



**ORGANIZATION REGULATIONS**  
**2026 ANNUAL GENERAL MEETING OF SHAREHOLDERS**  
**OF BINH DUONG MINERAL AND CONSTRUCTION JOINT STOCK COMPANY**

- Pursuant to the Law on Enterprises No. 59/2020/QH14 dated June 17, 2020;
- Pursuant to the Law on Securities No. 54/2019/QH14 dated November 26, 2019;
- Pursuant to Law No. 03/2022/QH15 dated January 11, 2022, of the National Assembly of the Socialist Republic of Vietnam, amending and supplementing a number of articles of the Law on Public Investment, the Law on Public-Private Partnership Investment, the Law on Investment, the Law on Housing, the Law on Bidding, the Law on Electricity, the Law on Enterprises, the Law on Excise Tax, and the Law on Enforcement of Civil Judgments;
- Pursuant to the Charter of Binh Duong Mineral and Construction Joint Stock Company (the “Company”);
- Pursuant to the Internal Regulations on Corporate Governance.

The 2026 Annual General Meeting of Shareholders of Binh Duong Mineral and Construction Joint Stock Company shall be organized and conducted in accordance with the provisions of these Regulations, specifically as follows:

**CHAPTER I**  
**GENERAL PROVISIONS**

**Article 1. Scope and Subjects of Application**

1. These Regulations apply to the organization of the 2026 Annual General Meeting of Shareholders (“AGM”) of the Company in an online format (as defined in Clause 7, Article 2 below) and govern the Voting by electronic ballot (as defined in Clause 3, Article 2 below) of shareholders at the online meeting.

2. These Regulations specify the rights and obligations of shareholders and participants in the online meeting; the conditions and procedures for conducting the online meeting; and the methods of Voting to pass resolutions on matters of the AGM.

3. Shareholders, authorized shareholders, and participants in the meeting are responsible for complying with the provisions of these Regulations.

**Article 2. Interpretation of Terms**

1. “AGM Organizing Committee”: is the department established to serve the preparation and organization of the online meeting.

2. “Voting”: is the act of a shareholder/authorized shareholder exercising their right to provide an opinion on contents and issues under the decision-making authority of the

AGM.



3. "Electronic ballot": is the act of a shareholder/authorized shareholder exercising their right to vote through the online system.

4. "Authorized shareholder": is a person duly authorized by a shareholder to attend the online meeting and cast an electronic ballot.

5. "Agenda": refers to the contents and issues in the AGM meeting program for shareholders/authorized shareholders to cast their votes.

6. "Shareholder": is a person who owns shares of KSB and is named in the list of shareholders entitled to attend the AGM as of the record date (May 15, 2026), provided by the Vietnam Securities Depository and Clearing Corporation.

7. "Online Meeting": is a form of organizing the AGM using electronic means to connect and transmit images and sound via the internet, allowing shareholders/authorized shareholders in different locations to attend, monitor the meeting proceedings, discuss, and vote on meeting issues.

8. "Attending the Online Meeting": is the act of a shareholder/authorized shareholder logging into the online system to attend the online meeting.

9. "Venue of the Online Meeting": is the location where the Chairperson is present to preside over the online meeting.

10. "Online System": is the combination of technical infrastructure (including but not limited to hardware, applications, software/websites) established and used by the Company to organize and operate the online meeting and conduct electronic voting. Shareholders/authorized shareholders can access the online system to register for attendance, monitor proceedings, discuss, and exercise their right to vote via electronic ballot.

11. "System Opening Time": is the time when shareholders/authorized shareholders are permitted to log into the online system to register for the online meeting and cast their electronic ballots. The online system will be officially opened for registration and Voting from 07:00 A.M. on June 15, 2026 (Vietnam time).

