



QNC
corporation

CÔNG TY CỔ PHẦN XI MĂNG & XÂY DỰNG QUẢNG NINH

📍 Khu phố Bạch Đằng, Phường Yên Tử, Thành phố Quảng Ninh
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No.:2339/TB-DHĐCĐ

Quang Ninh, September 29, 2026

NOTICE

**INVITATION TO ATTEND THE 2026
EXTRAORDINARY GENERAL MEETING OF SHAREHOLDERS
QUANG NINH CEMENT AND CONSTRUCTION JOINT STOCK COMPANY**

To: Esteemed Shareholders of QNC

The Board of Directors of Quang Ninh Cement and Construction Joint Stock Company (QNC) respectfully invites the Company's shareholders to attend the 2026 Extraordinary General Meeting of Shareholders with the following details:

1. Time: Half-day session, commencing **at 15:30 p.m. on October 27, 2026.**
2. Venue: Head Office of Quang Ninh Cement and Construction Joint Stock Company
Address: Bach Dang Area, Yen Tu Ward, Quang Ninh City.
3. Agenda
 - Approval of the dismissal and additional election of 01 member of the Board of Directors (BOD) and 01 member of the Supervisory Board for the 2025–2030 term;
 - Additional election of 01 member of the Board of Directors and 01 member of the Supervisory Board for the remaining period of the 2025–2030 term;
 - Approval of the investment policy for certain projects serving the Company's production and business operations (proposed);
 - Approval of other matters falling within the authority of the General Meeting of Shareholders.

4. Participants

- (i) All shareholders holding shares of Quang Ninh Cement and Construction Joint Stock Company whose names are included in the list of shareholders finalized on September 23, 2026, as provided by the Vietnam Securities Depository and Clearing Corporation (VSDC);
- (ii) In the event that a shareholder is unable to attend the Meeting in person, such shareholder may authorize a representative to attend the Meeting. The authorized representative must present the Letter of Authorization (in the enclosed form) together with his/her Identity Card, Citizen Identity Card or Passport upon registration for the General Meeting of Shareholders.

5. Registration for Attendance

- (i) To facilitate the proper organization of the Meeting, shareholders are kindly requested to confirm their attendance or authorization of a representative to attend the Meeting (using the enclosed form) and submit the confirmation directly, by post, fax or email to the Company's Office using the contact information specified in Section 6 below, no later than 4:00 p.m. on October 23, 2026;
- (ii) Shareholders may obtain the Meeting documents and other materials relating to the 2026 Extraordinary General Meeting of Shareholders at the Company's Head Office, at the Meeting, or view and download them from the Company's website at: cement.com.vn

All travel and accommodation expenses related to attendance at the Meeting shall be borne by the shareholders.

6. Contact Information: Quang Ninh Cement and Construction Joint Stock Company

- Address: Bach Dang Area, Yen Tu Ward, Quang Ninh City; Tel.: 02033.668.355 / 02033.668.388; Fax: 02033.668.354; Contact person: Mr. Hoang Kong – Person in charge of QNC Information Disclosure; Mobile: 0912 080 080; Email: hkngqnc@gmail.com.

Note: When attending the Meeting, shareholders are kindly requested to bring the Notice of Meeting, Registration Form or Letter of Authorization to attend the Meeting, and Citizen Identity Card or Passport.

QNC respectfully announces and invites the esteemed shareholders to attend the Meeting.

Recipients:

- Esteemed shareholders;
- Board of Directors and Supervisory Board;
- General Director and Deputy General Directors;
- Departments and units under the Company;
- Filed at the Company's Office.

**CHAIRMAN OF THE BOARD OF
DIRECTORS**



DO HOANG PHUC

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**AGENDA OF THE 2026 EXTRAORDINARY GENERAL MEETING OF
 SHAREHOLDERS QUANG NINH CEMENT AND CONSTRUCTION JOINT
 STOCK COMPANY (QNC)**

1. Meeting time: Half-day session, commencing at **15:30 p.m. on October 27, 2026.**

2. Venue: Head Office of Quang Ninh Cement and Construction Joint Stock Company

Address: Bach Dang Area, Yen Tu Ward, Quang Ninh City.

(Depending on the actual circumstances and specific conditions, the time, venue, and method of organization of the 2026 Extraordinary General Meeting of Shareholders may be adjusted. Any changes will be published by the Company on its website at <https://cement.com.vn/> and disclosed in accordance with applicable regulations.)

No.	Expected Time	Agenda
1	15h30-16h00	Registration of shareholders attending the Meeting.
2	16h00-16h10	Opening and organizational procedures: Introduction of the Presidium; the Chairperson appoints the Secretary of the Meeting; Approval of the Vote Counting Committee and the Meeting Agenda; Approval of the Meeting Regulations and the Regulations on the additional election of members of the Board of Directors and the Supervisory Board for the 2025–2030 term.
3	16h10-16h25	Presentation of proposals at the General Meeting: • Proposal on the dismissal and additional election of 01 member of the Board of Directors and 01 member of the Supervisory Board for the 2025–2030 term; • Additional election of 01 member of the Board of Directors and 01 member of the Supervisory Board for the remaining period of the 2025–2030 term; • Approval of the investment policy for certain projects serving the Company's production and business operations (proposed); • Other matters falling within the authority of the General Meeting of Shareholders.
4	16h25-16h40	Discussion by the General Meeting of Shareholders.
5	16h40-16h50	Voting and election by the General Meeting of Shareholders.
6	16h50-17h00	Announcement of voting and election results.
7	17h00 -17h10	Presentation and voting for approval of the Minutes of the General Meeting of Shareholders.
8	17h20	Closing of the General Meeting of Shareholders.



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**REGISTRATION FORM FOR ATTENDANCE OR LETTER OF AUTHORIZATION
TO ATTEND THE 2026 EXTRAORDINARY GENERAL MEETING OF SHAREHOLDERS**

To: Quang Ninh Cement and Construction Joint Stock Company (QNC)

Shareholder's name:
Legal representative (for institutional shareholders):
Citizen Identity Card/Passport/Enterprise Registration Certificate No.:
Date of issue:/...../..... Place of issue:
Address:
Total number of shares represented or owned: shares
(The shareholder shall select one of the following two options by ticking the appropriate box.)

1. REGISTRATION FOR DIRECT ATTENDANCE ☐

2. AUTHORIZATION OF THE FOLLOWING PERSON TO ATTEND THE MEETING ☐

Mr./Ms.: Shareholder Code (if any):
Citizen Identity Card/Passport/Enterprise Registration Certificate No.:
Date of issue:/...../..... Place of issue:
Address:
Number of shares authorized: shares

Note: In the event that a shareholder is unable to attend the Meeting and is unable to authorize another person to attend, the shareholder may authorize the **Chairman of the Board of Directors** or the **General Director of the Company** in accordance with the information below:

No.	Full Name	Position	Tick (X)	Number of Authorized Shares
1	Mr. Do Hoang Phuc	Chairman of the Board of Directors	☐	
2	Mr. To Ngoc Hoang	Member of the Board of Directors, General Director	☐	

Note: Please mark (X) next to the name of the person whom the shareholder wishes to authorize. The shareholder may authorize all shares owned to only one person. If the shareholder wishes to authorize more than one person, please clearly specify the number of shares authorized to each person.

SCOPE OF AUTHORIZATION

- The Authorized Representative is authorized to act on behalf of the Authorizing Party to attend and vote on all matters at the 2026 Extraordinary General Meeting of Shareholders of Quang Ninh Cement and Construction Joint Stock Company, and to exercise all rights and perform all obligations at the General Meeting of Shareholders in respect of the authorized shares.
- We assume full responsibility for this authorization and undertake to strictly comply with applicable laws and the Charter of QNC, and shall have no complaints or claims in relation to this authorization thereafter.

NOTES

- The Authorized Representative shall not be permitted to further authorize any other person in respect of his/her own shares and/or the shares authorized by the Authorizing Party.
- Please bring a Citizen Identity Card/Passport when attending the Meeting.
- If the Authorizing Party or the Authorized Representative is an organization, the form must bear the signature of its legal representative and the organization's seal.
- This Registration Form for Attendance or Letter of Authorization shall only be valid if it is the original copy bearing the original signatures of both parties and shall cease to be valid upon conclusion of the 2026 Extraordinary General Meeting of Shareholders of Quang Ninh Cement and Construction Joint Stock Company.

