

LEADING WITH THE SPIRIT OF TRANSPARENCY



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LEADING WITH THE SPIRIT OF **TRANSPARENCY**

Transparency is one of the key criteria that Coteccons has consistently pursued since the beginning of the corporate restructuring process. As a public company, Coteccons recognizes that the **spirit of transparency** is paramount in ensuring fairness for stakeholders in line with ethical business practices and legal regulations.

With this understanding, Coteccons has made the **spirit of transparency** the foundation for its principles, regulations, and corporate governance framework. Beyond adhering to prevailing State regulations of Vietnam on corporate governance, Coteccons also references updated international standards and best practices to continuously enhance its capabilities and effectiveness in this area.

Through unwavering commitment to the **spirit of transparency**, Coteccons has navigated numerous external and internal challenges, achieving commendable results in the initial stage of corporate restructuring. A testament to this success is the resurgence of trust and confidence among shareholders, investors, customers and partners.

After reclaiming the position as a leading construction enterprise in Vietnam, Coteccons continues to strengthen organizational structure and enhance internal resources for the journey ahead, towards greater goals outlined in the company's long-term strategy. Throughout this journey, Coteccons remains steadfast in its commitment to the **spirit of transparency**, aiming to lead the construction industry - not only through business performance but also through pioneering initiatives that contribute to elevating industry standards and creating sustainable values for the economy and society.



Lego project handled by Coteccons

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ABBREVIATION

AGM	Annual General Meeting
BOD	Board of Directors
BOM	Board of Management
BOS	Board of Supervisors
CEO	Chief Executive Officer
HCMC	Ho Chi Minh City
VND	Vietnam Dong

REPORT STANDARDS AND SCOPE

Coteccons conducts and publishes the Corporate Governance Report twice a year, for the first 6 months and the end of the year, in accordance with the regulations of the State Securities Commission of Vietnam. This report documents and evaluates corporate governance practices throughout the process of business and enterprise operations.

The report content is prepared by Coteccons with reference to the Information Disclosure Instructions according to Article 10 of Circular 96/2020/TT-BTC. Information and data mentioned are within the reporting period. For data related to other time frames, specific explanations or annotations will be provided.

This report is prepared in Vietnam, in Coteccons' field of operations, within the scope of 11 subsidiaries and 3 affiliated companies.

The information presented in this report reflects the first 6 months of 2024, beginning January 1, 2024 and ending June 30, 2024. The report is officially published within the prescribed time frame for information disclosure.

To enhance the information value and reference for Coteccons itself and stakeholders, Coteccons welcomes feedback and suggestions on the contents established in the report.

Person in charge of information disclosure

Bolat Duisenov
Chairman of the Board

For feedback and suggestions, please contact:

Secretariat of the BOD

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Address : Coteccons Building, No. 236/6 Dien Bien Phu Street, Ward 17, Binh Thanh District, HCMC

ABOUT COTECCONS

COTECCONS

CREATING TRUE VALUE AS THE INDUSTRY LEADER IN VIETNAM'S CONSTRUCTION

Coteccons does not seek to lead the construction market merely through market share numbers. The company aims for industry leadership by creating new values and standards.

Founded in 2004, Coteccons has grown remarkably, becoming the leading construction enterprise in Vietnam over the past two decades. With outstanding capability and pioneering vision, the company has contributed to transforming urban areas across the country by undertaking over 500 key projects.

Leveraging its core competencies in the construction industry, Coteccons is expanding towards becoming a powerful corporation through a strategy of diversifying industries, products, and markets. The company operates within a modern service ecosystem, employing advanced technology, strong financial capacity, dedicated engineers, experienced experts, and a network of capable partners both domestically and internationally.

With these formidable strengths, Coteccons meets diverse customer needs on a wide scale, handling residential projects, resorts, hotels, factories, industrial works, commercial infrastructure, and new product fields such as architectural design and technology supply. The company's diverse ecosystem ensures the ability to manage large-scale projects from design, installation to completion, optimizing quality, time, and cost.

Coteccons' unwavering philosophy is to create true value for clients, customers, communities, and society in each product, project, and activity. To achieve this, Coteccons consistently pursues the highest quality standards, concretely implementing them through technology, engineering, management, and supervision processes. This approach has been validated by the over 500 projects completed, which all ensure quality and sustainable value. Many of these projects have become urban landmarks, significantly impacting local socio-economic life and livelihoods.

In addition to adopting the latest global construction standards, Coteccons places significant emphasis on research and development (R&D). The company leads in finding new solutions from optimizing construction materials to improving construction methods to ensure quality, accelerate project timelines, reduce costs, and minimize environmental impacts.

Coteccons' growing strength and operational efficiency have earned deep trust from clients and high expectations from the market. As a result, Coteccons is regarded as a reliable partner and a leading name in key projects by numerous investors and project developers.

Listed on the Ho Chi Minh City Stock Exchange in early 2010, Coteccons' CTD shares are now among the top stocks in Vietnam's construction industry.

Beyond its significant presence in Vietnam, Coteccons operates in neighboring markets such as Laos, Cambodia, and Myanmar, with ongoing endeavors to expand internationally.

In response to dynamic market changes and in pursuit of a sustainable future, Coteccons is actively innovating business strategies, upgrading internal resources, and updating standards. The company's commitment to true values, quality, and efficiency remains central, with improvements aimed at enhancing this philosophy to benefit all stakeholders, including direct and indirect customers, communities, shareholders, partners, and employees.

PROFILE INFORMATION

Name in Vietnamese: CÔNG TY CỔ PHẦN XÂY DỰNG COTECCONS

Name in English: COTECCONS CONSTRUCTION JOINT STOCK COMPANY

Abbreviated name: COTECCONS

Tax identification number: 0303443233

The business registration certificate was initially issued by Ho Chi Minh City Department of Planning and Investment on August 24, 2004.

Address: Coteccons Building, No. 236/6 Dien Bien Phu Street, Ward 17, Binh Thanh District, HCMC

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Email: contact@coteccons.vn

Website: www.coteccons.vn

Business lines:

- Construction & installation for works of all kinds
- Architectural & engineering design consulting
- Financial trading, investment and real estate

Charter capital: VND 1,036,332,610,000

Owner's equity: VND 8,581,124,896,872

Total assets: VND 22,829,152,340,385

LISTING INFORMATION

Ticker symbol: CTD

Listing year: 2010

Listing exchange: Ho Chi Minh Stock Exchange - HOSE

PHILOSOPHY - PURPOSE

At Coteccons, we believe that a great project not only features external magnificence but also needs to stand the test of time. Therefore, not only with bricks and mortar, we build each project with heart, vision, reputation and wisdom.

We follow our dreams and dedicate ourselves to creating new lives. We believe that a successful business is one that builds a better world.

With that philosophy and purpose, we expect to be given the trust to grow stronger with our customers. We stand ready to accompany any project, anywhere, to join you in reaching new heights, conquering new limits, and creating new miracles.

Co-create a bright future together.

Co-create good works for the world.

Co-create sustainable values.

The above principles help our Coteccons team to remain focused, motivated and passionate to work every day.

We are Coteccons. We build the futures.

CORE VALUES

01 QUALITY AND SAFETY

We are committed to delivering outstanding quality, absolute safety and on-time delivery for each individual project.

02 RESPECT AND HUMANITY

We work with empathy and teamwork. We do not compromise with actions that go against humanity and do not create values for the community. We uphold equity and kindness, regardless of background, position and capability.

03 INTEGRITY

We are committed to operating with honesty and transparency.

04 DEDICATION

We inspire and motivate everyone, with persistence and commitment to the goal of global recognition.

05 CONSIDERATION

We understand and strive to bring benefits to all stakeholders; create opportunities for career development and prosperity for each individual.

06 BOLDNESS

We are willing to take on challenges and take risks to go above and beyond barriers, surpass our limits, and create excellence together.

07 CONSTANT IMPROVEMENT

We always strive to improve and apply world-class technologies to solve business challenges. We listen, learn and constantly search for breakthrough ideas to develop.

08 CUSTOMER-CENTRICITY

We put the interests of our customers at the heart of all business decisions and activities.

09 SUSTAINABILITY

We operate with environmental protection and sustainable development responsibility, in the best interest of future generations.

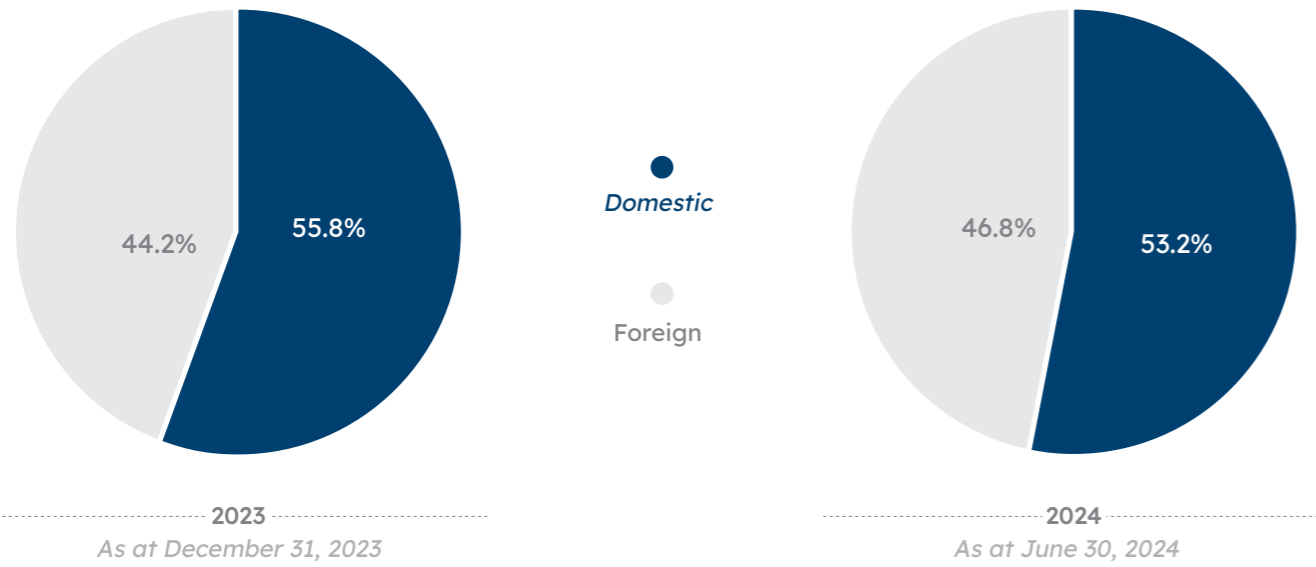
LIST OF SUBSIDIARIES AND AFFILIATES

BY THE END OF JUNE 2024, COTECCONS HAS 11 DIRECT/INDIRECT SUBSIDIARIES AND 03 AFFILIATED COMPANIES

No.	Name of the organization	Key business lines	Business Registration Certificate	Head office address / Contact address	Charter capital (VND billion)	Ownership ratio (%)	Forms of ownership
SUBSIDIARIES							
1	Unicons Investment Construction Company Limited	Construction and equipment installation services	0304472276	Floor 5-6, No. 236/6 Dien Bien Phu, Ward 17, Binh Thanh District, HCMC	94.5	100	Direct
2	Covestcons Company Limited	Real estate brokerage and business services	0314326002	Floor 12, No. 236/6 Dien Bien Phu, Ward 17, Binh Thanh District, HCMC	1,872	100	Direct
3	Coteccons Construction, Inc.	Construction service	20233792012	8 The Green Ste D Street, City of Dover, Country of Kent	5,000,000 USD	100	Direct
4	Sinh Nam Metal Company Limited (Vietnam)	Providing design, construction and installation services for aluminum, glass and metal products	3700349560	No. 16 Huu Nghi Avenue, Vietnam-Singapore Industrial Park, Binh Hoa Ward, Thuan An City, Binh Duong	100	100	Direct
5	UG M&E (Vietnam) Limited	Providing civil and industrial construction construction services; construction project management consulting services; Design and installation services for mechanical and electrical components of construction works and other construction systems	0305140668	Floor 08, No. 236/6 Dien Bien Phu, Ward 17, Binh Thanh District, HCMC	6.4	100	Direct
6	Sinh Nam Metal Company Limited (Myanmar)	Providing design, construction and installation services for aluminum, glass and metal products	119456215	Upper Pansodan Road, Room 301, MI Building, Kandawgyi Yeikmon Housing, Mingalar Taung Nyunt Town, Yangon Myanmar 11221	346,700 USD	100	Indirect
7	CTD FutureImpact Joint Stock Company	Repair, installation, rental and sale of machinery, equipment and components	0316921381	No. 236/6 Dien Bien Phu, Ward 17, Binh Thanh District, HCMC	110.05	99.54	Indirect
8	Solaresco-1 Company Limited	Rental of water heating machines and equipment using solar energy, energy saving machineries and equipment	0316438470	47 Le Van Thinh, Quarter 5, Binh Trung Dong Ward, Thu Duc City, Ho Chi Minh City	110	99.54	Indirect
9	CTD Materials Company Limited	Wholesale of materials and other installation equipment in construction	0317515248	Floor 09, No. 236/6 Dien Bien Phu, Ward 17, Binh Thanh District, HCMC	23	100	Indirect
10	Coteccons Nest Company Limited	Real-estate-related business; transactions related to land use right under ownership, or usage right, or leased land	0317508201	Floor 09, No. 236/6 Dien Bien Phu, Ward 17, Binh Thanh District, HCMC	781.5	100	Indirect
11	New Playground Company Limited	Real-estate-related business; transactions related to land use right under ownership, or usage right, or leased land	0317587852	Floor 09, No. 236/6 Dien Bien Phu, Ward 17, Binh Thanh District, HCMC	22	100	Indirect
AFFILIATES							
1	FCC Infrastructure Investment Joint Stock Company	Residential and industrial project construction	0106605407	2nd Floor, CEO Tower, Lot HH2-1 Me Tri Ha Urban Area, Pham Hung Street, Me Tri Ward, Nam Tu Liem District, Hanoi City	376.8	42.36	Affiliates
2	Quang Trong Commercial Joint Stock Company	Real estate business and project management services	3500740022	427/9 Nguyen An Ninh, Ward 9, Vung Tau, Ba Ria - Vung Tau	100	36	Affiliates
3	Hiteccons Investment Joint Stock Company	Real estate business and construction	0108007089	Hoa Lac High-Tech Park, Km 29, Thang Long Avenue, Thach Hoa Commune, Thach That District, Hanoi City	300	31	Affiliates

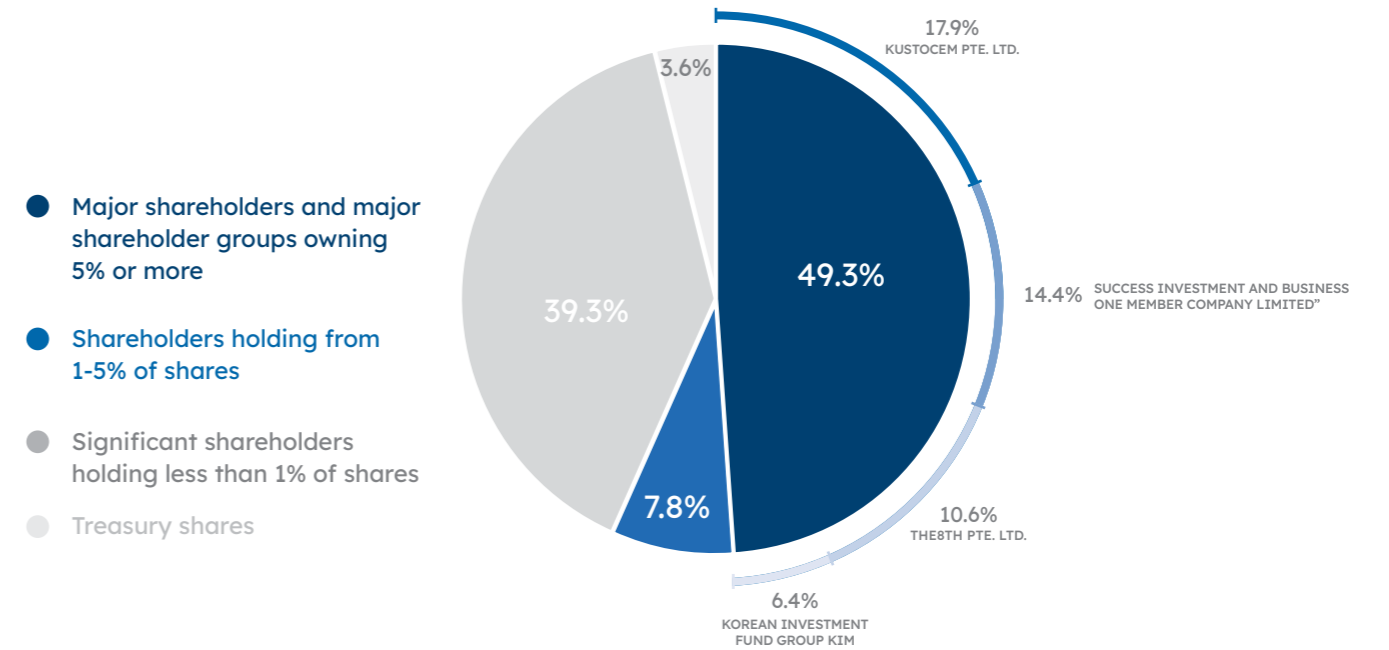
SHAREHOLDER STRUCTURE

SHAREHOLDER STRUCTURE BY GEOGRAPHY

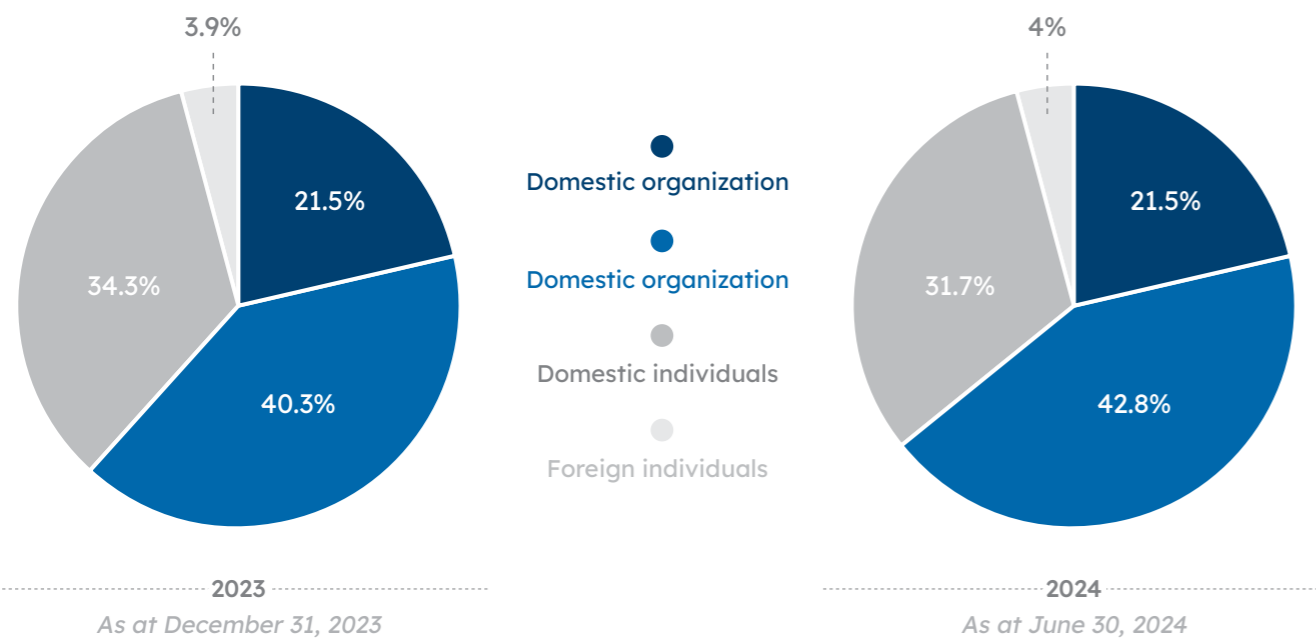


SHAREHOLDER STRUCTURE BY OWNERSHIP PERCENTAGE

As at June 30, 2024



SHAREHOLDER STRUCTURE BY TYPE



SHAREHOLDER STRUCTURE

SHAREHOLDER STRUCTURE	Number of shares	Ratio
Major shareholders and major shareholder groups owning 5% or more	51,099,356	49.3%
- Kustocem Pte. Ltd.	18,542,221	17.9%
- Success Investment And Business One	14,923,536	14.4%
- The8th Pte. Ltd.	11,008,666	10.6%
- Korean Investment Fund Group KIM	6,624,933	6.4%
Shareholders owning from 1% to less than 5%	8,038,526	7.8%
Shareholders owning less than 1%	40,792,132	39.3%
Treasury shares	3,703,247	3.6%
Total number of shares issued	103,633,261	100.0%

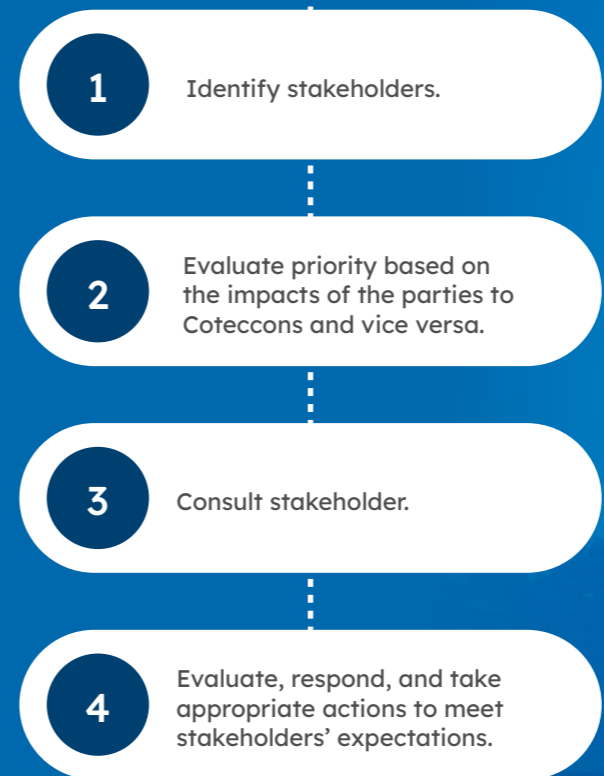
STAKEHOLDERS

In the spirit of transparency, integrity and professionalism and fairness, Coteccons always upholds respect for the legitimate interests and rights of stakeholders. This is clearly shown through contracts and cooperation with customers, suppliers, and subcontractors. The regulations are specified in policies on environment, community, anti-corruption, creditor protection, welfare and labor safety... In particular, it is emphasized in the set of Business Conduct Principles that the Company has issued.

