

**CÔNG TY CỔ PHẦN TRUYỀN THÔNG VMG**

- If the shareholder is an individual, the power of attorney must be signed by that shareholder;

- If the shareholder is a legal entity/organization, it must be stamped and signed by the legal representative of that legal entity/organization.

2. Each shareholder or shareholder's representative, when attending the General Meeting of Shareholders, must bring: The Invitation to the AGM, the Power of Attorney (if being an authorized representative), and valid identification (ID Card/Citizen ID or valid Passport or electronic ID information on the VNeID application (Level 2 electronic identity account activated)) to register with the Organizing Committee and receive the Meeting Materials, Voting Card, Voting Ballot, and Election Ballot for members of the Board of Directors (with the shareholder code and number of voting shares). The voting value held by that shareholder or shareholder's representative corresponds to the number of voting shares of the delegates present at the General Meeting.

3. The Organizing Committee will publicly announce the agenda and contents to be presented at the General Meeting. The opinions of shareholders or through authorized representatives at the General Meeting will be discussed publicly.

4. At the General Meeting of Shareholders, shareholders will listen to the reports specified in the agenda, jointly discuss and approve each issue by raising the Voting Card or casting the Voting Ballot (according to the instructions of the Chairperson of the General Meeting).

5. Shareholders arriving at the General Meeting after the meeting has opened must complete the registration procedures with the Organizing Committee and then have the right to participate and vote immediately after registration. The Chairperson is not responsible for stopping the General Meeting to allow late-arriving shareholders to register, and the validity of the voting matters conducted before the late-arriving shareholders attend will not be affected.

6. Strictly abide by the regulations at the General Meeting of Shareholders, respect the working results of the General Meeting and the direction of the Presidium of the General Meeting.

#### **Article 5. Rights and obligations of the Organizing Committee, Shareholder Eligibility Checking Committee, and Vote Counting Committee**

1. The Organizing Committee is decided by the Company's Board of Directors. The Organizing Committee is responsible for convening, welcoming, arranging seats, distributing materials, and Voting Cards, Voting Ballots, and Election Ballots for members of the Board of Directors to shareholders/shareholders' representatives who are eligible to attend the General Meeting.



2. The Shareholder Eligibility Checking Committee (hereinafter referred to as the Eligibility Checking Committee) is appointed by the Organizing Committee. The Eligibility Checking Committee receives the documents presented by the attendees, checks them, and reports to the General Meeting on the results of checking the eligibility of shareholders attending the General Meeting. If an attendee is not fully eligible to attend the General Meeting, the Eligibility Checking Committee has the right to propose refusing to issue the Voting Card, Voting Ballot, Election Ballot for members of the Board of Directors, and General Meeting materials.

3. The Vote Counting Committee is approved by the General Meeting through voting. Members of the Vote Counting Committee must not be persons named in the list of nominees or candidates for the Board of Directors (BOD) or the Supervisory Board (SB).

4. The Vote Counting Committee is responsible for determining the voting results of shareholders on matters approved at the General Meeting, and promptly notifying the Secretariat of the voting results. All work of checking, taking minutes, and announcing the vote counting results must be conducted honestly and accurately by the Vote Counting Committee, and they must be responsible for those results.

#### **Article 6. Rights and obligations of the Chairperson and Secretariat of the General Meeting**

1. The Presidium of the General Meeting consists of a number of members appointed by the BOD, with the Chairman of the BOD acting as the Chairperson of the General Meeting. If the Chairman is absent, the remaining members of the BOD shall elect one among them to be the Chairperson of the General Meeting. The Secretariat of the General Meeting is nominated by the Organizing Committee and approved by the General Meeting through voting

2. The Chairperson of the General Meeting is responsible for chairing the General Meeting. The Chairperson's decisions on matters of order, procedures, or events arising outside the agenda of the General Meeting shall be decisive.

3. The Chairperson of the General Meeting may carry out the necessary activities to conduct the General Meeting in a valid, orderly manner, in accordance with the approved agenda, and ensure that the General Meeting reflects the wishes of the majority of attending shareholders.

