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**REGULATIONS
ON THE ORGANIZATION OF THE 2025 ANNUAL GENERAL MEETING OF
SHAREHOLDERS OF SONG DA 5 JOINT STOCK COMPANY (SD5)**

**Chapter I
GENERAL PROVISIONS**

Article 1. Governing Scope and applicable entities

1. This Regulation applies to the organization of the 2025 Annual General Meeting of Shareholders (hereinafter referred to as the "Meeting" or "AGMS") of Song Da 5 Joint Stock Company.

2. This Regulation specifically stipulates the conditions for organizing the Meeting, the rights and obligations of shareholders, shareholder representatives, and other participants, as well as the procedures for voting on matters under the authority of the Meeting.

3. Shareholders, shareholder representatives, and other participants in the 2025 Annual General Meeting of Shareholders of Song Da 5 Joint Stock Company are responsible for complying with the provisions of this Regulation.

**Chapter II
RIGHTS AND OBLIGATIONS OF SHAREHOLDERS AND MEETING
PARTICIPANTS IN AGMS**

Article 2. Shareholders Attending the Annual General Meeting of Shareholders

1. Conditions for Attending the Meeting:

All shareholders who are individuals, duly authorized representatives of individual shareholders, authorized representatives of organizational shareholders, or persons authorized by the representatives of organization holding shares of Song Da 5 Joint Stock Company are eligible to attend the meeting (based on the list of shareholders finalized by Vietnam Securities Depository and Clearing Corporation as of March 24, 2025).

2. Rights and Obligations of Eligible Shareholders Attending the Meeting:

a) Shareholders or their authorized representatives attending the Meeting must bring the following documents:



- Meeting invitation notice;
- Identity Card, Citizen Identification Card, or Passport;
- Authorization letter in the prescribed form attached to the meeting invitation notice (in case of authorized attendance at the Meeting).

b) Registration for Meeting Attendance:

- Shareholders or their authorized representatives must present the above documents to the Shareholder Eligibility Verification Committee to receive the meeting materials, one voting card (white), and one voting ballot (blue), including:

- The white voting card is stamped with the Company's official seal (including the following details: Shareholder ID, Shareholder's Full Name, and the Number of Voting Shares (Owned and/or Authorized). When voting on a matter proposed at the Meeting, shareholders who agree will raise their voting card. The Vote Counting Committee will record the corresponding votes of shareholders in favor. Similarly, as instructed by the Chairman, shareholders who disagree or have different opinions will successively raise their voting card.

The blue voting ballot is stamped with the Company's official seal (including the following details: Shareholder ID, Shareholder's Full Name, Number of Voting Shares (Owned and/or Authorized), and the matters to be voted by marking the corresponding box (Agree, Disagree, or No Opinion) on the voting ballot.

c) Shareholders may authorize another person in writing to attend and vote on their behalf at the General Meeting of Shareholders. The authorized representative attending the Meeting is not allowed to delegate their authority to another person.

d) Shareholders attending the Meeting who wish to give opinion during the discussion must obtain approval from the Chairman and must speak briefly and focus on the key issues under discussion, in line with the approved agenda of the Meeting. Issues that have already been addressed by previous speakers should not be repeated to avoid redundancy. Shareholders may also write their questions on the provided question forms and submit them to the Meeting Secretariat.

d) Shareholders have the right to vote on all matters within authority of the General Meeting of Shareholders in accordance with provisions of Law on Enterprises.

e) At the Meeting, shareholders and shareholders' representatives attending the General Meeting of Shareholders, after listening to reports and proposals on matters to be approved, will discuss and vote on each item either by raising the Voting Card or by casting the Voting Ballot.

g) During the Meeting, shareholders must follow the instructions of the Presidium, behave in a civilized and respectful manner, and not cause disorder. They must dress appropriately, refrain from wearing hats, smoking, having private conversations, or using mobile phones during the Meeting. All mobile phones must be turned off or set to silent mode.

h) Shareholders or authorized representatives are late to the Meeting have the right to register for attendance and subsequently participate and vote. However, the Chairman is not responsible for pausing the Meeting for their registration, and the validity of previously voted matters will not be affected.

i) Shareholders must strictly comply with regulations on the use and preservation of documents. They are not allowed to copy, record, or share documents with outsiders without the approval of the Presidium. Shareholders are responsible for covering their own expenses related to attending the Meeting (such as transportation, meals, and accommodation).