To increase effectiveness in interacting with stakeholders, the Company's Board of Directors regularly contacts, exchanges and receives feedback through many different approaches. Thereby, the Company constantly improves its regulations and operations to increasingly meet the needs of all parties in aspects of governance - society and environment. The company also proactively discloses information of key contacts so that relevant parties can promptly contact them when they have work needs as well as complaints that need to be resolved.

These efforts have been specifically recognized by stakeholders through awards and evaluations for the Company in the past year as mentioned.

STAKEHOLDER CONSULTATION PROCEDURE



HARMONIZE NEEDS AND INTERESTS WITH STAKEHOLDERS

Stakeholder	Communication / meeting channel	Dialogue frequency	Matters of concern	Coteccons' efforts to meet stakeholders' expectations
EMPLOYEES	Survey employees on working environment, salary, bonus and welfare.	Annually	Ensure job security, professional, equal, and non-discriminated working environment.	Be recognized as the best place to work in Vietnam in the Construction industry for years.
	Annual employee meeting.	Annually	Offer attractive benefit, salary, bonus policies, fair working conditions.	Organize rigorous recruitment to ensure transparency and fairness.
	Periodic events of the Company.	Annually/ quarterly	Secure occupational safety standards.	Maintain the salary, bonus and welfare policies of employees.
	Training and coaching programs.	Continuously	Be recognized for achievements and contributions.	Build fair compensation policies and development roadmap.
	Internal communication programs and publications.	Monthly	Offer opportunities for career promotion and succession planning.	Provide training programs and learning environment for all levels.
	Mechanism for direct discussion, complaint settlement, two-way consultation.	Continuously	Provide training and upskilling programs.	Give special priority to occupational safety and health. Offer comprehensive health insurance for all employees and provide financial support for them to buy health insurance for their families. Organize sports events and physical fitness training movement among the whole Company. Develop and train successor team. Develop and promote "One Team" spirit for the whole Company.

HARMONIZE NEEDS AND INTERESTS WITH STAKEHOLDERS

Stakeholder	Communication / meeting channel	Dialogue frequency	Matters of concern	Coteccons' efforts to meet stakeholders' expectations
CLIENTS - DEVELOPERS	Face-to-face meetings, and phone/ email discussions with developers.	Continuously	Quality.	Achieve the Certificate of Construction Activity Capability.
	Survey questionnaires.	Annually	Brand name and reputation.	The management system is built and implemented according to the latest international standards such as ISO 9001:2015, ISO 14001:2015, ISO 45001:2018.
	Consulting workshops and conferences on construction engineering.	Continuously	Project progress.	Continuously update and perfect internal technical processes.
	Training sessions on occupational safety and health in construction.	Continuously	Occupational safety.	Possess impressive construction technology and equipment capability.
	Websites, social media, forums, etc.	Continuously	Construction costs.	Import the machinery and equipment from Europe and developed countries in the region.
	Market research.	Continuously	Construction engineering.	Diversify products and services to serve customers' needs through R&D activities.
CUSTOMERS – END USERS	Face-to-face meetings, discussions via phone, email with end users after handing over completed projects.	Continuously	Projects' quality for users.	Actively consult and seek solutions to support customers and developers in legal, technical detail, and financial issues.
	Websites, social media, forums, etc.	Continuously	Safety and efficiency in practical use.	Fulfill commitments with customers on schedule with the best quality.
	Market research.	Continuously		Maintain regular interaction and acknowledgment of ideas through the following channels: Business Development Department, Warranty Department, survey emails, face-to-face meetings, etc.
PARTNERS (suppliers/ subcontractors/ construction teams)	Face-to-face meetings.	Continuously	Procedure of selecting and evaluating subcontractors, suppliers, construction teams.	Hold meeting with partners to research and brainstorm solutions to improve work quality.
	Conferences and workshops for subcontractors, suppliers and construction teams.	Annually/Quarterly	Policy to support and develop construction units to works together with Coteccons.	Regularly re-evaluate the partners' capacity in coordinating, providing products and services, etc., to meet the needs of the Company and customers.
	Outbound communication via website, email, phone, etc.	Continuously	Payment process for subcontractors, suppliers, construction team.	Implement the "Build Tet" program and activities to support construction workers.
			Create long-term collaborations with partners.	
SHAREHOLDERS – INVESTORS			Transparency and fairness.	
			Cooperation for mutual benefits.	
	Annual General Meeting.	Annually	Corporate Governance ability.	Comply with information disclosure regulations.
	Extraordinary GMS, consultation from Shareholders.	Occasionally	Management and executive capacity of the Board of Directors.	Improve corporate governance performance by exercising the good international corporate governance code such as OECD, Asean Scorecard, IFC, Vietnam Corporate Governance Code of Best Practices for Public Companies in Vietnam.
	Face-to-face meetings and consultations.	Continuously	Medium and long-term development strategies.	Ensure equality in all activities between domestic and foreign shareholders, individual and institutional shareholders.
	Dialogue with Shareholders, Analyst Conferences	Quarterly	Stable business performance.	Actively seek cooperation opportunities with shareholders and strategic investors.
IR channel: Email, phone, website, social media, forums, etc.	Continuously	Compliance and transparency in information disclosure.	Flexibly adjust business strategies to maximize profits and bring benefits to shareholders.	
		Protection of shareholders' interests and fairness.	Promote and diversify information channels, actively hold meeting with shareholders, investors, analysts.	
		Future development potential of the Company.		
		The internal values of the Company, the market price of the shares.		

HARMONIZE NEEDS AND INTERESTS WITH STAKEHOLDERS

Stakeholder	Communication / meeting channel	Dialogue frequency	Matters of concern	Coteccons' efforts to meet stakeholders' expectations
STATE REGULATORS	Update and apply new policies and regulations of the State.	Continuously	The law compliance.	Strictly comply with the laws, regulations and guidelines set forth by the regulators in all activities of the Company.
	Cooperate with local authorities protection, construction safety.	Continuously	Doing business with responsibility.	Ensure occupational safety and health in the construction of all projects.
	Participate in State-held conferences and workshops.	Occasionally	Tax payment.	Minimize impacts on the environment.
	Make proposals and comments on draft legal documents.	Occasionally	Support and response to policies and calls of state agencies.	Fulfill tax obligations with the State budget.
	Effectively interact with agencies and authorities.	Continuously	Contribution to the development of the industry.	Actively participate in and become a member of industry associations, contribute ideas to build markets for new products.
COMMUNITY	Coordination with local authorities to implement community programs.	Occasionally	Responsible business, contribution to local economic development.	Implement more than 500 projects across Vietnam and countries in the region such as Laos, Cambodia, and Myanmar.
	Bilateral discussion.	Occasionally	Job opportunity and improve local income.	Create jobs for nearly 2,300 employees and more than 30,000 indirect workers.
	Volunteer programs in the local community.	Occasionally	Job for students and attract young talents.	Establish the One heart charity fund.
	University affiliated programs.	Occasionally	Local infrastructure development.	Make great contributions to charity activities.
			How to minimize construction impacts on the community.	Implement many far-reaching programs on afforestation, green lifestyle, home repair, and support for the needy, etc.
MEDIA ORGANIZATIONS	Press releases.	Continuously	Truthful, transparent information that reflects the Company's activities and development strategies.	Actively provide timely and transparent information to the market through press releases, conferences, etc.
	Websites, social networks.	Continuously		
	Press Conferences.	Occasionally		
	Interviews.	Continuously		
	Conferences, seminars, forums on economy and construction.	Occasionally		

CORPORATE GOVERNANCE MODEL AND PRINCIPLE

Coteccons is committed to the professionalism of the corporate governance system, ensuring all activities are implemented and adjusted in compliance with the provisions of the Vietnamese law and the Company's system of internal normative documents. The consistent and efficient governance - control - and operating mechanism is created on such basis.

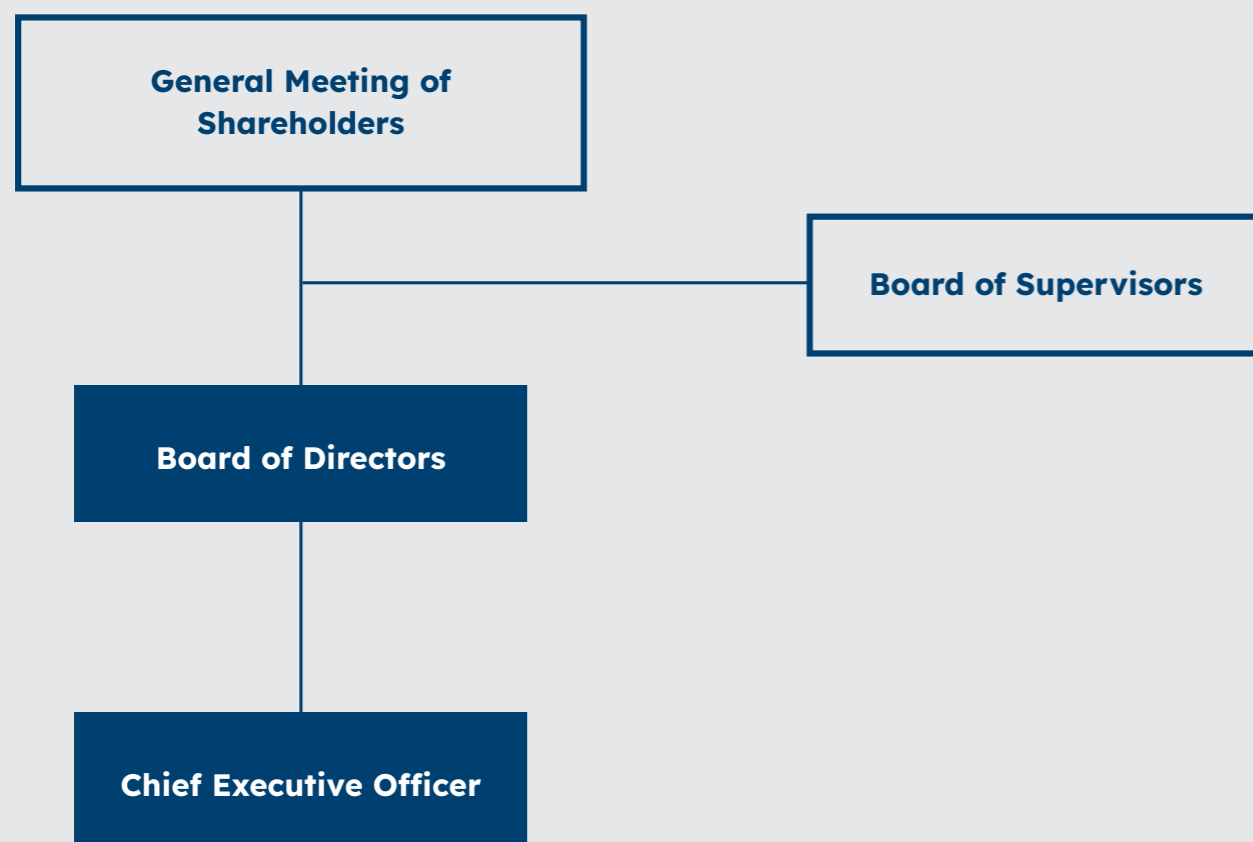


Suntory Pepsico
handled by Coteccons



CORPORATE GOVERNANCE MODEL AND STRUCTURE

Based on the practical needs and characteristics of the business, Coteccons implements a joint stock company governance model with a Board of Supervisors in accordance with the Law on Enterprises 2020. In applying this governance model, Coteccons ensures compliance with the provisions of the Law on Enterprises, the Government’s Decree on Corporate Governance, and international best practices according to current standards.



GENERAL MEETING OF SHAREHOLDERS (GMS)

The General Meeting of Shareholders is the highest decision-making body of the Company, consisting of shareholders with voting rights. It convenes once a year. In addition to the annual meeting, extraordinary meetings may be held as necessary.

In specific situations, the Board of Directors has the authority to collect shareholders’ written opinions to pass GMS-related resolutions when deemed beneficial for the Company.

BOARD OF SUPERVISORS

The Board of Supervisors is an independent entity dedicated to protecting the rights of shareholders and investors. By performing its supervisory function, the Board ensures that the decisions of the Board of Directors and Board of Management comply with the law, the resolutions of the General Meeting of Shareholders, and protect the interests of shareholders and investors.

The Board of Supervisors meets at least twice a year and conducts regular inspections to monitor the activities of the Board of Directors and Board of Management. The results of these assessments aim to enhance business development efficiency, address ineffective areas, and warn of potential risks.

BOARD OF DIRECTORS

The Board of Directors serves as the Company’s management body, responsible for developing the Company’s strategy, setting business priorities, guiding and controlling management activities, and making decisions on issues not within the authority of the General Meeting of Shareholders.

The Board of Directors meets at least once every quarter. For important issues, the Board can flexibly organize meetings in various forms, such as online meetings and collecting written opinions, to improve efficiency and ensure no valuable business opportunities are missed.

The Coteccons Board of Directors currently comprises seven members, ensuring diversity and balance in professional expertise and roles. This structure enhances compliance with laws, monitoring capacity, and operational efficiency.

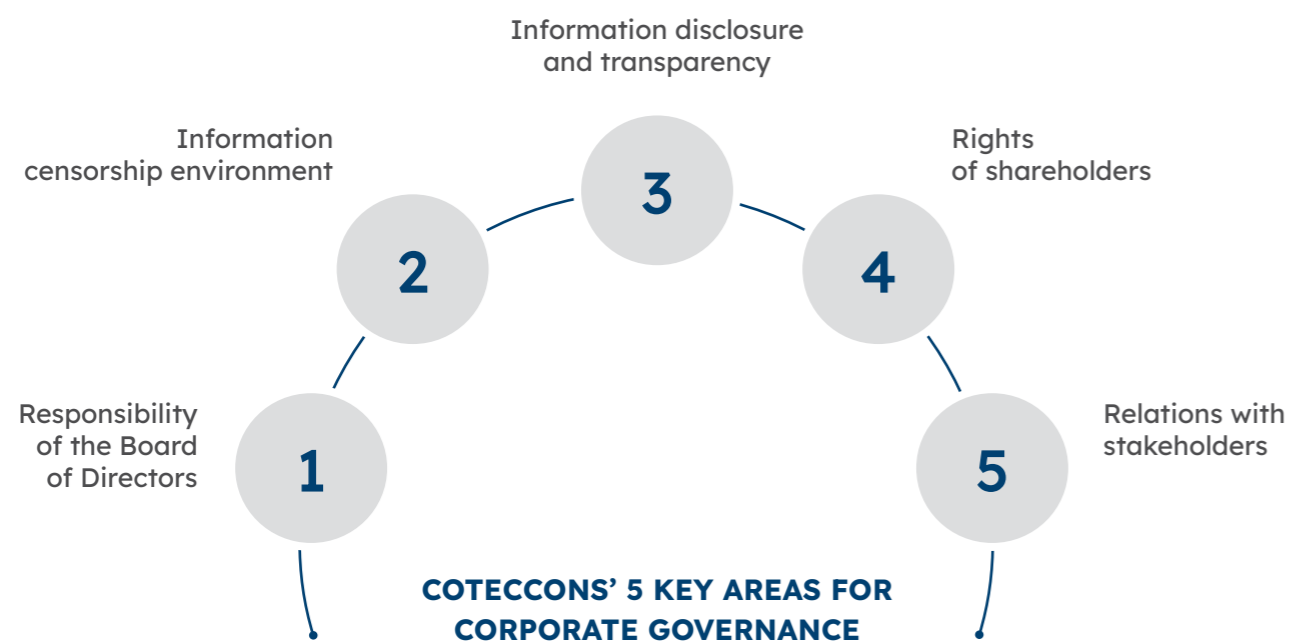
CHIEF EXECUTIVE OFFICER

CEO oversees the Company’s business and daily operations, under the supervision and direction of the Board of Directors. CEO is accountable to the Board of Directors and the law for the execution of assigned rights and obligations, with support from Deputy CEO and other functional directors.

COTECCONS' CORPORATE GOVERNANCE QUALIFICATION

To design an effective corporate governance policy, Coteccons has referred to the Code of Corporate Governance Principles according to Best Practices for Public Companies in Vietnam issued by the State Securities Commission and IFC. The company also regularly references standards and good practices from domestic and international organizations to ensure updated standards.

COTECCONS' 4 QUALITIES FOR CORPORATE GOVERNANCE



BASIS - FOUNDATION FOR CORPORATE GOVERNANCE IMPLEMENTATION

Since late 2020, Coteccons has undergone significant changes from the Board of Directors to the Board of Management. These changes have steered the Company to a comprehensive restructuring strategy, towards a new business model.

In this comprehensive restructuring strategy, Coteccons identifies corporate governance as the foundation for professional and sustainable business development. Accordingly, the corporate governance system is also being restructured to align with practical requirements and growth goals.

With such awareness and orientation, Coteccons strives to continuously perfect and upgrade the corporate governance system with four criteria: fairness - transparency - responsibility - and accountability. Based on strict compliance with State regulations, referencing good practices and updating new standards on corporate governance, Coteccons has developed its own system of regulations and rules to meet the specific characteristics of the Company. This unique system serves as a basis for implementing corporate governance activities consistently throughout the company's operations.

Currently, Coteccons' corporate governance system is deployed on the following main bases:

CORPORATE GOVERNANCE REGULATIONS

issued together with Resolution No. 08/2021/NQ-DHĐCD dated April 26, 2021.

