G-AUTOMOBILE
JOINT STOCK COMPANY

SOCIALIST REPUBLIC OF VIETNAM
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Hanoi, day.....month.....year 2025

DRAFT REGULATIONS ON WORKING, VOTING, AND ELECTION PROCEDURES AT THE 2025 ANNUAL GENERAL MEETING OF SHAREHOLDERS G-AUTOMOBILE JOINT STOCK COMPANY

CHAPTER I
GENERAL PROVISIONS

Article 1. Scope of Application

These regulations govern the working procedures, voting on Reports, Proposals, Resolutions, and Election procedures at the 2025 Annual General Meeting of Shareholders of G-Automobile Joint Stock Company (hereinafter referred to as the "Company").

Article 2. Purpose of the Regulations

- Specify the rights and obligations of participants in the General Meeting, as well as the conditions and procedures for conducting the Meeting.
- Ensure compliance with legal regulations and the Company's charter.
- Guarantee the principles of transparency, democracy, and the legitimate rights of shareholders.
- Maintain security, order, and the efficiency of the General Meeting of Shareholders.

Article 3. Participants

- Shareholders of the Company.
- The General Meeting Organizing Committee:
  + The Presidium;
  + The Secretariat;
  + The Shareholder Eligibility Verification Committee;
  + The Election Committee;
  + The Vote Counting Committee.
- The Company's Executive Board.
- Invited guests (if any).

CHAPTER II
RIGHTS AND OBLIGATIONS OF PARTICIPANTS IN THE GENERAL MEETING

Article 4. Conditions for Participation

Shareholders who are legal entity representatives, individuals, or representatives of a group of shareholders holding voting shares of the Company and whose names are listed in the shareholder registry as of the record date for attending the General Meeting (March 19, 2025) have the right to participate in the 2025 Annual General Meeting of Shareholders either in person or by proxy..

Article 5. Rights of Shareholders Attending the General Meeting

a. Have the right to vote on all matters under the authority of the General Meeting of

Shareholders in accordance with the Company's charter.

b. Have the right to authorize another person in writing to attend and/or vote at the General Meeting of Shareholders on their behalf.

c. The Organizing Committee will publicly announce the full agenda of the General Meeting. All eligible shareholders may directly express their opinions or do so through their authorized representatives. All opinions will be discussed at the General Meeting of Shareholders.

d. At the General Meeting of Shareholders, each shareholder or shareholder representative attending the meeting must bring:

- The original copy of their Identity Card/Citizen Identification/Passport.
- The invitation letter.

The original copy of the Power of Attorney (if authorized to attend the General Meeting). The Power of Attorney must be in the form issued by the Company or a shareholder-prepared form containing key details as required by the Company's template. For corporate shareholders, the authorized representative must comply with Article 14 of the Enterprise Law and provide a decision or authorization document appointing a representative to attend the General Meeting.

(For individual shareholders, the Power of Attorney must be signed by the shareholder. For corporate shareholders, the Power of Attorney must be signed by the legal representative and bear the company's official seal.)

Shareholders or their representatives (hereinafter referred to as "shareholders") must present these documents to the Shareholder Eligibility Verification Committee and will receive (1) a Voting Ballot and (1) a Voting Card (each containing the shareholder's identification number, voting contents, and the number of voting shares held). The voting power of each shareholder corresponds to the percentage of voting shares they own or represent at the General Meeting, based on the total number of voting shares represented at the meeting.

e. Shareholders attending the General Meeting will discuss and vote on each item after listening to the reports on matters requiring approval.

f. Shareholders arriving late may register upon arrival and participate in discussions and voting. However, the Chairperson is not obligated to pause the meeting for their registration, and the validity of previous voting sessions will not be affected.

