VIETNAM FORTRESS TOOLS JSC

SOCIALIST REPUBLIC OF VIETNAM

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Thai Binh, August 8th 2019

2019 EXTRAORDINARY GENERAL MEETING OF SHAREHOLDERS RULES & REGULATIONS

CHAPTER I: GENERAL PROVISIONS

Article 1. Scope of application

- The purpose of these regulations is to regulate the 2019 Extraordinary General Meeting of Shareholders of Vietnam Fortress Tools JSC.

- The regulations shall specify the rights and obligations of the parties participating in the meeting, the conditions and procedures for conducting meetings.

CHAPTER II: RIGHTS AND OBLIGATIONS OF THE PARTIES TO CONGRESS

Article 2. Shareholders attending the General Meeting of Shareholders

1. Conditions for attending the meeting

All shareholders who owned shares Vietnam Fortress Tools JSC or the persons who have valid authorization.

Rights and obligations of shareholders eligible to attend the General Meeting:

a) Shareholders or persons who are authorized to attend the General Meeting should bring the following documents:
   - Personal identity card or passport;
   - Authorization Letter (in case a person is authorized to attend the meeting).

b) Registration for the meeting: Shareholder or authorized person present the above mentioned documents to the Control Board and receive EGM documents, voting forms, voting cards (01 pink, 01 white).

c) Shareholder can authorize another person to attend and vote on his/her behalf at the General Meeting. The person who is authorized to attend the meeting cannot authorize another person to do so on his/her behalf.

d) Notes to attendees of the meeting: when you want to discuss a matter during the meeting, it must be agreed by the Presidium, you should speak briefly and focused on the matter, and it should be appropriate to the meeting's programs. Matters which have been previously discussed should not be restated to avoid duplication.

e) Shareholders can participate in the voting of matters which are within their power as stipulated in the Law on Enterprises.

f) Shareholders and their authorized persons who attend the General Meeting will discuss matters which are presented to them and approve by voting.

g) During the meeting, shareholders must follow the instructions of the Presidium, behave politely and do not cause any disruption.

h) A shareholder or an authorized person who arrives at the meeting after the session has begun, needs to complete registration procedures, attend the meeting and participate in the voting on remaining matters in accordance with the EGM's program. In this case, the validity of their vote is unaffected by the late arrival.

Article 3. The Presidium

1. The Presidium is elected by the General shareholders; Chairman of the Presidium will chair the General Meeting.

2. The rights and obligations of the Presidium:

a) Lead the meeting under the program of General Meeting. Ensure that the General Meeting take place in an orderly manner.

b) Guide the audience during discussion.

c) Propose on matters which need to be approved by General Shareholders.

d) Answer the questions asked by the General Shareholders or delegate to another person to answer.

Article 4. Inspection Board in charge of checking shareholder status

Inspection Board members who will be in charge of checking shareholder status will be selected by Vietnam Fortress Tools JSC. Inspection Board is responsible for checking the status of a shareholder or authorized person prior to the meeting, determine their eligibility under the provisions of law, which requires checking the name of attendee with the list of shareholders who are eligible to attend; distribute EGM documents and voting forms/cards; deliver the report on checking shareholders status and is responsible for the results in the report, which happens before the meeting officially begins.

Article 5. Secretariat

1. Secretariat members are recommended by the Presidium and the General Meeting of Shareholders and they must be approved in the meeting.

2. Secretariat members conduct the work assigned by the Chairman, including:

a) Recorded fully and truthfully the contents of the meeting.

b) Support the Presidium in announcement of the draft minutes of the meeting, and The Presidium's announcement upon request.

Article 6. The voting committee

1. The voting committee are recommended by the Presidium and the General Meeting of Shareholders and they must be approved in the meeting.

2. The voting committee shall:

a) Instruct shareholders or authorized persons on voting procedures when they attend the meeting;

b) Count the number of shares agree/disagree in each matter and announce the results to the chairman and the secretariat;

CHAPTER III: CONDUCT THE MEETING

Article 7. Conditions for the meeting to be conducted

The General Meeting of Shareholders shall be conducted if the number of shareholders representing at least 65% of the total number of shares with voting rights in the shareholder list.

Article 8. How to vote for each matter at the meeting

1. All matters described in the program must be approved through voting by using voting card/form which shows number of shares owned and represented.
2. Method of voting:

a) Vote by writing on the voting forms: the details are recorded on the voting form, the shareholders vote by marking the corresponding box (Agree, disagree, no opinion).

- Vote by showing voting cards: Selected matters that need approvals from General Shareholders will be voted using showing voting card method, under guidance of the chairman. Answers can be Agreed; Disagree; or no opinion. The following matters will require shareholders to use this method:
- Approval of the members of Presidium, Secretariat, the voting committee; EGM's program; EGM Regulations.
- Approval of the EGM Meeting Minute
- And other matters as requested by The Presidium.

3. Remote voting by mail, fax, electronic mail under Clause 2 of Article 140 of the Enterprise Law:

Shareholders can vote via mail, fax, electronic mail. Shareholders must send a request to use this voting method in writing by mail, fax or e-mail to the EGM Organizing Committee within 03 working days before the EGM date. Shareholders must send the voting form (as used in the EGM) to the EGM Organizing Committee no later than 01 working day before the EGM date.

4. Number of votes under "Agree", "Disagree", "No opinion" for each matter will be announced by Head of voting committee at the meeting.
5. Approval rate for 2019 Extraordinary General Meeting

- Each proposal needs endorsement from at least 65% of the total votes of all shareholders who attend the meeting.
- The approval rate for other matters will be in accordance with the Company's charter.

Article 9. Minute of the General Meeting of Shareholders

1. Minute of the General Meeting of Shareholders must be completed and approved before the meeting ends.

2. Minute of the General Meeting of Shareholders shall be kept by EGM's secretariat and stored at the Company

CHAPTER IV: IMPLEMENTING PROVISIONS

Article 10. The regulations include 10 articles issued by Vietnam Fortress Tools JSC and comply with the law.

Shareholders, members of the Organization Committee of 2019 Extraordinary General Meeting will ensure the enforcement of these regulations.

ON BEHALF OF BOARD OF DIRECTORS
CHAIRMAN OF THE BOARD

(signed and stamped)

HSU TING HSIN