

No: 01/2025/TB-HĐQT.HBC

Ho Chi Minh City, April 03<sup>rd</sup>, 2025

## NOTIFICATION

### Attending the 2025 Annual General Meeting of Shareholders

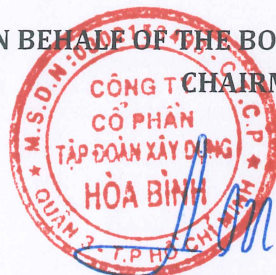
- I. **Time:** 1:30 p.m., Friday, April 25<sup>th</sup>, 2025.
- II. **Format:** Online
- III. **Meeting content:**
  1. Report of the Board of Directors and the General Director on the production and business situation and profit distribution for 2024;
  2. Revenue and profit plan for 2025 and profit distribution plan for 2025;
  3. Election of Board of Directors members for the term 2025 – 2029;
  4. Change the organizational management and operational model of the company;
  5. Election of Supervisory Board members;
  6. Remuneration of the members of the Board of Directors and the Supervisory Board in 2025;
  7. Plan for issuing shares to increase charter capital in 2025;
  8. Amend the company's charter, internal regulations on corporate governance, the Board of Directors' operating regulations, and issue the Supervisory Board's operating regulations;
  9. Selection of the Financial Statement Audit Unit for the fiscal year 2025;
  10. Some other issues fall under the authority of the General Meeting of Shareholders.
- IV. **Participants:**
  - All shareholders owning shares of Hoa Binh Construction Group Joint Stock Company (stock code: HBC) according to the shareholder list on the last registration date of March 24<sup>th</sup>, 2025, provided by the Vietnam Securities Depository and Clearing Corporation
  - If you are unable to attend the meeting, Shareholders can create a Power of Attorney using the Company's template for their representative to attend. We kindly request that Shareholders or their authorized representatives submit a copy of the power of attorney before the General Meeting in one (01) of the following forms:
    - Email: [vphdqt@hbcg.vn](mailto:vphdqt@hbcg.vn);
    - Send hard copy to: **Board of Directors Office**  
Hoa Binh Construction Group Joint Stock Company  
8th Floor, Paxsky Building, 123 Nguyen Dinh Chieu,  
Vo Thi Sau Ward, District 3, Ho Chi Minh City.
  - Shareholders will attend the 2025 Annual General Meeting of Shareholders online and vote electronically according to the attached instructions. The participation and voting portal will be open from April 15<sup>th</sup>, 2025 until the General Meeting concludes (expected at 5:00PM on April 25<sup>th</sup>, 2025);
  - The invitation letter and power of attorney will be sent to Shareholders by postal mail. The documents of the General Meeting, please visit the General Meeting of Shareholders section of the website: [www.hbcg.vn](http://www.hbcg.vn).

Best regards.

**Recipients::**

- Shareholders
- BODO: archive
- AO: archive.

ON BEHALF OF THE BOARD OF DIRECTORS



LE VIET HAI





CÔNG TY CỔ PHẦN TẬP ĐOÀN XÂY DỰNG HÒA BÌNH  
HOA BINH CONSTRUCTION GROUP JOINT STOCK COMPANY



## AGENDA

### HBC ANNUAL GENERAL MEETING 2025 (ONLINE)

Time: 01:30PM to 17:00, Friday, April 25, 2025

Address: 8th Floor, Paxsky Building

123 Nguyen Dinh Chieu, Vo Thi Sau Ward, District 3.

Time	No	Content
01:00		Welcoming and guiding shareholders to access the online participation system
<b>PART I. PROCEDURES FOR OPENING THE CONFERENCE</b>		
01:30	1.	Opening and Report on the Minutes of the Shareholder Eligibility Check for the General Meeting
01:33	2.	Introduction of Delegates and Participants
01:35	3.	Introduction and Approval
	a.	Composition of the Presidium, Secretariat, and Counting Committee
	b.	Agenda of the Annual General Meeting of Shareholders for the fiscal year 2024
<b>PART II. MEETING CONTENT</b>		
01:40	4.	Presenting by the Chairman of the Board of Directors
14:10	5.	Presenting Reports
	a.	Report of the Board of Directors and the General Director on the production and business situation and profit distribution for 2024
	b.	Revenue and profit plan for 2025 and profit distribution plan for 2025
	c.	Audit Committee's performance report for fiscal year 2024
	d.	Auditing unit presents audited 2024 financial statements
15:00	6.	Presentation and approval of the Reports
	a.	Election of Board of Directors members for the term 2025 – 2029
	b.	Change the organizational management and operational model of the company
	c.	Election of Supervisory Board members
	d.	Remuneration of the members of the Board of Directors and the Supervisory Board in 2025
	e.	Plan for issuing shares to increase charter capital in 2025
	f.	Amend the company's charter, internal regulations on corporate governance, the Board of Directors' operating regulations, and issue the Supervisory Board's operating regulations
	g.	Selection of the Financial Statement Audit Unit for the fiscal year 2025
15:30	7.	Conference discussion
16:00	8.	The Congress votes to approve the Reports and Proposals
16:15	9.	Election of members of the Board of Directors and the Supervisory Board
16:30	10.	Vote Counting
16:35	11.	Announcement of voting results for the Reports and Proposals
<b>PART III. CONGRESS SUMMARY</b>		
16:45	12.	Approval the Minutes of the Meeting
17:00	13.	End of Meeting

*Handwritten signature*



HÒA BÌNH CHINH PHỤC ĐỈNH CAO  
REACHING NEW PEAKS PEACEFULLY

Office: PAX SKY Building, 123 Nguyen Dinh Chieu Street, Ward 6, District 3, HCMC, Vietnam  
(+84 29) 3932 5030 (+84 28) 3930 2097 info@hbc.vn www.hbc.vn





