



PETROLIMEX SAIGON TRANSPORTATION AND SERVICES JSC
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DRAFT AGENDA

2025 ANNUAL GENERAL MEETING OF SHAREHOLDERS

I. TIME AND VENUE:

- **Time:** 08:30, Tuesday April 15, 2025
- **Venue:** 118, Huynh Tan Phat, Tan Thuan Tay Ward, District 7, Ho Chi Minh City

II. AGENDA:

Time	Content
7:30 – 8:30	Shareholders log in to attend online
8:30 – 8:50	Opening of the General Meeting: <ul style="list-style-type: none">• Report on the verification of the eligibility of delegates attending the General Meeting;• Declaration of reasons and introduction of the Chairperson;• The Chairperson introduces and approves the list of the Presidium, the Delegate Eligibility Verification Committee, and the Vote Counting Committee;• Approving the AGM agenda;• Approving the AGM working regulations;
8:30 – 9:20	The Board of Directors, the Board of Management, and the Board of Supervisors present the following contents: <ul style="list-style-type: none">• Report on the activities of the Board of Directors in 2024 and the operational plan for 2025;• Report of the General Director on business performance in 2024 and the operational plan for 2025;• Report of the Board of Supervisors for 2024 and the operational plan for 2025.
9:20 – 9:40	Contents of the submissions to the General Meeting: <ul style="list-style-type: none">• Proposal on the audited financial statements for 2024;• Proposal on the finalization of the Salary and Remuneration Fund for members of the Board of Directors, the Board of Supervisors, and the Board of Management in 2024, and the remuneration plan for these members in 2025;• Proposal on the profit distribution plan for 2024;• Proposal on the selection of the firm for reviewing the semi-annual financial statements of 2025 and auditing the financial statements of 2025;• Proposal for the approval of contracts and transactions with related parties;



	<ul style="list-style-type: none"> • Proposal on amendments and supplements to the Company's Charter of organization and operation; • Proposal on amendments and supplements to the Internal Corporate Governance Regulations; • Proposal on amendments and supplements to the Board of Directors' Operating Regulations; • Proposal on amendments and supplements to the Board of Supervisors' Operating Regulations; • Other matters within the authority of the General Meeting of Shareholders (if any).
9:40 – 10:10	General Meeting discussion
10:10 – 10:20	Guidance on voting and voting for the approval of reports and proposals
10:20 – 10:40	Break – Vote counting
10:40 – 10:50	Announcement of the voting results
10:50 – 11:10	<p>The Secretariat reads the draft Meeting Minutes and the General Meeting of Shareholders' Resolution;</p> <p>The General Meeting votes to approve the content of the Meeting Minutes and the General Meeting of Shareholders' Resolution.</p>
11:10	Closing of the General Meeting

Note:

The agenda may be adjusted/modified during the official General Meeting of Shareholders scheduled to take place on April 15, 2025.



PETROLIMEX

PETROLIMEX SAIGON TRANSPORT AND SERVICE JOINT STOCK COMPANY

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WORKING REGULATION OF 2025 ANNUAL GENERAL SHAREHOLDERS' MEETING PETROLIMEX SAIGON TRANSPORTATION AND SERVICE JOINT STOCK COMPANY

- *Law on Enterprises no.59/2020/QH14 dated June 17, 2020;*
- *Law on Securities no.54/2019/QH14 dated November 26, 2019; and the attached documents;*
- *Decree no.155/2020/ND-CP dated December 31, 2020, elaborates on some articles of the Law on Securities;*
- *Charter of Petrolimex Saigon Transportation and Service Joint Stock Company;*
- *Internal Regulation on Corporate Governance of Petrolimex Saigon Transportation and Service Joint Stock Company.*

To ensure that the 2025 Annual General Shareholders' Meeting of Petrolimex Saigon Transportation and Service Joint Stock Company will take place successfully, the Board of Directors proposed this operational regulation to provide methods of voting, code of conduct and working principles as following:

Article 1. Purpose:

- To ensure that the organizing of cast of voting and code of conduct during the Annual General Shareholders' Meeting of Petrolimex Saigon Transportation and Service Joint Stock Company is in compliance with the laws and regulations aim to obtain a successful GSM legally.
- The Meeting's resolutions shall demonstrate a concurrence satisfying shareholders' desires and interests as well as complying with applicable laws.

