

Hanoi, May 14 , 2025

**REGULATIONS ON THE ORGANIZATION
AT THE 2025 ANNUAL GENERAL MEETING OF SHAREHOLDERS
CENTRAL PHARMACEUTICAL JOINT STOCK COMPANY NO. 1 –
PHARBACO**

Pursuant to:

- The Law on Enterprises No. 59/2020/QH14 dated June 17, 2020, and the Amended Law No. 03/2022/QH15 dated January 11, 2022, and related guiding documents;
- The Law on Securities No. 54/2019/QH14 dated November 26, 2019; Law No. 56/2024/QH15 dated November 29, 2024, which amends and supplements certain articles of the Law on Securities No. 54/2019/QH14, and related guiding documents;
- The Charter on Organization and Operation of Central Pharmaceutical Joint Stock Company No. 1 – Pharbaco;
- Other relevant legal documents.

The Company hereby promulgates the Regulations on the Organization of the 2026 Annual General Meeting of Shareholders of Central Pharmaceutical Joint Stock Company No. 1 – Pharbaco as follows:

**CHAPTER I
GENERAL PROVISIONS**

Article 1. Scope and subjects of application

These Regulations apply to:

1. Applicable to the organization of the 2026 Annual General Meeting of Shareholders (hereinafter referred to as the "AGM") of Central Pharmaceutical Joint Stock Company No. 1 – Pharbaco
2. Specify the rights and obligations of shareholders, authorized representatives of shareholders and parties attending the General Meeting, conditions and procedures for conducting the General Meeting and voting to approve issues within the authority of the General Meeting

3. Shareholders, shareholder representatives and parties participating in the General Meeting are responsible for complying with the provisions of this charter

Article 2. Purpose:

1. Ensure the principles of publicity and transparency.
2. Create favorable conditions for the organization of the Congress to be carried out successfully and in compliance with legal regulations.

**CHAPTER II
RIGHTS AND OBLIGATIONS OF SHAREHOLDERS ATTENDING THE
GENERAL MEETING**

Article 3. Conditions for Convening the AGM:

Shareholders (or authorized representatives) whose names are on the list of shareholders on the record date of the right to attend the General Meeting of Shareholders on May 06, 2026 are entitled to attend the 2026 General Meeting of Shareholders

Article 4. Rights of shareholders attending the AGM:

1. Shareholders may attend the General Meeting of Shareholders in one of the following forms:
 - a. Directly attend the General Meeting of Shareholders .
 - b. Authorize another person to attend the General Meeting of Shareholders. In case the shareholder is an organization without an authorized representative as prescribed in Clause 2, Clause 4, Article 14 of the Enterprise Law 2020, it shall authorize another person to attend the General Meeting of Shareholders. Shareholders that are organizations owning at least 10% of the total number of common shares have the right to authorize up to three people to attend the General Meeting of Shareholders. In case the shareholder is an organization appointing multiple authorized representatives, the number of shares for each representative must be specifically determined. In case the shareholder does not determine the corresponding number of shares for each authorized representative, the number of shares will be divided equally among the number of authorized representatives
2. The Organizing Committee shall publicly announce the contents of the Congress program
3. Speak, discuss and vote on all contents in the Congress program within the authority of the Congress according to the provisions of the Enterprise Law 2020 and relevant legal documents

4. Shareholders or authorized representatives (hereinafter referred to as Shareholders) who arrive late to the General Meeting have the right to register immediately, and then have the right to participate and vote immediately at the General Meeting, but the Chairman is not responsible for stopping the meeting and the validity of previous voting sessions will not be affected. In case the Vote Counting Committee is counting the votes, the shareholders do not have the right to vote. The Vote Counting Committee is responsible for adding up the number of shares with voting rights at the General Meeting to calculate the approval rate of the voting contents in the following section

Article 5. Obligations of shareholders attending the AGM

Shareholders attending the AGM are obligated to:

1. Shareholders attending the Meeting must bring the following documents:
 - a. Individuals
 - Attend in person: Meeting invitation letter; and Original ID card or citizen identification card or passport or other ownership registration number registered with Vietnam Securities Depository and Clearing Corporation (VSDC);
 - Attending by proxy: Meeting invitation letter; Power of attorney form (original); and Original valid ID card/passport of the authorized person.
 - b. Organization
 - Attend in person: Meeting invitation letter; Certified copy of the latest Business Registration Certificate; and Original valid ID card/passport of the legal representative;
 - Attending by proxy: Meeting invitation letter; Certified copy of the latest Business Registration Certificate; Power of attorney in the form (original); and Original valid ID card/passport of the authorized person

