



**VIETNAM POWER DEVELOPMENT
JOINT STOCK COMPANY**

No.: 39/TTr-HĐQT

**THE SOCIALIST REPUBLIC OF VIETNAM
Independence - Freedom - Happiness**

Hanoi, dated April 1st, 2026

PROPOSAL

**Regarding the issuance of the Regulation on organization of the 2026 Annual
General Meeting of Shareholders
Vietnam Power Development Joint Stock Company**

To: General Meeting of Shareholders of the Company

Pursuant to the Enterprise Law No. 59/2020/QH14 passed by the National Assembly of the Socialist Republic of Vietnam on June 17, 2020, amended and supplemented by Law No. 03/2022/QH15 passed by the National Assembly of the Socialist Republic of Vietnam on January 11, 2022, and Law No. 76/2025/QH15 passed by the National Assembly of the Socialist Republic of Vietnam on June 17, 2025, and guiding documents for implementation;

Pursuant to the Securities Law No. 54/2019/QH14 passed by the National Assembly of the Socialist Republic of Vietnam on November 26, 2019, amended and supplemented by Law No. 56/2024/QH15 passed by the National Assembly of the Socialist Republic of Vietnam on November 29, 2024, and guiding documents for implementation;

Pursuant to Decree 155/2020/NĐ-CP dated December 31, 2020 Detailed regulations for the implementation of a number of articles of the Securities Law amended and supplemented by Decree 245/2025/NĐ-CP dated September 11, 2025;

Pursuant to the Charter of Vietnam Power Development Joint Stock Company as amended and supplemented by Decision No. 1901/QĐ - HDQT dated December 21, 2023 of the Board of Directors of Vietnam Power Development Joint Stock Company;

Pursuant to the Operating Regulation of the Board of Directors of Vietnam Power Development Joint Stock Company issued under Decision No. 728/QĐ - HDQT dated May 10, 2023;

Pursuant to the Internal Regulation on Corporate Governance issued under Decision No. 729/QĐ-HĐQT dated May 10, 2023.

Pursuant to Resolution No. 28/NQ-HĐQT dated March 31, 2026 of the Company's Board of Directors on contents to be submitted to the 2026 Annual General Meeting of Shareholders.

In order to ensure the successful organization of the 2026 Annual General Meeting of Shareholders of Vietnam Power Development Joint Stock Company, the Board of Directors of the Company respectfully submits to the General Meeting of Shareholders for approval the Regulation for organization of the 2026 Annual



General Meeting of Shareholders - Vietnam Power Development Joint Stock Company. *Details of the Regulation are attached.*

Best Regards./.

Recipient:

- As above;
- SSC;HOSE;
- Archives, BOD Office.

**ON BEHALF OF BOARD OF DIRECTORS
CHAIRMAN**

Nguyen Hoang Dao

**ORGANIZATION REGULATION
THE 2026 ANNUAL GENERAL MEETING OF SHAREHOLDERS**

**Chapter I
GENERAL PROVISIONS**

Article 1. Scope and subjects of application

1. This Regulation apply to the organization of the 2026 Annual General Meeting of Shareholders (hereinafter referred to as the "General Meeting") of Vietnam Power Development Joint Stock Company.
2. This Regulation specifically stipulates the rights and obligations of shareholders, participants of the General Meeting, conditions and procedures for conducting the General Meeting.
3. Shareholders and participants are responsible for complying with the provisions of this Charter.

Article 2. Conditions for attending the General Meeting

Shareholders of Vietnam Power Development Joint Stock Company whose names are on the List of Shareholders on the last registration date of March 24, 2026 (VNPD shareholders) finalized by Vietnam Securities Depository and Clearing Corporation and legally authorized representatives of VNPD shareholders whose names are on the above list all have the right to attend and vote on issues at the General Meeting.

**Chapter II
RIGHTS AND OBLIGATIONS OF PARTIES ATTENDING THE
GENERAL MEETING**

Article 3. Rights of shareholders when attending the General Meeting

1. Shareholders are entitled to vote on matters within the authority of the General Meeting of Shareholders according to the provisions of the 2020 Enterprise Law, relevant legal documents and the Charter of Vietnam Power Development Joint Stock Company (Charter).
2. Shareholders are publicly announced the program content by the General Meeting Organizing Committee.
3. Shareholders and authorized representatives attending the General Meeting shall discuss and vote on the contents stated in Clause 2 of this Article and other arising contents under the authority of the General Meeting of Shareholders under the direction of the Presidium.
4. When attending the General Meeting, each shareholder/person authorized by the shareholder will receive a Voting Card and Voting Paper, Election Paper

(if any) - which contains the Shareholder Code, Full Name of the Shareholder, Number of Voting Forms Owned, Number of Voting Forms Authorized, Total Number of Voting Forms Represented.

