

No.: 04/2025/KBC/TT-HDQT

Bac Ninh, February 13th, 2025

SUBMISSIONS

THE 1ST EXTRAORDINARY GENERAL MEETING OF SHAREHOLDERS IN 2025

Approval on the amendment to the business lines, the maximum foreign ownership ratio of the Corporation; the amendment and supplementation of the Corporation's Charter; and the modification of Corporation's enterprise registration.

Persuant to:

- *Law on Enterprises No. 59/2020/QH14 passed by the National Assembly of the Socialist Republic of Vietnam on June 17th, 2020, amended and supplemented by Law No. 03/2022/QH15 approved by the National Assembly of the Socialist Republic of Vietnam on January 11st, 2022 and guiding documents;*
- *Law on Securities No. 54/2019/QH14 passed by the National Assembly of the Socialist Republic of Vietnam dated November 26th, 2019; amended and supplemented by Law No. 56/2024/QH15 approved by the National Assembly of the Socialist Republic of Vietnam on November 29th, 2024 and guiding documents;*
- *Decree No. 155/2020/ND-CP passed by the Government on December 31st, 2020;*
- *Charter on organization and operation of Kinh Bac City Development Holding Corporation.*

Dear Our Esteemed Shareholders!

To ensure the seamless operation of the Corporation and fully capitalize on its strengths in key industries with high growth potential, aiming to realize its medium and long-term business plans and achieve sustainable development, the Board of Directors (BOD) respectfully proposes to the General Meeting of Shareholders for approving on the amendments and additions to the Corporation's current business lines. Simultaneously, the Corporation's Charter on organization and operation will be revised, and its enterprise registration will be updated accordingly. The specific details are as follows:

- I. To withdraw business lines stipulated in Article 4 of the current Charter on organization and operation and to add new business lines as follows:**
 - 1. To withdraw of the following business lines:**

- (i) Construction of waterworks (Code: 4291);
- (ii) The entire list of codes that do not align with the Vietnam Standard Industrial Classification as detailed in Section 8 of the Enterprise Registration Content Confirmation No. 4086/22 issued by the Business Registration Office – Department of Planning and Investment of Bac Ninh Province on February 18th, 2022. Specifically:

"Construction consulting. Designing general construction site layouts. Architectural designing for civil and industrial projects. Interior and exterior designing for buildings. Industrial and civil construction, transportation works. Construction of electrical works up to 35 KV. Manufacturing: building materials, interior decoration, concrete structures, and steel components. Production, processing, and installation of steel truss frames. Hotel and restaurant business. Golf course construction and operation. Domestic and international investment consulting. Tender consulting. Scientific and technical consulting and technology transfer. Freight forwarding services. Recreational services and other public utility services. Commercial services. Electronic and IT services. Trading: machinery, equipment, spare parts, materials, construction materials, interior decoration items, alcoholic beverages, soft drinks, computers, electrical and electronic devices. Import-export freight forwarding and transportation services by sea, air, rail, and road. Agency services for forwarding and transporting import-export and domestic goods by sea, air, rail, and road. Warehousing, loading, storage, and goods packaging services. Inland clearance depot (ICD) services (only when permitted by the Ministry of Finance). Planting and exploiting industrial crops: rubber, cashew, coffee, and other industrial crops. Trading, processing, and manufacturing wood products. Production and processing of paper products for domestic and export markets. Mineral exploration and exploitation. Investment and participation in energy, hydroelectric, and thermal power projects. Trading and distributing electrical equipment.

Financial investment (including joint ventures and partnerships with other companies, and participation in stock trading). Retail electricity business. Construction of transportation projects (bridges, expressways, culverts, etc.). Water extraction, purification, and supply for domestic, industrial, and other purposes."

Reasons for withdrawing business lines:

- Regarding the business line "**Construction of waterworks (Code: 4291)**": After a period of operation, the BOD has determined that this sector no longer aligns with the operational goals of the Corporation. Therefore, the BOD respectfully proposes to the GMS to withdraw this business line from the business portfolio to focus resources on more effectively executing the core sectors that are the Corporation's strengths.

- Maximizing core strengths and focusing on key business lines: The BOD proposes to withdraw the entire list of business codes that are not aligned with the Vietnamese Economic Sector System, as specified in Item 8 of the Business Registration Confirmation Certificate No. 4086/22, issued by the Business Registration Office of the Department of Planning and Investment of Bac Ninh Province on February 18th, 2022.

