

**REGULATION ON ORGANIZATION AND VOTE  
AT THE 2023 ANNUAL GENERAL MEETING OF SHAREHOLDERS  
TIEN PHONG PLASTIC JOINT STOCK COMPANY**

- Pursuant to Law on Enterprises No. 59/2020/QH14 approved by the National Assembly XIII of the Socialist Republic of Vietnam at the Session no. XIV, dated June 17th 2020;

- Pursuant to Charter on the organization and operation of Tien Phong Plastic Joint Stock Company,

The 2023 Annual General Meeting of Shareholders of Tien Phong Plastic Joint Stock Company shall be organized and conducted upon Regulation on organization and vote at the Meeting as below:

**1. Purpose:**

- To ensure that procedures, code of conduct and vote at the Annual General Meeting of Shareholders of Tien Phong Plastic Joint Stock Company are performed properly and successfully.

- Resolutions of the General Meeting of Shareholders are made in accordance with law regulations, which represent the unanimous consent of the General Meeting of Shareholders, satisfy the desire and benefit of the shareholders.

**2. Subjects and Scope:**

- **Subjects:** All shareholders, proxies (duly authorized representatives) attending the General Meeting of Shareholders of Tien Phong Plastic Joint Stock Company must abide by and comply with provisions in this regulation, the Company Charter and applicable laws.

- **Scope:** This regulation is applied for the 2023 Annual General Meeting of Shareholders of Tien Phong Plastic Joint Stock Company on April 28<sup>th</sup>, 2022.

**3. Interpretations/Abbreviations:**

- BOD: the Board of Directors;
- The Company: Tien Phong Plastic Joint Stock Company;
- GMS: General Meeting of Shareholders;
- Delegate(s): Shareholder, proxies (duly authorized representatives);
- OC: Organization Committee;

**4. Content of Regulation:**

#### **4.1. Condition to conduct GMS:**

- The GMS is conducted when it is attended by delegates representing at least 65% of shares with voting rights of the Company.

- Where the required minimum number of delegates does not show up within thirty (30) minutes from the time set to commence the Meeting, the Meeting shall be cancelled by convener. Accordingly, the second Meeting will be convened within thirty (30) days from date planned to organize the first Meeting. The General Meeting of Shareholders shall be re-convened when there is participation of shareholders and proxies attending at least 51% of shares with voting rights.

- Where the required minimum number of delegates does not show up within thirty (30) minutes from the time set to commence the second Meeting, the third meeting will be convened within twenty (20) days from date planned to organize such the second Meeting. In this case, the Meeting shall be conducted regardless of the number of attending shareholders or proxies, the Meeting shall be deemed valid and have the power to determine all issues that are expected to be approved at the first Meeting.

#### **4.2. Condition of attending shareholders:**

All shareholders of Tien Phong Plastic named in the registration list as of March 20th, 2022 are entitled to attend or authorize representative(s) to attend the GMS. In case a shareholder authorizes more than one (1) representative to attend the meeting, he/she must clarify the authorized shares and votes of each representative.

#### **4.3. Compliance for attending delegates:**

- Be punctual, wear formal clothes, comply with security checks (if any), and present identification... upon request of the Meeting OC.

- Receive meeting documents at reception desk.

- Shareholders with late arrival have right of prompt registration and vote at the GMS. The Meeting Chairman does not take the responsibility to suspend the Meeting for that late arrival to perform his/her registration. Result of the issues voted before attendance of such shareholder(s) shall not be affected.

- Set phone to vibration mode or turn it off, go out to answer phone call if needed.

- Abide by regulation of the Organization Committee and the Chairman who presides over the Meeting.

- In case where delegates fail to comply with such aforementioned regulations on security check or measures and regulations, the Chairman, after careful consideration, may refuse or expel such delegate(s) from the Meeting so that the GMS shall be conducted on schedule.

#### **4.4. The Chairman and the Presidium**

- The Presidium consists of 03 members, namely 01 Chairman and 02 members. Chairman of Board of Directors shall assume the position of Chairman of the GMS. The Chairman controls the GMS following the content, agenda that Board of Directors expected to get approval prior to the Meeting.

- In case Chairman of BOD is absent or is temporarily unable to work, other members of Board of Directors shall select one of them to preside over the GMS. Tasks of the Presidium:

- Control operation of GMS following the proposed agenda of BOD which is adopted by GMS;

- Instruct delegates and the GMS to discuss contents within the agenda;
- Propose draft and conclusion of necessary issues for voting at the GMS;
- Answer questions upon request of the GMS;
- Handle issues arising during the GMS.

- Working principles of the Presidium: the Presidium works on the principle of collective, democratic concentration, and decision by majority.

#### **4.5. The GMS Secretary:**

- The Chairman assigns one or more person(s) to act as the GMS Secretary.

- Duties and obligations:

- Record fully and truthfully the contents of the GMS;
- Receive Speech Registration Forms from Delegates;
- Make Minutes of the Meeting and prepare Resolution of the GMS;
- Assist the Chairman to disclose information related to the GMS and notify the shareholders in accordance with the laws and the Company Charter.

- Chairman and Secretary of the GMS have power to take necessary measures to control the meeting in a reasonable manner, and order in accordance with the approved agenda as well as to reflect desire of the majority of delegates.

#### **4.6. The Committee of checking shareholders qualification**

- The Committee of checking shareholders qualification consists of 03 members, including 01 head of committee and 02 members, established by the BOD and introduced to the GMS by the Presidium.

- Tasks of the Committee of checking shareholders qualification:

- The Committee is responsible for checking status of shareholders and proxies attending the GMS.

