



**MINUTES**

**ANNUAL GENERAL MEETING FOR THE FISCAL YEAR 2024**  
**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 August 24<sup>th</sup>, 2004 and 27<sup>th</sup> amendment on August 07<sup>th</sup>, 2024.

**II. TIME AND LOCATION**

The Annual General Meeting ("Meeting, AGM") for the fiscal year 2024 of Coteccons Construction Joint Stock Company ("the Company") was held on October 19<sup>th</sup>, 2024 at 08:30AM via 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	In person
2. Mr. Talgat Turumbayev	BOD Member	Online
3. Mr. Herwig Guido H. Van Hove	BOD Member	Online
4. Mr. Tan Chin Tiong	BOD Member	Online
5. Mr. Tong Van Nga	BOD Member	In person
6. Mr. Pham Quang Vu	BOD Member	In person
7. Mr. Vo Hoang Lam	BOD Member	In person

**1.2 Board of Supervisors (BOS)**

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

### 1.3 Board of Management (BOM)

Attendant	Position	Form of participation
1. Mr. Vo Hoang Lam	Deputy CEO, CEO CTD BU1	In person
2. Mr. Tran Ngoc Hai	Deputy CEO, Chief of Commercial	In person
3. Mr. Nguyen Chi Thien	Deputy CEO, CEO CTD BU2	In person
4. Mr. Nguyen Van Dua	Deputy CEO, Chief Financial Officer	In person
5. Ms. Nguyen Trinh Thuy Trang	Deputy CEO, Chief Operating Officer	In person
6. Mr. Pham Quan Luc	Deputy CEO CTD BU1	In person
7. Mr. Nguyen Tan Tien	Managing Director MEP CEO CTD BU4	In person
8. Mr. Tran Van Lam	CEO Unicons	In person
9. Mr. Nguyen The Phu	Deputy CEO Unicons	In person

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

#### 3 . And representatives of the the Vietnam Securities Depository and Clearing Corporation, the Press, Investment Funds, Securities Companies, and auditing firms to present Cotecons' 2024 financial report

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

On behalf of the Shareholders' Eligibility Verification Committee, Mr. Do Duy Thien reported the results of checking shareholders' eligibility to attend the Meeting as of 08h30, October 19<sup>th</sup> 2024 as follows:

- Total number of shareholders attending via online form (including by proxy) was 95 people, representing 60,450,506 shares, equivalent to 60.49% of voting rights (*based on the Shareholders Register on the Record Date as of September 16<sup>th</sup>, 2024 provided by the Viet Nam Securities Depository and Clearing Corporation*).
- Pursuant to Law on Enterprises and the provisions of the Company's Charter, a Meeting is validly convened when shareholders attending via online form (including by proxy), 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 fiscal year 2024 AGM

The Organizing Committee introduced the Regulation on Organization at the fiscal year 2024 AGM.

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

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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 Presidium**

- 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
- Mr. Tran Ngoc Hai - Deputy CEO, Member

**2.2 . The Meeting Secretaries**

- Ms. Dinh Thi Hong Tham - Head of the Meeting Secretaries
- Ms. Nguyen Thu Hien - 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 Presidium announced the Meeting Agenda.

**4 . The electronic voting method was used at the Meeting to approve the Regulations for the organization of the fiscal year 2024 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 fiscal year 2024 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**

- The Report of the BOD.
- The Report of the BOS.

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

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

- **Proposal 01:** Annual reports submitted to the AGM fiscal year 2024
- **Proposal 02:** The fiscal year 2024 Audited Financial Statements and business performance results in fiscal year 2024
- **Proposal 03:** Profit distribution plan and dividend payment
- **Proposal 04:** The Fiscal year 2025 Business plan
- **Proposal 05:** The Report on the fiscal year 2024 remuneration for BOD and BOS and the remuneration of the BOD, BOS for Fiscal year 2025

- **Proposal 06:** Selecting the Auditing Company Financial Statements in the fiscal year 2025
- **Proposal 07:** The plan for issuing shares to increase charter capital from owner's equity
- **Proposal 08:** The plan for selling treasury shares to employees (ESOP Program)

### 3. Discussion

The Presidium 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 the fiscal year 2024

The AGM approved the Company's reports annual in the fiscal year 2024 as follows:

- Report on performance results of the BOD in the fiscal year 2024 and plan for the fiscal year 2025.
- Report on performance results of the BOS in the fiscal year 2024 and plan for the fiscal year 2025.

