

## MINUTES

### 19<sup>TH</sup> ANNUAL GENERAL MEETING - 2023

#### COTECCONS CONSTRUCTION JOINT STOCK COMPANY - STOCK CODE: CTD

#### I. COMPANY INFORMATION

Company's name : COTECCONS CONSTRUCTION JOINT STOCK COMPANY  
Abbreviation name : COTECCONS Stock code: CTD  
Head office address : 236/6 Bien Bien Phu, Ward 17, Binh Thanh District, HCMC  
Business Registration Certificate No: 0303443233 granted by the Department of Planning and Investment of Ho Chi Minh City first time on 24<sup>th</sup> August 2004 and 25<sup>th</sup> amendment on 25<sup>th</sup> November 2022.

#### II. TIME AND LOCATION

The 19<sup>th</sup> Annual General Meeting ("Meeting, AGM") - 2023 of Coteccons Construction Joint Stock Company ("the Company") was held on 25<sup>th</sup> April 2023 at 8:00AM both physically at Head office, 236/6 Bien Bien Phu, Ward 17, Binh Thanh District, HCMC and online form.

#### III. ATTENDEES AND ELIGIBILITY OF THE MEETING

##### 1. Board of Directors, Board of Supervisors, Board of Management

##### 1.1 Board of Directors (BOD)

Attendant	Position	Form of participation
1. Mr. Bolat Duisenov	Chairman of the BOD	
2. Mr. Talgat Turumbayev	BOD Member	
3. Mr. Herwig Guido H. Van Hove	BOD Member	
4. Mr. Tan Chin Tiong	BOD Member	
5. Mr. Tong Van Nga	BOD Member	
6. Mr. Pham Quang Vu	BOD Member	
7. Mr. Vo Hoang Lam	BOD Member	

##### 1.2 Board of Supervisors (BOS)

Attendant	Position	Form of participation
1. Mr. Tran Van Thuc	Head of the BOS	
2. Mr. Zhaidarzhan Zatayev	Member of the	
3. Mr. Doan Phan Trung Kien	Member of the	

### 1.3 Board of Management (BOM)

Attendant	Position	Form of participation
1. Mr. Vo Hoang Lam	CEO	
2. Ms. Pham Thi Bich Ngoc	Deputy CEO	
3. Mr. Pham Quan Luc	Deputy CEO	
4. Mr. Nguyen Ngoc Lan	Deputy CEO	
5. Mr. Chris Senekki	Deputy CEO	
6. Mr. Tran Van Lam	CEO Unicons	

#### 2. Shareholders participating the AGM by physically and online form

#### 3. And representatives of Media, Press and Securities Companies

#### 4. Checking shareholders' eligibility to attend the Meeting

On behalf of the Shareholders' Eligibility Verification Committee, Mr. Nguyen Viet Thang reported the results of checking shareholders' eligibility to attend the Meeting as of 08h00, 25<sup>th</sup> April 2023 as follows:

- Total number of shareholders attending either physically (including by proxy) and online was 106 people, representing 42,301,285 shares, equivalent to 57.27% of voting rights based on the Shareholders Register on the Record Date as of March 28<sup>th</sup>, 2023 provided by the Viet Nam Securities Depository.
- Pursuant to Law on Enterprises and the provisions of the Company's Charter, a Meeting is validly convened when shareholders attending either physically (including by proxy) and online, representing more than 50% of the total voting shares of the Company.

Thus, the Meeting satisfied the provisions and can be proceeded.

## IV. PRE-MEETING FORMALITIES

### 1. Introduction of Regulation on Organization the 2023 AGM

The Organizing Committee introduced the Regulation on Organization at the 19<sup>th</sup> AGM - 2023.

### 2. Introduce the list of the Presiding Committee, the Meeting Secretaries, and submit the members of the Vote Counting Committee to the AGM of Shareholders for approval

The Organizing Committee introduced the members of the Presidium, the Secretary Board, and submitted the members of the Vote Counting Committee to the AGM of Shareholders for approval as follows:

#### 2.1. The Presiding Committee

- Mr. Bolat Duisenov - Chairman of BOD, Chairperson of the Meeting
- Mr. Pham Quang Vu - Member of BOD, Member
- Mr. Vo Hoang Lam - Member of BOD, Member

#### 2.2. The Meeting Secretaries

- Mr. Nguyen Van Dua - Head of the Meeting Secretaries
- Ms. Nguyen Quynh Huong - Member

- Mr. Nguyen Truong Tho - Member

### **2.3 . The Vote Counting Committee**

- Mr. Tran Van Thuc - Head of the Vote Counting Committee
- Ms. Tran Thi Thanh Van - Member
- Ms. Tran Thi Hong Nhung - Member

### **3 . Approval of Meeting Agenda**

The Presiding Committee announced the Meeting Agenda.

### **4 . The electronic voting method was used at the Meeting to approve the Regulations for the organization of the 2023 AGM, the Vote Counting Committee, and the Agenda of the meeting**

- 4.1. The Meeting was approved with the Regulations for the organization of the 2023 AGM with voting rate of 99.99%
- 4.2. The Meeting was approved with the Vote Counting Committee with voting rate of 99.99%
- 4.3. The Meeting was approved with the Agenda of the meeting with voting rate of 99.99%

## **V. CONTENT OF THE AGM**

### **1 . Presentation of reports to be discussed and approved by the AGM**

- Mr. Bolat Duisenov, presented the Report of the BOD (*attached hereto*)
- Mr. Vo Hoang Lam presented Report of the BOM (*attached hereto*)
- Mr. Tran Van Thuc - Head of the BOS, presented the Report of the BOS in 2022 (*attached hereto*)
- Mr. Pham Quang Vu, presented the speech about the 5-year ESOP program

### **2 . Presentation of proposals to be discussed and approved by the AGM**

To continue the meeting, The Presiding Committee presented proposals at the Meeting, including:

- **Proposal 01:** Company reports and business results of the year 2022
- **Proposal 02:** The 2022 profit distribution and dividend payment
- **Proposal 03:** The Fiscal year 2023 business plan (from January 1<sup>st</sup>, 2023 to June 30<sup>th</sup>, 2023)
- **Proposal 04:** The remuneration of the BOD, BOS and estimated operating expenses of the BOD and its Committees for the Fiscal year 2023 (from January 1<sup>st</sup>, 2023 to June 30<sup>th</sup>, 2023)
- **Proposal 05:** Selection of the auditing firm for the Fiscal year 2023 (from January 1<sup>st</sup>, 2023 to June 30<sup>th</sup>, 2023)
- **Proposal 06:** The plan on issuing shares to increase the charter capital from owner's resources (bonus shares)
- **Proposal 07:** Ownership rate of foreign investors
- **Proposal 08:** Plan to issue the shares under Employee Stock Ownership Plan (ESOP) from treasury shares
- **Proposal 09:** Study opportunities for fund raising to Unicons Investment Construction Limited Company
- **Proposal 10:** Study on Strategy for Expanding Globally
- **Proposal 11:** Approval of amendments in the Company's Charter
- **Proposal 12:** The 5-year ESOP program

### 3 . Discussion

The Presiding Committee and the AGM listened to the opinions of the shareholders and discussed the contents of the reports and proposals presented at the AGM.