OPERATING REGULATIONS OF THE BOARD OF DIRECTORS

issued together with Resolution No. 11/2022/NQ-DHĐCD dated April 25, 2022.

Along with principles and standards for each aspect of operations, which are continuously updated and revised.

PRINCIPLES OF CORPORATE GOVERNANCE IMPLEMENTATION

During the first six months of 2024, the Board of Directors (BOD) continued to refine and improve the application of **ten key corporate governance principles**. Identified by Coteccons since 2020, these principles are based on the “Corporate Governance Code of Best Practices for Public Companies” released by the State Securities Commission (SSC) and IFC in August 2019. Coteccons implements these principles across five key areas: (I) Responsibilities of the Board of Directors, (II) Controlling Environment, (III) Information Disclosure and Transparency, (IV) Rights of Shareholders, and (V) Relation with Related Parties.

2023 Annual General Meeting of Shareholders



RESPONSIBILITIES OF THE BOARD OF DIRECTORS

PRINCIPLE 1 **Clearly define roles, responsibilities, and commitments of the Board of Directors**

Implementation of recommended practices

The BOD must review and direct the Company’s strategy, major operating plans, budget, and annual business plan; set performance targets, monitor target implementation and relevant activities, and oversee investments, mergers & acquisitions (M&A), and significant divestments.

The BOD is responsible for monitoring the effectiveness of the Company’s governance, environmental, and social policies, ensuring compliance with applicable laws.

The BOD must develop an effective risk management policy, assess major risks, and oversee the Board of Management (BOM)’s steps to monitor and control those risks.

The BOD must oversee and ensure the integrity of the Company’s accounting and financial reporting systems. This includes independent auditing and implementing appropriate control systems, particularly in risk management, financial and operational control, and compliance with laws and relevant standards.

The BOD must select, remunerate, supervise, and replace key managers as necessary and oversee the succession plan for these positions. They should develop remuneration policies for senior managers and BOD members that align with the Company performance and shareholder interests.

The BOD must monitor and manage potential conflicts of interest among the BOM, BOD, Supervisory Board, and shareholders, including misuse of company assets and related party transactions.

The BOD oversees the Company’s information disclosure and communication process.

BOD members must act in good faith, in the best interests of the Company and shareholders, avoiding all potential and actual conflicts of interest.

BOD members need to fully understand their roles and responsibilities on the BOD as defined by the law and Company policies, and actively contribute to the BOD’s effective performance of its duties.

Attendance at all BOD meetings is expected from each member.

In the event of a resignation or inability to fulfill duties, the BOD must promptly ensure a replacement following best practices and applicable laws.

The BOD holds a central position in the corporate governance system and plays a crucial supervisory role.

The BOD must ensure that the issuance of internal regulations on corporate governance is based on the principles of fairness, transparency, responsibility, and accountability, and these regulations should align with best practices and existing regulations to demonstrate the Company’s commitment to good corporate governance.

The Board of Directors must proactively evaluate the implementation of corporate governance to ensure a clear delineation of the scope of accountability across all management levels within the Company.

OUTSTANDING PERFORMANCE RESULTS:

BOD members of Coteccons have actively embraced their specific roles, responsibilities, and commitments through full participation in meetings and activities. This has led to high efficiency in strategic planning, strategic management, and the direction of strategy implementation.

RESPONSIBILITIES OF THE BOARD OF DIRECTORS

PRINCIPLE 2 Establish a competent and professional Board of Directors

Implementation of recommended practices

The BOD should reflect diversity in knowledge, experience, behavior, cultural aspects, age, and gender.

The BOD must ensure that the Board of Management establishes and promotes policies that create fair opportunities for women to access leadership positions within the business.

The BOD must announce the process for appointing new Board members and the criteria used for their selection.

Shareholders owning at least 5% must have the right to propose candidates. Shareholders owning less than 5% must have the opportunity to propose candidates. The time limit for proposing candidates for the BOD, as well as the procedures for reviewing proposals and inclusion in the meeting agenda, must be specifically stipulated in the operating regulations of the BOD.

The BOD must include at least two-thirds (2/3) non-executive members.

The BOD must appoint a Company Secretary, who is directly responsible to the Board for all matters related to its functions and activities.

The modern Company Secretary frequently holds a senior leadership position within the company and is tasked with offering professional advice to shareholders, the BOD, each BOD member, the BOM, and other stakeholders on corporate governance aspects concerning strategic decisions.

The Company Secretary must regularly develop expertise and maintain neutrality and objectivity while supporting the BOD and relevant entities throughout their operations.

The Company must disclose in the corporate governance section of its Annual Report its policies and practices for the professional development and training of BOD members, both during onboarding and on an ongoing basis.

OUTSTANDING PERFORMANCE RESULTS:

The Coteccons BOD currently includes members of diverse professional capacities and experiences in fields such as corporate governance, construction, corporate culture, and business transformation. The inclusion of newly elected Vietnamese members stabilizes the Company's operations, offering multifaceted perspectives and supporting informed decision-making processes within the BOD.

PRINCIPLE 3 Ensure effective leadership and independence of the Board of Directors

Implementation of recommended practices

Members of the Board of Directors are prohibited from serving as consultants or advisors receiving compensation from the Company for consulting services.

At least one-third (1/3) of the members of the BOD are independent members.

The BOD must ensure that independent members possess all necessary standards and capabilities to effectively contribute to its functions.

The Chairman of the BOD and the General Director must not be the same person to ensure an appropriate balance of power, enhance accountability, and bolster the BOD's capacity to make independent decisions.

OUTSTANDING PERFORMANCE RESULTS:

In 2024, the independence of the Coteccons BOD is clearly demonstrated with 2 out of 7 members being independent. Their participation ensures objectivity in the Company's decision-making processes and diligent oversight of the BOM, including the prevention of conflicts of interest and balancing competing needs.

The process and criteria for selecting BOD members at Coteccons, including independent members, are publicly disclosed and fully adhered to the Charter and Internal policy on corporate governance.

Moreover, the Chairman of the BOD at Coteccons does not concurrently hold the position of the General Director, thereby maintaining an appropriate balance of power, enhancing accountability, and bolstering the BOD's capacity to make independent decisions.

PRINCIPLE 4 Establish Committees under the Board of Directors

Implementation of recommended practices

The BOD must establish a Risk Management Committee comprising at least three non-executive members, with a majority being independent members, including the committee chairman.

The BOD should establish a Corporate Governance, Nomination, and Remuneration (CGNR) Committee, composed of at least three non-executive members with relevant professional qualifications, with a majority being independent members, including the committee chairman.

OUTSTANDING PERFORMANCE RESULTS:

To enhance operational effectiveness, the BOD of Coteccons currently maintains several subcommittees, including Strategy Committee, Compensation and Human Resources Committee, Audit & Risk Oversight Committee, ESG Committee.

RESPONSIBILITIES OF THE BOARD OF DIRECTORS

PRINCIPLE 5 Ensure the effective operation of the Board of Directors

Implementation of recommended practices

The BOD must conduct an annual self-assessment of its performance, which includes evaluating the performance of the Chairman, individual members, and committees. Every three years, this assessment should be supported by an external consultant or advisor.

The remuneration of the BOD must align with the Company's long-term strategy and goals. It should reflect the experience, responsibilities, scope of work, accountability, implementation responsibilities, and contributions of each BOD member. BOD members who take on additional roles and responsibilities, such as serving on committees, should receive additional remuneration commensurate with industry practices.

Shareholders are required to approve the BOD's remuneration structure, which includes determining the level and type of compensation, encompassing both cash and non-cash items. The BOD must carefully evaluate the appropriateness of each type of remuneration, including fixed rates (such as monthly remuneration and allowances) and performance-based remuneration (such as bonuses and benefits tied to the Company's performance). The remuneration level should reflect the value that the Company creates for shareholders over the long term, based on its operational performance. It is crucial that remuneration is not excessively high to prevent the BOD from becoming overly focused on short-term results.

OUTSTANDING PERFORMANCE RESULTS:

Every year, the BOD of Coteccons submits to the GMS for approval the remuneration of BOD members and Supervisory Board members in accordance with legal procedures and the Company's Charter. This remuneration is tied to the Company's business performance and serves as a measure of the BOD's effectiveness.

Coteccons also adheres to disclosing the remuneration of each BOD member, Supervisory Board member, and BOM member in the audited annual financial statements.

PRINCIPLE 6 Establish and maintain the Company's ethical culture

Implementation of recommended practices

The BOD holds primary responsibility for developing and designing a Code of Business Ethics tailored to the Company's needs and the prevailing corporate culture.

To ensure proper compliance with the Code of Business Ethics, it is essential to provide appropriate orientation and training on the Code for the BOD, the BOM, and employees.

There should be a comprehensive communication and awareness campaign, along with ongoing training, to reinforce the implementation of the Code of Business Ethics. Strict monitoring and enforcement mechanisms should be established, and appropriate channels for reporting issues should be put in place to address concerns without fear of retaliation.

The Board of Directors establishes internal control points to ensure compliance with the Code of Business Ethics, including building effective communication channels, providing support, and encouraging employees, customers, suppliers, and creditors to raise their concerns about potential unethical/illegal violation to the BOD without fear of retaliation.

The Company's BOD and BOM are responsible for ensuring that the Company adheres to all applicable laws, regulations, standards, and internal policies.

The Company's BOD and BOM must always conduct themselves ethically, honestly, and with integrity in all relationships and on behalf of the Company and its shareholders.

OUTSTANDING PERFORMANCE RESULTS:

At Coteccons, strict adherence to the law is always the foremost principle governing all business and operational decisions of the Company.

CONTROLLING ENVIRONMENT

PRINCIPLE 7 Establish a robust risk management framework and controlling environment

Implementation of recommended practices

The BOD must ensure effective tools are in place to monitor risks, ensure appropriate delegation and clear accountability within the organization.

The BOD must approve strategies and effectively monitor and oversee their implementation by the Board of Management.

The BOD must oversee the enterprise-wide risk management system and ensure it enables the Company to make better strategic decisions based on comprehensive risk assessment.

The BOD is also responsible for the Company's risk management within its risk appetite.

Under the risk prudence principle, the BOD must ensure the Board of Management's compensation package is aligned with the long-term interests of shareholders and adjusted to account for all of the Company's risks.

The Company must appoint a Chief Risk Officer (CRO) to lead the risk management function. The CRO can work directly with the Risk Committee under the BOD or the BOD in the absence of a relevant committee.

The CRO is responsible for implementing risk management policies and setting out risk management strategies.

An independent audit firm must be appointed by the GMS. The audit firm should issue its audit opinion independently and limit the provision of non-audit services to the Company.

All fees paid to the audit firm must be disclosed by the Company in detail and by category (audit fees or other fees). Fees paid for non-audit services (if any) must not exceed the fees paid for audit services.

OUTSTANDING PERFORMANCE RESULTS:

At Coteccons, the Risk Committee serves as an advisory body to the BOD, responsible for identifying key operational risks, ensuring effective risk management activities, and informing the Company's decision-making based on comprehensive risk assessment.

INFORMATION DISCLOSURE AND TRANSPARENCY

PRINCIPLE 8 Strengthen the Company's information disclosure

Implementation of recommended practices

The Company must fully, objectively, accurately, and promptly disclose all material events or occurrences, especially those related to the purchase or sale of important assets, which may adversely affect the development or benefits of shareholders and other stakeholders.

The Company's information disclosure system must ensure that shareholders, investors and stakeholders have fair access to information and prevent the misuse of internal information or insider transactions.

The Company must establish a professional Investor Relations function, responsible for monitoring external communications and archiving information in accordance with legal requirements.

The BOD must ensure the Company's relevant information is disclosed as promptly as possible, therefore, the Company's disclosure policy must include an electronic disclosure procedure.

The BOD of a listed company must ensure that all information provided through the Company's website is available in both Vietnamese and English.

The Company should facilitate investors and analysts to ask questions about its operations through open discussions with investors/analysts, press conferences, and investor briefings.

The BOD must ensure the Company discloses relevant and up-to-date information about its operations and corporate governance structure on its website and in its Annual Reports. The Company must disclose at least its corporate governance policies and regulations as prescribed in this set of Principles.

The BOD must ensure the Company discloses information about its significant environmental and social impacts and approach to environmental and social risk management. The information must be prepared in accordance with globally accepted standards, such as those issued by the International Integrated Reporting Council (IIRC), the Global Reporting Initiative (GRI), or the Sustainability Accounting Standards Board (SASB), and independently verified.

The BOD must disclose in the Company's Annual Reports the policies and criteria for determining compensation/remuneration, as well as the names, amounts, and detailed compensation/remuneration package of each member of the BOD, members of the Board of Supervisors, the CEO, and senior executives (those who are not members of the BOD or CEO).

OUTSTANDING PERFORMANCE RESULTS:

During the first half of 2024, Coteccons has strictly adhered to the disclosure regulations required by Vietnamese law and international practices. The Company has proactively implemented bilingual information disclosure to enable domestic and foreign shareholders and investors to have access to information in a fair, timely, and accurate manner, without language barriers.

RIGHTS OF SHAREHOLDERS

PRINCIPLE 9 Establish a framework for effective exercise of Shareholder rights

Implementation of recommended practices

The BOD must adopt a comprehensive policy that clearly outlines shareholder rights, requirements and procedures for preparing, conducting, and making decisions at GSM.

To prevent equity dilution, the Company's charter must include provisions for pre-emptive rights for shareholders to allow existing shareholders of the company to maintain their corresponding ownership percentage upon new share issuance. The price and terms of the share purchase offered to existing shareholders must not be less favorable than those offered to third parties.

The company must publish its shareholder policy, rules, and procedures for attending GSM on its website.

The BOD must ensure the Company has a system for collecting shareholder complaints and effectively resolving disputes.

The Company must disclose the ultimate beneficial owners (specifying the individual's name) of 5% or more of the total shares.

The BOD should send notices of annual and extraordinary GSM with appropriate information at least 21 days before the meeting.

Each shareholder should receive meeting notice, agenda, and accurate, objective, and timely information to make informed decisions on the matters to be approved at the GSM.

The BOD must disclose to shareholders adequate information about the experience and background of BOD candidates, including age, education qualifications and other relevant experience, including BOD positions at other listed or unlisted companies.

Shareholders or a group of shareholders holding 10% or more of the Company's total common shares have the right to propose additional issues to be covered in the meeting agenda. Shareholders holding less than 10% of the Company's voting shares should be given the opportunity to propose additional issues to be covered in the GSM agenda.

Shareholders or a group of shareholders holding 10% of the Company's voting shares have the right to convene extraordinary GSM.

The BOD must ensure that shareholders can vote through authorized representatives in accordance with the guidelines for authorized shareholders. Absentee voting rules will be specified in the Company's regulations on the organization of GSM.

The BOD should also encourage and facilitate shareholders to vote electronically or via postal services and participate in online GSM without making the voting process cumbersome or costly.

GSM should be held at a time and place that is most convenient for shareholders.

RIGHTS OF SHAREHOLDERS

PRINCIPLE 9 BOD members, senior management, and representatives of the independent audit firm must attend shareholder meetings to answer shareholder questions.

The Company must disclose the voting results within 1 (one) day after the annual or extraordinary GMS. The voting results must include information on the number of votes in favor, against, and abstentions on each motion at the meeting.

Minutes of annual and extraordinary GMS must be published on the Company's website within twenty-four (24) hours from the end of the meeting. In addition to regulatory requirements, minutes of meeting must include the following: (1) voting procedures; (2) records reflecting shareholders' opportunities to raise questions and detailed questions and responses during the meeting; (3) issues discussed and the content of resolutions approved; (4) voting results of each agenda item; (5) list of attendees, including BOD members, Company officers, audit firm representatives, and shareholders; and (6) disapproving opinions on any agenda items considered significant during the discussion.

Shareholders should be provided with full information about dividend conditions and payment procedures and not be hindered from receiving dividends.

Dividends must be paid within 30 days after the relevant resolution is approved. In case the Company pays dividends in the form of scrip dividend, the payment period is within sixty (60) days from the date of resolution approval.

The Company is responsible for paying all declared dividends. Accordingly, the Company shall be liable to its shareholders for its failure to fulfill this obligation in accordance with the prevailing laws.

The BOD must publish the dividend policy on the Company's website.

All shareholder rights must be recognized, respected, and protected by the BOD. Specifically, minority shareholders should be protected from abusive actions by controlling shareholders or major shareholders holding shares directly or indirectly, who may control or significantly influence the Company's decisions.

Shareholder voting will be on the basis of "one common share, one vote". All rights associated with each type of share must be publicly disclosed.

Domestic and foreign shareholders should be encouraged to participate and vote at the GMS. Obstacles to cross-border voting should be eliminated. The GMS materials, including documents, resolutions, and minutes, should be made available in English to facilitate effective participation by shareholders unfamiliar with Vietnamese. Interpreters should be provided at the meeting if necessary.

The BOD must ensure that related-party transactions are conducted in line with market practices in all aspects (e.g.: price, terms, guarantees, and general conditions). All related-party transactions should be strictly reviewed and approved/rejected within the established delegation of authority and be disclosed appropriately.

BOD members and senior management need to disclose to the BOD any significant interests they may have in any transaction or matter that directly affects the Company, whether directly, indirectly, or on behalf of a third party.

The Company should issue a written policy on related-party transactions (approved by the BOD).

The Company must identify a group of independent BOD members who are free from conflicts of interest and whose responsibilities regarding related-party transactions are formally defined in the operating regulations. These members need to support policy implementation, review and approval/rejection of related-party transaction approval procedures, and closely coordinate with the internal audit and independent audit departments, which provide assurance over related-party transactions.

If the related-party transaction is large-scale and may significantly impact the Company's strategy or capital structure, shareholders shall have the right to make decisions on such transaction. The BOD must submit the transaction for shareholders' approval and disclose information (both before the transaction is executed and in the Company's Annual Report).

OUTSTANDING PERFORMANCE RESULTS:

Coteccons BOD ensures that all shareholders of the Company are treated fairly and enabled to exercise their rights, including minority shareholders and foreign shareholders. All of these policies are clearly and specifically stipulated in the Company's Charter and internal regulations on Corporate Governance.

Given its central role in the corporate governance system, the BOD has prioritized the best and long-term interests of the Company, while also demonstrating its commitment to the values for shareholders and other stakeholders across all activities.

RELATION WITH STAKEHOLDERS

PRINCIPLE 10 Enhance effectiveness of related parties

Implementation of recommended practices

The BOD must establish a formal process to identify the Company's stakeholders, including employees, creditors, customers, suppliers, local communities, and important non-governmental organizations.

The BOD should employ clear and transparent policies for stakeholders, tailored to the priority levels of each stakeholder group.

The BOD must ensure that the Company respects the legitimate interests and rights of stakeholders, as protected by law or committed through contracts.

The BOD should set high expectations for stakeholder engagement and promote stakeholder participation in the Company's Code of Conduct and Business Ethics.

The BOD should prioritize implementing policies and programs for employees, particularly those related to occupational safety, welfare and development, to enable them to actively contribute to the fulfillment of the Company's goals and engage in corporate governance activities.

The BOD must ensure that the Company adopts and enforces a rigorous anti-corruption and anti-bribery policy within its Code of Conduct and Business Ethics.

OUTSTANDING PERFORMANCE RESULTS:

The Coteccons BOD consistently upholds the principle of respecting the legitimate interests and rights of stakeholders, through contracts and policies related to customers, suppliers, subcontractors, the environment, the community, corruption, creditor protection, employee welfare and safety, especially within the Company's Code of Business Conduct.

The Company's leadership regularly communicates and collects stakeholder feedback through a variety of approaches, thereby striving to meet the ever-increasing needs of stakeholders in the Environmental - Social - Governance aspects.

The Company also proactively discloses the contact information of key points of contact to stakeholders to facilitate timely communication regarding inquiries or complaints.

CORPORATE GOVERNANCE STRUCTURE

BOARD OF SUPERVISORS

Coteccons' Board of Supervisors currently consists of 03 members, starting their term from April 25, 2022. In the past 6 months, the BOS had no changes in members.