Article 2. Subject and scope:

- Subjects: All shareholders, authorized representatives of shareholder and guests (if any) attending the Annual General Shareholders' Meeting of Petrolimex Saigon Transportation and Service Joint Stock Company shall comply with this Regulation, the Company Charter and applicable laws.
- Scope: This Regulation is applied to operate the 2025 Annual General Shareholders' Meeting of Petrolimex Saigon Transportation and Service Joint Stock Company.

Điều 3. Explanation of terms and acronyms:

- Company : Petrolimex Saigon Transportation and Service Joint Stock Company
- BOD : Board of Directors
- BOS : Supervisory Board
- OC : Organizing Committee of the Meeting

- GSM : General Shareholders' Meeting
- Delegates : Shareholder, authorized representative
- Hệ thống livestream : The system of broadcasting GSM on website address:
cuộc họp ĐHĐCĐ www.ezgsm.fpts.com.vn và www.youtube.com
- AGM : Annual General Meeting

Article 4. Conditions for conducting the GSM

- The GSM shall be conducted when the number of Delegates attending the meeting represents more than 50% of the total voting rights¹.
- If the number of Delegates attending the meeting does not meet the requirements stipulated in Clause 1, Article 19, the Charter for the number of participating delegates, the convener shall cancel the meeting. The GSM shall be re-convened within thirty (30) days from the intended date of conducting the first GSM. The re-convened GSM shall be held when the number of shareholders or authorized representatives attending the meeting represents at least 33% of the total shares with voting rights.
- In case the conditions for conducting the second meeting are not fulfilled within thirty (30) minutes from the prescribed opening time of the GSM stipulated in Clause 2, Article 19, the Charter, the third GSM may be re-convened within twenty (20) days from the intended date of conducting the second meeting. In this case, the GSM shall be held regardless of the number of voting rights represented by the Shareholders or the authorized representatives.

Note: The percentage of shareholders attending the online GSM is determined when the delegate has confirmed his/her “**Confirmed attendance at the online GSM**” on the online voting system as prescribed in Article 5 of this Regulation.

Article 5. Delegates attending the 2025 AGM

- All the Company's shareholders on the list as of the closing date of March 14, 2025 are eligible to participate in the AGM online via the electronic voting system or authorize their representative to attend. If there is more than one person legally authorized to attend the meeting, the number of shares of each Delegate must be specified accordingly.
- When attending the AGM online, delegates should pay attention to:
 - **Technical requirements:** Shareholders need to have an electronic device connected to the internet (*for example: computer, tablet, mobile phone, other electronic devices with internet connection*).
 - **Registration method:** Delegates access the link, log in with the account information and password provided by the Company to attend the online GSM and conduct electronic voting
 - **Recording delegates attending the online GSM:** Delegates are recorded by the electronic voting system as attending the online GSM when they access the system using the access

¹ Clause 1, Article 19 of the Company's Charter

information provided in the AGM invitation and selected the button “**confirmed attendance at the online GSM**” on the electronic voting system.

- **Time to confirm attendance:** from 10h00, March 24th, 2025

Article 6. Guests of the AGM

- The managerial positions of the Company, guests, and members of the OC who are not the Company's shareholders are invited to participate in the GSM.
- The guests shall not express their opinions at the GSM (*unless invited by the Chairperson of GSM or registered with the OC and permitted by the Chairperson*).

Article 7. Chairperson and Chair Meeting Board

- The Chair Meeting Board includes 03 members, 01 Chairperson and 02 members. The Chairman of the BOD is the Chairperson of the Chair Meeting Board cum the Chair of the GSM. The Chairman of the BOD must authorize another BOD's member to preside the GSM. Specifically, Chair Meeting Board consists of:

No	Full Name	Position
1	Mr Bui Trung Dinh	Chairman of the Board of Directors – Chairperson
2	Mr Nguyen Xuan Thai	Member of the BOD cum Director – Member
3	Mr Ngo Anh Dung	Deputy Director – Member

- If the Chairman is absent or temporarily incapable of working, other members of the Board of Directors shall elect one of them to preside over the meeting under the majority rule. If no one is elected as the Chairperson, the Head of the Supervisory Board shall direct the GMS to elect a chairperson from the participants. The person receiving the most votes shall preside over the meeting.
- In other cases, the signatory of the decision to convene the GMS shall direct the GMS to elect a chairperson, and the person receiving the largest number of votes shall preside over the meeting.
- The Chairperson has the right to take necessary and reasonable measures to manage the GSM in an orderly manner, according to the approved program and reflecting the desires of most participants.
- Responsibilities of the Chair Meeting Board
 - To operate the GSM in conformity with the agenda, regulations, and rules approved by the GSM;
 - To assign and introduce representatives of BoD to present the reports at the GSM;
 - To introduce the members of the Vote Counting Committee for the GSM to cast a vote;
 - To introduce the members of the Chair Meeting Board for the GSM to cast a vote (if any);

