

*Thanh Hoa, April , 2025*

**DRAFT**

**VOTING REGULATIONS**  
**AT THE 2025 ANNUAL GENERAL MEETING OF SHAREHOLDERS**  
**HANOI - THANH HOA BEER JOINT STOCK COMPANY**

*Pursuant to:*

- Pursuant to the Law on Enterprises No. 59/2020/QH14 approved by the National Assembly of the Socialist Republic of Vietnam on June 17, 2020, amended and supplemented by Law No. 03/2022/QH15 approved by the National Assembly of the Socialist Republic of Vietnam on January 11, 2022 and implementing documents;
- Pursuant to the Law on Securities No. 54/2019/QH14 approved by the National Assembly of the Socialist Republic of Vietnam on November 26, 2019, effective from January 1, 2021 and implementing documents;
- Company's Charter of Hanoi - Thanh Hoa Beer Joint Stock Company.

The 2025 Annual General Meeting of Shareholders of Hanoi - Thanh Hoa Beer Joint Stock Company will vote to approve the contents according to the following regulations:

**Article 1. Subjects of voting**

Shareholders owning voting shares of the Company whose names are on the list of Shareholders of Hanoi - Thanh Hoa Beer Joint Stock Company as of March 26, 2025 provided by Vietnam Securities Depository and Clearing Corporation (VSDC) or legally authorized representatives of such shareholders (hereinafter collectively referred to as "Delegate") are entitled to attend and vote at the General Meeting of Shareholders of Hanoi - Thanh Hoa Beer Joint Stock Company.

**Article 2. Principles**

1. Except for the election of the member of the Board of Supervisors, which will be presented in the Regulations on Nomination, Candidacy, and Election of the Additional members of the Board of Supervisors (2025–2030 term), the following reports and

proposals will be presented at the AGM and voted on by the General Meeting of Shareholders using voting ballots:

- a. Report of the Board of Directors on the 2024 operation and 2025 plan
- b. Report of the Executive Board on the 2024 business results and 2025 Business plan
- c. Report of the Board of Supervisors in 2024 and Plan in 2025
- d. Proposal: Other proposals as per the meeting agenda approved by the General Meeting of Shareholders.

The matters requiring approval by Voting ballots will be clearly identified and specified in each voting ballot sent to each shareholder.

2. The method of electing the Board of Supervisors' member will be presented in the Regulations on Nomination, Candidacy, and Election of the Additional Members of the Board of Supervisors (2025–2030 term), which will be approved by the General Meeting of Shareholders at the AGM.

3. Except for the matters specified in Clauses 1 and 2 of this Article, all other issues at the AGM will be approved by voting cards.

### **Article 3 . Voting cards/Voting ballots**

Voting cards /Voting ballots are printed by Hanoi - Thanh Hoa Beer Joint Stock Company and sent directly to Delegates and/or authorized representatives at the Meeting (attached with the Meeting documents). Each Delegate and/or authorized representative is provided with 01 set of Voting cards and Voting ballots. The Voting cards /Voting ballots clearly state the registration number (“Voter code”), full name, number of voting shares of that Delegate and are stamped.

### **Article 4. Voting method**

*When voting at the General Meeting, delegates vote to approve the contents by the following methods:*

#### **❖ Voting card raising method:**

- For voting issues by raising Voting Cards, each issue brought before the General Meeting under the authority of the General Meeting of Shareholders is asked for opinions in the following order:

- + Approve (agreement) with the content just submitted:
- + Disapprove (disagreement) with the content just submitted;
- + Abstain (no opinion) on the content just submitted.

- When voting at the Meeting, the delegates raise their Voting cards high towards the Presidium.

- In case a delegate does not raise the Voting Card in all three votes of approval, disapproval and no opinion on an issue, it is considered as ***a vote of approval (agreement) with that issue.***

- In case a delegate raises the Voting Card all three times or two out of three times voting in favor and/or against and/or having no opinion on an issue, ***the voting result will be recorded at the last raising of the card.***

❖ **Voting method by Voting Ballot:** Delegates vote by choosing one of three options: Approve, Disapprove, Abstain printed on the Ballot by marking “x” or “√” for each content of the Report and Proposal at the Meeting that needs to be voted on. Then, put the ballot into the box prepared by the Ballot Counting Committee according to the instructions of the Ballot Counting Committee. ***The ballot must be signed and clearly state the full name of the delegate.***

- In case a delegate does not choose one of the three options or checks more than one of the three options: Approve, Disapprove, Abstain on a content that needs to be approved, it is considered as ***the voting content is invalid.***

- After completing the voting on all the contents that need to be voted on at the Meeting, the delegates cast their votes into the ballot box that has been sealed at the Meeting according to the instructions of the Ballot Counting Committee.

