



CONSTRUCTION JOINT  
STOCK COMPANY 47

No. 08/2025/CC47-CBTT

SOCIALIST REPUBLIC OF VIETNAM  
Independence - Freedom - Happiness

Quy Nhon, April 1, 2025

**INFORMATION DISCLOSURE OF THE ELECTRONIC INFORMATION  
PORTAL OF THE STATE SECURITIES COMMISSION AND HO CHI  
MINH CITY STOCK EXCHANGE**

To:

- The State Securities Commission;
- Ho Chi Minh City Stock Exchange,
- Shareholders of Construction Joint Stock Company 47.

Company Name : **Construction Joint Stock Company 47**

Stock Code : **C47**

Head-Office address : No. 8 Bien Cuong Str., Quy Nhon, Binh Dinh

Telephone : +84-256.3522166

Fax : +84-256.3522316

Person in charge of disclosure: Mr. **Trinh Quoc Tho** under POA No.1158/2020/UQ-CC47 dated September 05, 2020 of the Company's General Director.

Address : No. 8 Bien Cuong Str., Quy Nhon, Binh Dinh.

Telephone : +84-256.3522166

Type of disclosure:

☒ 24 hours ☐ 72 hours ☐ abnormal ☐ On Request ☐ periodically

**Content of information to be announced:**

1. Resolution No.32/2025/NQ-HDQT dated 01/04/2025 of the Board of Directors approval of the draft contents of documents to be submitted to the 2025 Annual General Meeting of Shareholders of Construction Joint Stock Company 47 *(attached in detail the documents to be submitted to the 2025 Annual General Meeting of Shareholders)*.
2. Announcement No.01/2025/TB-HDQT dated 01/4/2025 of the Board of Directors on the 2025 Annual General Meeting of Shareholders of C47: Opening from **08:30** (April **23, 2025**), welcoming shareholders for registration procedures from **07:30 to 08:30** at the 11th Floor Hall, C47 Building - No.8 Bien Cuong Str., Quy Nhon City, Binh Dinh Province *(details attached to the Notice)*.

This information is posted on the Company's website: [www.xaydung47.vn](http://www.xaydung47.vn) 01/04/2025 at **(Shareholder Relations Section)**.

We would like to commit that the information published above is true and fully responsible before the law for the content of the published information.

**Recipient:**

- As above-mentioned;
- Company's Website;
- Filing: Board of Directors.

**AUTHORIZED-PERSONS TO  
INFORMATION DISCLOSURE**

*Trinh Quoc Tho*



**CONSTRUCTION JOINT  
STOCK COMPANY 47**

No. 32/2025/NQ-HDQT

**SOCIALIST REPUBLIC OF VIETNAM**  
**Independence - Freedom - Happiness**

*Quy Nhon, April 1, 2025*

## **RESOLUTION**

**Approval of draft contents of documents to be submitted  
Annual General Meeting of Shareholders in 2025**

### **THE BOARD OF CONSTRUCTION JOINT STOCK COMPANY 47**

*Pursuant to the Law on Enterprises No.59/2020/QH14;*

*Pursuant to the Charter of Construction Joint Stock Company 47;*

*Pursuant to the Report No.02/2025/TTr-CT.HDQT dated 30/03/2025 of the Chairman of the Board approval of the contents of documents to be submitted to the 2025 AGM;*

*Pursuant to the Minutes of the BOD's Meeting No.32/2025/BB-HDQT dated 31/03/2025,*

## **RESOLUTIONS:**

**Article 1.** Approved the draft contents of documents to be submitted to the 2025 AGM of Construction Joint Stock Company 47 (C47), as follows:

- *Announcement of the 2025 Annual General Meeting of Shareholders;*
- *Program of the Annual General Meeting of Shareholders in 2025;*
- *Working Regulations of the Annual General Meeting of Shareholders in 2025;*
- *Regulation on nomination and candidacy for election of members of the Board for term 2025-2030;*
- *Report on the operation of the Board in 2024, review of 5-year 2020-2024 and operation plan for 2025;*
- *Report on the activities of independent members of the Board in the Audit Committee in 2024 and the operation plan in 2025;*
- *Report No. 01: Approval of the audited 2024 financial statements;*
- *Report No. 02: Approval of profit distribution and dividend payment in 2024;*
- *Report No. 03: Approval of the business plan in 2025;*
- *Report No. 04: Approval of the selection of an auditor to review the semi-annual financial statements and audit the 2025 financial statements;*
- *Report No. 05: Payment of remuneration and operating expenses of the Board in 2024;*
- *Report No. 06: Approval of the plan for operating expenses of the Board in 2025 (including the plan for remuneration of the Board in 2025)*
- *Report No. 07: Approval of the amendment of the Company's charter;*
- *Report No. 08: Approval on number of elected members of the Board for term 2025-2030.*



- Notice of nomination and candidacy for election of Member of the Board for term 2020-2025 (**attached to the Forms on candidacy/nomination No. 01; 02; 03; 04; 05**);
- Form for registration and authorization to attend **the meeting** (**Forms No.06; 07**).
- Other contents (if any) under the jurisdiction of the AGM will be updated with dossiers, additional documents and information disclosure before the opening date of the AGM in accordance with law.

**(Details of the draft documents mentioned above are attached to this Resolution).**

**Article 2.** The Resolution takes effect from the date of signing. Members of the Board, the Audit Committee, the Executive Board, Heads of functional departments, relevant units and individuals shall be responsible for the implementation of this Resolution./.

**Recipient:**

- As stated in Article 2;
- Company's website.
- IA Unit (for infor.);
- Filing: Board of Directors.

**ON BEHALF OF THE BOARD  
CHAIRMAN**



**Pham Nam Phong**







CONSTRUCTION JOINT  
STOCK COMPANY 47

SOCIALIST REPUBLIC OF VIET NAM  
Independence – Freedom – Happiness

No.: 01/2025/TB -HĐQT

Quy Nhon, April 1, 2025

## ANNOUNCEMENT

### ANUAL GENERAL MEETING OF SHAREHOLDERS 2025

To.: Shareholders of Construction Joint Stock Company 47

Construction Joint Stock Company 47 (C47) has Head-Office at No.8, Bien Cuong Street, Quy Nhon City, Ngo May Ward, Binh Dinh Province.

Business Registration No.: 4100258747, the first registration dated June 27, 2005, the 25<sup>th</sup> registration revision dated May 9, 2024 at Department of Planning and Investment of Binh Dinh Province.

The Board of Directors of C47 would like to announce to the C47's shareholders on the organization of the 2025 Annual General Meeting of Shareholders, as follows:

1. **Organization time:** Opening from **08:30AM** on Monday (**23/4/2025**), welcome and registration time from **07:30-08:30AM**.
2. **Mode of meeting:** Face-to-face meeting.
3. **Meeting place:** The 11<sup>th</sup> Floor Hall, Building C47 – No.8 Bien Cuong Str., Quy Nhon City, Binh Dinh Province.
4. **Meeting agenda:**
  - Agenda of the 2025 Annual General Meeting of Shareholders;
  - Working regulations of the 2025 Annual General Meeting of Shareholders;
  - Report on the Board's Performance in 2024 and the 2025 Operation Plan;
  - Report on the Operation of the Board's Independent Member in the Audit Committee in 2024 and the 2025 Operation Plan.
  - Proposal No. 01: Approval of the audited 2024 FS;
  - Proposal No. 02: Approval of the distribution of profits and payment of dividends in 2024;
  - Proposal No. 03: Approval of the 2025 Business Plan;
  - Proposal No. 04: Approval of selection of an auditor to review the Semi-annual FS and Audit the 2025 FS;
  - Proposal No. 05: Payment of remuneration and operating expenses of the Board for 2024
  - Proposal No. 06: Approve the Board's Operating Expense Plan for 2025 (including the Board's Remuneration Plan for 2025)
  - Proposal No. 07: Approve the Amendment of the Company's Charter;
  - Proposal No. 08: Approve number of elected Board's members for Term 2025-2030.
  - Election of the Board's members for Term 2025-2030.
  - Other contents (if any) under the authority of the AGM will be updated with additional documents and information disclosed before the opening date of the AGM in accordance with the provisions of law.





## 5. Attendance eligibility:

- Shareholders owning C47's shares whose names are on the list finalized on the last registration date of March 19, 2025. Shareholders who do not attend the AGM may authorize others to attend, the authorized person is not allowed to authorize others (attached, registration form and authorization to attend the AGM), the Organizing Committee sends the Invitation along with the Invitation and posts it on the Company's website at [www.xaydung47.vn](http://www.xaydung47.vn) (Shareholder Relations section).

- The Company sends an invitation to attend the AGM to each shareholder at the address that the shareholder has registered in the list of shareholders provided by the Vietnam Securities Depository and Clearing Corporation (VSDC). In case the shareholder does not receive the Invitation, please call the phone number provided in Section 6 of this Notice so that the Company can review and resend the Invitation to the shareholder.

## 6. Registration for Attendance:

- For the organization of the AGM to be thoughtful and successful, Shareholders are requested to confirm their registration to attend or authorize to attend the AGM (according to the attached form). Shareholders are requested to send a letter (guaranteed) by express delivery to the Company at the address: **Organizing Committee of the 2025 AGM - Construction Joint Stock Company 47**, Address: No.8 Bien Cuong Str., Ngo May Ward, Quy Nhon City, Binh Dinh Province before **April 13, 2025** so that the Organizing Committee can well prepare.

- Shareholders are requested to present their identification documents: (1) ID Card/Passport (original)/Business License; (2) Invitation letter; (3) Authorization letter (in case of authorization to attend the AGM) to complete the registration procedure before the AGM.

*Note: All documents, records of the meeting, registration or authorization forms to attend the meeting, nomination/candidate forms for members of the Board and other relevant documents submitted to the AGM are disclosed and posted on the C47's website on April 1, 2025 at the website address: [www.xaydung47.vn](http://www.xaydung47.vn) (Shareholder Relations section) or Shareholders can contact via phone number +84-2563.522.166 (Mr. Tho - Secretary of the Board) or respond to information via email address: [c47@xaydung47.vn](mailto:c47@xaydung47.vn) or email: [thotq@xaydung47.vn](mailto:thotq@xaydung47.vn) for timely responses.*

## Recipients:

- As above-mentioned;
- Filing: BOD.

## ON BEHALF OF THE BOARD

CHAIRMAN



**Phạm Nam Phong**



**CONSTRUCTION JOINT STOCK COMPANY 47**  
No. 8 Bien Cuong, Ngo May Ward, Quy Nhon City, Binh Dinh Province  
Tel: (0256) 3522 166 Fax: (0256) 3522 316  
Website: [www.xaydung47.vn](http://www.xaydung47.vn)

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## AGENDA

### ANNUAL GENERAL MEETING OF SHAREHOLDERS 2025

- **Time:** From 07:30, April 23, 2025.
- **Location:** The 11<sup>th</sup> floor Hall, C47 Building, No.8 Bien Cuong, Quy Nhon City, Binh Dinh Province.

TIMELINE	DESCRIPTIONS	ACTION
07:30 - 08:30 AM	<b>1. Shareholders Registration</b>	Organizers
	- Welcoming delegates and shareholders registering to attend the AGM. - Check the status of shareholders and receive documents to attend the AGM.	
08:30 – 09:45 AM	<b>2. Opening</b>	
	- Report on the examination result for eligibility of shareholders to attend the AGM.	Head of Shareholder Qualification Inspection Board
	- Statement of reasons, introduction of participants in the AGM	Organizers
	- <b>Submit to the AGM for voting and approval:</b> - The Presidium of the AGM; - The Secretariat of the AGM;	Organizers
09:45 – 10:40 AM	<b>3. Contents of the AGM</b>	
	<b>Approval of the AGM Agenda</b>	Presidium
	<b>Presentation of Reports:</b>	
	- Report on the performance of the Board of Directors in 2024, summary of 5 years 2020-2025 and operation plan for 2025.	Presidium
	- Report of the Independent BOD Member in the Audit Committee in 2024 and the operation plan in 2025	Chairman of Audit Committee – Independent BOD Member
	<b>Presentation of the Proposals:</b>	Presidium
	- <b>Report No. 01:</b> Approved the audited financial statements for 2024.	
	- <b>Report No. 02:</b> Profit distribution in 2024 and dividend payment plan in 2025	
	- <b>Report No. 03:</b> Business plan for 2025.	
	- <b>Report No. 04:</b> Selection of an audit unit to review the semi-annual financial statements and audit the financial statements in 2025.	





TIMELINE	DESCRIPTIONS	ACTION
	- <b>Report No. 05:</b> Payment of remuneration of the Board of Directors in 2024 and operating expenses of the Board of Directors in 2024.	
	- <b>Report No. 06:</b> Approving the operating expenses plan of the Board of Directors in 2025.	
	- <b>Report No.07:</b> Approval of the amendment of the Company's charter	
	- <b>Report No.08:</b> Approval of number of elected members of the Board for term 2025-2030.	
	<b>The AGM approved the Proposals.</b>	Presidium
10:40-11:00 AM	<b>Voting on Submissions</b>	
	- The Presidium asked the AGM for opinions on voting in the form of holding up voting cards through the Vote Counting Committee.	Presidium
	- The Head of the Vote Counting Committee spoke before performing the task.	Head of the Vote Counting Committee
	- Instruct delegates to fill out the voting papers and fill out the election papers for BOD Members in accordance with the principles of the Working Regulations approved by the AGM and organize the voting.	
	- Voting in the ballot box, the Vote Counting Board performs the vote counting.	Vote Counting Board
	- Announcement of the vote counting minutes ( <i>voting results of the Proposals</i> )	Head of the Vote Counting Committee
11:00 – 10:20 AM	<b>Election of BOD members for term 2025-2030.</b>	
	- Approving the Regulation on nomination, candidacy and election of BOD members for term 2025-2030 ( <i>Delegates hold up their voting cards</i> )	Presidium
	- Approved the List of candidates for election of BOD Members for term 2025-2030. ( <i>Delegates hold up their voting cards</i> )	Presidium
	- The Presidium consulted the AGM ( <i>the Vote Counting Committee of the Proposals will continue to perform the task of the Vote Counting Committee to elect BOD members of for term 2025-2030</i> ).	Vote Counting Board
	- Instruct delegates to fill in the votes for BOD members for term 2025-2030 in accordance with the principle of “ <b>voting by vote</b> ” according to the Election Regulation approved by the AGM and organize the voting work.	



**CONSTRUCTION JOINT STOCK COMPANY 47**  
 No. 8 Bien Cuong, Ngo May Ward, Quy Nhon City, Binh Dinh Province  
 Tel: (0256) 3522 166 Fax: (0256) 3522 316  
 Website: [www.xaydung47.vn](http://www.xaydung47.vn)

TIMELINE	DESCRIPTIONS	ACTION
	Voting in the ballot box, the Vote Counting Board performs the vote counting.	Vote Counting Board
11:20 – 11:35 AM	<b>AGM Recess</b>	
11:35 – 11:50 AM	Announcing the vote counting minutes on the results of the vote counting for the election of BOD members for term 2025-2030.	Head of the Vote Counting Committee
11:50 – 12:00 PM	The new term Board meets the first session to elect the Chairman and Vice Chairman of the Board for term 2025-2030	New term BOD
12:00 – 12:10 PM	The newly elected members of the Board for term 2025-2030 spoke and launched the AGM and received tasks and took souvenir photos	BOD Members of new term
12:10 – 12:20 PM	Approved the Minutes and Resolution of the AGM	Secretariat, Presidium
12:20 PM	<b>Closing of the AGM.</b>	Presidium

#### ORGANIZING COMMITTEE OF THE AGM





**Draft**

## **REGULATION**

### **WORKING AT THE 2025 ANNUAL GENERAL MEETING OF SHAREHOLDERS OF CONSTRUCTION JOINT STOCK COMPANY 47**

- Pursuant to the Enterprise Law No.59/2020/QH14 dated June 17, 2020;
- Pursuant to the Securities Law No.54/2019/QH14 dated November 26, 2019;
- Based on the Charter and Internal Governance Regulations of Construction Joint Stock Company 47;
- Based on the Resolution of the Board of Directors No. .../2025/NQ-HDQT dated .../03/2025.

To ensure the success of the 2025 Annual General Meeting of Shareholders (AGM) of Construction Joint Stock Company 47 (C47) in compliance with legal regulations and the Company's Charter, the Board of Directors establishes the following working regulations, principles, conduct, and voting procedures:

#### **I. PURPOSE**

- Ensure the order, conduct principles, and voting procedures at the AGM of Construction Joint Stock Company 47 comply with legal regulations and are conducted successfully.
- Ensure the resolutions of the AGM reflect the unified will of the shareholders, fulfill their rights and interests, and comply with the law.

#### **II. SUBJECTS AND SCOPE OF APPLICATION**

- Subjects: All shareholders, representatives (authorized individuals), and invited guests attending the AGM of Construction Joint Stock Company 47 must comply with these regulations, the Company's Charter, and current legal regulations.
- Scope of application: These regulations apply to the organization of the 2025 AGM of Construction Joint Stock Company 47.

#### **III. DEFINITIONS AND ABBREVIATIONS**

- C47: Construction Joint Stock Company 47
- Company: Construction Joint Stock Company 47
- BOD: Board of Directors
- OC: Organizing Committee
- AGM: Annual General Meeting of Shareholders
- Delegates: Shareholders, representatives (authorized individuals)

#### **IV. CONTENTS OF THE REGULATIONS**

##### **1. Conditions for Holding the AGM**

- The AGM is conducted when shareholders and their authorized representatives attending the meeting represent more than 50% of total shares with voting rights.

##### **2. Conditions for Shareholders to Attend the AGM**

- Shareholders listed as of **March 19, 2025**, have the right to attend the AGM.
- Shareholders may attend in person or authorize a representative (as per the C47's issued forms). If multiple representatives are appointed, number of shares and voting rights must be clearly defined for each representative.

##### **3. Guests at the AGM**

- Include company executives, guests, and OC members who are not shareholders but are invited to attend.
- Guests do not participate in discussions unless invited by the Chairperson or pre-registered with the OC and approved.

##### **4. Compliance Requirements for Attendees**

- Arrive on time, dress formally, and present identification (ID card/passport or other legal documents) as required by the OC.
- Collect AGM documents at the reception area before entering the meeting hall.
- Latecomers may register upon arrival and participate in discussions and voting thereafter, but previous votes remain valid.
- Keep phones on silent or switched off; step outside for calls if necessary.
- Follow regulations of the OC and Chairperson directives.
- The Chairperson may refuse or remove attendees violating regulations to ensure the smooth conduct of the AGM.

##### **5. Chairperson of the AGM**

- The Chairman of the BOD presides over the AGM. If absent or unable to attend, the BOD members elect one among themselves to preside; if none are available, the Head of the OC will oversee the election of a presiding officer from the attendees.
- Duties and Powers of the Chairperson:
  - o Conducts the AGM as per the agenda and regulations.
  - o Introduces the Presidium and Secretariat for voting approval.
  - o Introduces the Vote Counting Committee for voting approval.
  - o Guides discussions and concludes matters for voting.



- Present the contents and conclude the necessary issues for voting.
- Records and approves official documents, results, and resolutions of the AGM.
- Approve and issue documents, results, minutes and resolutions after the end of AGM.