The Meeting approved with the following voting results:

Agree:	60,087,062	votes, accounting for	99.948%	of the total votes at the Meeting
Disagree:	24,200	votes, accounting for	0.040%	of the total votes at the Meeting
No opinion:	6,800	votes, accounting for	0.011%	of the total votes at the Meeting

#### 4.2. The fiscal year 2024 Audited Financial Statements and business performance results in the fiscal year 2024

The Meeting approval the fiscal year 2024 Audited Financial Statements and business performance results in the fiscal year 2024 are as follows:

No.	Description	Unit	Amount
1.	Net revenue from sales of goods and render of services	VND	21,045,158,770,378
2.	Profit before tax	VND	386,562,030,631
3.	Profit after tax of parent company's shareholders	VND	309,570,213,495
4.	Total assets	VND	22,868,774,738,132
5.	Owner's equity	VND	8,591,267,204,834

The Meeting approved with the following voting results:

Agree:	60,087,062	votes, accounting for	99.948%	of the total votes at the Meeting
Disagree:	24,200	votes, accounting for	0.040%	of the total votes at the Meeting
No opinion:	6,800	votes, accounting for	0.011%	of the total votes at the Meeting

#### 4.3. The Profit distribution plan and dividend payment

The Meeting approval the Profit distribution plan and dividend payment, as follows:

No.	Description	Unit	Amount
<b>1</b>	<b>Total accumulated Retained Earnings on Consolidated Financial Statements as of Jun 30<sup>th</sup>, 2024</b>	<b>VND</b>	<b>697,885,426,193</b>
1.1	Total accumulated Retained Earnings on Consolidated Financial Statements as of June 30 <sup>th</sup> , 2023	VND	388,315,212,698
1.2	Accumulated Retained Earnings in the fiscal year 2024	VND	309,570,213,495
<b>2</b>	<b>Profit distribution plan</b>	<b>VND</b>	<b>0</b>

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2.1	<i>Appropriation of Funds</i>	VND	0
2.2	<i>Dividend payment in cash: Dividend rate of 10% (1,000 VND per share)</i>	VND	99,930,014,000
3	<b>Remaining Retained Earnings</b>	VND	<b>597,955,412,193</b>

The Annual General Meeting of Shareholders for the fiscal year 2024 authorizes the BOD to select an appropriate time to make payments of dividends in accordance with the law.

**Source of payment:** from the Company's Retained Earnings.

The Meeting approved with the following voting results:

Agree:	60,080,561	votes, accounting for	99.938%	of the total votes at the Meeting
Disagree:	35,601	votes, accounting for	0.059%	of the total votes at the Meeting
No opinion:	1,900	votes, accounting for	0.003%	of the total votes at the Meeting

#### 4.4. The fiscal year 2025 Business Plan (from July 1<sup>st</sup>, 2024 to June 30<sup>th</sup>, 2025)

The Meeting approval of the fiscal year 2025 (from July 1<sup>st</sup>, 2024 to June 30<sup>th</sup>, 2025) Business Plan as follows:

No.	Description	Unit	Target of the fiscal year 2025 (from July 1 <sup>st</sup> , 2024 to June 30 <sup>th</sup> , 2025)
1.	Consolidated revenue	Bil. VND	25,000
2.	Consolidated profit after tax	Bil. VND	430

The Meeting approved with the following voting results:

Agree:	60,087,062	votes, accounting for	99.948%	of the total votes at the Meeting
Disagree:	24,200	votes, accounting for	0.040%	of the total votes at the Meeting
No opinion:	6,800	votes, accounting for	0.011%	of the total votes at the Meeting

#### 4.5. Report on the fiscal year 2024 remuneration for BOD and BOS and the remuneration of the BOD, BOS for fiscal year 2025 (from July 1<sup>st</sup>, 2024 to June 30<sup>th</sup>, 2025)

- The Report of total remuneration payment to the BOD and the BOS for the fiscal year 2024 (July 1<sup>st</sup>, 2023 - June 30<sup>th</sup>, 2024) as per Article 1.2, Resolution of the Annual General Meeting of Shareholders No. 18/2023/NQ-DHCD dated October 17<sup>th</sup>, 2023, is VND2,376,000,000. The details of the remuneration for each member are listed and disclosed in the audited financial report for the 2024 fiscal year.
- The remuneration for members of the BOD and the BOS in fiscal year 2025 (from July 1<sup>st</sup>, 2024 to June 30<sup>th</sup>, 2025) is VND5,000,000,000. Authorize the Chairman of the BOD to determine the specific remuneration for each member in fiscal year 2025 and the interim advance payment for members during the period from the end of the fiscal year 2025 until the next AGM.

The Meeting approved with the following voting results:

Agree:	60,000,761	votes, accounting for	99.805%	of the total votes at the Meeting
Disagree:	91,301	votes, accounting for	0.152%	of the total votes at the Meeting
No opinion:	26,000	votes, accounting for	0.043%	of the total votes at the Meeting

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#### 4.6. The selection of the auditing firm for the fiscal year 2025 (from July 1<sup>st</sup>, 2024 to Jun 30<sup>th</sup>, 2025)

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 Cotecons for the fiscal year 2025 (from July 1<sup>st</sup>, 2024 to Jun 30<sup>th</sup>, 2025) 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:	60,067,861	votes, accounting for	99.917%	of the total votes at the Meeting
Disagree:	24,201	votes, accounting for	0.040%	of the total votes at the Meeting
No opinion:	26,000	votes, accounting for	0.043%	of the total votes at the Meeting

#### 4.7. The plan for issuing shares to increase charter capital from owner's equity, with details as follows:

##### I. GENERAL INFORMATION

1. Name of share: Cotecons Construction Joint Stock Company.
2. Type of share: Ordinary share.
3. Par value: VND 10,000/ per share.
4. The total number of shares issued (as of the time of the Annual General Meeting of Shareholders for the fiscal year 2024): 103,633,261 shares. Of which:
  - + Number of outstanding shares: 99,930,014 shares.
  - + Number of treasury shares: 3,703,247 shares.
5. Charter capital (as of the time of the Annual General Meeting of Shareholders for the fiscal year 2024): VND 1,036,332,610,000.