## POWER OF ATTORNEY

To attend Annual General Meeting of Shareholders in 2025

### HOA BINH CONSTRUCTION GROUP JOINT STOCK COMPANY

Individual/Organization(\*): \_\_\_\_\_

Address: \_\_\_\_\_

Shareholders code: \_\_\_\_\_ Number of shares: \_\_\_\_\_ (Par value 10.000VND/share)

We authorize Mr./Mrs (\*\*):

01. Full name: \_\_\_\_\_

ID card/Citizen identification/Passport/Business Registration CertificateNo: \_\_\_\_\_

Issued on: \_\_\_\_\_ Issued by: \_\_\_\_\_

Address: \_\_\_\_\_

- |                          |  |
|--------------------------|--|
| 02. Mr. Le Viet Hai      | - Chairman of the BOD;   |
| 03. Mr. Le Viet Hieu     | - Vice Chairman of the BOD, Permanent Deputy General Director; |
| 04. Mrs. Nguyen Thi Luot | - Vice Chairman of the BOD;                                    |
| 05. Mr. Le Van Nam       | - BOD member, General Director;                                |
| 06. Mr. Nguyen Tuong Bao | - Independent BOD member, Chairman of Audit Committee;         |
| 07. Mrs. Vu Thi Hoa      | - Independent BOD member, Audit Committee member.              |

The authorized person is entitled to attend the 2025 Annual General Meeting of Shareholders (April 25<sup>th</sup>, 2025) of HOA BINH CONSTRUCTION GROUP JOINT STOCK COMPANY and has full shareholder status to exercise the right to speak and vote/vote directly on the contents discussed and approved at the General Meeting.

HCMC, April .....<sup>th</sup>, 2025

**Authorized party**  
(sign and write full name)

**Authorized party**  
(sign and write full name)

Note:

- (\*) If the shareholder is an organization, write the name of the organization, the address and the legal representative of the organization to sign and seal;
- (\*\*) Shareholders, please fill in the information of the authorized person or circle the number in front of the name of the authorized person who is a member of the Board of Directors
- This authorization is valid from the date of signing until the end of Annual General Meeting of Shareholders in 2025;
- Please send the Power of Attorney to the address: the Office of the Board of Directors of HBC – 8<sup>th</sup> Floor, Building 123 Nguyen Dinh Chieu, Vo Thi Sau Ward, District 3, Ho Chi Minh City. Shareholders can also send a photo of the Power of Attorney by email address of Shareholders, or zalo, viber phone number registered with Vietnam Securities Depository and Clearing Corporation to email address vphdqt@hbcg.vn or zalo, viber phone number 0917.573.268 before the meeting so that HBC can issue an account and an access code for the authorized person to attend the meeting.



No.: 02/2025/TB-HĐQT.HBC

Ho Chi Minh City, April 3<sup>rd</sup>, 2025

*On the candidacy/nomination of members of  
the Board of Directors and members of the  
Supervisory Board for the 2025 - 2029 term*

## NOTIFICATION

*To: Shareholders of Hoa Binh Construction Group Joint Stock Company (HBC)*

- Pursuant to current legal regulations;
- Pursuant to the Charter of Hoa Binh Construction Group Joint Stock Company;

The 2025 Annual General Meeting of Shareholders on April 25, 2025 will elect members of the Board of Directors ("BOD") and members of the Supervisory Board ("BOS") for the 2025-2029 term. The number of members (expected) is 06 members of the Board of Directors and 03 members of the BOS, the official number is approved by the General Meeting of Shareholders at the Meeting according to the provisions of the Company Charter and the Law. We respectfully request that Shareholders participate in the election or nomination of members of the Board of Directors.

### 1. Right to run for election/nominate:

Shareholders or groups of shareholders owning the total number of voting shares in the following proportions have the right to run for election/nominate candidates for the Board of Directors and Board of Supervisors according to the provisions of the Enterprise Law and the Company Charter:

- From 05% to less than 10%, one (01) candidate is nominated;
- From 10% to less than 30%, two (02) candidates are nominated at most;
- From 30% to less than 40%, three (03) candidates are nominated;
- From 40% to less than 50%, four (04) candidates are nominated;
- From 50% to less than 60%, five (05) candidates are nominated;
- From 60% to less than 70%, six (06) candidates are nominated;
- From 70% to 80%, seven (07) candidates are nominated;
- From 80% to less than 90%, eight (08) candidates are nominated;
- From 90% or more, nine (09) candidates are nominated.

### 2. Candidate standards and conditions

#### 2.1 Standards and conditions of candidates for Board of Directors





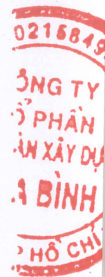
Candidates for Board of Directors must meet the standards and conditions prescribed in Clause 1 and Clause 2, Article 155 of the 2020 Enterprise Law and the Company Charter, specifically:

- Not falling into the case specified in Clause 2, Article 17 of the Enterprise Law 2020.
- Having professional qualifications and experience in business administration or in the fields, industries and business lines of HBC and not necessarily being shareholders of the Company.
- Members of the Board of Directors of HBC can concurrently be members of the Board of Directors of other companies.
- For independent members of the Board of Directors, the following additional standards and conditions:
  - Not being a person who is currently working for the company, parent company or subsidiary of the company; not being a person who has worked for the company, parent company or subsidiary of the company for at least the previous 03 consecutive years;
  - Not being a person who is receiving salary or remuneration from the company, except for allowances that members of the Board of Directors are entitled to receive according to regulations;
  - Not being a person whose wife or husband, biological father, adoptive father, biological mother, adoptive mother, biological child, adopted child, biological brother, biological sister, biological sibling is a major shareholder of the company; is a manager of the company or subsidiary of the company;
  - Not being a person who directly or indirectly owns at least 01% of the total number of voting shares of the company;
  - Not being a person who has been a member of the Board of Directors or Supervisory Board of the company for at least the previous 05 consecutive years, except in the case of being appointed for 02 consecutive terms.