- To handle the GSM's discussion, casting vote for the GSM's agenda and relevant issues during the GSM.
- To respond and record all agenda approved by the GSM;
- To handle any arising during the GSM.
- To adopt and release all documents, results, minutes, and resolutions of the GSM after completion.
- The Chairperson has the authority to take necessary and reasonable measures to conduct the GSM in an orderly manner, in accordance with the approved agenda.
- The Chairperson of the meeting must work under the principle of democratic centralism and decide on majority rule.

Article 8. Delegate Eligibility Check Committee

- The Delegate Eligibility Check Committee include 02 members, 01 Head and 01 member, responsible to the Chair Meeting Board and the GSM for their duties

The Delegate Eligibility Check Committee is introduced by the Chairperson as follows:

No	Name	Position
1	Mr Phung Quoc Huy – Head of the Human Resources Department	Head of the Delegate Eligibility Check Committee
2	Mr Tran Anh Tai - Specialist	Member

- Responsibilities:
 - To receive shareholders' documents (if any arises) and verify the validity of shareholders participating online.
 - To report to the General Meeting of Shareholders on the results of shareholder eligibility verification prior to the official commencement of the meeting.
 - To coordinate with the vote counting committee to provide guidance, support, and supervision during the voting process.

Article 9. Meeting Secretary

- The meeting Secretary consist of 01 members appointed by the Chairperson, is responsible to the Chair Meeting Board and the GSM for their duties and follow the direction of the Chair Meeting Board. Specifically:

No	Name	Position
1	Mrs Pham Thi Nhu Quynh - Deputy Head of General Affairs and Administration Department	Secretary

- Responsibilities:
 - To receive, review, and transfer shareholder questions to the Chair Meeting Board;

- To record the GSM's meeting minutes fully and honestly all the content, and progress of the GSM including the agenda approved or remained for pay attention by the GSM.
- To assist the Chairperson in disclosing the draft GSM's meeting minutes and resolutions on the agenda approved by the GSM.

Article 10. Vote Counting Committee

- The Vote Counting Committee consist of 02 members, 01 Head and 01 member.
- The Vote Counting Committee includes:

No	Name	Position
1	Mr Ngo Phuc Loc - Head of Retail Business Department	Head of the Vote Counting Committee
2	Mr Pham Thanh Tuan - Specialist	Member

- Responsibilities:
 - The Vote Counting Committee shall prepare the Minutes recording all voting results of GSM's agenda and take responsibility for its performance toward the Chair Meeting Board and GSM.
 - To determine the voting results accurately on each agenda voted by GSM.
 - To notify the voting results to the Meeting Secretary quickly.
 - To review and report to the GSM any violation against the voting rules or any complaint about voting results.

Article 11. Discussion at the GSM

1. Principle

- The discussion is conducted within the duration and in relation to the GSM's agenda;
- Delegates are entitled to participate in the discussion section;
- Delegates need to register their question according to the following regulations:
 - Delegates can raise questions in the Discussion section of the online meeting interface at the link www.ezgsm.fpts.com.vn or send an email to the address: dungdt.ptsgg@petrolimex.com.vn (before the discussion time). *(Questions are valid if sending from the registered email in the shareholder list provided by the Vietnam Securities Depository and Clearing Corporation, or the email address of the shareholder who registered in the Meeting Registration Form or the hard copy of the authorization sent to the Company).*
 - The Meeting Secretary will arrange the Delegates' questionnaires and report to the Chairperson.

2. Answering the Delegates' questions

- Based on the Questionnaire of the Delegate, the Chairperson or a member designated by the Chairperson will answer accordingly;

- In case of time limitation, questions that are not answered at the GSM will be responded by the Company in other forms.

Article 12. Voting at the GSM

1. Principle:

All the agenda and relevant content of the GSM must be discussed and voted on publicly by the GSM. Delegates conduct the electronic voting at the link: www.ezgsm.fpts.com.vn

2. Electronic voting:

– Voting method:

- Delegates select one of three options “Agree”, “Disagree” or “Abstention” for each issue presented at the GSM that has been installed in the electronic voting system.
- After selection, Delegates verify their decision so that the electronic voting system can record the voting results.

