Authorized Representatives:

1. Rights of Shareholders or Authorized Representatives:

a. Shareholders or their authorized representatives are entitled to attend the Meeting and vote on all matters in accordance with the Law on Enterprises and relevant legal documents.

b. Shareholders attending the Meeting online shall log in to the Online System at: https://www.vanphathung.com/quan-he-co-dong/dai-hoi-co-dong-thuong-nien.html to participate in the Meeting and vote on the discussed matters. Shareholders may log in using the following methods:

- ➢ Using the Login ID and OTP to access the system;
- ➢ Using the Login ID and Password provided in the Invitation Letter.
  - The Login ID corresponds to one of the following: national ID number, citizen ID number, corporate registration number, or foreign investor registration number.
  - Upon successful login, the OTP will be sent to the shareholder's registered phone number or to that of the authorized representative.
  - In case a shareholder changes their phone number, they must contact the Company to update the new number.
  - In case a shareholder changes their personal information, they must contact their securities depository member to update it. For shareholders who have not deposited their shares, they must contact the Company directly for updates.
  - Password: Provided to shareholders in the Meeting Invitation Letter..

c. Shareholders and their authorized representatives have the right to attend the Meeting and vote on subsequent matters. The Meeting is not obligated to pause or re-vote on resolutions that have already been passed, and the validity of prior voting results shall not be affected.

d. If a shareholder cannot attend the Meeting, they may authorize another person to attend and vote on their behalf. Authorization may be carried out online via the System or by completing a Power of Attorney in the Company's prescribed form. When a shareholder authorizes another person by a physical Power of Attorney, the following provisions shall apply:

- For individual shareholders, the authorization must bear the signatures of both the shareholder and the authorized person.

- For institutional shareholders, the authorization must bear the signature and corporate seal of the legal representative, the name of the person signing, and the signature of the authorized person.
- Upon receiving valid authorization, if the authorized person is not a shareholder of VPH, the Company will provide a Username and Password for access to the System to perform the authorized rights and obligations. The Company will provide the login information to the authorized representative via email or other means based on the registered shareholder information. Shareholders are fully responsible for the authorization information submitted to the Company. The authorized person must comply with these Regulations, adhere to the Chairperson's direction, and respect the Meeting's outcomes.
- If the authorized person is also a shareholder, once authorization procedures are completed, the number of authorized shares will be added to the authorized person's total number of shares for voting purposes. The authorized person may vote using the total number of shares received through authorization or vote separately under each account they represent.

2. Obligations of Shareholders or Authorized Representatives:

a. During the Meeting, shareholders must comply with the Chairperson's instructions, behave courteously, and maintain order.

b. Shareholders and delegates must dress in a formal and respectful manner.

c. Shareholders attending online must:
   - Prepare suitable equipment and maintain a stable internet connection to follow the Meeting proceedings.
   - Attend and fully participate in all discussions and voting sessions.
   - Safeguard all information related to the access account, including the username, other identifying elements (if any), and the login password provided by the Company in the Meeting Invitation Letter, to ensure that only the Shareholder is entitled to access and participate in the Meeting via the Online System, except in cases where such information is provided to an authorized representative for participation on the Shareholder's behalf. The Shareholder shall be responsible for ensuring that the authorized representative complies with this provision in the same manner as the Shareholder.

- Be fully responsible for any risks or disputes arising from the use of the Shareholder's access account when attending the Meeting via the Online System. Participation in the Meeting and voting conducted using the correct username and password and/or other identifying elements shall be deemed as actions taken directly by the Shareholder.
- Regularly update accurate, complete, and truthful contact information, including phone number, mailing address, and email address, at the securities depository where the shareholder account is maintained, to ensure the receipt of access account notifications, and bear full responsibility for the registered information.
- Strictly comply with the Meeting Regulations and respect the outcomes of the Meeting.

Article 6. Rights and Obligations of the Shareholder Eligibility Verification Committee:

1. The Committee comprises one (01) Head and several members appointed by the Organizing Committee.The Committee is responsible for verifying the eligibility of shareholders or authorized representatives participating online, in compliance with legal provisions, the Company's Charter, and these Regulations; and reporting the verification results to the Meeting.
2. Verification Method: The Committee verifies eligibility based on login information from shareholder accounts to determine the number of participants attending the Meeting online.
3. The Committee is entitled to establish sub-working groups to assist in fulfilling its tasks.

