

REGULATIONS
ON ORGANIZING THE FIRST GENERAL SHAREHOLDERS' MEETING
OF VIGLACERA CORPORATION – JOINT STOCK COMPANY
(Attached to Decision No. date of GSM Organization Committee)

CHAPTER I
GENERAL PROVISIONS

Article 1: These Regulations shall apply to the organization of the first General Shareholders' Meeting (hereinafter referred to as GSM) of Viglacera Corporation – JSC.

Article 2: These Regulations specifies the rights and obligations of shareholders and parties who attend the GSM; conditions and modalities for the GSM.

Article 3: Shareholders and parties who attend the GSM are obliged to follow these Regulations.

CHAPTER II
RIGHTS AND OBLIGATIONS OF SHAREHOLDERS AND PARTIES
ATTEND THE GSM

Article 4: Conditions to attend the GSM

The shareholder or authorized representative, who is in the list of GSM by the closing date, has the right to directly attend the GSM.

Article 5: Rights of ordinary shareholders or their authorized representatives who attend the GSM

1. Shareholders are entitled to directly attend or authorize another person by Letter of Authorization (in fixed form) to attend and vote at the GSM. Letter of Authorization must be sent to the Organization Committee at least 01 working day prior to the GSM.
2. Shareholders or their authorized representatives have the right to participate the GSM, discuss and vote at the GSM for all issued displayed at the GSM in accordance with Law on Enterprises and other related legal documents.
3. To be noticed of GSM agenda, list of nominees and candidates to Board of Management and Inspection Committee; drafting Charter of the Corporation. Opinions of shareholders who directly attend the GSM or of their authorized representatives shall be discussed at the GSM.
4. At the first GSM, each shareholder or authorized representative who attends the GSM must bring their identity cards (or other kinds of identification), Invitation letter, Letter of

Authorization (if any), submit to the Organization Committee and receive Voting cards, the votes, the ballots in which state the participants code and number of shares to vote or number of votes.

The value of the voting card, the vote is corresponding to the percentage of shares to vote which those people own and/or represent as registered to attend the GSM over the total shares to vote of shareholders/ authorized representatives attending the GSM.

In case of voting for members of Board of Management, members of Inspection Committee the value of the voting card is the multiplication of number of the votes, corresponding to the total numbers of shares and/or representatives who have the right to vote, and numbers of voted members.

5. Shareholders or authorized representatives who attend the GSM have the right to discuss and vote for approval of issued under the competence of GSM including the agenda.
6. Shareholders or authorized representatives to attend the GSM late may register to attend the GSM immediately, and then have the right to participate and vote at the GSM, but the Chairman has no responsibility to stop GSM and the validity of the voting round which has been conducted will not be affected.

Article 6: Obligations of ordinary shareholders or their authorized representatives who attend the GSM

1. Shareholders or authorized representatives who attend the GSM must bring their identification documents (identity cards, passport...), Invitation letter, Letter of Authorization (if any) and register to the Organization Committee.
2. To be compliant with the provisions of These Regulations, the management of Chairman and respect the working result at the GSM.
3. To pay for all costs and expenses for accommodation to attend the GSM.

Article 7: Rights and obligations of the Organization Committee

1. Key members of Organization Committee are members of Directions Steering Committee for equitization and supporting staff. The Organization Committee shall designate one chairman to direct the work.
2. The Organization Committee is responsible for the work from preparation to the end of the GSM for the success of the GSM, such as: to hold necessary meetings to arrange the work to

each member: selection of place and time for GSM, preparation for GSM, preparation for agenda and related documents, delivery of documents to shareholders...

Article 8: Rights and obligations of the Shareholders' Eligibility Committee

1. The Shareholders' Eligibility Committee is comprised of 01 chairman and a number of members who are selected by Directions Steering Committee for equitization in order to perform the following obligations and tasks:
 - a. Check the status of shareholders or authorized representatives to attend the GSM: identification documents (identity cards, passport...), Invitation letter, Letter of Authorization (if any);
 - b. Deliver documents to shareholders or authorized representatives: voting cards, the votes, ballots and other documents;
 - c. Report to the GSM on the shareholders' eligibility results of who attend the GSM.
2. The Shareholders' Eligibility Committee has the right to establish supporting team to complete its task.

