

## **REGULATIONS ON THE 2025 ANNUAL GENERAL MEETING OF SHAREHOLDERS MB SECURITIES JOINT STOCK COMPANY**

- Pursuant to the applicable legal documents;
- Pursuant to the Charter of MB Securities Joint Stock Company (MBS).

### **I. GENERAL PROVISIONS**

#### **1. Scope and Subjects of Application**

- This Regulation applies to the 2025 Annual General Meeting of Shareholders of MB Securities Joint Stock Company ("AGM")
- This Regulation stipulate: Principles of operation, order of the Meeting, conditions for attending the Meeting, conditions for conducting the Meeting; Rights and obligations of shareholders, shareholder representatives, other individuals and organizations attending the Meeting, and the governing and assisting bodies of the Meeting; Voting methods and approval of contents at the Meeting and other related matters.

#### **2. Working Principles of the Congress**

- Transparency, fairness, and democracy;
- Ensuring the legitimate rights and interests of shareholders and MBS;
- Compliance with the provisions of the law, the MBS Charter, and these Regulations.

#### **3. Order of the AGM**

- shall sit in appropriate positions as instructed by the Organizing Committee;
- Smoking is not allowed in the meeting room or during the Meeting;
- Mobile phones must be set to silent mode;
- Do not film, photograph or record without the consent of the Presidium during the congress.
- No external communication in any form is permitted until the conclusion of the AGM unless approved by the Presidium;
- Other regulations as announced by the Presidium/Organizing Committee during the AGM.

#### **4. Conditions for attending the AGM**

- Shareholders or authorized representatives of shareholders listed in the Shareholder Register at the record date for attending the Meeting have the right to participate and vote on matters at the Meeting.
- Guests or other individuals and organizations approved by the Organizing Committee

**Note:**

- Shareholders or authorized representatives of shareholders must present their ID card/Citizen ID/other identification documents, Invitation Letter, and valid Authorization Letter (if any).



- Journalists, individuals, and other organizations must present an Invitation Letter or obtain approval from the Organizing Committee.

## **5. Conditions for Conducting the Meeting**

The General Meeting of Shareholders shall be conducted when the attending shareholders represent more than 50% of the total voting shares.

## **II. RIGHTS AND OBLIGATIONS OF PARTICIPANTS IN THE CONGRESS AND THE EXECUTIVE AND ASSISTING AGENCIES OF THE CONGRESS**

### **1. Shareholders and Authorized Representatives Attending the Meeting**

- Entitled to receive Voting Cards, Ballots, Meeting Documents, and other materials as stipulated by the Organizing Committee.
- Entitled to attend and directly express opinions at the Meeting under the moderation of the Presidium or submit written opinions on the Opinion Contribution Form to the Organizing Committee. Written opinions hold the same value as direct statements at the Meeting.
- Required to attend the Meeting on time. Latecomers may still register and participate in voting immediately, but the Chairperson is not obligated to pause the Meeting. The validity of previously conducted voting rounds remains unaffected.
- Entitled to vote at the Meeting.
- Must comply with legal regulations, the MBS Charter, and this Regulation.
- Must follow the directives of the Chairperson and the Organizing Committee, and must not engage in actions that disrupt, obstruct, or disorder the Meeting.

### **2. Presidium**

- The Presidium consists of the Chairperson and other members of the Presidium.
- The Presidium, elected by the General Meeting of Shareholders, is responsible for governing the Meeting.
- Rights and duties of the Presidium:
  - + Conduct the Meeting's activities according to the agenda and regulations approved by the AGM.
  - + Maintain discussion order among shareholders .
  - + Address issues raised by shareholders.
  - + Conclude discussions and facilitate the adoption of minutes and resolutions of the Meeting.
  - + Exercise other rights and responsibilities as stipulated in the MBS's Charter and relevant legal regulations.
- Rights and duties of the Chairperson:
  - + The Chairperson has the right to take necessary and reasonable measures to ensure orderly conduct of the Meeting in accordance with the approved agenda and the will of the majority of attendees.

