

Hanoi, 20<sup>th</sup> June, 2025

**WORKING REGULATIONS AND VOTING RULES  
AT THE 2025 ANNUAL GENERAL MEETING OF SHAREHOLDERS**

To: 2025 Annual General Meeting of Shareholders

*Pursuant to:*

*The Enterprise Law No. 59/2020/QH14 dated June 17, 2020;*

*The Charter of organization and operation of Power Engineering Consulting  
Joint Stock Company 1 (Company Charter);*

*The internal regulations on the Company's governance.*

The Management Board submits to the Company's 2025 Annual General Meeting of Shareholders for approval of the Working Regulations and Voting Rules with the following contents:

**CHAPTER I. GENERAL REGULATIONS**

**Article 1. Scope and objects of application**

1. These regulations apply to the organization and management of the 2025 Annual General Meeting of Shareholders (General Meeting-GM) of the Company.

2. These Regulation stipulate the rights and obligations of shareholders, authorized representatives of shareholders and parties attending the GM, conditions and formalities for conducting the GM.

3. In these Regulations, the term "shareholder" is understood as shareholder and/or authorized representative of shareholder.

**Article 2. Objectives**

To create favorable conditions to organize the GM successfully, in accordance with the Law and the Company's Charter, ensuring the principles of fairness, transparency and efficiency.

**CHAPTER II. CONDITIONS, RIGHTS AND OBLIGATIONS OF  
PARTIES PARTICIPATING IN THE GM**

**Article 3. Rights and obligations of shareholders participating in the GM**

1. Conditions of participation:

Shareholders who own shares of the Company according to the list finalized by the Securities Depository Center on June 03<sup>rd</sup>, 2025 have the right to directly attend or authorize in writing other individuals and organizations to attend the GM.

2. Rights of shareholders attending the GM

2.1. To be notified by the Company about the GM's content, agenda and enclosed documents

2.2. To have the right to discuss and vote on all issues on the agenda of the GM.

2.3. Other rights as prescribed by the Company Charter and Enterprise Law.



**3. Obligations of shareholders attending the GM.**

3.1. To present the documents as prescribed in the Letter of Invitation and register to attend the GM with the Shareholder's Eligibility Verification Board.

3.2. Authorized representatives of shareholders cannot further authorize a third party.

3.3. To comply with the instructions and control of the Chairman, respect the working results of the GM.

3.4. To be smartly-dressed, behave politely, do not cause disorder.

3.5. To register to express opinions according to the provisions of Article 10 in this Regulations.

3.6. To refrain from any acts of obstruction, breaching the peace, or preventing normal proceedings during the GM.

3.7. To be responsible for attending from the beginning to the end of the GM. In case of leaving before the GM ends, shareholders must notify the Vote Checking Board and return their Voting Ballots.

3.8. Shareholders who do not submit Voting Ballots are considered to have agreed with all issues voted at the GM.

3.9. Strictly comply with these Regulations .

**Article 4. Rights and obligations of the GM Chairman**

1. To propose the composition of the Meeting Presidium for the GM to vote for approval.

2. To decide on order, procedures or events arising outside the GM agenda.

3. To control the GM to facilitate discussion and gather opinions for voting on issues on the GM's agenda and any issues that arise during the GM.

4. To respond or appoint members of the Meeting Presidium and representatives of relevant Company departments to respond to issues raised at the GM.

5. The Chairman of the GM has the right to:

a) Not respond or only acknowledge shareholders' comments if such comments and recommendations are beyond the scope of the GM's agenda.

b) Stop shareholders' comments when they express opinions that are beyond the content of the GM's agenda, are overlapping, or if their allotted speaking time has expired, which could affect the overall duration of the GM.

6. Other rights stipulated in the Enterprise Law and the Company Charter.

**Article 5. Obligations of the GM Secretariat**

1. The GM Secretariat shall consist of one (01) Head and two (02) members, nominated by the Chairman and approved by a vote of the GM.

2. The GM Secretariat shall: record the GM proceedings, including the content of questions and answers at the GM; prepare the Minutes and resolutions of the GM; perform other tasks as assigned by the Chairman; and present the Minutes and Resolutions of the GM.