Information about members of BOS

No.	Members of BOS	Position	The date becoming/ceasing to be the member of the BOS	Qualification
1	Mr. Tran Van Thuc	Head of BOS	25/04/2022	Master of Business Administration
2	Mr. Zhaidarzhan Zatajev	Member of BOS	25/04/2022	Bachelor of Finance and International Trade
3	Mr. Doan Phan Trung Kien	Member of BOS	25/04/2022	BA in finance



Nationality: Vietnam

Born in: 1971

Qualifications:
Master of Business Administration

Mr. TRAN VAN THUC

Head of BOS

The date becoming: 25/04/2022

Professional experience

Graduated with a Master of Business Administration from the University of Gloucestershire, UK. Holds an ACCA degree from the Association of Chartered Certified Accountants (ACCA).

Has more than 29 years of experience in the Accounting - Finance sector. Has held many senior professional positions at Deloitte Vietnam, Air Liquide Vietnam, etc.

Previous senior executive positions

2021 - Present : Member of BOS at Coteccons
2009 - present : Partner - Kreston Auditing and Consulting Company (Vietnam)
1997 - 2009 : Director of Finance and Administration - Air Liquide Vietnam Ltd.

Mr. ZHAIDARZHAN ZATAYEV

Member of BOS

The date becoming: 25/04/2022

Professional experience

Graduated with a bachelor's degree in Finance - International Trade. Holds a CFO degree from the CIMA program.

Has more than 25 years of experience in business, finance, risk management at large organizations/enterprises in Kazakhstan and Vietnam.

Previous senior executive positions

2022 - Present: Member of BOS at Coteccons
2021 - 2023 : Risk Oversight Director at Coteccons
2020 - 2021 : Risk Management Manager at Be Group
2018 - 2020 : Director of Retail Credit Center at Maritime Bank
2013 - 2017 : Senior executive positions at Techcombank
2009 - 2013 : Risk Management Director and Managing Director at Alliance Bank, Kazakhstan

Mr. DOAN PHAN TRUNG KIEN

Member of BOS

The date becoming: 25/04/2022

Professional experience

Graduated from Victoria University of Wellington, New Zealand. Holds an ACCA degree from the Association of Chartered Certified Accountants (ACCA).

Has held senior positions in the field of investment in some large enterprises in Vietnam and internationally.

Previous senior executive positions

2022 - present : Member of BOS at Coteccons
2021 - 2022 : Manager of Investment Division at Coteccons
2018 - 2020 : Head of Investment Department at Sen Do Technology Joint Stock Company
2017 - 2018 : Deputy Investment Manager at Mobile World Investment Joint Stock Company
2013 - 2017: Team Leader at KPMG Vietnam



Nationality: Vietnam

Born in: 1988

Qualifications:
Bachelor of Finance

THE BOARD OF DIRECTORS

Coteccons' Board of Directors currently consists of 07 members, starting their term from April 25, 2022. In the past 6 months, the BOD had no changes in members.

INFORMATION ABOUT MEMBERS OF BOD

No.	Members	Position	The date of appointment/dismissal as BOD member	
			Date of appointment	Date of dismissal
1	Mr. Bolat Duisenov	Chairman Executive Director	25/04/2022	
2	Mr. Talgat Turumbayev	Non-Executive Director	25/04/2022	
3	Mr. Herwig Guido H. Van Hove	Non-Executive Director	25/04/2022	
4	Mr. Tan Chin Tiong	Independent Director	25/04/2022	
5	Mr. Tong Van Nga	Independent Director	25/04/2022	
6	Mr. Pham Quang Vu	Non-Executive Director	25/04/2022	
7	Mr. Vo Hoang Lam	Executive Director	25/04/2022	



Mr. BOLAT DUSENOV

The Board Chairman

Executive Director

Appointment history

Date of becoming a BOD member (previous term): 30/06/2020
Date of appointment as BOD Chairman (previous term): 05/10/2020
Date of becoming a BOD member (new term): 25/04/2022
Date of appointment as BOD Chairman (new term): 03/05/2022

Professional experience

Having been with Coteccons for more than 10 years as an investor and a BOD member, Mr. Bolat is committed to bringing the highest standards of corporate governance, values to customers and peace of mind to shareholders.

As the leader of the Company's restructuring in line with a new strategic direction, he focuses on sealing Coteccons' position in the Vietnamese construction industry and building it to be a great company.

Mr. Bolat Duisenov is also the co-founder and CEO of Kusto Vietnam. This private equity firm has contributed to the success of many domestic market leaders through growth financing. He is also a BOD member of several private and public companies, and involved in management of investments valued more than 1 billion USD.

Previous senior executive positions

2020 - present : BOD Chairman of Coteccons Construction JSC.
2014 - 2022 : Board Member of FiinGroup
2013 - 6/2023 : Board Member of Gemadept
2012 - present : Founder of PilotX
2008 - present : CEO of Kusto Vietnam
2005 - 2008 : CEO of Tandem Group - Kazakhstan

Percentage of individual ownership of voting shares.

1,428,933 shares, equivalent to 1.43%

THE BOARD OF DIRECTORS

Coteccons' Board of Directors currently consists of 07 members, starting their term from April 25, 2022. In the past 6 months, the BOD had no changes in members.



Nationality: Kazakhstan
Year of birth: 1971
Qualifications:
 Master of Business Administration

Mr. **TALGAT TURUMBAYEV**
 Non-Executive Director

Appointment history

Date of becoming a BOD member (previous term): 30/03/2016
 Date of becoming a BOD member (new term): 25/04/2022

Professional experience

Mr. Talgat Turumbayev holds a Master's degree in Finance and Accounting, and is a member of the Association of Chartered Certified Accountants (ACCA). He has nearly 28 years of experience in finance, accounting and audit.

Previous senior executive positions

2022 - present : BOS Member of Coteccons
 2016 - present : BOD member of Coteccons
 2011 - present : Director of Kustocem Pte. Ltd.
 2010 - 2011 : CEO of Kusto Management Ltd.
 2008 - 2010 : CEO of Eurasia FM Consulting Ltd.
 2005 - 2008 : Managing Director of BTA Bank
 2002 - 2005 : CEO of Eurasia FM Consulting Ltd.

Percentage of individual ownership of voting shares.

2,120,200 shares, equivalent to 2.12%.



Nationality: Singapore
Year of birth: 1949
Qualifications:
 PhD

Mr. **TAN CHIN TIONG**
 Independent Director

Appointment history

Date of becoming a BOD member (previous term): 29/06/2017
 Date of becoming a BOD member (new term): 25/04/2022

Professional experience

Mr. Tan Chin Tiong completed his PhD thesis at the University of Pennsylvania in 1977. He has more than 43 years of experience in teaching Marketing at prestigious universities of Singapore such as National University of Singapore. and Singapore Management University.

Previous senior executive positions

2017 - present : BOD member of Coteccons
 2013 - present : Senior Advisor to the President and Professor of Marketing at Singapore Management University
 2009 - 2013 : President of Singapore Management University
 2007 - 2009 : Vice President and Professor of Marketing at Singapore Management University

Percentage of individual ownership of voting shares.

0%



Nationality: Belgium
Year of birth: 1969
Qualifications:
 Master of Business Administration
 Master of Applied Economics

Mr. **HERWIG GUIDO H. VAN HOVE**
 Non-executive Director

Appointment history

Date of becoming a BOD member (previous term): 30/06/2020
 Date of becoming a BOD member (new term): 25/04/2022

Professional experience

Mr. Herwig Guido H. Van Hove holds a Master of Business Administration from Insead, France, with more than 31 years of experience in investment and finance at many large financial institutions. He is the Founder and Director of The8th Investment Fund Pte. Ltd. while also founding and serving as the CEO of Vahoca Investment Fund Pte. Ltd. in Singapore.

Previous senior executive positions

2020 - present : BOD member of Coteccons
 2019 - present : Founder and Director of The8th Pte. Ltd.
 2018 - present : Portfolio Manager of InseadAlumni Ventures
 2015 - present : Founder and CEO of Vahoca Pte. Ltd.
 2009 - 2014 : Executive Partner and Chief Executive Officer of Notz Stucki Group
 1998 - 2009 : COO and BOD Member of Morgan Stanley

Percentage of individual ownership of voting shares.

0%



Nationality: Vietnam
Year of birth: 1947
Qualifications:
 Chemical Industrial Engineering

Mr. **TONG VAN NGA**
 Independent Director

Appointment history

Date of becoming a BOD member (previous term): 19/04/2021
 Date of becoming a BOD member (new term): 25/04/2022

Professional experience

Mr. Tống Văn Nga graduated from Polytechnic University of Bucharest, Faculty of Industrial Chemistry with a degree in Technology Engineering. He used to assume the position of Deputy Minister of Construction and has more than 48 years of experience in the construction sector.

Previous senior executive positions

April, 2021 - present: BOD member of Coteccons
 2017- present : Vice President of Vietnam Federation of Civil Engineering Association
 2015 - present : President of Vietnam Association for Building Materials
 2009 - 2014 : Standing Vice President of Vietnam National Real Estate Association
 2006 - Present : President of Vietnam - Romania Friendship Association
 2005 - 2011 : President of Vietnam Concrete Association
 1998 - 2007 : Deputy Minister of Construction

Percentage of individual ownership of voting shares.

0%

THE BOARD OF DIRECTORS

Coteccons' Board of Directors currently consists of 07 members, starting their term from April 25, 2022. In the past 6 months, the BOD had no changes in members.



Mr. **PHAM QUANG VU**
Non-Executive Director

Appointment history

Date of becoming a BOD member: 4/25/2022

Professional experience

With management experience in holding senior positions during his career, Mr. Phạm Quang Vũ is expected to make positive contributions in governance, human resources and training at Coteccons.

Previous senior executive positions

2022 - present : BOD member of Coteccons
2022 - present : Director of Vu Son Tung Co., Ltd.

2013 - 2020 : BOD Chairman of Vinacafe Bien Hoa Joint Stock Company
2010 - 2013 : CEO of Vinacafe Bien Hoa Joint Stock Company
2004 - 2010 : BOD Member - Deputy CEO of Vinacafe Bien Hoa Joint Stock Company

Percentage of individual ownership of voting shares.

0%

Nationality: Vietnam
Year of birth: 1959
Qualifications:
Bachelor of Economy



Mr. **VO HOANG LAM**
Executive Director
Cum CEO

Appointment history

Date of appointment as the CEO of Unicons: 16/11/2020
Date of appointment as Deputy CEO: 05/03/2021
Date of becoming a BOD member: 25/04/2022
Date of appointment as the CEO of Coteccons: 05/08/2022

Professional experience

With more than 22 years of experience in the construction industry, Mr. Võ Hoàng Lâm is one of the key person who has seen the Company through important milestones. He held important positions at the Company such as Construction Site Manager, Project Director, Economic Division Director, Deputy CEO and CEO. Large-scale projects under his management include MGM Grand Ho Tram, Viettel Headquarters, D'Capitale, Meiko Factory, among others.

As the CEO, he has contributed his experience in project management and application of advanced construction methods to leverage the "Coteccons Inside" values, thus delivering high-quality products, improving Coteccons' position in both domestic and international markets, and generating positive impacts on community, social and environmental sustainability.

Previous senior executive positions

2022 - present : BOD member of Coteccons
2022 - present : CEO of Coteccons
2021 - 2022 : Deputy CEO of Coteccons
2020 - 12/2022 : CEO of Unicons Co., Ltd.
2019 - 2020 : Deputy CEO of Unicons Co., Ltd.
2017 - 2019 : Project Director at Coteccons
2016 - 2017 : Director of Economic Division

Percentage of individual ownership of voting shares.

168,008 shares, equivalent to 0.17%

Nationality: Việt Nam
Year of birth: 1978
Qualifications:
Construction Engineering

COMMITTEES UNDER BOARD OF DIRECTORS

At Coteccons, the BOD currently has found 4 committees to deepen the effective leadership, including: Strategy Committee, Compensation and Human Resources Committee, Audit and Risk Committee, and ESG Committee.

STRATEGY COMMITTEE

Change members and continue operating again according to Resolution 08/2022/NQ-HDQT dated May 3, 2022.

No	Name	Position at Coteccons	Position at the committee
1	Mr. Talgat Turumbayev	Non-Executive Director	Head of committee
2	Mr. Bolat Duisenov	Board Chairman	Member
3	Mr. Vo Hoang Lam	Executive Director - CEO	Member
4	Mr. Nguyen Van Dua	Secretary of the BOD	Member

COMPENSATION AND HUMAN RESOURCES COMMITTEE

Change members and continue operating again according to Resolution 08/2022/NQ-HDQT dated May 3, 2022.

No	Name	Position at Coteccons	Position at the committee
1	Mr. Pham Quang Vu	Non-Executive Director	Head of committee
2	Mr. Bolat Duisenov	Board Chairman	Member
3	Mr. Vo Hoang Lam	Executive Director - CEO	Member
4	Mr. Pham Quan Luc	Deputy CEO	Member
5	Ms. Nguyen Trinh Thuy Trang	Chief of Staffs	Member

AUDIT AND RISK COMMITTEE

Change members and continue operating again according to Resolution 08/2022/NQ-HDQT dated May 3, 2022.

No	Name	Position at Coteccons	Position at the committee
1	Mr. Tan Chin Tiong	Independent Director	Head of committee

ESG COMMITTEE

Established according to Board of Directors Resolution No. 13B/2022/NQ-HDQT dated December 14, 2022. The establishment of the ESG Subcommittee clearly demonstrates the Company's commitment to improving efficiency in sustainable development practices and its determination to spread a positive influence about sustainability to the social community as well as the construction industry in Vietnam.

No	Name	Position at Coteccons	Position at the committee
1	Mr. Herwig Guido H. Van Hove	Non-Executive Director	Head of committee
2	Mr. vo Hoang Lam	Executive Director - CEO	Member
3	Mr. Pham Quan Luc	Deputy CEO	Member
4	Mr. Tran Van Lam	CEO of Unicons	Member
5	Ms. Nguyen Trinh Thuy Trang	Chief of Staffs	Member
6	Ms. Dinh Thi Ngoc Bich	Consultant	Member

BALANCE AND DIVERSITY IN THE MEMBERSHIP OF THE BOARD OF DIRECTORS

BALANCE AND INDEPENDENCE OF ROLES

Coteccons' Board of Directors for the term 2022 - 2027 ensures balance in the number of members and the independence in roles. Among the 7 members of the Board of Directors, there are 2 executive members, 3 non-executive members and 2 independent members. The process and criteria for selecting members of the Board of Directors are publicly and fully announced and ensure compliance with the law on corporate governance and the Charter - Internal Corporate Governance Regulations of Coteccons.

In addition, the Chairman of the Board of Directors of Coteccons does not concurrently hold the role of CEO to ensure there is an appropriate balance of power, increase accountability and strengthen the capacity of the Board of Directors to make independent decisions.

In the first 6 months of 2024, Coteccons' Board of Directors continues to operate effectively with balance and independence as above.

DIVERSITY OF PROFESSIONAL CAPABILITIES

The current Board of Directors of Coteccons has a diversity of professional capacity and experience of members, both Vietnamese and foreigners. This diversity brings openness of vision, richness of ideas and initiatives. Thereby, helping the Company's market assessment, strategy building and decision-making processes always have a full basis from expertise to experience.

	Construc- tion	Real Estate	Laws	Eco- nomics	Business Admin- istration	Bank- ing	Fi- nance	Invest- ment	Marketing
Mr. Bolat Duisenov			•		•	•		•	
Mr. Talgat Turumbayev					•	•	•	•	
Mr. Herwig Guido H. Van Hove				•	•			•	
Mr. Tan Chin Tiong									•
Mr. Tong Van Nga	•	•		•	•				
Mr. Pham Quang Vu				•	•				
Mr. Vo Hoang Lam	•	•							

BOARD OF MANAGEMENT

Coteccons' Board of Management includes members of the operational team leaders. In addition, Coteccons' management is always improved to increase efficiency from the capacity and experience of a strong team of functional managers supporting.

In the first 6 months of 2024, the Company had two changes in members of the Board of Management, specifically:

- On March 6, 2024, the Board of Directors approved the dismissal of Mr. Nguyen Ngoc Lan from the position of Deputy CEO.
- On July 19, 2024, the Board of Directors approved the dismissal of the Chief Accountant position for Ms. Cao Thi Mai Le, effective date of dismissal from August 15, 2024. At the same time, the Board of Directors appointed Ms. Tran Thi Thanh Van - Deputy Head of Finance and Accounting Department and person in charge of accounting to ensure the Company's accounting activities throughout.

INFORMATION OF BOARD OF MANAGEMENT'S MEMBERS

No.	Name	Date of birth	Qualification	Date of appointment / dismissal as the BOM member
1	Mr. Vo Hoang Lam	22/08/1978	Engineer	05/08/2022 (appointed)
2	Mr. Pham Quan Luc	19/06/1974	Architect	09/10/2020 (appointed)
3	Mr. Nguyen Ngoc Lan	23/02/1978	Engineer	06/03/2024 (dismissed)

CHIEF ACCOUNTANT

No.	Name	Date of birth	Qualification	Date of appointment / dismissal as the BOM member
1	Ms. Cao Thi Mai Le	11/09/1977	Master of Business Administration	15/08/2024 (dismissed)
2	Ms. Tran Thi Thanh Van	03/04/1993	BA in Finance	15/08/2024 (appointed)

AUDIT FIRM

The independent audit firm responsible for auditing Coteccons is Ernst & Young Vietnam, known as EY Vietnam for short. The BOD of Coteccons issued Resolution No. 01/2024/NQ-HDQT dated January 11, 2024, approving EY Vietnam as the firm responsible for auditing the company's FY2024 Annual Report. Previously, EY Vietnam had been Coteccons' independent audit firm since 2020.

As a member of Ernst & Young Global Limited, EY Vietnam is recognized as one of the largest and most reliable auditing firms in Vietnam.

Contact information

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Phone : 84 28 3824 5252

Website : https://www.ey.com/vi_vn

CORPORATE GOVERNANCE IMPLEMENTATION

IMPLEMENTATION OF THE RESOLUTIONS OF THE GENERAL MEETING OF SHAREHOLDERS

Coteccons' fiscal year cycle is calculated from July 1, 2023 to June 30, 2024. The latest Annual General Meeting of Shareholders was held on October 17, 2023. Therefore, in the first 6 months of the calendar year 2024, the Company has not yet held the next annual General Meeting of Shareholders. Within the scope of this report, Coteccons presents the implementation of the Resolutions of the General Meeting of Shareholders following the previous corporate governance reporting period.

No.	Resolution / Decision No.	Date	Content	Status
1	09/2023/NQ-DHCD	25/04/2023	Approval of the increase the ownership ratio of foreign investors and change some business lines to match the conditions on ownership ratio of foreign investors.	On-going
2	10/2023/NQ-DHCD	25/04/2023	The plan to sell treasury shares to employees under the Employee Stock Ownership Program (ESOP).	Completed
3	11/2023/NQ-DHCD	25/04/2023	Approval of the study opportunities for fund raising to Unicons Investment Construction Limited Company.	On-going
4	13/2023/NQ-DHCD	25/04/2023	The 5-year ESOP (Employee Stock Ownership Plan) program.	On-going

BOARD MEETINGS AND MEMBERS' PARTICIPATION

During the first 6 months of 2024, Coteccons' Board of Directors held 13 meetings. All members of the Board of Directors attended all 13 meetings.

