



*Hanoi, April 24, 2026*

**WORKING REGULATIONS DRAFT FOR THE 2025 ANNUAL  
GENERAL MEETING OF SHAREHOLDERS**

**Pursuant to:**

- *The Law on Enterprises No. 59/2020/QH14 dated June 17, 2020, as adopted by the National Assembly of the Socialist Republic of Vietnam, as amended by Law No. 03/2022/QH15 dated January 11, 2022 and Law No. 76/2025/QH15 dated June 17, 2025, and their implementing regulations;*
- *The Law on Securities No. 54/2019/QH14 dated November 26, 2019, as adopted by the National Assembly of the Socialist Republic of Vietnam, as amended by Law No. 56/2024/QH15 dated November 29, 2024, and their implementing regulations;*
- *The Charter of Ha Do Group Joint Stock Company;*
- *The Internal regulations on corporate governance of Hado Group Joint Stock Company.*

Kindly submit the following Working regulations for approval by the General Meeting of Shareholders (“GMS”) at the annual GMS:

**CHARTER I. GENERAL RULES**

**Article 1. Scope and Applicability**

1.1. This regulation governs to the organization of the 2025 Annual General Meeting of Shareholders (“GMS”) of Ha Do Group Joint Stock Company (“**Company**”).

1.2. This regulation stipulates working principles; order of the meeting, conditions and procedures for attending the GMS; rights and obligations of shareholders or their authorized representatives (hereinafter collectively referred to as “**Delegates**”), as well as the executive and assisting bodies of the meeting; and the procedures for conducting the meeting, voting, and approving resolutions.

1.3. All shareholders or their authorized representatives; executive and assisting bodies of the meeting; and other relevant individuals and organizations are required to comply with this Regulation.

**Article 2. Interpretation of Terms**

**In this Regulation, the following terms shall have the meanings set forth below:**

2.1. “**Company**” or “**HDG**” refers to Ha Do Group Joint Stock Company.

2.2. “**General Meeting of Shareholders**” or “**GMS**” or “**GM**” means the 2025 Annual General Meeting of Shareholders of HDG .

- 2.3. ***"Delegates"*** means shareholders or (duly) authorized representatives of shareholders attending the GMS.
- 2.4. ***"Electronic Device"*** refers to any means operating based on electrical, electronic, digital, magnetic, wireless transmission, optical, electromagnetic, or similar technologies.
- 2.5. ***"Hybrid GMS"*** refers to a General Meeting of Shareholders held in a combined format where Delegates may attend either in person or online and exercise their voting rights via the Electronic Voting System. This format utilizes electronic means to transmit images and audio over the Internet, enabling Delegates from different locations to follow the proceedings, participate in discussions, and vote on matters of the meeting.
- 2.6. ***"Electronic Voting or e-Voting"*** means the process by which Delegates (including in-person and online attendees) use computers or other Internet - connected devices to vote via the e-voting System as prescribed and notified by HDG.
- 2.7. ***"e-voting System" or "Online GMS System"*** refers to the system supporting the organization of the GMS at <https://hdg.ezgs.com.vn>, providing Delegates with tools to exercise their rights when attending the GMS (including meeting registration, authorization, online voting, and online elections, etc.)
- 2.8. ***"Identifiers"*** means the necessary information required to accurately identify an individual in a given context. .
- 2.9. ***"Access Account" or "Login Information"*** means the necessary information such as username, password, and/or other identifiers (if any) of each Delegate, used to log in/access the Online meeting system to cast e-votes.
- 2.10. ***"Verification"*** means the process of checking and verifying whether the information provided or declared by the individual is accurate.
- 2.11. ***"Total number of voting shares"***: means the number of shares entitled to vote, including the number of shares owned by the Delegate and/or those received by proxy from one or more other Delegates.
- 2.12. ***"Force Majeure Event"*** refers to an event that occurs objectively, is unforeseeable, and remains unavoidable despite all necessary and possible measures being taken.

## **CHARTER II. CONDITIONS AND PROCEDURES FOR ATTENDING THE GENERAL MEETING OF SHAREHOLDERS AND E-VOTING**

### **Article 3. Conditions and procedures for attending the GM**

#### **3.1. Conditions for attending**

##### **a. Attendees:**

Shareholders listed in record of shareholders entitled to attend the 2025 Annual GMS as of the last registration date of March 24, 2026, established according to the company's notice of exercising

rights sent to the Vietnam Securities Depository and Clearing Corporation, as well as duly authorized representatives of these shareholders, shall have the right to attend and vote on matters at the GM.

b. Technological requirements:

Delegates attending the GMS must use appropriate devices with internet connectivity to ensure they can follow the proceedings (for online Delegates) and perform e-voting (for both online and in person Delegates), including but are not limited to personal computers, laptops, tablets, and internet-connected smartphones.

