

No.: 09 / TB-KTA

*Ho Chi Minh City, September 30<sup>th</sup>, 2022*

**NOTICE**  
**On collection of shareholders' written opinion**

**To: Valued Shareholders**  
**PetroVietnam Low Pressure Gas Distribution Joint Stock Company**

Pursuant to the Law on Enterprises No. 59/2020/QH14 adopted by the National Assembly of Socialist Republic of Vietnam on June 17, 2020 with effect from January 01, 2021 and relevant legal documents;

Pursuant to the Law on Securities No. 54/2019/QH14 adopted by the National Assembly of Socialist Republic of Vietnam on November 26, 2019 with effect from January 01, 2021 and relevant legal documents;

Pursuant to the Charter of PetroVietnam Low Pressure Gas Distribution Joint Stock Company (PV Gas D);

Pursuant to the Application for resignation from the role as a member of the Board of Directors submitted by Mr. Le Ba Khanh Anh.

The Board of Directors of PetroVietnam Low Pressure Gas Distribution Joint Stock Company (PV GAS D) would like to notify the valued Shareholders of the collection of written opinions with following details:

1. Matter on which opinions are being collected:
  - On ratification the dismissal from office and supplementary election of members of the Board for the term of 2022 - 2027;
  - On adoption of the adjustments to the plan on salary, allowance/remuneration and bonus benefits to the Board of Directors and Board of Controllers in 2022.
2. Members for collection of opinions: All of shareholders listed in the list of shareholders holding shares in PV Gas D as of the last date of registration on September 28, 2022.
3. Attachments:
  - Draft of the Regulations on supplementary election of members of the Board of Directors for the term of 2022 - 2027;
  - Opinion sheets;
  - Letter of Representation on dismissal from office of an Independent Member of the Board of PV Gas D;

- Letter of Representation on supplementary election of members of the Board of Directors for the term of 2022 - 2027;
  - Letter of Representation on adoption of the adjustments to the plan on salary, allowance/remuneration and bonus benefits to the Board of Directors and Board of Controllers in 2022;
  - Draft of the Resolution on collection of shareholders' written opinions.
4. Deadline for receiving the applications for self-nomination or nomination: Before 12:00, October 5<sup>th</sup>, 2022. After this deadline, any self-nomination or nomination by individual/group of shareholders is invalid.
5. Deadline for submission of opinion sheets:
- Shareholders submit their completed *opinion sheets* via post, by fax or email, to PetroVietnam Low Pressure Gas Distribution Joint Stock Company **before 17:00, October 24, 2022**, at the following address:  
***Ms. Nguyen Thi Ai Van - Secretary of the Board of Directors***  
***PetroVietnam Low Pressure Gas Distribution Joint Stock Company***  
***Address: 7th Floor, PV Gas Tower, 673 Nguyen Huu Tho Street, Phuoc Kien Commune, Nha Be District, Ho Chi Minh City, Vietnam.***  
***Telephone: (84.28) 37840445 (Ext: 176) Fax: (84.28) 37840446***  
***Email: [van.nta@pvgasd.com.vn](mailto:van.nta@pvgasd.com.vn)***
- Please submit your opinion sheet in accordance with aforementioned regulations. If your opinion sheet is sent to PV Gas D after the aforementioned deadline or fails to be sent, your vote shall be considered as not being given.
6. Materials for collection of shareholders' written opinions are uploaded by PV Gas D on the website at <http://www.pvgasd.com.vn> no later than October 07, 2022.

Faithfully,

**ON BEHALF OF THE BOARD OF DIRECTORS  
CHAIRMAN**

**Tran Trung Chinh**

Ho Chi Minh City, day ..... month ..... year 2022

**DRAFT**

**OF THE REGULATIONS ON SUPPLEMENTARY ELECTION OF MEMBERS OF THE BOARD OF DIRECTORS FOR THE TERM OF 2022 - 2027**

*(Applicable to the supplementary election of members of the Board of Directors by means of collecting shareholders' written opinions)*

**Bases:**

- Pursuant to the Law on Enterprises No. 59/2020/QH14 adopted by the National Assembly of Socialist Republic of Vietnam on June 17, 2020 with effect from January 01, 2021;
- Pursuant to the Charter of Organization and Operation of PetroVietnam Low Pressure Gas Distribution Joint Stock Company.

