

VOTING MATTERS
THE ANNUAL GENERAL INVESTORS' MEETING OF FINANCIAL YEAR 2024 VIA ONLINE AND E-VOTING
OF MANULIFE BALANCED FUND (MAFBAL)

To: The Annual General Investors' Meeting of Manulife Balanced Fund (MAFBAL)

*Manulife Investment Management (Vietnam) Company Limited ("**Company**") would like to submit The Annual General Investors' Meeting to review and approve all voting matters at The Annual General Investors' Meeting of Financial Year 2024 Via Online And E-Voting of Manulife Balanced Fund (**MAFBAL**) as follows:*

1. Voting Matter 1: The Audited Financial Statements 2024 of Manulife Balanced Fund (MAFBAL)

Please refer to The Audited Financial Statements 2024 published at Investor Relation section - The Annual General Investors' Meeting and Other Information from Manulife Mutual Funds, via the Company's website – <https://www.manulifeim.com.vn>

2. Voting Matter 2: Re-election of the Fund Representative Board's Members for the term 2025 – 2030

The Fund Representative Board's Members of the term 2020 – 2025 will be expired as stated in the Point 25.2 of the MAFBAL Fund's Charter.

The Fund Representative Board's Members for the term 2025 – 2030 will be including:

i. Mr. Dinh The Hien, Chairman

Date of birth: 1961

Director, The Institute of Informatics and Applied Economics

With over two decades of professional experience and research in the field of financial economics, he is acknowledged as one of Vietnam's foremost financial experts. He has held senior management roles at prominent financial institutions in Vietnam, including the Ho Chi Minh City Investment Fund for Urban Development and Eximbank. Additionally, he has served as the Head of the Finance and Banking Department at Gia Dinh University.

Mr. Hien holds a Bachelor's degree in Computer Engineering from Ho Chi Minh City University of Technology, a Master's degree in Economics from the University of Economics Ho Chi Minh City, and a Ph.D. in Finance from Capitol University.





Manulife Investments

ii. **Mr. Vo Sang Xuan Vinh, Independence Member**

Date of birth: 1972

Director of Vietnam Investment Nurturing Hub – member of Optimist Company Limited

With over two decades of professional experience in financial investment and asset management, he established and has been leading Blue Wave Advisory Co., Ltd. since March 2012. He has occupied numerous pivotal roles at various domestic and international firms, including CEO of Saigon Capital; Country Representative and Investment Director of Aureos Capital Limited in Vietnam.

He graduated with honors, earning a Master's degree in Business Administration with a specialization in International Finance from the University of Birmingham, UK, under Chevening Scholarships - the UK Government's global scholarships program. Additionally, he is among the first individuals in Vietnam to obtain the CFA certification from the CFA Institute (USA).

iii. **Mrs. Nguyen Le Bich Dao, Member**

Date of birth: 1979

Senior Director, Legal & Compliance, Manulife Investment Fund Management (Vietnam) Company Limited

With over two decades of expertise in legal and compliance matters, she has held positions such as Head of Legal & Compliance for investment activities in unlisted enterprises and real estate at Eastspring Investments (Vietnam). She has also served as a principal attorney specializing in corporate law, mergers and acquisitions, and real estate for Mayer Brown JSM and Russin & Vecchi, two esteemed American law firms with offices in Vietnam.

She graduated with honors with a Bachelor of Laws in Commercial Law from Ho Chi Minh City University of Law, a Master of Laws (LLM) in International Commercial Law from the University of the West of England, UK, a Bachelor's degree in English from the University of Social Sciences and Humanities Ho Chi Minh City, a lawyer's practicing certificate issued by the Ministry of Justice of Vietnam, and a Fund Management Certificate issued by the Ministry of Finance. Ms. Dao is a member of the Ho Chi Minh City Bar Association.

3. **Voting Matter 3: Authorizing the Fund Representative Board for the term 2025 – 2030 to decide certain operational matters arising in 2025 (if any)**

- a. Elect, dismiss, remove the President and members of the Representative Board; decide on the remuneration and operation expenses of the Representative Board; approve the selection of the Auditing Company to audit the Funds' Annual Financial Statements, the independent price valuation enterprises (if any); approve the Annual Financial Performance report and Assets report and Annual Operation Report of the Fund;
- b. Request the Fund Management Company, Supervisory Bank to provide the books or transaction report at the Annual General Investors' Meeting; and

- c. Other arising matters under their competence in accordance with the regulations of securities and the Fund's Charter.

