

**REGULATIONS ON THE ORGANISATION  
OF THE 2026 ANNUAL GENERAL MEETING OF SHAREHOLDERS  
SONG DA CORPORATION – JOINT STOCK COMPANY**

**Chapter I:  
GENERAL PROVISIONS**

**Article 1. Scope of regulation and subjects of application**

1. These Regulations apply to the organisation of the 2026 Annual General Meeting of Shareholders (hereinafter referred to as the General Meeting) of Song Da Corporation – Joint Stock Company.

2. These Regulations set out specific provisions on the conditions for convening the General Meeting, the rights and obligations of shareholders, shareholder representatives and other participants of the General Meeting, as well as the voting on matters falling within the authority of the General Meeting.

3. Shareholders, shareholder representatives and other participants attending the 2026 Annual General Meeting of Shareholders of Song Da Corporation – Joint Stock Company are responsible for complying with the provisions of these Regulations.

**Chapter II:  
RIGHTS AND OBLIGATIONS OF PARTICIPANTS IN THE GENERAL  
MEETING**

**Article 2. Shareholders attending the General Meeting of Shareholders**

1. Eligibility to attend the General Meeting:

All shareholders who are individuals, or duly authorised representatives under written powers of attorney of individual shareholders; authorised representatives of institutional shareholders; or persons authorised by the representatives of organisations holding shares in Song Da Corporation – Joint Stock Company to attend the meeting (in accordance with the shareholder register of the Corporation as finalised by the Vietnam Securities Depository on 24 March 2026) are entitled to attend the General Meeting.

2. Rights and obligations of eligible shareholders attending the General Meeting:

a) Shareholders or their authorised representatives attending the General Meeting are required to present the following documents:

- Notice of Invitation to the Meeting;
- Citizen Identity Card or Passport;

- Power of Attorney in the prescribed form enclosed with the Notice of Invitation to the General Meeting (in the case of attendance by authorised representative).

b) Registration for attendance at the General Meeting:

Shareholders or their authorised representatives shall present the above-mentioned documents to the Shareholder Eligibility Verification Committee and receive the meeting materials, one (01) voting card (one light blue card) and one (01) ballot (one white ballot), specifically as follows:

- Light blue voting card (containing the following information: Shareholder identification number; number of shares carrying voting rights (held and/or represented under authorisation));

- White ballot (containing the following information: Shareholder identification number; number of shares carrying voting rights (held and/or represented under authorisation); matters to be voted on using the method of marking the appropriate box (For, Against, Abstain));

c) Shareholders may authorise another person in writing to attend and vote on their behalf at the General Meeting of Shareholders. An authorised representative attending the General Meeting shall not further delegate such authorisation to another person.

d) Shareholders attending the General Meeting who wish to express opinions or participate in discussions must obtain the consent of the Chairperson of the General Meeting, present their views concisely and focus on the key matters for discussion, in line with the agenda of the General Meeting as approved. Matters already raised by previous speakers shall not be repeated in order to avoid duplication. Shareholders attending the General Meeting may also record their questions or comments on question forms and submit them to the Secretariat of the General Meeting.

đ) Be entitled to vote on all matters falling within the authority of the General Meeting of Shareholders in accordance with the provisions of the Law on Enterprises.

e) At the General Meeting, shareholders and shareholder representatives attending the meeting, after listening to the reports and proposals on matters to be approved, shall discuss and vote on each matter by raising the voting card or by casting a ballot, as applicable.

g) During the course of the General Meeting, shareholders shall comply with the instructions of the Presidium, maintain civilised and courteous conduct, refrain from causing disorder, wear appropriate attire, and not wear hats, smoke, engage in private conversations or use mobile phones while the General Meeting is in session. All mobile phones must be switched off or set to silent mode.

h) Shareholders or authorised representatives arriving late at the General Meeting shall still be entitled to register for attendance and, immediately thereafter, participate in and vote at the General Meeting. However, the

Chairperson shall have no obligation to suspend or interrupt the meeting to facilitate the registration of such shareholders or their representatives, and the validity of resolutions already passed shall not be affected.

i) Shareholders shall strictly comply with the procedures for the use and safekeeping of meeting documents, and shall not copy, record or provide such documents to persons outside the General Meeting without the prior consent of the Presidium. Shareholders shall bear all expenses incurred in attending the General Meeting (including travel, meals, accommodation, etc.) at their own cost.