No.	BOD Member	Amount of meetings attended by the member	Rate of attendance	Reason to miss meeting
1	Mr. Bolat Duisenov	13/13	100%	
2	Mr. Talgat Turumbayev	13/13	100%	
3	Mr. Herwig Guido H. Van Hove	13/13	100%	
4	Mr. Tan Chin Tiong	13/13	100%	
5	Mr. Tong Van Nga	13/13	100%	
6	Mr. Pham Quang Vu	13/13	100%	
7	Mr. Vo Hoang Lam	13/13	100%	

RESOLUTIONS/ DECISIONS OF THE BOD

No.	Resolution / Decision No.	Date	Content	Approval rate
1	01/2024/NQ-HDQT	11/01/2024	Approve the independent auditor for the fiscal year 2024 Financial Statements of Coteccons Construction JSC.	100%
2	02/2024/NQ-HDQT	26/01/2024	Approve the distribution of undistributed employee stock ownership plan (ESOP) units according to Resolution No. 24/2023/NQ-HDQT dated December 7th, 2023, by the Board of Directors.	100%
3	03/2024/NQ-HDQT	30/01/2024	Approve the policy on the signing and the execution of Contracts/ Transactions/ Agreements between Coteccons Construction Joint Stock Company (“Coteccons”) and Subsidiaries, related person.	100%
4	04/2024/NQ-HDQT	31/01/2024	Approve the payment of income to the Chairman of the Board - Mr. Bolat Duisenov.	86%*
5	05/2024/NQ-HDQT	31/01/2024	Approving of the transaction results of selling treasury shares under the Employee Stock Ownership Plan (ESOP), up until the deadline of January 30th, 2024, for the submission of funds to purchase ESOP shares.	100%
6	06/2024/NQ-HDQT	06/03/2024	Approve the senior personnel changes at Coteccons Construction Joint Stock Company.	100%
7	07/2024/NQ-HDQT	28/03/2024	Approve the establishment of Coteccons's representative office in Indonesia.	100%
8	08/2024/NQ-HDQT	12/04/2024	Approval of the strategic collaboration between Covestcons Company Limited - which is Coteccons' subsidiary and Kusto Management Vietnam.	100%
9	09/2024/NQ-HDQT	23/04/2024	Approve the revision to the revenue plan for the fiscal year 2024 (from July 1st, 2023, to June 30th, 2024).	100%
10	10/2024/NQ-HDQT	04/05/2024	Approve on change of Chairman and Members of the Members's Council of Unicons Construction Investment Company Limited.	100%
11	11/2024/NQ-HDQT	20/05/2024	Approve the appointment of the authorized representative to manage the capital contribution portion of Coteccons Construction Joint Stock Company at FCC Infrastructure Investment Joint Stock Company.	100%
12	12/2024/NQ-HDQT	14/06/2024	Approve the repurchasing ESOP shares from employees who resign during the restricted transfer period in accordance with the ESOP regulations issued with the Board of Directors' Resolution No. 11/2023/NQ-HDQT dated April 19, 2023.	100%
13	13/2024/NQ-HDQT	14/06/2024	Approve the adjustment of information on the Investment Registration Certificate for the investment project of Sinh Nam Metal Co., Ltd. (Vietnam) regarding the update of the new investor's information for the project.	100%

*The Board of Directors' members with related interests was abstained from voting.

SUPERVISION OF BOD TO BOM

Supervise the resolutions' implementation of the BOD and AGM following the procedures and set schedules.

Corporate with the BOM in customer relationships and investor partnerships to confirm commitments on safety, quality, progress, and finance while expanding potential client database.

Supervise information disclosure process according to regulations of the State Securities Commission and HOSE to ensure the Company's transparency.

Monitor the operation of the Company in compliance with the provisions of the Law on Enterprises, the Charter of the Company, and the provisions of the current laws.

ACTIVITIES OF COMMITTEES UNDER BOD

The committees operate according to actual needs with flexible meeting schedules, ensuring efficiency according to the orientations set by the BOD.

THE LIST OF AFFILIATED PERSONS OF THE PUBLIC COMPANY AND TRANSACTIONS OF AFFILIATED PERSONS OF THE COMPANY

1. THE LIST OF AFFILIATED PERSONS OF THE COMPANY:

Please refer to Annex 1 presented at the ending part of this report.

2. TRANSACTIONS BETWEEN THE COMPANY AND ITS AFFILIATED PERSONS OR BETWEEN THE COMPANY AND ITS MAJOR SHAREHOLDERS, INTERNAL PERSONS AND AFFILIATED PERSONS:

Please refer to Annex 2 presented at the ending part of this report.

3. TRANSACTION BETWEEN INTERNAL PERSONS OF THE COMPANY, AFFILIATED PERSONS OF INTERNAL PERSONS AND THE COMPANY'S SUBSIDIARIES IN WHICH THE COMPANY TAKES CONTROLLING POWER:

None

4. TRANSACTIONS BETWEEN THE COMPANY AND OTHER OBJECTS:

- Transactions between the Company and the business that the Company's BOD members, BOS members, CEO and other key people have been playing the role of founding members or BOD members or CEO within three (03) latest years (up to the date this report to be released): Please refer to Annex 2 presented at the ending part of this report.
- Transactions between the Company and the business that affiliated persons of the Company's BOD members, BOS members, CEO and other key people have been playing the role of BOD members or CEO: None
- Other transactions of the Company (if any) may bring material or non-material benefits for members of BOD, members of the BOS, Director (General Director) and other managers: None

SHARE TRANSACTIONS OF INTERNAL PERSONS AND THEIR AFFILIATED PERSONS

1. THE LIST OF INTERNAL PERSONS AND THEIR AFFILIATED PERSONS/ TRANSACTIONS OF INTERNAL PERSONS AND AFFILIATED PERSONS WITH SHARES OF THE COMPANY: Please refer to Annex 3 presented at the ending part of this report.

2. TRANSACTIONS OF INTERNAL PERSONS AND AFFILIATED PERSONS WITH SHARES OF THE COMPANY: Please refer to Annex 4 presented at the ending part of this report.

3. OTHER SIGNIFICANT ISSUES: None

BOARD OF SUPERVISORS' WORKS AND RESULTS

BOS'S MEETINGS AND MEMBERS' ATTENDANCE

No.	Members of BOS	Number of meetings attended	Attendance rate	Voting rate	Reasons to miss meetings
1	Mr. Tran Van Thuc	02	100%	100%	
2	Mr. Zhaidarzhan Zatayev	02	100%	100%	
3	Mr. Doan Phan Trung Kien	02	100%	100%	

DETAIL BOS'S MEETING CONTENTS

No.	Meeting	Date	Contents
1	Meeting No. 1	22/03/2024	To discuss: <ul style="list-style-type: none">BOS's performance in 2023.Access changes when financial year changes from 1 Jan to 1 Jul.
2	Meeting No. 2	28/05/2024	High risk areas for 2024 of Coteccons and prepare BOS's 2024 performance plan.

SUPERVISING BOD, BOM AND SHAREHOLDERS BY BOS OR AUDIT COMMITTEE

The BOS interviewed and discussed with the BOM the implementation of the company's business development strategies for the financial year of 2024.

The BOS directly attends several corporate governance meetings to monitor the direction of the BOD/BOM with functional departments.

THE COORDINATION AMONG THE BOS, AUDIT COMMITTEE, THE BOM, BOD AND OTHER MANAGERS

The BOS has worked out an action plan for the 2024, sent it to the BOD and BOM to obtain information and direct functional departments in the company to coordinate with the Supervisory Board to implement the work.

The BOS coordinated with the Internal Audit Department to audit Nam O, Son Tra Hotel, Vinfast 3, Ho Tram, Ecopark, from Jan-Jun 2024.

Submit quarterly evaluation reports on the financial position and operation of the company.

OTHER ACTIVITIES OF BOS

None

KEY CORPORATE GOVERNANCE ACHIEVEMENT OF THE YEAR

ACCOLADES - AWARDS RELATED TO CORPORATE GOVERNANCE

COTECCONS IS AMONG
THE TOP 50 ENTERPRISES
IN VIETNAM FOR THE 6TH
CONSECUTIVE TIME



On January 18, 2024, Vietnam Report and VietnamNet co-hosted the Announcement Ceremony for the 2023 VNR500 where Coteccons and Unicons were honored among the **Top 50 Vietnam The Best**.

Top 50 Vietnam The Best is a prestigious ranking conducted annually, and this marks the 6th consecutive time Coteccons has been awarded this title.

COTECCONS LEADS
THE 2024 TOP 10
CONSTRUCTION
COMPANIES
IN VIETNAM



Coteccons ranks first, and its subsidiary, Unicons, is placed 7th in the list of **Top 10 Construction Companies in Vietnam**. This ranking, conducted by Vietnam Report and Vietnamnet, was officially announced on April 24, 2024 at Vietnam National Convention Center. This is the fruit of the efforts and solidarity of the entire Coteccons and Unicons team. This position has encouraged Coteccons to continue its path to become an “Industry Leader” (through quality standards and innovative practices that bring valuable and positive impacts to the entire industry).

COTECCONS
IS IN THE 2024 TOP 10
CONTRACTORS EVALUATED
BY BCI CENTRAL



On May 31, 2024 in HCMC, Coteccons and Unicons were announced to be among the **2024 Top 10 Contractors** in an event hosted by BCI Central magazine. This marks the 19th year that BCI Central has honored leading firms in the architecture, real estate, and construction industries across 07 countries and territories in Asia, including Hong Kong (China), Indonesia, Malaysia, Philippines, Singapore, Thailand, and Vietnam.

The **Top 10 Contractors** rankings are approved by the Organizing Committee based on the total construction value of all projects in the construction phase initiated within the two-year period, from January 1, 2022 to December 31, 2023. Factors include multipliers for projects with Green certificates of Leed, Lotus, Green Mark, Green Star, EDGE, and multipliers for office/headquarters, hotel/resort, industrial/factory projects.

COTECCONS
WAS HONORED IN THE
FORTUNE SOUTHEAST
ASIA 500



In late June, Fortune, a renowned global business magazine, published its inaugural list of the 500 largest companies in Southeast Asia (Fortune Southeast Asia 500). Among those in the construction industry, Coteccons is the largest Vietnamese representative in terms of scale to be featured on this list.

Fortune Southeast Asia evaluated the above list through a rigorous selection and screening process. Indicators are collected publicly and transparently based on data provided by businesses to competent state agencies. After that, the organizer also re-certified the information through two independent data analytics firms, Refinitiv and S&P Global Market Intelligence.

Coteccons’ recognition in the Fortune Southeast Asia 500 reaffirms its leading position in the Vietnamese construction industry. This also attests to Coteccons’ impressive business results and financial strength through transparent announcements and appraisals. This positive result came in near the close of Coteccons’ fiscal year ending June 30, 2024, as the company projected exceeding its ambitious revenue target by VND 20 trillion.

COTECCONS
IS ACKNOWLEDGED TO
HAVE MET INFORMATION
DISCLOSURE STANDARDS



In early July, the Organizing Committee of the 2024 IR Awards unveiled the list of “Information Disclosure Best Practices”. This is an annual activity under the IR Awards co-organized by Vietstock, Vietnam Association of Financial Executives (VAFE) and FiLi e-magazine. This year’s results identified 424 listed businesses (60% of the total number of businesses surveyed) demonstrated well-implemented information disclosure standards.

Coteccons is listed as one of the enterprises meeting specified standards on “Information Disclosure Best Practices”. The Company has made consistent and comprehensive investments to enhance the information disclosure quality by providing bilingual Vietnamese-English content and expanding communication channels to ensure timely access for all stakeholders. This is a testament of Coteccons’ commitment to transparency.

TRAINING COURSES ON CORPORATE GOVERNANCE

The Company has participated in training courses to improve the efficiency of Governance activities at the Company such as:

- Courses on improving understanding to apply ESG standards to Coteccons' operations organized by the State Securities Commission, the Stock Exchange.
- Dialogue on Climate Governance - Board Member Duties and Corporate Governance organized by VIOD.

In addition, the Board of Directors and individuals related to the works of corporate governance at Coteccons often spend time researching, improving knowledge and expanding the scope of reference to contribute to improving the overall corporate governance capacity of the Company.

LEGAL COMPLIANCE RELATED TO CORPORATE GOVERNANCE

During the first 6 months of 2024, Coteccons did not record any cases of legal violations related to corporate governance. The company continues to promote to all levels about the compliance with the laws.

THE FUNCTION OF INTERNAL AUDIT

Completed

Photos from Coteccons' Suppliers & Subcontractors Conference 2023 in HCMC & Hanoi



NOTABLE ACTIVITIES WITH STAKEHOLDERS

PARTNERS AND SUBCONTRACTORS CONFERENCE

During the last days of 2023, Coteccons and Unicons organized two "Partner and subcontractor conferences" in the Southern and Northern regions. With the theme "Prosper together", this is an opportunity for Coteccons' BOD to share with more than 200 partners about the Company's strategy, spirit of cooperation, and commitment to sustainable development. Also at the conference, Coteccons signed a strategic cooperation agreement with FiCO Pan-United Concrete Joint Stock Company, FiCO Tay Ninh Cement Joint Stock Company (TAFiCO, now Fico-YTL), Sungshin Vina Company Limited, Hung Phat Investment Development and Services Joint Stock Company, and Vitec-S Joint Stock Company.

The "Partner and subcontractor conference" is part of Coteccons' annual plan to enhance the cooperation capacity and effectiveness with the network of partners that play a significant role in the Company's operations. Apart from upholding the principles of transparency and fairness, Coteccons always strives to promote its influence to create favorable development opportunities for all parties involved.

OTHER EXTERNAL AFFAIR ACTIVITIES

In the spirit of creating opportunities for dialogue and information sharing to increase understanding and cooperation with relevant stakeholders, Coteccons has organized and attended many events with organizations and businesses across various fields. Below are some notable events with partners in the financial sector:

- January 02, 2024: Vietstock
- January 05, 2024: Earnings Call (Rong Viet Securities, Brospartners, Dragon Capital, Dynam, Eastspring, Fides, Gate3 Capital, Hanwha Life, KIM, Lumen, Manulife AM, Mirae Asset, SCIC, SSIAM, Techcom Capital, Truck Capital, TVAM, VinaCapital, Ward Haven Capital)
- January 08, 2024: VCBF
- May 02, 2024: VnDirect
- May 04, 2024: FPT S
- May 15, 2024: ACBS and PHS
- May 23, 2024: SSI
- July 10, 2024: JP Morgan Assets Management and HSC

REMARKABLE ACHIEVEMENTS IN CORPORATE GOVERNANCE

In the first half of 2024, Vietnam's socio-economic landscape has experienced many positive changes. However, the market is only just beginning its recovery phase, and many aspects remain tense. The construction sector, in particular, is still facing challenges, with many real estate project investors struggling to overcome long-standing difficulties. Most customers and businesses, despite their efforts to boost business and investment activities, remain cautious due to the overall market situation.

In this challenging context, Coteccons has made significant efforts to sustain the positive growth momentum it had previously established. The Coteccons leadership has demonstrated a steadfast commitment to helping the Company overcome both external challenges and internal barriers, determined to achieve major goals according to the company's strategic plans.

Through a series of solutions and actions, Coteccons achieved strong business and operational results in the first six months of 2024, contributing effectively to the overall performance of the fiscal year cycle from January 1, 2024, to June 30, 2024.

Despite market obstacles and challenges during the restructuring process, particularly lingering legacy issues, Coteccons has maintained stability and strong internal resources to implement its new strategy and create acceleration. A key factor in this success is the company's solid corporate governance foundation. After more than three years of dedicated efforts to transform and consolidate within a framework of transparency, Coteccons' corporate governance capabilities have significantly propelled the company's breakthrough journey.

Given this context, Coteccons' corporate governance capabilities in the first six months of 2024 can be highlighted through the following notable results.

ENHANCING THE PROFESSIONALISM OF THE CORPORATE GOVERNANCE SYSTEM

Strengthening the Role and Leadership Effectiveness of the Board of Directors

Over the past six months, the BOD has effectively demonstrated its ability to closely monitor both market conditions and the company's status, allowing them to swiftly choose appropriate strategies. This has enabled the BOD to provide practical guidance and seek optimal solutions for the Company.

Specifically, the BOD held 13 significant meetings, issued 13 resolutions/decisions, and provided timely directions based on practical needs. As a result, Coteccons has been able to maintain its growth momentum despite numerous socio-economic challenges.

Promoting Balance and Diversity while Ensuring Independence and Transparency

The BOD continues to emphasize the importance of diverse professional capabilities among its members to ensure value synergy, critical thinking, effective observation, and multi-faceted perspectives. The positive diversity among 100% of the members enhances the BOD's ability to provide practical and effective strategic orientation, evaluation, and decision-making processes.

A well-structured BOD, with a majority of non-executive and independent members, ensures transparency and objectivity, as well as balance and diversity, for Coteccons

Promoting ESG awareness

The concept of ESG (Environmental, Social, and Governance) has become well-known across all leadership and management levels within the Company. This recognition has driven a significant effort to enhance knowledge and actions in this field. Coteccons has received awards, accolades, and positive recognition for the professionalism and effectiveness of its ESG practices. Notably, Coteccons has demonstrated a strong ability to influence and inspire partners, customers, and communities positively through various ESG-related activities and initiatives. These achievements lay a solid foundation for the Company's long-term plans.

In response to practical demands, the BOD mandates continued improvement of ESG knowledge at all levels, encouraging the adoption and updating of new information. The BOD also promotes practical efficiency through the application of standards and guidelines such as the SSC's "Corporate Governance Code of Best Practices," the OECD Corporate Governance Code, the ASEAN Governance Scorecard, and the GRI Universal Standard.

STRENGTHENING RISK MANAGEMENT CAPACITY

The BOD places a high emphasis on the importance of risk management. They have developed a comprehensive risk management strategy that closely follows the actual situation in each aspect of the Company's operations. Specialized departments and individuals regularly reassess the suitability of the current risk management system, issuing warnings or requests for process updates and resource upgrades when market conditions and external factors change.

The BOD has also mandated stricter implementation of risk management processes at subsidiaries to ensure consistency and optimization across the entire system.

MAINTAINING CORPORATE CULTURE AND BUSINESS ETHICS IN ADVERSE CIRCUMSTANCES

Coteccons is committed to building a corporate culture grounded in transparency and integrity. The Company remains stringent in upholding this culture, even when facing intense market challenges or the allure of significant opportunities. The BOD has continued to promote education and training on anti-corruption, and loyalty to quality, and value in all activities, projects, and products.

Additionally, Coteccons reinforces the need for compliance with legal regulations and principles of conduct during business activities, particularly under adverse market conditions.

ENHANCING INFORMATION DISCLOSURE EFFICIENCY

Coteccons is continuously improving and upgrading its information delivery channels for stakeholders, focusing on both content and presentation. The Company promotes the richness and timeliness of information shared through various platforms, including its website, social media channels (such as Facebook, YouTube, Instagram, LinkedIn, TikTok), and a monthly IR newsletter.

Key reports such as the Annual Report, Corporate Governance Report, ESG Report, and Financial Statement have undergone enhancements to ensure completeness, accuracy, timeliness, and accessibility.

Coteccons consistently complies with legal requirements and best practices regarding the timing of document disclosures for the GMS, including meeting minutes and important BOD resolutions.

Furthermore, all critical documents are published bilingually in Vietnamese and English to ensure that foreign investors and shareholders have access to necessary information.

To provide stakeholders with the most accurate and complete information amid a chaotic information landscape, Coteccons regularly organizes meetings, dialogues, and direct interaction programs.

HARMONIZING THE INTERESTS OF RELATED PARTIES

Coteccons is dedicated to ensuring the proper implementation of commitments with related parties, maintaining fairness, and harmonizing interests. The Company is recognized for creating a healthy working environment for employees, fostering valuable and promising cooperation with partners and suppliers, delivering high efficiency for customers, and actively contributing to local communities where it operates.

Coteccons ensures there is no discrimination or unfair treatment in information distribution activities. Minority shareholders and individual shareholders consistently receive the same information and responses as major shareholders and institutional shareholders while the interests of minority shareholders are effectively protected.