3.2. Procedures for participation

a. For Shareholders:

Each shareholder in the record of shareholders entitled to attend the 2025 Annual GMS of the Company as of the last registration date of March 24, 2026 shall be provided with one (01) unique username and corresponding password to attend the Online GMS and cast e-votes. The username and password shall be provided in the Invitation letter sent to each shareholder. Upon receiving the Invitation letter with access account information, shareholders are responsible for the confidentiality of their account to ensure that only the shareholder can attend and vote on the e-voting system. The Company will provide maximum support to ensure shareholders can attend and vote at the GMS but shall not be responsible for any issues arising from shareholders losing or disclosing their login information.

b. For Shareholder Proxies:

Shareholders who do not attend the GMS in person or online and e-voting may appoint a certified copy the Business Registration Certificate proxy to attend on their behalf in accordance with the Company's Charter and this Regulation. Upon receiving valid authorization documents from the authorizing or authorized party, the Company will provide an access account to the proxy, enabling them to exercise their rights and obligations under the authorization. The access account will be sent to the proxy through the Invitation letter, email, or phone. The authorizing party must provide complete and accurate contact details of the proxy and is fully responsible for the authorization information sent to the Company.

If the proxy is also a shareholder of the Company, they may, according to their needs, choose: (i) to use their own access account (as provided in the Invitation letter) to attend and vote on authorized matters at the GMS, or (ii) request the Company to provide an additional access account following the process mentioned above to attend and vote on authorized matters at the GMS.

c. Notes for shareholders/proxies attending the GM in person:

- *Shareholders attending the GMS in person must present: the original of their Citizen Identification Card/Identity Card/Passport (for individuals); a certified copy of the Business Registration Certificate/Establishment License (for organizations) and the original Invitation Letter.*

- *The proxy attending the GMS in person must present: a certified copy of shareholder's Citizen Identification Card/Identity Card/Passport/Business Registration Certificate/Establishment License; the original of their own Citizen Identification Card/Identity Card/Passport; the original Power of Attorney (if not previously submitted to the Company) and the original Invitation Letter.*

### 3.3. Provision of login information for the e-voting system

#### a. Provision of login information :

The access link to the e-voting system, Access Account, and other Identifiers (if any) for attending the Online GMS will be provided in the Invitation letter (or other login notification forms as regulated by the Company). Delegates are responsible for the confidentiality of their issued access account to ensure that only Delegates can attend the GMS and vote on the e-voting system and shall be fully responsible for the registered information.

#### b. Reissuance of login information:

If a Delegate requests reissuance of login information, the Organizing Committee of the GMS may provide them through direct communication, email or phone. In such cases, the Delegate must provide their identifiers, at least including Full name, nationality, ID card/ Citizen ID/ Passport number, Mobile phone number, email address, and Permanent or Temporary residence Address (contact address) for individuals; and Company name, Business registration number or legal document number, Contact phone number, and Head office address for organizations. The Company may resend the access account information to the Delegate via email, phone number, or other methods according to the Delegate's registered information.

### 3.4. Password Change:

The Company recommends that Delegates should change their login passwords immediately upon receiving login information (including at least username and password) by accessing the e-Voting System to ensure the security of the information.

#### **Article 4. Authorization to attend the GMS**

Authorization to attend the General Meeting of Shareholders shall comply with the provisions of the Law on Enterprises and the Company's Charter. The Power of Attorney must be submitted to the Company in accordance with the content, format, and deadline specified in the Invitation Letter and must be consistent with applicable laws and the Company's Charter.

#### **Article 5. Recognition of Delegates attending the GMS**

Shareholders/proxies of shareholders are considered to be attended the GMS if they have successfully registered for online participation through the e-voting System according to the instructions in the Invitation letter or have completed the in person registration process with the Organizing Committee. The Eligibility Verification Committee will publicly report the results of the Delegate eligibility verification at the GMS.