Date: ____ / ____ / 2026

SHAREHOLDER / AUTHORIZING PARTY

(Signature, full name and seal, if any)

AUTHORIZED REPRESENTATIVE

(Signature, full name and seal, if any)

No.: 2341/QC-ĐHĐCĐ

Quang Ninh, September 29, 2026

**WORKING REGULATIONS
OF THE 2026 EXTRAORDINARY GENERAL MEETING OF
SHAREHOLDERS**

Pursuant to:

- Law on Enterprises No. 59/2020/QH14 adopted by the National Assembly of the Socialist Republic of Vietnam on June 17, 2020, the laws amending and supplementing the Law on Enterprises, and relevant implementing regulations;
 - The Charter of Quang Ninh Cement and Construction Joint Stock Company;
- The 2026 Extraordinary General Meeting of Shareholders of Quang Ninh Cement and Construction Joint Stock Company (QNC) shall be organized and conducted in accordance with the following Working Regulations:

**CHAPTER I
GENERAL PROVISIONS**

Article 1. Scope and subjects of application

1. These Regulations apply to the organization of the 2026 Extraordinary General Meeting of Shareholders of Quang Ninh Cement and Construction Joint Stock Company (QNC), and specifically stipulate the rights and obligations of shareholders or their authorized representatives ("shareholders/shareholder representatives") attending the Meeting, as well as the conditions and procedures for conducting the Meeting.

2. Shareholders/shareholder representatives shall be responsible for complying with these Regulations.

Article 2. Objectives of the Meeting

1. To ensure the principles of transparency, fairness and democracy.
2. To facilitate the organization and conduct of the General Meeting of Shareholders and enable the Company to promptly stabilize its production and business operations.

**CHAPTER II
RIGHTS AND OBLIGATIONS OF PARTIES ATTENDING THE MEETING**

Article 3. Rights and obligations of shareholders

1. Eligibility to attend:

Shareholders whose names are included in the list of shareholders finalized by the Vietnam Securities Depository and Clearing Corporation as of September 23, 2026.

2. Rights of eligible shareholders attending the Meeting:

- a. To vote on all matters falling within the authority of the General Meeting of Shareholders;
- b. To authorize a representative in writing to attend and vote at the General Meeting of Shareholders on their behalf;
- c. Shareholders/shareholder representatives attending the General Meeting of Shareholders shall bring identification documents (Identity Card and/or Passport and/or Citizen Identity Card, etc.) and a Letter of Authorization (in the case of an authorized representative) for presentation to the Organizing Committee. Each shareholder/shareholder representative

shall receive a Voting Card, Voting Ballot and Election Ballot (if any) indicating the number of voting shares owned and/or represented under authorization and bearing the seal of Quang Ninh Cement and Construction Joint Stock Company;

d. At the Meeting, after hearing the reports and proposals on matters submitted for approval, shareholders/shareholder representatives shall discuss and approve such matters by raising their Voting Cards or completing their Voting Ballots;

e. Shareholders/shareholder representatives attending the Meeting are entitled to express their opinions on the Meeting's agenda items during the discussion session under the direction of the Chairperson. Before speaking, they must register by completing the prescribed Registration Form for Comments. The registration form must clearly state the question or matter to be addressed and shall be submitted to the Chairperson for consideration. Comments must be concise and relevant to the matter under discussion and the Meeting Agenda. Shareholders/shareholder representatives shall not repeat opinions previously expressed, and only comments relevant to the Meeting Agenda shall be recorded in the Minutes of the Meeting;

f. Shareholders/shareholder representatives arriving late are entitled to register and thereafter participate and vote at the Meeting. The Chairperson shall not be required to suspend the Meeting for such registration, and the validity of matters already voted upon shall not be affected.

3. Obligations of shareholders/shareholder representatives attending the Meeting:

a. To be present at the prescribed time and complete registration procedures with the Organizing Committee before entering the meeting room;

b. To comply with instructions of the Presidium; behave appropriately; wear proper attire; refrain from wearing hats, smoking, private conversations and using mobile phones. All mobile phones must be switched off or placed in silent mode during the Meeting;

c. To maintain confidentiality and properly use and preserve Meeting documents; not copy, record or provide such documents to persons outside the Meeting without permission from the Presidium;

d. An authorized representative attending the Meeting may not further authorize a third party to attend the Meeting;

e. To sit in the seat or area designated by the Organizing Committee and strictly comply with seating arrangements;

f. Audio or video recording of the Meeting must be publicly notified and approved by the Chairperson;

g. To register to speak in accordance with the Regulations, comply with the allotted speaking time, and limit comments to matters within the Meeting Agenda; comments and voting shall comply with instructions of the Organizing Committee and the direction of the Chairperson;

h. Not to engage in any conduct that disrupts order or obstructs the normal proceedings of the Meeting in a manner that prevents the Meeting from being conducted fairly and lawfully;

i. To comply with the authority and direction of the Chairperson, strictly observe these Regulations, and respect the results of the Meeting.

Article 4. Shareholder Eligibility Verification Committee

1. The Shareholder Eligibility Verification Committee shall consist of 03 members and shall be supported by the organization providing advisory services for the General Meeting

of Shareholders. The Committee shall be accountable to the Chairperson and the General Meeting of Shareholders for the performance of its duties.

2. Duties of the Shareholder Eligibility Verification Committee:

- To verify the eligibility and attendance status of shareholders/shareholder representatives attending the Meeting;

- The Head of the Committee shall report to the General Meeting of Shareholders on the attendance status of shareholders/shareholder representatives. If the attending shareholders/shareholder representatives represent more than 50% of the total voting shares, the Company's General Meeting of Shareholders shall proceed.

Article 5. Rights and obligations of the Chairperson and Secretary of the Meeting

1. Chairperson of the Meeting:

The Chairman of the Board of Directors shall act as the Chairperson of the Meeting and shall:

- a. Preside over the Company's General Meeting of Shareholders in accordance with the agenda approved by the General Meeting of Shareholders;
- b. Introduce the Secretary of the Meeting;
- c. Guide shareholders/shareholder representatives in discussions and voting on matters included in the agenda, and decide on the order, procedures and matters arising outside the Meeting Agenda;
- d. Respond to matters raised by shareholders/shareholder representatives;
- e. Take such actions as deemed necessary to conduct the Meeting lawfully and orderly or to ensure that the Meeting reflects the wishes of the majority of attending shareholders/shareholder representatives;
- f. Exercise other rights and perform other obligations in accordance with the Charter on Organization and Operation of Quang Ninh Cement and Construction Joint Stock Company.

2. Secretary of the Meeting:

- a. The Secretary shall be introduced by the Chairperson and shall be accountable to the Chairperson and the General Meeting of Shareholders and act under the Chairperson's direction;
- b. Assist the Chairperson in verifying the eligibility of shareholders/shareholder representatives when necessary;
- c. Fully and truthfully record the proceedings of the Meeting and all matters approved or noted by the Meeting in the Minutes of the General Meeting of Shareholders;
- d. Assist the Chairperson in announcing draft documents, conclusions, resolutions of the Meeting and notices from the Chairperson to shareholders when requested; receive and review registration forms for comments from shareholders/shareholder representatives and submit them to the Chairperson for decision;
- e. Draft the Resolution on matters approved by the Meeting.

Article 6. Powers and duties of the Vote Counting Committee

1. The Vote Counting Committee shall consist of **03 members**, including **01 Head and 02 members**, introduced by the Chairperson and approved by the Meeting.

2. The Vote Counting Committee shall:

- a. Supervise voting by shareholders/shareholder representatives and accurately determine voting results for each matter submitted to the Meeting;

- b. Promptly aggregate the number of shares voted on each matter for announcement by the Chairperson;
- c. Review and report to the Meeting any violations of voting procedures or complaints regarding voting results;
- d. Prepare the Vote Counting Minutes and be accountable to the Chairperson and the General Meeting of Shareholders for the performance of its duties.