2. To add business lines:

Based on an evaluation of the optimality of certain sectors that are trending toward delivering potential benefits in the near future, the BOD respectfully proposes the GMS to approve the addition of the following sectors:

No.	Additional business lines and sectors	Code	Legal basis
1.	Architectural and related technical consultancy activities Details: - Architectural consultancy services - Construction supervision and consulting supervision services (a) - Tender consultancy services (b) - Designing and design verification of construction works (c) - Preparation of construction planning designs (d)	7110	(a) Point đ, Clause 4, Article 89; Article 96, Decree No. 15/2021/ND-CP (b) Clause 4, Article 4, Law on Tendering 2023 (c) Point c, Clause 4, Article 89; Article 93, Decree No. 15/2021/ND-CP (d) Article 92, Decree No. 15/2021/ND-CP
2.	Specialized design activities Details: Interior decoration activities	7410	
3.	Manufacture of metal structures Details: - Manufacture of metal frames or structures for construction and their components - Manufacture of industrial metal frames - Manufacture of metal doors, windows, frames, shutters, and gates.	2511	
4.	Short-term accommodation services Details: Hotel business	5510	
5.	Restaurants and mobile food service activities Details: Restaurant business	5610	

No.	Additional business lines and sectors	Code	Legal basis
6.	Operation of sports facilities Details: Golf course business	9311	
7.	Other Financial Service Activities Not Classified Elsewhere Details: Investment consultancy services <i>(Excluding financial, accounting, auditing, and legal consulting)</i>	6619	
8.	Other Professional, Scientific, and Technical Activities Not Classified Elsewhere Details: Technology transfer services	7490	<i>Article 45, Law on Technology Transfer 2017</i>
9.	Wholesale of other household goods Details: - Wholesale of beds, cabinets, tables, chairs, and similar furniture - Wholesale of household electrical appliances, lamps, and lighting fixtures <i>(Except for goods listed in the list of goods that foreign-invested economic organizations are not allowed to exercise distribution rights as per the law.)</i>	4649	<i>The sale of products listed in Appendix 03 – List of Goods Not Allowed for Distribution Rights – Circular 34/2013/TT-BTC dated December 24th, 2023, is prohibited.</i>
10.	Wholesale of machinery, equipment, and spare parts Details: Wholesale of electrical machinery, equipment, and materials (generators, electric motors, wires, and other devices used in electrical circuits) <i>(Except for goods listed in the list of goods that foreign-invested economic organizations are not allowed to exercise distribution rights as per the law.)</i>	4659	<i>The sale of products listed in Appendix 03 – List of Goods Prohibited from Distribution Rights – Circular 34/2013/TT-BTC dated December 24th, 2023, is prohibited.</i>
11.	Retail sale in other non-specialized stores <i>(Except for goods listed in the list of goods that foreign-invested economic organizations are not allowed to exercise distribution rights as per the law.)</i>	4719	<i>The sale of products listed in Appendix 03 – List of Goods Not Allowed for Distribution Rights – Circular 34/2013/TT-BTC dated December 24th, 2023, is prohibited.</i>

No.	Additional business lines and sectors	Code	Legal basis
12.	Retail sale of household electrical appliances, beds, cabinets, tables, chairs, similar furniture, lamps, lighting fixtures, and other household goods not classified elsewhere in specialized stores <i>(Except for goods listed in the list of goods that foreign-invested economic organizations are not allowed to exercise distribution rights as per the law.)</i>	4759	<i>The sale of products listed in Appendix 03 – List of goods not allowed for distribution rights – Circular 34/2013/TT-BTC dated December 24th, 2023, is prohibited.</i>
13.	Road freight transport	4933	
14.	Warehousing and storage activities Details: - Warehousing and storage of goods in bonded warehouses - Warehousing and storage of goods in other types of storage facilities: standard goods storage, cold storage	5210	
15.	Electricity transmission and distribution Details: Retail electricity business <i>(Excluding national grid transmission and dispatch activities)</i>	3512	
16.	Construction of road works	4212	
17.	Water collection, treatment, and supply	3600	
<i>(For conditional business lines: Enterprises are only permitted to conduct business activities upon meeting all operational conditions as required by law.)</i>			

3. The remaining business lines specified in the Confirmation No. 4086/22 for content of Enterprise Registration Confirmation issued by the Business registration office – Department of Planning and Investment of Bac Ninh Province on February 18th, 2022, shall remain unchanged and retained as originally registered.

II. The Board of Directors respectfully proposes to the General Meeting of Shareholders to approving on the maximum foreign ownership ratio of the Corporation at 49% and the addition of Clause 3 to Article 4 of the Corporation’s Charter on organization and operations as follows:

“3. The maximum foreign ownership ratio of the Corporation is 49%.”

The Board of Directors respectfully proposes for the General Meeting of Shareholders to approve on the authorization and delegation of authority to the Board of Directors and the Executive Board to instruct relevant departments to carry out the necessary legal procedures to update the amendments and supplements to the Corporation's Charter, enterprise registration according to the adjusted sectors, and other related procedures at competent State authorities in accordance with legal regulations.

Sincerely thank you!

Recipients:

- The Shareholders;
- Members of Board of Directors;
- Members of Supervisory Board;
- SSC, Stock Exchange;
- Stored: Admin.

**ON BEHALF OF THE BOARD OF DIRECTORS
CHAIRMAND OF THE BOARD**

(Signed)

DANG THANH TAM