##### II. ISSUANCE PLAN

1. **Issuing Object:** Existing shareholders of Cotecons Construction Joint Stock Company named in the list of share ownership closed by the Viet Nam Securities Depository and Clearing Corporation 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. **Rights execution ratio:** 20:1. Accordingly, shareholders holding 01 (one) share will receive 01 (one) right to receive additional issued shares, and for every 20 (twenty) rights, 01 (one) additional share will be issued.
3. **Method of rounding and handling fractional shares (if any):** The number of additional issued shares will be rounded down to the nearest whole number. Any fractional shares (if any) will be canceled.



*Example: Shareholder A holds 125 shares on the record date. With a 20:1 execution ratio, shareholder A will receive:  $125:20 = 6.25$  shares. According to the aforementioned method, shareholder A will receive 06 shares. The fractional 0.25 share will be canceled.*

4. **Issuance capital source:** From the Investment and Development Fund on the Audited Separate Financial Statements for 2024.
5. **The expected number of issued share:** 4,996,501 shares.
6. **Total expected value of shares issued at par value:** VND 49,965,010,000.
7. **Total number of shares expected after issuance:** 108,629,762 shares.
8. **Expected charter capital after the issuance:** VND 1,086,297,620,000,
9. **Issuance method:** Shares issued to existing shareholders will be distributed according to the method of exercising rights.
10. **Transfer of the rights:** The right to receive shares issued to increase share capital from equity isn't transferable.
11. **Related restrictions:** Shares that are under transfer restriction (if any) are still entitled to receive additional shares from the issuance. Additional shares issued from equity capital in this issuance are not subject to transfer restrictions.
12. **Implementation timeline:** In the fiscal year 2025 (after the approval of the Annual General Meeting of Shareholders for the fiscal year 2024 until June 30<sup>th</sup>, 2025) - 2026 (from July 1<sup>st</sup>, 2025, to June 30<sup>th</sup>, 2026), or another timeline as decided by the Board or Directors and after the Company receives a notification letter regarding the issuance report from the State Securities Commission of Vietnam.

### III. APPROVAL FOR ADDITIONAL DEPOSIT REGISTRATION AND LISTING

Approval for the additional deposit registration and listing of all shares actually issued according to the share issuance plan to increase share capital from equity capital. The aforementioned shares will be registered for additional deposit at the Viet Nam Securities Depository and Clearing Corporation and registered for additional listing on the Ho Chi Minh City Stock Exchange.

### IV. APPROVAL FOR THE INCREASE OF CHARTER CAPITAL AND AMENDMENTS TO THE CHARTER REGARDING CHARTER CAPITAL AND OUTSTANDING SHARES

Approval for the increase of charter capital and amendments to the charter, the number of outstanding shares, and other related contents in the Company's Charter corresponding to the total par value of the actual number of shares issued according to the aforementioned issuance plan.

### V. AUTHORIZATION TO THE BOARD OF DIRECTORS AND OTHER GENERAL MATTERS

The Annual General Meeting of Shareholders for the fiscal year 2024 authorizes the Board or Directors to decide and implement the following tasks, including but not limited to:

1. Selecting the issuance timing in the fiscal year 2025 (after the Annual General Meeting of Shareholders for the fiscal year 2024 approves the plan until June 30<sup>th</sup>, 2025) - 2026 (from July 1<sup>st</sup>, 2025, to June 30<sup>th</sup>, 2026), or another timeline as decided by the Board or Directors and after the Company receives a notification letter regarding the issuance report from the State Securities Commission.

2. Adjusting the details of the share issuance plan to increase share capital from equity capital and other related documents, including but not limited to: (i) The number of shares to be issued; (ii) The issuance ratio based on the number of outstanding shares.
3. Carry out the necessary procedures to register the issuance of shares from equity capital with the State Securities Commission and other relevant authorities, actively provide explanations, and supplement or amend the issuance plan and other related documents as required by the State Securities Commission of Vietnam, other authorities, or to comply with relevant legal regulations.
4. Develop a plan to ensure the foreign ownership ratio complies with legal regulations.
5. Complete the necessary procedures to register additional deposited shares at the Viet Nam Securities Depository and Clearing Corporation and register the additional listing of shares at the Ho Chi Minh City Stock Exchange.
6. Amend and supplement the Charter and carry out the procedures to register the change of charter capital and adjust the Business Registration Certificate at the Department of Planning and Investment of Ho Chi Minh City after receiving the notification from the State Securities Commission acknowledging the report on the issuance results.
7. Carry out the relevant procedures with the State Securities Commission of Vietnam, Viet Nam Securities Depository and Clearing Corporation, Ho Chi Minh City Stock Exchange, and the Department of Planning and Investment of Ho Chi Minh City.
8. Address other issues related to the share issuance to ensure the successful capital increase from equity capital.
9. Depending on specific cases, the Board or Directors is authorized to delegate one or more of the aforementioned tasks to the Chairman of the Board or Directors.