### 4 . Voting

The Meeting voted on the Proposals and voting results of each content are as follows:

#### 4.1. The Company's reports annual in 2022

The Meeting approved the Company's reports annual in 2022 as follows:

- Report on performance results of the Board of Directors in 2022 and plan for Fiscal year 2023.
- Report on performance results of the Board of Supervisors in 2022 and plan for Fiscal year 2023.
- Report of the Board of Management in 2022 and plan for Fiscal year 2023

The Meeting approved with the following voting results:

Agree:	48,394,921	shares, accounting for	99.8%	voting rights at the Meeting
Disagree:	0	shares, accounting for	0%	voting rights at the Meeting
No opinion:	94,200	shares, accounting for	0.19%	voting rights at the Meeting

#### 4.2. The Audited Financial Statements for 2022 and the 2022 business results

The Meeting approved the Audited Financial Statements for 2022 and the 2022 business results, some main financial figures approved by the AGM are as follows:

No.	Description	Unit	Amount
1.	Net revenue from sales of goods and render of services	VND	14,536,948,503,110
2.	Profit before tax	VND	34,825,553,879
3.	Profit after tax of parent company's shareholders	VND	20,712,200,279
4.	Total assets	VND	18,964,799,657,013
5.	Owner's equity	VND	8,213,962,257,245

The Meeting approved with the following voting results:

Agree:	48,395,421	shares, accounting for	99.8%	voting rights at the Meeting
Disagree:	0	shares, accounting for	0%	voting rights at the Meeting
No opinion:	93,700	shares, accounting for	0.19%	voting rights at the Meeting

#### 4.3. The Profit distribution plan

The Meeting approved on the Profit distribution plan as follows:

No.	Description	Unit	Amount
<b>1</b>	<b>Total accumulated Retained Earnings on Consolidated Financial Statements as of December 31<sup>st</sup>, 2022</b>	<b>VND</b>	<b>336,087,635,969</b>
1.1	Total accumulated Retained Earnings on Consolidated Financial Statements as of December 31 <sup>st</sup> , 2021	VND	315,375,435,690

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1.2	Accumulated Retained Earnings in 2022	VND	20,712,200,279
<b>2</b>	<b>Profit distribution plan</b>	<b>VND</b>	<b>0</b>
2.1	Appropriation of Funds	VND	0
2.2	Dividend distribution	VND	0
<b>3</b>	<b>Remaining Retained Earnings</b>	<b>VND</b>	<b>336,087,635,969</b>

The Meeting approved with the following voting results:

Agree:	48,393,221	shares, accounting for	99.8%	voting rights at the Meeting
Disagree:	5,800	shares, accounting for	0.01%	voting rights at the Meeting
No opinion:	91,100	shares, accounting for	0.19%	voting rights at the Meeting

#### 4.4. The Fiscal year 2023 Business Plan (from January 1<sup>st</sup>, 2023 to June 30<sup>th</sup>, 2023)

The Meeting approval approval on the business plan for the Fiscal year 2023 (from January 1<sup>st</sup>, 2023 to June 30<sup>th</sup>, 2023), as follows:

No.	Description	Unit	Target of the Fiscal year 2023 (from January 1 <sup>st</sup> , 2023 to June 30 <sup>th</sup> , 2023)	Target of the whole year 2023 (Estimated)	Actual 2022	Growth
1	Consolidated revenue	Bil. VND	7,644	16,249	14,537	12%
2	Consolidated profit after tax	Bil. VND	44	233	21	1010%

The Meeting approved with the following voting results:

Agree:	48,396,421	shares, accounting for	99.81%	voting rights at the Meeting
Disagree:	0	shares, accounting for	0%	voting rights at the Meeting
No opinion:	93,700	shares, accounting for	0.19%	voting rights at the Meeting

#### 4.5. Report on 2022 Remuneration for BOD and BOS and the remuneration of the BOD, BOS and estimated Operating Expenses of the BOD and its Committees for Fiscal year 2023 (from January 1<sup>st</sup>, 2023 to June 30<sup>th</sup>, 2023)

a. Approval of the total remuneration for BOD and BOS in 2022 amounting to 2,436,000,000 as follow:

No	Name	Title	Unit	Amount
1.	Mr Tong Van Nga	BOD Independent Member	VND	600,000,000
2.	Mr Tan Chin Tiong	BOD Independent Member	VND	600,000,000
3.	Mr Pham Quang Vu	BOD Member	VND	700,000,000
4.	Mr Tran Van Thuc	Head of Board of Supervision	VND	480,000,000
5.	Mr Doan Phan Trung Kien	Board of Supervision Member	VND	56,000,000
	<b>Total</b>			<b>VND 2,436,000,000</b>

A payment of VND1,836,000,000 was completed in 2022, and VND600,000,000 still needs to be paid in 2023.

b. The remuneration for members of the BOD and the BOS in Fiscal year 2023 and estimated Operating Expenses of the BOD and its Committees for Fiscal year 2023 (from January 1<sup>st</sup>, 2023 to

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June 30<sup>th</sup>, 2023) is VND3,000,000,000. Authorize the Chairman of the BOD to determine the specific remuneration for each member in Fiscal year 2023 and the interim advance payment for members during the period from the end of the Fiscal year 2023 until the next AGM.

The Meeting approved with the following voting results:

Agree:	48,373,661	shares, accounting for	99.76%	voting rights at the Meeting
Disagree:	2,800	shares, accounting for	0.006%	voting rights at the Meeting
No opinion:	113,660	shares, accounting for	0.23%	voting rights at the Meeting

**4.6. The selection of the auditing firm for the Fiscal year 2023 (from January 1<sup>st</sup>, 2023 to June 30<sup>th</sup>, 2023)**

The Meeting approval authorizes the BOD to select one of the Big Four audit firms in Vietnam, who are accepted by State Securities Commission of Vietnam to be the auditing firm of Coteccons for the Fiscal year 2023 (from January 1<sup>st</sup>, 2023 to June 30<sup>th</sup>, 2023) as below:

- PwC (Vietnam) Company Limited
- Deloitte Vietnam Company Limited
- KPMG Company Limited
- Ernst & Young Vietnam Company Limited

The Meeting approved with the following voting results:

Agree:	48,396,921	shares, accounting for	99.81%	voting rights at the Meeting
Disagree:	0	shares, accounting for	0%	voting rights at the Meeting
No opinion:	93,200	shares, accounting for	0.19%	voting rights at the Meeting

**4.7. The plan on issuing shares to increase the charter capital from owner's resources (bonus shares)**

- a. Issuing Object:** Existing shareholders of Coteccons Construction Joint Stock Company named in the list of share ownership closed by the Vietnam Securities Depository (VSD) at the last registration date to exercise their rights. Treasury shares at the time of exercising the right are not entitled to the rights arising from the issuance of shares to increase share capital from owners' equity.
- b. Right exercise rate:** 3:1 (meaning that shareholders who own 03 shares will receive 01 new share).
- c. Processing with arising odd stocks (if any):** The number of shares to be issued will be rounded down to the unit, the decimal fraction (if any) will be cancelled.  
*Example: Shareholder A owns 125 shares at the closing date of the list of shareholders. With a ratio of 3:1, shareholder A receives:  $125:3 = 41.6$  shares. According to the above principle, shareholder A will receive 41 shares. Decimal is 0.6 shares will be cancelled.*
- d. Issuance capital source:** From the Investment and Development Fund on the Audited Separate Financial Statements for 2022.
- e. Expected number of issued shares:** 24,804,752 shares. The number of shares expected to be issued will vary depending on the number of outstanding shares at the time of issuance based on the right exercise rate approved by the 2023 - 19<sup>th</sup> Annual General Meeting of Shareholders.
- f. Total expected value of shares expected to be issued at par value:** VND 248,047,520,000.
- g. Issuance method:** Shares issued to existing shareholders will be distributed according to the method of exercising rights.

- h. Transfer of the rights:** The right to receive shares issued to increase share capital from equity non-transferable.
- i. Transfer restrictions:** The additionally issued bonus shares are not subjected to transfer restrictions.
- j. Time to issuance:** Expected in 2023 or another time as decided by the BOD, after completing the issuance of 554,785 ESOP shares according to Clause 1, Article 1 of the Resolution of the GMS No. 01/2023/NQ/DHCD dated 02/03/2023.
- k. Authorizing the BOD and other general issues:** The Meeting authorizes the BOD to perform the following issues related to the issuance:
  - Choosing the issuance time in 2023 or another time as decided by the BOD, after being approved by the SSC.
  - Detailed adjustment of share issuance plan to increase share capital from equity and other relevant documents including but not limited to: (i) Number of shares to be issued; (ii) Issuance ratio according to the number of outstanding shares.
  - Carrying out the necessary procedures to register with the SSC and other functional agencies, proactively explaining, supplementing or amending the issuance plan and other documents relevant upon request from, other competent authorities or for complying with relevant legal regulations.
  - Developing a plan to ensure the foreign investor ownership ratio in accordance with the provisions of law.
  - Carrying out necessary procedures to register for additional depository of additional issued shares at VSD and to register for additional listing of shares at HSX.
  - Amending and supplementing the Charter and carrying out the procedures for registration of change of charter capital and adjusting the Certificate of Business registration at the Department of Planning and Investment of Ho Chi Minh City after receiving the official letter report on release results from the SSC.
  - Other issues related to the issuance of shares to ensure the successful issuance of shares to increase charter capital from equity.
  - Depending on each specific case, the BOD can authorize the Chairman to carry out some or all specific tasks mentioned above.

