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ສັນຕິພາບ ເອກະລາດ ປະຊາທິປະໄຕ ເອກະພາບ ວັດທະນະຖາວອນ

ບໍລິສັດ ຊີມັງລາວ ມະຫາຊົນ

LAO CEMENT PUBLIC COMPANY

ບ້ານ ໂພນພະເນົາ ວຽງຈັນ, ສປປລາວ ຕູ້ ປ.ນ 6821, ໂທຣ: (865-21) 451222,451116 ແຟັກ: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. 132 /LCC

Vientiane Cap., Date: 12 APR 2024

To: All shareholders of Lao Cement Public Company

Subject: The invitation of Annual General Meeting of Shareholders of 2023.

- According to the agreement of the BODs' meeting on 28 March 2024
- 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 30 April 2024, at 09:00. The registration shall be started from 08:30-09:00 at 4fl of State enterprise for agriculture industry Development Import-Export&General Services. Sikhaitong village, Sikodtabong 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 11 April 2024 for the right of shareholders to participate in the AGM of 2023. 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,

Chair of BODs
Lao Cement Public Company

NIE LEI

Invitation for the Annual General Shareholders' Meeting for the year 2023 of Lao Cement Public Company

Friday, 30 April 2024
Time : 09.00 a.m
At meeting room,4th Floor,
State enterprise for agriculture industry
Development Import-Export&General Services
Sikhaithong Village, Sikodtabong
District,Vientiane,Lao P D R

Attachments

1. Agenda for LCC's Annual General Shareholders' Meeting for the year 2023.
2. Minutes of Annual General Shareholders' Meeting for the year 2022
3. Business Performance Report of LCC for the year 2023.
4. The audited financial statement of the year 2023
5. Construction engineering contract Between Project Owner: Lao Culture Tourism Public Group Company And Contractor: No. 3 Construction Company Limited of Yunnan Construction-Investment and Shareholding Group
6. Construction Engineering Contract Between Project Owner: Lao Culture Tourism Public Group Company And Contractor: No. 8 Engineering Company Limited of China's Republic Construction Group
7. Regulation of Lao Culture Tourism Public Group Company
8. Consider the Registration of Subsidiary Companies
9. Consideration Regarding the Purchase of Shares of the Lao Film-TV Production Center
10. Consideration Regarding the Change of Senior Management
11. Proxy form.
12. Map of the meeting venue for the year 2022.

Remark:

1. All shareholders shall obtain the invitation letter and all attachments started from 12th April 2024 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 11.**
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, NONGBON Village, Saysettha District, Vientiane Cpaital, Lao PDR, P.O Box 6821 and please deliver to the company before 30th April 2024.
6. If you have any queries and questions related to the Proxy appointment, please contact to Ms Khammy (856-20) 55966610, during the office hours.

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.

ສາທາລະນະລັດ ປະຊາທິປະໄຕ ປະຊາຊົນລາວ
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LAO CEMENT PUBLIC COMPANY
ISO 9001 5965 Cert No.75Q10469
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Appendix 01

The agenda of Annual General Meeting of shareholders of Lao Cement Public Company for year 2023

✡ **Agenda 01**: To consider and approve the minute of AGM of 2022

Content:

The AGM of 2022 shall be held on 28 April 2023 that has recorded the meeting based on the detail on Appendix 02.

BODs comment:

The minute of the AGM is accurate and completed by the agreement on the AGM of 2022 on 28 April 2023.

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 2023 annual business report and the 2024 annual business plan of Lao Cement Company.

Details:

Annual business report 2023 and annual business plan 2024 of Lao Cement Company. Reported in the meeting of the board of directors on 28/3/2024, which contains detailed content in attachment 03.

BODs comment:

The board of directors has carefully considered and agreed to let the shareholders' meeting consider and approve the 2023 annual business results.

The voting right:

According to the Law on Enterprise Debt which has been determined that this agenda must be passed by more than half of the votes of those attending the meeting.

✡ **Agenda 03:** Consider and approve the 2023 annual financial report.

Details:

The 2023 annual financial report has been properly audited by the external auditing company EY with attachment 04, which was reported to the Board of Directors meeting on 28/03/2024.

BODs comment:

The Board of Directors has thoroughly considered and agreed to let the shareholders' meeting consider and adopt the 2023 annual financial report.

The voting right:

According to the Law on Enterprise Debt which has been determined that this agenda must be passed by more than half of the votes of those attending the meeting.

✡ **Agenda 04:** Consider and approve the contract for the construction of the Duang Chan Vang Vieng Blue Lagoon International Resort (Vang Vieng Training Center, Ministry of Defense)

Details:

Report on the contract for the construction of the international resort area of Duang Chan Vang Vieng International Resort (Vang Vieng Training Center, Ministry of Defense) which was reported in the meeting of the Board of Directors on 28/3/2024, which has detailed content in attachment 05.

BODs comment:

The Board of Directors has thoroughly considered and agreed to the meeting of shareholders to consider and approve the contract for the construction of the Duang Chan Vang Vieng Blue Lagoon International Resort (Vang Vieng Training Center, Ministry of Defense)

The voting right:

According to the Law on Enterprise Debt which has been determined that this agenda must be passed by more than half of the votes of those attending the meeting.

✡ **Agenda 05:** Consider and approve the contract for the construction of the economic, industrial, tourism and cultural demonstration area in Vang Vieng

Details:

Report on the contract for the construction of Vang Vieng Economic, Industrial, Tourism and Cultural Demonstration Zone project which was reported in the meeting of the Board of Directors on 28/3/2024, which contains detailed content in attachment 06.

BODs comment:

The Board of Directors has carefully considered and agreed that the meeting of shareholders to consider and adopt the contract for the construction of the Vang Vieng Economic, Industrial, Tourism and Cultural Demonstration Zone Project.

The voting right:

According to the Law on Enterprise Debt which has been determined that this agenda must be passed by more than half of the votes of those attending the meeting.

✡ **Agenda 06:** Consider and approve the rules of the Lao Culture Tourism Group.

Details:

Report on the regulations of Lao Mass Tourism and Culture Group which was reported in the meeting of the board of directors on 28/3/2024, which has detailed content in attachment 07.

BODs comment:

The board of directors has carefully considered and agreed that the meeting of shareholders to consider and adopt the rules of the Lao Tourism and Culture Group.

The voting right:

According to the Law on Enterprise Debt which has been determined that this agenda must be passed by more than half of the votes of those attending the meeting.

✡ **Agenda 07:** Consider and approve the registration of subsidiary companies.

Details:

The report on the registration of subsidiary companies that was reported in the meeting of the board of directors on 28/3/2024, which has detailed content in attachment 08.

BODs comment:

The board of directors has carefully considered and then agreed that the meeting of shareholders to consider and approve the registration of subsidiary companies.

The voting right:

According to the Law on Enterprise Debt which has been determined that this agenda must be passed by more than half of the votes of those attending the meeting.

✡ **Agenda 08:** Consider and approve joint investment in the Lao film-television production center.

Details:

Report on joint investment in the Lao Film-TV Production Center which was reported in the meeting of the Executive Council on 28/3/2024, which is detailed in attachment 09.

BODs comment:

The board of directors has thoroughly considered and agreed to the meeting of shareholders to consider and approve the joint investment in the Lao film-television production center.

The voting right:

According to the Law on Enterprise Debt which has been determined that this agenda must be passed by more than half of the votes of those attending the meeting.

✡ **Agenda 09:** Consider and approve the appointment of senior management of Lao Cement Company.

Details:

Report on the appointment of senior management of Lao Cement Company. which was reported in the meeting of the board of directors on 28/3/2024 which has detailed content in attachment 10.

BODs comment:

The Board of Directors has thoroughly considered and agreed to let the shareholders' meeting consider and approve the appointment of the senior management of Lao Cement

Company.

The voting right:

According to the Law on Enterprise Debt which has been determined that this agenda must be passed by more than half of the votes of those attending the meeting.

Attachment 2:

The Minutes of the Annual General Shareholders' meeting of Lao Cement Public Company of 2022

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No 122 /LCC

Vientiane capital, dated 08 MAY 2023

The Minutes of the Annual General Shareholders' meeting of Lao Cement public Company for the year 2022

The meeting took place on April 28, 2023 at :9:00 at 4th Floor, of State enterprise for agriculture industry Development Import-Export&General Services, Sikhaitong village, Sikodtabong District, Vientiane Capital, Lao PDR. chaired by . Mr. VanhthongSITTHIKOUN Vice Chairman of Board of Directors LCC, The meeting saw the attendance of 34 persons, of which number of shareholders personally attended the meeting is 8 people and by proxy is 13 people, representing 35,591,400 shares, equivalent to 89 percent of the Company's total shares, which was eligible to hold the meeting as stipulated by the provisions of laws and Company's regulations.

I. The Chairman Man of the meeting welcomed guests and instructed the participants of the meeting as follows:

*** Board of Directors LCC attended the meeting are as follows:**

1. Mr Nie Lei	Position: Chairman of the Board of Directors LCC, Director of LCC
2. Mr. Vanhthong SITTHIKOUN	Position: Vice Chairman of Board of Directors LCC, General Director of State-owned Enterprise DAI
3. Mr. Khambon XAYLAOVONG	Position: Member of the Board of Directors LCC , Deputy Director of State-owned Enterprise DAI
4. Mr. Vichit SOUVANNALATH	Position: Member of the Board of Directors, Deputy Director LCC
5. Mr Lulin	Position: : Member of the Board of Directors, Deputy Director LCC
6. Mr. Zhang Jinghua	Position : Chief of Accounting and Finance department

7. Mr. Liu Hao Position: Independent Board members LCC

8. Mr. Vongvichit KEOVONGKOD Position: Independent Board members LCC

Along with representative officials from the Lao Securities Commission Office, Lao Securities Exchange and representatives of retail shareholders are as follows:

1.Mr. Thanousith SENGMANYPHONE Position: Specialist of Securities Distribution Management Board at the Headquarters LSC.

2.Ms. Souphaphone SOUNANTHA Position: Specialist of Securities Distribution Management Board at the Headquarters LSC.

3. Ms. Mathikone INTHAVONG Position: Specialist of Registration and Information Disclosure Department LSX.

4. Mr. Vixay DUANGSAVATH Position: Deputy of management board – organization representing for small shareholder.

II. The Secretary of the Board of Directors presented the rules and voting methods to the meeting, which are detailed as below:

1. Regarding the voting:

1) A shareholder shall have vote equal with total number of shares held, one share represents for one vote.

2) During the voting, the shareholder must combine information included to use the voting card delivered, in which must specify the relevant information including his full name, number of shares of Lao Cement Public Company held by him mark the cross on the disapproval space.

3) Where one shareholder does not agree, mark the cross for disapproval opinion in the voting card, raise that card for the officer to check such voting card. If the shareholder does not raise the card, it is deemed that he agree with the proposal of the meeting, except for shareholders who are marked badges in the authorization letter, the company will record such disapproval vote.

4) For shareholders delegating their representative to attend the meeting, the representative shall vote according to the demands of the shareholder making that authorization.

2. Counting and notification of voting results:

1) The shareholder will be informed of the counting of voting results right at the meeting, the counting the number of votes will carry out on the basis of one share is equal to one vote.

2) The voting against will be valid when there are over a half of the votes compared to total number of shares of Lao Cement Public Company in the meeting as specified in Article 143 of the Enterprise Law.

3) The counting of the results of each voting session will count the votes of the shareholders present in the meeting and shareholders delegating for the representative recorded by the company before attending the meeting and voting in each session.

4) Mr. Vixay DUANGSAVATH, the meeting's voting observer will announce the voting results in each session to the meeting, after the voting is completed, he will divide the number of votes for and against: numbers of each type and its corresponding percentage.

5) For shareholders giving a disapproval vote after the voting supervisor informed the voting result in each session in which the voting is ended, the company will not count such vote.

According to the relevant laws and regulations, in this meeting, the observer shall not ask questions during the procedure of the meeting, only the shareholders may ask questions and give opinion at each session.

Then, Mr Vanthong Sitthikoun, chairmeeting expressed the officially open the meeting :

- **Agenda 1: To consider and approve the minute of Annual General Shareholders' meeting of Lao Cement Public Company for the year 2021**

Mr. Vichit Souvanhnalath, Deputy Director, Member of the Board of Directors of LCC Company reported the minutes of the General Meeting of Shareholders of Lao Cement Company for the year 2021 to the meeting (details in attachment 2) which was published on the website of the Lao Securities Exchange.

Then the chairman of the meeting opened an opportunity for the shareholders to comment on this agenda, which included the following comments and questions:

✡ Mr Kraiwal Kadavanich is the representative of the Thai Shareholders' Association commented that: In January 2023, the company held a shareholders' meeting. Why not take the minutes of the meeting into consideration and approve through the shareholders' meeting this time? nevertheless can be considered and approved through the next shareholder meeting.

✡ Mr. Vanhthong Sitthikoun, Vice Chairman of the Board of Directors, expressed his gratitude for the comments and clarified that: According to Mr. Kraiwal Kadavanich proposal, the minutes of the meeting will be considered and approved through the next shareholders' meeting.

The shareholders meeting has majority of voting of shareholders attended:

The meeting has the resolve with the vote of approval 35,591,400 votes, equivalent to 100% of the total votes attending the meeting, and the disapproval 0 vote, equivalent to 0% of the total votes attending the meeting

Agenda 2: To consider and approve the Business performance of 2022

Mr. Vichit Souvanhnalath, Deputy Director, Member of the Board of Directors of LCC Company reported the **Business performance of 2022** to the meeting (details in attachment 3) which was published on the website of the Lao Securities Exchange.

After the meeting, the chairman of the meeting opened an opportunity for the shareholders to comment on this agenda, which did not have any comments or questions from the meeting.

