



TIEN GIANG INVESTMENT AND CONSTRUCTION JOINT STOCK COMPANY

WORKING REGULATIONS 2025 ANNUAL GENERAL MEETING OF SHAREHOLDERS TIEN GIANG INVESTMENT AND CONSTRUCTION JOINT STOCK COMPANY

Base:

- Enterprise Law No. 59/2020/QH14 was passed by the National Assembly of the Socialist Republic of Vietnam on June 17, 2020;
- Securities Law No. 54/2019/QH14 was passed by the National Assembly of the Socialist Republic of Vietnam on November 26, 2019;
- Decree 155/2020/ND-CP detailing the implementation of a number of articles of the Securities Law passed on December 31, 2020;
- Company organization and operation charter;
- Internal regulations on corporate governance;

In order to ensure the success of the 2025 Annual General Meeting of Shareholders of Tien Giang Investment and Construction Joint Stock Company, the Board of Directors has developed regulations and principles for working, conducting, and voting at the General Meeting for the General Meeting of Shareholders to approve as follows:

1. PURPOSE

- Ensure the order, principles of conduct and voting at the Annual General Meeting of Shareholders of Tien Giang Investment and Construction Joint Stock Company take place in accordance with regulations and successfully.
- The Resolutions of the General Meeting of Shareholders represent the unified will of the General Meeting of Shareholders, meet the wishes and interests of Shareholders and are in accordance with the law.

2. SUBJECTS AND SCOPE

- Subjects: All Shareholders, representatives (authorized persons) and guests attending the Annual General Meeting of Shareholders of Tien Giang Investment and Construction Joint Stock Company must comply with the provisions of this Regulation, the Company Charter and current regulations of law.
- Scope of application: These regulations are used for organizing the 2025 Annual General Meeting of Shareholders of Tien Giang Investment and Construction Joint Stock Company.

3. EXPLANATION OF TERMS/ACBREVIATIONS

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| Company | : | Tien Giang Investment and Construction Joint Stock Company |
| GMS | : | General Meeting of Shareholders |

4. CONTENT OF THE REGULATIONS

4.1 Conditions for conducting the General Meeting of Shareholders

- The General Meeting of Shareholders shall be conducted when it is participated by a number of shareholders that represent more than 50% of the votes.
- In case the conditions for conducting the meeting prescribed in Clause 1 of this Article are not fulfilled, the second invitation shall be sent within 30 days from the first meeting date unless otherwise prescribed by the company's charter. The second GMS shall be conducted when it is participated by a number of shareholders that represent at least 33% of the votes.
- In case the conditions for conducting the second meeting prescribed in Clause 2 of this Article are not fulfilled, the third invitation shall be sent within 20 days from the second meeting date unless otherwise prescribed by the company's charter. The third GMS shall be conducted regardless of the number of votes represented by the participants.

4.2 Conditions for Shareholders to attend the General Meeting

The Company's shareholders with voting rights according to the list finalized on March 18, 2025 are entitled to attend the General Meeting of Shareholders; they can attend in person or authorize their representatives to attend. In case there is more than one representative authorized according to the provisions of law, the number of shares of each representative must be specifically determined.

4.3 Guests at the Congress

- As management positions of the Company, guests, and members of the Organizing Committee of the General Meeting are not shareholders of the Company but are invited to attend the General Meeting.
- Guests are not allowed to speak at the Congress (except in cases where they are invited by the Congress Chairman, or have registered in advance with the Congress Organizing Committee and have the consent of the Congress Chairman).

4.4 Delegates attending the Congress must comply with the following regulations:

- Be on time, dress politely and formally, comply with security checks (if any), personal documents, etc. as required by the Congress Organizing Committee.
- Receive documents and papers for the Congress at the reception desk in front of the Congress hall.
- Late arriving shareholders have the right to register immediately and then have the right to participate and vote immediately at the General Meeting. The Chairman is not responsible for stopping the General Meeting to allow late arriving shareholders to register; the voting results of issues that have been voted on before the arrival of that delegate will not be affected.
- Leave your phone on vibrate or off, and go outside to talk when necessary.
- No smoking, keep order in the Congress room.

- Comply with the regulations of the Organizing Committee and the Congress Chairman.

- In case any delegate does not comply with the inspection regulations or the above measures and regulations, the Chairman, after careful consideration, may refuse or expel the above delegate from the Congress venue to ensure that the Congress proceeds normally according to the planned program.

4.5 Chairman and Presidium

- The presidium consists of 01 Chair and Members.

