

**CANTHO PESTICIDES
JOINT STOCK COMPANY**

No. 28E/CBTT.CPC2025

*Re: Disclosure of the
Resolution of the BOD on the
Company's Internal Corporate
Governance Regulations*

SOCIALIST REPUBLIC OF VIET NAM
Independence – Freedom – Happiness

Can Tho, May 05 2025

EXTRAORDINARY INFORMATION DISCLOSURE

To: Hanoi Stock Exchange

1. Organization name: CAN THO PESTICIDES JOINT STOCK COMPANY
- Stock code: CPC
- Head office address: 51 Truong Van Dien, Phuoc Thoi Ward, O Mon District, Can Tho City
- Telephone: 02923 861770
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- Information discloser: NGUYEN VAN TRUNG

2. Disclosed information:

On 05 May 2025, the Board of Directors of Can Tho Pesticides Joint Stock Company issued a resolution on the Company's Internal Corporate Governance Regulations of the Board of Directors.

3. This information was disclosed on the company's website on May 05, 2025, at: <http://www.tstcantho.com.vn> .

We hereby commit that the disclosed information is true and we take full legal responsibility for the content of the disclosed information.

*** Attached documents:**

- Resolution of the Board of Directors
- Internal Corporate Governance Regulations

**Authorized representative of the
organization**



GENERAL DIRECTOR

Nguyễn Văn Trung

CANTHO PESTICIDES JOINT
STOCK COMPANY

No.: 302/ 2025.NQ.HĐQT.CPC

*“Re: Issuance of the Internal
Corporate Governance
Regulations of the Board of
Directors
”*

SOCIALIST REPUBLIC OF VIET NAM
Independence – Freedom – Happiness

Can Tho, May 05, 2025

RESOLUTION OF THE BOARD OF DIRECTORS

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Pursuant to the Resolution of the 2025 Annual General Meeting of Shareholders of Can Tho Pesticides Joint Stock Company dated April 24, 2025.

Pursuant to the Minutes of the 5th Meeting of the Board of Directors, Term V, in 2025 of CPC.

RESOLUTION

ARTICLE 1: To issue the Internal Corporate Governance Regulations of the Board of Directors of CPC.

ARTICLE 2: To assign the person in charge of corporate governance to implement these regulations in accordance with the current regulations.

ARTICLE 3: The individuals named in Article 2 and all relevant persons shall be responsible for implementing this resolution from the date of signing.

Recipients:

- To be filed by the Administration & Human Resources Department
- To be filed by the Board of Directors
- Concerned individuals

ON BEHALF OF THE BOARD OF
DIRECTORS



Võ Việt Thành

THE SOCIALIST REPUBLIC OF VIETNAM
Independence - Freedom – Happiness

**INTERNAL REGULATIONS ON CORPORATE
GOVERNANCE**
CAN THO PESTICIDES JOINT STOCK COMPANY

*(Issued pursuant to the Resolution of the Annual General Meeting of Shareholders 2025
Can Tho Pesticides Joint Stock Company)*

Can Tho, *May 05* 2025

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Chapter I: GENERAL PROVISIONS

Article 1. Scope of regulation and subjects of application

1. Scope of regulation: These regulations are developed in accordance with Circular No. 116/2020/TT-BTC Date December 31, 2020, of the Minister of Finance, stipulating the roles, rights, and obligations of the General Meeting of Shareholders, the Board of Directors, the General Director; procedures for the General Meeting of Shareholders; nomination, election, dismissal, and removal of Board of Directors' members, Board of Supervisors members, the General Director; and other activities as prescribed in the Company's Charter and other applicable regulations of law. chế nội bộ về quản trị công ty này tham chiếu

2. Subjects of application: These regulations apply to the Board of Directors' members, Board of Supervisors members, the General Director, and related individuals mentioned in these regulations.

Article 2. Explanation of terms and abbreviations

1. *The company* is the Can Tho Pesticides Joint Stock Company.;

2. *Charter capital* is the total par value of shares sold or registered for purchase upon the establishment of the Company and as prescribed in Article 6 of the Company's Charter.

