

WORKING REGULATION OF THE 15TH ANNUAL GENERAL SHAREHOLDERS MEETING 2019

- Pursuant to the Law on Enterprise No. 68/2014/QH13 dated 26 November 2014 and its guiding legal documents;
- Pursuant to the Charter of Cotecons Construction Joint Stock Company.

For the success of the 15th Annual General Shareholders Meeting of Cotecons Construction Joint Stock Company (hereinafter referred to as “the Company”) and the interests of shareholders in compliance with current Laws and the Company’s Charter, the Organizing Committee hereby submits the “*Working Regulation of the Annual General Shareholders Meeting*” for the Meeting’s approval, with detail as follows:

Article 1: Rights and obligations of the attending shareholders

- Shareholders who are on the final list of Vietnam Securities Depository on 19th March 2019 are entitled to attend the Annual General Shareholders Meeting of Cotecons Construction Joint Stock Company.
- The Shareholders, who have rights to attend the Meeting, have full rights and obligations as stipulated in Article 11 and Article 12 of the Charter of the Company. Shareholders or groups of Shareholders mentioned in Clause 3, Article 11 of the Charter may propose contents to be included in the Meeting agenda. Proposals must be made in writing and sent to the company at least three (03) working days before the Meeting day.
- Each Shareholder or his/her Authorized Representative attending at the meeting shall have a voting card presenting their Shareholder Code, total holding shares and/or shares owned by representation.
- Shareholders who arrive after the opening of the Meeting shall be entitled to register and vote after registration; the result of votes that have been done before shall not be affected.
- During the meeting, Shareholders shall adhere to the instruction of the Chairman and behave politely.
- Shareholders or theirs Authorized Representative shall adhere to the Working Regulation of the Annual General Shareholders Meeting.

Article 2: Rights and obligations of the Presidium

The Presidium is introduced and voted by the General Shareholders Meeting, the Presidium has the following rights and obligations:

- To preside and manage the Meeting’s activities according to the approved agenda until the Meeting Resolutions are adopted;
- To respond to Shareholders’ questions about Company's operation based on the Meeting agenda (except for matters of business confidentiality);
- The Presidium has the rights to take necessary actions to conduct the meeting in a proper, orderly manner and to reflect desires of the majority of attending Shareholders and their Authorized Representatives;
- The Presidium has the highest rights to decide on the order or procedures arising outside the agenda, including the postponement of the Meeting to another time for reasons as prescribed in Clause 6, Article 19 of the Company’s Charter.

Article 3: Obligations of Secretary Committee

The Secretary Committee is introduced and voted by the General Shareholders Meeting, Secretary Committee has following responsibilities:

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- To fully and honestly record the contents of the Meeting;
 - To prepare, announce and propose the Meeting Minutes to Annual General Shareholders Meeting for approval;
 - To assist the Presidium in announcing documents, conclusions or sending notifications to Shareholders if requested.

Article 4: Obligations of Shareholders Verification Committee, Vote-Counting Committee

- Shareholders Verification Committee shall verify Shareholders' legal status of the attendee and report the verification result.
- Vote-Counting Committee shall record the vote result for issues being voted at the Meeting, make the summary of the result and report to Presidium for announcing at the Meeting.

Article 5: Giving opinions at the meeting

- Shareholders write opinions on Information Exchange Sheet (*attached with the Meeting's documents*) and send to Presidium or raise their hands for being selected to speak. For recording Meeting Minutes purpose, shareholders need provide sufficient information (such as name and shareholder code) when giving opinions.
- The opinions should be made briefly, suitable with the Meeting agenda and avoid duplicated.
- Based on the importance of opinions or the number of concerning shareholders, Presidium select to answer opinions by their best effectiveness.

Article 6: Voting at the Meeting

- Shareholders shall vote at the Meeting by the method of raising their voting card.
- Shareholders or their Authorized Representatives are entitled to vote for issues within the authority of the Annual General Shareholders Meeting, voting rights are in correspondence with the total owned shares and/or shares owned by representation.
- Issues being voted at the Meeting shall be adopted if it is approved by at least 51% of total voting shares of all participating shareholders or their Authorized Representatives, except the decisions of the Annual General Shareholders Meeting relating to the issues specified at Point a, Clause 2, Article 20 of the Company's Charter which shall be ratified if approved by at least 65% of the total voting shares of all participating Shareholders or their Authorized Representatives.

Article 7: Minutes and Resolution of the Annual General Shareholders Meeting

- Contents in the meeting must be recorded in the Meeting Minutes and Resolution by the Secretary. Meeting Minutes and Resolution shall be read and approved before the closing of the meeting.

Article 8: Enforcement

- This Regulation is read and approved at the XV Annual General Shareholders Meeting 2019 of Cotecons Construction Joint Stock Company. This Regulation takes effect immediately after being approved by the Annual General Shareholders Meeting.

ORGANIZING COMMITTEE