The shareholders meeting has majority of voting of shareholders attended:

The meeting has the resolve with the vote of approval 35,591,400 votes, equivalent to 100% of the total votes attending the meeting, and the disapproval 0 vote, equivalent to 0% of the total votes attending the meeting

Agenda 3: : To Consider and approve the audited financial statement of the year 2022

Mr. Zhang JINGHUA Chief of Accounting and Finance department, proposed to the meeting for consideration and approve regarding the Financial statement of 2022 of LCC.(see more detail on appendix 04) which was published on the website of the Lao Securities Exchange.

Then the chairman of the meeting opened an opportunity for the shareholders to comment on this agenda, which included the following comments and questions:

.✡ Mr Kraiwal Kadavanich is representative of the Thai Shareholders' Association commented that: firstly, why did the numbers change during the meeting? Second, the use of dots and commas in numbers are incorrect because the way to use dots and commas in Lao and English is not the same.

✡ Mr. Zhang Jing Hua, Chief Financial Officer of LCC Company stated that: The figures of the financial statements are based on the audit report from the audit company but because the audit company issued the audit report lately, when we send the financial report to the Lao Securities Exchange, it is based on the audited version that is not up to date, but the most recent version that contains the cross-check issued by the auditing company to modify the figures. So we came to change some numbers before starting the meeting, as for how to use dots and commas, we will review the correct use of dots and commas according to the rules of writing numbers in Lao and English.

The shareholders meeting has majority of voting of shareholders attended:

The meeting has the resolve with the vote of approval 35,591,400 votes, equivalent to 100% of the total votes attending the meeting, and the disapproval 0 vote, equivalent to 0% of the total votes attending the meeting.

Agenda 4: To Consider and approve the appointment of a new Board of Directors of Lao Cement Company.

Mr. Vichit Souvanhnalath, Deputy Director, Member of the Board of Directors of LCC Company reported the appointment of a new Board of Directors of Lao Cement Company.to the meeting (details in attachment 5) which was published on the website of the Lao Securities Exchange.

Then the chairman of the meeting opened an opportunity for the shareholders to comment on this agenda, which included the following comments and questions:

✡ Mr. Phongsavath Luenam is representative of Lao China Securities Co., Ltd. commented that: After the appointment of the new board of directors, was the selection committee, risk management committee and audit committee appointed?

✡ Mr. Vanthong Sitthikoun, Vice Chairman of the Board of Directors explained: Now the company is still in transition period. The appointment of the other committees will be appointed after the company has been operating normally.

The shareholders meeting has majority of voting of shareholders attended:

The meeting has the resolve with the vote of approval 35,591,400 votes, equivalent to 100% of the total votes attending the meeting, and the disapproval 0 vote, equivalent to 0% of the total votes attending the meeting.

Agenda 5: To Consider and approve the appointment of senior management of Lao Cement Company

Mr. Vichit Souvanhnalath, Deputy Director, Member of the Board of Directors of LCC Company reported the appointment of senior management of Lao Cement Company to the meeting (details in attachment 8) which was published on the website of the Lao Securities Exchange.

After the meeting, the chairman of the meeting opened an opportunity for the shareholders to comment on this agenda, which did not have any comments or questions from the meeting.

The shareholders meeting has majority of voting of shareholders attended:

The meeting has the resolve with the vote of approval 35,591,400 votes, equivalent to 100% of the total votes attending the meeting, and the disapproval 0 vote, equivalent to 0% of the total votes attending the meeting.

Agenda 6: To Consider and approve the relocation of Vang Vieng Cement Factory No. 2 to be located in the new industrial resource zone in Khammouan province

Mr. Vichit Souvanhnalath, Deputy Director, Member of the Board of Directors of LCC Company reported the relocation of Vang Vieng Cement Factory No. 2 to be located in the new industrial resource zone in Khammouan province to the meeting (details in attachment 6) which was published on the website of the Lao Securities Exchange.

Then Mr. Vichit Suvanhalath further explained that through the actual survey of the work in Khammouan Province, it was found that the conditions of the site are not complete and are not ready, so it is not possible to relocate the Vang Vieng Cement Factory no.2 to such a site. Hence, through the consultation of the board of directors, it was unanimously agreed to cancel the transfer of Vang Vieng Cement Factory no.2 to the new resource industrial area in Khammouan province. The progress of the project will be reported to the shareholders later.

Then the chairman of the meeting opened an opportunity for the shareholders to comment on this agenda, which included the following comments and questions:

✡ Mr Kraiwal Kadavanich is the representative of the Thai Shareholders' Association commented that: Regarding this agenda, if it was not on the agenda that should not be approved or study the possibility, so the agenda will be approved at the next shareholders' meeting.

✡ Mr. Phongsavath Luenam is representative of Lao China Securities Co., Ltd. commented that: In principle, let the shareholders agree to the agenda, but the company must consult with the board of directors to approve it at the meeting of the board of directors and also report the progress of the project to the shareholders for information later or bring the agenda to be approved at the next meeting of shareholders.

✡ Mr. Vanthong Sitthikoun, Vice Chairman of the Board of Directors expressed his gratitude for the comments and clarified that: I agree with the proposal of Mr. Phongsavath, representative of Lao China Securities Company Limited.

The shareholders meeting has majority of voting of shareholders attended:

The meeting has the resolve with the vote of approval 35,591,400 votes, equivalent to 100% of the total votes attending the meeting, and the disapproval 0 vote, equivalent to 0% of the total votes attending the meeting.

Agenda 7: To Consider and approve the establishment of Zhong Cher Herbal Medicine Company Limited.

Mr. Vichit Souvanhnalath, Deputy Director, Member of the Board of Directors of LCC Company reported the relocation the establishment of Zhong Cher Herbal Medicine Company Limited.to the meeting (details in attachment 7) which was published on the website of the Lao Securities Exchange.

Then the chairman of the meeting opened an opportunity for the shareholders to comment on this agenda, which included the following comments and questions:

✡ Mr. Phongsavath Luenam is representative of Lao China Securities Co., Ltd. commented that Is the newly established Zhong Ker Herb Company as subsidiary of LCC? Where does the funding come from? How to solve the case of insufficient funds?

✡ Mr. Nei Lei, the director general of LCC explained that: the newly established company is a subsidiary of which LCC holds 100% of the shares, the source of capital is from LCC and the company has enough funds to invest and operate.

The shareholders meeting has majority of voting of shareholders attended:

The meeting has the resolve with the vote of approval 35,591,400 votes, equivalent to 100% of the total votes attending the meeting, and the disapproval 0 vote, equivalent to 0% of the total votes attending the meeting.

Through the report, the meeting of shareholders had a total of 7 sessions and was successful.

After that, Mr. Vanhthong Sithikoun, the chairman of the meeting, expressed his gratitude for all the comments and answers of the shareholders regarding the various problems of the Lao Cement Company. He will accept all comments to research and improve as appropriate. He also wished success to the shareholders, shareholder representatives, members of the board of directors and all the honorable guests who attended the meeting and closed the meeting at 11:45 o'clock on the same day.

Chairman of the meeting

Vanthong SITTHIKOUN

Prepared by

Hong

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

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Appendix 03

Lao Cement Public Company
Business Performance of 2023

I. Annual Report of the Company

1. Background

Lao Cement Public Company (LCC) is shifted from Lao Cement Co., Ltd. established in 1998 as a joint venture between Nhun Nan International Economic and Technical Cooperation Company (CYC) of People's Republic of China and State-owned Agriculture, Industry and Import-Export Service Development Company (DAI) of Lao PDR with the respective ownership rate of 60% (CYC) and 40% (DAI); the initial registered capital of US$ 1,100,000. Its main purpose is to build a cement factory financed by the Chinese Government. The Governmental loan was 269,612,040 yuan or US$ 32,561,841 at that time. By the end of 2014, the company repaid all principal and interest of this loan.

The company started to build Vang Vieng cement factory 2 on December 26, 1999 which officially started production on March 22, 2002 and has continued to produce and consume Ca Thing Thong cement according to American standards ASTM-C-150, GB-175: 2007 standards of People's Republic of China. There are 03 types of cement: Ca Thing Thong (Golden Bull brand) red cement, Ca Thing Thong (Golden Bull brand) blue cement and Ca Thing Thong (Golden Bull brand) green cement. Cement is all manufactured from domestic materials such as limestone, clay, sand, plaster and coal.

In 2013, the Government of Lao PDR adjusted the share ratio of the Company: 51% of Nhun Nan Yunnan International Economic and Technical Cooperation Company (CYC) and 49% of State-owned Agriculture, Industry and Import-Export

Service Development Company (DAI). So far after being shifted into a public company and registered on the Lao stock market on March 02, 2018, the share ratio has been 35.6964% (UQNT), 34.2966% (DAI), 0.007% (Founding shareholders) and 30% (the public).

✡. Information of the Company

- Company name: Lao Cement Public Company
- Head office: Phonphanao Village, Xayxetha district, Vientiane Capital
- Tel: 021 451116, Fax: 021 451117
- Factory: Vang Vieng II Cement Factory
- Address: Khanmac Village, VangVieng District, Vientiane Province
- Tel: 023 511245 , Fax: 023 511247
- Registered capital: LAK 20,002,000,000

✡. Vision, goal and mission:

1. Vision:

   * Create a company to become a comprehensive tourism and culture company.
   * Building a safe and environment-friendly production company, paying attention to quality, fairly cooperating with partners, maintaining mutual benefits and sustainable industrial development.

2. Mission:

   * Provide high- quality cement according to the prescribed standards, create trust for consumers.
   * Make customers satisfied about service.
   * Reduce production and consumption costs, increase business efficiency.
   * Develop technical and industrial personnel of the company to become experts in the future.

2. Business conditions in 2023

The board of directors of the old and new sets of the Lao Cement Company took 3 months to hand over the work and completed the handing over of the work in February 2023.

In the past year, the new board of directors implemented the direction and strategic development plan adopted through the board of directors meeting, carried out many tasks such as working relationships with various related parties, deepened exchanges on culture, tourism, mining and other fields. At the same time, there is a business development plan for all the business sectors mentioned above.

1. Business Conditions

In the past 1 year, the company has carried out various important works as below:

1.1 The Construction Project of the Office Building of the Lao Culture Tourism Public Group Company:

It is estimated that the building structure can be completed by the end of September 2024, the progress of the project until 30/12/2023 has completed the construction of 15 floors and completed the decoration of 4 model rooms.

1.2 Planning and Design for the Construction Project of Demonstration Area of Economy, Industry, Tourism and Culture in Vang Vieng District:

Completed the planning and design process for the project and was approved by the relevant parties. In addition, they signed a construction project contract with Engineering Company No. 8 Limited of China Construction Group and Construction Company No. 3 of Yunnan Construction-Investment and Holding Company Group. At the same time, a groundbreaking ceremony was held on 12/01/2024.

1.3 Planning to Establish A Service Center and Tourism Management in Vang Vieng District:

Which is a project that will cooperate with the cultural and tourism authority that will set up the service center in Lao cement factory after 2, the prospectus has already been sent to the relevant parties.

1.4 Maintenance of Art Corps:

Which is a project to collaborate with art schools, train artists to prepare to perform in various tourist areas.

1.5 Registration of Lao Urban Development Construction Company Sole Limited:

Which is a subsidiary company that was registered on 26/06/2023 to target real estate activities related to tourism, trade and accommodation according to the unique architectural style of Laos which can meet the requirements of modern living. In addition, it is also responsible for the construction of the office building of the Lao Cultural Tourism Company.

1.6 Registration of Lao New Construction Materials Company Sole Limited:

Which is a subsidiary company registered on 10/08/2023 to manufacture and distribute new types of construction materials, such as new types of wall panels and cement pipes, which can be supplied to the construction project of the economic, tourism and culture demonstration area in Vang Vieng district and meet the needs of the construction market.

1.7 Registration of Lao National Tourism Planning and Design Institute Company Sole Limited:

Which is a subsidiary company that was registered on 12/10/2023 to support the design work for the Office of State Enterprises (DAI), the construction project on the land of the Department of Film, the construction project on the land of the Ministry of Information and

Culture (MOIC), Information and Information, the construction project on the land of the State Enterprise (DAI), the construction project of the Vang Vieng District Training Center, the Ministry of Defense and many other projects.

1.8 Planning to Establish A Biodiversity Conservation Center and the Lao National Botanical Garden:

Which is a project to cooperate with the scientific institute and which is located on the hill behind the Lao Vang Vieng cement factory for the 2nd building.

1.9 Establishment of the Vocational, Cultural and Tourism College:

Signed a memorandum of understanding with the Vocational College, Zongxing Urban Management, looking for a suitable location for the school. In addition, last year 2023, received 60 grants to continue studying in China with the said school, with the field of tourism, transportation and medical nursing, and the students officially enrolled in September 2023, in which, the students who graduated from the field of tourism, which the company will be responsible for allocating jobs to.

1.10 Registration of a Lao International Exhibition Service Company:

Which is a subsidiary company that was registered on 01/02/2024. The main purpose is to propose for approval for the company to be responsible for the development planning and operation of the Lao National Museum and Culture Hall from the Ministry of Information and Culture (MOIC).

1.11 Planning to Buy Shares of Film-TV Production Centers:

Plan to acquire 50% of the shares of the film-TV program production center. At the same time, it will also carry out a real estate project on the land of the film-TV program production center (the land of the Film Department).

1.12 Registration of Lao Mining Resource Development Company Sole Limited:

Which is a subsidiary company that was registered on 29/02/2024, at the end of 2023, which has surveyed the mining field located in Xayabuly Province, Luangprabang Province and Vientiane Province. The work plan in the next step is to carry out exploration-mining projects under the Ministry of Defense.

2. Investment Conditions

According to the company's business development plan, the company has invested in various business sectors, the details of which are as follows:

2.1 Tourism Sector:

Lao Culture Tourism Public Group Company is responsible for conducting tourism business to develop and improve the quality and green tourism network, create a property management system, tourist resource management, tourism promotion, trade management, and standard hotel management.

