

DRAFT

Hanoi, June 27, 2025

**REGULATION
ORGANIZING THE ANNUAL GENERAL MEETING OF
SHAREHOLDERS IN 2025
OF DUA FAT GROUP JOINT STOCK COMPANY**

**CHAPTER I
GENERAL PROVISIONS**

Article 1. Scope of application

The Regulation on the organization of the General Meeting of Shareholders is used for the organization of the 2025 Annual General Meeting of Shareholders of Dua Fat Group Joint Stock Company (hereinafter referred to as the Company).

Article 2. This Regulation specifies the rights and obligations of the parties participating in the Congress, conditions and modes of conducting the Congress.

Article 3. Neck east and the participating parties shall comply with the provisions of this Regulation.

**CHAPTER II
RIGHTS AND OBLIGATIONS OF THE PARTIES PARTICIPATING IN THE
CONGRESS**

Article 4. Rights and obligations of ordinary shareholders

4.1. Eligibility

Shareholders who are representatives of legal persons, natural persons or shareholders' representatives, a group of shareholders owning shares with voting rights of the Company on the closing date of the list of shareholders (May 29, 2025) are entitled to participate in the 2025 Annual General Meeting of Shareholders.

4.2. Rights of eligible shareholders when attending the General Meeting

- a. To vote on all matters under the jurisdiction of the General Meeting of Shareholders according to the decision of the charter.
- b. To authorize in writing a representative to attend and vote at the General Meeting of Shareholders on his/her behalf.
- c. The Organizing Committee of the Congress will publicly announce: the entire content of the Congress program. All shareholders are eligible to participate in direct or through their authorized representatives. All participating opinions are discussed at the General Meeting of Shareholders.
- d. At the General Meeting of Shareholders, each shareholder and representative of

shareholders when attending the General Meeting of Shareholders must bring:

- Meeting invitation letter;
- Power of attorney and photocopy of CCCD of the authorizer in case of being authorized to attend the Congress (The power of attorney must contain the main contents according to the form issued by Dua Fat);
- Citizen ID/Passport/Copy of Business Registration Certificate;

(In case the shareholder is an individual, the Power of Attorney must be signed by that shareholder. In case the shareholder is a legal entity/organization, the Power of Attorney must be stamped and signed by the legal representative of that legal entity/organization).

Shareholders and shareholders' representatives shall present the above documents to the Shareholder Qualification Examination Board and shall receive one (01) Voting card, one (01) Opinion poll (on the ballots with the shareholder ID, voting content and number of voting votes), one (01) Election Ballot for members of the Supervisory Board. The voting value held by such shareholder or shareholder's representative corresponds to the ratio of the number of voting shares owned by such shareholder or registered representative to attend the General Meeting to the total number of voting votes of all shareholders attending and voting at the meeting.

- e. Shareholders and representatives of shareholders when attending the General Meeting of Shareholders after hearing the report on the contents to be approved will discuss and approve each part by voting.
- f. Shareholders who come to the General Meeting late have the right to register immediately, then have the right to participate and vote immediately at the General Meeting, but the Chairman is not responsible for stopping the General Meeting so that they can register and the validity of the votes that have been conducted will not be affected.

4.3. Obligations of ordinary shareholders when attending the General Meeting

- a. Participate in or authorize participation in the General Meeting of Shareholders according to the Company's charter.
- b. Shareholders attending the General Meeting must obtain the consent of the Chairman, make brief statements and focus on the key contents to be discussed, in accordance with the approved agenda of the General Meeting. Issues that have been addressed by the previous person are not restated to avoid duplication. Shareholders attending the General Meeting can also write the contents in the questionnaire and then transfer it to the General Meeting Secretariat.
- c. Shareholders or shareholders' representatives when attending the meeting must complete the procedures for registering to attend the General Meeting with the Organizing Committee of the General Meeting.
- d. Strictly abide by the rules at the General Meeting of Shareholders, respect the results of work at the General Meeting.

