



**MASAN CONSUMER CORPORATION**  
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**VOTING PROCEDURES**  
**AT THE 2021 ANNUAL GENERAL MEETING OF SHAREHOLDERS**  
**MASAN CONSUMER CORPORATION**

- Pursuant to the Law on Enterprises No. 59/2020/QH14 passed on 17 June 2020 by the National Assembly of Vietnam;
- Pursuant to the Charter of Masan Consumer Corporation (the “**Company**”) dated April 26, 2016, as amended from time to time

Vote Counting Committee would like to announce the direct voting procedures at the 2021 Annual General Meeting of Shareholders held on 1 April 2021 (“**AGM**”) as follows:

**1. Voting procedures:**

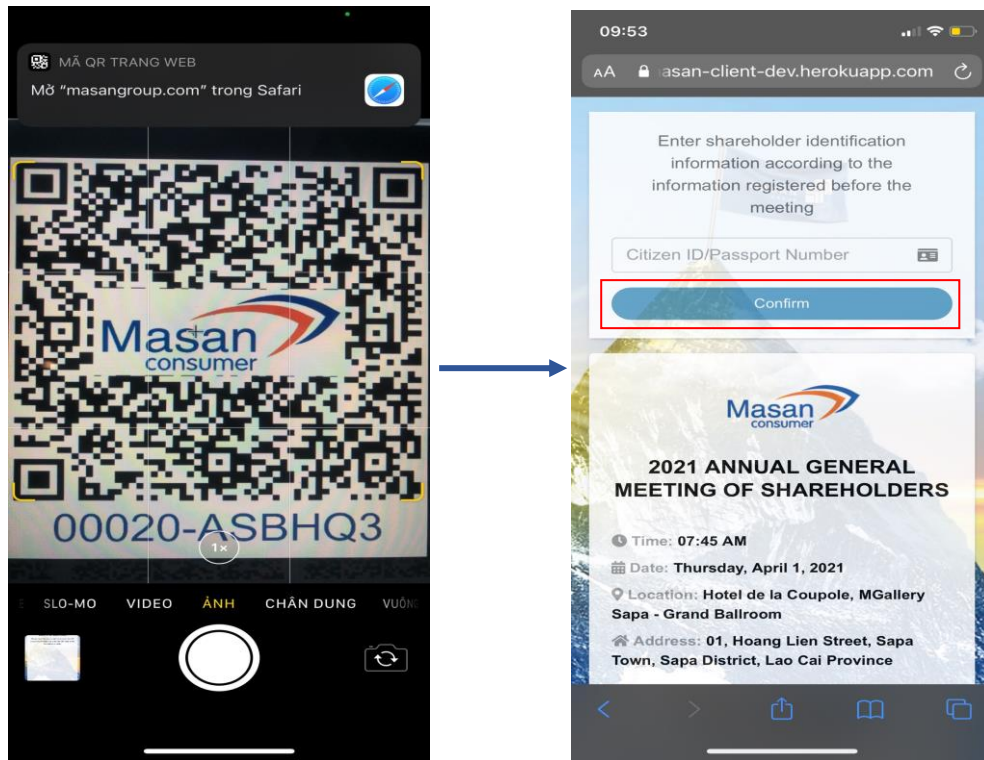
**1.1. For matters related to procedures of organizing the AGM:** voting on the vote number basis.

With regard to matters such as election of the Secretariat, the Vote Counting Committee, approval of the AGM agenda, working principles of the AGM, Meeting Minutes of the AGM, Shareholder or his/her proxy shall raise his/her hand when the Chairperson asks for votes: Agree/ Disagree/No Opinion. Each matter shall be approved if being agreed by a majority (more than 50%) of Shareholder or his/her proxy attending the meeting.

