

DRAFT

**REGULATIONS
ON THE ELECTION
OF ADDITIONAL MEMBERS OF THE BOARD OF DIRECTORS
FOR THE TERM 2022 - 2027**

- Pursuant to the Law on Enterprises No. 59/2020/QH14 dated June 17, 2020 and its guiding documents;
- Pursuant to the Law on Securities No. 54/2019/QH14 dated November 26, 2019 and its guiding documents;
- Pursuant to Decree No. 155/2020/ND-CP dated December 31, 2020, issued by the Government, detailing the implementation of a number of articles of the Law on Securities;
- Pursuant to the Charter on the organization and operation of Tasco Joint Stock Company.

**CHAPTER I
GENERAL PROVISIONS**

Article 1. Scope of Regulation and Subjects of the Election

- 1.1. Regulation shall be applied to the election of additional members to the Board of Directors (“**BOD**”) for the 2022–2027 term of TASCO Joint Stock Company (“**Company**”) at the 2026 Annual General Meeting of Shareholders (“**GMS**”).
- 1.2. Subjects entitled to vote: Shareholders holding voting shares and authorized representatives of shareholders holding voting shares who are present at the Meeting (according to the list of shareholders prepared by the Vietnam Securities Depository and Clearing Corporation as at March 18, 2026).

**CHAPTER II
NOMINATION AND CANDIDACY FOR MEMBERS
OF THE BOARD OF DIRECTORS**

Article 2. Criteria and Conditions for Becoming a Member of the Board of Directors

- 2.1. General criteria and conditions for members of the Board of Directors
 - Must have full legal capacity and not fall under the categories specified in Clause 2, Article 17 of the Law on Enterprises 2020;



- Must possess professional qualifications and experience in business management of the Company and are not necessarily required to be shareholders of the Company;
- A member of the Board of Directors of the Company may concurrently serve as a member of the Board of Directors of other companies; however, such member may only concurrently serve as a member of the Board of Directors or the Members' Council at a maximum of 05 other companies.

2.2. Specific criteria and conditions for independent members of the Board of Directors:

- Must not be currently working for the Company, its parent company, or any of its subsidiaries; and must not have worked for any of them for at least the past three (03) consecutive years;
- Must not be receiving salary or remuneration from the Company, except for allowances granted to BOD members as prescribed;
- Must not have a spouse, biological or adoptive parent, biological or adoptive child, or biological sibling who is a major shareholder of the Company, or who is a manager of the Company or its subsidiaries;
- Must not directly or indirectly own at least 1% of the total voting shares of the Company;
- Must not have previously served as a BOD member of the Company for at least the last five (05) consecutive years, except in cases where they have been continuously appointed for two (02) consecutive terms.

Article 3. Nomination of Candidates and Number of Members to be Elected to the Board of Directors

- 3.1. Shareholders holding voting shares of the Company have the right to nominate themselves or form groups to jointly nominate themselves or other candidates for positions on the Board of Directors (BOD).
- 3.2. A shareholder or a group of shareholders holding From 10% to less than 20%: entitled to nominate 01 candidate; From 20% to less than 30%: entitled to nominate up to 02 candidates; From 30% to less than 40%: entitled to nominate up to 03 candidates; From 40% to less than 50%: entitled to nominate up to 04 candidates; From 50% to less than 60%: entitled to nominate up to 05 candidates; From 60% to less than 70%: entitled to nominate up to 06 candidates; From 70% to less than 80%: entitled to nominate up to 07 candidates; From 80% to less than 90%: entitled to nominate up to 08 candidates.



- 3.3. The number of BOD members to be elected: in accordance with the Proposal of the Board of Directors at the 2026 Annual General Meeting of Shareholders.
- 3.4. In the event that, upon the expiration of the nomination and candidacy submission deadline for the BOD, the number of candidates nominated and self-nominated remains insufficient as required under Clause 3.3 of this Article, the Board of Directors shall nominate additional candidates to ensure the required number of members as stated in Clause 3.3 of this Article.

Article 4. Nomination and Candidacy Dossier for the Board of Directors

- 4.1. The nomination/candidacy dossier for a BOD member shall include:
- a) Nomination or candidacy application form for the BOD member position (standard form);
 - b) Curriculum vitae (self-declared by the candidate, standard form);
 - c) Copy of the citizen identification card/passport and academic qualification certificates;
 - d) Valid power of attorney for nomination (in case a shareholder authorizes another person to make the nomination);
- 4.2. The nomination/candidacy dossier must be submitted to the Organizing Committee of the Meeting **no later than 5:00 PM on April 17, 2026**, at the following address:
- TASCO Joint Stock Company**
Head Office: 1st Floor and 20th Floor, Tasco Building, Lot HH-2-2, Pham Hung Street, Tu Liem Ward, Hanoi
Contact person: **Ms. Hoang Thi Soa**
Phone: 024 6668 6863 Email: soa.ht@tasco.com.vn
- 4.3. Only dossiers that fully satisfy the nomination/candidacy requirements and candidates who meet the corresponding conditions to become a BOD member shall be included in the official list of candidates announced at the Meeting.

CHAPTER III

ELECTION OF MEMBERS OF THE BOARD OF DIRECTORS

Article 5. Voting Method and Election Principles

- 5.1. The election of members to the Board of Directors shall be conducted by secret ballot using the cumulative voting method.
- 5.2. Each shareholder shall have a total number of votes equal to the number of voting shares they hold (including owned and authorized shares), multiplied by the number of BOD members to be elected.