2.2 Real Estate Sector

Lao Town Construction and Development Sole Company Limited is responsible for conducting real estate business related to tourism, trade and recreation according to the unique architectural style of Laos which can meet the requirements of modern living.

2.3 Mining Sector

The Lao Mining Resources Development Sole Company Limited is responsible for the mining business, planning to cooperate with the state-owned enterprises under the Ministry of Defense to carry out exploration-mining projects using the resources of the state-owned enterprises and the Ministry of Defense.

2.4 Exhibition Service Sector

The Lao-International Exhibition Services Sole Company Limited is responsible for the business of exhibition services, will operate the National Museum and the Cultural Hall, host the Lan Chang-Mekong River Film Festival and exhibitions or seminars on various topics at the international level.

2.5 Green Energy Sector

The company is responsible for green energy business. It plans to cooperate with the Chinese energy company to run a solar power generation project on a 100 hectare plot of land located in Sangthong District.

2.6 Advertising and Film-Television Sector

The film-TV program production center is responsible for investing in the filming of documentary films about the culture and tourism of Laos, conducting advertising work for the tourism sector of the group of companies.

2.7 Culture and Education Sector

The Vocational College of Culture and Tourism (planned to be established) will be responsible for conducting educational and cultural business in cooperation with the Chinese Vocational College. Open teaching-teaching courses in tourism services, hotel management, translation, tea ceremony, coffee ceremony, Lao cultural art performance, short video filming and other fields to create personnel as professionals in various fields.

3. New Developments and Changes in the New Year

According to the direction and strategic development plan approved through the meeting of the board of directors, the business model has been transformed from cement production into a tourism and culture sector which is a green business that can be developed sustainably. In addition to taking the tourism sector as the main business, the company has also expanded to the agriculture sector, urban development, green energy, mineral resources, professional education, exhibitions with modern techniques and other related activities to meet the demands of economic and social development.

4. The Circumstances of the Opening of the Meeting of Shareholders and the Board of Directors

Until 30/06/2023, the company held 2 shareholder meetings and 3 board meetings to consider and approve the change of shares of the Lao Public Cement Company, the change of the legal representative (general director) of the Lao Public Cement Company, the continuation of the implementation of the plan to improve and restore the business of the Lao Public Cement Company, the collection of the assets of the Lao Public Cement Company that are not related to the tourism and culture sector, the demolition and construction of the offices of the Lao Public Cement Company Renew before May 2023 , changing the business sector and changing the name of the company, proposing to the upper level to select the location and building of the 1st Vang Vieng Cement Factory to participate in the tourism and culture project of Lao Public Cement Co., Ltd., re-establishing the rules and regulations and organizational structure of Lao Public Cement Co., Ltd., appointing a new board of directors of Lao Public Cement Co., Ltd., appointing senior executives of Lao Public Cement Co., Ltd, the establishment of Zongker Herbal Medicine Company (Laos) Limited, the termination of the relocation of the Vang Vieng No. 2 cement factory to the new resource industrial zone in Khammouan Province, the appointment of a committee responsible for the assets of the company in the Vang Vieng No. 2 Cement Factory, the establishment of the Lao Urban Development Company Limited and Lao New Construction Materials Co., Ltd. Scrap steel etc.

5. Basic Information for the Board of Directors and Staff

The Board of Directors has 11 people, the Lao side has 4 people (1 independent board commissioner and the Chinese side has 7 people (2 independent board commissioners). There are 54 permanent employees.

6. Dividend Plan

Because the company is still in the period of changing the business model, there is no profit to be distributed to the shareholders, therefore, there is no dividend plan for 2023.

II. Various Important Tasks

1. **Petition case**: Until 12/30/2023, there was no new petition case.

2. **Punishment against senior management from parties related to follow-up inspection:** None.

3. Changes in major shareholders and directors: None.

4. Purchase of other company's shares, sale of company's assets: There is no purchase of other company's shares, but the company has appointed a committee in charge of inventorying the company's assets. They are working on the inventory of machines and equipment that are not working at the factory. It is estimated that the inventory will be completed within April.

5. High value transactions related to the company: None.

6. Independence of the Initial Company: Independence in terms of personnel, property, financial accounting, operations and organization.

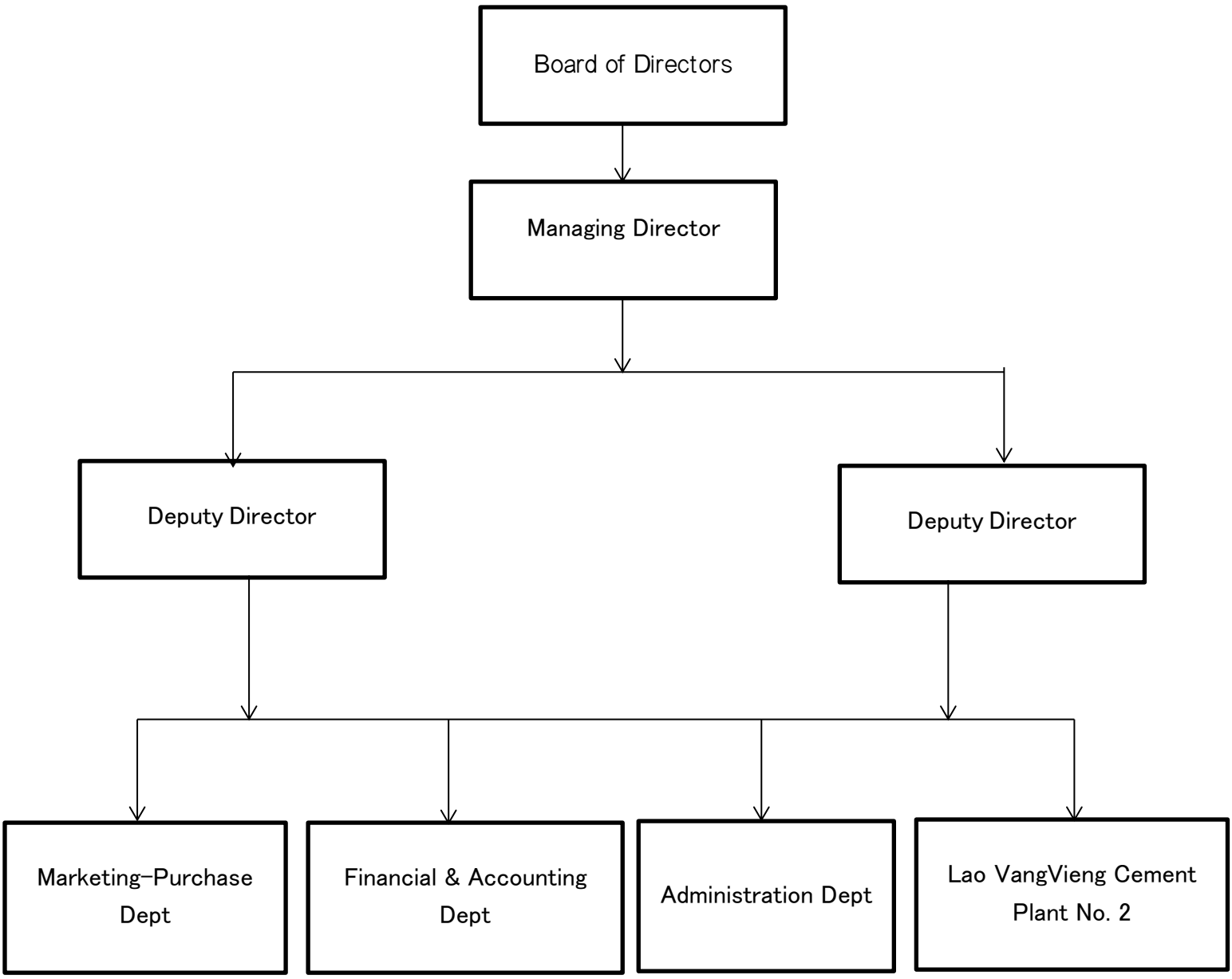
7. **Hiring an audit company**: Continue to use the services of an audit company, there is no change.

8. Important Agreements and Warranties:

8.1 Signed a contract for the construction of tourism and cultural buildings between Lao Public Cement Company and No. 6 Construction Company under Yunnan Construction-Investment Company, total construction area of 23,800 square meters, construction value of 23,562,000.00 Yuan.

8.2 Until 31/12/2023 there is no guarantee whatsoever.

Organization of LCC Public Company



Board of Directors of LCC



Mr NIE LEI
Date of birth : 11/12/971
Nationality : Chinese
Position: Chairman of the Board of Directors, Director of LCC



Mr Vanhthong SITTHIKOUN
Date of birth : 02/03/1960
Nationality : Lao

Position:Vice Chairman of Board of Directors LCC, General Director of State-owned Enterprise DAI



Mr LYULIN
Date of birth : 17/7/1957
Nationality : Chinese
Position: : Member of the Board of Directors, Deputy Director LCC,



Mr Zhang JINHUA
Date of birth : 26/11/1978
Nationality : Chinese
Position: Member of the Board of Directors, CFO



Ms Cai LINGLING

Date of birth : 10/10/1949

Nationality : Chinese

Position: Member of the Board of Directors



Mr Ding ZHENXU

Date of birth : 18/11/1973

Nationality : Chinese

Position: Member of the Board of Directors



Mr Dai RONGHUA

Date of birth : 3/7/1973

Nationality : Chinese

Position : Independent Board members LCC



Mr Liu HAO

Date of birth : 01/12/1977

Nationality : Chinese

Position: Independent Board members LCC



Mr Khambon XAYLAOVONG

Date of birth : 15/2/1958

Nationality : Lao

Position: Member of the Board of Directors,

Deputy Director of State-owned Enterprise DAI



Mr Vichit SOUVANHNALATH
Date of birth : 27/12/1962
Nationality : Lao
Position: Member of the Board of Directors, Deputy Director LCC,



Mr Vongvichit KEOVONGKOD

Date of birth : 1971
Nationality : Lao
Position: Independent Board members LCC

Managing Directors of LCC



Mr NIE LEI

Position: Director LCC (CEO)



Mr Vichit SOUVANHNALATH

Position:Deputy Director LCC



Mr LYU LIN

Position:Deputy Director LCC

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ບໍລິສັດ ຊີມັງລາວ ມະຫາຊົນ
LAO CEMENT PUBLIC COMPANY
ບ້ານ ໂພນພະເນົາ ວຽງຈັນ, ສປປລາວ ຕູ້ ປ.ນ 6821, ໂທຣ: (865-21) 451222,451116 ແຟັກ: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

Appendix 04 : **Financial Report of the Company for the Year 2023**

Lao Culture Tourism Public Group Company
(Previously known as "Lao Cement Public Company")

SPECIAL PURPOSE SEPARATE BALANCE SHEET
as at 31 December 2023

	Notes	31 December 2023 LAK	31 December 2022 LAK
ASSETS			
Non-current assets			
Property, plant and equipment	4	569,628,666	3,569,273,346
Construction in progress	6	33,848,808,652	5,965,924,208
Intangible fix assets	5	3,689,043,755	328,548,475
Investment in subsidiaries	7	1,189,235,074	-
Other non-current assets		-	147,280,000
Total non-current assets		**39,296,716,147**	**10,011,026,029**
Current assets			
Other current assets	8	1,705,010,743	46,422,040
Inventories	9	6,880,835,715	10,868,847,852
Amount due from related parties		224,362,213	-
Trade receivables	10	2,464,105,715	2,463,928,625
Cash	11	1,606,207,716	643,463,064
Total current assets		**12,880,522,102**	**14,022,661,581**
TOTAL ASSETS		**52,177,238,249**	**24,033,687,610**
LIABILITIES AND EQUITY			
Current liabilities			
Trade payables		1,441,398,721	1,047,905,716
Advance from customers	12	20,274,717,670	127,773,000
Amounts due to related parties	22	8,389,384,462	6,257,925,856
Statutory obligations	13	6,109,246,395	5,178,864,580
Payables to employees		8,019,276,919	9,083,230,303
Other payables	14	18,364,896,342	14,577,977,551
Total current liabilities		**62,598,920,509**	**36,273,677,006**
TOTAL LIABILITIES		**62,598,920,509**	**36,273,677,006**
Equity			
Contributed capital	15	20,002,000,000	20,002,000,000
Share premium		18,385,975,511	18,385,975,511
Legal reserve		7,704,052,546	7,704,052,546
Plant expansion reserve		18,549,465,596	18,549,465,596
Accumulated losses		(75,063,175,913)	(76,881,483,050)
Total equity		**(10,421,682,260)**	**(12,239,989,397)**
TOTAL LIABILITIES AND EQUITY		**52,177,238,249**	**24,033,687,610**

Mr. Nie Lei
General Director

Mr. Zhang Jing Hua
Head of Accounting & Finance

Vientiane, Lao PDR

12 April 2024

Lao Culture Tourism Public Group Company
(Previously known as "Lao Cement Public Company")

SPECIAL PURPOSE SEPARATE INCOME STATEMENT
for the year ended 31 December 2023

	Notes	2023 LAK	2022 LAK
Revenue from sale of goods		-	-
Cost of goods sold		-	-
Gross loss		**-**	**-**
Other operating income	16	24,108,787,955	2,464,852,716
Other operating expenses	17	(9,810,203,397)	(18,176,290,928)
Provision for doubtful accounts		-	(2,776,485,098)
Administrative expenses	18	(11,325,016,316)	(7,417,425,881)
Operating income/(loss)		**2,973,568,242**	**(25,905,349,191)**
Finance income	19	8,138,373	2,703,950,163
Finance costs	20	(1,163,399,478)	(265,972,635)
Profit/(Loss) before tax		**1,818,307,137**	**(23,467,371,663)**
Profit tax expenses	21	-	-
Net profit/(loss) after tax for the year		**1,818,307,137**	**(23,467,371,663)**

