**VHL: General Mandate 2020**

On 26 Mar 2020, Viglacera Ha Long Joint Stock Company announced the General Mandate 2020 as follows:

Article 1: Approve the reports including: Reports of the Board of Directors, the Management Board and the Supervisory Board on the operation results in 2019, operational orientations in 2020

Article 2: Approve the results of production and business activities and financial statements in 2019 audited by AASC Auditing Firm Company Limited, with some main criteria:

|  |  |  |  |  |  |
| --- | --- | --- | --- | --- | --- |
| No | Indicator | Unit | Plan 2019 | Realization 2019 | % Realization/ Plan |
| 1 | Consolidated revenue | Million dongs | 2,027,100 | 1,999,265 | 98.6 |
| 2 | Consolidated profit before tax | Million dongs | 146,000 | 159,025 | 108.9 |

Article 3: Approve the plan of distributing after-tax profit of 2019 of the Parent Company as follows:

- Dividend payment to shareholders: VND 67,500,000,000 (27%/ Charter capital)

- Bonus for the plan completion of the company's employees (50% of the profit exceeding the plan after deducting corporate income tax): VND 5,200,000,000

- Payment of remuneration to the Board of Directors, Board of Supervisors, Company Secretary: VND 700,000,000

- Welfare and Reward fund: VND 14,882,327,189

- Deduction to development investment fund: VND 37,800,000,000

Article 4: Approving the production and business plan for 2020

a. In the event that the production conditions and market of the Company's products is insignificantly volatile, the General Meeting of Shareholders adopts a number of key targets of the 2020 business plan as follows:

- Consolidated revenue: VND 2,080 billion

- Consolidated profit before tax: VND 156.1 billion

b. In case the production and sales situation of the Company faces many difficulties, the General Meeting of Shareholders authorizes and assigns the Management Board and the Board of Directors flexibly to adjust production and business plan of 2020 of the Company in accordance with the actual conditions

Article 5: Approving the 2020 investment plan

a - The General Meeting of Shareholders passes the 2020 investment plan as follows:

|  |  |  |  |  |  |
| --- | --- | --- | --- | --- | --- |
| No | Project name/ item | Unit | Quantity | TMDT (expected) | Investment plan 2020 (million dongs) |
| A | New investment in production |  |  | 26,210 | 26,210 |
| 1 | Tieu Giao tile factory |  |  | 12,280 | 12,280 |
| + | Procurement of 02 second hand CNC milling machines | Pcs | 2 | 5,000 | 5,000 |
| + | Buying 01 screw pneumatic station 55kW | Sys | 1 | 500 | 500 |
| + | Project for investment in 400m2 house of choosing products, roof tiles 22v / m2 | M2 | 400 | 780 | 780 |
| + | Investment in 06 systems of loading and unloading 22v / m2 tiles into the drying racks | Sys | 6 | 6,000 | 6,000 |
| 2 | Hoanh Bo Tile Factory |  |  | 6,530 | 6,530 |
| + | Generator 850KVA and auxiliary system | Sys | 1 | 2,530 | 2,530 |
| + | Investment in 04 systems of loading and unloading 22v / m2 tiles into the drying racks | Sys | 4 | 4,000 | 4,000 |
| 3 | Gieng Day Cotto Brick Factory |  |  | 7,400 | 7,400 |
| + | Shopping 01 Crawler Excavator PC200 | Pcs | 1 | 2,200 | 2,200 |
| + | Investment 01 hanging plate tile cutter | Pcs | 1 | 1,500 | 1,500 |
| + | Shopping 01 second hand Wheel Loader (WA 380) | Pcs | 1 | 2,300 | 2,300 |
| + | Investment in 03 automatic box machine for bricks | Pcs | 3 | 1,400 | 1,400 |
| B | For other sections |  |  | 35,250 | 35,250 |
| + | Management software ERP | Package | 1 | 35,250 | 35,250 |
| C | Technology innovation projects implemented in 2020 and the following years |  |  | 220,266 | 0 |
| 1 | Tieu Giao Factory |  |  | 92,000 |  |
| + | Material grinding and processing system | Sys | 1 | 24,000 |  |
| + | Roller drying system | Sys | 1 | 31,500 |  |
| + | Product storage system and connection line between forming system and storage warehouse | Sys | 1 | 10,500 |  |
| + | Robot system of tile picking up and unloading tray after drying | Sys | 1 | 7,500 |  |
| + | Support for loading and unloading tiles on the wagon | Sys | 1 | 4,500 |  |
| + | Robot system for loading and unloading tiles into the pallet | Sys | 1 | 3,000 |  |
| + | Drying tray reflux line | Sys | 1 | 3,000 |  |
| + | Master planning for the whole plant | Sys | 1 | 8,000 |  |
| 2 | Hoanh Bo Factory |  |  | 41,400 |  |
| + | Roller dryer system | Sys | 1 | 21,000 |  |
| + | Product packaging and connection line between the forming system and the compensating warehouse | Sys | 1 | 7,000 |  |
| + | Robot loading / unloading / drying tray system | Sys | 1 | 5,000 |  |
| + | Robot supports loading and unloading tiles on the wagon | Sys | 1 | 3,000 |  |
| + | Robot system to unload tiles into the pallet | Sys | 1 | 2,000 |  |
| + | Tray drying reflux line | Sys | 1 | 2,000 |  |
| + | Tile tunnel wagon | Sys | 1 | 1,400 |  |
| 3 | Infrastructure project |  |  | 86,866 |  |
| + | Ha Khau Ward exporting port (41,008m2) | Sys | 1 | 34,580 |  |
| + | The route connecting Ha Khau port to An Tiem street | M | 1,600 | 16,259 |  |
| + | Material import and export at Man river- HB (46,068 m2) | Sys | 1 | 36,027 |  |
|  | Total (A +B +C) |  |  | 281,726 | 61,460 |

The implementation of projects in the investment portfolio in 2020, the General Meeting of Shareholders agreed to authorize the Board of Directors of the Company to evaluate, verify the feasibility, ensure capital and select the appropriate time to submit documents to the competent authorities for approval. The investment must ensure compliance with the current provisions of law and the charter of the Joint Stock Company

b. Approve the policy of surveying and researching to invest in 01 new tile factory with product size of from 10 - 15v/ m2 (with enameling plan), capacity of 3 million m2/ year. For the implementation, the General Meeting of Shareholders authorized the Board of Directors to implement on the basis of ensuring the conditions of capital, human resources, investment plans and legal procedures and records approved by competent agencies

c. Approve the use of VND 233,466,486,279 from the Investment and Development Fund (in which: the balance on December 31, 2019 was VND 195,666,486,279; the deduction of this period was VND 37,800,000,000) to supplement investment capital to the projects mentioned above

Article 6: Approving the dismissal and electing additional members of the Supervisory Board

- Approving the dismissal of the member of the Supervisory Board of Viglacera Ha Long Joint Stock Company for Ms. Ngo Thuy Trang

- Approve additional election for Ms. Pham Ngoc Bich (Born in 1987, Master of Economics, currently Head of Supervisory Board of Viglacera Corporation - JSC) to be a member of the Supervisory Board

Article 7: Approving the selection of an auditing unit to audit financial statements in 2020

The General Meeting of Shareholders authorized the Board of Directors to decide to select the auditing company of financial statements of 2020 of one of the independent auditing companies approved by the State Securities Commission and Viglacera Corporation - JSC

Article 8: Terms of implementation

This resolution was passed by the Annual General Meeting of Shareholders in 2020 of Viglacera Ha Long Joint Stock Company and came into effect from March 26, 2020

The General Meeting of Shareholders of Viglacera Ha Long Joint Stock Company to direct and organize the implementation of this Resolution in accordance with the Law and the Charter of the Company