#### **6. Shareholder Eligibility Verification Committee**

- Appointed by the BOD, the committee verifies shareholder credentials and authorizations, checks eligibility against the **March 19, 2025**, list, and distributes voting cards, ballots, and documents.

#### **7. Secretariat of the AGM**

- Duties and Powers:
  - Accurately record the AGM proceedings.
  - Receive speech requests from attendees.
  - Draft the AGM minutes.
  - Assist the Chairperson in information dissemination and compliance with legal requirements.
- The Chairperson and Secretariat have the right to take necessary measures to conduct the meeting in a reasonable and orderly manner, in accordance with the approved agenda and reflecting the wishes of the majority of attendees.

#### **8. Vote Counting Committee**

- Introduced by the Chairperson and approved by voting.
- Responsibilities:
  - Explain voting rules and procedures.
  - Collect and count votes, compile reports, and submit results for Chairperson approval.

#### **9. Proposing Agenda Items at the AGM**

- Shareholders or groups holding at least 5% of voting shares may propose agenda items in writing at least three working days before the AGM, including personal and shareholding details. The proposal must include the shareholder's full name, permanent address, nationality, citizen ID/ID/passport number or other legal ID for individual shareholders; name, enterprise code or establishment decision number, head office address for organizational shareholders; number and type of shares held by that shareholder and the proposed content to be included in the agenda.

#### **10. Speaking at the AGM**

- Attendees must obtain the Chairperson's permission before speaking, remain concise, and focus on approved topics.
- Written statements may be submitted to the Secretariat for consideration.
- The Chairperson arranges speaking turns and addresses questions during or after the AGM.

## **11. Voting Procedures at the AGM**

### **a. General Voting Rules**

- Each share owned or represented corresponds to one voting unit.
- Each delegate attending the AGM will be provided with:
  - o One (01) "Voting Card" containing the Delegate code, number of shares owned and/or represented, and stamped with the Company's seal. This is used to approve general issues, excluding reports.
  - o One (01) "Voting Sheet" containing the Delegate code, number of shares owned and/or represented, and stamped with the Company's seal. This is used to vote on proposals and reports.

### **B. Voting Format for Proposals (Note: The election of Board members for term 2025-2030 follows a separate Election Regulation.)**

- Voting by Raising "Voting Cards":
  - o Each delegate receives one (01) Voting Card.
  - o Delegates raise their Voting Cards to vote on general issues, except for Proposals.
- Voting by Submitting "Voting Sheet":
  - o Each delegate receives one (01) Voting Sheet with three options: "Approval", "Disapproval", or "No Opinion".
  - o Delegates mark "X" in the chosen box.
  - o An invalid ballot includes:
    - Ballots not issued by the Company.
    - Ballots with unauthorized content, symbols, or markings.
    - Crossed-out, altered, torn, or otherwise damaged ballots.
    - Ballots without a clear vote or with multiple selections for the same issue.
  - o Votes are counted independently for each proposal.



- Delegates may request a new ballot if their original is damaged or incorrectly filled, provided they return the old ballot to the Vote Counting Committee.
- The voting period starts when announced by the Chairman or Head of the Vote Counting Committee and ends when all shareholders have voted.

### **C. Voting Rules**

- Each share corresponds to one (01) voting right.
- Each delegate receives one (01) Voting Card and one (01) Voting Sheet.
- As of the shareholder list closing date (March 19, 2025), the Company has 36,342,269 shares, equivalent to 36,342,269 voting rights.
- Approval of issues requires more than 50% of votes from shareholders present in person or via authorized representation.
- Certain key decisions, as specified in Clause 2, Article 21 of the Company's Charter, require at least 65% approval, including:
  - Type and total number of shares to be offered for sale.
  - Changes in business lines and operations.
  - Changes in the company's management structure.
  - Amendments to the Company's Charter.
  - Investments or asset sales valued at 35% or more of the company's latest total asset value.
  - Company reorganization or dissolution.

### **12. Recording Voting Results**

- The Vote Counting Committee shall be approved by the AGM.
- The Vote Counting Committee will check number of votes "approval", "disapproval", "no opinion" for each content and record, report the vote counting results at the AGM.
- Voting records are retained per regulations.

### **V. IMPLEMENTATION**

- All attendees must comply with these regulations, company policies, and relevant laws.
- Attendees violating regulations are subject to penalties, including exclusion from speaking, voting, or legal action.

- Matters not covered herein follow the Company's Charter and the Enterprise Law, No.59/2020/QH14 dated June 17, 2020 and the relevant applicable documents of the State.

***This Regulation take effect immediately upon approval by the 2025 Annual General Meeting of Shareholders of Construction Joint Stock Company 47.***

***Recipients:***

- Shareholders;
- Company's Website;
- Filing: BOD.

**ON BEHALF OF THE BOD  
CHAIRMAN**



**Phạm Nam Phong**





## CONSTRUCTION JOINT STOCK COMPANY 47

Address: No. 8 Bien Cuong Street, Quy Nhon City, Binh Dinh Province.

Phone: (0256) 3522166 Fax: (0256) 3522316

Website: [www.xaydung47.vn](http://www.xaydung47.vn); Hose: C47

Draft

### REGULATION NOMINATION, CANDIDACY AND ELECTION OF BOARD MEMBERS CONSTRUCTION JOINT STOCK COMPANY 47 TERM 2025 - 2030

- Pursuant to the Law on Enterprises No.59/2020/QH14 was approved by the National Assembly of the Socialist Republic of Vietnam on June 17, 2020;
- Pursuant to the Law on Securities No.54/2019/QH14 promulgated on 26/11/2019 and documents guiding the implementation of the Law on Securities;
- Pursuant to the Charter and Internal Management Regulation of Construction Joint Stock Company 47.

The Organizing Committee of the AGM announces the Regulation on nomination, candidacy and election of the Members of the Board of Directors (BOD) for term 2025 - 2030 at the 2025 AGM of Construction Joint Stock Company 47, as follows:

#### I. Explanation/Abbreviations

- Company : Construction Joint Stock Company 47
- BOD : Board of Directors
- OC : Organizing Committee
- AGM : Annual General Meeting of Shareholders
- Delegates : Shareholders, representatives (authorized persons)

#### II. Presiding at the AGM

The presiding officer at the AGM shall oversee the election with the following responsibilities:

- Introducing the list of nominees and candidates for election to the Board of Directors for term 2025-2030.
- Resolve complaints regarding the election (if any).

#### III. Requirements for Candidates for BOD Members, Term 2025-2030.

1. Number of BOD members 2025-2030: **06** members
2. Criteria for Candidates: *Must meet the requirements specified in Article 155 of the current Law on Enterprises and the Company's Charter.*
  - Possess full civil capacity and are not subject to any prohibitions regarding the establishment and management of enterprises as per Clause 2, Article 17 of Law on Enterprises No.59/2020/QH14.
  - Have professional qualifications and experience in business administration or the Company's business sectors; candidates do not need to be shareholders.

- Not concurrently serving as a member of the Board for more than five (05) other companies.

**3. Criteria for Independent BOD Members:** Must comply with legal and the Company's Charter, including but not limited to:

- Not working for the Company, its parent company, or its subsidiaries, and not having worked for them for at least three consecutive years.
- Must not receive salary or remuneration from the Company, except for standard BOD allowances.
- Must not have any immediate family members (spouse, parents, children, siblings) who are major shareholders, managers, or executives of the Company or its subsidiaries.
- Not directly or indirectly owning at least 1% of the total voting shares of the Company.
- Must not have served as a BOD or Supervisory Board member of the Company for five (05) consecutive years, unless serving for two (02) consecutive terms.

**IV. Election principles**

- Elections must comply with legal regulations, the Company's Charter, and this regulation, ensuring democracy and shareholder rights.
- The election will be conducted transparently via secret ballot.
- The Vote Counting Committee is nominated by the Chairman and approved by the AGM. Members of the Vote Counting Committee cannot be candidates.
- Voting rights are granted to shareholders or their authorized representatives listed as of **March 19, 2025**, as recorded by the Vietnam Securities Depository and Clearing Corporation (VSDC), Ho Chi Minh City Branch.

**V. Regulations on Nomination of BOD members** *(As per Article 25 of the Charter)*

Shareholders holding ordinary shares may combine voting rights to nominate BOD candidates as follows:

- + 10% to <20%: 1 candidate
- + 20% to <30%: Up to 2 candidates
- + 30% to <40%: Up to 3 candidates
- + 40% to <50%: Up to 4 candidates
- + 50% to <60%: Up to 5 candidates
- + 60% to <70%: Up to 6 candidates
- + 70% to <80%: Up to 7 candidates
- + 80% to <90%: Up to 8 candidates

+ If the number of nominated candidates is insufficient, the incumbent Board may nominate additional candidates or organize a selection process as per the Company's corporate governance regulations. The procedure for nominating



candidates must be publicly announced and approved by the AGM before proceeding.

## **VI. Nomination and Candidacy Documents, Term 2025-2030.**

### **1. Nomination and Candidacy Documents for election of BOD Members, Term 2025-2030.**

- Nomination/Candidacy Application (per Forms No.01, No.02, No.03, No.04).
- Candidate's resume (per form No.05).
- Notarized copies of ID/passport and residence registration.
- Notarized copies of educational and professional certificates (if any).

Candidates must ensure the accuracy of their submitted documents.

*Forms and relevant documents are available at [www.xaydung47.vn](http://www.xaydung47.vn) under the Shareholder Relations section.*

### **2. Receiving and submission deadline.**

In order to facilitate the organization of the AGM as per the law, the submission deadline will be by **March 13, 2025** (10 days before the AGM), as below address:

**Organizing Committee of the AGM - Construction Joint Stock Company 47**  
Address: No.8 Bien Cuong Street, Ngo May Ward, Quy Nhon City, Binh Dinh Province  
Phone: (0256) 3522166  
Contact: Mr. Trinh Quoc Tho - Secretary of the Board of Directors  
Email: [thotq@xaydung47.vn](mailto:thotq@xaydung47.vn)

## **VII. Candidate List**

- The AGM Secretary will compile the final list of eligible candidates, which will be approved before the election.
- Candidates will be listed alphabetically by name on the ballot.

## **VIII. Vote Counting Committee**

- The Vote Counting Committee is nominated by the Chairman and approved by the AGM.
- Responsibilities:
  - + *Implement election regulations.*
  - + *Introduce and distribute ballots; guide shareholders in voting.*
  - + *Count votes and announce election results.*
  - + *Members of the Vote Counting Committee cannot be candidates for BOD members, Term 2025 - 2030.*

## **IX. Election method**

- Voting follows Clause 3, Article 148 of Law on Enterprises No. 59/2020/QH14.

- Accordingly, each delegate has total voting rights = **(Total shares owned and/or owned representatives multiplied by (x) by elected BOD members)**
- Delegates have the right to give all their votes to one or several candidates.
- Principles of vote accumulation: according to the guidance in the Annex (attached) to this Regulation.

## **X. Ballot papers**

### **1. Ballot Contents**

- Contains shareholder details and the Company's seal.
- Each delegate will be given one (01) vote to vote for BOD member for term 2025-2030. Delegates, when they are given ballots, must re-check the information written on the ballots, if there are any errors, they must immediately notify the Vote Counting Committee.

### **2. How to Fill out Ballot**

- Each delegate is given one (01) ballot. The method of recording votes is specifically guided as follows:
  - + *Each shareholder selects a candidate by writing his/her voting rights for each candidate he chooses so that total number of voting rights for all candidates chosen by the shareholder is equal to or less than total number of voting rights of shareholders. Shareholders can vote for 01 candidate or divide it among some candidates on the voting list.*
  - + *In case a shareholder wishes to divide a different number of voting rights for each candidate, the shareholder shall write the specific number of voting rights in the box "Number of voting rights" corresponding to each candidate.*
  - + *If shareholders do not vote for members on the election list, the column "Number of voting rights" will be blank and this vote shall be considered as a blank vote.*

### **3. Valid and invalid ballots**

- Valid ballot papers: are ballots according to the printed form with the Company's hanging seal issued by the organizers, not erased, scraped, or written with any additional content other than the provisions for the ballot; must have signatures, clearly stating the full names of the attending delegates.
- The following votes will be considered invalid:
  - + *Add other content to the ballot.*
  - + *Write the content on the ballot in pencil.*
  - + *Cross out the names of the candidates.*
  - + *The ballot is not according to the pre-printed form issued by the organizer, the ballot does not have the company's hanging seal, or has been erased, scraped, or written with other content other than the regulations for the ballot.*



- + *The ballot papers with the names of people outside the list of nominees and candidates have been approved by the AGM.*
- + *The vote has a total number of votes for the candidates of shareholders and/or representatives greater than the total number of votes allowed to vote.*
- + *There are no signatures of delegates (shareholders) attending.*

#### **4. Voting and Vote Counting**

- In case of errors, shareholders can contact the Vote Counting Committee to apply for a new ballot paper and must return the old ballot to the Head of the Vote Counting Committee (before putting it in the ballot box).
- The vote counting committee is responsible for making a record of vote counting, announcing the results and working with the presiding judge to settle questions and complaints of shareholders (if any).
- Ballot papers after counting will be stored according to regulations.

#### **5. Election Principles** *(As per Clause 3, Article 148 of the Law on Enterprises)*

- Candidates are selected based on vote count, from highest to lowest, until all seats are filled.
- In case there are two (02) or more candidates with the same highest number of votes, a re-election will be conducted among the candidates with the same highest number of votes, the winner is the person with the higher number of votes and ensures the voting rate as prescribed by law, election regulations.

#### **X. Enforcement effect**

This regulation takes effect immediately upon approval of the 2025 AGM.

It remains in effect until the conclusion of the 2025 AGM of Construction Joint Stock Company 47.

The above is regulation on nomination, candidacy and election of the BOD Members for term 2025 – 2030 at the 2025 AGM of Construction Joint Stock Company 47.

Respectfully submit to the AGM for consideration and approval.

Yours truly./.

#### **Recipient:**

- Shareholders;
- Company's Website;
- Filing: BOB.

**ONE BEHALF OF THE BOARD  
CHAIRMAN**



Phạm Nam Phong

**GUIDANCE ON THE PRINCIPLE OF ACCUMULATING VOTES  
AT THE 2025 ANNUAL GENERAL MEETING OF SHAREHOLDERS**  
(Attached is the Regulation on nomination, candidacy and election of BOD Member  
Construction Joint Stock Company 47 for term 2025-2030)

**1. Principles of voting**

Pursuant to Clause 3, Article 148 of the Law on Enterprises: "The voting for the election of BOD members must be carried out according to the **"method of accumulating votes"**, whereby each delegate has *total number of voting rights corresponding to total number of shares owned by multiplying the number of elected members of the BOD (approved by the AGM)* and delegates have the right to accumulate all or part of total voting rights of the for one or several candidates."

**Example:**

Suppose the AGM votes to elect 06 members of the BOD out of total of 07 candidates. Shareholder **Nguyen Van A** has total of 2,000 shares (*including ownership and authorized representation*) of **2,000** voting shares. At that time, total number of voting rights of Nguyen Van A shareholder is:  $(2,000 \times 6) = 12,000$  voting rights.

Method of accumulating votes is illustrated in the following table:

Project	Candidates for election of members of the BOD for term 2025-2030							Notes
	UV.1	UV.2	UV.3	UV.4	UV.5	UV.6	UV.7	
<b>Op.1</b>	12.000 Voting Rights							All for 01 Candidate
<b>Op.2</b>	2.000 Voting Rights	2.000 Voting Rights		2.000 Voting Rights	2.000 Voting Rights	2.000 Voting Rights	2.000 Voting Rights	Divided equally among Candidates who want to vote
<b>Op.3</b>	1.000 Voting Rights	3.000 Voting Rights	2.000 Voting Rights	2.000 Voting Rights	2.000 Voting Rights	2.000 Voting Rights		The number of voting rights is different for each candidate who wants to vote
<b>Op.4</b>	1.714,29 Voting Rights	1.714,29 Voting Rights	1.714,29 Voting Rights	1.714,29 Voting Rights	1.714,29 Voting Rights	1.714,29 Voting Rights	1.714,29 Voting Rights	Split equally among all Applicants
<b>Op.5</b>								White ballot (no vote for any Candidate)

Shareholder **Nguyen Van A** can vote by the following methods:

- Put all **12,000** voting rights for 1 candidate for Member of the BOD (according to **Op1**);
- Equally divide **12,000** voting rights to the candidates they want to vote for (according to **Op2**);
- Divide **12,000** votes among candidates who want to vote with different numbers of votes, so that total number of votes does not exceed **12,000** votes (according to **Op.3**);



- Equally divide **12,000** voting rights to all candidates for Members of the BOD (according to **Op.4**);
  - Shareholders may also not vote for any candidate (according to **Op.5**, the shareholder leaves it vacant).
2. **Note: Vote for members of the BOD for term 2025-2030 of shareholder Nguyen Van A will be invalid in the following cases:**
- *The ballot is not according to the form prescribed by the Company, there is no hanging seal of the Company.*
  - *Total voting rights for those candidates of shareholder Nguyen Van A exceeded the number of 12,000 voting rights >12,000 votes)*
  - *Other cases specified in the Election Regulation.*
3. **Form of Election of Members of the BOD for term 2025-2030.**



**ANNUAL GENERAL MEETING OF SHAREHOLDERS 2025  
CONSTRUCTION JOINT STOCK COMPANY 47**

**Hose: C47**

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**SAMPLE**

**BALLOT PAPERS  
BOARD MEMBERS  
CONSTRUCTION JOINT STOCK COMPANY 47  
TERM 2025 - 2030**

Shareholder ID: .....

Shareholder Name: .....

