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**MEETING AGENDA
OF ANNUAL GENERAL MEETING OF SHAREHOLDERS FOR THE FISCAL YEAR 2023**

Time: 13:30 PM, Tuesday, October 17th, 2023

Venue: Coteccons Head Office, 236/6 Dien Bien Phu, Ward 17, Binh Thanh District, Ho Chi Minh City, Viet Nam

Time	No.	Contents
13:30		Welcoming guest, Guide Shareholders to access the online system
I. OPENING		
14:00	1.	Shareholder Attendance Report
14:10	2.	Introduction of the AGM Delegates and Participants
14:20	3.	Introduction and Approval of:
	a.	<i>The Annual General Meeting of Shareholders working principles</i>
	b.	<i>The General Meeting of Shareholders Agenda for fiscal year 2023</i>
	c.	<i>Members for Presiding, Secretary, Vote Counting Committees</i>
II. AGM AGENDA		
14:40	4.	Approval of Reports
	a.	<i>Report on performance results of the Board of Directors in fiscal year 2023 and plan for fiscal year 2024</i>
	b.	<i>Report on performance results of the Board of Supervisors in fiscal year 2023 and plan for fiscal year 2024</i>
	c.	<i>Report of the Board of Management in fiscal year 2023 and plan for fiscal year 2024</i>
15:00	5.	Approval of Proposals
	a.	<i>Annual reports submitted to the in Annual General Meeting Shareholders of the fiscal year 2023</i>
	b.	<i>The fiscal year 2023 Audited Financial Statements and business performance results in fiscal year 2023</i>
	c.	<i>Profit distribution plan</i>
	d.	<i>The Fiscal year 2023 Business plan</i>
	e.	<i>The Remuneration of the Board of Directors and Board of Supervisors and Estimated Operating Expenses of the Board of Directors and its Committees for fiscal year 2024</i>
	f.	<i>Selecting the Auditing Company Financial Statements in the fiscal year 2024</i>
15:30	6.	Discussion
16:00	7.	Voting to approve the Reports, Proposals
16:20	8.	Tea break
16:30	9.	Announcing the Reports, Proposals
III. CLOSING		
16:40	10.	Approval of AGM' Meeting Minutes
17:00	11.	AGM closing

DRAFT

Ho Chi Minh City, September 24th, 2023

REGULATIONS ON ORGANIZATION
ANNUAL GENERAL MEETING OF SHAREHOLDERS FOR THE FISCAL YEAR 2023
IN THE FORM OF AN ONLINE CONFERENCE

Pursuant to:

- Law on Enterprises No. 59/2019/QH14 dated June 17th, 2020 and its guiding legal documents;
- Organization and Operation Charter of Coteccons Construction Joint Stock Company;
- Corporate Governance Regulation of Coteccons Construction Joint Stock Company;

CHAPTER 1
GENERAL PROVISIONS

Article 1. Scope and Subjects of application

- 1.1 This Regulation is applied for organization, voting and election at the Annual General Meeting of Shareholders for the Fiscal Year 2023 ("**AGM**") of Coteccons Construction Joint Stock Company ("**Company/Coteccons**") in the form of an online conference.
- 1.2 This Regulation specifies the rights and obligations of Shareholders; persons authorized to attend the AGM and parties related to the organization of the AGM; conditions, procedures for conducting the AGM.
- 1.3 Shareholders having voting right (*based on the final shareholder list dated 14/09/2023*), authorized representatives and parties related to the organization of the AGM are responsible for complying with the provisions in this Regulation.

Article 2. Definitions

- 2.1 AGM in the form of an online conference/Online meeting/Meeting:** means AGM 2023 of the Company organized through the application of modern information technology solutions to transmit audio and/or images, allowing Shareholders in different locations to attend, monitor, discuss and vote on issues at the meeting.
- 2.2 Electronic voting:** means the Shareholders entitled to vote or the authorized person to attend the meeting of Shareholders to vote at the AGM in the form of voting on the Online System.
- 2.3 Online System:** means application/software system/website which the Company using for serving the organization of the Online meeting and/or electronic voting.
- 2.4 Registration for attending the Online meeting:** means the use of Login information by Shareholders to access the system and register to attend the Online meeting under this Regulation and the Company's guidance.
- 2.5 Login information:** includes Username/ID and Password in the Invitation letter or OTP code sent to the Shareholder's phone number or the authorized person's phone number. The password and OTP code provided solely by the Company to each Shareholder or the authorized person by the Shareholder in the Invitation letter or the phone number of the Shareholder and authorized person by the Shareholder.
- 2.6 Opening time of Online System:** means the time for Shareholders start to access, read documents, register to attend the Online meeting. The time for voting on the contents of the Meeting shall comply with the provisions of the Organizing Committee of the meeting.
- 2.7 Closing time of Online System:** means the time when the Online System closed access, votes... according to the announcement of the chairperson of the meeting.

CHAPTER 2

RIGHTS AND OBLIGATIONS OF THE PARTICIPANTS

Article 3. Shareholders attending the AGM

3.1 Conditions for attending the AGM:

Shareholder or their authorized representatives as confirmed via the valid Authorization letter owning the voting shares in the shareholder list on closing date and being granted an access to attend the AGM under this Regulation and the Law.

3.2 Method for attending the AGM: Shareholders attending the online AGM shall comply with the following regulations:

- 3.2.1. Each Shareholder is granted an access account and password to log in the Online System. The access account of the Shareholders shall be encrypted to validate the attending shareholders. The Company shall notify Shareholders of the access account and password in the Invitation letter.
- 3.2.2. Shareholders registering to attend the online meeting shall be verified the eligibility to attend the AGM and considered to attend and vote validly at the meeting if Shareholders have completed the login on the date of the organization by Username and password/OTP code provided by the Company.
- 3.2.3. The organizing committee shall open the Online System for Shareholders to access the system to vote from 08:00 a.m., October 13th, 2023. Shareholders log in (check-in) before voting. Shareholders who complete voting from the time the Online System is opened will be counted as Shareholders attending the Meeting.