4. **Voting Matter 4: Amendments and supplements to the Fund's Charter**

Contents	Current Fund's Charter	Fund's Charter Proposed Amendments	Reasons
II. Definitions	<p>"Fund management company" or "Manulife IM (VN)"</p> <p>Manulife Investment Management (Vietnam) Company Limited is established under Establishment and Operation License No. 04/UBCK-GPHĐQLQ issued by the State Securities Commission of Vietnam ("SSC") dated 14 June 2005 and amended from time to time. Manulife Investment Management (Vietnam) Company Limited is entrusted to manage the Manulife Balanced Fund with rights and obligations as prescribed in this Charter.</p>	<p>"Fund management company" or "Manulife IM (VN)"</p> <p>Manulife Investment Management (Vietnam) Company Limited is established under the Certificate of Business Registration No. 0303861449 issued by the Department of Planning and Investment of Ho Chi Minh City, the 6th registration for change dated 12 December 2022, the Establishment and Operation License No. 04/UBCK-GPHĐQLQ issued by the State Securities Commission of Vietnam ("SSC") dated 14 June 2005, the latest registration for change dated 24 December 2021 followed Decision No. 122/GPĐC-UBCK. Manulife Investment Management (Vietnam) Company Limited is entrusted to manage the Manulife Balanced Fund with rights and obligations as prescribed in this Charter.</p>	Update information

II. Definitions	<p>"Supervisory Bank" HSBC Bank (Vietnam) Limited (hereinafter referred to as "HSBC Bank"), established and operating under Operation License No. 235/GP-NHNN issued by the State Bank of Vietnam dated 8 September 2008, Certificate of Securities Depository Registration No. 05/GCN-UBCK issued by SSC dated 10 December 2013, providing services: (i) custody, securities custody, documents confirming legal ownership of the Fund's assets; economic contracts, documents related to the Fund's assets and supervise the Fund's operations; (ii) performing the function of supervising all fund asset management activities performed by the Fund Management Company; and (iii) other services authorized by the Fund Management Company under the terms of the Supervisory Contract, Decision No. 1070/QĐ-NHNN dated 24 June 2022 of the State Bank of Vietnam on supplementing the operation content into HSBC Bank's License related to "Supervisory banking activities under securities laws". Rights and obligations of the Supervisory Bank are prescribed in this Charter and relevant legal documents.</p>	<p>"Supervisory Bank" HSBC Bank (Vietnam) Limited (hereinafter referred to as "HSBC Bank"), established under the Certificate of Business Registration No. 0301232798 issued by the Department of Planning and Investment of Ho Chi Minh City, the 12th registration for change dated 10 March 2021, the Operation License No. 235/GP-NHNN issued by the State Bank of Vietnam dated 8 September 2008, Certificate of Securities Depository Registration No. 05/GCN-UBCK issued by SSC dated 10 December 2013, providing services: (i) custody, securities custody, documents confirming legal ownership of the Fund's assets; economic contracts, documents related to the Fund's assets and supervise the Fund's operations; (ii) performing the function of supervising all fund asset management activities performed by the Fund Management Company; and (iii) other services authorized by the Fund Management Company under the terms of the Supervisory Contract, Decision No. 1070/QĐ-NHNN dated 24 June 2022 of the State Bank of Vietnam on supplementing the operation content into HSBC Bank's License related to "Supervisory banking activities under securities laws". Rights and obligations of the Supervisory Bank are prescribed in this Charter and relevant legal documents.</p>	Update information
ARTICLE 3. TOTAL CAPITAL MOBILIZED AND NUMBER OF FUND CERTIFICATES OFFERED	<p>3.1. Charter Capital is the total amount of money contributed by all Investors at the initial public offering of Fund Certificates and not less than VND 50,000,000,000 (fifty billion). The par value of each Fund Certificate at the initial offering is VND 10,000 (ten thousand).</p>	<p>3.1. Charter capital mobilized in the initial public offering of MAFBAL is VND 76,779,869,600 and corresponds to 7,677,986.96 fund certificates. The par value of each Fund Certificate at the initial offering is VND 10,000 (ten thousand).</p>	Update information