Mr. Nie Lei
General Director

Mr. Zhang Jing Hua
Head of Accounting & Finance

Vientiane, Lao PDR

12 April 2024

Lao Culture Tourism Public Group Company

(Previously known as "Lao Cement Public Company")

SPECIAL PURPOSE SEPARATE STATEMENT OF CHANGES IN EQUITY
for the year ended 31 December 2023

	Contributed legal capital LAK	*Share premium LAK*	*Legal reserve LAK*	*Plant expansion reserve LAK*	*Retained earnings/ (accumulated losses) LAK*	*Total LAK*
As at 1 January 2022	20,002,000,000	18,385,975,511	7,704,052,546	18,549,465,596	(53,414,111,387)	11,227,382,266
Net loss for the year	-	-	-	-	(23,467,371,663)	(23,467,371,663)
As at 31 December 2022	**20,002,000,000**	**18,385,975,511**	**7,704,052,546**	**18,549,465,596**	**(76,881,483,050)**	**(12,239,989,397)**
As at 1 January 2023	20,002,000,000	18,385,975,511	7,704,052,546	18,549,465,596	(76,881,483,050)	(12,239,989,397)
Net profit for the year	-	-	-	-	1,818,307,137	1,818,307,137
As at 31 December 2023	**20,002,000,000**	**18,385,975,511**	**7,704,052,546**	**18,549,465,596**	**(75,063,175,913)**	**(10,421,682,260)**

Mr. Nie Lei
General Director

Mr. Zhang Jing Hua
Head of Accounting & Finance

Vientiane, Lao PDR

12 April 2024

Lao Culture Tourism Public Group Company
(Previously known as "Lao Cement Public Company")

SPECIAL PURPOSE SEPARATE STATEMENT OF CASH FLOWS
for the year ended 31 December 2023

	Notes	2023 LAK	2022 LAK
OPERATING ACTIVITIES			
Profit/(loss) before tax		**1,818,307,137**	**(23,467,371,663)**
Adjustments for:			
Depreciation of property, plant and equipment	4,5	3,026,514,300	6,003,561,616
(Reversal of provision)/provision for inventories		(610,550,245)	6,360,384,099
(Reversal of provision)/provision for doubtful account		(7,650,143,450)	2,776,485,098
Net foreign exchange (gain)/loss		1,217,159,590	(2,459,572,919)
Profit from investing activities		(8,794,535,894)	(626,830)
Interest expenses	20	-	22,222,222
Working capital adjustments:		-	
(Increase)/decrease in trade and other receivables, including amount due from related parties		(222,082,236)	7,709,466,890
Decrease (increase) in other current assets		(1,665,724,036)	-
Decrease in inventories		4,598,562,382	3,572,447,792
Increase/(decrease) in trade and other payables, including amount due to related parties		23,862,314,306	(845,303,561)
Loan interest paid		-	(22,222,222)
Interest income		8,138,373	626,832
Net cash flows from/(used in) operating activities		**15,587,960,227**	**(349,902,646)**
INVESTING ACTIVITIES			
Acquisitions of property, plant and equipment		(22,420,000)	(38,000,000)
Proceeds from disposals of fixed assets		8,794,535,894	220,000,000
Acquisitions of intangible fix assets		(3,273,189,600)	-
Proceeds from disposals fix assets		55,524,700	-
Investment in subsidiaries		(1,189,235,074)	-
Construction in progress		(19,006,976,169)	-
Net cash flows (used in)/from investing activities		**(14,641,760,249)**	**182,000,000**
FINANCING ACTIVITIES			
Repayment of bank borrowings		-	(2,000,000,000)
Net cash flows used in financing activities		**-**	**(2,000,000,000)**
Net decreased in cash		946,199,978	(2,167,902,646)
Cash at the beginning of the year		643,463,064	351,792,791
Forex		16,544,674	2,459,572,919
Cash at the end of the year	**11**	**1,606,207,716**	**643,463,064**

Mr. Nie Lei
General Director

Mr. Zhang Jing Hua
Head of Accounting & Finance

Vientiane, Lao PDR

12 April 2024

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

Attachment 5:

Construction engineering contract

Between

Project Owner: Lao Culture Tourism Public Group Company

And

Contractor: No. 3 Construction Company Limited of Yunnan Construction-Investment and Shareholding Group

According to the Civil Code of the China's Republic and the Construction Law of the China's Republic, both parties unanimously agree to sign the contract for construction engineering of the Duang Chan Vang Vieng Blue Lake International Resort Project (Vang Vieng Conference Center of the Ministry of Defense) based on the principle of mutual equality, mutual consent, honesty and trustworthiness, the details of which are as follows:

1. Name of the project: Construction project of Nong Blue Duang Chan Vang Vieng international resort area (Vang Vieng Conference Center of the Ministry of Defense).

2. Project location: Vang Vieng District, Vientiane Province.

3. Funding source: Self-assembled enterprise.

4. Project content: Including hotels, resorts, parks, biological gardens (ecosystems) and other items.

5. The scope of the construction contract: All the content shown in the construction plan, ordering equipment, construction, inspection to meet the standards and handing over the project after completion of construction, improvement and repair within the guarantee period.

6. Determine the construction schedule

The plan is to start construction on January 15, 2024 (take the contractor's written notice to start construction).

The plan is to complete the construction in 2028 (based on the contractor's written notice to start construction).

7. The construction value specified in the temporary contract: 500,000,000 Yuan (five hundred million Yuan), the final amount depends on the actual calculation amount between the two parties and will be paid in Yuan.

8. Director of the construction contracting project: Mr. Gao Xingwan

9. This contract contains:

- Auctioned books (if any);

- Tender documents and attachments (if any);

- Special contracts and attachments;

- general contract;

- technical standards;

- Plans;

- Account of the volume of construction work that has been evaluated or the budget plan;

- Other documents related to the contract.

10. Commitment

- The contractor guarantees that he will process the construction permit documents according to the relevant regulations, raise the construction capital himself and pay as stipulated in the contract.

- The contractor guarantees that the construction project is completed according to the relevant regulations and the contract signed together, guarantees the quality and meeting the standards of the construction, does not accept illegal extensions and is responsible for the repair work within the guarantee period.

11. Contract signing date: December 21, 2023.

12. Place of contract signing: No. 3 Construction Company Limited of Yunnan Construction-Investment and Shareholding Group.

13. For issues not specified in this contract, both parties will sign a separate additional contract which is part of this contract.

14. This contract will be effective from the date of signing and sealed until the day that both parties have completed their obligations.

15. This contract is created in 12 copies with equivalent legal effect by the Supplier (Project Owner) and the contractor to keep 6 copies.

Supplier: **Lao Culture Tourism Public Group Company (Seal)** Legal representative or assignee (sign) Company Code: Location: Phonphanao Village, Xaysetha District, Vientiane Capital, Lao PDR. Legal entity: Assignee: Phone number: (856-21) 461116 Fax: Email: Bank: Bank Account:	**Contractor: No. 3 Construction Company Limited of Yunnan Construction-Investment and Shareholding Group (Seal)** Legal representative or assignee (sign) Company number: 91530000216520865Y Company location: Ta Quan Road, Kunming City, Yunnan Province. Legal entity: Assignee: Phone number: 0871-65321370 Fax: 0871-65311092 Email: Bank: Construction Bank Kunming Branch Bank Account: 53050189533600000061

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ບໍລິສັດ ຊີມັງລາວ ມະຫາຊົນ
LAO CEMENT PUBLIC COMPANY
ບ້ານ ໂພນພະເນົາ ວຽງຈັນ, ສປປລາວ ຕູ້ ປ.ນ 6821, ໂທຣ: (865-21) 451222,451116 ແຟັກ: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

Attachment 06

Construction Engineering Contract

Between

Project Owner: Lao Culture Tourism Public Group Company

And

Contractor: No. 8 Engineering Company Limited of China's Republic Construction Group

According to the Civil Code of the China's Republic and the Construction Law of the China's Republic, both parties unanimously agree to sign the construction engineering contract of the Vang Vieng Economic, Tourism and Cultural Demonstration Zone Project on the principle of mutual equality, mutual voluntariness, fairness and trustworthiness, the details of which are as follows:

16. Project Name: Vang Vieng Economic, Tourism and Cultural Demonstration Zone Construction Project

17. Project location: Vang Vieng District, Vientiane Province.

18. Program code number:

19. Funding source: Self-assembled enterprise.

20. Overview of the project: The construction project covers an area of about 93 hectares, which is a construction area of about 540,000 square meters, which will include a service center for tourists, restaurants, shopping centers, leisure facilities, hotels, various facilities for tourists, an exhibition area for cultural and industrial items, a botanical garden and other buildings. The construction project will be carried out according to the planning and conditions of investment promotion, this contract will be the contract for the construction of phase 1.

21. The scope of the construction contract: All the contents shown in the construction plan, ordering of equipment, construction, inspection to meet the standards and delivery of the project after completion of construction, improvement and repair within the guarantee period.

22. Determine the construction schedule

The plan is to complete the construction within 60 months, the construction will be carried out in phases (each phase will determine the construction phase separately.

23. The construction cost of Phase 1 is provisionally determined: 1,278,000,000 Yuan (One billion two hundred and seventy-eight million Yuan), which is calculated based on the unit price of 7000 yuan/square meter, the final amount depends on the actual calculation between the two parties.

24. This contract contains:

- This contract;

- Auction winning notice (if any);

- Tender documents

- Bidding application documents and attachments;

- Vang Vieng Economic, Tourism and Culture Demonstration Zone Project Cooperation Agreement

- Special provisions for this Agreement;

- General Terms for this Agreement;

- technical standards;

- Plans;

- Additional contracts

- Other documents related to the contract.

25. Commitment

- The contractor guarantees that he will process the construction permit documents according to the relevant regulations, raise the construction capital himself and pay as stipulated in the contract.

- The contractor guarantees that the construction project is completed according to the relevant regulations and the contract signed together, guarantees the quality and meeting the standards of the construction, does not accept illegal extensions and is responsible for the repair work within the guarantee period.

26. Contract signing date: (According to the actual signing date)

27. Signing place: Vientiane.

28. For issues not specified in this contract, both parties will sign a separate additional contract which is part of this contract.

29. This agreement will be effective from the date of signature and seal.

30. This contract is created in 8 copies with equivalent legal effect, with 4 copies kept by the Project Owner and the Contractor.

Project Owner: **Lao Culture Tourism Public Group Company** (Seal) Legal representative or assignee (sign) Company Code: Location: Phonpaonao Village, Xaysetha District Vientiane Capital, Lao PDR Legal entity: Assignee: Phone number: (856-21) 461116 Fax: Email: Bank: Bank Account:	Contractor: No. 8 Engineering Company Limited of the Group of Construction Companies in China's Republic Legal representative or assignee (sign) Company Code: 9131000063126503X1 Company address: 27th floor, No. 1568, Shi Chi Road, Free Trade Zone, Chiang Mai District, China's Republic Legal entity: Assignee: Phone number: 021-61691998 Fax: 021-61691998 Email: 258578195@qq.com Bank: China Construction Bank, Chiang Mai branch Bank Account: 31001522917055435820

ສາທາລະນະລັດ ປະຊາທິປະໄຕ ປະຊາຊົນລາວ
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E-mail:Lcc@laocement.com,www.laocement.com

Attachment 07:

Lao People's Democratic Republic

Peace Independence Democracy Unity Prosperity

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The Regulation of Lao Culture Tourism Public Group Company

- Pursuant to the Securities Law No. 79/NA, dated December 3, 2019;

- Pursuant to the Law on Enterprises No. 33/NA, dated December 29, 2022;

- Pursuant to the Law on Promotion of Investment No. 14/NA, dated November 17, 2016;

- According to the Share Transfer Agreement No. 004/LCS, dated 23/11/2021;

- According to the Contract for the Trading of Property Ownership No. YNGT-ZHB-16-2022-005, dated 19/07/2022;

- According to the Investment License (Replaced version) No. 119-2023/MOPI.I4, dated 23/10/2023;

- According to Enterprise Registration No. 3330/ER, dated 10/30/2023.

Section 1 General Principles

Article 1 Objective

In order to protect the rights and interests of the company, shareholders and creditors so that the company's business activities can be carried out effectively, this regulation defines the principles and methods of managing shares, shareholders, directors and board of directors, workers (employees), benefit sharing, conflict resolution, dissolution and liquidation as a legal basis for business operations as defined in this article.

Article 2 Name of the Enterprise

Name of the Company according to this article:

- In Lao language: Lao Culture Tourism Group Public Company, abbreviated : LCTC

- In international language: **Lao Culture Tourism Public Group Company, abbreviated as: LCTC**

Article 3 Purpose of Business Operations

The purpose of the business is: To make the world fall in love with Laos, to show the customs and human culture of Laos, to enhance the benefits of Landscape and the location to find cultural and religious tourism resources. Change the company's business model from heavy industry that affects the environment to tourism and culture, which is a green industry that can develop sustainably. Using new creative ideas, adjust the old cement factory area to integrate with the natural scenery and combine local culture with modern commerce to create the old cement factory area to become a tourist destination with special characteristics of Lao national culture, which is famous and accepted internationally.

Article 4 Location of Headquarters and Branches

Lao Culture Tourism Public Group Company has its headquarters located at:

- Kaison Phomvihan Road, Phonphanao Village, Xaysetha District, Vientiane Capital.

- Phone number: (856-21) 451116, 451222

Economic, Industrial, Tourism and Cultural Demonstration Area of Vang Vieng District is located at:

- No. 13 North Road, Khannak Village, Vang Vieng District, Vientiane Province.

