

**REGULATIONS ON NOMINATION, CANDIDATE , AND ELECTION  
MEMBERS OF THE BOARD OF DIRECTORS FOR THE TERM 2026 – 2031  
AT THE ANNUAL GENERAL MEETING OF SHAREHOLDERS IN 2026**

**Base:**

- *The Enterprise Law No. 59/2020/QH14 was passed by the National Assembly on June 17, 2020, and its implementing guidelines, amendments, and supplements;*
- *The Securities Law No. 54/2019/QH14 was passed by the National Assembly on November 26, 2019, and its implementing guidelines, amendments, and supplements;*
- *Circular No. 121/2020/TT-BTC dated December 31, 2020, issued by the Minister of Finance, regulates the operations of securities companies.*
- *Charter of Hai Phong Securities Joint Stock Company ;*
- *Other relevant current legal regulations.*

To conduct the election of members of the Board of Directors for the term 2026-2031 at the 2026 Annual General Meeting of Shareholders. Hai Phong Securities Joint Stock Company (HASECO), in compliance with current Vietnamese laws and regulations and adhering to the principles of fairness, transparency, and democracy, ensuring the legitimate rights of all shareholders, respectfully submits to the General Meeting of Shareholders for approval the “*Regulations on Nomination, Candidacy and Election of Members of the Board of Directors for the term 2026 – 2031 at the Annual General Meeting of Shareholders in 2026*” as follows:

**I. Explanation of terms/abbreviations:**

- Company : Hai Phong Securities Joint Stock Company
- BOD : Board of Directors
- OC : Organizing Committee
- GM : General Shareholders' Meeting
- Shareholders : Individuals or organizations owning at least one share of Hai Phong Securities Joint Stock Company, whose names are included in the consolidated list of securities holders compiled by the Vietnam Securities Depository and Clearing Corporation (VSDC) as of

February 10, 2026, and who have received an invitation to the meeting from the Company.

- Charter : Charter of Hai Phong Securities Joint Stock Company Fifth revision, January 19, 2026

## **II. Chairman at the Congress**

The chairman at the congress is responsible for presiding over the election, with the following specific tasks:

- Introduce the list of nominees for the Board of Directors;
- Resolve any complaints related to the election process (if any).

## **III. Election principles**

- Comply strictly with the law and the Company's Articles of Association.
- The vote counting committee is nominated by the Chairman and approved by the General Meeting of Shareholders. Members of the vote counting committee may not be on the list of nominees or candidates for the Board of Directors.

## **IV. Subject and scope of application:**

1. This regulation provides guidance on the procedures for nomination, candidacy, and election. Member of the Board of Directors for the term 2026 - 2031 of Hai Phong Securities Joint Stock Company ;
2. Shareholders and candidates participate in the nomination, candidacy, and election process. Members of the Board of Directors and independent members of the Board of Directors are responsible for complying with the provisions of this Regulation.

## **V. Regulations regarding the nomination and candidacy of Board of Directors members:**

### **1. Number and term of Board of Directors members:**

- Number of Board of Directors members to be elected: 3 members.
- Number of Independent Board members to be elected: 2 member.
- Term of office for the elected Board member and Independent Board member : 5 (five) years: 2026 - 2031 .

### **2. Candidate criteria for the Board of Directors:**

#### **a. For candidates for Board of Directors positions:**

Candidates for the Board of Directors must meet the following specific requirements :

- Not subject to the provisions of Clause 2, Article 17 of the Enterprise Law;
- Have professional qualifications and experience in business administration or in the company's field, industry, or profession, and do not necessarily have to be shareholders of the company;