General Meeting of Shareholders of PetroVietnam Low Pressure Gas Distribution Joint Stock Company is conducting a supplementary election of members of the Board of Directors by means of collecting shareholders' written opinions with following details:

**I. Interpretation of Terms and Abbreviations**

- GMS : General Meeting of Shareholders
- BOD : Board of Directors
- PV Gas D : PetroVietnam Low Pressure Gas Distribution Joint Stock Company

**II. Scope and regulated entities:**

**1. Scope:**

This Regulation is applied in the election of additional independent members to the Board of Directors for the term 2022 -2027 of PetroVietnam Low Pressure Gas Distribution Joint Stock Company through the Extraordinary General Meeting of Shareholders by means of collecting shareholders' written opinions.

**2. Regulated entities:**

1. All the members of the Board of Directors, Board of Supervisory, Vote Counting Committee and Shareholders with voting rights as included in the list of



shareholders maintained by the Securities Depository Center as of the last registration date, September 28<sup>th</sup>, 2022.

### **III. Number, term, and qualifications of members of the Board of Directors**

1. Number of BOD members to be supplementarily elected : 01 member.
2. Term : 2022- 2027
3. Max. number of BoD candidates : No limitation
4. Standards for nomination as members of the Board of Directors (*Clause 1, Article 155 of the Law on Enterprises No. 59/2020/QH14 and Clause 3, Article 25 of the Charter*)
  - Capacity for civil acts of individuals and not being prohibited from managing an enterprise as provided for by Clause 2, Article 17 of Law on Enterprises;
  - Educational background, qualification, and experience to conduct the administration of the Company;
  - Knowledge of the Law;
  - Experience, particularly in the Company's fields of operations;
  - Good health, personality, ethics, and sense of truthfulness and integrity;
  - Must not be spouses, parents, adoptive parents, children, adopted children, siblings of the Director and other Managers of the Company; must not be related persons of the manager and the person competent to designate the manager of the Parent Company.
5. Standards for independent member of the Board of Directors:

In addition to the standards for members of the Board of Directors set out in Clause 3 Article 25 of the Company's Charter, independent members of the Board of Directors must also meet the standards as prescribed in Clause 2 Article 155 of the Law on Enterprises and guiding documents of competent authorities of the State.

- He/she is not working for the company, parent company or subsidiary companies of the company; he/she is not a person who used to work for the company, parent company or subsidiary companies of the company over the last 03 years;
- He/she is not a person who is receiving salary or remuneration from the Company, except the allowances to which members of the Board of Directors are entitled as per regulations;
- His/her spouse, biological parents, adoptive parents, biological children, adopted children, siblings are not major shareholders of the company; are not managers of the company or its subsidiary companies;

- He/she does not directly or indirectly hold at least 01% of the total voting shares of the company;
- He/she does not hold the position of member of the Board of Directors or Board of Controllers of the company over the last 05 years, unless he/she is designated for 02 consecutive terms;

**IV. Voting method and eligible subjects:**

1. Voting methods:

- Accumulative poll method (According to Clause 3, Article 148 of the Law on Enterprises 2020).
- Accordingly, each Shareholder will have a total number of voting shares corresponding to the number of shares held or represented by the shareholder multiplied (x) by the number of members to be elected for BoD (01 member).
- Each Shareholder shall have the right to accumulate his/her votes for one or multiple candidates as members of BOD, provided that total votes for such candidate(s) may not exceed the total number of eligible votes.

2. Eligible subjects: Shareholders with voting rights as included in the list of shareholders maintained by the Securities Depository Center as of the last registration date, September 28<sup>th</sup>, 2022.

