

VIETNAM NATIONAL CHEMICAL GROUP
NINH BINH PHOSPHATE FERTILIZER
JOINT STOCK COMPANY

No.: 550...../PLNB-CBTT

SOCIALIST REPUBLIC OF VIETNAM
Independence - Freedom - Happiness

Ninh Binh, April 18th, 2025

"Re: Resubmission of Amended documents for
the General Meeting of Shareholders"

EXTRAORDINARY INFORMATION DISCLOSURE

To: Hanoi Stock Exchange

1. Name of the organization: Ninh Binh Phosphate Fertilizer Joint Stock Company
 - Stock code: NFC
 - Address: Bo Dau Hamlet, Ninh An Commune, Hoa Lu City, Ninh Binh Province
 - Phone: 02293.610863
 - Fax: 02293.610013
 - Email: sales@niferco.com.vn

2. Disclosed Information:

Following a thorough review of the disclosure documents for the Annual General Meeting of Shareholders 2025, Ninh Binh Phosphate Fertilizer Joint Stock Company respectfully submits revised document: Regulations for the Supplementary Election of Members to the Board of Directors for the Term 2023-2028

3. Publication of Information: This supplementary information has been published on the Company's website as of April 18th, 2025, at the following link:
<http://niferco.com.vn>

We hereby affirm that the information provided above is accurate and correct. We take full responsibility under the law for the accuracy of the disclosed content.

Recipients:

- As addressed;
- Company Website;
- Accounting & Finance Archive.

REPRESENTATIVE OF THE ORGANIZATION
Authorized Information Disclosure Person



Nguyen Ngoc Thuan



**NINH BÌNH PHOSPHATE FERTILIZER
JOINT STOCK COMPANY**

SOCIALIST REPUBLIC OF VIETNAM
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"Draft"

Ninh Binh, April , 2025

**REGULATIONS ON THE SUPPLEMENTARY ELECTION OF A MEMBER OF THE
BOARD OF DIRECTORS FOR THE TERM 2023–2028**

**At the Annual General Meeting of Shareholders 2025
Ninh Binh Phosphate Fertilizer Joint Stock Company**

Pursuant to:

- The Law on Enterprises No. 59/2020/QH14 dated June 17, 2020, issued by the National Assembly of the Socialist Republic of Vietnam, and its guiding documents;
- The Charter on the Organization and Operation of Ninh Binh Phosphate Fertilizer Joint Stock Company;

The General Meeting of Shareholders (“GMS”) of Ninh Binh Phosphate Fertilizer Joint Stock Company hereby proceeds with the supplementary election of one (01) member of the Board of Directors (“BOD”) for the 2023-2028 term in accordance with the following regulations:

A. Responsibilities of the Chairperson of the Meeting:

- Propose the composition of the Election Committee for GMS approval;
- Oversee the process of candidate nomination and listing;
- Present the list of nominated and self-nominated candidates to the GMS;
- Supervise the voting and vote-counting process;
- Address and resolve any election-related complaints (if any).

B. Content

I. Scope of Application

- These regulations set out the conditions and procedures for nominating and electing a supplementary member to the Board of Directors for the 2023-2028 term.
- All shareholders and candidates must adhere strictly to the provisions herein.

II. Nomination and Candidacy

1. Quantity:

The number of additional members of the Board of Directors to be elected: 01 (one) member.



2. Nomination and Application Documents for the Board of Directors:

The application documents for candidates nominated for election to the Board of Directors include:

- Application form for nomination or candidacy for the Board of Directors;
- A self-completed resume by the candidate;
- A copy of permanent residence registration and ID card (or passport);
- Documentation confirming the ownership percentage of shareholders/group of shareholders that meets the nomination/application conditions as stipulated in the Company's Articles of Association.
- To facilitate the process of electing additional members to the Board of Directors, nomination documents must be submitted to the Company no later than 4:00 PM on April 21, 2025.
- Candidates for the Board of Directors are responsible before the law and the General Meeting of Shareholders for the accuracy and truthfulness of the content in their documents.

3. Submission Time and Address for Nomination Documents:

- Deadline for submitting nomination documents:

+ To facilitate the process of electing additional members to the Board of Directors, nomination documents must be submitted to the Company no later than 4:00 PM on April 21, 2025.

+ In special cases, if shareholders are unable to submit their nomination documents by the specified time, they may complete their documents and submit them to the organizing committee before the opening of the meeting for consideration.

