

# THE SOCIALIST REPUBLIC OF VIETNAM

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*Hanoi, April 2<sup>nd</sup>, 2025*

## **REGULATIONS ON THE ORGANIZATION 2025 ANNUAL GENERAL MEETING OF SHAREHOLDERS ELCOM TECHNOLOGY COMMUNICATIONS CORPORATION**

### **Article 1. General Provisions**

These regulations define the rights and obligations of shareholders and shareholder representatives; responsibilities of participants in the General Meeting; methods of discussion and voting at the 2025 Annual General Meeting of Shareholders of ELCOM Technology Communications Corporation (hereinafter referred to as “the Meeting”).

### **Article 2. Purpose**

The purpose of these regulations is to ensure that the Meeting is conducted in accordance with the procedures stipulated from Articles 140 to 152 of the 2020 Law on Enterprises, the Company’s Charter, and the Company’s internal governance regulations; to ensure shareholders can fully exercise their legitimate rights and interests at the Meeting; and to ensure the successful completion of the Meeting's agenda.

### **Article 3. Notice of Convening the General Meeting**

- Public disclosure of the record date for shareholders eligible to attend the Meeting: February 26<sup>th</sup>, 2025.
- Official record date for determining shareholder eligibility to attend and vote: March 20<sup>th</sup>, 2025.
- Date and venue of the Meeting: 2:00 PM, Thursday, April 24, 2025, at the Company’s Conference Room, Elcom Building, Duy Tan Street, Dich Vong Hau Ward, Cau Giay District, Hanoi City.
- Preparation of meeting agenda and materials in accordance with applicable laws and the Company’s internal regulations.
- The notice of meeting shall be delivered to each eligible shareholder in accordance with Articles 142 and 143 of the Law on Enterprises 2020, the Company Charter, and internal governance regulations.

#### **1. Forms of notification to shareholders:**

- Publication on the Company’s website: [www.elcom.com.vn](http://www.elcom.com.vn)
- Disclosure via Ho Chi Minh City Stock Exchange (HOSE) information channels
- Delivery by hand or via registered mail to the shareholder's contact address or the address provided by the shareholder

- Sent to the shareholder's registered email, phone number (SMS), or fax number via the Vietnam Securities Depository (VSD)
  - For internal shareholders (employees), notices may be delivered in sealed envelopes at their workplace or via internal email.
2. The meeting notice includes a link to download meeting materials from the Company's website.
  3. All documents, draft resolutions for each agenda item, and relevant information for discussion, voting, and elections will be posted on <https://www.elcom.com.vn>.
  4. Notices must be sent no later than twenty-one (21) days before the opening date of the Meeting.
  5. A shareholder or group holding at least 5% of common shares may propose items to the agenda. Proposals must be submitted in writing at least seven (07) business days before the Meeting and include shareholder name(s), number of shares held, and the proposed matter. The convener may reject proposals in the following cases:
    - Non-compliance with submission requirements
    - Shareholder(s) do not meet the minimum 5% holding requirement
    - Proposal is beyond the competence of the General Meeting
    - Other cases provided by law or the Company Charter

#### **Article 4. Conditions for Holding the Meeting**

1. The General Meeting of Shareholders may be convened when shareholders attending the meeting represent more than 50% of the total voting shares.
2. In the event that the first meeting fails to meet this quorum requirement, a second meeting notice shall be issued within 30 days from the originally intended meeting date. The second meeting may proceed if shareholders representing at least 33% of the total voting shares are present.
3. If the second meeting also fails to meet the quorum requirement, a third meeting notice must be issued within 20 days from the scheduled date of the second meeting. The third meeting may proceed regardless of the total voting shares represented.

#### **Article 5. Rights and Obligations of Shareholders Attending the Meeting**

1. Shareholders or their authorized representatives are entitled to vote on matters within the authority of the General Meeting, as outlined in the approved agenda.
2. Each shareholder or authorized representative attending the meeting in person must present valid identification documents and a power of attorney (if applicable) to the Organizing Committee for verification and to receive the corresponding voting Cards.
3. Shareholders arriving after the meeting has commenced may still register and participate in voting; however, resolutions passed prior to their registration shall remain effective and unchanged.

#### **Article 6. Meeting and Voting Procedures**

### 1. Registration Procedures:

- A shareholder or authorized representative shall be deemed to have validly attended the meeting if participating by one of the following methods:
  - ✓ **Remote Voting:** Submission of completed Voting Card, Election Ballot, and Attendance Confirmation Form via postal mail, email, or direct delivery to the Company by the deadline stated in the Invitation Letter;
  - ✓ **In-Person Attendance:** On-site registration at the venue at the time specified in the Invitation Letter.;
- Shareholders arriving late on the meeting day may still register but shall not be eligible to vote if the voting period has concluded. The Chair is not required to delay the meeting for late arrivals. All previously conducted voting or elections remain valid.
- Upon registration, the Company shall provide each eligible shareholder or representative with a Voting Card and an Election Ballot bearing a registration number, full name of the shareholder or representative, and the corresponding number of votes.

