
RULES OF ORGANIZATION AND VOTING

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THE 2026 ANNUAL GENERAL MEETING OF SHAREHOLDERS

**Dear: ANNUAL GENERAL MEETING OF SHAREHOLDERS 2026
TAN PHU VIETNAM JOINT STOCK COMPANY**

- *Based on the 2020 Enterprise Law, the 2025 amended Enterprise Law, and the implementing guidelines;*
- *Based on the Securities Law of 2019, the amended Securities Law of 2024, and the guiding documents for their implementation;*
- *Based on the Company's Articles of Organization and Operation,*

In order for the 2026 Annual General Meeting of Shareholders (“ **the Meeting** ”) of Tan Phu Vietnam Joint Stock Company (“ **the Company** ”) to be conducted quickly, smoothly, successfully, ensuring the rights of shareholders and complying with the provisions of the Enterprise Law and the Company Charter.

The Organizing Committee of the General Meeting respectfully submits to the General Meeting of Shareholders for approval *the “Regulations on Organization and Voting at the Annual General Meeting of Shareholders 2026”* (“ **Regulations** ”) with the following main contents:

Article 1. Tasks of the Congress

- Voting approved the Regulations on Organization and Voting at the General Meeting; the Regulations on Election of Board of Directors members for the 2026-2031 term; the General Meeting Program; and the Vote Counting Committee.
- Discuss and vote on the Board of Directors' Report (including the Audit Committee's Report) and the General Director's Report on operations in 2025 and plans for 2026;
- Discuss and vote on the audited financial statements and the report on the use of capital raised from the 2025 capital increase issuance of the Company ;
- Discuss and vote on the proposed profit distribution plan for 2025, the remuneration for the Board of Directors in 2025, and the remuneration plan for 2026 .
- Discuss and vote on the list of audit firms for the 2026 financial statements .
- Discuss and vote on the Proposal for the election of Board of Directors members for the term 2026-2031;
- Discuss and vote on changes and additions to the Company's business lines;
- Discuss and vote on amendments and additions to the Company's Charter;
- Discuss and vote on a number of general issues within the authority of the General Meeting of Shareholders;
- Discuss other issues arising at the Congress;
- The minutes of the General Meeting were voted on and approved.

Article 2. Shareholders attending the General Meeting of Shareholders

Shareholders of the Company whose names are on the shareholder list as of **March 17, 2026** are entitled to attend the Company's 2026 Annual General Meeting of Shareholders.

1. Shareholders or their authorized representatives attending the General Meeting must register with the Shareholder Eligibility Verification Committee to receive **Voting Slips, Voting Cards, and Discussion Forms**, which will include the name of the shareholder or authorized representative, the voting code, and the corresponding number of voting shares held by the shareholder.
2. Shareholders or their authorized representatives must arrive at the meeting room on time and register with the meeting organizers. Shareholders or their authorized representatives must bring the following documents to prove their eligibility to attend and to complete the registration and confirmation procedures with the meeting organizers:
 - (A) *In the case of shareholders who are individuals attending the General Meeting in person, they must bring:*
 - + Citizen Identification Card/Passport (original) that is still valid.
 - (B) *In the case where a shareholder is an individual and authorizes another person to attend the General Meeting, the authorized representative must bring:*
 - + Citizen Identification Card/Passport (original) that is still valid; and
 - + A valid power of attorney in the company's standard format.
 - (C) *In the case where the shareholder is an organization and the organization's legal representative directly attends the General Meeting of Shareholders, the organization's legal representative must bring:*
 - + A copy of the Business Registration Certificate/Establishment Decision (a duly certified copy); and
 - + The original Citizen Identification Card/Passport of the legal representative, still valid.
 - (D) *In the case where a shareholder is an organization and that organization authorizes someone other than the organization's legal representative to attend the General Meeting, the authorized person must bring:*
 - + The authorized person's valid original Citizen Identification Card/Passport;
 - + A copy of the Business Registration Certificate/Establishment Decision (a duly certified copy); and
 - + A valid power of attorney in the company's standard format.

