

*Hanoi, March 27, 2026*

**RULES OF PROCEDURE  
ON ORGANIZATION OF THE ANNUAL GENERAL MEETING OF SHAREHOLDERS 2026  
HELIO ENERGY JOINT STOCK COMPANY**

- Pursuant to Law on Enterprises No.59/2020/QH14 on June 17<sup>th</sup>, 2020 and amendments, supplements, and implementation guidelines;
- Pursuant to Law on Securities No.54/2019/QH14 on November 26<sup>th</sup>, 2019 and amendments, supplements, and implementation guidelines;
- Pursuant to the Charter of Helio Energy Joint Stock Company.

**CHAPTER 1: GENERAL PROVISIONS**

**Article 1. Scope**

- 1.1. This Rules of Procedure applies to the organization of the Annual General Meeting of Shareholders 2026 (*hereinafter referred to as "AGMS 2026" or "Meeting"*) of Helio Energy Joint Stock Company (*hereinafter referred to as the "Company"*).
- 1.2. This Rules of Procedure provides specific provisions on the conditions and procedures for conducting the Meeting of the Company, as well as the rights and obligations of the parties participating in the Meeting.

**Article 2. Subjects of application**

This Rules of Procedure applies to the Company's shareholders and other relevant departments. Shareholders and parties participating in the General Meeting are responsible for complying with the provisions set forth in this Rules of Procedure.

**CHAPTER II: RIGHTS AND OBLIGATIONS OF THE PARTICIPANTS IN  
THE AGMS 2026**

**Article 3. Conditions for attending the AGMS 2026**

All shareholders holding the Company's shares according to the list of shareholders finalized by Helio Energy Joint Stock Company on March 23, 2026, or their duly authorized proxies, shall be entitled to attend the Meeting and exercise their voting and election rights in accordance with the law and this Rules of Procedure.

**Article 4. Rights and obligations of Shareholders attending the AGMS 2026**

- 4.1. Shareholders or authorized representatives attending the Meeting must bring the following documents:
  - Invitation letter;
  - Citizen Identity Card, Passport, or other legal personal identification (*for individuals*); a copy of the Business Registration Certificate (*for organizations*);

- The original Confirmation of Attendance/Proxy Authorization (*mandatory in case of attending of Meeting as an authorized representative*).

*(In the case of an individual shareholder, the Proxy for attendance form must be signed by that shareholder. In the case of a corporate/entity shareholder, the Proxy for attendance form must be sealed and signed by the legal representative or the capital management representative of that corporate/entity).*

After presenting the above documents to the Shareholder Eligibility Verification Committee, shareholders or authorized representative attending the Meeting shall receive a Voting Card, a Voting Ballot (*hereinafter referred to as the "Ballot"*), and an Election Ballot for members of the Board of Directors (*hereinafter referred to as the "Election Ballot"*) to vote on matters at the Meeting (*which shall state the shareholder's name and the number of voting shares held by that shareholder*). The value of the Voting Card, Voting Ballot, and Election Ballot granted to the shareholder or authorized representative corresponds to the proportion of voting shares owned or represented by that shareholder, as registered for attendance, in relation to the total number of voting shares of all shareholders attending the Meeting.

- 4.2. Shareholders have the right to authorize another person in writing to attend and vote on their behalf at the Meeting. The authorized representative attending the Meeting is not allowed to delegate their authority to another person.
- 4.3. Shareholders attending the Meeting must obtain the Chairperson's permission to speak during discussions and make concise statements focused on key issues for discussion, in alignment with the approved agenda of the Meeting. Topics that have already been addressed by previous speakers should not be repeated to avoid redundancy. Shareholders may also write their questions on the Question Form and submit them to the Meeting Secretary.
- 4.4. Have the right to vote on all matters within the authority of the General Meeting of Shareholders as stipulated in the Company's Charter on organization and operation.
- 4.5. Shareholders and shareholder representatives attending the General Meeting of Shareholders, after listening to the reports on the matters to be approved, shall discuss and pass resolutions through voting.
- 4.6. During the Meeting, shareholders must follow the guidance of the Presidium, conduct themselves in a civilized and respectful manner, and refrain from causing disruptions.
- 4.7. Shareholders or authorized representatives arriving after the Meeting has commenced, upon completing the registration procedures, are allowed to attend and participate in voting on the remaining matters as per the approved agenda. In this case, the validity of the votes already conducted shall remain unaffected.