For example:



- a. Suppose the Meeting is to elect 02 BOD members. Shareholder Mr. Nguyen Van A represents 1,000 voting shares (including both owned and authorized shares). His total number of votes shall be:
 $(1,000 \times 2) = 2,000$ vote
- 5.3. A shareholder may allocate all of their votes to one or more candidates at their discretion.
- 5.4. The total number of votes allocated by a shareholder to all candidates must not exceed the total number of votes they are entitled to.

Article 6. Ballots and Voting Instructions

- 6.1. Each shareholder/authorized representative attending the Meeting shall be provided with a Election Ballot electing the BOD Members, which shall include shareholder code, number of shares held, total number of votes correspondent to the number of members to be elected, the list of nominated candidates. The ballot shall bear the official seal of the Company.
- 6.2. A ballot shall be considered valid if it satisfies all of the following conditions:
- a) Votes are cast only for candidates whose names appear on the official list, and within the number of elected BOD members as approved by the GMS before voting begins;
 - b) The total number of votes cast is less than or equal to ($\leq$) the total number of votes to which the shareholder is entitled (i.e., total entitled number of votes equal to number of voting shares multiplied by the number of elected members);
 - c) The ballot does not fall under the cases specified in Clause 6.3 of this Article.
- 6.3. A ballot shall be deemed invalid if it falls under any of the following cases:
- a) The ballot was not issued by the Organizing Committee of the Meeting;
 - b) The ballot does not bear the official seal of the Company;
 - c) The ballot is torn, crossed out, erased, modified, or contains names of candidates not included in the official list of candidates announced at the Meeting prior to voting;
 - d) The ballot contains additional information or symbols that are inappropriate;
 - e) The total number of votes allocated to candidates exceeds the total number of votes the shareholder is entitled to;
 - f) Votes are cast for more candidates than the number of BOD members to be elected;
 - g) The ballot is not signed and does not clearly state the full name of the voter;
 - h) The ballot is submitted to the Vote Counting Committee after the voting session has ended and the ballot box has been sealed.
- 6.4. Invalid ballots shall not be counted in the election results.



6.5. Instructions to fulfill the Election Ballot:

a) Shareholders may choose from the following methods to complete the ballot:

- Writing the number of votes in the “Number of Votes” column:

- If the shareholder wishes to vote for a candidate, they shall write the number of votes they wish to allocate in the “Number of Votes” column corresponding to that candidate’s name. The number of votes shall not exceed the total number of votes the shareholder is entitled to.
- If the shareholder does not wish to vote for a particular candidate, they shall write “0” or leave the “Number of Votes” column blank for that candidate’s row; the shareholder shall sign and clearly state their full name at the bottom of the ballot.

- Marking with (x) or (✓) in the “Number of Votes” column:

- To cast all votes for one candidate: mark the “Number of Votes” column corresponding to that candidate’s name.
- To allocate votes equally among all candidates: mark the “Number of Votes” column for each of all listed candidates.

b) The shareholder or the authorized representative attending the Meeting may allocate all votes to one or several candidates, or choose not to vote for any candidate.

6.6. In the event that a shareholder makes a mistake while completing the ballot, provided that the ballot has not yet been placed into the ballot box, the shareholder may directly contact the Head of the Vote Counting Committee to request a replacement ballot to ensure the shareholder’s rights are fully protected.

Article 7. Principles for Voting on Election of Members of the Board of Directors

- 7.1. The Vote Counting Committee shall prepare the ballot box for electing members of the Board of Directors. The ballot box shall be inspected by the Vote Counting Committee in the presence of the shareholders.
- 7.2. Voting shall commence upon the order of the Chairperson of the Meeting or the Head of the Vote Counting Committee and shall end when the last attending shareholder casts their vote into the ballot box, or 15 minutes after the voting



begins, whichever comes first. Upon completion of the voting, the ballot box shall be sealed by the Vote Counting Committee in the presence of the shareholders.

- 7.3. Vote counting shall be conducted immediately after the voting concludes and the ballot box is sealed. The vote counting location must ensure privacy and independence principles, so that members of the Vote Counting Committee are not subject to interference or influence from others during the entire vote counting process.
- 7.4. The vote counting results shall be recorded in writing and announced to the Meeting by the Head of the Vote Counting Committee.

Article 8. Principles for Electing Members of the Board of Directors

- 8.1. Candidates elected to the Board of Directors shall be determined based on the number of votes received, ranked in descending order, starting from the candidate with the highest number of votes, until the required number of members has been elected.
- 8.2. In the event that two (02) or more candidates receive an equal and highest number of votes, the General Meeting of Shareholders shall conduct a re-election among those candidates with the tied vote count.

Article 9. Announcement of Vote Counting Results

- 9.1. Based on the Vote Counting Record, the election results must be announced by the Vote Counting Committee at the Meeting.
- 9.2. The Vote Counting Record shall include: the total number of shareholders attending or authorizing attendance at the meeting; the total number of shareholders casting votes; the number of valid and invalid ballots; and the number of votes received by each candidate for the Board of Directors.
- 9.3. The election results shall be recorded in the Resolution of the General Meeting of Shareholders.

Article 10. Complaints Regarding the Election and Vote Counting

Any complaints concerning the election and vote counting at the Meeting shall be resolved by the Chairperson and recorded in the GMS meeting minutes.

Article 11. Effectiveness

- 11.1. This Election Regulations consist of 03 Chapters and 11 Articles and shall take effect upon approval by the General Meeting of Shareholders. It applies exclusively to the election of additional members to the Board of Directors for the 2022–2027 term at the 2026 Annual General Meeting of Shareholders of the Company



11.2. The Chairman of the Board of Directors – Chairperson of the Meeting – shall sign and promulgate these Regulations upon approved in full by the General Meeting of Shareholders.

**OBO. GENERAL MEETING OF
SHAREHOLDERS**

**CHAIRMAN OF THE BOARD
OF DIRECTORS**

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