**TVA: Annual General Mandate 2020**

On 25 Mar 2020, Thanh Tri Sanitary Ware Joint Stock Company announced Annual General Mandate 2020 No. 10/ TVA – NQDHDCD as follows:

Article 01: Approve the report of the Board of Directors in 2019

Article 02: Approve the report on business operation result of 2019 and plan on business operation for 2020 as follows:

Business operation result of 2019

|  |  |  |  |  |  |
| --- | --- | --- | --- | --- | --- |
| No | Target | Unit | Plan for 2019 | Exercised result in 2019 | Rate of Exercised result/ Plan |
| 1 | Profit before tax | VND million | 32,000 | 25,008 | 78 |
| 2 | Depreciation | VND million | 5,283 | 5,283 | 100 |
| 3 | Average income to the employees | VND thousand/ person/ month | 10,216 | 11,524 | 113 |
| 4 | Receivables | VND million | 16,500 | 35,739 | 217 |

Plan on business operation for 2020

|  |  |  |  |
| --- | --- | --- | --- |
| No | Target | Unit | Value |
| 1 | Profit before tax | VND million | 25,000 |
| 2 | Depreciation | VND million | 5,600 |
| 3 | Average income to the employees  In which: + Labors  + Average income | Person  VND thousand/ person/ month | 335  12,000 |
| 4 | Inventories and receivables   * Inventories:   + Quantity  + Value   * Receivables | Product  VND million  VND million | 45,363  13,456  30,000 |

Article 03: Approve the report of the Board of Supervisors in 2019

Article 04: Approve the audited Financial Statement of 2019

Article 05: Approve the plan on profit distribution of 2019 as follows:

|  |  |  |  |  |
| --- | --- | --- | --- | --- |
| No | Content | Unit | Value (VND) | Note |
| 1 | Shareholdings of the Company | Shareholding | 6,300,000 |  |
| 2 | Profit before tax | VND | 25,008,124,268 |  |
| 3 | Payable corporate income tax | VND | 5,220,060,957 |  |
| 4 | Profit after tax | VND | 19,788,063,311 |  |
| 5 | Accumulated undistributed profit from previous year | VND | 2,446,404,336 |  |
| 6 | Profit accumulated by 31 Dec 2019 | VND | 22,234,467,647 |  |
| 7 | Earnings from deposits that the power processing factory kept the cash flow to carrying out the project | VND | 4,393,095,824 |  |
| 8 | Extract to Bonus and Welfare Fund (8.5%) | VND | 1,686,786,163 |  |
| 9 | Extract to Investment and Development Fund (30%) | VND | 5,936,418,993 |  |
| 10 | Remuneration to the Board of Directors (to the nonexecutive members) | VND | 108,030,000 |  |
| 11 | Dividend payment in cash to shareholders (16% of charter capital) | VND | 10,080,000,000 |  |
| 12 | Remaining profit | VND | 30,136,667 |  |

Article 06: Approve the profit distribution plan for 2020

Expected s payment: Profit after tax after the extraction for the production development, bonus & welfare funds, remuneration to the Board of Directors, Board of Supervisors (nonexecutive members), bonus to the executive board, the expected dividend payment rate in cash or by share was expected to be not lower than 18%/ charter capital

Bonus to the executive board in 2020: 50%/ exceeding in profit after tax compare to the profit after tax at the plan (Profit is calculated based on the fully extraction for the provisions, depreciations, incomes for employees and would not keep the expenses awaiting for distribution out of the plan, resolving the evaluations, etc.)

Article 07: Approve the remuneration to the Board of Directors, Board of Supervisors in 2019

Remuneration to the Board of Directors, Board of Supervisors in 2019:

1. Remuneration to the Board of Directors: VND 161.5 billion
2. Remuneration to the Board of Supervisors: VND 50.7 billion

Article 08: Expected remuneration to the Board of Directors and Board of Supervisors in 2020

* Remuneration o the Board of Directors, representatives of the Corporation at the Company and the Board of Supervisors would be paid according to the Decision No. 24/ TCT – HDQT dated 27 Jan 2016 by Viglacera Corporation – Joint Stock Company

Article 09: Approve the investments in 2020 according to: The Decision No. 90/ TCT – HDQT dated 20 Dec 2019 by Chair of Board of Directors of Viglacera Corporation – Joint Stock Company on approving the operating targets and investment – development targets for 2020, details as follows:

|  |  |  |  |  |  |
| --- | --- | --- | --- | --- | --- |
| No | Name of project/ category | Unit | Number | Implementation term | Plan on investment value  (Million VND) |
| 1 | Supplement 1 heating tank | Tank | 1 | Quarter II/ 2020 | 1,700 |
| 2 | Ventilation, cooling system for shaping, enamel, furnace workshop | System | 1 | Quarter II/ 2020 | 3,500 |
| 3 | Supplement 1 stirring tank; capacity: 35m3 | Tank | 1 | Quarter III/ 2020 | 500 |
| 4 | Invest for upgrading the fire prevention system of the Company | System | 1 | Quarter IV/ 2020 | 2,800 |
| 5 | Separation system of rain water and waste water of the whole Company | System | 1 | Quarter IV/ 2020 | 3,500 |
|  | Total |  |  |  | 12,000 |

Article 10: Approve selecting the auditing unit for the fiscal year 2020

Assign the Board of Directors of the Company to select the independent auditing unit for the Financial Statement of 2020 based on the list of auditing units allowed to be auditing the public securities units in 2020

Article 11: Approve adjusting, supplementing the charter capital, Business Registration Certificate after the share issuance to raise the charter capital

In 2019, the Company completed the share issuance to raise the charter capital from VND 60 billion up to VND 63 billion. General Meeting of Shareholders approved assigning the Board of Directors to carry out the tasks and necessary legal procedures for changing the Business Registration Certificate following the new charter capital

Article 12: List the shares on Hanoi Stock Exchange

Article 13: Approve the list of candidates for Board of Directors

List of candidates for Board of Directors

1. Mr. Quach Huu Thuan

Article 14: Approve the regulation on voting for Member of Board of Directors

List of elected Member of Board of Directors

1. Mr. Quach Huu Thuan

This Annual General Mandate contains 6 pages, was recorded and approved totally at the Annual General Meeting of Shareholders of Thanh Tri Sanitary Ware Joint Stock Company at 11h30, on 25 Mar 2020. This Annual General Mandate was valid right after the approval date. Board of Directors of Thanh Tri Sanitary Ware Joint Stock Company is responsible for directing the Company to carrying out the contents at this Annual General Mandate