Article 7. Presidium and Chairperson of the Meeting:

1. The Presidium, elected by the Meeting, consists of the Chairperson and other members responsible for directing the Meeting.
2. Duties and Powers of the Presidium:

a. Conduct the Meeting according to the approved agenda and maintain orderly proceedings reflecting the majority shareholders' wishes;

b. Appoint one or more Secretaries for the Meeting; propose candidates for the Vote Counting Committee;

c. Guide discussions during the Meeting;

d. Present drafts of matters requiring shareholder approval;

e. Respond to shareholder inquiries or designate someone to answer.

3. The Chairperson's decisions regarding matters of meeting procedures, formalities, or events arising outside the approved agenda shall be final and binding.

4. The Chairperson shall take all actions deemed necessary to conduct the Meeting in a lawful and orderly manner, and to ensure that the proceedings reflect the will of the majority of the attending shareholders.

5. At any time, without requiring the Meeting's consent, the Chairperson may adjourn the Meeting to another time (in compliance with the Law on Enterprises and the approved Charter) and/or to another venue as deemed appropriate if:

a. The behavior of attendees obstructs or is likely to obstruct the orderly conduct of the Meeting; or

b. An adjournment is necessary to ensure that the proceedings of the Meeting are conducted lawfully.

Article 8. Rights and Obligations of the Meeting Secretariat:

1. The Secretariat comprises one (01) Head and several members appointed by the Presidium.

2. The Secretariat of the Meeting shall perform supporting tasks as assigned by the Chairperson, including: recording the minutes of the Meeting's proceedings; faithfully, accurately, and fully reflecting the Meeting's content in the Minutes and the Resolutions; presenting the Minutes and Resolutions before the Meeting; receiving shareholders' comments and discussions and forwarding them to the Presidium for response.

Article 9. Rights and Obligations of the Vote Counting Committee

1. The Vote Counting Committee shall consist of one (01) Head and several members, elected by the Meeting based on the Presidium's proposal.

2. The Vote Counting Committee shall have the right to establish sub-working groups to assist in performing its duties.

3. The duties of the Vote Counting Committee include:

a. Guiding shareholders on how to log in, vote, and participate in elections during the online Meeting;

b. Recording the voting results of shareholders and authorized representatives on matters submitted for approval at the Meeting, including electronic and paper ballots;
c. Compiling and reporting the voting results on the Meeting's matters to the Presidium;
d. Consolidating the voting results and preparing the Vote Counting Minutes and the Election Ballot Counting Minutes for submission to the General Meeting of Shareholders;
e. Reporting the results of the voting and the election to the Meeting;
f. Handing over the Vote Counting Minutes to the Chairperson or the Secretary of the Meeting;
g. Cooperating with the Presidium to consider and resolve any complaints or denunciations regarding the voting and election results (if any) and reporting to the General Meeting of Shareholders for decision;
h. Performing other tasks as assigned.

CHAPTER IV

PROCEDURES FOR CONDUCTING THE MEETING

Article 10. Conditions for Holding the Meeting

The Meeting shall be conducted when the attending shareholders represent more than 50% of the total number of voting shares, based on the list of shareholders finalized by the Vietnam Securities Depository and Clearing Corporation (VSDC) within the statutory timeframe. The Shareholder Eligibility Verification Committee shall announce the number of shareholders attending, the total number of voting shares represented, and the attendance ratio to confirm that the Meeting meets the conditions for proceeding in accordance with the regulations.

Article 11. Method of Conducting the Meeting

1. The Meeting shall sequentially discuss and approve the matters listed in the agenda of the General Meeting of Shareholders.
2. Shareholders participating using devices must ensure a stable internet connection throughout the duration of the Meeting and may only unmute their microphones when invited to speak.

