

Số/No: 140 /LIZEN-PL&KSNB

TPHCM, ngày 26 tháng 04 năm 2025

HCMC, 26th April 2025

**CÔNG BỐ THÔNG TIN
TRÊN CÔNG THÔNG TIN ĐIỆN TỬ CỦA ỦY
BAN CHỨNG KHOÁN NHÀ NƯỚC VÀ
SGDCK TP.HCM**

**DISCLOSURE OF INFORMATION ON
THE STATE SECURITIES COMMISSION 'S
PORTAL AND HO CHI MINH STOCK
EXCHANGE 'S PORTAL**

Kính gửi: - Ủy ban Chứng khoán Nhà nước /The State Securities Commission
- Sở Giao dịch chứng khoán TP HCM/ Ho Chi Minh Stock Exchange

-Tên tổ chức/ organization name: CÔNG TY CP LIZEN
-Mã chứng khoán / securities symbol: LCG
-Địa chỉ trụ sở chính / address: 24A Phan Đăng Lưu, P7, Quận Bình Thạnh, TPHCM
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-Người thực hiện công bố thông tin / submitted by: Lê Thị Phương Nam
Chức vụ / position: Phó Tổng Giám đốc/ Deputy General Director

-Loại thông tin công bố: ☒ định kỳ ☐ bất thường ☐ 24h ☐ theo yêu cầu

Information disclosure type : ☒ periodic ☐ irregular ☐ 24h ☐ on demand

Nội dung thông tin công bố:

Công ty Cổ phần LIZEN công bố các tài liệu sau:

- Nghị quyết số 01/2025/NQ-LIZEN-ĐHĐCĐ của Đại hội đồng cổ đông thường niên năm 2025 ngày 26/04/2025.
- Biên bản họp Đại hội đồng cổ đông thường niên năm 2025.
- Điều lệ tổ chức và hoạt động Công ty được sửa đổi bổ sung ngày 26/04/2025.
- Quy chế nội bộ về quản trị công ty được sửa đổi bổ sung ngày 26/04/2025.

Content of information disclosure:

LIZEN Joint Stock Company discloses the following documents:

- Resolution No. 01/2025/NQ-LIZEN-ĐHĐCĐ of the 2025 Annual General Meeting of Shareholders dated April 26th, 2025.
- Meeting Minutes of the 2025 Annual General Meeting of Shareholders.
- The amended and supplemented The Charter on organization and operation of the Company dated April 26th, 2025.
- The amended and supplemented Company's Internal Regulations on Corporate Governance dated April 26th, 2025.

Thông tin này đã được công bố trên trang thông tin điện tử của công ty vào ngày 26/04/2025 tại đường dẫn:

<https://www.lizen.vn/vi/document-category/dai-hoi-dong-co-dong>

This information was disclosed on Company's Portal on date 26/04/2025, available at:

<https://www.lizen.vn/vi/document-category/dai-hoi-dong-co-dong>



Tôi cam kết các thông tin công bố trên đây là đúng sự thật và hoàn toàn chịu trách nhiệm trước pháp luật về nội dung các thông tin đã công bố.

I declare that all information provided in this paper is true and accurate; I shall be legally responsible for any misrepresentation.

NGƯỜI ĐUQ CBTT

Person authorized to disclose information



PHÓ TỔNG GIÁM ĐỐC
Lê Thị Phương Nam



Ho Chi Minh City, April 26, 2025

RESOLUTION
2025 ANNUAL GENERAL MEETING OF SHAREHOLDERS
LIZEN JOINT STOCK COMPANY

- Pursuant to the Law on Enterprises 2020 and its guiding documents;
- Pursuant to the Charter of organization and operation of LIZEN Joint Stock Company;
- Pursuant to the Minutes of the 2025 Annual General Meeting of Shareholders dated April 26, 2025;
- Pursuant to the voting results of the matters presented at the Meeting;

The 2025 Annual General Meeting of Shareholders of LIZEN Joint Stock Company commenced at 09:00 AM on April 26, 2025, at Tan Son Nhat Pavillon Convention Center, No. 202 Hoang Van Thu Street, Ward 9, Phu Nhuan District, Ho Chi Minh City. The meeting was attended by **126** shareholders and representatives of shareholder groups with voting rights, representing **103.491.270** shares out of a total of **193.090.832** voting shares, reaching a rate of **53,60 %** (figures recorded prior to the time of the General Meeting's voting session).