Number of shares owned/represented	Total voting rights = Shares owned/represented x number of elected BOD Members

*Number of elected members of the BOD: 06 people*

No.	Candidate's full name	Number of voting rights (*)
1	Candidate 1	
2	Candidate 2	

3	Candidate 3	
4	Candidate 4	
5	Candidate 5	
6	Candidate 6	
7	Candidate 7	

*(\*) Shareholders fill in number of votes of confidence for each candidate they trust so that total number of votes for candidates must be equal to or less than total number of votes of each shareholder/shareholder representative or all voting rights can be given to 01 candidate according to the principle of **votes** accumulated.*

*Quy Nhon, April 23, 2025*

**Signature of the Shareholder  
(or an authorized representative)**  
*(Signed, clearly stating full name)*





CONSTRUCTION JOINT  
STOCK COMPANY 47

SOCIALIST REPUBLIC OF VIETNAM  
Independence - Freedom - Happiness

No. 02/2025/BC-HĐQT

Quy Nhon, April 1, 2025

**Draft**

**REPORT ON**  
**Performance Result of the Board 2024,**  
**Review of 5-Year Period 2020 - 2024 and Operation Plan for 2025**

To: General Meeting of Shareholders of Construction Joint Stock Company 47

*Pursuant to the Law on Enterprises No. 59/2020/QH14 dated 17/06/2020;*

*Pursuant to the Law on Securities No. 54/2019/QH14 dated 26/11/2019;*

*Pursuant to the Charter of Construction Joint Stock Company 47;*

The Board of Directors (“**Board**”) reports to the 2025 Annual General Meeting of Shareholders (AGM) on the 2024 Performance Results of the Board, Review of 5-Year Period 2020-2024 and the 2025 Operation Plan, as follows:

**PART I:**

**REPORT ON THE OPERATION EVALUATION OF THE BOARD 2024.**

**1. Board of Directors**

The Board of Construction Joint Stock Company 47 (“**C47**”) for term 2020-2025 consists of 08 Members, in 2024 the Members of the Board ensure stable operation, as follows:

No.	Members	Title
1	Pham Nam Phong	Chairman of the Board (Non-Executive)
2	Le Dong Lam	Vice Chairman of the Board (Non-Executive)
3	Le Trung Nam	Member of the Board (Independent Member)
4	Duong Minh Quang	Member of the Board (Executive)
5	Vo Trong Hieu	Member of the Board (Non-Executive)
6	Ta Nam Binh	Member of the Board (Independent Member)
7	Nguyen Huu Hai	Member of the Board (Executive)
8	Bui Van Tuynh	Member of the Board (Independent Member)



## 2. Audit Committee

The Audit Committee (“AC”) belongs to the Board, performs the function of internal audit of all aspects of the Company’s activities under the request of the Board, the operating regulations of the AC, the Company’s Charter and the provisions of law, with the following members:

No.	Member	Title
1	Le Trung Nam	Independent Member of the Board - Chairman
2	Bui Van Tuynh	Independent Member of the Board - Member

## 3. Activities of the Board

### a. Board Meetings

In 2024, the Board has held 129 meetings (*including face-to-face and online meetings*) to review and approve the contents under its jurisdiction, and issued 129 Resolutions to resolve issues under the jurisdiction of the Board in accordance with the Company’s Charter and the provisions of the Law.

No.	Members of Board	Duty (Independent Member, Non-Executive Member)	Number of Meetings Attended	Prop. Meeting Attended	Absence’s reason
1	Pham Nam Phong	Chairman	129/129	100%	
2	Le Dong Lam	Vice Chairman	120/129	93,0%	<i>Business trip</i>
3	Le Trung Nam	Independent Member	128/129	99,2%	<i>Business trip</i>
4	Duong Minh Quang	Executive Member	129/129	100%	
5	Ta Nam Binh	Independent Member	122/129	94,5%	<i>Business trip</i>
6	Vo Trong Hieu	Non-Executive Member	110/129	85,2%	<i>Business trip</i>
7	Nguyen Huu Hai	Executive Member	126/129	97,6%	<i>Business trip</i>
8	Bui Van Tuynh	Independent Member	124/129	96,1%	<i>Business trip</i>

### b. Resolutions/Decisions of the Board

In 2024, the Board has approved and issued 129 resolutions related to corporate governance under the jurisdiction of the Board. All Resolutions approved and promulgated by the Board are unanimous and highly agreed by the members of the Board on the basis of the Report of the General Director or the Chairman of the Board according to their competence, in

accordance with the Charter, the Regulation on internal governance of the company and the provisions of law.

*(The list of Resolutions in the 2024 Governance Report is disclosed in accordance with the law, has been posted on the Company's Website in the **Shareholder Relations Section**, please visit and view details).*

### **c. Activities of the Board in 2024**

In 2024, with the overall background of the economy still facing difficulties after the Covid-19 Pandemic, the CPI in the market is unstable (*especially material prices such as iron and steel, cement, gasoline*), finance and bank credit are strictly tightening, the disbursement and payment of outstanding debts from the Clients for projects and works are outstanding private capital, the payment for variation quantities of some projects has not been timely done, that affecting the cash flow for production plan. However, the Board has directed the Executive Board to always closely follow the actual situation, production conditions, balance resources, focus on acceptance, payment and return of the capital in order to flexibly and promptly meet the Company's production activities timely, ensure the construction progress and quality of projects, especially key projects such as: Hoa Binh Hydropower Expansion Project (Hoa Binh Province); Nam Phak Hydropower Project (Lao PDR); Ka Zam Reservoir Project (Lam Dong Province), etc. and several projects have been completed on schedule, ensuring quality and handed over to the Clients such as: Phu Phong Dam Project (Binh Dinh province) (*3 months ahead of the projected schedule and highly appreciated by the Prime Minister at the Opening Ceremony dated March 22, 2025*); Tan An – Dap Da Irrigation Project; Becamex VSIP IDZ Project (Binh Dinh Province); Hoa Phat Dung Quat II Steel Processing Complex Project (Quang Ngai province) was handed over on schedule;

- In 2024, the Board has approved and issued 129 resolutions in accordance with the competence and provisions of the Charter and law on the following main issues and contents:

- Directing the execution of resolutions of the Board/ resolutions of the AGM and supervising the execution of resolutions in the Company's business activities.

- Direct the Executive Board to continue to carry out staffing plan, arrange the management and executive apparatus, and the Steering Committee of project sites in the direction of streamlining and efficiency in accordance with the company's production conditions and characteristics each stage.

- In order to improve operational efficiency, in 2024, the Board has directed the AC to develop plan and conduct internal audits of the activities of production units in construction projects and subsidiaries of the Company in a timely and effective manner.

- Direct the Executive Board to complete the contracting mechanism, the AC, the Internal Audit (IA) Unit, the Cost and Contract Control Board (CCCB) to actively control the cost according to the target (EBIT) for production units, continue to evaluate and improve the



method of cost contracting, construction volume to the project sites, contracting costs, construction unit prices and assigning management personnel to affiliated units. In order to improve the efficiency of the company's business activities.

- In 2024, the Board has focused on directing the Company's Executive Board to be active in bidding and awarding new projects, C47 and PECC3 is a Consortium Member signed the **EPC Contract - Nam Neun 1 Hydropower Project in Lao PDR**, with Contract Value of **184,999,999 USD** equivalent to about **4,500 billion VND** and the State budget capital projects in Vietnam signed by C47 with the Clients for construction such as: Suoi Cai Reservoir Project in Phu Yen province, with C47's amount portion of **121.4 billion VND**; Ke Go Reservoir Project, with C47's amount portion of **164.7 billion VND**, Bac Ai Pumped Storage Hydropower Project, with C47's amount portion of **359.5 billion VND**. Currently, C47 is promoting participation in bidding for other projects domestically to ensure the works and business activities for 2025 and the coming years.

- Regarding business results in 2024, according to the Company's 2024 consolidated financial statements (FS) audited and disclosed on March 28, 2025, the Company's total revenue in 2024 is: **985.25 billion VND**, down **1.558%** compared to 2023 (*in 2023, total revenue is 1,000.85 billion VND*), reaching **98.52%** of the year plan compared to the Resolution of the 2024 AGM. (*Resolution of the AGM in 2024, total revenue plan is 1,000 billion VND*), profits after tax in 2024 is **3.75 billion VND**, only **15%** compared to the Resolution of the 2024 AGM (*after-tax profit plan according to the Resolution of the AGM in 2024 is 25.0 billion VND*).

- In 2024, the profit plan did not meet the plan, the main reason is that the Company has set aside **18.87 billion VND** for bad debts, thereby reducing the profit after tax target and affecting the implementation of the Company's profit plan according to the Resolution of the AGM in 2024.

Regarding the Hotel – Tourism – Travel Services business in 2024, the domestic and global economic situation is still difficult, tourists tighten their spending when traveling, the hotel industry system in Quy Nhon also adjusts to reduce the price of accommodation rooms, including Seagull Hotel and Hai Au Bien Cuong Hotel of C47 in order to flexibly adapt to the market from time to time and stabilize business results in 2024: Revenue will reach VND 111 billion VND/ 116 billion VND as planned, reaching 95.3% of the year plan.

With the above results, the Board has directed the Executive Board to plan and summarize, evaluate the effectiveness of internal production management for each project and each specific work until the end of **December 31, 2024** and report to the Board for consideration, evaluation and determination of causes, at the same time, propose specific solutions in the management and organization of construction, strengthen the activities of the AC on internal audit, and the operation of the CCCB, exploit and maximize the capacity of plants, equipment, improve construction organization measures to improve the Company's production efficiency, and at the same time pay attention to legal documents, acceptance and payment, capital return with the Clients, solve the outstanding issues for the Clients who still owes the Company, continue to bid for new projects with advantages in construction conditions and costs, especially to maximize the exploitation of the hospitality service sector (Seagull

Hotel and Hai Au Bien Cuong Hotel) to increase revenue, reduce costs, increase production efficiency and maximize profits for the company to ensure benefits for shareholders and the survival at the Company.

(Main indicators of the audited consolidated financial statements in 2024 compared to 2023 as follows).

Unit: VND

No.	Indicators	In 2024	Year 2023
<b>I</b>	<b>Total Revenue</b>	<b>985.255.448.949</b>	<b>1.000.850.277.204</b>
1	Net sales	943.790.939.631	986.064.220.977
2	Financial revenue	23.252.923.853	231.083.715
3	Other income	18.211.585.465	14.554.972.512
<b>II</b>	<b>Total Expense</b>	<b>975.158.640.182</b>	<b>981.876.574.353</b>
1	Cost of goods sold	859.945.260.933	877.879.923.422
2	Financial Costs	63.918.547.802	69.098.406.076
3	Cost of sales	0	0
4	Business Management expenses	41.898.983.224	26.667.258.604
5	Other expenses	9.395.848.223	8.230.986.251
<b>III</b>	<b>Profit before Tax</b>	<b>10.096.808.767</b>	<b>18.973.702.851</b>
<b>IV</b>	<b>Profit after Tax</b>	<b>3.750.424.773</b>	<b>14.749.936.712</b>

(Detailed data is shown on the Audited Separate FS and Consolidated FS for 2024 and published on 28/03/2025 and posted on Website. <https://www.xaydung47.vn> (shareholder relations section).

- Regarding the independent audit of the 2024 FS: Exception Audit Opinions (in Section 5 of this Report)
- Regarding the offering of up to 30,000,000 shares to increase charter capital according to the plan in Report No.07/2024/TTr-HDQT approved by the 2024 AGM on April 28, 2024, however, so far it has not been implemented for reason that C47 is having an exception audit opinion for the dossier, legal procedures have not been implemented in accordance with the law.

#### **d. Board's monitoring activities to the Executive Board**

The Board has directed and supervised the Executive Board and the managers in strictly complying with the provisions of the Law related to corporate governance and performing the Company's business tasks.



The Board has 02 members of the Executive Board (including the General Director is the legal representative and 01 Standing Deputy General Director). At the meetings of the Board, the General Director reported on the leadership of the implementation of business tasks as planned, the execution of the Resolution of the 2024 AGM, the Resolutions of the Board. The Executive Board proposes the contents of production administration and submits to the Board for consideration and approval, solving problems in production management and administration. In addition, some members of the Board also directly monitor and direct the Executive Boards and the Board's Subcommittees such as the AC, the CCCB, the Salary and Remunerative Subcommittee, the Investor Relations Subcommittee, and the Investment Subcommittee. Therefore, all activities of the Board are closely and seriously monitored to ensure operation in accordance with the law, the Company's Charter, the Resolution of the AGM and the Company's Financial Regulations, etc.

Direct and supervise the use, management and investment of assets; supervise the implementation of Resolutions and Decisions of the Board.

The inspection and supervision of the Board are within their competence, do not obstruct or overlap the management of the General Director and the Executive Board. Through inspection and supervision, the Board has promptly grasped the operation situation and results of the implementation of the Company's business plan, and has timely directions to ensure effective business activities, limiting errors and risks in corporate governance.

In 2024, the General Director and the Board have been proactive in proposing the training, innovation, and arrangement of key staffs, and affiliated units at the construction sites in order to streamline human resources and improve management efficiency, at the same time, well implement policies, improve working and living conditions and welfare regimes for employees.

#### **4. Activities of the Board's Subcommittees**

##### **4.1. Audit Committee ("AC")**

In 2024, the AC has well performed its functions, tasks and powers in accordance with the provisions of Law, Charter and Operation Regulation of the Audit Committee, as follows:

- 04 meetings were held with the full participation of members. Members attending the meeting discussed and agreed with the voting results in favor of 100% of issues in the meetings, as follows:

- + *Approved the work plan of the Audit Committee;*
- + *Approved internal audit issues;*
- + *Approved the internal audit plan and program in 2024;*
- + *Approved the internal audit plan for 2025.*

- Supervise the truthfulness and objectivity of data in the Company's quarterly/annual FS for 2024, supervise the implementation of information disclosure in accordance with the provisions of Law, internal governance regulations and the company's charter;

- Properly implement the internal audit plan for the first 6 months of the year and the last 6 months of 2024 for each specific project and production unit according to the internal audit regulations and submit it to the Board for approval and organize the implementation according to the plan. The AC has directed the IA Unit to perform the audit well internal for affiliated production units, namely: ***Hoa Binh HPP; Nam Phak HPP; Phu Phong Project;***



***Hai Au Hotels; Laboratory; Van Phong Hydropower JS Company; Tan An – Dap Da Project; Kazam Project; Cat Tien Diem Van Project; Phuoc An Enterprise.***

- In the course of operation, the AC shall receive all comments, reflections and complaints from employees and managers at all levels in the company (if any) about all violations and shortcomings in the management and administration of production, risk management in the company's operation for any individual in accordance with law, operating regulations and the Company's charter;

- Review of accounting books and other documents of the company, management work; the administration of the company's activities according to the Resolutions, Decisions and directions of the Board.

- Examining the reasonableness, legality, honesty and safety level in the management and administration of business activities; in accounting, making financial statements. Appraisal of the company's quarterly business reports and FS in 2024 in accordance with the law.

- Review transactions with insiders and related persons of insiders under the jurisdiction of the Board; authority of the AGM and make recommendations on transactions that require the approval of the Board or the AGM in accordance with the provisions of law, internal governance regulations and the Company's Charter;

- Promptly detect and propose solutions to the Board to prevent all risks that may affect the company's business activities. Prevent misconduct that may or has been committed, may or has caused damage to the company's operations in order to ensure the interests of shareholders, investors and the Company.

- The AC has made a proposal to submit to the Board for consideration and decision, amendment and supplementation of the Financial Regulation, internal management processes and regulations, etc., in order to improve and complete the internal management system in order to strengthen the legal corridor, asset management measures, increase the efficiency of the Company's governance, investment, production and business activities.

#### ***4.2. Investor Relations Subcommittee***

The Investor Relations Subcommittee was established on August 26, 2021 under Resolution No.118/2021/NQ-HDQT of the Board, in 2024 the Subcommittee has helped the Board to contact, relate and exchange information with Shareholders and investors in a timely manner so that shareholders and investors can promptly grasp the company's business situation, to participate in investing in C47's shares.

#### ***4.3. Salary and Remunerative Subcommittee***

In 2024, the Salary and Remunerative Subcommittee has well performed the following functions and tasks:

- Propose and advise the Board on policies on attracting human resources to meet the company's production requirements in each period.

- Advising, developing and completing the Regulation on payment of salaries and bonuses of the Company and submitting it to the Board for approval.



- Organize the management of the implementation of the Regulation on salaries and bonuses KPI throughout the Company in accordance with business results and the level of completion of the production plan in 2024.

#### **4.4. Investment Subcommittee**

The Investment Subcommittee was established on January 14, 2022 in accordance with Resolution No.14/2022/NQ-HDQT of the Board, in 2024 the Subcommittee has well performed the assigned functions and tasks: Advising the Board on strategic planning of investment, market access research, etc., looking for investment opportunities in new projects such as: **Nam Neun 1 Hydropower Project** (Lao PDR); **Suoi Cai Reservoir Project** (Phu Yen province), **Ke Go Reservoir Project** (Ha Tinh province); **Bac Ai Pumped Storage Hydropower Project** (Ninh Thuan province) and other projects are in the process of being promoted, etc. and propose reasonable investment solutions to ensure in accordance with the provisions of law and the company's charter on the principles of safety, efficiency, preservation and capital development, ensuring the interests of shareholders and the company.

#### **4.5 Expert Team and CCCB**

##### **4.5.1. Expert Team:**

- The expert team of the Board is advocated to be established under the Resolution No.25/2023/NQ-HDQT dated February 17, 2023 of the Board to advise the Board in the work of planning medium and long-term plans.

- To study and apply financial instruments, mobilize capital, and create resources for enterprise development.

##### **4.5.2. Cost and Contract Control Board (CCCB):**

- The CCCB of the Board was established under Resolution No.46/2023/NQ-HDQT dated April 22, 2023 of the Board to advise and assist the Board in performing its functions and tasks according to the Regulation on Organization and Operation approved by the Board in order to improve the effectiveness of governance and production efficiency to meet the requirements, tasks of the AGM and requirements on the governance of the Board to ensure the harmony of interests of the Company, Shareholders and employees.

- In 2024, the Board shall inspect and evaluate the effectiveness of cost management for each production unit and each work project to report to the Board for consideration and decision according to the assigned functions, tasks and powers, specifically:

+ *Inspect and evaluate the current status of cost management at each project;*

+ *Inspect and evaluate the process of contract performance with the Investors/Clients at each project;*

+ *Inspect and evaluate the implementation of resolutions approved by the Board related to cost management at Units/Departments, Site Steering Committee, Executive Board, etc.*

- Through the inspection and control of the CCCB, it has reported and proposed to the Board the current situation of cost management of production units for the Board to consider and direct the Executive Board to take measures to overcome the shortcomings in



the management and administration of production, well implement the Resolution of the Board to improve the efficiency of the Company's business activities in 2024.

## **5. Coordination of activities between AC for activities of the Board, the Executive Board, shareholders and other managers.**

### **5.1. Internal audit:**

- The AC has supervised the Board, the Executive Board and shareholders in accordance with the functions, tasks and competence in accordance with the law and the Company's Charter. Organize the good implementation of internal audit in 2024 as planned, as follows:

+ Internal audit of units: *Hoa Binh HPP; Nam Phak HPP; Phu Phong Project; Hai Au Hotels; Laboratory; Van Phong Hydropower JS Company. Tan An – Dap Da Project; Kazam Project; Cat Tien Diem Van Project; Phuoc An Enterprise.*

- The Audit Committee is invited to attend extraordinary or expanded meetings of the Board and the Executive Board to participate in opinions according to the functions and tasks of the Audit Committee.

- In the process of supervising and performing audit tasks, the Audit Committee has sent written conclusions and recommendations to the Board for consideration and decision and directed the Executive Board to promptly solve shortcomings and problems in management and production organization in order to improve the Company's business efficiency.

### **5.2. Independent audit of the 2024 financial statements:**

- On 06/06/2024, the Board approved Resolution No. 48/2024/NQ-HDQT on approving the selection of **UHY Auditing and Consulting Co., Ltd.**, Address 5th Floor, Building B2, Roman Plaza, Nam Tu Liem District, Hanoi City as the independent auditor to review the Semi-annual FS and Audit the 2024 FS of C47 according to the valid authorization in Resolution No.01/2024/NQ-DHDCD dated April 28, 2024 of the 2024 AGM to ensure compliance with the provisions of law and timely information disclosure.

