

Vinh Phuc, January 18, 2025

**REGULATIONS FOR THE ANNUAL GENERAL MEETING OF  
SHAREHOLDERS 2025**

- Based on the Law on Enterprises No. 59/2020/NA14 approved by the National Assembly of the Socialist Republic of Vietnam on June 17, 2020;
- Based on the Charter of Organization and Operation of Vinh Phuc Infrastructure Development Joint Stock Company (VPID).

To ensure the principles of transparency, fairness, and democracy, and to facilitate the organization and conduct of the Annual General Meeting of Shareholders (“AGM”) of VPID, as well as to guide shareholders participating in the AGM and exercising their voting rights directly or through authorized representatives, the Board of Directors (“BoD”) submits this draft regulation for approval at the AGM as follows:

**Article 1: Presidium**

1. **Composition:** The Presidium includes: the Vice Chair of the BoD (authorized by the Chair of the BoD), a BoD member cum General Director, and a BoD member cum Deputy General Director.
2. **Duties of the Presidium:**
  - Conduct the AGM according to the approved agenda.
  - Guide attendees in discussions at the AGM.
  - Present drafts and conclusions for shareholder voting.
  - Address issues raised by shareholders.
3. The Presidium operates under democratic centralism, making decisions by majority vote.

**Article 2: AGM Secretariat**

The Secretariat (comprising 2 members) is nominated by the Presidium and approved by the AGM. The Secretariat is accountable to the Presidium and the AGM for:

- Accurately recording the proceedings of the AGM.
- Assisting the Presidium in announcing drafts, conclusions, resolutions, and communications to shareholders as requested.
- Receiving shareholder registration forms for speaking.



### **Article 3: Shareholder Eligibility Verification Committee**

The committee verifies shareholder eligibility to attend and reports to the AGM. The AGM proceeds if at least 51% of the voting shares are represented in person or by proxy.

### **Article 4: Voting Committee**

The Voting Committee (comprising 3 members) is nominated by the Presidium and approved by the AGM. Responsibilities include:

1. Determining voting results on AGM matters.
2. Promptly reporting results to the Secretariat.
3. Reviewing and addressing violations of voting rules or complaints.

### **Article 5: Shareholder Attendance**

- All company shareholders are eligible to attend the AGM.
- Attendees must arrive on time, register with the Organizing Committee, and notify the Secretariat when leaving the venue.
- Proxy attendees cannot delegate attendance further.
- Attendees must adhere to the Presidium's instructions, maintain decorum, and avoid disruptions.

### **Article 6: Speaking at the AGM**

Shareholders register their speaking topics with the Presidium via the Secretariat. They may only speak when acknowledged by the Presidium, with a time limit of 3 minutes per speech.

### **Article 7: Voting**

#### **1. General Voting Rules:**

- Shareholders or proxies vote using voting cards.
- Voting cards indicate the shareholder's code, number of shares owned/represented, and are sealed with VPID's stamp.

#### **2. Voting Method:**

- Shareholders vote by raising their cards. The Presidium asks for opinions on each matter in the order: Agree, Disagree, Abstain.
- Shareholders who do not raise cards in either round are considered to abstain.

#### **3. Voting Rules:**

- 1 share equals 1 vote.
- Major decisions (e.g., charter amendments, capital changes) require approval by at least 65% of voting shares present.
- Other matters require at least 51% approval.

### **Article 8: Compliance with Regulations**

Shareholders and proxies must strictly adhere to these regulations. Violations will be addressed by the Presidium according to the relevant laws.

These regulations take effect immediately upon AGM approval.

**ON BEHALF OF THE AGM**

**Chairperson**



*Trinh Viet Dung*  
**Trinh Viet Dung**

