

VOTING AND ELECTION REGULATIONS

THE 2023 ANNUAL GENERAL MEETING OF SHAREHOLDERS VINH HOAN CORPORATION

I. PURPOSE

This regulation aims to specify the principles and methods of voting and election in accordance with the Charter of Vinh Hoan Corporation and the Enterprise Law No. 59/2020/QH14.

II. SCOPE OF APPLICATION

This Regulation is applied in voting the contents and issues raised in the agenda and electing members of the Board of Directors at the 2023 Annual General Meeting of Shareholders.

III. DEFINE

- Voting: is the exercise of the right by shareholders to give opinions on specific contents and issues raised at the General Meeting to determine whether that issue is eligible to be approved by the General Meeting of Shareholders.
- Election: means the shareholders exercises the right to choose one or several candidates for the Board of Directors and Supervisory Board.
- Cổ đông: cổ đông hoặc đại diện được ủy quyền hợp lệ của cổ đông/Shareholders: Shareholders or duly authorized representatives of shareholders.
- Charter: Charter of Vinh Hoan Corporation
- Company: Vinh Hoan Corporation
- Business Law: Enterprise Law No. 59/2020/QH14.
- BOD: Board of Directors
- SB: Supervisory Board
- General Meeting of Shareholders or General Meeting: General Meeting of Shareholders.

IV. GENERAL RULE ON VOTING AND ELECTION

1. Conditions for voting and election.

The voting principles and methods specified in this institution are established on the basis of:

- The convening of the General Meeting of Shareholders is carried out in accordance with the Charter of Company and the law.
- The voting contents have been officially proposed by the Board of Directors to the General Meeting (through the meeting documents of the General Meeting of Shareholders posted on the Company's website before the General Meeting of Shareholders) and stated in the Agenda of the General Meeting.
- The candidates have been checked to meet the criteria and conditions in accordance with the Charter of the company and the Enterprise Law.

2. Subjects with the right to vote and elect:

- Shareholders/Authorized Representatives have the right to vote and to elect when they have registered to attend the General Meeting of Shareholders in accordance with the regulations on registration to attend the General Meeting of Shareholders announced in the "Notice of Invitation to the General Meeting of Shareholders". 2023" posted on the Company's website and "Invitation to The 2023 Annual General Meeting of Shareholders" sent to each shareholder.
- Shareholders shall vote and elect via remote voting in the manner specified in this Regulation and specific instructions at the time of the notice of invitation to the meeting.

- Each share owned or authorized corresponds to one voting unit.

3. Vote counting committee:

- The Vote Counting Committee is responsible for recording, synthesizing and reporting voting and election results.
- At the General Meeting, the Organizing Committee of the General Meeting of Shareholders proposed to the General Meeting of Shareholders a Vote Counting Committee to be responsible for checking candidate profiles, conditions and standards of independent BOD candidates and counting votes. Vote counting board was approved by Shareholders attending the General Meeting in the form of public voting by raising voting cards.
- The General Meeting of Shareholders may choose from among the delegates who are Shareholders to supervise the vote counting of the Vote Counting Committee.

4. Tools to exercise voting and voting rights

4.1. For voting rights: "Voting card" in case of public voting and "Voting opinion ballot" in case of secret voting:

- Voting cards include information.
 - Shareholder code number.
 - Name of shareholder/authorized party.
 - Total number of shares with voting rights.
- Voting opinion form including information.
 - Shareholder code number.
 - Name of shareholder/authorized party.
 - Number of shares owned and (or) authorized.
 - Voting contents.
 - Options: Agree, Disagree, No Opinion.

4.2. For the right to elect independent members of BOD and member of SB: Election ballot.

- Election ballot include information:
 - Shareholder code number
 - Name of shareholder/authorized party.
 - Number of shares owned and (or) authorized
 - Number of votes to elect corresponding BOD members (number of shares owned/authorized * number of BOD members to be elected).
 - Number of votes to elect corresponding SB members (number of shares owned/authorized * number of SB members to be elected)
 - List of candidates
 - Election Statuses: Select, No Select
- Each shareholder attending the General Meeting, after completing the registration and eligibility check, will be given 01 "Voting card" and 01 "Voting opinion ballot" by the General Meeting's Organizing Committee. "Election ballot" of the BOB and 01 "Election ballot" of the SB with the shareholder code, number of shares owned and (or) authorized.
- Shareholders can receive more than 01 "Voting card " or 01 " Voting opinion ballot" or 01 "Election Ballot" of the BOD or 01 "Election ballo " of the SB in case such shareholder has additional authorization.

