

Hanoi, June 27, 2025

DRAFT



**REGULATION**  
**ELECTION OF MEMBERS OF THE SUPERVISORY BOARD**  
**AT THE 2025 ANNUAL GENERAL MEETING OF SHAREHOLDERS OF**  
**DUA FAT GROUP JOINT STOCK COMPANY**

The 2025 Annual General Meeting of Shareholders of Dua Fat Group Joint Stock Company (DFF) conducts the election of members of the Supervisory Board according to the following contents:

**Article 1. Subjects of election**

Shareholders owning shares have voting rights and authorized representatives of shareholders owning shares have voting rights (according to the list of shareholders of the Company closed on 29/05/2025).

**Article 2. Criteria and conditions for being a member of the Supervisory Board**

Members of the Supervisory Board must meet the criteria and conditions specified in Article 169 of the Law on Enterprises, the company's charter and do not fall into the following cases:

- a. Working in the accounting and finance department of the company;
- b. Being a member or employee of an independent auditing firm auditing the company's financial statements for the preceding three (03) consecutive years.

**Article 3. Nomination of candidates for the Supervisory Board and the number of elected members**

***3.1. Nomination of candidates for the Supervisory Board***

- Shareholders or groups of shareholders owning 10% or more of the total number of ordinary shares have the right to nominate and nominate members of the Supervisory Board in accordance with the Law on Enterprises and the Charter.

***3.2. Dossier of participation in candidacy and nomination to the Supervisory Board***

- The application for candidacy or nomination of the candidate to become a member of the Control Board;
- Document of the group meeting (in case the group of shareholders is nominated/nominated);
- Curriculum vitae declared by the candidate (according to the form);
- Copy of valid CCCD/Passport;

- Valid copies of the candidate's relevant diplomas (if any).
- ❖ ***Note:*** *Persons nominated or nominated for the Supervisory Board shall be responsible before law and the General Meeting of Shareholders for the accuracy and truthfulness of the contents of their candidacy and nomination dossiers.*

### **3.3. Number and term of office of elected members of the Supervisory Board**

- The number of members of the Supervisory Board elected at the Annual General Meeting of Shareholders in 2025 is 01 (one) member.
- Term of elected members of the Supervisory Board: 2025 - 2030

## **Article 4. Ballot and ballot recording**

### **4.1. Supervisory Board Candidate List**

- Full full name on the ballot.

### **4.2. Ballot and ballot recording**

- The ballot papers are printed uniformly, with the total number of votes according to the participation code;
- Shareholders or authorized representatives are simultaneously distributed votes to elect the Supervisory Board according to the participation code (owned and authorized);
- In case of incorrect recording, the shareholder requests the Vote Counting Committee to change the vote to another ballot;
- Shareholders must write the number of votes for each candidate in the blank box of that candidate on the ballot. In case of valid authorization (with a power of attorney), the authorized person has full voting rights.

### **4.3. Cases of invalid ballots**

- The slip does not follow the form prescribed by the Company, does not have the Company's seal;
- The crossed-out, corrected, added or incorrect names are not included in the list of candidates approved by the General Meeting of Shareholders before voting;
- Votes with a total number of votes cast for candidates of shareholders in excess of the total number of votes owned/authorized by such shareholder;
- The ballot does not have the signature of the shareholder/shareholder's representative.

## **Article 5. Election method**

- The voting to elect members of the Control Board shall be carried out directly by secret ballot by the method of cumulative voting.



- Each shareholder has a total number of voting votes corresponding to the total number of voting shares (including ownership and authorization) multiplied by the number of elected members of the Supervisory Board.

## **Article 6. Vote Counting Board, Voting Principles and Vote Counting**

### ***6.1. Vote Counting Board***

- The vote counting committee is nominated by the Chairman and approved by the General Meeting of Shareholders;
- The Vote Counting Committee shall submit to the General Meeting of Shareholders:
  - o Adopt the Election Regulation;
  - o Approve the list of candidates;
  - o Introduction of ballots, distribution of ballots and instructions on how to record votes;
  - o Conducting vote counting;
  - o Announce the election results before the Congress.
- Members of the Vote Counting Committee must not be on the list of nominees and candidates for the Control Board;

### ***6.2. Principles of voting and counting votes***

- The vote counting committee inspected the ballot box in the presence of shareholders;
- Voting begins when the distribution of election ballots is completed and ends when the last shareholder casts their ballots in the ballot box;
- The counting of votes must be conducted immediately after the voting is over;
- The results of the vote counting shall be made in writing and announced by the Head of the Vote Counting Committee before the Congress.

## **Article 7. Principles of voting and election of members of the Control Board**

***7.1. Principles of cumulative voting:*** According to the Appendix guiding the cumulative voting, attached to this Regulation.

### ***7.2. Principles of election:***

- The elected members of the Control Board are determined according to the number of votes from high to low until the number of votes to be cast.
- In case there are 02 or more candidates with the same number of votes for the last member of the Control Board, a re-election will be conducted among the candidates with the same number of votes.

## **Article 8. Preparation and publication of the vote counting record**

- After counting votes, the counting board must make a record of counting votes. The contents of the vote counting minutes include: Total number of votes issued, total number of collected votes, number of valid votes, invalid votes; the number of votes cast for each candidate to the Control Board;
- The full text of the vote counting record must be published before the Congress.

**Article 9.** Complaints about the election and vote counting will be resolved by the chairman of the meeting and recorded in the minutes of the General Meeting of Shareholders.

This Regulation consists of 09 articles, which are read publicly before the General Meeting of Shareholders and take effect immediately after being voted and approved by the General Meeting of Shareholders.

**TM. GENERAL MEETING OF  
SHAREHOLDERS CHAIRMAN  
OF THE BOARD OF DIRECTORS**

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DÂN  
BÁT  
T.P.H

## **ADDENDUM**

### **INSTRUCTIONS FOR ACCUMULATING VOTES**

*(Attached to the Regulation on Election of Members of the Supervisory Board at the 2025 Annual General Meeting of Shareholders of DFF)*

Suppose the General Meeting of Shareholders votes to elect 01 member of the Supervisory Board out of 04 candidates. Shareholder Nguyen Van A holds (including ownership and authorization) of 1,000,000 voting shares. At that time, the total number of votes of Nguyen Van A shareholders was:

$$1,000,000 \times 1 = 1,000,000 \text{ votes}$$

Shareholder Nguyen Van A can vote by the following method:

1. Put all 1,000,000 votes for 01 candidate to be a member of the Supervisory Board.
  2. Equally divide 1,000,000 votes to 04 candidates for members of the Supervisory Board (equivalent to each candidate receiving 250,000 votes of shareholder Nguyen Van A).
  3. Use 1,000,000 votes for each candidate for members of the Control Board in different proportions, but the total number of votes for those candidates shall not exceed 1,000,000 votes.
- ***The vote of shareholder Nguyen Van A will be invalid in the following cases:***
    - The slip is not according to the form prescribed by the Company, without the seal of the Company.
    - The total votes for those candidates of shareholder Nguyen Van A exceeded 1,000,000 votes.
    - The crossed-out, corrected, added or incorrect name is not included in the list of candidates approved by the General Meeting of Shareholders before voting.
    - The ballot does not have the signature of the shareholder/shareholder's representative.
    - Other cases specified in the Election Regulation.