Article 3. Chairman of the Meeting

1. The Presidium of the Meeting shall consist of no more than 03 members, including the Chairman of Board of Directors and members of the Company's Board of Directors, responsible for presiding over the Meeting.

2. Chairman of the Meeting: The Chairman of Board of Directors of the Company shall act as Chairman of the Meeting.

3. Rights and Obligations of Chairman of the Meeting:

a) Preside over and manage activities of the Meeting according to agenda approved by the General Meeting of Shareholders. Take necessary actions to ensure the Meeting is conducted legally and orderly, ensuring the completion of the proposed agenda.

b) Appoint the Secretariat of the Meeting.

c) The Chairman's decisions regarding procedural matters, order of proceedings, or unforeseen events arising outside the Meeting's agenda shall be final and binding.

d) Guide shareholders/authorized representatives in discussions and voting on matters within the agenda, and decide on procedural matters and unexpected events arising outside the Meeting's agenda.

e) Present draft resolutions and summarize key issues for the Meeting to vote on.

f) Respond to matters raised by shareholders/authorized representatives.

g) At any time, the Chairman has the right to postpone the Meeting to another time and location (in accordance with provisions of Law on Enterprises No. 59/2020/QH14 in

2020 and the Charter of Song Da 5 Joint Stock Company) without requiring the Meeting's approval if:

- The actions of attendees obstruct or may obstruct the orderly conduct of the Meeting;
- The postponement is necessary to ensure the Meeting proceeds legally.
- The maximum postponement period shall not exceed three (03) days from the originally scheduled meeting date.

Article 4. Shareholder Eligibility Verification Committee

The Shareholder Eligibility Verification Committee (hereinafter referred to as the "Verification Committee") consists of five (05) members appointed by Board of Directors of Song Da 5 Joint Stock Company. The Verification Committee is responsible for checking the eligibility of shareholders or their authorized representatives attending the Meeting based on the documents they present, including Identity Card, Citizen Identification Card, Passport, Meeting Invitation, Authorization Letter, and any accompanying documents (if applicable); Distributing Voting Cards, Voting Ballots, and Meeting materials to shareholders or their authorized representatives; Summarizing and reporting to the Meeting on the verification results of shareholders' eligibility; Being accountable for the accuracy of the verification results before the Meeting officially commences; If an attendee does not meet the eligibility requirements to attend the Meeting, the Verification Committee has the right to deny their attendance, refuse to issue Voting Cards, Voting Ballots, and withhold Meeting materials.

Article 5. Secretariat of the Meeting

1. The Secretariat consists of one (01) Head and one (01) member, appointed by Chairman of the Meeting. The Secretariat is responsible to Chairman and the General Meeting of Shareholders for its duties and operates under the direction of Chairman.

2. The Secretariat performs support tasks as assigned by the chairman, including:

a) Assisting the Chairman in verifying the eligibility of shareholders and their representatives attending the Meeting (when necessary).

b) Accurately and truthfully recording the entire proceedings of the Meeting, including matters approved by shareholders or issues requiring further attention, in the Meeting Minutes.

c) Supporting the Chairman in announcing draft documents, conclusions, Resolutions of the Meeting, and any notices from the Chairman to shareholders when required.

d) Receiving and reviewing shareholders' requests to speak and submitting them to Chairman for decision.

e) Drafting the Minutes and Resolutions on matters approved at the Meeting.

Article 6. Rights and Responsibilities of the Vote Counting Committee

The Vote Counting Committee consists of one (01) Head and members nominated by Chairman of the Meeting and approved by the General Meeting of Shareholders through a direct voting process. Members of the Vote Counting Committee must not be candidates or nominees for Board of Directors or Supervisory Board.