CHAPTER III

CONDUCT OF THE GENERAL MEETING

Article 7. Conditions for conducting the General Meeting of Shareholders

The General Meeting of Shareholders may proceed when the attending shareholders/shareholder representatives **represent** more than 50% of the total voting shares according to the shareholder list of Quang Ninh Cement and Construction Joint Stock Company.

Article 8. Discussion and voting procedures

1. Principles:

- a. Discussions shall take place only within the prescribed time and within the scope of the General Meeting of Shareholders' Agenda;
- b. Shareholders/shareholder representatives wishing to participate in discussions shall record their questions on a Question Form and submit it to the Secretary;
- c. The Secretary shall arrange the Question Forms in the order of registration and submit them to the Chairperson;
- d. Shareholders/shareholder representatives wishing to speak or debate shall raise their hands and may speak only after obtaining the Chairperson's approval. Each shareholder/shareholder representative may speak for no more than **03 minutes**, and comments must be concise and non-repetitive.

2. Responses to shareholders' comments/questions:

- a. Based on the Question Forms, the Chairperson or a person designated by the Chairperson shall respond to shareholders/shareholder representatives;
- b. Due to time constraints, questions that cannot be answered directly at the Meeting shall be answered by the Company in writing.

3. Methods of voting on matters at the General Meeting of Shareholders:

- a. **Voting by raising Voting Cards:** This method shall be used to approve matters such as the Meeting Agenda, Working Regulations, Election Regulations, composition of the Vote Counting Committee, Minutes of the Meeting and other matters at the Meeting (if any);
- b. **Voting by completing Voting Ballots:** This method shall be used to approve reports and proposals submitted to the Meeting, as specifically identified and stated on each Voting Ballot issued to shareholders/shareholder representatives.

4. Voting procedures:

- a. Shareholders/shareholder representatives shall vote "In Favor," "Against," or "Abstain" on each matter by raising their Voting Cards or marking the relevant option on the Voting Ballot;
- b. When voting by Voting Card, the front of the Voting Card must be raised toward the Presidium. For each matter, shareholders/shareholder representatives shall raise their Voting Cards when requested by the Chairperson in the following sequence:
 - First: In Favor;

- Second: Against;
- Third: Abstain.

Each shareholder/shareholder representative may raise the Voting Card only once for each matter;

c. When voting by Voting Ballot, for each matter, shareholders/shareholder representatives shall select one of the three pre-printed options "In Favor," "Against," or "Abstain" by marking "X" or "✓" in the selected box. After completing all voting matters, shareholders/shareholder representatives shall place their Voting Ballots in the sealed ballot box in accordance with the Vote Counting Committee's instructions. Voting Ballots must be signed and bear the full name of the shareholder/shareholder representative.

Invalid Voting Ballots include:

- Ballots not issued by the Organizing Committee;
- Ballots without the required signature and full name of the shareholder/shareholder representative;
- Ballots that have been erased, altered or supplemented with additional voting contents;
- For any matter where no option is selected or more than one option is selected for a proposal, the vote on such matter shall be deemed invalid.

5. Voting rules:

a. The voting value of a Voting Ballot or Voting Card shall be determined based on the number of voting shares owned by or represented under authorization by the shareholder/shareholder representative attending the Meeting. Each share owned or represented shall correspond to **one voting unit**;

b. Voting Ballots and Voting Cards bearing the Company's seal shall be issued by the Shareholder Eligibility Verification Committee. They shall state the code, full name and signature of the shareholder/shareholder representative and other technical information necessary to ensure accurate and convenient vote counting;

c. The following matters shall be approved when receiving affirmative votes representing at least 65% of the total voting shares of all shareholders/shareholder representatives attending and voting at the Meeting:

- Types of shares and total number of shares of each type;
- Changes to business lines and business sectors;
- Changes to the Company's management organizational structure;
- Investment projects or sales of assets valued at 35% or more of the Company's total assets as recorded in its latest financial statements;
- Reorganization or dissolution of the Company;
- Extension of the Company's operating term;
- Amendments and supplements to the Company's Charter.

d. Except for the matters specified in Point c, Clause 5 of this Article, other resolutions of the General Meeting of Shareholders shall be approved when receiving affirmative votes representing **more than 50% of the total voting shares** of all shareholders/shareholder representatives attending and voting at the Meeting.

Article 9. Principles and procedures for the additional election of members of the Board of Directors and Supervisory Board

1. Number of additional members to be elected for the remaining period of the 2025–2030 term:

- a. Board of Directors: **01 member**;
- b. Supervisory Board: **01 member**.

2. Election principles:

- a. Elections shall comply with applicable laws, the Company's Charter and be conducted by secret ballot;
- b. For each election, each shareholder/shareholder representative may use only one ballot corresponding to each election item, specifying the number of voting shares owned, represented or represented under authorization;
- c. Members of the Vote Counting Committee may not be nominees or candidates for membership of the Board of Directors or Supervisory Board.

3. Election method:

- a. Candidates shall be listed alphabetically by given name, with their full names stated on the ballot;
- b. Elections shall be conducted by cumulative voting, whereby each shareholder/shareholder representative shall have a total number of votes equal to the total number of shares owned and represented multiplied by the number of members to be elected. A shareholder/shareholder representative may allocate all or part of his/her total votes to one candidate. The aggregate votes cast for all candidates by a shareholder/shareholder representative must not exceed the total number of votes to which such shareholder/shareholder representative is entitled;

If the first round fails to elect the required number of members, the General Meeting of Shareholders shall continue with a second round until the required number of members has been elected.

4. Principles for determining elected candidates:

- a. Elected candidates shall be determined in descending order of votes received, starting with the candidate receiving the highest number of votes until the required number of members approved by the General Meeting of Shareholders has been elected;
- b. If two (02) or more candidates receive an equal number of votes for the final available position on the Board of Directors or Supervisory Board, a re-election shall be conducted among those candidates receiving the same number of votes in order to select the candidate(s) receiving the higher number of votes until the required number of members has been elected.

Article 10. Resolution and Minutes of the General Meeting of Shareholders

The Minutes of the Meeting shall be read and approved before the Meeting is closed. Based on the approved Minutes, the Board of Directors shall issue the Resolution of the General Meeting of Shareholders.

CHAPTER IV IMPLEMENTATION PROVISIONS

Article 11. Implementation provisions

These Regulations comprise 04 Chapters and 11 Articles and shall take effect immediately upon approval by the 2026 Extraordinary General Meeting of Shareholders of Quang Ninh Cement and Construction Joint Stock Company.

Shareholders and authorized representatives attending the Meeting shall strictly comply with these Working Regulations. Any shareholder violating these Regulations shall, depending on the nature and severity of the violation, be subject to measures determined by the Chairperson in accordance with the Company's Charter and the Law on Enterprises. The General Meeting of Shareholders shall decide on any amendments or supplements to these Regulations./.

Recipients:

- Shareholders of the Company;
- Members of the Board of Directors and Supervisory Board;
- Published on the Company's website;
- Filed at: Records and Archives, Company Secretary.

**FOR AND ON BEHALF OF THE
BOARD OF DIRECTORS
CHAIRMAN**



DO HOANG PHUC

No.: 2342/QC-ĐHĐCĐ

Quang Ninh, September 29, 2026

REGULATIONS

ON THE ADDITIONAL ELECTION OF MEMBERS OF THE BOARD OF DIRECTORS AND SUPERVISORY BOARD FOR THE 2025–2030 TERM QUANG NINH CEMENT AND CONSTRUCTION JOINT STOCK COMPANY

Pursuant to:

- Law on Enterprises No. 59/2020/QH14 adopted by the National Assembly of the Socialist Republic of Vietnam on June 17, 2020, the laws amending and supplementing the Law on Enterprises, and relevant implementing regulations;
- The Charter of Quang Ninh Cement and Construction Joint Stock Company; The Regulations on the additional election of members of the Board of Directors and Supervisory Board for the 2025–2030 term of Quang Ninh Cement and Construction Joint Stock Company (QNC) at the 2026 Extraordinary General Meeting of Shareholders are as follows:

I. NUMBER, ELIGIBILITY REQUIREMENTS, QUALIFICATIONS AND TERM OF ADDITIONALLY ELECTED MEMBERS OF THE BOARD OF DIRECTORS AND SUPERVISORY BOARD FOR THE 2025–2030 TERM

1. Number of additional members of the Board of Directors and Supervisory Board

- Number of additional members of the **Board of Directors** to be elected for the 2025–2030 term: **01 member**;
- Number of additional members of the **Supervisory Board** to be elected for the 2025–2030 term: **01 member**.