## CHAPTER II

### RIGHTS AND OBLIGATIONS OF PARTICIPANTS IN THE ONLINE MEETING

#### Article 3. Rights and Obligations of Shareholders and Authorized Shareholders

Shareholders/authorized shareholders are entitled to attend the online meeting and vote on all matters requiring a vote in the agenda in accordance with the Company Charter, these Regulations, and the guidance of the AGM Organizing Committee.

a. Shareholders/authorized shareholders participating in the online meeting have the right to express opinions and discuss at the AGM via the online system in accordance with Article 10 of these Regulations.

b. Shareholders may log into the online system, monitor the AGM proceedings on electronic devices (e.g., computers, laptops, phones, etc.), and/or cast electronic ballots through the online system.

c. In case a shareholder authorizes an authorized shareholder to attend the online meeting and cast an electronic ballot in accordance with the law, the Company Charter, and these Regulations, upon receipt of a valid authorization from the shareholder, the Company will grant access rights to the authorized shareholder to access the online system and attend the online meeting on behalf of the shareholder who provided the authorization.

d. A shareholder who has authorized an authorized shareholder to attend and exercise shareholder rights at the online meeting may still log into the online system to monitor and discuss at the online meeting. However, that shareholder will not be able to cast an electronic ballot. The shareholder is fully responsible for the authorization and the electronic voting results on the Company's online system.

e. Shareholders/authorized shareholders are responsible for keeping their personal information and other identification information provided by the Company (such as authentication codes, OTP codes, etc.) confidential to ensure that only the shareholder/authorized shareholder can access the online system to attend, discuss, contribute opinions, and cast electronic ballots on the online system.

f. Shareholders/authorized shareholders must comply with the provisions of the law, the Company Charter, and these Regulations, follow the direction/management of the Chairperson throughout the meeting, and respect the results of the online meeting; shareholders/authorized shareholders must not disrupt or cause disorder during the online meeting.

g. In the event of a dispute regarding the attendance status or voting rights of a shareholder or authorized shareholder, the decision of the Chairperson shall be final and binding on the entire meeting.

#### **Article 4. Chairperson/ Presidium**

The Chairman of the Board of Directors shall act as the Chairperson of the meeting with the support of several members of the Board of Directors (at the request of the Chairperson) to jointly preside over the online meeting (referred to as the **“Chairperson Board”**).

a. Members of the Chairperson Board shall follow the main direction/management of the Chairperson in discussing and deliberating on matters related to the management of the online meeting. In all cases, the decision of the Chairperson shall be final and binding on the entire meeting.

b. The Chairperson Board supports the Chairperson in managing the online meeting in accordance with these Regulations and the agenda approved by the AGM.

c. The Chairperson Board has the right to take necessary and reasonable measures to conduct the online meeting in an orderly manner, in accordance with the approved agenda, and to reflect the wishes of the majority of attendees.

#### **Article 5. Secretariat**

1. The Chairperson shall appoint one or more persons to act as the secretary of the

online meeting (“**Secretariat**”).

2. The Secretariat shall perform the following tasks:

a. Receive and summarize the opinions of shareholders/authorized shareholders throughout the online meeting and forward them to the Chairperson Board;

b. Record fully and truthfully all proceedings of the online meeting and the matters approved by shareholders/authorized shareholders or noted at the online meeting;

c. Draft the meeting minutes and resolutions on matters approved at the online meeting;

d. Perform other tasks as assigned by the Chairperson related to the online meeting.

#### **Article 6. Shareholder Eligibility Verification Committee**

1. The Shareholder Eligibility Verification Committee is an assisting body of the AGM Organizing Committee. The number and composition of the Shareholder Eligibility Verification Committee shall be decided by the AGM Organizing Committee.

2. The Shareholder Eligibility Verification Committee is responsible for:

a. Checking the authorization documents of shareholders sent to the Company;

b. Verifying the eligibility of shareholders and authorized shareholders attending the online meeting in accordance with the law, the Company Charter, and these Regulations;

c. The Head of the Shareholder Eligibility Verification Committee shall report to the AGM on the number of shareholders attending the online meeting and declare the opening of the online meeting when the conditions specified in Clause 1, Article 9 of these Regulations are met.

d. Having the right to refuse to recognize the eligibility of attendees in cases that do not meet the prescribed conditions.

#### **Article 7. Vote Counting Committee**

1. The Vote Counting Committee consists of three (03) members, including one (01) Head and two (02) members introduced by the Chairperson and approved by the shareholders.