In the event that a shareholder or authorized representative is unable to present the documents to prove their eligibility to attend in accordance with cases (A), (B), (C), and (D) above, the General Meeting Organizing Committee has the right and will refuse the shareholder or authorized representative's attendance at the General Meeting.
3. Authorized representatives attending the General Meeting must use the authorization form provided by the Company with the Meeting Invitation Notice; they are not permitted to re-authorize a third party to attend the General Meeting.
4. No smoking in the conference room;
5. No private conversations or use of mobile phones during the Congress. All mobile phones must be switched off or silenced;
6. Recording or filming at the General Meeting requires the permission of the Chairperson and/or the unanimous consent of all shareholders present.

7. Shareholders/authorized representatives attending the General Meeting must, throughout the duration of the meeting, sit in the designated seats and areas as specified by the Organizing Committee, comply with the instructions of the Presidium, behave in a civilized and courteous manner, and adhere to security and order regulations at the meeting venue as required by the Organizing Committee.
8. For the benefit of the General Meeting, shareholders/authorized representatives may be denied attendance by the Organizing Committee if they violate or fail to comply with regulations regarding safety and order at the meeting.

Article 3. Presidium

1. The Presidium consists of at least three members, including one Chairperson appointed by the Chairman of the Board of Directors and members designated by the Chairman of the Board of Directors. The Chairman of the Board of Directors presides over the General Meeting of Shareholders. The Presidium manages the proceedings of the General Meeting according to the agenda and program presented by the Board of Directors (" **BOD** ") and approved by the General Meeting.
2. Responsibilities of the Presidium:
 - a. Conduct the activities of the Company's General Meeting of Shareholders according to the agenda of the Board of Directors that has been approved by the General Meeting of Shareholders;
 - b. Instruct shareholders and/or their authorized representatives and the General Meeting to discuss the items on the agenda;
 - c. Present drafts and conclusions on necessary issues for the Congress to vote on;
 - d. Discuss and clarify matters related to the General Meeting agenda as requested by shareholders.
 - e. Making decisions and resolving issues that arise throughout the Congress.
3. Principles of operation of the Presidium:

The Chairperson is the highest-ranking official and decision-maker at the Congress. Members of the Presidium carry out tasks assigned/delegated by the Chairperson.

Article 4. Congress Secretariat

1. The General Meeting Secretariat shall consist of a maximum of two members appointed by the Chairman; they shall be accountable to the Chairman, the Presidium, and the General Meeting of Shareholders for their duties and shall operate under the direction of the Chairman.
2. Responsibilities of the Secretariat:
 - a. Assist the Presidium in announcing the agenda, draft documents, conclusions, resolutions of the General Meeting, and announcements from the Presidium to shareholders when requested;
 - b. Receive and organize the shareholder registration forms for expressing their opinions, and forward them to the Presidium for decision.

- c. Record fully and truthfully the entire content and proceedings of the General Meeting and the issues approved or noted by the shareholders in the Minutes of the General Meeting;
- d. Draft resolutions on issues adopted at the Congress;
- e. Read the minutes of the meeting as the basis for the Congress to approve them;
- f. Perform other tasks as requested or assigned by the Chairperson.

Article 5. Shareholder Eligibility Verification Committee

1. The Shareholder Eligibility Verification Committee of the General Meeting shall consist of a maximum of 3 members, including 1 Chairman and a maximum of 2 members appointed by the Chairman of the Board of Directors of the Company.
2. Duties of the Shareholder Eligibility Verification Committee:
 - Verify the eligibility of shareholders and authorized representatives to attend the General Meeting.
 - The shareholder eligibility verification committee reports to the General Meeting of Shareholders on the attendance of shareholders. If the meeting has a sufficient number of shareholders/authorized representatives of shareholders entitled to attend, representing more than 50% of the voting shares, then the General Meeting of Shareholders of the Company can proceed in accordance with regulations.
 - The Shareholder Eligibility Verification Committee must prepare a record of shareholder eligibility verification, report it, and be accountable to the General Meeting of Shareholders for the performance of its duties.
 - After the General Meeting, the Shareholder Eligibility Verification Committee must hand over the Shareholder Eligibility Verification Minutes, along with the list of shareholders attending the meeting, to the General Meeting Organizing Committee for archiving purposes.
 - Perform other tasks as requested or assigned by the Chairperson.

