NINH BINH PHOSPHATE FERTILIZER JOINT STOCK COMPANY	**SOCIALIST REPUBLIC OF VIETNAM** **Independence - Freedom - Happiness**
No.: 2257 /NQ-ĐHĐCĐ	*Ninh Binh, November 09th , 2026*

RESOLUTION

Extraordinary General Meeting of Shareholders 2026 Ninh Binh Phosphate Fertilizer Joint Stock Company

- Pursuant to the Law on Enterprises No. 59/2020/QH14 dated June 17, 2020 passed by the National Assembly of the Socialist Republic of Vietnam;
- Pursuant to the Law on Securities No. 54/2019/QH14 dated November 26, 2019 passed by the National Assembly of the Socialist Republic of Vietnam;
- Pursuant to the Charter on Organization and Operation of Ninh Binh Phosphate Fertilizer Joint Stock Company approved by the General Meeting of Shareholders;
- Pursuant to the Minutes of the Extraordinary General Meeting of Shareholders 2026 of Ninh Binh Phosphate Fertilizer Joint Stock Company dated November 09, 2026.

RESOLVES:

Article 1.

1. Approve the dismissal of Mr. Phung Quang Trung as a member of the Board of Directors for the 2023–2028 term.

2. Elect a replacement member to the Board of Directors. Based on the election results, the elected member of the Board of Directors for the 2023–2028 term is Mr. Tran Thang.

Article 2. The General Meeting of Shareholders assigns the Board of Directors, Board of Management, Supervisory Board, relevant departments, and individuals to implement the contents of this Resolution.

This Resolution takes effect from November 09th , 2026.

Recipients:
- Shareholders of the Company;
- SSC, HNX (for information disclosure);
- Ninh Binh Phosphate Fertilizer Joint Stock Company;
  + Board of Directors, Supervisory Board, Board of Management;
  + Relevant departments;
- Published on Company Website;
- Archived: Company Secretariat.

ON BEHALF OF THE GENERAL MEETING OF SHAREHOLDERS
CHAIRPERSON

M.S.D.N: 2700222... - C.T.C.P. CÔNG TY CỔ PHẦN PHÂN LÂN NINH BÌNH P. NAM HOA LƯ - T. NINH BÌNH

Pham Manh Ninh

NINH BINH PHOSPHATE FERTILIZER JOINT STOCK COMPANY

SOCIALIST REPUBLIC OF VIETNAM
Independence – Freedom – Happiness

No.: 2255/BB-ĐHĐCĐ

Ninh Binh, November 09, 2026

MINUTES
OF THE 2026 EXTRAORDINARY GENERAL MEETING OF SHAREHOLDERS
Ninh Binh Phosphate Fertilizer Joint Stock Company

Name of organization: NINH BINH PHOSPHATE FERTILIZER JOINT STOCK COMPANY

Head office: Dau Xuan Residential Group, Nam Hoa Lu Ward, Ninh Binh Province, Vietnam.

Phone: 02293610024; 02293610863 | **Fax:** 02293610013

Enterprise Registration Certificate No.: 2700224471 issued by the Department of Planning and Investment of Ninh Binh Province for the first time on December 31, 2004; 12th change registration on September 03, 2026.

I. TIME AND VENUE

- **Time:** At 9:45 AM, November 09, 2026.
- **Venue:** Conference Hall of Ninh Binh Phosphate Fertilizer Joint Stock Company, Dau Xuan Residential Group, Nam Hoa Lu Ward, Ninh Binh Province, Vietnam.

II. COMPOSITION OF ATTENDEES

Members of the Board of Directors (BOD), Supervisory Board (SB), shareholders, and authorized representatives of shareholders of Ninh Binh Phosphate Fertilizer Joint Stock Company.

