

Ho Chi Minh City, 22nd June, 2020

**REQUIREMENTS TO SELF-NOMINATE AND NOMINATE
NEW MEMBERS OF BOARD OF DIRECTORS TERM 2017 - 2022
OF COTECCONS CONSTRUCTION JOINT STOCK COMPANY
AT THE 2020 ANNUAL GENERAL MEETING OF SHAREHOLDERS**

- Pursuant to Law on Enterprises No. 68/2014/2014 passed by the National Assembly of Socialist Republic of Vietnam on 26th November 2014;
- Pursuant to Law on Securities No. 70/2006/QH11 passed by the National Assembly of Socialist Republic of Vietnam on 29th June 2006, supplemented and amended by Law No. 62/2010/QH12;
- Pursuant to Decree No. 71/2017/ND-CP dated 6th June 2017 of the Government guiding corporate governance of public companies;
- Pursuant to the Charter of Coteccons Construction Joint Stock Company (“Company’s Charter”);
- Pursuant to Corporate Governance of Coteccons Construction Joint Stock Company ratified by Resolution No. 01/2019/NQ-HDQT dated 9th April, 2019,

Coteccons Construction Joint Stock Company (hereinafter referred as “**Company**”) hereby would like to inform Shareholders the requirements to nominate and self-nominate candidates replacing members of Board of Directors at 2020 Annual General Meeting of Shareholders as follows:

I. Requirements to self-nominate and nominate candidates for replacing members of Board of Directors (“BOD”)

1. **Number of new BOD members to be elected:** 02 members
2. **Term of new BOD members to be elected:** 2017 - 2022
3. **Quantity of candidates:** unlimited
4. **Conditions and standards of members of Board of Directors:**

Members of BOD must fully satisfy all conditions and standards prescribed in Article 151 of Law on Enterprises 2014 and Article 12 of Decree No. 71/2017/ND-CP, concretely as follows:

- Be legally competent and not be banned from business administration and enterprise establishment as prescribed by Law on Enterprises 2014;
- Have qualifications and experience of business administration; not necessarily shareholders of the Company;
- Not be the member of the Board of directors of more than 5 other companies.

5. Conditions for self-nomination and nomination

Shareholders or a group of Shareholders holding ordinary shares at least 06 consecutive months have the right to include the voting cards of each member together to nominate the candidates for the BOD as follows:

- Shareholders or a group of Shareholders holding more than 5% to below 10% of voting share shall be entitled to nominate one (01) candidate to the BOD;
- Shareholders or a group of Shareholders holding more than 10% to below 30% of voting share shall be entitled to nominate two (02) candidates to the BOD;

- Shareholders or a group of Shareholders holding more than 30% to below 40% of voting share shall be entitled to nominate three (03) candidates to the BOD;
- Shareholders or a group of Shareholders holding more than 40% to below 50% of voting share shall be entitled to nominate four (04) candidates to the BOD;
- Shareholders or a group of Shareholders holding more than 50% to below 60% of voting share shall be entitled to nominate five (05) candidates to the BOD;
- Shareholders or a group of Shareholders holding more than 60% to below 70% of voting share shall be entitled to nominate six (06) candidates to the BOD;
- Shareholders or a group of Shareholders holding more than 70% to below 80% of voting share shall be entitled to nominate seven (07) candidates to the BOD;
- Shareholders or a group of Shareholders holding more than 80% to below 90% of voting share shall be entitled to nominate eight (08) candidates to the BOD.

In cases that the number of candidates to the BOD through self-nomination and self-nomination is still insufficient, the current BOD is allowed to nominate additional candidates. The nomination procedure of the incumbent members of directors is clearly announced at the General Meeting of Shareholder prior to election.

II. Application documents for self-nominating or nominating candidates for members of BOD

1. Application documents for self-nominating or nominating candidates for members of BOD shall include:

- Application letter for self-nominating or nominating candidates for members of BOD (*form*);
- Curriculum Vitae declared by the candidates (*form*);
- Notarized copy of ID card/Passport, residence book, academic certificates or professional qualifications of the candidate;
- List of group of Shareholders (if candidate is nominated by group of Shareholders).

All forms will be published and updated in Company's website at <http://www.cotecons.vn/quan-he-co-dong/> from **16/06/2020**.

2. Application documents for self-nominating or nominating candidates for members of BOD:

For convenience, all application documents for self-nominating or nominating candidates for members of BOD shall be sent to head quater of Cotecons Construction Joint Stock Company at the following address: Floor 12, 236/6 Dien Bien Phu Street, Ward 17, Binh Thanh District, Ho Chi Minh City.

Deadline for receiving application documents: **no later than 5:00PM on 29th June, 2020.**

ON BEHALF OF THE BOD

CHAIRMAN

(signed)

NGUYEN BA DUONG