**L12: Board Resolution**

On April 12, 2024, Licogi 12 Joint Stock Company announced Resolution No. 114-NQ/LICOGI12-HDQT on issues presented to its 20th Annual General Meeting 2024 for approval as follows:

Article 1: Approve Reports and contents of Proposals to be submitted to the 20th Annual General Meeting 2024 as follows:

1. Financial Statements 2023

Revenue in 2023:

Unit: VND

|  |  |  |  |  |
| --- | --- | --- | --- | --- |
| No. | Item | 2023 Plan | 2023 Results | Plan completion rate (%) |
| 1 | Revenue of Licogi 12 Joint Stock Company | 302,250,000,000 | 209,960,401,319 | 69.46 |
| 2 | Profit before tax of Licogi 12 Joint Stock Company | 2,984,250,000 | 1,542,567,613 | 51.69 |
| 3 | Profit after tax of Licogi 12 Joint Stock Company  | 2,984,250,000 | 1,542,567,613 | 51.69 |

1. Production and business and investment plan in 2024 of Licogi 12 Joint Stock Company with the following targets:
	1. Output plan and payment acceptance in 2024
* Realized output value: VND 460,435,811,000
* Payment, acceptance in 2024: VND 521,448,571,000

2.2. Production and business targets in 2024.

Unit: VND

|  |  |  |
| --- | --- | --- |
| No. | Target | Value (VND) |
| 1 | Revenue of Licogi 12 Joint Stock Company | 350,680,000,000 |
| 2 | Profit before tax of Licogi 12 Joint Stock Company | 4,015,048,000 |
| 3 | Profit after tax of Licogi 12 Joint Stock Company | 4,015,048,000 |
| 4 | Dividend plan in 2024 of Licogi 12 Joint Stock Company | VND 600/share |

2.3. Machinery and equipment investment plan in 2024.

Unit: VND

|  |  |  |  |  |
| --- | --- | --- | --- | --- |
| No. | Investment portfolio | Quantity | Amount | Capital source |
| Loan | Own |
| I | Construction equipment for high-rise and low-rise buildings |  | 13,100,000,000 | 9,170,000,000 | 3,930,000,000 |
| 1 | Tower crane (max lifting capacity: 8 tons, used) | 1 | 2,000,000,000 | 1,400,000,000 | 600,000,000 |
| 2 | Double cage hoist (lifting capacity: 2 tons/cage, height: 100m) | 1 | 1,100,000,000 | 770,000,000 | 330,000,000 |
| 3 | Ringlock floor scaffolding system and accessories | 1 | 5,000,000,000 | 3,500,000,000 | 1,500,000,000 |
| 4 | Complete scaffolding system and accessories | 1 | 2,500,000,000 | 1,750,000,000 | 750,000,000 |
| 5 | Galvanized steel boxes of all kinds | 1 | 2,500,000,000 | 1,750,000,000 | 750,000,000 |
| II | Mechanical equipment for infrastructure and traffic construction |  | 16,100,000,000 | 7,770,000,000 | 3,330,000,000 |
| 1 | Vibratory roller (weight 12-13 tons) | 2 | 3,500,000,000 | 2,450,000,000 | 1,050,000,000 |
| 2 | Wheel excavator (0.6m3 bucket) | 1 | 2,600,000,000 | 1,820,000,000 | 780,000,000 |
| 3 | Other construction equipment (graders, static rollers...) | 1 | 1,500,000,000 | 1,050,000,000 | 450,000,000 |
| 4 | Construction equipment for soil cement piles | 1 | 5,000,000,000 | 3,500,000,000 | 1,500,000,000 |
| 5 | Equipment for constructing waterproof wicks | 1 | 3,500,000,000 | 2,450,000,000 | 1,050,000,000 |
| III | Accessories for bored pile construction |  | 2,500,000,000 | 1,750,000,000 | 750,000,000 |
| 1 | Accessories for bored pile drilling (rock drilling) | 1 | 1,000,000,000 | 700,000,000 | 300,000,000 |
| 2 | SR285 rock drilling rig (D508\*15m) | 1 | 1,000,000,000 | 700,000,000 | 300,000,000 |
| 3 | Accessories for bored pile drilling (soil drilling construction) | 1 | 500,000,000 | 350,000,000 | 150,000,000 |
| IV | Service vehicle |  | 2,500,000,000 | 1,750,000,000 | 750,000,000 |
| 1 | Car (5 seats) | 1 | 2,500,000,000 | 1,750,000,000 | 750,000,000 |
|  | Total |  | 34,200,000,000 | 23,940,000,000 | 10,260,000,000 |