2. Term of members of the Board of Directors and Supervisory Board

- The remaining period of the **2025–2030 term**.

The term of office of members of the Board of Directors and Supervisory Board shall not exceed **05 years**, and they may be re-elected for an unlimited number of terms.

3. Qualifications and eligibility requirements for members of the Board of Directors

A member of the Board of Directors must satisfy the following qualifications and conditions:

- a) Have full civil act capacity and not fall within the categories of persons prohibited from managing enterprises as stipulated in Clause 2, Article 17 of the 2020 Law on Enterprises;
- b) Have professional qualifications and experience in business administration or in the Company's business sectors, industries or lines of business, and is not necessarily required to be a shareholder of the Company;

- c) A member of the Company's Board of Directors may concurrently serve as a member of the Board of Directors or Members' Council of another company, but shall not concurrently serve at more than **05 other companies**;
- d) Satisfy other qualifications and conditions prescribed in the Company's Charter.

4. Qualifications and eligibility requirements for members of the Supervisory Board

A member of the Supervisory Board must satisfy the following qualifications and conditions:

- a) Have full civil act capacity and not fall within the categories of persons prohibited from establishing and managing enterprises pursuant to Clause 2, Article 17 of the 2020 Law on Enterprises;
- b) Be professionally trained in one of the following fields: economics, finance, accounting, auditing, law, business administration, or another discipline relevant to the Company's business activities;
- c) Not be a person having a family relationship with a member of the Board of Directors, the Director or General Director, or other managers;
- d) Not be a manager of the Company and is not necessarily required to be a shareholder or employee of the Company;
- e) Not work in the Company's accounting or finance department;
- f) Not be a member or employee of an approved auditing organization that has audited the Company's financial statements during the preceding **03 consecutive years**.

II. RIGHT TO NOMINATE CANDIDATES FOR MEMBERSHIP OF THE BOARD OF DIRECTORS AND SUPERVISORY BOARD

1. Right to nominate candidates for the Board of Directors and Supervisory Board

1.1. General nomination principle

The nomination of candidates for election as members of the Board of Directors and Supervisory Board shall be conducted on the principle that shareholders holding voting shares are entitled to nominate candidates as follows:

“A shareholder or group of shareholders holding at least five percent (5%) of the total ordinary shares shall have the right to nominate and stand for election to the Board of Directors and Supervisory Board and may aggregate their respective voting rights to nominate candidates for the Board of Directors and Supervisory Board.”

1.2. Right to nominate and stand for election to the Board of Directors

Shareholders holding:

- From **5% to less than 10%** of total voting shares: may nominate **01 candidate**;
- From **10% to less than 30%**: may nominate up to **02 candidates**;
- From **30% to less than 40%**: may nominate up to **03 candidates**;
- From **40% to less than 50%**: may nominate up to **04 candidates**;
- From **50% to less than 60%**: may nominate up to **05 candidates**;
- From **60% to less than 70%**: may nominate up to **06 candidates**;
- From **70% to 80%**: may nominate up to **07 candidates**;
- From **80% to less than 90%**: may nominate up to **08 candidates**.

Right to nominate and stand for election to the Supervisory Board: Shareholders may aggregate their respective voting rights to nominate candidates for the Supervisory Board. The nomination and candidacy of Supervisory Board members shall be conducted in the same manner as prescribed for the nomination and candidacy of members of the Board of Directors.

1.3. Insufficient number of candidates

Where the number of candidates for election to the Board of Directors or Supervisory Board through nomination and candidacy remains insufficient to meet the required number, the incumbent Board of Directors may nominate additional candidates for the Board of Directors, and the incumbent Supervisory Board may introduce additional candidates for the Supervisory Board.

Any additional nomination by the incumbent Board of Directors or Supervisory Board must be clearly disclosed before the General Meeting of Shareholders elects members of the Board of Directors and Supervisory Board in accordance with applicable laws.

2. Other provisions relating to the right to nominate members of the Board of Directors and Supervisory Board

Nominations must be made in writing. The nomination document must clearly state:

- Name of the shareholder or group of shareholders;
- Number of shares of each class held by the shareholder or group of shareholders;
- Full name of the nominee;
- Signature(s) of the nominating shareholder(s) or group of shareholders.

Ordinary shareholders forming a group for the purpose of nominating candidates to the Board of Directors and Supervisory Board must notify the attending shareholders of the formation of such group before the opening of the General Meeting of Shareholders.

III. NOMINATION DOSSIER FOR THE ADDITIONAL ELECTION OF MEMBERS OF THE BOARD OF DIRECTORS AND SUPERVISORY BOARD FOR THE 2025–2030 TERM

1. The nomination/candidacy dossier shall include:

- a) Application for nomination/candidacy as a member of the Board of Directors/Supervisory Board (*shareholders may refer to the form published by the Company on its website*);
- b) Curriculum Vitae completed and declared by the candidate (*using the prescribed form*);
- c) Notarized/certified copies of the candidate's **Identity Card/Citizen Identity Card/Passport, degrees and professional certificates**;
- d) Minutes of the meeting of the shareholder group nominating the candidate for the Board of Directors/Supervisory Board (*if any*).

The application, nomination, and Curriculum Vitae forms are available on the Company's website at: <https://cement.com.vn/>

The Board of Directors shall review the nomination/candidacy dossiers submitted by shareholders or groups of shareholders entitled to nominate or stand for election as prescribed in Clause 1 of this Section.

Accordingly, shareholders or groups of shareholders entitled to nominate or stand for election shall submit the **hard-copy nomination/candidacy dossier** to:

Mr. Hoang Kong:

Head of the Organization and Administration Department

Quang Ninh Cement and Construction Joint Stock Company

Address: Bach Dang Area, Yen Tu Ward, Quang Ninh City

Tel.: 0912 080 080; **Email:** hkongqncc@gmail.com

The Board of Directors shall prepare a list of candidates satisfying the required qualifications and submit such list to the **2026 Extraordinary General Meeting of Shareholders**.

IV. PRINCIPLES FOR THE ADDITIONAL ELECTION OF MEMBERS OF THE BOARD OF DIRECTORS AND SUPERVISORY BOARD FOR THE 2025–2030 TERM

1. The election of members of the Board of Directors and Supervisory Board shall be conducted by **cumulative voting**. Accordingly, each shareholder or authorized representative (hereinafter referred to as a “shareholder/shareholder representative”) shall have a total number of votes equal to the number of shares owned and represented under authorization multiplied by the number of members to be elected to the Board of Directors or Supervisory Board. A shareholder/shareholder representative may allocate all or part of his/her total votes to one candidate.
2. The list of candidates for election to the Board of Directors and Supervisory Board shall be arranged alphabetically by given name, and each candidate's full name shall be stated on the ballot.
3. A shareholder/shareholder representative voting for a candidate shall enter the number of votes allocated to such candidate in the “**Number of Votes**” column or mark “**X**” in the corresponding column for that candidate.
4. The total number of votes cast for candidates by a shareholder/shareholder representative shall not exceed the total number of votes to which such shareholder/shareholder representative is entitled.

5. Principles for determining elected candidates

- Elected members of the Board of Directors and Supervisory Board shall be determined based on the number of votes received in descending order, starting with the candidate receiving the highest number of votes until the required number of members has been elected.
- Where two (02) or more candidates receive an equal number of votes for the final available position on the Board of Directors or Supervisory Board, a re-election shall be conducted among those candidates receiving the same number of votes in order to select the candidate(s) receiving the higher number of votes until the required number of members has been elected.

V. PREPARATION AND ANNOUNCEMENT OF ELECTION RESULTS

1. Upon completion of the vote counting, the Vote Counting Committee shall prepare the **Vote Counting Minutes**. The Minutes shall include:
 - Total number of shareholders/shareholder representatives attending the Meeting;

- Total number of shareholders/shareholder representatives participating in the voting;

- Percentage of voting rights represented by shareholders/shareholder representatives participating in the voting compared with the total number of votes to which shareholders/shareholder representatives attending the Meeting are entitled under the cumulative voting method;

- Number and percentage of valid and invalid ballots;

- Number and percentage of votes cast for each candidate for the Board of Directors and Supervisory Board;

- List of persons elected to the Board of Directors and Supervisory Board.