III. PROCEEDINGS OF THE MEETING

1. **Mr. Pham Gia Ngan**, representing the Organizing Committee, announced the reasons, introduced delegates, and opened the Meeting.
2. **Mr. Ha Huy San**, representing the Vote Counting Committee, reported the results of checking shareholders' eligibility and introduced the Presidium of the Meeting.
    - Total number of shareholders: 308, holding 15,731,260 shares = 100% of the charter capital.
    - At 9:45 AM, there were 140 shareholders representing **14,472,007 voting shares**, accounting for **92% of the charter capital**, of which:
        - Shareholders attending directly: 76 persons, holding 6,783,917 shares.
        - Authorized shareholders: 64 persons, holding 7,688,090 shares.
3. **Mr. Pham Manh Ninh** – Chairman of the BOD (Chairman of the Meeting):
    - Appointed the Meeting Secretary: Mr. Pham Gia Ngan – Company Secretary.
    - Introduced the Vote Counting Committee and proposed the General Meeting to approve the Vote Counting Committee, consisting of:

1. Mr. Vu Cao Trung: Head of Market Department – Head of the Committee.
2. Mr. Nguyen Ngoc Thuan: Chief Accountant – Member.
3. Ms. Luu Thi Thu Ha: Deputy Head of Accounting Department – Member.
4. Ms. Nguyen Thu Ha: Accountant – Member.
5. Ms. Pham Thi Hang: HR Staff – Member.

At the time of voting, the total number of voting shareholders was 140, holding and representing **14,472,007 voting shares**, accounting for **92% of the charter capital**, of which:

- Shareholders attending directly: 76 persons, holding 6,783,917 shares.
- Authorized shareholders: 64 persons, holding 7,688,090 shares.

4. **Mr. Pham Hong Son**, on behalf of the Organizing Committee, read the Regulation on Organization of the Meeting and the Meeting Agenda.
5. **Mr. Pham Manh Ninh** – Chairman of the Meeting, directed the voting to approve the Regulation on Organization of the Meeting and the Meeting Agenda.
    - *The General Meeting voted to approve the contents (Regulation on Organization of the Meeting and Meeting Agenda) with the following ratios:*
        - Number of favorable shares: 14,472,007 shares, accounting for 100%.
        - Number of unfavorable shares: 0 shares, accounting for 0%.
        - Number of abstention shares: 0 shares, accounting for 0%.
6. **The Meeting heard:**
    - **Mr. Phung Quang Trung** read the resignation letter from the position of Member of the BOD.
    - **Mr. Pham Manh Ninh** – Chairman of the BOD: Read the Submission regarding the dismissal of a member of the BOD and the by-election of a member of the BOD of the Company for the 2023 - 2028 term.
7. **The Meeting held discussions:**
    - *Opinions of shareholders:* Shareholders had no other opinions.
    - *Voting to approve the Submission:*

      The General Meeting voted to approve the dismissal of the Company's BOD member with respect to Mr. Phung Quang Trung with the following conversion ratios:
        - Number of favorable shares: 14,472,007 shares, accounting for 100%.
        - Number of unfavorable shares: 0 shares, accounting for 0%.
        - Number of abstention shares: 0 shares, accounting for 0%.
8. **Mr. Pham Manh Ninh** – Chairman of the Meeting directed the election of a BOD member to replace the recently dismissed BOD member for the 2023 - 2028 term.
    - **Mr. Vu Cao Trung** – Head of the Vote Counting Committee read the Regulation on by-election of BOD members for the 2023 - 2028 term.
    - *The General Meeting voted to approve the Regulation with the following ratios:*
        - Number of favorable shares: 14,472,007 shares, accounting for 100%.

- Number of unfavorable shares: 0 shares, accounting for 0%.
- Number of abstention shares: 0 shares, accounting for 0%.

- **Mr. Pham Manh Ninh** – Chairman of the BOD read the official letter from Vietnam National Chemical Group regarding the nomination of personnel to be elected to the Company's BOD for the 2023 - 2028 term:
  - Nominating **Mr. Tran Thang** to join the Company's BOD.
- The Chairman directed the self-nomination and nomination for the BOD and finalized the list of candidates for the BOD.
- *List of candidates to be elected as BOD members:*
  1. Mr. Tran Thang
- Voting for BOD members to replace those for the 2023 - 2028 term.