- The separate and consolidated FS for the fiscal year ended 31/12/2024 are independently audited by **UHY Auditing and Consulting Co., Ltd.** which has an exception audit opinion and is disclosed on 28/3/2025, as follows:

#### **\* Basis of exception audit opinion:**

- As of 31/12/2024, the Company is monitoring the receivables under Contract No.1382/2015/HD-VSH-CC47 dated 14/10/2015 for Vinh Son - Song Dinh Hydropower Joint Stock Company (VSH) with amount of 15,607,324,620 VND. On 08/07/2024, the first-instance trial panel decided to "Compel the defendant VSH to pay to C47 for total outstanding amount under Contract No.1382/2015/HD-VSH-CC47 dated 14/10/2015 and its amendments of 19,206,813,640 VND, of which, principal value: 15,184,549,985 VND; interest is 4,022,263,640 VND.

- On July 20, 2024, VSH sent an appeal letter and on October 25, 2024, the People's Court of Quy Nhon City, Binh Dinh Province issued a notice of acceptance of the appeal. On March 14, 2025, the People's Court of Binh Dinh province decided to bring the case to appellate trial. Up to the time of making this report, two parties are still in the process of resolving the dispute over the above debt. Due to the impact of the dispute, we do not have sufficient grounds to determine the recoverability, as well as the reserve value (if any) for the above debt and



other effects (if any) on the Company's Separate FS for the fiscal year ended December 31, 2024.

- **Exception audit opinion:**

*Except for the effect of the issue mentioned in the paragraph "Basis for Exception Audit Opinions", the separate and consolidated FS have faithfully and reasonably reflected the company's separate and consolidated financial position as at December 31, 2024, as well as the business results and the separate and consolidated cash flows for the fiscal year ended on the same day, in accordance with Vietnamese accounting standards and the accounting regime of Vietnamese enterprises.*

**Events that arise after FY 2024:**

+ On 08/07/2024, the People's Court of Quy Nhon city, Binh Dinh province issued the first-instance judgment No. **41/2024/KDTM-ST** and issued a decision to request VSH to pay amount of **19,206,813,640 VND** and the late payment interest amount of 4,022,263,640 VND. On July 20, 2024, VSH sent an appeal letter to the People's Court of Quy Nhon City, Binh Dinh province to reconsider the case according to the appellate procedure. On October 25, 2024, the People's Court of Quy Nhon City, Binh Dinh Province has issued a notice of acceptance for appellate trial. On **March 14, 2025**, the People's Court of Binh Dinh province decided to bring the case to appellate trial.

+ On 23/01/2025, the **International Arbitration Center (VIAC)** - Ho Chi Minh City Branch issued the Arbitral Award in the dispute No. 23/24HCM between C47 as the plaintiff and VSH as the defendant, in which the Arbitral Tribunal agreed that, VSH is obliged to pay amount of **31,244,526,249 VND** to C47 (including 20,336,880,378 VND for outstanding principal, 9,939,797,976 VND for outstanding interest, 467,847,895 VND for arbitration fees and 500,000,000 VND for legal costs), the payment deadline is within 30 days from the date of the award. At the time of issuance of this separate FS, C47 has not collected the amount according to the above judgment from VSH and C47 is continuing to carry out legal procedures with the local judgment enforcement agency related to the enforcement of the above judgment.

## **6. Investor Relations Activities**

- On August 26, 2021, the Board issued Resolution No.118/2021/NQ-HDQT on the establishment of the Investor Relations Subcommittee consisting of 3 members, in the process of operation, the Subcommittee has helped the Board transmit information to Shareholders and investors in a timely manner so that shareholders and investors can grasp the business situation of the company.

- The Company's Board is always looking for new investment opportunities through direct and indirect working sessions with investors and partners to expand the market for the company's business activities.

Financial information and other information about the Company's business activities are fully and promptly disclosed on the Company's website at <http://www.xaydung47.vn> address and on the website of the State Securities Commission, HoSE in accordance with the provisions of law.

## II. BOARD'S EVALUATION TO THE COMPANY'S PERFORMANCE

### 1. Construction and Installation Contracts

Construction and installation activities of projects in 2024 are very stressful, especially key projects such as: Hoa Binh HPP (Hoa Binh province); Nam Phak HPP (Laos), however, the Board has promptly issued Resolutions directing the Executive Board to propose measures to effectively organize construction to meet the construction progress and quality at these projects and complete the handover of the projects on schedule: Phu Phong Dam, Tan An – Dap Da Project (Binh Dinh province), Hoa Phat Dung Quat II Iron and Steel Processing Complex Project in Quang Ngai province are constantly improving the Company's position.

In 2024, C47 has significantly innovated in job search, expanded market with consortium member to sign **EPC contract - Nam Neun 1 Hydropower Project in Lao PDR**, contract value is **184,999,999 USD** equivalent to **4,500 billion VND** (C47 is leading member of consortium) and other projects in the State budget capital such as: **Suoi Cai Reservoir Project** (Phu Yen province), C47's portion of **121.4 billion VND**; **Ke Go Reservoir Project**, C47's portion of **164.7 billion VND** and recently C47 has been trusted by the EVN and the Employer's Representative signed the Contract for works of **Bac Ai Pumped Storage Hydropower Project for Stage 2** (Ninh Thuan province) with C47's portion of **359.5 billion VND** and especially in this project, C47 was honored to be the only unit assigned by the Employer for construction of the Project's Stage 1 - Discharge Gate Clusters. With its prestige and capacity, C47 is currently promoting negotiations and signing contracts for other domestic and oversea projects, in order to ensure work and business activities for 2025 and the following years to expand market share and business efficiency of the enterprise to ensure the interests of shareholders and investors.

### 2. Hospitality Sector

In 2024, the domestic economy is still difficult, the Company's revenue in Hotels - Restaurants and Travel tourism in 2024 will also be affected compared to 2023, the tourism business is fiercely competitive, hotels and restaurants in the same industry are constantly developing according to market demand. However, with flexible management and management solutions in production operation, the company's service provision field still operates effectively compared to other enterprises in the same industry in the region.

Currently, the Board has directed the Executive Board to synchronously implement solutions to constantly improve service value, serve customers well to expand market share and improve the Company's production efficiency in the field of Hotels in 2025 and the coming years.

### 3. Remuneration, operating expenses of the Board, salary of the Executive Board, Internal audit department.



### 3.1. Remuneration of the Board.

+ The Remuneration plan of the Board approved by the 2024 AGM is = (5% x profit after tax of the audited FS) but not lower than total min. remuneration for each position in the Board on monthly basis, as follows:

- + Chairman of the Board: 18,000,000 VND/month
- + Vice Chairman of the Board: 16,000,000 VND/month
- + Members of the Board: 8,000,000 VND/month

- **Minimum remuneration of the Board in 2024** (according to the Resolution of the 2024 AGM)

No.	Full name	Title	Min. remuneration (VND/month)	Number of Months	Total Min. Remuneration of the Board 2024 (VND)
1	Pham Nam Phong	Chairman	18.000.000	12	216.000.000
2	Le Dong Lam	Vice Chairman	16.000.000	12	192.000.000
3	Le Trung Nam	Member	8.000.000	12	96.000.000
4	Duong Minh Quang	Member	8.000.000	12	96.000.000
5	Nguyen Huu Hai	Member	8.000.000	12	96.000.000
6	Ta Nam Binh	Member	8.000.000	12	96.000.000
7	Vo Trong Hieu	Member	8.000.000	12	96.000.000
8	Bui Van Tuynh	Member	8.000.000	12	96.000.000
	<b>Total 2024</b>				<b>984.000.000</b>

### 3.2. Other Operating Expenses of the Board:

No.	Content	Amount (VND)	Notes
1	Operating expenses of the Board	1.159.664.278	<i>Travel expenses, meals, etc. and other related expenses according to financial regulations.</i>
2	Salary expenses of the Units/Subcommittees of the Board (CCCB; IA Unit; Secretary of the Board).	1.403.156.319	<i>Includes salary deductions</i>
3	Working Remuneration (each working time) of the Board's non-	282.500.000	<i>Unpaid</i>

	executive member as assigned by the Board/the Chairman to serve the Company's activities in accordance with financial regulations.		
	<b>TOTAL</b>	<b>2.845.320.597</b>	

- **Total actual expenses (2.1 + 2.2) = (Min. remuneration of the Board + Other operating expenses) = (984,000,000 VND + 2,845,320,597 VND) = 3,829,320,597 VND.**

Thus, compared to the Resolution of the 2024 AGM, the operating expenses of the Board for 2024 (including min. remuneration) in line with 2024 account for the actual rate of **0.39%** of total revenue according to the audited 2024 FS, which is less than **0.5%** approved by the Resolution of the 2024 AGM plan.

### 3.3. Executive Salary

No.	Full name	Title	Salary in 2024 (VND)	Notes
1	Duong Minh Quang	General Director	881.773.836	
2	Nguyen Huu Hai	Deputy General Director	690.256.011	
3	Cao Thanh Tuan	Deputy General Director	556.685.208	
4	Tran Duc Duong	Deputy General Director	558.843.110	
5	Nguyen Thanh Hai	Deputy General Director	514.259.780	
	<b>TOTAL</b>		<b>3.201.817.945</b>	

*(Sources of separate FS and consolidated FS in 2024 are audited).*

### 3.4. Internal Audit Salary

No.	Full name	Title	Salary in 2024 (VND)	Notes
1	Luong Dang Hao	Principal Auditor	291.631.000	IA Department

*(Sources of separate FS and consolidated FS in 2024 are audited).*

## III. BOARD'S EVALUATION ON THE EXECUTIVE BOARD

- In 2024, the Executive Board consists of 05 people, of which the General Director is a Member of the Board, 01 Permanent Deputy General Director is a Member of the Board and 03 Deputy General Directors. The Executive Board has assigned specific responsibilities to each Member reasonably, in accordance with the Company's business conditions and maximized the management and leadership capacity of members of the Executive Board.

- In the course of operation, the Executive Board has well promoted its role of responsibility, initiative and efforts to implement the direction of the Board in order to



implement the targets of production and business activities approved by the AGM, always showing a sense of responsibility, overcoming all difficulties to run the Company, actively in management, administration, and job search to stabilize and develop production for the Company.

- The Executive Board has closely followed the resolutions of the Board, the internal governance regulations to implement the policies of the Board, strictly implement the assignment, decentralization, assigned authority, and administer all activities of the Company to complete the set plan. The General Director and Standing Deputy General Director are members of the Board of the Company, so the implementation of the Resolutions of the Board ensures timely production organization.

- The Executive Board has developed a specific plan, regularly inspected and urged the construction progress of projects, organized weekly online briefings throughout the month with production units and functional departments, in order to evaluate and review the implementation of weekly production tasks at units with the participation of the IA Unit, Head of CCCB and the Chairman (if necessary) to promptly rectify shortcomings in the operation of the Company's business activities.

- The assignment of each member on working relationship among the Executive Board, the Audit Committee and the Board is in accordance with the management regulations, the Company's Charter and the provisions of law.

- The Executive Board shall report information in accordance with the provisions of law, promptly, accurately, honestly and objectively.

## PART II MAIN RESULTS IN 2020-2025 TERM.

### 1. Main Results of Term (2020-2025):

No.	Implementation targets	Years					Notes
		2020	2021	2022	2023	2024	
1	Charter capital (billion VND)	170,2	215,2	275,2	363,4	363,4	
2	Total Revenue (billion VND)	1.246,0	919,8	795,0	1.000,8	942,5	
3	Profit after tax (billion VND)	18,3	43,2	15,6	14,63	3,75	<i>2024: C47 set aside VND 18.8 billion</i>
4	Dividend payout percentage (in shares)	5% Source: LNST	10% Source: LNST	10% Source: LNST	Non	Request for opinions of the AGM in Report No. 02/2025/TTr-HQT	<i>In 2023: no dividends as per the Resolution of the 2024 AGM</i>

5	Percentage of bonus shares.	10% Source: VCSH	10% Investment Fund	No	Non	Non	
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(Source: Consolidated FS for the years: 2020; 2021; 2022; 2023; 2024 audited)

## 2. Results (other indicators) implemented in term (2020-2025):

+ The Board has focused on directing the Executive Board to carry out the comprehensive restructuring of the enterprise, restructuring and rearranging personnel, in order to streamline the management and administration apparatus of the enterprise, transform the management model to implement the merger of the Site Management Board, the construction enterprises become the Site Steering Committee, reassign personnel to save personnel costs, improve labor productivity and production efficiency.

+ Review and amend; complete and promulgate regulations in the internal management system of the enterprise: Charter, Internal Management Regulation, Operation Regulation of the Board, Operation Regulation of the Audit Committee, Internal Audit Regulation, Information Disclosure Regulation, Financial Regulation, etc., regulations on cost control and contracts; processes; other regulations on control of production costs of the Company, etc.

+ Apply and organize the implementation of the mechanism of contracting EBIT (internal cost contracting) for each production unit and construction projects to control costs well and improve business efficiency for enterprises.

+ Apply management software technology (*Bravo, Team 365, BIM application software for construction technical management*), train management skills, corporate governance, apply KPI salary as per the work efficiency of **Impact Plan** for each individual and unit in performing production tasks.

+ Successfully issued private convertible bonds to investors worth **60 billion VND** to increase charter capital to ensure the interests of investors and the Company.

+ Distribute dividends in shares in 2020, 2021, 2022 and issue bonus shares to existing shareholders in 2020, 2021 according to the resolution of the AGM and in accordance with the provisions of law to increase charter capital (*at the beginning of the term, the charter capital was 170.2 billion VND, so far the charter capital has increased to 363.4 billion VND*)

+ Job search in the past term, the Board has directed the Executive Board to drastically in the strategy of negotiating and finding jobs, total value of signing construction contracts for projects (C47's part) in the past term is: **8,034 billion VND**, (of which: In 2024 = 4,775.8 billion VND; In 2023 = VND 88.6 billion; In 2022 = VND 1,605.7 billion; In 2021 = 648.5 billion VND; In 2020 = 915.8 billion VND). (Source: Planning Department).

+ Debt collection/lawsuit initiation to ensure the interests of shareholders and the Company:



- The Board has unanimously directed the Executive Board to initiate a lawsuit in the court of Quy Nhon City for the contract No.1382/2015/HDKT-CC47. On 08/07/2024, Quy Nhon City Court conducted a trial of C47 and won the lawsuit. Currently, the People's Court of Binh Dinh province will consider and hear the appeal on March 28, 2025.

- For Contract No.653/2016/HD-VSH-LD, dated 23/01/2025, **International Arbitration Center (VIAC)** - Ho Chi Minh City Branch issued an Arbitral Award stating that C47 had won the lawsuit. VSH is obliged to pay amount of **31,244,526,249 VND** to C47 (including 20,336,880,378 VND in outstanding principal, 9,939,797,976 VND in outstanding interest, 467,847,895 VND in arbitration fees and 500,000,000 VND in legal costs), payment deadline is within 30 days from the date of the award. Up to now, C47 has not been refunded amount under the above judgment by VSH and C47 is continuing to carry out legal procedures with local Judgment Enforcement Authority related to the enforcement of the above award.

### PART III ORIENTATION OF THE BOARD FOR 2025

#### 1. Business Plan, Profit Distribution

After reviewing the implementation situation in 2024, the Board proposes a plan for production, business and profit distribution for 2025 as follows:

No.	Indicators	Unit	Implement 2024	Plan 2025	% Plan 2025/ Executed 2024
1	Total Revenue	Billion VND	985,2	1.500,0	+52,2%
2	Profit after tax	Billion VND	3,75	40,0	+966,6%
3	Min. dividend payout ratio	%	Details in Report No.02/2025/TTr-HDQT submitted to the AGM for consideration and decision.	10%	

#### 2. Performance Plans and Measures for 2025 and the coming time.

##### 2.1. Performance of responsibilities and tasks of the Board

- The Board will fully perform its rights and obligations in accordance with the provisions of law, the Company's Charter, the Internal Governance Regulation, the Operating Regulation of the Board, the Resolution of the AGM, for the benefit of shareholders/investors and the Company.

- Leading and directing the good implementation of Resolutions and Decisions of the AGM, and at the same time approving and promulgating Resolutions and decisions in a timely and principled manner for the General Director and the executive apparatus to implement;

directing more drastically and regularly inspecting and supervising the implementation of Resolutions and decisions of the Board and the AGM.

## ***2.2. Company's Governance***

- Continue to review, amend and supplement regulations on internal governance in accordance with the provisions of law and the Company's activities as a basis for strict governance and administration, limit risks for enterprises, create initiative and responsibility in the administration of the Board.

- Strengthen the supervision and direction of the Executive Board in production and business on a monthly and quarterly basis, striving to meet and exceed the targets approved by the AGM.

- Perform well the internal audit of production units and subsidiaries to improve production efficiency.

## ***2.3. Organization of the apparatus and cadres***

- Continue to structure, review, consolidate and arrange personnel of the executive and management apparatus in the direction of ***"leanness, quality and efficiency"*** to ensure sufficient management and administration capacity according to the quantity and quality to meet the needs of each period, carry out the evaluation of personnel through the Company's goals and action plans (**Impact Plan**), of each unit, department and each individual in the management, administration apparatus and technical and professional staff.

- Training and recruiting officials with practical experience in corporate governance, construction organization, management and administration of works, in bidding, skilled workers in operating plants and equipment to have sufficient human resources for projects when the Company participates in construction;

## ***2.4. Production and Business***

- Direct the Executive Board to well implement the business for 2025 in order to strive to complete and exceed the targets set by the AGM, especially the revenue and profit targets must be put first to improve the value of the business and protect the interests of shareholders and investors.

- Continue to maintain and develop the Company's core business lines and traditional sectors of construction of domestic and international irrigation, hydropower projects such as Lao PDR's market and develop the hospitality sector, for domestic and foreign tourism.

- Continue new works bidding and reasonable investment in plants and equipment according to the production requirements of each project to improve the competitiveness of construction and installation activities in order to expand business market share; focus on improving and coordinating well between units/functional departments/production units in the Company to improve the efficiency of management.

- Improve the quality and efficiency of bidding, costing, supply and use of materials, raw materials and labor effectively, supervise and coordinate the construction of projects to ensure progress, quality, safety and efficiency.



- Strengthen internal audit, control costs, prices and contract EBIT targets to production units in order to manage costs, prevent negativity, maximize savings in input costs to reduce production costs and increase the efficiency of the Company.

### ***2.5. Financial work***

- Direct the Executive Board to proactively work with reputable credit institutions, banks, and partners to provide credit to restructure loans to improve cash flow for production.

- Regularly review the financial situation to balance revenue and expenditure cash flow, be proactive in finance to serve production.

- Direct the Executive Board to take more specific and drastic plans and measures in the acceptance test, settlement and especially debt recovery for the outstanding debts from the project owners that the Company has not yet returned.

### ***2.6. Investment in improving production capacity***

- There is a plan to effectively use existing plants and equipment for effective use of investment capital; continue to review to liquidate old equipment that does not need to be used and exploited ineffectively to improve the Company's business efficiency.

- The orientation of investment in plants and equipment in 2025 and the coming years is in accordance with the characteristics of the production requirements of each project. The investment and liquidation of assets ensure compliance with the provisions of law, internal governance regulations and the Company's Charter.

*Above is the Board's Performance Report in 2024, Review of 5-year period 2020-2024 and Operation orientation for 2025. With 50-year tradition in construction and development and the spirit of solidarity, the Board believes that C47 will overcome difficulties and challenges, step by step build the Company to develop more and more.*

*Finally, I would like to wish our shareholders good health and happiness.*

*I wish the AGM a great success.*

*Thank you very much,*

#### ***Recipients:***

- As above-mentioned;
- Website;
- File: BOD.

