

PROPOSAL No.07

Re: The plan on issuing shares to increase the charter capital from owner's resources (bonus shares)

To: Esteemed Shareholders of Coteccons Construction Joint Stock Company

- According to Enterprise Law No. 59/2020/QH14 dated June 17, 2020 and guiding documents;
- According to Law on Securities No. 54/2019/QH14 dated November 26, 2019 and guiding documents;
- According to Resolution No. 155/2020/ND-CP dated December 31, 2020 of the Government detailing the implementation of some articles of the Law on Securities;
- According to the Charter of Coteccons Construction Joint Stock Company;

The Board of Directors (BOD) would like to submit to General Meeting of Shareholders (GMS) for approval the plan on issuing shares to increase the charter capital from owner's resources, as follows:

I. GENERAL INFORMATION

1. Name of share: Coteccons Construction Joint Stock Company.
2. Type of share: Ordinary share.
3. Par value: VND 10,000/ per share.
4. Total number of shares issued: 78,830,800 shares.

Include:

- a. Total number of outstanding shares as of December 31st, 2022: 73,859,473 shares.
 - b. Total number of treasury shares as of December 31st, 2022: 4,971,327 shares.
 - c. Number of shares being issued under the selection program for employees from treasury shares according to Clause 1, Article 1 of the GMS' Resolution No. 01/2023/NQ/DHCD dated March 2nd, 2023 (hereinafter referred to as: "ESOP"): 554,785 shares.
 - d. Number of treasury shares after completing the issuance of ESOP in item (c) above (d = b-c): 4,416,542 shares.
 - e. Estimated number of outstanding shares at the time of issuance (e = Total number of shares issued - d): 74,414,258 shares.
5. Estimated increase in charter capital:
 - a. Charter capital before issuance: VND 788,308,000,000.
 - b. Estimated charter capital increase: VND 248,047,530,000.
 - c. Estimated charter capital after issuance: VND 1,036,355,530,000.

II. ISSUANCE PLAN

1. **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.

2. **Right exercise rate:** 3:1 (meaning that shareholders who own 03 shares will receive 01 new share).
3. **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 2:1, 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.
4. **Issuance capital source:** From the Investment and Development Fund on the Audited Separate Financial Statements for 2022.
5. **The expected number of issued share:** 24,804,753 shares.
6. **Total expected value of shares issued at par value:** VND 248,047,530,000.
7. **Issuance method:** Shares issued to existing shareholders will be distributed according to the method of exercising rights.
8. **Transfer of the rights:** The right to receive shares issued to increase share capital from equity isn't transferable.
9. **Trading restriction:**
 - a. Shares issued to increase share capital from equity for employees who own ESOP shares and within the transfer restriction period will be restricted from transfer (from time to time and proportional to the number of ESOP shares).
 - b. The number of shares issued to increase share capital from equity to the remaining existing shareholders are not subjected to transfer restriction.
10. **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.

III. AUTHORIZE THE BOARD OF DIRECTORS AND OTHER GENERAL ISSUES

1. Approving the additional registration at VSD and additional listing registration at the Ho Chi Minh City Stock Exchange (HSX) the number of issued securities under the plan.
2. Approving the adjustment of the Certificate of Business Registration at the Department of Planning and Investment of Ho Chi Minh City after receiving the official letter of the State Securities Commission of the State Securities Commission (SSC) on the issue report.
3. Authorization to the BOD: The SSC authorizes the BOD to perform the following issues related to the issuance:

- Choose 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.
- Carry out the necessary procedures to register with the SSC and other functional agencies, proactively explain, supplement or amend the issuance plan and other documents relevant at the request of the SSC, other competent authorities or for complying with relevant legal regulations.
- Develop a plan to ensure the foreign investor ownership ratio in accordance with the provisions of law.
- Carry out necessary procedures to register for additional depository of additional issued shares at VSD and 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.

Please kindly submit to the General Meeting of Shareholders for consideration, discussion and approval.

Ho Chi Minh city, April 04th 2023

**ON BEHALF OF THE BOARD OF DIRECTORS
CHAIRMAN**

(Signed)

BOLAT DUISENOV