4.3. Voting Box

At the General Meeting, the Organizing Committee of the General Meeting arranged 2 separate sealed and labeled ballot boxes, including:

- Box of "Voting opinion ballots", and
- Box "Election Ballots"

Shareholders please vote for voting opinions ballots and elections ballots in the correspondingly labeled ballot box.

5. Remote voting

- In case shareholders do not directly attend the General Meeting and authorize a representative to attend, shareholders can do their voting rights and elect through remote voting. Remote voting was done in the following order:

- Each Shareholder is assigned a shareholder code number, which is shown in the meeting invitation sent to the Shareholders. In case Shareholders do not receive the invitation letter, please contact the Organizing Committee of the General Meeting of Shareholders at email: ir@vinhhoan.com or Tel: (028) 38364849 (Ext:19) to request information about shareholder code number.
- Shareholders can access the website: <http://vinhhoan.com/investors/#shareholder-meetings> for information on the General Meeting, voting/election contents; Print the voting opinion ballot and the election ballot and fill in the information.

- Shareholders send the voting opinion ballot and election ballot by registered mail to the Company's address, ensuring that the time of receipt is no later than **4pm on 11 May 2023**.

- How to send as follows:

- Voting opinion ballots are put in a sealed envelope (envelope 1), on the outside, "Voting opinion ballot" is written on the outside envelope.
- Election ballots are put in a sealed envelope (envelope 2), the outside is marked "Election Ballot".
- Put envelope 1, envelope 2 and the original meeting invitation in another envelope (envelope 3). Seal envelope 3 and send a certified letter to the Company, clearly stating the sender and recipient information. Recipient information as below:

<p>To: Vinh Hoan Corporation Receiver: Hoang Thanh Tam Address: 8Floor, 569 Tran Hung Dao, Cau Kho, District 1, HCM City Phone: (028) 3836 4849 – Ext: 19</p>
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- At the time of registration and eligibility check at the General Meeting, the shareholder status verification committee will open envelope 3 to check the validity of shareholder status. If the shareholder status has been determined to be valid, envelope 1 (still affixed) of the respective shareholder is placed in the ballot box labeled "Voting opinion ballot", envelope 2 (still stamped), sealed was placed in a ballot box labeled "Election ballot"

V. VOTING REGULATIONS

1. Conditions for participating in voting:

- Shareholders can exercise their voting rights through one of two kinds:

- Vote at the General Meeting, or
- Remote voting
- To be able to do the voting rights, Shareholders must meet the following conditions:
 - Complete the registration and eligibility check at the General Meeting or meet the procedures and methods of remote voting.
 - Time to do their voting rights: before the meeting completes collecting voting opinions of shareholders.

2. Voting method:

All matters under the decision-making authority of shareholders shall be publicly voted by raising "Voting card" when asked by the Chairwoman in turn the voting status (Agree, Disagree, No opinion) and vote secretly by writing comments on the "Voting opinion ballot" and send it to the Vote Counting Committee.

3. Determining the validity of the Voting Opinion ballot

- For each voting content, shareholders mark "X" in 1 of 3 voting statuses (Agree, Disagree, No opinion).
- Invalid voting content is content that has no or more than 1 marked voting status. At that time, the remaining voting contents are still valid and still counted in the voting results.
- A valid ballot must satisfy all of the following conditions:
 - Ballot was issued by Vinh Hoan Corporation (according to the form prescribed by Vinh Hoan Corporation and bearing the stamp of Vinh Hoan Corporation on the ballot).
 - The ballot is signed by a valid Shareholder/Authorized Representative.
 - The ballot cannot be erased, scraped or edited.
 - The ballot cannot be written by pencil.
 - The ballot does not contain any additional content other than those voted on by the General Meeting of Shareholders.
- The ballot that has been issued but not sent to the Vote Counting Committee are considered as abstentions. A blank ballot is considered a vote to select the status of "No opinion" for all voting contents.

4. Record and summarize voting results:

- For the form of public voting through "Voting card":

After the Chairwoman consults the General Meeting on each voting content, the Vote Counting Committee will count, record, and summarize the voting status (Agree, Disagree, No opinion) and the percentage of votes card. decided according to each situation compared to the total number of voting shares present at the General Meeting. Recorded results will be reported to the General Meeting of Shareholders immediately after being compiled and recorded by the secretariat for inclusion in the Minutes of the General Meeting of Shareholders.

- For the form of secret voting through the "Voting opinion ballot":

- After the shareholders complete the voting, the Vote Counting Committee collects the "Voting Opinion Ballot" from the sealed and labeled ballot box accordingly.