### **CHARTER III. RIGHTS AND OBLIGATIONS OF DELEGATES AND EXECUTIVE AND ASSISTING BODIES OF THE GMS**

#### **Article 6. Rights and obligations of Delegates attending the GMS**

Delegates have the rights and obligations as stipulated in the Charter and the Internal Regulations on Corporate Governance of the Company and the following rights and obligations:

##### **6.1. Rights of the Delegates:**

- a. To be publicly informed by the GMS's Organizing Committee about the GMS agenda and related materials and to review documents published on the HDG website .
- b. To attend the meeting, participate in discussions and vote on all matters within their authority as prescribed by law and the Company's Charter through the e-voting.
- c. To submit questions to the Chairperson under this Regulation.
- d. To attend the GMS on time. After the meeting has commenced, late-arriving Delegates are still entitled to register for attendance and participate in discussions and voting immediately after registration, the Chairperson is not obligated to pause the meeting for late Delegates to register, and the validity of any prior voting sessions shall not be affected.

##### **6.2. Obligations of the Delegates:**

- a. Accurately register their mobile phone number, contact address, and email address to receive the meeting invitation and/or guidelines for online attendance and electronic voting. Shareholders are fully responsible for the accuracy of the registered information. In case any adjustments or instructions are needed, shareholders should contact the Organizing Committee using the phone number mentioned on the Invitation Letter.
- b. To carefully review General Meeting materials uploaded on the Company's website, including the instructions for attending the Online General Meeting, e-voting and to comply with the Working Regulation at the GMS and these instructions to ensure that the organization of the GMS is conducted in an orderly, stable and lawful manner.
- c. Delegates are responsible for preparing and using appropriate online meeting devices with an internet connection to ensure the ability to follow the proceedings of the Online GMS and participate in e-voting.
- d. To utilize the login information provided to access, participate in, and cast the e-vote for all the matters at the GMS. Delegate shall be responsible and shall not have the right to file complaints in case the Delegate logs out of the e-voting system for any reason or allow others to access the e-voting system during the meeting from the commencement of registration, discussion, and voting until the end of voting.
- e. To maintain the confidentiality of login information to ensure that only the Delegate has the right to vote on the e-voting system. The Delegate's voting results on the e-voting system are

considered the Delegate's final decision. The Delegate is fully responsible before the law and the Company for the e-voting results performed on the e-voting system.

f. The delegate must immediately notify the Company to handle any issues promptly when discovering that their username, password, and/or other identifiers are lost, stolen, exposed, or suspected of being exposed, by contacting the company using the methods specified in the Invitation letter to lock the access account and security device. The Delegate shall be responsible for any damages, losses, and other risks occurring before the company receives the Delegate's notification if the cause is attributable to the Voters

g. In case shareholders authorize other individuals/organizations to attend the GMS and perform e-voting, the provisions outlined in the Invitation letter must be complied. Delegates are responsible for the authorization and e-voting results according to the access account provided/notified/instructed. All e-voting results of the Delegates are considered the will and final intention and decision of the Delegates. The Company is exempt from any responsibility for fraud, forgery, or discrepancies in the Power of Attorney.

h. To be responsible for intentionally using technology to disrupt the GMS or alter the results of the e-voting.

i. To maintain confidentiality, adhere to the proper use and preservation of documents, and not copy, record, or provide information to external parties without the permission of the Chairperson.

j. To comply with the provisions of the Regulation, follow the direction of the Chairperson and the Organizing Committee, respect the outcomes of the meeting and refrain from actions that obstruct, disrupt or cause disorder at the GMS.

#### **Article 7. The Presidium and the Responsibilities of the Chairperson**

7.1. The Presidium include: Chairman of the Board of Directors shall be the Chairperson, the other members shall be appointed by the Chairperson.

7.2. Responsibility of the Chairperson:

- Govern the meeting in accordance with the agenda and regulations approved by the GMS
- Guide Delegates in discussing and voting on the items of the GMS.
- Solve the matters that arise during the GMS.
- Respond to the matters requested by the GMS in accordance with the Regulation.
- Conclude the matters discussed at the GMS, approve the Meeting Minutes and Resolutions.
- The Chairperson has the right to execute necessary and reasonable measures to govern the meeting in an orderly manner, in accordance with the approved Meeting Agenda, and to reflect the wishes of the majority of the Delegates attending the GMS.

- The Chairperson has the right to adjourn the GMS even if the required number of Delegates has been met, to a different time and at a location decided by the Chairperson in case specified by law and the Company's Charter.
- Other authorities and responsibilities as prescribed in the Company's Charter

7.3. The Chairperson shall operate under the principles of centralization, democracy, and decision-making according to majority vote.

**Article 8. Responsibilities of the Secretariat**

8.1. The Chairperson appoint one/a number of individuals to the Secretariat. The Secretariat is the department that assists the Chairperson and works under the Chairperson's direction.