5. **The Meeting proceeded with the election** in accordance with due process. **Mr. Vu Cao Trung**, on behalf of the Vote Counting Committee, announced the election results:
   - *List of elected BOD members (enclosed with the vote counting minutes):*
     - No. 1: **Mr. Tran Thang** | Total votes: 14,472,007 | % of total voting shares/total present voting shares: 100%
6. **New BOD members** were introduced.
7. **Approval of the Meeting Minutes and Resolutions:Mr. Pham Gia Ngan** – Meeting Secretary read the draft Meeting Minutes and draft Meeting Resolution.
8. **The Chairman of the Meeting** requested comments, amendments, and voting to approve the Minutes and Resolution. The General Meeting voted to approve with the following ratios:
   - Number of favorable shares: 14,472,007 shares, accounting for 100%.
   - Number of unfavorable shares: 0 shares, accounting for 0%.
   - Number of abstention shares: 0 shares, accounting for 0%.

The Extraordinary General Meeting of Shareholders of Ninh Binh Phosphate Fertilizer Joint Stock Company in 2026 concluded at 10:45 AM on the same day.

SECRETARY OF THE MEETING	CHAIRMAN OF THE MEETING
Pham Gia Ngan	**Pham Manh Ninh**

NINH BINH PHOSPHATE FERTILIZER JOINT STOCK COMPANY

SOCIALIST REPUBLIC OF VIETNAM
Independence - Freedom - Happiness

Ninh Binh, November 09, 2026

PROPOSAL

Re: Dismissal of a Member of the Board of Directors and Additional Election of a Member of the Board of Directors of the Company for the 2023–2028 Term

To: The General Meeting of Shareholders

Pursuant to the Charter on Organization and Operation of Ninh Binh Phosphate Fertilizer Joint Stock Company approved by the General Meeting of Shareholders;

Pursuant to the resignation letter dated October 05, 2026 of Mr. Phung Quang Trung regarding his resignation as a member of the Board of Directors of the Company for the 2023–2028 term;

The Board of Directors of Ninh Binh Phosphate Fertilizer Joint Stock Company respectfully submits to the General Meeting of Shareholders to approve the dismissal of Mr. Phung Quang Trung as a member of the Board of Directors of the Company for the 2023–2028 term, effective from November 09, 2026; and simultaneously elect an additional member to the Board of Directors of the Company for the 2023–2028 term, effective from November 09, 2026.

Respectfully submitted to the General Meeting!

ON BEHALF OF THE BOARD OF DIRECTORS
CHAIRMAN

M.S.D.N: 2700224471 - C.T.C.P
CÔNG TY CỔ PHẦN PHÂN LÂN NINH BÌNH
P. NAM HOA LƯ - T. NINH BÌNH

Pham Manh Ninh

NINH BINH PHOSPHATE FERTILIZER JOINT STOCK COMPANY

SOCIALIST REPUBLIC OF VIETNAM
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Ninh Binh, November 09th , 2026

REGULATIONS ON ADDITIONAL ELECTION OF MEMBERS OF THE BOARD OF DIRECTORS FOR THE 2023-2028 TERM

At the Extraordinary General Meeting of Shareholders 2026
Ninh Binh Phosphate Fertilizer Joint Stock Company

Pursuant to:

- Law on Enterprises No. 59/2020/QH14 dated June 17, 2020 passed by the National Assembly of the Socialist Republic of Vietnam and guiding documents;
- Charter on Organization and Operation of Ninh Binh Phosphate Fertilizer Joint Stock Company.

