

No. 381/QĐ-MIE-HĐQT

Ha Noi, June 5th, 2025

DECISION

**On the Promulgation of the Regulations on Organization
of the 2025 Annual General Meeting of Shareholders
Machines and Industrial Equipment Corporation – JSC**

BOARD OF DIRECTORS

MACHINES AND INDUSTRIAL EQUIPMENT CORPORATION – JSC

Pursuant to the Law on Enterprises 2020;

*Pursuant to the Charter on Organization and Operation of Machines and
Industrial Equipment Corporation – JSC (the Corporation);*

Pursuant to the Corporation's Internal Governance Regulations;

*Pursuant to Resolution No./NQ-MIE-BOD dated/.../2025 of the
Board of Directors of the Corporation on the plan for organizing the 2025
Annual General Meeting of Shareholders.*

DECIDES:

Article 1. Attached to this Decision is the “Regulation on Organization of
the 2025 Annual General Meeting of Shareholders of Machines and Industrial
Equipment Corporation – JSC”.

Article 2. This Decision shall take effect from the date of signing.

Members of the Meeting Organizing Committee, relevant parties, and
shareholders attending the 2025 Annual General Meeting of Shareholders of
Machines and Industrial Equipment Corporation – JSC shall be responsible for
implementing this Decision. 

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

Recipients:

- As Article 2;
- BoD, BoM, BoS;
- Organizing Committee of AGM;
- Archived: VT, HR.



Trần Quốc Toàn

Ha Noi, June 5th, 2025

REGULATION ON ORGANIZATION
Of the 2025 Annual General Meeting of Shareholders
of Machines and Industrial Equipment Corporation – JSC
(Issued together with Decision No. 381/QĐ-MIE-HĐQT dated 05/6/2025)

CHAPTER I
GENERAL PROVISIONS

Article 1. General Provisions

This Regulation set out the rights and obligations of shareholders and their representatives; the responsibilities of relevant parties participating in the Annual General Meeting of Shareholders 2025 of Machines and Industrial Equipment Corporation – JSC (hereinafter referred to as “the AGM”); and the procedures for discussion at the AGM, with the aim of ensuring its effective conduct.

Article 2. Purpose

This Regulation are intended to ensure that the AGM is conducted in accordance with the proper sequence and procedures as prescribed by law; in an orderly, safe, and timely manner, aligned with the meeting agenda. They also aim to enable shareholders to exercise their lawful rights and interests in a democratic, equal, and united manner, reflecting the collective will of the majority for the benefit of shareholders and in support of the Corporation’s sustainable development.

Article 3. Shareholders and all parties participating in the AGM are responsible for complying with the provisions of This Regulation.

CHAPTER II
ORGANIZATION OF THE AGM

Article 4. Agenda

1. The agenda of the AGM shall be sent to shareholders in advance, together with the Notice of Meeting.

2. A shareholder or group of shareholders holding 5% or more of the total number of ordinary shares shall have the right to propose matters to be included in the AGM agenda. Such proposals must be made in writing and submitted to the Corporation no later than five (05) working days prior to the opening date of the AGM (specifically, before 4:00 p.m. on June 19, 2025). The written proposal must clearly state: the name of the shareholder, the number of each type of



shares held, shareholder code, and the proposed issue(s) to be included in the agenda.

The Board of Directors of the Corporation convening the AGM has the authority to accept and include such proposals in the draft agenda and meeting materials, except in cases where the proposal is submitted late, incomplete, incorrect in content, or where the proposed matter does not fall within the authority of the AGM.

3. Conditions for convening the AGM: The AGM shall be conducted when shareholders attending the meeting represent at least sixty-five percent (65%) of the total voting shares.

4. The official agenda and contents of the AGM must be approved by the shareholders at the opening session of the Meeting.

Article 5. The Presidium

The Annual General Meeting shall be conducted by the Presidium, which includes the Chairman of the Board of Directors of the Corporation and other members nominated by the Organizing Committee and approved by the AGM. The Chairman shall act as the Chair of the Meeting. The Presidium shall operate on the principle of democratic centralism and in accordance with legal regulations.