8.2. The Secretariat is responsible for:

- a. Record thoroughly and accurately the entire proceedings of the GMS and any matters approved by the GMS.
- b. Prepare the Draft Minutes and Draft Resolutions of the meeting.
- c. Receive and Submit the questions of the Delegates to the Presidium
- d. Collect, preserve and submit to the Board of Directors the feedback from Delegates related to the GMS.

**Article 9. Responsibilities of the Delegate Eligibility Verification Committee**

9.1. The Delegate Eligibility Verification Committee shall be appointed by the Organizing Committee of GMS. The Delegate Eligibility Verification Committee is responsible to the Chairperson and the GMS for its duties.

9.2. The responsibilities of the Delegate Eligibility Verification Committee:

- a. Verifying the eligibilty of Delegates attending the GMS.
- b. Respond to inquiries or identify matters that need to be considered regarding the eligibility of Delegates.
- c. Compile and report to the GMS about the results of the verifying the Delegate's eligibility before the GMS.
- d. Review and ensure compliance with the conditions for holding the GMS in accordance with the Law on Enterprises and the Company's Charter.

**Article 10. Responsibilities of the Vote Counting Committee**

10.1. The Vote Counting Committee shall be approved by the GMS. The Vote Counting Committee responsible to the Chairperson and the GMS for its duties

10.2. The responsibilities of the Vote Counting Committee:

- a. Disseminate instructions on the regulations and rules related to voting at the GMS.

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- b. Control the voting process on the matters of GMS.
- c. Record the vote counting results from the e-voting system, prepare the vote counting minutes, and announce the vote counting results before the GMS.
- d. Collaborate with the Chairperson to review and resolve complaints regarding the voted items to report to the GMS for a decision.

## **CHARTER IV. CONDUCTING AND VOTING AT THE GENERAL MEETING**

### **Article 11. Conditions for conducting the GMS and approving the resolutions of the GMS**

The conditions for conducting the GMS and for approving the resolutions of the GMS shall comply with the provisions of the Company's Charter, this Regulation, and relevant legal regulations

11.1. The GMS shall be conducted when the number of Delegates attending the meeting represents more than 50% of the total voting shares.

11.2. Resolutions on the matters specified in clause 1 of Article 148 of the Law on Enterprise shall be approved by delegates representing 65% or more of total voting shares attending and voting at GMS.

11.3. Other resolutions shall be approved by Delegates representing more than 50% of the total voting shares of all shareholders attending and voting at the GMS.

### **Article 12. Discussion at the GMS**

**When discussing matters on the Meeting Agenda, Delegates must comply with the following regulations:**

12.1. Principles: The discussion at the GMS is conducted by the Chairperson or a representative of the Organizing Committee of the GMS, ensuring compliance with the Company's Charter. Discussions are only conducted within the specified time and within the scope of the matters presented in the approved Agenda, the content shall not violate the law, not involve personal matters, and not exceed the corporate authority.

12.2. Method of submitting discussion questions: Delegates attending the GMS may submit discussion questions through the support window on the e-voting system, or by speaking directly at the GMS or submit the address mentioned on the Invitation letter. The Secretariat is responsible for recording the Delegate's name, Delegate ID, and the question to forward to the Chairperson.

12.3. The Secretariat shall review, comply the discussion points of the Delegates and forward to the Chairperson.

12.4. *Responding to Delegates' opinions :*

a. Based on the discussion content summarized by the Secretariat, the Chairperson or a appointed member shall respond to the Delegates' opinions.

b. All the contributions or questions shall be gathered and responded in order, and can only be raised during the discussion section of the GMS. In case where many Delegates have overlapping opinions, the Presidium shall select and provide a collective answer for all Delegates.

In case where time constraints prevent certain questions from being answered directly at the GMS, the Organizing Committee shall review and respond to the Delegates in an appropriate manner

### **Article 13. Voting at the GMS**

13.1. **Voting method** : The matters submitted to the GMS shall be voted on using e-voting. The voting ballot is pre-configured on the e-voting system. Delegates are responsible for preparing appropriate electronic devices (for example, computers, tablets, smartphones,...) with internet access to cast e-vote. Delegates use the access account or other identifiers provided in the Invitation letter to log in to the e-voting system and cast their vote.

13.2. **Online voting period**: Delegates can access the e-voting system to exercise their voting rights from 09h00 AM on Friday, April 10, 2026, until the Chairperson announces the end of voting on each voting content or the conclusion of the 2025 Annual GMS. At the end of voting on each matter. Once the voting period for specific matter ends, the e-voting system will no longer record any additional e-voting results from Delegates.