3.3 Rights and obligations of the attending Shareholders:

3.3.1 Rights of Shareholders:

- a) Shareholders attending the AGM have full rights and obligations as prescribed in Article 12 and Article 13 of the Company's Charter and current legal provisions.
- b) Shareholders attending the Online meeting shall log into the Online System at: <https://ctd.bvote.vn> to attend and vote on issues at the Meeting. Shareholders may log into through the following forms:
 - Using the Username and OTP code to log in the System or;
 - Using the Username and password in the Invitation letter to log in the System. In which:
 - + The Shareholder's Username is: Identity card number; Enterprise identification number, tax code; Foreign investor identification number.
 - + Password: Announced and sent to the Shareholder in the Invitation letter.
 - + OTP code: In case the shareholder forgets the Password, the OTP code will be sent to the shareholder's phone number or the phone number of the authorized person to be re-issued the Password.
- c) Shareholders have the right to register to attend the Meeting and participate in voting on the matters of the Meeting. The Presidium shall not have the responsibility to stop or re-vote on the approved matters and the validity of voting sessions previously conducted shall not be affected.
- d) Shareholders may authorize others to attend the meeting as prescribed in the Company's Charter. Accordingly, if the authorized party is not the Shareholder of the Company, after receiving the valid written authorization from the authorizing party and the authorized party, the Company will provide the access username and password to the authorized party for the authorized representative to perform the rights and obligations according to the contents authorized. The authorized person will be provided the access information via email or other forms according to the registration information of the Shareholder. Shareholders are fully responsible for the authorization information sent to the Company.

3.3.2 Obligations of Shareholders:

- a) During the Meeting: Shareholders shall comply with the guidance of the Presidium, behave properly and politely.
- b) To prepare and use the appropriate online meeting equipments with internet connection to ensure the connection go smoothly.
- c) To fully attend, vote and speak in accordance with the guidance of the Presidium and respect for the chair of the AGM Chairperson.
- d) To secure information related to the access account such as: username, other identifier factors (if any) of the access account and login password to ensure that only the Shareholder has the right to conduct the meeting on the Online System, except providing the authorized representative to attend the meeting of the Shareholder. Shareholders are responsible for ensuring that the authorized representative will comply with the provisions of this Clause similar to the Shareholder.
- e) To take responsibility for all risks, disputes related to the meeting conducted by the Shareholder's access account on the Online System. The performance of meeting and voting on the Online System by access name with the correct password and/or other identifier factors shall be automatically considered the will of the Shareholder.
- f) To update the information of phone number, contacts address, email address accurately, fully, truthfully at the securities depository to ensure receiving access account notifications and take full responsibility for this registered information.
- g) Shareholders or Authorized Persons attending the AGM must comply with the provisions of this Regulation, the company's charter and comply with the control of the Presidium and respect the working results at the AGM.

Article 4. The AGM Chairperson and The AGM Presidium

- 4.1** The Chairman of the BOD shall preside over or authorize other members of the BOD to preside over the AGM convened by the BOD.

In the event that the Chairman is absent or temporarily incapacitated, the remaining members of the BOD shall elect one of them to preside over the meeting according to majority rules. In case the chairperson cannot be elected, the Head of the Board of Supervisors (“**BOS**”) shall let the AGM to elect the chairman of the meeting and the person with the highest number of votes to preside over the meeting;

- 4.2** Except for the case specified in clause 4.1, the signer convenes the AGM managing for the AGM to elect the chairperson of the meeting and the person with the highest number of votes to preside over the meeting;

- 4.3** The AGM Presidium includes members of the Board of Directors (“**BOD**”), the Board of Managements (“**BOM**”) and other members as assigned by the AGM Chairperson to participate in operating the meeting.

- 4.4** The AGM Presidium shall support the AGM operated by the AGM Chairperson as well as support the Chairperson in the implementation of the rights and obligations of the Chairperson.

- 4.5** Rights and obligations of the AGM Chairperson:

- a) To preside over and manage the AGM 's activities according to the approved agenda until the Meeting Resolutions are approved;
- b) To have the highest decision making on the order, procedures and managing the events happened which is not in the agenda, including but not limited to:
 - Respond to Shareholder's questions (except for matters related to business confidentiality) or assign the respondent or note down comments and suggestions from Shareholders if such

comments and suggestions are out of the scope of AGM's proposal;

- Invite experts, lawyers or professionals attending the AGM to explain certain matters to the Shareholders;
- Take necessary actions to conduct the meeting properly and orderly, according to the approved agenda.
- Suspend or delay the AGM in case the participants disrupt the order and threaten to obstruct the fair and legal process of the AGM, or have the right to expel those who obstruct, cause trouble, fail to comply with the direction of the AGM Chairperson and the Presidium from the meeting so that the AGM can proceed in accordance with the provisions of law.
- Conduct other works in accordance with the Company's Charter and the Law to proceed the AGM.

Article 5. The Shareholders' Eligibility Verification Committee

5.1 The Shareholders' Eligibility Verification Committee has 02 [two] members assigned by the AGM Chairperson.

5.2 The Shareholders' Eligibility Verification Committee has the following functions and obligations:

- a) To check the eligibility of the shareholders or their authorized representatives attending the meeting: Check the eligibility of Shareholders registering to attend the online AGM under the Law, the Company's Charter and this Regulation.
- b) To consolidate the results and report to the AGM the result of verification of the eligibility of shareholders attending the AGM.
- c) Other tasks as assigned.

5.3 Method for verification: The Shareholders' Eligibility Verification Committee verify the shareholders based on the login information from the account of shareholders and it is a base to determine the number of shareholders attending the AGM.

Article 6. Secretary Committee

6.1 Secretary Committee includes 04 (four) members as assigned by the AGM Presidium.

6.2 Secretary Committee assists the AGM Chairperson/the Presidium, including:

- a) To fully and honestly record the AGM's contents;
- b) To publish the draft Meeting Minutes and Resolutions of the AGM and the Announcement of the AGM Chairperson/the Presidium to the Shareholders upon requested;
- c) To receive written questions from shareholders or authorized representatives;
- d) To assist in announcing documents, conclusions or sending notifications to shareholders upon requested;
- e) To perform other tasks as assigned by the AGM Chairperson/the AGM Presidium.