3. *Law on Enterprises* is the Law on Enterprises No. 59/2020/QH14 passed by the National Assembly of the Socialist Republic of Vietnam on June 17, 2020 and the amendments and supplements thereto;

4. *Law on Securities* is the Law on Securities No. 54/2019/QH14 passed by the National Assembly of the Socialist Republic of Vietnam on November 26, 2019 and the amendments and supplements thereto;

5. *Date of establishment* is the date the Company was first issued the Business Registration Certificate (Business Registration Certificate and equivalent documents).

6. *Executives* are the General Director, Deputy General Director, and Chief Accountant appointed by the Board of Directors, and other Directors and Heads of Departments approved by the Board of Directors.

7. *Company managers* are those who manage the Company, including the Chairperson of the Board of Directors, members of the Board of Directors, and the General Director appointed by the General Meeting of Shareholders or the Board of Directors.

8. *Related persons* are individuals and organizations as defined in Clause 23 Article 4 of the Law on Enterprises 2020 and Clause 46 Article 4 of the Law on Securities.

9. *Shareholders* are individuals or organizations owning at least one share of the Company.

10. *Major shareholders* are shareholders holding 5% or more of the total voting shares of the Company;

11. *Members of the Board of Supervisors* are Supervisors;

12. *The Stock Exchange* refers to the Vietnam Stock Exchange and its subsidiaries.

13. *A non-executive member of the Board of Directors* is a member who is not the General Director, Deputy General Director, Chief Accountant, or holds other executive positions as stipulated in the Company's Charter;

14. *The Shareholder/Delegate Eligibility Verification Committee* is the unit responsible for verifying conditions for convening the General Meeting of Shareholders in accordance with the law and the Company's Charter;

15. *BOD* is Board of Directors;

16. *Nomination* is self-nomination;

17. *BOS* is Board of Supervisors;

18. *VSDC* is Vietnam Securities Depository;

19. *Representatives* are Shareholders, representatives (persons authorized by shareholders);

20. *The person in charge of corporate governance* is the person with the responsibilities and authorities prescribed in Article 281 of Decree 155/2020/ND-CP;

21. *Online general meeting* is a form of organizing the General Meeting of Shareholders using electronic means to transmit images and sound via the internet, allowing shareholders in different locations to follow the proceedings of the general meeting, discuss and vote on meeting matters;

22. *Electronic voting* is the act of shareholders casting their votes through the Electronic Voting System as stipulated in these Regulations;

23. *Login name and password* include username and password information uniquely assigned by the Company to each shareholder;

24. *Contact address* is the registered address of the head office for organizations; permanent residence address or workplace address or other address of an individual that the person registers with the company as a contact address. Công ty;

25. *Trade secrets* and business secrets are information acquired through financial or intellectual investment that has not been disclosed and can be used in business.

Chapter II: GENERAL MEETING OF SHAREHOLDERS

I. REGULATIONS FOR THE GENERAL MEETING OF SHAREHOLDERS PASSING RESOLUTIONS BY VOTING AT THE GENERAL MEETING OF SHAREHOLDERS (DIRECT, ONLINE, DIRECT COMBINED WITH ONLINE)

SECTION 1: GENERAL PROVISIONS

Article 3. Roles, rights, and obligations of the General Meeting of Shareholders

The roles, rights, and obligations of the General Meeting of Shareholders are stipulated in Article 138 of the Enterprise Law No. 59/2020/QH14, the Securities Law No. 54/2019/QH14, and Article 14, Article 15 of the Company's Charter.

Article 4. Authority to convene the General Meeting of Shareholders

(Pursuant to Article 140 of the Enterprise Law and Article 14 of the Company's Charter)

1. The Board of Directors convenes annual and extraordinary General Meetings of Shareholders. The Board of Directors convenes an extraordinary General Meeting of Shareholders in the following cases:

- a. The Board of Directors deems it necessary for the benefit of the company.
- b. The remaining number of members of the Board of Directors and the Board of Supervisors is less than the minimum number prescribed by law.
- c. At the request of a shareholder or group of shareholders as stipulated in Clause 2, Article 12 of the Company's Charter; the request for convening the General Meeting of Shareholders must be made in writing, clearly stating the reason and purpose of the meeting, and must bear the signatures of all relevant shareholders, or be prepared in multiple copies gathering the full signatures of the relevant shareholders;
- d. At the request of the Board of Supervisors.
- e. Other cases as prescribed by law and the company's charter.