4. The Chairperson has the right to postpone a General Meeting of Shareholders that has reached the sufficient number of registered attendees for a maximum of no more than 03 working days from the intended opening date, and may only postpone the meeting or change the meeting venue in the following cases:

- a) The meeting venue does not have enough convenient seats for all attendees;

b) The communication facilities at the meeting venue do not guarantee the attending shareholders' participation, discussion, and voting;

c) There are attendees obstructing, causing public disorder, risking that the meeting cannot be conducted fairly and legally.

5. The Secretariat of the General Meeting carries out tasks as assigned by the Presidium, honestly and accurately reflecting the contents of the General Meeting in the Minutes and Resolution of the General Meeting.

### **CHAPTER III: PROCEDURES FOR CONDUCTING THE GENERAL MEETING**

**Article 7.** The General Meeting of Shareholders shall be conducted when the number of attending shareholders represents at least 65% of the total voting shares of the Company.

#### **Article 8. Presentation, discussion, and voting methods at the General Meeting**

The General Meeting will successively listen to the reports and proposals according to the agenda, discuss and vote to approve the above reports. Voting to approve each content at the General Meeting shall be conducted according to the following Voting Regulations:

##### **1. Voting principles:**

- Form: The matters in the working agenda of the General Meeting must be approved by direct voting at the General Meeting.
- Voting tools:
  - + Each shareholder or authorized representative, upon registering to attend the meeting, will be issued 01 (one) Voting Card and 01 (one) Voting Ballot, which state the shareholder code, the number of voting rights (including owned shares and authorized shares) of the shareholder.
  - + The Voting Cards and Voting Ballots must have the overlapping stamp of VMG Media Joint Stock Company.
  - + The Company applies the principle of one owned share or represented share corresponding to one voting right. The total number of voting rights of each shareholder is determined based on the total number of shares that person legally owns or represents according to the finalized list of shareholders eligible to attend the meeting.

##### **2. Form and method of voting:**

- a) Voting to approve the contents of the Reports/Proposals at the General Meeting by raising the Voting Card:



- Approving the working agenda of the General Meeting;
- Approving the Working Regulations of the General Meeting, the Regulations on additional election of members of the Board of Directors;
- Electing the Presidium, the Secretariat, the Vote Counting Committee;
- Approving the Minutes and Resolution of the General Meeting;
- And some other contents arising outside the contents and agenda of the General Meeting and under the control of the Chairperson of the General Meeting.
- ❖ Voting by raising the Voting Card to obtain opinions on the above contents is conducted as follows:
  - + When voting, the shareholder (or representative) raises the Voting Card high, directing the front side of the Voting Card which states the "Number of shares" owned and/or represented towards the Presidium and the Vote Counting Committee to record the data.
  - + The Chairperson or personnel assigned by the Presidium (referred to as the voting controller) directly leads the voting sequence for each content at the General Meeting.
  - + The Vote Counting Committee is responsible for accurately observing, counting, and recording the number of voting rights corresponding to the opinions: Approve;
  - + Disapprove; or No opinion to announce the voting results right at the General Meeting.
- b) Voting to approve the contents of the Reports/Proposals at the General Meeting by Voting Ballot is conducted by secret ballot:
  - The voting contents stated in the Voting Ballot shall be voted on by the shareholder/authorized representative of the shareholder by selecting one of three options: Approve or Disapprove or No opinion for each content to be voted on.
  - Voting principles:
    - + **Voting time:** Voting begins upon the signal of the Chairperson of the General Meeting or the Head of the Vote Counting Committee and ends when the last shareholder/authorized representative casts the ballot into the Ballot Box or after 20 (twenty) minutes from the start of voting, whichever comes first. After the voting time ends, the Vote Counting Committee shall seal the ballot box under the witness of the shareholders
    - + Shareholders/authorized representatives present at the General Meeting who do not participate in voting are recorded as Non-voting and No opinion. Voting on each content to be approved in the Voting Ballot is independent of each other, and the validity of the voting for this content does not affect the validity of other voting contents

