#### **VINATRANS**

### THE SOCIALIST REPUBLIC OF VIETNAM Independence - Freedom - Happiness

Ho Chi Minh City, March 17, 2025

# REGULATION On working procedures at the 2025 Annual General Meeting of Shareholders of Vinatrans

### Chapter I GENERAL PROVISIONS

#### **Article 1. Scope of Application**

- 1. This Regulation applies to the convening and organization of the 2025 Annual General Meeting of Shareholders of Vinatrans Company (hereinafter referred to as the "Company").
- 2. This Regulation specifically stipulates the rights and obligations of shareholders and participants in the Meeting, as well as the conditions and procedures for conducting the General Meeting of Shareholders.

#### **Article 2. Applicable Subjects**

Shareholders and participants are responsible for complying with the provisions of this Regulation and the regulations of the Enterprise Law No. 59/2020/QH14.

### Chapter II

### RIGHTS AND OBLIGATIONS OF SHAREHOLDERS AND PARTICIPANTS IN THE MEETING

#### **Article 3. Rights and Obligations of Ordinary Shareholders**

1. Conditions for Attendance.

Shareholders who are legal entities, individuals, or representatives of shareholders or shareholder groups holding voting shares of the Company as of the record date for the 2025 Annual General Meeting of Shareholders (March 7, 2025) are eligible to attend the Meeting.

- 2. Rights of Eligible Shareholders Attending the General Meeting of Shareholders.
- Have the right to vote on all issues within the authority of the General Meeting of Shareholders.
- May authorize a representative in writing to attend and vote on their behalf at the General Meeting of Shareholders.
- The Organizing Committee of the General Meeting of Shareholders will publicly announce the full agenda and content of the Meeting. All eligible shareholders have the right to provide direct opinions or submit opinions through their authorized representatives regarding the Meeting's content and agenda. All submitted opinions will be discussed at the 2025 Annual General Meeting of Shareholders.
- At the General Meeting of Shareholders, each shareholder or representative of a shareholder group must present an Invitation Letter, Personal Identification Documents

(Citizen ID, Identity Card, or Passport), and a Letter of Authorization (for shareholder representatives) to the Shareholder Eligibility Verification Committee. Upon verification, they will receive a Voting Card containing their shareholder code and the number of voting shares they hold.

The voting value of the Voting Card held by the shareholder or the shareholder's representative corresponds to the proportion of voting shares that the person owns or represents, as registered for participation in the General Meeting of Shareholders, in relation to the total number of voting shares of the attending delegates at the Meeting.

- Shareholders or their representatives attending the Meeting shall discuss and vote on the agenda items after hearing the reports presented.
- Shareholders may express their opinions on the Meeting's agenda during the discussion session either by raising their hands to speak or submitting written questions.
- Late-arriving shareholders have the right to register immediately upon arrival and participate in voting; however, the Chairperson is not obligated to pause the Meeting for late registrants, and prior voting results will remain unaffected.
  - 3. Obligations of Ordinary Shareholders Attending the General Meeting
- Attend or authorize attendance at the General Meeting of Shareholders in compliance with the Company's regulations.
  - Comply with this Regulation and the provisions of the Law on Enterprises 2020.
- Shareholders or shareholder representatives attending the meeting must complete the registration procedures with the Meeting Organizing Committee.
- Adhere to the rules of the General Meeting, respect the outcomes of the Meeting's proceedings.

## Article 4. Rights and Obligations of the Shareholder Eligibility Verification Committee

- 1. The Shareholder Eligibility Verification Committee is nominated by the Board of Directors of the Company.
- 2. The Shareholder Eligibility Verification Committee is responsible for verifying the eligibility and attendance status of shareholders and their representatives at the Meeting and reporting the verification results at the General Meeting of Shareholders.

# Article 5. Rights and Obligations of the Chairperson and Secretary of the General Meeting

1. The Chairperson of the Board of Directors shall Chairperson over the General Meeting of Shareholders. In case the Chairperson of the Board of Directors is absent, the remaining members of the Board of Directors shall elect one among them to chair the Meeting based on the majority principle.

The Chairperson of the Meeting may appoint certain members of the Board of Directors to assist in conducting the General Meeting of Shareholders.