Article 5. Rights and obligations of the Board of Examination of Shareholders'

Eligibility to attend the General Meeting

The Board for Examination of Shareholders' Eligibility attends the General Meeting of Shareholders established by the Board of Directors. The Shareholder Qualification Examination Committee attending the General Meeting receives shareholder documents to the meeting; Distribution of documents and voting cards, opinion polls; Report to the General Meeting on the results of the examination of the eligibility of shareholders to attend the General Meeting.

Article 6. Rights and obligations of the Chairman and the Presidium

- 6.1. The Chairman of the Board of Directors (BOD) is the chairman of the General Meeting.
- 6.2. The chairman of the meeting nominated the Presidium and the Vote Counting Committee for approval by the Congress.
- 6.3. The Chairman's decision on the order, procedures or events arising outside the agenda of the General Meeting of Shareholders will be highly judgmental.
- 6.4. Without the opinion of the General Meeting, the Chairman of the General Meeting of Shareholders may at any time postpone the General Meeting to another time and at another location as determined by the Chairman if it finds that:
 - a. Acts of those present obstructing or likely to obstruct the orderly development of the meeting or;
 - b. The postponement is necessary for the work of the Congress to be carried out in a valid manner.
- 6.5. The Presidium is elected at the Congress and has the following tasks:
 - a. To administer the activities of the Congress according to the program approved by the Congress; Carry out the necessary work for the General Meeting of Shareholders to take place in an orderly manner, reflecting the wishes of the majority of shareholders attending.
 - b. Guide the delegates and the Congress to discuss;
 - c. Submit the draft and necessary contents for the Congress to vote;
 - d. Responding to issues requested by the Congress;
 - e. Solving problems arising during the Congress.

Article 7. Rights and obligations of the General Assembly Secretariat

- 7.1. The Chairman introduced the Secretariat of the Congress.
- 7.2. The Secretariat shall perform the assisting tasks as assigned by the Presidium, including:
 - Fully and honestly record the contents of the Congress.
 - Assist the Presidium in announcing the draft Minutes and Resolutions of the General Meeting and the Presidium's notice to shareholders when requested.
 - Receive the shareholders' questionnaire through the Assisting Group of the Presidium.

Article 8. Right and obligations of the Vote Counting Board

- 8.1. The Vote Counting Committee is nominated by the Chairman of the General Meeting and approved by the General Meeting of Shareholders. Members of the Vote Counting Committee may be shareholders of the Company.
- 8.2. The vote counting committee has the following tasks:
- Introducing the content and method of recording opinion polls and election ballots;
 - Supervise the voting of shareholders at the General Meeting;
 - Checking the Voting Cards/Opinion Sheets when approving issues that are put forward to the General Meeting of Shareholders to vote and approve;
 - Counting the ballots for members of the Supervisory Board;
 - Notify the results to the Chairman and the Secretariat of the Congress and announce the results of voting/election before the Congress;
 - Responsible for the truthfulness and accuracy of the vote counting results.

CHAPTER III

CONDUCT THE CONGRESS

Article 9. Conditions for conducting the General Meeting

- 9.1. The General Meeting of Shareholders is conducted when the number of shareholders attending the meeting represents more than fifty percent (50%) of the total number of votes according to the list of shareholders closed on May 29, 2025.
- 9.2. In case the first meeting does not contain more than 50% (fifty percent) of the total number of votes, the notice of invitation to the second meeting must be sent within 30 days from the date on which the first meeting is planned. The second General Meeting of Shareholders shall be held when the number of shareholders attending the meeting represents at least 33% (thirty-three percent) of the total number of voting votes according to the list of shareholders of the Company closed by the Vietnam Securities Depository and Clearing Corporation on May 29, 2025.
- 9.3. In case the second convened meeting does not meet the conditions for conducting as prescribed, the notice of invitation to the third meeting must be sent within 20 days from the date on which the second meeting is planned. The Third General Meeting of Shareholders is conducted regardless of the total number of votes of shareholders attending the meeting.