2. The Board of Directors must convene the General Meeting of Shareholders within thirty (30) days from the date on which the number of remaining members of the Board of Directors or Supervisors is as stipulated in Point b, Clause 1 of this Article, or from the date of receipt of the request as specified in Points c and d, Clause 1 of this Article.

3. In case the Board of Directors fails to convene the General Meeting of Shareholders as stipulated in Clause 2 of this Article, within the following thirty (30) days, the Board of Supervisors must replace the Board of Directors in convening the General Meeting of Shareholders in accordance with Clause 3, Article 140 of the Law on Enterprises;

4. In case the Board of Supervisors fails to convene the General Meeting of Shareholders as prescribed in Clause 3 of this Article, the shareholder or group of shareholders specified in Point c, Clause 1 of this Article shall have the right to represent the Company to convene the General Meeting of Shareholders in accordance with the Law on Enterprises.

In this case, the shareholder or group of shareholders convening the General Meeting of Shareholders may request the Business Registration Authority to supervise the procedures for convening, conducting the meeting, and adopting resolutions of the General Meeting of Shareholders. All expenses for convening and organizing the General Meeting of Shareholders shall be reimbursed by the Company. These expenses do not include those incurred by shareholders in attending the General Meeting of Shareholders, including accommodation and travel expenses.

5. Procedures for convening the General Meeting of Shareholders shall comply with Clause 5, Article 140 of the Law on Enterprises.

Article 5. General Meeting of Shareholders Personnel

(Pursuant to Article 146 of the Enterprise Law and Clause 2, Article 20 of the Company's Charter)

1. Chairperson and Presidium:

a. The Chairman of the Board of Directors shall chair or authorize another member of the Board of Directors to chair the General Meeting of Shareholders convened by the Board of Directors. In case the Chairman is absent or temporarily incapacitated, the remaining members of the Board of Directors shall elect one of them to chair the meeting by majority vote. In case a chairperson cannot be elected, the Head of the Board of Supervisors shall preside so that the General Meeting of Shareholders can elect a chairperson from among the attendees, and the person with the highest number of votes shall chair the meeting.

b. Except for the case specified in point a of this clause, the person who signs the convening notice for the General Meeting of Shareholders shall preside so that the General Meeting of Shareholders can elect a chairperson, and the person with the highest number of votes shall chair the meeting.

c. The chairperson has the right to implement necessary measures to conduct the meeting in an orderly manner, in accordance with the approved agenda and reflecting the wishes of the majority of attendees. và hợp lý hành

d. The chairperson of the General Meeting of Shareholders has the following rights:

- Request all attendees to undergo inspection or other lawful and reasonable security measures.
- Request the competent authorities to maintain order during the meeting; expel from the General Meeting of Shareholders those who do not comply with the chairperson's authority, intentionally disrupt order, obstruct the normal progress of the meeting, or do not comply with security check requirements.

e. The chairperson has the right to postpone the General Meeting of Shareholders, which has a sufficient number of registered attendees, for a maximum of three (03) working days from the intended opening date of the meeting, and may only postpone the meeting or change the meeting venue in the following cases:

- The meeting venue does not have sufficient convenient seating for all attendees;
- The communication facilities at the meeting venue do not ensure that attending shareholders can participate, discuss, and vote;
- An attendee obstructs or disrupts order, posing a risk that the meeting cannot be conducted fairly and lawfully.

f. Other rights and obligations of the Chairperson as prescribed by applicable law.

g. The Presidium consists of at least 01 person, including 01 President and members (If any).

h. Duties of the Presidium:

- Manage the activities of the Company's General Meeting of Shareholders according to the Board of Directors' proposed agenda approved by the General Meeting of Shareholders;
- Guide delegates and the General Meeting to discuss the contents of the agenda;
- Present drafts and conclude on necessary matters for the General Meeting to vote on;
- Answer questions raised by the General Meeting;
- Resolve issues arising during the General Meeting.

i. Working principles of the Presidium: The Presidium works on the principles of collective leadership, democratic centralism, and majority decision-making.

2. Meeting Secretary:

a. The chairperson appoints one or more persons as meeting secretaries;

b. Duties of the Meeting Secretary:

- Fully and truthfully record the contents of the General Meeting;
- Receive registration forms for shareholder/delegate statements;
- Prepare meeting minutes and draft Resolutions of the General Meeting of Shareholders;
- Assist the Chairperson in disclosing information related to the General Meeting of Shareholders and notifying shareholders in accordance with legal regulations and the Company's Charter;
- Other duties as requested by the Chairperson.