2. The Vote Counting Committee is responsible for:

a) Guiding shareholders attending the Meeting on how to use Voting Cards and Voting Ballots; supervising the voting process of shareholders or their representatives and accurately determining the voting results for each matter presented at the Meeting.

b) Quickly compiling the number of voting shares for each matter so that Chairman can announce the results to the Meeting.

c) Preparing the ballot box, explaining the voting procedures, and providing instructions on how to complete the ballots.

d) Reviewing and reporting to the Meeting any violations of the voting rules or complaints regarding the voting results.

e) Preparing and announcing the vote-counting results before the Meeting; submitting the minutes and all voting ballots to Chairman of the Meeting and being accountable to the Chairman and the General Meeting of Shareholders for fulfilling its duties.

Chapter II PROCEDURES OF THE MEETING

Article 7. Conditions for Conducting the General Meeting

The General Meeting of Shareholders shall be conducted when the attending shareholders and authorized representatives represent more than 50% of total voting shares, according to the shareholder list of Song Da 5 Joint Stock Company.

Article 8. Discussion and Voting Procedures

1. Principles:

- Discussions shall only take place within the allotted time and must be limited to the agenda items of the General Meeting of Shareholders.

- Shareholders who wish to participate in the discussion must register their questions by filling out the Question Form and submitting it to the Meeting Secretary.

- The Meeting Secretary will arrange Question Forms in the order they are received and forward them to Chairman.

- Shareholders who wish to speak or debate must raise their hand and may only speak upon approval by Chairman. Each shareholder is allowed a maximum of 5 minutes to speak, with concise content, avoiding repetition.

2. Voting Methods: Voting on the agenda items of the General Meeting shall be conducted as decided by Chairman, using a method appropriate to the progress of the Meeting, specifically:

a) Voting by Ballot:

Voting on meeting agenda items shall be conducted by secret ballot. The voting issues listed on the Ballot Paper shall be voted on by shareholders or their authorized representatives by selecting one of the options (Agree, Disagree, or No Opinion) for each item requiring a vote (Shareholders or their authorized representatives must sign the Ballot Paper.

- Shareholders shall cast their votes based on the following principles

+ The voting process begins upon the signal from Chairman or Head of the Vote Counting Committee and ends when either the last shareholder has cast their vote or 30 minutes have passed since the start of voting, whichever comes first. After voting concludes, the ballot box will be sealed, and shareholders who did not participate in voting will be considered as having no opinion.

+ Vote counting will be conducted immediately after voting ends and the ballot box is sealed.

- Invalid ballot papers will not be counted, including:

+ Ballots not in the format issued by the Organizing Committee or lacking the Company's official seal;

+ Ballots that are torn, crossed out, erased, or altered;

+ Ballots with multiple selections for the same voting item, making that section invalid;

+ Ballots without the signature of the shareholder or their authorized representative.

The voting for each item on the Voting Card is conducted independently, meaning the validity of one voting item does not affect the validity of other voting items.

In case a shareholder makes a mistake while filling out the Voting Card, provided it has not been placed into the ballot box, they have the right to directly request Head of the Vote Counting Committee for a replacement Voting Card to ensure their rights.

b) Direct Voting: Direct voting applies to cases where the voting method specified in Section a, Clause 2, Article 8 is not used. In the case of direct voting at the meeting, shareholders or authorized representatives shall cast their votes on the matters under consideration by raising their Voting Cards or using another method as directed by

Chairman. The Vote Counting Committee will record the votes (Agree, Disagree, No Opinion) and announce the voting results before the Meeting.

3. Voting Rules:

a. The voting value of Voting Ballot and Voting Card is determined by the number of voting shares that the shareholder owns or represents by authorization to attend the General Meeting. Each owned or represented share corresponds to one voting unit.

b. The Voting Ballot and Voting Card are stamped by the Company and issued by the Shareholder Eligibility Verification Committee to shareholders or authorized representatives attending the Meeting. The Voting Ballot and Voting Card include Shareholder ID, full name, signature of the shareholder or authorized representative, and other technical elements to ensure accurate and convenient vote counting.

c. Decisions of the General Meeting of Shareholders regarding type of shares and total number of shares of each type; changes in business sectors and fields; changes in the organization and management structure; reorganization or dissolution of the Company; investment projects or sale of Company assets valued at 35% or more of the total asset value recorded in the Company's latest financial statement shall only be approved if at least 65% of total voting shares of shareholders with voting rights, either present in person or represented by authorized representatives at the General Meeting of Shareholders, vote in favor.

d. Except for the cases specified in Point b, Clause 3 of this Article, all other decisions of the General Meeting of Shareholders shall be approved when more than 50% of the total votes of shareholders with voting rights, either present in person or represented by authorized representatives at the General Meeting of Shareholders, vote in favor.