- + The Chairperson has the right to postpone the Meeting, even if the required number of attendees has been reached, or change the Meeting location in the following cases:
  - ✓ The venue lacks adequate seating for all attendees .
  - ✓ Attendees engage in disruptive behavior, threatening the fair and legal conduct of the Meeting .
  - ✓ A delay is necessary to ensure the lawful proceedings of the Meeting.
  - ✓ The Chairperson may postpone the Meeting if there is consensus or a request from the General Meeting of Shareholders, provided the necessary quorum is met.
  - ✓ Communication facilities at the venue do not support shareholder participation, discussion, and voting.
  - ✓ The postponement period must not exceed three (03) working days from the scheduled opening date. The reconvened Meeting will only address unresolved matters from the postponed Meeting.
- + Exercise other rights and duties as stipulated in the Company's Charter and relevant legal regulations.

### 3. Secretariat

- The Secretariat assists the Presidium and operates under their direction.
- Duties of the Secretariat:
  - ✓ Accurately and comprehensively record the Meeting minutes, reflecting all discussed matters.
  - ✓ Summarize discussion opinions at the Meeting.
  - ✓ Draft the Meeting minutes and resolutions.
  - ✓ Receive and forward to the Presidium the Shareholders' Registration Forms for speaking requests, as well as letters and documents related to the Meeting.
  - ✓ Collect, preserve, and submit shareholders' written opinions to the Board of Directors.

### 4. Shareholder's Eligibility Verification Committee and Ballot Counting Committee

- These committees assist the Organizing Committee and the Presidium of the AGM.
- The Shareholder's Eligibility Verification Committee:
  - + Verify the eligibility of shareholders attending the Meeting.
  - + Distribute Meeting materials, Voting Cards, and Ballots to shareholders
  - + Address inquiries and identify issues regarding shareholder eligibility.
  - + Summarize and report the verification results to the General Meeting of Shareholders before the Meeting commences.
  - + Ensure the Meeting proceedings comply with the Law on Enterprises and the Company Charter.
- Ballot Counting Committee





- + Supervise shareholders' act of voting at the Meeting.
- + Summarize voting results for each matter and announce the results before the Meeting.

The General Meeting of Shareholders determines the number and specific list of the Presidium, Secretariat, Shareholder Qualification Verification Committee, and Vote Counting Committee.

### **III. INFORMATION REGIME AND SPEECHES AT THE GENERAL MEETING**

1. The Presidium shall decide on information about the General Meeting, based on compliance with the law and the interests of the Company.
2. All delegates and shareholders have the right to discuss matters within the agenda of the AGM.
3. Delegates and shareholders wishing to speak at the General Meeting should register with the Presidium or through the Secretariat by submitting a Discussion Registration Form, which clearly states the topic of discussion unless otherwise approved by the Presidium. The Presidium is responsible for compiling and organizing discussions and voting on each issue in turn. Issues that have already been voted on at the General Meeting shall not be discussed again.
4. Discussion topics must be within the agenda of the AGM. Besides discussing at the AGM, shareholders may submit their written opinions to the Board of Directors. These written opinions hold the same value as direct speeches at the AGM. The Board of Directors will review and respond to shareholders in an appropriate manner .

### **IV. PRINCIPLES OF VOTING ON MATTERS AT THE GENERAL MEETING**

Shareholders shall vote on matters at the AGM using Voting Cards and Ballots

#### **1. Voting Cards**

Voting Cards distributed to shareholders indicate the number of shares owned/represented with voting rights. These Voting Cards shall be used for voting on the following matters:

- Approval of the members of the Presidium, Secretariat, and Ballot Counting Committee
- Approval of the General Meeting agenda, working regulations of the General Meeting, election regulations for the Board of Directors, and the General Meeting minutes.
- Other matters as decided by the Presidium.

For voting issues with Voting Cards, shareholders raise their Voting Cards when asked by the Chairman. According to the chairman's management, shareholders who approve will raise their voting cards first, then shareholders who do not approve or have no opinions will raise their voting cards one after another.

#### **2. Ballots**

- Ballots distributed to shareholders indicate the number of shares owned/represented with voting rights. These Ballots shall be used for voting on the following matters:
  - Report on the Board of Directors' activities in 2024 and its plans for 2025.
  - Report on the activities of the Supervisory Board at the 2024 Annual General Meeting.
  - Business performance report for 2024 and business plan for 2025.
  - Corporate governance report for 2024.

