

Hanoi, April 1, 2025

DỰ THẢO

NOMINATION AND CANDIDATE REGULATIONS

ADDITIONAL MEMBERS OF THE BOARD OF DIRECTORS

TERM 2022-2027

Pursuant to:

- *Enterprise Law No. 59/2020/QH14 was passed by the 14th National Assembly of the Socialist Republic of Vietnam at the 9th session on June 17, 2020, effective from January 1, 2021.*
- *Contract Law No. 54/2019/QH14 dated November 26, 2019 and documents guiding its implementation.*
- *The Charter of Central Veterinary Products Joint Stock Company I was amended at the 2023 Annual General Meeting of Shareholders approved on May 6, 2023;*
- *Pursuant to the Internal Regulations on the Governance of Central Veterinary Products Joint Stock Company I, which were amended at the 2022 Annual General Meeting of Shareholders approved on May 28, 2022*
- *Pursuant to the Resolution of the Annual General Meeting of Shareholders dated April 26, 2025 approving the election of additional members of the Board of Directors for the 2022-2027 term*

Chapter I: GENERAL PROVISIONS

Article 1. Purpose, scope of regulation and subjects of application. 1. This regulation is established to specify the principles and methods of nomination, candidacy and election of additional members of the Board of Directors (BOD) for the 2022-2027 term of Central

Veterinary products Joint Stock Company I at the 2025 Annual General Meeting of Shareholders approved on April 26, 2025.

2. The Regulations are applicable to all Shareholders owning shares of Central Veterinary products Joint Stock Company I (according to the VSDC list as of March 26, 2025)

Article 2. Rights and obligations of Shareholders and authorized representatives attending the 2025 Annual General Meeting of Shareholders.

1. Each Shareholder or authorized representative attending the General Meeting shall receive a ballot for the election of additional members of the Board of Directors, on which the number of shares held by the Shareholder or authorized representative of that Shareholder and the corresponding number of votes used for the election shall be clearly stated.

2. Shareholders must comply with the conditions and procedures specified in this Regulation, the guidance of the Election Committee and the Chairman of the General Meeting.

CHAPTER II: REGULATIONS ON NOMINATIONS AND CANDIDATES FOR ADDITIONAL MEMBERS OF THE BOARD OF DIRECTORS FOR THE TERM 2022-2027

Article 3. Number, term, and standards of members of the Board of Directors.

1. The number of additional members of the Board of Directors elected is 01 non-executive member of the Board of Directors.

2. The term of office of the additional elected Board of Directors member is from 2025-2027; Board of Directors members can be re-elected for an unlimited number of terms

3. Standards and conditions for non-executive Board of Directors (BOD) members.

Board of Directors members must satisfy the standards for being a member of the Board of Directors as prescribed in the Enterprise Law, the Company Charter, the Internal Governance Regulations and this Regulation, specifically:

a) Have full civil act capacity, not being a subject not allowed to manage an enterprise as prescribed in Clause 2, Article 17 of the Enterprise Law.

b) Have professional qualifications and experience in business administration or in the Company's business fields, industries and professions and not necessarily being a Shareholder of the Company.

c) Be in good health, have good moral qualities, be honest, upright, and have a sense of law compliance.

d) Can be a member of the Board of Directors of another Company at the same time, but cannot be a member of the Board of Directors of more than 05 other Companies at the same time.

Article 4. Right to nominate and run for additional members of the Board of Directors.

- Shareholders holding common shares have the right to aggregate their voting rights to nominate and run for election to the Board of Directors.
- The number of candidates that each group has the right to nominate depends on the number of candidates decided by the General Meeting and the share ownership ratio of each group. Shareholders or groups of Shareholders holding (as of the closing date of the list of Shareholders, March 26, 2025).
- . Shareholders or groups of shareholders holding from 10% of the total number of common shares have the right to nominate candidates for the Board of Directors, specifically:
 - Shareholders and groups of Shareholders holding from 10% to less than 20% of the number of common shares have the right to nominate and run for a maximum of 01 candidate.
 - Shareholders or groups of shareholders holding from 20% to less than 30% of common shares have the right to nominate and run for a maximum of 02 candidates.
 - Shareholders or groups of shareholders holding from 30% to less than 50% of common shares have the right to nominate and run for a maximum of 03 candidates.
 - Shareholders or groups of shareholders holding more than 50% of common shares have the right to nominate and run for a maximum of candidates according to regulations.
- In case the number of additional candidates for the Board of Directors through nomination and candidacy is still not enough (the number of candidates must be equal to or greater than the number of members. According to the provisions of Clause 5, Article 115 of the Law on Enterprises, the Board of Directors is approved by the General Meeting of Shareholders for election at the meeting), within 03 (three) days before the time of the General Meeting of Shareholders, the incumbent Board of Directors may nominate additional candidates, the

candidates introduced by the Board of Directors must be approved by a majority of the members of the Board of Directors. The list of candidates for the Board of Directors will be approved by the General Meeting of Shareholders before the election.