Article 7. The Vote Counting Committee

7.1 The Vote Counting Committee includes 04 (four) members as assigned by the AGM Chairperson and approved by the AGM. The members of the Vote Counting Committee may not be on the List of nominees for the executive position of the Company. In case of necessary, the AGM proposes 01 member of the BOS and 01 shareholder selected randomly in the meeting to perform the task of supervising the vote counting of the Vote Counting Committee.

7.2 The Vote Counting Committee, including a Head and members, have the right to establish an assisting team to fulfil their duties.

7.3 Vote Counting Committee has the following obligations:

- a) To guide Shareholders on how to vote at the meeting.
- b) To record the voting results of Shareholders and Shareholders' representatives on the matters approved at the meeting.
- c) To report the voting results to AGM as assigned by the AGM Chairperson.
- d) To be responsible for truthfulness and data accuracy, checking, making minutes of vote counting and publicizing vote counting results.

7.4 Vote Counting Committee is responsible for making the Minutes of Vote Counting on the voting result of each voting matter to report to the General Meeting of Shareholders as designated by the AGM Chairperson.

CHAPTER III

CONDUCT OF THE SHAREHOLDERS GENERAL MEETING AND VOTING TO APPROVE MATTERS AT THE SHAREHOLDERS GENERAL MEETING

Article 8: Conditions for conducting the AGM

General Meeting of Shareholders shall be conducted once it meets all the following conditions:

8.1 Number of Shareholders and Authorized Representatives represents more than fifty percent (50%) of voting shares in the List of Shareholders on the record date;

8.2 In case the AGM is not eligible to proceed in accordance with the above provisions, the convening and conducting the next AGM shall be conducted in accordance with the provisions of the Company's Charter and the Law on Enterprise.

Article 9: Conduct the AGM

9.1 The AGM Chairperson proceeds with the meeting under the ratified procedure, agenda of the AGM.

9.2 The contents on the agenda are discussed and approved by voting form prescribed in this Regulation. The AGM Chairperson shall manage time to discuss and vote on each matter of the agenda.

9.3 The AGM shall be finished after the Meeting Minutes get approved.

Article 10. Voting procedures on contents at the online AGM

10.1 Voting time:

Shareholders can start accessing the Online System to conduct electronic voting before the opening of the AGM until the Presidium announces the closing time of voting. Electronic voting may be conducted before the AGM and/or at the AGM. The starting time of voting is notified to Shareholders via the Invitation letter and posted on the Company's Information Page.

10.2 Method for voting:

- a) When conducting electronic voting on the Online System, Shareholders shall comply with the obligations specified in Article 3.3.2 of this Regulation. Each Shareholder logs into the Online System through the access account that the Shareholder is provided at the Invitation letter and conduct the voting on the Online System. Detailed access instructions are enclosed with a Notice of Invitation to the Meeting to each Shareholder and posted on the website <https://www.coteccons.vn>.
- b) Voting shareholders are Shareholders or authorized representatives of Shareholders who have registered to attend the online AGM up to the time of voting and this number of Shareholders is the basis for calculating the proportion of votes of Shareholders.
- c) Method for voting:
 - Shareholders or authorized representatives of Shareholders decide to choose the method of voting by marking the selection in 01 of the 03 corresponding cells "Affirmative votes",

"Negative votes" or "Abstention" for each content of requesting opinions and press the button "Submit" to save and send the voting results to the system. This method of voting is used for the adoption of the following contents: through the Presidium, the Vote Counting Committee, the AGM Program, the Regulation of the AGM in the form of online, reports and submissions, minutes, resolutions of the AGM.

- Shareholders or authorized representatives of Shareholders cannot change the voting results after they have successfully submitted on the system. For contents of voting changes or arising during the organization of the Meeting, Shareholders or authorized representatives of Shareholders shall make additional votes for such changes, arising contents. In case Shareholders are unable to carry out additional voting, the contents of such changes shall be considered as Shareholders who do not participate in voting. Other contents that Shareholders have voted on earlier have not changed.
- The voting results of the Shareholder or the authorized representative of the Shareholder is the summation of the voting results recorded at the closing time of the voting announced by the Chairperson at the AGM. From the time of the end of the voting on each content of requesting opinions of the AGM, the Online System will be locked and Shareholders, representatives authorized by shareholders cannot vote on the content that has been locked. The voting results according to each content will be reported to the meeting by the Vote Counting Committee immediately after completing the vote counting.
- d) After the voting period ends, Shareholders will know the voting results for each content announced by the Presidium or the Vote Counting Committee.
- e) When conducting the AGM, the Chairperson shall notify the time of the end of voting on the System for Shareholders to perform their rights. In case Shareholders have problems with voting on the System, they may contact the supporting addresses mentioned in the Meeting Invitation Notice for guidance and support in completing the voting. From the time the System closes the voting contents, the Shareholder shall not have the right to change any of the voting contents, the result of the Shareholder's vote is recorded on the System as the final result, and the Company is exempted from liability for the Shareholder's voting result when the Shareholder has duly logged in and voted on the System.

10.3 Validity of the voting: A valid vote is a vote of the Shareholder or the authorized representative of the Shareholder who participated in the vote, selected the voting method and completed the submission on the Online System. The voting results are calculated on the total number of shares participating in the valid voting.

Article 11: Discuss and give opinions at the AGM

- 11.1** The discussion shall be carried out only within the prescribed time and within the scope of the matters presented in the AGM agenda.
- 11.2** Based on the number of shareholders attending and the permitted time of the meeting, the Presidium may choose the method of managing the meeting. Shareholders shall discuss according to the instructions of the Chairperson during the AGM in the form of send questions to the Presidium through the Online System.
- 11.3** The contents of the proposed opinions of shareholders shall not violate the law and shall meet the competence and contents of the General Meeting of Shareholders. The Chairperson has the right to remind or require shareholders to focus on the main point to save time and ensure the quality of discussion.
- 11.4** Based on the importance of the opinion or the interest of the Shareholders, the Presidium chooses to answer the opinions in the most effective way to ensure the time and quality of the meeting.