– Other regulations on electronic voting:

- In cases where a Delegate does not cast votes on all matters specified in the agenda of the General Meeting, any unvoted matters shall be deemed as the Delegate having not participated in the voting for those specific matters.
- In the event that matters arise outside the pre-announced agenda of the General Meeting, Delegates may cast additional votes. Should a Delegate choose not to vote on such additional matters, it shall be considered that the Delegate has not participated in the voting for the newly arisen matters..
- Delegates may amend their voting results (however, cancellation of previously submitted votes is not permitted), including votes on additional matters arising outside the initial agenda of the General Meeting. The online voting system will only record and count the final voting result at the time of closing each electronic voting session as stipulated in the working regulations of the General Meeting.

– Electronic voting schedule is specified as follows:

- First voting session (*including the AGM Agenda; Operational Regulations of the General Meeting; and approval of personnel for the Meeting*): Delegates shall cast their votes from 14:00 hours on 11/04/2025 until the Organizing Committee announces the close of the first voting session.
- Second voting session (*including the 2024 Report of the Board of Directors and the 2025 business plan; the 2024 Report of the General Director and the 2025 business plan; the 2024 Report of the Board of Supervisors and the 2025 supervisory plan; and approval of proposals submitted at the General Meeting*): Delegates shall cast their votes from 14:00 hours on 11/04/2025 until the Organizing Committee announces the close of the second voting session.

- Third voting session (*approval of the Minutes and Resolution of the General Meeting*): Delegates shall cast their votes from 14:00 hours on 11/04/2025 until the Organizing Committee announces the close of the third voting session.
- Delegates may access the electronic voting system and vote at any time, 24 hours a day and 7 days a week, except during system maintenance or other circumstances beyond the Company's control. After the end of the voting period, the system will no longer record any additional electronic voting results from Delegates.

3. Voting regulations:

- 01 (one) ordinary share equals 01 (one) vote. Each participating Delegate shall represent one or numerous of votes.
- At the closing date March 14, 2025), the total number of shares with voting rights of the Company is 7,200,000 shares, equivalent to 7,200,000 voting rights.
- All issues and agenda of GSM are approved in the condition of obtaining more than 50% of the total votes by the Delegates attending and join the voting session accordingly. Except some cases stipulated in Clauses 1, Article 21 of the Company Charter, at least agreed by 65% of the total votes by the Delegates attending and join the voting session are required for approval.
- Note:
 - Shareholders/Authorized representatives having related interests shall not have the right to vote on contracts or transactions with a value exceeding 20% of the Company's total assets recorded in the latest financial statements; such contracts or transactions shall only be approved upon obtaining affirmative votes from shareholders or authorized representatives holding at least 65% of the total voting rights of the remaining attending shareholders (*pursuant to Clause 4, Article 167 of the Law on Enterprises 2020*).
 - Shareholders/Authorized representatives holding 51% or more of the total voting shares, or their related persons, shall not have the right to vote on contracts or transactions with a value exceeding 10% of the Company's total assets recorded in the latest financial statements, if such contracts or transactions are entered into between the Company and such shareholder (*pursuant to Point b, Clause 3 and Clause 4, Article 167 of the Law on Enterprises 2020*).

4. Recording voting results

The Vote Counting Committee shall check, and report the voting results to the Chair Meeting Board for each of issue and agenda of the GSM. The voting results shall be announced by the Chairperson or Head of Vote Counting Committee right before the closing of the GSM.

Article 14. Minutes and Resolutions of GSM

All contents of the GSM must be recorded by the Meeting Secretary in the Minutes of the GSM. The Minutes of the GSM must be read and approved before the closing of the GSM.

Article 15. Implementation of the Regulations

Working Regulation of the 2025 Annual General Shareholders'

This Organizational Regulation is presented publicly at the 2025 AGM and shall take effect immediately upon approval of the GSM of Petrolimex Saigon Transportation and Service Joint Stock Company.

Any breach of this Regulation by shareholders, authorized representatives and guests will be considered and handled by the Chair Meeting Board according to the specific level in accordance with the Company Charter and the Law on Enterprises.

This Regulation shall take effect immediately after approval of the GSM of the Company

ON BEHALF OF THE BOARD OF DIRECTORS

Recipients:

- GSM;
- Member of BOD, BOM;
- Archive: Secretary.



CHAIRMAN

BUI TRUNG DINH