## **Article 5. Rights and Obligations of the Chairperson and the Presidium**

### **5.1. Composition of the Presidium:**

- The Presidium shall consist of:

- + The Chairperson of the Meeting shall be the Chairman of the Board of Directors or a person duly authorized by the Chairman of the Board of Directors to preside over the Meeting;
- + Other members of the Presidium shall be nominated or appointed by the Chairperson to join.
- The Presidium shall be introduced at the Meeting and approved by the Meeting through voting in accordance with the provisions of this Rules of Procedure.

**5.2. *Rights and Obligations of the Presidium:***

- a. Coordinate with the Chairperson to conduct the activities of the Meeting in accordance with the agenda approved by the Meeting, ensuring that the Meeting proceeds in the correct sequence and procedures, and in an open, transparent, and orderly manner;
- b. Guide shareholders and authorized representatives in conducting discussions, making speeches, voting, and exercising other rights at the Meeting;
- c. Present or assign the presentation of reports, proposals, draft resolutions, and other necessary contents for the Meeting's consideration, discussion, and voting;
- d. Receive, synthesize, and coordinate the responses to issues, questions, and recommendations from shareholders as directed by the Chairperson;
- e. Perform other tasks as assigned by the Chairperson or as decided by the Meeting.

**5.3. *Rights and Obligations of the Chairperson:***

- a. Direct and chair the entire Meeting of Shareholders in accordance with the working agenda approved by the Meeting, ensuring that the meeting is conducted legally, continuously, and in an orderly manner;
- b. Preside over the consideration and resolution of issues arising throughout the duration of the Meeting;
- c. Decide on necessary measures to conduct the meeting in a reasonable and orderly manner, in accordance with the approved agenda and in compliance with the law, the Company's Charter, and this Rules of Procedure;
- d. Conclude the discussion contents, and coordinate the process of gathering opinions, voting, and elections at the Meeting;
- e. Perform other rights and obligations in accordance with the law, the Company's Charter, and this Rules of Procedure.

**Article 6. Rights and Obligations of the Shareholder Eligibility Verification Committee for the Meeting**

The Shareholder Eligibility Verification Committee shall be appointed by the Company's Board of Directors. The Shareholder Eligibility Verification Committee shall have the following responsibilities:

- a. Receive documents from shareholders or authorized representatives attending the meeting to verify their validity and cross-check against the list of shareholders entitled to attend the meeting finalized as of March 23, 2026;

- b. Distribute documents, Voting Cards, Voting Ballots, Election Ballots, and Question Forms;
- c. Report the results of the shareholder eligibility verification to the Meeting before the Meeting is officially conducted.

**Article 7. Rights and Obligations of the Meeting Secretary**

- 7.1. The Chairperson appoints the Meeting Secretary.
- 7.2. The Meeting Secretary performs assisting tasks as assigned by the Chairperson, including:
  - a. Accurately and truthfully record the proceedings of the Meeting;
  - b. Assist the Presidium in announcing the draft Minutes and Resolutions of the Meeting, as well as conveying announcements from the Presidium to shareholders upon request;
  - c. Receive Question Forms from shareholders and forward them to the Presidium for processing.

**Article 8. Rights and Obligations of the Vote Counting Committee**

- 8.1. The Chairperson introduces the Vote Counting Committee and organizes the voting for its approval at the Meeting.
- 8.2. The Vote Counting Committee is responsible for:
  - a. Guide shareholders or their representatives on how to use Voting Cards, Voting Ballots, and Election Ballots;
  - b. Supervise the voting and election process of shareholders or their representatives attending the Meeting;
  - c. Collect Voting Cards, Voting Ballots, and Election Ballots after the voting on matters at the General Meeting has concluded;
  - d. Summarizing the voting shares for each agenda item and reporting the results to the Chairperson and the Meeting Secretary.

**CHAPTER III: CONDUCTING THE MEETING**

**Article 9. Conditions for Convening the Meeting**

The Meeting shall be conducted when the number of attending shareholders represents more than 50% of the total voting shares, according to the Company's list of shareholders finalized as of March 23, 2026.