2. The Vote Counting Committee has the following rights and obligations:

a. Instruct shareholders/authorized shareholders on how to vote at the online meeting via electronic ballot;

b. Conduct the vote counting;

c. Prepare and announce the Vote Counting Minutes before the AGM;

d. Be responsible for the honesty and accuracy of the vote counting results.

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CHAPTER III

**SEQUENCE AND PROCEDURES FOR CONDUCTING THE ONLINE MEETING  
AND PERFORMING ELECTRONIC VOTING**

**Article 8. Attending the Online Meeting**

1. Shareholders shall attend the online meeting using the login account details sent in the Meeting Invitation.

2. Authorization to attend the online meeting:

a. A shareholder may authorize all or part of their voting shares to another individual or organization ("**Authorized shareholder**") to attend the online meeting and/or cast an electronic ballot on their behalf.

b. Authorization is considered valid and legally binding when it meets the following conditions:

- The shareholder has not yet logged in and voted on the Company's online system.

- The authorization is performed on the online system or established in writing (which may follow the Company's authorization form or be prepared by the shareholder), clearly stating the information of the individual/organization authorized by the shareholder, the number of authorized shares, and signed and sealed (in case of written authorization) by both the authorizing and authorized parties.

- The Company receives the valid authorization document **no later than the opening time of the Meeting**. The authorization document may be sent to the Company via email, post, or secure courier service.

c. Revocation of authorization: In case a shareholder wishes to revoke a previously valid authorization, the shareholder must send a written notice to the Company for written authorizations (delivered in person, sent via email, post, or secure courier service) or notify the Shareholder Eligibility Verification Committee to cancel the authorization request **no later than the opening time of the Meeting**. The revocation of authorization is effective from the moment the Company receives the valid request from the shareholder.

d. Shareholders/authorized shareholders access the link announced by the Company to attend the online meeting and cast their electronic ballots.

**Article 9. Shareholder Eligibility Verification and Conditions for Conducting the Online Meeting**

The Shareholder Eligibility Verification Committee shall base its assessment on:

1. The number of shareholders/authorized shareholders who successfully logged into the online system from the time the online system opened until 09:00 A.M. on June 19, 2026, to serve as the basis for determining the total number of shareholders/authorized shareholders attending the online meeting at the time of the meeting's opening, thereby determining the total number of shares they own and/or represent to serve as the basis for determining whether the conditions for opening the online meeting are met in accordance with Clause 3, Article 9 of these Regulations.

2. The Shareholder Eligibility Verification Committee shall report to the AGM on the number of shareholders/authorized shareholders attending, the total number of shares owned and/or represented by the shareholders/authorized shareholders attending the online meeting, and the attendance rate at the time of opening to determine if the conditions for conducting the online meeting are met.

3. The online meeting shall be conducted when the number of shareholders/authorized shareholders registered to attend represents over 50% of the total voting shares of the Company (according to the list of shareholders as of the record date of May 15, 2026, provided by the Vietnam Securities Depository and Clearing Corporation).

4. In case the meeting does not meet the conditions for conduct as prescribed, the reconvening and organization of the meeting shall be carried out in accordance with the law and the Company Charter.

#### **Article 10. Discussion at the Online Meeting**

1. Shareholders/authorized shareholders shall discuss according to the Chairperson's guidance during the online meeting.

2. Shareholders/authorized shareholders may discuss at the online meeting by sending questions/opinions to the Chairperson Board via the online system. The Secretariat is responsible for summarizing and condensing the questions and opinions of shareholders/authorized shareholders and forwarding them to the Chairperson Board.

3. The discussion and answering of questions and inquiries from shareholders/authorized shareholders shall be carried out according to the following principles and methods:

a. The Chairperson shall base the arrangement of speeches by shareholders/authorized shareholders on the meeting agenda time.

b. Shareholders/authorized shareholders must speak concisely and in accordance with the agenda items. The Chairperson has the right to remove questions from the discussion or stop the speech of a shareholder/authorized shareholder if they perceive that the question or discussion is repetitive or irrelevant to the agenda.

c. In case the discussion exceeds the meeting agenda time, questions not answered at the online meeting will be recorded by the Secretariat, and the Chairperson Board may answer them later to the shareholders/authorized shareholders via email or other forms suitable to the provisions of the Company Charter and the law.