The full text of the Vote Counting Minutes shall be announced to the General Meeting of Shareholders.

2. The election results shall be recorded in the **Minutes of the General Meeting of Shareholders.**

VI. EFFECTIVENESS

These Regulations comprise VI Sections and 04 pages and shall take effect immediately upon approval by the **2026 Extraordinary General Meeting of Shareholders.**

These Regulations shall apply solely to the additional election of members of the **Board of Directors and Supervisory Board for the 2025–2030 term** of Quang Ninh Cement and Construction Joint Stock Company at the 2026 Extraordinary General Meeting of Shareholders.

**FOR AND ON BEHALF OF THE BOARD OF DIRECTORS
CHAIRMAN**



DO HOANG PHUC



QNC
corporation

CÔNG TY CỔ PHẦN XI MĂNG & XÂY DỰNG QUẢNG NINH

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✉ vanphongqnc@cement.com.vn - pkinhdoanh@cement.com.vn 🌐 cement.com.vn

No.: 2356/TTr-ĐHĐCĐ

Quang Ninh, September 29, 2026

**PROPOSAL
TO THE 2026 EXTRAORDINARY GENERAL MEETING OF
SHAREHOLDERS**

**Regarding the Dismissal and Additional Election of 01 Member of the Board of Directors
and 01 Member of the Supervisory Board of the Company for the 2025–2030 Term**

To: The General Meeting of Shareholders of Quang Ninh Cement and Construction Joint Stock Company

Pursuant to:

- The Law on Enterprises No. 59/2020/QH14, adopted by the National Assembly of the Socialist Republic of Vietnam on June 17, 2020;
- The Law on Securities No. 54/2019/QH14, adopted by the National Assembly of the Socialist Republic of Vietnam on November 26, 2019;
- Decree No. 155/2020/ND-CP dated December 31, 2020 of the Government detailing the implementation of a number of articles of the Law on Securities;
- The Charter of Quang Ninh Cement and Construction Joint Stock Company;
- Pursuant to the Letter of Resignation submitted by Mr. Nguyen Van Kien, Member of the Board of Directors of the Company for the 2025–2030 term, and the application submitted by Ms. Pham Thi Minh Hoa requesting to resign from the position of Head of the Supervisory Board and as a Member of the Supervisory Board of the Company for the 2025–2030 term.

The Board of Directors respectfully submits to the General Meeting of Shareholders for consideration and approval the dismissal and additional election of 01 Member of the Board of Directors and 01 Member of the Supervisory Board of the Company for the 2025–2030 term, as follows:

1. Approval of the dismissal of Mr. Nguyen Van Kien from the position of Member of the Board of Directors of the Company for the 2025–2030 term.
2. Approval of the dismissal of Ms. Pham Thi Minh Hoa from the position of Member of the Supervisory Board of the Company for the 2025–2030 term.
3. Approval of the additional election of 01 Member of the Board of Directors and 01 Member of the Supervisory Board for the remaining period of the 2025–2030 term (*for details, please refer to Regulation No. 2342/QC-ĐHĐCĐ dated September 29, 2026 on the Additional Election of Members of the Board of Directors and Supervisory Board for the 2025–2030 Term*).

The Board of Directors respectfully submits the above matters to the General Meeting of Shareholders for consideration and approval by voting in accordance with applicable regulations./.

Recipients:

- As addressed above;
- Filed at the Company's Office.

FOR AND ON BEHALF OF THE BOARD OF
DIRECTORS
CHAIRMAN



ĐO HOANG PHUC

No.: 2357/TTr-ĐHĐCĐ

Quang Ninh, September 29, 2026

PROPOSAL
TO THE 2026 EXTRAORDINARY GENERAL MEETING OF SHAREHOLDERS
Re: Approval of the Investment Policy for Certain Projects Serving the Company's
Production and Business Operations

To: The General Meeting of Shareholders of Quang Ninh Cement and Construction Joint Stock Company

Pursuant to:

- Pursuant to the Law on Enterprises No. 59/2020/QH14, adopted by the National Assembly of the Socialist Republic of Vietnam on June 17, 2020;
- Pursuant to the Law on Securities No. 54/2019/QH14, adopted by the National Assembly of the Socialist Republic of Vietnam on November 26, 2019;
- Pursuant to Decree No. 155/2020/ND-CP dated December 31, 2020 of the Government detailing the implementation of a number of articles of the Law on Securities;
- Pursuant to the Charter of Quang Ninh Cement and Construction Joint Stock Company;
- Based on the Company's production and business requirements.

The **Board of Directors** respectfully submits to the **General Meeting of Shareholders** for consideration and approval the investment policy for certain projects serving the Company's production and business operations, as follows:

1. The General Meeting of Shareholders approves the investment policy for **08 project groups**, with the preliminary total investment amount expected **not to exceed VND 1,980 billion**.

The approval under this Article constitutes approval of the **investment policy, overall direction and aggregate investment limit** and shall not substitute for an investment decision, project approval decision, or any specialized procedures required to be carried out in accordance with applicable laws.

List of Project Groups

No.	Project Group	Main Investment Objectives and Scope	Preliminary Value (VND billion)
1	Solar power system and auxiliary infrastructure	Supplement self-generated electricity; reduce electricity costs; improve energy efficiency; support green production and emission-reduction objectives.	100
2	Renovation of Clinker Kilns No. 1 and No. 2; upgrading of automation systems and laboratory equipment	Increase the productivity and operational stability of the two production lines; reduce consumption; increase the level of automation; enhance clinker and cement quality-control capacity to serve domestic production and exports.	400
3	Expansion of silo systems and storage infrastructure	Increase storage capacity for cement, clinker, fly ash, slag and other raw materials/additives; enhance flexibility and proactiveness in production management; reduce dependence on weather conditions and minimize production curtailments caused by insufficient storage capacity.	100
4	Blast-furnace slag	Secure mineral additive supplies; develop higher value-	300

No.	Project Group	Main Investment Objectives and Scope	Preliminary Value (VND billion)
	grinding line with a targeted capacity of 1.5 million tonnes/year	added cement/slag products; increase grinding capacity and product supply capacity to serve market demand.	
5	Port infrastructure and outbound logistics	Invest in a ship lock/basin of approximately 40 × 96 m, 04 port silos of approximately 6,000 tonnes/silo , conveyor systems, loading equipment and auxiliary facilities; increase storage, cargo-handling, vehicle/vessel turnaround and port-shipping capacity; reduce dependence on weather conditions.	150
6	Expansion of the packaging production line	Secure packaging supplies for domestic and export cement; increase production capacity for sling/JBB/cement bag products and expand the packaging business.	200
7	110 kV substation and connection infrastructure	Improve the stability, safety and capacity of electricity supply; reduce power losses; meet the electricity demand of the existing plant and expansion investment projects.	80
8	Investment in construction and infrastructure business of Lam Thach 1 Industrial Cluster (Lam Thach 1 IC)	Invest in a synchronous technical infrastructure system in accordance with the planning and legal dossiers approved by competent authorities; establish industrial infrastructure to attract appropriate industries; enhance connectivity and complementarity with neighboring industrial parks/clusters; expand infrastructure investment and business activities and create a long-term revenue source for the Company.	650
	TOTAL		1,980

2. Principles for adjustments during investment preparation and implementation

- The value of each project group specified in the table above is a **preliminary value at the time of submission to the General Meeting**. The Board of Directors is authorized to adjust the values among project groups, scale, capacity, structure of project components, technological solutions and implementation schedule where necessary, provided that such adjustments do not alter the core investment objectives of each project group and that the aggregate investment amount of the 08 project groups does not exceed **VND 1,980 billion**.
- For each individual project, where an investment decision, transaction, contract or capital-raising plan falls within the authority of the General Meeting of Shareholders under applicable laws, the Company's Charter or internal corporate governance regulations, the Board of Directors shall submit such matter to the General Meeting of Shareholders for consideration and approval prior to implementation.

