

CanTho, 31st March 2026

**ELECTION REGULATION FOR THE REPLACEMENT
OF A BOD MEMBER TERM V (2024 – 2028)
OF DHG PHARMACEUTICAL JSC**

- Pursuant to Enterprise Law No.59/2020/QH14 dated 17 Jun 2020, amended and supplemented by Law No.76/2025/QH15, effective from 1 Jul 2025; and other relevant applicable laws;
- Pursuant to the Charter of DHG Pharmaceutical Joint Stock Company issued on 19 Apr 2021;
- Pursuant to the Internal Regulation on Corporate Governance of DHG Pharma issued on 19 Apr 2021,

The 2025 Annual General Meeting of Shareholders (GMS or Meeting) of DHG Pharmaceutical Joint Stock Company (DHG PHARMA or the Company) conducts the election of a BOD Member Term V (2024 – 2028) as a replacement in accordance with the following provisions:

Article 1: Scope of application

This regulation includes the provisions on the election of a BOD Member as a replacement at the 2025 AGM.

Article 2. Subjects entitled to vote

All shareholders owning voting shares or their proxies, who are entitled to vote (according to the list of shareholders dated 23 Mar 2026), present at the time of voting, complete the registration procedures, and sign in the list of shareholders attending the meeting shall have the right to elect a BOD Member as a replacement.

Article 3. Responsibilities of the Presidium

The Presidium at the Meeting is responsible for presiding over the election in accordance with the following specific tasks:

- Introducing the candidate for additional and replacement BOD member for Term V (2024 – 2028);
- Nominating the vote counting and election committee;
- Supervising the voting and vote counting process;
- Resolving any complaints regarding the election (if any).

Article 4: Criteria and conditions for candidates to join the BOD

Pursuant to Clause 1, Article 34 of the Charter of DHG Pharma, and Clause 1, Article 155 of the Enterprises Law 2020, as well as Law No.76/2025/QH15 amending and supplementing a number of articles of the Enterprises Law, a BOD member must meet the following criteria and conditions:

(i). Have full civil act capacity and not being subjects banned from the management of enterprises according to the Enterprises Law 2020 and Law No.76/2025/QH15 amending and supplementing a number of articles of the Enterprises Law;

(ii). Have professional qualifications, experience in business management of DHG PHARMA and not necessarily being DHG PHARMA's shareholder;

(iii). A member of the Board of Directors can concurrently be a member of the Board of Directors of another company, but not be a member of the Board of Directors of over five (05) other companies.

Article 5: Nominate candidates to the BOD

The term of the BOD member to be elected as a replacement is the remaining period of Term V (2024 – 2028).

Number of the BOD Member to be elected as a replacement at the 2025 AGM: 01 member.

Candidacy and nomination to the BOD:

Pursuant to the provisions of clause 1 and clause 2, Article 33 of the Charter of DHG PHARMA and clause 5, Article 115 of the Enterprise Law 2020 regarding the candidacy and nomination of the BOD Member as follows:

(i). Shareholders who are holding 5% or more of their voting shares have the right to add up the number of voting rights of each other to nominate candidates for the Board of Directors. A shareholder or a group of shareholders who are holding from 5% to under 10% of the total number of voting shares shall be entitled to nominate one (01) candidate; from 10% to under 30% may nominate up to two (02) candidates; from 30% to under 40% may nominate up to three (03) candidates; from 40% to under 50% shall be entitled to nominate up to four (04) candidates; from 50% to under 60% shall be entitled to nominate up to five (05) candidates; from 60% to under 70% shall be entitled to nominate up to six (06) candidates; from 70% to under 80% shall be entitled to nominate up to seven (07) candidates and from 80% to under 90% shall be entitled to nominate up to eight (08) candidates.

(ii). When the number of candidates for the Board of Directors through nomination and candidacy fails to reach the minimum number, the incumbent Board of Directors can introduce or nominate more candidates in accordance with this Charter and the Internal Regulation on Corporate Governance. The introduction of candidates by the Board of Directors must be published clearly before the General Meeting of Shareholders votes for the Board of Directors' members.

List of candidates:

Pursuant to the nomination application of a shareholder/group of shareholders and attached documents of candidates, the Meeting Secretary will prepare a list of candidates who meet the specified conditions to be elected as the BOD Member;

The list of candidates for the election of the BOD Member as a replacement is fully inscribed with the full name on the election ballot.

Article 6: Election ballot and instructions to fill out an election ballot

(i) The list of candidates to be elected to the BOD as a replacement is sorted by alphabetical order by the first name.

(ii) Election ballot and how to fill out the election ballot

- An election ballot is a ballot issued by the Organizing Board and stamped by DHG PHARMA;
- Each representative attending the meeting will be issued one (01) BOD election ballot. Upon receiving the ballot, the representative must check all the information on the election ballot. If there is any error, the representative must immediately inform the Vote Counting Committee.
- **Instruction on how to fill out an election ballot:**

Only choose **one of the following two methods**:

- + **Method 1:** Only mark (X) or (✓) in the box to select the candidate. The number of votes for the selected candidate is all of the votes of shareholder.
- + **Method 2:** Directly write the number of votes. The total number of votes for the candidate does not exceed the total number of votes cast by that shareholder.