3. The GM Secretariat shall have the right to establish a supporting team to perform the tasks.

**Article 6. Obligations of the Shareholders Eligibility Verification Board**

1. The Shareholders Eligibility Verification Board shall comprise one (01) Head and two (02) members, established by the Management Board to perform



the following tasks:

a) To check the eligibility of shareholders and authorized representatives attending the GM based on the following documents: Letter of Invitation; ID card/Passport or other legal personal identification; Power of attorney to attend the GM (for authorized representatives of shareholders).

b) To distribute voting cards, voting ballots and other GM documents to shareholders.

c) To summarize and report to the Chairman and Supervisory Board on the results of checking the eligibility of shareholders attending the GM at the following times:

- Before opening the GM.

- When there is a change in the number of shareholders registered to attend the GM (Shareholders arriving late register to attend the GM).

2. If a person attending the GM is not fully qualified, the Shareholder Eligibility Verification Board has the right to deny that person's attendance.

3. To perform other tasks assigned by the GM Chairman.

#### **Article 7. Obligations of the Vote Checking Board**

1. The Vote Checking Board shall consist of one (01) Head and four (04) members (including one (01) member of the Supervisory Board) proposed by the Chairman. Shareholders may nominate one (01) additional member, subject to approval by the GM.

2. Obligations of the Vote Checking Board:

a) Check the content, form and number of voting ballots issued.

b) To instruct the Voting Rules.

c) To check and supervise the voting and ballot collection conducted by the shareholders.

d) To check votes, prepare Minutes and announce the Minutes of vote checking results to the GM.

e) To hand over the Minutes of vote checking results and all voting ballots to the GM Chairman.

f) To consider and resolve, together with the GM Chairman, any complaints and denunciations (if any) about the voting results and report to the GM for decision.

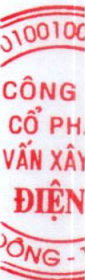
3. The Vote Checking Board has the right to request a supporting team to ensure the vote checking schedule is met.

4. The Vote Checking Board is responsible before the law and to shareholders for the accuracy and truthfulness of the announced vote checking results.

### **CHAPTER III. PROCEDURES FOR CONDUCTING THE GM**

#### **Article 8. Conditions of conducting the GM**

1. The GM is conducted when the number of attending shareholders represents at least 51% of the total voting shares according to the list of shareholders prepared at the time of closing the list of shareholders attending the GM on June 03<sup>rd</sup>, 2025.





2. The Supervisory Board shall announce the number of attending shareholders, the total number of shares with voting rights and the attendance rate so that the GM can be conducted according to regulations.

**Article 9. Conducting the GM**

1. The GM is expected to last for half a day.  
2. The GM shall take place in accordance with the agenda approved by the GM.

3. The GM shall close after the Resolutions and Minutes of the GM are approved.

**Article 10. Discussion and questioning at the GM.**

1. Based on the number of attending shareholders and the allowed time of the GM, the Chairman of the GM can select the most appropriate method of controlling the GM. Shareholders attending the GM express their opinions, discuss and ask questions by raising their hands and upon receiving the consent of the Chairman of the GM or fill out a Questionnaire sent to the GM Secretariat.

2. Shareholders speak briefly, speaking time of each shareholder should not exceed 03 minutes, focusing on the main content which needs to be discussed, in accordance with the approved agenda of the GM. The Chairman of the GM has the right to remind or recommend shareholders to focus on the key content that needs to be spoken to save time and ensure discussion quality.

3. For questions raised, the Meeting Presidium has the right to immediately respond to shareholders or receive opinions so that the Company's Management Board, within the scope of its authority, can respond in writing to shareholders within seven 07 working days from the closing date of the GM.

**Article 11. Voting ballots and voting cards in the GM**

1. Each shareholder when registering to attend shall be given 01 Voting Card (*blue*) and 02 Voting Ballot (one *yellow* and one *pink*) by the Shareholder Eligibility Verification Board which are pre-printed with the shareholder's information according to regulations and stamped with the Company's seal, to vote on all issues arising at the GM.

2. Shareholders must check the information recorded on the Voting Cards and Voting Ballots. If there are any errors, shareholders must immediately notify the Shareholder Eligibility Verification Board to compare and make changes and reprint new Voting Cards and Voting Ballots.

