

DRAFT

**REGULATIONS ON ORGANIZATION AND VOTING
AT THE ANNUAL GENERAL MEETING OF SHAREHOLDERS 2025**

**To: The Annual General Meeting of Shareholders 2025
GIA LAI WATER SUPPLY SEWERAGE JOINT STOCK COMPANY**

- Pursuant to the Law on Enterprises 2020 and guiding documents for implementation;
- Pursuant to the Charter on Organization and Operation of the Company.

In order for the Annual General Meeting of Shareholders 2025 ("the Meeting") of Gia Lai Water Supply Sewerage Joint Stock Company ("the Company") to be conducted quickly, smoothly, achieve successful results, ensure the rights of shareholders, and comply with the provisions of the Enterprise Law and the Company's Charter,

The Organizing Committee of the Meeting respectfully submits to the General Meeting of Shareholders for approval the "Regulations on Organization and Voting at the Annual General Meeting of Shareholders 2025" ("the Regulations") with the following main contents:

Article 1. Tasks of the Meeting

- To vote on the Regulations on Organization and Voting at the Meeting; Regulations on election (supplementation) of members of the Board of Directors for the term 2022 - 2027; Meeting Agenda; Vote Counting Committee.
- To discuss and vote on the report of the Board of Directors and the General Director regarding activities in 2024 and the action plan for 2025;
- To discuss and vote on the Audited Annual Financial Statements for 2024;
- To discuss and vote on the Submission on the Plan for Profit Distribution in 2024;
- To discuss and vote on the Submission on the payment of remuneration to the Board of Directors and the Supervisory Board in 2024 and the plan for 2025;
- To discuss and vote on the Submission on the selection of the Auditing Firm for the Financial Statements in 2025;
- To discuss and vote on the Submission on the Production and Business Plan for 2025;
- To discuss and vote on the Submission on the dismissal and election of additional members of the BOD for the term 2022 - 2027;
- To discuss and vote on the Submission on other matters within the authority of the General Meeting of Shareholders;
- To discuss other issues arising at the Meeting;
- To vote on the Meeting Minutes and Resolutions of the Meeting;
- Other matters at the Meeting.

Article 2. Shareholders Attending the General Meeting of Shareholders:

All shareholders of the Company whose names are on the list of shareholders established on March 18th, 2025, have the right to attend the Annual General Meeting of Shareholders 2025 of the Company.

1. Shareholders or authorized representatives must register with the Shareholder Verification Committee to receive Voting Cards, Ballots, and Discussion Cards, which

will indicate the name of the shareholder or authorized representative, voting code, and the number of shares entitled to vote.

2. Shareholders or authorized representatives must arrive on time and complete registration with the Organizing Committee. They must present the following documents to confirm their eligibility to attend and complete the registration process:

(A) In case the shareholder is an individual directly attending the Meeting, they must bring:

- Original ID card/Citizen Identification Card/Passport that is still valid.

(B) In case the shareholder is an individual authorizing another person to attend the Meeting, the authorized representative must bring:

- Original ID card/Citizen Identification Card/Passport that is still valid; and
- Valid Power of Attorney in accordance with the Company's form.

(C) In case the shareholder is an organization whose legal representative directly attends the AGM, the legal representative of the organization must bring:

- A certified true copy of the Business Registration Certificate/Establishment Decision; and
- Original ID card/Citizen Identification Card/Passport of the legal representative that is still valid.

(D) In case the shareholder is an organization that authorizes another person who is not the legal representative of the organization to attend the Meeting, this authorized person must bring:

- Original ID card/Citizen Identification Card/Passport of the authorized person that is still valid;
- A certified true copy of the Business Registration Certificate/Establishment Decision; and
- Valid Power of Attorney in accordance with the Company's form.

In case the Shareholder or authorized representative cannot present the documents to prove their eligibility to attend in accordance with the cases (A), (B), (C), and (D) above, the Organizing Committee of the Meeting has the right and will refuse the Shareholder or authorized representative to attend the Meeting.

3. The person authorized to attend the Meeting must use the Power of Attorney form sent by the Company with the Notice of Meeting, and is not allowed to re-authorize a third person to attend the Meeting;
4. No smoking in the Meeting room;
5. Do not engage in private conversations, do not use mobile phones during the Meeting. All mobile phones must be turned off or set to silent mode;
6. Recording audio or video at the Meeting must be permitted by the Chair and/or agreed upon by all shareholders attending the Meeting.
7. Shareholders/authorized representatives must sit in designated areas as instructed by the Organizing Committee, behave civilly, and adhere to security and order regulations as required by the Organizing Committee.

8. For the overall benefit of the Meeting, Shareholders/authorized persons attending the Meeting may be refused attendance by the Organizing Committee of the Meeting if they violate or fail to comply with the safety and security regulations at the meeting.