## **2.2 Standards and conditions of candidates for Board of Supervisors member:**

Candidates for Board of Directors must meet the standards and conditions prescribed in Clause 1, Article 169 of the Enterprise Law 2020, Clause 2, Article 286 of Decree 155/2020/ND-CP and the Company Charter, specifically:

- Not falling into the case specified in Clause 2, Article 17 of the Enterprise Law 2020.
- Being trained in one of the following majors: economics, finance, accounting, auditing, law, business administration or majors appropriate to the business activities of the enterprise;
- Not being a relative of a member of the Board of Directors, Director or General Director and other managers;





- Not being a company manager; not necessarily a shareholder or employee of the company;
- Not working in the accounting or finance department of the company;
- Not being a member or employee of an auditing organization approved to audit the company's financial statements in the previous 3 consecutive years.

**3. Application/nomination documents include:**

- Application/nomination form (according to attached form).
- CV (according to attached form).
- Relevant degrees and certificates (certified)

**4. Address and deadline for receiving applications:**

- Deadline for receiving documents: before 16:30 on 20/04/2025
- Address for receiving documents.

**HOA BINH CONSTRUCTION GROUP JOINT STOCK COMPANY**

**Board of Directors Office, 8th Floor, Paxsky Building, 123 Nguyen Dinh Chieu, Vo Thi Sau Ward, District 3, Ho Chi Minh City**

**Phone: 0917.539.510**

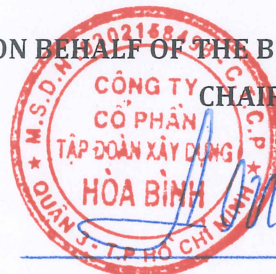
**Email: vphdqt@hbcg.vn**

Best regards.

***Recipients::***

- Shareholders
- BODO: archive
- AO: archive.

ON BEHALF OF THE BOARD OF DIRECTORS



CHAIRMAN *WV*

*Le Viet Hai*

**LE VIET HAI**





## NOMINATION FORM FOR MEMBERS OF THE BOARD OF DIRECTORS FOR THE TERM 2025 - 2029

To: HOA BINH CONSTRUCTION GROUP JOINT STOCK COMPANY (HBC)

Shareholder name (individual/organization): ..... Shareholder code: .....

IDcard/Passport/Businessregistration number: .....

By: ..... date issued: .....

Address: .....

Phone number: .....

As a shareholder/representative of a group of shareholders holding ..... common shares continuously from ...../...../..... to ...../...../....., equivalent to ..... % of the total 347,213,270 voting shares of HBC, including the following shareholders:

No.	Name	ID card/Passport Number	Number of shares	Signature
1				
2				
3				
4				
5				

Now propose to the Organizing Committee of the 2025 HBC Annual General Meeting of Shareholders as follows:

☐ Candidate for Board of Directors

☐ Nominate candidates for Board of Directors

1. Mr/Mrs:

ID card/Passport Number: ..... by ..... date issued: .....

Address: .....

Phone number: .....

2. Mr/Mrs:

ID card/Passport Number: ..... by ..... date issued: .....

Address: .....

Phone number: .....

....., April.....2025

SHAREHOLDER / SHAREHOLDER GROUP REPRESENTATIVE

(Sign & full name)

**Note:**

(\*) Please send this Application / Nomination Form together with the CV (according to the attached form at address(\*\*)) of the candidate / nominee to the address of Hoa Binh Construction Group Joint Stock Company: **Board of Directors Office, 8th Floor, Pax Sky Building, 123 Nguyen Dinh Chieu, Vo Thi Sau Ward, District 3, Ho Chi Minh City** before 16:30 on April 20th, 2025.

(\*\*) The nomination/election regulations have been published on the Company's website at the following address:

[https://hbcg.vn/report/congress\\_news.html](https://hbcg.vn/report/congress_news.html)

*Handwritten signature*



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**NOMINATION FORM  
FOR MEMBERS OF SUPERVISORY BOARD FOR THE TERM 2025 - 2029**

To: **HOA BINH CONSTRUCTION GROUP JOINT STOCK COMPANY (HBC)**

Shareholder name (individual/organization): ..... Shareholder code: .....

IDcard/Passport/Businessregistration number: .....

By: ..... date issued: .....

Address: .....

Phone number: .....

As a shareholder/representative of a group of shareholders holding ..... common shares continuously from ...../...../..... to ...../...../....., equivalent to ..... % of the total 347,213,270 voting shares of HBC, including the following shareholders:

No.	Name	ID card/Passport Number	Number of shares	Signature
1				
2				
3				
4				
5				

Now propose to the Organizing Committee of the 2025 HBC Annual General Meeting of Shareholders as follows:

☐ Candidate for Supervisory Board

☐ Nominate candidates for Supervisory Board

1. Mr/Mrs:

ID card/Passport Number: ..... by ..... date issued: .....

Address: .....

Phone number: .....

2. Mr/Mrs:

ID card/Passport Number: ..... by ..... date issued: .....

Address: .....

Phone number: .....

....., April.....2025

**SHAREHOLDER / SHAREHOLDER GROUP REPRESENTATIVE**

(Sign & full name)

**Note:**

(\*) Please send this Application / Nomination Form together with the CV (according to the attached form at address(\*\*)) of the candidate / nominee to the address of Hoa Binh Construction Group Joint Stock Company: **Board of Directors Office, 8th Floor, Pax Sky Building, 123 Nguyen Dinh Chieu, Vo Thi Sau Ward, District 3, Ho Chi Minh City before 16:30 on April 20th, 2025.**

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HBC



No.: 01/2025/TT-HĐQT.HBC

HCMC, April 3, 2025

**DRAFT PROPOSAL FOR THE ANNUAL GENERAL MEETING OF  
SHAREHOLDERS FOR THE 2024 FINANCIAL YEAR  
HOA BINH CONSTRUCTION GROUP JOINT STOCK COMPANY**