- The Chairman of the Board of Directors shall assume the role or the chair or authorize a member of Board of Directors to chair the GMS if it is convened by the Board of Directors;

- In case the chair is not present or is temporarily unable to work, the remaining members of the Board of Directors shall elect one of them as the chair under the majority rule. In case a chair cannot be elected, the chief of the Board of Supervisors shall preside over the election of the GMS chair, in which case the person that receives the most votes will be the chair;

- In other cases, the person that signs the decision to convene the GMS shall preside over the election of the chair by the GMS, in which case the person that receives the most votes will be the chair;

- The chair is entitled to implement necessary and reasonable measures to maintain order during the meeting and adhere to the ratified agenda and serve the majority of the participants;

- The chair is entitled to postpone the GMS that has a sufficient number of participants for up to 03 working days from the initial opening day or change the meeting location in accordance with the provisions of Clause 8, Article 146 of the Law on Enterprises.

- Duties of the Presidium:

- + Manage the activities of the Company's General Meeting of Shareholders according to the Board of Directors' planned program approved by the General Meeting of Shareholders;

- + Guide delegates and the Congress to discuss the contents in the program;

- + Draft and conclude necessary issues for the Congress to vote on;

- + Respond to issues requested by the Congress;

- + Resolve issues arising during the Congress.

- Working principles of the Presidium: The Presidium works according to the principles of collective, democratic centralism, and majority decision.

4.6 Secretary of the Congress

- The Chairman appoints one or more people to act as the meeting Secretary.

- Duties and powers:
 - + Record fully and honestly the content of the Congress;
 - + Receive registration forms for speaking from Delegates;
 - + Prepare meeting minutes and draft resolutions of the General Meeting of Shareholders;
 - + Assist the Chairman in announcing information related to the General Meeting of Shareholders and notifying Shareholders in accordance with the law and the Company's Charter.
 - + Other tasks as required by the Chairman.

4.7 The Board of Voting

- The General Meeting of Shareholders elects one or more people to the Board of Voting at the request of the Chairman of the meeting.
- Duties of the Board of Voting:
 - + Disseminate principles, rules, and instructions on voting methods.
 - + Review and report to the Congress any violations of voting rules or complaints about voting results;
 - + Check and record voting papers, prepare minutes of vote counting, announce results; transfer minutes to the Chairman.

4.8 Delegate Eligibility Verification Committee

- The Congress Delegate Eligibility Verification Committee consists of 01 Head and Members, introduced to the Congress by the Chairman.
- Duties of the Delegate Eligibility Verification Committee:
 - + Check the eligibility and status of Shareholders and Shareholders' representatives attending the meeting.
 - + The Head of the Delegate Eligibility Verification Committee reports to the General Meeting of Shareholders on the situation of shareholders attending the meeting. If the meeting has a sufficient number of shareholders and authorized representatives with the right to attend the meeting representing more than 50% of the total number of votes, the General Meeting of Shareholders of the Company shall be conducted.

4.9 Speaking at the Congress

- Delegates attending the Congress who wish to express their opinions must obtain the consent of the Congress Chairman. Delegates should speak briefly and focus on the key issues that need to be discussed, in accordance with the program content approved by the Congress or send their opinions in written to the Congress Secretary for synthesis and reporting to the Chairman.
- The Chairman of the Congress will arrange for delegates to speak in the order of registration, and at the same time answer questions from Shareholders at the Meeting or record responses in written later.

4.10 Voting on issues at the Congress

4.10.1 Principles

- All issues in the agenda and content of the Congress must be discussed and voted publicly by GMS.

- Voting cards and voting paper are printed, sealed and sent directly to delegates at the Congress by the Company (attached with the documents for attending the General Meeting of Shareholders). The Voting Card and Voting Paper clearly state the delegate's code, full name, number of shares owned and authorized to vote of that delegate.

- The Chairman proposes voting methods for each issue in the agenda for the Congress to approve.

- The voting format is as follows:

+ Voting by raising the Voting Card: This form is used to approve issues such as: Congress agenda; Working regulations at the Congress; Presidium personnel; Secretariat personnel; Vote counting committee personnel; Approval of Congress minutes, Congress resolutions and other contents at the Congress (if any);

+ Voting by filling out the Voting Paper : This form is used to approve the following issues: Report on the Board of Directors' activities in 2024 and the 2025 operation plan; Report on the Board of Supervisors' activities in 2024 and the 2025 operation plan; Audited financial statements in 2024; and vote to approve the contents of the Reports at the Congress.

4.10.2 Voting method

- Delegates vote to approve, disapprove or have no opinion on an issue put to vote at the Congress by raising the Voting Card or filling in the options on the Voting Paper corresponding to the contents to be voted on as prescribed in Section 4.10.1.

