

Hai Duong, June 04, 2025

No. : 2761/QC-PPC

**REGULATIONS FOR THE ORGANIZATION OF 2025 ANNUAL
GENERAL MEETING OF SHAREHOLDERS
PHẠ LAI THERMAL POWER JOINT STOCK COMPANY**

**CHAPTER 1
GENERAL PROVISIONS**

Article 1. Scope of Application: These Regulations shall apply to the organization of the 2025 Annual General Meeting of Shareholders of Pha Lai Thermal Power Joint Stock Company (hereinafter referred to as the General Meeting).

Article 2. Specific Provisions: These Regulations specifically stipulate the rights and obligations of shareholders/authorized representatives attending the General Meeting and other parties participating in the General Meeting; the conditions and procedures for conducting the General Meeting.

Article 3. Responsibility of Participants: Shareholders/authorized representatives participating in the General Meeting are responsible for complying with the provisions of these Regulations.

**CHAPTER 2
CONDITIONS FOR ATTENDING THE CONGRESS**

Article 4. Conditions for Attending the General Meeting

Shareholders, or authorized representatives of shareholders who are organizations and whose names appear on the shareholder list as of the record date for attending the General Meeting, have the right to directly attend the General Meeting or authorize one or more other individuals or organizations to attend the General Meeting.

Article 5. Forms of Participation in the General Meeting

A shareholder shall be considered to have attended and voted at the General Meeting of Shareholders in the following cases:

- a. Attending and voting directly at the meeting;
- b. Authorizing 1 another individual or organization to attend and vote at the meeting;
- c. Sending a ballot to the meeting by mail, fax, or email.

Individuals directly attending the General Meeting of Shareholders may send the Registration Form for Attendance at the General Meeting to the Administration - Labor Department of Pha Lai Thermal Power Joint Stock Company before the date of the General Meeting (submitted directly, by post, fax, or email). In case the attendee is an authorized representative, a power of attorney in accordance with current legal regulations must be enclosed.

CHAPTER III

RIGHTS AND OBLIGATIONS OF SHAREHOLDERS AND PARTIES PARTICIPATING IN THE GENERAL MEETING

Article 6. Rights and Obligations of Common Shareholders Attending the General Meeting:

1. Shareholders and/or their authorized representatives have the right to attend, speak at the General Meeting, and vote on all matters of the General Meeting in accordance with the Enterprise Law and relevant legal documents.

2. At the General Meeting, shareholders and/or their authorized representatives attending the General Meeting must bring the following documents:

a. Meeting attendance confirmation;

b. Business registration certificate (for institutional shareholders) and valid original of national identity card, passport, citizen identification card, or other legally valid personal identification;

c. Letter of authorization (if any). For institutional shareholders, if the attendee is not the legal representative, a power of attorney is required. In case of re-authorization, the attendee must also present the original letter of authorization from the shareholder or the authorized representative of the institutional shareholder (if not previously registered with the Company).

3. Registration to attend the General Meeting of Shareholders: shareholders and/or their authorized representatives shall present the documents mentioned in Clause 2 of this Article to the Shareholder Eligibility Verification Committee and receive meeting materials, ballots, voting cards, and voting slips, which shall indicate the shareholder code, full name of the shareholder, number of shares owned and/or represented by proxy, and bear the Company's official seal.

4. Shareholders and/or their authorized representatives must be present at the specified time and complete the registration procedures with the Organizing Committee of the General Meeting before entering the meeting room;

5. Shareholders and/or their authorized representatives who arrive late still have the right to register to attend the General Meeting and participate in voting on subsequent matters of the General Meeting. The General Meeting is

not responsible for stopping and re-voting on matters that have already been approved.

6. During the General Meeting, shareholders and/or their authorized representatives must comply with the guidance of the Presidium, behave civilly, maintain order, and ensure polite and formal attire.

7. Shareholders and/or their authorized representatives attending the General Meeting of Shareholders who wish to speak or discuss must obtain the consent of the Chairperson. Issues that have been raised and answered should not be repeated to avoid duplication. Shareholders and/or their authorized representatives may also write their questions on the Discussion Slip and submit it to the Secretariat of the General Meeting.

Article 7. Rights and Responsibilities of the Shareholder Eligibility Verification Committee:

1. The Shareholder Eligibility Verification Committee consists of one Head and several members appointed by the Company. The Shareholder Eligibility Verification Committee is responsible for verifying and reporting to the General Meeting on the eligibility of shareholders/shareholder representatives attending the General Meeting; receiving documents from attending shareholders, distributing materials, voting cards, and ballots, and performing other organizational tasks.

2. If an attendee does not have full eligibility to attend the General Meeting, the Shareholder Eligibility Verification Committee has the right to refuse that person's right to attend, refuse to distribute meeting materials, voting cards, and ballots.