Article 5. Nomination and candidacy documents for election to supplement the Board of Directors

- Nomination and candidacy documents for election to the Board of Directors, including:
 - + Application form or nomination form for candidates to join the Board of Directors,
 - + CV self-declared by the candidate with photo attached
 - + Valid copy of ID card/CCCD/Passport;
 - + Valid copy of permanent residence registration (or long-term temporary residence registration);
 - + Valid copies of degrees, diplomas and certificates certifying educational level and professional qualifications;
 - + Authorization letter and/or group meeting minutes (if the candidate is authorized by the group to run for election).
- Nomination and candidacy documents must be sent to Central Veterinary Products Joint Stock Company I no later than 4:00 p.m., April 15, 2025, at the address: 88 Truong Chinh, Phuong Mai Ward, Dong Da District, Hanoi. Phone: 0243.8691262, 0988286335, Fax: 0243.691263;
- In case the submitted documents are faxed or scanned, the original must be sent back when registering to attend the meeting before the meeting begins.
- Only nomination and candidacy documents that meet the nomination and candidacy requirements and candidates who meet the corresponding requirements of the Board of Directors will be included in the list of candidates announced at the General Meeting of Shareholders.

**Chapter III: ELECTION OF ADDITIONAL MEMBERS OF THE BOARD OF
DIRECTORS, TERM 2022-2027**

Article 6. Selection of candidates.

- Based on the nominations and candidacy of Shareholders, groups of Shareholders and the attached documents of the candidates, the Board of Directors will make a list of candidates who meet the prescribed conditions to elect additional members of the Board of Directors for the 2022-2027 term.

Article 7. Election principles.

- The election of additional members of the Board of Directors shall be conducted according to the following principles:
- Comply with current laws on enterprises in Vietnam.
- Ensure publicity, democracy and legal rights of all Shareholders
- The structure of the number of additional members of the Board of Directors is: 01 Member

Article 8: Voters

- Voters at the General Meeting of Shareholders are shareholders who own shares or persons authorized by shareholders to attend the meeting (according to the list of shareholders as of March 26, 2025) present at the General Meeting of Shareholders.

Article 9. Form and method of election.

- The election of additional members of the Board of Directors will be conducted in the form of direct, secret ballot at the meeting according to the cumulative voting method (stipulated in Clause 3, Article 148, Enterprise Law No. 59/2020/QH14).
- After the General Meeting of Shareholders approves the list of candidates for additional members of the Board of Directors and approves the election procedures, each shareholder attending the meeting will be given 01 ballot by the Organizing Committee: one ballot to elect additional members of the Board of Directors. Shareholders are responsible for checking the information on the ballot, if there are any errors, they must immediately report to the Organizing Committee.
- The ballot clearly states the list of candidates arranged in order A, B, C; Shareholder code, number of shares owned/represented, number of voting shares, with the Company's seal. - Each Shareholder has a total number of votes corresponding to the total number of shares

owned (including shares owned by himself and shares authorized to be owned) multiplied by the number of additional members elected to the Board of Directors, specifically according to the following formula:

Election of members of the Board of Directors.

Total number of votes = Total number of shares with voting rights X Number of elected members of the Board of Directors

- Shareholders have the right to concentrate all their total voting rights on one or several candidates, provided that the total number of votes for that candidate(s) is not higher than the total number of votes they have.

Article 10. Ballot Counting Committee.

- The Ballot Counting Committee is nominated by the Presidium and approved by the General Meeting of Shareholders.
- Members of the Ballot Counting Committee must not be on the list of nominees and candidates for the Board of Directors
- The Ballot Counting Committee must ensure honesty, objectivity, and confidentiality of information regarding the vote counting and election.
- The Ballot Counting Committee has the following tasks:
 - + Check and announce the list of candidates for the election of additional members of the Board of Directors,
 - + Submit to the General Meeting of Shareholders for approval of the Election Regulations and Election Rules.
 - + Provide instructions on how to vote and organize the election for Shareholders.
 - + Distribute and collect ballots.
 - + Conduct vote counting, prepare minutes of vote counting, announce vote counting results to the General Meeting of Shareholders.
 - + Together with the Chairman of the General Meeting, review and resolve complaints and denunciations about candidates as well as election results (if any) and report to the General Meeting of Shareholders for decision.

+ The Election and Ballot Counting Committee is fully responsible before the law and the General Meeting of Shareholders for compliance with these regulations and for the accuracy of vote counting results.

Article 11. Voting and counting of votes.

- Voting begins when the ballots are distributed and ends when the last shareholder puts his/her ballot into the ballot box.