Shareholders are only allowed to officially attend and vote at the General Meeting after completing the registration procedures and proving their valid shareholder status to the Shareholder Qualification Verification Committee

2. In case a Shareholder has authorized another person without a written notice of authorization, that Shareholder shall not receive a Voting Card or voting ballot at the Meeting when attending the Meeting if their authorized person has completed the procedures to continue receiving the Voting Card or voting ballot.
3. The authorized representative attending the General Meeting shall not delegate their authority to a third party.
4. During the General Meeting, shareholders or their representatives must comply with the instructions and direction of the Chairperson, respect the proceedings and

outcomes of the Meeting, behave in a civil and courteous manner, and refrain from causing disorder.

5. Shareholders and authorized representatives attending the General Meeting must strictly comply with these Regulations. In case of violation, depending on the severity, the Chairperson shall consider and take appropriate actions in accordance with Article 146 of the prevailing Law on Enterprises.
6. In case a Shareholder has to leave the Meeting for personal reasons before the voting takes place, they must inform the Vote Counting Committee. If they fail to notify the Committee or do not return the voting ballot for the matters to be voted on, the Shareholder shall be deemed to have not participated in the vote on such matters.

Article 6. Rights and Obligations of the Chairperson and the Presidium

The Presidium consists of 02 members who are members of the Board of Directors, in which the Chairman of the Board of Directors serves as the Chairperson of the General Meeting and is responsible for presiding over the Meeting, subject to approval by the General Meeting.

1. Duties of the Presidium:

- To carry out the necessary tasks to conduct the General Meeting in a lawful, orderly manner and to ensure that the Meeting reflects the will of the majority of attending shareholders;
- To conduct the General Meeting in accordance with the approved agenda, rules, and regulations; the Presidium shall operate based on the principles of centralization, democracy, and make decisions by majority vote.
- To present draft resolutions, guide the Meeting in discussions, collect votes on matters within the agenda, respond to issues raised by the Meeting, and address other relevant matters throughout the course of the Meeting.
- To handle any issues arising during the General Meeting.

2. Rights of the Presidium

- To make final and binding decisions on matters related to procedures, order, or unforeseen events arising outside the approved agenda of the General Meeting.
- To request competent authorities to maintain order at the Meeting and to expel individuals who do not comply with the Chairperson's authority, intentionally disrupt order, obstruct the Meeting, or refuse to comply with security screening requirements.

Article 7. Shareholder Eligibility Verification Committee

1. The Shareholder Eligibility Verification Committee for the General Meeting (hereinafter referred to as the "Verification Committee") shall consist of 3 members, including 01 Head and 02 members, with the following functions and duties:
 - a. To verify the eligibility of shareholders or their authorized representatives to attend the General Meeting based on the documents they present, including: Citizen ID/Passport/Certified copy of the Enterprise Registration Certificate, Invitation Letter, Power of Attorney, and any accompanying documents (if any);
 - b. To distribute Voting Cards, Ballots, Election Slips, and Meeting materials to shareholders;
 - c. To consolidate the verification results and report to the General Meeting on the eligibility status of attending shareholders.
2. In case an attendee does not fully meet the eligibility requirements to participate in the General Meeting, the Verification Committee has the right to deny that person's participation, including the issuance of Voting Cards, Ballots, Election Slips, and meeting materials.

Article 8. The Secretariat

The Secretariat of the General Meeting shall be nominated by the Chairperson and consist of 02 members, subject to approval by the General Meeting. The Secretariat is responsible to the Presidium and the General Meeting for its duties, which include:

- Accurately and comprehensively recording all the proceedings of the General Meeting and the issues that have been approved by the shareholders or any matters that remain under consideration by the Meeting.
- Drafting the Minutes of the General Meeting and the Resolutions on matters approved during the Meeting.
- Presenting the Minutes and Resolutions of the General Meeting to the shareholders at the Meeting.