The Meeting approved with the following voting results:

Agree:	48,203,648	shares, accounting for	99.4%	voting rights at the Meeting
Disagree:	237,673	shares, accounting for	0.5%	voting rights at the Meeting
No opinion:	48,800	shares, accounting for	0.1%	voting rights at the Meeting

**4.8. Increase the ownership ratio of foreign investors and change some business lines to match the conditions on ownership ratio of foreign investors**

The Meeting approved:

- a. Adjust and amend a number of business lines of the Company to ensure the goal of increasing the ownership ratio of foreign investors to a maximum of 100% according to the provisions of the law:
  - Amend the details of the following business lines:

No	Code, Name of business line before adjustment	Code, Name of business line after adjustment
1	Other specialized wholesale uncategorized - (industry code 4669) Details: Export, import, export right, import right: iron, steel, construction structure; other installation materials and equipment in construction; materials-machinery-equipment-spare parts, technological lines of construction industry and production of building materials; construction machinery.	Other specialized wholesale uncategorized - (industry code 4669) Details: Export, import, export right, import right: iron, steel, construction structure; other installation materials and equipment in construction; materials-machinery-equipment-spare parts, technological lines of construction industry and production of building materials; construction machinery and equipment (except for the export, import and distribution of goods on the list of goods that foreign investors and foreign-invested economic organizations are not allowed to exercise their rights to) export, import right, distribution right in accordance with the law).
2	Wholesale of other machinery, equipment and spare parts - (industry code 4659) Details: Wholesale of construction machinery, equipment, construction materials, spare parts, construction technology lines, construction material production industry.	Wholesale of other machinery, equipment and spare parts - (industry code 4659) Details: Wholesale of construction machinery, equipment, construction materials, spare parts, technological lines of construction industry, construction material production industry (except for export, import and distribution of goods and services) for goods on the list of goods that foreign investors and foreign-invested economic organizations are not allowed to exercise the right to export, right to import, or right to distribute in accordance with law).
3	Wholesale of other installation materials and equipment in construction - (industry code 4663) Details: Wholesale of construction machinery, equipment, construction materials.	Wholesale of other installation materials and equipment in construction - (industry code 4663) Details: Wholesale of construction machinery and equipment, construction materials (except for export, import and distribution of goods on the List of goods by foreign investors, economic organizations, etc.). foreign-invested capital is not allowed to exercise the right to export, right to import, right to distribute according to the provisions of law).

- Remove the business line:

No.	Name of business line	Industry code
1	Producing concrete and products from concrete, cement and plaster Details: Fabrication and production of building structures; production of building materials (not produced at the head office)	2395

- The General Meeting of Shareholders authorizes the Chairman of the Board of Directors to fully decide on all issues and carry out procedures related to updating and changing the approved business lines in accordance with the law.



- b. Authorize the Board of Directors to develop a plan and carry out registration and notification procedures to competent state agencies in accordance with law to increase the ownership ratio of foreign investors to the maximum of 100% according to the provisions of the law.

The Meeting approved with the following voting results:

Agree:	48,362,591	shares, accounting for	99.74%	voting rights at the Meeting
Disagree:	67,930	shares, accounting for	0.14%	voting rights at the Meeting
No opinion:	59,600	shares, accounting for	0.12%	voting rights at the Meeting

**4.9. Plan to issue the shares under Employee Stock Ownership Plan (ESOP) from treasury shares**

- a. Purpose of the issuance: The purpose of this issuance is to enhance the morale of the employees, to retain valuable human resources, and to foster a long-term bond with the key personnel of the Company and its subsidiaries.
- b. The expected number of ESOP shares to be issued from the treasury stock source is 713,295 shares.
- c. Selling price: 10.000 VND/ share.
- d. Beneficiaries: Member of Board of Management, Key Management Officer and other employees of the Company and its subsidiaries.
- e. Implementation time: Authorize the BOD to choose a specific time in 2023 or at another time as decided by the BOD after SSC has received an official letter regarding the company's report on the sale of treasury stocks to employees and after the following contents have been completed:
- After the Company finished the transaction of selling 554,785 treasury shares as the Resolution General Meeting Shareholders No.01/2023/NQ-DHCD dated March 02, 2023 and;
  - After the Company completes the issuance of bonus shares according to the resolution of the 19<sup>th</sup> Annual General Meeting of Shareholders in 2023, SSC has received an official letter regarding the completion of the company's issuance of bonus shares.
- f. Transfer restrictions: Within (01) years from the end of the issue
- g. Plan to use money from the issuance: The entire money will be used to add working capital for the Company.
- h. The plan to handle unsold shares: Authorize the BOD to decide to continue distributing to other employees, suitable for ESOP with the same of selling price and Transfer restrictions.
- i. Method of handling the difference between the purchase price of treasury shares and the selling price: compensated from share capital surplus according to the most recent audited or reviewed Financial Statements.
- j. Ensure that the issuance of shares meets the Company's regulations on the maximum foreign ownership ratio at the time of issuance.
- k. Authorize the BOD:
- Authorize the BOD to select the appropriate time to carry out the issuance and complete the issuance after the SSC has an official dispatch on receipt of the report on the sale of treasury

shares to the employees of the Company. BOD can actively adjust issuing plan, include add, adjust, complete documents according of SSC and other authorities.

- Authorize the BOD to approve a plan to ensure that the issuance of shares meets the Company's regulations on the maximum foreign ownership ratio of the Company at the time of issuance.
- Decide standard, list of members of Board of management, Key Management Officer and other employees who are eligible to participate in the program and the principle of determining the number of shares to be distributed to each employee.
- In case an employee leaves during the transfer restriction period, the BOD has full authority to decide on all issues related to the withdrawal of ESOP shares, including but not limited to the approval of: (i) the cases of stock withdrawal, (ii) the form of ESOP stock recovery (including the redemption and distribution to other employees and/or the Trade Union performing the repurchase of shares). revoked shares in accordance with the law), (iii) price and method of redemption and/or redistribution of recovered shares, and (iv) other issues related to stock recovery.

The Meeting approved with the following voting results:

Agree:	43,025,196	shares, accounting for	88.73%	voting rights at the Meeting
Disagree:	5,275,625	shares, accounting for	10.88%	voting rights at the Meeting
No opinion:	189,300	shares, accounting for	0.39%	voting rights at the Meeting

#### 4.10. Studying opportunities for fund raising to Unicons Investment Construction Limited Company (Unicons)

The Meeting authorized the BOD to study opportunities for fund raising to Unicons and decide the time and form to fund raising for Unicons, in order to expand capital to serve Unicons' long-term growth goals.

The Meeting approved with the following voting results:

Agree:	48,246,898	shares, accounting for	99.5%	voting rights at the Meeting
Disagree:	197,463	shares, accounting for	0.41%	voting rights at the Meeting
No opinion:	45,760	shares, accounting for	0.09%	voting rights at the Meeting

#### 4.11. Amendments in the Company's Charter

Based on the legal regulations and operating needs of the Company, the Meeting approved the amendment of the Charter as follows:

No.	Current Charter	Amendment	Reason
1	<p><b>Article 22. Jurisdiction and formality for Approval of Resolutions via written documents</b></p> <p>4. Shareholders submit their written responses to the company by</p>	<p><b>Article 22. Jurisdiction and formality for Approval of Resolutions via written documents</b></p> <p>4. Shareholders submit their written responses to the company by mail,</p>	Applying electronic voting as an additional method for collecting shareholder opinions in