The Meeting approved the list of the Presidium and the Secretariat of the General Meeting:

The Presidium included the following members:

1. Mr. Bui Duong Hung – Chairman of the BoD of LIZEN JSC – Chairperson
2. Mr. Nguyen Van Nghia – Member of the BoD of LIZEN JSC – Member
3. Mr. Cao Ngoc Phuong – CEO of LIZEN JSC – Member

The Secretariat included the following members:

1. Mrs. Le Thi Phuong Nam – Head
2. Mr. Dang Van Luc – Member

After a session conducted in an urgent, democratic, and responsible manner, the Meeting heard numerous discussions and contributions from shareholders regarding the matters on the agenda.

Based on the voting results for the proposals presented by the Presidium during the Meeting:

THE GENERAL MEETING OF SHAREHOLDERS RESOLVES

Article 1: The General Meeting of Shareholders has voted to approve the reports and contents of the proposals presented by the Presidium before the Meeting:

- 1. Item 1: Approval of the Report on the activities of the Board of Directors in 2024 and the operational objectives for 2025.**



Details are provided in the Report dated April 3, 2025, regarding the activities of the Board of Directors in 2024 and the operational objectives for 2025, included in the Meeting documents.

The number of shares voting in favor 103.491.270 shares, accounting for 100% of the total voting shares attending the Meeting. The number of shares voting against: 0%, and there were no other opinions.

2. Item 2: Approval of the Independent Board Member's Assessment Report on the activities of the Board of Directors in 2024.

Details are provided in the Report dated April 3, 2025, on the assessment by the Independent Board Member of the Board's activities in 2024, included in the Meeting documents.

The number of shares voting in favor 103.491.270 shares, accounting for 100% of the total voting shares attending the Meeting. The number of shares voting against: 0%, and there were no other opinions.

3. Item 3: Approval of the Audit Committee's Activity Report.

Details are provided in the Report dated April 3, 2025, on the activities of the Audit Committee, included in the Meeting documents.

The number of shares voting in favor 103.491.270 shares, accounting for 100% of the total voting shares attending the Meeting. The number of shares voting against: 0%, and there were no other opinions.

4. Item 4: Approval of the Report on the business performance results in 2024 and the business plan for 2025.

Revenue and Profit Results in 2024:

Unit: VND Billion

Criteria	Actual 2023	Plan 2024	Actual 2024	Actual 2024 / Actual 2023 Ratio	Actual 2024 / Plan 2024 Ratio
Revenue	2.008	2.400	2.817	140%	117,4%
Profit after tax	103,61	131,00	121,47	117%	92,7%
Net profit margin	5,16%	5,46%	4,31%		

Revenue and Profit Plan for 2025:

Unit: VND Billion

Criteria	Actual 2023	Plan 2024	Plan 2025	Actual 2024 / Actual 2023 Ratio	Plan 2025 / Actual 2024 Ratio
Revenue	2.008	2.817	3.000	140%	106,5%
Profit after tax	103,61	121,47	140,00	117%	115,3%
Net profit margin	5,16%	4,31%	4,67%		

And other contents according to the Report on the results of production and business activities in 2024 and the plan for production and business activities in 2025 of the Board of Management in the Meeting documents.

The number of shares voting in favor 103.491.270 shares, accounting for 100% of the total voting shares attending the Meeting. The number of shares voting against: 0%, and there were no other opinions.

5. Item 5: Approval of the audited Financial Statements and Business Results for 2024.

Approval of the audited 2024 Financial Statements, including related party transactions disclosed in Note VIII.4 of the Separate Financial Statements and Note VIII.4 of the Consolidated Financial Statements.

Details are provided in the Report on the audited Financial Statements and Business Results for 2024, dated April 3, 2025, included in the Meeting documents.

The number of shares voting in favor 103.491.270 shares, accounting for 100% of the total voting shares attending the Meeting. The number of shares voting against: 0%, and there were no other opinions.

6. Item 6: Approval of the Report on the utilization of capital from the share issuance to existing shareholders.

Use of Capital	Amount (VND)
Investment in infrastructure construction of Long Tan Residential Area	81.003.990.992
Capital contribution to LICOGLI 16 Gia Lai Renewable Energy Joint Stock Company to implement Phase 2 of the Chu Ngoc Solar Power Plant Project - 25MWp capacity	124.737.670.000



Equity contribution to the project enterprise for the Huu Nghi - Chi Lang Expressway Project under the BOT	0
Repayment of loans to credit institutions and subsidiaries	204.000.000.000
Total	409.741.660.992

As of April 4, 2025, the total unutilized issued capital is VND 68,996,009,008.