The Meeting approved with the following voting results:

Agree:	59,873,991	votes, accounting for	99.594%	of the total votes at the Meeting
Disagree:	218,071	votes, accounting for	0.363%	of the total votes at the Meeting
No opinion:	26,000	votes, accounting for	0.043%	of the total votes at the Meeting

#### **4.8. The plan for selling treasury shares to employees (ESOP Program), with details as follows:**

##### **I. GENERAL INFORMATION**

1. Name of the shares: Cotecons Construction Joint Stock Company shares.
2. Type of shares: Common shares.
3. Par value: VND 10,000 per share.
4. The total number of shares issued as of the time of the Annual General Meeting of Shareholders for the fiscal year 2024: 103,633,261 shares. Of which:
  - + Number of outstanding shares: 99,930,014 shares.
  - + Number of treasury shares: 3,703,247 shares.



5. The total number of shares expected to be issued before selling treasury shares to employees (after completing the issuance of shares to increase share capital from equity capital): 108,629,762 shares.  
Of which:
  - a. Number of outstanding shares: 104,926,515 shares.
  - b. Number of treasury shares: 3,703,247 shares.

## **II. PLAN TO SELL TREASURY SHARES TO EMPLOYEES**

1. Purpose: To retain talent and promote long-term commitment among key personnel in the Company and its subsidiaries.
2. The number of treasury shares expected to be sold to employees: 1,500,000 shares (accounting for 1.43% of the total outstanding shares).
3. Selling price: 10,000 VND per share.
4. Total expected value of treasury shares to be sold: 15,000,000,000 VND.
5. Eligible purchasers of treasury shares: Members of the BOD, members of the BOM, key management personnel, and other employees of the Company and its subsidiaries. The Annual General Meeting of Shareholders for the fiscal year 2024 authorizes the BOD to approve the regulations for the sale of treasury shares to employees, the criteria and list of employees eligible to participate in the ESOP program, the principles for determining the number of shares allocated to each of the aforementioned parties, and the implementation timeline.
6. Transfer restrictions: Within one (01) year from the date of the completion of the sale.
7. Plan for using proceeds from the sale of treasury shares: All proceeds will be used to supplement the Company's working capital.
8. Plan for handling unsold shares: The BOD is authorized to decide on further distribution to other employees in line with the program's objectives, maintaining the same selling price and transfer restrictions.
9. Implementation period: During the fiscal year 2025 (after the Annual General Meeting of Shareholders for the fiscal year 2024 approves the proposal until June 30<sup>th</sup>, 2025) - 2026 (from July 1<sup>st</sup>, 2025, to June 30<sup>th</sup>, 2026) or another timeframe as decided by the BOD; after the completion of the share issuance to increase capital from owner's equity and after the State Securities Commission issues a letter acknowledging receipt of the report on the sale of treasury shares to employees of the Company.
10. Treatment of the difference between the treasury share purchase price and the selling price: The difference will be offset from share premium according to the most recent audited or reviewed separate financial statements.
11. Ensure compliance with the maximum foreign ownership ratio regulations of the Company at the time of implementation.
12. Transaction method: Ownership transfer via the Vietnam Securities Depository and Clearing Corporation.

### III. AUTHORIZATION TO THE BOARD OF DIRECTORS:

The Annual General Meeting of Shareholders for the fiscal year 2024 authorizes the BOD to perform the following tasks:

1. Select a specific time to implement the plan for using treasury shares to sell to employees and complete the implementation of the plan after the State Securities Commission issues a letter acknowledging receipt of the report on the sale of these treasury shares to the employees of the Company.
2. Approve the plan to ensure that the use of treasury shares sold to employees complies with the regulations regarding the maximum foreign ownership ratio of the Company at the time of execution.
3. Decide to issue the regulations for using treasury shares to sell to employees and have the right to amend the regulations.
4. Determine the criteria, list of BOD members, BOM members, key management personnel, and other employees eligible to participate in the program, and the principles for determining the number of shares allocated to each participant.
5. In case any employees resign during the restricted transfer period, the BOD has full authority to decide on all matters related to the recovery of ESOP shares, including but not limited to: (i) cases of share recovery, (ii) the method of ESOP share recovery (including repurchasing and redistributing to other employees and/or allowing the Trade Union to purchase the recovered shares in accordance with legal regulations), (iii) the price and method of repurchasing and/or redistributing the recovered shares, and (iv) other issues related to share recovery.
6. Carry out the necessary procedures for registration with the State Securities Commission and explain the documents to the State Securities Commission. At the same time, the BOD is authorized to proactively adjust the plan to supplement, amend, and finalize the documents as required by the State Securities Commission and other regulatory authorities.
7. Handle the number of shares that are not fully subscribed (if any).
8. Decide on and carry out all matters and necessary procedures related to the sale of treasury shares to employees.