Article 5 Registered Capital (Determined Capital)

Lao Culture Tourism Public Group Company has the value of shares or registered capital Capital) total: 20,002,000,000 kip. In this:

- Cash capital: 20,002,000,000 kip;

- Material capital: 0 kip;

- Other capital: 0 kip.

If the total registered capital of the company changes because the company has increased or decreased the registered capital can consider and approve resolutions on increasing or decreasing the registered capital of the company through the meeting of shareholders, then must consider and approve the resolution on change the amount of registered capital specified in the company's rules and then give it to the board of directors changes the registered capital of the company according to the relevant regulations.

Article 6 The schedule of the company's business operations is based on the contract term of the concession

Article 7 The chairman of the board of directors is the legal representative of the company.

Article 8 All the assets of the company are divided into shares of equal value. The responsibility of the shareholders to the company is based on the number of shares that the shareholders themselves have bought. The company is responsible for the debts with all the assets of the company.

Article 9 This regulation, from the effective date onwards, shall be considered as a legally binding document for the company, shareholders, members of the board of directors, the inspection committee and senior executives. In order to determine the implementation and behavior of the company, the rights and obligations between the company and the shareholders and between the shareholders according to this regulation, it means that the shareholders have the right to sue the shareholders, the board of directors, the inspection committee, the general director, senior management and the company. In addition, the company can also sue the shareholders, board members, supervisory board, general director and senior management.

Article 10 Senior management refers to the director, deputy director, financial officer and secretary of the board of directors.

Section 2 Shares

Part 1 Distribution of Shares

Article 11 The shares of Lao Tourism and Culture Group have a total of 40,004,000 shares, each share is worth 500 kip. In the total number of shares of the company there are:

- 40,004,000 common shares;

- Priority shares amount to 0 shares.

Article 12 The distribution of the company's shares is based on the principles of transparency, fairness and equity, each share has equal rights and benefits.

Article 13 The company or its subsidiaries (affiliated companies) cannot support individuals who have purchased or are interested in purchasing company shares in the form of a bonus, advance payment, guarantee, replacement, loan and other forms.

Article 14 The company can increase capital as needed for business operations and development of the company based on relevant laws and regulations through adoption by the shareholders' meeting, which has the following capital increase methods:

1. Issue shares to the public;

2. Issue new shares to original shareholders;

3. Dividends to original shareholders in the form of shares;

4. Take accumulated money not from business operations to add to shares;

5. Other methods specified in relevant laws and regulations and methods approved by the securities management committee or the stock market or related entities.

Article 15 The company can buy back the company's shares according to the relevant laws and regulations in the following cases:

1. Reduce the company's registered capital;

2. Mergers with other companies that hold shares of the company;

3. Give shares to employees of the company as a reward;

4. Since the shareholders have different opinions in the shareholders' council about the merger-separation of the company, request the company to buy back the shares.

Apart from the above cases, the company will not carry out share buying and selling activities

Article 16 The company does not accept the company's shares as collateral.

Part 2 Transfer of Shares

Article 17 The shares of the company can be transferred according to the Securities Law and the following provisions:

1. The founder of the company cannot transfer his shares within 3 years from the day of the company's establishment. The company's shares that were distributed before the distribution of shares to the public cannot be transferred within 1 year from the date of listing on the stock market.

2. The members of the board of directors, the inspection committee and senior executives must report the number of shares of the company that they own and the state of changes in their shareholding to the company. During the tenure of office, cannot transfer the shares amounting to 25% of the shares that he owns and cannot transfer the shares of the company that he owns within 1 year from the date of being registered for trading in the stock market, in addition, cannot transfer the shares of the company that he owns within half a year from the date of his resignation.

3. Members of the board of directors, inspection committee, senior executives and shareholders who hold 5% or more of the company's shares, in the event that after purchasing the shares within 6 months they sell the shares or after selling the shares within 6 months they purchase another share, all the results of such transactions must be given to the company. As for stock companies that have bought shares of the company to undertake the sale of shares after the sale of shares, still holding 5% or more of the company's shares can be sold again but without a time limit of 6 months.

4. In case the Board of Directors does not comply with the said requirements, shareholders have the right to request the Board of Directors to comply within 30 days. If the deadline is exceeded but still not followed, shareholders can file a petition to the People's Court in their personal name to protect the interests of the company. In the event that the Board of Directors does not comply with Clause 1 of this Article, the

members of the Board of Directors shall be jointly responsible according to the regulations.

5. In the event that the company has deposited shares to the stock unit affiliated with the Lao Stock Market, it must comply with the regulations set by the relevant unit.

6. In the event that shareholders want to modify the certificate of shareholding, they must comply with relevant laws and regulations.

Section 4 Shareholders and Shareholders Meeting

Part 1 Shareholders

Article 18 Shareholders of the company are those who legally hold the company's shares. The company makes a shareholder register book as certified by the stock unit to keep as evidence. Shareholders receive rights and responsibilities according to the type of shares they hold. Shareholders who hold the same type of shares receive equal rights and are responsible for the same obligations.

Article 19 When holding a meeting of shareholders, the board of directors or the requester to open a meeting of shareholders set the closing date of the shareholders register book, only the shareholders listed in the shareholder register book are entitled to the relevant rights.

Article 20 Rights of Shareholders

1. Dividends according to the number of shares held;

2. Propose, demand, organize, participate or give the right to representatives to participate in the meeting of shareholders according to the regulations;

3. Monitor, comment or question the company's business operations;

4. Transfer, give or freeze the shares that they hold in accordance with this regulation and related laws and regulations;

5. Can check this regulation, shareholder register book, title of loaned shares, minutes of shareholder meeting, resolution of the board of directors meeting, resolution of the monitoring board meeting, financial report;

6. When the company is dissolved or liquidated, the remaining assets can be divided according to the number of shares that they own.

7. Shareholders who object to the resolution of the shareholders' meeting regarding merger with another company or separation have the right to request the company to buy back their own shares;

8. Other rights defined in this regulation, related laws and regulations.

Article 21 When the shareholders request to check the documents specified in Article 20, they must present documents confirming the type of shares and the number of shares they hold to the company in writing after the company has checked the identity of the shareholders so that they can provide relevant documents.

Article 22 - In the event that the resolution of the meeting of shareholders or the board of directors violate the laws and regulations currently in use, the shareholders have the right to submit to the People's Court to consider and decide the related resolution to be null and void.

- In the event that the procedure for holding a meeting of shareholders or the board of directors of the company and the method of voting violates this regulation, the relevant laws and regulations or the content of the resolution violates this regulation, the shareholders have the right to propose to the People's Court to consider and cancel the relevant resolution.

Article 23 - In the event that the members of the board of directors and senior executives have violated this rule and related laws and regulations and caused damage to the company, shareholders who have held 1% or more of the company's shares continuously for 180 days or more have the right to present to the monitoring board in writing to request a petition to the people's court. In the event that the monitoring board violates this rule, related laws and regulations and causes damage to the company, the shareholders have the right to present to the board of directors in writing to submit a petition to the people's court.

- In the event that the monitoring committee and the board of directors receive a petition proposal from the shareholders as stated above but reject the petition proposal or do not file a petition within 30 days after receiving the petition proposal or it is an emergency situation if not filing a petition immediately will cause irreparable serious damage to the company, the shareholders have the right to file a petition to the public court in their personal name to protect the interests of the company according to Article 17.

- In the event that someone else destroys the company's legitimate interests and causes damage to the company, the shareholders listed below can file a lawsuit as stated above.

Article 24 In the event that the members of the board of directors and senior executives have violated this rule, related laws and regulations and caused damage to the shareholders, the shareholders have the right to file a lawsuit to the people's court.

Article 25 Obligations of shareholders

1. Comply with this regulation, relevant laws and regulations;

2. Payment for the purchase of shares according to the type and number of shares;

3. Shares cannot be withdrawn except for the cases specified in the relevant laws and regulations;

4. - Not being able to use the rights as a shareholder to harm the interests of the company or other shareholders, not being able to use the legal entity status of the company and the limited liability of shareholders to harm the interests of the company's creditors;

- In the event that the company's shareholders have caused damage to the company or other shareholders, they must be responsible for compensation according to the law;

- In the event that the shareholders of the company use their position as legal entities of the company and the limited liability of the shareholders to avoid debts and destroy the interests of the creditors of the company, they must be jointly responsible for the debts of the company;

5. Other obligations stipulated in this regulation, related laws and regulations.

Article 26 Shareholders who hold 5% or more of the company's shares and have the right to vote when taking their own shares must report in writing to the company on the same day.

Article 27 Major shareholders and company managers cannot abuse their right to destroy the interests of the company, in case they violate the regulations and cause damage to the company, they must be responsible for compensation.

Part 2 Meeting of Shareholders

Article 28 Role and Duties of Shareholders Meeting

1. Determine the business direction and investment plan of the company;

2. Consider approving the appointment and dismissal of board members and supervisors who are not representatives of company employees, determine the salary of board members and supervisors;

3. Consider and approve the report of the Board of Directors;

4. Consider and approve the report of the war committee;

5. Consider and approve the strategic plan, business plan, budget plan and annual financial report of the company;

6. Consider and approve the dividend plan and the plan to replace the lack of capital;

7. Consider and approve the increase or decrease of registered capital;

8. Consider and endorse the issuance of the company's loan shares;

9. Consider and approve mergers, separations, dissolutions, liquidations and changes in the company's business;

10. Consider approving you to update and amend the company rules;

11. Consider and approve the hiring and cancellation of the company's external auditors;

12. Consider and endorse the guarantees specified in Article 29;

13. Consider and approve the purchase and sale of property worth more than 30% of the total property value according to the latest financial audit report;

14. Consider and approve the change of purpose of using the funds raised.

15. Consider and approve incentive plans for board members, supervisors, senior executives and company employees;

16. Consider and approve other issues specified in this regulation, related laws and regulations.

17. It is not possible to assign the right to consider and approve such issues to the Board of Directors, other entities and individuals.

Article 29. In cases where there is a guarantee as below, it must go through a meeting to consider and adopt:

1. The collateral value for the outside of the parent company and the subsidiary company exceeds 50% of the total property value according to the information of the latest financial audit report;

2. The collateral value to the outside of the company exceeds 30% of the total property value according to the information of the latest financial audit report;

3. Guarantee for any party whose debt-to-asset ratio exceeds 70%;

4. The collateral value exceeds 10% of the net asset value according to the information of the latest financial audit report;

5. Guarantees for shareholders, managers and related parties.

Article 30 The shareholders' meeting has a general meeting and an extraordinary meeting, which must be held at least once a year within April of the international year.

Article 31 The company can hold a general meeting within 2 months after the occurrence of the following cases:

1. There are less than 5 members of the board of directors according to the Law on Enterprises or less than 2/3 of the total number of people specified in this regulation;

2. The non-replaceable loss of capital of the company becomes 1/3 of the amount of money actually received from the distribution of shares to investors;

3. In the case of shareholders who hold 10% or more of the company's shares, propose to hold a shareholders' meeting;

4. The Board of Directors deems it necessary;

5. The monitoring committee deems it necessary;

6. Other cases defined in this regulation, related laws and regulations.

Article 32 Organization of Shareholders Meeting

The organization of the meeting of shareholders is as follows:

- For the general meeting, there must be at least two shareholders attending and the number of shares must be more than half of the total number of shares that have been poured, the shares that are void from the transfer are not counted as a meeting of the shareholders' meeting, even if that shareholder attends the meeting;

- For the general meeting, at least two shareholders must attend and the number of shares must be more than half of the total number of shares that have been poured.

Article 33 Location of shareholders' meeting: The location will be arranged as a meeting room and the meeting will be held, and the shareholders who arrive at the location are considered to have attended the shareholders' meeting.

Part 3. Organization of Meetings

Article 34 - Independent members of the board of directors have the right to propose to the board of directors to hold a meeting of ordinary shareholders, after receiving such a proposal, within 10 days, the board of directors must consider and give an opinion as to whether or not they agree to hold a meeting of shareholders of the ordinary shares in writing according to this rule, the relevant laws and regulations.

- In case the board of directors agrees to hold a meeting of ordinary shareholders after issuing a resolution of the board of directors within 5 days, a notification must be issued to hold a meeting of ordinary shareholders, in case of disagreement, the reasons must be explained and announced.

Article 35 - The monitoring committee has the right to make a proposal to the Board of Directors to hold a meeting of Visaya shareholders in writing. After receiving such a proposal, within 10 days, the Board of Directors must consider and issue an opinion as to whether it agrees or disagrees with holding a meeting of Visaya shareholders in writing in accordance with this regulation, the relevant laws and regulations.

- In the event that the board of directors agrees to hold a meeting of ordinary shareholders after the board of directors has issued a resolution, within 5 days, a notice must be issued to hold a meeting of ordinary shareholders.

- In the case of not agreeing or not commenting on the proposal within 10 days from the date of receiving the proposal, it is considered that the Board of Directors cannot or

does not comply with the duty of calling for a meeting of its own shareholders, the monitoring committee can request to hold a meeting on its own.

Article 36 - Shareholders who hold 10% or more of the company's shares have the right to propose to the board of directors to hold a meeting of shareholders in writing. After receiving such a proposal, within 10 days, the board of directors must consider and issue an opinion as to whether or not they agree to hold a meeting of shareholders in writing in accordance with this rule, the relevant laws and regulations.

- In the event that the board of directors agrees to hold a meeting of ordinary shareholders after the board of directors' resolution has been issued, within 5 days, a notice must be issued to hold a meeting of ordinary shareholders, if there are changes to the proposed consideration proposed by the shareholders, the shareholders must be notified and approved first.

- In the case of not agreeing or not commenting on the proposal within 10 days from the day of receiving the proposal, the shareholder can submit to the monitoring committee to request a shareholders' meeting in writing.

- In the event that the monitoring committee agrees to hold a meeting of ordinary shareholders within 5 days from the date of receiving such a proposal, a notice must be issued to hold a meeting of ordinary shareholders, if there are changes to the proposed consideration proposed by such shareholders, the shareholders must be notified and approved first.