**V. Voting method:**

1. Opinion sheets:

Each shareholder with voting rights shall receive one opinion sheet in written form issued by the Company ("opinion sheet"). Such an opinion sheet contains full details as mentioned in Article 3 of the Law on Enterprises.

2. Regulations on opinion sheets

2.1. Valid opinion sheet:

- It must be issued by PV Gas D;
- It is affixed with an embossing seal of PV Gas D;
- It bears the signature of the intended shareholder or his/her authorized person, specifying his/her name, or the seal for corporate shareholder;
- It is not torn, crossed over, erased, or corrected in any manner;
- Opinion sheets must be sent to PV Gas D by post in sealed (unopened) envelopes;
- Opinion sheets that are sent by fax or email to PV Gas D must be kept confidential until vote counting time;



- If the Shareholder authorizes another person to exercise his/her voting right, the authorized person must attach the original or certified/notarized true copy of his/her power of attorney issued by competent authority together with the complete opinion sheet.

2.2. Invalid opinion sheet:

A shareholder's opinion sheet will be invalid in any of following specific circumstances:

- It is not issued by PV Gas D;
- It is not affixed with an embossing seal of PV Gas D;
- It is torn, crossed over, erased, or corrected in any manner;
- It is not signed by the relevant shareholder or his/her authorized person;
- It contains additional details or marks;
- It is not sent to PV Gas D in a timely and properly manner in accordance with regulations;
- It is completed by the authorizing person and sent to PV Gas D without attaching the power of attorney;
- It is blank without any checked boxes;
- It has 02 or more checked boxes for matters to be voted on that are invalid responses.

Invalid opinion sheets shall not be counted.

3. Regulations on submission of applications for self-nomination or nomination and opinion sheets

3.1. Regulations on method and deadline for submission of opinion sheets:

Shareholders may send answered opinion sheets to the Company in one of the following forms:

- By post: Completed opinion sheets must be signed by individual shareholders, their proxies or legal representatives of institutional shareholders. The opinion sheet shall be put into a sealed envelope, which must not be opened before vote counting;
- By fax or email: Opinion sheets sent to the Company by fax or email, the content must be kept secret until vote counting and inspection;
- Deadline for submission of opinion sheets: Shareholders send their opinion sheets to PV Gas D **before 17:00 on October 24<sup>th</sup>, 2022.**

- Any opinion sheets sent to the Company after the deadline specified in the opinion sheets or opened in the case of sending a letter and being disclosed in the case of fax, email are not valid. The shareholders that do not submit their opinion sheets shall be considered not voting.

3.2. Address for submission of applications for self-nomination or nomination and opinion sheets

*Ms. Nguyen Thi Ai Van - Secretary of the Board of Directors*

*PetroVietnam Low Pressure Gas Distribution Joint Stock Company*

*Address: 7th Floor, PV Gas Tower, 673 Nguyen Huu Tho Street, Phuoc Kien Commune, Nha Be District, Ho Chi Minh City, Vietnam.*

*Telephone: (84.28) 37840445 (Ext: 176) Fax: (84.28) 37840446*

*Email: [van.nta@pvgasd.com.vn](mailto:van.nta@pvgasd.com.vn)*

4. Regulations on vote counting

4.1. The Board of Directors shall count the votes and prepare the vote counting records in the presence of the Board of Controllers in the Company. The Vote Counting Board shall be responsible to count the votes in accordance with following regulations:

- To check the validity of opinion sheets;
- To check each opinion sheet and voting matters thereof;
- To seal all of opinion sheets after completing the vote counting and store the sheets in accordance with regulations.