Article 6. Obligations of Shareholders Attending the General Meeting

a. Attend or authorize another person to attend the General Meeting of Shareholders in accordance with the Company's charter.

b. Shareholders who wish to speak during discussions must obtain the Chairperson's approval, keep their remarks brief and focused on key issues relevant to the approved agenda. Repeating points already raised by previous speakers should be avoided. Shareholders may also write their questions on a Question Form and submit them to the Secretariat.

c. Shareholders attending the meeting must complete the registration procedures with the Organizing Committee before participating in the General Meeting.

d. Strictly comply with the regulations of the General Meeting, respect the meeting's proceedings, and abide by its decisions. The Organizing Committee has the right to request shareholders who do not adhere to these rules to leave the meeting to ensure the smooth progression of the agenda.

e. Shareholders attending the General Meeting are responsible for participating from the

beginning until the end. If a shareholder must leave due to force majeure before the meeting concludes, they must notify the Organizing Committee and submit their written opinions on the remaining voting matters. Additionally, they must return their Voting Card, Voting Ballot, and Election Ballot to the Organizing Committee to facilitate the vote counting process.

Article 7. Rights and Obligations of the Chairperson and the Presidium

7.1 The Chairperson of the Board of Directors (BOD) shall preside over the meeting. The Presidium of the General Meeting consists of the Chairperson, certain members of the Board of Directors/Supervisory Board, and representatives of the Executive Board as designated by the Chairperson. The Presidium is responsible for conducting the General Meeting.

7.2 The Chairperson shall nominate the Vote Counting Committee and the Election Committee for approval by the General Meeting.

7.3 The Chairperson's decisions regarding procedures, order of proceedings, or any unforeseen matters arising outside the approved agenda of the General Meeting shall be final and binding.

7.4 Without requiring the consent of the General Meeting, the Chairperson may postpone the General Meeting to a later time and/or a different location if deemed necessary, in cases such as:

a. The actions of attendees disrupt or have the potential to disrupt the orderly conduct of the meeting; or

b. The postponement is necessary to ensure that the proceedings of the General Meeting are conducted properly.

7.5 The Presidium shall have the following duties:

a. Conduct the activities of the General Meeting in accordance with the approved agenda, ensuring an orderly meeting that reflects the wishes of the majority of attending shareholders.

b. Guide delegates and shareholders in discussions during the General Meeting.

c. Present draft resolutions and necessary content for voting.

d. Respond to or designate responsible individuals to address issues raised by shareholders or the General Meeting.

e. Handle any issues that arise during the meeting.

f. Exercise other rights as stipulated in the Charter of G-Automobile Joint Stock Company.

Article 8. Rights and Obligations of the Shareholder Eligibility Verification Committee

The Shareholder Eligibility Verification Committee is established by the Board of Directors. The committee is responsible for verifying and cross-checking shareholders' documents before they enter the meeting, distributing meeting materials, Voting Ballots, Voting Cards, and Election Ballots. Additionally, the committee must report to the General Meeting on the verification results as requested by the Chairperson.

Article 9. Rights and Obligations of the Secretariat of the General Meeting

9.1 The Chairperson shall introduce the Secretariat of the General Meeting.

9.2 The Secretariat shall perform support tasks as assigned by the Presidium, including:

- Accurately and comprehensively recording the proceedings of the General Meeting, including all approved matters and any notable issues, in the Meeting Minutes.

- Assisting the Presidium in announcing the draft Meeting Minutes, Resolutions of the General Meeting, and any announcements from the Presidium to shareholders upon request.
- Receiving written questions from shareholders, either directly or through the Presidium's Support Team.

Article 10. Rights and Obligations of the Vote Counting Committee

10.1 The Vote Counting Committee is nominated by the Chairperson of the General Meeting and approved by the General Meeting of Shareholders. Members of the Vote Counting Committee may be shareholders of the Company.

10.2 The Vote Counting Committee shall have the following duties:

- Prepare a Vote Counting Report and be accountable to the Presidium and the General Meeting of Shareholders for their work.
- Announce the voting rules and procedures, and provide guidance on using the Voting Ballots/Voting Cards.
- Supervise the voting process of shareholders during the General Meeting.
- Conduct the vote counting for the Voting Ballots/Voting Cards on the matters presented to the General Meeting of Shareholders.
- Report the results to the Chairperson and the Secretariat and publicly announce the voting results before the General Meeting.
- Ensure the integrity and accuracy of the vote counting results.

