

Hanoi, May 15, 2026

DRAFT

**ELECTION REGULATIONS****FOR MEMBERS OF THE BOARD OF DIRECTORS AND SUPERVISORY BOARD  
OF INTERNATIONAL INVESTMENT TRADE AND SERVICE JOINT STOCK  
COMPANY FOR THE 2026 - 2031 TERM****Pursuant to:**

- Law on Enterprises No. 59/2020/QH14 dated June 17, 2020 and Law No. 76/2025/QH15 dated June 17, 2025 amending and supplementing a number of articles of the Law on Enterprises;
- Charter of International Investment Trade and Service Joint Stock Company;
- Agenda and contents of the 2026 General Meeting of Shareholders.

The 2026 Annual General Meeting of Shareholders ("GMS") of International Investment Trade and Service Joint Stock Company (the "Company") hereby promulgates the Election Regulations for members of the Board of Directors ("BOD") and Supervisory Board ("SB") for the 2026 - 2031 term with the following contents:

**Article 1. Objectives:**

1. To comply with the provisions of Vietnamese law, practices in Vietnam, and the Charter of International Investment Trade and Service Joint Stock Company.
2. To ensure the principles of publicity, transparency, fairness, democracy, and the lawful rights and interests of all shareholders.
3. To ensure the concentration and stability of the Company's 2026 Annual GMS.

**Article 2. Subjects and scope of application**

1. These Regulations provide the principles, order and procedures for electing members of the Board of Directors and Supervisory Board for the 2026 - 2031 term at the Company's 2026 Annual GMS.
2. These Regulations apply to all shareholders holding shares of the Company or persons duly authorized by shareholders to attend the GMS, and relevant organizations and individuals during the organization of the GMS.

**Article 3. Number of BOD and SB members to be elected and standards for BOD and SB members:**

1. The BOD shall comprise 05 (five) members.
2. The SB shall comprise 03 (three) members.
3. Term of the BOD and SB: The term is 05 (five) years, 2026 - 2031, counted from the date on which the GMS approves the election results for BOD and SB members and in accordance with the Charter.
4. Number of BOD and SB candidates: unlimited.

5. Nominees or self-nominees for BOD or SB membership must fully satisfy the standards and conditions prescribed by law and the Company's Charter.

**Article 4. Conditions for nomination and self-nomination of BOD and SB members:**

Shareholders holding ordinary shares may aggregate their voting rights to nominate BOD and SB candidates. A shareholder or group of shareholders holding from 10% to less than 30% of the total ordinary shares may nominate up to 01 (one) candidate; from 30% to less than 40% of the total shares may nominate up to 02 (two) candidates; holding from 40% to less than 50% of the total shares may nominate up to 03 (three) candidates; holding from 50% to less than 60% of the total shares may nominate up to 04 (four) candidates; holding from 60% to less than 70% of the total shares may nominate up to 05 (five) candidates; holding from 70% to less than 80% of the total shares may nominate up to 06 (six) candidates; holding from 80% to less than 90% of the total shares may nominate up to 07 (seven) candidates.

If the number of BOD and SB candidates through nomination and self-nomination is still insufficient, the Presidium may nominate additional candidates or organize nominations. The nomination mechanism or the manner in which the Presidium nominates BOD and SB candidates must be clearly announced and approved by the GMS before nominations are conducted.

**Article 5. Dossiers for nomination and self-nomination to the BOD and SB:**

1. A dossier for self-nomination or nomination to the BOD or SB includes:

- Application for nomination or self-nomination of BOD or SB candidates (in the prescribed form);
- Curriculum vitae self-declared by the candidate with a photo attached (in the prescribed form);
- Notarized copies of: Citizen ID Card/Passport, diplomas and certificates evidencing educational and professional qualifications.

2. Documents in the dossier must be made in Vietnamese. Papers and documents issued by competent foreign authorities must be translated and notarized.

3. Shareholders exercising the right to nominate or self-nominate and candidates nominated or self-nominated to the BOD or SB shall be responsible before law and the General Meeting of Shareholders for the accuracy, truthfulness and completeness of all contents of the nomination or self-nomination dossiers.