- Head of the Committee shall report to the AGM on the status of shareholders at the Meeting. The GMS shall be conducted where there is attendance of shareholders and

authorized representatives of shareholders attending at least 65% of shares with voting right.

#### **4.7. The Votes counting committee**

- The Votes counting committee is introduced by the Chairman (not exceeding 03 persons) for the GMS to vote by a show of their hands. Candidates of self-nomination or nomination (in case of election) are not allowed to join the Votes counting committee.

- Tasks of the Votes counting committee:

- Disseminate principles, rules and guidelines on how to vote;
- Count and record voting ballots; make minutes of votes counting; announce voting results; transfer the minutes of votes counting to the Chairman for approval of voting and election result;
- Promptly inform the GMS Secretary about voting result;
- Review and report to the GMS any violation relating to vote rules or any claims regarding votes result.

#### **4.8. Speech at the GMS**

- Delegate must get approval from the Chairman prior to giving a speech. The speech must be brief, focusing on key content, and in accordance with the agenda approved by the GMS, or delegate can send his/her opinion in writing to the Secretary for reporting to the Chairman.

- The Chairman will arrange for the delegates to give speech based on the order of speech registration; at the same time, will answer questions from shareholders at the GMS, or record for reply in writing later.

#### **4.9. Principles for Voting at the GMS**

##### *a. General principles for voting*

- All issues in the agenda and content of the GMS must be discussed and voted openly.

- Each share with voting right which is voted by an owner or his/her representative is corresponding to a voting unit.

- One delegate attending the GMS shall receive 01 voting ballot. Information of delegate code, full name, and number of owned and/or authorized shares with voting rights of that delegate shall be included in the voting ballot. The voting ballot is printed, stamped and transferred directly to delegate at the GMS.

##### *b. Method of Voting, Sequence of opinion collection for voting*

Each issue within authority of the GMS shall be proposed to the Meeting in the following sequence:

- Agree (Approved) with the proposed content;
- Disagree (Not Approved) with the proposed content;

- Do not have any comments (Abstain) for the proposed content.

When perform voting at the Meeting, shareholders shall vote to approve contents following one of the methods:

- **Method of writing on the Voting Ballot:** For each issue, shareholders choose one from the three options: “Approved”, “Not Approved”, “Abstain” printed in the Voting Ballot by marking “X” or “V” on his/her option. This method is used to adopt the content of Proposal Letters at the GMS. In case delegate does not mark any of options: “Approved”, “Not Approved”, “Abstain” for any content, it is deemed that he/she chooses “Abstain” for that issue.

After completing all voting contents within the GMS, shareholder shall put voting ballot to the sealed ballot box at the GMS following instruction of the Votes counting committee.

- **Method of a show of hands:** When voting at the GMS, shareholders vote by a show of hands to adopt issues that are not included in Proposal Letters at the GMS. In case delegate does not raise his/her hands in all three hand shows (including “Approved”, “Not Approved” and “Abstain”) following instruction of the Chairman for an issue, it is deemed that he/she approves that issue.

*c. Validity of the Voting Ballot*

- Valid voting ballot:

- Valid voting ballot is a ready-printed one issued by the OC; must not be erased, modified, torn, damaged and added with any contents apart from this voting ballot; and must include hand-written signature with full name of the attending delegate.

- In the voting ballot, the voting content (report, proposal letters) is valid when delegate marks one (01) of three (03) voting blanks. The invalid voting content (report, proposal letters) is the one that is not in accordance with regulation for valid voting content.

- Invalid voting ballot:

- Not printed in accordance to the ready-printed ballot by the OC, and added with other contents apart from this voting ballot.

- No red stamp of the Company, erased, modified, and added with other contents apart from this voting ballot. Such contents which are shown on voting ballot are all invalid.

*d) Record of vote result*

- The Votes counting committee is responsible for receiving vote ballots and recording vote result.

- The Votes counting committee shall check quantity of “Approved”, “Not Approved”, “Abstain” votes for each content, and take responsibility for recording, statistics and reporting the vote counting at the GMS.

*e) Minimum rate for voting*

Resolution of the General Meeting of Shareholders on the following content shall be adopted where there is approval of shareholders representing at least 75% of total votes of attending shareholders:

- Amendment and supplement of the Company Charter;
- Share types and total number of shares of each type;
- Reorganization or dissolution of the Company.
- Decision on transaction for investment or sale of assets of the Company which is equal to or greater than 35% of total assets as recorded in the most recent financial statements of the Company.

Resolution of General Meeting of Shareholders on other issues apart from issues stipulated in Clause 1 Article 17, and Point b Clause 2 Article 21 of the Company Charter shall be adopted where there is approval of shareholders representing at least 65% of total vote of the attending shareholders.

#### **4.10. Minutes, Resolution of the GMS**

Minutes, Resolution of the GMS must be read and adopted before closing of the GMS.

#### **5. Implementation**

- All delegates, representatives and guests attending the GMS are obliged to fully abide by this regulation, other regulations and rules of the Company as well as relevant laws.

- The convener of the General Meeting of Shareholders is entitled to:

- Request attendees to follow security check or other security measures;
- Request the competent authority to maintain the order of the meeting, expel attendees who do not comply with the executive powers of the Chairman, deliberately disturb the order, obstruct the normal progress of the meeting or fail to comply with the security check requirements from the GMS.

- The contents not be specified in this Regulation shall be applied in accordance with the provisions of the Company Charter, the Law on Enterprises 2020 and other prevailing legal documents of the State.

***This Regulation shall take full forces and effects immediately after being approved by the GMS.***

**OBO. BOARD OF DIRECTORS  
CHAIRMAN**

**DANG QUOC DUNG**