Article 9: Rights and obligations of the Vote counting Committee

1. Vote counting Committee is comprised of 01 Chair Board and a number of members nominated by the Chairman and approved by the GSM; members of Vote counting Committee may be shareholders but shall not be listed as nominees or candidates to the Board of Management or Inspection Committee.
2. Vote counting Committee shall notify the regulation on voting for Board of Management and Inspection Committee; guide delegate how to use voting cards, the votes, the ballots; check and supervise the voting; collect and count the votes; make the counting minutes and report on the results of the vote count to the GSM; handover the report and all the votes to the Chairman of the GSM.
3. Vote counting Committee is responsible for conducting its tasks with honesty and accuracy and for the result of the vote count.

Article 10: Rights and Obligations of the Chair Board and the Secretariat

1. Organization Committee shall nominate the Chair Board, Secretariat and to be approved by GSM.
2. The Chair Board includes a Chairman and a number of members.

3. Decision of the Chairman and Chair Board on orders, procedures or events arising out of the agenda of the GSM will be the final.
4. The Chair Board has the right to make necessary measures to conduct the GSM duly and orderly to let the GSM reflect the wishes of the majority of participants.
5. The Chair Board may postpone the GSM to another timing and change the GSM at a different location decided by the Chairman without opinion of the GSM if find that:
 - a. The behavior of attenders disorder or is capable of disordering the Meeting; or
 - b. The delay is necessary to make works of the GSM to be conducted properly.
6. The Secretariat is comprised of 01 Chair Board and a number of members to records the GSM's minutes and make assistance assigned by the Chair Board.

CHAPTER IV

THE MEETING'S ORDER

Article 11: The GSM is held when number of shareholders represents at least 65% of total shares with voting rights in line with the shareholders list made at the time of closing the list to convene the first GSM.

Article 12: Methods to conduct the GSM

1. The GSM is scheduled in 01 day.
2. The GSM will discuss and approve contents mentioned in the agenda.

Article 13: Approval of the GSM's Decisions

1. Decisions of the GSM on all the matters must be approved by number of shareholders representing at least 65% of total votes of shareholders with voting rights presenting in person or through authorized representatives and authorized people attending at the GSM.
Charter of the Corporation must be approved by number of shareholders representing at least 75% of total votes of shareholders with voting rights presenting in person or through authorized representatives and authorized people attending at the GSM
2. The voting for electing members of the Board of Management or the Inspection Committee shall be implemented by accumulative vote calculation, thereby each shareholder shall have total voting papers corresponding to total owned/authorized shares multiplied with number of elected members of the Board of Management or the Inspection Committee, and the shareholders can accumulate their total voting papers for one or some candidates. The voting for electing members of the Board of Management or the Inspection Committee shall be compliant

with Regulation on nomination and election of members of the Board of Management or the Inspection Committee of Viglacera Corporation – JSC.

Article 14: Minutes of the GSM

The Meeting's content is recorded in writing by the Secretariat. Minutes of the GSM shall be made and approved prior to the GSM's closing and stored in Minutes Book of the Corporation.

**CHAPTER V
OTHER PROVISIONS**

Article 15: In case the Meeting is not held successfully

1. When the first GSM is not eligible to conduct prescribed in Article 11 of these Regulations, the second Meeting must be convened within 30 days since the date of the first planned Meeting's opening. The second GSM will be held if its participants are the shareholders representing at least 51% of total shares with voting rights.
2. If the second GSM is not eligible to conduct specified in Clause 1 of this Article, the Meeting shall be convened for the third time within 20 days since the date of the second planned Meeting's opening. In this case, the GSM shall be conducted regardless of number of shareholders or authorized representatives attending the Meeting and is considered valid and all issues shall be decided that the first GS may approve.

**CHAPTER VI
PROVISION OF IMPLEMENTATION**

Article 16: These Regulations consist of 6 chapters, 16 articles which is approved by the Organization Committee of Viglacera Corporation – JSC on [] and is entered into force from the signing date. The GSM's Shareholders, attenders and participants are responsible for implementing these Regulations.

ON BEHALF OF ORGANIZATION COMMITTEE OF
GENERAL SHAREHOLDERS MEETING OF VIGLACERA CORPORATION