5. Shareholders and legally authorized representatives of shareholders who attend the meeting after the meeting has opened may still register and have the right to vote immediately after registration. In this case, the validity of the previously voted contents remains unchanged.

Article 4. Obligations of shareholders when attending the General Meeting

1. Shareholders/authorized persons attending the General Meeting must present their Identity Card/Citizen Identification Card/Passport and Power of Attorney or document appointing a representative to attend the General Meeting (for cases of authorization) to the Shareholder's Eligibility Verification Committee to register to attend the General Meeting.
2. Comply with the provisions of this Regulation, the direction of the Chairperson and respect the results at the General Meeting. In case there are issues arising under the authority of the General Meeting of Shareholders, under the direction of the Chairperson of the General Meeting, shareholders/ authorized persons are responsible for complying with necessary and valid measures so that the General Meeting reflects the wishes of the majority of attendees.

Article 5. Shareholder's Eligibility Verification Committee

The Shareholder's Eligibility Verification Committee, established by the Organizing Committee of the 2026 Annual Shareholders' Meeting, has the following obligations:

1. Check the eligibility of shareholders/legally authorized representatives of shareholders attending the General Meeting: Check ID card/Citizen ID card/Passport and Power of Attorney/document appointing representatives to attend the meeting (if any);
2. Distribute Voting cards, voting papers, election papers (if any) and meeting documents to shareholders/legally authorized representatives of shareholders;
3. Report to the General Meeting on the results of the verification of shareholders' eligibility to attend the General Meeting.

Article 6. Board of vote counting

1. The Vote Counting Board of the General Meeting is nominated by the Chairperson and approved by the General Meeting of Shareholders at the General Meeting.
2. The Vote Counting Board has the following duties:
 - Instruct shareholders/legally authorized representatives on how to use Voting

Cards/Voting Papers/Election Papers (if any);

- Supervise the voting of shareholders at the General Meeting;
- Summarize the number of voting shares for each content;
- Notify the results to the Chairperson, the General Meeting Secretariat and announce the voting results before the General Meeting .

Article 7. Presidium

1. The Chairperson of the Board of Directors of the Company is the Chairperson of the General Meeting. The Presidium of the General Meeting includes the Chairperson of the General Meeting and a number of members of the Board of Directors nominated by the Chairperson of the General Meeting.
2. The Presidium shall be responsible for presiding over the General Meeting.
3. The Presidium shall conduct all necessary and reasonable tasks to conduct the General Meeting in accordance with the approved program and reflect the wishes of the majority of the attendees. The Presidium's decision on matters of order, procedure or events arising outside the program of the General Meeting shall be final.
4. At any time, the Presidium may postpone the General Meeting to another time (in accordance with the provisions of the 2020 Enterprise Law and the Charter of Vietnam Power Development Joint Stock Company) without consulting the General Meeting if it finds that:
 - a. The behaviors of those present prevent or are likely to prevent the orderly conduct of the meeting; or
 - b. The delay is necessary so that the work of the General Meeting may be properly conducted.

Article 8. The Secretariat

1. The General Meeting Secretariat consists of a Head and one or more Members nominated by the Presidium.
2. The Secretariat shall perform supporting tasks assigned by the General Meeting Chairperson, truthfully and accurately record the content of the General Meeting in the Minutes and Resolutions of the General Meeting.

Chapter III

CONDUCT AND VOTING ORDER OF GENERAL MEETING

Article 9. Conditions for conducting the General Meeting

The meeting shall be conducted when the number of shareholders attending represents more than 50% of the total number of votes, according to the list of shareholders on the record date to convene the meeting.

Article 10. Conditions for the Resolution of the General Meeting of Shareholders to be passed

1. Resolutions on the following contents shall be passed if approved by shareholders representing over 65% of the total votes of all shareholders attending and voting at the meeting, except for the cases specified in Clauses 3, 4 and 6, Article 148 of the Law on Enterprises:
 - a. Types of shares and total number of shares of each type;
 - b. Change of industry, profession and business field;
 - c. Change the company's organizational and management structure;
 - d. Investment project or sale of assets with value from 35% of total asset value recorded in the Company's most recent financial statements.
 - e. Reorganization, dissolution of the company.
2. Resolutions are passed when approved by shareholders holding more than 50% of the total votes of all shareholders attending and voting at the meeting, except for the cases specified in Clauses 1, 3, 4 and 6, Article 148 of the Law on Enterprises.