**1.2. For matters of the Voting Card No.1:** voting on the basis of number of shares.

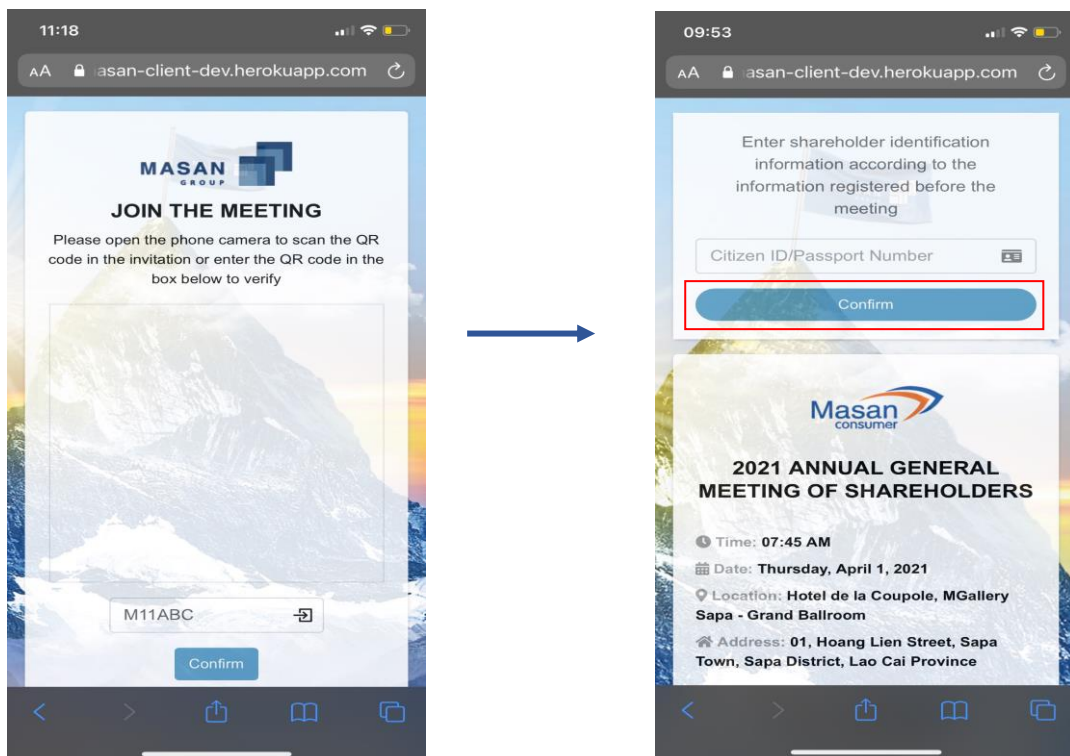
With regard to the matters of the Voting Card No.1, Shareholders or his/her proxy shall, directly at the AGM, conduct the vote via digital voting platform addressed at <https://dhdcd.masangroup.com/> (the “**Website**”) after he/she has completed the registration for the AGM as follows:

**1.2.1.** The Shareholder or his/her proxy, at the AGM venue, uses camera application in his/her smart phone to scan QR code which was printed in the AGM invitation or provided on registration of the meeting and clicks the pop-up link. The Website shall appear a notification box to enter identification information. The Shareholder or his/her proxy enters his ID/Passport No. and chooses “**Confirm**”.

