

OPERATIONAL REGULATION OF 2024 EXTRAORDINARY GENERAL SHAREHOLDERS' MEETING

Pursuant to:

- *Law on Enterprises no.59/2020/QH14 dated June 17, 2020;*
- *Law on Securities no.54/2019/QH14 dated November 26, 2019; and the attached documents;*
- *Decree no.155/2020/ND-CP dated December 31, 2020, elaborates on some articles of the Law on Securities;*
- *Charter of Thanh Cong Textile Garment – Investment – Trading JSC*
- *Internal Regulation on Corporate Governance of Thanh Cong Textile Garment – Investment – Trading JSC*

To ensure that the 2024 Extraordinary General Shareholders' Meeting of Thanh Cong Textile Garment – Investment – Trading JSC will take place successfully, the Board of Directors proposed this operational regulation to provide methods of voting, code of conduct and working principles as following:

Article 1. Purpose

- To ensure that the organizing of cast of voting and code of conduct during the Extraordinary General Shareholders' Meeting of Thanh Cong Textile Garment – Investment – Trading JSC is in compliance with the laws and regulations aim to obtain a successful GSM legally.
- The Meeting's resolutions shall demonstrate a concurrence satisfying shareholders' desires and interests as well as complying with applicable laws.

Article 2. Subject and scope

- Subjects: All shareholders, authorized representatives of shareholder and guests (if any) attending the Extraordinary General Shareholders' Meeting of Thanh Cong Textile Garment – Investment – Trading JSC shall comply with this Regulation, the Company Charter and applicable laws.
- Scope: This Regulation is applied to operate the 2024 Extraordinary General Shareholders' Meeting of Thanh Cong Textile Garment – Investment – Trading JSC.

Article 3. Interpretations of terms/abbreviations

- Company : Thanh Cong Textile Garment – Investment – Trading JSC
- BoD : Board of Directors
- OC : Organizing Committee of the Meeting
- GSM : General Shareholders' Meeting

- Delegates : Shareholder, authorized representative
- GSM Livestream : The system of broadcasting GSM on website address: system <https://ezgsm.fpts.com.vn> and www.youtube.com
- EGM : Extraordinary General Shareholders' Meeting

Article 4. Conditions for conducting the GSM

- The GSM shall be conducted when the number of Delegates attending the meeting represents more than 50% of the total voting rights¹.
- In the event of the required voting right is insufficient within thirty (30) minutes from the time set for the opening of the meeting, the convener shall cancel the meeting. The GSM shall be re-convened within thirty (30) days from the first GSM's date. The second GSM shall be held when the number of Delegates attending the meeting or sending voting ballots through the forms prescribed in Article 12.7.c and Article 12.7.d of the Company Charter prior to the GSM which represents at least 33% of the total voting rights.
- In case the conditions for conducting the second GSM are not fulfilled within thirty (30) minutes from the prescribed opening time of the GSM, the third GSM may be re-convened within twenty (20) days from the intended date of conducting the second meeting. In this case, the GSM shall be held regardless of the number of voting rights participating or sending votes through the forms prescribed in Article 12.7.c and Article 12.7.d of the Company's Charter prior to the meeting and are considered valid and entitled to decide all matters similar to authority of the first GSM.
- **Note:** The percentage of shareholders attending the online GSM is determined when the delegate has confirmed his/her “**Confirmed attendance at the online GSM**” on the online voting system as prescribed in Article 5 of this Regulation.

Article 5. Delegates attending the 2024 EGM

- All the Company's shareholders on the list as of the closing date of 9 October 2024 are eligible to participate in the EGM online via the electronic voting system or authorize their representative to attend. If there is more than one person legally authorized to attend the meeting, the number of shares of each Delegate must be specified accordingly.
- **When attending the EGM online, delegates should pay attention to:**
 - o Technical requirements: Shareholders need to have an electronic device connected to the internet (for example: computer, tablet, mobile phone, other electronic devices with internet connection).
 - o Registration method: Delegates access the link, log in with the account information and password provided by the Company to attend the online GSM and conduct electronic voting.
 - o Delegates are responsible for managing and using the user account according to this Regulation and are not entitled to complain whenever exits the system for any reason

¹ Clause 1, Article 18 of the Company Charter

or allows others to use their login account to access the system, exercise the rights of shareholders during the GSM.