<p>ARTICLE 6. SUPERVISORY BANK</p>	<p>6.1. HSBC Bank (Vietnam) Limited ("HSBC Bank") is appointed by the Annual General Investors' Meeting as the Supervisory Bank for the MAFBAL. HSBC Bank is established and operating under Operation License No. 235/GP-NHNN issued by the State Bank of Vietnam dated 8 September 2008, Certificate of Securities Depository Registration No. 05/GCN-UBCK issued by SSC dated 10 December 2013, providing services: (i) custody, securities custody, documents confirming legal ownership of the Fund's assets; economic contracts, documents related to the Fund's assets and supervise the Fund's operations; (ii) performing the function of supervising all fund asset management activities performed by the Fund Management Company; and (iii) other services authorized by the Fund Management Company under the terms of the Supervisory Contract, Decision No. 1070/QĐ-NHNN dated 24 June 2022 of the State Bank of Vietnam on supplementing the operation content into HSBC Bank's License related to "Supervisory banking activities under securities laws".</p>	<p>6.1. HSBC Bank (Vietnam) Limited ("HSBC Bank") is appointed by the Annual General Investors' Meeting as the Supervisory Bank for the MAFBAL. HSBC Bank (is established and operating under the Certificate of Business Registration No. 0301232798 issued by the Department of Planning and Investment of Ho Chi Minh City, the 12th registration for change dated 10 March 2021, the Operation License No. 235/GP-NHNN issued by the State Bank of Vietnam dated 8 September 2008, Certificate of Securities Depository Registration No. 05/GCN-UBCK issued by SSC dated 10 December 2013, providing services: (i) custody, securities custody, documents confirming legal ownership of the Fund's assets; economic contracts, documents related to the Fund's assets and supervise the Fund's operations; (ii) performing the function of supervising all fund asset management activities performed by the Fund Management Company; and (iii) other services authorized by the Fund Management Company under the terms of the Supervisory Contract, Decision No. 1070/QĐ-NHNN dated 24 June 2022 of the State Bank of Vietnam on supplementing the operation content into HSBC Bank's License related to "Supervisory banking activities under securities laws".</p>	<p>Update information</p>
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ARTICLE 25. FUND
REPRESENTATIVE
BOARD

25.5 Nomination and candidacy of members of the Fund Representative Board must comply with the following regulations:

- a) Information related to candidates for the Fund Representative Board must be published on the website of the fund management company at least 10 days before the date of the Annual General Investors' Meeting to elect members of the Fund Representative Board. The minimum information must include: name, date of birth; professional qualifications; management qualifications; experience in asset management, investment analysis, or experience in securities, banking, insurance; work history and achievements; companies, funds where the candidate holds positions as a member of the Board of Directors, member of the Fund Representative Board; interests related to the fund management company, supervisory bank (if any); other relevant information if applicable.
- b) In case the number of candidates for the Fund Representative Board through nomination and candidacy is still insufficient, the incumbent Fund Representative Board may nominate additional candidates or organize nominations according to the mechanism specified in the Fund Charter. The nomination mechanism or the method by which the incumbent Fund Representative Board nominates candidates for the Fund Representative Board must be clearly announced and approved by the Annual General Investors' Meeting before proceeding with the nomination.
- c) The procedures for nomination and candidacy of members of the Fund Representative Board (implemented according to the regulations of corporate and securities laws applicable to members of the Board of Directors and the Board of Directors).