**Article 10. Discipline of the Meeting**

- 10.1. All shareholders attending the Meeting must dress appropriately.
- 10.2. Upon entering the Meeting room, shareholders must sit in the designated seats or areas assigned by the Meeting Organizing Committee. They must strictly comply with the seating arrangements set by the committee.
- 10.3. Smoking is strictly prohibited inside the Meeting room.

- 10.4. Private conversations and mobile phone usage are not allowed during the Meeting. Mobile phones must be turned off or set to silent mode.

**Article 11. Voting Procedures for Resolutions at the Meeting**

All the contents of the Meeting agenda must be approved by the public voting process of all the attending shareholders using VOTING CARDS/VOTING BALLOTS, based on the number of shares owned/ represented, or authorized.

Each shareholder shall be issued 01 VOTING CARD, 01 VOTING BALLOT, and 01 ELECTION BALLOT, which specify: the shareholder's name, the number of voting shares (owned/represented, and/or authorized), and the Company's official seal as a watermark.

- 11.1. *VOTING CARD*:** Printed on **white** paper, it is used for voting on the following matters:
- a) Approve the composition of the Presidium and the Vote Counting Committee;
  - b) Approve the Rules of Procedure for organizing the Annual General Meeting of Shareholders 2026;
  - c) Approve the Regulation on the Election of Board of Directors Members for the 2026–2031 term;
  - d) Approve the Meeting Agenda;
  - e) Approve the Minutes and the Resolution of the Meeting.
- 11.2. *VOTING BALLOT*:** Printed on **yellow** paper, it is used for voting on matters presented in reports and proposals.
- a) Valid Voting Ballot:
    - + A Voting Ballot issued by the Meeting Organizing Committee, bearing the Company's official seal;
    - + The Voting Ballot must not be torn, erased, or altered;
    - + Containing the signature of the shareholder or the authorized representative participating in the vote;
    - + Each voting item must be marked (X) or (V) only once.
  - b) Invalid Voting Ballot:
    - + Not issued by the Meeting Organizing Committee;
    - + Contains erasures or alterations;
    - + Lacks the signature of the shareholder or the authorized representative attending the Meeting;
    - + No marking or more than one (X) or (V) mark for a single voting content.
  - c) Invalid Voting Ballots shall not be counted in the vote counting.
- 11.3. *ELECTION BALLOT*:** printed on **green** paper, it is used for the election of Board of Directors members in accordance with the Regulation on the Election of Board of Directors Members for the 2026–2031 term.

**Article 12. Approval of matters on the Meeting Agenda**

The approval thresholds for matters on the Meeting Agenda are specifically regulated as follows:

- 12.1. Except for the cases specified in Clauses 12.2 and 12.3 of this Article, Resolutions and matters of the Meeting shall be approved when they receive the affirmative vote of more than 50% of the total voting shares of all shareholders attending and voting at the meeting.
- 12.2. Resolutions on the following matters shall be approved if they receive the affirmative vote of shareholders representing 65% or more of the total voting shares of all shareholders attending and voting at the meeting:
  - + Proposal for approval of the investment policy and execution of significant contracts and transactions;
  - + Proposal for changing the organizational and management model of Helio Energy Joint Stock Company; amending the Company Charter and related regulations.
- 12.3. The election of Board of Directors members and Independent Board members for the term 2026 – 2031 shall be conducted via the cumulative voting method. Detailed instructions shall follow the Regulation on the Election of Board of Directors Members for the 2026–2031 term.

**CHAPTER IV: CLOSING THE MEETING**

**Article 13. Minutes and Resolutions of the Meeting**

- 13.1. The Minutes and Resolutions of the Annual General Meeting of Shareholders 2026 must be completed and approved before the closing ceremony of the Annual General Meeting of Shareholders 2026.
- 13.2. The Minutes and Resolutions of the Annual General Meeting of Shareholders 2026 must be retained at Helio Energy Joint Stock Company.

**Article 14. Effectiveness**

This Rules of Procedure includes 14 (*fourteen*) Articles, which have been publicly read before the Meeting and shall take effect immediately upon approval by the Annual General Meeting of Shareholders 2026 through voting.

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

**Phan Thanh Dat**