

**REGULATIONS OF ORGANIZATION AND VOTING PROCEDURES  
AT THE ANNUAL GENERAL MEETING OF SHAREHOLDERS 2024  
OF VIETTEL CONSTRUCTION JOINT STOCK CORPORATION**

**CHAPTER I. GENERAL REGULATIONS**

**Article 1. Applicable scope and subjects**

1. The Regulations apply to the organization and conduct of the Annual General Meeting of Shareholders in 2024 (hereinafter referred to as the “AGM”) of Viettel Construction Joint Stock Corporation (referred to as the “Corporation”), through a combination of physical and online meetings, and regulate voting and elections using Electronic Voting.

2. The Regulations specify the rights and obligations of shareholders, shareholder representatives, attendees, and governing bodies, facilitating the AGM process; the conditions and procedures for conducting the meeting, voting on matters within the authority of the AGM, and electing additional members to the Board of Directors/Board of Supervisors for the remaining term of the 2020-2025 tenure (if applicable)..

**Article 2. Working principles of the AGM**

1. Transparency, fairness, and democracy.
2. Ensuring the rights of shareholders and the Corporation.
3. Compliance with legal regulations, the Corporation’s Charter, internal governance regulations, and these Articles.

**Article 3. Explanation of terms**

1. “Organizing Committee” is the unit established to serve the preparation and organization of the AGM.

2. AGM” refers to the Annual General Meeting of Shareholders in 2024 of Viettel Construction Joint Stock Corporation.

3. “Shareholder” refers to the owner of CTR shares listed in the shareholder list eligible to attend the AGM on the last registration date (March 8, 2024) provided by the Vietnam Securities Depository and Clearing Corporation (“VSDC”).

4. “Shareholder Representative” refers to the legally appointed representative of the shareholder organization or an individual authorized in writing by the shareholder to attend the AGM and cast electronic votes.

5. “Online AGM” is the form of conducting the AGM using electronic means, applying modern information technology solutions to transmit images, sounds via the Internet, allowing shareholders/Shareholder Representatives in different locations to monitor the meeting, participate in discussions, vote on issues, and elect positions within the AGM’s jurisdiction.

6. “Electronic Voting” is when Shareholders/Shareholder Representatives use computers, phones, or other internet-connected devices to exercise voting rights and elect positions through the Electronic Voting System as stipulated and announced by the Corporation.

7. “Electronic Voting System” is a system provided to Shareholders/Shareholder Representatives with tools to exercise related rights, including but not limited to voting rights and participation in the AGM.

8. “Identification Factor” refers to necessary information to accurately identify an individual in a given context.

## **CHAPTER II.**

### **RIGHTS AND OBLIGATIONS OF SHAREHOLDERS, AGM ATTENDEES, AND OPERATING AND ASSISTING BODIES AT THE AGM**

#### **Article 4. Rights and obligations of Shareholders/Shareholder Representatives**

1. Shareholders/Shareholder Representatives attending the AGM shall vote on all matters within the jurisdiction as prescribed by law and the Corporation’s Charter through Electronic Voting. Each share has one voting right on the electronic voting system.

2. Shareholders/Shareholder Representatives attending the AGM must be responsible for safeguarding access information (authentication code, OTP, other identification factors, etc.) to ensure that only Shareholders/Shareholder Representatives can access the Online AGM system to participate, discuss, express opinions, and cast electronic votes. The voting results and elections of Shareholders/Shareholder Representatives on the Electronic Voting System are considered final decisions. Shareholders/Shareholder Representatives are

responsible for all legal liabilities regarding the results of Electronic Voting conducted on the Electronic Voting System.

3. If access information and/or other identification factors are lost, stolen, disclosed, or suspected of being disclosed, Shareholders/Shareholder Representatives must immediately inform the Company to promptly take measures to ensure security. Shareholders/Shareholder Representatives are responsible for any damages, losses, and risks arising from errors made by Shareholders/Shareholder Representatives.

4. Shareholders/Shareholder Representatives have the right to log into the system and cast electronic votes from 08:00 on April 17, 2024, until the announcement of the closure of the Electronic Voting system at the AGM.