4.2. To prepare a vote-counting record:

- The Vote Counting Board is responsible to prepare a vote-counting record.
- The vote counting record shall contain the following key information:
  - + Name, address of the headquarter, enterprise code of the Company;
  - + Purposes and issues which needs opinion collection so as to approve decision;
  - + Number of voting shareholders and total number of their votes, in which the numbers of valid and invalid votes and voting formalities shall be specified, attached with a list of voting shareholders;
  - + Total numbers of votes that are “for”, “against” or “blank” with respect to each of the issues;
  - + The issues ratified and corresponding ratio of affirmative votes;

- + Full name and signature of the Chairman of the Board of Directors, vote counters and vote counting supervisors.

**VI. Regulation on nomination of members of the Board of Directors** (*Article 24 of the Charter*)

1. The shareholders holding shares with voting rights may include the voting rights of each person together to nominate the members of BOD. Shareholders or group of shareholders holding from 5% to less than 10% of total voting shares may nominate one (01) candidate; from 10% to less than 30% may nominate up to two (02) candidates; from 30% to less than 50% may nominate up to three (03) candidates; from 50% to less than 65% may nominate up to four (04) candidates and from 65% or more may nominate the full number of candidates.
2. In case the number of candidates is smaller than the minimum number specified in Clause 5 Article 115 of the Law on Enterprises, the incumbent Board of Directors shall nominate more candidates or organize the nomination in accordance with this Charter, company administration regulations and regulations on operation of the Board of Directors. This must be announced before the GMS starts to vote for members of the Board of Directors as prescribed by law.
3. Regulations on applications for self-nomination or nomination:
  - An individual or group of shareholders may submit the application for self-nomination or nomination by post or via fax/email to PV Gas D.
  - Deadline for receiving the applications for self-nomination or nomination: **Before 12:00, October 5<sup>th</sup>, 2022.** After this deadline, any self-nomination or nomination by individual/group of shareholders is invalid.
  - Such applications must contain full details as specified in the form required by PV Gas D, including:
    - + *Application for nomination of member of the Board (attached form).*
    - + *Curriculum Vitae (attached form)*
    - + *Copies of following documents: ID/Citizen identity card/Passport/Permanent residence address (if any).*
    - + *Diplomas and degrees of education levels and professional qualifications (if any).*
    - + *Documents evidencing shareholding ratio of shareholder/group of shareholders that qualify for nomination under these Regulations (attached form).*



A person nominated to BOD must take the responsibilities before the law and the General Meeting of Shareholders for the accuracy, integrity, and contents of his or her records.

**VII. Principles of selecting and awarding candidates**

Elected members of the Board of Directors shall be determined by the number of votes.

**VIII. Announcement of results**

Based on the results specified in the vote-counting record, the results of supplementary election of members of the Board of Directors shall be included in the Resolution of the General Meeting of Shareholders. On behalf of GMS, the Chairman of BOD shall issue the Resolution of GMS and make the announcements as prescribed and publish details on the e-portal of PV Gas D together with the vote-counting record of shareholders' opinion sheets.

**IX. Effect**

These Regulations on election will take immediate effect upon being adopted by the General Meeting of Shareholders and shall be nullified upon completing the collection of shareholders' written opinions by PV Gas D.

**Recipients:**

- Shareholders;
- Save: BOD.

*Ho Chi Minh City, day ..... month ..... year 2022*

**ON BEHALF OF THE BOARD OF DIRECTORS  
CHAIRMAN**

**TRAN TRUNG CHINH**

**SOCIALIST REPUBLIC OF VIETNAM**

**Independence - Freedom - Happiness**

**-o0o-**

**LETTER OF PROPOSAL**

***Re: Confirmation of holding shares***

**To: ..... *Securities Joint Stock Company***

Full name of account holder: .....

ID Card/Citizen ID Card/Passport/BRC No.: ..... Issue date: .....

Issue place:.....

Legal representative (if any):.....

Account No.: .....

Currently holding: ..... shares

Stock code: .....

Total value of shares at par value: ..... (VND)

From: ..... to .....

I would like to request ..... Joint Stock Company to confirm the above-mentioned information.

