

VIETNAM OIL AND GAS GROUP  
CORPORATION  
**PETROVIETNAM POWER  
CORPORATION - JOINT STOCK  
COMPANY**

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

*Hanoi, ..... 2025*

**REGULATION ON ORGANIZATION OF THE 2025 ANNUAL GENERAL MEETING OF  
SHAREHOLDERS OF PETROVIETNAM POWER CORPORATION - JOINT STOCK  
COMPANY**

**CHAPTER I**  
**GENERAL PROVISIONS**

**Article 1. Scope**

This Regulation is used for the organization of the 2025 Annual General Meeting of Shareholders (hereinafter referred to as **the "General Meeting"** or the General Meeting of **Shareholders**) of PetroVietnam Power Corporation – Joint Stock Company (hereinafter referred to as the "Corporation/**PV Power**").

**Article 2. Subjects**

Shareholders and parties participating in the General Meeting shall comply with the provisions of this Regulation.

**Article 3. Effect**

This Regulation applies to the organization of the **2025 Annual General Meeting of Shareholders of PetroVietnam Power Corporation - Joint Stock Company**.

**CHAPTER II**  
**CONDITIONS FOR ATTENDING THE GENERAL MEETING**

**Article 4. Conditions for attending the General Meeting**

All shareholders owning POW shares named in the list of shareholders on the closing date of the right to attend the General Meeting provided by Vietnam Securities Depository and Clearing Corporation have the right to attend the General Meeting in person or through an authorized representative in accordance with the provisions of this Regulation and the provisions of law.

**CHAPTER III**

## **RIGHTS AND OBLIGATIONS OF SHAREHOLDERS AND PARTIES ATTENDING THE GENERAL MEETING**

### **Article 5. Rights and obligations of shareholders or authorized representatives**

1. Shareholders or authorized persons are entitled to attend the General Meeting and vote on all matters of the General Meeting in accordance with the provisions of the Law on Enterprises and other relevant legal documents.

2. In case of re-authorization, the meeting attendee must additionally present the original authorization document of the shareholder, the authorized representative of the institutional shareholder (if not previously registered with the Corporation).

3. At the General Meeting, each shareholder or authorized representative must present a Citizen Identity Card (or other identification document equivalent to the Citizen Identity Card), an invitation letter, a Power of Attorney (*In case the shareholder is an individual, the power of attorney must be signed by that shareholder. In case the shareholder is a legal entity, the power of attorney must be stamped and signed by the legal representative, in case the legal representative attends the general meeting, a power of attorney is not required*) for the Board of Directors to check the shareholder status and receive the meeting materials. Voting cards, Voting slips, Election Slips with the shareholder code, number of shares owned and/or representative, total number of votes and affixed with the Corporation 's seal.

#### **4. Voting value of Voting Cards and Voting Slips:**

The value of Voting Cards and Voting Slips corresponds to the ratio of the number of voting shares that the owner or representative registers to attend the General Meeting to the total number of voting shares of the Shareholders/authorized persons present at the General Meeting at the time of voting.

#### **5. Voting value of Election Slips:**

In case of election of members of the Board of Directors, the voting value of Election Slips shall be calculated by the number of votes corresponding to the total number of voting shares owned multiplied by the number of elected members.

6. Shareholders and authorized representatives who come to the General Meeting late have the right to register immediately, then have the right to participate and vote at the General Meeting, but the Chairman is not responsible for stopping the General Meeting and the validity of the completed voting rounds will not be affected.

7. Shareholders and/or authorized representatives who wish to express their opinions for discussion must obtain the consent of the Chairman, make brief statements and focus on the key contents to be discussed, in accordance with the approved agenda of the meeting. The issues that have been stated and answered are not restated to avoid

duplication. Shareholders and/or authorized representatives can also write the content of questions in the Discussion Slips and forward it to the Secretary of the General Meeting.

8. During the General Meeting, Shareholders/authorized representatives must comply with the guidance of the Chairman, behave politely. In case a Shareholder/authorized representative causes disorder, affecting the safety of the General Meeting and participants or violates the above provisions, according to the provisions of law, the Chairman has the right to request them to leave the General Meeting. In serious cases, the Chairman has the right to postpone the General Meeting..

#### **Article 6. Rights and obligations of the Board of Directors to check the status of shareholders**

1. The Shareholders Status Verification Board consists of one (01) Board Head and one or some members appointed by the Board of Directors of PetroVietnam Power Corporation - Joint Stock Company, with the function of checking the status of shareholders or authorized representatives to attend the meeting: to check the identity card (or other identity document equivalent to the identity card), invitation letter, power of attorney (if any), and to organize the distribution of voting cards, voting slips to shareholders or authorized representatives and report on the results of checking the eligibility of shareholders to attend the General Meeting.