2. The Chairperson of the Meeting shall appoint one or more persons to act as the Secretary of the Meeting.

- 3. The Chairperson's decisions regarding procedural issues, meeting order, or issues arising outside the agenda shall be final.
- 4. The Chairperson shall take necessary actions to conduct the General Meeting of Shareholders in a lawful and orderly manner and to ensure the Meeting reflects the will of the majority of attending shareholders.
- 5. Without the need for shareholder approval, the Chairperson may postpone the Meeting to another time and location if:
- The behavior of attendees disrupts or is likely to disrupt the orderly conduct of the Meeting; or
  - The postponement is necessary to ensure the Meeting proceeds in a lawful manner.
  - 6. The Secretary shall assist with tasks as assigned by the Chairperson of the Meeting.

## Chapter III CONDUCTING THE GENERAL MEETING

#### Article 6. Conditions for Convening the General Meeting of Shareholders

The General Meeting of Shareholders shall be convened when shareholders or authorized representatives attending the Meeting represent more than 50% of the total voting shares, based on the list of shareholders determined at the record date for attending the General Meeting of Shareholders.

#### **Article 7. Conducting the General Meeting of Shareholders**

The Chairperson shall conduct the General Meeting of Shareholders in accordance with the order and agenda approved by the Meeting.

The General Meeting of Shareholders shall discuss and approve the agenda issues through voting as specified in this regulation. The Chairperson shall allocate appropriate time for discussion and voting on each issue of the agenda.

#### **Article 8. Principles and Voting Procedures**

- 1. Voting shall be conducted by raising the Voting Card when the Chairperson of the Meeting requests a vote on issues presented at the General Meeting.
- 2. The Voting Card is a pre-printed form following the Company's template, bearing the official seal of Vinatrans, and is issued to shareholders upon attendance to exercise their voting rights.
- 3. The voting ballot for electing members of the Board of Directors and the Board of Supervisors for the 2025–2030 term shall be pre-printed, following the Company's template, bearing the Company's official seal, and issued by the Organizing Committee of the 2025 Annual General Meeting for shareholders to exercise their voting rights in compliance with the election regulations at the Meeting.
- 4. To facilitate and expedite the vote counting process, the Meeting shall use preprinted Voting Card containing the following information: shareholder's name, shareholder code, and the number of shares owned/represented. Each shareholder shall

receive one (1) Voting Card. The Vote Counting Committee shall be responsible for counting the votes.

- 5. The voting results, including approvals, disapprovals, and abstentions, shall be determined based on the total number of shares counted from the corresponding Voting Cards.
  - 6. Regulations on Invalid Voting Cards:
  - A Voting Card shall be considered invalid if it meets any of the following conditions:
- The Voting Card was not issued by the Organizing Committee of the 2025 Annual General Meeting in accordance with the prescribed template;
- The Voting Card is torn, damaged, or lacks sufficient information required for vote counting.

# Chapter IV CLOSING OF THE GENERAL MEETING

### Article 9. Adoption of the Resolutions of the General Meeting of Shareholders

- 1. A resolution of the General Meeting of Shareholders shall be adopted if it is approved by shareholders representing at least 65% of the total voting shares of all shareholders attending the meeting, including:
  - a) Types of shares and the total number of each type of share;
  - b) Changes in business lines and sectors;
  - c) Changes in the Company's management structure;
  - d) Election of members of the Board of Directors and the Board of Supervisors;
- đ) Investment projects or asset sales exceeding 35% of the total asset value recorded in the Company's latest financial statements;
  - e) Reorganization or dissolution of the Company;
  - g) Private placement of shares to strategic shareholders.
- 2. Other issues shall be adopted by the General Meeting of Shareholders if approved by shareholders representing more than 50% of the total voting shares of all shareholders attending the meeting.

### Article 10. Minutes of the General Meeting of Shareholders

- 1. All issues discussed at the General Meeting of Shareholders must be recorded in the meeting minutes by the Secretary of the Meeting.
  - 2. The meeting minutes shall be read and approved before the meeting is adjourned.

# Chapter V IMPLEMENTATION PROVISIONS

### **Article 11. Implementation Provisions**

1. This Regulation consists of 05 Chapters and 11 Articles, taking effect immediately upon approval by the General Meeting of Shareholders and applicable only to the 2025 Annual General Meeting of Vinatrans.

- 2. The Chairperson is responsible for conducting the Meeting in compliance with this Regulation.
- 3. Shareholders and participants of the Meeting are responsible for complying with the provisions of this Regulation./.

#### Recipients:

# ON BEHALF OF THE BOARD OF DIRECTORS CHAIRMAN

- Shareholders;
- BOD;
- BOS;
- Save: Admin, BOD.

(Signed and stamped)

**Nguyen Minh Huy** 

Note: The translation is for information purpose only and does not substitute the official Vietnamese contents. In case of any discrepancy between the Vietnamese and English versions, the Vietnamese version shall prevail.