Note: Shareholder only selects one out of two methods. If shareholder performs both methods or leaves the ballot blank, the ballot will be considered invalid. In case of making modification, the shareholder must cross out the written content, sign next to the crossed content and vote again by using one of the two above methods.

An invalid election ballot:

- The election ballot is not issued by the Organizing Board and not stamped by DHG PHARMA.
- The election ballot is erased, scratched or added name of the person who is not on the nomination and candidacy list approved by the GMS before the election.
- The election ballot has the total number of voting rights for the candidate greater than the total number of voting rights inscribed on the ballot of the shareholder.
- Shareholder performs both methods at the same time (marking and writing down the number of votes on the election ballot).
- The election ballot is not signed by the person exercising the right to vote.

- The election ballot is left blank and does not vote for any candidate. The election ballot is added information and symbols.

Article 7: Method of election and principle of cumulative voting

(i) The election for the BOD member is conducted by the method of secret ballot using cumulative voting.

(ii) Each shareholder is entitled to receive 01 ballot for the election of the BOD Member. Accordingly, the total number of votes corresponding to the total number of shares held (including shares owned and authorized) is multiplied (x) by the number of elected BOD member. Detail is as follows:

- *Total number of votes for the BOD = Number of voting shares x 1.*

(iii) Representatives have the right to put all of their votes for one or several candidates.

Article 8: Vote Counting Committee, procedures for voting and vote counting

(i) The Vote Counting Committee is appointed by the Chairperson and approved by the GMS.

(ii) The Vote Counting Committee is responsible for:

- Counting voting ballots and election ballots.
- Supervising voting and election procedures of shareholders or proxies attending the Meeting.
- Aggregating voting shares on each content.
- Preparing the minutes of vote counting and presenting it at the Meeting.
- Handing over the minutes of vote counting and all sealed voting ballots and election ballots to the Organizing Board.
- The Vote Counting Committee is obliged to be trustworthy and careful when performing tasks and be responsible for the results of its performance.

(iii) Procedures for voting and vote counting:

- The Vote Counting Committee shall check the ballot box in front of all shareholders attending the Meeting.
- The voting shall begin upon the order of the Chairperson and shall end once the last shareholder puts his/her ballot into the box.
- The counting of votes must be implemented right after the voting ends.
- Election results will be calculated in percentage (%) and rounded to two (02) decimal numbers.
- The Voting Counting Committee shall be responsible for aggregating the voting results and made in the minutes of vote counting.
- The minutes of the vote counting shall be signed by the members of the Vote Counting Committee to confirm their accuracy, transparency, and compliance with the principles and procedures of the vote counting process.

- The Head of the Vote Counting Committee shall announce the minutes of the vote counting at the Meeting. Together with the Chairperson, the Head shall respond to any questions and complaints from shareholders (if any). After being counted, the election ballots shall be archived at the Company's head office in accordance with applicable regulations.

Article 9: Principles of selecting elected member

(i) The selection of an elected member shall be determined based on the number of votes calculated from high to low, starting from the candidate winning the highest number of votes until meeting the sufficient number of BOD member to be elected - 01 (one) member.

(ii) In case where (02) two or more candidates receive the same votes, it shall be re-elected among candidates who receive the same votes in accordance with the selection principle as in point (i) above.

(iii) A second election shall be held among those who were nominated or failed to win the first election if the election results indicate that there are insufficient BOD members approved by the General Meeting of Shareholders. If the number of BOD members is still insufficient, the next election shall be decided by the GMS.

Article 10: Claims on the election and vote counting

(i) The Head of the Vote Counting Committee shall explain the shareholder's concerns on the Election regulation (if any) on behalf of the Vote Counting Committee at the Meeting.

(ii) The AGM Chairperson shall resolve complaints about the election and the election result of the BOD Member as a replacement at the Meeting.

(iii) All complaints and their resolution shall be recorded in the minutes of the meeting.

Article 11: Announcement of election result

Result of the election of the BOD Member as a replacement is recorded in the Resolution of the GMS, and also disclosed on the website of DHG Pharma, the State Securities Commission, and the Ho Chi Minh Stock Exchange.

Article 12: Execution provision

This Regulation shall be effective from the date the 2025 AGM passed this regulation and shall be the legal basis for the election of the BOD Member as a replacement. This Regulation will expire when the 2025 AGM of DHG Pharma ends.

**OBO. THE ORGANIZING BOARD
DEPUTY HEAD**

Toshifumi Kojima

[NOTICE: This Convocation Notice is a translation of the Vietnamese language original for convenience purpose only, and in the event of any discrepancy, the Vietnamese language original shall prevail.]