- Shareholders are responsible for keeping confidential the username and password provided by the Company to ensure that only shareholders or shareholders' representatives are eligible to vote. Any voting results of shareholders or shareholders' representatives is considered as the will of shareholders evidently. Shareholders undertake all responsibilities under the laws and toward the Company for the results of online voting conducted through the provided access account.
- **Recording delegates attending the online GSM:** Delegates are recorded by the electronic voting system as attending the online GSM when they access the system using the access information provided in the EGM invitation and selected the button “**confirmed attendance at the online GSM**” on the electronic voting system.
- **Time to confirm attendance:** starting from 09:00 am, 30 October, 2024

Article 6. Guests of the EGM

- The managerial positions of the Company, guests, and members of the OC who are not the Company's shareholders are invited to participate in the GSM.
- The guests shall not express their opinions at the GSM (*unless invited by the Chairperson of GSM or registered with the OC and permitted by the Chairperson*)

Article 7. Chairperson and Chair Meeting Board

- The Chair Meeting Board includes 03 members, 01 Chairperson and 02 members. The Chairman of the BoD is the Chairperson of the Chair Meeting Board cum the Chair of the GSM. In the event of force majeure, the Chairman of the BoD must authorize another BoD's member to preside the GSM. Specifically, Chair Meeting Board consists of:

No	Full Name	Position
1	Mr. Tran Nhu Tung	- Chairman of the Board of Directors - Chairperson of the GSM
2	Mr. Song Jae Ho	- Member of the Board of Directors - General Director
3	Mrs. Nguyen Minh Hao	- Member of the Board of Directors - Chief Financial Officer

- Responsibilities of the Chair Meeting Board:
 - To operate the GSM in conformity with the agenda, regulations, and rules approved by the GSM;
 - To assign and introduce representatives of BoD to present the reports at the GSM;
 - To introduce the members of the Vote Counting Committee for the GSM to cast a vote;

- To handle the GSM's discussion, casting vote for the GSM's agenda and relevant issues during the GSM.
- To respond and record all agenda approved by the GSM;
- To handle any arising during the GSM.
- Responsibilities of the Chairperson of the GSM:
 - To adopt and release all documents, results, minutes, and resolutions of the GSM after completion.
 - The Chairperson has the authority to take necessary and reasonable measures to conduct the GSM in an orderly manner, in accordance with the approved agenda.

Article 8. Delegate Eligibility Check Committee

- The Delegate Eligibility Check Committee include 02 members, 01 Head and 01 member, responsible to the Chair Meeting Board and the GSM for their duties.
- The Delegate Eligibility Check Committee is introduced by the Chairperson as follows:

<i>No</i>	<i>Name</i>	<i>Position</i>
1	Mr. Nguyen Huu Tuan	Head of the Delegate Eligibility Check Committee
2	Mr. Le Quy Duong	Member

- Responsibilities:
 - To report the results of Delegate eligibility checking before the GSM's opening officially.
 - To coordinate with the Vote Counting Committee to guide, support, and supervise the implementation of vote counting.

Article 9. Meeting Secretary

- The meeting Secretary consist of two members appointed by the Chairperson, is responsible to the Chair Meeting Board and the GSM for their duties and follow the direction of the Chair Meeting Board. Specifically:

<i>No</i>	<i>Name</i>	<i>Position</i>
1	Ms. Ngo Thi Quynh Mai	Head of the Meeting Secretary
2	Ms. Loc Thi Van	Member

- Responsibilities
 - To receive, review, and transfer shareholder questions to the Chair Meeting Board;
 - To record the GSM's meeting minutes fully and honestly all the content, and progress of the GSM including the agenda approved or remained for pay attention by the GSM.

- To assist the Chairperson in disclosing the draft GSM's meeting minutes and resolutions on the agenda approved by the GSM.

Article 10. Vote Counting Committee

- The Vote Counting Committee consist of 02 members, 01 Head and 01 member.
- The Vote Counting Committee includes:

<i>No</i>	<i>Name</i>	<i>Position</i>
1	Mr. Nguyen Van My	Head of the Vote Counting Committee
2	Mr. Tran Duy Hai	Member

- Responsibilities:
 - The Vote Counting Committee shall prepare the Minutes recording all voting results of GSM's agenda and take responsibility for its performance toward the Chair Meeting Board and GSM.
 - To determine the voting results accurately on each agenda voted by GSM.
 - To notify the voting results to the Meeting Secretary quickly.
 - To review and report to the GSM any violation against the voting rules or any complaint about voting results.

Article 11. Discussion at the GSM

1. Principle

- The discussion is conducted within the duration and in relation to the GSM's agenda;
- Delegates are entitled to participate in the discussion section;
- Delegates need to register their question according to the following regulations:
 - Delegates can raise questions in the Discussion section of the online meeting interface at the link <http://ezgsm.fpts.com.vn> or send an email to the address: maintq@thanhcong.com.vn (before the discussion time). (*Questions are valid if sending from the registered email in the shareholder list provided by the Vietnam Securities Depository and Clearing Corporation, or the email address of the shareholder who registered in the Meeting Registration Form or the hard copy of the authorization sent to the Company*).
 - The Meeting Secretary will arrange the Delegates' questionnaires and report to the Chairperson.