The General Meeting of Shareholders ("GMS") of Ninh Binh Phosphate Fertilizer Joint Stock Company conducts the additional election of members of the Board of Directors ("BOD") for the 2023-2028 term in accordance with the following provisions:

A- The Chairperson of the Meeting is responsible for presiding over this election with specific tasks as follows:

- Nominate the Election Vote Counting Committee for GMS approval;
- Supervise the verification and preparation of the candidate list;
- Introduce the list of candidates and nominees;
- Supervise the voting and vote counting processes;
- Resolve election-related complaints (if any).

B- Contents

I. Applicable Entities and Scope:

- These Regulations guide the conditions and procedures for nomination and candidacy to elect additional members of the Board of Directors (BOD) for the 2023-2028 term of the Company.
- Shareholders and candidates participating in the nomination of BOD members are responsible for complying with the contents of these Regulations.

II. Candidacy and Nomination of Members of the Board of Directors:

1. **Quantity:**
   - Number of additional BOD members to be elected: 01 (one) member.
2. **Dossier for Nomination and Candidacy to the BOD:**

The dossier for candidacy and nomination of candidates for election to the BOD includes:

- Application for candidacy or nomination for BOD membership;
- Self-declared curriculum vitae of the candidate;
- Copy of permanent residence registration book, ID Card/CCCD (or passport);
- Documents certifying the shareholding ratio of the shareholder/group of shareholders satisfying the eligibility conditions for nomination/candidacy as prescribed in the Company's Charter;
- Candidates for the Board of Directors shall be responsible before the law and the General Meeting of Shareholders for the accuracy and truthfulness of the contents in their dossier.

3. Time and Address for Submitting Nomination and Candidacy Dossiers:

- Deadline for submitting nomination and candidacy dossiers:

+ To facilitate the additional election of BOD members of the Company, candidacy and nomination dossiers must be sent to the Company no later than 16:00 on November 06, 2026;

+ In special cases where shareholders do not have the conditions to submit nomination or candidacy dossiers within the specified time, they may complete and submit them to the Organizing Committee prior to the opening of the Meeting for consideration.

- Address for submitting nomination and candidacy dossiers:

+ Department of Organization and Administration - Ninh Binh Phosphate Fertilizer Joint Stock Company;

+ Dau Xuan Neighborhood Group, Nam Hoa Lu Ward, Ninh Binh Province;

+ Tel: 02293610863; Fax: 022936100613;

(In case of Fax, the original copy must be resubmitted prior to the opening of the Meeting).

III. Nomination and Candidacy Principles:

1. Regulations on Nomination and Candidacy for Members of the Board of Directors:

- Shareholders holding ordinary shares up to September 30, 2026 (the record date for the shareholder list) have the right to pool their voting rights to nominate candidates for the Board of Directors;
- A shareholder or group of shareholders holding from 10% to less than 20% of the total voting shares has the right to nominate one (01) candidate;

- A shareholder or group of shareholders holding from 20% to less than 30% of the total voting shares has the right to nominate a maximum of two (02) candidates;

- A shareholder or group of shareholders holding from 30% to less than 40% of the total voting shares has the right to nominate a maximum of three (03) candidates;

- A shareholder or group of shareholders holding from 40% to less than 50% of the total voting shares has the right to nominate a maximum of four (04) candidates;

- A shareholder or group of shareholders holding from 50% to less than 60% of the total voting shares has the right to nominate a maximum of five (05) candidates;

- A shareholder or group of shareholders holding from 60% to less than 70% of the total voting shares has the right to nominate a maximum of six (06) candidates;

- A shareholder or group of shareholders holding from 70% to 80% of the total voting shares has the right to nominate a maximum of seven (07) candidates.

- A shareholder or group of shareholders holding from 80% to less than 90% of the total voting shares has the right to nominate a maximum of eight (08) candidates.

- In the event that the number of candidates for the Board of Directors through candidacy and nomination is still insufficient, the Chairperson of the Meeting shall direct the Meeting to nominate additional candidates to meet the required quantity.

2. Qualifications for Candidates to the Board of Directors:

- Have full civil capacity, not falling under the categories banned from enterprise management as prescribed by the law on enterprises.

