

**THAI HA BRIDGE BOT  
JOINT STOCK COMPANY**

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No.: 0807/2025/CBTT-BOT

**SOCIALIST REPUBLIC OF VIETNAM**

**Independence – Freedom – Happiness**

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*Hung Yen, July 08<sup>th</sup>, 2025*

## **DISCLOSURE OF INFORMATION**

**To.: State Securities Commission**

**Hanoi Stock Exchange**

1. Organization Name: THAI HA BRIDGE BOT JOINT STOCK COMPANY

- Stock Code: BOT

- Head Office: Phu Vat Hamlet, Long Hung Commune, Hung Yen, Viet Nam.

- Phone: 022 7389 1818

- Fax: 024 6266 9797

2. Disclosed Information:

Minutes of AGM, Resolution of the 2025 AGM of Shareholders (2nd Convening) and meeting documents.

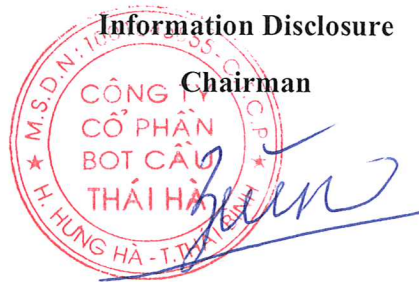
3. This information has been published on the company's website on 08/07/2025 at the following link:  
<http://botcauthaiha.com.vn/danh-muc-tin/dai-hoi-dong-co-dong.html>

We hereby certify that the disclosed information is true and we take full legal responsibility for the contents of the disclosure.

**Attached documents:**

- Minutes of AGM, Resolution of AGM and meeting documents.

**Legal Representative/Authorized Person for  
Information Disclosure**



**Chairman**

**Nguyen Binh Dien**

No.: 01/2025/NQ-ĐHĐCĐ-BOT

Hung Yen, July 08<sup>th</sup>, 2025

**RESOLUTION**  
**2025 ANNUAL GENERAL MEETING OF SHAREHOLDERS**  
**THAI HA BRIDGE BOT JOINT STOCK COMPANY**  
**(2nd Convening)**

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- Pursuant to the Law on Enterprise No. 59/2020/QH14 dated June 17, 2020, and its amendments, supplements, and guiding documents;
- Pursuant to the Law on Securities No. 54/2019/QH14 dated November 26, 2019, and its amendments, supplements, and guiding documents;
- Pursuant to the Charter of Thai Ha Bridge BOT Joint Stock Company;
- Pursuant to the Minutes of the Annual General Meeting of Shareholders 2025, No. 01/2025/BB-ĐHĐCĐ-BOT of Thai Ha Bridge BOT Joint Stock Company, dated July 08<sup>th</sup>, 2025.

**RESOLVES**

- Article 1.** Approve Report of the Board of Management on the business performance in 2024 and Business Plan for 2025 (According to report No. 01/2025/BC-BTGD-BOT)
- Article 2.** Approve the Report on the activities of Board of Directors in 2024 and Plans for 2025 (According to report No. 01/2025/BC-HĐQT-BOT)
- Article 3.** Approve the Report on the activities of the Board of Supervisors in 2024 and Plans for 2025 (According to report No. 01/2025/BC-BKS-BOT)
- Article 4.** Approve the Proposal for Approval of the Audited Financial Statements for the year of 2024 (According to Proposal No. 01/2025/TTr-HĐQT-BOT)
- Article 5.** Approve the Proposal for the Selection of Auditors for the 2025 Financial Statements (According to Proposal No. 02/2025/TTr-BKS-BOT)
- Article 6.** Approve the Proposal for the Remuneration of the Board of Directors and the Board of Supervisors for 2024 and the Remuneration Plan for 2025; Distribution of net profit of the year 2024 and plan for 2025 (According to Proposal No. 03/2025/TTr-HĐQT-BOT)
- Article 7.** Approve the Proposal for Loan to Support Business Operations (According to Proposal No. 04/2025/TTr-HĐQT-BOT)
- Article 8.** Approve the Proposal for Policy on executing contracts and transactions between the Company and Related Parties and approving major contracts and transactions (According to Proposal No. 05/2025/TTr-HĐQT-BOT)



