ສາທາລະນະລັດ ປະຊາທິປະໄຕ ປະຊາຊົນລາວ

ສັນຕິພາບ ເອກະລາດ ປະຊາທິປະໄຕ ເອກະພາບ ວັດທະນະຖາວອນ

ບໍລິສັດ ຊີມັງລາວ ມະຫາຊົນ

LAO CEMENT PUBLIC COMPANY

ບ້ານໂພນພະເນົາ ວຽງຈັນ, ສ.ป.ป.ลาว ตู้ปบ 6821, ไทธ: (865-21) 451222,451116 แฟ๊ก: 451117

PHONPHANAO VILLAGE,VIENTIANE, LAO P.D.R. P.O.BOX 6821, TEL : (856 - 21) 451222,451116 FAX:451117

E-mail:Lcc@laocement.com,www.laocement.com

No. 156 /LCC

Vientiane Cap., Date: 13 DEC 2022

To: All shareholders of Lao Cement Public Company

Subject: The invitation of Annual General Extraordinary Shareholders' Meeting for the year 2022

- According to the agreement of the BODs' meeting on 19 November 2022.
- According to the list of shareholders from Lao Securities Exchange.

Lao Cement Public Company (LCC) kindly invited all shareholders of the LCC, to attend the Annual General Meeting of shareholders of the company on 16 January 2023, at 14:00. The registration shall be started from 13:00-13:30 at 8fl of Lao Securities Exchange building, Phonthan village, Saysetha District, Vientiane Capital, Lao PDR. This meeting shall consider and approve each agenda (see attached file).

LCC shall notify Lao Securities Exchange in order to use the Record date on 06 December 2022 for the right of shareholders to participate in the AGM of 2022. Thus, the LCC shall define the recorded date based on the approval on that date from Lao Securities Exchange.

The Shareholders of LCC shall receive the invitation letter for attending the AGM (barcode) with the relevant agendas at Lao Securities Exchange building.

Thus, we hope that all of shareholders shall consider attending the AGM.

Sincerely yours,

Director
Lao Cement Public Company

ບໍລິສັດ ຊີມັງລາວ ມະຫາຊົນ Lao Cement Public Company

ZHANG LI

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Shareholders' Meeting for the year 2022

of Lao Cement Public Company

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Attachments

1. Agenda for LCC's Annual General Shareholders' Meeting for the year 2022.
2. the change of new shares of Lao Cement Public Company
3. the change of the legal representative (director) of Lao Cement Public Company
4. To continue to implement according to the improvement plan and restore business plan of Lao Cement Public Company
5. Proxy form.
6. Map of the meeting venue for the year 2022.

Remark:

1. All shareholders shall obtain the invitation letter and all attachments started from 13th December 2022 at Settlement and Depositary Department, 4th floor of Lao Securities Exchange Build, Phonthan Neua Village, T4 Road, Saysettha District, Vientiane Capital. Tel: (856-21) 454361, Fax: (856-21) 454361-4.
2. The shareholders who shall attend the meeting are required to bring the ID card or passport (for foreign shareholders) to identify himself/herself to attend the meeting.
3. The shareholders, who determine someone to attend the meeting and vote in the meeting, have to correctly and completely fill and sign the Proxy Form as attached as **Attachment 5.**
4. The proxy who will attend the meeting must present documents or evidences to identify himself/herself to attend the meeting, according to the detail specific in this document, and submit to the Chairman and/or a person authorized by the Chairman then the proxy could attend the meeting.
5. In case of the shareholders wish to appoint the directors of the company to attend the meeting and vote on your behalf, please complete the Proxy Form and put a mark (✓) to choose one of directors of the company to be your representative and submit the Proxy Form including supporting documents to Lao Cement Public Company, 1st floor, the Company Secretary Office, PHONPHANAO Village, Saysettha District, Vientiane Cpaital, Lao PDR, P.O Box 6821 and please deliver to the company before 16th January 2023.
6. If you have any queries and questions related to the Proxy appointment, please contact to Ms Khammy (856-20) 55966610 and Ms Hong (856-20) 96031812, during the office hours.

