
Hanoi, 27 June 2025

(Form)

BALLOT FOR SOLICITATION OF SHAREHOLDERS' WRITTEN OPINIONS

To: Shareholder:
Legal certificate number:
Nationality:
Address:
Telephone:
Shareholder code:

Number of shares held:
Number of votes:

I. ENTERPRISE INFORMATION:**VINCOM RETAIL JOINT STOCK COMPANY (the “Company”)**

Address: Symphony Office Building, Chu Huy Man Street, Vinhomes Riverside Ecological Urban Area, Phuc Loi Ward, Long Bien District, Hanoi, Vietnam.

Enterprise Registration Certificate No.: 0105850244 firstly issued by the Business Registration Office of the Hanoi Department of Planning and Investment on 11 April 2012, as amended and supplemented from time to time.

II. PURPOSE OF COLLECTING WRITTEN OPINIONS:

Board of Directors (“**BOD**”) would like to obtain the shareholders’ opinion in the form of written ballots to approve the discharge of members and the election of new members of the Supervisory Board for the term 2023 – 2028;

The proposal of the BOD and Supervisory Board, the draft of Election regulations and the draft of Resolution of the General Meeting of Shareholders (“**GMS**”) and Curricula vitae of the candidates in relation to the solicitation of shareholders’ written opinions are disclosed on the Company's website at <http://www.ir.vincom.com.vn/en>, under Information Disclosure/General Meeting of Shareholders section.

III. THE MATTERS TO BE APPROVED:

1. **Approving the discharge of Mr. Hoang Duc Hung and Mr. Tran Xuan Hai from their positions as members of the Supervisory Board and the election of new members of the Supervisory Board for the term 2023 – 2028.**

Vote: ☐ Approve ☐ Disapprove ☐ No opinion

2. **Approving the Election regulations to elect new members of the Supervisory Board.**

Vote: ☐ Approve ☐ Disapprove ☐ No opinion

Please note the following voting method:

- Please put a cross (x) or a tick (✓) into either 01 out of 03 voting boxes: Approve, Disapprove or No opinion;
- Voting becomes invalid in one of the following cases: (i) if 2 voting boxes or more of a single matter are ticked/crossed, voting on such matter will become invalid; (ii) the ballot is returned without signature (in the case of individual shareholder) or without signature of a legal representative and seal (in the case of an institutional shareholder); (iii) the envelope containing the ballot has been

opened before the ballot counting starts; (iv) the ballot is returned to the Company after the deadline set out below; (v) the ballot has been hand-corrected, erased or marked;

- If all three voting boxes (approve, disapprove or no opinion) of a single matter are left blank but the ballot has been signed with full name and seal (in the case of an institutional shareholder), the voting result will be considered as “no opinion”;
- If you authorize another person to exercise your voting rights, the filled-in ballot must be accompanied by an original or a duly certified true copy of the relevant power of attorney (the “POA”). Such a ballot if not accompanied by the POA will be considered invalid.

3. Electing the additional member of the Supervisory Board for the term 2023 – 2028:

No.	List of candidates for the election of additional members of the Supervisory Board	Total number of eligible votes	Number of votes
(1)	(2)	(3)	(4)
1	Ms. NGUYEN HOANG MAY		
2	Ms. NGUYEN VIET HA LAN		

Please note the following voting method:

Shareholders may cumulate wholly or partly their votes in column (3) and fill in column (4) so that the number of votes is not more than the total number of eligible votes.

IV. DEADLINE FOR SENDING THE WRITTEN BALLOT:

Shareholder may return the filled-in ballot in a sealed envelope or via facsimile, electronic mail or other means to the Company **before 12:00 PM 13 July 2025** at the following address:

Ms. Vu Nguyen Hai Duong – Legal Department

VINCOM RETAIL JOINT STOCK COMPANY

Address: 6th Floor, Symphony Office Building, Chu Huy Man Street, Phuc Loi Ward, Long Bien District, Hanoi

Telephone: (84 24) 3975 6699 (Ext: 5138)

Email: v.duongvnh@vincom.com.vn

Please submit this written ballot in accordance with the instructions above. Shareholders failing to return the ballot to the Company will be considered not participating in the voting.

Thank you.