Article 6. Vote Counting Committee

1. The Congress's vote counting committee shall consist of a maximum of 3 people, including 1 Chairman and a maximum of 2 members nominated by the Chairman and approved by a vote of the Congress.
2. Responsibilities of the Vote Counting Committee
 - Disseminate the Voting Rules, Election Regulations, and instructions to shareholders on how to vote and/or elect;
 - Determine the exact voting results for each issue put to a vote;
 - Review and report to the Congress any cases of violations of voting rules, election regulations, or complaints regarding voting or election results;
 - The results of the voting and election should be communicated to the Secretariat and updated in the Meeting Minutes.
 - The vote counting committee must prepare a vote counting report, submit it, and be accountable to the General Meeting of Shareholders for the performance of its duties.

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- After the Congress, the Vote Counting Committee must hand over the Vote Counting Minutes, along with all the ballot papers, to the Congress Organizing Committee for archiving purposes.
 - Perform other tasks as requested or assigned by the Chairperson.

Article 7. Discussion at the Congress

1. Principle:

- Discussions will only be conducted within the allotted time and will be limited to the issues presented in the agenda of the Shareholders' General Meeting. If the meeting requires more time for discussion than planned, the Chairperson will have the authority to decide on this matter.
- Shareholders or their authorized representatives wishing to express their opinions must fill in all shareholder information and clearly state the content they wish to discuss on the Discussion Form that has been distributed and submitted to the General Meeting Secretariat;
- The Congress Secretariat will organize the Discussion Forms and forward them to the Presidium;
- Shareholders or their authorized representatives who wish to speak or debate should raise their hands and adhere to the following rules:
 - + With the Chairman's approval;
 - + Names and voting codes must be stated before speaking;
 - + The content of the speeches must be concise and in line with the Congress program;

2. Responding to questions from shareholders or their authorized representatives:

- Based on the shareholder discussion form, the Chairman or a person designated by the Chairman will address the shareholders' opinions. or authorized representative ;
- In cases where there are many topics for discussion and the discussion time is insufficient, the Chairperson has the full right to review and select the topics to prioritize for discussion, ensuring they are most relevant and practical for shareholders.

Article 8. Voting on matters at the Congress

1. Principle:

- All matters on the agenda of the General Meeting must be discussed and voted on publicly by the General Meeting of Shareholders by raising Voting Cards or by secret ballot using Voting Slips (*depending on the item being voted on*) by all shareholders and/or their authorized representatives .

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- Voting cards/voting slips are printed by the Company and distributed to shareholders/authorized representatives at the beginning of the General Meeting of Shareholders. The Organizing Committee will collect them at the end of the meeting. Each shareholder/authorized representative is issued one voting card and one voting slip. The voting card clearly states the shareholder's ID number, full name, and voting slip number. The voting slip, in addition to the information recorded on the voting card, also includes the voting items according to the agenda of the General Meeting of Shareholders. and the signature of the shareholder/authorized representative of the shareholder.

2. Voting method:

2.1. Voting Card method

- ❖ Voting will be conducted by raising voting cards:
 - Through the Regulations on Organization and Voting at the Congress;
 - Regulations for the election of members of the Board of Directors for the term 2026 – 2031;
 - Through the Congress Program;
 - Through the composition of the Vote Counting Committee;
 - Through the Meeting Minutes;
 - Other matters falling under the authority of the General Meeting of Shareholders will be decided by the Chairperson.
- ❖ Voting method by raising voting cards:
 - Shareholders and/or their authorized representatives (approve, disapprove, or abstain) on an issue by directly raising their Voting Card at the General Meeting;
 - During the General Meeting, shareholders or their authorized representatives who vote in favor of a resolution will raise their Voting Cards. Members of the Vote Counting Committee will mark the Shareholder ID and the corresponding number of voting shares held by each shareholder or authorized representative who voted in favor. Similarly, under the direction of the Chairman, shareholders or their authorized representatives who disagree or have no opinion will raise their Voting Cards in turn.
 - Immediately after the voting process for each item proposed by the Chairman for the Congress's opinion is completed, the Vote Counting Committee will proceed with counting the votes, and the Vote Counting Committee/Chairman will announce the voting results to the entire Congress.