Article 11. Rights and Obligations of the Election Committee

11.1 The Election Committee is nominated by the Chairperson of the General Meeting and approved by the General Meeting of Shareholders. Members of the Election Committee shall not be included in the list of nominees or candidates for the Board of Directors.

11.2 The Election Committee shall have the following duties:

- Prepare the Election Vote Counting Report and be accountable to the Presidium and the General Meeting of Shareholders for their work.
- Provide guidance on the cumulative voting method before shareholders cast their votes.
- Supervise the voting process of shareholders during the General Meeting.
- Conduct the vote counting for the Election Ballots.
- Report the election results to the Chairperson and the Secretariat and publicly announce the vote-counting results before the General Meeting.
- Ensure the integrity and accuracy of the vote-counting results.

CHAPTER III
CONDUCTING THE GENERAL MEETING

Article 12. Conditions for Conducting the General Meeting

12.1 The General Meeting of Shareholders shall be conducted when the attending shareholders represent more than 50% of the total voting shares, based on the shareholder list as of March 19, 2025.

12.2 If the first meeting does not meet the quorum requirement of more than 50% of the total voting shares, a notice for the second meeting must be sent within 30 days from the date of the initially scheduled meeting. The second meeting shall proceed if shareholders representing at least 33% of the total voting shares are present.

12.3 If the second meeting still fails to meet the required quorum, a notice for the third meeting must be sent within 30 days from the date of the second scheduled meeting. The third meeting shall proceed regardless of the number of voting shares represented by the attending shareholders.

Article 13. Regulations on Order During the General Meeting

- All shareholders attending the General Meeting must dress appropriately and professionally.
- Upon entering the meeting room, shareholders must sit in the designated seats or areas assigned by the Organizing Committee and follow the seating arrangements accordingly.
- Shareholders must adhere to general etiquette rules during the meeting. Private conversations are not allowed, and mobile phones must not be used during the proceedings. All mobile devices must be switched off or set to silent mode. The Organizing Committee reserves the right to ask any shareholder who fails to comply with these regulations to leave the meeting to avoid disrupting the agenda.
- Smoking is strictly prohibited in the meeting room for all attendees.
- Shareholders must comply with the instructions and guidance of the Chairperson and the Organizing Committee throughout the meeting.

Article 14. Procedures for Conducting the General Meeting

14.1 The General Meeting shall discuss and approve the agenda items:

The General Meeting will sequentially discuss and approve the contents as per the information sent and publicly disclosed to the shareholders.

14.2 Voting at the General Meeting

Each shareholder attending the General Meeting shall be given one Voting Card (Yellow) and one Voting Ballot (Pink), which indicate the shareholder's identification number and the number of shares with voting rights they hold. All matters in the agenda of the General Meeting must be approved through voting by all attending shareholders using the Voting Card/Voting Ballot.

a. Voting Card:

The Voting Card is printed on yellow paper and contains information about the shareholder/authorized representative, the shareholder's identification number, the number of voting shares at the General Meeting, and the corresponding number of votes. It is used to vote on the following matters:

- ✓ Approval of the Presidium;
- ✓ Approval of the composition of the Secretariat, the Vote-Counting Committee, and the Election Committee;
- ✓ Approval of the General Meeting agenda;
- ✓ Approval of the working regulations, voting, and election procedures at the General Meeting;
- ✓ Approval of the Minutes and Resolutions of the General Meeting of Shareholders; Approval of the election results for one additional Board of Directors member for the 2022-2027 term;
- ✓ Approval of other matters as requested by the Chairperson.

Shareholders may use the Voting Card only once for each specific matter. This card is also used when shareholders wish to express their opinions and when the Chairperson calls for a vote on the above-mentioned matters. Shareholders must raise the Voting Card when they agree, disagree, or abstain from voting on each issue as requested by the Organizing Committee or the Presidium.