Faithfully,

*, day .... month .... year 2022*

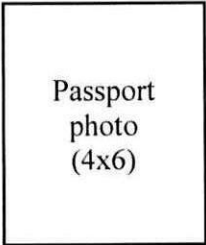
**Account holder**

(Signature, stamp, and full name)

**SOCIALIST REPUBLIC OF VIET NAM**  
**Independence-Freedom-Happiness**

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....., *day ... month ... year* .....



**RESUME**

*(For applicants to the BOD Member)*

- 1/ Full name: .....
- 2/ Gender: .....
- 3/ Date of birth:.....
- 4/ Place of birth:.....
- 5/ ID/Citizen ID Card (Passport) No.: .....
- Issue date.....Issue place.....
- 6/ Nationality: .....
- 7/ Ethnic group: .....
- 8/ Permanent residence address:.....
- 9/ Telephone: .....
- 10/ Email address:.....
- 11/ Professional qualification: .....
- 12/ Work experience: (from age 18 until now): .....
- 13/ Current position at PV GAS D:.....
- 14/ Name of company(ies) where he or she is a member of the BOD and other managerial positions:.....
- 15/ Number of shares held in PV GAS D:.....
- 16/ Interests related to the company (if any):.....
- 17/ Conflict of interests with the company (if any):.....
- 18/ Other information (if any). .....

I hereby certify that the above-mentioned information is true, that I shall take the responsibility to the law for any misstatement, and I am hereby committed to perform my obligations as a member of the BOD adequately if I am elected as a member of the BOD.

**THE DECLARANT**  
*(Signature and full name)*





**PETROVIETNAM LOW PRESSURE GAS DISTRIBUTION JSC**

Address: Floor 7<sup>th</sup>, PV Gas Tower, No. 673 Nguyen Huu Tho Street,  
Phuoc Kien Commune, Nha Be District, Ho Chi Minh City

Tel.: 028.37840386 Fax: 028.37840446 Website: [www.pygasd.com.vn](http://www.pygasd.com.vn)

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**MINUTES OF THE MEETING  
ON NOMINATION AND SELF-NOMINATION OF A MEMBER OF  
THE BOD OF PETROVIETNAM LOW PRESSURE GAS  
DISTRIBUTION JOINT STOCK COMPANY FOR 2022-2027 TERM**

- Pursuant to the Charter of PetroVietnam Low Pressure Gas Distribution Joint Stock Company.
- Pursuant to the Regulations on nomination, self-nomination of the member of BOD's PetroVietnam Low Pressure Gas Distribution Joint Stock Company.

Today, ..... at ....., we are shareholders of PetroVietnam Low Pressure Gas Distribution Joint Stock Company, are together holding ..... shares (in words: ..... shares), accounting for .....% of total shares with voting right of the Company, whose names are listed below:

No.	Name Shareholder	ID CARD/PASSPORT/BUSINESS REG. NO.	Permanent residence address	No. of shares held /represented	Signature and full name
	<b>Total</b>				

We mutually agree to nominate the following candidates to participate in the Board of Directors of PetroVietnam Low Pressure Gas Distribution Joint Stock Company at the Meeting of Shareholders by collecting of written opinions.

- Member of the Board of Directors
1. Mr. (Mrs./Ms.): .....  
ID Card/Citizen ID/Passport No.: .... Issue date: .....Issue place:.....  
Permanent residence address: .....  
Education level: ..... Major:.....

2. Mr. (Mrs./Ms.): .....  
ID Card/Citizen ID/Passport No.: ..... Issue date: ..... Issue place: .....  
Permanent residence address: .....  
Education level: ..... Major:.....

**To be the candidate for membership of the Board of Directors of PetroVietnam Low Pressure Gas Distribution Joint Stock Company.**

*We also mutually agree to appoint:*

ID Card/Citizen ID/Passport No.: ..... Issue date: ..... Issue place:.....  
Permanent residence address: .....  
Education level:..... Major:.....

To act on our behalf to perform the procedures for nomination in accordance with the Regulations on nomination of members of the Board of Supervisor of PetroVietnam Low Pressure Gas Distribution Joint Stock Company.

