

Hanoi, 20th June, 2025

**REGULATIONS ON THE ELECTION OF
MANAGEMENT BOARD MEMBER AT 2025 ANNUAL
GENERAL MEETING OF SHAREHOLDERS**

To: The 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 Regulations on the Election of Management Board members for the 2025-2030 term with the following contents:

**CHAPTER I. SELF-NOMINATION, NOMINATION OF
MANAGEMENT BOARD MEMBER**

Article 1. Number of Management Board members

The number of Management Board member to be elected for the 2025-2030 term is 02 members.

Article 2. Standard and conditions of Management Board members

The member of Management Board must meet the following standards and conditions:

- a) Have full civil acts capacity, not be subject to the provisions of Clause 2, Article 17 of Enterprise Law;
- b) Have professional qualification, experience in the business administration or in the business fields, sectors of the Company and are not necessarily to be the shareholders of the Company;
- c) Management Board members of the Company may concurrently be members of the Management Board of another Company;
- d) Must not have family relations¹ of the General Director and other manager² of the Company; or with the managers, the person with authority to

¹ A person having family relations includes: wife, husband, biological father, biological mother, adoptive father, adoptive mother, father-in-law, mother-in-law, parents of the spouse, biological children, adopted children, sons-in-law, daughters-in-law, biological brothers, biological sisters, younger siblings, brothers-in-law, younger brothers-in-law, sisters-in-law, younger sisters-in-law, biological brothers of the spouse, biological sisters of the spouse (Clause 22, Article 4 of the 2020 Enterprises Law)

² Company managers include the Chairman of the Management Board, members of the Management Board, General Director, Deputy General Directors, and Chief Accountant.



appoint the managers of Vietnam Electricity.

Article 3. Nomination of Candidates for Management Board

1. Shareholders holding common shares are entitled to combine their voting rights to nominate the candidates for the Management Board. Compared to the total number of voting shares of the Company, a shareholder or group of shareholders holding from 5% to less than 10% may nominate one (01) candidate; from 10% to less than 30% may nominate a maximum of two (02) candidates; from 30% to less than 40% may nominate a maximum of three (03) candidates; from 40% to less than 50% may nominate a maximum of four (04) candidates; from 50% to less than 60% may nominate a maximum of five (05) candidates; from 60% to less than 70% may nominate a maximum of six (06) candidates; from 70% to 80% may nominate a maximum of seven (07) candidates; and from 80% to less than 90% may nominate up to eight (08) candidates.

2. In the event that the number of candidates nominated and self-nominated is still insufficient, the current Management Board shall have the right to nominate additional candidates until the required number is met. Candidates nominated by the current Management Board must meet the standards and conditions specified in Article 2 of these Regulations and must be approved by the General Meeting of Shareholders before the election is held.

Article 4. Application Documents for self-nomination, nomination of Management Board candidate

- Application form (Form 1) if self-nominated;
- Application form (Form 2), Minutes of the nomination meeting (Form 4) and original Power of Attorney for nomination (issued by the Company) if nominated by others;
- Personal Information (Form 3);
- Certified copy of the candidate's ID card/Passport;
- Certified copy of professional degrees and certificates;
- List of related persons (Form 5).

Article 5. Selection of candidates

Based on the self-nomination/nomination documents submitted by shareholders/groups of shareholders, the Organization Board of the General Meeting will prepare a list of candidates who meet the eligibility requirements in accordance with regulations, to be submitted to the General Meeting of Shareholders for election to the Management Board members.

CHAPTER II. ELECTION OF MANAGEMENT BOARD MEMBER

Article 6. Eligible voters

Shareholders and authorized representatives of shareholders attending the General Meeting

Article 7. Ballot

1. Each shareholder or authorized representative of a shareholder attending the General Meeting shall receive one (01) ballot for the election of the

Management Board members (*white-colored*), printed and issued by the Organization Board, stamped by the Company and including the following information:

- Name of shareholder and authorized representative of shareholder;
- Number of shares owned, number of shares represented;
- Total maximum number of votes (corresponding to Total number of shares owned and/or represented multiplied by the number of Management Board members to be elected)
- List of candidates (Full name and arranged in alphabetical order by name)
- Number of votes for each candidate (to be filled in by shareholder).

2. Invalid ballots

a) Ballots that do not follow the prescribed form of the Organization Board of the General Meeting, do not have the Company's stamp, and do not have the signature of the shareholder or the shareholder's authorized representative;

b) Ballots that are crossed out, corrected, have additional names added, or include names of candidates not listed in the official candidate list approved by the General Meeting prior to the election;

c) Ballots indicating a number of elected Management Board members exceeding the number required to be elected;

d) Ballots in which the total number of voting ballots for all candidates (as filled in by the shareholder or verified by the Vote Counting Committee) exceeds the total number of allowable votes printed on the ballot;

e) Ballots submitted after the ballot box has been unsealed by the Vote Checking Board.

Article 8. Voting method

1. The election of Management Board members shall be conducted by secret ballot using the cumulative voting method. Accordingly, each shareholder shall have a total number of votes corresponding to the total number of shares with voting rights (including owned and authorized) multiplied by the number of Management Board members to be elected.

2. Shareholders may allocate all their votes to one or several candidates on the list but not exceeding the number of members to be elected according to regulations.

3. Shareholders, authorized representatives of shareholders, write down the number of votes for each candidate they choose in the blank box corresponding to that candidate's name on the ballot. The total number of votes cast for all candidates must not exceed the total maximum number of votes printed on the ballot.

4. In case of an error in filling out the ballot, shareholders may request a replacement ballot from the Vote Checking Board provided the original ballot has not yet been placed into the ballot box.

5. Detailed instructions on the cumulative voting method are provided in



the appendix attached to these Regulations.

Article 9. Principles of election

1. The elected member of the Management Board shall be those candidates who receive the highest total number of votes, ranked from the highest to lowest, starting from the candidate with the most votes until the required number of two (02) Management Board members is reached.

2. In the event that two (02) or more candidates receive an equal number of votes for the final available position on the Management Board, a re-election shall be conducted among those candidates to determine the one with the higher number of votes.

Article 10. Complaints about Vote Checking

1. All shareholders have the right to raise questions at the General Meeting regarding any issues related to the voting process. Any complaints concerning the voting results must be reviewed and resolved during the General Meeting. In case of a complaint, the Vote Checking Board shall conduct a re-checking and ask for the General Meeting's decision.

2. Complaints related to vote checking shall be resolved by the Chairman of the General Meeting and recorded in the Minutes of General Meeting.

CHAPTER III. EFFECTIVENESS

Article 11. Effectiveness of the Regulations on the Election of Management Board member

These Regulations shall take effect immediately upon approval by the General Meeting and shall only be applied at the Company's 2025 Annual General Meeting of Shareholders.

Cc:

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

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



Nguyen Tai Anh