### **Article 3. Chairperson of the General Meeting**

1. The Presidium of the General Meeting shall consist of no more than five (05) members, comprising the Chairperson of the Board of Directors and members of the Board of Directors of the Corporation, and shall be responsible for presiding over and conducting the General Meeting. The Chairperson of the Board of Directors of the Corporation shall act as the Chairperson of the General Meeting.

2. Rights and obligations of the Chairperson of the General Meeting:

a) To preside over and conduct all activities of the General Meeting in accordance with the agenda approved by the General Meeting of Shareholders. To carry out all necessary actions to ensure that the General Meeting of Shareholders is conducted in a lawful, orderly and proper manner and that the agenda of the General Meeting is completed as planned.

b) To appoint the Secretariat of the General Meeting.

c) Decisions of the Chairperson on matters relating to order, procedures or events arising outside the programme of the General Meeting of Shareholders shall be final and binding.

d) To guide shareholders/shareholder representatives in discussions and the collection of votes on matters included in the approved agenda, and to decide on the order, procedures and events arising outside the programme of the General Meeting.

e) To submit draft resolutions and summarise conclusions on matters that require voting by the General Meeting.

f) To respond to issues and requests raised by shareholders/shareholder representatives.

g) At any time, the Chairperson shall have the right to adjourn the General Meeting to another time and/or another venue (in compliance with the Law on Enterprises No. 59/2020/QH14 dated 2020 and the Charter of Song Da Corporation – Joint Stock Company) without seeking the approval of the General Meeting, if it is deemed that:

- The conduct of persons present interferes with or is likely to interfere with the orderly conduct of the meeting; or

- Such adjournment is necessary to ensure that the business of the General Meeting is conducted in a lawful manner.

The total duration of any adjournment shall not exceed three (03) days from the scheduled commencement date of the meeting.

#### **Article 4. Shareholder Eligibility Verification Committee for Attendance at the General Meeting**

The Shareholder Eligibility Verification Committee for attendance at the General Meeting (hereinafter referred to as the Shareholder Eligibility Verification Committee) shall comprise four (04) members appointed by the Board of Management of Song Da Corporation – Joint Stock Company.

The Shareholder Eligibility Verification Committee shall be responsible for verifying the eligibility of shareholders or their authorised representatives attending the meeting on the basis of the documents presented, including the verification of Citizen Identity Cards, Passports, Notices of Invitation, Powers of Attorney and accompanying documents (if any); issuing Voting Cards, Ballots and meeting materials to shareholders or their authorised representatives; consolidating the verification results and reporting to the General Meeting on the outcome of the verification of shareholders' eligibility to attend the meeting; and assuming responsibility for the results of the shareholder eligibility verification prior to the official commencement of the General Meeting.

In the event that a person attending the meeting does not fully satisfy the eligibility requirements for attendance at the General Meeting, the Shareholder Eligibility Verification Committee shall have the right to refuse that person the right to attend the meeting, and to decline the issuance of voting cards, ballots and meeting materials.

#### **Article 5. Secretariat of the General Meeting**

1. The Secretariat shall comprise one (01) Head and one (01) member, appointed by the Chairperson of the General Meeting. The Secretariat shall be accountable to the Chairperson and the General Meeting of Shareholders for the performance of its duties and shall operate under the direction of the Chairperson.

2. The Secretariat shall perform support functions as assigned by the Chairperson, including:

a) Assisting the Chairperson of the General Meeting in verifying the eligibility of shareholders and shareholder representatives attending the meeting (where necessary).

b) Accurately and faithfully recording the entire proceedings of the General Meeting and all matters approved by the shareholders, as well as matters requiring further note, in the Minutes of the General Meeting of Shareholders.

c) Assisting the Chairperson in announcing draft documents, conclusions, Resolutions of the General Meeting, and notices from the Chairperson to shareholders, upon request.

d) Receiving and reviewing shareholders' applications to speak, and submitting them to the Chairperson for decision.

e) Preparing draft Resolutions on matters approved by the General Meeting.

#### **Article 6. Rights and obligations of the Vote Counting Committee**

1. The Vote Counting Committee shall comprise one (01) Head and members proposed by the Chairperson of the General Meeting and approved by the General Meeting of Shareholders by raising voting cards directly at the meeting.