3. Ballot Counting Committee:

a. The General Meeting of Shareholders elects one or more persons to the ballot counting committee as proposed by the chairperson of the meeting;

b. Duties of the Ballot Counting Committee:

- Disseminate principles, regulations, and instructions on voting procedures.
- Check and record ballots, prepare ballot counting minutes, and announce the results; submit the minutes to the Chairperson for approval of the voting results.
- Promptly notify the secretary of the voting results.
- Review and report to the General Meeting any violations of voting procedures or complaints about voting results.

4. Shareholder/Delegate Qualification Verification Committee:

a. The convener of the General Meeting of Shareholders, as stipulated in Article 140 of the Enterprise Law, appoints one or more persons to the Shareholder/Delegate Qualification Verification Committee to serve the meeting. The Delegate Qualification Verification Committee of the General Meeting consists of at least 02 people, including 01 Head and at least 01 member.

b. Duties of the Shareholder/Delegate Qualification Verification Committee:

- Verify the eligibility and status of shareholders and shareholder representatives attending the meeting.
- The Head of the Shareholder Eligibility Verification Committee shall report to the General Meeting of Shareholders on the status of shareholders attending the meeting. If the meeting is attended by shareholders or authorized representatives holding more than 50% of the total voting rights, the General Meeting of Shareholders of the Company shall be duly convened.
- Participate in vote counting for other matters before establishing the Vote Counting Board.

Article 6. Prepare the List of Shareholders eligible to attend the meeting and announce the closing of the list of shareholders eligible to attend the General Meeting of Shareholders.

(Pursuant to Point a, Clause 2, Article 18 of the Company's Charter; Regulations on the exercise of rights of VSDC)

1. The company must announce the establishment of the list of shareholders entitled to attend the General Meeting of Shareholders at least twenty (20) days before the last registration date.
2. The company carries out the procedures for establishing the list of shareholders and related procedures as prescribed in the Regulations on the exercise of rights of the Vietnam Securities Depository and Clearing Corporation or other legal regulations (applicable when the Company does not register securities at VSDC).

Article 7. Notice convening the General Meeting of Shareholders.

(Pursuant to Article 143 of the Enterprise Law No. 59/2020/QH14)

1. The convener of the General Meeting of Shareholders must send a notice of meeting to all shareholders on the list of shareholders entitled to attend the meeting no later than twenty-one (21) days before the opening day (from the date the notice is sent or validly transmitted). The notice of meeting must include the name, address of the head office, enterprise code; name, contact address of the shareholder, time, place of the meeting and other requirements for attendees.
2. The notice of meeting shall be sent by a method to ensure it reaches the shareholder's contact address and posted on the company's website.
3. The notice of meeting must be accompanied by the following documents:
 - a. Meeting agenda, documents used in the meeting and draft resolutions for each issue on the meeting agenda.
 - b. Ballot/Voting slip. Note that in case of inviting the General Meeting of Shareholders online, the Ballot/Voting slip does not need to be sent with the invitation.

4. In case the Company has a website, the delivery of meeting materials enclosed with the meeting invitation as stipulated in Clause 3 of this Article may be replaced by publishing such materials on the Company's website. In this case, the meeting invitation must clearly specify the location and method for accessing and downloading the materials.

Article 8. Agenda and content of the General Meeting of Shareholders.

(Pursuant to Article 142 of the Enterprise Law and Article 18 of the Company's Charter)

1. The convener of the General Meeting of Shareholders must prepare the agenda and content of the meeting in accordance with Article 18 of the Company's Charter.

2. A shareholder or a group of shareholders as prescribed in Clause 2, Article 12 of the Company's Charter has the right to propose issues to be included in the agenda of the General Meeting of Shareholders. The proposal must be in writing and must be sent to the Company no later than five (05) working days before the opening day of the meeting. The proposal must clearly state the shareholder's name, the number of each type of share held by the shareholder, contact address, nationality, ID card number, Citizen Identity Card, Passport or other valid personal identification for individual shareholders; name, enterprise code or establishment decision number, head office address for institutional shareholders; the number and type of shares held by that shareholder, and the issue proposed for inclusion in the meeting agenda.