Article 3. Presidium

1. The Presidium consists of a maximum of 03 members, including 01 Chair who is the Chairman of the Board of Directors and a maximum of 02 members appointed by the Chairman of the Board of Directors. The Chairman of the Board of Directors is the Chair of the General Meeting of Shareholders. The Presidium manages the work of the Meeting according to the content and program presented by the Board of Directors ("BOD") and approved by the Meeting.
2. Duties of the Presidium:
 - a. Manage the activities of the Company's General Meeting of Shareholders according to the agenda approved by the Meeting;
 - b. Guide shareholders and/or authorized representatives in discussing agenda items;
 - c. Present drafts and conclude necessary matters for voting;
 - d. Discuss and clarify issues related to the Meeting agenda at the request of shareholders;
 - e. Decide and handle issues arising during the Meeting.
3. Principles of Operation of the Presidium:

The Chair is the highest authority in managing and deciding at the Meeting. Members of the Presidium perform the tasks assigned/authorized by the Chair.

Article 4. Secretariat of the Meeting

1. The Secretariat of the Meeting consists of a maximum of 02 people appointed by the Chair; responsible to the Chair, the Presidium, and the General Meeting of Shareholders for their tasks and under the direction of the Chair.
2. Tasks of the Secretariat:
 - a. Assist the Presidium in announcing the contents of the program, draft documents, conclusions, Resolutions of the Meeting, and announcements of the Presidium to the shareholders when requested;
 - b. Receive and organize registration forms for shareholders' opinions, and submit them to the Presidium for decision;
 - c. Record fully and accurately the entire content of the Meeting and issues that have been approved or noted by the shareholders in the Meeting Minutes;
 - d. Draft Resolutions on issues approved at the Meeting;
 - e. Read the contents of the Meeting Minutes for approval by the Meeting;
 - f. Perform other tasks as requested or assigned by the Chair.

Article 5. Shareholder Eligibility Verification Committee

1. The Shareholder Eligibility Verification Committee of the General Meeting consists of a maximum of 3 members, including 1 Chairman and up to 2 members appointed by the Chairman of the Board of Directors of the Company.
2. Duties of the Shareholder Eligibility Verification Committee:
 - o Verify the status of shareholders and authorized representatives attending the Meeting.

- Report to the General Meeting on the attendance status of shareholders. If the Meeting has sufficient shareholders/authorized representatives holding over 51% of the voting shares, the Meeting can proceed as per regulations.
- Prepare the Shareholder Verification Minutes and report to the General Meeting, being accountable for their tasks.
- After the General Meeting, the committee must submit the Verification Minutes along with the list of attendees to the Organizing Committee for record-keeping.
- Perform other tasks as requested or assigned by the Chairperson.

Article 6. Ballot Committee

1. The Ballot Committee of the General Meeting consists of a maximum of 3 members, including 1 Chairman and up to 2 members nominated by the Chairperson and approved by the General Meeting.
2. Duties of the Ballot Committee:
 - Announce the Voting Regulations and procedures and guide shareholders in the voting and/or election process;
 - Accurately determine the voting results on each matter requiring a vote and the number of votes for members of BOD.
 - Review and report any violations of voting regulations or complaints regarding voting results to the Meeting.
 - Announce the voting and election results to the Secretary for updating in the Meeting Minutes.
 - Prepare Voting Minutes, report, and be accountable for their tasks before the General Meeting.
 - After the Meeting, the Voting Committee must submit the Voting Minutes along with all Ballots to the Organizing Committee for record-keeping.
 - Perform other tasks as requested or assigned by the Chairperson.

Article 7. Discussion at the General Meeting

1. Principles:
 - Discussions are only permitted during the designated time and within the scope of agenda items presented at the General Meeting. If more time is needed, the Chairperson has the authority to decide.
 - Shareholders or authorized representatives must fill out their information and clearly state their discussion points on the Discussion Card provided and submit to the Secretariat.
 - The Secretary will organize the Discussion Forms and submit them to the Presidium.
 - Shareholders or authorized representatives wishing to make a statement or argument must raise their hands and must adhere to the following rules:
 - Obtain approval from the Chairperson;
 - State their name and voting code before speaking;
 - Keep the statement brief and relevant to the agenda of the General Meeting.
2. Response to opinions from shareholders or authorized representatives:
 - Based on the Discussion Cards from shareholders, the Chairperson or an appointed representative will respond to the opinions expressed.
 - If there are multiple discussion points and time is insufficient, the Chairperson has the discretion to prioritize discussion topics that are most relevant and practical for shareholders.

Article 8. Voting on Issues at the General Meeting

1. Principles:

- All issues on the agenda of the General Meeting must be discussed and voted on publicly by raising voting cards or secret ballot (depending on the voting content) by all shareholders and/or authorized representatives.
- Voting cards/ballots are printed by the Company and distributed to shareholders/authorized representatives at the start of the meeting and collected by the Organizing Committee at the end of the General Meeting. Each shareholder/authorized representative receives one Voting Card and one integrated Ballot reflecting their corresponding voting rights.