....., date.....month.2025

SHAREHOLDER’S SIGNATURE

(Please sign and state your full name if you are an individual shareholder; Please have the ballot signed by the legal representative with the full name and seal of the institution in the case of an institutional shareholder)

CHAIRPERSON OF

THE BOARD OF DIRECTORS

(signed)

TRAN MAI HOA

No.: 01/2025/TTr-VCR

Hanoi, 27 June 2025

PROPOSAL OF THE BOARD OF DIRECTORS AND SUPERVISORY BOARD

Re: Approving the discharge and election of members of the Supervisory Board

Respectfully to: THE GENERAL MEETING OF SHAREHOLDERS

The Board of Directors (the “**BOD**”) and Supervisory Board of Vincom Retail Joint Stock Company (“**Vincom Retail**” or the “**Company**”) is hereby submitting to the General Meeting of Shareholders (the “**GMS**”) to approve the discharge of members and the election of new members of the Supervisory Board with the following main information:

1. Approving the discharge of members and the election of new members of the Supervisory Board as follows:

- (i) To approve the discharge of Mr. Tran Xuan Hai and Mr. Hoang Duc Hung as Member of the Supervisory Board according to resignation letter sent to the Company.
- (ii) In order to meet the total number of members of the Supervisory Board as prescribed by law, the BOD and Supervisory Board respectfully submit to the GMS to consider and conduct the supplementary election of members to the Supervisory Board of the Company.
 - Number of new members of the Supervisory Board to be elected: two members.
 - Requirements on criteria and conditions for the candidates to be elected to the Supervisory Board: candidates to be elected to be a member of the Supervisory Board must meet the standards and conditions specified in Article 169 of the Law on Enterprises 2020 and the Charter of the Company.
 - The term of the supplementarily elected members of the Supervisory Board will be in accordance with the remaining term of the Supervisory Board (2023 – 2028).
 - Candidates for the positions of members of the Supervisory Board: Ms. Nguyen Hoang May and Ms. Nguyen Viet Ha Lan.

The information of the candidates for the positions of members of the Supervisory Board, the Draft of the Election Regulations are posted on the Company's website, accessible via <http://ir.vincom.com.vn/en>, under Information Disclosure/Annual General Meeting of Shareholders section.

Respectfully submit to the GMS for consideration and approval of the discharge of members and the election of new members of the Supervisory Board in accordance with regulations.

Thank you./.

ON BEHALF OF THE SUPERVISORY BOARD
HEAD OF THE SUPERVISORY BOARD

(signed)

NGUYỄN THÀNH TRUNG

**ON BEHALF OF THE BOARD OF
DIRECTORS**
CHAIRPERSON

(signed)

TRẦN MAI HOA



Hanoi,

(Draft)

**REGULATIONS ON SUPPLEMENTARY ELECTION OF MEMBERS
OF THE SUPERVISORY BOARD**

*(applied to supplementarily elect members of the Supervisory Board by
the way of solicitation of shareholders' written opinions)*

Pursuant to:

- Law on Enterprises No. 59/2020/QH14 dated 17 June 2020 and its guiding documents;
- Law on Securities No. 54/2019/QH14 dated 26 November 2019 and its guiding documents;
- Charter of Vincom Retail Joint Stock Company (the "**Company**").

The General Meeting of Shareholders of the Company ("GMS") shall supplementarily elect members of the Supervisory Board by collecting the shareholders' written opinions in accordance with the following regulations:

Article 1: Principles and subjects of election:

1. Principles for election:
 - a) To vote in accordance with law, the Company's Charter and in accordance with these Regulations to ensure the democracy and legitimate interests of all shareholders.
 - b) Voting by accumulating votes by solicitation of shareholders' written opinions.
2. Eligible to vote are shareholders according to the list of shareholders issued by Vietnam Securities Depository and Clearing Corporation (VSDC) as of the latest registration date: 19/06/2025.

Article 2: Quantity and criteria of members of the Supervisory Board to be elected:

1. Number of new members of the Supervisory Board to be elected: two members.
2. Criteria and requirements for new members to be elected to the Supervisory Board:

Candidates must meet the criteria and requirement for members of the Supervisory Board in accordance with Article 169 of the Law on Enterprises and the Charter of the Company, specifically:

 - a) Not being in the category of not having the right to establish and manage an enterprise in accordance with the Law on Enterprises;
 - b) Having been trained in one of the majors in economics, finance, accounting, audit, law, business administration or a major that is relevant to the enterprise's business operation;
 - c) Not being a relative of any of the members of the Board of Directors, Director/General Director and other executives;
 - d) Not being a Company Executive (as regulated in the Company Charter);
 - e) Not working for financial, accounting department of the Company;

- f) Not being a member or employee of the independent auditing company auditing financial statements of the Company in the last 03 (three) recent years;
- g) Not necessarily being a shareholder or an employee of the Company.