2. The Board of Directors shall examine the status of shareholders and have the right to establish a supporting team to complete the Board's tasks.

#### **Article 7. Rights and obligations of the Election and Vote Counting Committee**

1. The Election and Vote Counting Committee consists of one (01) Committee Head and one or some members voted and approved by the General Meeting.

2. The Election and Vote Counting Committee is responsible for distributing Election Slips to Shareholders.

3. The Election and Vote Counting Committee shall notify the regulation on election of members of the Board of Directors; guide the use of Voting Cards, Voting Slips and Election Slips; collect Voting Slips and Election Slips after completing votes and elections; conducting and supervising the voting of shareholders/ authorized representatives; summarize the voting results from the Voting Card, Voting Ballot Paper after their voting completion; report to the General Meeting on the vote counting results.

4. Candidates for membership of the Board of Directors may not be members of the Election and Vote Counting Committee.

5. The Election and Vote Counting Committee has the right to set up a supporting team to complete its tasks.

#### **Article 8. Rights and obligations of the Presiding Committee**

1. The Chairman of the Board of Directors is the Chairman of the Meeting. The Presiding Committee consists of one (01) Chairman and a number of members voted and approved by the General Meeting, with the tasks of administering the General Meeting; Chairman is the chairman of the General Meeting.

2. The decision of the Presiding Committee on the order, procedures or events arising outside the agenda of the General Meeting shall be of the highest judgment.

3. The Presiding Committee conducts such work as it deems necessary to administer the General Meeting in a valid and orderly manner, or for the General Meeting to reflect the wishes of the majority of shareholders present.

4. Without consulting the General Meeting, at any time the Presiding Committee may postpone the General Meeting to another time (in accordance with the provisions of the Law on Enterprises and the Charter of PV Power) and at another location decided by the Chairman if it finds that:

a. Acts of those present obstructs or likely to obstruct the orderly development of the meeting;

b. The postponement is necessary for the work of the General Meeting to be carried forward in a valid manner.

#### **Clause 9. Rights and obligations of the Secretariat**

1. The Secretariat consists of one (01) Head and one or several members appointed by the Presiding Board.

2. The Secretariat shall perform assisting tasks as assigned by the Chairman such as: Taking notes on the meeting progress, honestly, accurately and fully reflecting the contents of General Meeting in the Minutes and Resolutions of the General Meeting; presenting them to the General Meeting;

### **CHAPTER IV**

#### **ORDER OF CONDUCT OF THE GENERAL MEETING**

#### **Article 10. Conditions for conducting the meeting**

The General Meeting is conducted when the number of shareholders attending the meeting represents more than 50% of the total number of votes, according to **the record date list of the Vietnam Securities Depository and Clearing Corporation (VSDC)**. The Shareholder Qualification Examination Committee announces the number of shareholders attending, the total number of voting shares and the participation rate so

that the General Meeting can proceed according to regulations.

### **Article 11. How the General Meeting is conducted**

1. The meeting is expected to take place in 1/2 day.
2. The General Meeting will in turn discuss and approve the contents stated in the Agenda.

### **Article 12. Order of the General Meeting**

1. All General Meeting participants should be well-dressed.
2. Shareholders when entering the General Meeting hall must sit in the right position or area prescribed by the Organizing Committee and absolutely comply with the placement arranged by the Organizing Committee.
3. No Smoking is allowed in the hall where the General Meeting is held.
4. Do not talk privately, do not use mobile phones during the General Meeting. All mobile phones must be turned off or not allowed to ring.
5. Do not film, do not take pictures, do not post information and images on social networks, do not spread dishonest news about developments at the General Meeting.

### **Article 13. How to vote on issues at the General Meeting**

1. Issues in the agenda and meeting contents of the General Meeting must be discussed and voted on by the General Meeting by voting cards or voting slips.
2. Voting method:
  - Method of holding **up the "Voting card"**: When voting at the General Meeting, each shareholder and authorized representative shall raise the voting card high. This method is used to approve the following contents: Program and contents of the General Meeting, Election of the Presidium, Election and Vote Counting Committee, Secretariat, the General Meeting Organization Regulation, Voting Principles and Rules, the General Meeting Minutes and Resolution, etc. except for reports and proposals at the General Meeting.
  - Method of submission of **"Voting Slips"**: each shareholder and shareholder representative is issued one (01) Voting Slip, including three (03) opinions: *approve*, *disagree*, *abstain* on each voting issue. Shareholders/authorized persons will tick "X" in the box of their choice, then sign and clearly write their full names according to the instructions of the Election and Vote Counting Committee. This method is used to approve reports and proposals at the General Meeting.
3. Validity of the voting
  - Valid voting slips: are according to the pre-printed form issued by the Organizing Committee, with the hanging seal of PV Power, not torn, crossed out, repaired, not written with any additional content other than regulations and must be

signed by Shareholders/authorized representatives.