2. Voting Methods:

2.1. Raising Voting Cards

- Issues voted on by raising voting cards:
 - Approval of the Regulations on Organization and Voting at the Meeting;
 - Approval of the Meeting Agenda;
 - Approving the composition of the Ballot Committee;
 - Approval of the regulations for the election (supplement) of Board of Directors members for the term 2022-2027;
 - Approval of the Meeting Minutes and Resolutions;
 - Other matters within the authority of the General Meeting as decided by the Chairperson.
- Voting by raising Voting Cards:
 - Shareholders and/or authorized representatives express their agreement, disagreement, or neutrality by raising their Voting Cards;
 - During voting, shareholders or authorized representatives in favor will raise their Voting Cards high. Voting Committee members will mark the shareholder's voting code and corresponding voting shares. Similarly, as directed by the Chairperson, those not in favor or abstaining will raise their Voting Cards in turn;
 - After each voting item is proposed by the Chairperson, the Voting Committee will count the votes and the results will be announced to the entire Meeting.

2.2. Secret Ballot Voting

- Issues voted via secret ballot include:
 - Report of the Board of Directors on the activities of the Board for the year 2024; the Company's business results for 2024 and the business plan for 2025;
 - Report on the operations of the Board of Supervisors regarding the Company's business results, the activities of the Board of Directors, and the General Director in 2024 and the plan for 2025;
 - Proposal to approve the audited financial statements of the Company;
 - Proposal to approve the profit distribution plan for 2024 and the profit distribution plan for 2025;
 - Proposal to approve the remuneration for the Board of Directors and the Board of Supervisors for 2024 and the plan for 2025;
 - Proposal regarding the selection of the auditing firm for the financial statements for 2025;
 - Proposal regarding the dismissal and supplementary election of members of the Board of Directors for the term 2022 – 2027;
 - Proposal to approve other matters within the authority of the General Meeting of Shareholders;
 - Some other issues within the authority of the General Meeting of Shareholders.

- Voting procedure by secret ballot:
 - Shareholders and/or authorized representatives mark (X) or (√) in the box for "Agree / Disagree / Abstain" for the issue to be voted on as indicated on the ballot; sign and state their name clearly on the ballot.
 - After completing the voting, shareholders and/or authorized representatives will submit their votes as directed by the Voting Committee at the Meeting.
 - After ensuring all attending shareholders and/or authorized representatives have voted, the Voting Committee will count the votes and announce the results to the entire Meeting.

3. Voting Regulations:

- **3.1.** Each 1 (one) share is equivalent to one voting right. Each shareholder and/or authorized representative attending on behalf of one or more voting rights will receive one Voting Card and one integrated Ballot reflecting their corresponding voting rights.

3.2. Issues requiring a vote at the Meeting are approved when over 51% of the shareholders present and voting at the Meeting consent:

- Report of the Board of Directors on the activities of the Board for the year 2024; the Company's business results for 2024 and the business plan for 2025;
- Report on the operations of the Board of Supervisors regarding the Company's business results, the activities of the Board of Directors, and the General Director in 2024 and the plan for 2025;
- Proposal to approve the audited financial statements of the Company;
- Proposal to approve the profit distribution plan for 2024 and the profit distribution plan for 2025;
- Proposal to approve the remuneration for the Board of Directors and the Board of Supervisors for 2024 and the plan for 2025;
- Proposal regarding the selection of the auditing firm for the financial statements for 2025;
- Proposal regarding the dismissal and supplementary election of members of the Board of Directors for the term 2022 – 2027;
- Proposal to approve other matters within the authority of the General Meeting of Shareholders;
- Some other issues within the authority of the General Meeting of Shareholders, except for those specified in Section 3.3 of Article 8 of this Regulation.

3.3. Issues approved at the Meeting require support from at least 65% of the total voting rights of all attending and voting shareholders:

- Proposal to amend and supplement the Company's Charter;
- And other matters as stipulated in the Company's Charter (if applicable).

Article 9. Supplementary Election of Members of the Board of Directors for the Term 2022 – 2027: The supplementary election of members of the Board of Directors for the term 2022 – 2027 will be conducted according to the election regulations approved by the 2025 Annual General Meeting of Shareholders.

Article 10. Minutes and Resolutions of the General Meeting of Shareholders: The Meeting Minutes and Resolutions of the General Meeting of Shareholders must be prepared, read, and approved by the Secretary before the meeting is adjourned.

Article 11. Implementation of the Regulations:

Shareholders and authorized representatives attending the General Meeting must strictly comply with the working regulations of the General Meeting of Shareholders. Shareholders or authorized representatives who violate these regulations will be considered by the Presidium depending on the severity of the violation and may face sanctions according to the Company's Charter and the Enterprise Law.

These Working Regulations and Voting Procedures at the Meeting are presented to the Company's General Meeting of Shareholders and are approved when supported by shareholders holding over 51% of the total voting rights of all attending shareholders.

These Regulations take effect from the time they are approved by the Annual General Meeting of Shareholders 2025 and will cease to be in effect after the Meeting concludes.

The Chairman of the Board of Directors – the Chairperson of the Meeting will sign and issue these regulations after full approval by the General Meeting of Shareholders.

**ON BEHALF OF THE GENERAL
MEETING OF SHAREHOLDERS
CHAIRMAN OF THE BOD**

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