This Minutes is made at ... (Hour/minute) on ... /.../..... at .....

.....

... , day ..... month .... year 2022

SHAREHOLDER

(Appointed representative)

(Signature and full name)<sup>1</sup>

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**<sup>1</sup>For shareholder as legal person:**

- Legal representative to sign and stamp or
- Where a contributing representative is appointed (authorized representative), this representative to sign and attach the power of attorney as required.



**PETROVIETNAM LOW PRESSURE GAS DISTRIBUTION JSC**

Address: Floor 7<sup>th</sup>, PV Gas Tower, No. 673 Nguyen Huu Tho Street,  
Phuoc Kien Commune, Nha Be District, Ho Chi Minh City.

Tel.: 028.37840386 Fax: 028.37840446 Website:

[www.pvgasd.com.vn](http://www.pvgasd.com.vn)

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**NOMINATION  
OF MEMBER OF THE BOARD OF DIRECTORS  
FOR TERM 2022 - 2027**

**To:** *PetroVietnam Low Pressure Gas Distribution Joint Stock Company*

Full name of shareholder: .....

ID Card/Citizen ID Card/Passport/BRC No.: ..... Issue date: ..... Issue  
place: .....

Legal representative (if any):.....

Currently holding: ..... shares.....

Total value of shares at par value: ..... (VND)

I/we would like to nominate the following individual to PetroVietnam Low Pressure  
Gas Distribution Joint Stock Company:

Mr./Mrs./Ms.:.....

ID Card/Citizen ID Card/Passport/BRC No.: ..... Issue date: ..... Issue  
place: .....

Permanent residence address: .....

Education: ..... Major: .....

Currently holding: ..... (share)

Total value of shares at par value: ..... (VND)

To be the candidate for membership of the Board of Directors of PetroVietnam Low  
Pressure Gas Distribution Joint Stock Company.

Faithfully,

**Attached documents:**

- A copy of ID Card/Citizen ID Card/Passport;
- Copies of diplomas and certificates;
- Curriculum vitae of the candidate.
- Certificate of holding PV Gas D's shares.

..., day ..... month ..... year 2022

**Nominating shareholder**

(signature, stamp, and full name)





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**PETROVIETNAM LOW PRESSURE GAS DISTRIBUTION JSC**

Address: Floor 7<sup>th</sup>, PV Gas Tower, No. 673 Nguyen Huu Tho Street,  
Phuoc Kien Commune, Nha Be District, Ho Chi Minh City.

Tel.: 028.37840386 Fax: 028.37840446

Website: [www.pvgasd.com.vn](http://www.pvgasd.com.vn)

**APPLICATION FOR SELF-NOMINATION  
AS A MEMBER OF THE BOARD OF DIRECTORS/CONTROLLER  
FOR TERM 2022 - 2027**

***To: PetroVietnam Low Pressure Gas Distribution Joint Stock Company***

My name is: .....

ID Card/Citizen ID Card/Passport/BRC No.: ..... Issue date: .....

Issue place: .....

Permanent residence address: .....

Education: .....

Major:

Currently holding: .....shares

Total value of shares at par value: ..... (VND)

I would like to apply to PetroVietnam Low Pressure Gas Distribution Joint Stock Company for self-nomination as a member of the Board of Directors/independent BOD member/Controller of PetroVietnam Low Pressure Gas Distribution Joint Stock Company.

If I am trusted and elected as a member of the Board of Directors/independent BOD Member/Controller by the shareholders, I will devote all of my efforts and capacities to the development of PetroVietnam Low Pressure Gas Distribution Joint Stock Company.

Faithfully,

**Attached documents:**

- A copy of ID Card/Citizen ID Card/Passport;
- Copies of diplomas and certificate;
- Curriculum vitae of the candidate.
- Certificate of holding PV Gas D's shares.

.... .., day ..... month ..... year 2022

**Applicant**

*(Signature and full name)*