Details as per the report on the use of capital from the share offering to existing shareholders, dated April 4, 2025, in the meeting documents.

The number of shares voting in favor 103.491.270 shares, accounting for 100% of the total voting shares attending the Meeting. The number of shares voting against: 0%, and there were no other opinions.

7. Item 7: Approval of the Proposal on Selecting the Auditor for the 2025 Financial Statements.

The General Meeting of Shareholders authorizes the Board of Directors to select one of the qualified audit firms approved by the State Securities Commission to audit the financial statements of listed companies in 2025, from the following list:

1. Southern Auditing and Accounting Financial Consulting Services Co., Ltd. (AASCS)
2. Vietnam Auditing and Valuation Company Limited (AVA)
3. VietValues Audit and Consulting Co., Ltd. (VIETVALUES)
4. Ernst & Young Vietnam Co., Ltd. (E&Y)
5. KPMG Company Limited (KPMG)
6. RSM Vietnam Auditing and Consulting Co., Ltd. (RSM)

Details are presented in Proposal No. 01/TTr-HĐQT dated April 3, 2025, included in the Meeting documents.

The number of shares voting in favor 103.491.270 shares, accounting for 100% of the total voting shares attending the Meeting. The number of shares voting against: 0%, and there were no other opinions.

8. Item 8: Approval of the Proposal on the Profit Distribution Plan, Dividend Rate, Operating Budget, and Remuneration for the Board of Directors, Corporate Governance Officer, and Secretariat in 2024.

Profit Distribution:

Unit: VNĐ

No.	Item	Rate (%)	Amount
I	Profit after tax of parent company shareholders (Consolidated Audited Report)		407.580.237.028
1	Previous years' forward		286.106.070.776
2	Year 2024		121.474.166.252
II	Distribution of profit after tax for 2024		138.807.807.388
1	Allocation to reward and welfare fund	3%	3.644.224.988
2	Dividend payment	7%	135.163.582.400
III	Profit after tax remaining after distribution		268.772.429.641

Dividend Payment for 2024:

Based on the business performance in 2024, with revenue from production and business activities exceeding the planned target and profit approximately reaching the set plan, and considering that multiple projects are expected to be implemented under the 2025 investment plan, the Board of Directors proposes to submit to the General Meeting of Shareholders for approval a dividend distribution of 7% in the form of shares.

Regarding the payment timeline, the General Meeting authorizes the Board of Directors to proactively finalize the shareholder list and determine the payment date, adhering to regulatory deadlines.

Actual operating budget, salaries, and remuneration for the Board of Directors, company management, and secretariat in 2024:

At the 2024 Annual General Meeting, the meeting approved the operating budget, salary fund, and remuneration for the Board of Directors, company management, and secretariat at 0.2% of the consolidated financial statements' net revenue.

In practice, the actual operating budget, salaries, and remuneration paid in 2024 to the Board of Directors, company management, and secretariat amounted to VND 2,393,494,447, equivalent to 0.08% of consolidated net revenue. The remaining portion is expected to be utilized in 2025. The Board of Directors will not implement the bonus scheme.

The Board of Directors submits to the General Meeting for approval the profit distribution, dividend payment, operating budget, salaries, and remuneration for the Board of Directors, specifying amounts for each member.

Details as per Proposal No. 02/TTr-HDQT dated April 3, 2025, in the meeting documents.

The number of shares voting in favor 103.491.270 shares, accounting for 100% of the total voting shares attending the Meeting. The number of shares voting against: 0%, and there were no other opinions.

9. Item 9: Approval of the Proposal on the Profit Distribution Plan, Dividend Payment, Operating Budget, and Remuneration for the Board of Directors, Corporate Governance Officer, and Secretariat for 2025

Profit Distribution and Dividend Payment Plan for 2025

- Allocation to the Reward and Welfare Fund: 5% of post-tax profit
- Allocation to the Executive Bonus Fund: 1% of post-tax profit
(to be disbursed only if profit meets the planned target)
- Dividend Payment: 7% of charter capital

Operating Budget, Salary Fund, and Remuneration Plan for the Board of Directors and Secretariat in 2025

Based on the actual scale of the Company and the 2025 business plan, the General Meeting of Shareholders approves the operating budget, salary fund, and remuneration for the Board of Directors, the corporate governance officer, and the LIZEN secretariat at 0.2% of the consolidated net revenue.

