



SOCIALIST REPUBLIC OF VIETNAM
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Ho Chi Minh City, 2020

No: 01/2018/NQ-ĐHCD

DRAFT

RESOLUTION

16TH ANNUAL GENERAL MEETING – 2020
COTECONS CONSTRUCTION JOINT STOCK COMPANY
TICKER SYMBOL: CTD

- Pursuant to the Enterprise Law No. 68/2014/QH13 dated on 26/11/2014;
- Pursuant to the Charter of Cotecons Construction Joint Stock Company;
- Pursuant to the 16th AGM Meeting Minute – 2020 of Cotecons Construction Joint Stock Company;

16th Annual General Meeting (“AGM”) - 2020 of Cotecons Construction Joint Stock Company (“The Company”) is held at White Palace Convention Center, 108 Pham Van Dong Street, Thu Duc District, HCMC at 15:00 on 30th June 2020. Up to, there were shareholders and Proxies, representing shares, account for % of the total voting shares.

DECIDE

Article 1: Approval of 2019 Annual Report

The AGM approved 2019 Annual Report (including BOM Report, BOD Report, BOS Report and Audited Financial Statement), some financial figures are as follows:

No	Description	Currency	Amount
1.	Net revenue from sales of goods and render of services	VND	23,733,028,252,165
2.	Profit before tax	VND	890,730,926,865
3.	Profit before tax of parent company’s shareholders	VND	710,890,717,770
4.	Total assets	VND	16,198,834,654,727
5.	Owner’s equity	VND	8,469,520,678,559

Article 2: Approval of 2019 Profit distribution and fund allocations

The AGM has voted for the approval of 2019 Profit distribution, fund and dividend allocations as follows:

No.	Description	Unit	Amount
1	Total retained earnings	VND	1,029,019,001,156
1.1	Retained earnings of 2018	VND	318,128,283,386
1.2	Retained earnings of 2019	VND	710,890,717,770
2	Fund allocations and Dividend payments	VND	949,191,019,809
2.1	Remuneration (bonus and welfare) Fund (5%)	VND	51,450,950,058
<i>a</i>	<i>In which: Allocated to parent company</i>	<i>VND</i>	<i>41,450,950,058</i>
<i>b</i>	<i>Allocated to Unicons</i>	<i>VND</i>	<i>10,000,000,000</i>
2.2	Investment & Development Fund (60%)	VND	668,862,350,751
<i>A</i>	<i>In which: Allocated to parent company</i>	<i>VND</i>	<i>288,862,350,751</i>
<i>B</i>	<i>Allocated to Unicons</i>	<i>VND</i>	<i>380,000,000,000</i>
2.3	Dividend at 30% par value (3,000 VND/Share)	VND	228,877,719,000
3	Remaining profit after distribution	VND	79,827,981,347

The Annual General Shareholders Meeting is proposed to approve for cash dividend payment at **30% par value** in 3rd Quarter of the year 2020.

Article 3: Approval of Report on 2019 Remuneration for Board of Directors and Board of Supervisors

The AGM has voted for the approval of 2019 Remuneration for Board of Directors and Board of Supervisors at 0.4% of Profit after tax belonging to Parent Company's shareholders. BOD report total remuneration of BOD, BOS in 2019 was **3,560,000,000 VND**.

Article 4: Approval of the selection of the auditing firm for the financial year of 2020

The AGM has authorized the BOD to select of one of the Big Four audit firms in Vietnam (PwC, EY, KPMG, Deloitte who are accepted by State Securities Commission of Vietnam) to be the auditing firm of Coteccons for 2020.

Article 5: Approval of the 2020 Remuneration for Board of Directors and Board of Supervisors

The AGM approved the 2020 Remuneration for BOD and BOS members at 0.4% of Parent company's 2020 consolidated profit after tax is proposed to the Annual General Shareholders Meeting for approval.

Chairman of The Board of Directors is authorized to decide specific remunerations for each member and the figures will be reported in the next Annual General Meeting.

Article 6: Approval of 2020 Business Plan and Profit Distribution Plan

The AGM approved 2020 Business Plan and Profit Distribution Plan as follows:

1. Consolidated Business plan of year 2018

No.	Description	Unit	Actual 2019	Target 2020	Growth
1.	Consolidated revenue	Bil. VND	23,733	16,000	-32.6%
2.	Consolidated profit	Bil. VND	710	600	-15.5%

2. Plan for distribution of 2018 Profit after tax of Parent company

No.	Description	Proportion
1.	Remuneration Fund	5%
2.	Investment & Development Fund	65%
3.	Dividend/Contributed Capital	30% (VND 3,000/share)

Article 7: Approval of amendments of some articles in Company's Charter

The AGM approved the amendments of the Company's Charter as attached.

Article 8: Approval of the dismissal of BOS members who do not meet the conditions and criteria as a controller

The AGM approved the dismissal of the BOS position of **Mr. Luis Fernando Garcia Agraz** and **Mr. Dang Hoai Nam**.

Article 9: Approval of the election results of BOS members' replacement for the term 2017-2022

The AGM approved the election results of BOS members' replacement for the term 2017-2022. Specifically:

No.	Full name	ID Number/ Passport	% of the voting shares	Result
1%	Elected
2%	Elected

Article 10: Approval of the dismissal of resigned BOD members

The AGM approved the dismissal of the BOD position of **Mr. Tran Quyet Thang** and **Mr. Nguyen Sy Cong**.

Article 11: Approval of the election results of BOD members' replacement for the term

2017-2022

The AGM approved the election results of BOD members' replacement for the term 2017-2022. Specifically:

No.	Full name	ID Number/ Passport	% of the voting shares	Result
1%	Elected
2%	Elected

Article 12: Effectiveness

16th Annual General Meeting – 2020 authorize Board of Directors of Cotecons Construction Joint Stock Company to organize and manage the Company to carry out the contents of this Resolution.

This resolution was made at 30th June 2020. This resolution was read and approved with% voting shares.

ON BEHALF OF PRESIDIUM
Chairman

Mr. Nguyen Ba Duong