- Members of the Board of Directors need not be shareholders of the Company.

- Be in good health to fulfill duties; possess understanding and awareness of legal compliance.

- Possess professional qualifications and business management experience or experience in the main business lines/sectors of the Company. For Board of Directors members concurrently holding management titles in the executive apparatus of the Company, practical capacity, work efficiency, executive capacity, and operational organization capacity are required.

IV. Compilation and Voting on Approval of Candidate List for Additional Election of Board Members:

The Organizing Committee is responsible for receiving and verifying the candidacy and nomination forms of shareholders and authorized representatives attending the General Meeting of Shareholders; selecting and compiling the list of candidates who meet all standards and conditions for the additional election of Board members; and reporting the candidate list to the Meeting for approval by voting.

V. Principles, Voting Methods, and Principles for Determining Elected Candidates:

1. Voting Principles:

- In accordance with the law and the Company's Charter;
- Secret ballot method;
- Members of the Election Vote Counting Committee shall not be listed in the candidate list.

2. Voting Method:

1- Conducted via the cumulative voting method: Accordingly, each delegate with voting rights has a total number of voting votes equal to the total number of shares owned and represented multiplied by the number of members to be elected (01 member). Delegates have the right to accumulate all of their voting votes for one or several candidates.

2- Each attending shareholder is issued one ballot by the Vote Counting Committee, with the following contents:

- Indicates the name of the shareholder, the authorized representative of the shareholder, total shares owned and represented, and total corresponding voting votes;
- List of candidate full names for election to the Board of Directors arranged in alphabetical order (A-Z) by name, fully written on the ballot;

3- Shareholders shall fill in the number of voting votes for each trusted candidate such that the total number of voting votes for the candidates does not exceed the total number of voting votes held by each shareholder.

In the event that prior to casting the ballot, for any reason a delegate needs to exchange for a new ballot, the old ballot must be returned to the Vote Counting Committee to issue a new ballot. The Vote Counting Committee must prepare a ballot exchange record, and each delegate is only allowed to exchange ballots once.

4- Ballots shall be cast into a sealed ballot box that has been sealed prior to vote counting.

5- A valid ballot must be issued by the Vote Counting Committee, and the total number of voting votes for candidates must be less than or equal to the total number of voting votes held by the delegate.

6- An invalid ballot is a ballot falling under one of the following cases:

+ Ballots not issued by the Vote Counting Committee;
+ Delegates crossing out candidate names;
+ Delegates using votes exceeding their total available voting votes;
+ Delegates voting for persons outside the candidate list;

+ Torn or erased/altered ballots.

7- Vote counting: Conducted under the supervision of shareholder representatives.

8- The Vote Counting Committee is responsible for preparing the vote counting minutes, announcing the results, and coordinating with the Chairperson of the Meeting to resolve shareholder queries and complaints (if any).

9- Election ballots after counting shall be archived in accordance with regulations and opened upon request of the General Meeting of Shareholders.

3. Principles of Winning the Election and Candidate Selection

- The elected person shall be determined based on the number of voting votes ranked from highest to lowest, starting from the candidate with the highest number of voting votes until the required number of members specified in these Regulations is met.

- In the event that there are candidates with an equal percentage of voting votes where elimination is required to reach the prescribed quantity, a re-election shall be conducted among those candidates. If after conducting 01 (one) re-election round the percentage of voting votes remains equal, the candidate holding and representing a higher number of shares shall be the elected candidate.

VI. Enforcement Provisions

The Regulations on Additional Election of Members of the Board of Directors at the Extraordinary General Meeting of Shareholders 2026 of Ninh Binh Phosphate Fertilizer Joint Stock Company shall take effect immediately upon approval by a vote representing more than 50% of the total voting shares of all attending shareholders and authorized representatives.

These Regulations shall cease to be effective upon the conclusion of the Extraordinary General Meeting of Shareholders 2026.