3. Sources of funding

Funding for the projects shall be arranged from **owners' equity, undistributed profit after tax, borrowings and other lawful sources of capital**, as appropriate to the Company's financial position.

Any capital raising through the issuance of shares, convertible bonds, bonds with warrants or other forms falling within the authority of the General Meeting of Shareholders shall be submitted to the General Meeting of Shareholders for consideration and approval in accordance with applicable regulations.

4. Authorization of the Board of Directors to implement the investment policy

Within the scope of the investment policy and limits approved by the General Meeting of Shareholders under **Article 2**, the General Meeting of Shareholders hereby authorizes the **Board of Directors** to:

- Decide on the order of priority, investment phases, implementation timing and form of investment for each project in accordance with the Company's production and business requirements, financial capacity and actual conditions;

- Approve or decide, within its authority, on feasibility/research reports, investment plans, cost estimates/total investment amounts, designs, technologies, contractor selection plans, funding sources and other matters relating to each project;
- Adjust project names, scale, capacity, structure of project components, technical solutions, the value of each project group and implementation schedules within the limits stipulated in Clause 2, Article 2 of this Resolution;
- Decide on borrowings, execution of credit agreements, mortgages, security arrangements and other transactions serving the projects within the authority of the Board of Directors in accordance with applicable laws and the Company's Charter;
- Assign the General Director and/or a person authorized by the General Director to carry out investment procedures, contractor selection, negotiation, execution and performance of contracts, acceptance, finalization and other related activities in accordance with the Company's delegation of authority, internal regulations and applicable laws;
- Organize information disclosure and reporting and perform the obligations of a public company in accordance with the laws on securities and the securities market.

5. Compliance and implementation control requirements

- Each project may commence construction, procurement or execution of formally binding contracts only after completion of the corresponding mandatory legal conditions and procedures relating to **investment, construction, land, environment, fire prevention and fighting, electricity, infrastructure connection and other relevant specialized regulations.**
- The Board of Directors shall be responsible for overall supervision of implementation and shall periodically report to the General Meeting of Shareholders at the nearest Annual General Meeting of Shareholders on the implementation status, invested amounts, funding sources and material adjustments relating to the **08 project groups.**

The Board of Directors respectfully submits the above matters to the General Meeting of Shareholders for consideration and approval by voting in accordance with applicable regulations./.

Recipients:

- As addressed above;
- Filed at the Company's Office.

FOR AND ON BEHALF OF THE
BOARD OF DIRECTORS
CHAIRMAN



DO HOANG PHUC

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**APPLICATION FOR CANDIDACY
FOR MEMBERSHIP OF THE BOARD OF DIRECTORS
QUANG NINH CEMENT AND CONSTRUCTION JOINT STOCK COMPANY**

To: Quang Ninh Cement and Construction Joint Stock Company

Full name:

Identity Card/Citizen Identity Card/Passport No.: Date of issue:/...../.....

Place of issue:

Permanent address:

Educational qualification: Major:

Number of shares currently owned: shares (In words:)

Total par value (VND):

Having reviewed the provisions on shareholders' rights and the qualifications and eligibility requirements for members of the Board of Directors under the Regulations on the Additional Election of Members of the Board of Directors and Supervisory Board for the 2025-2030 Term at the 2026 Extraordinary General Meeting of Shareholders of Quang Ninh Cement and Construction Joint Stock Company, as well as other relevant provisions of law, I hereby confirm that I satisfy the requirements to stand for election as a member of the Board of Directors of Quang Ninh Cement and Construction Joint Stock Company.

I respectfully request Quang Ninh Cement and Construction Joint Stock Company to accept my candidacy for election as a member of the Board of Directors of Quang Ninh Cement and Construction Joint Stock Company for the 2025-2030 term.

I hereby enclose my Curriculum Vitae with this Application.

Respectfully submitted.

....., date month 2026

SHAREHOLDER

(Signature, full name and seal, if any)

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**NOMINATION FORM
FOR CANDIDATE FOR MEMBERSHIP OF THE BOARD OF DIRECTORS
QUANG NINH CEMENT AND CONSTRUCTION JOINT STOCK COMPANY**

To: Quang Ninh Cement and Construction Joint Stock Company

Shareholder's name:

Identity Card/Citizen Identity Card/Passport/Enterprise Registration No.:

Date of issue:/...../..... Place of issue:

Address:

Or Group of Shareholders (according to the list attached on the following page)

Number of shares currently owned: shares (In words:)

Total par value (VND):

Having reviewed the provisions on shareholders' rights and the qualifications and eligibility requirements for members of the Board of Directors under the Regulations on the Additional Election of Members of the Board of Directors and Supervisory Board for the 2025-2030 Term at the 2026 Extraordinary General Meeting of Shareholders of Quang Ninh Cement and Construction Joint Stock Company, as well as other relevant provisions of law, I/we hereby confirm that I/we satisfy the requirements to nominate candidate(s) for election to the Board of Directors of Quang Ninh Cement and Construction Joint Stock Company.

I/We respectfully request Quang Ninh Cement and Construction Joint Stock Company to accept my/our nomination of the following candidate(s) for election as member(s) of the Board of Directors for the 2025-2030 term:

No.	Full Name	Identity Card/Passport No.	Address
1			
2			
3			
4			
5			
6			

I/We hereby enclose the Curriculum Vitae of the nominee(s) with this Nomination Form.

Respectfully submitted.

....., date month 2026

SHAREHOLDER

(Signature, full name and seal, if any)

**LIST OF SHAREHOLDERS NOMINATING CANDIDATE(S) FOR MEMBERSHIP OF THE
BOARD OF DIRECTORS**

QUANG NINH CEMENT AND CONSTRUCTION JOINT STOCK COMPANY

No.	Shareholder's Name	ID/Passport/Enterprise Registration No., Place and Date of Issue	Address	Total Shares Owned	Confirming Signature and Seal (if any)
1					
2					
3					
4					
5					
6					
7					
8					
9					
10					
11					
12					
13					
14					
15					
TOTAL					

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**APPLICATION FOR CANDIDACY
FOR MEMBERSHIP OF THE SUPERVISORY BOARD
QUANG NINH CEMENT AND CONSTRUCTION JOINT STOCK COMPANY**

To: Quang Ninh Cement and Construction Joint Stock Company

Full name:

Identity Card/Citizen Identity Card/Passport No.: Date of issue:/...../.....

Place of issue:

Permanent address:

Educational qualification: Major:

Number of shares currently owned: shares (In words:)

Total par value (VND):

Having reviewed the provisions on shareholders' rights and the qualifications and eligibility requirements for members of the Supervisory Board under the Regulations on the Additional Election of Members of the Board of Directors and Supervisory Board for the 2025-2030 Term at the 2026 Extraordinary General Meeting of Shareholders of Quang Ninh Cement and Construction Joint Stock Company, as well as other relevant provisions of law, I hereby confirm that I satisfy the requirements to stand for election as a member of the Supervisory Board of Quang Ninh Cement and Construction Joint Stock Company.

I respectfully request Quang Ninh Cement and Construction Joint Stock Company to accept my candidacy for election as a member of the Supervisory Board of Quang Ninh Cement and Construction Joint Stock Company for the 2025-2030 term.

I hereby enclose my Curriculum Vitae with this Application.

Respectfully submitted.

....., date month 2026

SHAREHOLDER

(Signature, full name and seal, if any)

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**NOMINATION FORM
FOR CANDIDATE FOR MEMBERSHIP OF THE SUPERVISORY BOARD
QUANG NINH CEMENT AND CONSTRUCTION JOINT STOCK COMPANY**

To: Quang Ninh Cement and Construction Joint Stock Company

Shareholder's name:

Identity Card/Citizen Identity Card/Passport/Enterprise Registration No.:

Date of issue:/...../..... Place of issue:

Address:

Or Group of Shareholders (according to the list attached on the following page)

Number of shares currently owned: shares (In words:)

Total par value (VND):

Having reviewed the provisions on shareholders' rights and the qualifications and eligibility requirements for members of the Supervisory Board under the Regulations on the Additional Election of Members of the Board of Directors and Supervisory Board for the 2025-2030 Term at the 2026 Extraordinary General Meeting of Shareholders of Quang Ninh Cement and Construction Joint Stock Company, as well as other relevant provisions of law, I/we hereby confirm that I/we satisfy the requirements to nominate candidate(s) for election to the Supervisory Board of Quang Ninh Cement and Construction Joint Stock Company.

