**VIETNAM POWER DEVELOPMENT JOINT STOCK COMPANY**

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

*Hanoi, dated April 1st, 2026*

No.: 33/TTr-HĐQT

# PROPOSAL
## Regarding Regulations on the additional election of members of the Board of Directors and Board of Supervisors

To: General Meeting of Shareholders of the Company

*Pursuant to the Law on Enterprises No. 59/2020/QH14 dated June 17, 2020, amended by Law No. 03/2022/QH15 dated January 11, 2022 and Law No. 76/2025/QH15 dated June 17, 2025 and guiding documents for implementation;*

*Pursuant to the Securities Law No. 54/2019/QH14 dated November 26, 2019, amended by Law No. 56/2024/QH15 dated 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 No. 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- HĐQT dated December 21, 2023;*

*Pursuant to the Operating Regulations of the Board of Supervisors of Vietnam Power Development Joint Stock Company issued under Decision No. 557/QĐ-VNPD-BKS dated May 5, 2021;*

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

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

To conduct procedures for electing additional members of the Board of Supervisors in accordance with the provisions of the Law and the Company 's Charter , the Board of Directors of Vietnam Power Development Joint Stock Company respectfully submits to the General Meeting of Shareholders for approval "Regulations on additional election of members of the Board of Supervisors". *Details as attached files.*

Respectfully submit ./.

***Recipient:***
- As above;
- SSC; HOSE;
- Archives: Office of BOD.

**ON BEHALF OF BOARD OF DIRECTORS**
**CHAIRMAN**

**Nguyen Hoang Dao**

# REGULATIONS ON ADDITIONAL ELECTION OF MEMBERS OF THE SUPERVISORY BOARD

The 2026 Annual General Meeting of Shareholders of Vietnam Power Development Joint Stock Company elect additional members of the Board of Supervisors according to the following regulations:

**Article 1. Number, term, criteria and conditions for nomination and candidacy to join the Board of Supervisors**

1. **Number of additional elected members of the Supervisory Board: 01 member, term 2026 - 2031**
2. **Standards and conditions for candidates to join the Board of Directors**

   Members of the Board of Supervisors must meet the standards and conditions prescribed in Article 169 of the 2020 Enterprise Law and the Company Charter .
3. **Conditions for nomination and candidacy to join the Board of Supervisors**

- Shareholders owning shares in the Shareholder List as of March 24, 2026 have the right to nominate and run for election .
- Shareholders or groups of shareholders owning 5% or more of the total number of common shares have the right to nominate candidates for the Board of Supervisors. Shareholders or groups of shareholders owning 5% to less than 10% of the total number of common shares may nominate one (01) candidate; from 10% 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; from 60% to less than 70% may nominate up to six (06) candidates; from 70% to 80% may nominate up to seven (07) candidates; and from 80% to less than 90% may nominate up to eight (08) candidates.
- In case the number of candidates for the Board of Supervisors through nomination and candidacy is not sufficient, the incumbent Board of Supervisors shall introduce candidates or organize nominations in accordance with the provisions of the Company Charter, the Internal Regulations on Corporate Governance and the Regulations on the Operation of the Board of Supervisors. The nomination of candidates by the incumbent Board of Supervisors must be clearly announced before the General Meeting of Shareholders to elect members of the Board of Supervisors in accordance with the provisions of law .

**Article 2. Election method**

- The election of members of the Board of Supervisors is carried out by secret ballot and cumulative voting, whereby each shareholder has a total number of votes for members of theBoard of Supervisors (hereinafter referred to as **"votes"** ) corresponding to the total number of shares owned and authorized multiplied by

the number of members of the Board of Supervisors to be elected as approved by the General Meeting of Shareholders (01 member of the Board of Supervisors).

The method of voting is as follows:

- Shareholders and valid authorized representatives vote for a maximum number of candidates equal to the number of members of the Supervisory Board to be elected as approved by the General Meeting of Shareholders (01 member of the Supervisory Board).
- If all votes are given to one candidate, shareholders mark the box in the corresponding **"Cumulative voting"** column corresponding to that candidate.
- If not voting for any candidate, shareholders leave blank.
- Then, shareholders sign and write full name on the ballot before putting the ballot into the ballot box.