- Being an individual shareholder owning at least 5% of the total number of common shares; or another person with professional qualifications and experience in business management and in the fields of banking, finance, and securities;
  - Not simultaneously a member of the Board of Directors, Board of Members, or Director/General Director of another securities company; not simultaneously a member of the Board of Directors or Board of Members of more than 5 other companies;
  - They must not have previously been a member of the board of directors or legal representative of a company that has gone bankrupt or been banned from operating due to serious legal violations.
- b. For candidates for independent board member:
- Candidates for independent board member positions must meet the following specific requirements:
- Not currently employed by the company, its parent company, or its subsidiary; not previously employed by the company, its parent company, or its subsidiary for at least three consecutive years prior to the application.
  - Not a person receiving a salary or remuneration from the company, except for allowances that members of the Board of Directors are entitled to according to regulations;
  - Not a person whose spouse, biological father, adoptive father, biological mother, adoptive mother, biological child, adopted child, biological brother, biological sister, or biological sibling is a major shareholder of the company; or who is a manager of the company or its subsidiary;
  - Not a person who directly or indirectly owns at least 1% of the total voting shares of the company;
  - Not a person who has served as a member of the company's Board of Directors or Supervisory Board for at least 05 consecutive years prior to the appointment, except in the case of being appointed for two consecutive terms.

## **VI. Conditions for nomination and candidacy to the Board of Directors:**

Shareholders or groups of shareholders owning 10% or more of the total number of common shares have the right to nominate individuals to the Board of Directors in accordance with the Law on Enterprises and the Company's Articles of Association.

- Right to nominate candidates for the Board of Directors:

Shareholders or groups of shareholders holding:

- From 10% to less than 20% of the total voting shares, one (01) candidate is nominated;
- From 20% to under 30%, a maximum of two (02) candidates can be nominated;
- From 30% to under 40%, a maximum of three (03) candidates can be nominated;
- From 40% to under 50%, a maximum of four (04) candidates can be nominated;

- 50% or more of the nominations have been submitted, meaning the required number of candidates has been reached.

- If the number of candidates for the Board of Directors, nominated through both the initial selection and candidacy process, is still insufficient to meet the requirements stipulated in Clause 5, Article 115 of the Enterprise Law, the incumbent Board of Directors shall nominate additional candidates or organize nominations in accordance with the company's charter, internal regulations on corporate governance, and the Board of Directors' operating regulations. The incumbent Board of Directors' nomination of additional candidates must be clearly announced before the General Meeting of Shareholders votes to elect members of the Board of Directors as prescribed by law.

### **VII. Documents required for nominating and running for positions as Board of Directors members and independent Board members:**

The application dossier for nominating and electing members of the Board of Directors and independent members of the Board of Directors includes:

- Nomination or candidacy document for the Board of Directors;
- The candidate's resume must be completed by the candidate using the template available at the following link: <https://haseco.vn/>, under the section Shareholder Relations/Shareholder Meeting;
- Notarized copies of the following documents : National ID card/Citizen ID card/Passport;
- Copies of educational and professional qualifications/certificates (if any).

Nominating/candidates for the Board of Directors are legally responsible and accountable to the General Meeting of Shareholders for the accuracy and truthfulness of the content in their application documents.

### **VIII. Location and deadline for submitting nomination and candidacy documents:**

To facilitate the organization and dissemination of information in accordance with the law, please email or send nomination and candidacy documents for Board of Directors members and independent Board members to the Organizing Committee before **5:00 PM on 05/03/2026** by address:

**Hai Phong Securities Joint Stock Company**

**Address:** No. 7, Lot 28A, Le Hong Phong Street, Gia Vien Ward, Hai Phong City

**Contact:** Vu Thi Ngoc Lan - Human Resources Department

**Phone:** (0225) 3842.335 – (093) 4242.288 Email: [haseco@haseco.vn](mailto:haseco@haseco.vn)

### **IX. Announcement of candidates for Board of Directors and Independent Board members :**

In cases where the list of candidates for election to the Board of Directors and independent members of the Board of Directors has been determined, the Company must publish information related to the candidates at least 10 (ten) days before the opening date

of the General Meeting of Shareholders on the Company's website so that shareholders can learn about these candidates before voting. Candidates for the Board of Directors and independent members of the Board of Directors must provide a written commitment regarding the truthfulness and accuracy of the personal information disclosed and must commit to performing their duties honestly, diligently, and in the best interests of the Company if elected as members of the Board of Directors and independent members of the Board of Directors .