I/We respectfully request Quang Ninh Cement and Construction Joint Stock Company to accept my/our nomination of the following candidate(s) for election as member(s) of the Supervisory Board of Quang Ninh Cement and Construction Joint Stock Company for the 2025-2030 term:

No.	Full Name	Identity Card/Passport No.	Address
1			
2			
3			

I/We hereby enclose the Curriculum Vitae of the nominee(s) with this Nomination Form.

Respectfully submitted.

....., date month 2026

SHAREHOLDER

(Signature, full name and seal, if any)

**LIST OF SHAREHOLDERS NOMINATING CANDIDATE(S) FOR MEMBERSHIP OF THE
SUPERVISORY BOARD**

QUANG NINH CEMENT AND CONSTRUCTION JOINT STOCK COMPANY

No.	Shareholder's Name	ID/Passport/Enterprise Registration No., Place and Date of Issue	Address	Total Shares Owned	Confirming Signature and Seal (if any)
1					
2					
3					
4					
5					
6					
7					
8					
9					
10					
11					
12					
13					
14					
15					
TOTAL					



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MINUTES OF THE SHAREHOLDER GROUP MEETING

NOMINATION OF A CANDIDATE FOR MEMBERSHIP OF THE BOARD OF DIRECTORS

- Pursuant to the Regulations on the Additional Election of Members of the Board of Directors and Supervisory Board for the 2025-2030 term of Quang Ninh Cement and Construction Joint Stock Company;

Today, on at, we, the shareholders of Quang Ninh Cement and Construction Joint Stock Company, collectively hold shares (in words:

..... shares), representing% of the total voting shares of the Company, as listed below:

No.	Shareholder's Name	ID/Citizen ID/Passport/Enterprise Registration No.	Permanent Address	No. of Shares Owned/Represented	Signature and Full Name
1					
2					
3					
4					
5					
TOTAL					

After reviewing the Company's regulations on nomination and candidacy, we unanimously agree to nominate the following candidate for membership of the Board of Directors of Quang Ninh Cement and Construction Joint Stock Company for the remaining period of the 2025-2030 term at the 2026 Extraordinary General Meeting of Shareholders:

Mr./Ms.:

Identity Card/Citizen Identity Card/Passport No.:

Date of issue: Place of issue:

Permanent address:

Educational qualification: Major:

Attached documents:

- Valid copy of Identity Card/Citizen Identity Card/Passport;

- Valid copies of degrees/certificates;

- Curriculum Vitae of the candidate;

At the same time, we unanimously appoint:

Mr./Ms.:

Identity Card/Citizen Identity Card/Passport No.:

Date of issue: Place of issue:

Permanent address:

Educational qualification: Major:

as the representative of the shareholder group to carry out the nomination procedures in accordance with the Regulations on nomination for membership of the Board of Directors for the 2025-2030 term of Quang Ninh Cement and Construction Joint Stock Company.

These Minutes were made at hours, on / / at

We certify that the information provided herein is true and accurate and accept full responsibility before the law and the General Meeting of Shareholders for the accuracy and truthfulness of the contents of the attached dossier.

....., date month year 2026

SHAREHOLDER

(Person appointed as representative of the shareholder group)

(Signature and full name)

For institutional shareholders:

- The legal representative shall sign and affix the organization's seal; or

- Where the institutional shareholder appoints a capital representative (authorized representative), such representative shall sign and attach the relevant appointment/authorization documents in accordance with regulations.



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CÔNG TY CỔ PHẦN XI MĂNG & XÂY DỰNG QUẢNG NINH

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MINUTES OF THE SHAREHOLDER GROUP MEETING

NOMINATION OF A CANDIDATE FOR MEMBERSHIP OF THE SUPERVISORY BOARD

- Pursuant to the Regulations on the Additional Election of Members of the Board of Directors and Supervisory Board for the 2025-2030 term of Quang Ninh Cement and Construction Joint Stock Company;

Today, on at, we, the shareholders of Quang Ninh Cement and Construction Joint Stock Company, collectively hold shares (in words: shares), representing% of the total voting shares of the Company, as listed below:

No.	Shareholder's Name	ID/Citizen ID/Passport/Enterprise Registration No.	Permanent Address	No. of Shares Owned/Represented	Signature and Full Name
1					
2					
3					
4					
5					
TOTAL					

After reviewing the Company's regulations on nomination and candidacy, we unanimously agree to nominate the following candidate for membership of the Supervisory Board of Quang Ninh Cement and Construction Joint Stock Company for the remaining period of the 2025-2030 term at the 2026 Extraordinary General Meeting of Shareholders:

Mr./Ms.:

Identity Card/Citizen Identity Card/Passport No.:

Date of issue: Place of issue:

Permanent address:

Educational qualification: Major:

Attached documents:

- Valid copy of Identity Card/Citizen Identity Card/Passport;

- Valid copies of degrees/certificates;

- Curriculum Vitae of the candidate;

At the same time, we unanimously appoint:

Mr./Ms.:

Identity Card/Citizen Identity Card/Passport No.:

Date of issue: Place of issue:

Permanent address:

Educational qualification: Major:

as the representative of the shareholder group to carry out the nomination procedures in accordance with the Regulations on nomination for membership of the Supervisory Board for the 2025-2030 term of Quang Ninh Cement and Construction Joint Stock Company.

These Minutes were made at hours, on / / at

We certify that the information provided herein is true and accurate and accept full responsibility before the law and the General Meeting of Shareholders for the accuracy and truthfulness of the contents of the attached dossier.

....., date month year 2026

SHAREHOLDER

(Person appointed as representative of the shareholder group)

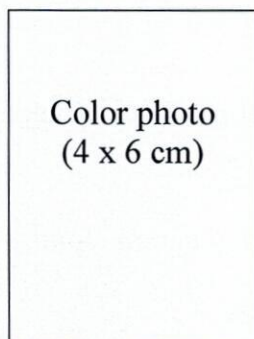
(Signature and full name)

For institutional shareholders:

- The legal representative shall sign and affix the organization's seal; or

- Where the institutional shareholder appoints a capital representative (authorized representative), such representative shall sign and attach the relevant appointment/authorization documents in accordance with regulations.

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CURRICULUM VITAE

(For candidates/nominators for members of the Board of
Directors/Supervisory Board of Quang Ninh Construction and
Cement Joint Stock Company for the term 2025 - 2030)

1. Full name: _____ Gender: _____
2. DOB: _____
3. Nationality: _____
4. ID card number: _____ Issued on: _____ At _____
5. Permanent address: _____
6. Current residence: _____
7. Contact phone number: _____
8. Educational background: _____
9. Professional qualifications: _____
10. Training and development process in professional expertise, political theory, foreign languages, and information technology

Training institution	Field of study	From month, year to month, year	Training format	Degree, certificate, or qualification obtained

11. Work experience:

From month, year to month, year	Title, position, working unit (party, government, mass organization, social organization), including the duration of training and development in professional expertise, etc.

12. Disciplinary actions, legal violations:

13. Current positions at Quang Ninh Construction and Cement Joint Stock Company:

14. Positions currently held in other organizations:

15. Conflicts of interest with Quang Ninh Construction and Cement Joint Stock Company:

16. Number of shares authorized for representation: shares, accounting for of charter capital

17. Number of shares personally owned: shares, accounting for of charter capital

18. Related persons holding shares of Quang Ninh Construction and Cement Joint Stock Company:

Full name	Relationship	Number of shares held	Percentage held

19. Debts owed to Quang Ninh Construction and Cement Joint Stock Company:

20. Related interests with Quang Ninh Construction and Cement Joint Stock Company:

21. Full name of the shareholder or group of shareholders nominating the candidate (if any):

I commit not to violate the regulations of the law and the Articles of Organization and Operation of Quang Ninh Construction and Cement Joint Stock Company, and I affirm that the above statements are completely true; if they are false, I accept responsibility before the law./.