Article 12. Agenda and Working Contents of the Meeting

1. The agenda and contents of the Meeting must be approved by the General Meeting of Shareholders for each item to be discussed during the Meeting.
2. In the event that the Chairperson proposes any amendments to the agenda or contents during the course of the Meeting, such changes must be approved by the General Meeting of Shareholders.

Article 13. Discussions at the Meeting

1. Discussions shall be limited strictly to matters presented within the scope of the Meeting agenda as approved by the General Meeting of Shareholders.
2. Based on the number of attending shareholders and the permitted duration of the Meeting, the Presidium may select appropriate methods to facilitate discussions. Shareholders shall conduct their discussions according to the Chairperson's instructions during the online Meeting, either by participating in online discussions or submitting questions through the online system with the Presidium's approval. At any given time, only one shareholder shall be permitted to speak. If multiple shareholders request to speak simultaneously, the Chairperson shall invite each shareholder to present their opinions in turn, based on the order of discussion.
3. Shareholders must make their comments brief, focused, and relevant to the main issues under discussion in accordance with the approved Meeting agenda. Shareholders' opinions must not violate laws, involve personal matters, or go beyond the Company's scope of authority. The Chairperson reserves the right to remind or request shareholders to stay on-topic to ensure time efficiency and maintain the quality of discussions.
4. The Meeting shall agree that the total speaking time for each shareholder shall not exceed three (03) minutes per speaking turn. If a shareholder exceeds this time limit, the Chairperson may request the shareholder to submit their questions or proposals in writing. The Meeting Secretariat shall record these for the Board of Directors, which will provide a written response to the shareholder within its authority at the earliest opportunity.

Article 14. Adoption of Resolutions by the General Meeting of Shareholders

The approval of resolutions by the General Meeting of Shareholders regarding reports and proposals presented at the Meeting shall be governed as follows:

1. For matters specified under Clause 1, Article 148 of the Law on Enterprises, a resolution shall be passed when at least 65% of the voting shareholders present at the Meeting vote in favor.
2. For other matters, a resolution shall be passed when shareholders representing more than 50% of the voting shares present at the Meeting vote in favor.
3. The voting percentage for each matter shall be calculated based on the total number of valid votes cast by the shareholders attending and voting on each specific matter.

Article 15. Voting Procedures for Approving Matters at the Online General Meeting of Shareholders

1. Voting Time:

a. Shareholders may start accessing the Online System to cast their electronic votes from the time the Meeting officially opens until the Chairperson announces the closing of the voting session.

b. Shareholders are entitled to vote from the time the voting portal is opened until before the voting is closed, as notified by the Chairperson (the voting portal is locked).

2. Voting Method:

When casting votes electronically via the Online System, shareholders must comply with the obligations set out in Point c, Clause 2, Article 5 of these Regulations. Each shareholder must log into the Online System using the access credentials provided in the Meeting Invitation Letter and vote according to the instructions posted on the Company's website.

3. Methods of Voting:

a. Voting method for the approval of opening procedures of the Meeting, Reports and Proposals, the Meeting Minutes, and Resolutions:

- Shareholders or their authorized representatives shall decide their vote by selecting one of the three options: 'Approve', 'Disapprove', or 'No Opinion' corresponding to each agenda item, and then click the 'Submit Vote' button to save and submit the voting results to the system. This voting method is used to approve the Chairman, Secretary, Ballot Committee, the Organizational Regulations of the General Meeting, Nomination, Election, and Supplementary Appointment of Board

Members, Reports and Proposals at the General Meeting, Resolutions, and Minutes of the Meeting, and other related matters.

- Shareholders or their authorized representatives cannot change their voting results once they have successfully submitted them to the System. For voting items that change or arise during the General Meeting, shareholders or their authorized representatives shall re-vote or cast supplementary votes for those changed or newly introduced items. In the event that shareholders are unable to re-vote or cast supplementary votes, the changed item will be considered as a non-participation in the vote.

b. Voting Method for Elections (Cumulative Voting):