**Article 9.** Approve the Authorization Proposal for Tien Dai Phat Company Limited to represent the Investor Consortium in signing agreements related to the Thai Ha Bridge BOT project (According to Proposal No. 06/2025/TTr-HĐQT-BOT)

**Article 10.** Approve the Proposal for Amend the Company's business scope to include additional activities (According to Proposal No. 07/2025/TTr-HĐQT-BOT)

**Article 11.** Approve the Proposal for Dismissal and Replacement Election of Member of the Board of Directors for the 2023–2028 Term (According to Proposal No. 08/2025/TTr-HĐQT-BOT)

❖ Approve for Dismissal of Member of the Board of Directors for the 2023–2028 Term:

1. Mr. Ngô Tiến Cường - Board of Directors Member

**Article 12.** Approve the Proposal for nomination of personnel to replace member of the Board of Directors for the 2023–2028 term (According to Proposal No. 09/2025/TTr-HĐQT-BOT)

**Article 13.** Approval of the Election Results for Replacement Member of the Board of Directors for the 2023–2028 Term

1. Mr. Ngô Tiến Cường - Board of Directors Member

**Article 14.** Implementation Provisions

This resolution was approved by the 2025 Annual General Meeting of Shareholders of Thai Ha Bridge BOT Joint Stock Company and takes effect from the date of issuance.

The members of the Board of Directors, the Supervisory Board, and the Board of General Directors are responsible for implementing this resolution and organizing its execution in accordance with their respective functions, in compliance with legal regulations and the company's charter of operation.

**Recipients:**

- AGM;
- BOD, BOS, BOM;
- Archived;
- Information disclosure.

ON BEHALF OF THE GENERAL  
MEETING OF SHAREHOLDERS  
CHAIRMAN



NGUYEN BINH DIEN



**MINUTES OF THE ANNUAL GENERAL MEETING OF  
SHAREHOLDERS 2025  
THAI HA BRIDGE BOT JOINT STOCK COMPANY  
(2nd Convening)**

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**I. GENERAL INFORMATION:**

1. Company Name: **Thai Ha Bridge BOT Joint Stock Company.**
2. Address: Phu Vat Hamlet, Long Hung Commune, Hung Yen.
3. Enterprise Registration Certificate No. 1001045855, issued by the Thai Binh Department of Planning and Investment, first issued on October 16, 2009, with the 07<sup>th</sup> amendment on June 18, 2024.

**II. TIME AND VENUE OF THE MEETING:**

1. Time: Starts at 09:30 AM on July 08, 2025.
2. Venue: Head Office at Phu Vat Hamlet, Long Hung Commune, Hung Yen.

**III. PARTICIPANTS:**

1. Shareholders and legally authorized representatives of shareholders (as per the registration list).
2. Members of the Board of Directors, the Board of Supervisors, the Executive Board, and company staff.
3. Verification of shareholder eligibility to participate in the General Meeting:

Mr. Ho Ngoc Thanh - The Head of the Shareholder Eligibility Verification Committee presents the Minutes of the Shareholder Eligibility Verification for the Annual General Meeting of Shareholders 2025 of Thai Ha Bridge BOT Joint Stock Company, held on July 08, 2025 ('General Meeting' or 'AGM'):

- Total number of shareholders at the time of the finalized list for the right to attend the 2025 Annual General Meeting of Shareholders (as of May 12, 2025): 3,367 shareholders, representing 59,246,800 voting shares of the Company.
- Total number of shareholders invited to attend the General Meeting: 3,367 shareholders, representing 59,246,800 voting shares of the Company.
- As of 09:30 AM on July 08, 2025, the total number of shareholders or authorized representatives present at the General Meeting are 13 shareholders/representatives,

representing 24,586,400 shares, accounting for 41.50% of the total voting shares of the Company.