- The case of the monitoring board has not been released Notification of ordinary shareholders' meeting. It is considered that the monitoring board does not request to hold a meeting. Shareholders who hold 10% or more of the company's shares for 90 days or more can request to hold a meeting by themselves.

Article 37 - The monitoring committee or the shareholders who agree to call for a shareholders' meeting must notify the board of directors in writing and report to the office of the stock management committee and the Lao Stock Exchange.

- Before announcing the resolution of the shareholders' meeting, the number of shares of the shareholders requesting the meeting should not be less than 10%.

- Shareholders who request to hold a shareholders' meeting must provide information to the office of the Securities Management Committee and the Lao Stock Exchange when issuing notices of holding shareholders' meetings and announcing resolutions of shareholders' meetings.

Article 38 In the event that the monitoring committee or the shareholders request to hold a meeting of shareholders themselves, the board of directors and the secretary of the board of directors must coordinate with the parties and provide the register of shareholders.

Article 39 In the event that the monitoring committee or shareholders request to hold a meeting of shareholders themselves, the cost of holding the meeting is the responsibility of the company.

Part 4 Proposals for Consideration and Notice for Shareholders' Meetings

Article 40 Proposals to be considered must be within the scope of the shareholders' meeting, have clear and complete content and be correct in accordance with this rule and related laws and regulations.

Article 41 - The board of directors, the monitoring committee and shareholders who hold 3% or more of the company's shares have the right to propose proposals to the company for consideration.

- Shareholders who hold 3% or more of the company's shares can submit a proposal for consideration to the requestor to hold a meeting 10 days before the date of the shareholder meeting.

- After issuing the shareholders' meeting notice, in addition to such cases, the requestor of the meeting cannot change the proposals for consideration or additional proposals for consideration specified in the shareholders' meeting notice.

- The shareholders' meeting cannot consider and approve proposals for consideration that are not specified in the shareholders' meeting notice and proposals for consideration specified in Article 40.

Article 42 The requestor to hold a meeting shall issue a notice to the shareholders before the date of the annual shareholders' meeting within 20 days, as for the holding of the annual meeting, it shall issue a notice to the shareholders 15 days before the date of the meeting.

Article 43 The shareholders' meeting notice must include the following content:

1. The date, place and schedule of the meeting;

2. Proposals to be considered by the meeting;

3. Clearly state that all shareholders have the right to participate in shareholders' meetings or delegate the right to a representative to participate on their behalf. Those who receive the right do not need to be shareholders of the company;

4. The closing date of the shareholder register book;

5. The phone number of the contact person.

- The notice of the meeting or additional notice must specify the content of the proposal for consideration completely, in case it is necessary for the independent director of the board of directors to comment on the proposal for consideration, such comments must be notified to the shareholders at the same time.

- The period between the closing date of the shareholder registers book and the date of holding the shareholder meeting should not exceed 7 business days, the closing date of the shareholder register book cannot be changed.

Article 44 In the event that the shareholders' meeting will consider the proposal for the election of board members or supervisors, the relevant information must be attached to the notice of the meeting, at least including the following information:

1. Biography;

2. There is a relationship related to major shareholders and managers of the company or not;

3. The number of shares that the person holds;

4. Have you ever been fined by the Securities and Exchange Commission and related parties?

Candidates for the election of members of the board of directors or monitors must submit proposals for consideration one by one.

Article 45 After issuing the shareholders' meeting notice, it cannot be postponed or canceled without proper reasons, and the consideration proposals stated in the notice cannot be deleted either. In case of postponement or cancellation of the meeting, notice must be issued to shareholders at least 2 days in advance.

Part 5 Organization of Shareholders Meeting

Article 46 The board of directors of the company and those calling for the meeting must maintain the meeting in an orderly manner. For actions that disturb, cause or violate the rights and interests of shareholders, they will take measures to prohibit and report to the relevant parties.

Article 47 - The shareholders listed in the shareholder register book or their representatives have the right to attend the shareholders' meeting and vote in accordance with this regulation, relevant laws and regulations.

- Shareholders can give their representatives the right to attend the meeting and vote on their behalf.

Article 48 - Shareholders who attend the meeting in person must present an identity card or other certificate that can verify their identity, authorized representatives must present a valid identity card and power of attorney.

- Shareholders who are legal entities are legal representatives or representatives authorized by legal representatives to attend the meeting. A legal representative attending the meeting in person must show an ID card and a certificate that can verify their status as a legal representative of the company, authorized representatives must show an ID card and a valid authorization letter.

Article 49 The power of attorney must include the following information:

1. The name and surname of the grantee;

2. Have the right to vote or not;

3. Comment on each proposal considered;

4. Signing date and time limit;

5. Signature and seal of the assignor, in case the shareholder is a legal entity, seal of the company.

6. Clearly state that if the shareholders do not submit their own comments to the proposal for consideration, the representatives can vote according to their own will or not.

Article 50 The company responsible for making the registration list must include the name and surname, ID card number, current address, number of shares, assignee and other necessary information.

Article 51 The requester to organize the meeting and the company's hired lawyer must confirm the authenticity of the shareholders according to the shareholder register book provided by the Lao Stock Exchange and register the name and surname and the number of shares of the person holding. The registration should be completed before the chairman of the meeting announces the number of people and the number of shares held by the shareholders and representatives who attended the meeting.

Article 52 Board members, supervisors and secretaries of the board should attend the meeting, directors and senior executives must attend the meeting but do not have the right to vote.

Article 53 - The chairman of the board of directors is the chairman of the meeting. In the event that the Chairman of the Board of Directors is unable or does not fulfill his duties, the Vice Chairman of the Board of Directors shall be the chairman of the meeting.

- In the case of the monitoring committee holding a meeting by themselves, the chairman of the monitoring committee shall act as the chairman of the meeting. If the chairman of the monitoring committee is unable or does not fulfill his duties, the vice chairman of the monitoring committee shall be the chairman of the meeting.

- In the case of shareholders holding a meeting by themselves, those requesting to hold a meeting propose a representative as the chairman.

- When holding a meeting of shareholders, if the meeting cannot be held due to the misconduct of the chairman of the meeting, a new chairman can be elected and the meeting can continue after receiving the approval of the shareholders who attended the meeting and have the right to vote 1/2 or more.

Article 54 The company sets regulations on the organization of shareholders' meetings, such as issuing notices, registration, consideration of proposals, voting, counting of votes, announcement of voting results, making resolutions and meeting minutes, granting rights and other important matters. The regulation should be a binding document of this regulation, the drafting of the regulation is the responsibility of the

board of directors, then it should be presented to the meeting of shareholders for consideration and approval.

Article 55 The board of directors, the monitoring committee and independent directors should report the work performance of the previous year in the annual meeting of shareholders.

Article 56 Board members, supervisors and senior executives must answer and explain to shareholders' questions at shareholders' meetings.

Article 57 The chairman of the meeting should notify the number of people and the number of shares held by the shareholders and representatives who attended the meeting according to the actual registration before voting.

Article 58 The Secretary of the Board of Directors is responsible for making minutes of the meeting, which have the following content:

1. The date and place of the meeting, the meeting agenda, the name and surname of the person requesting the meeting;

2. List of meeting participants;

3. The number of people, the number of shares held and the percentage of shares held by shareholders and representatives who attended the meeting;

4. Consideration, comments and voting results for each consideration proposal;

5. Shareholders' questions and explanations;

6. Voting schedulers and polling supervisors;

7. Other content that this regulation has determined.

Article 59 The requester to organize a meeting must ensure that the contents of the minutes of the meeting are factual, accurate and complete. Board members, monitors, secretary of the Board of Directors, conveners of the meeting and the chairman of the meeting must sign the minutes. Minutes of the meeting must be kept together with the registration list, power of attorney and voting card for at least 10 years.

Article 60 The requester to hold a meeting must ensure that the meeting of shareholders can proceed well until it ends and the official resolution is issued. In the event that there are unforeseen circumstances or special reasons that make the meeting of shareholders unable to proceed or approve the resolution, they must take the necessary measures to restore the meeting or terminate this meeting and announce it immediately.

Part 6 Voting and Shareholders' Meeting Resolutions

Article 61 The resolutions of the meeting are divided into ordinary resolutions and special resolutions.

- Ordinary resolutions must be approved by 1/2 of the shareholders and representatives who attended the meeting.

- The special resolution must be approved by 2/3 of the shareholders and representatives who attended the meeting.

Article 62 The following proposals will be considered and approved as ordinary resolutions:

1. Work report of the Executive Council and Monitoring Committee;

2. Profit dividend plan and capital deficiency replacement plan;

3. Appointment, dismissal, salary and salary disbursement of the board of directors and monitoring board;

4. Budget plan and annual financial plan of the company;

5. Annual business report of the company;

6. Proposals to be considered other than the special resolutions stipulated in this regulation, relevant laws and regulations.

Article 63 The following proposal will be considered and approved as a special resolution:

1. Increasing or decreasing registered capital;

2. Merger, separation, dissolution, liquidation and change of business form of the company;

3. Updating and amending the company rules;

4. Purchase and sale of assets with a value exceeding 30% of the total value of assets according to the information of the latest financial audit report;

5. Incentive plan for board members, supervisors, senior executives and company employees;

6. Other consideration proposals deemed necessary.

Article 64 - Shareholders and representatives have the right to vote with one share equal to one vote.

- Shares held by the company do not have voting rights.

- The board of directors, independent board members and eligible shareholders can vote in advance with shareholders who cannot attend the meeting.

Article 65 In the event that the shareholders are related to the consideration proposal, they cannot vote on the proposal. If there are special reasons that make it unavoidable, after the company has received approval from the relevant parties, they can vote according to the procedure, but must clearly state the explanation in the notice of the meeting resolution.

Article 66 The company must facilitate shareholders to participate in the meeting through all means and formats on the basis of guaranteeing that the meeting of shareholders is organized in accordance with the law.

Article 66 The company must facilitate shareholders to participate in the meeting through all means and formats on the basis of guaranteeing that the meeting of shareholders is organized in accordance with the law.

Article 67 The procedure for proposing the appointment of board members and supervisors is as follows:

- The board of directors, monitoring board and shareholders who hold 1% or more of the company's shares can propose the appointment of independent board members, the board of directors, monitoring board and shareholders who hold 5% or more of the company's shares can propose the election of non-independent board members and monitors who are shareholders and consider and approve through the shareholders' meeting.

- Before proposing the appointment of board members and supervisors who are shareholders, they must be approved by them first, in addition, they must know their biography, relationship with the company or major shareholders and the number of shares held by them, this information must be notified to shareholders before the meeting.

- Candidates for election as members of the Board of Directors or followers as shareholders must agree to the nomination proposal in writing and ensure that the information disclosed is factual and complete. In addition, they will comply with their own duties after being nominated. Candidates for election as independent board members must declare that they have no relationship with the company. The board of directors must disclose such information before holding a meeting of shareholders according to the relevant regulations.

- The company must sign a labor contract with the Board of Directors to determine rights and obligations, time limits for holding positions, measures against violations of this regulation, related laws and regulations, compensation for termination of labor contracts due to company reasons and other important content.

Article 68 The shareholders' meeting will consider and approve the proposals one by one in order. In case there are different proposals for the same issue, they will consider and approve them in the order they were presented. In addition to unforeseen circumstances, the meeting of shareholders is terminated or cannot be adopted as a resolution. The meeting must consider and approve all the proposals considered.

Article 69 The meeting cannot change the content of the proposal to be considered during the shareholder meeting.

Article 70 Voting can only be done in one way, such as voting by mail, online or by other means. In the case of repeated voting, the first time will prevail.

Article 71 Voting method: Secret voting

Article 72 Before voting, vote counters and observers should be appointed from the shareholders. If such shareholders are involved in the proposal consideration, they will not be able to participate in the vote count and monitor the vote count.

Article 73 - Meetings that cannot be completed sooner than online meetings or other forms, the chairman of the meeting must announce the voting results of each item.

- Before the official announcement of the voting results, the person must keep the voting results confidential.

Article 74 - The shareholders who participated in the meeting must comment on the proposal to be considered: agree, disagree or not vote.

- Voting cards that do not include comments, are written incorrectly, are not clearly written or are not voted are considered to be non-voting cards.

Article 75 If the chairman of the meeting has doubts about the voting results, he can count the new ballots, if the shareholders or representatives of the shareholders attended the meeting and have objections to the voting results, they have the right to demand a new counting of the ballots immediately after the announcement of the voting results.

Article 76 Must immediately announce the resolution of the meeting. The notice must specify the content of the number of people attending the meeting, the number of shares and the percentage of shares entitled to vote, the format of the voting envelope, the results of the voting and the resolution of the meeting.

Article 77 For proposals that have not been approved in the meeting or changes to the resolutions approved in the previous meeting must be noted in the notice of the meeting.

Article 78 After the resolution on the appointment of board members or supervisors has been considered and approved by the shareholders' meeting, the said person must take office immediately after the shareholders' meeting ends.

Article 79 The resolution on dividends and the taking of accumulated funds not from the business operations added to shares will start to be implemented within 2 months after the meeting of shareholders has ended.

Section 5 Management of the Company

Part 1 Board Members

Article 80 The Board of Directors has a total of 10 members including:

- There are 4 shareholders as members of the Board of Directors as below:

Article 81 Salary or Remuneration of Directors of the Board of Directors: In accordance with the Board of Directors' resolutions approved through the shareholders' meeting.

Article 82 Election or removal of directors: ordinary voting.

Article 83 The election of the board of directors must be considered and approved by the company's shareholders, the term of three years can be nominated consecutively, the meeting of shareholders cannot remove the person without reason before the expiration of the term.