- Address for submitting nomination documents:

+ Administrative Organization Department – Ninh Bình Fertilizer Joint Stock Company

+ Bộ Đầu Village – Ninh An Commune – Hoa Lư City – Ninh Bình Province

+ Phone: 0229.3610.863 Fax: 0229.3610.013

(If faxed, the original must be submitted before the opening of the meeting.)

III. Principles of Nomination and Candidacy

1. Shareholding Requirements:

- Shareholders recorded as of March 21, 2025 (record date) are entitled to nominate candidates based on the following voting share thresholds:

Shareholding Ratio	Number of Nominated Candidates
From 10% to less than 20%	1 candidate
From 20% to less than 30%	2 candidates
From 30% to less than 40%	3 candidates
From 40% to less than 50%	4 candidates
From 50% to less than 60%	5 candidates
From 60% to less than 70%	6 candidates
From 70% to less than or equal to 80%	7 candidates
From 80% to less than 90%	8 candidates

- In case the number of nominated candidates is insufficient, the Chairperson shall propose additional candidates for consideration.

2. Candidate Eligibility Criteria:

- + Must have full legal capacity and not be prohibited from managing enterprises;
- + Not required to be a shareholder of the Company;
- + Must be in good health and possess an awareness of legal compliance;
- + Should have relevant professional knowledge and experience in corporate governance or the Company's field of business;
- + Candidates currently holding executive positions must demonstrate proven leadership experience and practical management capabilities.

IV. Review and Approval of Candidate List

The Organizing Committee shall receive, verify, and evaluate all applications. A list of eligible candidates will be compiled and submitted to the GMS for approval.

V. Election Principles, Voting Method, and Selection Criteria

1. General Principles:

- Conducted in compliance with applicable laws and the Company Charter;
- Carried out by secret ballot;
- Members of the Election Committee must not be among the candidates.

2. Voting Method:

- 1- Cumulative Voting Method: Each delegate has a total number of votes equal to the number of shares owned and represented multiplied by the number of members to be elected (01 person). Delegates may allocate all their votes to one or more candidates at their discretion.
- 2- Ballot Distribution:

- Each shareholder attending the meeting will be provided with a ballot by the Vote Counting Committee. The ballot includes the following information:

+ Name of the shareholder or authorized representative; Total number of shares owned and represented;

+ Total number of corresponding voting rights; A list of candidates for the Board of Directors arranged in alphabetical order by full name.

3- Voting Instructions:

Shareholders shall write the number of votes they wish to allocate to each trusted candidate. The total number of votes allocated must not exceed the total voting rights of the shareholder.

If, for any reason, a delegate needs to exchange their ballot before voting, the original ballot must be returned to the Vote Counting Committee to receive a new one. The committee must record the exchange, and each delegate is allowed to exchange their ballot only once.

4- Ballot Submission:

Ballots will be placed in a sealed ballot box, which will be publicly displayed before vote counting begins.

5- Valid Ballots:

A valid ballot must be issued by the Vote Counting Committee, and the total number of votes allocated must not exceed the voting rights of the delegate.

6- Invalid Ballots:

A ballot will be considered invalid if it falls under any of the following cases:

- Not issued by the Vote Counting Committee;
- Candidate names are crossed out;
- The number of votes exceeds the shareholder's voting rights;
- Votes are cast for individuals not listed as candidates;
- The ballot is torn, erased, or otherwise tampered with.

7- Vote Counting:

Vote counting will be conducted under the supervision of shareholder representatives.

8- Vote Counting Report and Complaints Handling:

The Vote Counting Committee is responsible for preparing a vote counting report, announcing the results, and working with the Chairperson of the meeting to resolve any shareholder complaints (if any).

9- Ballot Archiving:

Ballots will be stored in accordance with regulations and may be reviewed at the request of the General Meeting of Shareholders.

3. Criteria for Election:

- The candidate(s) with the highest number of valid votes shall be elected until the number of required members is fulfilled;

- In the event of a tie, a re-vote will be held among the tied candidates. If the tie persists, the candidate holding the greater number of shares (including represented shares) shall be deemed elected.

VI. Effectiveness

These Regulations shall take effect upon approval by the shareholders or authorized proxies representing more than 50% of the total voting shares present at the 2025 Annual General Meeting of Shareholders.

The Regulations shall remain in force until the conclusion of the Meeting.

This document constitutes the full text of the Regulations on the Supplementary Election of a Member of the Board of Directors to be submitted for approval by the General Meeting of Shareholders.

Respectfully submitted to the General Meeting of Shareholders for consideration and approval.

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

Pham Manh Ninh