

Hanoi, dated 01 month 04 year 2025

**NOTICE**

**RE: NOMINATIONS AND CANDIDACIES FOR ELECTION TO THE  
BOARD OF DIRECTORS OF EVEREST SECURITIES JOINT STOCK  
COMPANY**

**Dear: Shareholders**

- Pursuant to the Law on Enterprises No. 59/2020/QH14 dated June 17, 2020 and its amendments, supplements and guidance documents;
- Pursuant to the Law on Securities No. 54/2019/QH14 dated November 26, 2019 and its amendments, supplements and guidance documents;
- Pursuant to the Charter of Everest Securities Joint Stock Company.

**Objectives:**

- Ensure transparency, fairness, and democratic principles;
- Facilitate the organization and conduct of the General Meeting of Shareholders ("GMS") and maintain business stability;

To prepare for the 2025 Annual General Meeting of Shareholders of Everest Securities Joint Stock Company (hereinafter referred to as the "Company"), the Board of Directors ("BOD") hereby notifies shareholders of the details regarding the nomination and candidacy process for the election of BOD members, in accordance with legal regulations and the Company's Charter, as follows:

**I. Number of Board Members to be elected**

The expected number of Board of Directors (BOD) members to be elected at the General Meeting: 02 members.

**II. Qualifications and Conditions for BOD Membership**

**1. Qualifications and Conditions for BOD Membership**

- a. Must not fall under the restrictions specified in Clause 2, Article 17 of the Enterprise Law.
- b. Must have professional qualifications and experience in business management or in the industry and business sectors of the Company; not necessarily required to be a shareholder of the Company.
- c. A BOD member of the Company may simultaneously serve as a BOD member of other companies, provided that they do not hold such a position in more than five (05) other companies and do not fall under any prohibitions as specified in this regulation.





- d. Must not be a BOD member, a member of the Members' Council, or the General Director (CEO) of another securities company.

2. **Structure of the Company's Board of Directors (BOD)**

- a. According to the Company's Charter, the BOD structure must comply with the following regulations:
- There must be at least one (01) independent member if the BOD consists of five (05) members.
  - There must be at least two (02) independent members if the BOD consists of six (06) to eight (08) members.
  - There must be at least three (03) independent members if the BOD consists of nine (09) to eleven (11) members.
- b. The Company must ensure that at least one-third (1/3) of the total BOD members are non-executive members.

Non-executive BOD members are those who do not hold the positions of General Director (CEO), Deputy General Director (Deputy CEO), or Chief Accountant.

III. **Nomination and Candidacy for the Board of Directors (BOD)**

1. Shareholders or groups of shareholders holding at least 10% of the total common shares (based on the list of shareholders eligible to attend the 2025 General Meeting of Shareholders as of March 24, 2025) have the right to nominate candidates for the BOD. Common shareholders may form groups to collectively nominate candidates for the BOD.
2. Nomination of candidates for the position of BOD member is carried out as follows:
- Shareholders or groups of shareholders holding between 10% and 20% of the total voting shares may nominate up to two (02) candidates if the BOD has eight (08) members or fewer, or up to three (03) candidates if the BOD has nine (09) to eleven (11) members.
  - Shareholders or groups of shareholders holding more than 20% to 40% of the total voting shares may nominate up to three (03) candidates if the BOD has eight (08) members or fewer, or up to four (04) candidates if the BOD has nine (09) to eleven (11) members.
  - Shareholders or groups of shareholders holding more than 40% to 60% of the total voting shares may nominate up to five (05) candidates if the BOD has eight (08) members or fewer, or up to six (06) candidates if the BOD has nine (09) to eleven (11) members.
  - Shareholders or groups of shareholders holding more than 60% of the total voting shares may nominate the full number of candidates corresponding to the total BOD seats available for election.

If the number of candidates nominated by shareholders or shareholder groups is lower than the number they are entitled to nominate, the remaining candidates will be nominated by the BOD. The BOD's additional nominations must be clearly announced before the General Meeting of Shareholders votes on the BOD election, in accordance with legal regulations.