**Time: Friday – April 25<sup>th</sup>, 2025 (1:30 P.M)**  
**Place of the meeting: 8th Floor, Paxsky Building**  
**– 123 Nguyen Dinh Chieu, Vo Thi Sau Ward, District 3.**

- Pursuant to the Enterprise Law No. 59/2020/QH14 dated June 17<sup>th</sup>, 2020;
- Pursuant to the Securities Law No. 54/2019/QH14 dated November 26<sup>th</sup>, 2019;
- Pursuant to the Charter of Hoa Binh Construction Group Joint Stock Company;

The Board of Directors of Hoa Binh Construction Group Joint Stock Company respectfully submits to the General Meeting of Shareholders for consideration and approval:

**1. Report of the Board of Directors (“BOD”) and the Board of Management on the  
Production and Business Situation in 2024:**

**1.1. Business results in 2024:**

- Total assets **15.411.757.819.043 VND** decreased by 1,06 % compared to 2023.
- Owner's equity **1.747.899.997.330 VND** decreased by 1.771,79% compared to 2023.
- Net revenue **6.420.844.922.154 VND**, reaching 40,55% compared to the plan and decreasing 15% compared to 2023.
- Profit after tax of parent company shareholders **959.786.100.623 VND**.
- Audited financial statements of the parent company in 2024 and consolidated financial statements in 2024.

**1.2. Profit distribution for 2024:**

**1.2.1 Remuneration and bonus of the Board of Directors in 2024**

Unit: VND

No.	Detail	Value
02	Board of Directors' remuneration (according to Resolution No. 02/2024/NQ-ĐHCĐ.HBC dated April 25, 2024)	1.800.000.000



03	Bonus for the Board of Directors (and Executive Board, Key Personnel) for 2024 (according to Resolution No. 02/2024/NQ-ĐHCD.HBC dated April 25, 2024)	8.919.062.065
<p>The General Meeting of Shareholders authorizes the Chairman of the Board of Directors to distribute appropriately to the members of the Board of Directors, the Executive Board and key staff.</p> <p>(*) According to the Resolution of the General Meeting of Shareholders in 2024, the total bonus of the Board of Directors is: VND 35,676,248,261, however, based on the business performance of the company, the bonus will be allocated as follows:</p> <ul style="list-style-type: none"> <li>- 75%: temporarily retained by the Company and will be distributed after overcoming the accumulated losses of the Company;</li> <li>- The remaining 25% (VND 8,919,062,065): will be paid to members of the Board of Directors when meeting the conditions prescribed by law.</li> </ul>		

### 1.2.2. Dividend payment in 2024:

Due to not meeting the legal conditions, no dividend payment in 2024 will be made.

## 2. Revenue and profit plan for 2025 – Profit distribution for 2025:

### 2.1. Revenue and profit plan for 2025:

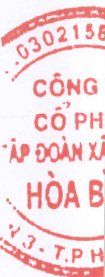
Unit: bil. dong

No.	Target	Plan	Notes
01	Total revenue	9,000	
02	Profit after tax	360	

### 2.2. Remuneration and bonus for the Board of Directors in 2025:

Submit to the General Meeting of Shareholders for approval the incentive bonus policy for the Board of Directors, Executive Board, and key staff when the after-tax profit of the parent company's shareholders reaches the after-tax profit plan of the year

No.	Expense	Value
01	Board of Directors, BOM, key staffs bonus when achieving and exceeding targets	<ul style="list-style-type: none"> <li>- 1% of the parent company's after-tax profit if the profit meets the target.</li> <li>- The profit exceeding the target from 100% to 200% will be rewarded with an additional 5%</li> <li>- The profit exceeding the target from 200% to 200% will be rewarded with an additional 10%</li> </ul>





Authorize the Chairman of the Board of Directors to consider appropriate bonuses for members of the Board of Directors and Executive Board

**3. Election of additional members of the Board of Directors for the 2025 - 2029 term (cumulative voting):**

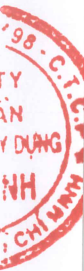
- Number of Board members: 06 members
- Number of independent Board members: 02 members
- Based on the end of the term of:
  - + Mr. Le Viet Hai, term 2019 - 2024,
  - + Mr. Le Viet Hieu, term 2019 - 2024,
  - + Mr. Nguyen Tuong Bao, term 2021 - 2024,
  - + Mr. Le Van Nam, term 2022 - 2024,
  - + Ms. Nguyen Thi Luot, term 2022 - 2024,
  - + Ms. Vu Thi Hoa, term 2022 - 2024.
- Respectfully submit to the General Meeting of Shareholders for consideration on the election of members of the Board of Directors for the 2025 - 2029 term as follows:
  1. Number of members elected by the Board of Directors: 06 members
  2. Candidates nominated by the Board of Directors: The list of candidates for the Board of Directors will be announced to shareholders at least 10 days before the opening date of the general meeting of shareholders on the company's website (according to Point a, Clause 4, Article 41 of the 2019 Securities Law).
- Regulations on Board of Directors candidates: Satisfy requirements according to the Company Charter and current Law regulations
- Election process, election form: Comply with election regulations.
- This list of candidates will be updated after the Board of Directors receives candidacy or nomination information from shareholders before the General Meeting date.

**4. Change the organizational management and operational model of the company:**

The organizational structure after changing the management model is as follows:

- General meeting of shareholders
- Board of Directors
- Supervisory Board
- Chief Executive Officers.

The General Meeting of Shareholders authorizes the Board of Directors to develop and complete a new management model and comply with the provisions of the Law, as well as the internal regulations of the Company. At the same time, amend the corresponding





provisions of the Internal Regulations on Corporate Governance and the Company Charter according to the new management organization model.

**5. Election of members of the Board of Supervisors with the following details (according to the cumulative voting method):**

The Board of Supervisors consists of three (03) members:

1. Ms. Le Thi Phuong Uyen
2. Ms. Do Thi Thanh Huyen
3. Mr. Nguyen Gia Bao

The Board of Supervisors has the rights and obligations prescribed by current Law, the Company Charter, the Internal Regulations on Corporate Governance and the Operating Regulations of the Audit Board.