2.2. Secret ballot method

- ❖ **The following items are subject to voting by secret ballot (Voting ballots):**
 - Report of the Board of Directors (including the Audit Committee Report) and the General Management Board on operations in 2025 and plans for 2026;
 - The submission concerns the approval of the Company's audited financial statements and the report on the use of capital raised from the 2025 capital increase issuance;
 - The proposal approves the profit distribution plan for 2025, the remuneration for the Board of Directors in 2025, and the remuneration plan for 2026 ;
 - Proposal for approval of the list of auditing firms for the 2026 financial statements;
 - Proposal for the election of Board of Directors members for the term 2026-2031;
 - Proposal for approval of changes and additions to the Company's business lines;

- Proposal for the approval of amendments and additions to the Company's Charter;
- The report proposes the approval of several general matters within the authority of the General Meeting of Shareholders.
- The report includes other matters within the authority of the General Meeting of Shareholders (if any).
- ❖ **Voting method: by secret ballot.**
- Shareholders and/or authorized representatives tick (X) or (√) the box "Agree/Disagree/No Opinion" on the issue to be voted on as indicated in the Voting Form; Sign and clearly write their full name on the Voting Form.
- After completion, shareholders and/or their authorized representatives cast their votes according to the instructions of the Vote Counting Committee at the General Meeting.
- After ensuring that all shareholders and/or authorized representatives attending the General Meeting have cast their votes, the Vote Counting Committee will proceed with the vote counting and announce the results to the entire General Meeting.

3. Voting rules:

- 3.1. Each (1) share is equivalent to one voting right. Each shareholder and/or authorized representative attending representing one or more voting rights will be issued one (1) voting card and one (1) ballot containing the corresponding number of voting rights.
- 3.2 Issues requiring a vote at the General Meeting are approved when they receive more than 50% of the voting shares present at the meeting:
- Report of the Board of Directors (including the Audit Committee Report) and the General Management Board on operations in 2025 and plans for 2026;
 - The submission concerns the approval of the Company's audited financial statements and the report on the use of capital raised from the 2025 capital increase issuance;
 - The proposal approves the profit distribution plan for 2025, the remuneration for the Board of Directors in 2025, and the remuneration plan for 2026;
 - Proposal for approval of the list of auditing firms for the 2026 financial statements;
 - Proposal for the election of Board of Directors members for the term 2026-2031;
 - Proposal for the amendment and supplementation of the Company's Charter;
 - The report outlines several general matters within the authority of the General Meeting of Shareholders;
 - Other matters fall under the authority of the General Meeting of Shareholders, except for those stipulated in Point 3.3, Clause 3, Article 8 of these Regulations.
- 3.3 Issues to be voted on at the General Meeting are adopted when they receive an approval rate of 65% or more of the voting shares present at the meeting:
- Proposal for approval of changes and additions to the Company's business lines.
 - And other matters as stipulated in the Company's Articles of Association (if any).

Article 9. Minutes and Resolutions of the General Meeting of Shareholders

The minutes of the General Shareholders' Meeting must be prepared, read, and approved by the Secretariat before the closing of the meeting.

Article 10. Election of Board of Directors members for the term 2026 – 2031

The election of Board of Directors members for the term 2026 – 2031 shall be conducted in accordance with the Election Regulations approved by the Annual General Meeting of Shareholders in 2026.

Article 11 Implementation of the Regulations

Shareholders and their authorized representatives attending the General Meeting must strictly comply with the Rules of Procedure of the General Meeting of Shareholders. Shareholders and their authorized representatives who violate these Rules will be subject to disciplinary action by the Presiding Board, depending on the severity of the violation, in accordance with the Company's Charter and the Enterprise Law.

The rules of procedure and voting at this General Meeting are presented to the Company's Shareholders' Meeting and are adopted upon the approval of more than 50% of the voting shares present at the meeting.

These regulations shall take effect from the date of their approval by the Company's Annual General Meeting of Shareholders in 2026 and shall remain in force for that meeting.

The Chairman of the Board of Directors – the presiding officer of the General Meeting – will sign and issue these Regulations on behalf of the Board of Directors after the General Meeting of Shareholders approves the entire text of the Regulations.

**GENERAL MEETING OF SHAREHOLDERS
CHAIRMAN OF THE BOARD OF DIRECTORS**

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