Article 9. The Vote Counting Committee

1. The Vote Counting Committee shall be nominated by the Chairperson and consist of 03 members, including 01 Head and 02 members, subject to approval by the General Meeting.
2. The duties of the Vote Counting Committee include:
 - a. To guide shareholders attending the General Meeting on how to cast votes using the Voting Cards and Ballots.
 - b. To supervise the voting and election process of shareholders during the Meeting.
 - c. To compile the number of shares voted on for each agenda item.

- d. To record the voting results of shareholders on matters presented for approval at the General Meeting.
- e. To compile and report the voting results to the Chairperson on matters presented for approval at the Meeting.
- f. To report the results of the vote count (Vote Counting Minutes) to the General Meeting.
- g. To hand over the Vote Counting Minutes and all Voting Cards and Ballots to the Secretariat of the Meeting.
- h. To perform other assigned tasks.

CHAPTER III ORGANIZATION OF THE GENERAL MEETING

Article 10. Conditions for holding of the AGM

1. The Annual General Meeting of Shareholders is conducted when the number of attending is over 50% of the total voting shares. The percentage of attending shareholders is determined based on shareholder registration at the request of the Company.
2. The Congress will discuss and approve the contents stated in the 2025 Annual General Meeting of Shareholders Agenda

Article 11. Agenda and contents of the AGM

1. The agenda and contents of the AGM are determined by the convening party in accordance with the provisions of the Law on Enterprises and the Company Charter.
2. The AGM shall only discuss and approve matters included in the approved agenda unless all attending shareholders unanimously agree to add other matters.

Article 12. Discussion and Questioning at the AGM

1. Shareholders who wish to speak must register their speaking content in a registration form and submit it to the Presidium. The Chairperson shall invite each registered shareholder to speak in turn.
2. Shareholders shall keep their remarks brief and focused on key matters relevant to the approved agenda of the Meeting. Shareholders' proposals must not violate the law, relate to personal matters, or exceed the authority of the Company. The Chairperson has the right to remind or request the shareholder to stay on topic to save time and ensure the quality of the discussion.
3. The Meeting agrees that the total speaking time for each shareholder shall not exceed 5 minutes. If this time limit is exceeded, the Chairperson may request the shareholder to submit questions or proposals in writing. The Secretariat shall

record such proposals, and the Board of Directors shall, within its authority, respond in writing to the shareholder within 5 working days from the date of receiving the proposal.

Article 13. Voting on Resolutions at the AGM

1. Voting Principles:

- a. All matters included in the agenda of the General Meeting shall be openly discussed and voted upon by raising Voting Cards or casting Ballots.
- b. Voting Cards and Ballots issued by the Company shall clearly indicate the shareholder code, full name, and number of votes.
- c. Each shareholder shall receive one voting set, including a Voting Card and Ballot, upon completion of shareholder eligibility verification procedures.
- d. The voting value of a Voting Card or Ballot corresponds to the proportion of voting shares that the individual holds or is authorized to represent, in relation to the total number of voting shares of shareholders or authorized representatives present at the Meeting.
- e. Shareholders vote directly at the Meeting by either raising the Voting Card or placing the Ballot into the ballot box.
- f. In case a shareholder arrives after a voting session has concluded, they may still register to attend and vote on matters arising after their registration but shall not be allowed to vote on matters that have already been voted on. In this case, the validity of the votes already cast shall remain unaffected.

2. Voting Methods:

a. Voting by Raising the Voting Card:

- For each matter to be voted on by raising the Voting Card, the Chairperson shall ask for shareholders' opinions in the following order: Approve, Disapprove, No opinion.

Shareholders vote using their Voting Card for the contents of the General Meeting (except for the approval of reports, proposals, and election of the Board of Directors), on a per-issue basis.

- When voting on a matter raised by the General Meeting, shareholders shall raise their Voting Cards high. The result shall be determined by counting the number of cards raised for approval, disapproval, and no opinion. Shareholders are allowed to raise their Voting Cards only once per voting item.