***a. Validity of Voting Ballot: A valid voting ballot is a ballot in the pre-printed form issued by the Meeting’s Organizing Committee, without erasures, scratches, or tears, without any additional content other than the regulations for this ballot, and must have a signature, below which must be the full handwritten name of the attending delegate.***

- On the Voting Ballot, the voting content is valid when the delegate selects one of the three voting options: Approve, Disapprove, Abstain. ***Invalid voting content*** is content for which the delegate ***does not mark any voting box*** or ***marks more than one voting box for the same voting content*** or content that does not comply with the regulations of valid voting content. ***If a valid voting ballot has one or more invalid voting contents, the remaining valid contents will still be counted in the voting result for that valid content .***

- **Invalid ballot:**

- + Additional content added to the Voting Ballot;
- + Voting ballots do not follow the pre-printed form issued by the Meeting’s Organizing Committee;
- + If the ballot does not have the Company's red seal or has been erased, scratched, torn, or has additional content written outside the regulations for the Voting Ballot, then all voting content on the Voting Ballot is invalid.

- + The ballot does not have full signatures and does not clearly state the full name of the Delegate;
- + The ballot contains all invalid voting contents;
- + The ballot is submitted after the Counting Committee has opened the sealed ballot box.

Note: In case the Voting ballot is erased, torn, or scraped, the delegate can request the Meeting's Organizing Committee to exchange a new ballot after submitting the old ballot and this must be completed before the expired time for voting in the ballot box as prescribed by the Meeting's Chairman.

***b. Announcement of voting results:*** After completing the voting on all the prescribed contents, the Ballot Counting Committee will proceed to count the votes and the Head of the Ballot Counting Committee will notify the Meeting of the voting results and transfer the voting results to the Secretariat to record in the Minutes of the Meeting.

#### **Article 5. Minimum percentage required for voting**

1. Resolutions on the following contents shall be approved if approved by shareholders representing 65% or more of the votes of all shareholders attending and voting at the meeting:

- a. Types of shares and total number of shares of each type;
- b. Change of industry and business field;
- c. Change the company's management structure;
- d. Investment project or sale of assets with a value of 35% or more of the total asset value recorded in the company's most recent financial statements;
- e. Reorganization, dissolution of the company;

2. Other resolutions are approved when approved by the number of delegates owning/ or representing ownership of more than 50% (fifty percent) of the total number of votes of all shareholders attending and voting at the meeting (except for the voting content according to Clause 3, Clause 5 and Clause 6, Article 21 of the Company's Charter).

3. The election of members of the Board of Supervisors must be carried out in accordance with the Regulations on nomination, candidacy, and election of additional members of the Board of Supervisors (term 2025-2030) approved by the General Meeting of Shareholders at the meeting.

#### **Article 6. Ballot counting committee**

- The Ballot Counting Committee is nominated by the Chairman and approved by the General Meeting of Shareholders. Candidates participating in the election or

nomination (in case of election) are not allowed to participate in the Ballot Counting Committee.

- The Counting Committee is responsible for:
  - + Disseminate principles, rules, and instructions on voting methods;
  - + Check and record voting results, prepare minutes of vote counting, announce results; transfer Minutes to the Chairman for approval of voting and election results;
  - + Promptly notify the Secretary of the voting results;
  - + Conduct elections at the Meeting and announce election results.
- The Ballot counting committee must prepare the Ballot counting Minutes and be responsible to the Presidium and the General Meeting of Shareholders when performing its duties.

#### **Article 7. Complaints**

- Complaints about ballot counting will be resolved by the Chairman of the meeting and recorded in the Minutes of the Shareholders' Meeting.

#### **Article 8. Implementation of the Regulations**

- This charter consists of 8 articles and is publicly announced to the General Meeting of Shareholders for approval. The contents not specified in detail in this charter shall be uniformly applied according to the provisions of the Company's Charter, the Law on Enterprise 2020 and current legal documents of the State.

**O/B. BOARD OF DIRECTORS  
CHAIRMAN**

**Bui Truong Thang**