3. The voting value of the Voting Cards and Ballots corresponds to the number of voting shares that the shareholder owns and/or represents, as registered for attendance, relative to the total number of voting shares held by shareholders present at the GM.

4. Eligibility of the Voting Ballots

a. Eligible Voting Ballots are:

- Ballots issued by the GM Organization Board.
- The ballots must not be torn, erased, or edited.
- The ballots have the signature of the shareholders casting the vote.
- Only one mark, either (x) or (✓) per voting item.
- Ballots are submitted before the Vote Checking Board opens the seal of



the ballot box.

**b. Ineligible Voting Ballots are:**

- Ballots not issued by the GM Organization Board.
- The ballots with their contents erased, or edited.
- The ballots have no signature of the shareholders casting the vote.
- The ballots are submitted after the Vote Checking Board unseals the

ballot box.

If a voting item on a Ballot has more than one option marked, or no option marked by the shareholder, that specific voting item shall be considered ineligible, even if the Ballot itself is otherwise valid according to the conditions above.

**5. Ineligible Voting Ballots shall not be counted during the vote check.**

**Article 12. Form of Voting to approve GM's decisions**

**1. Direct voting using the Voting Card:**

a) Voting on items not listed on the Voting Ballot is carried out in the form of direct voting by raising the Voting Card.

b) For each voting issue, the Chairman asks shareholders' opinions in the order: "Agree", "Disagree", "No comments". In case the shareholder does not raise the voting card all three times, it is considered that the shareholder votes "Agree". For each issue asking for comments, shareholders are only allowed to raise their Voting Card once.

c) The Vote Checking Board records the results of the vote checking results directly and reports to the Chairman to announce the voting results.

**2. Voting using the Voting Ballots:**

a) Shareholders vote on the contents recorded in the Voting Ballots by marking ("x" or "✓") in only one of the boxes "Agree" or "Disagree" or "No comments" for each item requiring a vote, signed for confirmation and placed in the ballot box.

b) In case of incorrect marking, the shareholder should not erase but request the Vote Checking Board to provide a new ballot.

**3. The decisions of the GM are approved in accordance with the provisions of the Company's Charter and Voting Rules.**

**Article 13. Regulations on vote checking for voting using Ballots**

**1. The Vote Checking Board shall check the voting ballots according to the regulations as given below:**

a) To conduct the inspection of the ballot box in the presence of shareholders.

b) Voting begins when the distribution of Voting Ballots is completed and ends when the final shareholder casts their vote into the ballot box.

c) Vote checking shall be conducted by the Vote Checking Board immediately after voting ends under the supervision of the Company's Supervisory Board representative.

d) To check the eligibility of the Voting Ballots and record the vote checking results.

e) To seal all Voting Ballots and hand over them to the Chairman.

**2. Preparation and announcement of Minutes of Vote checking:**





a) The results of vote checking are prepared into a Minute of Vote checking in accordance with regulations, signed by all members of the Vote Checking Board and Controllers participating in supervision of vote checking.

b) The Vote Checking Board is responsible for the truthfulness and accuracy of the vote checking results.

c) The Head of the Vote Checking Board shall announce the Vote checking Minute before the GM.

#### **Article 14. GM Minutes and Resolutions**

1. All main proceedings and decisions at the GM shall be recorded in the Minutes. The Chairman and Secretary of the GM are responsible for the accuracy and truthfulness of the Minutes of the GM.

2. The Minutes of the GM must be presented to the GM and approved by the GM before its closing.

3. Based on Minutes of the GM, the Secretariat synthesizes data to include in the draft GM resolutions. The draft Resolution is read and approved before the GM closes.

4. Minutes and Resolutions of the GM are posted on the Company's website within 24 hours of the GM's closing.

### **CHAPTER IV. EFFECTIVENESS**

#### **Article 15. Effectiveness of Implementation**

1. These Regulations, comprising four (04) Chapters and fifteen (15) Articles, shall take effect immediately upon approval by the GM and shall apply exclusively to the Company's 2025 Annual General Meeting of Shareholders.

2. Shareholders and parties attending the GM are responsible for implementing the provisions in these Regulations.

**Cc:**

- Shareholders;
- P7 (posting on Website);
- Archive: MB.

**FOR AND ON BEHALF OF THE  
MANAGEMENT BOARD  
CHAIRMAN**

  
**Nguyen Tai Anh**