3. In case the convener of the General Meeting of Shareholders rejects the proposal specified in Clause 2 of this Article, a written response stating the reason for the rejection must be provided no later than two (02) working days prior to the opening date of the General Meeting of Shareholders. The convener of the General Meeting of Shareholders may only reject the proposal specified in Clause 2 of this Article in the following cases:

a. The submitted proposal does not adhere to the regulations outlined in Clause 2 of this Article.

b. At the time of the proposal, the shareholder or shareholder group does not hold at least 5% of the common shares as prescribed in Clause 2, Article 12 of the Company Charter.

c. The subject of the proposal falls outside the jurisdiction of the General Meeting of Shareholders.

d. The contents and information in the proposal do not accurately reflect the shareholder's information most recently updated with the Company;

e. Other circumstances stipulated by law and the Company Charter.

4. The convener of the General Meeting of Shareholders must accept and include the proposal, as stipulated in Clause 2 of this Article, in the draft agenda and content of the meeting, except as provided in Clause 3 of this Article; the proposal is officially added to the agenda and content of the meeting if approved by the General Meeting of Shareholders.

Article 9. Method of Registration and Authorization to Attend the General

Meeting of Shareholders

(Pursuant to Article 144 of the Law on Enterprises; Article 16, Clauses 1, 2, 5 of Article 20 of the Company Charter)

1. Method of Registration to Attend the General Meeting of Shareholders Prior to the Opening Date of the Meeting:

a. The method for registering to attend the General Meeting of Shareholders shall be clearly specified in the notice of meeting, including contacting the Company or submitting the Registration Form for Attendance (attached to the meeting notice sent to shareholders) to the Company.

b. Shareholders shall choose one of the methods of registration specified in the notice, including:

- Attending and voting/electing in person at the meeting.
- Authorizing a representative to attend and vote/elect at the meeting and complying with Clause 2 of this Article (in case more than one representative is authorized, the number of shares and voting/electing rights authorized to each representative must be clearly specified).
- Attending and voting/electing via online conference, electronic voting, or other electronic means.
- Sending voting/election ballots to the meeting via mail, fax, or email.
- Other methods of registration for attending the General Meeting of Shareholders that are in accordance with legal regulations.
- The Company shall make the utmost effort to apply modern information technology so that shareholders may attend and express their opinions at the General Meeting of Shareholders effectively, including providing guidance for shareholders to vote via online meetings, electronic voting, or other electronic methods in accordance with Article 144 of the Law on Enterprises and the Company's Charter.

2. Regulations on Authorization to Attend the Meeting:

a. Shareholders or their authorized representatives shall authorize others to attend the General Meeting of Shareholders in accordance with Article 16 of the Company's Charter

b. The authorization must be made in writing. The written authorization shall comply with the provisions of civil law and must specify the name of the authorizing shareholder, the name of the authorized individual or organization, the number of shares authorized, the content, scope, and duration of authorization, signatures, full handwritten names, and the seal (if the authorizing party is an organization) of both the authorizing and authorized parties. The authorized person must submit the authorization letter when registering for the meeting.

c. The authorized person may further authorize another individual upon written consent of the original authorizing shareholder. This written consent must be presented by the sub-

authorized person along with the original authorization letter. The sub-authorized person is not allowed to further authorize others. The voting/election ballot of the authorized person within the authorized scope shall remain valid in the following cases:

- The authorizing person has passed away, become legally incapacitated, or lost legal capacity;
- The authorizing person has revoked the authorization;
- The authorizing person has revoked the authority of the authorized person.

This provision shall not apply in the event that the Company receives notice of any of the above-mentioned circumstances prior to the opening of the General Meeting of Shareholders or before the reconvened meeting.

Article 10. Conditions for Conducting the General Meeting of Shareholders
(Pursuant to Article 19 of the Company Charter)

1. The General Meeting of Shareholders is conducted when the attending shareholders represent more than 50% of the total voting shares.

2. If the first meeting does not meet the quorum as stipulated in Clause 1 of this Article, the second meeting notice shall be sent within thirty (30) days from the date of the first scheduled meeting. The second General Meeting of Shareholders is conducted when the attending shareholders represent at least 33% of the total voting shares.

3. If the second meeting fails to meet the quorum stipulated in Clause 2 of this Article, the notice for the third meeting must be sent within thirty (30) days from the date of the second scheduled meeting. The third General Meeting of Shareholders proceeds regardless of the total voting shares of the attending shareholders.