Article 8. Rights and Responsibilities of the Presidium and the Chairperson:

1. The Presidium consists of the Chairperson and several members approved by the General Meeting through voting, and is responsible for directing the General Meeting; the Chairperson is the Chairman of the Company's Board of Directors.

2. Rights and obligations of the Chairperson:

a. Preside over the activities of the meeting according to the agenda approved by the General Meeting. Take necessary actions to ensure the meeting proceeds in an orderly manner and that the General Meeting reflects the wishes of the majority of attending shareholders;

b. Appoint one or more persons to the Secretariat of the General Meeting;

c. Propose one or more persons to the Ballot Counting Committee or ballot supervision team for approval by the General Meeting through voting;

d. Guide the discussion at the meeting

e. Present draft resolutions on necessary matters for voting by the General



Meeting;

f. Answer questions raised by the General Meeting or designate individuals to answer.

3. The Chairperson's decisions on procedural matters or events arising outside the General Meeting's agenda shall have the highest binding authority.

4. The Chairperson has the right to adjourn a General Meeting of Shareholders that has a sufficient number of registered attendees for a maximum of three working days from the scheduled opening date and may only adjourn the meeting or change the meeting venue in the following cases:

- a. The meeting venue does not have sufficient seating for all attendees;
- b. Communication facilities at the meeting venue do not ensure that attending shareholders can participate, discuss, and vote;
- c. Attendees obstruct or disrupt order, posing a risk that the meeting cannot be conducted fairly and legally.

Article 9. Rights and Responsibilities of the Secretariat of the General Meeting:

1. The Secretariat of the General Meeting consists of one Head and one other member appointed by the Chairperson.

2. The Secretariat of the General Meeting performs the following support tasks as assigned by the Chairperson:

a. Fully and accurately record the proceedings of the General Meeting and the matters approved or noted by shareholders or their representatives at the General Meeting.

b. Draft the resolutions of the General Meeting and decisions on matters approved at the General Meeting.

c. Receive registration forms for speaking and written questions from shareholders.

d. Other tasks as assigned by the Chairperson.

Article 10. Rights and Responsibilities of the Ballot Counting Committee:

1. The Ballot Counting Committee consists of one Head and several members who are not candidates for election to the Board of Directors or the Supervisory Board, and who are approved by the General Meeting through voting upon the Chairperson's proposal.

2. The Ballot Counting Committee has the following responsibilities:

a. Guide shareholders attending the General Meeting on how to use their voting cards; count the number of voting cards in order for each category: in favor, against, or no opinion, immediately after the General Meeting votes;

- b. Record the voting results of shareholders and/or their authorized representatives on the matters submitted for approval at the General Meeting.
- c. Summarize and report the voting results on the agenda items to the Chairperson;
- d. Review and announce the list of candidates for the Board of Directors and the Supervisory Board;
- e. Guide the principles and procedures for electing members of the Board of Directors and the Supervisory Board in accordance with the Regulations on Election of Members of the Board of Directors and the Supervisory Board;
- f. Distribute, collect, and count the ballots of shareholders and/or their authorized representatives in accordance with the number of shares held;
- g. Summarize the ballot counting results and prepare the Ballot Counting Minutes for the election of members of the Board of Directors and the Supervisory Board;
- h. Report the ballot counting results to the General Meeting;
- i. Hand over the ballot counting minutes and all ballots to the Secretariat of the General Meeting;
- j. Together with the Chairperson of the General Meeting, consider and resolve complaints and denunciations regarding the voting results and election results (if any) and report to the General Meeting for decision;
- k. Perform other assigned tasks.
- l. In the performance of their duties, the Ballot Counting Committee must work honestly, accurately, and be responsible for the ballot counting results.

CHAPTER IV

CONDUCTING THE GENERAL MEETING

Article 11. Conditions for Conducting the General Meeting

The General Meeting of Shareholders shall be conducted when the number of attending shareholders represents more than **51%** of the total number of voting shares of the Company, based on the shareholder list established at the time of convening the General Meeting. The Shareholder Eligibility Verification Committee shall announce the number of attending shareholders, the total number of voting shares, and the attendance ratio so that the General Meeting can proceed in accordance with regulations.

Article 12. Procedures for Conducting the General Meeting

1. The General Meeting will sequentially hear reports according to the agenda, discuss, and vote to approve these reports. Voting on each item in the General Meeting shall be conducted in accordance with the Voting Rules.

2. Nomination and candidacy for election to the Board of Directors/Supervisory Board shall be carried out in accordance with the Company's Charter.