Based on the Enterprise Law and the Charter of Thai Ha Bridge BOT Joint Stock Company, the 2025 Annual General Meeting of Shareholders **meets the necessary conditions to proceed.**

#### **IV. OPENING OF THE 2025 ANNUAL GENERAL MEETING OF SHAREHOLDERS:**

##### **1. Introduction of the Presidium and the Voting Committee of the General Meeting:**

Mr. Nguyen Binh Dien – Chairman of the Board of Directors of the Company presides over the General Meeting in accordance with regulations. The Chairman introduces the Presidium and the Voting Committee of the General Meeting as follows:

##### **a. Presidium of the General Meeting**

- Mr. Nguyen Binh Dien – Chairman of the Board of Directors – Presiding Officer of the General Meeting.
- Mr. Ta Dai Nghia - Board of Directors Member and General Director

##### **b. Voting Committee of the General Meeting**

- Mr. Ho Ngoc Thanh – Head of the Voting Committee.

The Presidium and the Voting Committee were unanimously approved by the Annual General Meeting of Shareholders (AGM) with an approval rate of **100%** of the total voting shares of all shareholders attending and voting at the meeting.

##### **2. The Chairperson appoints the Secretary of the General Meeting:**

- Ms. Tu Thi Huong – Secretary of the General Meeting.

##### **3. Ms. Tu Thi Huong – Secretary of the General Meeting presents the Regulations for Organizing the 2025 Annual General Meeting of Shareholders of Thai Ha Bridge BOT Joint Stock Company.**

The Regulations for Organizing the 2025 Annual General Meeting of Shareholders were unanimously approved by the AGM with an approval rate of **100%** of the total voting shares of all shareholders attending and voting at the meeting.

##### **4. Approval of the agenda for the 2025 Annual General Meeting of Shareholders**

The Chairperson of the General Meeting presents the agenda of the General Meeting as follows:

- |            |   |
|------------|---|
| Content 1. | Report of the Board of Management on the business performance in 2024 and Business Plan for 2025. |
| Content 2. | Report on the activities of Board of Directors in 2024 and Plans for 2025.                        |
| Content 3. | Report on the activities of the Board of Supervisors in 2024 and Plans for 2025.                  |
| Content 4. | Approval of the Audited Financial Statements for the year of 2024.                                |

- Content 5. Proposal for the Selection of Auditors for the 2025 Financial Statements.
- Content 6. Proposal for the Remuneration of the Board of Directors and the Board of Supervisors Board for 2024 and the Remuneration Plan for 2025; Distribution of net profit of the year 2024 and plan for 2025.
- Content 7. Proposal for Loan to Support Business Operations.
- Content 8. Proposal for Policy on executing contracts and transactions between the Company and Related Parties and approving major contracts and transactions.
- Content 9. Authorization Proposal for Tien Dai Phat Company Limited to represent the Investor Consortium in signing agreements related to the Thai Ha Bridge BOT project.
- Content 10. Proposal for Amend the Company's business scope to include additional activities.
- Content 11. Proposal for Dismissal and Replacement Election of Member of the Board of Directors for the 2023–2028 Term.
- Content 12. Proposal for nomination of personnel to replace member of the Board of Directors for the 2023–2028 term

The agenda was unanimously approved by the Annual General Meeting of Shareholders (AGM) with an approval rate of 100% of the total voting shares of all shareholders attending and voting at the meeting.

## **V. REPORTS AND PROPOSALS PRESENTED**

1. The General Meeting heard Mr. Ta Dai Nghia - Member of Board of Directors and General Director present reports:
  - Report of the Board of Management on the business performance in 2024 and Business Plan for 2025 (According to report No. 01/2025/BC-BTGD-BOT);
2. The General Meeting heard Mr. Nguyen Binh Dien – Chairman of the Board of Directors present reports:
  - Report on the activities of Board of Directors in 2024 and Plans for 2025 (According to report No. 01/2025/BC-HĐQT-BOT);
3. The General Meeting heard Ms. Ms. Do Thi Hoa - Chief Accountant present present reports:
  - Report on the activities of the Board of Supervisors in 2024 and Plans for 2025 (According to report No. 01/2025/BC-BKS-BOT);
  - Proposal for Approval of the Audited Financial Statements for the year of 2024 (According to Proposal No. 01/2025/TTr-HĐQT-BOT);
  - Proposal for the Selection of Auditors for the 2025 Financial Statements (According to Proposal No. 02/2025/TTr-BKS-BOT).