Article 3: Method of election:

1. The election of the members of the Supervisory Board shall be conducted by the method of cumulative voting whereby each shareholder has the total number of votes corresponding to the total number of shares owned / represented.
2. Shareholders may cumulate wholly or partly their votes to the candidates provided that their votes do not exceed the total number of votes cast.

For examples:

A shareholder owning 100 ordinary shares equivalent to 100 votes;

This shareholder may cumulate 100 votes or a number of votes but not exceeding 100 shares for the candidate.

Article 4: Form of conducting the election:

1. Election ballot:

Each shareholder receives a ballot from the Company to vote for the new members of the Supervisory Board ("**Election Ballot**"). Each Election Ballot states the full name of the shareholder, address, contact number (if any), shareholder code, number of votes corresponding to number of shares owned, and candidate's name nominated for election.

2. Regulations on the Election Ballot:

2.1. A valid Election Ballot is:

- a) Issued by the Company;
- b) With the Company's round seal;
- c) With the signature of the shareholder (in case of individual shareholder)/With the signature of the lawful representative and the affixed seal of the shareholder (in case of institutional shareholder);
- d) Not torn, erased, corrected.

2.2. An invalid Election Ballot is:

- a) Not issued by the Company;
- b) Without the Company's round seal;
- c) Torn , brushed, erased, corrected or added the names of candidates who are not on the list of nominees;
- d) Without the signature of the shareholder (in case of individual shareholder)/Without the signature of the lawful representative and the affixed seal of the shareholder (in case of institutional shareholder);
- e) Added other information or symbols;
- f) Having the total number of votes for a candidate in excess of the total number of votes the shareholder is entitled to vote;
- g) Sent to the Company after the deadline stated in the ballot form.

Invalid ballots are not included in the vote counting results.

2.3. Election method of the Election Ballot:

- a) There is the “**Total number of eligible votes**” of the shareholder on each Election Ballot.
 - b) The shareholders may cumulate wholly or partly their votes by inserting to column “**Number of votes**” so that the number of votes is not more than the total number of eligible votes.
 - c) In the case of an individual shareholder, he or she signs and states his or her full name. In the case of an institutional shareholder, the legal representative signs, states his or her full name and affixes company’s seal.
3. Principles of sending the Election Ballot:
- a) Shareholders send the Election Ballots fully filled in by facsimile, email or by post in sealed envelope or by any other forms to the registered address of the Company on time in accordance with the deadline stated on the Election Ballot.
 - b) Shareholders who do not send the Election Ballots to the Company shall be considered as forfeiting their rights to vote for the supplementary election of members of the Board of Directors (“**BOD**”).
4. Regulations on the vote counting:
- a) The BOD organizes the Election Ballot counting. The vote counting committee consists of the BOD’s Chairperson (on behalf of the BOD), the Chief Executive Officer, one member of the Supervisory Board and one secretary proceeds the vote counting according to the following regulations:
 - To check the validity of the Election Ballots;
 - To check each Election Ballot and the secretary to record the election results of the candidates;
 - To seal all Election Ballots after completing the vote counting.
 - b) Minutes of vote counting:
 - The secretary is responsible to make the minutes of vote counting;
 - The minutes of vote counting shall include the following contents:
 - + Name, head office address, enterprise code of the Company;
 - + Purpose of solicitation of written opinions and issues on which it is necessary to obtain written opinions in order to pass a resolution;
 - + Number of shareholders with total numbers of votes to have participated in the vote, classifying the votes into valid and invalid, the method to return the written opinions, and including an appendix being a list of the shareholders who participated in the vote;
 - + Total number of votes for, against and abstentions on each matter voted upon;
 - + Resolutions which have been passed and their corresponding voting rates;
 - + Full name and signature of the Chairperson of the BOD, of the person who counted the votes, and of the person who supervised the counting of votes.

Article 5. The principles of selecting members of the Supervisory Board

Successful candidates must be voted validly by at least 50% of the total eligible votes of the Company.

Article 6. Announcement of the results of supplementary election of members of the Supervisory Board

The result of the supplementary election of members of the Supervisory shall be stipulated in the Resolution of the GMS and disclosed in accordance with the regulations and posted on the Company's website together with the minutes of vote counting.

Article 7. Validity of the Regulations

These Regulations consist of 07 (seven) articles and is valid after being approved by the GMS and is the legal basis for the supplementary election of members of the Supervisory Board.

