

Ho Chi Minh City, March 31 , 2026

**ELECTION RULES**  
**MEMBER OF THE BOARD OF DIRECTORS, BOARD OF**  
**SUPERVISORS**  
**SAIGON TRAFFIC CONSTRUCTION JOINT STOCK COMPANY**  
**2026 – 2031 TERM**

**Pursuan to:**

- *Law on Enterprises No. 59/2020/QH14 approved by the National Assembly on June 17, 2020 (“Law on Enterprises”);*
- *Law on Securities No. 54/2019/QH14 approved by the National Assembly of the Socialist Republic of Vietnam on November 26, 2019 (“Law on Securities”);*
- *Decree No. 155/2020/ND-CP dated December 31, 2020 of the Government detailing the implementation of a number of articles of the Law on Securities;*
- *Charter on organization and operation of Sai Gon Traffic Construction Joint Stock Company (“Charter”);*
- *Internal Regulations on Governance Regulations of Sai Gon Traffic Construction Joint Stock Company (“Internal Governance Regulations”).*

The 2026 Annual General Meeting of Shareholders of Sai Gon Traffic Construction Joint Stock Company shall conduct the election of Members of the Board of Directors and Board of Supervisors for the 2026 – 2031 term according to the following provisions:

**1. Election principles:**

- Ensure compliance with the law, the Company Charter, and the Internal Governance Regulations;
- Ensure the principles of openness and democracy and protect the legitimate rights and interests of all shareholders;
- Conduct open elections by means of direct balloting.

**2. Eligibility to participate in the election:**

Shareholders holding shares with voting rights or authorized representatives of shareholders holding shares with voting rights (hereinafter referred to as



“Delegates”) as listed in the Company's shareholder register as of March 23, 2026, present at the 2026 Annual General Meeting of Shareholders.

**3. Quantity and term of Members of the Board of Directors and Board of Supervisors:**

- Number of members of the Board of Directors to be elected: 05 members
- Number of members of the Board of Supervisors to be elected: 03 members
- Term of Member of the Board of Directors and Board of Supervisors: 2026 – 2031 term.

**4. Method of election:**

- The list of candidates for the Board of Directors and Board of Supervisors is formed based on the following principle: Based on the nomination and self-nomination dossiers of shareholders, select candidates for the Board of Directors and Board of Supervisors who meet the standards stipulated in the Regulations on nomination and self-nomination for election to the Board of Directors and Board of Supervisors, the Company Charter, and the candidate list must be approved by the General Meeting of Shareholders.

- In case the number of candidates for the Board of Directors and Board of Supervisors approved through nomination and self-nomination is still insufficient, the incumbent Board of Directors and Board of Supervisors may nominate additional candidates or organize nominations according to the mechanism prescribed by the Company in the Internal Governance Regulations. The nomination mechanism or the method by which the incumbent Board of Directors and Board of Supervisors nominates candidates for the Board of Directors and Board of Supervisors must be clearly announced and must be approved by the General Meeting of Shareholders prior to conducting the election.

- The election of Members of the Board of Directors and Board of Supervisors shall be conducted by cumulative voting as prescribed in Clause 3, Article 25 of the Company's Charter. Accordingly, each delegate has a total number of votes corresponding to the total number of shares owned (including shares owned personally and shares represented by authorization) multiplied by the number of members to be elected to the Board of Directors and Board of Supervisors, and the delegate has the right to allocate all or part of their total votes to one or more candidates.

- Specifically:

#### **Board of Directors**

*Total votes per delegate = Total shares owned by delegate x 5*

#### **Board of Supervisors**

*Total votes per delegate = Total shares owned by delegate x 3*

- Each delegate shall only be permitted to select a **maximum of 05 candidates** from among the candidates for the Board of Directors and a **maximum of 03 candidates** from among the candidates for the Board of Supervisors.

- When receiving the ballots, delegates must check the information recorded on the ballot; if any errors are found, they must notify the Vote Counting Committee immediately.

- In the event an additional candidate arises on the day of the Meeting, the delegate may contact the Vote Counting Committee to request a new ballot and must return the old one (before depositing it into the ballot box).

### **5. Procedures and form of conducting the election**

#### **5.1 Form of ballot**

- Each delegate is provided with one ballot for the Board of Directors and one ballot for the Board of Supervisors.

- The Board of Directors ballot is printed on pink paper and the Board of Supervisors ballot is printed on blue paper, both stamped with the Company's official seal.

- Delegates shall vote for a number of candidates up to the number of members to be elected;
- If choosing to allocate the entire total of votes to one candidate or divide the entire total of votes equally among candidates, the delegate shall mark the box "Distribute votes equally" for the respective candidates.
- If choosing to allocate an unequal number of votes to individual candidates, the delegate shall record the exact number of votes in the "Number of votes" box for the respective candidates.