Article 12: The ratified Resolutions of the AGM

- 12.1 A resolution on the following contents is passed if it is approved by the number of Shareholders representing at least 65% of the total number of votes of all Shareholders attending and voting at the meeting, except for the cases specified in Clauses 3, 4 and 6, Article 148 of the Law on Enterprise:
- a) Type of shares and the total number of shares for each type;
 - b) Changing business lines and business fields;
 - c) Changing the organization and management structure of the Company;
 - d) The investment project or selling assets equal to thirty-five percent (35%) of total assets value as stated in the latest financial statement of the Company;
 - e) The re-organization and dissolution of the Company.
- 12.2 Other resolutions are passed when it is approved by the number of Shareholders representing more than 50% of the total number of votes of all Shareholders attending and voting at the meeting, except for the cases specified in Article 12.1 of this Regulation and Clauses 3, 4 and 6, Article 148 of the Law on Enterprise.

Article 13. Recording and making AGM Minutes

- 13.1 The Secretary Committee shall be responsible for recording the AGM process, the AGM Resolutions and Minutes.
- 13.2 AGM Minutes must be ratified before closing. AGM Minutes have to be released on the Company's website within twenty-four (24) hours from the AGM closing date.
- 13.3 The AGM Chairperson and the AGM Secretary are jointly responsible for the Minutes' truthfulness and accuracy.

CHAPTER V

IMPLEMENTING PROVISION

Article 14. Implementing provision

- 14.1 This Regulation takes effect as soon as ratified by the AGM at least approved rate more than fifty percent (50%) of the total of votes of all Shareholders attending and voting at the meeting.
- 14.2 Shareholders, Members organizing the AGM of the Company shall have to implement this Regulation./.

ON BEHAFL OF THE AGM

CHAIRPERSON

BOLAT DUISENOV

**REPORT OF THE BOARD OF DIRECTORS
THE ANNUAL GENERAL MEETING OF SHAREHOLDERS FOR FISCAL YEAR 2023**

I. OPERATIONAL RESULTS OF THE BOD FOR FISCAL YEAR 2023

Coteccons Construction Joint Stock Company has decided to change its fiscal year starting from 2023. As a result, fiscal year 2023 will serve as a transitional fiscal year, commencing on January 1, 2023, and concluding on June 30, 2023. Consequently, the report to be presented by the Board of Directors at the Annual General Meeting of Shareholders for fiscal year 2023 will encompass the activities of the Board in the first six months of 2023 and outline the operational plan for fiscal year 2024, which will span from July 1, 2023, to June 30, 2024.

1. Implementation results of business targets for fiscal year 2023

Target(s)	Plan	Result	Plan/Result Comparison
Total Consolidated Revenue	7,644	6,744	88%
Consolidated profit after tax	44	52	118%

2. Report on the implementation of resolutions of the General Meeting of Shareholders

In fiscal year 2023, the Board of Directors has operated in accordance with the provisions of the law and the Company's Charter, with a particular focus on aligning with international management practices. The Company is actively enhancing its Corporate Governance model to adhere to ESG standards (Environmental, Social, and Governance), which reflects a global trend aimed at ensuring effective governance practices and alignment with the proposed strategy.

No	Resolution Ref.	Date	Content	Implementation Status
1.	01/2023/NQ-DHCD	02/03/2023	Approving the modification of the Employee Stock Option Program (ESOP) share issuance plan from treasury shares, as outlined in Article 1 of the 2022 Annual General Meeting of Shareholders Resolution No. 09/2022/NQ-DHCD (Resolution 09/2022), dated April 25, 2022.	Completed
2.	02/2023/NQ-DHCD	25/04/2023	Approval of annual reports for 2022.	Completed
3.	03/2023/NQ-DHCD	25/04/2023	Approval of 2022 audited financial statements and 2022 business results.	Completed
4.	04/2023/NQ-DHCD	25/04/2023	Approval of 2022 profit distribution plan.	Completed
5.	05/2023/NQ-DHCD	25/04/2023	Approval of the business plan for fiscal year 2023 (from January 1, 2023, to June 30, 2023).	Completed

No	Resolution Ref.	Date	Content	Implementation Status
6.	06/2023/NQ-DHCD	25/04/2023	<p>Approval of the total remuneration payment for the Board of Directors and the Board of Supervisors in 2022.</p> <p>Approval of the remuneration for members of the Board of Directors and the Board of Supervisors for the fiscal year 2023 (from January 1, 2023, to June 30, 2023), and the operating budget estimate for the Board of Directors and units under its purview.</p>	Completed
7.	07/2023/NQ-DHCD	25/04/2023	Approval of the selection of an auditor for the financial statements of fiscal year 2023 (from January 1, 2023, to June 30, 2023).	Completed
8.	08/2023/NQ-DHCD	25/04/2023	Approval of the plan to issue shares in order to raise share capital from equity sources.	In progress
9.	09/2023/NQ-DHCD	25/04/2023	Approval of increasing the ownership rate for foreign investors and modifying specific business lines to align with the conditions of foreign ownership rate.	In progress
10.	10/2023/NQ-DHCD	25/04/2023	Approval of the sale of treasury shares to employees under the Employee Stock Ownership Plan (ESOP).	In progress
11.	11/2023/NQ-DHCD	25/04/2023	Approval of the research into opportunities for raising investment capital in Unicons Construction Investment Company Limited.	In progress
12.	12/2023/NQ-DHCD	25/04/2023	Approval of amendments to the Company's Charter.	Completed
13.	13/2023/NQ-DHCD	25/04/2023	Approval of the 5-year program to issue shares to employees under the Employee Stock Option Program (ESOP).	In progress

