

TRAPHACO JSC

No: ... /2024/TTr-HĐQT

SOCIALIST REPUBLIC OF VIETNAM

Independence - Freedom - Happiness

Hanoi, , 2024

STATEMENT
2024 ANNUAL GENERAL MEETING
re: approving the Working Regulations of the 2024 Annual General Meeting of
Traphaco JSC

To: the 2024 Annual General Meeting of Traphaco JSC

To conduct the 2024 Annual General Meeting, the Board of Directors of Traphaco JSC respectfully submits to the General Meeting to approve the Working Regulations of the 2024 Annual General Meeting.

The Draft was attached to this Statement.

Best regards!

Recipients:

- 2024 AGM;
- BoD, BoS, BoM;
- Archive: BoD Office, Office.

B/O. THE BOARD OF DIRECTORS
CHAIRMAN

(signed)

Chung Ji Kwang

WORK REGULATIONS
2024 ANNUAL GENERAL MEETING OF TRAPHACO JSC
(Issued together with Statement No.... /2024/TTr-HĐQT of BoD of Traphaco JSC)

CHAPTER I. GENERAL PROVISIONS

Article 1. Scope and subjects

1. This regulation applies to the organization of the 2024 Annual General Meeting (AGM) of Traphaco JSC.
2. This Regulation specifically stipulates the rights and obligations of shareholders and attorneys, conditions and procedures for conducting AGM.

**CHAPTER II. RIGHTS AND RESPONSIBILITIES OF SHAREHOLDERS
AND ATTORNEYS**

Article 2. Rights and responsibilities of shareholders and authorized representatives of shareholders when attending AGM

2.1. Rights

1. Being publicly announced the AGM Agenda by the Organizing Committee.
2. Being entitled to voice their opinions and exercise their voting rights towards the Agenda stated in Clause 1 of this Article.
3. At AGM, each shareholder or authorized representative receives a Voting Card and Election Ballot which contain the Shareholder's Name, Shareholder ID Number and Number of shares – with a notary stamp of Traphaco JSC following the registration to attend AGM with the Shareholder Status Inspection Committee.
4. Each common share (*own and/or authorized*) is equivalent to one vote.
5. Shareholders and authorized representatives who arrive late have the right to register to attend the Meeting, and then have the right to participate and vote, but the Chairperson is not responsible for stopping the Meeting and the validity of previously conducted votes are not affected.

2.2. Responsibilities

1. Shareholders and authorized representatives who are organizations can directly attend the Meeting or authorize in writing for one or several other individuals or organizations to attend the Meeting. The authorization for individuals or organizations must be made in writing. The authorization document is made according to the provisions of civil law or according to the form of Traphaco JSC and must clearly state the name of the authorized individual or organization and the number of authorized shares.
2. Shareholders or authorized persons must bring their ID card/passport, Meeting Invitation or Meeting Invitation Notice, and valid Authorization Document (in case of being authorized) and carry out shareholder registration procedures with the Shareholder Status Inspection Committee.
3. Shareholders, authorized representatives sit at the right positions or in the area prescribed

by the Organizing Committee and follow the instructions of the Chairperson, behave civilly and politely, do not cause disorder during the Meeting.

4. Smoking inside the Great Hall is prohibited;
5. All mobile phones must be switched to the silent mode or turned off.

Article 3. Rights and responsibilities of the Shareholder Status Inspection Committee

1. The Shareholder Status Inspection Committee is appointed by AGM.
2. Responsibilities:
 - a) Check the status of shareholders or authorized representatives attending the meeting: Check ID card/ Passport, Meeting Invitation, Authorization Document (if any);
 - b) Distribute Voting Cards, Election Ballots and other documents to shareholders or authorized representatives attending the Meeting;
 - c) Report to AGM on the results of checking the eligibility of shareholders attending the Meeting.

Article 4. Rights and responsibilities of the Vote Counting Committee

1. The Vote Counting Committee consists of a Head of the Committee and members who are not candidates for BoD/BoS, nominated by the Chairperson and approved by AGM before the Meeting.
2. Responsibilities:
 - a) For voting at the Meeting:
 - Instruct shareholders and authorized representatives on how to use Voting Cards;
 - Report voting results to AGM.
 - b) For voting to elect members of BoD/BoS:
 - Notify and guide the Regulations on Electing Members of BoD/BoS;
 - Instruct shareholders and authorized representatives on how to use Election Ballots;
 - Conduct vote counting and prepare Minute of Vote Counting;
 - Report on vote counting results (Election Vote Counting Minute) to AGM.

Article 5. Rights and responsibilities of the Presidium

1. The Chairperson of BoD chairs or authorizes another member of BoD to chair the Meeting.
2. The Chairperson has the right to take necessary and reasonable measures to run the Meeting in an orderly manner, in accordance with the approved agenda and reflecting the wishes of the majority of meeting attendees.
3. The Chairperson instructs on how the Meeting conducts the discussion and the voting on the issues within the Meeting Agenda and other related issues during the Meeting.
4. The Chairperson shall address, according to his/her authorities, any problems that might arise during the Meeting.