According to
regulations

ARTICLE 50. ACCOUNTING REGIME	The Fund shall apply the Vietnamese Accounting Standards for open-ended funds and comply with other relevant regulations related to the Fund's accounting work as stipulated by competent authorities. These regulations are specifically detailed in the accounting policies established by the Fund Management Company and approved by the Fund Representative Board.	The Fund shall apply the Vietnamese Accounting Standards for open-ended funds and comply with other relevant regulations related to the Fund's accounting work as stipulated by competent authorities. These regulations are specifically detailed in the accounting policies established by the Fund Management Company.	According to regulations
Appendix No. 1 COMMITMENT OF THE FUND MANAGEMENT COMPANY	Establishment and Operation License No. 04/UBCK-GPHĐQLQ issued by the State Securities Commission of Vietnam ("SSC") dated 14 June 2005 and amended from time to time, last amended on 9 May 2019 according to Decision No. 29/GPĐC-UBCK.	The Certificate of Business Registration No. 0303861449 issued by the Department of Planning and Investment of Ho Chi Minh City, the 6th registration for change dated 12 December 2022, the Establishment and Operation License No. 04/UBCK-GPHĐQLQ issued by the State Securities Commission of Vietnam ("SSC") dated 14 June 2005, the latest registration for change dated 24 December 2021 followed Decision No. 122/GPĐC-UBCK.	Update information
Appendix No. 2 COMMITMENT OF THE SUPERVISORY BANK	Operation License No. 235/GP-NHNN issued by the State Bank of Vietnam dated 8 September 2008, Certificate of Securities Depository Registration No. 05/GCN-UBCK issued by the State Securities Commission of Vietnam dated 10 December 2013, providing services: (i) custody, securities custody, documents confirming legal ownership of the Fund's assets; economic contracts, documents related to the Fund's assets and supervise the Fund's operations; (ii) performing the function of supervising all fund asset management activities performed by the Fund Management Company; and (iii) other services authorized by the Fund Management Company under the terms of the Supervisory Contract, Decision No. 1070/QĐ-NHNN dated 24 June 2022 of the State Bank of Vietnam on supplementing the operation content into HSBC Bank's License related to "Supervisory banking activities under securities laws".	The Certificate of Business Registration No. 0301232798 issued by the Department of Planning and Investment of Ho Chi Minh City, the 12th registration for change dated 10 March 2021, the Operation License No. 235/GP-NHNN issued by the State Bank of Vietnam dated 8 September 2008, Certificate of Securities Depository Registration No. 05/GCN-UBCK issued by SSC dated 10 December 2013, providing services: (i) custody, securities custody, documents confirming legal ownership of the Fund's assets; economic contracts, documents related to the Fund's assets and supervise the Fund's operations; (ii) performing the function of supervising all fund asset management activities performed by the Fund Management Company; and (iii) other services authorized by the Fund Management Company under the terms of the Supervisory Contract, Decision No. 1070/QĐ-NHNN dated 24 June 2022 of the State Bank of Vietnam on supplementing the operation content into HSBC Bank's License related to "Supervisory banking activities under securities laws".	According to actual situation

Appendix No. 3 JOINT COMMITMENT OF THE FUND MANAGEMENT COMPANY AND THE SUPERVISORY BANK	<p>Manulife Investment Management (Vietnam) Company Limited Establishment and Operation License No. 04/UBCK-GPHĐQLQ issued by the State Securities Commission of Vietnam ("SSC") dated 14 June 2005 and amended from time to time, last amended on 9 May 2019 according to Decision No. 29/GPĐC-UBCK.</p> <p>Supervisory Bank: HSBC Bank (Vietnam) Limited Operation License No. 235/GP-NHNN issued by the State Bank of Vietnam dated 8 September 2008, Certificate of Securities Depository Registration No. 05/GCN-UBCK issued by the State Securities Commission of Vietnam dated 10 December 2013, Decision No. 1070/QĐ-NHNN dated 24 June 2022 of the State Bank of Vietnam on supplementing the operation content into HSBC Bank's License related to "Supervisory banking activities under securities laws".</p>	<p>Manulife Investment Management (Vietnam) Company Limited The Certificate of Business Registration No. 0303861449 issued by the Department of Planning and Investment of Ho Chi Minh City, the 6th registration for change dated 12 December 2022, the Establishment and Operation License No. 04/UBCK-GPHĐQLQ issued by the State Securities Commission of Vietnam ("SSC") dated 14 June 2005, the latest registration for change dated 24 December 2021 followed Decision No. 122/GPĐC-UBCK.</p> <p>Supervisory Bank: HSBC Bank (Vietnam) Limited The Certificate of Business Registration No. 0301232798 issued by the Department of Planning and Investment of Ho Chi Minh City, the 12th registration for change dated 10 March 2021, the Operation License No. 235/GP-NHNN issued by the State Bank of Vietnam dated 8 September 2008, Certificate of Securities Depository Registration No. 05/GCN-UBCK issued by SSC dated 10 December 2013, Decision No. 1070/QĐ-NHNN dated 24 June 2022 of the State Bank of Vietnam on supplementing the operation content into HSBC Bank's License related to "Supervisory banking activities under securities laws".</p>	Update information
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Yours sincerely,

Manulife Investment Management (Vietnam) Company Limited

General Director



Trần Thị Kim Cuong