2. The Vote Counting Committee shall have the following duties:

a) To instruct shareholders attending the General Meeting on the use of Voting Cards and Ballots; to supervise the voting process of shareholders or authorised representatives attending the General Meeting; and to accurately determine the voting results for each matter subject to voting at the General Meeting;

b) To promptly consolidate the number of voting shares for each item and submit the results to the Chairperson for announcement to the General Meeting;

c) To prepare the ballot box, disseminate the voting procedures, and provide instructions on completing ballots;

d) To review and report to the General Meeting any violations of voting procedures or any written complaints or petitions regarding voting results;

e) To prepare the Vote Counting Minutes and announce the voting results to the General Meeting; to hand over the minutes and all ballots to the Chairperson of the General Meeting; and to be accountable to the Chairperson and the General Meeting of Shareholders for the performance of its duties.

### **Chapter III:**

#### **PROCEDURES FOR CONDUCTING THE GENERAL MEETING**

##### **Article 7. Conditions for holding the General Meeting**

The General Meeting of Shareholders may be convened when the shareholders attending the meeting in person and/or by proxy represent more than fifty per cent (50%) of the total shares carrying voting rights, in accordance with the shareholder register of Song Da Corporation – Joint Stock Company.

##### **Article 8. Methods of discussion and voting**

###### **1. Principles**

- Discussions shall only be conducted within the prescribed time limit and must fall within the scope of the matters set out in the agenda of the General Meeting of Shareholders;

- Shareholders wishing to contribute opinions or comments shall register the subject matter in the Question Form and submit it to the Secretariat of the General Meeting;

- The Secretariat of the General Meeting shall arrange the Question Forms submitted by shareholders in the order of registration and forward them to the Chairperson of the General Meeting;

- Shareholders wishing to speak or engage in debate shall raise their hands and may only speak upon obtaining the consent of the Chairperson. Each shareholder shall be entitled to speak for no more than three (03) minutes, and the content of the speech shall be concise and avoid repetition.

2. Method of voting: Voting on matters included in the agenda of the General Meeting shall be conducted in accordance with the decision of the Chairperson, using a method appropriate to the course of the General Meeting, specifically as follows:

a) Voting by ballot:

- Voting on matters to be considered at the meeting shall be conducted by secret ballot. The matters subject to voting as set out in the Ballot shall be voted on by shareholders or their authorised representatives by selecting one of the options (For, Against, Abstain) for each matter requiring approval (shareholders or their authorised representatives must sign the Ballot).

- Shareholders shall cast their ballots in accordance with the following principles:

+ Voting shall commence upon the instruction of the Chairperson of the meeting or the Head of the Vote Counting Committee and shall conclude when the last shareholder casts his/her ballot into the ballot box, or after thirty (30) minutes from the commencement of voting, whichever occurs first. Upon completion of the voting process, the ballot box shall be sealed, and shareholders who do not participate in the voting shall be deemed to have no opinion.

+ Vote counting shall be conducted immediately after the completion of the voting process and the ballot box has been sealed.

- Invalid ballots shall not be included in the vote count and shall comprise, without limitation, the following cases:

+ Ballots not in the prescribed form issued by the Organising Committee or not bearing the seal of the Corporation;

+ Ballots that are torn, crossed out, erased, altered or amended;

+ Ballots in which more than one option is selected for the same voting item, in which case the voting result for that item shall be deemed invalid.

+ Ballots not bearing the signature of the shareholder or the authorised representative of the shareholder.

Voting on each matter to be approved as indicated on the Voting Card shall be conducted independently, and the validity of the vote on one matter shall not affect the validity of votes on other matters.

- In the event that a shareholder makes an error while completing the Voting Card, provided that the Voting Card has not yet been placed into the ballot box, the shareholder shall be entitled to directly contact the Head of the Vote Counting Committee to request a replacement Voting Card in order to ensure the shareholder's lawful rights and interests.

b) Direct voting: Direct voting shall be applied to cases where the voting method specified in Point a, Clause 2, Article 8 above is not applied. In the case of direct voting at the meeting, shareholders or their authorised representatives shall vote on matters subject to approval by raising their Voting Cards or by other means as directed by the Chairperson of the General Meeting. The Vote Counting Committee shall record the number of votes (For, Against, Abstain) and announce the voting results to the General Meeting.