5. Present ID card, citizen identification card (CID), or other personal documents, invitation letter, or authorization letter (if any) to the Shareholder Qualification Verification Committee (for shareholders attending directly), complete the registration procedure for attending the AGM, and receive guidance on accessing the electronic voting system from the Organizing Committee. The information on the ID card/CID or other personal documents used for AGM registration must match the information of the shareholder registered as the owner of CTR shares.

6. Adhere to other regulations of the law, the Corporation's Charter, internal governance regulations, and these Articles. Observe the leadership of the Presiding Committee and the Organizing Committee of the AGM, refraining from causing disruption or disorder during the AGM.

#### **Article 5. Rights and obligations of the Presiding Committee**

1. The Chairman of the Board of Directors acts as the Chairman of the AGM. The Chairman nominates other members to the Presiding Committee to assist in managing the AGM, and their appointment is approved by the AGM through the Electronic Voting system before the meeting starts.

2. Obligations of the Presiding Committee:

- Manage the AGM proceedings according to the approved agenda.
- Monitor shareholder discussions.
- Address the AGM's requests appropriately.
- Conclude AGM discussions and monitor the voting of resolutions of the AGM.

- Propose changes to the agenda; postpone/suspend meetings; change meeting venues; decide on necessary security measures to maintain order, security, and safety of the AGM, and other tasks as stipulated in the Corporation's Charter..

- Members of the Presiding Committee carry out their duties as assigned and directed by the Chairman.

**Article 6. Rights and obligations of the Shareholder Qualification Verification Committee**

- Verify whether Shareholders/Shareholder Representatives are qualified to attend the AGM as stipulated by law and the AGM organization regulations.

- Respond to inquiries or identify issues requiring examination regarding shareholder qualifications.

- The head of the Shareholder Qualification Verification Committee reports the AGM's verification results and declares ensuring the conditions for organizing the AGM as stipulated in Article 10 of these Articles.

- Perform other tasks as assigned by the Presiding Committee.

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

As a specialized unit of the AGM, the composition and number are proposed by the Organizing Committee and approved by the AGM, with the following rights and obligations:

- Compile and report to the AGM the results of voting and elections.

- Receive and handle issues related to exercising voting/election rights on the online voting system.

- Be responsible for the honesty and accuracy of the vote counting results.

**Article 8. Rights and obligations of the Secretary Committee**

As a specialized unit of the AGM, the composition and number are nominated by the Chairman and approved by the AGM of shareholders, with the following tasks:

- Record complete and truthful content and proceedings of the AGM.

- Summarize discussion opinions at the AGM.

- Draft minutes and resolutions of the AGM.

- Receive registration for speaking, shareholder speeches, receive letters, documents related to the AGM.

- Receive, store, and forward documents, publications, Contribution Opinion Sheets of shareholders at the AGM.

- Perform other assisting tasks as assigned by the Presiding Committee..

### **CHAPTER III.**

## **PROCEDURE OF CONDUCTING THE ANNUAL GENERAL MEETING**

### **Article 9. Conditions for attending the Annual General Meeting**

1. Shareholders listed on the Shareholder List with the right to attend meetings at the record date of shareholders attending the Annual General Meeting have the right to attend or authorize others to attend and speak, vote on issues at the Annual General Meeting.

2. Shareholders or their authorized representatives must present their Personal Identification Documents registered on the Shareholder List, meeting invitation, authorization letter (in case the attendee is authorized by a shareholder) to complete the registration procedure for attending the Annual General Meeting.

3. Authorization to attend the AGM:

- Shareholders may delegate all or part of their voting shares to individuals or organizations (“Shareholder Representatives”).

- Authorization shall be considered valid and legally binding when the following conditions are met:

- + The authorization must be established in writing (according to the Company’s template or legal requirements) and ensure that the Corporation receives the original authorization document before attending the meeting or logging into the online meeting/electronic voting system;

- + The authorization letter must have full signatures, clearly stating the full name, and be stamped (if an organization) by both the authorizing party and the authorized party;

- + Shareholders have not logged in and authenticated to attend the AGM on the Electronic Voting system.