2. **Meeting Format and Conduct:** The General Meeting shall be conducted in strict compliance with Article 146 of the 2020 Law on Enterprises.

### 3. Voting and Election Procedures:

- a. **Voting Methods:** Shareholders may cast votes through one of the following two methods: Direct voting and election during the Meeting; Or, remote voting, provided the following conditions are met:
  - Completion of registration and shareholder status verification, or adherence to procedures applicable to remote voting;
  - Voting and election must be completed before the close of the voting collection period;
- b. **Vote Counting Committee**

The Meeting shall elect individuals to count and supervise the counting of votes based on the Chair's proposal. The committee shall comprise no more than three members.
- c. **Voting and Announcement of Results**
  - Shareholders and authorized representatives cast votes by selecting one of the options: "Approve," "Disapprove," or "No Opinion" for each presented Resolution, then signing and printing their name on the Voting Card provided at registration.
  - Except for reports and resolutions, the Chair may conduct voting on other matters via a show of hands.
  - In the event of newly arising or amended agenda items during the Meeting, remote voters shall be deemed absent from those items. Vote ratios will be calculated based on the number of shareholders physically present.

- The Vote Counting Committee shall collect and tally all Cards.
- Voting results shall be announced prior to the conclusion of the Meeting.

#### **4. Remote Voting Procedures**

Shareholders may exercise their voting and election rights via remote Card, in accordance with the following procedure:

- a) Each shareholder will be issued a unique code for identification.
- b) Shareholders must register and verify their identity by logging in at <https://agm.elcom.com.vn>, or by contacting the Organizing Committee via email: [agm@elcom.com.vn](mailto:agm@elcom.com.vn) or phone: +8424 38359359 (ext. 1207) for assistance.
- c) After logging in, shareholders may vote, elect, and confirm attendance through the platform.
- d) Printed, signed Voting Card, Election Ballot, and Attendance Confirmations must be submitted via postal mail or in person to the Company no later than 12:00 PM on April 23, 2025, to:

Board of Directors

ELCOM Technology and Telecommunications Joint Stock Company

Elcom Building, Duy Tan Street, Dich Vong Hau Ward, Cau Giay District,  
Hanoi City

Phone: +8424 38 359 359

***Alternatively,*** scanned copies of the signed documents may be emailed to: [agm@elcom.com.vn](mailto:agm@elcom.com.vn) no later than 12:00 PM on April 23, 2025.

- e) Voting and election data will remain confidential until counting begins.
- f) At the time of registration and eligibility verification at the Meeting, the Organizing Committee will validate remote Cards. Valid remote Cards will be placed in the Card box and counted together with in-person Cards in accordance with these Regulations.

#### **5. Valid and Invalid Cards**

##### **a) Valid Cards:**

- The Card must be issued by the Meeting Organizing Committee;
- The Card must not contain any erasures or unauthorized alterations to the printed content. If any additional content is included, it must be in the correct order as instructed and must not include anything beyond what is requested by the Organizing Committee;
- For each item being voted on, only one (01) of the three (03) voting options should be selected: **Approve, Disapprove, or Abstain;**
- The Card must be signed by the shareholder.

##### **b) Invalid Cards:**

- Any Card that fails to meet one or more of the above criteria for a valid Card shall be considered invalid. In cases where only one or some voting items are deemed invalid, while others are valid, the valid portions shall still be counted toward the voting result.

**Article 7. Approval of Resolutions:** All resolutions of the General Meeting shall be adopted in accordance with Article 148 of the Law on Enterprises 2020 and Article 20 of the Company Charter.

**Article 8. Meeting Minutes:** The meeting minutes shall be prepared and maintained in compliance with Article 150 of the Law on Enterprises 2020 and Article 22 of the Company Charter.

**Article 9. Request for Annulment of Resolutions**

Within ninety (90) days from the date of receipt of the resolution or meeting minutes, shareholders or shareholder groups defined in Clause 2, Article 115 of the Law on Enterprises 2020 may request a Court or Arbitrator to consider annulment of all or part of the resolution in the following cases:

1. The procedures for convening or adopting the resolution violated the Law on Enterprises or the Company Charter, unless exempted under Clause 2, Article 152.
2. The content of the resolution violates applicable laws or the Company Charter

**Article 10. Public Disclosure of Meeting Minutes and Resolutions**

Within twenty-four (24) hours of the conclusion of the Meeting, the meeting minutes and resolutions shall be posted on the Company's website at <https://www.elcom.com.vn> and submitted to the State Securities Commission and the Ho Chi Minh City Stock Exchange for public disclosure in accordance with current legal regulations.

**ON BEHALF OF THE BOARD OF DIRECTORS**

**CHAIRMAN**



**PHAN CHIEN THANG**