The Vote-Counting Committee will collect the Approval Voting Cards first, followed by the Disapproval Voting Cards, and lastly, the Abstention Voting Cards for each issue. The vote-counting results, including the number of votes in favor, against, and abstaining, will be announced immediately after each voting session.

b. Voting Ballot:

The Voting Ballot is printed on pink paper and is used to vote on the following key matters:

- ✓ Report of the Board of Directors (BOD) on the evaluation of operations in 2024 and the activity plan for 2025. Report of the independent BOD member on the performance of the BOD in 2024.
- ✓ Report of the Supervisory Board on the supervisory activities in 2024 and the supervision plan for 2025.
- ✓ Report of the Executive Board on the business performance in 2024 and the business plan for 2025.
- ✓ Proposal for the approval of the audited financial statements for 2024 (Parent Company and Consolidated).
- ✓ Proposal for the selection of an audit firm to review the semi-annual financial statements and audit the annual financial statements for 2025 (Parent Company and Consolidated).
- ✓ Proposal for the approval of 2024 business results, profit distribution for 2024, business plan for 2025, and profit distribution plan for 2025.
- ✓ Proposal for the approval of salaries, remuneration, and bonuses for the BOD and the Supervisory Board in 2024 and the salary, remuneration, and bonus plan for 2025.
- ✓ Approval of the proposal for the dismissal and election of additional Board of Directors members for the 2022-2027 term.
- ✓ Other matters under the authority of the General Meeting of Shareholders (if any).

For each issue on the Voting Ballot, there are three checkboxes representing Approval, Disapproval, and Abstention. Shareholders must mark X in one of the three boxes for each item. Once completed, shareholders must place their ballots in the designated ballot boxes provided by the Organizing Committee.

- Validity of the Voting Ballot:

A valid Voting Ballot must:

- ✓ Be issued by the General Meeting's Organizing Committee according to the prescribed format and bear the company's official seal;
- ✓ Be correctly marked according to the voting regulations for each item on the ballot. If a shareholder changes their vote before submitting the ballot, they must re-mark their final choice and sign next to it;
- ✓ Include the signature and full name of the shareholder/authorized representative attending the meeting.

- Invalid Voting Ballots:

A Voting Ballot is considered invalid when:

1) It is not issued by the Organizing Committee according to the prescribed format or does not bear the company's official seal;
2) It does not contain the signature of the shareholder/authorized representative attending the meeting;
3) It is torn, defaced, or otherwise damaged;
4) It contains multiple selections for the same issue without a signature next to the final

choice, or no selection is made at all.

- Handling of Invalid Voting Ballots:
  - ✓ Ballots invalid due to reasons (1), (2), and (3) will not be counted in the voting results for any of the issues.
  - ✓ For case (4), if a ballot contains multiple selections for the same issue, the vote for that specific issue will be considered invalid and not included in the voting results.

Article 15. Approval of Resolutions of the General Meeting

15.1 A resolution of the General Meeting of Shareholders shall be approved when shareholders representing at least 65% of the total voting shares of all shareholders and shareholder representatives attending the meeting vote in favor of matters stipulated in Clause 1, Article 20 of the Company's Charter and Clause 1, Article 148 of the Enterprise Law 2020.

15.2 A resolution of the General Meeting of Shareholders shall be approved when shareholders representing more than 50% of the total voting shares of all shareholders and shareholder representatives attending the meeting vote in favor of the following matters:

- ✓ The Board of Directors' report on the evaluation of 2024 activities and the 2025 activity plan, as well as the Independent Board Member's report on the performance of the Board of Directors in 2024.
- ✓ The Supervisory Board's report on the evaluation of 2024 supervisory activities and the 2025 supervision plan.
- ✓ The CEO's report on the 2024 business performance and the Company's 2025 business plan.
- ✓ The proposal to approve the audited financial statements for 2024 (Parent Company and Consolidated).
- ✓ The proposal to select an audit firm for the review of the semi-annual financial statements and the audit of the 2025 financial statements (Parent Company and Consolidated).
- ✓ The proposal to approve the 2024 business results, 2024 profit distribution, and the 2025 business plan and profit distribution plan.
- ✓ The proposal to approve remuneration, salaries, and bonuses for the Board of Directors and the Supervisory Board for 2024, and the plan for 2025.
- ✓ The proposal to dismiss and elect additional members to the Board of Directors for the 2022–2027 term.
- ✓ The election results of one additional Board of Directors member for the 2022–2027 term.
- ✓ Other matters presented at the General Meeting.