**ON BEHALF OF THE BOARD  
CHAIRMAN**



The stamp is a red circular seal. The outer ring contains the text 'SDKKD: 4100258747-CTC' at the top and 'T. QUÝ NHƠN T. BÌNH DƯƠNG' at the bottom. The center of the stamp contains the text 'CÔNG TY CỔ PHẦN XÂY DỰNG' and a large red number '47' at the bottom. A blue ink signature is written across the stamp.

**Pham Nam Phong**



*Quy Nhon, April 1, 2025*

**REPORT ON PERFORMANCE OF INDEPENDENT MEMBERS OF THE  
BOARD IN THE AUDIT COMMITTEE**  
**AT ANNUAL GENERAL MEETING OF SHAREHOLDERS 2025**

Dear Shareholders,

- Pursuant to Law on Enterprises No.59/2020/QH14 approved by National Assembly on June 17, 2020;
- Pursuant to Law on Securities No.54/2019/QH14 approved by National Assembly on 26/11/2019;
- Based on the roles, competence and responsibilities of the Audit Committee are specified in the Regulation on operation of the Audit Committee;
- Based on financial statements for the year ended 31/12/2024 have been audited by UHY Auditing and Consulting Co., Ltd.

On behalf of Independent Member of the Audit Committee, I would like to send to report the AGM on the performance results of 2024 as follows:

**A. PERFORMANCE OF THE AUDIT COMMITTEE 2024**

**I. Organizational structure**

**Organizational structure of Audit Committee 2024 includes:**

TT	Member of Audit Committee	Duty	Date of Appoint/Dismiss Committee Member	Degree professional knowledge
1	Le Trung Nam	BOD Memeber <b>Chairman</b>	Appointed 14/08/2021	Master of Economics
2	Bui Van Tuynh	Independent Member of BOD <b>Member</b>	Appointed 02/10/2023	Master of Finance – Accounting

**II. Remuneration, operating expenses and other benefits of Audit Committee and each member**

Audit Committee (AC) Members got remuneration and other benefits as BOD Members; no additional remuneration during working as AC Member.



Full name	Duty	Remuneration of the Board	Total
Le Trung Nam	Chairman	96.000.000	96.000.000
Bui Van Tuyn	Member	96.000.000	96.000.000

### III. Audit Committee Performance 2024

#### Meetings of the Audit Committee

No.	Members of Audit Committee	Number of Meeting Attendance	Meeting Attendance rate	Voting Rate	Reasons for Meeting Absence
1	Le Trung Nam	4/4	100%	100%	
2	Bui Van Tuynh	4/4	100%	100%	

In 2024, the AC has held 04 meetings with the full participation of members. Members attending the meetings discussed and agreed with the voting results in favor of 100% of the issues in the meetings, specifically as follows:

- Approved the working plan of the Audit Committee.
- Passed the internal audit issues.
- Approved the internal audit plan and program 2024.
- Approved the internal audit plan for 2025.

#### **In addition, Members of the Committee have**

- Established the inspection and control program as approved by the BOD, properly implement responsibilities and tasks in accordance with the provisions of Law, Charter, regulations and regulations of the Company.

- Participate in periodic meetings of the BOD and briefings of the Company. Supervise the management and administration of the BOD, and Executive Board in accordance with the law, the Company's Charter and the Resolution of the AGM.

- Directly and coordinate with the Company's functional departments, inspect and supervise the compliance with the provisions of Law, Charter, resolutions of the AGM, resolutions of the BOD and internal management regulations of the Company; Inspection, control, prevention, supervision, detection of errors and limitations in the Company's activities.

- Propose measures to remedy errors discovered during the audit process. Propose to handle violations; supervise, evaluate and monitor activities to remedy the discovered shortcomings.

- Regularly communicate and coordinate with the BOD and relevant departments in monitoring and organizing the control of the Company's activities. Promptly notify the Executive Board and the Steering Committees of the construction sites of risks affecting the interests of shareholders and propose solutions.

- Inspect, review and guide functional departments and construction sites to comply with the Financial Regulations issued with Resolution No.85/2023/NQ-HDQT dated September 26, 2023 and Resolution No.61/2024/NQ-HDQT dated August 2, 2024.

The audit content of affiliated units and construction sites, the AC directs the Internal Audit (IA) Unit to comply with the Resolution of the BOD from 01/2024 to 12/2024, including: Hoa Binh HHP; Nam Phak HPP; Phu Phong Project; Hai Au Hotels; Laboratory; Van Phong Hydropower JS Company, Tan An – Dap Da Project; Kazam Project; Cat Tien - Diem Van Project; Phuoc An Enterprise.

The AC has issued the conclusion of the audit results of the affiliated units, the Executive Board has directed the units to comply and act.

Officers of the IA Unit perform their duties honestly, carefully and without affecting the Company's business activities.

#### **IV. Evaluation of the Audit Committee's Performance 2024**

##### **1. Results of audit of the Company's financial statements ("FS")**

- Separate and consolidated financial statements for the fiscal year ended 31/12/2024 independently audited by **UHY Auditing and Consulting Co., Ltd.**: Having an exception audit opinion: "As of 31/12/2024, the Company is monitoring the receivables under Contract No.1382/2015/HD-VSH-CC47 dated 14/10/2015 for Vinh Son - Song Hinh Hydropower JS Company (VSH) with amount of 15,607,324,620 VND. On 08/07/2024, the first-instance Trial Panel decided to "Compel the defendant VSH to pay to C47 for total pending amount under Contract No.1382/2015/HD-VSH-CC47 dated 14/10/2015 and its amendments of 19,206,813,640 VND, of which, principal sum is 15,184,549,985 VND; interest amount is 4,022,263,640 VND".

- On July 20, 2024, VSH sent an appeal letter to retrial and on October 25, 2024, the People's Court of Quy Nhon City, Binh Dinh Province issued a notice of acceptance of the appeal. On March 14, 2025, the People's Court of Binh Dinh province decided to bring the case to appellate trial. Up to the time of making this report, two parties are still in the process of resolving the dispute over the above debt. Due to the impact of the dispute, we do not have sufficient grounds to determine the recoverability, as well as the reserve value (if any) for the above debt and other effects (if any) on the Company's Separate FS for the fiscal year ended December 31, 2024".

- Except for the effect of the issue mentioned in the paragraph "Basis for Exception Audit Opinions", the separate and consolidated FS have faithfully and reasonably reflected the company's separate and consolidated financial position as at December 31, 2024, as well as the business results and the separate and consolidated cash flows for the fiscal year ended on the same day, in accordance with Vietnamese accounting standards and the accounting regime of Vietnamese enterprises.

The Audit Committee agrees with the independent auditor's assessments of the reviewed semi-annual FS and the audited annual FS.

##### **2. Results of inspection of compliance with the provisions of law, results of review of transactions with related persons under the approving competence of the Board or the AGM**

- The company has fully fulfilled its financial obligations to the State, employees and other requirements in accordance with the provisions of law.
- No significant non-compliance with the provisions of the law, the requirements of the management agency and the Company's internal regulations was detected.



- No case of non-compliance with contractual transactions between the Company and related persons as prescribed under the approving competence of the Board or the AGM is not detected.

### **3. Results of the completeness, effectiveness and efficiency of the Company's internal control system and management**

- The Company's document system has been built on the principle of conformity with legal regulations, requirements and principles of the Company's governance; have been communicated to all employees to master and implement.
- Activities taking place throughout the Company are controlled at all levels according to regulations, guidelines and requirements of leaders. In which, the Audit Committee has performed the role of a line of defense through financial control, compliance control and supervision of activities (centered on contract and cost control), the Company has also implemented management measures and paid attention to implementation of IT management solutions.

### **4. Results of supervision of the IA Department**

The IA Department has fully performed its responsibilities and powers; in accordance with the basic principles, standards and principles of professional ethics in accordance with the provisions of law, IA regulations, IA processes and IA methods of the Company.

### **5. Supervision of the Company's governance and administration activities by the BOD and the Executive Board**

In 2024, the BOD has fully complied with the provisions of the law, the Company's Charter and the Company's Governance Regulations. The BOD has implemented the Company's governance through resolutions and decisions in accordance with the provisions of law and the Company's Charter.

The BOD has held regular and extraordinary meetings, approving written requests for opinions to decide on matters related to the Company's business activities. In 2024, the BOD has had active activities, closely coordinating with the Executive Board to provide orientations as well as promptly solve business requirements for the Company.

Resolutions of the BOD are issued in accordance with the functions and powers prescribed by law and the Company's Charter.

The BOD of the Company has fully and promptly implemented the decisions and resolutions of the AGM and the BOD, well implemented the Company's business plan; proactively make plans for management and administration of business.

The BOD has close coordination, initiative and activity in finding jobs, directing business, ensuring jobs and incomes for officials and employees.

The BOD of the Company regularly organizes meetings, holds weekly briefings to discuss the implementation of the Company's business plan, and at the same time gives directions, corrections and measures to overcome shortcomings.

In 2024, it will still be very difficult for businesses in general and construction and installation businesses in particular. However, with the drastic and timely direction of the

BOD and the Executive Board with appropriate administrative measures, the progress assigned by the Clients is ensured.

**6. Evaluate the coordination among Audit Committee and the BOD, the Executive Board, managers and shareholders.**

In the past year, the BOD, the Executive Board and the managers have always closely coordinated on the principle of the benefit of the Company, shareholders and fully complied with the provisions of the Statute, the Company's Charter and the provisions of the Law. The BOD and the Executive Board always create favorable conditions for the audit department in the process of performing their assigned functions and tasks, according to the Company's Charter.

The Audit Committee has been invited to attend all of the Company's weekly briefings.

In 2024, the Audit Committee has not received any letters of request or complaints from shareholders or partners.

**B. AUDIT COMMITTEE'S PLAN FOR 2025**

Regularly work with the BOD and the Executive Board to complete the system of the Company's statutes and regulations on governance and management.

Supervise the implementation of the provisions of the Law, the Company's Charter, resolutions of the AGM, resolutions of the BOD and internal management regulations, regulations and processes of the Company.

Direct the IA Unit to audit its affiliated units and subsidiaries according to the periodic and irregular audit plan in order to detect shortcomings in order to rectify them in time in accordance with regulations.

The above is the report of the BOD Independent Member in the Audit Committee. We wish our shareholders and delegates with good health, happiness and success.

**MEMBER OF AUDIT COMMITTEE  
BOD INDEPENDENT MEMBER**

**CHAIRMAN OF AUDIT COMMITTEE  
BOD INDEPENDENT MEMBER**

**Bui Van Tuynh**

**Le Trung Nam**





CONSTRUCTION JOINT  
STOCK COMPANY 47

SOCIALIST REPUBLIC OF VIETNAM  
Independence - Freedom - Happiness

No. 01/2025/ TTr-HDQT

Quy Nhon, April 1, 2025

**REPORT NO. 01**  
**ANNUAL GENERAL MEETING OF SHAREHOLDERS 2025**  
**Ref. Approval of the Audited Financial Statements for 2024**

To: Annual General Meeting of Shareholders 2025

*Pursuant to the Law on Enterprises No. 59/2020/QH14 dated 17/06/2020;*

*Pursuant to the Law on Securities No. 54/2019/QH14 dated 26/11/2019;*

*Pursuant to the Charter of Construction Joint Stock Company 47;*

*Pursuant to the audited Separate and Consolidated Financial Statements for 2024;*

*Pursuant to the Resolution of the Board of Directors No..../2025/NQ-HDQT dated .../03/2025,*

The Board of Directors of Construction Joint Stock Company 47 (BOD) respectfully submits to the General Meeting of Shareholders for consideration and approval the audited 2024 Financial Statements (including separate financial statements and consolidated financial statements).

The audited financial statements for 2024 are disclosed in accordance with regulations, and posted on the Company's website at: [www.xaydung47.vn/chuyen-muc/quan-he-co-dong/bao-cai-tai-chinh/](http://www.xaydung47.vn/chuyen-muc/quan-he-co-dong/bao-cai-tai-chinh/). (Shareholder relations section)

In particular, some basic indicators on the Separate Financial Statements (parent company) and the Consolidated Financial Statements for 2024 have been audited, specifically as follows:

**1. Audited separate financial statements for 2024**

**A. Balance sheet**

Unit: VND

No.	Criteria	31/12/2024	31/12/2023
<b>I</b>	<b>Total assets</b>	<b>1.782.498.664.017</b>	<b>1.707.702.440.326</b>
1	Short-term assets	1.349.027.306.179	1.253.844.602.543
2	Long-term assets	433.471.357.838	453.857.837.783
<b>II</b>	<b>Total capital</b>	<b>1.782.498.664.017</b>	<b>1.707.702.440.326</b>
1	Liabilities	1.360.305.977.407	1.287.903.008.885
2	Equity	422.192.686.610	419.799.431.441

**B. Business results**

Unit: VND

No.	Criteria	Year 2024	Year 2023
<b>I</b>	<b>Total Revenue</b>	<b>942.489.739.087</b>	<b>955.342.204.225</b>
1	Net sales	901.029.961.153	940.561.155.798
2	Financial revenue	23.248.192.469	226.075.915
3	Other income	18.211.585.465	14.554.972.512
<b>II</b>	<b>Total cost</b>	<b>932.801.821.132</b>	<b>936.755.696.445</b>
1	Cost of goods sold	823.420.911.613	840.579.999.951
2	Financial Costs	60.464.885.261	64.202.064.353
3	Cost of sales	0	0
4	Business management expenses	39.531.445.556	23.769.551.164
5	Other expenses	9.384.578.702	8.204.080.977
<b>III</b>	<b>Profit before tax</b>	<b>9.687.917.955</b>	<b>18.586.507.780</b>
<b>IV</b>	<b>Profit after tax</b>	<b>3.541.255.169</b>	<b>14.275.928.317</b>

**2. Audited consolidated financial statements for 2024**

**A. Balance sheet**

Unit: VND

No.	Criteria	31/12/2024	31/12/2023
<b>I</b>	<b>Total assets</b>	<b>1.873.209.895.558</b>	<b>1.807.973.717.109</b>
1	Short-term assets	1.358.472.096.845	1.265.888.821.751
2	Long-term assets	514.737.798.713	542.084.895.358
<b>II</b>	<b>Total capital</b>	<b>1.873.209.895.558</b>	<b>1.807.973.717.109</b>
1	Liabilities	1.433.395.331.251	1.370.621.917.241
2	Equity	439.814.564.307	437.351.799.868



**B. Business results**

Unit: VND

No.	Criteria	Year 2024	Year 2023
<b>I</b>	<b>Total Revenue</b>	<b>985.255.448.949</b>	<b>1.000.850.277.204</b>
1	Net sales	943.790.939.631	986.064.220.977
2	Financial revenue	23.252.923.853	231.083.715
3	Other income	18.211.585.465	14.554.972.512
<b>II</b>	<b>Total cost</b>	<b>975.158.640.182</b>	<b>981.876.574.353</b>
1	Cost of goods sold	859.945.260.933	877.879.923.422
2	Financial Costs	63.918.547.802	69.098.406.076
3	Cost of sales	0	0
4	Business management expenses	41.898.983.224	26.667.258.604
5	Other expenses	9.395.848.223	8.230.986.251
<b>III</b>	<b>Profit before tax</b>	<b>10.096.808.767</b>	<b>18.973.702.851</b>
<b>IV</b>	<b>Profit after tax</b>	<b>3.750.424.773</b>	<b>14.749.936.712</b>

Respectfully submit to the 2025 AGM of Construction Joint Stock Company 47 for consideration and approval.

Sincerely./.

**Recipient:**

- As above-mentioned;
- Company's Website;
- Filling: Board of Directors.

**ON BEHALF OF THE BOARD  
CHAIRMAN**



**Pham Nam Phong**



CONSTRUCTION JOINT  
STOCK COMPANY 47

No. 02/2025/TTr-HDQT

SOCIALIST REPUBLIC OF VIETNAM  
Independence - Freedom - Happiness

Quy Nhon, day 01 April, 2025

**REPORT NO. 02**  
**ANNUAL GENERAL MEETING OF SHAREHOLDERS 2025**  
**Profit distribution and dividend payment in 2024**

To: Annual General Meeting of Shareholders

*Pursuant to the Law on Enterprises No. 59/2020/QH14 dated 17/06/2020;*

*Pursuant to the Law on Securities No. 54/2019/QH14 dated 26/11/2019;*

*Pursuant to the Charter of Construction Joint Stock Company 47;*

*Pursuant to the audited Separate and Consolidated Financial Statements for 2024;*

The Board of Directors of Construction Joint Stock Company 47 (BOD) respectfully submits to the 2025 Annual General Meeting of Shareholders for consideration and approval of the following contents:

**1. Profit distribution in 2024:**

No.	Criteria	Amount (VND)	Notes
1	Corporate income in 2024	10.096.808.767	
2	Taxable corporate income in 2024	10.096.808.767	
3	Corporate Income Tax 2024	2.139.784.315	
4	After-tax treatment of corporate income tax	4.206.599.679	
5	After-tax corporate income	3.909.189.265	
6	Rest are divided into funds:	3.909.189.265	
	+ <i>Development Investment Fund</i>	0	No appropriation of funds
	+ <i>Reward fund</i>	0	
	+ <i>Welfare fund</i>	0	
	+ <i>Profit after tax not yet distributed in this period</i>	3.909.189.265	
7	Profit, undistributed until end of previous period	20.093.825.930	
8	+ <i>Deduction of remuneration of the BOD 2023</i>	164.000.000	Spent in 2 months of 2023: 164 million VND



9	+ Deduction of remuneration of the BOD 2024	984.000.000	Spent 8 months: 656 million VND
10	+ Number of adjustments of previous years	139.660.334	
11	<b>Undistributed profit has accumulated by the end of this period. (6+7-8-9-10)</b>	<b>22.715.354.861</b>	

## 2. Dividend payment in 2024:

In the Resolution of the 2024 AGM No.01/2024/NQ-DHDCD dated April 28, 2024, the dividend payment plan with a minimum rate of **05%** (five percent) however, based on the current actual situation of the Company.

*The Board of Directors respectfully submits to the 2025 AGM of Construction Joint Stock Company 47 for consideration and approval of “not paying dividends in 2024 to focus resources on production to improve the Company's business efficiency and ensure the interests of shareholders in 2025”.*

Sincerely./.

### **Recipient:**

- As above-mentioned;
- Company's Website;
- Filling: Board of Directors.

**ON BEHALF OF THE BOARD  
CHAIRMAN**



**Pham Nam Phong**



CONSTRUCTION JOINT  
STOCK COMPANY 47

SOCIALIST REPUBLIC OF VIETNAM  
Independence - Freedom - Happiness

No. 03/2025/TTr-HDQT

Quy Nhon, April 1, 2025

**REPORT NO. 03**  
**ANNUAL GENERAL MEETING OF SHAREHOLDERS 2025**  
**Business Plan for 2025**

To: Annual General Meeting of Shareholders 2025

*Pursuant to the Law on Enterprises No.59/2020/QH14 dated 17/06/2020;*  
*Pursuant to the Law on Securities No.54/2019/QH14 dated 26/11/2019;*  
*Pursuant to the Charter of Construction Joint Stock Company 47;*  
*Pursuant to the 2025 production and business plan of the General Director;*

The Board of Directors of Construction Joint Stock Company 47 (BOD) respectfully submits to the 2025 AGM for consideration and approval of the 2025 Business Plan with the following main targets:

- Total revenue : **1.500,0** billion VND.
- Profit after tax: **40,0** billion VND.
- Minimum dividend payout rate: **10%** (ten percent).
- Form of payment: In cash or stocks.