3. Summary of the BOD meetings and decisions

No.	Resolution/ Decision Ref.	Date	Content	Status
1.	01/2023/NQ-HDQT	05/01/23	Approval of the plan to repurchase bonds before maturity at the request of bondholders.	Completed
2.	02/2023/NQ-HDQT	19/01/23	Collection of shareholders' opinions in written form.	Completed
3.	03/2023/NQ-HDQT	27/02/23	Approval of the list of the Vote Counting Committee to oversee vote counting and collect written opinions from shareholders.	Completed
4.	04/2023/NQ-HDQT	27/02/23	Approval of the signing of a credit limit contract with Joint Stock Commercial Bank for Foreign Trade of Vietnam.	Completed
5.	05/2023/NQ-HDQT	27/02/23	Changing the Head of the Environmental, Social and Corporate Governance (ESG) Subcommittee under the Board of Directors.	Completed
6.	06/2023/NQ-HDQT	08/03/23	Approval of the implementation of the plan to issue shares under the Employee Stock Ownership Program (ESOP) from treasury shares.	Completed
7.	07/2023/NQ-HDQT	08/03/23	Approval of the organization of the 2023 Annual General Meeting of Shareholders (AGM).	Completed
8.	08/2023/NQ-HDQT	31/03/23	Approval of the Draft Meeting Documents for the Company's 2023 Annual General Meeting of Shareholders to be submitted to the General Meeting of Shareholders.	Completed
9.	09/2023/NQ-HDQT	19/04/23	Approval of signing a contract with FiiRatings Joint Stock Company.	Completed
10.	10/2023/NQ-HDQT	19/04/23	Approval of signing credit limit contracts at banks.	Completed
11.	11/2023/NQ-HDQT	19/04/23	Approval of the promulgation of ESOP Regulations.	Completed
12.	12/2023/NQ-HDQT	19/04/23	Approval of the Plan to issue ESOP shares from treasury shares to be submitted to the 2023 Annual General Meeting of Shareholders.	Completed
13.	13/2023/NQ-HDQT	13/06/23	Approval of the auditing firm for the financial statements of Coteccons Construction Joint Stock Company for the fiscal year 2023.	Completed

No.	Resolution/ Decision Ref.	Date	Content	Status
14.	14/2023/NQ-HDQT	13/06/23	Approval of the handling of undistributed treasury shares in accordance with the Employee Stock Ownership Plan (ESOP), as per Board of Directors Resolution No. 06/2023/NQ-HDQT dated March 8, 2023.	Completed
15.	15/2023/NQ-HDQT	16/06/23	Approval of the results of treasury stock sales transactions under the Company's Employee Stock Ownership Program (ESOP) as of June 15, 2023, which is the final deadline for payment to purchase ESOP shares.	Completed

4. Supervisory Results for the Board of Management (BOM)

- Supervising the implementation of Resolutions and Decisions passed by the General Meeting of Shareholders and Board of Directors and inspecting the Board of Directors' operations in business activities.
- Directing and overseeing the strict implementation of the financial statement regime for fiscal year 2023, including quarterly financial statements, semi-annual financial statements, and annual reports.
- Supervising the implementation of information disclosure under the regulations of the State Securities Commission and the Stock Exchange to ensure information transparency.
- Overseeing management activities of the BOM to enhance business performance and accomplish the set targets.
- Monitoring the Company's operations in compliance with regulations of the Enterprise Law, the Company's charter, and other current regulations.

5. Remuneration for the Board of Directors, the Board of Supervisors, and the Board of Management

- The report on remuneration for the BOD, the BOS, and the BOM in 2023 has been published in the audited financial statements for 2023.

6. Report on relevant transactions made in fiscal year 2023

- The order and procedures for approving transactions between the Company and related parties are strictly implemented in accordance with the provisions of the Enterprise Law, the Securities Law, the Company's Charter, and Internal Governance Regulations.
- Related parties and transactions between the Company and related parties approved by the Board of Directors have been listed and announced in the semi-annual Report on Corporate Governance for 2023.

7. General evaluation of the Sub-Committees' activities:

The Subcommittees operating under the purview of the Board of Directors have played a significant role in enhancing the stability of the Company's management and operational activities. They have demonstrated a meticulous approach to dissecting the Company's challenges and carefully

evaluating risks. Notably, with awareness of systemic issues such as climate change and inequality, and the Company's commitment to sustainable development criteria, they have:

- Evaluated the business environment, business lines and identified opportunities, challenges, strengths and weaknesses faced by the Company; Identified the Company's strategic direction for both the short term and long term in order to foster sustainable development, thereby enhancing value for shareholders;
- Strategically planned and constructed the Company's organizational structure to harmonize with the evolving development needs in alignment with our established strategy;
- Maintaining regular contact with existing customers and employers to confirm commitments on safety, quality, progress, and finance, and to expand potential customers portfolio; Organizing conferences with suppliers and subcontractors to ensure financial stability as well as to build long-term strategic cooperation;
- Preparing development orientations of the Company, obtaining internal consensus within the Board of Directors before submitting to the Annual General Meeting of Shareholders for approval.

8. Report on activities of each Board member in fiscal year 2023

The members of the Board of Directors are highly proactive, diligent, and exhibit a high degree of professionalism in carrying out their duties. Each member has demonstrated significant growth in their competencies, effectively fulfilling the trust placed in them by shareholders who have entrusted them with their responsibilities. The performance of the Board of Directors is evident through the following factors:

- All Board members fully participated in Board meetings.
- Making timely decisions in the Company's operations.
- Participating in training to improve awareness and skills on Corporate Governance.
- Strictly controlling transactions with related parties.
- Carrying out functions and responsibilities in accordance with the assignments given to the members of the Board of Directors.

II. REPORT ON ACTIVITIES OF INDEPENDENT BOARD MEMBERS AND THEIR EVALUATION RESULTS OF THE BOARD OF DIRECTORS' PERFORMANCE

1. Activities of independent Board members in fiscal year 2023

The independent board members have demonstrated their professional expertise and experience in the Company's key areas and have made significant contributions to critical decisions.

