

Ho Chi Minh City, ... 2025

**PROCEDURE REGULATION, VOTING RULE
AT THE AGM FY2025
POWER GENERATION JOINT STOCK CORPORATION 3**

**CHAPTER I
GENERAL PROVISIONS**

Article 1. Scope and subjects of application

1. This Regulation is for use to convene the Annual General Meeting of Shareholders (AGM) FY2025 of Power Generation Joint Stock Corporation 3 (EVNGENCO3).
2. This Regulation specifies the rights and obligations of shareholders, authorized representatives and other parties attending the AGM, the conditions and procedures for conducting the AGM, the voting and vote counting rules at the AGM.
3. Shareholders, authorized representatives and all parties attending the AGM shall be responsible for compliance with the provisions under this Regulation.

**CHAPTER II
RIGHTS AND OBLIGATIONS OF SHAREHOLDERS AND PARTIES
ATTENDING THE AGM**

Article 2. Rights and obligations of shareholders attending the AGM

Shareholders owning the shares as of the record date (**May 5, 2025**) are entitled to attend the AGM FY2025 of EVNGENCO3.

Shareholders may attend the AGM in person or authorize another entity to attend on their behalf, including authorizing one of Members of the EVNGENCO3 Board of Directors to vote at the AGM that such authorization shall be made by using the Power of Attorney under the applicable laws or form provided by EVNGENCO3.

The Power of Attorney shall bear the signatures of the authorizing shareholder and the authorized representative in accordance with the regulations.

The authorized representative is entitled to exercise the rights specified in the Power of Attorney in accordance with the applicable laws, the EVNGENCO3's Charter, and this Regulation.

To vote on matters within the authority of the AGM in accordance with the applicable laws and the EVNGENCO3's Charter.

Shareholders and authorized representatives arriving after the AGM has commenced may register, participate in and vote at the AGM; however, the Chairman is not responsible for halting the AGM and the validity of matters previously voted on remains unchanged.

Article 3. Rights and obligations of the Chairperson presiding the AGM

The EVNGENCO3's Chairman shall serve as the Chairperson presiding over the AGM.

Appointing individuals to assist in the management and execution of the AGM.

Presiding over the AGM in accordance with the agenda and regulations approved by the AGM.

Guiding the AGM in discussions, voting on agenda and related matters throughout the AGM.

Other rights and obligations in accordance with the law and EVNGENCO3's Charter.

Article 4. Rights and obligations of the Shareholder Eligibility Verification Committee

The Shareholder Eligibility Verification Committee, established by the Board of Directors of EVNGENCO3 and presented to the AGM, has the following functions and responsibilities:

1. Verify the eligibility of shareholders or their authorized representatives attending the Meeting: Request shareholders and guests to present the AGM Invitation, a valid ID card or Passport, and the Power of Attorney (for authorized representatives).

2. Coordinate the distribution of meeting materials to shareholders or authorized representatives, including Voting cards; Ballots and other relevant documents (if applicable).

3. Deliver a report to the AGM on the results of the eligibility verification of shareholders attending, at the following times:

- Prior to the opening of the AGM.
- Before each voting session of the AGM, in case of any changes in the number of shareholders registered to attend (due to late-arriving shareholders registering).

If the attendees do not meet the qualifications to attend the AGM, the Shareholder Eligibility Verification Committee reserves the right to deny their eligibility, as well as to withhold Voting cards, Ballots and the AGM documents.

Article 5. Rights and obligations of the Secretariat of the AGM

Perform tasks assigned by the Chairman of the AGM, including recording the proceedings, and accurately and comprehensively documenting the contents of the AGM in the Meeting Minutes and Resolutions.

Present to the AGM the draft Minutes and Resolutions of the AGM of Shareholders, covering the matters voted on by the AGM.

Article 6. Rights and obligations of the Vote Counting Committee

Instruct for the use of Voting cards and Ballots;

Perform vote counting.

The Head of the Vote Counting Committee shall present the results of the vote count to the AGM.

The Vote Counting Committee is responsible for ensuring the accuracy and integrity of the published vote count results.

The Vote Counting Committee is responsible for retaining, safeguarding, and promptly submitting all votes and vote counting minutes to the Corporation's archiving department immediately after the conclusion of the AGM, for archival under regulations.

CHAPTER III SEQUENCE OF THE AGM

Article 7. Conditions and procedures for conducting the AGM

The AGM shall be conducted when the number of attending shareholders represents more than 50% of the total number of votes (as prescribed in Clause 1, Article 19, Charter of EVNGENCO3) on the basis of the list of shareholders prepared at the time of closing the list of shareholders (**May 5, 2025**) to exercise the right to attend the AGM.

The AGM shall discuss and vote on each item outlined in the Meeting Agenda.

Article 8. Rules of the AGM

Shareholders or their representatives attending the AGM shall take seats as assigned by the Organizing Committee.

Speak and vote as per the instructions of the Organizing Committee and follow the guidance of the Chairman of the AGM.

Any actions that obstruct or disrupt the proceedings of the AGM, thereby hindering its fair and lawful conduct, are strictly prohibited.