- The number of votes is calculated using the cumulative voting method, where each shareholder has a total number of votes corresponding to the total number of shares they hold, multiplied by the number of members to be elected to the Board of Directors. Shareholders may allocate all of their votes to one or several candidates, or use only part of their votes to elect certain candidates. Shareholders can input the number of votes as a percentage, and the system will display the corresponding number of votes cast for each candidate. The allocation of votes to candidates will be based on the rule of rounding down to the nearest whole number. Any unallocated votes (including votes not cast by shareholders, insufficient votes to distribute evenly among all candidates, or remaining votes due to rounding down) will be considered as votes not cast for any candidate.
- The candidates elected to the Board of Directors (BOD) will be determined based on the number of votes received, ranked from the highest to the lowest. Voting will continue until the required number of members is reached. In the event that two or more candidates receive the same number of votes, a re-vote will be conducted among those candidates, or a selection will be made according to the criteria outlined in the Election Regulations or the Company's Charter. If a re-vote is held for candidates with the same number of votes, the candidate with the highest number of votes in the re-vote will be elected.

4. Other Voting Regulations:

a. The voting results of shareholders or their authorized representatives will be based on the cumulative voting results recorded at the time the vote is closed, as announced by the Chairman of the General Meeting. From the time voting ends on each agenda item, the online system will be locked, and shareholders or their authorized representatives will not be able to vote on any items that have been closed.

b. The voting results for each agenda item will be reported to the General Meeting by the Ballot Committee immediately after the vote counting process is complete.

c. After the voting period ends, shareholders will be informed of the voting results for each item by the Chairman or the Ballot Committee. During the meeting, the Chairman must announce the closing time for voting on the System so that shareholders can exercise their rights. In the event that shareholders encounter any issues with voting on the System, they may contact the support addresses provided in the invitation letter for guidance and assistance in completing their vote. From the moment the voting content is closed on the System, shareholders no longer have the right to modify any votes cast, and the voting results recorded on the System will be final. The Company is exempt from any responsibility regarding the voting results once shareholders have logged in correctly and voted on the System.

d. Validity of Voting: A valid vote is one where a shareholder or their authorized representative participates in the vote, selects a voting option, and successfully submits it to the System. Voting results will be counted based on the total number of shares represented and valid votes for each agenda item.

e. If a shareholder submits a paper vote to the Company, the paper vote will be counted and considered as a valid direct vote at the General Meeting. A paper vote is only valid if it contains the shareholder's complete information, a selected voting option, is received by the Company before the voting deadline, and includes the signature of the shareholder or the shareholder's authorized representative. If a shareholder votes both electronically and via paper, the electronic vote will be considered the shareholder's final voting result.

f. If a shareholder successfully logs into the online General Meeting but does not select any option (fails to check any box) for any or all of the agenda items to be voted on, the System will record this as the shareholder not participating in the vote for that particular item.

CHAPTER V

OTHER PROVISIONS

Article 17. Cases Where the General Meeting is Unsuccessful

1. In the event that the Annual General Meeting of Shareholders cannot be convened due to insufficient conditions as stipulated by the Law on Enterprises, the second meeting must be convened within 30 (thirty) days from the intended opening date of the first meeting. The second General Meeting shall be valid if the attending shareholders and authorized representatives represent at least 33% of the total voting shares..
2. If the second meeting cannot be convened under the conditions specified in Clause 1 of this Article, a third meeting must be convened within 20 (twenty) days from the intended opening date of the second meeting. In this case, the third General Meeting shall proceed regardless of the number of voting shares represented by attending shareholders.

CHAPTER VI

IMPLEMENTATION PROVISIONS

Article 18. Implementation Provisions

1. This Regulation consists of 6 Chapters and 18 Articles, and applies to the organization of the Annual General Meeting of Shareholders of Vạn Phát Hưng Corporation, conducted in the form of a hybrid meeting (both virtual and physical attendance).
2. The Chairman is responsible for conducting the General Meeting in accordance with this Regulation.
3. Shareholders, authorized representatives, and all participants attending the General Meeting are responsible for complying with the provisions of this Regulation.

ON BEHALF OF THE BOARD OF DIRECTORS

CHAIRMAN

M.S.D.N: 030182... C.T.C.P CÔNG TY CỔ PHẦN VẠN PHÁT HƯNG THÀNH PHỐ HỒ CHÍ MINH

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