**6. Remuneration of members of the Board of Directors and Board of Supervisors in 2025:**

No.	Expense	Value
01	Total remuneration for members of the Board of Directors and Board of Supervisors	3.200.000.000 VNĐ Authorize the Chairman of the Board of Directors to determine the specific remuneration for each member in the 2025 fiscal year. (Board members concurrently holding sub-committees do not receive additional remuneration)

**7. Plan to offer shares to increase charter capital of the Company in 2025:**

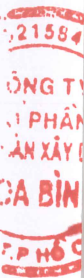
The Board of Directors ("BOD") respectfully submits to the Meeting of Shareholders ("GM") for approval of the plan to offer individual shares to increase charter capital in 2025.

**7.1. Details of the private offering plan to increase charter capital:**

Type of shares issued	Common stock
Par value of shares	10,000 VND/share
Current charter capital	3.472.132.700.000 VND
Total number of shares outstanding	347.213.270 shares
Number of shares expected to be issued	<b>Maximum 200,000,000 shares.</b>
Total expected issuance value (at par value)	Maximum 2,000,000,000,000 VND.
Release method	Private offering of shares



Purpose of release	Payment of loans of Hoa Binh Construction Group Joint Stock Company at the Bank
Criteria for selecting investors	To participate in the Company's private offering of shares, domestic or foreign investors and organizations and individuals must be professional securities investors as prescribed in Article 11 of the Securities Law No. 54/2019/QH14 and related guiding, amending and supplementing documents.
Number of investors expected to offer	Up to 10 professional stock investors
Price	10,000 VND/share
Plan for using capital raised from the offering	The entire amount expected to be collected from the private offering of shares to professional securities investors will be used by the Company to pay off the loans of Hoa Binh Construction Group Joint Stock Company at banks.
Distribution method	Direct distribution to investors.
Method of handling undistributed shares	<p>The General Meeting of Shareholders authorizes the Board of Directors to continue offering to other entities (if any), ensuring the interests of the Company and shareholders, or to terminate the issuance according to actual needs.</p> <p>The distribution of the remaining undistributed shares to other investors (if any) will comply with the following regulations:</p> <ul style="list-style-type: none"> <li>• Meet the criteria for selecting investors approved by the General Meeting of Shareholders as above;</li> <li>• Comply with the provisions of Article 195 of the Enterprise Law No. 59/2020/QH14: "A subsidiary is not allowed to invest in buying shares or contributing capital to the parent company. Subsidiaries of the same parent company are not allowed to</li> </ul>





	<p>simultaneously contribute capital or buy shares to cross-own each other.”</p> <ul style="list-style-type: none"> <li>• Ensure the conditions for offering shares as prescribed in Article 42 of Decree 155/2020/ND-CP issued by the Government on December 31, 2020 detailing the implementation of an article of the Securities Law.</li> </ul> <p>The remaining shares that have not been offered for sale after the deadline for handling undistributed shares will be canceled.</p>
Foreign ownership ratio when issuing	As of March 24, 2025, the foreign ownership ratio at the Company is 10.69% of charter capital. The General Meeting of Shareholders authorizes the Board of Directors to carry out the prescribed procedures (if any) to meet and ensure the ownership ratio of foreign investors when issuing private shares in accordance with current regulations.
Restricted trading and transfer	The transaction and transfer of privately offered shares is restricted for 01 year for professional securities investors from the date of closing the offering, except for transactions and transfers between professional securities investors in accordance with the provisions of law or in accordance with a legally effective court judgment or decision, an arbitration decision or inheritance in accordance with the provisions of law.
Authorize the Board of Directors to fully decide on the following contents:	<ul style="list-style-type: none"> <li>- Identify the offering subjects as professional securities investors according to the investor selection criteria approved by the General Meeting of Shareholders and the number of shares offered to each investor;</li> <li>- Search, select and approve the list of investors participating in purchasing shares of this private offering;</li> </ul>





	- Negotiate other conditions (if any) to ensure the successful issuance and bring the highest benefits to shareholders and the Company.
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### **7.2. Registration for depository and additional transaction registration:**

All privately offered shares will be registered for additional deposit at the Vietnam Securities Depository and Clearing Corporation (VSDC) and registered for additional trading at the Upcom system of the Hanoi Stock Exchange, in accordance with current legal regulations.

### **7.3. Authorization to the Board of Directors:**

The General Meeting of Shareholders authorizes the Board of Directors to carry out, including but not limited to, the following contents:

- Select, decide and adjust the offering price for the private offering of shares (if necessary), on the basis of compliance with the provisions of law, the Company's Charter and ensuring the rights of the Company's shareholders;
- Select, decide and adjust the list of investors participating in the private offering of shares (if necessary), meeting the provisions of law and the Company's Charter;
- Approve the plan to ensure that the issuance of shares meets the regulations on foreign ownership ratio.
- Develop, decide and adjust the detailed capital use plan (if necessary) of the private offering of shares according to the offering plan approved by the General Meeting of Shareholders;
- Decide and implement the detailed issuance plan, in accordance with the needs of the Company;
- Authorize the Board of Directors to select the appropriate issuance time to carry out the offering of shares after receiving approval from the State Securities Commission;
- Decide and implement additional, explain and adjust the stock offering plan at the request of competent state management agencies, or when deemed necessary based on the actual situation of the Company and the stock market at the time of issuance, on the basis of compliance with relevant legal regulations (if any), ensuring the rights of shareholders and the Company.;
- Decide and carry out procedures for registration of issuance, approval of actual issuance results and reporting of issuance results to the State Securities Commission





(SSC);

