



**EVNFINANCE JOINT  
STOCK COMPANY**

**ORGANIZING  
COMMITTEE OF THE  
GENERAL MEETING**

**SOCIALIST REPUBLIC OF VIETNAM  
Independence - Freedom – Happiness**

Hanoi, date month year 2024



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**WORKING REGULATIONS  
AT THE ANNUAL GENERAL MEETING OF SHAREHOLDERS 2024  
EVNFINANCE JOINT STOCK COMPANY**

- Based on the Enterprise Law No. 59/2020/QH14 passed by the National Assembly of the Socialist Republic of Vietnam on June 17, 2020;
- Based on the Law on Credit Institutions No. 47/2010/QH12 passed by the National Assembly of the Socialist Republic of Vietnam on June 16, 2010; Law No. 17/2017/QH14 dated November 20, 2017 amending and supplementing a number of articles of the Law on Credit Institutions;
- Based on the Charter of organization and operation of EVNFinance Joint Stock Company;

To ensure the principles of publicity, fairness, democracy and to facilitate the organization and conduct of the Annual General Meeting of Shareholders 2024 of EVNFinance Joint Stock Company (hereinafter referred to as “the Meeting”), the Presidium of the Annual General Meeting of Shareholders 2024 of EVNFinance Joint Stock Company (hereinafter referred to as “the Presidium of the Meeting”) respectfully submits to the Meeting for approval the Working Regulations at the Meeting as follows:

**I - ORDER OF THE MEETING**

1. Delegates (including representatives of relevant agencies and shareholders/representatives of shareholders or groups of shareholders<sup>1</sup> with voting rights) attending the Meeting must be well-dressed and serious;
2. Delegates sit in the correct position or area as prescribed by the Organizing Committee of the Meeting when entering the meeting room;
3. Do not talk privately, do not use mobile phones or other communication devices or make noise and disorder in the meeting room where the Meeting takes place;
4. Delegates are shareholders/representatives of shareholders or groups of shareholders with the right to vote, vote, speak, express opinions on issues at

<sup>1</sup> A representative of a shareholder or group of shareholders is understood as a representative authorized in writing by the shareholder or group of shareholders

- the Meeting in the form of on-site voting, voting and expressing opinions by raising hands and with the consent of the Presidium of the Meeting;
5. Do not smoke, do not bring weapons and explosive materials into the Meeting room.

## II - VOTING ISSUES AND MEETING DOCUMENTS

### 1. Issues expected to be voted on at the Meeting

Order	Content	Approval rate <sup>2</sup>
1	Report on business results 2023, Financial report 2023	Over 51%
2	Business plan for 2024	Over 51%
3	Report of the Board of Directors on operations in 2023 and direction of operations in 2024	Over 51%
4	Report of the independent member of the Board of Directors in 2023	Over 51%
5	Report on the results of the Board of Supervisors's operations in 2023 and plan for 2024	Over 51%
6	Profit distribution plan for 2023	Over 51%
7	Dividend payment plan from retained earnings to pay dividends for 2023 and retained earnings from previous years; Plan to increase charter capital to pay dividends in shares from retained earnings in 2023 and retained earnings from previous years; Delegate/Assign the Board of Directors to carry out procedures as prescribed by law	Over 65%
8	Plan to increase charter capital by issuing shares to employees under the Employee Stock Option Program 2024; Delegate/Assign the Board of Directors to carry out procedures as prescribed by law	Over 65%
9	Remuneration, allowance of the Board of Directors and Supervisory Board in 2024; Reward the Board of Directors, Supervisory Board, Executive Board in 2024	Over 51%
10	Change the maximum foreign ownership ratio of EVNFinance Joint Stock Company	Over 51%
11	Choose a development strategy for EVNFinance in the direction of integrating sustainable factors	Over 51%