## **X. Ballot**

### **1. Contents of the Ballot**

- A ballot (or voting slip) is a document that includes the shareholder code , the number of shares owned and/or represented, and bears the company's seal.
- Each shareholder will receive one ballot for electing an independent board member and one ballot for electing a board member . Shareholders must check the information on the ballot upon receiving it and immediately notify the Ballot Counting Committee if there are any errors.

### **2. How to fill out the ballot**

The specific instructions for filling out the ballot are as follows:

Shareholders / authorized representatives attending the meeting have the right to vote with all or part of their total vote for one or more candidates; the remaining votes may not be cast for any candidate. The total number of votes cast for any candidate shall not **exceed** the total number of votes entitled to be cast as stated in the shareholder / authorized representative information section .

### **3. Validity and invalidity of ballots**

- Valid ballots are those printed on the form provided by the Organizing Committee, without any erasures, alterations, or additions beyond what is permitted on the ballot; they must also bear the signature and full name of the shareholder / authorized representative attending the meeting.
- The following ballots will be considered invalid:
  - + Add any other information to the ballot;
  - + Write your information on the ballot using a pencil.
  - + Cross out the names of the candidates;
  - + Ballots that do not conform to the pre-printed form issued by the Organizing Committee, ballots lacking the company's seal, or ballots that have been altered, erased, or have had additional content added beyond what is permitted on the ballot;
  - + The number of candidates nominated by shareholders / authorized representatives for election is greater than the number of board members and independent board members. Approved by the General Meeting of Shareholders to elect members of the Board of Directors and independent members of the Board of Directors. term 2026 – 2031;
  - + The ballots contain a total number of votes cast for the shareholder's or representative's candidates that exceeds the total number of votes allowed.

- + The ballots must be submitted after the ballot counting committee has opened the sealed ballot box.
- + No signature/full name of the shareholder / authorized representative present.

#### **4. Voting and Counting**

- In case of any errors, shareholders / authorized representatives attending the election may contact the Vote Counting Committee/Organizing Committee to request a new ballot and must return the old ballot (before placing it in the ballot box).
- Shareholders / authorized representatives attending the election must cast their votes into a sealed ballot box supervised by the Election Counting Committee. The ballot must be signed and clearly state the full name of the shareholder / authorized representative attending the election .
- The vote counting committee is responsible for preparing the vote counting report, announcing the results, and, together with the Chairman, resolving any questions or complaints from shareholders / authorized representatives attending (if any).
- After verification, the ballots will be stored in accordance with regulations.

#### **XI. Election method:**

- The election will be conducted using the cumulative voting method (*According to Clause 3, Article 148 - Enterprise Law*).
- Accordingly, each shareholder / authorized representative attending has a total number of voting rights corresponding to the total number of shares owned and/or represented by their proxy multiplied by the number of elected members of the Board of Directors, determined by the number of votes cast from highest to lowest, starting with the candidate with the highest number of votes until the number of members stipulated in the Company's Articles of Association is reached.

#### **XII. Principles for selecting candidates for election to the Board of Directors :**

- The elected members of the Board of Directors and independent members of the Board of Directors are determined by the number of votes received, from highest to lowest, starting with the candidate with the highest number of votes until the number of members stipulated in the Company's Articles of Association is reached.
- In the event that two or more candidates receive the same number of votes, priority will be given to the candidate with the higher number of shares in the Company . If the number of shares held by these candidates is also equal, the General Meeting will conduct a re-election among the candidates with the equal number of votes . The candidate with the higher number of votes will be elected.
- If the results of the first round of elections do not yield enough members for the Board of Directors and independent board members , elections will be held until the required number of members is elected.

#### **XIII. Effective date:**

These election regulations were approved by the General Shareholders' Meeting at the 2026 Annual General Shareholders' Meeting. Once approved, these regulations will be binding on all shareholders.

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

  
**NGUYEN TUAN ANH**