- The Vote Counting Committee checks the validity of the Voting Opinion Forms and enters the data into the vote counting software.
- Voting results will be determined for each voting item, and calculated as a percentage (%) rounded to 2 decimal places.
- Vote counting results are compiled by the software and automatically updated in the Vote Counting Minutes and the AGM's Minutes
- The Vote Counting Committee is responsible for printing the Vote Counting Minutes out for the members of the Vote Counting Committee to sign to confirm the accuracy, transparency and compliance with the principles and order of vote counting.
- The minutes of counting of votes must contain the following contents.
 - Number of voting shares for each voting content, including voting rate for each voting status: Agree, Disagree, No opinion.
 - Total number of voting shares present at the General Meeting.
- The head of the Vote Counting Committee reports on the vote counting results at the General Meeting.

5. Conditions for the General Meeting of Shareholders to approve the voting contents:

- The decision of the General Meeting of Shareholders is approved when more than 50% of the total votes of all shareholders with voting rights attending the meeting agree.
- Decisions of the General Meeting of Shareholders related to the following issues are approved when approved by the number of shareholders representing at least 65% of the total votes of all shareholders attending the meeting:
 - Type of shares and total number of shares of each class.
 - Changing industries, professions and business areas.
 - Change the company's management structure.
 - Invest in or sell assets with a value equal to or greater than 35% of the total value of assets recorded in the most recent audited consolidated financial statements of the Company;
or
 - Reorganization, dissolution of the Company

VI. ELECTION RULES

1. Conditions to participate in the election:

- Shareholders can do their voting rights through one of two methods as follow:
 - Do their right to elect at the General Meeting, or
 - Remote voting.
- To be able to do the right to elect, Shareholders must meet the following conditions:
 - Complete the registration and eligibility check at the General Meeting or meet the procedures and methods of remote voting.
 - Time to do the right to elect: before the meeting completes collecting election ballot.

2. Method of election:

- The election of members of the BOD and members of the SB is done by cumulative voting method, whereby each shareholder has a total number of votes corresponding to the number of

shares owned and (or) authorized to vote for rights multiplied by the number elected BOD/SB. Shareholders have the right to pool all their votes for one candidate or distribute their total votes to multiple candidates.

- For each candidate that shareholders decide to choose in the list of candidates, shareholders write the corresponding number of votes for that candidate in the box "Number of votes". The number of selected candidates must not exceed the number of members of the BOD/SB which have been approved by the General Meeting of Shareholders.

3. Determining the validity of the Election Ballot:

- A valid ballot must satisfy all of the following conditions
 - The ballots issued by Vinh Hoan Corporation (according to the form prescribed by Vinh Hoan Corporation and bearing the stamp of Vinh Hoan Corporation on the ballot).
 - The information on the ballot is not written in pencil.
 - The ballot cannot be erased, scraped or changed the name of the candidate.
 - The ballot does not add the candidate's name outside of the list of candidates approved by the General Meeting of Shareholders.
- Ballots that were issued but not sent to the Vote Counting Committee are considered blank ballots.

4. Principles of election & winning election

- Based on the number of members of the BOB/SB approved by the General Meeting of Shareholders, the General Meeting of Shareholders will determine the winning candidate by the number of votes from highest to lowest, starting from the candidate with the highest number of votes. for each member of the BOB/SB until there are enough members to vote.
- In case there are 02 or more candidates reaching the same number of elections for the last member of the BOD/SB, re-election will be conducted among the candidates with the same number of votes.

5. Recording and summarizing election results.

- After the shareholders vote, the Vote Counting Committee collects the "Election Ballot" from the sealed and labeled ballot box accordingly.
- The Vote Counting Committee checks the validity of the Voting Ballots and enters the data into the vote counting software.
- Election results are determined for each candidate and are calculated as a percentage (%) rounded to 2 decimal places.
- Vote counting results are aggregated and automatically updated by the software into the minutes of the election and the minutes of the General Meeting of Shareholders.
- The Vote Counting Committee is responsible for printing the Election Minutes for the members of the Vote Counting Committee to sign to confirm the accuracy, transparency and compliance with the principles and order of counting votes.
- The Election Minutes should contain the following contents:
 - Number of voting shares for each candidate, including the ratio of voting shares for each candidate to the total number of voting shares present at the General Meeting.
 - Total number of voting shares present at the General Meeting.



- The head of the Vote Counting Committee reports the election results at the General Meeting.

ON BEHALF OF BOARD OF DIRECTORS

VINH HOAN CORPORATION

CHAIRWOMAN

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