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No.	Current Charter	Amendment	Reason
	<p>mail, fax or email according to the following regulations:</p> <p>a. Mail: answered written opinion form must be signed by individual shareholders, authorized representative, or legal representative of institutional shareholders. The comment form sent to the Company must be in a sealed envelope and no one shall be entitled to open it before the votes counting.</p> <p>b. Fax or email: answered comment form sent to the company by fax or email must be kept confidential until the time of votes counting.</p> <p>c. Comment forms sent to the Company after the deadline or have been opened in the case of mail sending and disclosed in the case of faxing or emailing is not valid. Comment forms have not been sent to the Company are considered unopposed.</p>	<p>fax, email, electronic voting according to the following regulations:</p> <p>a. Mail: answered written opinion form must be signed by individual shareholders, authorized representative, or legal representative of institutional shareholders. The comment form sent to the Company must be in a sealed envelope and no one shall be entitled to open it before the votes counting.</p> <p>b. Fax or email: answered comment form sent to the company by fax or email must be kept confidential until the time of votes counting.</p> <p>c. Comment forms sent to the Company after the deadline or have been opened in the case of mail sending and disclosed in the case of faxing or emailing is not valid. Comment forms have not been sent to the Company are considered unopposed.</p> <p>d. Shareholders can vote in writing or electronically. If necessary, the convenor of the General Meeting of Shareholders has the right to deploy either of the above two methods or other forms of collecting shareholders' opinions on the principle of: being suitable to the actual situation and complying with the Law, Charter, ensure the principles of publicity and transparency, and ensure the legitimate rights and interests of shareholders.</p>	<p>writing to increase convenience for shareholders when exercising their voting rights on matters within the authority of the General Meeting of Shareholders.</p>
2	<p><b>Article 4. Operation purpose of the Company</b></p> <p>1. Business lines of the Company:</p> <ul style="list-style-type: none"> <li>- Other specialized wholesale un-categorized - (industry code 4669)</li> </ul>	<p><b>Article 4. Operation purpose of the Company</b></p> <p>1. Business lines of the Company:</p> <ul style="list-style-type: none"> <li>- Other specialized wholesale un-categorized - (industry code 4669)</li> </ul>	<p>Adjustments and modifications are necessary to align with the actual operating situation and comply</p>

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No.	Current Charter	Amendment	Reason
	<p>Details: Export, import, export right, import right: iron, steel, construction structure; other installation materials and equipment in construction; materials-machinery-equipment-spare parts, technological lines of construction industry and production of building materials; construction machinery.</p> <p>- Wholesale of other machinery, equipment and spare parts - (industry code 4659) Details: Wholesale of construction machinery, equipment, construction materials, spare parts, construction technology lines, construction material production industry.</p> <p>- Wholesale of other installation materials and equipment in construction - (industry code 4663) Details: Wholesale construction machinery, equipment, construction materials.</p>	<p>Details: Export, import, export right, import right: iron, steel, construction structure; other installation materials and equipment in construction; materials-machinery-equipment-spare parts, technological lines of construction industry and production of building materials; construction machinery and equipment (except for the export, import and distribution of goods on the list of goods that foreign investors and foreign-invested economic organizations are not allowed to exercise their rights to) export, import right, distribution right in accordance with the law).</p> <p>- Wholesale of other machinery, equipment and spare parts - (industry code 4659) Details: Wholesale of construction machinery, equipment, construction materials, spare parts, technological lines of construction industry, construction material production industry (except for export, import and distribution of goods and services) for goods on the list of goods that foreign investors and foreign-invested economic organizations are not allowed to exercise the right to export, right to import, or right to distribute in accordance with law).</p> <p>- Wholesale of other installation materials and equipment in construction - (industry code 4663) Details: Wholesale of construction machinery and equipment, construction materials</p>	<p>with regulations on foreign ownership ratios for public companies.</p> <p>Apart from the 4 industries that require adjustments, other business sectors listed in the company's business field remain unchanged.</p>

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No.	Current Charter	Amendment	Reason
	- Producing concrete and products from concrete, cement and plaster (industry code 2395). Details: Fabrication and production of building structures; production of building materials (not produced at the head office).	(except for export, import and distribution of goods on the List of goods by foreign investors, economic organizations, etc.). foreign-invested capital is not allowed to exercise the right to export, right to import, right to distribute according to the provisions of law).  Remove the industry Producing concrete and products from concrete, cement and gypsum - (industry code 2395).	

The Meeting approved with the following voting results:

Agree:	48,376,021	shares, accounting for	99.8%	voting rights at the Meeting
Disagree:	0	shares, accounting for	0%	voting rights at the Meeting
No opinion:	114,100	shares, accounting for	0.23%	voting rights at the Meeting

#### 4.12. The 5-year ESOP (Employee Stock Ownership Plan) program

The Meeting approved the 5-year ESOP program as follows:

- a. **Purpose of issuance:** The 5-year ESOP program is a long-term program implemented by the BOD to retain talented employees, aimed at fostering long-term commitment of key personnel to serve the Company's long-term and sustainable development strategy. At the same time, it aligns the interests of key personnel with the task of increasing benefits and stock value for shareholders.
- b. **Type of share:** Ordinary share.
- c. **Par value:** VND 10,000/ per share.
- d. **Selling price:** Ascertained at the time of issuance.
- e. **Transfer restrictions:** Ascertained at the time of issuance.
- f. **The number of shares expected to be issued:** Up to 12.5% of the total outstanding shares, equivalent to 2.5% per year. Include: It is expected that 50% of the total issuance value (equivalent to 1.25% of the total outstanding shares) will be deducted from the Company's salary fund, while the remaining 50% (equivalent to 1.25% of the total outstanding shares) will be deducted from the Company's bonus fund.
- g. **Issuance criterion:** The minimum expected increase in the average annual stock value is 10%.
- h. **Target market capitalization after 5 years:** USD 1 billion
- i. **Authorization for the BOD:**

- Preparing the issuance plan, which includes the quantity of shares to be issued, issuance price, and the timing of the issuance to be approved by the General Meeting of Shareholders for each issuance period.
- The decision on the criteria and list of employees eligible to participate in the program, principles for determining the number of shares to be allocated to each group, and the regulations on issuing the ESOP program.
- Making and executing all necessary decisions and procedures related to the issuance of the ESOP program.

Agree:	42,975,796	shares, accounting for	88.63%	voting rights at the Meeting
Disagree:	5,339,225	shares, accounting for	11.01%	voting rights at the Meeting
No opinion:	175,100	shares, accounting for	0.36%	voting rights at the Meeting

## VI. Approval on the Minutes of the Meeting

After the Secretary Board of the Meeting read the full text of the Minutes of the Meeting, the Meeting approved the content of the Minutes with the approval rate of 99.9% of the total number of shares with voting rights at the meeting.

The Minutes of the 19<sup>th</sup> AGM of Shareholders - 2023 of Coteccons Construction Joint Stock Company was taken at 12h30 on April 25<sup>th</sup>, 2023.

The Minutes was made with the signatures of the Presiding Committee and the Meeting Secretaries as below.

**ON BEHALF OF THE MEETING  
SECRETARIES**  
Head of the Meeting Secretaries

**NGUYEN VAN DUA**

**ON BEHALF OF THE PRESIDING  
COMMITTEE**  
Chairperson



**BOLAT DUSENOV**



SOCIALIST REPUBLIC OF VIETNAM  
Independence - Freedom – Happiness

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No.: 02/2023/NQ-DHCD

Ho Chi Minh City, 25<sup>th</sup> April 2023

**RESOLUTION**  
**19<sup>TH</sup> ANNUAL GENERAL MEETING - 2023**  
**COTECCONS CONSTRUCTION JOINT STOCK COMPANY**

- *In pursuant to the Law on Enterprises No. 59/2020/QH14 passed by the National Assembly on 17<sup>th</sup> June 2020;*
- *In pursuant to the Law on Securities No. 54/2019/QH14 passed by the National Assembly on 26<sup>th</sup> November 2019;*
- *Pursuant to the Charter of Coteccons Construction Joint Stock Company (“Charter”);*
- *Pursuant to the 19<sup>th</sup> AGM Meeting Minutes of 2023 No. 02/2023/BB-DHCD dated 25<sup>th</sup> April 2023 of Coteccons Construction Joint Stock Company.*

**DECIDE**

**Article 1: Approval of the Company’s reports annual in 2022**

The AGM approved the Company’s reports annual in 2022 as follows:

1. Report on performance results of the Board of Directors in 2022 and plan for Fiscal year 2023.
2. Report on performance results of the Board of Supervisors in 2022 and plan for Fiscal year 2023.
3. Report of the Board of Management in 2022 and plan for Fiscal year 2023.

**Article 2: Effectiveness**

This resolution is effective since the signing date.

