

No.: 02/QĐ-HĐQT

Ha Noi, date 27 month 03 year 2025

DECISION

Re: Promulgating the Regulations on nomination, candidacy, and election of members of the Board of Directors and Supervisory Board of Vinacomin Investment, Trade and Service Joint Stock Company

**BOARD OF DIRECTORS
OF VINACOMIN - INVESTMENT, TRADING AND SERVICE JOINT STOCK COMPANY**

CÔNG TY CỔ PHẦN ĐẦU TƯ, THƯƠNG MẠI VÀ DỊCH VỤ – VINACOMIN

- Pursuant to the Law on Enterprises and its implementing documents;
- Pursuant to the Charter of Vinacomin Investment, Trade and Service Joint Stock Company,

DECISION:

Promulgate the Regulations on nomination, candidacy, and election of members of the Board of Directors and Supervisory Board for the 2025 - 2030 term, with the following contents:

ARTICLE 1. Subjects of election

Shareholders owning shares with voting rights and authorized representatives of shareholders owning shares with voting rights (according to the list of shareholders of the Company as of March 20, 2025 of the Vietnam Securities Depository and Clearing Corporation).

ARTICLE 2. Standards and conditions for membership in the Board of Directors and Supervisory Board (according to the current Enterprise Law)

Basic standards:

1. For members of the Board of Directors:

- Have full civil act capacity, not be subject to the prohibition of enterprise management according to the provisions of the Enterprise Law.
- Have professional qualifications and experience in business management of the company and do not necessarily have to be a shareholder of the company.

2. For members of the Board of Supervisors:

- Have full civil act capacity and are not prohibited from establishing and managing enterprises according to the provisions of the Enterprise Law.
- Not being the wife or husband, biological father, adoptive father, biological mother, adoptive mother, biological child, adopted child, biological brother,

biological sister, or sibling of a member of the Board of Directors, General Director, or other managers of the Company.

- Not holding any management positions in the company; not necessarily being a shareholder or employee of the company.

ARTICLE 3. Nomination of candidates for the Board of Directors, Board of Supervisors and number of elected members.

- Shareholders holding voting shares for a continuous period of at least six (06) months have the right to combine the number of voting rights of each person to nominate candidates for the Board of Directors and Board of Supervisors.

1. Nomination of candidates for the Board of Directors:

- Shareholders or groups of shareholders holding from 10% to less than 20% of the voting shares may nominate 01 person to the Board of Directors.

- Shareholders or groups of shareholders holding from 20% to less than 50% of the voting shares may nominate up to 02 people to the Board of Directors.

- Shareholders or groups of shareholders holding from 50% to less than 65% of the shares may nominate up to 03 people to the Board of Directors.

- Shareholders or groups of shareholders holding from 65% or more of the voting shares may nominate enough candidates to participate in the Board of Directors.

2. Nomination of candidates for the Board of Supervisors:

- Shareholders or groups of shareholders holding from 10% to less than 20% of the voting shares may nominate 01 person to the Board of Supervisors.

- Shareholders or groups of shareholders holding from 20% to less than 50% of the voting shares may nominate up to 02 people to the Board of Supervisors.

- Shareholders or groups of shareholders holding from 50% or more of the voting shares may nominate enough candidates to participate in the Board of Supervisors.

3. Number of members of the Board of Directors and Supervisory Board elected:

- Number of members of the Board of Directors: 05 members.

- Number of members of the Supervisory Board: 03 members.

- The number of members of the Board of Directors and Supervisory Board will be approved by the Annual General Meeting of Shareholders before the election.

ARTICLE 4. Application for candidacy and nomination to be elected to the Board of Directors and Supervisory Board.

1. Application for self-nomination and nomination to be a member of the Board of Directors and Supervisory Board of Vinacomin Investment, Trade and Service Joint Stock Company for the 2025 - 2030 term according to the form, including:

- For a group of shareholders: Application for nomination, CV, diploma, certificate of professional qualifications of the nominee and candidate according to regulations.

- For shareholders being organizations: Nomination document of the organization with the signature and seal of the authorized representative or the person appointed to represent the capital of the nominating organization according to the request of that organization, CV of the nominee.

- For individual shareholders: Application for candidacy, nomination, CV, diploma, professional qualification certificate of the nominee, candidate according to regulations.

- ID card/Passport, diploma, professional qualification certificate of the nominee, candidate must have certified copies.

2. The self-nomination and nomination dossiers for election to the Board of Directors and the Board of Supervisors of the Company shall be sent directly to Vinacomin Investment, Trade and Service Joint Stock Company. The deadline for submitting dossiers shall be in accordance with the Notice of Vinacomin Investment, Trade and Service Joint Stock Company. 3. Based on the nomination and nomination applications of shareholders and the attached dossiers of the candidates, the Company will prepare a list of candidates who meet the prescribed conditions and submit them to the General Meeting of Shareholders for approval to elect additional members to the Board of Directors and the Board of Supervisors in accordance with the provisions of law and the Company's Charter.