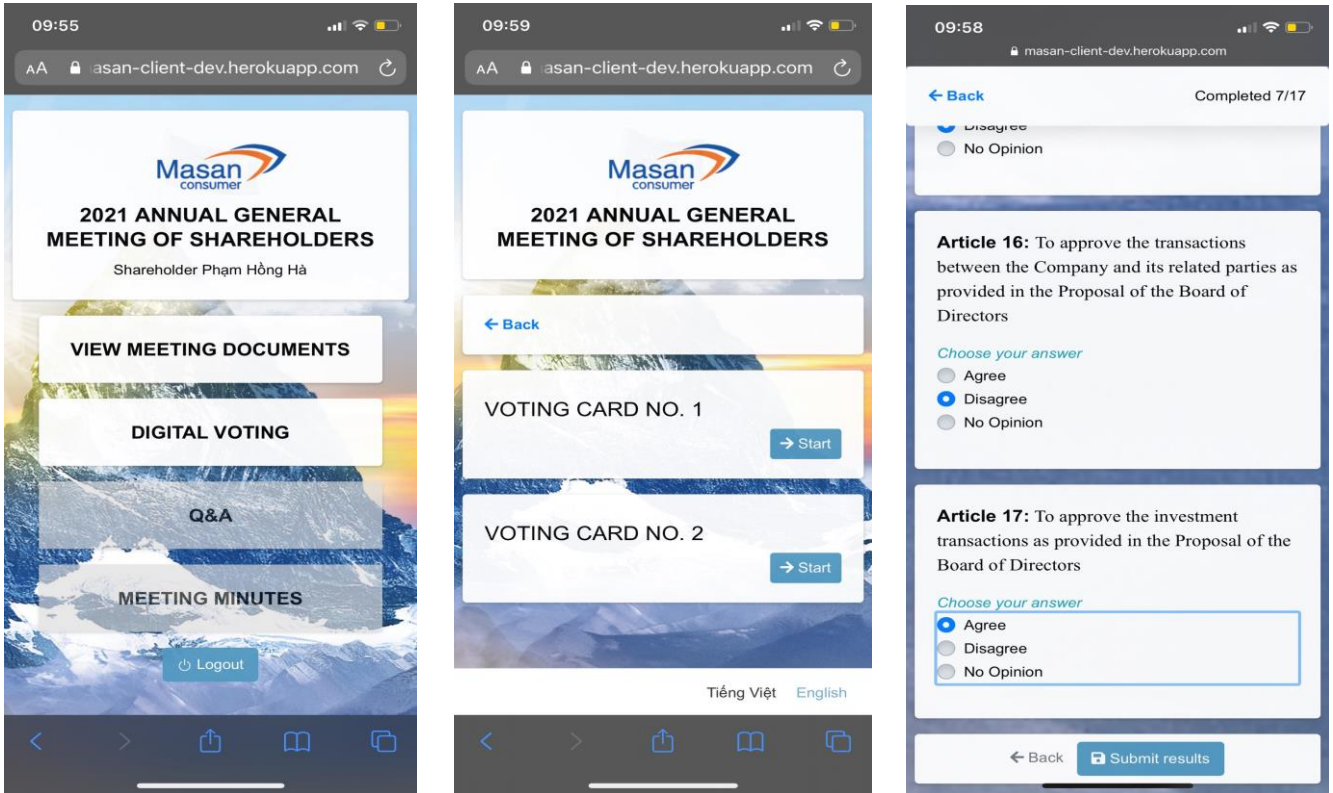


1.2.2. If the camera function on the smart phone does not work to scan the QR code which was printed in the AGM invitation or provided on registration of the meeting, the Shareholder or his/her proxy types the link <https://dhdcd.masangroup.com/> on the web browser on the smart phone at the meeting venue. The Website shall notify the Shareholder or his/her proxy shall enter the serial number under the QR onto the box “Enter the QR code” and click “Confirm”. The Website shall appear the notice for filling the identification information.

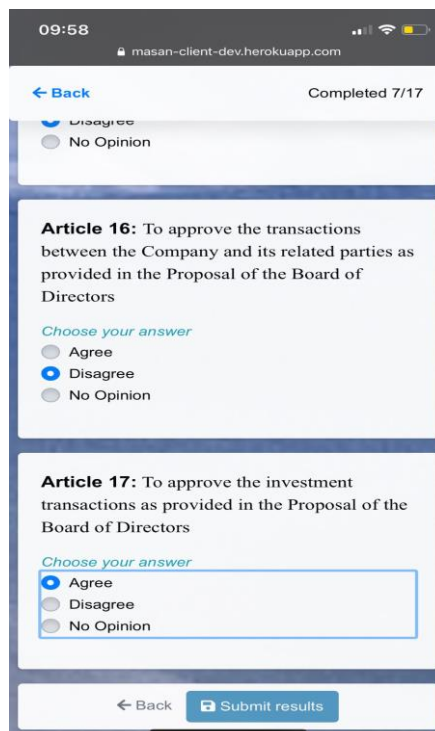
On the identification box, the Shareholder or his/her proxy enters his ID/Passport No. and chooses “Confirm”.



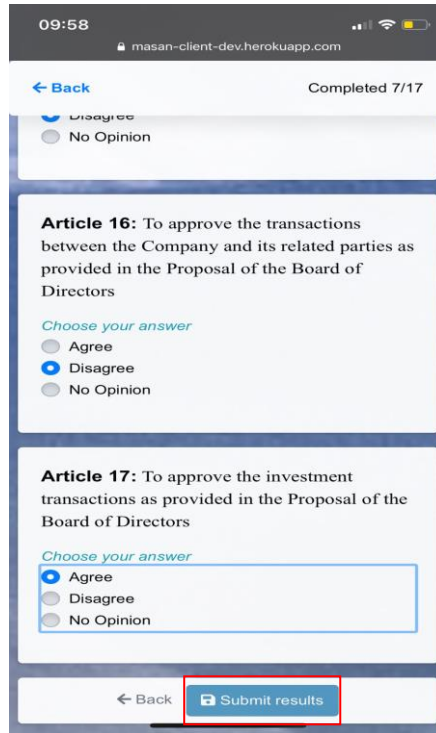
1.2.3. After completion of identification confirmation, the Website will be at the homepage. At the homepage, the Shareholder or his/her proxy shall choose “DIGITAL VOTING” and the Website shall appear “VOTING CARD NO.1” and “VOTING CARD NO.2”. On this screen, the Shareholder or his/her proxy clicks “Start” at the “VOTING CARD NO.1” to start the voting process.