CHAPTER IV

ELECTION REGULATIONS FOR MEMBERS OF THE BOARD OF DIRECTORS

The 2025 Annual General Meeting of Shareholders of G-Automobile Joint Stock Company shall proceed with the additional election of members to the Board of Directors for the 2022-2027 term according to the following provisions:

Article 16. Subjects of the Election

All shareholders holding common shares with voting rights attending the General Meeting or authorized representatives of shareholders holding common shares with voting rights present

at the Meeting are eligible to vote. Each share represents one voting right, and the total number of shares held equals the total number of voting rights.

Article 17. Criteria for Candidates for Election to the Board of Directors of G-Automobile Joint Stock Company

17.1 Number of Additional Board Members to be Elected: 01 member.

17.2 Term of the Elected Board Member: The remaining period of the 2022-2027 term.

17.3 Eligibility Criteria for Board Candidates in Compliance with Laws and the Company's Charter:

- ✓ Must not fall under the disqualifications stipulated in Clause 2, Article 17 of the Enterprise Law.
- ✓ Must have professional qualifications and experience in business management or in the Company's business sector; candidates are not required to be shareholders of the Company.
- ✓ A Board member of the Company may simultaneously serve as a Board member of another company, provided that they do not hold such a position in more than five other companies.
- ✓ Must meet other qualifications and conditions as required by applicable laws and the Company's Charter.

Article 18. Conditions for Nominating and Running for the Board of Directors

18.1 Shareholders or groups of shareholders holding at least 10% of the total ordinary shares have the right to nominate candidates for the Board of Directors in accordance with the Law on Enterprises, the Company's Charter, and the Board of Directors' Operating Regulations.

18.2 The nomination process for Board of Directors candidates is specifically regulated as follows:

Shareholders or groups of shareholders holding:

- ✓ From 10% to less than 20% of total voting shares may nominate 01 candidate.
- ✓ From 20% to less than 40% of total voting shares may nominate 02 candidates.
- ✓ From 40% or more of total voting shares may nominate up to 03 candidates.

18.3 Shareholders forming a group to nominate candidates for the Board of Directors must notify other shareholders attending the meeting before the General Meeting of Shareholders commences.

18.4 If the number of nominated and self-nominated candidates does not meet the required number of Board members, the Board of Directors may nominate additional candidates or organize the nomination process in accordance with the Company's Charter, internal corporate governance regulations, and the Board of Directors' Operating Regulations. The introduction of additional candidates by the Board of Directors must be clearly announced before the General Meeting of Shareholders votes on the election of Board members, in compliance with applicable laws.

Article 19. Dossier for Nominating and Running for the Board of Directors

19.1 A shareholder or a group of shareholders nominating a candidate for the Board of Directors must submit a nomination dossier to the Organizing Committee within the specified deadline.

19.2 The nomination dossier must include the following documents:

- Nomination/Application Form for the Board of Directors (as per the provided template);
- Curriculum Vitae completed by the candidate (as per the provided template);
- Authorization Letter for Forming a Shareholder Group, in case shareholders form a group

to nominate or apply for a position in the Board of Directors;

- Certified copies of the candidate's ID card/Citizen ID/Passport and academic/professional qualification certificates.

19.3 Shareholders and nominated candidates must take full responsibility before the law and the General Meeting of Shareholders for the accuracy and truthfulness of the information provided in their nomination dossier.

19.4 The nomination dossier for the Board of Directors must be submitted to the Organizing Committee of the 2025 Annual General Meeting of Shareholders by the following deadline and address:

- Submission Deadline: Before 16:30, April 8, 2025
- Submission Address:

G-Automobile Joint Stock Company
5th Floor, 11 Pham Hung, My Dinh 2, Nam Tu Liem, Hanoi
Contact Person: Mrs. Vo Thuy Giang – Phone: 0368758996
Email: ir@g-automobile.vn

Article 20. Voting Ballots and Voting Procedure

20.1 List of Candidates for the Board of Directors

The full names of all candidates for the Board of Directors will be listed on the voting ballot.