Respectfully submit to the 2025 Annual General Meeting of Shareholders of Construction Joint Stock Company 47 for consideration and approval.

Sincerely./.

**Recipient:**

- As above-mentioned;
- Company's Website;
- Filing: Board of Directors.

**ON BEHALF OF THE BOARD  
CHAIRMAN**



**Pham Nam Phong**





**REPORT NO.04**  
**ANNUAL GENERAL MEETING OF SHAREHOLDERS 2025**  
**Auditor Selection for Review 2025 Semi-Annual and Financial Statements Auditing**

To: Annual General Meeting of Shareholders

*Pursuant to the Law on Enterprises No.59/2020/QH14 dated 17/06/2020;*  
*Pursuant to the Law on Securities No.54/2019/QH14 dated 26/11/2019;*  
*Pursuant to the Charter of Construction Joint Stock Company 47;*

The Board of Directors of Construction Joint Stock Company 47 respectfully submits to the 2025 Annual General Meeting of Shareholders (AGM) for approval the list of independent audit firms and requests authorization for the Board of Directors to select one of the following firms, each of which possesses the necessary legal capacity to review the semi-annual financial statements and audit the annual financial statements for 2025:

**1. UHY Auditing and Consulting Co., Ltd.**

Address: 5th Floor, Building B2, Roman Plaza To Huu Street, Dai Mo Ward, Nam Tu Liem District, Hanoi City, Vietnam.

**2. BDO Auditing Co., Ltd.**

Address: 20th Floor, ICON 4 Building, No. 243A De La Thanh, Lang Thuong Ward, Dong Da District, Hanoi City, Vietnam.

**3. Vietnam Auditing and Valuation Co., Ltd.**

Address: 11th Floor, Song Da Building, No. 165 Cau Giay, Dich Vong Ward, Cau Giay District, Hanoi City, Vietnam.

**4. Chuan Viet Auditing and Consulting Company Limited (TELVALUES)**

Address: No. 33 Phan Van Khoe - Ward 13, District 5, Ho Chi Minh City, Vietnam

**5. AFC Vietnam Auditing Company Limited**

Address: 2nd Floor, No. 4 Nguyen Dinh Chieu, Da Kao Ward, District 1, Ho Chi Minh, Vietnam

In the event that an agreement cannot be reached with the above-mentioned auditing firms regarding the schedule, audit fees, or due to force majeure reasons (if any), the AGM authorizes the Board of Directors to select other auditing firms that possess the necessary capacity and legal qualifications to review the Company's semi-annual financial statements and audit the 2025 financial statements in accordance with the AGM's resolution and applicable laws.

We respectfully submit this to the 2025 AGM of Construction Joint Stock Company 47 for consideration and approval.

Yours truly./.

**Recipient:**

- As mentioned-above;
- Company's Website;
- Filing: BOD.

**ON BEHALF OF THE BOARD  
CHAIRMAN**



**Pham Nam Phong**



CONSTRUCTION JOINT  
STOCK COMPANY 47

No. 05/2025/TTr-HDQT

SOCIALIST REPUBLIC OF VIETNAM  
Independence - Freedom - Happiness

Quy Nhon, April 1, 2025

**REPORT NO.05**  
**ANNUAL GENERAL MEETING OF SHAREHOLDERS 2025**  
**Payment of Remuneration and Operating Expenses of the Board for 2024**

To: Annual General Meeting of Shareholders 2025

*Pursuant to the Law on Enterprises No.59/2020/QH14 dated 17/06/2020;*

*Pursuant to the Law on Securities No.54/2019/QH14 dated 26/11/2019;*

*Pursuant to the Charter of Construction Joint Stock Company 47;*

*Pursuant to the AGM's Resolution No.01/NQ-DHDCHD dated April 28, 2024;*

*Based on the audited Separate and Consolidated Financial Statements for 2024.*

The Board of Directors ("Board") of Construction Joint Stock Company 47 respectfully submits to the AGM for consideration and approval the payment of Remuneration to the Board for 2024 and Operating expenses of the Board for 2024, as follows:

**1. Total Operating Expenses of the Board for 2024** (0.5% approved by the Resolution of the 2024 AGM) =  $(0.5\% \times \text{Revenue as per Audited FS for 2024}) = (0.5\% \times 985,255,448,949 \text{ VND}) = 4,926,277,245 \text{ VND}$ .

**2. Actual expense:**

**2.1. Expenses of Board's Remuneration for 2024 at Min. Level, as follows:**

No.	Full name	Title	Min. Remuneration (VND/month)	Number of Months	Total Min. Remuneration of the Board 2024 (VND)
1	Pham Nam Phong	Chairman of the Board	18.000.000	12	216.000.000
2	Le Dong Lam	Vice Chairman of the Board	16.000.000	12	192.000.000
3	Le Trung Nam	Member of the Board	8.000.000	12	96.000.000
4	Duong Minh Quang	Member of the Board	8.000.000	12	96.000.000
5	Nguyen Huu Hai	Member of the Board	8.000.000	12	96.000.000



6	Ta Nam Binh	Member of the Board	8.000.000	12	96.000.000
7	Vo Trong Hieu	Member of the Board	8.000.000	12	96.000.000
8	Bui Van Tuynh	Member of the Board	8.000.000	12	96.000.000
	<b>Total 2024</b>				<b>984.000.000</b>

## 2.2. Other Operating Expenses of the Board:

No.	Content	Amount (VND)	Notes
1	Operating expenses of the Board	1.159.664.278	<i>Travel expenses, meals, etc. and other related expenses according to financial regulations.</i>
2	Salary expenses of the Units/Subcommittees of the Board (CCCB; IA Unit; Secretary of the Board).	1.403.156.319	<i>Includes salary deductions</i>
3	Working Remuneration (each working time) of the Board's non-executive member as assigned by the Board/the Chairman to serve the Company's activities in accordance with financial regulations.	282.500.000	<i>Unpaid</i>
	<b>TOTAL</b>	<b>2.845.320.597</b>	

**3. Total actual expenses (2.1 + 2.2) = (Min. remuneration of the Board + Other operating expenses) = (984,000,000 VND + 2,845,320,597 VND) = 3,829,320,597 VND.**

Thus, compared to the Resolution of the 2024 AGM, the operating expenses of the Board for 2024 (including min. remuneration) in line with 2024 account for the actual rate of **0.39%** of total revenue according to the audited 2024 FS, which is less than **0.5%** approved by the Resolution of the 2024 AGM plan.

Respectfully submitted to the AGM for approval.

Sincerely./.

### Recipient:

- As above-mentioned;
- Website;
- Filing: BOD.

**ON BEHALD OF THE BOARD  
CHAIRMAN**

  
**Phạm Nam Phong**



CONSTRUCTION JOINT  
STOCK COMPANY 47

No. 06/2025/TTr-HDQT

SOCIALIST REPUBLIC OF VIETNAM  
Independence - Freedom - Happiness

Quy Nhon, April 1, 2025

**REPORT NO. 06**  
**ANNUAL GENERAL MEETING OF SHAREHOLDERS 2025**  
**Approval of the 2025 Operating Expense Plan for the Board**

To: Annual General Meeting of Shareholders 2025

*Pursuant to the Law on Enterprises No. 59/2020/QH14 dated 17/06/2020;*

*Pursuant to the Law on Securities No. 54/2019/QH14 dated 26/11/2019;*

*Pursuant to the Charter of Construction Joint Stock Company 47;*

*Based on the separately audited and consolidated financial statements for 2024;*

The Board of Directors of Construction Joint Stock Company 47 (BOD) respectfully submits to the 2025 Annual General Meeting of Shareholders for review and approval of the BOD operating expense plan for 2025, as follows.

- 1. Total operating expenses of BOD for 2025:** =  $(0.5\% \times \text{Revenue according to the audited financial statements in 2025})$ .

**In which:**

- 1.1. Remuneration of the BOD for 2025:** =  $(5\% \times \text{profit after tax of audited financial statements})$  but not lower than total minimum remuneration for each position in the BOD on monthly basis, detailed:

+ *Chairman of the Board of Directors:* **36,000,000 VND/month**  
+ *Vice Chairman of the Board of Directors:* **18,000,000 VND/month**  
+ *Members of the Board of Directors:* **10,000,000 VND/month**

- 1.2. Other operating expenses of the BOD:** = (Total operating expenses of the BOD for 2025 - Remuneration of the BOD for 2025), including:

- *Working expenses of the Board of Directors;*  
- *Salaries/allowances, work of Committees/Subcommittees under the BOD;*  
- *Other expenses related to the operation of the BOD and the Committees/Subcommittees under the BOD.*

Respectfully submitted to the AGM for consideration and approval.

Yours truly./.

***Recipient:***

- As mentioned above;
- Company's Website;
- File: BOD.

**ON BEHALF OF THE BOARD  
CHAIRMAN**



**Phạm Nam Phong**





CONSTRUCTION JOINT  
STOCK COMPANY 47

SOCIALIST REPUBLIC OF VIETNAM  
Independence – Freedom – Happiness

No. 07/2025/TTr-HDQT

Quy Nhon, April 1, 2025

**REPORT NO. 07**  
**ANNUAL GENERAL MEETING OF SHAREHOLDERS IN 2025**  
**Amendments to the Company's Charter**

To: Annual General Meeting of Shareholders 2025

*Pursuant to the Law on Enterprises No.59/2020/QH14 dated 17/06/2020;*  
*Pursuant to the Law on Securities No.54/2019/QH14 dated 26/11/2019;*  
*Pursuant to Decree 155/2020/ND-CP dated 31/12/2020 of the Government;*  
*Pursuant to the Charter of Construction Joint Stock Company 47;*  
*Based on the requirements of the Company's governance and administration.*

On the basis of the provisions of the Law on Enterprises No.59/2020/QH14 dated 17/06/2020 and the Law on Securities No.54/2019/QH14 dated 26/11/2019 and meet the practical requirements in the Company's governance.

The Board would like to submit to the AGM for consideration and approval the points of amendments and supplements to the Charter of Organization and Operation of Construction Joint Stock Company 47 with the provisions attached to this report (*Appendix: Amendments and supplements to the Company's Charter*).

The new Charter will take effect from the date of approval by the General Meeting of Shareholders and replace the current Charter.

Respectfully submit to the General Meeting of Shareholders to assign the Legal Representative of the Company to review, complete and sign the new Charter.

Respectfully submit to the General Meeting of Shareholders for consideration and approval.

Sincerely./.

**Recipient:**

- As-mentioned;
- Filing: BOD.

**ON BEHALF OF THE BOARD**

**CHAIRMAN**

**Pham Nam Phong**



**APPENDIX: AMENDMENTS AND SUPPLEMENTS TO THE COMPANY'S CHARTER**  
*(Attached is the Report No.07/2025/TTr-HDQT dated 01 /04/2025 of the Board to submit to the 2025 AGM)*

Contents of the current Charter	Amendments and supplements	Reason
<b>PREFACE</b> This Charter was approved by shareholders of Construction Joint Stock Company 47 in accordance with a valid resolution of the 2024 AGM held on <u>April 28, 2024</u>	<b>PREFACE</b> This Charter was approved by shareholders of Construction Joint Stock Company 47 according to a valid resolution of the 2025 AGM held on <u>April ..... 2025</u>	Updated date of adoption of the new Charter
<b>Clause 1, Clause 2 Article 26: Composition and term of office of members of the Board.</b> 1. The number of members of the Board is at least 5 and maximum is 11 people. Term of office of a member of the Board shall not exceed five (05) years and may be re-elected for an unlimited number of terms. 2. The structure of members of the Board is as follows: Total number of independent members of the Board must account for at least one-third (1/3) of total number of members of the Board. Minimum number of independent members of the Board shall be determined by rounding down. Independent members of the Board must fully meet the conditions prescribed by law. An individual may only be elected as an independent member of the Board of a company for no more than two (02) consecutive terms.	<b>Clause 1, Clause 2 Article 26: Composition and term of office of members of the Board.</b> 1. Number of members of the Board is 6 people. Term of office of a member of the Board shall not exceed five (05) years and may be re-elected for an unlimited number of terms. 2. Structure of members of the Board is as follows: Total number of members of the Board who are non-executive members must account for at least one-third (1/3) of total number of members of the Board. Total number of independent members of the Board must account for at least one-third (1/3) of total number of members of the Board. Minimum number of independent members of the Board shall be determined by rounding down. Independent members of the Board must fully meet the conditions prescribed by law. An individual may only be elected as an independent member of the Board of a company for no more than two (02) consecutive terms.	Adjusting the content according to Clause 1, Article 154 of the Law on Enterprises No.59/2020/QH14; This content is adjusted according to Clause 2, Article 276 of Decree No. 155/2020/ND-CP and Circular No. 116/2020/TT-BTC.
<b>Clause 1 Article 54</b> 1. This Charter consists of 20 chapters and 54 articles approved by the 2024 AGM of Construction Joint Stock Company 47 on April 28, 2024.	<b>Clause 1 Article 54</b> 1. This Charter consists of 20 chapters and 54 articles unanimously approved by the 2025 AGM of Construction Joint Stock Company 47 on ..../04/2025.	Updated date of adoption of the new Charter







ISO 9001:2015

CONSTRUCTION JOINT  
STOCK COMPANY 47

No. 08/2025/TTr-HDQT

SOCIALIST REPUBLIC OF VIETNAM  
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Quy Nhon, April 1, 2025

**REPORT NO. 08**  
**ANNUAL GENERAL MEETING OF SHAREHOLDERS IN 2025**  
**Approval of number of the Board members for term 2025-2030**

To: Annual General Meeting of Shareholders 2025

*Pursuant to the Law on Enterprises No.59/2020/QH14 dated 17/06/2020;*

*Pursuant to the Law on Securities No.54/2019/QH14 dated 26/11/2019;*

*Pursuant to Decree No.155/2020/ND-CP dated 31/12/2020 detailing the implementation of a number of articles of the Law on Securities;*

*Pursuant to the Charter of Construction Joint Stock Company 47;*

The Board of Construction Joint Stock Company 47 for term 2020-2025 includes **08** members, so far the term is almost over. Based on the actual requirements on governance for term 2025-2030, the Board for term 2020-2025 would like to submit to the 2025 AGM – Construction Joint Stock Company 47 for consideration and approval of number of elected members of the Board for term 2025-2030, as follows:

+ **Number of the Board Members for term 2025-2030 is 06 members (lowered 02 members compared to term 2020-2025).**

Respectfully submitted to the 2025 Annual General Meeting of Shareholders for approval.

Respect./.

**Recipient:**

- As above-mentioned;
- Website;
- Filing: BOD.

**ON BEHALF OF THE BOARD  
CHAIRMAN**



**Pham Nam Phong**

Mẫu/ Form 06



CỘNG HÒA XÃ HỘI CHỦ NGHĨA VIỆT NAM  
Độc lập – Tự do – Hạnh phúc

SOCIALIST REPUBLIC OF VIETNAM  
Independence – Freedom – Happiness

**PHIẾU ĐĂNG KÝ**  
**THAM DỰ ĐẠI HỘI ĐỒNG CỔ ĐÔNG THƯỜNG NIÊN NĂM 2025**  
**CÔNG TY CỔ PHẦN XÂY DỰNG 47 (C47)**

**REGISTRATION FORM**  
**ATTEND THE 2025 ANNUAL GENERAL MEETING OF SHAREHOLDERS**  
**CONSTRUCTION JOINT STOCK COMPANY 47 (C47)**

Kính gửi: Ban tổ chức Đại hội đồng cổ đông thường niên năm 2025  
Công ty Cổ phần Xây dựng 47

To: Organizing Committee of the 2025 AGM of Construction Joint Stock Company 47

Tên cổ đông (cá nhân/tổ chức)/ Name of shareholder (individual/organization): .....

Số CCCD/Hộ chiếu/GCNĐKDN/ ID No./Passport/Business License No.: .....

Ngày cấp/ Date of Issue..... Nơi cấp/ Place of issue: .....

Mã cổ đông số/ Shareholder code: .....

Người đại diện theo pháp luật của cổ đông là tổ chức/ Legal representative of the  
organizational shareholder (1):.....

Địa chỉ/ Address:.....

Điện thoại/ Telephone: .....

Tổng số cổ phần sở hữu/ Total owned shares:.....

Bằng chữ/ In words:.....

Cổ đông đăng ký với Ban tổ chức Đại hội đồng cổ đông thường niên năm 2025/ Shareholders  
register with the Organizing Committee of the 2025 AGM:

(Lựa chọn đánh dấu X vào 1 trong 2 ô sau và điền các thông tin cần thiết/ Tick X in one  
of two following boxes and fill in the required information)

☐ Trực tiếp tham dự đại hội/ Direct attendance.

☐ Ủy quyền tham dự đại hội cho/ Authorizing attendance to:

Tên cá nhân/tổ chức được ủy quyền/ Name of authorized individual/entity:  
.....

Số CCCD/Hộ chiếu/GCNĐKDN/ ID No./Passport/Business License No.: .....





Ngày cấp/ *Date of Issue* ..... Nơi cấp/ *Place of issue*:

Người được ủy quyền tham dự ĐHĐCĐ/ *Authorized person to AGM attendance*<sup>1</sup>: .....

Điện thoại/ *Telephone*:.....

*Trong trường hợp quý Cổ đông không thể tham dự cuộc họp Đại hội đồng cổ đông thường niên năm 2025 và không ủy quyền cho người khác, quý Cổ đông có thể ủy quyền cho Chủ tịch Hội đồng quản trị của Công ty Cổ phần Xây dựng 47 (nếu có).*

*In case you cannot attend the 2025 Annual General Meeting of Shareholders and do not authorize another person, you can authorize the Chairman of the Board of Directors of Construction Joint Stock Company 47 (if any).*

Shareholders please send this registration form (**original**) together with the Power of Attorney (**original**) (in case of authorization) according to **Form No. 07** or the Authorization Form prepared in accordance with the provisions of civil law and send it to the Organizing Committee of the 2025 Annual General Meeting of Shareholders - Construction Joint Stock Company 47, address: No. 8 Bien Cuong Street, Ngo May Ward, Quy Nhon City, Binh Dinh Province before the date. **April 13, 2025** so that the Organizing Committee can prepare.