- On the voting slips, the voting content (report, report) is valid when the Shareholder/authorized representatives marks to choose one (01) of three (03) voting boxes: *approve, disagree, abstain*

- Invalid voting slips:

- + Write more contents, information, other symbols...in the voting slips when not requested by the Chairman.

- + Do not tick or tick two or more boxes for all voting contents.

- + The voting slip was not according to the pre-printed form issued by the Organizing Committee, without the hanging seal of PV Power; Deleted, repaired, torn, intact or without the signature of the Shareholder/authorized representatives, then all voting contents on the voting slip are invalid.

- The voting slip has 1 part of invalid voting content: it is a pre-printed form issued by the Organizing Committee, with the hanging seal of PV Power, not torn, crossed out, modified, not written with any other content other than prescribed and must be signed by the Shareholder/authorized representatives do not tick or tick the more than 02 (two) boxes for one content that needs to be voted on, the voting part for that content is invalid.

- If shareholders/authorized representatives make a mistake with the choice, they are entitled to directly meet with the Head of the Election and Vote Counting Committee to request for the exchange of the ballot slips in order to ensure the interests of shareholders on the conditions that they have not put the slips into the ballot box.

#### **Article 14. Approval of the Resolution of the General Meeting of Shareholders**

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

- a) Type of shares and total number of shares of each type;

- b) Change of business lines, trades and domains;

- c) Change the organizational structure of the company's management;

- d) Projects on investment or sale of assets valued at 35% or more of the total value of assets stated in the company's latest financial statements, unless the company's charter prescribes other ratios or values;

- dd) Reorganization or dissolution of the company;

- e) Other matters prescribed by the Corporation's charter.

**2. Resolutions shall be passed when they are approved by the number of shareholders owning more than 50% of the total number of votes of all**

**shareholders attending and voting at the meeting, except for the case specified in Clause 1 of this Article.**

### **Article 15. Minutes of the General Meeting**

1. The meeting of the General Meeting must be recorded in minutes and may be recorded in audio or recorded and stored in other electronic forms. The minutes must be made in Vietnamese, may be additionally made in foreign languages and contain the following principal contents:

- a) Name and address of the head office, business registration number;
- b) Time and place of the General Meeting;
- c) Program and contents of the meeting;
- d) Full name of the chairman and secretary;
- đ) Summarize the progress of the meeting and comments at the General Meeting on each issue in the meeting agenda;
- e) The number of shareholders and the total number of votes of the shareholders attending the meeting, the appendix to the list of registered shareholders and representatives of shareholders attending the meeting with the corresponding number of shares and votes;
- g) The total number of votes for each voting issue, clearly stating the voting method, the total number of valid votes, invalid, approval, disapprovals and abstention; the corresponding ratio to the total number of votes of shareholders attending the meeting;
- h) The approved issues and the corresponding percentage of approved votes;
- i) Signatures of the chairman and secretary.

2. The minutes of the General Meeting meeting must be completed and approved before the end of the meeting.

3. The chairman and secretary of the General Meeting or other persons who sign the minutes of the meeting must be jointly and severally responsible for the truthfulness and accuracy of the contents of the minutes.

The minutes of the General Meeting shall be sent to all shareholders within 15 days from the end of the meeting, or posting them on the Corporation's website as an alternative;.

Minutes of the General Meeting, appendices to the list of shareholders registering to attend the meeting, approved resolutions and relevant documents enclosed with the invitation letter must be kept at the head office of the Corporation.

## **CHAPTER V MISCELLANEOUS**

#### **Article 16. In case of unsuccessful organization of the General Meeting**

1. If the 2025 Annual General Meeting of Shareholders is not eligible to be held as prescribed in the Corporation's Charter, the convening of the second meeting must be carried out within 30 days from the date on which the General Meeting is intended to be opened. The meeting of the Second General Meeting is conducted when the number of members attending the meeting is shareholders and authorized representatives representing at least 33% of the total voting votes.

2. In case the second convened meeting fails to meet the conditions for conducting as prescribed in Clause 1 of this Article, it may be convened for the third time within 20 days from the date the second meeting is scheduled to be opened. In this case, the meeting of the General Meeting of Shareholders shall be conducted regardless of the total number of votes of the shareholders attending the meeting.

### **CHAPTER VI ENFORCEMENT**

#### **Article 17.**

1. This Regulation consists of 6 chapters, 17 articles that take effect from the date of approval by the General Meeting of Shareholders .
2. The Chairman of the General Meeting shall be responsible for administering the General Meeting according to this Regulation.
3. Shareholders or authorized representatives and persons attending the General Meeting shall be responsible for implementing the provisions of this Regulation.

### **PETROVIETNAM POWER CORPORATION - JSC**