- Proposal for the Remuneration of the Board of Directors and the Board of Supervisors Board for 2024 and the Remuneration Plan for 2025; Distribution of net profit of the year 2024 and plan for 2025 (According to Proposal No. 03/2025/TTr-HĐQT-BOT);
  - Proposal for Loan to Support Business Operations (According to Proposal No. 04/2025/TTr-HĐQT-BOT).
  - Proposal for Policy on executing contracts and transactions between the Company and Related Parties and approving major contracts and transactions (According to Proposal No. 05/2025/TTr-HĐQT-BOT);
  - Authorization Proposal for Tien Dai Phat Company Limited to represent the Investor Consortium in signing agreements related to the Thai Ha Bridge BOT project (According to Proposal No. 06/2025/TTr-HĐQT-BOT);
  - Proposal for Amend the Company's business scope to include additional activities (According to Proposal No. 07/2025/TTr-HĐQT-BOT);
  - Proposal for Dismissal and Replacement Election of Member of the Board of Directors for the 2023–2028 Term (According to Proposal No. 08/2025/TTr-HĐQT-BOT);
  - Proposal for nomination of personnel to replace member of the Board of Directors for the 2023–2028 term (According to Proposal No. 09/2025/TTr-HĐQT-BOT).
4. The General Meeting heard Mr. Ho Ngoc Thanh – Head of the Voting Committee present the - Election regulations of a member of the Board of Directors for the 2023–2028 term at the 2025 Annual General Meeting of Shareholders of Thai Ha Bridge BOT Joint Stock Company.

The Election regulations of a member of the Board of Directors for the 2023–2028 were unanimously approved by the AGM with an approval rate of 100% of the total voting shares of all shareholders attending and voting at the meeting.

## **VI. DISCUSSION AND SHAREHOLDER OPINIONS**

The Presidium and the General Meeting listened to the opinions of the shareholders and held discussions on the contents of the reports and proposals presented at the General Meeting. The General Meeting unanimously agreed on the presented and explained contents, with no additional opinions.

## **VII. VOTING**

The Chairperson directs the General Meeting to conduct voting on the contents of the reports and proposals presented at the meeting and proceed with the election to replace a member of the Board of Directors for the 2023–2028 term.

The Voting Committee guides shareholders on the voting and election procedures.

Once the shareholders have completed the submission of their voting ballots and election ballots, the ballot box is moved to the counting area for the vote tallying process.

During the vote counting, the General Meeting takes a break.

## VIII. VOTING RESULTS

At the time of voting at 10h40, the total number of shareholders attending and voting at the General Meeting are 13 shareholders, representing 24,586,400 voting shares.

After the vote counting period concluded, Mr. Ho Ngoc Thanh – Head of the Voting Committee announced to the entire General Meeting the results of the ballot count as follows:

- Voting method: Voting by ballot.
- Each common share has one (01) voting right.
- Total number of shareholders attending and voting at the General Meeting: 13 shareholders/shareholder representatives, representing 24,586,400 voting shares.

The voting results for each item are as follows:

No.	Content	Result	Total votes	% (*)	Result	Total votes	% (*)
1	Report of the Board of Management on the business performance in 2024 and Business Plan for 2025	Total	24,586,400	100%	Approve	24,586,400	100%
		Valid	24,586,400	100%	Disapprove	0	0%
		Invalid	0	0%	Abstain	0	0%
2	Report on the activities of Board of Directors in 2024 and Plans for 2025	Total	24,586,400	100%	Approve	24,586,400	100%
		Valid	24,586,400	100%	Disapprove	0	0%
		Invalid	0	0%	Abstain	0	0%
3	Report on the activities of the Board of Supervisors in 2024 and Plans for 2025	Total	24,586,400	100%	Approve	24,586,400	100%
		Valid	24,586,400	100%	Disapprove	0	0%
		Invalid	0	0%	Abstain	0	0%
4	Proposal for Approval of the Audited Financial Statements for the year of 2024	Total	24,586,400	100%	Approve	24,586,400	100%
		Valid	24,586,400	100%	Disapprove	0	0%
		Invalid	0	0%	Abstain	0	0%
5	Proposal for the Selection of Auditors for the 2025 Financial Statements	Total	24,586,400	100%	Approve	24,586,400	100%
		Valid	24,586,400	100%	Disapprove	0	0%
		Invalid	0	0%	Abstain	0	0%