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Vote Instruction

1. The attendees will be given the ballot for voting in each agenda requiring a vote at the time of registration. For the case of proxy in which the voting in each agenda has been clearly specified by the shareholder in the Proxy, LCC will record such voted at the time of the registration and the proxy will not be required to vote.
2. Only the shareholders who DO NOT AGREE with the matters proposed by the meeting are invited to vote (meaning that those who agree with such appointment are not necessary to make any vote).
3. To vote, please kindly fill in the distributed ballot which must clearly specify about your name and surname, total number of LCC shares you holding and mark a cross in the Disapprove box.
4. After you have clearly casted your vote, please kindly raise your hand with the ballot in order for organizers are be able to take the ballot and count the votes.
5. You will be informed about the voting result right in the meeting which one share quals one vote.
6. The disapproval votes will be effective only in the case such votes account for more than half of the total number of LCC shares attending the meeting which have been specify in the article 143 of Enterprise Law.

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Appendix 01

The agenda of Annual General Meeting of shareholders of Lao Cement Public Company for year 2022

- **Agenda 01**: .Consider and approve the change of new shares of Lao Cement Public Company

  The change of new shares of Lao Cement Public Company that was reported on the BODs' meeting on 19 November 2022, which has a detailed content on Appendix 02.

  BODs comment:

  The BODs of the company have carefully proposed to the AGM for consideration and approval for the change of new shares of Lao Cement Public Company.

  The voting right:

  According to the Enterprise Law on the method of voting right for consideration on the minute of the Shareholders' meeting shall have more than half of the voting share of participants.

- **Agenda 02**: Consider and approve the change of the legal representative (director) of Lao Cement Public Company
- The the change of the legal representative (director) of Lao Cement Public Company that was reported on the BODs' meeting on 19 November 2022, which has a detailed content on Appendix 03.

  BODs comment:

- The BODs of the company have carefully proposed to the AGM for consideration and approval for the the change of the legal representative (director) of Lao Cement Public Company

  The voting right:

  According to the Enterprise Law on the method of voting right for consideration on the minute of the Shareholders' meeting shall have more than half of the voting share of participants.

- **Agenda 03**: To consider and approve the to continue to implement according to the improvement plan and restore business plan of Lao Cement Public Company

  Content:

  The to continue to implement according to the improvement plan and restore business plan of Lao Cement Public Company that was reported on the BODs' meeting on 19 November 2022, which has a detailed content on Appendix 04.

  BODs comment:

  The BODs of the company have carefully proposed to the AGM for consideration and to continue to implement according to the improvement plan and restore business plan of Lao Cement Public Company

  The voting right:

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According to the Enterprise Law on the method of voting right for consideration on the minute of the Shareholders' meeting shall have more than half of the voting share of participants.

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Attachment 2:

Report on the Change of new shares of Lao Cement Company

- According to the Improvement and Rehabilitation plan of Lao Cement Company;
- According to the agreement of the meeting of the board of directors of the company on November 19, 2022.
- According to the notification of the Lao Securities Exchange No. 1632/LSX dated November 29, 2022.

Lao Cement Company (Vangvieng Cement Factory No. II) would like to inform you that: Lao Cement Company has completed the transfer of the promoter's shares of Lao Cement Company on November 28, 2022 by transferring the shares of China Yunnan International Economic Technical Cooperation Company Limited (represented by Mr. Liu Wei) to Xhieng Han Yunnan Technology Network Company Limited (represented by Mr. Nie Lei), a total of 14,280,000 shares (equal 35,6964% of the total shares of the company).

Therefore, it is proposed that the general meeting of shareholders consider and approve.

Vientiane Cap., Date 13 DEC 2022

Lao Cement Public Company

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Attachment 03:

The report on the change of legal representative

(Chief Executive Officer)

- According to the relevant regulations;
- According to the agreement of the meeting of the board of directors of the company on November 19, 2022.

Through the discussion of the board meeting of the company on November 19, 2022, because the transfer of the shares of Lao Cement Company has been completed, Mr. Zhang Li, the director, will be permanently transferred to Yunnan International Company. Therefore, it is proposed to consider the appointment of Mr. Nie Lei as the new director of Lao Cement Company instead of the old Mr. Zhang Li.

Therefore, it is proposed that the general meeting of shareholders consider and approve.