4. At the request of the Chairperson of the meeting, the General Meeting of Shareholders shall have the right to decide on amendments to the agenda that was sent together with the notice of meeting in accordance with Article 142 of the Law on Enterprises.

Article 11. Resolution Adoption Procedures of the General Meeting of Shareholders

(Pursuant to Article 147 of Enterprise Law No. 59/2020/QH14; Article 22 of the Company Charter)

1. The General Meeting of Shareholders shall adopt resolutions within its authority by voting at the meeting through the following forms:

- a. Physical (in-person) meeting
- b. Online meeting
- c. Hybrid meeting (combination of physical and online participation)

2. The General Meeting of Shareholders shall adopt resolutions within its authority by way of collecting written opinions (as prescribed in Section II – This Chapter):

- a. Collecting written opinions via mail, fax, or email
- b. Collecting written opinions via electronic voting
- c. Collecting written opinions via a combination of mail, fax, or email and electronic voting.

Article 12. Matters adopted by the General Meeting of Shareholders.

(Pursuant to Articles 147 and 167 of the Enterprise Law; Article 15 of the Company Charter)

1. Approving the Company's development orientation;
2. Reviewing and addressing violations by members of the Board of Directors and members of the Board of Supervisors that cause damage to the Company and its shareholders;
3. The Company's annual business plan;
4. Annual financial statements;
5. Report of the Board of Directors on the governance and performance of the Board of Directors and each member of the Board of Directors;
6. Report of the Board of Supervisors on the Company's business results and the performance of the Board of Directors and the General Director;
7. Self-assessment report on the performance of the Board of Supervisors and its members;
8. Decision on the types of shares and the total number of shares of each type that are eligible for offering and the transfer of shares of founding members within the first three (03) years from the date of establishment; deciding the annual dividend rate for each type of share.
9. Election, dismissal, and removal of members of the Board of Directors and members of the Board of Supervisors.
10. Decisions regarding investment in or sale of assets with a value of 35% or more of the total asset value recorded in the Company's most recent financial statement.
11. Decisions to amend and supplement the Company's Charter.
12. Decision on the repurchase of more than 10% of the total number of shares sold of each class;
13. Decision on the reorganization (division, separation, consolidation, merger, or transformation of the Company), dissolution of the Company, and appointment of members of the Liquidation Committee;
14. Decision on the budget or total remuneration, bonuses, and other benefits for the Board of Directors and the Board of Supervisors;
15. Approval, supplementation, and adjustment of the Company's internal governance regulations; the Regulation on the Operation of the Board of Directors; and the Regulation on the Operation of the Board of Supervisors;
16. Approval of the list of approved auditing firms; decision on the approved auditing firm

to carry out the audit of the Company's operations, and dismissal of the approved auditor when deemed necessary;

17. Decision on the number of members of the Board of Directors and the Board of Supervisors;

18. Approval of contracts and transactions between the Company and related persons as prescribed in Clause 1, Article 167 of the Law on Enterprises with a value of 35% or more of the total assets of the Company as recorded in the latest financial statements;

19. Approval of transactions prescribed in Clause 4, Article 293 of 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;

20. Other matters as prescribed by law and the Company's Charter.

Article 13. Conditions for Resolution passage.

(Pursuant to Article 21 of the Company's Charter)

1. Resolutions on the following matters shall be passed if they are approved by shareholders representing at least 65% of the total voting shares of all shareholders attending and voting at the meeting, except for the cases specified in Clauses 3, 4, and 6, Article 148 of the Law on Enterprises:

- a. Type of shares and total number of shares of each type.
- b. Change of business lines, sectors, and fields.
- c. Changes to the company's management organizational structure.
- d. Investment projects or asset disposals valued at 35% or more of the total asset value recorded in the Company's latest financial statements;
- e. Reorganization, dissolution of the company.

2. Resolutions shall be passed when they are approved by shareholders holding more than 50% of the total voting shares of all shareholders attending and voting at the meeting, except for the cases specified in Clause 1 of this Article and Clauses 3, 4, and 6, Article 148 of the Law on Enterprises.

3. Resolutions of the General Meeting of Shareholders passed by 100% of the total voting shares are legal and effective even if the order, procedures for convening the meeting, and passing the resolution violate the provisions of the Enterprise Law and the Company's Charter.