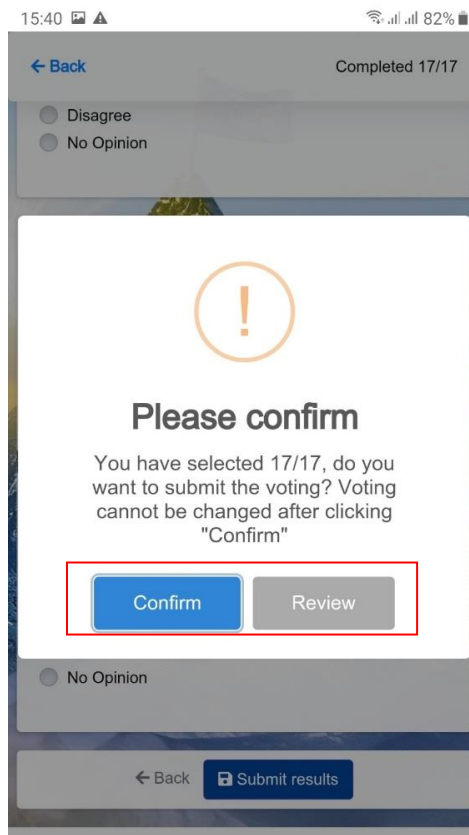
1.2.4. The Shareholder or his/her proxy selects **one (1)** of three (3) boxes to vote: “Agree”; “Disagree”; or “No Opinion” for each of all matters.



1.2.5. The Shareholder or his/her proxy click “Submit results” after completing voting.



The screen shall appear a notification box notifying the number of matters that you have voted to remind you to revote.



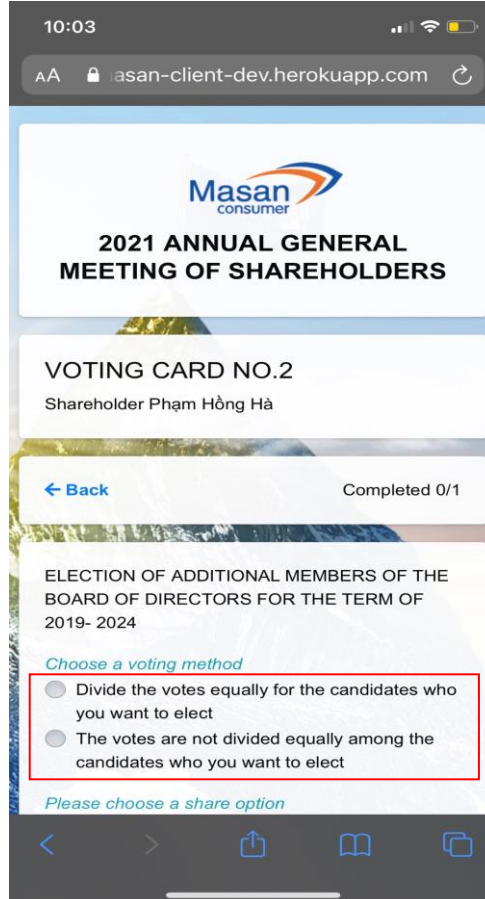
If you want to change your choices or to complete all matters or review your choices, click “Review” and redo the step 1.2.4. If you are certain for all your choices, click “Confirm”. After clicking “Confirm”, the Shareholders or his/her proxy cannot change voting choices. Upon clicking “Confirm”, the Shareholders or his/her proxy shall be considered as having signed and submitted your Voting Card No.1.

**1.2.6.** If Shareholder or his/her proxy does not submit his/her voting card or performs the voting procedure fully or improperly as per instructions given in this Section 1 to complete the voting submission as determined hereinabove, he/she will be considered to have **No Opinion**.