Article 84 Defines the term of office of the Board of Directors starting from the official entry date until the expiration date. In case the term has expired but the new Board of Directors has not yet been elected, the old board members should continue to perform their duties according to this rule and related laws and regulations.

Article 85 Directors or senior executives can be board members at the same time.

Article 86 Prohibitions and obligations of loyalty to the company of board members are as follows:

1. Do not abuse the right to accept bribes and confiscate the company's assets;

2. Prohibition of giants giving out large sums of money;

3. Do not open an account to deposit assets or funds of the company in the name of yourself or another person;

4. Do not lend money to other people with the company's funds or guarantee to other people with the company's assets without approval through the meeting of shareholders or the board of directors;

5. Do not sign contracts or trade with the company without approval through the shareholders' meeting;

6. Do not abuse the right to seek benefits for yourself or other people by seizing business opportunities that should belong to the company and do not conduct business with a business model similar to the company by yourself or in cooperation with other people.

7. Do not accept commission from the company's business;

8. Do not disclose company secrets without permission;

9. Do not harm the interests of the company;

10. Prohibitions and other obligations set forth in this regulation and related laws and regulations. The loss from such offenses must be returned to the company and be responsible for compensating the company's losses.

Article 87 The rights and obligations of the members of the Board of Directors are as follows:

1. Carry out one's duties carefully, diligently and diligently, ensuring that the company's business operations are in accordance with relevant laws and regulations and are active within the scope of business defined in the enterprise registration certificate;

2. Be fair to all shareholders;

3. Understand the business and management conditions of the company in a timely manner;

4. Comment and sign the company's periodic reports, guaranteeing the truth, accuracy and completeness of the information disclosed.

5. Provide factual information to the monitoring board in a timely manner, do not obstruct the work of the monitoring board;

6. Perform other rights and obligations set forth in this regulation, relevant laws and regulations.

Article 88 In the event that a member of the Board of Directors does not attend the meeting of the Board of Directors himself and does not give the right to another member of the Board of Directors to participate in his place for 2 times, it is considered that he cannot fulfill his duties, he can propose to the meeting of shareholders to remove him from his position and elect a new one.

Article 89 - A member of the Board of Directors can submit a resignation letter to the Board of Directors in writing before the end of the year.

- If the resignation causes the number of members of the board of directors to fall below the minimum number set by law, the members of the board of directors who resigned must continue to fulfill their duties until a new member of the board of directors is elected.

- If he does not fall into such a situation, the resignation letter will be effective from the moment the Board of Directors receives the said letter from him.

Article 90 After the member of the board of directors resigns from his position or expires the term of office, he must handover and accept the job to the board of directors and continue to fulfill the obligation of loyalty to the company for another year, in addition, he must continue to keep the company's trade secret until the company discloses the information. The duration of the continuation of other duties is based on the principle of justice and will end according to the actual situation.

Article 91 Board of Directors members cannot represent the company or the Board of Directors in their personal name before receiving a valid authorization from the Board of Directors. In case a third party has a misunderstanding that the actions of the Board of Directors members represent the company or the Board of Directors, the person must be explained immediately.

Article 92 In the event that a member of the board of directors has committed a violation of this regulation, the relevant laws and regulations to the extent of causing damage to the company, he must be responsible for compensation for such damage.

Article 93 Directors of the Independent Board of Directors should comply with this regulation, relevant laws and regulations.

Part 2 Board of Directors

Article 94 The board of directors of the company is responsible for the meeting of shareholders.

Article 95 The company has appointed a board of directors since the day the company was established. The board of directors consists of 10 members, including 3 independent board members.

Article 96 Duties of the Board of Directors:

1. Request to hold shareholders' meeting and report work to the shareholders' meeting;

2. Implement according to the resolution of the shareholders' meeting;

3. Implement the company's business and investment plan;

4. Create a budget plan and financial report;

5. Create a profit dividend plan and replacement plan for lack of capital;

6. Create a plan to increase or decrease the registered capital, a plan for the distribution of loan shares or a plan related to securities and registration in the stock market;

7. Create a plan to buy back the company's shares, merge, separate, dissolve and change the company's business model;

8. Decide on investment, purchase, asset inventory, company assets, guarantee, asset management assignment, trading between related parties with the company within the scope of rights assigned by the shareholders' meeting;

9. Establish management organization within the company;

10. Hiring or terminating directors, secretaries of the board of directors, deputy directors, chief financial officers and senior executives;

11. Create management regulations within the company;

12. Create a plan to improve this regulation;

13. Responsible for information disclosure;

14. Propose to the meeting whether to hire or change an accounting audit service company;

15. Listen to the director's work report and supervise the performance of the director's duties;

16. Other duties stipulated by this regulation and related laws and regulations.

Article 97 The board of directors must explain to the shareholders' meeting about the auditor's non-standard audit opinion on the company's financial statements;

- The board of directors must determine the right of the company to invest, purchase, stockpile assets, appointment with the company's assets, guarantee, assignment of asset

management, trading between those connected with the company in accordance with the relevant regulations, create a strict inspection and decision-making system.

- The board of directors has the right to decide on issues that do not need to be presented to the shareholders' meeting.

- For guarantees to other parties, after the Board of Directors has considered and approved, the said information must be disclosed.

Article 98 The Board of Directors includes 1 Chairman of the Board of Directors and 1 Vice Chairman of the Board of Directors. The election of such persons must be approved by 1/2 of the members of the Board of Directors.

Article 99 Duties of the Chairman of the Board of Directors:

1. To be the chairman of the meeting of shareholders and the meeting of the board of directors;

2. Accelerate and monitor the implementation of the resolutions of the Board of Directors meeting;

3. Sign the distribution of company shares, loan shares and other valuable securities;

4. Sign the important documents of the Board of Directors and sign the important documents of the company on behalf of the legal representatives;

5. In the case of natural disasters or other unforeseen events, the right to use special measures according to the regulations to protect the interests of the company, but must report to the board of directors and the meeting of shareholders afterwards;

6. Propose the appointment and dismissal of directors

7. Advise and give advice to the director

8. Perform the duties of a legal representative;

9. Perform other duties assigned by the Board of Directors.

Article 100 The Vice Chairman of the Board of Directors has the duty to assist the Chairman of the Board of Directors. In the event that the Chairman of the Board of Directors is unable or does not fulfill his duties, he shall be assigned to the Vice Chairman of the Board of Directors. In the event that the Vice Chairman of the Board of Directors is unable or fails to perform his duties, he shall be assigned to any member of the Board of Directors who is approved by 1/2 or more members of the Board of Directors.

Article 101 Organizing Board of Directors meeting at least 2 times a year must be notified in advance to board members and supervisors 7 days before the date of the meeting.

Article 102 A representative representing shareholders of 1/10 or more or representing members of the board of directors and supervisors of 1/3 or more can propose to hold an ordinary meeting of the board of directors. The chairman of the board of directors must hold a meeting within 10 days after receiving the proposal to hold such a meeting.

Article 103 The company can notify the organization of the business meeting in writing or via e-mail. It must be notified 5 days before the date of the meeting.

Article 104 The meeting notice includes the following content:

1. The date and place of the meeting;

2. Schedule of meetings;

3. Proposals considered by the meeting;

4. Date of notification.

Article 105 To organize a meeting of the board of directors, 1/2 or more of the members of the board of directors must be present in order to be able to hold it. The resolution of the board of directors meeting must be approved by 1/2 of the members of the board of directors or more, each of whom has one vote.

Article 106 In the event that a member of the Board of Directors is related to a proposal to be considered at the meeting of the Board of Directors, he cannot vote on the proposal to be considered at the meeting and cannot vote on behalf of another member of the Board of Directors. There must be at least half of the members of the Board of Directors who are not related to participate in order to hold a meeting and have a proposal to be considered at the meeting and must be approved by the members of the Board of Directors who are not related to the meeting. In the event that the number of non-related members of the board of directors attending the meeting is less than 3, the proposal must be considered and approved through the shareholders' meeting.

Article 107 There are two ways to vote: secret ballot or show of hands.

Article 108 Board of Directors members should attend the Board of Directors meeting by themselves. In case they cannot attend, they must sign the power of attorney for another Board of Directors member. The power of attorney must clearly state the name and surname of the beneficiary, the scope of the power to be granted and the time limit. The right holder must use the right of the executive board member within the scope of the right assignment, if the executive board member does not attend the meeting and does not give the right to others, it is considered as a non-voting vote.

Article 109 - The meeting of the board of directors should make resolutions and minutes of the meeting. The members of the board of directors who attended the meeting must sign the resolutions and minutes.

- Resolutions and minutes of the board meeting must be stored for at least 10 years.

Article 110 Article 110 The record of the meeting of the Board of Directors includes the following content:

1. Date, place and chairman of the meeting of the board of directors;

2. List of participants in the Board of Directors meeting;

3. Meeting agenda;

4. Brief speech of the Board of Directors;

5. Voting results.

Article 111 Article 111 The members of the board of directors who have signed the resolution of the meeting of the board of directors and will be responsible for the said resolution, in case the resolution of the meeting of the board of directors is carried out in violation of this rule, the relevant laws and regulations, which causes the company to suffer damage.

Article 112 The board of directors appoints the strategic committee, the audit committee, the selection committee, the remuneration committee, the risk management committee, and the business committee related to the rights and duties of the said committee shall be as defined in the agreement on the board of directors of the registered company and shall be in accordance with the rules issued from time to time by the stock management committee, the stock market and related entities.

Part 3 Secretary of the Board of Directors

Article 113 The secretary of the board of directors appointed by the board of directors as a senior executive of the company is responsible for the meeting of the board of directors. The Secretary of the Board of Directors should have knowledge, skills and relevant experience.

Article 114 Duties of the Secretary of the Board of Directors:

1. Prepare and submit documents about the board of directors and shareholders' meetings to relevant parties.

2. Prepare to organize the meeting of the board of directors and the shareholders' meeting, make and store the meeting's resolutions and the minutes of the meeting.

3. To be responsible for the disclosure of information, to disclose timely, accurate, clear and complete information.

4. Provide relevant documents to those who have the right to check such documents in a timely manner;

5. Other duties specified in this regulation, related laws and regulations.

Article 115 Board members or senior executives of the company can be the secretary of the board at the same time.

Article 116 The Chairman of the Board of Directors proposes the appointment of the Secretary of the Board of Directors. The appointment and dismissal of the Secretary of the Board of Directors must go through the meeting of the Board of Directors. In the case of a member of the Board of Directors who is also the Secretary of the Board of Directors, if necessary, it must be separated into two persons according to the circumstances in order to be able to carry out the work successfully.

Part 4 Director General and Senior Executives

Article 117 The company has one general director who can be hired and dismissed through the meeting of the board of directors. There are many deputy directors who are hired and fired through the board meeting. The general director, deputy director, chief financial officer and secretary of the board of directors are the senior executives of the company.

Article 118 The general director has a fixed term of office for 3 years and can be appointed consecutively.

Article 119 The Director-General is responsible to the Board of Directors for the following duties:

1. Manage the company's business operations, implement the resolutions of the Board of Directors, daily work and report to the Board of Directors;

2. Implement the company's business plan and investment plan;

3. Draft plan to establish internal management organization of the company;

4. Draft the company's management plan;

5. Verify the provision of accounting information to internal and external auditors

6. Distribute dividends to shareholders according to the agreement of the shareholders' meeting

7. Draft various regulations of the company;

8. Propose to the board of directors to hire or fire the deputy director and head of financial affairs;

9. Decide on the hiring or termination of the executive who does not need to be approved by the board of directors;

10. Other duties assigned by this regulation or the Board of Directors.

Article 120 The general director who is not a member of the board of directors may attend the meeting of the board of directors but does not have the right to vote.

Article 121 The general director can propose to resign before the expiration of the term of the year as specified in the labor contract signed with the company.

Article 122 In the event that a senior executive commits an offense against this regulation, related laws and regulations and causes damage to the company, he must be responsible for compensation for such damage.

Part 5 Monitoring Committee

Article 123 The monitoring committee consists of 3 members, among them, there is 1 person requesting to hold a meeting of the monitoring committee. In case the person

requesting the meeting is unable to fulfill his/her duties, it must be given to another monitor instead.

Article 124 Monitors who are shareholders or employee representatives of the company, the number of monitors who are employee representatives of the company shall not be less than 1/3 of all monitors

Article 125 Monitors have a fixed term of office for 3 years and can be appointed consecutively. Monitors who are shareholders are elected by the shareholders' meeting, and monitors who represent the company's employees are elected by the company's employees.

Article 126 The monitor cannot attend the meeting of the monitoring board by himself 2 times in a row and is considered unable to fulfill his duties. He can change the new person through the shareholders' meeting or the meeting of the company's employee representatives.

Article 127 The supervisor can propose to resign before the end of the year.

Article 128 Monitors must comply with Article 87 and Article 88 specified in this regulation and related laws and regulations, not to abuse the right to accept bribes and embezzle company assets.

Article 129 Duties of the monitoring board:

1. Inspect and comment on the company's financial work and periodic reports;

2. Monitor the actions of board members, directors and senior executives to comply with this regulation, relevant laws and regulations;

3. In the event that the actions of the board members, directors and senior executives of the company have damaged the interests of the company, they must be notified to correct the mistake immediately, if necessary, and report to the meeting of shareholders or related parties;

4. Propose holding a meeting of ordinary shareholders;

5. Attend the meeting of the board of directors and ask questions or add comments to the proposal for consideration but do not have the right to vote;

6. Other duties assigned by this regulation or the meeting of shareholders.

Article 130 In case the monitoring committee needs to hire a law firm or an accounting firm so that the said part provides assistance for the performance of its own duties, the related costs are the responsibility of the company.

Article 131 The meeting of the monitoring board must be held at least once every 6 months. The monitor can propose to hold a regular monitoring board meeting. The resolution of the meeting must be approved by 1/2 of the monitors.

