

DRAFT

NOTICE

Of candidacy and nomination for members of the Board of Management, Board of Supervisors for the 2025 - 2030 term

To: The value shareholders of Song Ba Joint Stock Company

According to regulations, at the 2025 Annual General Meeting of Shareholders of Song Ba Joint Stock Company (SBA) held on 31th March 2025, the Board of Management and Board of Supervisors for the 2025 - 2030 term will be elected.

Pursuant to the Enterprise Law no. 59/2020/QH14 dated 17th June 2020 (Enterprise Law), the Charter of Organization and Operation of Song Ba Joint Stock Company (the Company's Charter), the Board of Management of the Company respectfully requests that qualified shareholders participate in the election and nomination of members of the Board of Management and Board of Supervisors for the 2025 - 2030 term, with the number of elected members of the Board of Management and Board of Supervisors:

- Board of Management: 05 people;
- Board of Supervisors: 03 people;

I. Standards and conditions for becoming a member of the Board of Management and Board of Supervisors; Candidacy and nomination of members of the Board of Management and Board of Supervisors:

Content as attached Appendix.

II. Application for candidacy and nomination of candidates for members of the Board of Management and Board of Supervisors:

1. Application for candidacy/nomination to join the Board of Management, Board of Supervisors (*according to form 01.1; 01.2*)
2. Candidate's CV (*according to form no. 02*).
3. Certified copies of Citizen ID card/Passport, diplomas and certificates proving the candidate's professional qualifications. In case the diplomas

and certificates are in a foreign language, they must be translated into Vietnamese and certified.

4. Document from the organization's competent authority on nominating the representative to manage the capital contribution at SBA to participate as a member of the Board of Management and Board of Supervisors (if any);
5. Declaration of related persons of the candidate (*according to form No. 03*).
6. Commitment letter to perform duties honestly if elected as a member of the Board of Management or Board of Supervisors (*according to form No. 04*)
7. Other documents proving that the candidate meets the standards and conditions according to this notice (if any).

III. Procedures for nomination and candidacy for members of the Board of Management and Board of Supervisors.

Candidacy and nomination documents for becoming a member of the Board of Management and Board of Supervisors are made into 01 (one) original set and sent directly or by post in the form of registered mail to Song Ba Joint Stock Company at the address: No. 573 Nui Thanh, Hoa Cuong Nam Ward, Hai Chau District, Da Nang City, phone number: 0236.3653592.

Time for receiving documents: Nomination and candidacy documents must be sent to the Company before 15:00 on 28th March 2025.

Note: Candidates and nominees for the Board of Management and Board of Supervisors must be legally responsible for the completeness, accuracy and honesty of documents and information provided to SBA.

Best regards.

**ON BEHALF OF THE BOARD OF
MANAGEMENT
CHAIRMAN**

Recipients:

- As mentioned above;
- Member of the Board of Management;
- Board of Supervisors;
- Post the Company's website;
- Archiving: Company.

Attached documents:

- Application for Candidacy/Nomination Form;
- Resume Form;

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- Related Person Declaration Form;
- Commitment Letter Form;

STANDARDS AND CONDITIONS FOR BECOMING A MEMBER OF THE BOARD OF MANAGEMENT, BOARD OF SUPERVISORS AND CANDIDACY, NOMINATION OF MEMBERS OF THE BOARD OF MANAGEMENT, BOARD OF SUPERVISORS OF SONG BA JOINT STOCK COMPANY FOR THE 2025 - 2030 TERM

I. Standards and conditions for becoming a member of the Board of Management *(According to Article 151 of the 2014 Enterprise Law and Article 25 of the Company Charter):*

1. Members of the Board of Management must have the following standards and conditions:

- Not subject to the provisions of Clause 2, Article 17 of the Enterprise Law;
- Have professional qualifications and experience in business administration or in the Company's business fields, industries and professions and do not necessarily have to be a shareholder of the company, unless otherwise provided in the Company Charter.
- A member of the Board of Management of a company can concurrently be a member of the Board of Management of another company.

2. Independent members of the Board of Management must meet the following standards and conditions, unless otherwise provided by securities law:

- Not be a person who is currently working for the company, subsidiary of the company; not be a person who has worked for the company, subsidiary of the company for at least the previous 3 consecutive years
- Not be a person who receives salary or remuneration from the company, except for allowances that members of the Board of Management are entitled to according to regulations;
- Not be a person whose wife or husband, biological father, adoptive father, biological mother, adoptive mother, biological child, adopted child, biological siblings is a major shareholder of the company; is a manager of the company or a subsidiary of the company;
- Not be a person who directly or indirectly owns at least 01% of the total voting shares of the company;
- Not be a person who has been a member of the Board of Management or Board of Supervisors of the Company for at least the previous 5 consecutive

years, except in the case of being appointed for 2 consecutive terms;

- Other standards and conditions as prescribed by the Company Charter and relevant laws.

II. Standards and conditions for being a Supervisor *(According to Article 164 of the 2014 Enterprise Law and Article 37 of the Company Charter):*

Supervisor must have the following standards and conditions:

- Not subject to the provisions of Clause 2, Article 17 of the Enterprise Law;
- Be trained in one of the following majors: economics, finance, accounting, auditing, law, business administration or majors suitable for the Company's business operations;
- Not be a person who has family relationships with members of the Board of Management, General Director and other managers;
- Not be a person who manages the company; not necessarily a shareholder or employee of the company, unless otherwise provided in the Company Charter;
- Not working in the accounting or finance department of the Company;
- Not a member or employee of an independent auditing company that audited the Company's financial statements in the previous 3 consecutive years;
- Other standards and conditions as prescribed by the Company Charter and relevant laws.

III. Nomination and candidacy for members of the Board of Management and Board of Supervisors *(According to Article 114 of the Enterprise Law and Articles 25 and 36 of the Company Charter):*

1. Shareholders or groups of shareholders *(according to the list of shareholders finalized on 03 March 2025)* owning 10% or more of the total number of common shares have the right to nominate candidates for the Board of Management and the Board of Supervisors according to the provisions of the Enterprise Law and the Company Charter. Common shareholders may form groups to nominate candidates for the Board of Management and the Board of Supervisors. Shareholders or groups of shareholders holding from 10% to less than 15% of the total number of voting shares may nominate one (01) candidate; from 15% to less than 30% may nominate up to two (02) candidates; from 30% to less than 40% may nominate up to three (03) candidates; from 40% to less than 50% may nominate up to four (04) candidates; from 50% to less than 60% may nominate up to five (05) candidates.

2. In case the number of candidates for the Board of Management through

nomination and candidacy is still not enough, the current Board of Management can nominate additional candidates or organize nominations according to the mechanism prescribed by the Company in the Internal Regulations on Corporate Governance. The procedure for the current Board of Management to introduce candidates for the Board of Management must be clearly announced and must be approved by the General Meeting of Shareholders before the nomination in accordance with the law.

3. In case the number of candidates for the Board of Supervisors through nomination and candidacy is not enough, the current Board of Supervisors can nominate additional candidates or organize nominations according to the mechanism prescribed in the Company Charter and Internal Regulations on corporate governance. The mechanism by which the current Board of Supervisors nominates candidates for the Board of Supervisors must be clearly announced and must be approved by the General Meeting of Shareholders before the nomination is made in accordance with the law.