4. Information for submission of nomination and self-nomination dossiers:

Dossiers for self-nomination (nomination) for election of BOD and SB members must be submitted to the Meeting Organizing Committee before 16:30 on June 2, 2026 (dossiers submitted after this deadline shall be invalid) at the following address:

- Corporate Governance Department - International Investment Trade and Service Joint Stock Company
- Address: No. 17 Pham Hung Street, Cau Giay Ward, Hanoi City
- Tel.: 024 7308 6004 (extension 834); 0985.733.429 - Ms. Huyen
- Email: [contact@ils.com.vn](mailto:contact@ils.com.vn)

**Article 6. Selection of candidates:**



Based on nomination and self-nomination letters from shareholders and groups of shareholders and the accompanying dossiers of the candidates, the Company will prepare a list of candidates who satisfy the prescribed conditions for election as BOD and SB members and submit it to the GMS.

**Article 7. Voting form and method:**

1. The Presidium shall submit to the Meeting for approval the list of nominees and self-nominees to the BOD and SB; supervise the voting and vote counting; and settle complaints about the election (if any).

2. Voting to elect BOD and SB members shall be conducted directly by secret ballot at the GMS by the cumulative voting method.

3. Each shareholder or authorized representative of a shareholder shall have a total number of votes corresponding to the total number of shares owned or authorized multiplied by the number of BOD or SB members to be elected as approved by the GMS.

Example: Shareholder A owns 1,000 shares and the number of SB members to be elected is 03. Shareholder A will accordingly have 3,000 votes for 03 SB candidates.

4. A shareholder or authorized representative of a shareholder may allocate all or part of his/her total votes to one or several candidates, but not more than the number of BOD or SB members approved by the GMS.

5. The total votes cast by a shareholder or authorized representative of a shareholder for the candidates must not exceed the total number of votes to which such shareholder/shareholder representative is entitled (determined by the total number of voting shares multiplied by the number of BOD or SB members to be elected).

6. A ballot whose total votes cast by a shareholder for the candidates exceed the total number of votes to which the shareholder/shareholder representative is entitled

**Article 8. Organization of the election**

1. Establishment of the Vote Counting Committee

a) The Vote Counting Committee shall have at least 03 members, including 01 head and 02 members nominated by the Chairperson of the Meeting and approved by the GMS. Members of the Vote Counting Committee must not be persons named in the list of nominees or self-nominees to the BOD or SB. The Election Vote Counting Committee is also the Voting Vote Counting Committee under the Regulations on Organization of the Company's 2026 Annual GMS.

b) The Vote Counting Committee shall, on behalf of the GMS, organize and supervise the election of BOD and SB members in accordance with the provisions of law, the Company's Charter and these Regulations.

2. The Vote Counting Committee must ensure integrity, objectivity and confidentiality of information on vote counting and the election.

3. Duties of the Vote Counting Committee:

a) To check and announce the list of BOD and SB candidates.

b) To disseminate the Election Regulations and guide shareholders/shareholder representatives on voting procedures.

- c) To distribute and collect ballots;
- d) To inspect and supervise the casting of votes by shareholders and shareholder representatives;
- e) To count votes, prepare the vote counting minutes, and announce the vote counting results before the GMS;
- f) To seal and hand over the Vote Counting Minutes and all ballots to the Secretary of the Meeting immediately after the Meeting closes.
- g) Together with the Chairperson of the Meeting, to review and resolve complaints and denunciations about candidates as well as election results (if any) and report them to the GMS for decision.
- h) The Vote Counting Committee shall be fully responsible before law and the GMS for compliance with these Regulations and for the accuracy of the vote counting results.

**Article 9. Ballots and instructions for marking ballots:**

1. Ballots:

- a) Ballots shall be uniformly printed and issued by the Organizing Committee; affixed with the Company's hanging seal; and state the shareholder code and the total number of voting shares corresponding to the shareholder code.
- b) Each shareholder or authorized person shall be issued one (01) ballot for BOD members and one (01) ballot for SB members according to the attending shareholder code (owned and authorized shares).
- c) When receiving ballots, shareholders or authorized persons attending the Meeting must check the information stated on the ballots; if there is any error, the shareholder must immediately notify the Vote Counting Committee to exchange for another ballot.

2. Instructions for marking ballots:

Shareholders/authorized representatives of shareholders attending the Meeting shall vote and select candidates through ballots. Accordingly:

- a) When agreeing to vote for a candidate, the shareholder or authorized representative of the shareholder shall write the number of votes to be cast in the "Votes" column on the line corresponding to that candidate's name.
- b) If not voting for a candidate, the shareholder or authorized representative of the shareholder shall enter "0" in the "Votes" column on the line corresponding to the name of the candidate not voted for.
- c) Shareholders or authorized representatives of shareholders attending the Meeting may accumulate votes for one or several candidates. The total votes cast for candidates must not exceed the total number of votes stated in the shareholder information section and must not be greater than the number of BOD or SB members approved by the GMS.
- d) In case of any mistake or incorrect writing, the shareholder/shareholder representative must not cross out or erase, but must contact the Vote Counting Committee to exchange for a new ballot and return the old ballot.