....., ngày ..... tháng ..... năm 2025

**CỔ ĐÔNG/SHAREHOLDER**

(Ký, ghi rõ họ tên/đóng dấu/

*Sign with full name, seal,  
shareholders are legal entities)*

<sup>1</sup> *Chỉ điền vào mục này nếu Bên Được Ủy Quyền là tổ chức/  
Complete this section only if the Authorized Party is legal entity.*



Mẫu/Form 07

CỘNG HÒA XÃ HỘI CHỦ NGHĨA VIỆT NAM

Độc lập – Tự do – Hạnh phúc

SOCIALIST REPUBLIC OF VIETNAM

Independence – Freedom – Happiness

## GIẤY ỦY QUYỀN

THAM DỰ ĐẠI HỘI ĐỒNG CỔ ĐÔNG THƯỜNG NIÊN NĂM 2025  
CÔNG TY CỔ PHẦN XÂY DỰNG 47 (C47)

## PROXY LETTER

EXERCISE OF THE 2025 ANNUAL GENERAL MEETING OF SHAREHOLDERS  
CONSTRUCTION JOINT STOCK COMPANY 47 (C47)

Kính gửi: Ban tổ chức Đại hội đồng cổ đông thường niên năm 2024  
Công ty Cổ phần Xây dựng 47.

To: Organizing Committee of the 2025 AGM of Construction Joint Stock Company 47

### 1. Bên ủy quyền/ Authorizer:

Tên cổ đông (cá nhân/tổ chức)/ Name of shareholder (individual/organization):.....  
Số CCCD/Hộ chiếu/GCNĐKDN/ ID No./Passport/Business License No:.....  
Ngày cấp/ Date of issue ..... Nơi cấp/ Place of issue: .....  
Mã cổ đông số/ Shareholder Code: .....  
Người đại diện theo pháp luật của cổ đông là tổ chức/ Legal representative of the  
organizational shareholder: .....  
Địa chỉ/ Address: .....  
Điện thoại/ Telephone:.....  
Tổng số cổ phần sở hữu/ Total owned shares: .....  
Bằng chữ/ In words: .....

### 2. Bên được ủy quyền/ Authorized person:

Tên cá nhân/ tổ chức/Name of individual/ organization: .....  
Số CCCD/Hộ chiếu/GCNĐKDN/ ID No./Passport/Business License No:.....  
Ngày cấp/ Issue Date ..... Nơi cấp/ Place of issue: .....  
Người được ủy quyền tham dự ĐHĐCĐ/ Authorized person to attend the AGM<sup>1</sup>:.....

### 3. Nội dung ủy quyền/ Authorization contents:

Bên ủy quyền ủy quyền cho Bên được ủy quyền thực hiện (đánh dấu X vào ô tương ứng) số  
lượng cổ phần được ủy quyền/ The Authorer authorizes the Authorized Person to execute  
(mark X in the corresponding box) number of authorized shares:

☐

Toàn bộ/ Entire

☐

Một phần/ Partial<sup>2</sup>:.....

Bên được ủy quyền tham dự Đại hội đồng cổ đông thường niên năm 2024 Công ty Cổ  
phần Xây dựng 47, tổ chức vào ngày 23/4/2025 tại địa chỉ: **Hội trường tầng 11, Tòa nhà C47,  
số 8 Biên Cương, Phường Ngô Mỹ, TP Quy Nhơn, tỉnh Bình Định** và đại diện Bên ủy  
quyền có quyền biểu quyết với tất cả số cổ phần được ủy quyền.



*The authorized person shall attend the 2024 AGM of Construction Joint Stock Company 47, held on April 23, 2025 at: The 11th floor Hall, Building C47, No. 8 Bien Cuong, Ngo May Ward, Quy Nhon City, Binh Dinh Province and represent the authorizer with the right to vote on all authorized shares.*

*Giấy ủy quyền này có hiệu lực kể từ ngày ký cho đến khi kết thúc Đại hội đồng cổ đông thường niên năm 2025.*

*This authorization is valid from the date of signing until the end of the 2025 AGM.*

*Cổ đông hoàn toàn chịu trách nhiệm về việc ủy quyền này và cam kết tuân thủ nghiêm chỉnh các quy định hiện hành của Pháp luật và của Điều lệ Công ty.*

*The shareholder is fully responsible for this authorization and commits to strictly comply with the current provisions of the Law and the Company's Charter.*

*....., ngày ..... tháng ..... năm 2025*

*....., date.....month:.....2025*

**Người được ủy quyền / Authorized person**      **Người ủy quyền/ Authorizer**  
(Ký và ghi rõ họ tên/ Sign, write full name) (Ký và ghi rõ họ tên/ Sign, write full name)

<sup>1</sup> *Chỉ điền vào mục này nếu Bên được ủy quyền là tổ chức/ Write to this item in case the Authorized party is a organization.*

<sup>2</sup> *Ghi rõ số lượng cụ thể cổ phần được ủy quyền (nếu ủy quyền một phần số lượng cổ phần)/ Write specifically number of authorized share (in case partial authorization of share volume).*

#### **Lưu ý/ Note:**

- *Nếu cổ đông là pháp nhân thì người đại diện theo pháp luật của pháp nhân đó ký tên, đóng dấu/ If the shareholder is a legal entity, the legal representative of that legal entity must sign and stamp.*
- *Bên được ủy quyền khi đi tham dự Đại hội đồng cổ đông phải/ The authorized party when attending the AGM must:*
  - + *Cung cấp bản chính Giấy ủy quyền này; và/ Present the original of this paper; and*
  - + **Đối với Bên được ủy quyền là cá nhân/ For the authorized party is individual:**
    - *Xuất trình bản gốc CCCD/Hộ chiếu của Bên được ủy quyền để thực hiện thủ tục đăng ký tham dự theo quy định/ Present the original ID card/Passport of the Authorized Party to conduct registration procedures according to regulations.*
  - + **Đối với Bên được ủy quyền là tổ chức/ For the authorized party is organization:**
    - *Văn bản ủy quyền của tổ chức cho người đại diện của tổ chức đó tham dự ĐHĐCĐ (nếu người đó không phải là người đại diện theo pháp luật)/ The POA of the legal entity for the representative of said entity to attend the AGM (if that person is not the legal representative).*

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- Xuất trình bản gốc CCCD/Hộ chiếu của người đại diện của Bên được ủy quyền để thực hiện thủ tục đăng ký tham dự theo quy định/ Present the original ID card/Passport of the authorized party's representative to conduct registration procedures according to regulations.

**Quý cổ đông xin vui lòng gửi Giấy ủy quyền về Ban tổ chức Đại hội đồng cổ đông thường niên năm 2025 – Công ty Cổ phần Xây dựng 47, địa chỉ: Số 8 đường Biên Cương, phường Ngô Mỹ, TP Quy Nhơn, tỉnh Bình Định trước ngày 13/4/2025 để Ban tổ chức có điều kiện chuẩn bị đại hội.**

*Please send the Authorization form to the Organizing Committee of the 2025 AGM - Construction Joint Stock Company 47, address: No. 8 Bien Cuong Street, Ngo May Ward, Quy Nhon City, Binh Dinh Province before April 13, 2025 so that the Organizing Committee can well prepare for the meeting.*







CONSTRUCTION JOINT  
STOCK COMPANY 47

No. 02/2025/TB-HDQT

SOCIALIST REPUBLIC OF VIETNAM  
Independence - Freedom - Happiness

Quy Nhon, April 1, 2025

## ANNOUNCEMENT

### **Nomination and candidacy for election of members of the Board of Directors Construction Joint Stock Company 47, term 2025-2030 (at the 2025 Annual General Meeting of Shareholders)**

To: Shareholders of 47 Construction Joint Stock Company

- Pursuant to the Law on Enterprises No. 59/2020/QH14 dated 16/06/2020 and documents guiding the implementation of the Law on Enterprises;
- Pursuant to the Law on Securities No. 54/2019/QH14 dated 26/11/2019 and documents guiding the implementation of the Law on Securities;
- Pursuant to the Charter of Construction Joint Stock Company 47;

The Board of Directors of Construction Joint Stock Company for the 47th term of 2020-2025 includes **08** members, so far the term is almost over. Based on the practical requirements of the management of the 2025-2030 term, the Board of Directors for the 2020-2025 term will submit to the 2025 Annual General Meeting of Shareholders for consideration and decision to re-elect the number of **06** members of the Board of Directors, of which, there are at least **02** independent members of the Board of Directors for the 2025-2030 term.

The Board of Directors would like to inform the Shareholders of 47 Construction Joint Stock Company about the candidacy and nomination of suitable candidates for the position of Member of the Board of Directors for the term 2025-2030, specifically as follows:

#### **1. Conditions for nomination and self-candidacy for the position of member of the Board of Directors:**

According to the provisions of the Company's Charter, the Law on Enterprises 2020 and guiding documents, members of the Board of Directors must meet the following standards:

- Having full civil act capacity, not subject to the provisions of Clause 2, Article 17 of the Law on Enterprises No. 59/2020/QH14;
- Having professional qualifications and experience in business administration or in the Company's business fields, lines and lines and not necessarily being a shareholder of the Company;
- Members of the Board of Directors of the Company must not be concurrently members of the Board of Directors of more than 05 other companies;

**2. For candidates who are independent members of the Board of Directors: (The following criteria must be ensured in accordance with the provisions of Law and the Company's Charter..)**

- Not being a person who directly or indirectly owns at least 01% of the total voting shares of the Company;
- Not being a person who is receiving salary or remuneration from the company, except for allowances to which members of the Board of Directors are entitled as prescribed;
- Not being a person whose spouse, natural father, adoptive father, natural mother, adoptive mother, adoptive mother, natural child, adopted child, brother, sister or sibling who is a major shareholder of the company; being a manager of the company or a subsidiary of the company;
- Not be a person who is working for the Company, its parent company or its subsidiaries; not be a person who has worked for the Company, its parent company or its subsidiaries for at least 3 consecutive years;
- Not being a person who has been a member of the Board of Directors or the Supervisory Board of the company for at least 5 consecutive years, except for the case of being appointed for 2 consecutive terms.

**3. Regulations on candidacy and nomination to the Board of Directors**

According to the Law on Enterprises No.59/2020/QH14 and Clauses 2 and 3, Article 25 of the Company's Charter, Shareholders holding ordinary shares may combine voting rights to nominate BOD candidates as follows:

- + 10% to <20%: 1 candidate
- + 20% to <30%: Up to 2 candidates
- + 30% to <40%: Up to 3 candidates
- + 40% to <50%: Up to 4 candidates
- + 50% to <60%: Up to 5 candidates
- + 60% to <70%: Up to 6 candidates
- + 70% to <80%: Up to 7 candidates
- + 80% to <90%: Up to 8 candidates

+ If the number of nominated candidates is insufficient, the incumbent Board may nominate additional candidates or organize a selection process as per the Company's corporate governance regulations. The procedure for nominating candidates must be publicly announced and approved by the AGM before proceeding.

**4. Dossier of nomination and self-nomination of members of the Board of Directors**

Details of the regulations on nomination and candidacy and the form of nomination and candidacy for members of the Board of Directors for the term 2025-2030 are posted on the Company's website on April 1, 2025 at the address [www.xaydung47.vn](http://www.xaydung47.vn) (Shareholder Relations section), including:





- Application for candidacy or nomination for the position of member of the Board of Directors for the term 2025-2030 of shareholders who are individuals or groups of shareholders nominating (*Form No. 01, Form No. 02 and Form No. 03*);
- Application for candidacy or nomination for the position of member of the Board of Directors for the term 2025 – 2030 of shareholders being legal entities (*Form No. 04*);
- Curriculum vitae for candidates elected as members of the Board of Directors (*Form No. 05*);
- Certified copies of relevant diplomas and professional certificates of candidates.

Persons nominated or self-nominated for the title of Member of the Board of Directors shall be responsible before law and the General Meeting of Shareholders for the accuracy and truthfulness of the contents of their dossiers of self-nomination and nomination.

Nomination and candidacy dossiers (originals) are put in sealed envelopes, outside the envelope clearly stating "**Dossiers of candidacy and nomination to the Board of Directors for the term 2025 – 2030**" and submitted directly or by sending a letter of security by express to the following address:

- ✓ **Organizing Committee of the General Meeting of Shareholders – Construction Joint Stock Company 47**
- ✓ **No. 8 Bien Cuong Street, Ngo May Ward, Quy Nhon City, Binh Dinh Province.**
- ✓ **Phone: 02563.522.166 (Mr. Tho - Secretary of the Board of Directors).**

In order to ensure the success of the organization of the General Meeting, it is recommended that shareholders send nomination and candidacy documents to the Board of Directors for the term 2025-2030 to the Company before **April 13, 2025** so that all shareholders have time to consider before election and the Organizing Committee of the General Meeting to disclose information in accordance with the provisions of law and make good preparations the Congress as planned.

Sincerely announced!

**ON BEHALF OF THE BOARD  
CHAIRMAN**



**Pham Nam Phong**



**CỘNG HÒA XÃ HỘI CHỦ NGHĨA VIỆT NAM**  
**Độc lập – Tự do – Hạnh phúc**  
**SOCIALIST REPUBLIC OF VIETNAM**  
**Independence – Freedom – Happiness**

**ĐƠN ỨNG CỬ**  
**THAM GIA HỘI ĐỒNG QUẢN TRỊ - CÔNG TY CP XÂY DỰNG 47**  
**NHIỆM KỲ 2025-2030**  
**APPLICATION FORM**  
**TO JOIN THE BOD OF CONSTRUCTION JOINT STOCK COMPANY 47**  
**TERM 2025-2030**

**Kính gửi:** Ban tổ chức Đại hội Đồng cổ đông Công ty Cổ phần Xây dựng 47  
**To:** *Organizing Committee of the AGM of Construction Joint Stock Company 47*

Tôi tên là/ *My name is:* .....

Thẻ CCCD số/ *ID No.:* .....Ngày cấp/ *Date of issue:* .....

Nơi cấp/ *Place of issue:* .....

Địa chỉ/ *Address:* .....

Trình độ học vấn/ *Education level:* .....Chuyên ngành/ *Major:* .....

Hiện đang sở hữu/ *Currently owning:* .....cổ phần/ *shares*  
(*Bằng chữ/ In words:* .....)

Tương ứng với tổng mệnh giá là (đồng)/ *Equivalent to total value of (VND):* .....

Sau khi nghiên cứu các quy định về quyền của cổ đông và các tiêu chuẩn thành viên Hội đồng quản trị tại Luật doanh nghiệp và Điều Lệ Công ty, Quy chế đề cử, ứng cử, bầu Thành viên HĐQT. Tôi thấy mình có đủ điều kiện ứng cử vào Hội đồng quản trị Công ty Cổ phần Xây dựng 47 nhiệm kỳ 2025-2030.

*Having studied the regulations on shareholders' rights and the standards for BOD members at the Enterprise Law and the Company Charter, the Regulations on nomination, candidacy, and election of the BOD members. I found that I am qualified to run for the BOD of Construction Joint Stock Company 47 for 2025-2030 term.*





Đề nghị Ban tổ chức Đại hội đồng cổ đông Công ty Cổ phần Xây dựng 47 cho tôi được đăng ký tham gia ứng cử vào Hội đồng quản trị Công ty nhiệm kỳ 2025– 2030 để tiến hành bầu cử tại Đại hội đồng cổ đông thường niên năm 2025 ngày **23/04/2025**.

*I would like to request the Organizing Committee of the AGM of Construction Joint Stock Company 47 to allow me to register to run for the BOD of the Company for term 2025-2030 to be elected at the 2025 AGM on **April 23, 2025**.*

Nếu được các cổ đông tín nhiệm bầu làm thành viên Hội đồng quản trị, tôi xin đem hết năng lực và tâm huyết của bản thân để đóng góp cho sự phát triển của Công ty.

*If elected by the shareholders as a member of the BOD, I will devote all my capacity and enthusiasm to contribute to the development of the Company.*

Tôi cam kết rằng thông tin trong đơn ứng cử là chính xác và minh bạch. Tôi xin đính kèm Sơ yếu lý lịch theo Đơn ứng cử này.

*I commit that the information in the application is accurate and transparent. I would like to attach my Curriculum Vitae to this Application.*

Trân trọng cảm ơn!/ *Thank you and Best regards,*

....., ngày/date..... tháng/month.....năm/year 2025

**CỔ ĐÔNG/ SHAREHOLDER**

(Ký và ghi rõ họ tên)/ (Sign and write full name)





CỘNG HÒA XÃ HỘI CHỦ NGHĨA VIỆT NAM  
Độc lập – Tự do – Hạnh phúc  
SOCIALIST REPUBLIC OF VIETNAM  
Independence – Freedom – Happiness

**ĐƠN ĐỀ CỬ**  
**THAM GIA HỘI ĐỒNG QUẢN TRỊ - CÔNG TY CP XÂY DỰNG 47**  
**NHIỆM KỲ 2025-2030**  
**NOMINATION FORM**  
**TO JOIN THE BOD OF CONSTRUCTION JOINT STOCK COMPANY 47**  
**TERM 2025-2030**

**Kính gửi:** Ban tổ chức Đại hội Đồng cổ đông Công ty Cổ phần Xây dựng 47  
**To:** Organizing Committee of the AGM of Construction Joint Stock Company 47

Tôi tên là/ My name is: .....

Thẻ CCCD số/ ID number:.....Ngày cấp/ Date of issue:.....

Nơi cấp/ Place of issue:.....

Địa chỉ/ Address:.....

Hiện đang sở hữu/ Currently owning: .....cổ phần/ shares  
(Bằng chữ/ In words: .....)

Trương ứng với tổng mệnh giá là (đồng)/ Equivalent to the total of (VND): .....

Sau khi nghiên cứu các quy định về quyền của cổ đông và các tiêu chuẩn thành viên Hội đồng quản trị tại Luật doanh nghiệp, Điều lệ C47 và Quy chế đề cử, ứng cử và bầu Thành viên HĐQT. Tôi thấy ứng viên có đủ điều kiện ứng cử vào Hội đồng quản trị Công ty Cổ phần Xây dựng 47, nhiệm kỳ 2025-2030.

Having reviewed the regulations on shareholders' rights and the standards for the BOD member at the Enterprise Law, the C47's Charters and the Regulations on nomination, candidacy and election of the BOD members, I found that the candidate is qualified to run for the BOD of Construction Joint Stock Company 47, term 2025-2030.



Đề nghị Ban tổ chức Đại hội đồng cổ đông Công ty Cổ phần Xây dựng 47 cho tôi được đề cử ứng viên tham gia vào Hội đồng quản trị Công ty nhiệm kỳ 2025 – 2030 để tiến hành bầu cử tại Đại hội đồng cổ đông thường niên năm 2025 ngày 23/04/2025, như sau:

*I would like to request the Organizing Committee of the C47's AGM to allow me to nominate a candidate to join the BOD of the Company for term 2025 - 2030 to be elected at the 2025 AGM on April 23, 2025, as follows:*

Ông (Bà)/ Mr (Ms): .....

Thẻ CCCD số/ ID No.:.....Ngày cấp/ Date of issue: .....

Nơi cấp/ Place of issue:.....

Địa chỉ/ Address: .....

Trình độ học vấn/ Education level:.....Chuyên ngành/ Major: .....

Hiện đang sở hữu/ Currently owning: .....cổ phần/ shares

(Bằng chữ/ In words: .....)

Tương ứng với tổng mệnh giá là (đồng)/ Equivalent to total value of (VND): .....

Tôi cam kết rằng thông tin trong đơn đề cử là chính xác và minh bạch. Tôi xin đính kèm Sơ yếu lý lịch theo Đơn đề cử này.