Article 6. Rights and responsibilities of the Secretariat

1. The Secretariat consists of 01 Head and a number of members nominated by the Presidium

(if any) and approved by AGM.

2. The Secretariat performs supporting tasks as assigned by the Presidium, including: Fully and honestly record the entire contents and progress of the Meeting and all of the issues approved or unsolved by AGM in the Minutes of AGM; Draft Resolutions on the issues adopted by AGM and perform other supporting tasks assigned by the Presidium.

CHAPTER III. PROCEDURE FOR CONDUCTING THE MEETING

Article 7. Conditions for conducting the Meeting

1. AGM is conducted when the number of shareholders attending the Meeting represents at least 65% of the total voting shares.
2. In case there is not a sufficient number of delegates within thirty (30) minutes from the scheduled opening time of the Meeting, the Meeting must be reconvened within thirty (30) days from the date of the first planned AGM. The reconvened AGM can only be conducted when the attending number of shareholders and authorized representatives representing at least 51% of the total voting shares.
3. In case the second AGM cannot be held due to not having enough delegates within thirty (30) minutes from the scheduled opening time, a third AGM may be convened within twenty (20) days from the intended date of the second AGM, and in this case the AGM is conducted regardless of the number of shareholders or authorized representatives attending and is considered valid.
4. According to the Chairperson's request, AGM has the right to change the Meeting Agenda that was sent with the Meeting Invitation according to the provisions of Clause 3, Article 18 of the Charter of Traphaco JSC.

Article 8. Voting

1. **Principle:** All the issues on the AGM Agenda shall be voted by shareholders and attorneys by raising their Voting Cards, which states the ID of the shareholder and the number of shares he/she is entitled to vote (*owned and/or authorized*) and the Card is issued with a notary stamp of Traphaco JSC.
2. **Method:** Shareholders cast their votes (*agree, not agree, other*) on an issue by using their voting cards. When voting on an issue, shareholders who cast an “agree” vote must raise their cards following the guidance of the Presidium and the Organizing Committee. The members of the Election Committee will record the shareholders’ ID and their corresponding number of voting shares when they vote agree/not agree/other. As soon as the voting on the contents presented at the Meeting is completed, the Election Committee will conduct the vote counting process and after that, announces the results at the Meeting.
3. **The voted contents and voting rules**
 - Each share (*owned and/or authorized*) represents one unit of vote .By the shareholder list (*at the record date of March 11, 2024*), the total number of shares of the Company is **41,453,673** (*Forty one million four hundred fifty three thousand six*

hundred seventy three), equivalents to **41,450,540** (*in words: Forty-one million, four hundred and fifty thousand, five hundred and forty*) votes.

- The issues need to be voted by the Meeting:

+) Approved by the Meeting when shareholders or attorneys representing at least **65 % of the total votes** of the Meeting cast “agree” votes, including:

- Reports of the year 2023 (BoD’s Report on the results of production and business activities in 2023; Activities of BoD in 2023; BoD’s Report in 2023)
- Audited consolidated financial statements for 2023
- The plan for distribution of profit after tax, payment of dividends and remuneration to BoD and BoS in 2023
- The plan of production and business activities in 2024
- Expected plan for profit distribution in 2024, remuneration for BoD and BoS in 2024
- Authorize BoS to select an auditing firm in 2024
- Assign BoD to review and approve the contracts with Traphaco CNC and Traphaco Hung Yen
- Removal and election of members of the BoD and BoS
- Minutes and Resolutions of AGM.

+) The election of members of BoD and BoS is carried out by cumulative voting method in accordance with the provisions of Clause 3, Article 21 of the Company's Charter and Clause 3, Article 148 of the Law on Enterprises. .

+) Other issues that have not been mentioned (*if any*) as prescribed by relevant regulations of the Company's Charter and current law.

Article 9. Discussion

1. Principles

The discussion session is only conducted within the time limit and within the issues outlined on the AGM Agenda;

Shareholders voice their opinions directly at the Meeting or complete the Question Note and submit it to the Secretariat;

The Secretariat will arrange the Question Notes of shareholders by the submission order and give them to the Presidium.

2. Answering questions posed by shareholders

The Chairperson or a member of the Presidium designated by the Chairperson will address the questions of shareholders.

3. The Minutes and Resolutions of AGM must be read and approved before the end of the Meeting.

CHAPTER IV. EFFECTIVENESS

Article 10. Implementation effect

1. This Regulation includes 4 Chapters, 10 Articles, approved on _____, 2024 and takes effect from the date of approval.

2. Shareholders and attendees of the General Meeting are responsible for implementing the provisions of these Regulations.

B/O. THE BOARD OF DIRECTORS

CHAIRMAN

(signed)

Recipients:

- 2024 AGM;
- BoD, BoS, BoM;
- Archive: BoD Office, Office.

Chung Ji Kwang