**For example** :

- Shareholder A owns 1,000 (one thousand) shares and is authorized to additional 1,000 shares. The number of members of the Board of Directors/Board of Supervisors elected is 01 member of the Board of Supervisors. Thus:
  + Shareholder A representing 2,000 shares will have a total of 2.000 votes to vote for members of the Board of Supervisors.
- In case a shareholder votes for all of his/her votes for one candidate, the shareholder only needs to mark a cross (X) in the blank box in the **"Cumulative voting"** column corresponding to the candidate he/she wants to vote for, the number of votes of the candidate will be equal to the total number of votes of the shareholder (2.000 votes).
- In case the shareholder does not vote for any candidate, the shareholder leaves blank.

**Article 3. Checking ballot boxes and voting**

- The Ballot Counting Committee shall check the ballot boxes in the presence of shareholders attending the General Meeting.
- Voting begins when the Chairman of the meeting gives a signal and ends when the last shareholder puts his vote in the ballot box or at the Chairman's signal.

**Article 4. Ballot Counting Committee, voting and counting principles**

➢ *Ballot Counting Committee:*

- Ballot Counting Committee nominated by the Chairman and approved by the General Meeting of Shareholders . Members of the Ballot Counting Committee cannot be candidates or related persons of candidates named in the List of candidates for the Board of Supervisors elected at the General Meeting.
- The Counting Committee has the following duties:

+ Introduce content, vote.
+ Supervise the voting and election of shareholders at the General Meeting .
+ SummarizeTotal number of voting shares, election by content.
+ Notify the results to the Chairman, the Meeting Secretariat and announce the voting and election results before the General Meeting .

➢ *Voting and counting principles:*

- The Ballot Counting Committee shall check the ballot boxes in the presence of shareholders .
- Voting begins when the distribution of ballots is completed and ends when the last shareholder puts his ballot into the ballot box or at the Chairman's signal.
- The counting of votes must be carried out immediately after the voting ends.
- Vote counting results are recorded in writing and announced by the Head of the Ballot Counting Committee before the General Meeting .

**Article 5. Cases of invalid ballots**

- The ballot is not issued by Organizing Committee of The General Meeting;
- The ballot does not follow the prescribed form and is not stamped with the Seal of Vietnam Power Development Joint Stock Company;
- The ballot is crossed out, corrected, or contains additional names that are not on the list of candidates approved by the General Meeting of Shareholders before voting;
- The ballot has a number of elected candidates greater than the number of members of the Board of Supervisors approved by the General Meeting of Shareholders;
- The ballot does not have the full name and signature of the shareholder/authorized representative attending the General Meeting of Shareholders;
- The ballots are submitted to the Ballot Counting Committee after the Chairman of the General Meeting declares the voting closed and the ballot box has been sealed;

**Article 6. Regulations on election, vote counting minutes and announcement of vote counting results**

- The number of candidates elected to the additional election of members of the Board of Supervisors is 01 (one) member of the Board of Supervisors.
- The elected member of the Board of Supervisors is determined to be the person with the highest number of votes.
- In case there are 02 (two) or more candidates receiving the same number of votes, a re-election will be held among the candidates with the same number of votes to select 01 (one) member of the Board of Supervisors with the highest number of votes.

- If the re-election is still unsuccessful, the General Meeting of Shareholders may vote to remove a member of the Board of Supervisors and elect a new member at the next annual General Meeting of Shareholders.
- After counting the votes, the Ballot Counting Committee must prepare the Ballot Counting Minutes and must announce the Ballot Counting Minutes before the General Meeting .

**Article 7. Complaints about elections and vote counting**

- Complaints about voting and counting will be resolved by the Chairman of the meeting and recorded in the meeting minutes.

**Article 8. Implementation provisions**

This Regulation consists of 8 Articles, submitted for approval 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 are responsible for complying with the provisions of this Regulation.