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In cases where a delegate has marked the box "Distribute votes equally" and simultaneously recorded a number in the "Number of votes" box, the results will be based on the number of votes in the "Number of votes" box.

- Ballots shall be deposited into the ballot box that has been sealed before the vote counting begins.

- Valid ballots: ballots following the printed template issued by the organizing committee, bearing the official red seal of the Company, without erasures, scraping, alterations, or containing any content other than what is specified for the ballot.

- The following ballots shall be considered invalid:

+ Recording additional content on the ballot;

+ Ballots not following the printed template issued by the organizing committee, ballots lacking the official red seal of the Company, or ballots containing erasures, scraping, alterations, or writing additional content beyond what is stipulated for the ballot;

+ The number of candidates for whom the delegate has voted exceeds the required number of members;

+ Ballots where the total number of votes cast for candidates by the delegates exceeds the total number of permitted votes;

+ Lack of signature and full name of the participating delegate.

- Once voting is concluded, the vote counting shall be carried out under the supervision of the Vote Counting Committee and shareholder representatives (if necessary).

- The Vote Counting Committee is responsible for preparing the vote-counting minutes, announcing the results, and, in coordination with the Chairperson, resolving any queries or complaints from shareholders (If any).

- After counting, ballots shall be stored in accordance with regulations and opened at the request of the Company's General Meeting of Shareholders.

- If a delegate makes an error when filling out the Board of Directors or Board of Supervisors ballot and has not yet deposited it into the ballot box, the delegate may contact the Vote Counting Committee to exchange it for a new ballot.

## **5.2 Cases considered as non-participation in the election:**

For delegates who are present at the Meeting but do not submit a ballot, their votes shall be considered as non-participation in the election.

## **5.3 Vote Counting Committee, voting principles, and vote counting**

### **a. Vote Counting Committee:**

The Vote Counting Committee is nominated by the Chairperson and approved by the General Meeting of Shareholders (members of the Vote Counting Committee must not be people listed in the nominations for the Board of Directors or Board of Supervisors) and has the responsibility to:

- Submit the Election Rules for approval by the General Meeting of Shareholders;
- Provide instructions on voting methods and organize the election;
- Conduct the vote counting;
- Announce the election results before the General Meeting of Shareholders.

### **b. Voting and vote-counting principles:**

- The Vote Counting Committee shall inspect the ballot box before voting commences, under the observation of the delegates;

- Delegates shall publicly cast their ballots into the ballot box;

- The voting period shall begin when the Chairperson or the Head of the Vote Counting Committee announces the start of voting and concludes when no further delegates remain to deposit ballots, or upon the expiration of the voting duration announced by the Chairperson/Head of the Vote Counting Committee, whichever comes first;

- Vote counting shall commence immediately following the conclusion of voting;

- Upon completion of vote counting, the Vote Counting Committee shall prepare the vote-counting report and it shall be announced by the Head of the Vote Counting Committee before the General Meeting of Shareholders.

## **6. Principles for election to the Board of Directors and Board of Supervisors:**

**6.1.** Successful candidates for the Board of Directors or the Board of Supervisors shall be determined based on the number of votes, ranked from



highest to lowest, starting with the candidate receiving the most votes until the required number of members is met, in accordance with Clause 3 of these Rules.

**6.2.** In the event two or more candidates receive an equal number of votes for the final position on the Board of Directors or Board of Supervisors, a re-vote shall be conducted among the candidates tied for the position to select the winner, in which case the winner is the candidate who receives a higher number of votes.

In the event that a re-vote still results in an equal number of votes, priority shall be given to the individual owning a higher number of shares in Sai Gon Traffic Construction Joint Stock Company. If these candidates hold an equal number of shares, other criteria such as: qualification, performance, length of service, etc., shall be used for selection.

**6.3.** If the first round of voting does not yield the required number of members, voting shall continue until the required number is attained.

## **7. Complaints regarding the election and vote counting**

Any complaints regarding the election and vote counting shall be resolved by the Chairperson of the meeting and recorded in the minutes of the 2026 Annual General Meeting of Shareholders.

## **8. Enforcement**

- These Election Rules shall be read publicly before the General Meeting of Shareholders and voted upon by shareholders prior to the election.

- If approved by the General Meeting of Shareholders with a Percentage of over 50% of the total voting rights of all shareholders in attendance, these Rules shall take effect as a mandatory obligation for all shareholders./.

**ON BEHALF OF THE BOARD OF DIRECTORS**

**CHAIRPERSON**



**HOANG NGOC HUNG**