3-2 INVESTMENT AND CONSTRUCTION JOINT STOCK COMPANY
BOARD OF DIRECTORS

THE SOCIALIST REPUBLIC OF VIETNAM
Independence – Freedom – Happiness

Ho Chi Minh City, day ... month 8 year 2026

DRAFT

REGULATIONS ON VOTING AND ELECTION FOR THE FIRST SOLICITATION OF SHAREHOLDERS' OPINIONS IN WRITING IN 2026

(Issued together with the Resolution of the General Meeting of Shareholders adopted through the first solicitation of shareholders' opinions in writing in 2026 of 3-2 Investment and Construction Joint Stock Company)

Pursuant to the Law on Enterprises No. 59/2020/QH14 dated June 17, 2020, as amended and supplemented by Law No. 03/2022/QH15 dated January 11, 2022 and Law No. 76/2025/QH15 dated June 17, 2025;

Pursuant to the Charter on Organization and Operation of 3-2 Investment and Construction Joint Stock Company;

Pursuant to the Internal Regulations on Corporate Governance of 3-2 Investment and Construction Joint Stock Company;

The General Meeting of Shareholders of 3-2 Investment and Construction Joint Stock Company hereby approves the Regulations on voting and election for the first solicitation of shareholders' opinions in writing in 2026 as follows:

CHAPTER I

GENERAL PROVISIONS

Article 1. Scope of regulation

1. These Regulations prescribe the principles, sequence and procedures for conducting the solicitation of shareholders' opinions in writing by 3-2 Investment and Construction Joint Stock Company for the General Meeting of Shareholders to consider and decide on matters falling within its authority in accordance with the Law on Enterprises and the Company's Charter.

2. These Regulations prescribe the exercise of shareholders' voting rights and election rights; the counting of votes; and the determination and disclosure of the results of the solicitation of shareholders' opinions in writing.

Article 2. Subjects of application

1. Shareholders carrying voting rights or their lawful representatives whose names appear on the list of shareholders as of the record date for exercising the right to participate in the solicitation of shareholders' opinions in writing.

2. The Board of Directors.

3. The Vote Counting Committee and individuals and departments assigned by the Board of Directors to organize the solicitation of shareholders' opinions in writing.

4. Other relevant organizations and individuals..

Article 3. Matters for seeking shareholders' opinions

The Board of Directors shall organize the solicitation of shareholders' opinions in writing for the General Meeting of Shareholders to consider and decide on the following matters:

1. Approval of the Regulations on voting and election for the first solicitation of shareholders' opinions in writing in 2026.

2. Dismissal of Mr. Le Hung Chien from the position of independent member of the Board of Directors for the 2026–2031 term of office in accordance with his Letter of Resignation.

3. Election of one (01) additional independent member of the Board of Directors for the 2026–2031 term of office.

CHAPTER II
VOTING

Article 4. Voting principles

1. Shareholders shall exercise their voting rights through the Written Opinion Form issued by the Board of Directors.

2. Each ordinary share carrying voting rights shall correspond to one (01) vote for each matter on which shareholders' opinions are sought.

3. For each matter subject to voting, a shareholder or the shareholder's lawful representative may select only one (01) of the following options:

a) Agree;

b) Disagree;

c) No opinion.

4. Voting shall be conducted directly by the shareholder or the shareholder's lawful representative in accordance with the laws and the Company's Charter.

Article 5. Written Opinion Form

1. The Board of Directors shall issue the Written Opinion Form to seek shareholders' opinions in writing in accordance with the Law on Enterprises, the Company's Charter and these Regulations.

2. Each shareholder carrying voting rights or the shareholder's lawful representative shall be sent one (01) Written Opinion Form corresponding to the entire number of shares carrying voting rights held by the shareholder as of the record date.

3. The Written Opinion Form shall be sent to shareholders in accordance with the Law on Enterprises and the Company's Charter.

Article 6. Exercise of voting rights

1. A shareholder or the shareholder's lawful representative shall exercise the voting rights by selecting one (01) voting option for each matter on which shareholders' opinions are sought.

2. The Written Opinion Form must be signed by the shareholder or the shareholder's lawful representative before being submitted to the Company by the method and within the deadline specified in the Written Opinion Form.