Article 14. Announcement of voting results.

The Vote Counting Board will check, synthesize, and report the voting results on each issue to the Chairperson. The voting results will be announced by the Chairperson/Vote Counting Board immediately before the closing of the meeting.

Article 15. Method of objecting to Decisions of the General Meeting of

Shareholders.

(Pursuant to Article 132, Article 151 of the Enterprise Law)

1. Shareholders who have voted against the resolution on the reorganization of the company or changes to the rights and obligations of shareholders as prescribed in the Company's Charter have the right to request the company to repurchase their shares. The request must be in writing, clearly stating the name, address of the shareholder, the number of shares of each type, the intended selling price, and the reason for requesting the company to repurchase. The request must be sent to the company within ten (10) days from the date the General Meeting of Shareholders passes the resolution on the matters specified in this clause.

2. The company must repurchase shares as requested by shareholders stipulated in Clause 1 of this Article at market price or the price calculated according to the principles specified in the company's Charter within ninety (90) days from the date of receiving the request. In the event of a disagreement on the price, the parties may request a valuation from a valuation organization. The company will introduce at least three (03) valuation organizations for the shareholder to choose from, and that choice is final.

3. Within ninety (90) days from the date of receipt of the resolution or the minutes of the General Meeting of Shareholders or the minutes of the vote-counting results from the written consultation of the General Meeting of Shareholders, the shareholder or group of shareholders specified in Clause 2, Article 12 of the Company's Charter shall have the right to request a Court or Arbitration to review and annul the resolution or part of the content of the resolution of the General Meeting of Shareholders in the following cases:

- a. The order and procedures for convening the meeting and adopting the resolution of the General Meeting of Shareholders seriously violate the provisions of the Law on Enterprises and the Company's Charter, except as provided in Clause 3, Article 21 of the Company's Charter;
- b. The content of the resolution violates the law or the Company's Charter.

Article 16. Prepare the Minutes of the General Meeting of Shareholders

(Pursuant to Article 2 of the company's Charter)

1. The General Meeting of Shareholders must be recorded in minutes and may be audio-recorded or video-recorded and stored in other electronic forms. The minutes must be prepared in Vietnamese and may also be prepared in a foreign language, with the following main contents:

- a. Name, address of the head office, and enterprise registration code;
- b. Time and place of the General Meeting of Shareholders;
- c. Meeting agenda and meeting content;
- d. Full name of the chairperson and secretary;
- e. Summary of the meeting proceedings and comments made at the General Meeting of Shareholders on each issue on the agenda;

f. Number of shareholders and total number of voting shares of shareholders attending the meeting, appendix of the shareholder registration list, representatives of shareholders attending the meeting with corresponding number of shares and votes;

g. Total number of votes for each voting issue, clearly stating the voting method, the total number of valid votes, invalid votes, votes in favor, votes against, and abstentions; corresponding percentage of the total votes of shareholders attending the meeting;

h. Summary of votes for each candidate (If any);

i. Issues approved and the corresponding percentage of approving votes;

j. Full name and signature of the chairperson and secretary. In case the chairperson or secretary refuses to sign the minutes of the meeting, these minutes are valid if signed by all other members of the Board of Directors attending the meeting and have full content as prescribed in this Clause. The minutes clearly state the refusal of the chairperson or secretary to sign the minutes.

2. The minutes of the General Meeting of Shareholders must be completed and approved before the end of the meeting. The chairperson and secretary of the meeting or other individuals who sign the minutes shall be jointly responsible for the truthfulness and accuracy of the minutes' content.

3. Minutes prepared in both Vietnamese and a foreign language have equal legal validity. In case of discrepancies in content between the Vietnamese and foreign language versions, the content of the Vietnamese version shall prevail.

Article 17. Announce the Resolution and Minutes of the General Meeting of Shareholders.

(Pursuant to Article 2 of the company's Charter)

1. The Resolution, Minutes of the General Meeting of Shareholders, appendix of the list of shareholders registered to attend the meeting, authorization documents to attend the meeting, all documents attached to the Minutes (if any) and relevant documents attached to the meeting invitation must be kept at the Company's headquarters.

2. The Resolution, Minutes of the General Meeting of Shareholders, and accompanying documents must be disclosed in accordance with the law on information disclosure in the stock market.