Article 132 The monitoring board shall determine the regulations on the monitoring board separately and approve it through the shareholders' meeting. Then, attach it to this regulation.

Article 133 The meeting of the monitoring committee should make minutes of the meeting and the monitors participating in the meeting must sign the minutes. The related documents must be stored for at least 10 years.

Article 134 The notice of the monitoring board meeting includes the following content:

1. The date, place and schedule of the meeting;

2. Proposals to be considered by the meeting;

3. Date of notification.

Section 6 Financial Accounting System, Profit Distribution and Audit

Part 1 Financial Accounting System

Article 135 The company determines the financial accounting system according to the laws, regulations and requirements set by the relevant parties.

Article 136 Companies must submit financial statements for the first 6 months of the year within 60 days after the end of the first 6 months of the year and submit annual financial statements within 120 days after the end of the accounting year according to relevant laws and regulations.

Article 137 The financial statement includes the following contents:

1. Debt Schedule;

2. Profit table;

3. Dividend table;

4. Cash flow chart;

5. Description of the financial accounting table.

Article 138 In addition to the legal account book, the company cannot make separate account books, cannot open a bank account in the name of an individual with the assets of the company.

Article 139 Company dividends after tax in the following order:

1. Replace the lack of funds of the previous year;

2. Divide the amount of 10% into the stock of the company as determined by the Law on Enterprises;

3. Divide 10% of the amount for public works;

4. Divide any amount into the reserve treasury according to the shareholders' meeting resolution;

5. Pay dividends to shareholders.

In the event that the amount of accumulated money exceeds the registered amount of the company by 50% or more, there is no need to accumulate more. After dividing the money into the reserve fund and the money for public benefit work, whether the money will be divided into the reserve fund or not is based on the agreement of the shareholders' meeting. The company will not pay dividends to the shareholders before replacing the lack of capital of the previous year, divided into the reserve fund and divided into public benefit work.

Article 140 In the event that the shareholders' meeting agrees to add reserve money to the company's shares, the new shares will be given to the shareholders according to the percentage of their original shareholding, but if the accumulated money is added to the company's shares, the rest of the accumulated money cannot be less than 25% of the registered capital.

Article 141 After the dividend plan is approved by the shareholders' meeting, the board of directors must complete the dividend within 2 months.

Article 142 Dividends can be adjusted to cash and dividends to shares

Part 2 Audit

Article 143 A company that hires a qualified auditing company for a period of 1 year can renew the contract. The hiring of an auditing firm must be approved through a shareholders' meeting.

Article 144 The right of the auditing company to hire:

1. Check the company's account books and request the members of the board of directors, directors or senior executives to provide relevant documents;

2. Request the company to provide the necessary documents about the subsidiary company;

3. Attending shareholders' meetings but not having the right to vote can comment on the work of the auditing company.

Article 145 The meeting of shareholders determines the remuneration of the auditing company.

Article 146 The hiring and termination of an accounting audit company must be approved through a shareholders' meeting and disclose such information.

Article 147 Before canceling the employment contract, the auditing company must notify the auditing company 30 days in advance. The auditing company has the right to comment to the shareholders' meeting. In the case that the auditing company finds that the termination of employment is unreasonable, it can sue the office of the Securities Management Committee.

Section 7 Merger, Separation, Dissolution and Liquidation

Part 1 Association and Separation

Article 148 Merger and separation of companies shall follow the steps below:

1. The board of directors creates a merger plan and a company separation plan;

2. Consider and approve through the meeting of shareholders;

3. Sign the merger or separation agreement of the company;

4. Process related documents according to law;

5. Solve debt problems and other problems related to merger or separation of the company;

6. Execute documents of dissolution or change.

Article 149 At the time of merger or separation, the company should create a debt and asset account, in addition, notify the creditors within 10 days after the merger or separation of the company has been approved through the shareholders' meeting and announced in an unspecified newspaper within 30 days.

Article 150 The creditor can request the company to pay the debt within 30 days after receiving the notice or within 45 days after the company has announced it in the newspaper for the creditor who has not received the notice. The company does not have the ability to pay its debts, not to carry out mergers or separations.

Article 151 At the time of merger or separation, the board of directors of the company should take necessary measures to protect the legitimate interests of shareholders who do not agree to the merger or separation of the company.

Article 152 When the couple joins or separates, a detailed agreement must be signed to resolve the issues related to assets and liabilities. After the company merges, the assets and liabilities of each party will be inherited by the company that continues to operate or the newly established company, while the liabilities of the separated company will be divided among each of the separated companies' responsibilities as agreed in the contract.

Part 2 Dissolution and Liquidation

Article 153 The company will be dissolved in the following cases:

1. Expiration of business operation period;

2. Dissolve with the agreement of the shareholders;

3. Dissolution due to merger or separation of the company;

4. Dissolution due to inability to pay the company's debts according to the court's decision;

5. Dissolution for legal reasons.

Article 154 - Dissolution in cases 1 and 2 stated above must be implemented within 15 days.

- Dissolution in case 3 stated above, the work related to the payment of the inventory should be according to the contract signed together.

- Dissolution in case 4 stated above, the People's Court will appoint a liquidation committee according to the relevant law, which includes the company's shareholders, experts and related parties.

- Dissolution in case 5 stated above, the related management will appoint a liquidation committee according to the relevant law, which includes the shareholders of the company, academics and related parties.

Article 155 After appointing the liquidation committee, the board of directors and the general director shall cease to carry out their duties, the company cannot conduct new business during the liquidation period.

Article 156 Duties of the Liquidation Committee:

1. Issue a notice or announcement to the creditor;

2. Create accounts of liabilities and assets of the company, inventory of the company's assets;

3. Liquidate the company's unfinished business;

4. Payment of tax arrears;

5. Payment of debts;

6. Liquidate the remaining assets of the company after paying off the debts;

7. Represent the company in civil proceedings.

Article 157 After the liquidation committee is established, it must notify the creditors within 10 days and announce it in the newspaper designated by the securities management committee office within 60 days.

Article 158 Creditors should report their own debts to the liquidation committee within 30 days after receiving the notice or within 45 days after announcing it in the newspaper for creditors who have not received the notice, as well as provide relevant documents to the liquidation committee.

Article 159 The liquidation committee should create a liquidation plan after creating the company's debt and asset account and report it to the meeting of shareholders and stakeholders.

Article 160 Liquidation follows the order below:

1. Inventory payment costs;

2. Workers' wages and insurance;

3. Debts to the state that do not arise from contracts between states or individuals as defined in Article 4 of Law on guarantee of performance of contract;

4. Secured debt;

5. Unsecured debt;

6. Distribute to shareholders according to their shareholding ratio.

After Clause 1 to Clause 5 has been completed, it can be distributed to shareholders.

Article 161 After the liquidation committee has created the accounts of the company's debts and assets, it finds that the company's assets are not sufficient to replace the debts, it should be submitted for bankruptcy to the people's court. After the people's court officially decides the company is bankrupt, the liquidation committee must hand over the task of liquidation to the people's court.

Article 162 After the inventory liquidation work is completed, the liquidation committee should create a inventory liquidation report and income-expenditure account during the inventory liquidation period and report it to the meeting of shareholders and stakeholders. After reporting to the meeting of shareholders and stakeholders, the liquidation committee should cancel the company registration according to the law and announce the termination of the company.

Section 8 Amendment of the Company's Regulation

Article 163 The company must revise the rules in the following cases:

1. After the Law on Enterprises or related laws and regulations have been revised, the provisions specified in this regulation are not consistent with the Law on Enterprises or related laws and regulations;

2. The company's circumstances have changed and are not in accordance with this regulation;

3. The shareholders' meeting unanimously agreed to revise this regulation.

Article 164 The board of directors amends this regulation according to the resolution of the shareholders' meeting and the comments of the relevant parties.

Article 165 Amendments to this regulation must be disclosed in accordance with relevant laws and regulations.

Section 9 Final Provisions

Article 166 The Board of Directors can include additional detailed information according to the requirements specified in this regulation, as long as the additional detailed requirements do not conflict with the requirements specified in this regulation.

Article 167 This regulation is made in Lao language. In case of conflict between this regulation and other language versions, the Lao language version that has been checked and adopted as the basis.

Article 168 The words "up to" and "within" include the mentioned numbers, the words "not enough" and "besides" do not include the mentioned numbers.

Article 169 The right to explain this regulation belongs to the company.

Article 170 This regulation is effective from the date of signature.

At Vientiane Capital, date.....

Name and Signature of the Director (Assignment)

สาທาละนะลัด ปะຊາທິปะไต ปะຊາຊົนลาอ
สันติพาบ เอกะลาด ปะชาทิปะไต เอกะพาบ อัดทะนะถาออม
บໍລິสัด ซิมังลาอ มะหาซิม
LAO CEMENT PUBLIC COMPANY
ข้าม โพนพะเม็า อฺงจัม, สปปลาอ ตู้ ป.ม 6821, โทธ: (865-21) 451222,451116 เฟัก: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

Attachment: 08

Consider the Registration of Subsidiary Companies

I have the honor to present the registration of subsidiary companies to the meeting, the details of which are as follows:

Lao Culture Tourism Public Group Company will register all subsidiary companies whose names and scope of business operations are as follows:

1. Lao National Tourism Planning and Design Institute Company Limited. The scope of business includes: surveying the design of buildings and town planning; Bridge Design Survey; Designing tourist attractions.

2. Lao International Exhibition Service Company Limited. The scope of business includes: organizing exhibitions and events; All types of advertising media production services; All kinds of graphic design; Film-TV production.

3. Lao Mineral Resource Development Company Limited. The scope of business includes: exploration, development, exploration and trading of mineral resources.

4. Lao National Development Fund Management Co., Ltd. The scope of business includes: fund management, fund sales, investment advisors, property management, representative sales of other financial products, financial securities business, investment consulting, investment management, information consulting services (not including licensed information consulting services).

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Attachment 09:

Consideration

Regarding the Purchase of Shares of the Lao Film-TV Production Center

I have the honor to propose the purchase of shares of the Lao Film-TV Production Center to the meeting, the details of which are as follows:

Through negotiations between the **Lao Culture Tourism Public Group Company** and the Lao Film-TV Production Center, both parties unanimously agreed that the Mass Lao Culture Tourism Group will invest in the Lao Film-TV Production Center, which will become the 1st equity leg that will hold 50% of the Lao Film-TV Production Center, while the former 1st equity leg (Yunnan Tongchang Culture Communication Company Limited) will hold 35% of the shares and the Ministry of Information, Culture and Tourism will hold 15% of the shares. Sign an official contract.

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Attachment 10:

Consideration

Regarding the Change of Senior Management

I have the honor to present the change of senior management to the meeting, the details of which are as follows:

1. According to the resignation letter of Mr. xia Liang Wu, because he has personal reasons, he proposed to resign from the position of deputy director of the company and secretary of the board of directors. After resigning, he will no longer hold any position in the company.

2. Because Mr. Vichit SuVanarath has reached the retirement age and is due to take leave to receive pension benefits according to the regulations and laws, he will leave his position as a member of the board of directors and deputy director of the company. After retirement, he will no longer hold any position in the company.

3. According to resignation letter of Mr. Lui Lin's because he has personal reasons, he proposed to resign from the position of Board Member and Deputy Director of the company. After resigning, he will no longer hold any position in the company.

4. According to the needs of business operations and development of the company, Mr. Wang Hui will be appointed as a member of the Board of Directors of Lao Cement Company.

Curriculum Vitae

Name: Wang Hui	
Age: 51 years old	
Graduate school: Engineering Surveying, East China Institute of Geology	
Work Experience:	
From 1993 to 2008, Kunming Yijian Construction Group Co., Ltd. served as chief engineering office engineer, project manager, deputy manager of the first branch, general manager of the investment company, general manager of the real estate company; senior engineer, and second-level construction engineer.	
From 2008 to 2013, Assistant General Manager and Senior Engineer of Yunnan Chengtou Intercity Logistics, Yunnan Chengtou Concrete Company, and Chengtou Real Estate Co., Ltd.	
From 2013 to 2020, he was the general manager of Dali Yongping Jinqiao Mining Co., Ltd., the general manager of Honghe Jianshui Julei Stone Co., Ltd., and the general manager of Kunming Xundian Golden Sunshine Agriculture and Animal Husbandry Co., Ltd.	
From 2020 to 2023 Commander of Kunming Shilin University Campus Construction Project Headquarters	

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ISO 9001 5965 Cert No.75Q10469
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Attachment 11:

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…….……..District……..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 28th April 2023 at State enterprise for agriculture industry Development Import-Export&General Services.
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 minutes of the 2022 general meeting of shareholders;

□approve □disapprove

Agenda 2: To consider and approve the business performance of the Lao Cement Company for the year 2023.

□approve □disapprove

Agenda 3: To Consider and approve the financial statements of Lao Cement Company for the year 2023.

□approve □disapprove

Agenda 4: To Consider and approve the Construction engineering contract Between

Project Owner: Lao Culture Tourism Public Group Company And Contractor: No. 3 Construction Company Limited of Yunnan Construction-Investment and Shareholding Group

□approve □disapprove

Agenda 5: To Consider and approve the Construction Engineering Contract Between Project Owner: Lao Culture Tourism Public Group Company And Contractor: No. 8 Engineering Company Limited of China's Republic Construction Group

□approve □disapprove

Agenda 6: To Consider and approve the The Regulation of Lao Culture Tourism Public Group Company

□approve □disapprove

Agenda 7: To Consider and approve the Consider the Registration of Subsidiary Companies

□approve □disapprove

Agenda 8: To Consider and approve the Consideration Regarding the Purchase of Shares of the Lao Film-TV Production Center

□approve □disapprove

Agenda 09: To Consider and approve the Consideration Regarding the Change of Senior Management

□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……./……./2024

signed by the shareholder

(……..)

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

Map at Lao Securities Exchange building,