2.4. Approve the short-term credit line and guarantee in 2024

Unit: VND

|  |  |  |  |  |
| --- | --- | --- | --- | --- |
| No. | Vietnam Technological and Commercial Joint- stock Bank | Line of credit | Guarantee limit: | Total |
| 1 | Military Commercial Joint Stock Bank | 70,000,000,000 | 60,000,000,000 | 130,000,000,000 |
| 2 | Vietnam Joint Stock Commercial Bank for Investment and Development - Hanoi Branch | 60,000,000,000 | 40,000,000,000 | 100,000,000,000 |
| 3 | Vietnam Bank for Agriculture and Rural Development - East Hanoi Branch | 40,000,000,000 |  | 40,000,000,000 |
|  | Total | 170,000,000,000 | 100,000,000,000 | 270,000,000,000 |

3. Approve: Proposal on the profit distribution plan for 2023 with the following targets:

Unit: VND

|  |  |
| --- | --- |
| + Undistributed profit after tax 2023 | 1,542,567,613 |
| + Current share capital | 67,388,710,000 |
| + Total number of existing shares as of March 20, 2024 (excluding treasury shares) | 6,738,871 shares |
| + Dividends | VND 0/share |
| + Dividend payment rate | 0% par value of shares |

1. Proposal on the dismissal of Mr. Nguyen Tuan Cuong from being a member of Licogi 12 Joint Stock Company’s Board of Directors.
* Pursuant to the Application for Resignation from the position of member of the Board of Directors dated January 10, 2024 of Mr. Nguyen Tuan Cuong.

Licogi 12 Joint Stock Company’s Board of Directors would like to submit to the General Meeting for approval of:

The dismissal of Mr. Nguyen Tuan Cuong.

* Date of birth: July 18, 1986
* Permanent address: No. 37, Lane 157, Phao Dai Lang, Lang Thuong, Dong Da, Hanoi
* Qualification: Civil and industrial construction engineer
* Company's shares owned: None
* Current position: Member of the Board of Directors-cum-Deputy Managing Director of Licogi 12 Joint Stock Company
* Dismissal from the position: Member of the Board of Directors of Licogi 12 Joint Stock Company
* Reason: Personal wish from Mr. Nguyen Tuan Cuong.
* Effective date: From the date of the 20th General Meeting’s approval.
1. Election of additional member to the Board of Directors of Licogi 12 Joint Stock Company

6. 1. Approve the election of additional member to the Board of Directors to maintain its member structure in term V (2022-2027)

* Number of additional members elected: 01 member.
* Term of the elected member: According to the Board of Directors’ term V (2022-2027).
1. Standards and conditions for additional candidates to the Board of Directors’ term V (2022-2027)
* Board of Directors’ candidates must meet the conditions to become members of the Board of Directors as prescribed in the Law on Enterprises 2020 and the Company's Charter.
* Candidates who self-nominate or are nominated by shareholders/groups of shareholders/authorized representatives of shareholders/groups of shareholders that have the right to nominate, and candidates nominated by the current Board of Directors according to the provisions of the Law on Enterprises 2020 and Company’s Charter.
* The Company will have specific Notice on: Nomination and candidacy of additional members to Licogi 12 Joint Stock Company’s Board of Directors for term V (2022-2027).
* Only candidacy and nomination dossiers that fully meet the candidacy and nomination conditions and candidates that meet the corresponding conditions of members of the Board of Directors will be included in the official list of candidates submitted to the General Meeting to perform election procedures.
1. Proposal on the selection of an independent audit company to audit Licogi 12 Joint Stock Company’s Financial Statements 2024 as follows:

- To select an audit company for the Financial Statements 2024, the Supervisory Board held a meeting and agreed to select a list of several independent audit companies from the list of operations allowed by the State Securities Commission that are qualified to audit the Financial Statements for the fiscal year 2024 of the Company as follows:

|  |  |  |
| --- | --- | --- |
| No. | Name of audit company | Note |
| 1 | Vietnam Auditing and Evaluation Co., Ltd. | Responsible for the audit of Financial Statements 2005-2008 |
| 2 | A&C Auditing and Consulting Company Limited; |  |
| 3 | VACO Auditing Company Limited (VACO); |  |
| 4 | Anviet Auditing Company Limited | Responsible for the audit of Financial Statements 2015 |
| 5 | CPA Vietnam Auditing Company Limited (CPA) | Responsible for the audit of Financial Statements 2009-2014 and Financial Statements 2017-2023. |

The Company's Supervisory Board requests approval of the General Meeting for the list of independent audit companies as above and authorizes the Board of Directors to select one of those companies for the conduct and audit of Licogi 12 Joint Stock Company’s Financial Statements 2024. In case the mentioned audit companies are not qualified to perform audit services according to regulations of the Securities Commission, the Board of Directors is authorized to select a suitable company.

Article 2: The Chair of the Board of Directors is responsible for directing the Board of Directors’ Office and the General Manager of the Company to implement the above contents.

This Board Resolution takes effect from the date of its signing.