- For cases where shareholders authorize attendees for online participation, the Company needs to receive the original authorization letter sent to the Company before 5:30 PM on April 23rd, 2024, to ensure access to the online system.

- Shareholders may also simultaneously send a scanned copy of the authorization letter via email to [ir.viettelconstruction@viettel.com.vn](mailto:ir.viettelconstruction@viettel.com.vn).

- If a shareholder wishes to revoke a valid authorization previously granted, they must send a written notice to the Company. The revocation of authorization takes effect from the time the Company receives the valid written request from the shareholder. Revoking authorization will not be accepted if the document sent to the Company (by email, postal service, or courier service with assurance) is received after April 23rd, 2024.

3. Other invited guests attend according to the Invitation Letter from the Organizing Committee. Other cases must be approved by the Shareholder Qualification Verification Committee.

#### **Article 10. Conditions for Conducting the Annual General Meeting**

1. The Shareholder Qualification Verification Committee relies on:

- The number of Shareholders/Shareholder Representatives who have successfully logged into the system <https://agm.viettelconstruction.com.vn/> from 08:00 AM on April 17th, 2024, until the opening time of the AGM (2:00 PM on April 24th, 2024); and

- The number of Shareholders/Shareholder Representatives attending the AGM directly at the Conference Hall, 15th floor, Viettel Building, No.1 Giang Van Minh, Kim Ma Ward, Ba Dinh District, Hanoi, at the opening time of the AGM (2:00 PM on April 24th, 2024).

To determine the conditions for opening the AGM according to the regulations in the Regulations and the Charter.

2. The Shareholder Qualification Verification Committee reports to the AGM on the number of Shareholders/Shareholder Representatives attending, the total number of shares owned by Shareholders/Shareholder Representatives attending, and/or represented (in Paragraph 1 of this Article) and the attendance rate at the opening time.

The AGM shall be held when this rate represents at least 50% of the total voting shares of the Company (according to the Shareholder List as of the last registration date on March 8, 2024, provided by VSDC).

3. In case the first meeting does not meet the conditions for conduct, the Company shall convene the next meeting to ensure compliance with legal regulations and relevant provisions.

#### **Article 11. Order of the General Meeting (for Shareholders/Shareholder Representatives attending directly)**

1. Shareholders choose suitable seating positions as instructed by the Organizing Committee;
2. No smoking in the meeting room;
3. Mobile phones should not be left in ring mode;
4. Limitations: private conversations, use of mobile phones, cameras, camcorders that may disrupt the activities of the AGM.

**Article 12. Procedure for Conducting Meetings and Voting, Elections at the Annual General Meeting.**

1. Registration procedure for attending the AGM:

- On the day of the Annual General Meeting, the Corporation shall carry out the shareholder registration procedures for shareholders attending directly, and must continue until all eligible shareholders have registered. Shareholders or their representatives who arrive after the meeting has commenced still have the right to register, attend, and vote at the meeting. The Chairperson is not responsible for halting the meeting to allow late-registering shareholders or their representatives to register, and the validity of previous voting rounds will not be affected.

- For shareholders or their representatives attending the Annual General Meeting online, they will access via the link provided in the meeting invitation, choosing to log in as a shareholder using the username “Certificate Number, ID/CI D Number”. Shareholders are confirmed to have participated in the Annual General Meeting after authentication and login to the Electronic Voting system through one of the following methods:

+ Authentication of ID/CID/Passport information registered for CTR share ownership via EKYC;

+ Authentication via OTP sent via SMS/Email to the shareholder’s registered phone number/email address on the shareholder list dated March 8, 2024, provided by VSDC.

2. Methods of attendance, voting, and elections at the AGM:

a. Forms of attendance and voting

Shareholders or their representatives may attend the Annual General Meeting of Shareholders either in person or online and cast electronic votes as regulated. Detailed instructions for attending the Annual General Meeting of

Shareholders will be issued and posted on the website <https://viettelconstruction.com.vn/> by the Corporation.

b. Voting on issues within the competence of the AGM

Voting via Electronic Voting, as follows:

- From 08:00 AM on April 17th, 2024, shareholders or their representatives with the right to vote can access and vote on issues within the competence of the AGM. The end of the voting period shall be announced on the Electronic Voting system or directly announced during the AGM. After the voting period ends, the system will not record additional electronic voting results.