The Meeting approved with the following voting results:

Agree:	59,497,719	votes, accounting for	99.016%	of the total votes at the Meeting
Disagree:	589,543	votes, accounting for	0.981%	of the total votes at the Meeting
No opinion:	1,900	votes, accounting for	0.003%	of the total votes 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 59,515,493 votes in favor, accounting for 99.956% of the total votes at the General Meeting.

The Minutes of the fiscal year 2024 AGM of Cotecons Construction Joint Stock Company was taken at 13:30PM on October 19<sup>th</sup>, 2024.



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

**ON BEHALF OF THE MEETING  
SECRETARIES**

**Head of the Meeting Secretaries**



**DINH THI HONG THAM**

**ON BEHALF OF THE PRESIDIUM**

**Chairperson**



**BOLAT DUSENOV**



No.: 01/2024/NQ-DHCD

Ho Chi Minh City, October 19<sup>th</sup>, 2024

## RESOLUTION

### ANNUAL GENERAL MEETING OF SHAREHOLDERS FOR THE FISCAL YEAR 2024 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 Meeting Minutes of the Annual General Meeting of Shareholders for the fiscal year 2024, No. 01/2024/BB-DHCD, dated October 19<sup>th</sup>, 2024, of Coteccons Construction Joint Stock Company.

## DECIDE

### Article 1: Approval of the Company’s reports annual in the fiscal year 2024

The AGM approved the Company’s reports annual in the fiscal year 2024 as follows:

1. Report on performance results of the Board of Directors in the fiscal year 2024 and plan for the fiscal year 2025.
2. Report on performance results of the Board of Supervisors in the fiscal year 2024 and plan for the fiscal year 2025.

### Article 2: Effectiveness

This resolution is effective since the signing date.

The Annual General Meeting for the fiscal year 2024 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.: 02/2024/NQ-DHCD

Ho Chi Minh City, October 19<sup>th</sup>, 2024**RESOLUTION****ANNUAL GENERAL MEETING OF SHAREHOLDERS FOR THE FISCAL YEAR 2024****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 Meeting Minutes of the Annual General Meeting of Shareholders for the fiscal year 2024, No. 01/2024/BB-DHCD, dated October 19<sup>th</sup>, 2024, of Coteccons Construction Joint Stock Company.

**DECIDE****Article 1: Approval of the fiscal year 2024 Audited Financial Statements and business performance results in the fiscal year 2024**

The AGM approval the fiscal year 2024 Audited Financial Statements and business performance results in the fiscal year 2024 are as follows:

No.	Description	Unit	Amount
1.	Net revenue from sales of goods and render of services	VND	21,045,158,770,378
2.	Profit before tax	VND	386,562,030,631
3.	Profit after tax of parent company's shareholders	VND	309,570,213,495
4.	Total assets	VND	22,868,774,738,132
5.	Owner's equity	VND	8,591,267,204,834

**Article 2: Effectiveness**

This resolution is effective since the signing date.

The Annual General Meeting for the fiscal year 2024 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.: 03/2024/NQ-DHCD

Ho Chi Minh City, October 19<sup>th</sup>, 2024**RESOLUTION****ANNUAL GENERAL MEETING OF SHAREHOLDERS FOR THE FISCAL YEAR 2024****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 Meeting Minutes of the Annual General Meeting of Shareholders for the fiscal year 2024, No. 01/2024/BB-DHCD, dated October 19<sup>th</sup>, 2024, of Coteccons Construction Joint Stock Company.

**DECIDE****Article 1: Approval of the Profit distribution plan and dividend payment**

The Annual General Meeting of Shareholders for the fiscal year 2024 approval the Profit distribution plan and dividend payment, as follows:

No.	Description	Unit	Amount
1	<b>Total accumulated Retained Earnings on Consolidated Financial Statements as of Jun 30<sup>th</sup>, 2024</b>	<b>VND</b>	<b>697,885,426,193</b>
1.1	<i>Total accumulated Retained Earnings on Consolidated Financial Statements as of June 30<sup>th</sup>, 2023</i>	<i>VND</i>	<i>388,315,212,698</i>
1.2	<i>Accumulated Retained Earnings in the fiscal year 2024</i>	<i>VND</i>	<i>309,570,213,495</i>
2	<b>Profit distribution plan</b>	<b>VND</b>	<b>0</b>
2.1	<i>Appropriation of Funds</i>	<i>VND</i>	<i>0</i>
2.2	<i>Dividend payment in cash: Dividend rate of 10% (1,000 VND per share)</i>	<i>VND</i>	<i>99,930,014,000</i>
3	<b>Remaining Retained Earnings</b>	<b>VND</b>	<b>597,955,412,193</b>

The Annual General Meeting of Shareholders for the fiscal year 2024 authorizes the Board of Directors to select an appropriate time to make payments of dividends in accordance with the law.

**Source of payment:** from the Company's Retained Earnings.

**Article 2: Effectiveness**

This resolution is effective since the signing date.