Article 11. Conducting the General Meeting

1. The General Meeting is expected to last for half a day.
 2. The General Meeting will adopt the General Meeting Agenda, discuss and approve the contents stated in the General Meeting Agenda in turn.
 3. Form of voting to approve issues at the General Meeting of Shareholders when shareholders attend in person at the meeting place as follows:
 - a. Voting by raising Voting Cards: this form is used to approve issues such as: The General Meeting Agenda; the General Meeting Organization Regulation; approval of the Vote Counting Committee; other contents at the General Meeting (if any);
- ❖ Voting method:
- Shareholders vote by raising their Voting Cards (*Agree/Disagree/No opinion*) for each content. For issues voted by raising Voting Cards, Shareholders raise their Voting Cards when asked by the Chairperson. Shareholders raise their Voting Cards according to the direction of the Chairperson.
 - Shareholders who raise their Voting Card more than once (01) time when voting on an issue are considered invalid.
 - Shareholders who do not raise their Voting Cards in all three votes of *Agree, Disagree or No Opinion* on an issue are considered invalid.

- b. Voting by filling out the Voting Paper and secret Paper: this form is used to approve the following contents: proposals, reports at the General Meeting; Minutes of the General Meeting, Resolutions of the General Meeting, determined and clearly stated in each voting paper sent to each shareholder.

❖ Voting method:

- When voting on each content, Shareholders attending the meeting express their voting opinions by marking 01 of 03 voting boxes (*Agree* or *Disagree* or *No opinion*), signing and writing their full name on the Voting Paper and then putting it in the box.
 - Invalid voting content is content for which the Shareholder does not mark any voting box or marks more than one voting box for the same voting content. If a valid voting paper has one or more invalid voting contents, the remaining valid contents will still be counted in the voting result for that valid content.
 - Voting papers are considered invalid in the following cases:
 - + The voting papers are not issued by the General Meeting Organizing Committee;
 - + The voting papers do not follow the prescribed form and are not stamped with the Seal of Vietnam Power Development Joint Stock Company;
 - + The voting papers are crossed out, altered, torn or damaged;
 - + The voting papers do not have the full name and signature of the shareholder/ legally authorized representative of the shareholder ;
 - + The voting papers contain all invalid voting contents;
 - + The voting paper are submitted to the Vote Counting Committee after the Chairperson of the General Meeting declares the voting time closed and the voting paper box has been sealed.
 - Voting begins at the signal of the Chairperson of the meeting and ends when the last shareholder puts his vote into the box or at the signal of the Chairperson of the Meeting, whichever comes first.
4. Discussion at the General Meeting:
- a. Discussion principles:
- Discussion at the General Meeting of Shareholders is coordinated by the Presidium or a representative in the Organizing Committee of the General Meeting, ensuring compliance with the provisions of the Company's Charter.
 - Discussions are only carried out within the prescribed time and within the scope of issues presented in the agenda approved by the General Meeting of

Shareholders, the content does not violate the law, is not related to personal matters or exceeds the authority of the enterprise.

b. Method of submitting discussion questions:

- If there is an opinion that needs to be discussed, shareholders can directly raise their hands to register to speak during the discussion or register the content on the Discussion Paper and submit it to the Secretariat and speak under the direction of the Presidium;

c. Answer discussion questions:

- Based on the content of the shareholders' discussion compiled by the General Meeting Secretariat, the Chairperson or a member designated by the Chairperson will answer the shareholders' opinions.
- Contributions or questions will be collected and answered sequentially and can only be contributed during the discussion of the General Meeting. In case many shareholders have the same opinions, the Presidium will select and answer all shareholders.
- In case of time constraints, questions that are not answered directly at the General Meeting will be considered by the Company and answered to shareholders in an appropriate manner.

Article 12: Checking the voting box and vote counting

1. The Vote Counting Committee shall check the box in the presence of shareholders attending the General Meeting.
2. The counting of votes must be carried out immediately after the voting ends.
3. The vote counting results are recorded in writing and announced by the Head of the Vote Counting Committee before the General Meeting .

Article 13: Resolutions and Minutes of the General Meeting

All contents of the General Meeting of Shareholders must be recorded in the Minutes of the General Meeting by the General Meeting Secretariat. The Minutes and Resolutions of the General Meeting must be read and approved before the closing of the meeting and sent and kept according to regulations.

Chapter IV
IMPLEMENTING PROVISION

Article 14. This Charter consists of 4 Chapters and 14 Articles, approved by the Organizing Committee of the 2026 Annual General Meeting of Shareholders of Vietnam Power Development Joint Stock Company at the General Meeting. Shareholders/Authorized Persons and those attending the General Meeting shall be responsible for implementing the provisions of this Charter.