- Proposals regarding: Approval of the audited 2024 financial statements, profit distribution plan for 2024 and the plan for 2025; Selection of an audit firm for 2025; Proposal for the issuance of shares to increase charter capital in 2025; Remuneration for the Board of Directors and Supervisory Board in 2025; Approval of listing bonds issued for public offering within the period from the 2025 Annual General Meeting to the 2026 Annual General Meeting; Approval of matters at the 2025 Annual General Meeting.

- Other matters under the authority of the General Meeting (if any).

Shareholders shall mark [V] or [X] in one of the boxes: Approve, Disapprove, or Abstain for each item on the Ballot.

Invalid votes include those where the shareholder does not mark any option or marks more than one option for a voting item. If a valid Ballot contains one or more invalid voting items, the remaining valid items shall still be counted in the results.

- **Invalid Ballots:**

Ballots shall be considered invalid in the following cases:

- Ballots not in the prescribed format, not issued by the Company, or without the Company's stamp;
- Ballots that have been crossed out, corrected, contain additional information, or have incorrect names;
- Torn or incomplete Ballots;
- Ballots containing additional information or symbols;
- Ballots in which all voting items are invalid;
- Ballots without the full name and signature of the shareholder or their authorized representative.

### **3. Collection of Ballots and Vote Counting Organization:**

- The Vote Counting Committee shall collect the Ballots after shareholders have voted and proceed with the vote counting.
- The Vote Counting Committee is responsible for ensuring the accuracy and transparency of the vote counting process and results.

### **4. Announcement of Vote Counting Results and Complaints**

- Head of the Vote Counting Committee shall announce the vote counting results at the General Meeting.
- Any complaints regarding the vote counting results shall be reviewed and resolved by the Chairperson immediately at the General Meeting.

## **V. FOR PASSING VOTING MATTERS AT THE GENERAL MEETING**

1. Each (01) common share corresponds to one (01) vote.
2. The following matters shall be passed if at least 65% of the total votes of all attending and voting shareholders approve:
  - Type and total number of shares of each class (including the proposal for the issuance of shares to increase charter capital in 2025);
  - Changes in business sectors and fields of operation.;

- Changes in the company's management structure;
  - Investment projects or asset sales valued at 45% or more of the Company's total asset value as recorded in the latest financial statements;
  - Company reorganization or dissolution;
3. The following matters shall be passed if more than 50% of the total votes of all attending and voting shareholders approve:
- Report on the Board of Directors' activities in 2024 and its plans for 2025.
  - Report on the activities of the Supervisory Board at the 2025 Annual General Meeting.
  - Report on business results in 2024 and business plan for 2025.
  - Corporate governance report for 2024.
  - Proposals regarding: Approval of the audited 2024 financial statements, profit distribution plan for 2024 and the plan for 2025; Selection of an audit firm for 2025; Remuneration for the Board of Directors and Supervisory Board in 2025; Approval of listing bonds issued for public offering within the period from the 2025 Annual General Meeting to the 2026 Annual General Meeting; Approval of matters at the 2025 Annual General Meeting.
  - Other matters included in the General Meeting agenda.

## **VI. BIÊN BẢN HỌP ĐẠI HỘI ĐỒNG CỔ ĐÔNG/ GENERAL MEETING MINUTES**

General Meeting minutes must be read and approved before the General Meeting concludes.

## **VII. RESPONSIBILITIES FOR IMPLEMENTATION**

- The Presidium, Secretariat, Shareholder Qualification Verification Committee, Vote Counting Committee, delegates, shareholders, and other participants must comply with the working regulations of the General Meeting.
- Disciplinary measures: Any individual violating these regulations shall be asked to leave the General Meeting.

This document constitutes the Working Regulations of the 2025 Annual General Meeting of MB Securities Joint Stock Company. The General Meeting is requested to review and approve. If approved by at least 50% of the total votes of all attending and voting shareholders, these regulations shall take effect immediately.

*Hanoi, 24 March 2025*

**ON BEHALF THE BOARD OF DIRECTORS**

**CHAIRMAN**



**LE VIET HAI**

*Note: In the event of any discrepancies between the two language versions of this Document, the Vietnamese version shall prevail.*