....., date.....month year

**Confirmation from the local
government/working unit**

....., date month.....year

Declarant

(Sign and write clearly the full name)



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CÔNG TY CỔ PHẦN XI MĂNG & XÂY DỰNG QUẢNG NINH

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No.:/NQ-ĐHĐCĐ

Quang Ninh, date month year 2026

**DRAFT RESOLUTION
OF THE 2026 EXTRAORDINARY GENERAL MEETING OF SHAREHOLDERS
QUANG NINH CEMENT AND CONSTRUCTION JOINT STOCK COMPANY**

Pursuant to:

- The Law on Enterprises No. **59/2020/QH14**, adopted by the National Assembly of the Socialist Republic of Vietnam on **June 17, 2020**;
- The Law on Securities No. **54/2019/QH14**, adopted by the National Assembly of the Socialist Republic of Vietnam on **November 26, 2019**;
- Decree No. **155/2020/ND-CP** dated **December 31, 2020** of the Government detailing the implementation of a number of articles of the Law on Securities;
- Circular No. **116/2020/TT-BTC** dated **December 31, 2020** of the Minister of Finance providing guidance on certain matters regarding corporate governance applicable to public companies under Decree No. 155/2020/ND-CP dated December 31, 2020 of the Government detailing the implementation of a number of articles of the Law on Securities;
- The Charter of **Quang Ninh Cement and Construction Joint Stock Company**;
- The Minutes of the **2026 Extraordinary General Meeting of Shareholders of Quang Ninh Cement and Construction Joint Stock Company** dated/...../2026.

HEREBY RESOLVES:

Article 1. Approval of personnel matters falling within the authority of the General Meeting of Shareholders, comprising the following:

- 1. Approval of the dismissal of Mr. Nguyen Van Kien from the position of Member of the Board of Directors of the Company for the 2025–2030 term.**
- 2. Approval of the dismissal of Ms. Pham Thi Minh Hoa from the position of Member of the Supervisory Board of the Company for the 2025–2030 term.**
- 3. Approval of the results of the additional election of 01 Member of the Board of Directors and 01 Member of the Supervisory Board for the remaining period of the 2025–2030 term, based on the vote-counting results at the General Meeting, comprising:**
 - 3.1. Mr./Ms. – Member of the Board of Directors for the 2025–2030 term.**
 - 3.2. Mr./Ms. – Member of the Supervisory Board for the 2025–2030 term.**

Article 2. Approval of the investment policy for certain projects serving the Company's production and business operations

1. Approval of the investment policy

The General Meeting of Shareholders approves the investment policy for **08 project groups**, with the preliminary total investment amount expected **not to exceed VND 1,980 billion**.

The approval under this Article constitutes approval of the **investment policy, overall direction and aggregate investment limit** and shall not substitute for an investment decision, project approval decision, or any specialized procedures required to be carried out in accordance with applicable laws.

List of Project Groups

No.	Project Group	Main Investment Objectives and Scope	Preliminary Value (VND billion)
1	Solar power system and auxiliary infrastructure	Supplement self-generated electricity; reduce electricity costs; improve energy efficiency; support green production and emission-reduction objectives.	100
2	Renovation of Clinker Kilns No. 1 and No. 2; upgrading of automation systems and laboratory equipment	Increase the productivity and operational stability of the two production lines; reduce consumption; increase the level of automation; enhance clinker and cement quality-control capacity to serve domestic production and exports.	400
3	Expansion of silo systems and storage infrastructure	Increase storage capacity for cement, clinker, fly ash, slag and other raw materials/additives; enhance flexibility and proactiveness in production management; reduce dependence on weather conditions and minimize production curtailments caused by insufficient storage capacity.	100
4	Blast-furnace slag grinding line with a targeted capacity of 1.5 million tonnes/year	Secure mineral additive supplies; develop higher value-added cement/slag products; increase grinding capacity and product supply capacity to serve market demand.	300
5	Port infrastructure and outbound logistics	Invest in a ship lock/basin of approximately 40 × 96 m, 04 port silos of approximately 6,000 tonnes/silo, conveyor systems, loading equipment and auxiliary facilities; increase storage, cargo-handling, vehicle/vessel turnaround and port-shipping capacity; reduce dependence on weather conditions.	150
6	Expansion of the packaging production line	Secure packaging supplies for domestic and export cement; increase production capacity for sling/JBB/cement bag products and expand the packaging business.	200
7	110 kV substation and connection infrastructure	Improve the stability, safety and capacity of electricity supply; reduce power losses; meet the electricity demand of the existing plant and expansion investment projects.	80
8	Investment in construction and infrastructure business of Lam Thach 1 Industrial Cluster (Lam Thach 1 IC)	Invest in a synchronous technical infrastructure system in accordance with the planning and legal dossiers approved by competent authorities; establish industrial infrastructure to attract appropriate industries; enhance connectivity and complementarity with neighboring industrial parks/clusters; expand infrastructure investment and business activities and create a long-term revenue source for the Company.	650
	TOTAL		1,980

2. Principles for adjustments during investment preparation and implementation

- The value of each project group specified in the table above is a **preliminary value at the time of submission to the General Meeting**. The Board of Directors is authorized to adjust the values among project groups, scale, capacity, structure of project components, technological solutions and implementation schedule where necessary, provided that such adjustments do not alter the core investment objectives of each project group and that the aggregate investment amount of the 08 project groups does not exceed **VND 1,980 billion**.
- For each individual project, where an investment decision, transaction, contract or capital-raising plan falls within the authority of the General Meeting of Shareholders under applicable laws, the Company's Charter or internal corporate governance regulations, the Board of Directors shall submit such matter to the General Meeting of Shareholders for consideration and approval prior to implementation.

3. Sources of funding

Funding for the projects shall be arranged from **owners' equity, undistributed profit after tax, borrowings and other lawful sources of capital**, as appropriate to the Company's financial position.

Any capital raising through the issuance of shares, convertible bonds, bonds with warrants or other forms falling within the authority of the General Meeting of Shareholders shall be submitted to the General Meeting of Shareholders for consideration and approval in accordance with applicable regulations.

4. Authorization of the Board of Directors to implement the investment policy

Within the scope of the investment policy and limits approved by the General Meeting of Shareholders under **Article 2**, the General Meeting of Shareholders hereby authorizes the **Board of Directors** to:

- Decide on the order of priority, investment phases, implementation timing and form of investment for each project in accordance with the Company's production and business requirements, financial capacity and actual conditions;
- Approve or decide, within its authority, on feasibility/research reports, investment plans, cost estimates/total investment amounts, designs, technologies, contractor selection plans, funding sources and other matters relating to each project;
- Adjust project names, scale, capacity, structure of project components, technical solutions, the value of each project group and implementation schedules within the limits stipulated in Clause 2, Article 2 of this Resolution;
- Decide on borrowings, execution of credit agreements, mortgages, security arrangements and other transactions serving the projects within the authority of the Board of Directors in accordance with applicable laws and the Company's Charter;
- Assign the General Director and/or a person authorized by the General Director to carry out investment procedures, contractor selection, negotiation, execution and performance of contracts, acceptance, finalization and other related activities in accordance with the Company's delegation of authority, internal regulations and applicable laws;
- Organize information disclosure and reporting and perform the obligations of a public company in accordance with the laws on securities and the securities market.

5. Compliance and implementation control requirements

- Each project may commence construction, procurement or execution of formally binding contracts only after completion of the corresponding mandatory legal conditions and procedures relating to **investment, construction, land, environment, fire prevention and fighting, electricity, infrastructure connection and other relevant specialized regulations**.
- The Board of Directors shall be responsible for overall supervision of implementation and shall periodically report to the General Meeting of Shareholders at the nearest Annual General Meeting of Shareholders on the implementation status, invested amounts, funding sources and material adjustments relating to the **08 project groups**.

Article 2. Effectiveness

This Resolution shall take effect from the date of signing.

Article 3. Implementation

Members of the **Board of Directors, Supervisory Board, Board of General Directors, Heads of departments and units, and relevant individuals** shall be responsible for implementing this Resolution.

Recipients:

- As stated in Article 4;
- Filed at: Board of Directors; Company Office.

**FOR AND ON BEHALF OF THE GENERAL
MEETING OF SHAREHOLDERS
CHAIRPERSON OF THE GENERAL MEETING
OF SHAREHOLDERS
CHAIRMAN OF THE BOARD OF DIRECTORS**

DO HOANG PHUC