**CHAIRPERSON
OF THE BOARD OF DIRECTORS**

TRAN MAI HOA

SOCIALIST REPUBLIC OF VIETNAM

Independence – Freedom – Happiness

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CURRICULA VITAE

1. MS. NGUYỄN VIỆT HÀ LAN

- Full name: **NGUYEN VIET HA LAN**
- Gender: **Female**
- Date of birth: **07 February 1994**
- Nationality: **Vietnam**
- Ethnicity: **Kinh**
- Education/Qualification: **Bachelor of Accounting, National Economics University**

• Employment history:

From – To	Title, Company
▪ 2024 – current	Director of Quality Control, Head of Southern Region Inspection and Quality Control Department, Director of Inspection and Quality Control – Vincom Retail Joint Stock Company
▪ 02/2023 – 12/2023	Quality Control Specialist – Vinpearl Joint Stock Company
▪ 10/2022 – 1/2023	Service Excellence Development Manager – Service Excellence Development Division, Vingroup Joint Stock Company
▪ 10/2018 – 9/2022	Quality Control Executive, Executive Assistant to the Director, Officer – Inspection & Quality Control Division; Investment Control Division, Vinpearl Joint Stock Company
▪ 5/2017 – 9/2018	Program Management Executive – Talent Development & Training Division, Vinpearl Joint Stock Company

Number of shares owned:

+ On behalf of other institutions/
investors: 0 shares, equivalent to 0% of charter capital

+ Held for own account: 0 shares, equivalent to 0% of charter capital

2. MS. NGUYỄN HOÀNG MÂY

- Full name: **NGUYEN HOANG MAY**
- Gender: **Female**
- Date of birth: **02 January 1989**

- Nationality: **Vietnam**
- Ethnicity: **Kinh**
- Education/Qualification: **Bachelor of International Economics, Foreign Trade University, Hanoi**

- Employment history:

From – To	Title, Company
<ul style="list-style-type: none"> ▪ 08/2015 – current 	<p>Held various positions at Vincom Retail Joint Stock Company:</p> <ul style="list-style-type: none"> - Business Support Officer - Assistant to the Deputy Chief Executive Officer of Sales - Assistant to the Chief Executive Officer – Planning Division - R&D Expert - Head of Business Support Department
<ul style="list-style-type: none"> ▪ 09/2013 – 07/2015 	Executive Assistant to the Chief Executive Officer at Urbanscope Vietnam Design Consultancy Joint Stock Company
<ul style="list-style-type: none"> ▪ 10/2012 – 07/2013 	Executive Assistant to the Chief Executive Officer at Thanh Do Construction Group Joint Stock Company
<ul style="list-style-type: none"> ▪ 03/2011 – 07/2012 	Logistics Officer at Yusen Air & Sea Private Limited

Number of shares owned:

+ On behalf of other institutions/ 0 shares, equivalent to 0% of charter capital

investors:

+ Held for own account: 0 shares, equivalent to 0% of charter capital



No.: /2025/NQ-DHDCD-VINCOM RETAIL



Hanoi,

2025

(DRAFT)

**RESOLUTION OF GENERAL MEETING OF SHAREHOLDERS
OF VINCOM RETAIL JOINT STOCK COMPANY**

Pursuant to:

- *Law on Enterprises 2020 and its guiding documents;*
- *Law on Securities 2019 and its guiding documents;*
- *The Charter of Vincom Retail Joint Stock Company (the “**Company**”);*
- *Minutes of vote counting for shareholders’ written opinions dated __/07/2025*

RESOLVES:

1. **Approval of the discharge of Mr. Hoàng Đức Hùng and Mr. Trần Xuân Hải from their positions as members of the Supervisory Board.**
2. **Approval of the regulations for the supplementary election of members of the Supervisory Board for the 2023–2028 term.**
3. **Election of supplementary members of the Supervisory Board for the 2023–2028 term by cumulative voting, with the following results:**

No.	Names of the supplementary elected members of the Supervisory Board	Number of votes	Percentage (%)
1	Nguyễn Hoàng Mây		
2	Nguyễn Việt Hà Lan		

The term of the supplementary elected members of the Supervisory Board shall follow the remaining term of the Supervisory Board (2023–2028).

After the supplementary election, the Company's Supervisory Board consists of the following members:

- Mr. Nguyễn Thành Trung – Head of the Supervisory Board
- Ms. Nguyễn Hoàng Mây – Member of the Supervisory Board
- Ms. Nguyễn Việt Hà Lan – Member of the Supervisory Board

4. Implementation of the Resolution

This Resolution takes effect from the date of signing.

The members of the BOD, the Supervisory Board and the Management based on their functions, assignments and competence are responsible for organizing and implementing all contents of this Resolution.

To:

- *SSC, HOSE, HNX;*

- *The Company archives.*

**ON BEHALF OF THE
GENERAL MEETING OF SHAREHOLDERS
CHAIRPERSON**

TRAN MAI HOA