# VIETNAM OIL AND GAS GROUP PETROVIETNAM OIL CORPORATION - JSC

TÔNG CÔNG RY DÂYT

CÔNG TY CỐ PHẨN

## SOCIALIST REPUBLIC OF VIETNAM Independence – Freedom – Happiness

Ho Chi Minh City, April 04, 2025

#### REGULATIONS

on the additional election of a Member to the Board of Directors of PVOIL at the 2025 Annual General Meeting of Shareholders

#### 1. Purpose, Scope and Subjects of Application

- 1.1. The regulations are established to specify the principles and methods for nominating and electing an additional member to the Board of Directors (BOD) of PetroVietnam Oil Corporation JSC (PVOIL).
- 1.2. The regulations apply to all shareholders who hold shares in PVOIL as per the shareholders list finalized on the record date of March 26, 2025 (including authorized representatives) for attendance at the 2025 Annual General Meeting of Shareholders (2025 AGM) of PVOIL.
- 1.3. The additional election of BOD Member will be conducted in accordance with the following principles:
- Compliance with the current applicable law in Viet Nam.
- Ensuring the rights and equality of shareholders.

#### 2. Number and Term of the elected BOD Member

- 2.1. The number of members to be elected to the BOD at the 2025 AGM of PVOIL is 01 (one) member.
- 2.2. The term of the elected member shall not exceed 05 (five) years, with no limit on the number of terms.

# 3. Criteria and Conditions for becoming BOD Member

- Must have full civil capacity and not fall under any category prohibited from becoming a BOD member as stipulated by the current applicable law in Vietnam.
- Must possess professional qualifications and experience in business management or in PVOIL's core business areas and is not required to be a shareholder of PVOIL.
- Must not be a family member of the General Director or other key managers of PVOIL.
- Must meet other qualifications and conditions as prescribed by law and the PVOIL Charter.

# 4. Right of nomination and candidacy for the BOD Member

- Shareholders or groups of shareholders holding at least 5% of the total voting shares have the right to nominate or self nominate for election to the BOD of PVOIL in accordance with Article 24 of the PVOIL Charter.
- Shareholders must submit valid and timely nomination documents in compliance with the Regulations.

## 5. Dossiers of nominees for the BOD Member



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#### 5.1. The dossiers must include:

- A written nomination letter or self-nomination notice.
- Curriculum vitae of the candidate with a photo.
- A valid copy of the Citizen ID/Passport, permanent residence registration, and professional qualifications of the candidates.
- The power of attorney and/or meeting minutes of the group (if the candidate is nominated by a group).
- A confirmation of the number of shares held by the shareholder (if self-nominate) or by the shareholder/group of shareholders (if nominate), or equivalent documents from the securities company or the Vietnam Securities Depository Center (VSD) as of the record date for the 2025 AGM.
- Candidates' documents must be in Vietnamese. Any documents in a foreign language must be translated into Vietnamese and notarized by a competent authority in accordance with the law.
- 5.2. Candidates' dossiers may be submitted directly or sent by guaranteed post to PVOIL no later than 5:00 PM on April 15, 2025 to the following address:
- The Organizing Committee of the 2025 Annual General Meeting of Shareholders, PetroVietnam Oil Corporation - JSC (PVOIL).
- Address: 14th-18th Floor, PetroVietnam Tower, 1-5 Le Duan, Ben Nghe Ward, District 1, Ho Chi Minh City, Vietnam.

## 6. List of candidates for the additional BOD Member.

- 6.1. After the deadline for the submission of candidates' dossiers, the current BOD shall compile a list of eligible candidates and announce it to shareholders in accordance with the Regulations.
- 6.2. The list of eligible candidates must be approved by the 2025 AGM before the election can proceed.

#### 7. Principle for voting.

- 7.1. The election of the additional BOD Member shall be conducted by the cumulative voting method via electronic voting on the system <a href="https://dhdcd.pvoil.vn">https://dhdcd.pvoil.vn</a>.
- 7.2. Each shareholder shall have one voting slip, with the total number of votes equivalent to the total number of shares they own or represent.

## 8. Conducting and Supervising the Election

#### 8.1. Election Committee:

- The Election Committee shall conduct and supervise the election on behalf of the 2025 AGM in compliance with this Regulation.
- The Election Committee consists of one (01) Chairperson and other members as approved by the 2025AGM based on the Chairperson's proposal.
- Members of the Election Committee shall not be listed as candidates for the BOD of PVOIL.





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- Verifying and announcing the list of candidates.
- Presenting the election regulations and providing guidance on online voting procedures.
- Supervising the voting process.
- Conducting vote counting, preparing the vote-counting report, and announcing the results to the 2025 AGM.
- Ensuring the accuracy and integrity of the vote-counting results.

## 9. Voting Method

- 9.1. Shareholders voting in the meeting can access the system <a href="https://dhdcd.pvoil.vn">https://dhdcd.pvoil.vn</a>, using the account and password provided for participation.
- When shareholders vote online, the number of votes for each candidate is recorded in the system according to the number of votes entered by the shareholder for each candidate, or the total votes can be distributed evenly among the selected candidates if the shareholder chooses cumulative voting.
- Once voting is completed and submitted, shareholders cannot change their vote.
- 9.2. At the time the voting period ends, the electronic voting system will immediately record the voting results.

#### 10. Determining the Election Results

- 10.1. The successful candidate shall be chosen based on the highest number of votes received.
- 10.2. In case two or more candidates receive the same highest number of votes, an additional election will be held among these candidates to make the final selection.

## 11. Minutes of Vote Counting

- 11.1. After the vote counting, the Election Committee shall prepare the Minutes of vote counting.
- 11.2. The full text of the Minutes must be announced by the Election Committee at the Meeting and recorded in the Meeting's resolution.

# 12. Effectiveness of the Regulations

These regulations shall take effect immediately upon approval by the 2025 Annual General Meeting of Shareholders of PVOIL and shall apply exclusively to the election of an additional Board member at the 2025 Annual General Meeting of Shareholders of PetroVietnam Oil Corporation - JSC.

ON BEHALF OF THE BOD CHAIRMAN

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