If the Organizing Committee has not pre-printed the full list of candidates (in cases where all candidates are introduced at the General Meeting), shareholders must manually write the full names of the candidates on the ballot before voting.

20.2 Voting Ballots and Voting Procedure

- The voting ballots for electing Board of Directors members are issued by the Shareholder Qualification Verification Committee and are printed on blue paper. The ballot includes:
  - ✓ Shareholder's full name
  - ✓ Shareholder ID number
  - ✓ Total number of shares owned
  - ✓ Total number of voting rights (total number of votes) based on the shareholder's shares.
- Shareholders or their authorized representatives must manually enter the number of votes they wish to allocate to each candidate in the corresponding blank box on the ballot.
- If a shareholder makes an error before the voting period ends, they may request a replacement ballot from the Election Committee.

20.3 Invalid Voting Ballots

A voting ballot will be considered invalid if:

- It does not follow the company's official format or lacks the company's seal.
- It is altered, erased, or contains additional writings or names that are not on the list of candidates officially approved by the General Meeting before voting begins.
- The total number of votes allocated to candidates exceeds the total number of voting rights that the shareholder owns or is authorized to vote with.

Article 21. Voting Method

- The election of Board of Directors (BOD) members must be conducted by secret ballot using the cumulative voting method.
- Each shareholder's total number of votes is calculated as: Total shares owned × Number of BOD members to be elected.
- Shareholders have the right to allocate all or part of their votes to one or multiple

candidates.

- The voting process ensures fairness, transparency, and compliance with legal regulations and the Company's Charter.

Article 22 Principles of Voting and Vote Counting

- The Election Committee must inspect the ballot box in the presence of shareholders before the voting process begins.
- Voting begins only after an official announcement from the Election Committee and ends when the last shareholder has cast their vote.
- The vote counting process must commence immediately after the voting period concludes.
- The vote counting results must be recorded in an official document and publicly announced to the General Meeting of Shareholders.

Article 23. Cumulative Voting Principles and Election Criteria for the Board of Directors

23.1 Cumulative Voting Principles:

Each shareholder has a total number of votes equivalent to the number of shares owned multiplied by the number of Board members to be elected. Shareholders have the right to allocate all or part of their total votes to one or multiple candidates at their discretion.

23.2 Election Criteria:

The elected members of the Board of Directors shall be determined based on the highest number of votes received, starting from the candidate with the most votes until the required number of Board members is reached.

If two or more candidates receive the same number of votes for the final position on the Board, a re-vote shall be conducted among those candidates to determine the final elected member.

Article 24. Preparation and Announcement of the Vote Counting Minutes

After the vote counting process, the Election Committee must prepare the Vote Counting Minutes.

The contents of the Vote Counting Minutes must include:

- Total number of shareholders attending the meeting.
- Total number of shareholders participating in the voting.
- The percentage of voting rights of shareholders who participated in the voting compared to the total voting rights of shareholders attending the meeting (according to the cumulative voting method).
- The number and percentage of valid ballots, invalid ballots, and blank ballots.
- The number and percentage of votes received by each candidate for the Board of Directors.

The full text of the Vote Counting Minutes must be announced before the General Meeting of Shareholders.

CHAPTER V
CONCLUSION OF THE GENERAL MEETING

Article 25. Minutes and Resolutions of the General Meeting of Shareholders

All contents of the General Meeting of Shareholders must be recorded in the meeting minutes by the Secretary of the Meeting.

Based on the meeting minutes, the Secretary of the Meeting shall draft the 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 concluded and must be archived in accordance with the Company's regulations.

CHAPTER VI
IMPLEMENTATION PROVISIONS

Article 26. This regulation consists of 5 chapters and 26 articles. The Board of Directors seeks approval at the 2025 Annual General Meeting of Shareholders of G-Automobile Joint Stock Company, held on April 19, 2025. Shareholders, meeting attendees, and all participants of the General Meeting are responsible for complying with this regulation.

FOR AND ON BEHALF OF
THE GENERAL MEETING OF SHAREHOLDERS
CHAIRMAN OF THE MEETING