- Decide and carry out necessary procedures and tasks in the process of increasing the Company's charter capital in accordance with the provisions of law, including: (i) amending/supplementing the business registration certificate; (ii) Registering additional depository of additional issued shares at the Vietnam Securities Depository and Clearing Corporation (VSDC); (iii) Registering additional transactions at the Upcom system of the Hanoi Stock Exchange; (iv) Changing charter capital, amending/supplementing provisions on the Charter Capital level and other relevant provisions in the Company's Charter in accordance with the new Charter Capital level after the issuance and (v) other procedures in accordance with current legal regulations;
- Decide on all other matters related to the issuance of shares to increase the Company's charter capital, in accordance with the issuance plan approved by the General Meeting of Shareholders, in accordance with the provisions of law and the Company's Charter;
- Carry out all other necessary procedures as required by the competent State agency to complete the issuance of shares to increase the Company's charter capital, in accordance with the issuance plan approved by the General Meeting of Shareholders, in accordance with the provisions of law and the Company's Charter;
- The Board of Directors directs, controls and handles issues arising during the implementation process. Depending on each specific case, the Board of Directors is authorized to authorize the Chairman of the Board of Directors to perform all or some of the specific tasks mentioned above.

**8. Amend the Company Charter, internal regulations on corporate governance, operating regulations of the Board of Directors and issue a draft Operating Regulation of the Board of Supervisors.**

The General Meeting of Shareholders authorizes the Board of Directors to amend the Company Charter, internal regulations on corporate governance, operating regulations of the Board of Directors and issue the Operating Regulations of the Board of Supervisors to comply with the transformation of the Company's governance model.

**9. Selection of the Financial Statement Audit Unit for the fiscal year 2025:**

Approving the authorization for the Board of Directors to select and change (if any) an independent auditing company from the following list to review the semi-annual

1584  
GTY  
HÀN  
CÁY DƯ  
CHM



financial statements and audit the 2025 financial statements of Hoa Binh Construction Group Joint Stock Company:

1. AASC Auditing Company Limited (AASC)
2. AFC Vietnam Auditing Company Limited (AFC);
3. BDO Auditing Company Limited (BDO);
4. International Auditing Company Limited - Saigon Branch;
5. CPA Vietnam Auditing Company Limited.

**Recipients::**

- Shareholders
- BODO: archive
- AO: archive.

**O.B BOARD OF DIRECTORS**  
**CHAIRMAN** *ryw*



**LE VIET HAI**



# HƯỚNG DẪN THAM DỰ ĐẠI HỘI TRỰC TUYẾN

## INSTRUCTIONS TO ATTEND THE ONLINE CONGRESS

Để tham dự Đại hội trực tuyến, vui lòng thực hiện theo các bước sau:  
*To attend the Online Conference, please follow the steps below:*

### **Bước 1: Đăng nhập**

#### **Step 1: Login**

Cổ đông sử dụng máy tính/ máy tính bảng hoặc điện thoại thông minh có kết nối internet, wifi/ 3G, ... truy cập vào trang [dhdcd.hbcg.vn](http://dhdcd.hbcg.vn) → Nhấn nút “Đăng nhập dành cho Cổ đông”

*Shareholders using a computer/tablet or smartphone with internet connection, wifi/3G, etc., access the [dhdcd.hbcg.vn](http://dhdcd.hbcg.vn) page → Click the button “Login for Shareholders”*



- Nhập vào **Tài khoản** (Là số CMND/ CCCD/ số ĐKSH của Cổ đông).  
*Enter into Account (The ID number / CCCD/registration number of Shareholders).*
- Nhập vào **Mật khẩu** (Mật khẩu được gửi kèm theo thư mời).  
*Enter Password (Password is included in the invitation).*
- Sau đó nhấn nút “Đăng nhập”.  
*Then press the “Login” button.*

Nếu Cổ đông quên mật khẩu:

*If Shareholders forget their password:*

- Nhấn “Quên mật khẩu?”  
*Click “Forgot password?”*
- Nhập vào mã OTP được gửi tới số điện thoại.  
*Enter the OTP that was sent to the phone number.*
- Sau đó nhấn nút “Đăng nhập”.  
*Then press the “Login” button.*

### **Bước 2: Xác nhận tham dự Đại hội**

#### **Step 2: Confirm attendance**

Cổ đông nhấn “Tôi xác nhận tham dự Đại hội” để truy cập vào phòng họp trực tuyến.

*Shareholders click “I confirm attending the meeting” to access the online meeting room.*





### **Bước 3: Biểu quyết thông qua các nội dung**

#### **Step 3: Vote to approve the contents**

- Cổ đông lựa chọn các ý kiến **Tán thành** – **Không tán thành** – **Không ý kiến** đối với từng nội dung.  
*Shareholders choose the opinions Agree – Disagree – No opinion for each content.*

STT	Nội dung	Tán thành <input type="checkbox"/>	Không tán thành <input type="checkbox"/>	Không ý kiến <input type="checkbox"/>	Thao tác
1	Chương trình đại hội	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="button" value="Gửi biểu quyết"/>
2	Quy chế làm việc	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="button" value="Gửi biểu quyết"/>
3	Danh sách Ban kiểm phiếu	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="button" value="Gửi biểu quyết"/>
					<input type="button" value="Gửi tất cả biểu quyết"/>

- Sau đó nhấn “Gửi biểu quyết” cho từng nội dung hoặc nhấn “Gửi tất cả biểu quyết” cho các nội dung đã lựa chọn.

*Then click “Send votes” for each content or click “Send all votes” for the selected content.*

### **Bước 4: Bầu cử**

#### **Step 4: Election**

Cổ đông nhập vào số phiếu bầu hoặc tỷ lệ bầu cho mỗi ứng cử viên tương ứng hoặc nhấn vào ô bầu đều để chia đều tổng số phiếu cho các ứng viên, sau đó nhấn “Gửi biểu quyết”.