- Supporting the Board of Directors to implement effective and transparent corporate governance by improving issues related to corporate governance goals.
- Providing guidance and supervising the coordination between the Board of Directors and the Board of Management in the execution of resolutions passed by the General Meeting of Shareholders and the Board of Directors.
- Supervising information disclosure.
- Monitoring and controlling Financial Reports.
- Monitoring transactions of related parties.

2. Evaluation of the activities of the Board of Directors and the Board of Management in fiscal year 2023

- The Board of Directors has provided appropriate and timely instructions in accordance with the current laws and the Company's Charter.
- The Board of Directors has well implemented the supervision, support as well as creating conditions for the BOM to complete the implementation of the Resolutions of the AGM and to fulfill the profit plan for fiscal year 2023.
- In addition to complying with the regulations on information disclosure, the BOD and the BOM have made significant efforts to provide information to shareholders through events such as the Analysts Conference, the Shareholders Day, aiming towards modern management standards.

3. Operational orientation of the independent board members in fiscal year 2024

In fiscal year 2024, the independent board members will continue to play a supportive role in helping the BOD fulfill its roles and responsibilities, ensuring independence and objectivity in the decision-making process and balancing the interests of all parties involved. Specifically, they will:

- Participate in analyzing and assessing potential risks in the Company's business activities, providing development scenarios, and building proper long-term control strategies.
- Review, adjust, and amend the Company's Charter and internal regulations to align with amendments in current laws and higher international standards.
- Supervise transactions involving related parties to ensure there are no conflicts of interest among the parties and neutralize the interests of shareholder groups.
- Continue to carry out their supervisory function over the BOD and the BOM in accordance with the provisions of the Enterprise Law and the Company's charter.

III. OPERATIONAL ORIENTATION OF THE BOD IN FISCAL YEAR 2024

- Coteccons' orientation, actions, and investment criteria will consistently prioritize the assessment of their impact on the environment, society, and corporate governance. Furthermore, we are committed to strengthening our engagement with the local communities where the Company operates and actively contributing to the overall development of society.
- Attaining international standards to efficiently manage risks, enhance system quality, streamline our operations, and optimize costs.
- Fostering operational efficiency and cultivating a business culture. Our ongoing focus remains on investing in our teams and nurturing human development to prepare them for increasingly complex challenges.
- In terms of business, Coteccons will promote repeat sales, upgrade quality standards and labor efficiency at construction sites.
- The Company's Board of Directors aims to present the following goals for fiscal year 2024 to the AGM for review, discussion, and approval:

No.	Criteria	Unit	Targets for fiscal year 2024 (From 01/07/2023 to 30/06/2023)
1.	Consolidated revenue	Billion dong	17,793
2.	Consolidated profit after tax	Billion dong	274

Ho Chi Minh City, September 24, 2023
ON BEHALF OF THE BOARD OF DIRECTORS
Chairman

BOLAT DUISENOV

**REPORT OF THE BOARD OF SUPERVISORS
THE ANNUAL GENERAL MEETING OF SHAREHOLDERS FOR FISCAL YEAR 2023**

I. OPERATIONAL RESULTS OF THE BOARD OF SUPERVISORS FOR FISCAL YEAR 2023

Coteccons Construction Joint Stock Company has decided to change its fiscal year starting from 2023. As a result, fiscal year 2023 will serve as a transitional fiscal year, commencing on January 1, 2023, and concluding on June 30, 2023. Consequently, the report to be presented by the Board of Supervisors (BOS) at the Annual General Meeting of Shareholders for fiscal year 2023 (AGM) will encompass the activities of the Board in the first six months of 2023 and outline the operational plan for fiscal year 2024, which will span from July 1st, 2023, to June 30th, 2024.

1. Operation of the Board of Supervisors

a. Information about members of the Board of Supervisors

STT	Members	Position	Appointment/Dismissal date
1.	Mr. Tran Van Thuc	Head of the BOS	Appointed April 26, 2021
2.	Mr. Zhaidarzhan Zatayev	Member of the BOS	Appointed April 25, 2022
3.	Mr. Doan Phan Trung Kien	Member of the BOS	Appointed April 25, 2022

In the first 6 months of 2023, the company has no changes in members of the BOS:

Ratio of share ownership to charter capital of members of the BOS as of June 30th, 2023:

- Mr. Tran Van Thuc: 0%.
- Mr. Zhaidarzhan Zatayev: 0%.
- Mr. Doan Phan Trung Kien: 0%.

b. BOS meetings

- Number of meetings, participation and voting rates

No.	Members	Number of participated meetings	Rate of participation	Voting rate	Reasons for absence
1.	Mr. Tran Van Thuc	02	100%	100%	
2.	Mr. Zhaidarzhan Zatayev	02	100%	100%	
3.	Mr. Doan Phan Trung Kien	02	100%	100%	

- Details of content of meetings of the BOS

No.	Meetings	Date	Content
1.	Meeting 01	January 6, 2023	(i) Evaluation of the BOS's operations in 2022 (ii) Consideration of changing auditors to ensure objectivity and independence (as E&Y has conducted audits for CTD for four consecutive years.) (iii) Risk assessment pertaining to Coteccons' operations in 2023 and evaluate the operational plan for the Board of Supervisors in 2023.
2.	Meeting 02	May 10, 2023	Proposal to appoint E&Y to continue auditing CTD's 2023 financial statements.

2. Supervision/coordination activities of the BOS to the Board of Directors, Board of Management and Shareholders

- The BOS conducted interviews and discussions with the Board of Management (BOM) regarding the execution of the company's 2023 key business development strategies.
- The BOS attended a number of corporate governance meetings with functional departments to monitor the direction of the Board of Directors (BOD)/ BOM.