- Shareholders or their representatives cast votes on each issue in the meeting agenda. When voting via Electronic Voting, for each content, shareholders or their representatives choose one of the three options “Aye”, “Nay”, and “Abstention” on the voting ballot preset in the Electronic Voting system. Shareholders or their representatives press “Submit Voting Ballot” to save and submit the voting results to the system.

- Contents are approved when meeting the percentage required by the Enterprise Law and the Corporation’s Charter..

c. Election procedure:

- Election time as prescribed in Subsection b of this Article.

- Shareholders or their representatives will vote for members of the Board of Directors through the Electronic Voting system..

- The election of members of the Board of Directors is conducted by cumulative voting as prescribed by the Enterprise Law and the Company’s Charter. Accordingly, each shareholder or their representative has a total number of votes corresponding to the total voting shares owned multiplied by the total number of Board of Directors members to be elected. Shareholders or their representatives may (1) cast all of their total votes for one candidate; or (2) evenly distribute the votes among selected candidates; or (3) allocate their votes to selected candidates based on specific votes and ensure that the total votes for candidates do not exceed the total votes of each shareholder.

d. Recognition and announcement of voting and election results:

- Shareholders or their representatives may amend their voting/election results multiple times but cannot cancel the results..



- After the voting period as announced by the Organizing Committee, the Electronic Voting system will be closed, and the latest voting results of shareholders or their representatives will be recorded.

- Voting results will be determined for each issue, with the outcome of each issue recorded based on the options “Ay,” “Nay,” and “Abstention,” and calculated as a percentage rounded to 05 decimal places.

- Election results will be recorded based on the total number of votes from highest to lowest, starting from the candidate with the highest number of votes until the required number of members are elected. A winning candidate must have at least one (01) vote. In the event that two (02) or more candidates receive the same number of votes for the final member position, the Annual General Meeting of Shareholders will conduct a re-election among the candidates with the same number of votes to select the candidate with the highest number of votes.

### **Article 13. Passing resolutions at the AGM**

1. The voting ratio to pass the issues for consultation at the AGM shall be implemented according to the provisions of the Enterprise Law and the Charter.

2. For shareholders or their representatives who have logged into the electronic voting system but have not submitted their voting ballot, they will be considered as attending the meeting but not participating in the voting process. The shares of such shareholders or their representatives shall not be counted as the basis for determining the voting ratio for the issues at the General Meeting.

3. The Vote Counting Committee is responsible for consolidating the voting and election results as recorded by the Electronic Voting system and compiling a Vote Counting Report, clearly stating the issues that have been approved and the list of elected members for each position. The Vote Counting Report shall be signed by the members of the Vote Counting Committee to confirm its accuracy, transparency, and compliance with the principles and procedures of vote counting. The Chairperson of the Vote Counting Committee is responsible for announcing the Vote Counting Report before the AGM.

### **Article 14. Minutes of the AGM**

The content of the AGM is documented in the Minutes, which are publicly disclosed and appropriately archived in accordance with legal regulations and the Corporation’s Charter. The Minutes of the meeting are read

to all attendees of the General Meeting and approved before the adjournment of the meeting.

**CHAPTER IV.  
ENFORCEMENT PROVISIONS**

**Article 15. Enforcement effect**

1. The Regulations shall come into effect at the AGM of Viettel Construction Joint Stock Corporation scheduled for April 24th, 2024, when it receives approval from at least 50% of the total voting shares of shareholders present at the opening session.

2. Votes cast on the Electronic Voting system shall only be effective when the Regulations come into effect and the AGM meets the conditions stipulated in the Charter.

3. Shareholders and attendees of the AGM shall be responsible for complying with the provisions of the Regulations./.

**FOR. THE ANNUAL GENERAL  
MEETING OF SHAREHOLDERS  
CHAIRPERSON**

**DO MANH HUNG**