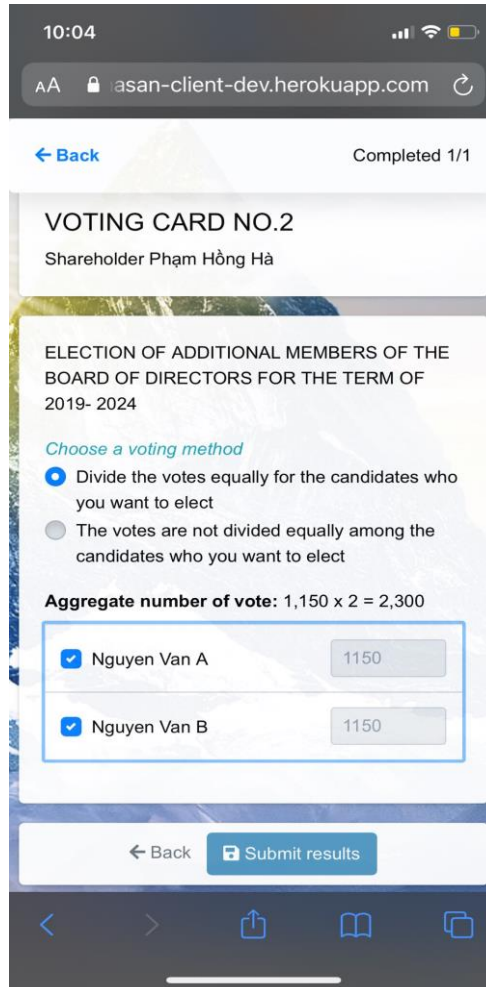
**1.3. For election of member of the Board of Directors at the Voting Card No.2:** electing under the method of cumulative voting.

**1.3.1.** To execute the Voting Card No. 2, please go back to the homepage, select “DIGITAL VOTING”. At “VOTING CARD NO.2” choose “Start” to proceed the election of member of the Board of Directors.

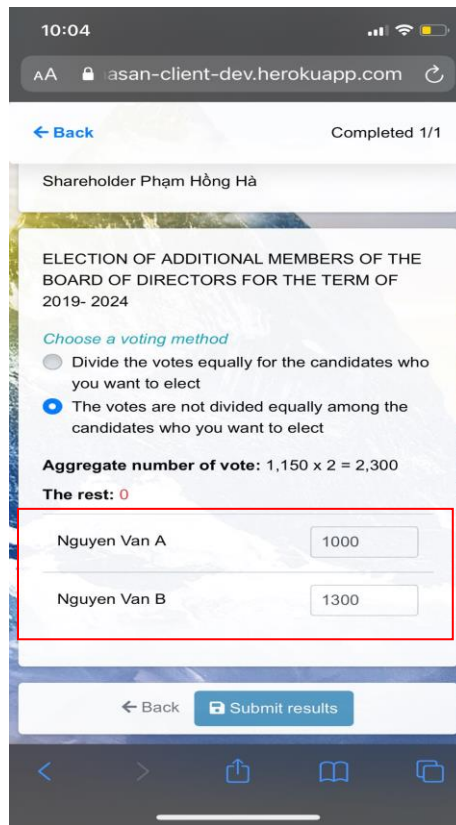
Each Shareholder or his/her proxy shall have aggregate number of votes equaling to the number of shares multiplied with the number of Board of Directors to be elected. The aggregate number of votes is shown on the Voting Card No.2. The Shareholders or his/her proxy may choose one (1) of the two (2) voting methods: “Divide the votes equally for the candidates who you want to elect”; or “The votes are not divided equally among the candidates who you want to elect”.