The 19<sup>th</sup> Annual General Meeting - 2023 authorised the Board of Directors of Coteccons Construction Joint Stock Company to organise and manage the Company to carry out the contents of this Resolution.

**ON BEHALF OF PRESIDIUM**

**Chairman**



**BOLAT DUSENOV**

**RESOLUTION**

**19<sup>TH</sup> ANNUAL GENERAL MEETING - 2023**

**COTECCONS CONSTRUCTION JOINT STOCK COMPANY**

- In pursuant to the Law on Enterprises No. 59/2020/QH14 passed by the National Assembly on 17<sup>th</sup> June 2020;
- In pursuant to the Law on Securities No. 54/2019/QH14 passed by the National Assembly on 26<sup>th</sup> November 2019;
- Pursuant to the Charter of Coteccons Construction Joint Stock Company (“Charter”);
- Pursuant to the 19<sup>th</sup> AGM Meeting Minutes of 2023 No. 02/2023/BB-DHCD dated 25<sup>th</sup> April 2023 of Coteccons Construction Joint Stock Company.

**DECIDE**

**Article 1: Approval of the Audited Financial Statements for 2022 and the 2022 business results**

The AGM approval the Audited Financial Statements for 2022 and the 2022 business results, some main financial figures approved by the AGM are as follows:

No.	Description	Unit	Amount
1.	Net revenue from sales of goods and render of services	VND	14,536,948,503,110
2.	Profit before tax	VND	34,825,553,879
3.	Profit after tax of parent company’s shareholders	VND	20,712,200,279
4.	Total assets	VND	18,964,799,657,013
5.	Owner’s equity	VND	8,213,962,257,245

**Article 2: Effectiveness**

This resolution is effective since the signing date.

The 19<sup>th</sup> Annual General Meeting - 2023 authorised the Board of Directors of Coteccons Construction Joint Stock Company to organise and manage the Company to carry out the contents of this Resolution.

**ON BEHALF OF PRESIDIUM**

Chairman



**BOLAT DUSENOV**



No.: 04/2023/NQ-DHCD

Ho Chi Minh City, 25<sup>th</sup> April 2023**RESOLUTION****19<sup>TH</sup> ANNUAL GENERAL MEETING - 2023****COTECCONS CONSTRUCTION JOINT STOCK COMPANY**

- *In pursuant to the Law on Enterprises No. 59/2020/QH14 passed by the National Assembly on 17<sup>th</sup> June 2020;*
- *In pursuant to the Law on Securities No. 54/2019/QH14 passed by the National Assembly on 26<sup>th</sup> November 2019;*
- *Pursuant to the Charter of Coteccons Construction Joint Stock Company (“Charter”);*
- *Pursuant to the 19<sup>th</sup> AGM Meeting Minutes of 2023 No. 02/2023/BB-DHCD dated 25<sup>th</sup> April 2023 of Coteccons Construction Joint Stock Company.*

**DECIDE****Article 1: Approval of the business plan for the Fiscal year 2023** (from January 1<sup>st</sup>, 2023 to June 30<sup>th</sup>, 2023)

The AGM approval in business plan for the Fiscal year 2023 (from January 1<sup>st</sup>, 2023 to June 30<sup>th</sup>, 2023), specifically as follows:

No.	Description	Unit	Target of the Fiscal year 2023 (from January 1 <sup>st</sup> , 2023 to June 30 <sup>th</sup> , 2023)	Target of the whole year 2023 (estimated)	Actual 2022	Growth
1	Consolidated revenue	Bil. VND	7,644	16,249	14,537	12%
2	Consolidated profit after tax	Bil. VND	44	233	21	1010%

**Article 2: Effectiveness**

This resolution is effective since the signing date.

The 19<sup>th</sup> Annual General Meeting - 2023 authorised the Board of Directors of Coteccons Construction Joint Stock Company to organise and manage the Company to carry out the contents of this Resolution.

**ON BEHALF OF PRESIDIUM**

Chairman

**BOLAT DUSENOV**

No.: 05/2023/NQ-DHCD

Ho Chi Minh City, 25<sup>th</sup> April 2023

## RESOLUTION

19<sup>TH</sup> ANNUAL GENERAL MEETING - 2023

## COTECCONS CONSTRUCTION JOINT STOCK COMPANY

- In pursuant to the Law on Enterprises No. 59/2020/QH14 passed by the National Assembly on 17<sup>th</sup> June 2020;
- In pursuant to the Law on Securities No. 54/2019/QH14 passed by the National Assembly on 26<sup>th</sup> November 2019;
- Pursuant to the Charter of Coteccons Construction Joint Stock Company (“Charter”);
- Pursuant to the 19<sup>th</sup> AGM Meeting Minutes of 2023 No. 02/2023/BB-DHCD dated 25<sup>th</sup> April 2023 of Coteccons Construction Joint Stock Company.

## DECIDE

**Article 1: Approval of the business plan for the Fiscal year 2023** (from January 1<sup>st</sup>, 2023 to June 30<sup>th</sup>, 2023)

The AGM approval in business plan for the Fiscal year 2023 (from January 1<sup>st</sup>, 2023 to June 30<sup>th</sup>, 2023), specifically as follows:

No.	Description	Unit	Target of the Fiscal year 2023 (from January 1 <sup>st</sup> , 2023 to June 30 <sup>th</sup> , 2023)	Target of the whole year 2023 (estimated)	Actual 2022	Growth
1	Consolidated revenue	Bil. VND	7,644	16,249	14,537	12%
2	Consolidated profit after tax	Bil. VND	44	233	21	1010%

**Article 2: Effectiveness**

This resolution is effective since the signing date.

The 19<sup>th</sup> Annual General Meeting - 2023 authorised the Board of Directors of Coteccons Construction Joint Stock Company to organise and manage the Company to carry out the contents of this Resolution.

ON BEHALF OF PRESIDIUM

Chairman



BOLAT DUSENOV



No.: 06/2023/NQ-DHCD

Ho Chi Minh City, 25<sup>th</sup> April 2023

**RESOLUTION**

**19<sup>TH</sup> ANNUAL GENERAL MEETING - 2023**

**COTECCONS CONSTRUCTION JOINT STOCK COMPANY**

- In pursuant to the Law on Enterprises No. 59/2020/QH14 passed by the National Assembly on 17<sup>th</sup> June 2020;
- In pursuant to the Law on Securities No. 54/2019/QH14 passed by the National Assembly on 26<sup>th</sup> November 2019;
- Pursuant to the Charter of Coteccons Construction Joint Stock Company (“Charter”);
- Pursuant to the 19<sup>th</sup> AGM Meeting Minutes of 2023 No. 02/2023/BB-DHCD dated 25<sup>th</sup> April 2023 of Coteccons Construction Joint Stock Company.

**DECIDE**

**Article 1: Approval of the total remuneration for Board of Directors and Board of Supervisors in 2022 amounting to 2,436,000,000, as follows:**

No	Name	Title	Unit	Amount
1.	Mr Tong Van Nga	BOD Independent Member	VND	600,000,000
2.	Mr Tan Chin Tiong	BOD Independent Member	VND	600,000,000
3.	Mr Pham Quang Vu	BOD Member	VND	700,000,000
4.	Mr Tran Van Thuc	Head of Board of Supervision	VND	480,000,000
5.	Mr Doan Phan Trung Kien	Board of Supervision Member	VND	56,000,000
<b>Total</b>			<b>VND</b>	<b>2,436,000,000</b>

A payment of VND1,836,000,000 was completed in 2022, and VND600,000,000 still needs to be paid in 2023.

**Article 2: Approval of the remuneration of members of the Board of Directors and Board of Supervisors in the Fiscal year 2023 (from January 1<sup>st</sup>, 2023 to June 30<sup>th</sup>, 2023) and estimation of the operating budget of the Board of Directors and its Committees under the Board of Directors**  
The remuneration for members of the Board of Directors and the Board of Supervisors in Fiscal year 2023 and estimated Operating Expenses of the Board of Directors and its Committees for Fiscal year 2023 (from January 1<sup>st</sup>, 2023 to June 30<sup>th</sup>, 2023) is **VND3,000,000,000**.