Article 10. Order of the Congress

- All shareholders who came to attend the General Meeting were well-dressed.
- Shareholders when entering the meeting room must sit in the right position or area prescribed by the Organizing Committee of the General Meeting. Comply with the administration of the Chairman and the Organizing Committee of the Congress.
- Do not smoke in the Congress room.
- Do not speak privately, do not use mobile phones during the Congress. The mobile phone must be turned off or not to ring.

Article 11. How the congress is conducted

11.1. The General Meeting will discuss and approve the following contents in turn:
(according to the content sent to shareholders)

11.2. Voting at the congress

- Each shareholder attending the General Meeting of Shareholders is issued 01 Voting Card (Green) and 01 Opinion Ballot (Yellow), on which the shareholder ID and the number of voting votes held by that shareholder are inscribed. All contents of the agenda of the General Meeting must be approved by collecting the voting opinions of all shareholders attending the General Meeting by Voting Cards/Voting Votes.
- **Voting cards:** printed on **blue paper**, used to vote through the following contents:
 - ✓ Approved by the Presidium;
 - ✓ Approved the composition of the Vote Counting Committee;
 - ✓ Approve the Program of the Congress;
 - ✓ Approving the Regulation on Organization of the Congress;
 - ✓ Approving the Report on the dismissal and election of additional members of the Supervisory Board;
 - ✓ Approve the Election Regulation at the Congress;
 - ✓ Approve the contents of the Minutes and Resolutions of the General Meeting of Shareholders and approve other issues at the request of the Chairman.

Shareholders may only use the Voting Card to approve once for a specific item. Shareholders raise their Voting Cards every time they *Approve*, *Disapprove* or *No Opinion* on each issue that needs to be consulted. This voting card is used when shareholders want to express their opinions and when the Chairman proposes to vote on the above issues.

- **Opinion poll:** printed on **yellow paper**, used for voting through the following main contents:
 - ✓ Report on the operation of the Board of Directors in 2024 and the plan for 2025;
 - ✓ Report on production and business activities of the Board of Directors in 2024 and the plan for 2025;
 - ✓ Report on the operation of the Supervisory Board in 2024 and the operation plan in 2025;
 - ✓ The submission for approval of the 2024 Financial Statements has been audited;
 - ✓ The report approving the report on payment of salaries, bonuses and remuneration in 2024 and the payment plan in 2025 of the Board of Directors, the Supervisory Board, the Board of General Directors and the Chief Accountant;
 - ✓ Proposal for selection of the Auditing Unit for the 2025 Financial Statements;
 - ✓ The report on profit distribution in 2024 and the plan for 2025;
 - ✓ A report on the handling of collateral of the bond lot No. DFFH213001;
 - ✓ Other matters fall under the jurisdiction of the General Meeting of Shareholders.

For the Opinion Poll, each issue on the Voting Slip has 3 blank boxes showing the content of *Approval*, *Disapproval* and *No Opinion*. An invalid voting content is a content

with more than 1 voting status. At that time, the remaining voting contents are still valid and still counted in the vote counting results.

Article 12. Approval of the Decision of the General Meeting of Shareholders

The resolutions of the General Meeting of Shareholders are passed in accordance with the provisions of the Company's Charter and the current Law on Enterprises.

CHAPTER IV

END OF THE CONGRESS

Article 13. Minutes of the General Meeting of Shareholders

All contents at the meeting of the General Meeting of Shareholders must be recorded by the Secretary of the General Meeting in the minutes book of the Company. Minutes and resolutions of the meeting shall be read and approved before the closing of the meeting and kept in the Company's record book.

CHAPTER V

IMPLEMENTATION TERMS

Article 14. This Regulation consists of 5 chapters and 14 articles, which are read publicly before the General Meeting of Shareholders and take effect immediately after being voted and approved by the 2025 Annual General Meeting of Shareholders.

Recipient:

-Ditto;
- Luu VT, BOARD OF DIRECTORS,
TCHC.

**TM. BOARD
PRESIDENT**

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