### 3. Voting rules:

a. The voting value of each Ballot and Voting Card shall be determined by the number of shares carrying voting rights held or represented by the shareholder attending the General Meeting. Each share held or represented shall correspond to one (01) voting right.

b. Ballots and Voting Cards bearing the seal of the Corporation shall be issued by the Shareholder Eligibility Verification Committee to shareholders or their authorised representatives attending the meeting. Ballots and Voting Cards shall contain the shareholder identification number, name, signature of the shareholder or authorised representative, and other technical elements to ensure accurate and efficient vote counting.

c. Decisions of the General Meeting of Shareholders relating to classes of shares and the number of shares to be offered for sale; changes to business lines, trades and business sectors; changes to the organisational and management structure; reorganisation or dissolution of the Corporation; investment projects or the sale of assets of the Corporation or its branches with a value equal to or exceeding thirty-five per cent (35%) of the total asset value of the Corporation as stated in the most recent audited financial statements shall only be approved when at least sixty-five per cent (65%) or more of the total voting shares of shareholders with voting rights present in person or represented by authorised representatives attending the General Meeting of Shareholders vote in favour thereof.

d. Except for the cases specified in Point c, Clause 3 of this Article, all other resolutions of the General Meeting of Shareholders shall be approved when more than fifty per cent (50%) of the total voting shares of shareholders with voting rights present in person or represented by authorised representatives attending the General Meeting of Shareholders vote in favour.

### **Article 9. Provisions on vote counting for voting by ballot**

- Organisation of vote counting: Vote counting shall be conducted by the Vote Counting Committee in a closed room immediately after the voting process

has concluded. The Vote Counting Committee shall not cross out, amend or make any alterations to the Ballots.

- Announcement of vote counting results: Upon completion of the vote counting process, the Vote Counting Committee shall prepare Minutes of Vote Counting bearing the signatures of all members of the Vote Counting Committee. The Head of the Vote Counting Committee, on behalf of the Vote Counting Committee, shall read out the vote counting results to the General Meeting.

#### **Article 10. Approval of Resolutions of the General Meeting of Shareholders**

1. Except for the matters specified in Clause 2 of this Article, resolutions of the General Meeting of Shareholders shall be approved when shareholders representing more than fifty per cent (50%) of the total voting rights of all shareholders attending the meeting vote in favour.

2. Resolutions on the following matters shall be approved when shareholders representing sixty-five per cent (65%) or more of the total voting rights of all shareholders attending the meeting vote in favour:

- a) Classes of shares and the total number of shares of each class;
- b) Changes to business lines, trades and business sectors;
- c) Changes to the organisational and management structure of the Corporation;
- d) Investment projects or the sale of assets with a value equal to or exceeding thirty-five per cent (35%) of the total asset value as recorded in the most recent financial statements of the Corporation.
- đ) Reorganisation or dissolution of the Corporation;

#### **Article 11. Minutes and Resolutions of the General Meeting of Shareholders**

1. The Minutes and Resolutions of the General Meeting of Shareholders shall be read out and approved prior to the closing of the General Meeting.

2. The Minutes and Resolutions of the General Meeting of Shareholders shall be kept and retained by the Secretariat of the General Meeting at the Corporation.

### **Chapter IV:**

#### **IMPLEMENTATION PROVISIONS**

##### **Article 12. Implementation provisions**

These Regulations consist of four (04) Chapters and twelve (12) Articles and shall take effect immediately upon being approved at the 2026 Annual General Meeting of Shareholders of Song Da Corporation – Joint Stock Company.

Shareholders and authorised representatives attending the General Meeting shall strictly comply with these Rules of Procedure of the General Meeting of

Shareholders. Any shareholder who violates these Regulations shall, depending on the nature and seriousness of the violation, be considered and subject to handling measures by the Presidium in accordance with the Charter of the Corporation and the Law on Enterprises.

The General Meeting of Shareholders shall have the authority to decide on any amendment or supplementation of these Regulations./.

**FOR AND ON BEHALF OF THE  
BOARD OF MANAGEMENT  
CHAIRMAN**



**Tran Van Tuan**

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