<sup>2</sup> Tính trên tổng số phiếu biểu quyết của tất cả cổ đông dự họp chấp thuận

	into business operations; Delegate the Board of Directors to implement	
12	Plan to restructure associated with bad debt handling for the period 2021 - 2025 of EVNFinance Joint Stock Company; Delegate/Assign the Board of Directors to finalize detailed contents as prescribed by law	Over 51%
13	Amend and supplement the Charter of organization and operation of Power Finance Joint Stock Company; Delegate/Assign the Board of Directors to carry out procedures to amend and supplement the Charter of organization and operation of the Company according to the content passed	Over 65%
14	Amend and supplement the Charter of the organization and operation of the Board of Directors; Delegate/Assign the Board of Directors to carry out the procedure of amending and supplementing the Charter of the organization and operation of the Board of Directors according to the approved content	Over 51%
15	Amend and supplement the Internal Governance Charter; Delegate/Assign the Board of Directors to carry out the procedure of amending and supplementing the Internal Governance Charter according to the approved content	Over 51%
16	List of independent audit firms and Delegate/Assign the Board of Directors to select an independent audit firm to conduct the audit of the Financial Report for the year 2025.	Over 51%

**2. Delegates attending the Congress are provided with documents by the Organizing Committee, including:**

- a. The program of the 2024 Annual Shareholders' Meeting;
- b. Draft Regulations for working at the 2024 Annual Shareholders' Meeting;
- c. Report of the Executive Board on the business performance results in 2023, the audited 2023 Financial Report, and the 2024 business operation plan;
- d. Report of the Board of Directors on the activities in 2023 and the operational orientation for 2024;
- e. Report of the independent member of the Board of Directors in 2023;
- f. Report on the results of the Control Board's activities in 2023 and the 2024 plan;

- g. Proposal of the Board of Directors on the profit distribution plan for 2023; Dividend payment plan from profit source to distribute dividends for 2023 and previous years left; Plan to increase charter capital to pay dividends in shares; Plan to increase charter capital from Issuing shares to employees according to the 2024 employee selection program;
  - h. Proposal on Remuneration of the Board of Directors and Control Board in 2024; Rewarding the Board of Directors, Control Board, Executive Board in 2024;
  - i. Proposal on changing the maximum foreign ownership ratio of Power Finance Joint Stock Company; Choosing a development strategy for EVNFinance towards integrating sustainable factors into business operations; Plan for Restructuring associated with handling bad debts in the period 2021 - 2025 of Power Finance Joint Stock Company;
  - j. Proposal on amending and supplementing the Company's organization and operation charter; amend and supplement the Regulations on the organization and operation of the Board of Directors; amend and supplement the Company's Internal Governance Regulations;
  - k. Proposal on the List of independent audit firms conducting the audit of the 2025 Financial Report.
- 3. For shareholders/direct shareholder representatives attending the Meeting, in addition to the common documents mentioned above, additional documents are distributed, including:**
- Confirmation of Meeting attendance;
  - On-site voting ballot for issues seeking opinions at the Meeting;
  - Other documents (if any).

### **III – VOTING AT THE MEETING**

1. All matters that need to be passed at the Meeting must be solicited by public voting of all shareholders/representatives of shareholders or groups of shareholders with voting rights attending the Meeting.
2. Shareholders/representatives of shareholders or groups of shareholders attending the Congress have the right and duty to vote on the issues raised at the Congress.
3. In case shareholders/representatives of shareholders or groups of shareholders with voting rights attend the Meeting after the meeting has started, shareholders/representatives of shareholders or groups of shareholders attending the Meeting are registered and have the right to vote immediately after receiving documents from the Meeting Organizing Committee. In this case, the validity of the votes that have been conducted previously is not affected by the attendance of additional shareholders/representatives of shareholders or groups of shareholders.