In case a shareholder does not raise their Voting Card at all for a particular issue, it shall be considered as an approval of that issue.

b. Voting by Ballot:

- Ballots are used to vote on Reports and Proposals at the General Meeting. Each item on the Ballot shall contain three options for voting:
 - o “Approve” box
 - o “Disapprove” box
 - o “No opinion” box
- Shareholders shall indicate their voting choice by marking an “x” or “√” in the appropriate box, signing, and clearly writing their full name, then submitting the Ballot to the Vote Counting Committee. In case of an incorrect mark, the shareholder must cross out the incorrect mark with a line and re-sign next to the corrected choice (erasing or overwriting is not permitted).
- If a shareholder leaves the voting section blank for one or more items, the corresponding vote(s) will be considered invalid. If a shareholder marks more than one box for the same item, that vote will also be deemed invalid.
- A Ballot is only considered valid if:
 - + It is issued by the Company;
 - + It contains the full signature and clearly written full name of the shareholder or authorized representative;
 - + The Ballot is intact and not erased, altered, or torn;
 - + For each voting item, the shareholder must mark one of the three options: “Approve”, “Disapprove”, or “No opinion.” A vote will be invalid if no box is selected or if more than one box is marked for the same item. If a valid Ballot contains one or more invalid votes for specific items, only the valid votes will be counted in the results.
- **Invalid Ballots include:**
 - + Ballots not issued by the Company;
 - + Ballots without complete signatures or full names of the shareholder or authorized representative;
 - + Ballots that are altered, erased, or torn;
 - + Ballots with all voting items deemed invalid;
 - + Ballots submitted after the ballot box has been unsealed by the Vote Counting Committee.
- After completing all voting items, shareholders shall place their Ballots and Election Ballots into the sealed ballot box prepared by the Organizing Committee under the guidance of the Vote Counting Committee.

3. Resolutions shall be passed when approved by shareholders representing at least 50% of the total voting shares of all shareholders attending and voting at the meeting, except for the matters specified in Clause 4 of this Article
4. For the approval of matters stipulated in **Clause 1, Article 148 of the 2020 Law on Enterprises**, at least **65% of the voting shares** all shareholders attending and voting at the meeting must be in favor

Article 14. Minutes and Resolution of the AGM

1. Minutes of the AGM: All proceedings of the General Meeting must be recorded in the Minutes by the Secretariat. The Minutes must be read and approved before the closing of the General Meeting.
2. Based on the Minutes, the results of the Voting Cards and Ballots, the Secretariat shall compile the data and prepare a draft Resolution of the General Meeting. The draft Resolution shall be read and approved before the closing of the AGM.
3. The Minutes, the appendix listing registered attending shareholders, the full text of the adopted Resolution, and related documents attached to the meeting invitation notice shall be kept at the Company's headquarters and disclosed in accordance with regulations.

CHAPTER IV MISCELLANEOUS PROVISIONS

Article 15. Order at the AGM

1. Shareholders must sit in the correct position or area as instructed by the Organizing Committee of the General Meeting. Shareholders shall comply with the seating arrangements arranged by the Organizing Committee.
2. Shareholders who wish to copy documents or make audio recordings must register with the Chairperson and shall bear full responsibility in the event of any misinformation inconsistent with the content of the General Meeting.
3. Maintain order of the Congress, do not use mobile phones during the presentation. All phones when accessing the screen must be turned off or in the mode level.
4. Accept the Congress working regulations and control the meeting of the Chairman

Article 16. In case the Congress fails to hold

1. In the event that the AGM of Shareholders of Central Pharmaceutical Joint Stock Company No. 1 - Pharbaco cannot be conducted due to not meeting the conditions specified in Article 10 of these Regulations, a second meeting must be convened within 30 days from the intended opening date of the first meeting. The second meeting shall be conducted when shareholders attending the meeting represent at least 33% of the total voting shares.

2. If the second meeting cannot be conducted due to not meeting the conditions specified in Clause 1 of this Article, a third meeting shall be convened within 20 days from the intended opening date of the second meeting. In this case, the third meeting shall proceed regardless of the number of attending shareholders and shall be deemed valid.

CHAPTER V IMPLEMENTATION PROVISIONS

Article 17. Effectiveness

1. These Regulations consist of 5 chapters and 17 articles, issued and applied by the Presidium of Central Pharmaceutical Joint Stock Company No. 1 – Pharbaco, which were publicly read, approved, and shall take effect immediately after being adopted by vote at the Annual General Meeting of Shareholders of Central Pharmaceutical Joint Stock Company No. 1 – Pharbaco.
2. The Chairperson of the Meeting is responsible for conducting the General Meeting in accordance with these Regulations.
3. Shareholders and participants in the Meeting are responsible for complying with the provisions of these Regulations.

ON BEHALF OF THE PRESIDUM

CHAIRPERSON OF THE GENERAL MEETING ✓



To Thanh Hung