Shareholders and their authorized representatives attending the AGM shall strictly comply with the provisions under this Regulation. In the event of a violation,

depending on its severity, the Chairperson shall consider and apply appropriate measures as specified under Item b, Clause 7, Article 146 of the 2020 Law on Enterprises.

Article 9. Discussion during the AGM

Discussions shall only be conducted within the prescribed time and the scope of the issues set forth in the agenda of the AGM of Shareholders.

When shareholders wish to ask questions or express opinions during the AGM, they may either submit their questions in writing to the Presidium or raise their hands to request to speak. Shareholders may begin speaking once invited to do so by the Chairman. Each shareholder may speak for a maximum of five (05) minutes. Remarks should be brief, focused, avoid repetition, and address the relevant issues in line with the approved agenda of the AGM.

Shareholders may submit their questions in writing to the General Secretariat and the Board of Directors, who shall respond within the scope of their authority as promptly as possible.

CHAPTER IV VOTING RULES FOR THE APPROVAL OF AGENDA ITEMS AT THE AGM

Article 10. Rules

Rules: All matters included in the agenda of the AGM shall be approved by collecting the voting opinions of all attending shareholders, using Ballots, Voting cards, in proportion to the number of shares they own or represent by authorization.

Ballot, Voting card:

- The Shareholder Eligibility Verification Committee shall distribute Ballots and Voting cards, stamped with the seal of EVNGENCO3, to shareholders or their authorized representatives attending the AGM. The Ballot shall include the full name, signature of the shareholder or authorized representative, and other necessary technical details to ensure accurate and efficient vote counting.
- The voting value of the Ballot or Voting card shall be based on the number of voting shares held by the shareholder or authorized representative attending the AGM.

The voting method is as follows:

- Voting by raising Voting cards: This method is used to approve matters such as the AGM's agenda, working regulations, voting rules, vote counting procedures, approval of the Meeting Minutes, Resolutions, and any other items presented during the AGM (if applicable);

- Voting by completing the Ballot: This method is used to approve Proposal/Report related to the following matters: (i) Production and Business - Construction Investment - Financial performance results for 2024, as well as the Production and Business - Construction Investment - Financial plan for 2025; (ii) Annual financial statements as of December 31, 2024; (iii) Profit distribution plan for 2024; (iv) Salary and remuneration for 2024 and the proposed salary and remuneration plan for 2025 for the Board of Directors and Board of Supervisors; (v) Additional business activities; (vi) Amendments and supplements to the Charter of Power Generation Joint Stock Corporation 3; (vii) Report on the operational results of the Board of Directors in 2024 and the plan for 2025; (viii) Report of the Board of Supervisors to the AGM of Shareholders, along with any other matters presented during the AGM (if applicable).

Article 11. Voting method:

Shareholders shall vote by selecting "**Agree**", "**Disagree**", or "**No comments**" on each issue to be voted on at the AGM, either by raising Voting cards or marking their choices on the Ballots as stipulated under Article 10.

When voting by raising a Voting card, the front of the card shall be directed toward the Chairperson. If a delegate fails to raise the Voting card during any of the three voting rounds for "Agree", "Disagree", or "No comments" on an issue, it will be considered as a vote for that issue. If a delegate raises the voting card more than once (01) when voting "Agree", "Disagree," or "No comments" on an issue, the vote shall be deemed invalid. In the voting method using Voting cards, members of the Vote Counting Committee shall record the delegate IDs and vote results for each shareholder as "Agree", "Disagree", "No comments", or "Invalid."

When voting by filling in the Ballot, for each content, delegates shall select one of the three options "**Agree**", "**Disagree**", "**No comments**" printed in the Ballot by marking "**X**" or "**✓**" in the corresponding box. After completing all required voting items on the agenda items of the AGM, delegates shall place their ballots in the sealed ballot box, following the instructions of the Vote Counting Committee. The Ballot shall include the signature and full name of the delegate.

Article 12. Vote Eligibility

A valid Ballot is a printed form issued by the Organizing Committee, free from erasures, alterations, tears, damages... or additional content not specified for the Ballot. It shall bear the signature of the delegate, with the full name handwritten below the signature, and shall not fall under any conditions that would render the Ballot invalid. A Ballot is valid when the delegate marks one (01) of the three (03) voting boxes corresponding to the voting content (Report, Proposal).

Invalid Ballots:

- Ballots that fail to conform to the printed form issued by the Organizing Committee or do not bear the official red seal of EVNGENCO3 shall be considered invalid.
- If a Ballot is erased, altered, or contains any additional contents beyond what is prescribed, all voting content on that Ballot shall be deemed invalid.
- Ballots that do not bear the signature and full name of the shareholder or their authorized representative shall be considered invalid.
- Ballots that are torn or not intact shall be considered invalid.

CHAPTER V IMPLEMENTATION PROVISIONS

Article 13. Effectiveness for implementation of the Regulation

This Regulation shall take effect immediately upon its approval by the AGM of Shareholders.

Shareholders, authorized representatives, and other participants attending the AGM shall be responsible for implementing the provisions of this Regulation./.

**ON BEHALF OF BOARD OF DIRECTORS
CHAIRMAN**

Dinh Quoc Lam