13.3. Voting principles:

- a. One (01) common share is equivalent to one (01) voting right .
- b. All matters on the agenda of the GMS shall be approved by collecting the votes of all attending Delegates through e-voting on the "Voting - Election" interface of the e-voting system.
- c. Shareholders and related parties are not allowed to vote on transactions, contracts, or matters in which they have related interests.

13.4. Voting procedures:

- a. Delegates register to attend the meeting according to the instructions in the Invitation letter and confirm their attendance before voting on the "Voting - Election" interface of the e-voting system.
- b. Delegates who have successfully registered for the meeting (as indicated by a notification on the e-voting system interface) shall vote on each matter in the meeting agenda. When voting through e-voting system, Delegates select one (01) of three (03) options: "Approve," "Disapprove," or "Abstain" on the pre-configured ballot on the e-voting system. After completing all voting contents, Delegate press "Vote" to save and submit the voting results to the e-voting system. At the end of the voting period for each voting session, if the Delegate does not press "Vote" to submit the votes before the end of each session, the Delegate's voting ballot (for the items requiring a vote in this voting session) shall be deemed not to have cast a vote for such matters.
- c. In case where the meeting agenda is supplemented with matters proposed by Shareholders/Group of shareholders in accordance with the provisions of the Charter and approved

by the GMS, Delegates may cast supplementary votes. If the Delegates do not vote on the new matters, their votes shall be considered as uncollected for those matters.

d. Recording method of the e-voting system: Delegates may change their voting results multiple times but cannot cancel their votes. The e-voting system shall only record the final voting result at the end of each voting session as directed by the Chairperson. Therefore, in order to ensure the accuracy of the voting results, delegates are advised to thoroughly review the matters voted on at the end of each voting session.

e. In case that Delegate has registered to attend the GMS, but is unable to remain for the entire agenda, may vote on the matters that required the shareholder opinions before logging out of the System.

#### 13.5. Validity of voting content and voting ballots:

a. On the voting ballot, a voting matter shall be considered as valid when the Delegates selects one (01) of the three (03) voting options for that matter. A voting matter shall be considered as invalid if Delegate marks more than one option for the same matter.

b. A valid voting ballot is one that contains all valid voting matters and is successfully submitted (by pressing 'Vote') on the e-voting system.

c. In the event that a Delegate has successfully registered to attend the meeting but fails to select any voting option (blank vote), it will be considered that the Delegate has declined the right to vote and will not participate in the voting on that matter; the vote of this Delegate will not be counted towards the total number of votes for that matter.

#### **Article 14. Vote Counting Method**

14.1. The voting sheet of each Delegate is recorded by the system, including: the total number of votes for each matter, the total number of valid votes, invalid votes, votes in favor, votes against, and abstentions; the corresponding percentages of the total number of votes cast by the Delegates attending and voting at the meeting.

14.2. The Delegate Eligibility Verification is responsible for receiving the electronic voting results to compile the voting results.

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

15.1. The contents of the meeting must be recorded in the Minutes of the GMS by the Secretary.

15.2. The Resolution and Minutes of the GMS shall be documented, issued and approved by the Chairperson and finalized before the end of the meeting.

#### **Article 16. Force Majeure Events**

16.1. During the GMS and the e-voting process, force majeure events beyond the Company's control may occur, such as natural disasters, fires, power outages, internet connection failures, other technical incidents, or requirements and directives from the Government and other state agencies, competent persons... The Company shall mobilize all available resources to address these

incidents, allowing the General Meeting to continue, but no later than 120 minutes from the time of the issue occurs.

16.2. In the event of force majeure preventing the meeting from continuing within 120 minutes, the Chairperson will announce a temporary adjournment, in compliance with the Enterprise Law and the Company's Charter. The Board of Directors will publicly announce and notify shareholders of the rescheduled meeting.

## **CHARTER V. IMPLEMENTATION PROVISIONS**

### **Article 17. Implementation of the Regulations**

17.1. Other relevant matters not specified in the Regulation shall comply with the Charter and the Internal Regulations on Corporate Governance of the Company.

17.2. The Regulation consists of 17 Articles and shall take effect immediately upon the 2025 Annual GMS's approval and shall apply to matters voted on during the opening session of the General Meeting.

17.3. Chairperson, Secretariat, the Delegate Eligibility Verification Committee and the Vote Counting Committee, the Delegates are responsible for implementation of this Regulation./.

**ON BEHALF OF THE BOARD OF DIRECTORS**

**CHAIRMAN**

**Le Xuan Long**