Authorize the Chairman of the Board of Directors to determine the specific remuneration for each member in Fiscal year 2023 and the interim advance payment for members during the period from the end of the Fiscal year 2023 until the next AGM.

**Article 3: Effectiveness**

This resolution is effective since the signing date.



The 19<sup>th</sup> Annual General Meeting - 2023 authorised the Board of Directors of Coteccons Construction Joint Stock Company to organise and manage the Company to carry out the contents of this Resolution.

**ON BEHALF OF PRESIDIUM**

**Chairman**



**BOLAT DUISENOV**



**RESOLUTION**

**19<sup>TH</sup> ANNUAL GENERAL MEETING - 2023**

**COTECCONS CONSTRUCTION JOINT STOCK COMPANY**

- *In pursuant to the Law on Enterprises No. 59/2020/QH14 passed by the National Assembly on 17<sup>th</sup> June 2020;*
- *In pursuant to the Law on Securities No. 54/2019/QH14 passed by the National Assembly on 26<sup>th</sup> November 2019;*
- *Pursuant to the Charter of Coteccons Construction Joint Stock Company (“Charter”);*
- *Pursuant to the 19<sup>th</sup> AGM Meeting Minutes of 2023 No. 02/2023/BB-DHCD dated 25<sup>th</sup> April 2023 of Coteccons Construction Joint Stock Company.*

**DECIDE**

**Article 1: Approval of the selection of the auditing firm for the Fiscal year 2023 (from January 1<sup>st</sup>, 2023 to June 30<sup>th</sup>, 2023)**

The AGM approval authorizes the Board of Directors to select one of the Big Four audit firms in Vietnam, who are accepted by State Securities Commission of Vietnam to be the auditing firm of Coteccons for the Fiscal year 2023 (from January 1<sup>st</sup>, 2023 to June 30<sup>th</sup>, 2023) as below:


1. PwC (Vietnam) Company Limited
2. Deloitte Vietnam Company Limited
3. KPMG Company Limited
4. Ernst & Young Vietnam Company Limited

**Article 2: Effectiveness**

This resolution is effective since the signing date.

The 19<sup>th</sup> Annual General Meeting - 2023 authorised the Board of Directors of Coteccons Construction Joint Stock Company to organise and manage the Company to carry out the contents of this Resolution.

**ON BEHALF OF PRESIDIUM**

Chairman 



**BOLAT DUSENOV**

**RESOLUTION**

**19<sup>TH</sup> ANNUAL GENERAL MEETING - 2023**

**COTECCONS CONSTRUCTION JOINT STOCK COMPANY**

- *In pursuant to the Law on Enterprises No. 59/2020/QH14 passed by the National Assembly on 17<sup>th</sup> June 2020;*
- *In pursuant to the Law on Securities No. 54/2019/QH14 passed by the National Assembly on 26<sup>th</sup> November 2019;*
- *Pursuant to the Charter of Coteccons Construction Joint Stock Company (“Charter”);*
- *Pursuant to the 19<sup>th</sup> AGM Meeting Minutes of 2023 No. 02/2023/BB-DHCD dated 25<sup>th</sup> April 2023 of Coteccons Construction Joint Stock Company.*

**DECIDE**

**Article 1: Approval of the stock issuance plan to increase share capital from owner's equity (bonus shares)**

**1. Issuance plan**

- a. Issuing object:** Existing shareholders of Coteccons Construction Joint Stock Company named in the list of share ownership closed by the Vietnam Securities Depository (VSD) at the last registration date to perform their rights. Treasury stocks at the time of performance are not entitled to any rights arising from the issuance of shares to increase share capital from owners' equity.
- b. Right exercise rate:** 3:1 (meaning that shareholders who own 03 shares will receive 01 new share).
- c. Processing with arising odd stocks (if any):** The number of shares to be issued will be rounded down to the unit, the decimal fraction (if any) will be cancelled.  
*Example: Shareholder A owns 125 shares at the closing date of the list of shareholders. With a ratio of 3:1, shareholder A receives:  $125:3 = 41.6$  shares. According to the above principle, shareholder A will receive 41 shares. Decimal is 0.6 shares will be cancelled.*
- d. Issuance capital source:** From the Investment and Development Fund on the Audited Separate Financial Statements for 2022.
- e. Expected number of shares to be issued:** 24,804,752 shares. The number of shares expected to be issued will vary depending on the number of outstanding shares at the time of issuance based on the right exercise rate approved by the 2023 - 19th Annual General Meeting of Shareholders.
- f. Total expected value of shares expected to be issued at par value:** VND 248,047,520,000.



- g. Issuance method:** Shares issued to existing shareholders will be distributed according to the method of performing rights.
- h. Transfer of rights:** The right to receive issued shares to increase share capital from owners' equity is not transferable.
- i. Transfer restrictions:** The additionally issued bonus shares are not subjected to transfer restrictions.
- j. Implementation time:** Expected in 2023 or another time as decided by the Board of Directors, after completing the issuance of 554,785 ESOP shares according to Clause 1, Article 1 of the Resolution of the GMS No. 01/2023/NQ/DHCD dated 02/03/2023.
- 2. Authorization for the Board of Directors and some other contents:** The General Meeting of Shareholders authorizes the Board of Directors to perform the following issues related to the issuance:
- a. Select the issuance time in 2023 or another time as decided by the Board of Directors, after being approved by the SSC.
  - b. Detailed adjustment of the share issuance plan to increase share capital from owners' equity source and other relevant documents including but not limited to: (i) Number of shares to be issued; (ii) Issuance ratio according to the number of outstanding shares.
  - c. Carry out the necessary procedures to register the issuance of shares from the owners' equity source with the SSC and other functional agencies, proactively explain, supplement or amend the issuance plan and relevant other documents at the request of the SSC, other competent authorities or for the purpose of complying with relevant legal regulations.
  - d. Develop a plan to ensure the foreign investor ownership ratio in accordance with the provisions of law.
  - e. Carry out necessary procedures to register for additional depository of additional issued shares at VSD and register for additional listing of shares at HSX.
  - f. Amending and supplementing the Charter and carrying out the procedures for registration of change of charter capital and adjusting the Certificate of Business registration at the Department of Planning and Investment of Ho Chi Minh City after receiving the official letter from the SSC of the receipt of the Report of the release result.
  - g. Carrying out related procedures with the SSC, VSD, HSX and Ho Chi Minh City Department of Planning and Investment.
  - h. Other issues related to the issuance of shares to ensure the successful issuance of shares to increase charter capital from owners' equity source.
  - i. Depending on each specific case, the Board of Directors may re-authorize the Chairman of the Board of Directors to perform one or several of the above tasks.




**Article 2: Effectiveness**

This resolution is effective since the signing date.

The 19<sup>th</sup> Annual General Meeting - 2023 authorised the Board of Directors of Coteccons Construction Joint Stock Company to organise and manage the Company to carry out the contents of this Resolution.

**ON BEHALF OF PRESIDIUM**

**Chairman** 



**BOLAT DUSENOV**





**RESOLUTION**

**19<sup>TH</sup> ANNUAL GENERAL MEETING - 2023**

**COTECCONS CONSTRUCTION JOINT STOCK COMPANY**

- *In pursuant to the Law on Enterprises No. 59/2020/QH14 passed by the National Assembly on 17<sup>th</sup> June 2020;*
- *In pursuant to the Law on Securities No. 54/2019/QH14 passed by the National Assembly on 26<sup>th</sup> November 2019;*
- *Pursuant to the Charter of Coteccons Construction Joint Stock Company (“Charter”);*
- *Pursuant to the 19<sup>th</sup> AGM Meeting Minutes of 2023 No. 02/2023/BB-DHCD dated 25<sup>th</sup> April 2023 of Coteccons Construction Joint Stock Company.*

**DECIDE**

**Article 1: Approval of the increase the ownership ratio of foreign investors and change some business lines to match the conditions on ownership ratio of foreign investors**

1. Adjust and amend a number of business lines of the Company to ensure the goal of increasing the ownership ratio of foreign investors to a maximum of 100% according to the provisions of the law.
  - a. Amend the details of the following business lines:

No	Code, Name of business line before adjustment	Code, Name of business line after adjustment
1	Other specialized wholesale uncategorized - (industry code 4669) Details: Export, import, export right, import right: iron, steel, construction structure; other installation materials and equipment in construction; materials-machinery-equipment-spare parts, technological lines of construction industry and production of building materials; construction machinery.	Other specialized wholesale uncategorized - (industry code 4669) Details: Export, import, export right, import right: iron, steel, construction structure; other installation materials and equipment in construction; materials-machinery-equipment-spare parts, technological lines of construction industry and production of building materials; construction machinery and equipment (except for the export, import and distribution of goods on the list of goods that foreign investors and foreign-invested economic organizations are not allowed to exercise their rights to) export, import right, distribution right in accordance with the law).
2	Wholesale of other machinery, equipment and spare parts - (industry code 4659) Details: Wholesale of construction machinery, equipment, construction materials, spare parts, construction technology lines, construction material production industry.	Wholesale of other machinery, equipment and spare parts - (industry code 4659) Details: Wholesale of construction machinery, equipment, construction materials, spare parts, technological lines of construction industry, construction material production industry (except for export, import and distribution of goods and services) for goods on the list of goods that foreign investors and foreign-invested economic organizations are not



		allowed to exercise the right to export, right to import, or right to distribute in accordance with law).
3	Wholesale of other installation materials and equipment in construction - (industry code 4663) Details: Wholesale of construction machinery, equipment, construction materials.	Wholesale of other installation materials and equipment in construction - (industry code 4663) Details: Wholesale of construction machinery and equipment, construction materials (except for export, import and distribution of goods on the List of goods by foreign investors, economic organizations, etc.). foreign-invested capital is not allowed to exercise the right to export, right to import, right to distribute according to the provisions of law).

b. Remove the business line:

No.	Name of business line	Industry code
1	Producing concrete and products from concrete, cement and plaster Details: Fabrication and production of building structures; production of building materials (not produced at the head office).	2395

c. The Meeting authorizes the of the Board of Directors to fully decide on all issues and carry out procedures related to updating and changing the approved business lines in accordance with the law.

2. Authorize the Chairman of the Board of Directors to develop a plan and carry out registration and notification procedures to competent state agencies in accordance with law to increase the ownership ratio of foreign investors to the maximum of 100% according to the provisions of the law.

## Article 2: Effectiveness

This resolution is effective since the signing date.

The 19<sup>th</sup> Annual General Meeting - 2023 authorised the Board of Directors of Coteccons Construction Joint Stock Company to organise and manage the Company to carry out the contents of this Resolution.

**ON BEHALF OF PRESIDIUM**

**Chairman** 



**BOLAT DUSENOV**

**RESOLUTION**

**19<sup>TH</sup> ANNUAL GENERAL MEETING - 2023**

**COTECCONS CONSTRUCTION JOINT STOCK COMPANY**

- *In pursuant to the Law on Enterprises No. 59/2020/QH14 passed by the National Assembly on 17<sup>th</sup> June 2020;*
- *In pursuant to the Law on Securities No. 54/2019/QH14 passed by the National Assembly on 26<sup>th</sup> November 2019;*
- *Pursuant to the Charter of Coteccons Construction Joint Stock Company (“Charter”);*
- *Pursuant to the 19<sup>th</sup> AGM Meeting Minutes of 2023 No. 02/2023/BB-DHCD dated 25<sup>th</sup> April 2023 of Coteccons Construction Joint Stock Company.*

**DECIDE**

**Article 1: The plan to sell treasury shares to employees under the Employee Stock Ownership Program (ESOP)**

1. Purpose of selling treasury shares: To enhance the morale of the employees, to retain valuable human resources, and to foster a long-term bond with the key personnel of the Company and its subsidiaries.
2. Expected number of treasury shares to be sold: 713,295 shares.
3. Selling price: 10.000 VND/ share.
4. Beneficiaries: Member of Board of Management, Key Management Officer and other employees of the Company and its subsidiaries.
5. Implementation time: Authorize the BOD to choose a specific time in 2023 or at another time as decided by the BOD after SSC has received an official letter regarding the company's report on the sale of treasury stocks to employees and after the following contents have been completed:
  - After the Company finished the transaction of selling 554,785 treasury shares as the Resolution General Meeting Shareholders No.01/2023/NQ-DHCD dated March 02, 2023 and;
  - After the Company completes the issuance of bonus shares according to the resolution of the 19<sup>th</sup> Annual General Meeting of Shareholders in 2023, SSC has received an official letter regarding the completion of the company's issuance of bonus shares.
6. Transfer restrictions: Within (01) years from the end of the issue
7. Plan to use money from the issuance: The entire money will be used to add working capital for the Company.
8. The plan to handle unsold shares: Authorize the BOD to decide to continue distributing to other employees, suitable for ESOP with the same of selling price and Transfer restrictions.



9. Method of handling the difference between the purchase price of treasury shares and the selling price: compensated from share capital surplus according to the most recent audited or reviewed Financial Statements.
10. Ensure that the issuance of shares meets the Company's regulations on the maximum foreign ownership ratio at the time of issuance.
11. Authorize the BOD:
  - Authorize the BOD to select the appropriate time to carry out the issuance and complete the issuance after the SSC has an official dispatch on receipt of the report on the sale of treasury shares to the employees of the Company. BOD can actively adjust issuing plan, include add, adjust, complete documents according of SSC and other authorities.
  - Authorize the BOD to approve a plan to ensure that the issuance of shares meets the Company's regulations on the maximum foreign ownership ratio of the Company at the time of issuance.
  - Decide standard, list of members of Board of management, Key Management Officer and other employees who are eligible to participate in the program and the principle of determining the number of shares to be distributed to each employee.
  - In case an employee leaves during the transfer restriction period, the BOD has full authority to decide on all issues related to the withdrawal of ESOP shares, including but not limited to the approval of: (i) the cases of stock withdrawal, (ii) the form of ESOP stock recovery (including the redemption and distribution to other employees and/or the Trade Union performing the repurchase of shares). revoked shares in accordance with the law), (iii) price and method of redemption and/or redistribution of recovered shares, and (iv) other issues related to stock recovery.

## Article 2: Effectiveness

This resolution is effective since the signing date.

The 19<sup>th</sup> Annual General Meeting - 2023 authorised the Board of Directors of Coteccons Construction Joint Stock Company to organise and manage the Company to carry out the contents of this Resolution.

**ON BEHALF OF PRESIDUM**

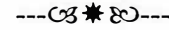
**Chairman**



**BOLAT DUSENOV**



SOCIALIST REPUBLIC OF VIETNAM  
Independence - Freedom – Happiness



No.: 11/2023/NQ-DHCD

Ho Chi Minh City, 25<sup>th</sup> April 2023

## RESOLUTION

### 19<sup>TH</sup> ANNUAL GENERAL MEETING - 2023

#### COTECCONS CONSTRUCTION JOINT STOCK COMPANY

- In pursuant to the Law on Enterprises No. 59/2020/QH14 passed by the National Assembly on 17<sup>th</sup> June 2020;
- In pursuant to the Law on Securities No. 54/2019/QH14 passed by the National Assembly on 26<sup>th</sup> November 2019;
- Pursuant to the Charter of Coteccons Construction Joint Stock Company (“Charter”);
- Pursuant to the 19<sup>th</sup> AGM Meeting Minutes of 2023 No. 02/2023/BB-DHCD dated 25<sup>th</sup> April 2023 of Coteccons Construction Joint Stock Company.

## DECIDE

### Article 1: Approval of the study opportunities for fund raising to Unicons Investment Construction Limited Company (Unicons)

The AGM authorized the BOD to study opportunities for fund raising to Unicons and decide the time and form to fund raising for Unicons, in order to expand capital to serve Unicons' long-term growth goals.

### Article 2: Effectiveness

This resolution is effective since the signing date.

The 19<sup>th</sup> Annual General Meeting - 2023 authorised the Board of Directors of Coteccons Construction Joint Stock Company to organise and manage the Company to carry out the contents of this Resolution.