No.	Content	Result	Total votes	% (*)	Result	Total votes	% (*)
6	Proposal for the Remuneration of the Board of Directors and the Board of Supervisors Board for 2024 and the Remuneration Plan for 2025; Distribution of net profit of the year 2024 and plan for 2025	Total	24,586,400	100%	Approve	24,484,900	99.59%
		Valid	24,586,400	100%	Disapprove	0	0%
		Invalid	0	0%	Abstain	101,500	0.41%
7	Proposal for Loan to Support Business Operations	Total	24,586,400	100%	Approve	24,484,900	99.59%
		Valid	24,586,400	100%	Disapprove	101,500	0.41%
		Invalid	0	0%	Abstain	0	0%
8	Proposal for Policy on executing contracts and transactions between the Company and Related Parties and approving major contracts and transactions	Total	24,586,400	100%	Approve	24,586,400	100%
		Valid	24,586,400	100%	Disapprove	0	0%
		Invalid	0	0%	Abstain	0	0%
9	the Authorization Proposal for Tien Dai Phat Company Limited to represent the Investor Consortium in signing agreements related to the Thai Ha Bridge BOT project	Total	24,586,400	100%	Approve	24,586,400	100%
		Valid	24,586,400	100%	Disapprove	0	0%
		Invalid	0	0%	Abstain	0	0%
10	Proposal for Amend the Company's business scope to include additional activities	Total	24,586,400	100%	Approve	24,484,900	99.59%
		Valid	24,586,400	100%	Disapprove	101,500	0.41%
		Invalid	0	0%	Abstain	0	0%

No.	Content	Result	Total votes	% (*)	Result	Total votes	% (*)
11	Proposal for Dismissal and Replacement Election of Member of the Board of Directors for the 2023–2028 Term	Total	24,586,400	100%	Approve	24,586,400	100%
		Valid	24,586,400	100%	Disapprove	0	0%
		Invalid	0	0%	Abstain	0	0%
12	Proposal for nomination of personnel to replace member of the Board of Directors for the 2023–2028 term	Total	24,586,400	100%	Approve	24,586,400	100%
		Valid	24,586,400	100%	Disapprove	0	0%
		Invalid	0	0%	Abstain	0	0%

(\*) Calculated based on the total voting shares of all shareholders attending and voting at the meeting

Mr. Ho Ngoc Thanh – Head of the Voting Committee announced to the entire General Meeting the results of the vote counting for the election to replace members of the Board of Directors as follows:

**Results of the vote counting for the election to replace members of the Board of Directors:**

- There was a total of one (01) candidate nominated by shareholders and introduced by the Board of Directors for the position of member of the Board of Directors for the 2023–2028 term;
- Voting method: cumulative voting;
- Each ordinary share carries one (01) vote for the election of members of the Board of Directors;
- The total number of shareholders attending and participating in the election at the General Meeting was 13 shareholders, representing 24,586,400 votes for the election of members of the Board of Directors.
- Number of valid votes: 24,586,400 votes.
- Number of invalid votes: 0 votes.
- Results of the election of members of the Company's Board of Directors for the 2023–2028 term:

No.	Full Name	Position	Number of Votes	Results
1	Ngô Tiến Cường	Member of Board of Directors	24,586,400	Elected

## **IX. APPROVED CONTENTS BY THE GENERAL MEETING**

Based on the voting results, the Company's Charter, and the Enterprise Law, the following contents have been approved by the 2025 Annual General Meeting of Shareholders:

1. **Report of the Board of Management on the business performance in 2024 and Business Plan for 2025** (*According to report No. 01/2025/BC-BTGD-BOT*) was approved with an approval rate of 100% of the total voting shares of all shareholders attending and voting at the meeting;
2. **Report on the activities of Board of Directors in 2024 and Plans for 2025** (*According to report No. 01/2025/BC-HĐQT-BOT*) was approved with an approval rate of 100% of the total voting shares of all shareholders attending and voting at the meeting;
3. **Report on the activities of the Board of Supervisors in 2024 and Plans for 2025** (*According to report No. 01/2025/BC-BKS-BOT*) was approved with an approval rate of 100% of the total voting shares of all shareholders attending and voting at the meeting;
4. **Proposal for Approval of the Audited Financial Statements for the year of 2024** (*According to Proposal No. 01/2025/TTr-HĐQT-BOT*) was approved with an approval rate of 100% of the total voting shares of all shareholders attending and voting at the meeting;
5. **Proposal for the Selection of Auditors for the 2025 Financial Statements** (*According to Proposal No. 02/2025/TTr-BKS-BOT*) was approved with an approval rate of 100% of the total voting shares of all shareholders attending and voting at the meeting;
6. **Proposal for the Remuneration of the Board of Directors and the Board of Supervisors Board for 2024 and the Remuneration Plan for 2025; Distribution of net profit of the year 2024 and plan for 2025** (*According to Proposal No. 03/2025/TTr-HĐQT-BOT*) was approved with an approval rate of 99.59% of the total voting shares of all shareholders attending and voting at the meeting;
7. **Proposal for Loan to Support Business Operations** (*According to Proposal No. 04/2025/TTr-HĐQT-BOT*) was approved with an approval rate of 99.59% of the total voting shares of all shareholders attending and voting at the meeting;
8. **Proposal for Policy on executing contracts and transactions between the Company and Related Parties and approving major contracts and transactions** (*According to Proposal No. 05/2025/TTr-HĐQT-BOT*) was approved with an approval rate of 100% of the total voting shares of all shareholders attending and voting at the meeting;
9. **Authorization Proposal for Tien Dai Phat Company Limited to represent the Investor Consortium in signing agreements related to the Thai Ha Bridge BOT project** (*According to Proposal No. 06/2025/TTr-HĐQT-BOT*) was approved with an approval rate of 100% of the total voting shares of all shareholders attending and voting at the meeting;
10. **Proposal for Amend the Company's business scope to include additional activities** (*According to Proposal No. 07/2025/TTr-HĐQT-BOT*) was approved with an approval rate of 99.59% of the total voting shares of all shareholders attending and voting at the meeting;



11. **Proposal for Dismissal and Replacement Election of Member of the Board of Directors for the 2023–2028 Term** (*According to Proposal No. 08/2025/TTr-HĐQT-BOT*) was approved with an approval rate of 100% of the total voting shares of all shareholders attending and voting at the meeting;
12. **Proposal for nomination of personnel to replace member of the Board of Directors for the 2023–2028 term** (*According to Proposal No. 09/2025/TTr-HĐQT-BOT*) was approved with an approval rate of 100% of the total voting shares of all shareholders attending and voting at the meeting.
13. **Election Results for Replacement Member of the Board of Directors for the 2023–2028 Term:**  
Mr. Ngô Tiến Cường - Board of Directors Member

**X. APPROVAL OF THE RESOLUTIONS AND MINUTES OF THE GENERAL MEETING:**

Ms. Tu Thi Huong – Secretary of the General Meeting presents the Draft of Minutes and Resolutions of the 2025 Annual General Meeting of Shareholders.

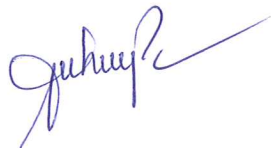
The Minutes and Resolutions were unanimously approved by the Annual General Meeting of Shareholders with an approval rate of 100% of the total voting shares of all shareholders attending and voting at the meeting.

The General Meeting was concluded at 11h20 on the same day.

**Recipients:**

- AGM (*Annual General Meeting of Shareholders*);
- Board of Directors (BOD),  
Board of Supervisors (BOS),  
Executive Board;
- Archived;
- Information Disclosure per  
Regulations.

**SECRETARY OF THE  
GENERAL MEETING**



**TU THI HUONG**

**ON BEHALF OF THE ANNUAL  
GENERAL MEETING OF  
SHAREHOLDERS**

**CHAIRPERSON**



**NGUYEN BINH DIEN**

T.C.P. H.A.