3. A ballot shall be valid when it fully satisfies the following conditions:



a) The ballot is made according to the pre-printed form issued by the Organizing Committee and affixed with the hanging seal of International Investment Trade and Service Joint Stock Company.

b) It must bear the confirmation signature and full name of the shareholder and/or shareholder representative attending the Meeting.

c) There is no crossing-out, erasure, scraping, correction, or addition of any content other than that prescribed for the ballot.

d) The ballot has total votes for candidates less than or equal to the total number of votes that such shareholder is entitled to cast.

e) The ballot votes for a total number of listed candidates not exceeding the number of BOD or SB members to be elected as approved by the GMS.

4. A ballot shall be invalid in any of the following cases:

a) The ballot is not in the form issued by the Organizing Committee, does not bear the Company's hanging seal, or has been erased, scraped or corrected.

b) Additional names are written or names are incorrectly written, or the names are not on the list of candidates specified in Article 6 of these Regulations.

c) Candidates' names are crossed out.

d) The ballot has total votes allocated to candidates greater than the total number of votes that such shareholder is entitled to cast.

e) The ballot votes for a total number of candidates greater than the number of BOD or SB members to be elected as approved by the GMS.

f) The ballot does not state the number of votes for any candidate.

g) The ballot does not comply with the instruction for not voting for a candidate.

h) The ballot is submitted to the Vote Counting Committee after voting has ended and the ballot box has been sealed.

i) The ballot is not signed and does not clearly state the full name of the shareholder/authorized representative of the shareholder.

#### **Article 10. Principles for voting and vote counting:**

1. The Vote Counting Committee shall inspect the ballot box in the presence of shareholders and authorized representatives of shareholders.

2. Voting shall begin when the distribution of ballots is completed and end when the last shareholder or authorized representative of a shareholder has cast the ballot into the ballot box.

3. Shareholders and authorized representatives of shareholders shall only cast ballots into the sealed ballot box supervised by the Vote Counting Committee.

4. Vote counting must be conducted by the Vote Counting Committee in a separate room immediately after voting ends.

5. Before opening the ballot box, the Vote Counting Committee must count, make minutes of and seal the unused ballots. The Vote Counting Committee must not cross out or correct any ballot.

#### **Article 11. Principles for determining elected BOD and SB members:**

1. Elected BOD and SB members shall be determined according to the number of votes from highest to lowest, starting from the candidate with the highest number of votes until the number of members voted on by the GMS is sufficient.

2. If two (02) or more candidates receive the same number of votes for the final position of the BOD or SB, a re-election shall be conducted among the candidates with the same number of votes.

3. In case of any disagreement over the election procedures or election results, the Vote Counting Committee shall be responsible for re-checking and consulting the Chairperson of the Meeting for decision.

#### **Article 12. Preparation and announcement of the Vote Counting Minutes**

1. After counting votes, the Vote Counting Committee must prepare the Vote Counting Minutes.

2. The Vote Counting Minutes must contain the following principal contents:

a) Time and location of preparation of the Vote Counting Minutes;

b) Composition of the Vote Counting Committee;

c) Purpose and contents of voting;

d) Total number of shareholders present and authorized representatives participating in the election at the GMS;

e) Total number of ballots participating in the election, distinguishing between valid ballots and invalid ballots;

f) Election results;

g) Signatures of members of the Vote Counting Committee.

h) The full text of the Vote Counting Minutes must be announced by the Vote Counting Committee before the GMS and recorded in the GMS Resolution.

#### **Article 13. Right to raise questions:**

Shareholders/shareholder representatives have the right to raise questions and complaints before the Meeting on matters related to the election and vote counting. The Chairperson of the Meeting and the Vote Counting Committee shall consider, settle and record them in the GMS meeting minutes.


The vote counting results shall be made in writing and announced by the Head of the Vote Counting Committee before the GMS.

Ballots after counting shall be retained in accordance with regulations.

#### **Article 14. Effectiveness:**

These Regulations shall take effect immediately upon approval by the 2026 Annual GMS.

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

  
**Phung Tien Toan**