4. In case shareholders/representatives of shareholders or groups of shareholders with voting rights attend the Meeting after the meeting has started, shareholders/representatives of shareholders or groups of shareholders attending the Meeting are registered and have the right to vote immediately after receiving documents from the Meeting Organizing Committee. In this case, the validity of the votes that have been conducted previously is not affected by the attendance of additional shareholders/representatives of shareholders or groups of shareholders.
5. Regulations on voting methods at the Meeting, forms of voting at the Meeting:
  - 5.1. Shareholders/representatives of shareholders or groups of shareholders with voting rights attending the Meeting will use the Voting Ballot to express their opinions on the spot about the issues mentioned in Part II above (From item 1 to item 16) and issues directly related to the management method, organization at the Meeting and contents related to the company's policy planning;
  - 5.2. When conducting the Meeting, the Chairperson solicits opinions on each content that needs to be passed in the order Agree, Disagree, Other opinions. Shareholders/representatives of shareholders or groups of shareholders with voting rights need to raise their ballots to express their Agree, Disagree or Other opinions with the content solicited;
  - 5.3. For the content of the opinion on *“Dividend payment plan from profit to divide dividends in 2023 and profits from previous years left; Plan to increase charter capital to pay dividends in shares from profit in 2023 and profits from previous years left; Authorize/Assign the Board of Directors to carry out procedures as prescribed by law”*, *“Plan to increase charter capital from Issuing shares to employees according to the Employee Selection Program in 2024; Authorize/Assign the Board of Directors to carry out procedures as prescribed by law”* and *“Amend and supplement the Charter of organization and operation of Power Finance Joint Stock Company; Authorize/Assign the Board of Directors to carry out procedures to amend and supplement the Charter of organization and operation of the Company according to the content passed”*, if there are over 65% of shares participating in voting (calculated on the total number of shares with voting rights attending the Meeting) agree with the content solicited, that content is passed and vice versa
  - 5.4. Except for the cases mentioned in point 5.3, for each content soliciting opinions of the Meeting, if there are over 51% of voting shares (calculated on the total number of shares with voting rights attending the Meeting) agree with the content solicited, that content is passed and vice versa

#### **IV - EXPRESSING OPINIONS AT THE MEETING**

1. Principle: Shareholders/representatives of shareholders or groups of shareholders attending the Meeting who want to express their opinions must





raise their hands to request to speak. Shareholders/representatives of shareholders or groups of shareholders will express their opinions under the control of the Meeting Presidium.

2. Method of statement: Shareholders/representatives of shareholders or groups of shareholders need to speak concisely and focus on the key content needed for discussion, in line with the content of the work program approved by the Meeting.
3. The Meeting's Presidium will arrange for shareholders to speak in order, and at the same time answer shareholders' questions. Shareholders do not repeat the opinions that have been expressed before, the speaking time does not exceed 03 (three) minutes/one time to express an opinion.

#### **V – RESPONSIBILITIES OF THE MEETING PRESIDUM**

1. Control the meeting according to the content of the Meeting program, the regulations, and the rules that have been approved by the meetings, and guide the discussion, vote on issues in the agenda of the Meeting and related issues. The Meeting Presidium works according to the principle of democratic centralism and decides by majority.
2. Resolve issues arising throughout the Congress meeting process.

#### **VI - RESPONSIBILITIES OF THE SECRETARIAT**

1. Record fully and truthfully the entire content of the meeting's proceedings and the issues that have been approved by the shareholders or still noted at the meeting.
2. Draft the minutes of the meeting and the resolution on the issues that have been approved at the company's congress meeting.

#### **VII - RESPONSIBILITIES OF THE SHAREHOLDER STATUS VERIFICATION COMMITTEE**

1. Welcome and provide congress documents to the attending delegates.
2. Check the status of shareholders/representatives of shareholders or groups of shareholders, prepare a status verification record, and announce the conditions for conducting the Meeting when there is participation of delegates representing over 50% (fifty percent) of the total voting shares of the EVNFinance Joint Stock Company.

#### **VIII - RESPONSIBILITIES OF THE VOTING COMMITTEE**

1. Organize the voting process in a transparent and open manner.
2. Disseminate the voting regulations.
3. Determine the voting results on the issues approved at the Meeting.
4. Quickly inform the Secretariat of the voting results.
5. Issue and collect ballots, conduct vote counting, prepare vote counting minutes, and announce the vote counting results.
6. Review and report to the Congress the decisions on cases violating the voting regulations.

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*This is the entire draft of the working regulations for the 2024 annual general meeting of shareholders of the EVNFinance Joint Stock Company.*

Respectfully submitted for the approval of the Shareholders' Meeting.

**ON BEHALF OF THE PRESIDIUM  
ANNUAL GENERAL MEETING OF  
SHAREHOLDERS 2024**



*Notice: In case of difference between two versions of English and Vietnamese, Vietnamese version shall prevail.*