*The “Cumulative Voting Guidelines” are attached to this notice.*

#### **IV. Application Documents for Nomination and Candidacy for the Board of Directors**

The application for nomination or candidacy for the election of BOD members must include the following documents:

- Application for nomination/candidate to join the Board of Directors (according to the form);
- 03 copies of personal information self-declared by the candidate (according to the form);
- Notarized copies: ID card/Citizen identification card/Passport and degrees, diplomas and certificates certifying cultural and professional qualifications.
- Valid authorization letter for nomination (if the shareholder authorizes another person to nominate).

The Nomination/Candidacy Application Form and the Personal Information Form templates are available on the Company's website at <http://www.eves.com.vn>.

#### **V. Selection of candidates**

Based on the nomination/candidate profiles of shareholders and groups of shareholders, the Organizing Committee will prepare a list of candidates for the Board of Directors who meet the prescribed conditions for election to the Board of Directors.

#### **We respectfully request:**

Shareholders or groups of shareholders who wish to run for election or nominate candidates for election to the Board of Directors must submit their candidacy and nomination profiles to the Organizing Committee of the General Meeting **before 12:00 on April 21, 2025** to the following address:

**Everest Securities Joint Stock Company - Head Office**

Address: Board of Directors' Office - 9th Floor - No. 2A Dai Co Viet, Le Dai Hanh Ward, Hai Ba Trung District, Hanoi.

Tel: (84.24) 3772 6699 - Fax: (84.24) 377 26763.

**PP. BOARD OF DIRECTORS  
PRESIDENT**



**Nguyen Hai Chau**





## GUIDELINES FOR CUMULATIVE VOTING

*(Attached is the Notice of nomination and candidacy for election to the Board of Directors of Everest Securities Joint Stock Company.)*

### 1. Regulations on Cumulative Voting

The election of members of the Board of Directors at the General Meeting of Shareholders is conducted according to the principle of cumulative voting, in which shareholders have the right to use their total number of votes for one candidate; or a number of candidates with the number of votes for each candidate not necessarily equal; or vote only a part of their total number of votes for one or a number of candidates, the remaining votes may not be cast for any candidate.

### 2. Voting methods

#### a) Determining the total number of votes for a member of the Board of Directors by a shareholder (or authorized person)

The total number of votes for a member of the Board of Directors by a shareholder/authorized person is determined according to the following formula:

**Total number of votes = Total number of shares owned and authorized x (multiplied) Number of members elected**

For example: The number of members elected to the Board of Directors approved by the General Meeting of Shareholders is 01 person. Mr. X is a shareholder owning 1.000 shares with voting rights. Thus, Mr. X's total number of votes for the Board of Directors is  $(1.000 * 1) = 1.000$  votes. The list of candidates for election to the Board of Directors approved by the General Meeting of Shareholders assumes that there are 3 candidates.

#### b) Vote Casting Method:

The election is to distribute all or part of **the total votes** of shareholders/authorized persons to one or several candidates, in which the number of votes distributed to each candidate may be different, depending on the trust for that candidate.

Also according to the above example, when electing the Board of Directors, Mr. X divided his total number of votes, 1.000, to the candidates, for example:

No.	Full name	Number of votes
1	Nguyen A	500
2	Nguyen B	0
3	Nguyen C	500
	<b>Total</b>	<b>1.000</b>

**Note:** - Mr. X may use only **equal to or less than his total number of votes** (in this example, Mr. X's total number of Board of Directors votes is 1.000 votes) to vote for candidates. If he uses more than 1.000 votes, Mr. X's vote is invalid.

- Each vote paper clearly states the total number of votes of the holder, this number on each vote paper of each shareholder/authorized person is different depending on the number of voting shares that shareholder currently owns or is authorized to hold. The total number of votes for candidates must not exceed this total number of votes.