*Shareholders enter the number of votes or voting percentage for each corresponding candidate or click on the equal vote box to divide the total number of votes equally among the candidates, then click “Submit vote”.*

#### **Bầu thành viên HĐQT nhiệm kỳ 2021 - 2026 (Bầu 2TV)**

Tích để bầu đều

☐ Nguyễn Văn A

☐ Hoàng Thị B

Tổng số phiếu có thể bầu: 717.032

Tổng số phiếu còn lại: 717.032

Tỷ lệ còn lại: 100%

### **Bước 5: Gửi ý kiến**

#### **Step 5: Submit comments**

- Cổ đông nhấn vào biểu tượng “Đăng ký thảo luận” phía dưới góc phải màn hình.  
*Shareholders click on the “Register for discussion” icon in the bottom right corner of the screen.*

- Sau đó nhập nội dung đăng ký thảo luận rồi nhấn “Gửi” hoặc nhập “Tôi muốn phát biểu trực tuyến” để đăng ký kết nối trực tuyến.

*Then enter the content to register for a discussion and then press “Submit” or enter “I want to speak online” to register for online connection.*

- Khi được mời phát biểu trực tuyến, Cổ đông nhấn vào đường dẫn được hệ thống cung cấp sau đó nhấn chọn “Join Call”

*When invited to speak online, Shareholders click on the link provided by the system then select “Join Call”*

Lưu ý: Cổ đông vui lòng chuẩn bị thiết bị có kết nối micro và máy ảnh. Chỉ cổ đông nào được mời kết nối trực tuyến mới hiển thị đường dẫn này.

Note: Shareholders please prepare a device with a microphone and camera connection. Only shareholders who are invited to connect online will display this link.



## HƯỚNG DẪN ỦY QUYỀN INSTRUCTIONS FOR AUTHORIZE

*Lưu ý trước khi ủy quyền cho Cổ đông:*

- 1. Cổ đông có thể ủy quyền trực tuyến theo 2 cách: Ủy quyền cho ban đại diện hoặc nhập thông tin người được ủy quyền*
  - 2. Ủy quyền cho Ban đại diện sẽ ủy quyền 100% số cổ phần mà Cổ đông sở hữu*
  - 3. Ủy quyền bằng cách nhập thông tin cho người nhận ủy quyền*
- Số cổ phần có thể ủy quyền nhỏ hơn hoặc bằng số cổ phần mà Cổ đông sở hữu.*
  - Khi đã ủy quyền mà vẫn còn số cổ phần thì Cổ đông vẫn có thể ủy quyền cho người nhận khác hoặc ủy quyền tiếp cho ban đại diện.*

*Notes before authorizing Shareholders:*

- 1. Shareholders can authorize online in 2 ways: Authorize the representative board or enter the information of the authorized person*
  - 2. Authorize the Representative Board to authorize 100% of the shares owned by the Shareholder*
  - 3. Authorize by entering information for the authorized recipient*
- The number of shares that can be authorized is less than or equal to the number of shares owned by the Shareholder.*
  - When authorization has been made but there are still shares left, the Shareholder can still authorize another recipient or authorize the representative board.*

**Bước 1:** Cổ đông sau khi đăng nhập vào hệ thống chọn “Tôi muốn thực hiện ủy quyền”

Step 1: *Shareholders after logging in to the system select "I want to authorize"*



**Bước 2:**

- **Ủy quyền bằng văn bản:** Tải xuống mẫu giấy ủy quyền, thực hiện điền thông tin sau đó chuyển phát nhanh về cho Đơn vị phát hành

Step 2: **Authorization in writing:** *Download the power of attorney form, fill in the information and then deliver it to the Issuing Unit.*

## ỦY QUYỀN

Số cổ phần có thể ủy quyền: 150.000



Hình thức 1: Gửi giấy ủy quyền bằng văn bản về trụ sở theo địa chỉ

[Tải mẫu ủy quyền](#)

Địa chỉ	Thời gian ủy quyền
---------	--------------------

- Ủy quyền trực tuyến / *Online Authorization*

Cổ đông có thể thực hiện ủy quyền trực tuyến theo 2 cách sau đây:

*Shareholders can make online authorization in the following 2 ways:*

**Cách 1: Ủy quyền cho ban đại diện**

**Method 1: Authorize a representative**

- Cổ đông nhấn vào ô người đại diện muốn ủy quyền sau đó nhấn “Tiếp tục”

*Shareholders click on the box of the representative they want to authorize then click “Continue”*

**Bước 1:** Ủy quyền toàn bộ số quyền biểu quyết cho:

<input type="checkbox"/>	Nguyễn Văn A - Chủ nhiệm Hội đồng
<input type="checkbox"/>	Nguyễn Thành B - Giám đốc
<input type="checkbox"/>	Nguyễn Thị C - Tổng giám đốc

Hoặc nhập thông tin người được ủy quyền

CMND/CCCD/ Số ĐKSH	Số điện thoại	
Họ tên	Ngày cấp	Nơi cấp
Địa chỉ	Nhập số cổ phần ủy quyền	

Tiếp tục

- Cổ đông nhấn tải “Giấy ủy quyền” sau ký/đóng dấu để xác nhận việc ủy quyền

*Shareholders click to download “Authorization Form” after signing/stamping to confirm the authorization.*

**Bước 2:** Cổ đông vui lòng tải về giấy ủy quyền để thực hiện ký/đóng dấu

Giấy ủy quyền
---------------

- Cổ đông tải lên giấy ủy quyền đã ký/ đóng dấu và nhấn nút “Ủy quyền”.

