



SUSTAINABLE DEVELOPMENT

BINH DUONG MINERAL AND CONSTRUCTION JOINT STOCK COMPANY

No. 8, Nguyen Thi Minh Khai Street, Group 9, Hoa Lan 1 quarter, Thuan Giao ward, Thuan An city, Binh Duong province

☎ 0274.3822.602

☎ 0274.3823922

☎ 3700148825

✉ info@bimico.com.vn

www.bimico.com.vn



No. 11/2025/KSB/DHCD-TTr

Thuan An, April 4, 2025

PROPOSAL

**Re: The change of business lines
and amendment, supplements to the Charter and Regulations on Operations of
the Board of Directors**

To: The General Meeting of Shareholders

Pursuant to the Law on Enterprises No. 59/2020/QH14 passed on 17/6/2020;

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

Pursuant to Decree 155/2020/ND-CP issued on 31/12/2020;

Pursuant to Circular 116/2020/TT-BTC ON 22/09/2017, guiding a number of articles on corporate governance applicable to public companies in Decree 155/2020/ND-CP issued on 31/12/2020, detailing the implementation of a number of articles of the Securities Law;

Pursuant to the Charter of Binh Duong Mineral and Construction Joint Stock Company.

To comply with legal regulations and the production and business needs of the Company, the Company's Board of Directors respectfully submits to the General Meeting of Shareholders for approval the following content:

I. CHANGE OF BUSINESS LINES

1. Remove business lines (as per the attached appendix)

No.	Business Line Name	Business Line Code
1	Providing non-regular catering services under contract with customers Details: Providing non-regular catering services under contract with customers (serving parties, conferences, weddings...)	5621
2	Operations of sports facilities Details: mini football field	9311



3	Production of concrete and products from cement and gypsum. Details: production of precast concrete components	2395
4	Production of metal components Details: production and processing of various steel shapes	2511

2. Add business lines

No.	Business Line Name	Business Line Code
1	Drainage and wastewater treatment Details: Wastewater treatment (Only allowed to treat after completing all procedures related to land, construction, fire prevention and fighting, and environmental protection)	3700
2	Consulting, brokerage, real estate auction, land use rights auction Details: Real estate business services (real estate brokerage; real estate valuation; real estate trading floor; real estate consulting; real estate auction; real estate management; real estate exploitation) <i>except for judicial administrative services, including judicial expertise services, bailiff services, asset auction services, notary services, services of funeral undertakers</i>	6820

II. AMENDMENTS TO THE COMPANY'S CHARTER

1. Amend Article 4.1 regarding the Company's business lines in the Company's Charter to reflect the change in business lines in Section I above.

2. Amend and supplement the Charter; Regulations on Operations of the Board of Directors of Binh Duong Mineral and Construction Joint Stock Company. (Details are provided in the attached appendix).

III. IMPLEMENTATION

Approve the assignment/authorization to the General Director, who is also the legal representative, to carry out tasks related to the change in the Company's business lines, including but not limited to the following:

- Carry out procedures related to the change of business lines at competent state agencies.

- Perform other tasks related to the change of the Company's business lines in accordance with legal regulations.

Respectfully submitted to the General Meeting for consideration and approval./.

Attached document:

Appendix of amendments and supplements

ON BEHALF OF THE BOARD OF DIRECTORS

CHAIRMAN

Phan Tan Dat





**APPENDIX AMENDING THE REGULATIONS ON THE OPERATION
OF THE BOARD OF DIRECTORS**

(Attached to Submission No: 11/2025/KSB/DHCD-TTr dated April 4, 2025)

TT	Current Regulations	Proposed Amendments and Supplements	Reasons, Basis
1	<p>Article 24. Division of Authority between the Board of Directors and the General Director</p> <p>1. Principle of Decentralization: The General Director is proactive and has full authority to decide on all matters related to the conduct of routine transactions and ensure the smooth daily operation of the company and its member units in accordance with and within the limits of the authority and authorization of the Board of Directors as stipulated in the Company Charter, these Regulations, the authorization documents of the Board of Directors, and the Chairman of the Board of Directors issued for each project, program, each stage and in special cases.</p>	<p>Article 24. Division of Authority between the Board of Directors and the General Director</p> <p>1. Principle of Decentralization: The General Director is proactive and has full authority to decide on all matters related to the conduct of routine transactions and ensure the smooth daily operation of the company and its member units in accordance with and within the limits of the authority and authorization of the Board of Directors as stipulated in the Company Charter, these Regulations, the Financial Regulations, other regulations of the Company; the authorization documents of the Board of Directors, and the Chairman of the Board of Directors issued for each project, program, each stage and in special cases.</p>	



APPENDIX AMENDING THE COMPANY CHARTER

(Attached to Submission No.: 11/2025/KSB/DHCD-TTr on April 4 2025)

TT	Current Charter	Proposed amendments and supplements	Reasons, basis
1.	<p>Article 6. Charter capital, shares, founding shareholders</p> <p>1. The Company's Charter capital is the Charter capital stated on the Business Registration Certificate issued by the Department of Planning and Investment of Binh Duong Province. Each share has a par value of 10,000 VND, the number of shares of the Company shall be equal to the Charter capital divided by the par value of one share.</p>	<p>Article 6. Charter capital, shares, founding shareholders</p> <p>1. The Company's Charter capital is the Charter capital stated on the Business Registration Certificate issued by the competent authority. Each share has a par value of 10,000 VND; the number of shares of the Company shall be equal to the Charter capital divided by the par value of one share.</p>	Consistent with the merger of state management agencies
2.	<p>Article 15. General Meeting of Shareholders</p> <p>6. Organizing the General Meeting of Shareholders online:</p> <p>a. The General Meeting of Shareholders may be held online or in combination with a physical General Meeting of Shareholders and an online General Meeting of Shareholders when the Board of Directors deems it necessary due to an epidemic, a decision of a competent state management agency, other force majeure events, or as prescribed in this Charter and the provisions of law;</p> <p>c. The Company shall issue regulations on organizing the online General Meeting of Shareholders in accordance with actual conditions, this Charter, and the provisions of law.</p>	<p>Article 15. General Meeting of Shareholders</p> <p>6. Organization of the General Meeting of Shareholders</p> <p>a. The General Meeting of Shareholders shall be held in person; online, or a combination of both in-person and online forms as decided by the Board of Directors.</p> <p>c. The Company shall issue regulations on organizing the General Meeting of Shareholders in accordance with actual conditions, the form of organization as prescribed in this Charter, and the provisions of law.</p>	Clearly stipulating the forms of organizing the General Meeting of Shareholders