

Hanoi, April, 2026

**RULES FOR THE ELECTION OF MEMBERS
OF THE MANAGEMENT BOARD
AT THE 2026 ANNUAL GENERAL MEETING OF SHAREHOLDERS**

To: The 2026 Annual General Meeting of Shareholders

*Pursuant to the Enterprise Law No. 59/2020/QH14;
Pursuant to the Securities Law No. 54/2019/QH14;
Pursuant to the Charter on organization and operation of Power Engineering
Consulting Joint Stock Company 1 adopted by the General Meeting of Shareholders on
June 26th, 2025.*

The Management Board is submitting to the Company's Annual General Meeting of Shareholders in 2026 the Rules for the Election of Members of the Management Board for the 2026-2031 term, with the following contents:

**CHAPTER I. SELF-NOMINATION, NOMINATION OF THE MEMBERS OF
THE MANAGEMENT BOARD**

Article 1. Number of members of Management Board

The number of members elected to the Management Board for the 2026-2031 term is 2.

Article 2. Standards and Conditions for members of Management Board

Members of the Management Board must meet the following standards and conditions:

- a) Possess full civil capacity and not be subject to the provisions of Clause 2, Article 17 of the Enterprise Law;
- b) Have professional qualifications and experience in business administration or in the field, industry, or profession of the Company's business, and are not necessarily shareholders of the Company;
- c) May concurrently hold directorships in other companies' MB;
- d) Must not be a family member¹ of the General Director and other managers² of the Company; nor a family member of managers or persons authorized to appoint managers of Vietnam Electricity.

Article 3. Nomination of Candidates of the Management Board

¹ "Family Member" includes: spouse; biological father, biological mother, adoptive father, adoptive mother; father-in-law, mother-in-law; biological child, adoptive child, son-in-law, daughter-in-law; biological elder brother, biological elder sister, biological younger sibling (or simply "biological siblings"); brother-in-law, sister-in-law; spouse's biological elder brother, spouse's biological elder sister, and spouse's biological younger sibling (or spouse's biological siblings (Clause 22, Article 4 of the 2020 Enterprise Law).

² Company managers include the Chairman of the Management Board, members of the Management Board, the General Director, Deputy General Directors, and the Chief Accountant.

1. Shareholders holding ordinary shares have the right to pool their voting rights to nominate candidates for the Management Board. Compared to the total number of voting shares of the Company, a shareholder or group of shareholders holding from 5% to less than 10% may nominate one (01) candidate; from 10% to less than 30% may nominate a maximum of two (02) candidates; from 30% to less than 40% may nominate a maximum of three (03) candidates; from 40% to less than 50% may nominate a maximum of four (04) candidates; from 50% to less than 60% may nominate a maximum of five (05) candidates; from 60% to less than 70% may nominate a maximum of six (06) candidates; from 70% to 80% may nominate a maximum of seven (07) candidates; and from 80% to less than 90% may nominate a maximum of eight (08) candidates.

2. If the number of Management Board candidates nominated through nomination and self-nomination is still insufficient, the incumbent Management Board has the right to nominate additional Management Board candidates until the required number is reached. Candidates nominated by the incumbent Management Board must meet the standards and conditions stipulated in Article 2 of these Rules and must be approved by the General Meeting of Shareholders prior to the election.

Article 4. Documents for self-nominating and nominating Management Board Membership

- Self-nomination form (Form 1);
- Nomination form (Form 2), Nomination minutes of meeting (Form 4), and Nomination authorization letter (original copy issued by the Company) if nominated;
- Personal information (Form 3);
- Certified copy of the candidate's Citizen Identity Card/Passport;
- Certified copy of academic degrees and professional certificates;
- List of related persons (Form 5).

Article 5. Selection of Candidates

Based on the application/nomination forms from shareholders/groups of shareholders, the General Meeting Organizing Board will compile a list of qualified candidates to be presented to the General Meeting of Shareholders for election of members of the Management Board.

CHAPTER II. VOTING MEMBERS OF MANAGEMENT BOARD

Article 6. Voting participants

Shareholders, or authorized representatives of shareholders attend the General Meeting.

Article 7. Voting Ballots

1. Each shareholder or authorized representatives of shareholders attending the General Meeting will be given one (01) Voting Ballot for members of the Management Board (*white*) printed and distributed by the General Meeting Organizing Board, stamped with the Company's seal and containing the following information:

- Name of shareholder, authorized representative of a shareholder;
- Number of shares owned, number of shares represented;
- Maximum total number of voting ballots (corresponding to the total number of

shares owned and/or represented multiplied by the number of members of Management Board to be elected);

- List of candidates (Full name and arranged alphabetically by name);
- Number of voting ballots for each candidate (to be filled in by the shareholder).

2. Invalid voting ballots cases

a) Voting ballots that do not conform to the form prescribed by the General Meeting Organizing Board, without the Company's seal, signature of the shareholder or their authorized representative;

b) Voting ballots that are crossed out, altered, have names added, or include the name of a candidate not on the list of candidates approved by the General Meeting before the election;

c) Voting ballots with a number of members of the Management Board elected exceeding the number of members required to be elected according to rules;

d) Voting ballots contain a total number of votes cast for all candidates (either filled in by shareholders or verified by the Ballot Counting Board) exceeding the maximum number of votes printed on the voting ballots;

e) Voting ballots submitted after the Ballot Counting Board has opened the sealed ballot box.

Article 8. Voting Method

1. The election of members of the Management Board shall be conducted by secret ballot using the cumulative voting method. Accordingly, each shareholder has a total number of voting ballots corresponding to the total number of voting shares (including owned and authorized shares) multiplied by the number of members to be elected to the Management Board.

2. Shareholders may allocate all their voting ballots to one or more candidates on the list, but not exceeding the number of members to be elected as stipulated.

3. Shareholders, or their authorized representatives, shall write the number of voting ballots for each candidate they choose in the corresponding blank space on the ballot. The total number of voting ballots for all candidates shall not exceed the maximum number of voting ballots printed on the ballot.

4. In case of an error, shareholders may request the Ballot Counting Board to change the voting ballot for another one (provided the original voting ballot has not yet been placed into the ballot box).

5. Instructions for cumulative voting are specified in the appendix attached to these Rules.

Article 9. Principles of Successful Election

1. Candidates elected as members of the Management Board are those with the highest total number of voting ballots, ranked from highest to lowest, starting with the candidate with the highest number of voting ballots until two members of the Management Board are elected.

2. In the event that two (02) or more candidates receive the same number of voting ballots for the last member of the Management Board, a re-election will be held

among these candidates to select the one with the higher number of voting ballots.

Article 10. Complaints about Vote Counting

1. All shareholders have the right to question the General Meeting on matters related to voting. Any complaints regarding the voting results must be considered and resolved immediately at the General Meeting. In case of a complaint, the Vote Counting Board will re-check the results and seek the opinion of the General Meeting for a decision.

2. Complaints regarding vote counting will be resolved by the Chairman of the General Meeting and recorded in the Minutes of the General Meeting.

CHAPTER III. IMPLEMENTATION EFFECTIVENESS

Article 11. Effectiveness of the Rules on the Election of Members of the Management Board

These rules shall take effect immediately upon approval by the General Meeting and shall only be applied at the 2026 Annual General Meeting of Shareholders of the Company.

Recipients:

- Shareholders;
- MB, SB;
- P7 (posting on the website);
- Archive: VT, MB.

**ON BEHALF OF THE MANAGEMENT
BOARD
CHAIRMAN**

Nguyen Huu Chinh