Article 7. Valid and invalid votes

1. A vote on a matter shall be considered valid when:

a) It is cast using the Written Opinion Form issued by the Board of Directors;

b) It bears the signature of the shareholder or the shareholder's lawful representative as prescribed;

c) It is received by the Company within the prescribed deadline.

2. A vote on a matter shall be invalid in any of the following cases:

a) It is not cast using the Written Opinion Form issued by the Board of Directors;

b) It does not bear the valid signature of the shareholder or the shareholder's lawful representative;

c) It is received by the Company after the prescribed deadline;

d) For the same matter subject to voting, the shareholder selects two (02) or more options, or the shareholder's voting intention cannot be determined;

e) Other cases prescribed by law.

3. Where a Written Opinion Form contains one or more invalid votes on matters while the remaining votes are valid, only the invalid votes shall not be counted in the voting results; the remaining valid votes shall still be aggregated in accordance with these Regulations.

Article 8. Determination of voting results

1. Upon expiry of the deadline for receipt of Written Opinion Forms, the Vote Counting Committee shall verify the validity of the Written Opinion Forms and aggregate the voting results for each matter.

2. Based on the Vote Counting Minutes, the Board of Directors shall determine the voting results and the results of the solicitation of shareholders' opinions in writing in accordance with the Law on Enterprises and the Company's Charter.

CHAPTER III

ELECTION OF AN ADDITIONAL INDEPENDENT MEMBER OF THE BOARD OF DIRECTORS

Article 9. Election principles

1. The election of an additional independent member of the Board of Directors shall be conducted by the cumulative voting method in accordance with the Law on Enterprises and the Company's Charter.

2. Each shareholder or the shareholder's lawful representative shall have a total number of election votes corresponding to the total number of shares carrying voting rights owned and represented under authorization by such person as of the record date, multiplied by the number of additional members of the Board of Directors to be elected.

3. A shareholder may cumulate all or allocate part of the shareholder's total election votes to one or more candidates.

4. The total number of election votes allocated to all candidates shall not exceed the total number of election votes that the shareholder is entitled to exercise.

Article 10. Number of additional members to be elected

1. The General Meeting of Shareholders shall elect one (01) additional independent member of the Board of Directors for the 2026–2031 term of office.

2. The total number of election votes of each shareholder shall be determined in accordance with Clause 2, Article 9 of these Regulations..

Article 11. Exercise of election rights

1. A shareholder or the shareholder's lawful representative shall exercise the election rights by indicating the number of election votes allocated to each candidate in the Written Opinion Form.

2. A shareholder may:

a) Cumulate all election votes for one candidate;

b) Allocate election votes to one or more candidates;

c) Refrain from voting for any candidate.

3. The total number of election votes allocated to the candidates shall not exceed the total number of election votes that the shareholder is entitled to exercise.

4. Where the total number of election votes allocated to the candidates exceeds the total number of election votes that the shareholder is entitled to exercise, the election portion shall be invalid; other valid votes on matters contained in the Written Opinion Form shall still be aggregated in accordance with these Regulations.

Article 12. Determination of the elected candidate

1. The elected candidate shall be the candidate receiving the highest number of valid election votes in descending order until the required number of additional members of the Board of Directors has been elected.

2. Where two (02) or more candidates receive the same number of valid election votes for the last position to be filled, the elected candidate shall be determined in accordance with the Company's Charter and the Internal Regulations on Corporate Governance.

3. Where a re-election is required under Clause 2 of this Article, the Board of Directors shall organize a re-election among the candidates receiving the same number of election votes in accordance with the sequence and procedures prescribed by the laws, the Company's Charter and the Internal Regulations on Corporate Governance..

CHAPTER IV

VOTE COUNTING AND DISCLOSURE OF RESULTS

Article 13. Vote Counting Committee

1. The Board of Directors shall decide to establish a Vote Counting Committee to organize the counting of votes for the solicitation of shareholders' opinions in writing.

2. The Vote Counting Committee shall have the following duties:

a) Receive Written Opinion Forms submitted by shareholders to the Company;

b) Verify the validity of the Written Opinion Forms in accordance with the Law on Enterprises, the Company's Charter and these Regulations;

c) Count the votes cast for each matter on which shareholders' opinions are sought;

d) Count the votes for the election of an additional independent member of the Board of Directors;

e) Aggregate and determine the vote-counting results;

f) Prepare the Vote Counting Minutes and report to the Board of Directors.