*I commit that the information in the application is accurate and transparent. I would like to attach my Resume to this Nomination Form..*

Trân trọng cảm ơn/ Thank you and Best Regards!

....., ngày/date..... tháng/month.....năm/year 2025

**CỔ ĐÔNG/ SHAREHOLDER**

(Ký và ghi rõ họ tên)/ (Sign and write full name)



Mẫu số 03

Form 03

CỘNG HÒA XÃ HỘI CHỦ NGHĨA VIỆT NAM

Độc lập – Tự do – Hạnh phúc

SOCIALIST REPUBLIC OF VIETNAM

Independence – Freedom – Happiness

**BIÊN BẢN HỌP NHÓM CỔ ĐÔNG**

**V/V: ĐỀ CỬ UỶ VIÊN THAM GIA HỘI ĐỒNG QUẢN TRỊ**

**CÔNG TY CỔ PHẦN XÂY DỰNG 47**

**NHIỆM KỲ 2025-2030**

**MINUTES OF MEETING AMONG SHAREHOLDERS GROUP**

**FOR CADIDATE NOMINATION TO JOIN THE BOD OF**

**CONSTRUCTION JOINT STOCK COMPANY 47**

**TERM 2025 – 2030**

Hôm nay, ngày ... / ... / 2025, tại .....

Today, date ... / ... / 2025, at .....

Chúng tôi là những cổ đông của Công ty Cổ phần Xây dựng 47 (C47) cùng nhau nắm giữ: .....cổ phần, chiếm: .....% số cổ phần có quyền biểu quyết của Công ty Cổ phần Xây dựng 47 tại thời điểm chốt danh sách cổ đông ngày **19/03/2025**, có tên trong Danh sách dưới đây:

We are shareholders of Construction Joint Stock Company 47 (C47), jointly holding: .....shares, accounting for: .....% of the voting shares of C47 at the closing time to shareholder list on **March 19, 2025**, with our names in the List below:

Stt/ No.	Cổ đông/ Shareholder	Số CCCD/ Giấy ĐKKD ID No./ Business License No.	Địa chỉ/ Address	Số cổ phần sở hữu/ Number of shares owned	Ký tên/ Signature
1					
2					
3					
4					



Stt/ No.	Cổ đông/ Shareholder	Số CCCD/ Giấy ĐKKD ID No./ Business License No.	Địa chỉ/ Address	Số cổ phần sở hữu/ Number of shares owned	Ký tên/ Signature
5					
6					
....					
<b>Tổng số/ Total</b>					

Sau khi nghiên cứu các quy định về quyền của cổ đông và các tiêu chuẩn thành viên Hội đồng quản trị tại Luật doanh nghiệp, Điều lệ C47, Quy chế đề cử, ứng cử, bầu thành viên HĐQT, chúng tôi nhất trí đề cử ứng viên tham gia vào Hội đồng quản trị Công ty nhiệm kỳ 2025 – 2030 để tiến hành bầu tại Đại hội đồng cổ đông thường niên năm 2025 của C47 vào ngày 23/04/2025, như sau:

*Having reviewed the provisions on shareholders' rights and the standards for the BOD members at the Enterprise Law, the C47's Charters, Regulations on nomination, candidacy, and election of the BOD members, we agree to nominate candidate to join the Company Board for 2025 - 2030 term to be elected at the 2025 AGM of C47 on April 23, 2025, as follows:*

**Đề cử ứng viên tham gia vào Hội đồng quản trị nhiệm kỳ 2025-2030:**

***Nominate candidate to join the Board of Director for 2025 - 2030 term:***

Ông (Bà)/Mr. (Ms.): .....

Thẻ CCCD số/ ID number:.....Ngày cấp/ Date of issue:.....

Nơi cấp/ Place of issue:.....

Địa chỉ/ Address:.....

Trình độ học vấn/ Education level:.....Chuyên ngành/ Major: .....

Hiện đang sở hữu/ Currently owning: .....cổ phần/ shares  
(Bằng chữ/ In words: ..... )

Tương ứng với tổng mệnh giá là (đồng)/ Equivalent to total value of (VND): .....

Đề nghị Ban tổ chức Đại hội đồng cổ đông Công ty Cổ phần Xây dựng 47 ghi nhận danh sách ứng viên tham gia vào Hội đồng quản trị Công ty nhiệm kỳ 2025 – 2030 để tiến hành

bầu cử tại Đại hội đồng cổ đông thường niên năm 2025 ngày 23/04/2025 của nhóm cổ đông nêu trên.

*The Organizing Committee of the C47's AGM is respectfully requested to record the list of candidates to join the BOD for term 2025 - 2030 to conduct election at the 2025 AGM on April 23, 2025 of the above group of shareholders.*

*Chúng tôi xin đính kèm Sơ yếu lý lịch của ứng cử viên theo Biên bản họp nhóm và đề cử này.*

*We would like to enclose the candidate's Curriculum Vitae to this MoM and the nomination.*

Chúng tôi xin cam đoan về tính trung thực, chính xác và hợp lý của các thông tin nêu trên và hoàn toàn chịu trách nhiệm trước pháp luật về các thông tin nêu trên

*We hereby pledge the truthfulness, accuracy and reasonableness of the above information and are fully responsible before the law for the above information.*

Biên bản này được lập vào lúc ... giờ, ngày ... / ... / 2025 tại ..... và được đọc lại cho nhóm cổ đông cùng nghe, cùng thống nhất và cùng ký tên dưới đây.

*This MoM is made at o'clock, date ... / ... / 2025 at ..... and was read to the group of shareholders, agreed upon and signed below.*

**HỌ TÊN VÀ CHỮ KÝ CỦA TỪNG CỔ ĐÔNG TRONG NHÓM CỔ ĐÔNG**  
**FULL NAME AND SIGNATURE OF EACH SHAREHOLDER IN THE GROUP**

STT/ No.	Họ và tên (Cổ đông) Full name of Shareholder	Ký tên Signature
1		
2		
3		
4		
5		
6		
...		



Mẫu số 04

Form 04

CỘNG HÒA XÃ HỘI CHỦ NGHĨA VIỆT NAM

Độc lập – Tự do – Hạnh phúc

**SOCIALIST REPUBLIC OF VIETNAM**

*Independence – Freedom – Happiness*

**ĐƠN ĐỀ CỬ, ỨNG CỬ**

**ỨNG VIÊN THAM GIA HỘI ĐỒNG QUẢN TRỊ**

**CÔNG TY CỔ PHẦN XÂY DỰNG 47**

**NHIỆM KỲ 2025-2030**

***NOMINATION FORM, CANDIDATE***

***CANDIDATE TO JOIN THE BOARD OF DIRECTORS***

***OF CONSTRUCTION JOINT STOCK COMPANY 47***

***TERM 2025 - 2030***

**Kính gửi:** Ban tổ chức Đại hội Đồng cổ đông Công ty Cổ phần Xây dựng 47

**To:** Organizing Committee of the AGM of Construction Joint Stock Company 47

Tên tổ chức/ Organization Name: .....

Giấy chứng nhận đăng ký doanh nghiệp số/ Business registration certificate No: .....

Ngày cấp/ Date of issue: ..... Nơi cấp/ Place of issue: .....

(Họ và tên Người đại diện theo pháp luật của tổ chức): (Full name of legal representative of the organization): .....

Địa chỉ/ Address: .....

Hiện đang sở hữu/ Currently owning: ..... cổ phần/ shares  
(Bằng chữ/ In words: .....

Tương ứng với tổng mệnh giá là (đồng)/ Equivalent to total value of (VND): .....

Sau khi nghiên cứu các quy định về quyền của cổ đông và các tiêu chuẩn thành viên Hội đồng quản trị tại Điều lệ C47, Luật doanh nghiệp, Quy chế đề cử, ứng cử, bầu cử Thành viên HĐQT nhiệm kỳ 2025-2030.

*Having reviewed the regulations on shareholders' rights and standards for the BOD members in the C47's Charters, Enterprise Law, Regulations on nomination, candidacy, and election of the BOD members for 2025-2030 term.*

**Chúng tôi ứng cử/đề cử ứng viên sau tham gia vào Hội đồng quản trị Công ty Cổ phần Xây dựng 47, nhiệm kỳ 2025-2030 để tiến hành bầu cử tại Đại hội đồng cổ đông thường niên năm 2025 vào ngày 23/4/2025, cụ thể như sau:**

*We stand for/nominate the following candidates to join the Board of Directors of Construction Joint Stock Company 47, term 2025-2030 to conduct election at the 2025 Annual General Meeting of Shareholders on April 23, 2025, specifically as follows:*

Ông (Bà)/Mr. (Ms.): .....

Thẻ CCCD số/ ID No.:.....Ngày cấp/ Date of issue: .....

Nơi cấp/ Place of issue:.....

Địa chỉ/ Address: .....

Trình độ học vấn/ Education level:.....Chuyên ngành/ Major: .....

Hiện đang sở hữu/ Currently owning: .....cổ phần/ shares

(Bằng chữ/ In words: .....)(nếu có/if any)

Chúng tôi xin đính kèm Sơ yếu lý lịch của ứng cử viên theo Đơn này.

*We would like to attach the candidate's Curriculum Vitae to this Application.*

Trân trọng cảm ơn! Thank you,

....., ngày/date..... tháng/month.....năm/year 2025

**CỔ ĐÔNG/ SHAREHOLDER**

(Ký và ghi rõ họ tên)/ (Sign and write full name)







**CỘNG HÒA XÃ HỘI CHỦ NGHĨA VIỆT NAM**  
**Độc lập – Tự do – Hạnh phúc**  
**SOCIALIST REPUBLIC OF VIETNAM**  
**Independence – Freedom – Happiness**

Mẫu số 05  
Form 05

**SƠ YẾU LÝ LỊCH**  
**Ứng viên bầu thành viên Hội đồng Quản trị**  
**CÔNG TY CỔ PHẦN XÂY DỰNG 47**  
**NHIỆM KỲ 2025-2030**  
**(tại Đại hội đồng cổ đông thường niên năm 2025)**

**CURRICULUM VITAE**  
**CANDIDATE FOR ELECTION TO BOD MEMBER OF**  
**CONSTRUCTION JOINT STOCK COMPANY 47**  
**TERM 2025 – 2030**  
**(At the 2025 AGM)**

1. Họ và tên/ *Full name*:..... Giới tính/ *Gender*:
2. Ngày tháng năm sinh/ *Date of birth*:.....  
Nơi sinh/ *Place of birth*:.....
3. Quốc tịch/ *Nationality*:.....
4. CCCD/ Hộ chiếu/ *ID/Passport*: .....  
Cấp ngày/ *Date of issue*: .....  
Nơi cấp/ *Place of issue*:.....
5. Nơi đăng ký hộ khẩu thường trú/ *Registered place of permanent residence*:  
.....
6. Chỗ ở hiện tại/ *Current residence*:.....
7. Trình độ văn hóa/ *Educational level*:.....
8. Trình độ chuyên môn/ *Major*:.....
9. Quá trình học tập, đào tạo chuyên môn, chứng chỉ/ *Education process, professional development, certification*:

Thời gian <i>Time</i>	Trường đào tạo <i>College</i>	Chuyên ngành đào tạo <i>Educated Major</i>	Khen thưởng <i>Rewards</i>	Kỷ luật <i>Indiscipline</i>

--	--	--	--	--

10. Quá trình công tác/ *Working process:*

<b>Thời gian</b> <i>Time</i>	<b>Nơi làm việc</b> <i>Workplace</i>	<b>Chức vụ</b> <i>Title</i>	<b>Khen thưởng</b> <i>Rewards</i>	<b>Kỷ luật</b> <i>Indiscipline</i>

11. Các chức danh quản lý khác đang đảm nhiệm/ *Other management positions*

<b>Nơi làm việc</b> <i>Workplace</i>	<b>Chức danh</b> <i>Title</i>	<b>Thời gian đảm nhiệm</b> <i>Time in charge</i>
		Từ/From...../..... /..... đến/to...../..... /.....
		Từ/From...../..... /..... đến/to...../..... /.....

12. Quan hệ nhân thân/ *Personal relations*

<b>Quan hệ</b> <i>Relationship</i>	<b>Họ và tên</b> <i>Full name</i>	<b>Năm sinh</b> <i>Year of Birth</i>	<b>Địa chỉ thường trú</b> <i>Permanent address</i>	<b>Nghề nghiệp</b> <i>Occupation</i>	<b>Đơn vị công tác (nếu có)</b> <i>Company (if any)</i>

13. Các lợi ích khác liên quan đến Công ty Cổ phần Xây dựng 47 (nếu có)/ *Other benefits related to C47 (if any)*

.....

.....

.....

14. Các thông tin khác (nếu có)/ *Other information (if any)*

.....

.....

.....

.....



Tôi xin cam đoan về tính trung thực, chính xác và hợp lý của các thông tin nêu trên và hoàn toàn chịu trách nhiệm trước pháp luật về các thông tin nêu trên.

*I hereby pledge the truthfulness, accuracy and reasonableness of the above information and take full responsibility before the law for the above information.*

Tôi cam kết thực hiện nhiệm vụ một cách trung thực, trung thành, cẩn trọng và vì lợi ích cao nhất của Công ty Cổ phần Xây dựng 47 nếu được bầu làm thành viên Hội đồng quản trị.

*I hereby pledge to perform my duties honestly, faithfully, carefully and in the best interests of C47 if elected as a BOD member.*

**Xác nhận của cơ quan có thẩm quyền**  
(Chính quyền địa phương hoặc cơ quan nơi công tác)  
**Confirmation by competent authority**  
(Local government or agency where you work)

..... Ngày/Date ... tháng/Month ...  
năm/Year 2025  
**Người khai / Declarant**  
(Ký và ghi rõ họ tên)  
(Sign and write full name)





CONSTRUCTION JOINT  
STOCK COMPANY 47

SOCIALIST REPUBLIC OF VIETNAM  
Independence - Freedom - Happiness

No...../2025/NQ-DHDCD

Quy Nhon, ..... April 2025

Draft

## RESOLUTION ANNUAL GENERAL MEETING OF SHAREHOLDERS 2025

*Pursuant to the Law on Enterprises No. 59/2020/QH14 dated 17/06/2020;*

*Pursuant to the Law on Securities No. 54/2019/QH14 dated 26/11/2019;*

*Pursuant to the Charter of Construction Joint Stock Company 47;*

*Pursuant to the Minutes of the General Assembly of the Annual Winter Letter 2025,  
No. ..../2025/BB-General Meeting of Shareholders dated 23/4/2025,*

### RESOLUTIONS:

**Article 1.** Approved the 2024 BOD Activity Report, summarized the 5-year 2020-2024 and the 2025 operation plan.

**Article 2.** Hepassed the Activity Report of the Independent Member of the Board of Directors in the Audit Committee in 2024 and the operation plan for 2025.

**Article 3.** Approved the Audited Separate Financial Statements (Cof the parent company) in 2024 and the Audited Consolidated Financial Statements in 2024 (*according to Report No. 02/2025/TTr-HDQT (attached).*

**Article 4.** Approved the profit distribution and dividend payment in 2024, (*According to Report No. 02/2025/TTr-HDQT (attached),*

**Article 5.** To approve the business plan for 2025 (*according to the report No. 03/2025/TTr-HDQT*), with the following main indicators:

- Sum Turnover : 1.500 billion VND.
- Profit after tax : 40 billion VND.
- Minimum dividend payment rate: 10%. (ten percent)
- Forms of payment Dividends : Bin cash or stocks.

**Article 6.** Approve the list of independent auditing firms and authorize the Board of Directors to select one of the following auditing firms with sufficient legal capacity to review the semi-annual financial statements and audit the 2025 financial statements, specifically as follows:



**1. UHY Auditing and Consulting Co., Ltd.**

Address: 5th Floor, Building B2, Roman Plaza To Huu Street, Dai Mo Ward, Nam Tu Liem District, Hanoi City, Vietnam.

**2. BDO Auditing Co., Ltd.**

Address: 20th Floor, ICON 4 Building, No. 243A De La Thanh, Lang Thuong Ward, Dong Da District, Hanoi City, Vietnam.

**3. Vietnam Auditing and Valuation Co., Ltd.**

Address: 11th Floor, Song Da Building, No. 165 Cau Giay, Dich Vong Ward, Cau Giay District, Hanoi City, Vietnam.

**4. Viet Standard Auditing and Consulting Co., Ltd. (VIETVALUES)**

Address: 33 Phan Van Khoc - Ward 13, District 5, Ho Chi Minh City, Vietnam

**5. AFC Vietnam Auditing Co., Ltd.**

Address: 2nd Floor, No. 4 Nguyen Dinh Chieu, Da Kao Ward, District 1, Ho Chi Minh City, Vietnam

*In case of failure to reach an agreement with the above-mentioned auditing firms on the schedule, audit fee or other force majeure reasons (if any), the General Meeting of Shareholders authorizes the Board of Directors to select other auditing firms that have sufficient capacity and legal conditions to review the semi-annual financial statements and audit the Company's 2025 financial statements in accordance with the Resolution of the General Meeting of Shareholders and in accordance with the law.*

**Article 7.** Approving the remuneration and operating expenses of the Board of Directors in 2024 (According to Report No. 05/2025/TTr-HDQT (attached))

**Article 8.** Approving the plan of operating expenses of the Board of Directors in 2025 (including the plan for remuneration of the Board of Directors in 2025 and the attached Report No. 06/2025/TTr-HDQT), specifically as follows:

- 1. Total operating expenses of the Board of Directors in 2025:** =  $(0.5\% \times \text{Revenue according to the audited financial statements in 2025})$ .

**In which:**

- 1.1. Remuneration of the Board of Directors in 2025:** =  $(5\% \times \text{profit after tax of audited financial statements})$  but not lower than the total minimum remuneration for each position in the Board of Directors on a monthly basis, specifically as follows:

+ Chairman of the Board of Directors:	36.000.000 VND/month
+ Vice Chairman of the Board of Directors:	18.000.000 VND/month
+ Members of the Board of Directors:	10.000.000 VND/month

- 1.2. Other operating expenses of the Board of Directors:** = (Total operating expenses of the Board of Directors in 2025 - Remuneration of the Board of Directors in 2025), including:

- Working expenses of the Board of Directors;

- *Expenses for salaries/allowances, work of Departments/Subcommittees of the Board of Directors;*
- *Other expenses related to the operation of the Board of Directors and the Boards/Subcommittees of the Board of Directors.*

**Article 9.** Approving the amendment and supplementation of the Company's Charter (According to Report No. 07/2025/TTr-HDQT (attached)). The General Meeting of Shareholders assigns the Legal Representative of the Company to review, update, complete and sign the new Charter in accordance with the Resolution of the General Meeting of Shareholders and the provisions of law.

**Article 10.** Approving the number of elected members of the Board of Directors for the term 2025-2030 according to the report No. 08/2025/TTr-HDQT and the results of the election of members of the Board of Directors for the term 2025-2030.

**Article 11.** This Resolution takes effect from the date of signing. The General Meeting of Directors and the Company's legal representative shall be responsible for organizing the implementation of this Resolution./.

***Recipient:***

- Ditto;
- Luu: Board of Directors.

**TM. GENERAL MEETING OF  
SHAREHOLDERS  
CHAIRMAN**

**Pham Nam Phong**