The above contains the entire content of the Regulations on Additional Election of Members of the Board of Directors at the Extraordinary General Meeting of Shareholders 2026.

Respectfully submitted to the General Meeting of Shareholders for approval!

ON BEHALF OF THE BOARD OF DIRECTORS
CHAIRMAN

M.S.D.N: 2700224471 - C.T.C.P
CÔNG TY CỔ PHẦN PHÂN LÂN NINH BÌNH
P. NAM HOA LƯ - T. NINH BÌNH

Pham Manh Ninh

NINH BINH PHOSPHATE FERTILIZER JOINT STOCK COMPANY

SOCIALIST REPUBLIC OF VIETNAM
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Ninh Binh, November 09th , 2026

ORGANIZATION REGULATIONS
EXTRAORDINARY GENERAL MEETING OF SHAREHOLDERS 2026
NINH BINH PHOSPHATE FERTILIZER JOINT STOCK COMPANY

Chapter I
GENERAL PROVISIONS

Article 1. Scope of Application

- These Regulations apply to the organization of the Extraordinary General Meeting of Shareholders 2026 (hereinafter referred to as the "Meeting") of Ninh Binh Phosphate Fertilizer Joint Stock Company.
- These Regulations specifically stipulate the rights and obligations of shareholders and participants attending the Meeting, conditions, and procedures for conducting the Meeting.

Article 2. General Requirements

- Shareholders entering the meeting hall shall sit in their designated positions and areas as guided by the Organizing Committee. Shareholders attending the Meeting are responsible for maintaining order, refraining from using mobile phones and smoking inside the meeting hall; behaving in a polite and civilized manner; refraining from any acts that obstruct or disrupt order so that the Meeting can be conducted seriously, fairly, and lawfully; and complying with the direction of the Chairperson and the Organizing Committee.
- Shareholders/Shareholder Representatives are responsible for attending the Meeting from its commencement until its conclusion. In the event that a shareholder/shareholder representative must leave the meeting prior to its conclusion due to force majeure, such shareholder/shareholder representative may authorize another person to attend, speak, vote, and exercise other rights and obligations of that shareholder at the Meeting on their behalf. In the event that a shareholder/shareholder representative voluntarily leaves the meeting prior to its conclusion without notifying the Organizing Committee, such shareholder shall be deemed to have waived their rights as a shareholder attending the Meeting and shall have no right to lodge complaints regarding any shareholder-related rights.

Article 3. Conditions for Attending the Meeting

Participants shall be shareholders or authorized representatives of shareholders named in the list of shareholders on the record date for the right to attend the Meeting. In the event that a shareholder receives a share transfer after the record date, such shareholder still has the right to attend the Meeting in place of the transferor for the transferred shares, unless otherwise agreed upon by both parties.

Chapter II
RIGHTS AND OBLIGATIONS OF SHAREHOLDERS, AUTHORIZED REPRESENTATIVES AND PARTICIPATING PARTIES AT THE MEETING

Article 4. Rights and Obligations of Shareholders and Authorized Representatives

- Vote to approve decisions within the authority of the General Meeting of Shareholders in accordance with the Law on Enterprises 2020, the Charter of the Company, and relevant applicable legal regulations.
- Shareholders or authorized representatives attending the Meeting shall receive voting ballots indicating the number of shares corresponding to their owned or represented shares for issues discussed at the Meeting.
- The voting value of the Voting Ballot held by a shareholder or authorized representative corresponds to the percentage of voting shares owned or authorized to register for the Meeting over the total number of voting shares of shareholders or authorized representatives present at the Meeting.
- During the discussion session, shareholders or authorized representatives may speak directly at the meeting hall or write an opinion sheet and send it to the Chairperson to arrange and assign the responsible person to answer. Comments and contributions of shareholders should be concise, focusing on central issues needing discussion (if authorized, an original Power of Attorney is required).
- Each shareholder or authorized representative attending the Meeting must bring the Invitation Letter, personal identification documents (ID Card, CCCD, or Passport), and Power of Attorney (if authorized, the original copy is required) to present to the Organizing Committee and receive voting ballots with the shareholder code and number of voting shares represented, stamped with the overlapping seal of Ninh Binh Phosphate Fertilizer Joint Stock Company.
- Late-arriving shareholders or authorized representatives have the right to register immediately and subsequently participate in voting at the Meeting; however, the Chairperson is not responsible for stopping the Meeting to allow them to register, and the validity of voting rounds already conducted shall remain unaffected.
- Shareholders shall bear their own expenses for travel, meals, and accommodation.