- + In case a shareholder/authorized representative makes a mistake while filling out the Voting Ballot, provided it has not been put into the Ballot Box, they have the right to directly meet the Head of the Vote Counting Committee to request a new Voting Ballot to ensure the rights of the shareholder/authorized representative. The Vote Counting Committee is responsible for revoking and destroying the old Ballot immediately to ensure the rights of the shareholder
- + Vote counting and determining validity:
  - The vote counting is conducted immediately after the voting ends, and the Ballot Box is unsealed in a separate area under the supervision of relevant parties (if any).
  - Invalid Voting Ballots will not be counted, including:
    - Ballots not according to the form issued by the Organizing Committee; Ballots without the overlapping stamp of the Company and without the signature of the shareholder/authorized representative
    - Ballots that are torn, crossed out, erased, with altered content or added with other information, or strange symbols that change the nature of the ballot;
    - Ballots marking 02 (two) or more choices for the same voting content (in this case, only that content part is considered invalid).
    - Ballots leaving all choices completely blank for a specific content (that content will be considered invalid/non-voting).

### 3. **Approving the resolution of the General Meeting of Shareholders:**

a) Except for the cases specified in point b below, the resolutions of the General Meeting of Shareholders are approved when the number of shareholders representing at least 65% of the total voting shares of all attending shareholders vote to approve.

b) The decisions of the General Meeting of Shareholders on the following issues shall be approved when the number of shareholders representing at least 75% of the total voting shares of all attending shareholders vote to approve:

- Amending and supplementing the Charter;
- Classes of shares and the number of shares to be offered;
- Merger, consolidation, conversion of corporate form, or dissolution of the enterprise;
- Changing business lines and fields;
- Reorganizing or dissolving the enterprise;



- Transactions of buying or selling assets of the Company or its branches with a value of 35% or more of the total asset value of the Company calculated according to the most recently audited financial statements.

#### **Article 9. Speaking at the General Meeting**

1. **Principles:** Shareholders attending the General Meeting and speaking for discussion shall register the speaking content according to the Speaking Registration Form of the Organizing Committee or raise their Voting Card to request to speak and be agreed upon by the Chairperson. The speaking registration form will be distributed to each shareholder upon arriving at the General Meeting. Shareholders submit the speaking registration form to the Secretariat of the General Meeting during the General Meeting or during the break. To ensure order at the General Meeting during discussion, shareholders registering to speak according to the Registration Form will be prioritized to speak first, then successively shareholders raising their Voting Cards will speak according to the arrangement of the Chairperson.

2. **Speaking method:** Shareholders speak briefly and focus on the exact key contents to be discussed, in accordance with the approved agenda of the General Meeting. The Chairperson will arrange for shareholders to speak in the order of registration and simultaneously answer shareholders' questions. The Chairperson of the General Meeting has the right to remind or request shareholders to focus on the key contents to be spoken to save time and ensure the quality of discussion.

#### **Article 10. Resolution and Minutes of the General Meeting of Shareholders.**

1. The Minutes of the General Meeting must reflect all contents at the General Meeting. These Minutes must be read by the representative of the Secretariat and approved by the General Meeting before the closing of the General Meeting

2. Based on the Minutes of the General Meeting and the vote-counting results, the Secretariat of the General Meeting shall synthesize the data and put it into the draft Resolution of the General Meeting. The draft Resolution is read and approved by the General Meeting before the closing of the General Meeting.

3. The minutes, the list of shareholders registering to attend the meeting, the full text of the approved Resolution, and the documents attached to the invitation to the meeting are kept at the Head Office of the Company.

### **CHAPTER IV: IMPLEMENTATION PROVISIONS**

**Article 11.** All matters regarding the organization of the General Meeting, postponement, or reconvening shall be carried out in accordance with the Company's Charter.

The above are the entire Working and Voting Regulations at the 2026 Annual General Meeting of Shareholders of VMG Media Joint Stock Company.

Respectfully submit to the General Meeting for consideration and approval!

***Recipients :***

- AGM ;
- Filing at AGM records .

**ON BEHALF OF THE BOARD OF DIRECTORS  
CHAIRMAN**

**Nguyen Hoang Nam**