- The Ballot Counting Committee shall check the ballot box in the presence of the Shareholders.

The Ballot Counting Committee shall conduct the counting of votes at the polling station and immediately after the voting is completed.

- After the counting of votes, the Ballot Counting Committee shall prepare a record of the vote counting results and the Head of the Ballot Counting Committee shall announce it to the General Meeting.

Article 12. Principles for determining election results.

- The candidates elected as additional members of the Board of Directors are determined by the number of votes from high to low, starting from the candidate with the highest number of votes until the number of members of the Board of Directors is sufficient.

- In case there are 2 or more candidates with the same number of votes, the candidate holding more shares will be selected. If the number of shares held is equal, a re-election will be conducted among the candidates with the same number of votes.

Article 13. Preparation and publication of the vote counting minutes.

- After counting the votes, the Ballot Counting Committee must prepare the vote counting minutes.

- The vote counting minutes must have the following main contents:

- Time and place of preparation of the vote counting minutes.

- Total number of ballots issued and collected, number of ballots not returned by Shareholders.

- Election results.

- Signature of the member of the Ballot Counting Committee.
- The vote counting minutes must be announced by the Ballot Counting Committee before the General Meeting.

Article 14. Right to question.

- Shareholders/authorized representatives of Shareholders have the right to question and complain about the election and vote counting. The Chairman of the meeting and the Vote Counting Committee are responsible for explaining and clarifying the questions of Shareholders/authorized representatives of Shareholders and recording them in the minutes of the General Meeting of Shareholders.

Article 15. Effectiveness of the Regulations.

This Regulation takes effect immediately after being approved by the General Meeting of Shareholders and only applies to the candidacy, nomination and election of additional members of the Board of Directors for the 2022-2027 term at the 2025 Annual General Meeting of Shareholders of Central Veterinary Products Joint Stock Company I.

Recipients:

- General Meeting of Shareholders;
- Board of Directors, Audit Committee;
- Board of Directors' records.

TM. GENERAL MEETING OF
SHAREHOLDERS



NGUYEN ANH TUAN

Appendix

INSTRUCTIONS FOR ELECTING ADDITIONAL MEMBERS OF THE BOARD OF DIRECTORS, TERM 2022-2027

(Cumulative voting method)

Type of ballot, There is 01 type of ballot including:

- Ballot for the Board of Directors (BOD)

Voting method: Shareholders/Authorized representatives of Shareholders shall cast ballots to elect additional members of the Board of Directors in the ballot box.

Voting method: Each Shareholder has a total number of votes corresponding to the total number of shares with voting rights (including owned and authorized votes) multiplied by the number of elected members of the Board of Directors.

Shareholders can divide their total number of votes among the candidates they choose or concentrate all their total votes on one or several candidates, but must ensure that the total number of votes for the candidates does not exceed the total number of votes of that Shareholder; and the number of candidates that the Shareholder chooses to vote for must not exceed the number of candidates needed to be elected to the Board of Directors (approved by the General Meeting).

For example:

- Suppose the General Meeting votes to elect 01 additional member of the Board of Directors, term 2022-2027 from a total of 02 candidates.

Shareholder Nguyen Van A holds (including owned and authorized shares) 1,000 voting shares. Then the total number of votes of Shareholder Nguyen Van A is $1,000 \times 1 = 1,000$ votes.

Shareholder Nguyen Van A can select a maximum of 01 candidate out of 02 candidates to elect to the Board of Directors and the total number of votes for the candidates that Shareholder Nguyen Van A selects must not exceed 1,000 votes.

Shareholder Nguyen Van A can vote cumulatively in the following way:

Shareholder Nguyen Van A casts all his votes for 1 candidate (equivalent to the selected candidate receiving all 1,000 votes).

NO.	FULL NAME OF CANDIDATE	CUMULATIVE VOTE	NUMBER OF VOTES
1	Candidate 1		0
2	Candidate 2	<input checked="" type="checkbox"/>	1.000

Invalid ballots.

Cases of invalid ballots are specified in Clause 4, Article 13 of this Regulation, specifically in one of the following cases:

- Ballots not issued by Central Veterinary Products Joint Stock Company I and/or do not have the Company's seal.
- Ballots with crossed out, corrected, or supplemented contents that are not in accordance with regulations (in case of incorrect writing, a new ballot must be exchanged).
- The ballot contains additional or incorrect names, or is not on the list of candidates approved by the General Meeting of Shareholders before the vote.
- The ballot has a total number of voting rights for candidates exceeding the total number of voting rights of that Shareholder (including ownership and authorization rights).
- The ballot is not signed and clearly states the full name of the Shareholder/authorized representative of the Shareholder.
- The ballot votes for more candidates than the number required to be elected.
- The ballot does not state the number of votes for any candidate.