Article 13. Discussion and Questioning at the General Meeting

1. Based on the number of attending shareholders and the time allotted for the General Meeting, the Chairperson may choose the method of moderating the meeting. Shareholders attending the General Meeting shall express their opinions for discussion or questions by raising their hands to request to speak and upon the consent of the Chairperson, or by filling out a Discussion Slip and submitting it to the Secretariat of the General Meeting. Only one shareholder may speak at any given time. If multiple shareholders wish to speak simultaneously, the Chairperson will invite each shareholder to present their views in turn.

2. Shareholders shall speak concisely and focus on the core issues for exchange, consistent with the approved agenda of the General Meeting. The content of shareholders' proposed opinions must not violate the law, must not relate to personal matters, or exceed the authority of the enterprise. The Chairperson has the right to remind or request shareholders to focus on the core content to be expressed in order to save time and ensure the quality of discussion.

3. The General Meeting agrees that the total speaking time for one shareholder shall not exceed five (5) minutes per turn. If this time limit is exceeded, the Chairperson may request the shareholder to submit their questions or proposals in writing. The Secretariat must record these, and the Board of Directors, within its authority, will provide a written response to the shareholder within five (5) working days from the time of receiving the shareholder's proposal.

Article 14. Method of Voting on Agenda Items at the General Meeting of Shareholders

1. All issues on the agenda and in the content of the General Meeting shall be discussed and approved by the General Meeting of Shareholders by Voting Card or Ballot, except for the election of members of the Board of Directors and the Supervisory Board, which will be presented in the Regulations on Nomination, Candidacy, and Election of Members of the Board of Directors and the Supervisory Board approved¹ at the General Meeting.

2. Voting method:

a. Method of raising "Voting Cards": When voting at the General Meeting, each shareholder and/or authorized representative shall raise their voting card high. This method is used to approve items other than Reports and

Proposals at the General Meeting.

The determination of voting results shall be carried out by counting the number of voting cards in favor, the number of voting cards against, and the number of voting cards with no opinion. If a shareholder does not raise a voting card, it is considered as having no opinion. For each issue submitted for voting, shareholders may only raise their voting card once.

b. Method of submitting "Ballots": Each shareholder and/or authorized representative shall be issued one (01) Ballot containing three (03) options: in favor, against, no opinion for each voting item. Delegates will mark "X" in their chosen box, then sign and clearly write their full name before submitting it to the ballot box according to the instructions of the Ballot Counting Committee. This method is used to approve Reports and Proposals at the General Meeting.

3. Validity of ballots

a. Valid ballot: is a ballot in the pre-printed form issued by the General Meeting, without erasures or corrections, without any additional content written other than as prescribed, bearing the Company's seal, and must be signed by the attending delegate.

On the ballot, the voting content (Report, Proposal) is valid when the delegate marks "X" to choose one (01) of the three (03) voting options: in favor, against, no opinion.

b. Invalid ballot:

- A ballot with multiple different opinions marked for the same voting item shall render that voting section invalid.

- A ballot not in the pre-printed form issued by the General Meeting, with erasures or corrections, without the signature of the attending delegate, without the Company's seal shall render all voting content on the ballot invalid.

Article 15. Election of Members of the Board of Directors and the Supervisory Board

The election of members of the Board of Directors and the Supervisory Board shall be carried out in accordance with the Regulations on Election of Members of the Board of Directors and the Supervisory Board.

Article 16. Resolutions and Minutes of the General Meeting of Shareholders

All content of the General Meeting of Shareholders must be recorded by the Secretary of the General Meeting in the minutes of the General Meeting. The minutes and resolutions of the General Meeting of Shareholders must be completed and approved before the closing of the meeting and shall be kept by the Secretariat of the General Meeting at the Company's head office.

CHAPTER V

OTHER PROVISIONS

Article 17. All matters regarding the organization, postponement, or re-convocation of the General Meeting shall be carried out in accordance with the Company's Charter.

Article 18. Travel and accommodation expenses for shareholders attending the 2025 Annual General Meeting of Shareholders of Pha Lai Thermal Power Joint Stock Company shall be borne by the shareholders themselves.

CHAPTER VI

IMPLEMENTATION PROVISIONS

Article 19. These Regulations consist of 6 Chapters and 19 Articles, approved by the Organizing Committee of the 2025 Annual General Meeting of Shareholders of Pha Lai Thermal Power Joint Stock Company, and shall take effect from the date of signing for the preparation and organization of the 2025 Annual General Meeting of Shareholders of Pha Lai Thermal Power Joint Stock Company./.

***On behalf of the ORGANIZING
COMMITTEE OF THE GENERAL
MEETING***

To:

- Shareholders;
- Organising committee;
- File: Office, Administration and Labor Department.



Chairman
Mai Quốc Long