The Presidium shall be responsible for:

1. Conducting the AGM in accordance with the approved agenda, rules, and procedures.
2. Guiding the discussions and collecting votes on matters within the AGM's agenda and other related issues that arise during the Meeting.
3. Having the authority to postpone the AGM to another time or change the meeting location, provided that the required number of registered shareholders is present, in cases where any attendee disrupts or causes disorder, thereby posing a risk to the fairness and legality of the Meeting.
4. Responding to matters requested by the AGM or assigning individuals to respond.
5. Addressing any issues that may arise during the course of the Meeting.

Article 6. Secretary of the Meeting

1. Assisting the Presidium and the Annual General Meeting shall be the Secretary of the Meeting. The Secretary is nominated by the Chair and approved by the AGM.

2. Duties of the Secretary:

- a) To accurately and faithfully record all proceedings of the General Meeting.

b) To assist the Presidium in announcing documents, conclusions, or notices to shareholders upon request.

c) To be responsible before the Chairperson and the General Meeting of Shareholders for their duties; to fully and truthfully record all developments during the Meeting, including matters approved or reserved by shareholders; to receive shareholders' feedback forms; and to draft the Minutes and Resolution of the General Meeting of Shareholders.

Article 7. The Shareholder Eligibility Verification Committee

The Shareholder Eligibility Verification Committee shall consist of 03 members appointed by the Organizing Committee of the General Meeting and shall be responsible for:

1. Assisting the Chairperson of the Meeting in verifying the conditions for convening the General Meeting;

2. Verifying the eligibility of shareholders or their authorized representatives attending the Meeting;

3. Distributing voting and election ballots to shareholders on the attendance list prior to the opening of the Meeting;

4. Reporting to the General Meeting and taking responsibility for the verification results of shareholders' eligibility before the official commencement of the Meeting.

Article 8. Vote Counting Committee

The Vote Counting Committee shall be nominated by the Organizing Committee of the General Meeting and approved by the Meeting through voting. The Committee shall have the following duties:

1. To supervise the voting process of shareholders or their authorized representatives attending the Meeting;

2. To compile the number of voting shares for each matter and report the results to the Chairperson and the Secretariat.

Article 9. Rights and Obligations of Attending Shareholders

1. Eligibility to Attend

All shareholders of the Corporation whose names appear on the list of shareholders as of the record date are entitled to attend the General Meeting of Shareholders.

2. Shareholders have the right to attend the Meeting in person or authorize one representative to attend on their behalf by means of a Power of Attorney (in the format prescribed by the Organizing Committee). The authorized person may contribute opinions and vote on matters within the agenda of the Meeting. Each shareholder or authorized representative attending the Meeting must present the following documents: Citizen ID/Passport, Notice of Meeting



Invitation, and the Power of Attorney (if applicable), to the Shareholder Eligibility Verification Committee in order to receive voting ballots and participate in voting.

Shareholders or representatives arriving late may register and obtain voting rights upon registration. The Chairperson is not obligated to pause the Meeting for late registrations, and the validity of previously conducted voting sessions shall not be affected.

3. Shareholders will be publicly informed by the Organizing Committee about the Meeting agenda, receive relevant materials, and are responsible for:

- a) Complying with the Meeting's Rules of Order.
- b) Completing registration procedures with the Organizing Committee.
- c) Voting on the matters presented at the Meeting.
- d) Adhering to the instructions of the Chairperson.

CHAPTER III

DISCUSSION, VOTING, AND MEETING MINUTES

Article 10. Discussion at the General Meeting

When discussing matters on the agenda of the General Meeting, shareholders shall comply with the following provisions:

1. Principle: Shareholders wishing to speak must obtain the approval of the Chairperson before doing so.

2. Speaking Procedure: Shareholders shall speak briefly and stay focused on the key issues relevant to the approved agenda to ensure that the Meeting proceeds as planned. The content must not violate any laws, relate to personal matters, or exceed the scope of the corporation's authority.