The Annual General Meeting of Shareholders for the fiscal year 2024 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.: 04/2024/NQ-DHCD

Ho Chi Minh City, October 19<sup>th</sup>, 2024**RESOLUTION****ANNUAL GENERAL MEETING OF SHAREHOLDERS FOR THE FISCAL YEAR 2024****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 Meeting Minutes of the Annual General Meeting of Shareholders for the fiscal year 2024, No. 01/2024/BB-DHCD, dated October 19<sup>th</sup>, 2024, of Coteccons Construction Joint Stock Company.

**DECIDE****Article 1: Approval of the fiscal year 2025 (from July 1<sup>st</sup>, 2024 to June 30<sup>th</sup>, 2025) Business Plan:**

The Annual General Meeting of Shareholders for the fiscal year 2024 approval of the Fiscal year 2025 (from July 1<sup>st</sup>, 2024 to June 30<sup>th</sup>, 2025) Business Plan as follows:

No.	Description	Unit	Target of the fiscal year 2025 (from July 1 <sup>st</sup> , 2024 to June 30 <sup>th</sup> , 2025)
1.	Consolidated revenue	Bil. VND	25,000
2.	Consolidated profit after tax	Bil. VND	430

**Article 2: Effectiveness**

This resolution is effective since the signing date.

The Annual General Meeting of Shareholders for the fiscal year 2024 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.: 05/2024/NQ-DHCD

Ho Chi Minh City, October 19<sup>th</sup>, 2024**RESOLUTION****ANNUAL GENERAL MEETING OF SHAREHOLDERS FOR THE FISCAL YEAR 2024  
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 Meeting Minutes of the Annual General Meeting of Shareholders for the fiscal year 2024, No. 01/2024/BB-DHCD, dated October 19<sup>th</sup>, 2024, of Coteccons Construction Joint Stock Company.

**DECIDE****Article 1: Approval of the report on the fiscal year 2024 remuneration for BOD and BOS and the remuneration of the BOD, BOS for Fiscal year 2025 (from July 1<sup>st</sup>, 2024 to June 30<sup>th</sup>, 2025):**

1. The Report of total remuneration payment to the Board of Directors (BOD) and the Board of Supervisors (BOS) for the fiscal year 2024 (July 1<sup>st</sup>, 2023 - June 30<sup>th</sup>, 2024) as per Article 1.2, Resolution of the Annual General Meeting of Shareholders No. 18/2023/NQ-DHCD on October 17<sup>th</sup>, 2023, is VND2,376,000,000. The details of the remuneration for each member are listed and disclosed in the audited financial report for the 2024 fiscal year.
2. The remuneration for members of the BOD and the BOS in fiscal year 2025 (from July 1<sup>st</sup>, 2024 to June 30<sup>th</sup>, 2025) is VND5,000,000,000. Authorize the Chairman of the BOD to determine the specific remuneration for each member in fiscal year 2025 and the interim advance payment for members during the period from the end of the fiscal year 2025 until the next AGM.

**Article 2: Effectiveness**

This resolution is effective since the signing date.

The Annual General Meeting of Shareholders for the fiscal year 2024 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****ANNUAL GENERAL MEETING OF SHAREHOLDERS FOR THE FISCAL YEAR 2024  
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 AGM Meeting Minutes for the fiscal year 2024 No. 01/2024/BB-DHCD October 19<sup>th</sup>, 2024 of Coteccons Construction Joint Stock Company.

**DECIDE****Article 1: Approval of the selection of the auditing firm for the fiscal year 2025 (from July 1<sup>st</sup>, 2024 to Jun 30<sup>th</sup>, 2025)**

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 2025 (from July 1<sup>st</sup>, 2024 to Jun 30<sup>th</sup>, 2025) 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 Annual General Meeting for the fiscal year 2024 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.: 07/2024/NQ-DHCD

Ho Chi Minh City, October 19<sup>th</sup>, 2024

## RESOLUTION

ANNUAL GENERAL MEETING OF SHAREHOLDERS FOR THE FISCAL YEAR 2024  
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 Resolution No. 155/2020/ND-CP dated December 31<sup>st</sup>, 2020 of the Government detailing the implementation of some articles of the Law on Securities;
- Pursuant to the Charter of Coteccons Construction Joint Stock Company ("Charter");
- Pursuant to the Meeting Minutes of the Annual General Meeting of Shareholders for the fiscal year 2024, No. 01/2024/BB-DHCD, dated October 19<sup>th</sup>, 2024, of Coteccons Construction Joint Stock Company.

## DECIDE

**Article 1: Approval of the plan for issuing shares to increase charter capital from owner's equity, with details 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. The total number of shares issued (as of the time of the Annual General Meeting of Shareholders for the fiscal year 2024): 103,633,261 shares. Of which:
  - a. Number of outstanding shares: 99,930,014 shares.
  - b. Number of treasury shares: 3,703,247 shares.
5. Charter capital (as of the time of the Annual General Meeting of Shareholders for the fiscal year 2024): VND 1,036,332,610,000.

## II. ISSUANCE PLAN

1. **Issuing Object:** Existing shareholders of Coteccons Construction Joint Stock Company named in the list of share ownership closed by the Viet Nam Securities Depository and Clearing Corporation 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. **Rights execution ratio:** 20:1. Accordingly, shareholders holding 01 (one) share will receive 01 (one) right to receive additional issued shares, and for every 20 (twenty) rights, 01 (one) additional share will be issued.