Details are presented in Proposal No. 03/TTr-HDQT dated April 3, 2025, included in the Meeting documents.

The number of shares voting in favor 103.491.270 shares, accounting for 100% of the total voting shares attending the Meeting. The number of shares voting against: 0%, and there were no other opinions.

10. Item 10: Approval of the Proposal on Amendments and Supplements to the Company's Charter and Internal Corporate Governance Regulations.

In order to ensure compliance with applicable laws and regulations, the Board of Directors has conducted a review and proposed amendments and supplements to the Company's Charter and Internal Corporate Governance Regulations.

The proposed amendments include: updating the Company's address due to changes in administrative boundaries; updating information on the charter capital and the number of shares of the Company following the completion of the ESOP share issuance; and supplementing the authority of the Executive Board to decide on investments in assets, machinery, and equipment with an annual investment value not exceeding 5% of the Company's total asset value recorded in the latest audited financial statements.

The Board of Directors respectfully submits to the 2025 Annual General Meeting of Shareholders for consideration and approval the proposed amendments to the Charter and Internal Corporate Governance Regulations. The draft amended Charter and

Internal Corporate Governance Regulations are attached as appendices to this submission.

The amended and supplemented provisions of the Charter and Internal Regulations shall take effect upon approval by the General Meeting of Shareholders.

We respectfully request the General Meeting of Shareholders to consider and approve the proposed amendments and to authorize the Chairman of the Board of Directors to sign and promulgate the amended Internal Corporate Governance Regulations, and the General Director and the Company's legal representative to sign and promulgate the amended Charter after approval by the General Meeting of Shareholders.

Details as per Proposal No. 06/TTr-HDQT dated April 3, 2025, in the meeting documents.

The number of shares voting in favor 103.491.270 shares, accounting for 100% of the total voting shares attending the Meeting. The number of shares voting against: 0%, and there were no other opinions.

11. Item 11: Approval of the Proposal on the Policy for Related Party Transactions in 2025.

The General Meeting of Shareholders approves the policy for entering into and executing transactions and contracts with related parties of LIZEN Joint Stock Company in 2025.

1. Parties to the contracts include:

- Subsidiaries and affiliated companies;
- Major shareholders of the Company;
- Members of the Board of Directors, the Executive Board, and other internal persons of the Company;
- Organizations and individuals related to internal persons of the Company.

2. Applicable related transactions include:

- Transactions and contracts for the sale and purchase of goods, assets, and services;
- Loan and investment cooperation contracts;
- Other contracts and transactions related to the Company's operations.

The General Director is authorized to organize, direct, negotiate, sign, and execute related party transactions and contracts in accordance with the law, based on the principle of ensuring the Company's best interests.

Details are presented in Proposal No. 05/TTr-HDQT dated April 3, 2025, included in the Meeting documents.

The number of shares voting in favor 103.491.270 shares, accounting for 100% of the total voting shares attending the Meeting. The number of shares voting against: 0%, and there were no other opinions.

12. Item 12: Approval of the Proposal on Authorization to the Executive Board for Certain Shareholder Authority Decisions in 2025.

The General Meeting of Shareholders approves authorizing the Executive Board to make certain decisions within the authority of the General Meeting of Shareholders, including:

- Registering for additional/changes to the charter capital (including cases of capital increase from stock dividends, issuance under employee stock option plans), company name, business lines, and other contents of the Enterprise Registration Certificate;
- Deciding on changes to the management and governance structure.

Details are presented in Proposal No. 04/TTr-HĐQT dated April 3, 2025, included in the Meeting documents.

The number of shares voting in favor 103.491.270 shares, accounting for 100% of the total voting shares attending the Meeting. The number of shares voting against: 0%, and there were no other opinions.

Article 2: The General Meeting of Shareholders of LIZEN Joint Stock Company assigns the Board of Directors to direct and organize the implementation of the contents approved by the shareholders in this meeting in accordance with the law and the Company's Charter.

This Resolution was approved by the 2025 Annual General Meeting of Shareholders with a 100% approval rate and takes effect from 12:00 PM on April 26, 2025.

Recipients:

- State Securities Commission (SSC),
Ho Chi Minh City Stock Exchange
(HOSE)
- Shareholders
- Board of Directors, Executive Board
- Company Office Archive

**ON BEHALF OF GENERAL MEETING
OF SHAREHOLDERS**



CHAIRMAN

BUI DUONG HUNG