**DT4: Annual General Mandate**

On 24/04/2017, Inland waterway Maintenance and Management Joint Stock Company Number 2 Company announced the Annual General Mandate as follows:

**Article 1:** Approve the report of the Board of Directors in 2016.

**Article 2:** Approve the report of the Board of Directors on production and business activities in 2016 and plan of production and business in 2017.

**Article 3:** Approve the report of the Board of Supervisors 2016

**Article 4:** Approve financial statements audited by CPA VIETNAM Auditing Limited Company for the operational period from January 1, 2016 to December 31, 2016 with the following principal targets: :

Unit: VND

|  |  |  |  |
| --- | --- | --- | --- |
| **No** | **Key indicator** | **Unit** | **Financial statement** |
| 1 | Total assets  |  VND | 50.364.352.556 |
| 2 | Net revenue | VND | 104.270.959.456 |
| 3 | Profit before tax  | VND | 1.388.475.738 |
| 4 | Earnings after tax | VND | 1.073.531.089 |
| 5 | Earnings per share | VND | 712 |

**Article 5:** Approve the profit distribution plan for 2016 and the proposed dividend payment plan in 2017 according to the content of the Board of Directors:

Specific contents are as follows:

***5.1. Profit distribution plan for 2016:***

Profit after tax: VND 1.073.531.089 is distributed as follows:

+ Dividend payment in 2016 at the rate of 6.5%/share (VND 650/share: VND 754.000.000)

+ Remaining profit for division of funds:

 Investment and development fund: VND 134.000.000

 Bonus & welfare funds: VND 185.531.089

***5.2 Expected plan of dividend payment for 2017***

Profit after tax in 2017 is expected to reach: VND 1.200.000.000

Expected dividend payment at the rate of 5%/share (VND 750/share), total amount: VND 870.000.000. Form of payment: transfer.

Remaining profit:

Investment and development fund: VND 140,000,000

Bonus & welfare funds: VND 190,000,000

**Article 6:** Approve the production and business plan for 2017 and investment plan as reported by the Board of Directors.

The summary is as follows:

***6.1. Some business targets for 2017:***

- Total revenue: VND 105.194.000.000

- Profit before tax: VND 1.500.000.000

- Profit after tax: VND 1.200.000.000

***6.2. Implementation of the 2017 plan:***

In 2016, the company focused on the following basic contents:

+ Carry out the bidding for maintenance of the national inland waterway Zone 2; regulate and guide the waterway traffic Zone 1 - The Project Management of Board of Vietnam Inland Waterways Administration

+ Execute works that are ordered by Vietnam Inland Waterways Administration for the item of anti-vibration control and regulation of the bridge over the river management company.

+ Retail business of Diesel and coal trading.

+ Producing and trading pure ice, pure water.

***6.3. Investment:***

+ Invest in 6.4 ton trucks with the value of VND 645.000.000

+ Assign Board of Managers to set up the Research Board on the project "Opening convenience stores in industrial parks" in the Quarter III, 2017; complete the report for submission to the Board of Directors.

***6.4 About the organization***

+ Change the human resources of the Board of Directors and the Board of Supervisors:

Dismiss members of the Board of Directors, Head of the Board of Supervisors and members the Board of Supervisors.

Add members to the Board of Directors, Head of the Board of Supervisors and members of the Board of Supervisors.

Change the name from "Engineering Mechanics Trading Enterprise" to "Petroleum Trading Enterprise"

Re-arrange inland waterway management stations

***6.5 Capital mobilization:*** *Maximum limit of VND 20 billion in the form of shareholder loans and commercial banks loan*

**Article 7**: Approve the remuneration of the Board of Directors, Board of Supervisors, and Secretary of the Board of Directors in 2017 according to the report of the Board of Directors.

The content is as follow:

Remuneration of members of the Board of Directors, Head of the Board of Supervisors: VND 1.500.000/person/month.

Remuneration of members of the Board of Supervisors: VND 1.000.000/person/month.

Remuneration of secretary of the Board of Directors: VND 300,000 /person/month.

**Article 8:** Approve the authority of the Board of Directors to select the independent auditing company in 2017 according to the report of the Board of Directors.

**Article 9:** Approval:

9.1. Dismiss member of the Board of Directors as for Mr Tran Van On;

9.2. Dismiss Head of Board of Supervisors as for Mr. Pham Van Hanh;

9.3 Dismiss member of Board of Supervisors as for Mr Trinh Dinh Khiem;

9.4. Add Mr Pham Van Hanh to be the member of Board of Directors in replacement of Mr. Tran Van Thuong to comply with the company’s charter;

9.5. Add Ms. Nguyen Thi Hang to join the Board of Supervisors and hold the position of Head of Board of Supervisors in replacement of Mr. Pham Van Hanh who has transferred to another work;

9.6. Add Ms Tran Thi Thoan to join the Board of Supervisors in replacement of Mr. Trinh Dinh Kiem to comply with the company’s charter.

**Article 10: Implementation of the resolution**

- This Resolution is effective from April 24, 2017

- The members of the Board of Directors, the Board of Supervisors and Board of Managers will have to implement this Resolution according to their functions, tasks and powers in accordance with the provisions of law and the company's charter. The Board of Directors is responsible for reporting results to Annual General Meeting of Shareholders 2018.