3. **Method of rounding and handling fractional shares (if any):** The number of additional issued shares will be rounded down to the nearest whole number. Any fractional shares (if any) will be canceled.  
*Example: Shareholder A holds 125 shares on the record date. With a 20:1 execution ratio, shareholder A will receive:  $125:20 = 6.25$  shares. According to the aforementioned method, shareholder A will receive 06 shares. The fractional 0.25 share will be canceled.*
4. **Issuance capital source:** From the Investment and Development Fund on the Audited Separate Financial Statements for 2024.
5. **The expected number of issued share:** 4,996,501 shares.
6. **Total expected value of shares issued at par value:** VND 49,965,010,000.
7. **Expected charter capital after the issuance:** VND 1,086,297,620,000,
8. **Issuance method:** Shares issued to existing shareholders will be distributed according to the method of exercising rights.
9. **Transfer of the rights:** The right to receive shares issued to increase share capital from equity isn't transferable.
10. **Related restrictions:** Shares that are under transfer restriction (if any) are still entitled to receive additional shares from the issuance. Additional shares issued from equity capital in this issuance are not subject to transfer restrictions.
11. **Implementation timeline:** In the fiscal year 2025 (after the approval of the Annual General Meeting of Shareholders for the fiscal year 2024 until June 30<sup>th</sup>, 2025) - 2026 (from July 1<sup>st</sup>, 2025, to June 30<sup>th</sup>, 2026), or another timeline as decided by the Board or Directors and after the Company receives a notification letter regarding the issuance report from the State Securities Commission of Vietnam.

### III. APPROVAL FOR ADDITIONAL DEPOSIT REGISTRATION AND LISTING

Approval for the additional deposit registration and listing of all shares actually issued according to the share issuance plan to increase share capital from equity capital. The aforementioned shares will be registered for additional deposit at the Viet Nam Securities Depository and Clearing Corporation and registered for additional listing on the Ho Chi Minh City Stock Exchange.

### IV. APPROVAL FOR THE INCREASE OF CHARTER CAPITAL AND AMENDMENTS TO THE CHARTER REGARDING CHARTER CAPITAL AND OUTSTANDING SHARES

Approval for the increase of charter capital and amendments to the charter, the number of outstanding shares, and other related contents in the Company's Charter corresponding to the total par value of the actual number of shares issued according to the aforementioned issuance plan.



## **V. AUTHORIZATION TO THE BOARD OF DIRECTORS AND OTHER GENERAL MATTERS**

The Annual General Meeting of Shareholders for the fiscal year 2024 authorizes the Board or Directors to decide and implement the following tasks, including but not limited to:

1. Selecting the issuance timing in the fiscal year 2025 (after the Annual General Meeting of Shareholders for the fiscal year 2024 approves the plan until June 30<sup>th</sup>, 2025) - 2026 (from July 1<sup>st</sup>, 2025, to June 30<sup>th</sup>, 2026), or another timeline as decided by the Board or Directors and after the Company receives a notification letter regarding the issuance report from the State Securities Commission.
2. Adjusting the details of the share issuance plan to increase share capital from equity capital and other related documents, including but not limited to: (i) The number of shares to be issued; (ii) The issuance ratio based on the number of outstanding shares.
3. Carry out the necessary procedures to register the issuance of shares from equity capital with the State Securities Commission and other relevant authorities, actively provide explanations, and supplement or amend the issuance plan and other related documents as required by the State Securities Commission of Vietnam, other authorities, or to comply with relevant legal regulations.
4. Develop a plan to ensure the foreign ownership ratio complies with legal regulations.
5. Complete the necessary procedures to register additional deposited shares at the Viet Nam Securities Depository and Clearing Corporation and register the additional listing of shares at the Ho Chi Minh City Stock Exchange.
6. Amend and supplement the Charter and carry out the procedures to register the change of charter capital and adjust the Business Registration Certificate at the Department of Planning and Investment of Ho Chi Minh City after receiving the notification from the State Securities Commission acknowledging the report on the issuance results.
7. Carry out the relevant procedures with the State Securities Commission of Vietnam, Viet Nam Securities Depository and Clearing Corporation, Ho Chi Minh City Stock Exchange, and the Department of Planning and Investment of Ho Chi Minh City.
8. Address other issues related to the share issuance to ensure the successful capital increase from equity capital.
9. Depending on specific cases, the Board or Directors is authorized to delegate one or more of the aforementioned tasks to the Chairman of the Board or Directors.

## Article 2: Effectiveness

This resolution is effective since the signing date.

The Annual General Meeting of Shareholders for the fiscal year 2024 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.: 08/2024/NQ-DHCD

Ho Chi Minh City, October 19<sup>th</sup>, 2024

## RESOLUTION

### ANNUAL GENERAL MEETING OF SHAREHOLDERS FOR THE FISCAL YEAR 2024

#### 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 Resolution No. 155/2020/ND-CP dated December 31<sup>st</sup>, 2020 of the Government detailing the implementation of some articles of the Law on Securities;
- Pursuant to the Charter of Coteccons Construction Joint Stock Company ("Charter");
- Pursuant to the Meeting Minutes of the Annual General Meeting of Shareholders for the fiscal year 2024, No. 01/2024/BB-DHCD, dated October 19<sup>th</sup>, 2024, of Coteccons Construction Joint Stock Company.