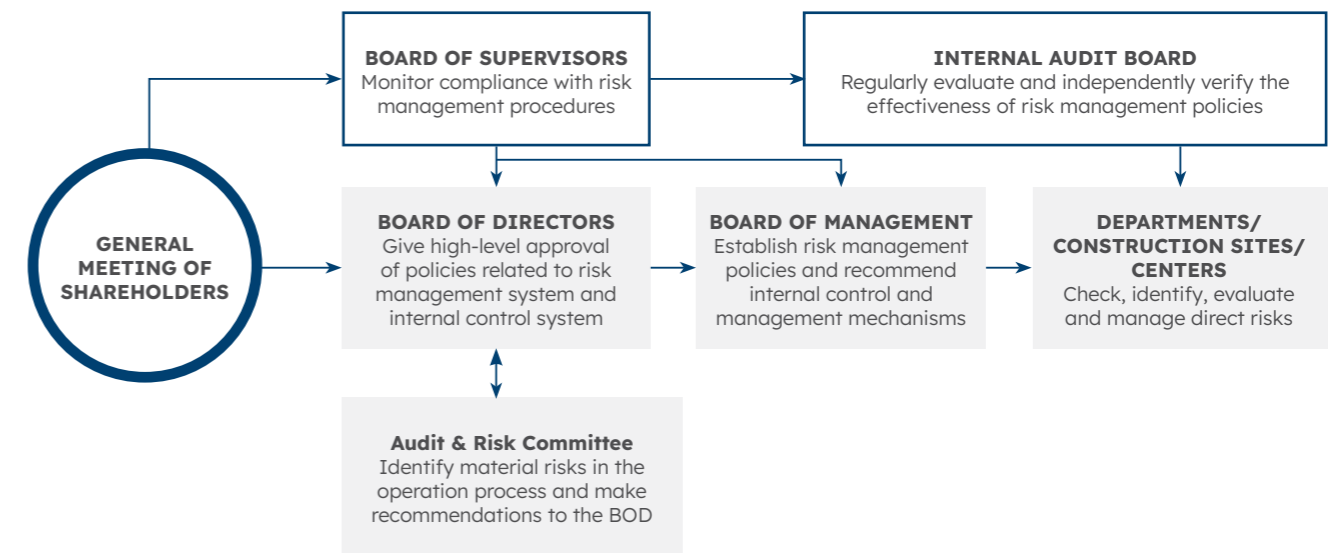
RISK MANAGEMENT

RISK MANAGEMENT

At Coteccons, the Board of Directors is the center of the risk management system. The specialized committee of the Board of Directors is the Audit and Risk, which plays as advisor for the Board and is responsible for assessing and identifying main risks during operations, ensuring that risk management is carried out at the best.

The Audit and Risk committee will also support the Board of Directors in making strategic decisions based on a full understanding of risks. Currently, the Company is consolidating the personnel of this committee to ensure a specialized force responsible for establishing and implementing policies related to risk management of Coteccons as well as its affiliated companies.

RISK MANAGEMENT STRUCTURE



Coteccons fully identifies the importance of risk management in protecting growth achievements and promoting the Company's development with the following key values:

- Help the Company implement its consistent future plans and control the operational process by building optimal risk management mechanisms and policies.
- Strengthen the Company's capability in decision making, planning and identifying the strategic priorities based on the coherent understanding of business operations and environment, opportunities and challenges of the company.
- Increase the efficiency in allocating and using of resources.
- Minimize inadequacies in every aspect of the Company.
- Protect and enhance assets and reputation of the Company.
- Develop human resources and foundation of the Company.

REQUIREMENTS FOR RISK MANAGEMENT

Being fully aware of the importance of risk management, the Company has developed a risk management policy with a number of key requirements:

- The Board of Directors, specifically the Audit and Risk Committee, is responsible for determining the strategic direction and structure for the risk management function to meet the requirement the Company's most effective operation.
- Coteccons' risk management policy is developed based on the method of industry-specific risk determination (evaluating based on the frequency of occurrence and the level of impact of the occurring the risk), thereby proposing appropriate risk management measures.
- The functional bodies of the Company take the first responsibility in daily risk management, raising awareness and disseminating about risk management in their respective bodies.
- The Internal Audit Board is in charge of evaluating the operation efficiency of risk management though the evaluation of programs and plans of the Internal Audit Board approved by the Board of Directors and the Board of Supervisors.

RISK MANAGEMENT IN THE FIRST 6 MONTHS OF 2024

In the past 6 months, under the complicated and multi-dimensional impact of the market, along with the need to increase the Company's growth rate, risk management has been required to pay more attention.

With the planned tasks and methods, Coteccons defines two levels of risk management including: risk management on project level and risk management on the corporate level.

RISK MANAGEMENT ON PROJECT LEVEL

Typical risks for Coteccons' projects are specifically identified as follows:

Risks due to external factors	Risks due to internal factors
<ul style="list-style-type: none"> • Developers/Supervision Consultants • Suppliers/Subcontractors/Construction teams • Other external factors 	<ul style="list-style-type: none"> • Organizational structure/HR and training • Project finance • Construction management • Design management • Security, occupational health • Materials and equipment • Records, document storage, ISO • Other internal risks

RISK MANAGEMENT ON THE CORPORATE LEVEL

Closely monitoring of the situation, proper assessing and analyzing, Coteccons has identified a number of major risks for the Company and specific responding measures. ific responding measures.

Accordingly, the major risks for Coteccons include 4 groups:

Strategy risks	Operation risks	Financial risks	Compliance risks
Market, brand.	Occupational safety, bidding, related party transactions, human resources and benefit policy.	Price volatility, late payment, capital management.	Laws, contracts

Within the scope of this report, Coteccons presents the identification of key risks and response measures for key risk groups at the corporate level.

STRATEGY RISKS

MARKET

Risk Description	Response Measures
Expanding construction into new fields such as infrastructure or energy works will lead to financial risks, debt recovery, price volatility, and project engineering fluctuation.	<ul style="list-style-type: none"> • Explore all the characteristics and aspects of a project before participation; Negotiate carefully the terms of the contract to protect the Company.
The possibility to expand into new business encounters many challenges when the manpower has not yet been prepared enough.	<ul style="list-style-type: none"> • Cooperate with experienced partners to share information, learn from their experience, and expand relationships.
Developing construction activities in the form of finance - design - build contractors for some asset projects is likely to bring quick revenue and profit when the bottlenecks in financial mobilizing for the project are removed. However, there can also be potential risks of cash flow and debt recovery in the future.	<ul style="list-style-type: none"> • Establish a department/division in charge of searching and developing projects on infrastructure and energy work construction. Recruit personnel with experience and large network to source potential customers. • Actively analyze capital and cash flow to ensure financial efficiency despite the higher risk tolerance level.
The real estate market still has faced to various challenges (capital sources, loan interest rates, investment procedures, project legalities...) which will affect implementation of many projects. This may lead the Company to risks about cash flow and business results.	<ul style="list-style-type: none"> • Make careful assessment of the investor's capacity and the project's prospective roadmap. Thereby, realistically identify opportunities and risks for the Company to decide whether to participate in the project or have a feasible roadmap and solution with the investor.

BRANDING

Risk Description	Response Measures
Coteccons has always been a robust and leading brand in the construction sector for many years. However, the major changes in the governance structure and personnel may cause certain impacts on the trust of investors, customers, partners and employees.	<ul style="list-style-type: none"> • Strictly comply with the regulatory provisions, fulfill the commitments with customers, partners and employees. • Build a strong communication team, establish relationships with reputable press partners to strengthen the capacity of spreading official and reliable information. • Take the initiative in handling communication crisis.

OPERATION RISKS

OCCUPATIONAL SAFETY

Risk Description	Response Measures
Specifically, the construction sector requires workers to work in harsh conditions affected by factors such as: Weather, height, heavy machinery, a large number of workers, urgent construction progress, etc., which will always places them in occupational risks.	<ul style="list-style-type: none"> • Closely control the application of safety procedures and regulations, always uphold the slogan "Safety first". • Invest in new construction and safety control equipment, ensure regular maintenance. • Apply safe and efficient new construction technologies. • Provide adequate technical safety equipment for all workers of the Site Steering Divisions and the subcontractor's teams. • Regularly organize training, group meetings, assessment and inspection of safety assurance. • Implement safety control, assessment and remedial reports monthly and quarterly with the highest attention.

OPERATION RISKS

BIDDING RISKS

Risk Description

The bidding period always has risks including: An increasing number of competitors, incorrect pricing from competitors, unfair competition, lack of input information, incomplete control of items to be performed, inadequate design drawing, inaccurate data estimation, rushing progress, etc.

The Company's bid winning rate has improved significantly in recent times but is still quite low compared to the total number of projects the Company participated in bidding. This fact proves that market competition is really fierce.

Response Measures

- Search for information sources, analyze the strengths and weaknesses of competitors.
- Build a team to link departments: Tender Department, Cost and Contract Management Department, Engineering Management & Technology, etc. to optimize the original cost, thereby possessing competitive edge right from the start.
- Take advantage of the abundant cash to accompany and support the developer's financial plans or apply the Finance & Build model to make a difference in the market.

RISK OF RELATED PARTY TRANSACTIONS

Risk Description

Transactions with stakeholders always have potential risks of profiteering and conflicts of interest with other shareholders in the Company. Related party transactions may raise a concern to investors and affect the reputation of the Company.

Response Measures

- Develop policies, internal procedures and monitoring mechanisms in accordance with the provisions of law and international practices to ensure transparency in related party transactions.

HUMAN RESOURCES AND BENEFIT POLICY

Risk Description

Human is always at the heart of the development of the Company. However, some major changes in personnel during the year across all levels have more or less affected the whole team's morale.

As the Company changed our benefit package, the application of the new benefit package without proper consideration will lose the psychology of employees.

Brain drain can occur in the context of an increasing number of competitors in the market, which requires high-quality human resources

Response Measures

- Enhance the effectiveness of internal communication so that all members clearly understand the Company's policies and actual situation.
- Conduct internal surveys on employee satisfaction with the current benefit policy and compare it with other industry peers
- Build and train a team of young successors is always a priority of the Company to promote sustainable growth and development. Propose a career development roadmap for each individual in the Company, accurately assess their capacity and effort, and apply rewarding benefits and policies.
- Provide hard and soft skills trainings, promote and empower levels of personnel appropriately so that they have the opportunity to challenge themselves.
- Associate with major universities in the sector for ongoing succession planning.
- Work with reputable recruitment partners to supplement talents in the market to the areas of work to be upgraded and expanded.

FINANCIAL RISKS

PRICE VOLATILITY

Risk Description

Every construction project is a process ranging from preparation, execution, to handover and warranty. That process is associated with project financial management. Price volatility, policy changes, unexpected events or capital sources of the developers all have a significant impact on the success of the project.

Response Measures

- Deploy a procurement and contract management model centered in key construction materials, leverage financial advantages to reduce material supply prices.
- Promote forecasting of supply situation and price volatility in the region to proactively coordinate the sources of materials and equipment.
- Strengthen negotiations and agree on terms to keep prices, control the slippage rate with developers.
- Actively look for new sources of quality products at reasonable prices, limit the monopoly situation.

LATE PAYMENT

Risk Description

The financial performance of a project will certainly be depleted by cash flow problems due to the developers' slow payment and settlement.

The economic downturns has affected the whole market including developers. Their financial decline will lead to delayed payments, causing bad debts, skewing the balance of income and expenditure of projects, and affecting the cash flow of the whole Company.

There are also subjective reasons such as: Inaccurate estimation of the project's financial statements; inconsistent arising cost settlement with the contract, etc., leading to delay or difficulty in recovering debts from the developers and affecting the project's finance.

Response Measures

- Strictly stipulate and carefully negotiate the payment-related terms in the contract during the bidding process.
- The Debt Recovery Supervision Board together with the Accounting Department, the Cost and Contract Management Department and the Board of ISO and Legislation carefully evaluate the developer's financial situation, exchange information with them to have appropriate handling measurements.
- Update project financial statements on time as a basis for accurate forecast of revenue, expenses and debts.
- Accelerate the preparation and approval of payment request documents according to the provisions of the contract.

CAPITAL MANGEMENT

Risk Description

With healthy finance and effective cash flow management, Cotecccons has accumulated a sound cash position, ensuring high liquidity and meeting project progress.

However, it can also be said that the Company's cash balance has potential risks related to the Vietnamese currency devaluation, especially in the recent period when the cash surplus is mainly used in bank deposits with unsatisfactory interest rates.

As the Company first offered bonds to raise capital, it may cause some concerns to investors about the efficiency of capital use and affect the Company's business performance in the coming time.

Response Measures

- Brainstorm solutions to maximize profitability from the Company's money, including investing in assets with higher interest rates such as bonds, etc.
- Promote investment activities, especially those from Covestcons to optimize money sources while seeking cooperation opportunities, thereby building more long-term values for shareholders and the Company.
- Calculate, allocate and use effectively capital raising sources to achieve the set goals, ensure the interests of the Company and investors.

COMPLIANCE RISKS

LAWS

Risk Description

Coteccons' operating environment is under the framework of many legal regulations such as Laws on Enterprises, Construction, Commerce, Real Estate, Labor, Investment, Securities, Tax and Social Insurance, etc. The constant development and update of legal documents require the Company to always monitor, adapt and make necessary and timely adjustments.

Coteccons always upholds compliance with the law and responsible operation with the community and society, and minimizes impacts on the environment.

Currently, there are differences among the regulatory provisions, for example the inconsistent definitions of Stakeholders under the Vietnamese Accounting Standards and the Law on Securities. As a result, there may be shortcomings in the composition of financial statements, degrading transparency and legal compliance.

Response Measures

- Recruit and build the professional legal personnel, constantly update policy amendments.
- Work with professional law experts and partners for timely consultation.
- Regarding the securities sector, the Company needs to control the compliance with legal regulations including the Law on Securities, the Law on Enterprises, the Charter, the Corporate Governance Regulations, etc. to prevent fraud risks and enhance transparency and credibility of the Company in the market.
- Apply ISO 14001:2015 in management and actively control environmental issues to ensure compliance with legal requirements.

CONTRACTS

Risk Description

Pressure from customers and construction deadlines are likely lead to contract gaps. This will become a disadvantage, resulting in later disagreements, disputes and lawsuits.

Some projects' contracts have unfavorable terms (on devaluation, force majeure on the pandemic, progress penalties, etc.) when being signed with the developers will lead to risks of damages to the company.

Response Measures

- Continuously control and assess the risks of contract terms.
- Enhance contract control through multiple review
- levels from Tender Department, Cost and Contract Management Department, the Accounting Department, and the Board of ISO and Legislation.
- Develop a system of sample contracts.
- Develop a legal risk assessment system for projects.

CORPORATE GOVERNANCE CAPACITY ASSESSMENT ACCORDING TO ASEAN SCORECARD

EVALUATION OF CORPORATE GOVERNANCE OF COTECCONS BASED ON THE ASEAN CORPORATE GOVERNANCE SCORECARD

DESCRIPTION

“The ASEAN Corporate Governance Scorecard is one of the bases Coteccons has closely referred to to improve the corporate governance standards and practices towards a professional level. In recent years, the Company has applied this scorecard to evaluate in detail the corporate governance capabilities, identify gaps and shortcomings compared to regional standards, which enables Coteccons to develop effective solutions for improvement.

In the first 6 months of 2024, Coteccons has continued to leverage this reference and evaluation method.



COTECCONS' LEVEL OF COMPLIANCE WITH THE ASEAN CORPORATE GOVERNANCE SCORECARD FOR SHORT-TERM IMPROVEMENT

Note: ● Complied ● Partially complied ● Not complied

Question	Content	Compliance status		Basis for 2024 assessment
		2023	2024	
A. RIGHTS AND EQUITABLE TREATMENT OF SHAREHOLDERS				
A.2.1	Do shareholders have the opportunity, evidenced by an agenda item, to approve remuneration (fees, allowances, benefit-in-kind and other emoluments) or any increases in remuneration for the non-executive directors/commissioners?	●	●	Remunerations or proposals for increase in remunerations for BOD members are presented and approved at AGM.
A.2.3	Does the company allow shareholders to elect directors/commissioners individually?	●	●	Shareholders vote for current BOD members in accordance with the BOD Election Regulations for the term 2022-2027. The election was held publicly at the AGM on April 22, 2022.
A.2.4	Does the company disclose the voting procedures used before the start of meeting?	●	●	The voting procedure is detailed in the Voting Regulations for the 2023 AGM on the Company's website. At the 2023 AGM, prior to the shareholder vote, the Company approved the Voting Regulations as documented in the Minutes of the 2023 AGM.
A.2.5	Do the minutes of the most recent AGM record that the shareholders were given the opportunity to ask questions and the questions raised by shareholders and answers given recorded?	●	●	Shareholders are given the opportunity to raise questions which are fully answered by the Presiding Committee.
A.2.6	Does the company disclose the voting results including approving, dissenting, and abstaining votes for all resolutions/each agenda item for the most recent AGM?	●	●	Coteccons discloses the percentage of votes in favor, against, or abstention on each voting item. All of these contents are detailed in the Minutes of the 2023 AGM.
A.2.7	Does the company disclose the list of board members who attended the most recent AGM?	●	●	The most recent AGM of Coteccons was held online. The Company discloses a list of BOD members and the CEO who attended the meeting, both online and in person. All of these contents are detailed in the Minutes of the 2023 AGM.
A.2.8	Does the company disclose that all board members and the CEO (if he is not a board member) attended the most recent AGM?	●	●	

Question	Content	Compliance status		Basis for 2024 assessment
		2023	2024	
A.2.9	Does the company allow voting in absentia?	●	●	The 2023 Coteccons AGM was held online, making it convenient for shareholders to attend, regardless of their location or language.
A.2.10	Did the company vote by poll (as opposed to by show of hands) for all resolutions at the most recent AGM?	●	●	This is detailed in the Minutes of the 2023 AGM.
A.2.11	Does the company disclose that it has appointed an independent party (scrutineers/inspectors) to count and/or validate the votes at the AGM?	●	●	
A.2.12	Does the company make publicly available by the next working day the result of the votes taken during the most recent AGM/EGM for all resolutions?	●	●	The minutes and resolutions of the 2023 AGM were announced on the meeting day, October 17, 2023
A.2.13	Does the company provide at least 21 days notice for all AGMs and EGMs?	●	●	The Company ensures that meeting invitation notice is sent out 21 days prior to the AGM. The 2023 AGM invitation notice was sent on September 24, 2023.
A.2.14	Does the company provide the rationale and explanation for each agenda item which require shareholders' approval in the notice of AGM/circulars and/or the accompanying statement?	●	●	Detailed proposals for each item in the draft Resolutions are available on the company's website, in the 2023 AGM Documents section.
A.2.15	Does the company give the opportunity for shareholders to place item/s on the agenda of general meetings and/or to request for general meetings subject to a certain percentage?	●	●	Shareholders have the right to express opinions and vote on the meeting agenda, as reflected in the minutes of AGM.
A.4.1	Does the company disclose its practices to encourage shareholders to engage with the company beyond general meetings?	●	●	Beyond the AGM, the Company encourages shareholder engagement in corporate activities through shareholder and investor dialogue programs (shareholder day) held multiple times throughout the year or through the Company's Investor Relations (IR) department and The Secretariat, using the contact information publicly disclosed.
A.5.1	Where the company has more than one class of shares, does the company publicise the voting rights attached to each class of shares (e.g. through the company website / reports/ the stock exchange/ the regulator's website)?	●	●	The Company has no other shares besides common stock.

Question	Content	Compliance status		Basis for 2024 assessment
		2023	2024	
A.6.1	Does each of the resolutions tabled at the most recent annual general meeting deal with only one item, i.e., there is no bundling of several items into the same resolution?	●	●	Each Resolution of the 2023 AGM is drafted to address only one issue, avoiding the combination of multiple issues within a single resolution.
A.6.2	Are the company's notice of the most recent AGM/circulars fully translated into English and published on the same date as the local-language version?	●	●	All notices and meeting materials for the AGM are released in both Vietnamese and English on September 24, 2023.
A.6.3	Are the profiles of directors/commissioners (at least age, academic qualification, date of first appointment, experience, and directorships in other listed companies) in seeking election/re-election included?	●	●	Coteccons fully discloses the biography of the re-elected BOD members in the Candidate List for BOD members for the 2022-2027 term.
A.6.4	Are the auditors seeking appointment/re-appointment clearly identified?	●	●	Coteccons has transparent criteria for selecting an audit firm.
A.6.5	Were the proxy documents made easily available?	●	●	A proxy form is enclosed in the AGM invitation notice.
A.7.1	Are the directors / commissioners required to report their dealings in company shares within 3 business days?	●	●	Coteccons' BOD members are required to report their company share transactions within three business days and disclose this information on the websites of SSC, HOSE, and the Company.
A.9.2	In case of related party transactions requiring shareholders' approval, is the decision made by disinterested shareholders?	●	●	Coteccons strictly adheres to the approval of related-party transactions, and the approval is voted on by shareholders/members who have no related interests.
C. SUSTAINABILITY AND RESILIENCE				
C.4.1	Does the company disclose a policy and practices that address the existence and scope of the company's efforts to address customers' welfare?	●	●	Coteccons announces a policy to protect customer rights in the related party regulations, contracts, documents, and throughout all sales activities.
C.4.2	Does the company disclose a policy and practices that address supplier/contractor selection procedures?	●	●	The Company strictly adheres to transparent procedures/processes for selecting suppliers/contractors through its supply chain and subcontractor management policy, and procurement and contract management processes.