3. The Chairperson shall arrange the speaking order based on shareholder registrations and respond to questions and comments. Contributions and inquiries will be grouped and addressed sequentially during the discussion session only. If several shareholders raise similar issues, the Presidium will consolidate and provide a common response. After all shareholder comments have been made, the Chairperson will respond in turn or assign responsible individuals to address the issues raised.

Article 11. Voting at the General Meeting

1. Voting Eligibility:

- All shareholders or authorized representatives who meet the eligibility criteria as prescribed in Clause 1, Article 9 of this Regulations are entitled to vote at the General Meeting of Shareholders.

2. Voting Principles:

- All matters on the agenda of the General Meeting shall be approved through voting by all shareholders using voting ballots, based on the number of shares they own or represent.

- Each shareholder shall be issued 01 yellow voting ballot, which specifies the name of the shareholder/authorized representative, the number of voting shares (owned and authorized), and bears the stamp of Machines and Industrial Equipment Corporation – JSC in the upper left corner.

3. Voting Procedure:

- The General Meeting shall vote on each item in the agenda. Voting is conducted by selecting “Agree,” “Disagree,” or “No Opinion.” The vote counting results shall be announced by the Chairperson before the Meeting is adjourned.

- The General Meeting shall vote on the following matters:

- 3.1) Approval of the Meeting Agenda;
- 3.2) Approval of the Meeting Regulation on Organization;
- 3.3) Approval of the composition of the Presidium;
- 3.4) Approval of the Secretariat;
- 3.5) Approval of the Vote Counting Committee;
- 3.6) Approval of the Board of Directors’ 2024 Report and 2025 Plan;
- 3.7) Approval of the 2024 Corporate Governance Report and 2025 Plan;
- 3.8) Approval of the Supervisory Board’s 2024 Report and 2025 Plan;
- 3.9) Approval of the Self-Assessment Report on the activities of the Supervisory Board and its members in 2024;
- 3.10) Approval of the Submission on 2024 Business Performance and 2025 Business Plan;
- 3.11) Approval of the Submission on 2024 Combined and Consolidated Financial Statements; Profit Distribution Plan for 2024 and Profit Distribution Plan for 2025 of the Parent Company;
- 3.12) Approval of the Proposal on the selection of the auditing firm for the 2025 financial statements;
- 3.13) Approval of the Proposal on the 2024 remuneration and salary report of the Board of Directors, the Supervisory Board, the General Director & other managers, and the 2025 remuneration and salary payment plan for members of the Board and Supervisors;
- 3.14) Approval of the Proposal on the dismissal of a member of the Board of Directors.
- 3.15) Approval of the Meeting Minutes and Resolution of the General Meeting and other matters as proposed by the Chairperson.



- Shareholders attending the Meeting shall vote by raising their voting cards to express their opinions on each matter when requested by the Chairperson: approve, disapprove, or abstain. Shareholders who do not raise their voting cards shall be deemed to have no opinion on the matter..

- The above matters shall be approved if they receive affirmative votes representing at least 51% of the total voting shares of all shareholders attending the Meeting in person or through authorized representatives.

Article 12. Disclosure and Announcement at the General Meeting

The following contents shall be disclosed and announced at the General Meeting:

- Report on related interests as prescribed in Clause 1, Article 164 of the Law on Enterprises;
- Report on related interests as prescribed in Clause 2, Article 164 of the Law on Enterprises.

Article 13. Meeting Minutes and Resolution of the General Meeting

All matters discussed at the Meeting must be recorded in the Minutes by the Meeting Secretary.

The Minutes and Resolution of the General Meeting of Shareholders must be completed and adopted before closing the Meeting.

CHAPTER IV IMPLEMENTATION TERM

Article 14. This Regulation comprises 14 Articles and is issued by Machines and Industrial Equipment Corporation – JSC in compliance with applicable laws.

All shareholders and members of the Organizing Committee of the 2025 Annual General Meeting of Shareholders of Machines and Industrial Equipment Corporation – JSC are responsible for implementing this Regulation. 

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

 
Tran Quoc Toan