



Lao Cai, dated 16 April, 2026

**INSTRUCTION FOR ELECTION OF ADDITIONAL MEMBERS OF
THE BOARD OF MANAGEMENT, INSPECTION COMMITTEE
FOR THE TERM 2024 - 2029**

AT THE 2026 ANNUAL GENERAL MEETING OF SHAREHOLDERS OF NEDI2 COMPANY

I. GENERAL PROVISIONS

1. The election of members of the Board of Management (BOM), Inspection Committee (IC) of Northern Electricity Development and Investment Joint Stock Company 2 (NEDI2) for the 2024-2029 term must be by secret ballot at the General Meeting.
2. The criteria for candidates and nominees for the Board of Management, Inspection Committee as prescribed in the Company's Charter have been approved by the General Meeting of Shareholders (GMS).
3. The election of members of the Board of Management, Inspection Committee must be carried out by cumulative voting in accordance with the provisions of the Law on Enterprises and current guiding Decrees and Circulars;
4. Ballot
 - Each shareholder or authorized representative of a shareholder attending the General Meeting shall be provided with one "**Ballot for Election of the Board of Management**" and one "**Ballot for Election of the Inspection Committee**", each bearing the identification number of such shareholder or authorized representative. Corresponding to this identification number is the number of shares/voting rights held and/or represented by the shareholder.
 - Ballots are used to elect members of the Board of Management, Inspection Committee.
 - a. **Valid ballot**
 - Tickets issued by the Organizing Committee.
 - Maximum votes or to elect from one to the maximum number of members of the Board of Management, Inspection Committee in the list of nominees and/or candidates approved by the General Meeting.
 - The ballot cannot be erased or modified (in case of mistakes, the ballot must be replaced with a new ballot and the old ballot must be destroyed).
 - b. **Invalid ballot**
 - Ballots not issued by the Organizing Committee.
 - Ballots with erasures or alterations.
 - Ballots casting votes exceeding the prescribed number of members of the Board of Management or the Inspection Committee, or casting no votes for any candidate in the list of candidates approved by the General Meeting and/or nominated.
 - Ballots containing names outside the list of candidates approved by the General Meeting and/or nominated.
 - Ballots where the total number of votes cast by the shareholder/authorized representative for all candidates exceeds the total voting rights of such shareholder/authorized representative.
 - Ballots without the signature of the shareholder/authorized representative.
 - Shareholders/authorized representatives using both voting methods and allocating different numbers of votes to any candidate between the two methods.
5. Election Counting Committee:
 - a. The Election Counting Committee is nominated by the Presidium and approved by the General Meeting of Shareholders. Members of the Election Counting Committee may not be shareholders but must not be persons whose names are on the List of Candidates and/or nominees for the Board of Management, Inspection Committee
 - Responsibilities of the Election Committee:



- a. Shareholders or groups of shareholders holding 10% or more of the total outstanding common shares of the Company have the right to nominate and propose candidates for the Inspection Committee, specifically as follows:
- Shareholders or groups of shareholders holding from 10% to less than 20% of the total outstanding common shares of the Company may nominate one (01) candidate;
 - Shareholders or groups of shareholders holding from 20% to less than 30% of the total outstanding common shares of the Company may nominate a maximum of two (02) candidates;
 - Shareholders or groups of shareholders holding from 30% to less than 40% of the total outstanding common shares of the Company may nominate a maximum of three (03) candidates;
 - Shareholders or groups of shareholders holding from 40% to less than 50% of the total outstanding common shares of the Company may nominate a maximum of four (04) candidates;
 - Shareholders or groups of shareholders holding from 50% to less than 60% of the Company's total outstanding common shares may nominate a maximum of five (05) candidates;
 - Shareholders or groups of shareholders holding from 60% to less than 70% of the Company's total outstanding common shares may nominate a maximum of six (06) candidates;
 - Shareholders or groups of shareholders holding from 70% to less than 80% of the Company's total outstanding common shares may nominate a maximum of seven (07) candidates; and
 - Shareholders or groups of shareholders holding from 80% to less than 90% of the Company's total outstanding common shares may nominate a maximum of eight (08) candidates.
- b. In the event that the number of candidates for the Inspection Committee nominated or self-nominated remains insufficient as required, in accordance with Clause 5, Article 115 of the Law on Enterprises, the incumbent Inspection Committee shall nominate additional candidates or organize nominations in accordance with the Company's Charter, the Internal Regulations on Corporate Governance, and the Regulations on the Operation of the Inspection Committee. The nomination of additional candidates by the incumbent Inspection Committee must be clearly disclosed prior to the General Meeting of Shareholders voting to elect members of the Inspection Committee in accordance with applicable laws.

2. Conducting the election of the Board of Management, Inspection Committee members

- When receiving the Election Ballot, the Shareholder or the shareholder's authorized representative must check the total number of votes on the ballot issued. If the number of votes recorded on the Election Ballot of the Shareholder or the shareholder's authorized representative is not equal to the number of votes owned/represented by the Shareholder or the shareholder's authorized representative, the Shareholder or the shareholder's authorized representative must notify the Election Committee at the time of receiving the ballot.
 - Each shareholder or authorized representative of a shareholder has a total number of votes corresponding to the total number of votes owned multiplied by the number of elected members of the Board of Management or Inspection Committee and the shareholder has the right to concentrate all of his total votes on one or several candidates.
 - In case a shareholder or a shareholder's authorized representative votes for two (02) or more candidates, the total number of votes of that shareholder or shareholder's authorized representative shall be divided equally among the number of candidates elected by that shareholder or shareholder's authorized representative. In case the total number of votes cast for any candidate is a decimal number, the lower number shall be rounded up.
For example: A candidate who gets a total of 1256,524 votes will be rounded to 1256 votes.
- Each ballot contains the names of candidates for election to the Board of Management. Shareholders or their authorized representatives only need to mark "X" in the box for the person they trust corresponding to the name of each candidate and put the ballot into the ballot box. In case of mistakes, shareholders or their authorized representatives must not erase the ballot but must request the Ballot Counting Committee to exchange it for a new ballot.