SECTION 2: SPECIFIC REGULATIONS FOR EACH FORM OF VOTING AT THE MEETING

Section 2.1: Specific regulations for the form of voting at a live meeting

Article 18. Method of registration to attend the live General Meeting of Shareholders

(Pursuant to Clause 1, Article 20 of the Company's Charter)

Before the opening of the meeting, the Company must carry out the shareholder registration procedure and must perform the registration until all shareholders entitled to attend the meeting have registered in the following order:

a. When conducting shareholder registration, the Company shall issue each shareholder or authorized representative with the right to vote a voting card/ballot, stating the registration number, full name of the shareholder, full name of the authorized representative, and the number of votes of that shareholder. phiếu phiếu

b. The General Meeting of Shareholders shall discuss and vote on each issue in the program content. Voting is conducted by voting in favor, against, and abstaining. The vote counting results are announced by the Chairman/Vote Counting Board immediately before the closing of the meeting. The General Meeting elects those responsible for counting the votes or supervising the vote count at the suggestion of the Chairman. The number of members of the vote counting board is decided by the General Meeting of Shareholders Pursuant to the proposal of the Chairman of the meeting.

c. Shareholders, authorized representatives of shareholders who are organizations or authorized persons arriving after the meeting has commenced have the right to register immediately and then have the right to participate and vote at the meeting immediately after registration. The Chairman is not responsible for stopping the meeting to allow late shareholders to register, and the validity of the contents voted on previously remains unchanged.

Article 19. Voting to pass issues at the live General Meeting of Shareholders

(Pursuant to the Working Regulations; Election Regulations at the General Meeting of Shareholders)

1. General principles:

a. All matters in the program and content of the General Meeting must be discussed and voted on publicly by the General Meeting of Shareholders.

b. Voting cards, ballots, and election ballots are printed, sealed, and sent directly to the delegates at the meeting (attached to the set of documents for attending the General Meeting of Shareholders). Each delegate is issued a voting card/ballot/election ballot. The voting card/ballot/election ballot clearly states the delegate's code, full name, number of shares owned and authorized to vote.

2. Regulations on the validity of ballots and election ballots

a. Voting Card:

- **Valid voting card:** is a card according to the pre-printed template issued by the

Organizing Committee, bearing the Company's seal, not erased, scraped, torn, or damaged, and does not contain any additional content other than the regulations for this Card.

- **Invalid voting card:** Content does not comply with the regulations of a valid voting card.

b. Ballot

- **Valid voting ballots:** are the pre-printed ballots issued by the Organizing Committee, bearing the Company's circular seal, without erasure, correction, tears, or damage, and containing no additional content beyond the prescribed format. In case of direct voting or remote voting (via mail, fax, email, or other means as stipulated in the Company's Charter), the ballot must be signed and clearly state the full name (handwritten) of the attending shareholder or authorized representative and must be submitted to the Vote Counting Committee before the time of vote counting. A voting ballot is considered valid when the voter selects only one (01) of the three (03) designated voting options.

- **Invalid voting ballots:** are those that do not comply with the requirements for valid voting ballots.

c. Election ballots

- **Valid election ballots:** are the pre-printed ballots issued by the Organizing Committee, bearing the Company's circular seal, without erasure, correction, tears, or damage, and containing no additional content beyond the prescribed format. In case of direct voting or remote voting (via mail, fax, email, or other means as stipulated in the Company's Charter), the ballot must be signed and clearly state the full name (handwritten) of the attending shareholder or authorized representative and must be submitted to the Vote Counting Committee before the time of vote counting.

- **Invalid election ballots:**

- The content does not comply with the requirements for valid ballots;
- The number of candidates voted exceeds the number of positions to be elected;
- The total number of votes allocated to candidates by a shareholder or representative exceeds the number of votes they are entitled to cast;
- Other violations as stipulated in the Shareholders' General Meeting Election Regulations and the Company's Charter.

Article 20. Voting Procedures at the In-Person General Meeting of Shareholders

(Pursuant to regulations stipulated in the Working Regulations of the General Meeting of Shareholders)

1. General Principles:

- The General Meeting of Shareholders discusses and votes on each item on the agenda. Voting is conducted by raising cards, direct voting, electronic voting, or other electronic means.
- Representatives vote to Approve, Disapprove, or Abstain on a matter presented for voting