Question	Content	Compliance status		Basis for 2024 assessment
		2023	2024	
C.4.3	Does the company disclose a policy and practices that address the company's efforts to ensure that its value chain is environmentally friendly or is consistent with promoting sustainable development?	●	●	Coteccons' ESG policy strongly promotes higher standards in environmental protection and sustainable development.
C.4.4	Does the company disclose a policy and practices that address the company's efforts to interact with the communities in which they operate?	●	●	Community engagement and contributing to the community's positive development are core components of the Company's ESG policy.
C.4.5	Does the company disclose a policy and practices that address the company's anti-corruption programmes and procedures?	●	●	Anti-corruption is a core principle that is embedded in all aspects of our Company's operations.
C.4.6	Does the company disclose a policy and practices that address how creditors' rights are safeguarded?	●	●	The Company maintains a consistent approach to interacting with stakeholders in compliance with all laws and ethical standards. The Company is committed to developing a more specific policy to address this issue.
C.4.7	"Does the company have a separate report/section that discusses its efforts on environment/economy and social issues?"	●	●	This is reflected in the Sustainable Development section of the Annual Report and a separate Sustainable Development Report is implemented from this year.
C.5.1	Does the company provide contact details via the company's website or Annual Report which stakeholders (e.g. customers, suppliers, general public etc.) can use to voice their concerns and/or complaints for possible violation of their rights?	●	●	The Company provides full contact information on its website and annual report.
C.6.1	Does the company explicitly disclose the policies and practices on health, safety and welfare for its employees?	●	●	The Company's human resources policy outlines clear provisions for employee health, safety, and welfare that are consistently implemented across all operations.
C.6.2	Does the company explicitly disclose the policies and practices on training and development programmes for its employees?	●	●	Employee training and development policy is one of Coteccons' outstanding strengths over the past time.
C. 6.3	Does the company have a reward/compensation policy that accounts for the performance of the company beyond short-term financial measures?	●	●	The Company has a transparent policy with specific criteria for long-term and short-term performance-based rewards.

Question	Content	Compliance status		Basis for 2024 assessment
		2023	2024	
D. DISCLOSURE AND TRANSPARENCY				
D.1.1	Does the information on shareholdings reveal the identity of beneficial owners, holding 5% shareholding or more?	●	●	The Company strictly adheres to the disclosure requirements regarding major shareholders holding a 5% stake in its periodic Corporate Governance Reports and Annual Reports. Furthermore, the Company submits quarterly reports to HOSE detailing its major shareholders.
D.1.5	Does the company disclose details of the parent/holding company, subsidiaries, associates, joint ventures and special purpose enterprises/ vehicles (SPEs)/ (SPVs)?	●	●	The Company ensures comprehensive disclosure in the periodic Corporate Governance Reports, periodic financial statements, and Annual Reports.
D.2.1	Does the company's annual report disclose corporate objectives?	●	●	Disclosed in Annual Reports and meetings on business planning and strategies.
D.2.2	Does the company's annual report disclose financial performance indicators?	●	●	
D.2.3	Does the company's annual report disclose non-financial performance indicators?	●	●	Disclosed in periodic financial statements.
D.2.4	Does the company's annual report disclose dividend policy?	●	●	
D.2.5	Does the company's annual report disclose biographical details (at least age, academic qualifications, date of first appointment, relevant experience, and any other directorships of listed companies) of all directors/commissioners?	●	●	Detailed biographies of BOD members are available on the company's website (BOD members introduction section) and in Annual Reports.
D.2.6	Does the Annual Report contain a statement confirming the company's full compliance with the code of corporate governance and where there is non-compliance, identify and explain reasons for each such issue?	●	●	Annual Reports and Corporate Governance Reports clearly disclose the governance rules and compliance requirements. The company has no instances of non-compliance with this issue.
D.3.1	Is there disclosure of the fee structure for non-executive directors/commissioners?	●	●	
D.3.2	Does the company publicly disclose [i.e. annual report or other publicly disclosed documents] details of remuneration of each non-executive director?	●	●	
D.3.3	Does the company disclose its remuneration (fees, allowances, benefit-in-kind and other emoluments) policy/practices (i.e. the use of short term and long term incentives and performance measures) for its executive directors and CEO?	●	●	Disclosed in audited financial statements and in Annual Reports.
D.3.4	Does the company publicly disclose [i.e. annual report or other publicly disclosed documents] the details of remuneration of each of the executive directors and CEO [if he/she is not a member of the Board]?	●	●	

Question	Content	Compliance status		Basis for 2024 assessment
		2023	2024	
D.4.1	Does the company disclose its policy covering the review and approval of material RPTs?	●	●	The review and approval of key transactions of related parties is stipulated in the Company Charter, Operating Regulations of the BOD, Operating Regulations of the Audit Committee, and Resolutions of the BOD. Transactions with related parties are always disclosed in Resolutions of the BOD, Corporate Governance Reports and periodic financial statements.
D.4.2	Does the company disclose the name, relationship, nature and value for each material RPTs?	●	●	The Company discloses the names of related parties, their relationships, nature, and values for each key/important related party transaction in BOD Resolutions, periodic Governance Reports and Annual Reports.
D.5.1	Does the company disclose trading in the company's shares by insiders?	●	●	The Company discloses complete information on the websites of SSC, HOSE and the Company's website and in periodic Corporate Governance Reports.
D.6.1	Are the audit and non-audit fees disclosed?	●	●	The Company discloses information on contracts signed with audit firms.
D.6.2	Does the non-audit fee exceed the audit fees?	●	●	The company does not use other non-audit services of audit firms.
D.7.1	Does the company use quarterly reporting	●	●	The Company provides all quarterly reports and publishes them on websites of the Company, HOSE and SSC.
D.7.2	Does the company use company website	●	●	The Company has its own website at Coteccons.vn
D.7.3	Does the company use analyst's briefing	●	●	The company organizes Analyst Meetings several times a year and publicizes organizational information.
D.7.4	Does the company use media briefings /press conferences	●	●	The Company's communications department always provides the most complete and fastest information to the press about the Company's developments and activities. Press conferences are held when there are important events and information.
D.8.1	Are the audited annual financial report / statement released within 120 days from the financial year end?	●	●	The company publishes full and detailed audited annual financial statements on websites of the Company, HOSE, SSC and through Annual Report.

Question	Content	Compliance status		Basis for 2024 assessment
		2023	2024	
D.8.2	Is the annual report released within 120 days from the financial year end?	●	●	Coteccons publishes annual reports on websites of the Company, HOSE and SSC on time.
D.8.3	Is the true and fairness/fair representation of the annual financial statement/reports affirmed by the board of directors/commissioners and/or the relevant officers of the company?	●	●	Coteccons confirms to provide the full content.
D.9.1	Does the company have a website disclosing up-to-date information on financial statements/reports (latest quarterly)	●	●	The Company publishes its latest financial statement on its website and other means of information disclosure in accordance with current regulations.
D.9.2	Does the company have a website disclosing up-to-date information on materials provided in briefings to analysts and media	●	●	The company provides complete and regularly updated documents on a monthly and quarterly basis in the News section, Investor Relations (IR) Newsletter on its website.
D.9.3	Does the company have a website disclosing up-to-date information on downloadable annual report	●	●	Annual reports in Vietnamese and English can be viewed directly or downloaded.
D.9.4	Does the company have a website disclosing up-to-date information on notice of AGM and/or EGM	●	●	All of these documents are published in the Investor Relations section on the Company website.
D.10.1	Does the company disclose the contact details (e.g. telephone, fax, and email) of the officer / office responsible for investor relations?	●	●	The Company publishes contact information of the IR department and shareholders in the quarterly IR Newsletter.
E. RESPONSIBILITIES OF THE BOD				
E.1.1	Does the company disclose its corporate governance policy / board charter?	●	●	All information is provided in the Charter & Regulations section on the Company website.
E.1.2	Are the types of decisions requiring board of directors/commissioners' approval disclosed ?	●	●	All decisions are made public in the Information Disclosure section and in the Corporate Governance Report on the website.
E.1.3	Are the roles and responsibilities of the board of directors/commissioners clearly stated ?	●	●	These are clearly specified in the Charter and Operating Regulations of the BOD, which are made public on the Company's website.
E.1.4	Does the company have an updated vision and mission statement?	●	●	The company has announced its Principles - Purpose on the website and in Annual Report.

Question	Content	Compliance status		Basis for 2024 assessment
		2023	2024	
E.1.5	Does the board of directors play a leading role in the process of developing and reviewing the company's strategy at least annually?	●	●	The Company fully meets all of these regulations.
E.1.6	Does the board of directors have a process to review, monitor and oversee the implementation of the corporate strategy?	●	●	
E.2.1	Are the details of the code of ethics or conduct disclosed?	●	●	
E.2.2	Are all directors/commissioners, senior management and employees required to comply with the code/s?	●	●	The company has issued a Code of Conduct requiring all company leaders and employees to comply and clearly stating that violations will be handled according to Decision No. 0488/2023/QD-TGD dated March 2 /2023
E.2.3	Does the company have a process to implement and monitor compliance with the code/s of ethics or conduct?	●	●	
E.2.6	Has the company set a limit of five board seats that an individual independent/non-executive director/commissioner may hold simultaneously?	●	●	This is stipulated in the Company's Charter and Corporate Governance Regulations.
E.2.7	Does the company have any executive directors who serve on more than two boards of listed companies outside of the group?	●	●	The company does not have an executive member of the BOD serving more than 2 Boards of Directors of listed companies.
E.3.1	Are the board of directors meeting scheduled before the start of financial year?	●	●	The meeting of the BOD is planned before the start of the fiscal year, ensuring that it will convene at least once a quarter and approve documents to be submitted to the GMS.
E.3.3	Has each of the directors/commissioners attended at least 75% of all the board meetings held during the year?	●	●	During the reporting period, each member of the BOD attended 100% of BOD meetings.
E.3.4	Does the company require a minimum quorum of at least 2/3 for board decisions?	●	●	This is stipulated in the Charter and Corporate Governance Regulations.
E.3.5	Did the non-executive directors/commissioners of the company meet separately at least once during the year without any executives present?	●	●	Non-executive members of the BOD do participate in relevant general meetings.
E.3.6	Are board papers for board of directors/commissioners meetings provided to the board at least five business days in advance of the board meeting?	●	●	The company provides all necessary documents according to regulations.
E.3.7	Does the company secretary play a significant role in supporting the board in discharging its responsibilities?	●	●	The company secretary is performing their responsibilities well.

Question	Content	Compliance status		Basis for 2024 assessment
		2023	2024	
E.3.8	Is the company secretary trained in legal, accountancy or company secretarial practices and has kept abreast on relevant developments?	●	●	The company secretary fully meets the required capabilities.
E.3.11	Are all directors/commissioners subject to re-election every 3 years; or 5 years for listed companies in countries whose legislation prescribes a term of 5 (2) years each? (2) The five years term must be required by legislation which pre-existed the introduction of the ASEAN Corporate Governance Scorecard in 2011.	●	●	The members of the BOD are elected every 5 years, as stipulated in the Company's Charter, the Operating Regulations of the BOD and the meeting minutes of the AGM.
E.2.12	Do the shareholders or the Board of Directors approve the remuneration of the executive directors and/or the senior executives?	●	●	Shareholders approve the remuneration of members of the BOD as shown in the Resolutions of the AGM. Members of the BOD approve the remuneration of senior leaders as shown in the Resolutions of the BOD and the Company's internal regulations.
E.3.14	Does the company have a separate internal audit function?	●	●	The company has an independent Internal Audit Department.
E.3.15	Is the head of internal audit identified or, if outsourced, is the name of the external firm disclosed?	●	●	The company is working on improving this aspect.
E.3.17	Does the company establish a sound internal control procedures/ risk management framework and periodically review the effectiveness of that framework?	●	●	
E.3.18	Does the Annual Report/Annual CG Report disclose that the board of directors/commissioners has conducted a review of the company's material controls (including operational, financial and compliance controls) and risk management systems?	●	●	The information is fully disclosed in the Annual Report and the Company is working on improving the frequency and method of disclosure in the Corporate Governance report.
E.3.19	Does the company disclose the key risks to which the company is materially exposed to (i.e. financial, operational including IT, environmental, social, economic)?	●	●	
E.3.20	Does the Annual Report/Annual CG Report contain a statement from the board of directors/commissioners or Audit Committee commenting on the adequacy of the company's internal controls/risk management systems?	●	●	
E.4.1	Do different persons assume the roles of chairman and CEO?	●	●	Coteccons ensures separation of the positions of Chairman of the BOD and General Director through the appointment of the General Director from August 2022.

Question	Content	Compliance status		Basis for 2024 assessment
		2023	2024	
E.4.4	Are the roles and responsibilities of the chairman disclosed?	●	●	The role and responsibilities of the chairman are publicly announced according to the Company Charter and Corporate Governance Regulations.
E.4.6	Does at least one non-executive director/commissioner have prior working experience in the major sector that the company is operating in?	●	●	Non-executive members of the BOD have extensive experience in the construction field.
E.5.1	Does the company have orientation programmes for new directors/commissioners?	●	●	The current members of the BOD all joined from the beginning of the 2022 - 2027 term.
E.5.2	Does the company have a policy and actual practice and programs that encourages directors/commissioners to attend on-going or continuous professional education programmes?	●	●	The company always supports members of the BOD to participate in professional training courses.
(B) BONUS ITEMS				
(B)A.1.1	Does the company practice real time secure electronic voting in absentia at general meetings of shareholders?	●	●	The charter and internal regulations on corporate governance allow remote voting.
(B)B.1.1	Does the company release its notice of AGM (with detailed agendas and explanatory circulars), as announced to the Exchange, at least 28 days before the date of the meeting?	●	●	The Company has issued a notice on the organization of the GMS in accordance with this time and the information has been published on the websites of SSC, HOSE and the Company's website in the Investor Relations section.
(B)D.1.1	Are the audited annual financial report /statement released within 60 days from the financial year end?	●	●	Audited annual financial statements are published on time.
(B)E.1.2	Does the company have a policy and disclose measurable objectives for implementing its board diversity and report on progress in achieving its objectives?	●	●	The company is improving in this regard.

Question	Content	Compliance status		Basis for 2024 assessment
		2023	2024	
(P) PENALTY				
(P)A.1.1	Did the company fail or neglect to offer equal treatment for share repurchases to all shareholders?	●	●	The company has clear regulations on fair repurchase of stocks for all shareholders.
(P)A.2.1	Is there evidence of barriers that prevent shareholders from communicating or consulting with other shareholders?	●	●	The company did not record any obstacles.
(P)A.3.1	Did the company include any additional and unannounced agenda item into the notice of AGM/EGM?	●	●	The Company always informs shareholders in advance of additional contents in the GMS/EGM agenda in accordance with regulations.
(P)A.3.2	Was the Chairman of the Board and the Chairmen of all Board Committees and the CEO absent from the most recent General Meeting?	●	●	The Chairman of the BOD, chairmen of subcommittees and the General Director were not absent at the most recent GMS. All of them participated in person or online.
(P)A.4.1	Did the company fail to disclose the existence of Shareholders agreement?	●	●	There is no such agreement at Coteccons.
(P)A.4.2	Did the company fail to disclose the existence of Voting cap?	●	●	Coteccons does not limit voting
(P)A.4.3	Did the company fail to disclose the existence of Multiple voting rights?	●	●	Coteccons does not have shares with multiple voting rights.
(P)B.1.1	Has there been any conviction of insider trading involving directors/commissioners, management and employees in the past three years?	●	●	Coteccons did not record any violations.
(P)B.2.1	Has there been any cases of non compliance with the laws, rules and regulations pertaining to material related party transactions in the past three years?	●	●	Coteccons did not record any violations.
(P)B.2.2	Were there any RPTs that can be classified as financial assistance (i.e. not conducted at arms length) to entities other than wholly-owned subsidiary companies?	●	●	Coteccons did not record any cases.
(P)C.1.1	Have there been any violations of any laws pertaining to labour/employment/consumer/insolvency/commercial/competition or environmental issues?	●	●	Coteccons did not record any violations.
(P)C.2.1	Has the company faced any sanctions by regulators for failure to make announcements within the requisite time period for material events?	●	●	Coteccons did not record any violations.

CORPORATE GOVERNANCE ORIENTATION FOR THE COMING YEAR

Question	Content	Compliance status		Basis for 2024 assessment
		2023	2024	
(P)D.1.1	Did the company receive a "qualified opinion" in its external audit report?	●	●	
(P)D.1.2	Did the company receive an "adverse opinion" in its external audit report?	●	●	Coteccons' audited financial statements were given the opinion of "Fully Accepted" by the audit firm E&Y.
(P)D.1.3	Did the company receive a "disclaimer opinion" in its external audit report?	●	●	
(P)D.1.4	Has the company in the past year revised its financial statements for reasons other than changes in accounting policies?	●	●	Coteccons does not record any revisions in this regard.
(P)E.1.1	Is there any evidence that the company has not complied with any listing rules and regulations apart from disclosure rules over the past year?	●	●	Coteccons did not record any violations.
(P)E.1.2	Have there been any instances where non-executive directors/commissioner have resigned and raised any issues of governance-related concerns?	●	●	Coteccons did not record any cases.
(P)E.2.2	Did the company fail to correctly identify the description of all their directors as independent, non-executive, and executive?	●	●	Coteccons clearly identifies independent members of the BOD according to regulations and meets this target well.
(P)E.2.3	Does the company have any independent directors/non-executive/commissioners who serve on a total of more than five boards of publicly-listed companies?	●	●	Coteccons did not record any cases.
(P)E.3.1	Is any of the directors or senior management a former employee or partner of the current external auditor (in the past 2 years)?	●	●	Coteccons did not record any cases.
(P)E.(3.4)	Has the chairman been the company CEO in the last three years?	●	●	The Chairman of the Board of Directors has not been the General Director of the Company for the past 3 years.

ENHANCE CORPORATE GOVERNANCE CAPACITY TO ESTABLISH A SOLID FOUNDATION FOR THE NEW CHAPTER OF SIGNIFICANT GROWTH

Coteccons is on a positive growth trajectory. The Company's preparation over past years, combined with the recovery cycle of the general market, have unveiled even greater prospects. Therefore, for the Company to achieve its planned growth speed and quality, it is crucial to enhance its corporate governance capacity.

In pursuit of enhancing corporate governance capacity and efficiency to meet the business development needs in the coming time, Cotecccons has identified the following key tasks:

1.

PROMOTING THE ADVANTAGE FROM THE DIVERSITY OF THE BOD

The BOD of Cotecccons possesses significant diversity in terms of professional background, experience, nationalities, and cultures. This diversity provides extensive, multi-dimensional perspectives with high reference value.

Therefore, it is essential for the BOD to leverage this advantage to foster creativity in strategic planning and solution development. This endeavor is expected to generate numerous new opportunities for the Company, enhancing its capacity to assess, react, and manage, in addition to augmenting the efficacy of the BOD's decision-making process.

2.

IMPROVING THE ROLE AND LEADERSHIP EFFECTIVENESS OF THE BOARD OF DIRECTORS

Coteccons continues to enhance the role and leadership effectiveness of the BOD through the capacity of each member as well as the collective synergy. The BOD must establish a mechanism to maximize the contributions and influence of its members in their respective roles.

In addition, the specialized roles and responsibilities of each subcommittee also need to be further promoted. The specialization of the subcommittees will help the policies, direction, and evaluation of the BOD become more practical and proactive in response to complex market developments.

3.