#### **Article 11. Voting on Matters of the Online Meeting**

Shareholders/authorized shareholders exercise their right to vote at the online meeting via electronic ballot in accordance with these Regulations.

1. Shareholders/authorized shareholders exercise their right to vote on the online system established by the Company.

2. Voting Time:

Shareholders/authorized shareholders may vote at the following times:

- a. From the time the online system opens until before the opening of the online meeting; or
- b. Directly at the online meeting (starting from the opening time and following the progress of the online meeting).

3. Shareholders/authorized shareholders who have cast an electronic ballot cannot change their vote. From the time the electronic voting ends, voting on the online system will be closed. The Company will record the voting results of the shareholders/authorized shareholders on the online system.

- a. The time for voting on agenda items at the online meeting will be announced by the Chairperson, and shareholders/authorized shareholders must ensure that they vote before this deadline expires.
- b. Shareholders or authorized shareholders who attend the online meeting after the meeting has opened still have the right to vote. In this case, the validity of matters already voted on will not be changed.

#### 4. Voting Execution:

- a. After successfully logging into the online system, shareholders/authorized shareholders can vote on agenda items via electronic ballot.
- b. Shareholders/authorized shareholders vote by marking one (01) of the three (03) boxes corresponding to **“Agree”**, **“Disagree”**, **“No opinion”** for each item requiring a vote.
- c. Voting results are only counted when the shareholder/authorized shareholder has completed voting on all agenda items and submitted the voting results via the online system.
- d. Shareholders/authorized shareholders who encounter problems or incidents regarding electronic voting on the online system can contact the hotline announced by the AGM Organizing Committee for guidance and support to complete the voting.

#### 5. In case of technical incidents or system interruptions:

- The Chairperson has the right to decide to extend the voting time;
- Pause, continue, or adjust the form of organizing the meeting;
- Decide on necessary measures to ensure the shareholders' right to vote.

#### 6. Vote Counting Results:

- a. The Vote Counting Committee is responsible for checking the electronic voting results to summarize the voting results of all shareholders/authorized shareholders attending and voting at the online meeting.
- b. Voting results will be determined for each voting item and calculated as a percentage (%) rounded to four (04) decimal places.

c. Voting results are recorded by the Vote Counting Committee in the vote counting minutes and announced immediately at the online meeting. The vote counting minutes are signed by members of the Vote Counting Committee to confirm the accuracy, transparency, and compliance with the principles and procedures of vote counting.

d. The vote counting minutes must clearly state the following contents:

- Total number of voting shares of all shareholders who attended and voted at the online meeting;

- Total number of shares selecting “**Agree**”, “**Disagree**”, “**No opinion**” for each voting item and the corresponding percentage (%) of the total voting shares of shareholders attending and voting at the online meeting;

- Matters approved by the AGM.

#### **Article 12. Approval of AGM Resolutions**

The voting ratio for approving agenda items shall be implemented in accordance with Article 22 of the Company Charter.

#### **Article 13. Meeting Minutes**

1. All contents of the online meeting must be recorded by the secretary in the meeting minutes.

2. The meeting minutes must be announced before the AGM and approved by the AGM before closing.

3. The meeting minutes may be established in electronic form and have the same legal validity as a paper version.

### **CHAPTER IV**

#### **IMPLEMENTATION PROVISIONS**

#### **Article 14. Implementation Provisions**

These Regulations take effect from the date they are signed and issued by the Chairman of the Board of Directors and shall be applied at the 2026 Annual General Meeting of Shareholders of Binh Duong Mineral and Construction Joint Stock Company held on June 19, 2026./.

Thuan Giao, [Date] [Month], 2026

**ON BEHALF OF THE BOARD OF DIRECTORS**

**CHAIRMAN**

**Phan Tan Dat**