- When voting by raising the Voting Card, the front of the Voting Card must be raised towards the Presidium. In case a delegate does not raise the Voting Card in all three votes of Approval, Disapproval or No opinion on an issue, it is considered as a vote of approval on that issue. In case a delegate raises the Voting Card more than one (01) time when voting Approval, Disapproval or No opinion on an issue, it is considered an invalid vote. In the form of voting by raising the Voting Card, the Member of the Delegate Eligibility Verification Committee/Vote Counting Committee marks the delegate code and the corresponding number of votes of each Shareholder Approval, Disapproval, No opinion and Invalid.

- When voting by filling out the Voting Paper, for each content, delegates choose one of three options: "Agree", "Disagree", "No comment" printed in the Voting Paper by marking "X" or "✓" in the box they choose. After completing all the content to be voted on at the Congress, delegates send the Voting Paper to the sealed voting box at the Congress according to the instructions of the Vote Counting Committee. The Voting Paper must be signed and clearly state the full name of the delegate.

4.10.3 Validity of Voting Paper

- **Valid Voting Paper:** The paper is a pre-printed form issued by the Organizing Committee, with the Company's red seal, no erasures, scratches, tears, etc., no additional

content other than the regulations for this voting paper, and must have a signature, below the signature must be the full name handwritten by the attending delegate.

On the voting paper, the voting content (Report, Proposal) is valid when the delegate ticks one (01) out of three (03) voting squares.

- Invalid Voting Paper:

+ Add other content to the voting paper;

+ The voting paper does not follow the pre-printed form issued by the Organizing Committee, the voting paper does not have the Company's red seal or has been erased, scratched, or has additional content other than the regulations for the voting paper, the voting paper does not have a signature, or does not fully state the full name of the delegate, then all voting content on the voting paper is invalid.

4.10.4 Voting rules

Every 01 (one) common share is equivalent to one voting right. Each delegate attending representing one or more voting rights will be issued a Voting Card and Voting Paper.

- At the date of closing the list of Shareholders (March 18, 2025), the total number of shares of the Company is: 25,941,887 Equivalent shares 25,941,887 voting rights

- Issues to be voted on at the GMS shall only be approved when approved by the number of Shareholders holding more than 50% of the total number of votes of all Shareholders attending the meeting. In some cases, the voting issue is stipulated in Clause 1, Article 21 of the Company's Charter, which must be approved by the number of Shareholders holding more than 65% of the total number of votes of all Shareholders attending the meeting.

- Note:

+ Shareholders/authorized representatives with related interests do not have the right to vote on contracts and transactions with a value of 35% or more (of the total value of the Company's assets recorded in the most recent financial report; these contracts or transactions are only approved when the number of Shareholders/authorized representatives representing 65% or more of the total remaining votes approve (according to Clause 4, Article 167, Enterprise Law 2020).

+ Shareholders/authorized representatives owning 51% or more of the total number of voting shares or affiliated persons of such Shareholders do not have the right to vote on contracts and transactions with a value greater than 10% (of the total value of the Company's assets recorded in the most recent financial statements) between the Company and such Shareholders (according to Point b, Clause 3 and Clause 4, Article 167 of the Enterprise Law 2020).

4.10.5 Record voting results

- At the Congress, the General Meeting of Shareholders will approve the Vote Counting Committee.

- The Vote counting committee is responsible for collecting voting papers.

Regulations of the 2025 General Meeting of Shareholders

- The Vote counting committee will check the number of votes in favor, against, and no opinion on each content and is responsible for recording, counting, and reporting the results of the vote counting at the General Meeting of Shareholders.

4.11 Minutes and Resolutions of GMS

The Minutes of the meeting and the Resolution of the General Meeting of Shareholders must be read and approved before the closing of the Congress.

5. Effective

- All delegates, representatives and guests attending the Congress are responsible for fully complying with the contents stipulated in this Regulation, the current regulations, rules and management regulations of the Company and relevant legal regulations.

- The convener of the General Meeting of Shareholders has the right to:

- + Require all meeting attendees to submit to screening or other security measures;
- + Request competent authorities to maintain order at the meeting; Expel those who do not comply with the Chairman's authority, intentionally disrupt order, prevent the normal progress of the meeting or do not comply with security check requirements from the General Meeting of Shareholders.

- The contents not specified in detail in this Regulation shall be uniformly applied according to the provisions of the Company Charter, the Enterprise Law 2020 and current legal documents of the State.

This Regulation takes effect immediately after being approved by the Company's General Meeting of Shareholders.

**ON BEHALF OF THE BOD
CHAIRMAN**

Recipient:

- As above;
- Information disclosure;
- Save: clerical assistant, Office of BOD.

Tran Hoang Huan

Note: This document is prepared in both Vietnamese and English with equal legal validity. In case of any discrepancy between the Vietnamese and English versions, the Vietnamese version shall prevail.