3. Members of the Vote Counting Committee shall perform their duties honestly, objectively and accurately and shall be responsible for the vote-counting results.

Article 14. Vote Counting Minutes

1. Upon completion of the vote counting, the Vote Counting Committee shall prepare the Vote Counting Minutes in accordance with the Law on Enterprises, the Company's Charter and these Regulations.

2. The Vote Counting Minutes must be signed and certified by the members of the Vote Counting Committee, who shall be responsible for the truthfulness and accuracy of the vote-counting results.

3. The Vote Counting Minutes shall serve as the basis for the Board of Directors to determine the results of the solicitation of shareholders' opinions in writing and issue the Resolution of the General Meeting of Shareholders as prescribed.

Article 15. Disclosure of results

1. Based on the Vote Counting Minutes, the Board of Directors shall determine the results of the solicitation of shareholders' opinions in writing and issue the Resolution of the General Meeting of Shareholders in accordance with the Law on Enterprises and the Company's Charter.

2. The results of the solicitation of shareholders' opinions in writing and the Resolution of the General Meeting of Shareholders shall be disclosed, retained and implemented in accordance with the laws, the Company's Charter and the Company's Information Disclosure Regulations, where information disclosure is required.

CHAPTER V

IMPLEMENTATION PROVISIONS

Article 16. Effectiveness

1. These Regulations shall take effect from the date on which they are approved by the General Meeting of Shareholders through the solicitation of shareholders' opinions in writing.

2. These Regulations shall serve as the basis for organizing the solicitation of shareholders' opinions in writing; exercising voting rights and election rights; counting votes; and determining and disclosing the results of the solicitation of shareholders' opinions in writing regarding the matters prescribed in Article 3 of these Regulations.

Article 17. Implementation

1. he Board of Directors shall organize the implementation of these Regulations.

2. The Vote Counting Committee, the Person in charge of Corporate Governance, the General Director, and relevant units, departments and individuals shall be responsible for coordinating the implementation of these Regulations in accordance with the duties assigned by the Board of Directors.

3. Shareholders or their lawful representatives shall be responsible for exercising their voting rights and election rights in accordance with the Law on Enterprises, the Company's Charter and these Regulations.

Article 18. Applicable provisions

1. Matters not prescribed in these Regulations shall be governed by the Law on Enterprises, the Company's Charter and other relevant laws and regulations.

2. Where any provisions of the laws or the Company's Charter referred to in these Regulations are amended, supplemented or replaced, the relevant amending, supplementing or replacement document shall apply.

ON BEHALF OF THE BOARD OF DIRECTORS

CHAIRMAN

APPENDIX
GUIDANCE ON CUMULATIVE VOTING

Assume that the General Meeting of Shareholders elects one (01) additional independent member of the Board of Directors. Shareholder Nguyen Van A owns and represents under authorization 100,000 shares carrying voting rights.

Accordingly, the total number of election votes of Shareholder Nguyen Van A shall be determined as follows:

100,000 shares × 01 member = 100,000 election votes

1. Shareholder Nguyen Van A may exercise the election rights in one of the following manners::

a) Cumulate all 100,000 election votes for one (01) candidate.

b) Allocate the 100,000 election votes to two (02) or more candidates in equal or different numbers.

For example:

- Candidate A: 50,000 election votes;
- Candidate B: 50,000 election votes.

or

- Candidate A: 70,000 election votes;
- Candidate B: 30,000 election votes.

c) Allocate the election votes to one or more candidates in proportions determined by the shareholder, provided that the total number of election votes allocated to all candidates does not exceed 100,000 election votes.

2. The election portion of the Written Opinion Form shall be invalid in any of the following cases:

a) The Written Opinion Form issued by the Board of Directors in the prescribed standard form is not used.

b) The total number of election votes allocated to all candidates exceeds 100,000 election votes.

c) The Written Opinion Form does not bear the signature of the shareholder or the shareholder's lawful representative as prescribed.

d) The Written Opinion Form is received by the Company after the prescribed deadline.

e) The Written Opinion Form contains erasures, alterations or additional contents that affect the determination of the shareholder's election intention.

f) Other cases prescribed in the Regulations on the election of an additional independent member of the Board of Directors and by law.