Article 5. Rights and Obligations of the Shareholder Eligibility Verification Board:

- The Shareholder Eligibility Verification Board shall be nominated by the Board of Directors.

- The Shareholder Eligibility Verification Board shall perform the following duties:

+ Verify the eligibility of shareholders or authorized representatives attending the Meeting: Personal identification documents (ID Card, CCCD, Passport); Invitation Letter; Power of Attorney (if authorized, the original copy is required);

+ Distribute documents to shareholders or authorized representatives: Voting Cards and other meeting documents;

+ Report to the Meeting on the results of shareholder eligibility verification at the following times:

⇨ Prior to the opening of the Meeting;

⇨ Prior to each voting session of the Meeting if there is any change in the number of shareholders registered to attend the Meeting (late-arriving shareholders registering to attend).

+ The Shareholder Eligibility Verification Board has the right to establish a assisting team to fulfill its duties.

Article 6. Rights and Obligations of the Vote Counting Committee

6.1. The Vote Counting Committee shall be nominated by the Chairperson and approved by the Meeting through voting. Members of the Vote Counting Committee must not be named, involved as a party, or affiliated with contracts with the company or company branches.

6.2. The Vote Counting Committee has the following duties:

- Determine the voting results of shareholders on issues approved at the Meeting.

- Inspect and supervise the casting, voting, and collection of ballot forms; carry out the vote counting for election, draft the vote counting minutes, and announce the results of election vote counting and voting results before the Meeting.

- Promptly notify the Secretariat of the voting and election results; hand over the minutes and all ballot forms to the Organizing Committee of the Meeting.

- Review and report to the Meeting any violations of voting rules or election complaints/petitions (if any). In performing its duties, the Vote Counting Committee must work honestly, accurately, and be responsible for the voting results.

Article 7. Rights and Obligations of the Chairperson and Secretariat of the Meeting

7.1. Chairperson of the Meeting

- The Chairman of the Board of Directors shall preside over and act as the Chairperson of the General Meeting of Shareholders.

- The Chairperson shall conduct the Meeting in accordance with the meeting agenda and Regulations approved by the Meeting.

- The Chairperson shall guide the Meeting in discussions, gathering opinions, and voting on matters within the agenda of the Meeting and related issues throughout the duration of the Meeting.

- The Chairperson has the right to take necessary measures to direct the meeting in a reasonable and orderly manner, strictly following the approved agenda and reflecting the wishes of the majority of attendees.

- Decisions of the Chairperson on procedural matters or events arising outside the agenda of the Meeting shall carry final determination power.

- The Chairperson has the right to request competent authorities to maintain order at the meeting; expel persons who fail to comply with the Chairperson's direction, intentionally cause disorder, or obstruct the normal progress of the meeting from the General Meeting of Shareholders.

- The Chairperson has the right to adjourn the Meeting to another time or change the meeting venue if deemed that:

+ Actions of persons present obstruct or are likely to obstruct the orderly progress of the meeting's proceedings.

+ The adjournment is necessary to ensure that the work of the Meeting is conducted lawfully.

+ The maximum adjournment period shall not exceed 03 days from the date the meeting was scheduled to open.

7.2. Secretariat

- The Secretariat shall perform assisting duties as assigned by the Chairperson, specifically as follows:

+ Fully and truthfully record all proceedings of the Meeting and issues approved or noted by shareholders/shareholder representatives at the Meeting.