3. The coordination among the BOS, Audit Committee, the BOM, BOD and other managers:

- The BOS has devised a comprehensive operational plan for the entire year of 2023. This plan has been submitted to the BOD and the BOM to gather insights and to instruct the various functional departments within the company to collaborate with the BOS in its execution.
- The BOS has coordinated with the Internal Audit Board to conduct audits of projects and functional departments: 3 projects of BIM employer, the Lego project, and the Marcoms department.
- Submitting quarterly reports on the evaluation of the company's financial situation and operations.

II. ASSESSMENT OF IMPLEMENTATION OF RESOLUTIONS OF THE GENERAL MEETING OF SHAREHOLDERS/ BOARD OF DIRECTORS

1. General Meeting of Shareholders

In 2023, the General Meeting of Shareholders has approved 13 Resolutions, from Nos. 01-13. By the end of June 2023, 08 resolutions have been completed, while 05 Resolutions are being implemented related to (i) Shares issuance plan to increase equity (ii) raising the ownership ratio of foreign investors and modifying some business lines (iii) Plan to sell treasury shares to employees under the Employee Stock Ownership Program (ESOP) (iv) researching on opportunities to raise investment capital of Unicons Construction Investment Company Limited, and (v) 5-year program to issue shares to employees under the Employee Stock Ownership Program (ESOP).

2. Board of Directors

In 2023, the BOD has issued 15 resolutions. By the end of June 2023, all implementation of the above resolutions has been completed.

III. EVALUATION OF THE IMPLEMENTATION BUSINESS PLAN IN THE FIRST HALF OF 2023 AND SOME KEY FINANCIAL INDICATORS

1. Evaluation of the implementation of the business plan in the first 6 months of 2023:

Unit: billion dong

	First 6 months of 2023	Compared to the first 6 months of 2022	Compared to the set plan
Revenue	6.744	Increased by 30% (compared to 5.192 bn dong)	Achieved 88% (compared to 7.644 bn dong)
Profit after tax	52	Increased by 862% (compared to 5,4 bn dong)	Increased by 18 % (compared to 44 bn dong)

2. Some key financial indicators

	Items		Q2/2022	Q2/2023
I	Profit margin			
1	Gross profit margin	%	5,4	2,3
2	Profit before tax/Revenue	%	-0.73	0.77
3	Profit/Equity	%	0,13	0,8
4	Profit before tax/Total Assets	%	0,67	0,32
II	Operational Ratios			
1	Days in inventory	days	58	77
2	Days in Receivables	days	233	181
3	Days in Payables	days	86	132
III	Thanh khoản/Liquidity			
1	Current ratio	Times	1.99	1.58
2	Quick ratio	Times	1.72	1.33
3	Debt/equity	%	101%	158%

IV. RECOMMENDATIONS OF THE BOS

1. On the business achievement/finance

- In comparison to the same period and 2023 budget, the company has obtained a good achievement in 1st half of 2023. Its revenue increased by 30% compared to the same period last year and reached 88% of its budget, the profit is exceptionally higher than its budget.
- The company's administration costs for the 1st half of 2023 account for 2,8% of its revenue, decreased by 5,8% in comparison to the same period last year. This shows a good achievement of the company's BOD in operational efficiency improvement.
- Net cash flow from the core business activities has got a positive result in 06 months of 2023, it increased 172% vs same period last year (from -1.298 bVND in 1st half of 2022 to +931 bVND in 1st half of 2023).
- Debt/Equity ratio increased significantly in the 1st half of 2023 (from 101% by end of June 2022 to 158% by end of June 2023). The company needs to control this ratio for financial safety.

2. On the company operation and management

- The company needs to set up the supervisory framework and the achievement assessment for the significant programs (PD empowerment, business development in infrastructure, M&A, expanding business overseas...) in the restructuring process.
- The company needs to enhance its risk management system and compliance with the different management layers.
- Currently, the company has received claims from contractors who were part of the previous management group and date back to before 2019, related to the settlement of payment work. BOS recommends that the BOD should employ more time and resources to settle this issue and protect the company's reputation.

The BOS respectfully submits to the General Meeting of Shareholders for consideration, discussion, and approval.

Ho Chi Minh city, September 24th, 2023

**ON BEHALF OF THE BOS
HEAD OF THE BOARD**

TRAN VAN THUC

PROPOSAL No.1: Annual reports submitted to the Annual General Meeting of Shareholders for the fiscal year 2023

To: Esteemed Shareholders of Coteccons Construction Joint Stock Company

- Pursuant to the Enterprise Law No. 59/2020/QH14 dated 17th June 2020;
- Pursuant to the Securities Law No. 54/2019/QH14 dated 26th November 2019;
- Pursuant to the Company's Charter of Coteccons Construction Joint Stock Company.

The Board of Directors of Coteccons Construction Joint Stock Company would like to submit to the Annual General Meeting of Shareholders for the fiscal year 2023 (AGM) for consideration and approval:

1. Report on performance results of the Board of Directors in fiscal year 2023 (01/01/2023 - 30/06/2023) and the plan for fiscal year 2024 (01/07/2023 - 30/06/2024).
2. Report on the performance results of the Board of Supervisors in fiscal year 2023 and the plan for fiscal year 2024.
3. Report of the Board of Management in fiscal year 2023 and the plan for fiscal year 2024.

The AGM is proposed to review, discuss, and approve the above contents.

Ho Chi Minh City September 24th, 2023

**ON BEHALF OF BOARD OF DIRECTORS
Chairman**

BOLAT DUISENOV

PROPOSAL No.2: The fiscal year 2023 Audited Financial Statements and business performance results in the fiscal year 2023

To: Esteemed Shareholders of Coteccons Construction Joint Stock Company

- Pursuant to the Enterprise Law No. 59/2020/QH14 dated 17th June 2020;
- Pursuant to the Securities Law No. 54/2019/QH14 dated 26th November 2019;
- Pursuant to the Company's Charter of Coteccons Construction Joint Stock Company.