Article 9. Regulations on Vote Counting for Ballot Voting Method

- Vote Counting Organization: The vote counting process must be conducted by the Vote Counting Committee in a private room immediately after the voting process ends. The Vote Counting Committee shall not erase or modify the ballots.

- Announcement of Vote Counting Results: After the vote counting process is completed, the Vote Counting Committee shall prepare a vote counting report, which must be signed by all members of the committee. The Head of Vote Counting Committee, on behalf of the committee, shall announce the vote counting report before the General Meeting of Shareholders.

Article 10. Approval of Resolutions of the General Meeting of Shareholders

1. Except for the matters specified in Article 10.2, a resolution of the General Meeting of Shareholders shall be approved when it receives the affirmative votes of shareholders representing more than 50% (fifty percent) of the total votes of all shareholders attending the meeting.

2. Resolutions on the following matters shall be approved if they receive the affirmative votes of shareholders representing at least 65% (sixty-five percent) of the total votes of all shareholders attending the meeting:

- a) Type of shares and total number of shares of each type;
- b) Amendments and supplements to the Company's Charter;
- c) Changes in business lines, industries, and sectors;
- d) Changes in the Company's organization and management structure;
- e) Investment projects or asset sales with a value equal to or greater than 35% of the total asset value recorded in the Company's most recent financial statement;
- f) Reorganization or dissolution of the Company.

3. Voting for members of Board of Directors and Supervisory Board must be conducted using the cumulative voting method. Accordingly, each shareholder has a total number of votes equal to the number of shares they own multiplied by the number of members to be elected to Board of Directors or Supervisory Board. Shareholders may allocate all or part of their total votes to one or multiple candidates. Elected members of Board of Directors or Supervisors shall be determined based on the highest number of votes, starting from the candidate with the highest votes until the required number of members specified in the Company's Charter is reached. In the event that two or more candidates receive the same number of votes for the final position on Board of Directors or Supervisory Board, a re-vote will be conducted among the tied candidates, or a selection will be made based on the criteria specified in the election regulations or the Company's Charter.

4. A resolution of the Annual General Meeting of Shareholders (AGMS) concerning matters that adversely affect the rights and obligations of shareholders holding preferred shares shall only be approved if it is agreed upon by shareholders of the same class of preferred shares who collectively own at least 75% of total preferred shares of that class present at the meeting. Alternatively, if the resolution is passed through written consultation, it must be approved by shareholders of the same class of preferred shares who collectively own at least 75% of the total preferred shares of that class.

5. Resolutions of the General Meeting of Shareholders that are approved by 100% of total voting shares shall be deemed lawful and effective, even if the procedures for convening the meeting and passing such resolutions violate provisions of the Enterprise Law and the Company's Charter.

Article 11. Minutes and Resolutions of the General Meeting of Shareholders

The Minutes and Resolutions of the General Meeting of Shareholders must be read and approved before the Meeting is closed.

The Minutes and Resolutions of the General Meeting of Shareholders must be kept by the Meeting Secretary at the Company.

**Chapter IV:
IMPLEMENTATION PROVISIONS**

Article 12. Implementation Provisions

This regulation, consisting of 4 Chapters and 12 Articles, shall take effect immediately after being approved at the 2025 Annual General Meeting of Shareholders of Song Da 5 Joint Stock Company.

Shareholders and his/her authorized representatives attending the General Meeting of Shareholders must strictly comply with the Working Regulations of the General Meeting of Shareholders. Any shareholder who violates these Regulations shall, depending on the severity, be subject to review and appropriate measures by the Presidium in accordance with the Company's Charter and Law on Enterprises.

The General Meeting of Shareholders shall decide on amendment and supplementation of this Regulation.

ON BEHALF OF BOARD OF DIRECTORS

CHAIRMAN

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