+ Draft the Minutes and Resolution of the Meeting on matters approved at the Meeting.

+ Other duties as assigned by the Chairperson.

Chapter III
PROCEDURES FOR CONDUCTING THE MEETING

Article 8. Conditions for Conducting the Meeting

- The Meeting shall be conducted when the attending shareholders/shareholder representatives represent more than 50% of the total voting shares.

Article 9. Procedures for Conducting the Meeting

- The Meeting is expected to take place in a single working session.

- The Meeting shall sequentially discuss and approve the contents specified in the Meeting Agenda.

Article 10. Approval of Decisions of the Meeting

Issues of the Meeting shall be approved when accepted by the shareholders representing more than 50% of the total voting shares of shareholders with voting rights present in person or through authorized representatives present at the Meeting;

Particularly, the following issues shall be approved when accepted by the shareholders representing 65% or more of the total voting shares of shareholders with voting rights present in person or through authorized representatives attending the Meeting:

+ Classes of shares and the total number of shares of each class;

+ Changes in business lines and sectors;

+ Changes in the organizational management structure of the Company;

+ Investment projects or sales of assets with a value of 35% or more of the total asset value recorded in the most recent financial statement of the Company;

+ Reorganization or dissolution of the Company.

Article 11. Voting Methods

- Matters on the agenda of the Meeting must be approved by direct voting at the Meeting. Each shareholder is provided with one Voting Card and one Voting Ballot, which state the registration code, the number of voting shares (owned and authorized) of the shareholder, and bear the overlapping seal of Ninh Binh Phosphate Fertilizer Joint Stock Company.

- Shareholders shall vote by Voting Card for agenda items of the Meeting (except for matters voted on by Voting Ballot).

- The Meeting shall conduct open voting; shareholders/shareholder representatives shall vote on all matters requiring opinion gathering at the Meeting by raising their voting ballots under the direction of the Chairperson of the Meeting.

- After presenting each issue, the Chairperson shall request voting opinions of the Meeting for that issue by inviting shareholders/shareholder representatives to vote in the sequence of 03 options: approve, disapprove, and abstain.

- The Vote Counting Committee shall count votes on the spot to determine the voting ratio for each issue submitted for GMS approval.

- Valid voting ballot: Voting ballots printed in the pre-printed form of the Company, without erasure, alteration, or addition of other contents onto the voting ballot.

- Invalid voting ballot: Ballots that fail to meet any of the requirements for a valid voting ballot as specified above.

- Decisions of the Meeting shall be approved in the form of voting upon reaching the minimum ratio required by law and the Charter of the Company.

Article 12. Meeting Minutes, Resolution of the Meeting

- Contents of the Meeting shall be recorded in minutes. The Chairperson and Secretariat of the Meeting shall be responsible for the accuracy and truthfulness of the Meeting Minutes.

- The Meeting Minutes must be announced before the Meeting and approved by the Meeting prior to the closing of the Meeting.

- Meeting Minutes, shareholder eligibility verification minutes, vote counting minutes, and other documents recording the proceedings and results of the Meeting must be archived at the head office of the Company.

- Meeting Minutes serve as the basis for issuing the Resolution of the Meeting.

- Based on the results at the Meeting, the Chairperson shall issue the Resolution of the GMS on issues approved by the Meeting. The Resolution shall be sent to shareholders within fifteen (15) days from the date of concluding the vote counting or uploaded onto the electronic information page (website) of the Company within 24 hours from the time of concluding the vote counting.

Article 13. Executive Provisions

- These Regulations consist of 13 articles and shall take effect immediately upon being approved by the General Meeting of Shareholders of the Company.

- These Regulations may be amended from time to time based on proposals from the Board of Directors of the Company and must be voted on and approved by the General Meeting of Shareholders.

ON BEHALF OF THE BOARD OF DIRECTORS
CHAIRMAN



Phạm Manh Ninh