

No: 24/2026/TTr-HĐQT

Ha Noi, September 07, 2026

**REGULATIONS ON NOMINATION, CANDIDACY, AND ELECTION OF
MEMBERS OF THE BOARD OF DIRECTORS AND THE SUPERVISORY
BOARD AT THE 2026 EXTRAORDINARY GENERAL MEETING OF
SHAREHOLDERS**

- Pursuant to the Law on Enterprises No. 59/2020/QH14 dated June 17, 2020, and its amendments and supplements;
- Pursuant to the Law on Securities No. 54/2019/QH14 dated November 26, 2019, and its amendments and supplements;
- Pursuant to the Charter of Organization and Operation of Central Pharmaceutical JSC No.1 - Pharbaco.

To ensure the principles of democracy, transparency and openness, and to facilitate the organization and conduct of the election of members of the Board of Directors at the 2026 extraordinary General Meeting of Shareholders, Central Pharmaceutical Joint Stock Company No. I – Pharbaco hereby adopts the Regulations on Nomination, Self-Nomination and Election of Members of the Board of Directors and the Supervisory Board for the remaining term of office 2022–2027, as follows:

I. CANDIDACY AND NOMINATION OF MEMBERS OF THE BOARD OF DIRECTORS:

1. The number of members to be elected to the Board of Directors for the remainder of the 2022 – 2027 term is: 01 person.

2. Qualifications and Eligibility Criteria for Members of the Board of Directors:

2.1. Not falling within the categories of persons prohibited from establishing and managing enterprises as prescribed in Clause 2, Article 17 of the Law on Enterprises 2020;

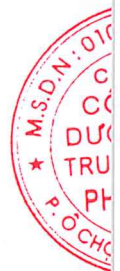
2.2. Possessing professional qualifications and experience in business administration or in the company's specific lines of business; and not necessarily being a shareholder of the company, unless otherwise provided for in the Company's Charter."

2.3. A member of the Company's Board of Directors may simultaneously serve as a member of the Board of Directors of another company.

3. Nomination and Self-Nomination of Candidates for the Board of Directors:

Shareholders or groups of shareholders holding voting shares for a continuous period of at least six (06) months have the right to aggregate their voting rights to nominate candidates for the Board of Directors for the remainder of the 2022 – 2027 term. Specifically:

- A shareholder or group of shareholders holding from ten percent (10%) up to, but not including, twenty percent (20%) of the total voting shares shall have the right to nominate one (01) candidate for election to the Board of Directors



- Shareholders or groups of shareholders holding from twenty percent (20%) to less than thirty percent (30%) are entitled to nominate a maximum of two (02) candidates;

- Shareholders or groups of shareholders holding from thirty percent (30%) to less than forty percent (40%) are entitled to nominate a maximum of three (03) candidates;

- Shareholders or groups of shareholders holding from forty percent (40%) to less than fifty percent (50%) are entitled to nominate a maximum of four (04) candidates;

- Shareholders or groups of shareholders holding fifty percent (50%) or more of the total voting shares shall be entitled to nominate a sufficient number of candidates to fill all positions to be elected.

In the event that the number of candidates for the Board of Directors through nomination and candidacy is still insufficient, the Board of Directors may nominate additional candidates for the remaining positions.

Nominations must be made in writing and submitted to the Company no later than ten (10) days prior to the opening date of the General Meeting. The nomination document must clearly state the name of the shareholder, the number of each class of shares held by the shareholder, the name of the nominated candidate, and the signatures of the nominating shareholder.

II. Nomination and Self-Nomination of Candidates for the Supervisory Board:

1. The number of members to be elected to the Supervisory Board for the remainder of the 2022 – 2027 term is: **01 person.**

2. Qualifications and Eligibility Criteria for Members of the Supervisory Board:

2.1. Not falling within the categories of persons prohibited from establishing and managing enterprises as prescribed in Clause 2, Article 17 of the Law on Enterprises 2020;

2.2. Must be trained in one of the following majors: Economics, Finance, Accounting, Auditing, Law, Business Administration, Pharmacy, or other majors suitable for the Company's business activities;

2.3. Must not be a family member of any member of the Board of Directors, the Director or General Director, or any other manager of the Company;

2.4. Must not be a manager of the Company and is not required to be a shareholder or an employee of the Company.

3. Nomination and Self-Nomination of Supervisory Board Members:

Shareholders or groups of shareholders holding voting shares for a continuous period of at least six (06) months have the right to aggregate their voting rights to nominate candidates for the Supervisory Board for the remainder of the 2022 - 2027 term as follows:

- Shareholders or groups of shareholders holding from ten percent (10%) to less than twenty percent (20%) of the total voting shares shall be entitled to nominate one (01) candidate

- Shareholders or groups of shareholders holding from twenty percent (20%) to less than thirty percent (30%) of the total voting shares shall be entitled to nominate up to two (02) candidates;

- Shareholders or groups of shareholders holding from thirty percent (30%) to less than forty percent (40%) of the total voting shares shall be entitled to nominate up to three (03) candidates;
- Shareholders or groups of shareholders holding from forty percent (40%) to less than fifty percent (50%) of the total voting shares shall be entitled to nominate up to four (04) candidates;
- Shareholders or groups of shareholders holding fifty percent (50%) or more of the total voting shares shall be entitled to nominate a sufficient number of candidates to fill all positions to be elected.

In the event that the number of candidates for the Supervisory Board nominated or self-nominated remains insufficient to meet the required number, the Supervisory Board may nominate additional candidates for the remaining positions.

Nominations must be made in writing and submitted to the Company no later than ten (10) days prior to the opening date of the General Meeting. The nomination document must clearly state the name of the shareholder, the number of each class of shares held by such shareholder, the name of the nominated candidate, and the signatures of the nominating shareholder group.

III. DOSSIER FOR THE NOMINATION AND SELF-NOMINATION OF BOARD OF DIRECTORS AND SUPERVISORY BOARD MEMBERS.

The nomination and self-nomination dossier submitted by shareholders or groups of shareholders shall include the following documents:

- Nomination/Self-Nomination Application Form (standard form);
- Curriculum Vitae of the candidate, self-declared in accordance with the standard form and affixed with a photograph;
- Notarized copies of the following documents: Identity Card/Citizen Identity Card, Passport or other lawful personal identification documents; diplomas, certificates and other documents evidencing the candidate's educational qualifications and professional expertise.

IV. VOTING PRINCIPLES:

The election of members of the Board of Directors and the Supervisory Board shall be conducted by cumulative voting through secret ballot at the General Meeting of Shareholders. Members of the Board of Directors and the Supervisory Board shall be elected using the official ballots issued by the Organizing Committee.

Cumulative Voting Method: Each shareholder or authorized representative shall have a total number of votes equal to the total number of shares owned or represented multiplied (x) by the number of members of the Board of Directors to be elected.

Shareholders or their authorized representatives may allocate all or part of their total votes to one or more candidates at their discretion

The election shall be conducted in accordance with applicable laws, the Company's Charter, and these Regulations, ensuring democratic principles and the lawful rights and interests of all shareholders.

V. ELECTION BALLOTS AND VOTING INSTRUCTIONS.

1. Ballot Format:

Each shareholder or authorized representative attending the General Meeting shall be provided with one Ballot for the Election of Members of the Board of Directors and one Ballot for the Election of Members of the Supervisory Board.

Each ballot shall specify the names of the candidates for election to the Board of Directors or the Supervisory Board, as applicable, and the total number of voting shares owned or represented by the shareholder. Upon receipt of the ballot, the shareholder or authorized representative shall verify the information stated therein. Any discrepancy, including any discrepancy in the number of voting shares indicated on the ballot, must be reported immediately upon receipt of the ballot

2. How to Fill in the Ballot:

To facilitate the voting process, shareholders may cast their votes as follows:

Shareholders shall directly indicate the number of voting shares for each candidate according to their preference. The number of votes allocated to each candidate may vary; however, the total number of votes for all candidates must not exceed the total voting rights held by the shareholder. Shareholders may allocate all of their voting rights to one or several candidates using the cumulative voting method.

In case a shareholder does not vote for a candidate, they must mark a cross (X) in the corresponding vote count column.



Example: *The number of Board members to be elected is three (03). Shareholder A owns 1,000 shares. Thus, when electing the Board of Directors (BOD), Shareholder A's total voting rights are $1,000 \text{ shares} \times 3 = 3,000 \text{ votes}$.*

For candidates you do not wish to vote for, please mark an 'X' in the corresponding 'number of votes' column. Shareholder A may cast all 3,000 votes for one candidate or distribute them among several candidates. However, the total number of votes cast for Board members must not exceed the total voting rights held by the shareholder.

3. Valid Ballots:

- Ballots shall be issued by the Meeting Organizing Committee using a standardized template bearing the corporate seal of Central Pharmaceutical Joint Stock Company No. 1 – Pharbaco. The ballot must not be erased, amended, or marked over, and must indicate the total voting rights corresponding to the attendee ID.