INCREASING TRAINING ON CORPORATE GOVERNANCE KNOWLEDGE AND CAPACITY

The BOD needs to review corporate governance criteria and principles to stay up to date with evolving development requirements in the new context. This promotes greater corporate governance efficiency in the spirit of transparency and integrity by assisting in ensuring proper direction and efficient compliance control.

To supplement and update corporate governance knowledge for relevant departments/individuals, the BOD must establish clear guidelines for training, access to, and application of international standards and practices, oversight and enforcement of governmental regulations, and raising the awareness of corporate governance among senior and middle level leaders.

4.

STRENGTHENING INTERACTIONS WITH STAKEHOLDERS

To facilitate rapid, robust, and sustainable expansion, Cotecccons require a variety of companion and support. Therefore, for the Company to create best possible cooperation policies, it is essential to build strong bonds with all parties involved and understand the needs as well as the expectation of the press, authorities, shareholders, suppliers, consumers, and internal staff, etc. At the same time, the Company will increase opportunities to mobilize resources quickly and effectively from relevant stakeholders when appropriate.

Engagement with relevant stakeholders also mitigates risks and crises across various aspects, including the prevention of mistrust, thereby preventing misunderstandings, and issues stemming from ignorance and lack of information.

5.

STRENGTHENING RISK MANAGEMENT CAPACITY

The BOD must review and re-evaluate the Company's risk appetite, risk management systems and processes to ensure a highly effective risk management strategy in response to complex market developments.

The current socio-economic context always creates new risks, potentially unpredictable risks. Therefore, high vigilance, sharp observation ability and permanent assessment tasks will help the Company accurately identify risks, thereby providing timely and effective solutions. Risk management capacity not only meets the requirements of protecting achieved development achievements, but also helps capture new opportunities on the Company's next growth path.

6.

DEEPENING ESG ENFORCEMENT

ESG is at the heart of the corporate strategy design process at Cotecccons. Therefore, the current imperative is to build upon the existing foundation and develop more in-depth implementation plans to enhance efficiency and impact.

To solidify its position as an industry leader, Cotecccons aims to go beyond compliance and expands the application of new international ESG standards in the Company's activities.

Extensive ESG deployment requires significant investment in time, human resources and budget, to thoroughly research international standards. The Company can thereby build its own strategy and roadmap to apply appropriate ESG standards with high practical value in the upcoming time.

ANNEX RELATED PERSONS AND RELATED TRANSACTIONS



ANNEX 1 - THE LIST OF AFFILIATED PERSONS OF THE COMPANY

No.	Name of organization / individual	Securities trading account (if any)	Position at the company (if any)	No.*, date of issue, place of issue	Address	Time of starting to be affiliated person	Time of ending to be affiliated person	Reasons	Relationship with the Company
I Board of Directors									
1	Mr. Bolat Duisenov	-	Chairman			30/06/2020			Internal person
2	Mr. Talgat Turumbayev	-	BOD Member			29/06/2017			Internal person
3	Mr. Herwig Guido H. Van Hove	-	BOD Member			30/06/2020			Internal person
4	Prof. Tan Chin Tiong	-	BOD Member			29/06/2017			Internal person/ Independent member
5	Mr. Tong Van Nga	-	BOD Member			26/04/2021			Internal person/ Independent member
6	Mr. Pham Quang Vu	-	BOD Member			25/04/2022			Internal person
7	Mr. Vo Hoang Lam	-	BOD Member			25/04/2022			Internal person
II Board of Supervisors									
1	Mr. Tran Van Thuc	-	Head of BOS			26/04/2021			Internal person
2	Mr. Doan Phan Trung Kien	-	BOS Member			25/04/2022			Internal person/ Independent member
3	Mr. Zhaidarzhan Zatayev		BOS Member			25/04/2022			Internal person/ Independent member
III Board of Management									
1	Mr. Vo Hoang Lam		CEO			05/03/2021		Appointed	Internal person
2	Mr. Pham Quan Luc		Deputy CEO			09/10/2020		Appointed	Internal person
3	Mr. Nguyen Ngoc Lan		Deputy CEO			05/03/2021	06/03/2024	Dismissed	Internal person

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IV OTHER INTERNAL PERSONS									
1	Ms. Cao Thi Mai Le		Chief Accountant			14/09/2020	15/08/2024	Dismissed	Internal person
2	Ms. Tran Thi Thanh Van		The Person in charge Accounting			15/08/2024		Appointed	Internal person
3	Mr. Nguyen Van Dua		Person in charge of corporate governance cum Head BOD'secretary			03/05/2022		Appointed	Internal person
V RELATED PARTIES									
1	Kustocem pte. Ltd.					2012			Major Shareholder Group
2	Success Investment and Business One Member Company Limited					26/06/2014			Major Shareholder Group
3	THE8TH PTE. Ltd.					06/08/2019			Major Shareholder Group
4	Kim Vietnam Fund Management Co.,Ltd					28/05/2024			Representative of the Major Shareholder Group
5	KIM Vietnam Growth Equity Fund					28/05/2024			Major Shareholder Group
6	Tmam Vietnam Equity Mother Fund					28/05/2024			Major Shareholder Group
7	KITMC Worldwide Vietnam RSP Balance Fund					28/05/2024			Major Shareholder Group
8	KIM Investment Funds - KIM Vietnam Growth Fund					28/05/2024			Major Shareholder Group
9	Unicons Investment Construction Company Limited					30/05/2013			Subsidiary

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No.	Name of organization / individual	Securities trading account (if any)	Position at the company (if any)	No.*, date of issue, place of issue	Address	Time of starting to be affiliated person	Time of ending to be affiliated person	Reasons	Relationship with the Company
10	Covestcons Company Limited					31/03/2017			Subsidiary
11	Coteccons Construction, Inc.					23/10/2023			Subsidiary
12	Sinh Nam Metal Company Limited (Vietnam)					29/03/2024			Subsidiary
13	UG M&E (Vietnam) Limited					29/05/2024			Subsidiary
14	Sinh Nam Metal Company Limited (Myanmar)					29/03/2024			Subsidiary
15	CTD FutureImpact Joint Stock Company					28/6/2021			Subsidiary
16	Solaresco-1 Company Limited					13/08/2020			Subsidiary
17	CTD Materials Company Limited					12/10/2022			Subsidiary
18	Coteccons Nest Company Limited					06/10/2022			Subsidiary
19	New Playground Company Limited					02/12/2022			Subsidiary
20	FCC Infrastructure Investment Joint Stock Company					21/07/2014			Affiliated company
21	Quang Trong Commercial Joint Stock Company					18/12/2007			Affiliated company
22	Hiteccons Investment Joint Stock Company					02/10/2017			Affiliated company

Note:

No.: ID card No./Passport No. (As for individuals) or Business Registration Certificate No., License on Operations or equivalent legal documents (As for organisations)

ANNEX 2 - TRANSACTIONS BETWEEN THE COMPANY AND ITS AFFILIATED PERSONS; OR BETWEEN THE COMPANY AND ITS MAJOR SHAREHOLDERS, INTERNAL PERSONS AND AFFILIATED PERSONS OF INTERNAL PERSONS;

TRANSACTIONS BETWEEN THE COMPANY AND THE BUSINESS THAT THE COMPANY'S BOD MEMBERS, BOS MEMBERS, CEO AND OTHER KEY PEOPLE HAVE BEEN PLAYING THE ROLE OF FOUNDING MEMBERS OR BOD MEMBERS OR CEO WITHIN THREE (03) LATEST YEARS (UP TO THE DATE THIS REPORT TO BE RELEASED)

No.	Name of organization/ individual	Relationship	Date of issue, place of issue	Address	Time of transactions	Number of resolutions / decisions of the AGM / BOM adopted (if any, specify date of issue)	Number, ownership proportion of shares/ fund certificates hold after the transaction	Total transaction value (VND)	Note
1	Unicons Investment Construction Company Limited	Subsidiary			First half year 2024	03/2024/NQ-HDQT, 30/01/2024	-	934,890,797,318	- Construction costs - Revenue from service and office rental - Equipment Rental Costs - Loan - Other revenue
2	Covestcons Company Limited	Subsidiary			First half year 2024	03/2024/NQ-HDQT, 30/01/2024	-	15,932,169,602	- Office and utilities for rent - Payment of consulting fees
3	Coteccons Nest Company Limited	Subsidiary			First half year 2024	03/2024/NQ-HDQT, 30/01/2024	-	33,375,767,665	- Revenue from real estate transfer - Collect money according to project offset agreement
4	Sinh Nam Metal Company Limited (Vietnam)	Subsidiary			First half year 2024	03/2024/NQ-HDQT, 30/01/2024	-	372,847,226,222	- Construction costs - Equipment Rental Costs - Office and utility rental revenue - Loan
5	UG M&E (Vietnam) Limited	Subsidiary			First half year 2024	03/2024/NQ-HDQT, 30/01/2024	-	78,492,880,056	- Construction costs - Equipment Rental Costs - Office and utility rental revenue - Liquidation and other revenue
6	Coteccons Construction, Inc.	Subsidiary			First half year 2024	03/2024/NQ-HDQT, 30/01/2024	-	123,715,000,000	Capital contribution
7	Ladona Properties Company Limited	A related company of Kustocem Pte.Ltd - major shareholder			First half year 2024	24/2021/NQ-HDQT, 07/12/2021	-	317,334,557,615	Construction Contract

ANNEX 3 - INTERNAL PERSONS AND THEIR AFFILIATED PERSONS/ TRANSACTIONS OF INTERNAL PERSONS AND AFFILIATED PERSONS WITH SHARES OF THE COMPANY

No.	Name	Securities trading account (if any)	Position at the company (if any)	ID card No./Passport No., date of issue, place of issue	Address	Number of shares owned at the end of the period*	Percentage of share ownership at the end of the period*	Note
1	Mr. Bolat Duisenov		Chairman			1,428,933	1.37%	
	Gulmira Zhussupova					0	0%	Wife
	Duisenov Zhakan					0	0%	Father
	Duisenov Nagiya					0	0%	Mother
	Zhakan Imangali					0	0%	Child
	Zhakan Inkara					0	0%	Child
	Zhakan Mira					0	0%	Child
	Atrix Education and Technology JSC					0	0%	Shareholder (49.9%)
	AMI Energy Investment JSC					0	0%	Shareholder (50%)
	Fiinratings JSC					0	0%	Shareholder (7%)
	Kusto Vietnam					0	0%	CEO
	An Thinh Investment Management JSC					0	0%	Shareholder (49.9%)
	PilotX Ventures					0	0%	Shareholder (98.7%)
	Covestcons Company Limited					0	0%	Chairman
	Unicons Investment Construction Company Limited					0	0%	Chairman of the Members' Council
2	Mr. Talgat Turumbayev		BOD member			2,120,200	2%	
	Aiman Kassabekova					0	0%	Wife
	Bexultan Yeraly					0	0%	Child
	Iskander Yeraly					0	0%	Child
	Alina Yeraly					0	0%	Child
	Abulkhair Yeraly					0	0%	Child
	Sapargali Turumbayev					0	0%	Brother
	Nurzhamila Seitallyeva					0	0%	Sister

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	Nurgali Turumbayev					0	0%	Brother
	Artyk Turumbayev					0	0%	Brother
	Kustocem Pte. Ltd.					18,542,221	17.9%	Director
3	Mr. Herwig Guido H. Van Hove		BOD member			0	0%	
	Wilfried van Hove					0	0%	Father
	Hilde Hofkens van den Brandt					0	0%	Mother
	Greet van de Populiere					0	0%	Wife
	Louis van Hove					0	0%	Child
	Henri van Hove					0	0%	Child
	Marie-Sienna van Hove					0	0%	Child
	Hélène van Hove					0	0%	Child
	Kathleen van Hove					0	0%	Sister
	Ortwin van Hove					0	0%	Brother
	Annelies van Hove					0	0%	Sister
	The8th Pte. Ltd.					11,008,666	10.6%	Director
	VAHOCA FUSION Pte Ltd					0	0%	Own 100%
	INSEADALUMNI Venture Fund					0	0%	Founder and Director
4	Mr. Tong Van Nga		BOD member			0	0%	
	Nguyen Thi Kim Phuong					0	0%	Wife
	Tong Thi Thanh Thuy					0	0%	Child
	Tong Son Hung					0	0%	Child
	Tong Viet Dung					0	0%	Child
5	Mr. Tan Chin Tiong		BOD Member			0	0%	
	Aw Siaw Peng					0	0%	Wife
	Tan Yin Ting Bryan					0	0%	Child

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	Tan Yin Chuen Melvyn					0	0%	Child
	Stephanie Tan Yin Si					0	0%	Child
	Tan Lay Tin					0	0%	Sister
	Tan Lay Leng					0	0%	Sister
	Tan Lay Swan					0	0%	Sister
	Tan Lay Koon					0	0%	Sister
	Tan Lana					0	0%	Sister
	Tan Chin Ngiap					0	0%	Brother
	Tan Kok Kheng					0	0%	Brother
	Tan Chin Nam					0	0%	Brother
	Tan Chin Hian					0	0%	Brother
6	Mr. Pham Quang Vu		BOD member			0	0%	
	Pham Hoang Tung					0	0%	Child
	Pham Hoang Son					0	0%	Child
	Pham Van Rang					0	0%	Father
	Pham Thi Nhit					0	0%	Mother
	Pham Thi Nguyet					0	0%	Sister
	Pham Thi Hai					0	0%	Sister
	Pham Quang Tuyen					0	0%	Brother
	Pham Quang Tuyen					0	0%	Brother
	Pham Quang Vien					0	0%	Brother
	Pham Thi Lieu					0	0%	Sister
	Pham Duc Quang					0	0%	Brother
	Nguyen Thi Thoa					0	0%	Mother-in-law
	Nguyen Thi Thanh Hoa					0	0%	Daughter-in-law

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	Vu Son Tung Service-Trading Company Limited					0	0%	Director
7	Mr. Vo Hoang Lam		CEO			168,008	0.16%	
	Nguyen Thi Suoi					0	0%	Mother
	Le Minh Lan Phuong					0	0%	Wife
	Nguyen Thi Kim Lan					0	0%	Mother-in-law
	Vo Hoang Nghia					0	0%	Brother
	Tran Thi Lieu					0	0%	Sister-in-law
	Vo Thi Kim Oanh					0	0%	Sister
	Dang Hong Hieu					0	0%	Brother-in-law
	Vo Hoang Lai					0	0%	Brother
	Nguyen Thi Hong					0	0%	Sister-in-law
	Vo Hoang Di					0	0%	Brother
	Bui Thi Trang					0	0%	Sister-in-law
	Vo Thi Kim Yen					0	0%	Sister
	Vo Hung Manh					0	0%	Brother-in-law
	Vo Hoang Phuc					0	0%	Brother
	Vo Thi Kim Tuyen					0	0%	Sister
	Le Mai Duy					0	0%	Brother-in-law
	Unicons Investment Construction Company Limited					0	0%	Chairman of the Members' Council
8	Mr. Tran Van Thuc		BOS member			0	0%	
	Tran Nhat Minh					0	0%	Child

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	Tran Hoang Minh					0	0%	Child
9	Mr. Doan Phan Trung Kien		BOS member			0	0%	
	Doan Phan Trung					0	0%	Father
	Phan Thi Hoa					0	0%	Mother
	Doan Phan Trung Hieu					0	0%	Brother
10	Mr. Zhaidarzhan Zatayev		BOS Member			0	0%	
	Akbergenova Aigul					0	0%	Wife
	Zatayeva Aruzhan					0	0%	Child
	Zatayev Abay					0	0%	Child
	Zatay Maksat							Child
	Zatayev Torekhan					0	0%	Father
	Kozhabekova Gulzina					0	0%	Mother
	Zatayeva Zhanar					0	0%	Sister
	Zatayeva Zhazira					0	0%	Sister
	Akbergenov Ryskhan					0	0%	Father-in-law
	Akbergenov Zhumagaisha					0	0%	Mother-in-law
	Akbergenov Aidos					0	0%	Brother-in-law
11	Vo Hoang Lam		Please find section 7					Please find section 7

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No.	Name	Securities trading account (if any)	Position at the company (if any)	ID card No./Passport No., date of issue, place of issue	Address	Number of shares owned at the end of the period*	Percentage of share ownership at the end of the period*	Note
12	Pham Quan Luc		Deputy CEO			30,754	0.03%	
	Le Kham Phuong					0	0%	Wife
	Pham Le Quan						0%	Child
	Pham Le Quynh Anh					0	0%	Child
	Pham Le Khang					0	0%	Child
	Huynh Thi Nga					0	0%	Mother
	Pham Thi Kim Hoang					0	0%	Sister
	Pham Kim Trang					0	0%	Brother
	Nguyen Thu Thuy					0	0%	Sister-in-law
	Pham Quoc Thai					0	0%	Brother
	Do Kim Ngoc					0	0%	Sister-in-law
	Pham Thanh Binh					0	0%	Brother
	Nguyen Thi Lan					0	0%	Sister-in-law
	Pham Thi Truong An					0	0%	Sister
	Le Minh					0	0%	Brother-in-law
	Pham Thanh Thuy					0	0%	Sister
	Nguyen Kim Hung					0	0%	Brother-in-law
	Pham Thi Thuy Trang					0	0%	Sister
	Nguyen Hong Lenh					0	0%	Brother-in-law
13	Tran Thi Thanh Van		The Person in charge Accounting			0	0%	
	Le Minh Triet					0	0%	Spouse
	Le Tran Truc Dan					0	0%	Child
	Tran Van Duc					0	0%	Father

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	Le Van Hoc					0	0%	Father-in-law
	Huynh Hoa Dung					0	0%	Mother-in-law
	Tran Thanh Vinh					0	0%	Brother
	Le Huynh Nha Uyen					0	0%	Sister-in-law
14	Mr. Nguyen Van Dua		Person in charge of corporate governance cum Head BOD'secretary			44,900	0.04%	
	Nguyen Van Huong					0	0%	Father
	Tran Thi Hen					0	0%	Mother
	Nguyen Hai Dang					0	0%	Child

* The ownership ratio according to the Shareholder List provided by the Vietnam Securities Depository and Clearing Corporation as of June 28, 2023.

ANNEX 4 - TRANSACTIONS OF INTERNAL PERSONS AND AFFILIATED PERSONS WITH SHARES OF THE COMPANY

No.	Transaction executor	Relationship with internal person	Number of shares owned at the beginning of the period ⁽¹⁾		Number of shares owned at the end of the period ⁽²⁾		Reasons for increase, decrease (purchase, sale, switch, reward...)
			Number of shares	Percentage (%)	Number of shares	Percentage (%)	
1	Bolat Duisenov	Internal person	1,348,933	1.3	1,428,933	1.37	Increased due to the allocation of ESOP shares
2	Vo Hoang Lam	Internal person	118,008	0.11	168,008	0.16	Increased due to the allocation of ESOP shares
3	Pham Quan Luc	Internal person	30,754	0.03	30,754	0.03	
4	Cao Thi Mai Le	Internal person	26,666	0.03	41,666	0.04	Increased due to the allocation of ESOP shares
5	Nguyen Van Dua	Internal person	20,000	0.02	44,900	0.04	Increased due to the allocation of ESOP shares

Note:

⁽¹⁾ According to the shareholder list finalized by the Vietnam Securities Depository and Clearing Corporation - VSDC on December 29, 2023

⁽²⁾ According to the shareholder list finalized by the Vietnam Securities Depository and Clearing Corporation - VSDC on June 28, 2024

After substantial efforts throughout the recent restructuring and capacity-building process, Coteccons has been recognized as one of the enterprises with the best corporate governance capacity in the construction industry in Vietnam.

Coteccons views transparent corporate governance as the foundation for building stability, professionalism, and sustainable development. This foundation also enhances the Company's credibility in cooperative relationships with both domestic and international partners and investors.

In this spirit, Coteccons continuously improves its principles, structures, and standards to surpass compliance levels, establishing a pioneering position and exerting a positive influence on the entire industry.

The content mentioned in this Report is valid for the first 6 months of 2024. The report will be officially released on July 30, 2024 - within the time frame prescribed for information disclosure - to the relevant authorities are the State Securities Commission and Ho Chi Minh City Stock Exchange. At the same time, the Report is also widely released to Coteccons' stakeholders through the Company's official website at www.coteccons.vn.