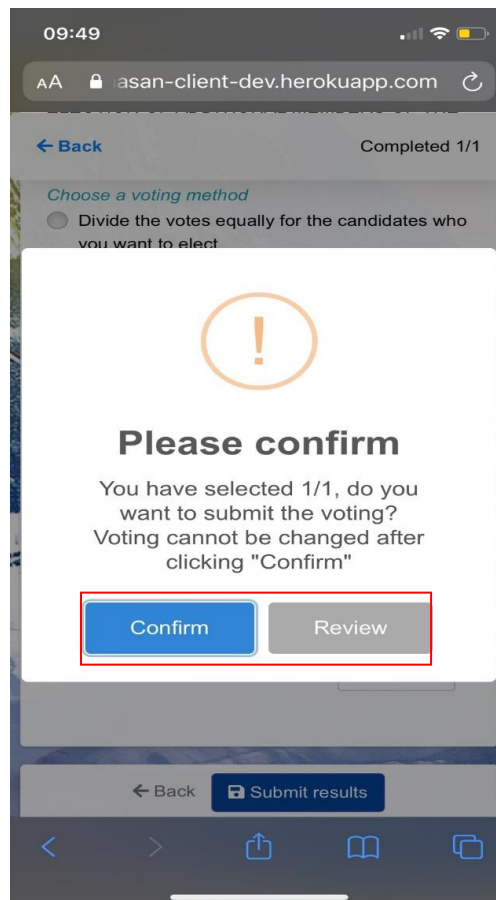
**1.3.2. The first voting method** (Divide the votes equally for the candidates who you want to elect): the Shareholder or his/her proxy clicks names of the candidates they want to divide their votes equally for these candidates. The votes shall be divided equally for selected candidates. If there is a decimal number, you choose the candidate you want to accumulate the whole number of votes to such candidate and then click “Submit results”.



**1.3.3. The second voting method** (The votes are not divided equally among the candidates who you want to elect): the Shareholder or his/her proxy fills in the number of votes for each candidate. The total votes for all candidates shall not be higher than the aggregate number of votes shown on the Voting Card No.2.



The Shareholder or his/her proxy after completing giving number of votes for candidates shall click “Submit results”. After that, the Website notifies that the Shareholder or his/her proxy has voted.



If the Shareholder or his/her proxy wants to change voting or review your choices, please choose “Review” and revote from the Step 1.3.1. If the Shareholder or his/her proxy is certain for election decisions, please click “Confirm”. After you click “Confirm”, you cannot change your decisions. Upon clicking “Confirm”, you shall be considered as having signed and submitted your Voting Card No.2.

- 1.3.4. If the number of votes is left blank, the Shareholder or his/her proxy shall be considered as not having elected for any candidate.

## **2. Principles, procedures to vote, count the votes and make a vote counting minutes**

- 2.1. The Shareholder or his/her proxy will vote the Voting Card No.1 first. The Shareholder or his/her proxy can vote the Voting Card No.1 after the AGM has approved the agenda of the meeting. The Shareholder or his/her proxy will vote the Voting Card No.2 after the Vote Counting Committee announces the voting results of the Voting Card No.1. The voting section will be complete when all Shareholders or their proxies have completed all voting cards submission, or the duration for voting is over as announced by the Vote Counting Committee, whichever is earlier.
- 2.2. The vote counting is conducted right after completion of the voting. Rounding-off rules for the Vote counting Minutes: Rounding to 2 decimal places.
- 2.3. A vote counting minutes on the vote counting result will be made with all signatures of the members of the Vote Counting Committee. The vote counting results shall be announced before close of the AGM. The vote counting minutes includes contents as stipulated by laws.

## **3. Approvals on resolutions of the AGM**

Under the Company Charter and applicable laws, a resolution of the AGM shall be passed if it is:

- 3.1. For matters presented on the Voting Card No.1:
  - 3.1.1 For resolutions on type of shares and total number of shares of each type; change of the Company’s organizational structure and management; transactions between the Company and its related parties; transactions of investment in, sale of, purchase of bonds, certificates of deposit and other assets: at least 65% of the total voting shares of Shareholder or his/her proxy attending the meeting who agree on.
  - 3.1.2. Other matters: at least 51% of the total voting shares of Shareholder or his/her proxy attending the meeting who agree on.
  - 3.1.3. With regards to new matters arising during the AGM: to be approved in accordance with the Company Charter and applicable laws.
- 3.2. For election of member of the Board of Directors at the Voting Card No.2:
  - 3.2.1. The elected member of the Board of Directors shall be determined in the number of votes from the highest to the lowest, starting from the nominee having the highest



number of votes to the extent that sufficient members of the Board of Directors are elected.

**3.2.2.** In case there are two or more candidates with equal votes for the last member of the Board of Directors, the voting among these candidates shall be organized.

**4. Claim against the voting and vote counting**

All claims, inquiries on the voting and vote counting shall be resolved at the Meeting by the Chairperson of the Meeting or the Head of Vote Counting Committee, provided that such claims or inquiries are raised before the announcement of the Meeting Minutes.