## DECIDE

**Article 1: Approval of the plan for selling treasury shares to employees (ESOP Program), with details as follows:**

### I. GENERAL INFORMATION

1. Name of the shares: Coteccons Construction Joint Stock Company shares.
2. Type of shares: Common shares.
3. Par value: VND 10,000 per share.
4. The total number of shares issued as of the time of the Annual General Meeting of Shareholders for the fiscal year 2024: 103,633,261 shares. Of which:
  - a. Number of outstanding shares: 99,930,014 shares.
  - b. Number of treasury shares: 3,703,247 shares.
5. The total number of shares expected to be issued before selling treasury shares to employees (after completing the issuance of shares to increase share capital from equity capital): 108,629,762 shares. Of which:
  - a. Number of outstanding shares: 104,926,515 shares.
  - b. Number of treasury shares: 3,703,247 shares.

### II. PLAN TO SELL TREASURY SHARES TO EMPLOYEES

1. Purpose: To retain talent and promote long-term commitment among key personnel in the Company and its subsidiaries.
2. The number of treasury shares expected to be sold to employees: 1,500,000 shares (accounting for 1.43% of the total outstanding shares).
3. Selling price: 10,000 VND per share.



4. Total expected value of treasury shares to be sold: 15,000,000,000 VND.
5. Eligible purchasers of treasury shares: Members of the Board of Directors, members of the Board of Management, key management personnel, and other employees of the Company and its subsidiaries. The Annual General Meeting of Shareholders for the fiscal year 2024 authorizes the Board of Directors to approve the regulations for the sale of treasury shares to employees, the criteria and list of employees eligible to participate in the ESOP program, the principles for determining the number of shares allocated to each of the aforementioned parties, and the implementation timeline.
6. Transfer restrictions: Within one (01) year from the date of the completion of the sale.
7. Plan for using proceeds from the sale of treasury shares: All proceeds will be used to supplement the Company's working capital.
8. Plan for handling unsold shares: The Board of Directors is authorized to decide on further distribution to other employees in line with the program's objectives, maintaining the same selling price and transfer restrictions.
9. Implementation period: During the fiscal year 2025 (after the Annual General Meeting of Shareholders for the fiscal year 2024 approves the proposal until June 30<sup>th</sup>, 2025) - 2026 (from July 1<sup>st</sup>, 2025, to June 30<sup>th</sup>, 2026) or another timeframe as decided by the Board of Directors; after the completion of the share issuance to increase capital from owner's equity and after the State Securities Commission issues a letter acknowledging receipt of the report on the sale of treasury shares to employees of the Company.
10. Treatment of the difference between the treasury share purchase price and the selling price: The difference will be offset from share premium according to the most recent audited or reviewed separate financial statements.
11. Ensure compliance with the maximum foreign ownership ratio regulations of the Company at the time of implementation.
12. Transaction method: Ownership transfer via the Vietnam Securities Depository and Clearing Corporation.

### **III. AUTHORIZATION TO THE BOARD OF DIRECTORS:**

The Annual General Meeting of Shareholders for the fiscal year 2024 authorizes the Board of Directors to perform the following tasks:

1. Select a specific time to implement the plan for using treasury shares to sell to employees and complete the implementation of the plan after the State Securities Commission issues a letter acknowledging receipt of the report on the sale of these treasury shares to the employees of the Company.





2. Approve the plan to ensure that the use of treasury shares sold to employees complies with the regulations regarding the maximum foreign ownership ratio of the Company at the time of execution.
3. Decide to issue the regulations for using treasury shares to sell to employees and have the right to amend the regulations.
4. Determine the criteria, list of Board of Directors members, Board of Management members, key management personnel, and other employees eligible to participate in the program, and the principles for determining the number of shares allocated to each participant.
5. In case any employees resign during the restricted transfer period, the Board of Directors has full authority to decide on all matters related to the recovery of ESOP shares, including but not limited to: (i) cases of share recovery, (ii) the method of ESOP share recovery (including repurchasing and redistributing to other employees and/or allowing the Trade Union to purchase the recovered shares in accordance with legal regulations), (iii) the price and method of repurchasing and/or redistributing the recovered shares, and (iv) other issues related to share recovery.
6. Carry out the necessary procedures for registration with the State Securities Commission and explain the documents to the State Securities Commission. At the same time, the Board of Directors is authorized to proactively adjust the plan to supplement, amend, and finalize the documents as required by the State Securities Commission and other regulatory authorities.
7. Handle the number of shares that are not fully subscribed (if any).
8. Decide on and carry out all matters and necessary procedures related to the sale of treasury shares to employees.

## Article 2: Effectiveness

This resolution is effective since the signing date.

The Annual General Meeting of Shareholders for the fiscal year 2024 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