Vientiane Cap., Date 13 DEC 2022

Lao Cement Public Company

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Curriculum Vitae

Name and Surname: Mr. Nie Lei



Age: 51 years

<u>Graduated from:</u>

Northwest Industrial University

<u>Associations that participated:</u>

Executive accountant of the Lao Association of Accountants and Auditors

Member of the Chinese Writers Association

<u>Position status:</u>

Chairman of the Board of Director of Xi Han Yunnan Technology Network Co.,Ltd

Partner of Chang Seng Lui Xin Lao Accountant Company

Executive Director of Chang Cheng Lao Price Evaluation Company Limited

Executive Director of Siyan Beijing Media Culture Company Limited

Executive Director of Hui Ke Seng Lui Xie Men co.,Ltd

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RESUME

Full Name: Mr. ZHANG LI

Age: 49 years

Graduated from:

YUNNAN UNIVERSITY OF FINANCE ECONOMICS



Work experience:

- 1996/07/～1998/09

China Yunnan Co., Ltd. For International Techno-economic Cooperation

Assistant Accountant

- 1998/10/～2000/3/

China Yunnan Co., Ltd. For International Techno-economic Cooperation

Finance Director of Agricultural Projects in the Federated States of Micronesia

- 2000/04～2002/03

China Yunnan Co., Ltd. For International Techno-economic Cooperation

Financial Director of Language and Culture Center in Thailand

- 2002/04/～2007/07

China Yunnan Co., Ltd. For International Techno-economic Cooperation

Deputy Manager of Finance Department

- 2007/08～2009/05

China Yunnan Co., Ltd. For International Techno-economic Cooperation

Deputy Officer Director、Officer Director

- 2009/06～2015/06

China Yunnan Co., Ltd. For International Techno-economic Cooperation

General Manager Assistant

- 2015/06 – present

General Manager Assistant of China Yunnan Co., ltd. For International Techno-economic Cooperation

General Manager of Lao Cement Public Company

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RESUME



Full Name: Mr. LI CHUNBO

Age: 46 years

Graduated from:

YUNNAN UNIVERSITY OF FINANCE ECONOMICS

Work experience:

- 07/1998 – 06/1999

China Yunnan Co., Ltd. For International Techno-economic Cooperation

Assistant Accountant

- 06/1999 – 04/2001

Accountant in Charge of China Yunnan Co., ltd. For International Techno-economic Cooperation in Mauritius

- 04/2001 – 02/2013

Accountant and Deputy Director of Finance Department of China Yunnan Co., ltd. For International Techno-economic Cooperation in Mauritius

- 02/2013 – 02/2016

Manager of Finance Department of Laos Cement Co., Ltd.

- 02/2016 – present

Deputy Director and Director of Finance Department of China Yunnan Co., ltd. For International Techno-economic Cooperation

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RESUME

Full Name：Mr. XIAO JIE



Age：52 years

Graduated from：

Party School of the Central Committee of CPC

Work experience：

- 08/1990 - 01/1992

Accountant of Kunming Renewable Resources Company

- 02/1992 - 10/2004

Office Director of Yunnan Mining and Metallurgical Equipment Complete Set Company

- 10/2004 - 12/2007

Deputy General Manager of Yunnan Zhengmao Architectural Decoration Engineering Co., Ltd.

- 12/2007 - 01/2014

Director of the Office of Guangdong Qingyuan Yunnan Copper Nonferrous Metals Co., Ltd.

- 02/2014 - 04/2014

Director of the Office of the Incubation Park Company of Yunnan Copper Technology Co., Ltd.

2014.02 - 2014.4

- 05/2014 - present

Director of the Office of China Yunnan Co., Ltd. For International Techno-economic Cooperation

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Curriculum Vitae



Name and Surname: Mr. Vongvechid Keovongkod

Age: 52 years

Nationality: Lao

Education level: Business Administration ,Majoring: Accounting , Technical School og Pakphasak Vientiane (1994/year)

- 1995-2020 came to work in Lao Vangvieng Cement factory 1, Position Deputy Division Accountant

- 2021 came to work in Lao Vangvieng Cement factory 3, Position Deputy Division Accountant

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Attachment 04:

Progress report on

Implementation of the improvement and rehabilitation plan of Lao Cement Company

1. The purpose of purchasing the shares by the company Zhieng Han Yunnan Technical Network Co., Ltd (ZHY)

New investors are willing to buy shares of Lao Cement Public Company (LCC) held by Yunnan International Company (amount 35.6964%) and Lao-China Securities Company (LCS) holds (18.8676%) and will become the largest shareholder of the company, the share that hold by the DAI would remain the same, and will transform the business sector and make the cement production sector into a tourism and culture sector.

2. Transition period of share transfer

1) ZHY has signed a share trading agreement with Yunnan International Company and Lao-China Securities Company.
2) LCC has released information on the share trading between ZHY with Yunnan International Company, and LCS.
3) ZHY has successfully hired an independent financial consultant according to the regulations.
4) ZHY is conducting the process of soliciting the purchase of shares and selling shares in accordance with the regulations.
5) ZHY has released information on the tourism and culture sector development plan for the next 5 years and information on the number of shares that new investors have purchased, the price of the shares and the period.