ON BEHALF OF PRESIDIUM

Chairman 



**BOLAT DUISENOV**

## RESOLUTION

### 19<sup>TH</sup> ANNUAL GENERAL MEETING - 2023

#### COTECCONS CONSTRUCTION JOINT STOCK COMPANY

- In pursuant to the Law on Enterprises No. 59/2020/QH14 passed by the National Assembly on 17<sup>th</sup> June 2020;
- In pursuant to the Law on Securities No. 54/2019/QH14 passed by the National Assembly on 26<sup>th</sup> November 2019;
- Pursuant to the Charter of Coteccons Construction Joint Stock Company (“Charter”);
- Pursuant to the 19<sup>th</sup> AGM Meeting Minutes of 2023 No. 02/2023/BB-DHCD dated 25<sup>th</sup> April 2023 of Coteccons Construction Joint Stock Company.

#### DECIDE

#### **Article 1: Approval of the amendment of the Company's Charter**

Based on legal regulations and the operating needs of the Company, the AGM approval in the amendment of the Company's Charter as follow:

No.	Current Charter	Amendment	Reason
1	<p><b>Article 22. Jurisdiction and formality for Approval of Resolutions via written documents</b></p> <p>4. Shareholders submit their written responses to the company by mail, fax or email according to the following regulations:</p> <p>a. Mail: answered written opinion form must be signed by individual shareholders, authorized representative, or legal representative of institutional shareholders. The comment form sent to the Company must be in a sealed envelope and no one shall be entitled to open it before the votes counting.</p> <p>b. Fax or email: answered comment form sent to the company by fax or email must be kept confidential until the time of votes counting.</p> <p>c. Comment forms sent to the Company after the deadline or have been opened in the case of mail sending and disclosed in the case of faxing or emailing is not valid. Comment forms have not been sent to the Company are</p>	<p><b>Article 22. Jurisdiction and formality for Approval of Resolutions via written documents</b></p> <p>4. Shareholders submit their written responses to the company by mail, fax, email, electronic voting according to the following regulations:</p> <p>a. Mail: answered written opinion form must be signed by individual shareholders, authorized representative, or legal representative of institutional shareholders. The comment form sent to the Company must be in a sealed envelope and no one shall be entitled to open it before the votes counting.</p> <p>b. Fax or email: answered comment form sent to the company by fax or email must be kept confidential until the time of votes counting.</p> <p>c. Comment forms sent to the Company after the deadline or have been opened in the case of mail sending and disclosed in the case of faxing or emailing is not valid. Comment</p>	<p>Applying electronic voting as an additional method for collecting shareholder opinions in writing to increase convenience for shareholders when exercising their voting rights on matters within the authority of the General Meeting of Shareholders.</p>



	<p>considered unopposed.</p>	<p>forms have not been sent to the Company are considered unopposed.</p> <p>d. Shareholders can vote in writing or electronically. If necessary, the convenor of the General Meeting of Shareholders has the right to deploy either of the above two methods or other forms of collecting shareholders' opinions on the principle of: being suitable to the actual situation and complying with the Law, Charter, ensure the principles of publicity and transparency, and ensure the legitimate rights and interests of shareholders.</p>	
<p>2</p>	<p><b>Article 4. Operation purpose of the Company</b></p> <p>1. Business lines of the Company:</p> <ul style="list-style-type: none"> <li>- Other specialized wholesale uncategorized - (industry code 4669) Details: Export, import, export right, import right: iron, steel, construction structure; other installation materials and equipment in construction; materials-machinery-equipment-spare parts, technological lines of construction industry and production of building materials; construction machinery.</li> <li>- Wholesale of other machinery, equipment and spare parts - (industry code 4659) Details: Wholesale of construction machinery, equipment, construction materials, spare parts, construction technology lines, construction material production industry.</li> <li>- Wholesale of other installation materials and equipment in construction - (industry code</li> </ul>	<p><b>Article 4. Operation purpose of the Company</b></p> <p>1. Business lines of the Company:</p> <ul style="list-style-type: none"> <li>- Other specialized wholesale uncategorized - (industry code 4669) Details: Export, import, export right, import right: iron, steel, construction structure; other installation materials and equipment in construction; materials-machinery-equipment-spare parts, technological lines of construction industry and production of building materials; construction machinery and equipment (except for the export, import and distribution of goods on the list of goods that foreign investors and foreign-invested economic organizations are not allowed to exercise their rights to) export, import right, distribution right in accordance with the law).</li> <li>- Wholesale of other machinery, equipment and spare parts - (industry code 4659) Details: Wholesale of construction machinery, equipment, construction materials, spare parts, technological lines of construction industry, construction material production industry (except for export, import and distribution of goods and services) for goods on the list of goods that foreign investors and foreign-invested economic organizations are not allowed to exercise the right to export, right to import, or right to distribute in accordance with law).</li> <li>- Wholesale of other installation materials and equipment in construction - (industry code 4663) Details: Wholesale of construction machinery and equipment, construction</li> </ul>	<p>Adjustments and modifications are necessary to align with the actual operating situation and comply with regulations on foreign ownership ratios for public companies.</p> <p>Apart from the 4 industries that require adjustments, other business sectors listed in the company's business field remain unchanged.</p>

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<p>4663) Details: Wholesale construction machinery, equipment, construction materials.</p> <p>Producing concrete and products from concrete, cement and plaster (industry code 2395). Details: Fabrication and production of building structures; production of building materials (not produced at the head office).</p>	<p>materials (except for export, import and distribution of goods on the List of goods by foreign investors, economic organizations, etc.). foreign-invested capital is not allowed to exercise the right to export, right to import, right to distribute according to the provisions of law).</p> <p>Remove the industry Producing concrete and products from concrete, cement and gypsum - (industry code 2395).</p>	
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**Article 2: Effectiveness**

This resolution is effective since the signing date.

The 19<sup>th</sup> Annual General Meeting - 2023 authorised the Board of Directors of Coteccons Construction Joint Stock Company to organise and manage the Company to carry out the contents of this Resolution.

**ON BEHALF OF PRESIDIUM**

**Chairman** 



**BOLAT DUSENOV**





SOCIALIST REPUBLIC OF VIETNAM  
Independence - Freedom – Happiness

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No.: 13/2023/NQ-DHCD

Ho Chi Minh City, 25<sup>th</sup> April 2023

## RESOLUTION

### 19<sup>TH</sup> ANNUAL GENERAL MEETING - 2023

#### COTECCONS CONSTRUCTION JOINT STOCK COMPANY

- In pursuant to the Law on Enterprises No. 59/2020/QH14 passed by the National Assembly on 17<sup>th</sup> June 2020;
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## DECIDE

### Article 1: The 5-year ESOP (Employee Stock Ownership Plan) program

The AGM approval in the 5-year of issuing ESOP shares program with the following details:

- 1. Purpose of issuance:** The 5-year ESOP program is a long-term program implemented by the BOD to retain talented employees, aimed at fostering long-term commitment of key personnel to serve the Company's long-term and sustainable development strategy. At the same time, it aligns the interests of key personnel with the task of increasing benefits and stock value for shareholders.
- 2. Type of share:** Ordinary share.
- 3. Par value:** VND 10,000/ per share.
- 4. Selling price:** Ascertained at the time of issuance.
- 5. Transfer restrictions:** Ascertained at the time of issuance.
- 6. The number of shares expected to be issued:** Up to 12.5% of the total outstanding shares, equivalent to 2.5% per year. Include: It is expected that 50% of the total issuance value (equivalent to 1.25% of the total outstanding shares) will be deducted from the Company's salary fund, while the remaining 50% (equivalent to 1.25% of the total outstanding shares) will be deducted from the Company's bonus fund.
- 7. Issuance criterion:** The minimum expected increase in the average annual stock value is 10%.
- 8. Target market capitalization after 5 years:** USD 1 billion
- 9. Authorization for the BOD:**
  - Preparing the issuance plan, which includes the quantity of shares to be issued, issuance price, and the timing of the issuance to be approved by the General Meeting of Shareholders for each issuance period.



- The decision on the criteria and list of employees eligible to participate in the program, principles for determining the number of shares to be allocated to each group, and the regulations on issuing the ESOP program.
- Making and executing all necessary decisions and procedures related to the issuance of the ESOP program.

**Article 2: Effectiveness**

This resolution is effective since the signing date.

The 19<sup>th</sup> Annual General Meeting - 2023 authorised the Board of Directors of Coteccons Construction Joint Stock Company to organise and manage the Company to carry out the contents of this Resolution.

**ON BEHALF OF PRESIDIUM**

**Chairman**



**BOLAT DUSENOV**