ARTICLE 5. Ballots and ballots.

1. The list of candidates for the Board of Directors and the Supervisory Board is arranged in alphabetical order by name, with full names written on the ballot.

2. Ballots and ballots:

- Ballots are printed uniformly, with the total number of voting rights according to the attendance code.

- Shareholders or authorized representatives are given ballots for the Board of Directors and the Supervisory Board according to the attendance code.

- In case of incorrect recording, shareholders shall request the Election Committee to change the ballot.

- Shareholders shall elect members of the Board of Directors and Supervisory Board up to the maximum number of members of the Board of Directors and Supervisory Board approved by the General Meeting of Shareholders at the General Meeting.

ARTICLE 6. Election method.

1. Voting to elect members of the Board of Directors and Supervisory Board shall be carried out by cumulative voting.

2. Each shareholder shall have a total number of voting rights corresponding to the number of voting shares (including owned and authorized) multiplied by the

number of elected members of the Board of Directors and Supervisory Board approved by the General Meeting of Shareholders.

3. Method of electing members of the Board of Directors and Supervisory Board:

Shareholders vote by recording the number of shares for the number of candidates they choose. Shareholders directly record the number of voting rights in the blank box of the number of candidates they choose. The number of voting rights for each candidate may vary depending on the trust of the shareholder/shareholder representative for each candidate. The total number of voting rights that shareholders vote for candidates must not exceed the total number of voting rights of that shareholder/shareholder representative.

ARTICLE 7. Cases where ballots are invalid.

1. Ballots that do not follow the Company's prescribed form and do not have the Company's seal.

2. Ballots that are erased or have additional names outside the list of candidates approved by the General Meeting of Shareholders before voting.

3. The ballot has the total number of voting rights for the candidates of the shareholders exceeding the total number of voting rights of the shareholders owning/authorized.

4. The ballot does not have the signature of the shareholder/shareholder representative.

5. The ballot exceeds the number of members of the Board of Directors and the Supervisory Board approved by the General Meeting.

ARTICLE 8. Election Committee, voting and counting principles.

1. Election Committee:

- The Election Committee is nominated by the Presidium and approved by the General Meeting of Shareholders;

- The Election Committee is responsible for:

- + Guiding shareholders on the election process and voting methods;

- + Issuing ballots;

- + Conducting vote counting;

- + Announcing the election results before the General Meeting.

- Members of the Election Committee must not be on the list of nominees and candidates for the Board of Directors and the Supervisory Board.

2. Principles of voting and counting:

- The Election Committee shall check the ballot box in the presence of shareholders;

- Voting shall begin when the distribution of ballots is completed and end when the last shareholder places his/her ballot in the ballot box;

- The counting of ballots must be conducted immediately after the voting ends;

- The results of the vote counting shall be recorded in writing and announced to the General Meeting.

ARTICLE 9. Principles for election of members of the Board of Directors and Supervisory Board.

1. Elected members of the Board of Directors and Supervisory Board are determined based on the number of voting rights from high to low, starting from the candidate with the highest number of voting rights until the number of members of the Board of Directors and Supervisory Board is sufficient to be approved by the General Meeting of Shareholders.

2. In case there are candidates with equal percentage of votes of confidence that need to be eliminated to reach the required number of elected members according to regulations, the General Meeting will organize a re-election among these candidates to select.

ARTICLE 10. Preparation and publication of the Minutes of the vote counting.

1. After counting the votes, the Election Committee must prepare the minutes of the vote counting. The contents of the minutes of the vote counting include: The total number of shareholders attending the meeting, the total number of shareholders participating in voting, the ratio of voting rights of shareholders participating in voting compared to the total number of voting rights of shareholders attending the meeting (according to the cumulative voting method), the number and ratio of valid votes, invalid votes, and blank votes; the number and ratio of voting rights for each candidate for the Board of Directors and the Supervisory Board.

2. The full text of the Minutes of the vote counting must be published before the General Meeting.

ARTICLE 11. Complaints about nomination, election and vote counting.

Complaints about election and vote counting will be resolved by the meeting chairman and recorded in the minutes of the General Meeting of Shareholders.

ARTICLE 12. Effective date.

These regulations take effect from the date of signing.

The contents of the regulations are publicly presented to the General Meeting of Shareholders.

Receiving place:

- Shareholders of the Company;
- Board of Directors, Supervisory Board of V-ITASCO;
- Archived: VT, Board of Directors.

CHAIRMAN OF THE BOARD OF DIRECTORS ✓



Thieu Quang Thao