2. Answering the Delegates' questions

- Based on the Questionnaire of the Delegate, the Chairperson or a member designated by the Chairperson will answer accordingly;
- In case of time limitation, questions that are not answered at the GSM will be responded by the Company in other forms.

Article 12. Voting at the GSM

1. Principle:

- All the agenda and relevant content of the GSM must be discussed and voted on publicly by the GSM. Delegates conduct the electronic voting at the link: <http://ezgsm.fpts.com.vn>

2. Electronic voting:

- Voting method:
 - Delegates select one of three options “Agree”, “Disagree” or “Abstention” for each issue presented at the GSM that has been installed in the electronic voting system.
 - After selection, Delegates verify their decision so that the electronic voting system can record the voting results.
- Other regulations on electronic voting:
 - If the Delegate did not vote all GSM’s issues and agenda entirely, the issues that have not been voted will be considered as the delegate did not join voting on that issue.
 - In case of issues arising outside the submitted agenda, the Delegate can vote additionally. If the Delegate does not vote on the issues arising, it will be considered as the Delegate not participating in voting on that issue.
 - The Delegate can change the voting results (but cannot cancel the voting results); including the results of additional voting on issues arising outside the GSM’s agenda. The online system only records the final voting results at the time of the completion of the electronic voting of each vote counting period as stipulated in this Regulations.
- Electronic voting schedule:

Electronic voting schedule is specified as follows:

- The first voting session (including GSM’s Agenda; Operational Regulation of EGM; Vote Counting Committee): Delegates shall vote from October 30, 2024 at 9 am until the OC announces that the first voting session is finished.
- The second voting session (including Reports and Proposal): Delegates shall vote from October 30, 2024 at 9 am until the OC announces that the the second round is completed.
- The third voting session (including the GSM’s Meeting Minutes and Resolution): Delegates shall vote from October 30, 2024 at 9 am until the OC announces the completion of the third voting.
- Delegates may access the electronic voting system and vote anytime in 24 hours a day from the time of attendance confirmation under Article 5 of this Regulation, except in case of system maintenance or other reasons beyond the control of the Company. After the voting period is completed, the system will not record any electronic voting results from Delegates.

3. Voting regulations:

- 01 (one) ordinary share equals 01 (one) vote. Each participating Delegate shall represent one or numerous of votes.

- At the closing date (October 9, 2024), the total number of shares with voting rights of the Company is 101,855,032, equivalent to 101,855,032 votes.
- All issues and agenda of GSM are approved in the condition of obtaining more than 50% of the total votes by the Delegates attending and join the voting session accordingly. Except some cases stipulated in Clauses 3, Article 20 of the Company Charter, at least agreed by 65% of the total votes by the Delegates attending and join the voting session are required for approval.

Remarks: Shareholders/authorized representatives with relevant interests do not have the right to vote on contracts and transactions with a value equal to or more than 20% of the total value of the Company's assets recorded in the latest financial statements; such contracts or transactions shall be approved only when agreed rate from 65% of the total remaining votes by the number of shareholders and authorized representatives (according to Clause 4, Article 167, the Law on Enterprises 2020).

4. Recording voting results

The Vote Counting Committee shall check, and report the voting results to the Chair Meeting Board for each of issue and agenda of the GSM. The voting results shall be announced by the Chairperson or Head of Vote Counting Committee right before the closing of the GSM.

Article 13. Minutes and Resolutions of GSM

All contents of the GSM must be recorded by the Meeting Secretary in the Minutes of the GSM. The Minutes of the GSM must be read and approved before the closing of the GSM.

Article 14. Implementation of the Regulations

This Organizational Regulation is presented publicly at the 2024 EGM and shall take effect immediately upon approval of the GSM of Thanh Cong Textile - Investment - Trading Joint Stock Company.

Any breach of this Regulation by shareholders, authorized representatives and guests will be considered and handled by the Chair Meeting Board according to the specific level in accordance with the Company Charter and the Law on Enterprises.

This Regulation shall take effect immediately after approval of the GSM of the Company.

ON BEHALF OF THE BOARD OF DIRECTORS

Recipients:

- GSM;
- Member of BoD, BoM;
- Archive: Secretary.

CHAIRMAN

(Signed)

TRAN NHU TUNG