3. Changing the main business sector and renewing the land concession Contract

1) Changing the main business sector: According to the Investment Promotion Law No. 14, dated 17/11/2016, Article 67, Clause 6 stipulates that investors have the right to propose changing or add the business sector, after consideration and approval through the Board of Directors meeting and the shareholder meeting, LCC can provide a proposal to the Ministry of Planning and Investment. The company is currently following the procedure.
2) Renewal of the investment contract: The investment contract of the LCC will expire in 2028, but the company will transform the business sector and will make the cement production sector into a tourism and culture sector. Therefore, investors can offer to

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sign a new contract with the government and determine the duration of the new contract according to the relevant laws. The company is following the procedure for this task.

4. Exploration and mining concessions

1) Maintenance of concession rights: LCC aims to transform into tourism and culture sector and at the same time must comply with the agreement signed with the government dated 17/11/1998 and dated 25/11/2013. LCC can maintain the exploration and mining concession of Vangvieng Cement Factory No. II but must improve the content of the contract to maintain only the content of the raw material mining concession, other content that is not related or sign a new mining concession contract, which is considered as a special consideration for the investors who have received the concession.

The Konephouk coal mine contract is a contract that the company signed with the government separately, LCC can retain the concession rights according to the mentioned investment contract.

But now, there are uncertain factors affecting the maintenance of the coal mine.

5. Allocation of lay-off employees

The government and ZHY will strictly comply with the requirements of the 1731 Committee.

6. The government assistance:

1. To propose the government helps support the maintenance of LCC in the status of a listed company on the Lao Securities Exchange.
2. To propose the government consider and approve the transition from the cement sector to the tourism sector as the main activity of the company.
3. Propose to renew the concession (investment contract) considering setting the new contract period for new projects to be 50 years or more.
4. Propose to ask the government to have a tax reduction policy for new projects.
5. Propose to bring the company's cooperation project into the Lao-China cooperation plan, including central and local cooperation, such as the economic-technical cooperation master plan between the two governments and the cooperation mechanism between the Northern Province and Yunnan Province in order to create conditions for the project to receive policy support, funding and facilitation from the relevant government agencies of the two countries.

The Proposer

ຊີມັງລາວ ມະຫາຊົນ
Lao Cement Public

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Attachment 5:

Proxy

I/we ..... nationality..... ..
ID card/passport NO:.....Residingat.....
Village.....District.....Province.....
.....
Being a shareholder of Lao Cement Public Company
Holding a total number of.....shares, which are equivalent to the same of votes.
2. Hereby assign Mr/Ms.....ID card/passport No:.....Residingat.....Village.....Di strict.....Province.....

To be my proxy to attend and vote on my behalf at the Annual General Shareholders' Meeting for the year 2022 of Lao Cement Public Company, which going to be held on 16th January 2023 at of Lao Securities Exchange building, Vientiane Capital.

3. I hereby authorize the proxy to vote on my behalf at this meeting as follows (Select one between two choices):

1. □ To grant the proxy to consider and vote on my behalf as he/she may deem appropriate in all respects; or
2. □ To grant the proxy to vote as per my intention indicated in the followings (if you select this option, please choose to vote either approve or disapprove in every agenda):

Agenda 1: To consider and approve the change of new shares of Lao Cement Public Company
□approve □disapprove
Agenda 2: To consider and approve the change of the legal representative (director)
□approve □disapprove
Agenda 3: To Consider and approve the continue to implement according to the improvement plan and restore business plan of Lao Cement Public Company
□approve □disapprove

3. Any votes made by the proxy contradicting to this proxy shall be considered as invalid and shall not constitute my/our votes as the shareholder.
4. In case I/we have failed to specify my/our voting intention in any agenda or not clearly specified, my/our vote in such agenda shall be deemed approved.
5.Any action made by the proxy in the meeting in accordance with this proxy, shall be deemed as having been performed by myself/ourself in all respects.

Wrote at.....date...../...../.....

signed by the shareholder

(.....)

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Note: This minutes shall use the document in Lao language as the original.

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Kamphengmeuang Rd
Kamphengmeuang Rd
Phonthan Neua Hom 4
Rue Phonthan
Lao Youth Union
.Cabinet office