*Shareholders upload signed/stamped power of attorney and press “Authorize” button.*



**Bước 3:** Cổ đông vui lòng tải lên giấy ủy quyền đã ký/đóng dấu để hoàn thành ủy quyền

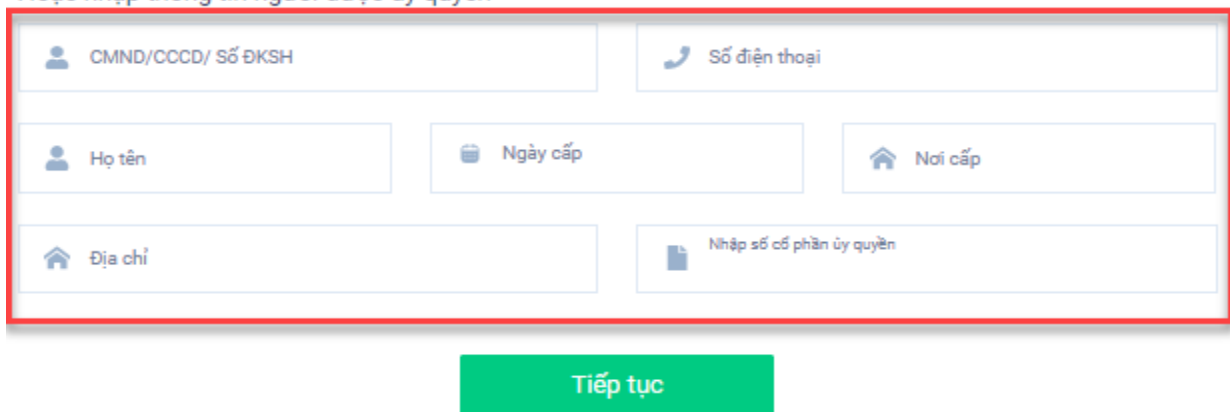


**Cách 2: Ủy quyền số cổ phần bằng cách nhập thông tin người được ủy quyền**

**Method 2: Authorize shares by entering the information of the authorized person**

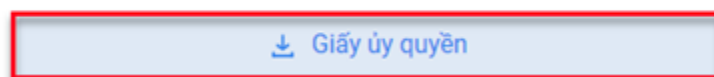
- Cổ đông nhập thông tin người được ủy quyền vào biểu mẫu sau đó nhấn “Tiếp tục”  
*Shareholders enter the authorized person's information into the form then click "Continue"*

Hoặc nhập thông tin người được ủy quyền



- Cổ đông nhấn tải “Giấy ủy quyền” sau ký/đóng dấu để xác nhận việc ủy quyền  
*Shareholders click to download “Authorization Form” after signing/stamping to confirm the authorization.*

**Bước 2:** Cổ đông vui lòng tải về giấy ủy quyền để thực hiện ký/đóng dấu



- Cổ đông tải lên giấy ủy quyền đã ký/ đóng dấu và nhấn nút “Ủy quyền”.  
*Shareholders upload signed/stamped power of attorney and press “Authorize” button.*

**Bước 3:** Cổ đông vui lòng tải lên giấy ủy quyền đã ký/đóng dấu để hoàn thành ủy quyền



## CANDIDATE FOR BOARD OF SUPERVISORS

### TERM 2025 - 2029



#### 1. Ms.**DO THỊ THANH HUYEN**

Year of birth: 1978. Nationality: Vietnam

Bachelor of Economics, major in Accounting - Danang University of Economics and Business Administration

Certificates:

- CFO Certificate issued by PACE (2015)
- Professional Middle Manager at Institute of Business Administration (2015)
- EPC Contract – Dr. Pham Dai Hai (2014)
- Certificate of Securities Analysis & Investment from the Center for Scientific Research and Securities Training (2008)
- Certificate of Pedagogical Proficiency from the Department of Education and Training of Da Nang City (2001)

#### **Work Experiences:**

- 05/2019 – Present: Consulting for small and medium enterprises in Da Nang
- 09/2018 – 04/2019: Internal lecturer - Hoa Binh Construction Group JSC
- 08/2008 – 04/2019: Head of Finance Department – Hoa Binh Construction Group JSC
- 03/2007 – 07/2008: Finance Staff – Hoa Binh Construction and Real Estate Trading JSC
- 05/2006 – 03/2007: General Secretary - Hoa Binh Construction and Real Estate Trading JSC
- 05/2006 – before: Deputy Director – HBT Trading Company Limited.





## CANDIDATE FOR BOARD OF SUPERVISORS

### TERM 2025 - 2029



## 2. Ms.LE THI PHUONG UYEN

Year of birth 1976. Nationality: Vietnamese

Bachelor of Economics majoring in Financial Accounting – University of Economics Ho Chi Minh City

Bachelor of Science - Hue University of Sciences

### Working Experiences:

- 6/2024 - now: Director of Internal Affair Division
- 2023 – 6/2024: Chief Accountant of Hoa Binh Construction Group JSC
- 2009 – 2020: Deputy Finance Department of Hoa Binh Construction Group JSC
- 1998 – 2009: Chief Accountant of Son Hoa Binh Company Limited

## CANDIDATE FOR BOARD OF SUPERVISORS

### TERM 2025 - 2029



### 3. Mr. **NGUYEN GIA BAO**

Year of birth: 1999. Nationality: Vietnam

Bachelor of Commercial Law – Ho Chi Minh City University of Law

#### **Working Experiences:**

- 12/2021 – Present: Associate - ALB & Partners Law Firm: Undertake the work of drafting, evaluating, and amending legal documents, advising on the process of organizing the General Meeting of Shareholders and Board of Directors meetings; representing the company in working with the State Securities Commission and the Stock Exchange; advising, assessing risks, preparing legal reports and representing clients in contract disputes at Courts and Arbitration Centers;
- 10/2023 – Present: Associate - DTP Law Firm: Undertake the drafting of legal advisory letters and related contracts in the fields of real estate, construction, business, and labor.

#### **Achievements & Activities:**

- First Prize, Scientific Research Competition for Students – Ho Chi Minh City University of Law;
- Second Prize, Eureka City-Level Scientific Research Competition – Ho Chi Minh City Youth Union;
- Outstanding Student Scholarship – Ho Chi Minh City University of Law
- Guest Speaker, “Methods for Scientific Research of College Students”, “Study Methods – Believe in Yourself”, “Scientific Research – Set Your Target” – Ho Chi Minh City University of Law.