The Board of Directors of Coteccons Construction Joint Stock Company would like to submit to the Annual General Meeting of Shareholders for the fiscal year 2023 (AGM) for consideration and approval the Audited Financial Statements for 2023 and summary of the 2023 business results as follows:

No.	Description	Unit	Amount
1.	Net revenue from sales of goods and render of services	VND	6,744,327,795,506
2.	Profit before tax	VND	68,722,832,010
3.	Profit after tax of parent company's shareholders	VND	52,227,576,729
4.	Total assets	VND	21,375,030,331,774
5.	Owner's equity	VND	8,271,710,954,917

The AGM is proposed to review, discuss, and approve the above contents.

Ho Chi Minh City September 24th, 2023

ON BEHALF OF BOARD OF DIRECTORS
Chairman

BOLAT DUISENOV

PROPOSAL No.3: Profit distribution plan

To: Esteemed Shareholders of Coteccons Construction Joint Stock Company

- Pursuant to the Enterprise Law No. 59/2020/QH14 dated 17th June 2020;
- Pursuant to the Securities Law No. 54/2019/QH14 dated 26th November 2019;
- Pursuant to the Company's Charter of Coteccons Construction Joint Stock Company.

The Board of Directors of Coteccons Construction Joint Stock Company would like to submit to the Annual General Meeting of Shareholders for the fiscal year 2023 (AGM) for consideration and approval the profit distribution plan and dividend payment as follows:

No.	Description	Unit	Amount
1	Total accumulated Retained Earnings on Consolidated Financial Statements as of Jun 30th, 2023	VND	388,315,212,698
1.1	<i>Total accumulated Retained Earnings on Consolidated Financial Statements as of December 31st, 2022</i>	<i>VND</i>	<i>336,087,635,969</i>
1.2	<i>Accumulated Retained Earnings in the fiscal year 2023 (01/01/2023 - 30/06/2023)</i>	<i>VND</i>	<i>52,227,576,729</i>
2	Profit distribution plan	VND	0
2.1	<i>Appropriation of Funds</i>	<i>VND</i>	<i>0</i>
2.2	<i>Dividend distribution</i>	<i>VND</i>	<i>0</i>
3	Remaining Retained Earnings	VND	388,315,212,698

The AGM is proposed to review, discuss, and approve the above contents.

Ho Chi Minh City September 24th, 2023

**ON BEHALF OF BOARD OF DIRECTORS
Chairman**

BOLAT DUISENOV

PROPOSAL No.4: The Fiscal year 2024 Business Plan (from July 1st, 2023 to June 30th, 2024)**To: Esteemed Shareholders of Coteccons Construction Joint Stock Company**

- Pursuant to the Enterprise Law No. 59/2020/QH14 dated 17th June 2020;
- Pursuant to the Securities Law No. 54/2019/QH14 dated 26th November 2019;
- Pursuant to the Company's Charter of Coteccons Construction Joint Stock Company.

The Board of Directors of Coteccons Construction Joint Stock Company would like to submit to the Annual General Meeting of Shareholders for the fiscal year 2023 (AGM) for consideration and approval the Fiscal year 2024 (from July 1st, 2023 to June 30th, 2024) Business Plan as follows:

No.	Description	Unit	Target of the Fiscal year 2024 (from July 1 st , 2023 to June 30 th , 2024)	Actual 2023 (from January 1 st , 2023 to Jun 30 th , 2023)
1.	Consolidated revenue	Bil. VND	17,793	6,744
2 .	Consolidated profit after tax	Bil. VND	274	52

The AGM is proposed to review, discuss, and approve the above contents.

Ho Chi Minh City September 24th, 2023

ON BEHALF OF BOARD OF DIRECTORS
Chairman

BOLAT DUISENOV

ROPOSAL No.5: Remuneration of the BOD, BOS for fiscal year 2024 (from July 1st, 2023 to June 30th, 2024)**To: Esteemed Shareholders of Coteccons Construction Joint Stock Company**

- Pursuant to the Enterprise Law No. 59/2020/QH14 dated 17th June 2020;
- Pursuant to the Securities Law No. 54/2019/QH14 dated 26th November 2019;
- Pursuant to the Company's Charter of Coteccons Construction Joint Stock Company.

The Board of Directors of Coteccons Construction Joint Stock Company would like to submit to the Annual General Meeting of Shareholders (AGM) for consideration and approval:

1. The Report of total remuneration payment to the Board of Directors (BOD) and the Board of Supervisors (BOS) for the fiscal year 2023 (January 1st, 2023 - June 30th, 2023) as per Article 2, Resolution of the Annual General Meeting of Shareholders No. 06/2023/NQ-DHCD dated April 25th, 2023, is **VND1,188,000,000**.
2. The remuneration for members of the BOD and the BOS in fiscal year 2024 (from July 1st, 2023 to June 30th, 2024) is **VND5,000,000,000**. Authorize the Chairman of the BOD to determine the specific remuneration for each member in fiscal year 2024 and the interim advance payment for members during the period from the end of the fiscal year 2024 until the next AGM.

The AGM is proposed to review, discuss, and approve the above contents.

Ho Chi Minh City September 24th, 2023

ON BEHALF OF BOARD OF DIRECTORS
Chairman

BOLAT DUISENOV

PROPOSAL No.6: Selection of the auditing firm for the Fiscal year 2024 (from July 1st, 2023 to June 30th, 2024)

To: Esteemed Shareholders of Coteccons Construction Joint Stock Company

- Pursuant to the Enterprise Law No. 59/2020/QH14 dated 17th June 2020;
- Pursuant to the Securities Law No. 54/2019/QH14 dated 26th November 2019;
- Pursuant to the Company's Charter of Coteccons Construction Joint Stock Company.

The Board of Directors of Coteccons Construction Joint Stock Company would like to submit to the Annual General Meeting of Shareholders for the fiscal year 2023 (AGM) for consideration and 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 2024 (from July 1st, 2023 to Jun 30th, 2024) as below:

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

The AGM is proposed to review, discuss, and approve the above contents.

Ho Chi Minh City September 24th, 2023

**ON BEHALF OF BOARD OF DIRECTORS
Chairman**

BOLAT DUISENOV