- Ballots shall be cast only for candidates included in the list of nominees officially approved by the General Meeting.

- Votes must only be for candidates in the approved list.

- The total number of votes cast by a shareholder for all candidates must not exceed the total voting rights held by that shareholder.

- The number of votes cast for candidates shall be rounded to the nearest whole number.

- The ballot must be signed and clearly state the shareholder's full name.

4. Invalid Ballots:

- Ballots not issued by the Organizing Committee.

- Ballots that vote for more candidates than the number of Board of Directors or Supervisory Board members approved by the General Meeting.

- The total number of votes cast by a shareholder for candidates exceeds the total voting rights held by that shareholder;

- The shareholder crosses out the names of existing candidates and adds other names to the list.

- The number of votes cast for candidates includes decimal fractions.

VI. PRINCIPLES FOR THE ELECTION OF MEMBERS OF THE BOARD OF DIRECTORS AND THE SUPERVISORY BOARD:

- Elected members of the Board of Directors and the Supervisory Board shall be determined based on the number of votes received in descending order, starting from the candidate with the highest number of votes until the number of members approved by the General Meeting of Shareholders is reached.

- In the event that two or more candidates receive an equal number of votes, a re-election shall be conducted among the candidates with the same number of votes.”.

- In the event that the members of the Board of Directors or the Supervisory Board cannot be determined after a re-election among candidates with equal votes, the candidate holding a higher number of shares shall be declared the winner.

- In the event that a candidate for the Board of Directors or the Supervisory Board receives zero votes, that candidate shall be removed from the list of nominees. Shareholders or groups of shareholders holding at least 10% of the total voting shares shall have the right to pool their voting rights to nominate additional candidates for the Board of Directors and the Supervisory Board for the remainder of the 2022–2027 term at the General Meeting. The General Meeting shall proceed with a re-election using the cumulative voting method for all candidates (including both existing and newly nominated candidates) to elect members for the remaining term of 2022–2027

VII. PRINCIPLES FOR VOTE COUNTING:

1. Vote Counting Committee:

The Vote Counting Committee shall be nominated by the Presidium and approved by the General Meeting of Shareholders. Members of the Vote Counting Committee are not required to be shareholders; however, they must not be individuals listed as candidates and/or nominees for the Board of Directors. The Vote Counting Committee shall have the following key responsibilities

- To provide a summary of voting regulations;

- To inspect and supervise the voting process of shareholders and their authorized representatives

- To organize vote counting;

- To prepare the vote counting minutes and announce the results to the General Meeting of Shareholders;

- To hand over the vote counting minutes and all ballots to the Presidium.

• The Vote Counting Committee must ensure the integrity of the election and maintain the confidentiality of the vote counting process; any violations shall be subject to accountability. Upon completion, the Committee shall prepare the vote counting minutes and announce the results to the General Meeting of Shareholders.

2. Principles for Voting and Vote Counting:

Voting shall commence once the distribution of ballots is completed and shall conclude when the last shareholder has cast their ballot into the ballot box.

Vote counting must be conducted immediately after the voting process concludes.

3. Preparation and Announcement of Vote Counting Minutes:

After the vote counting process, the Vote Counting Committee shall prepare the Vote Counting Minutes. The content of the minutes includes: The total number of shareholders attending the meeting; the total number of shareholders participating in the voting; the ratio of shares of voting shareholders to the total shares of attending shareholders (under the cumulative voting method); the number and percentage of valid ballots, invalid ballots, and blank ballots; and the number and percentage of voting rights for each candidate for the Board of Directors.

The vote counting results must be announced before the General Meeting of Shareholders concludes

VIII. GRIEVANCE HANDLING:

Any complaints regarding the election results shall only be considered during the General Meeting of Shareholders; shareholders may not challenge their validity at any other time. In the event of any disagreement concerning the election procedures or results, the Vote Counting Committee shall re-examine the matter and submit it to the General Meeting of Shareholders for a final decision.

IX. EFFECTIVENESS OF REGULATION:

These Regulations shall be applied by the Organizing Committee of the 2026 extraordinary General Meeting of Shareholders of Central Pharmaceutical Joint Stock Company No. 1 – Pharbaco for the 2026 extraordinary General Meeting of Shareholders held on September 30, 2026, and shall take effect immediately upon approval by the General Meeting of Shareholders./.

ON BEHALF OF THE BOARD OF DIRECTORS

CHAIRMAN



To Thanh Hung