**DVW: General Mandate 2020**

On 22 Apr 2020, Dong Nai Water Supply Construction and Services Joint - Stock Company announced the General Mandate 2020 as follows:

Article 1: The Annual General Meeting of Shareholders of Dong Nai Water Supply Construction and Services Joint - Stock Company approved the following contents:

1. Approve the Board of Directors' Report on management and operation results of the Board of Directors in 2019; report on governance situation of the Company in 2019; Operational plan for 2020

2. Approve the Report of the Board of Supervisors on the business results of the Company in 2019, supervision of the activities of the Board of Directors, Director of the Company in 2019; Approve the self-assessment report of the Supervisory Board and its members in 2019

3. Approve the audited financial statement of 2019 of Dong Nai Water Supply Construction and Services Joint - Stock Company

4. Approve the plan on profit distribution, deduction to funds and dividend payment of 2019 as follows:

|  |  |  |  |
| --- | --- | --- | --- |
| **No** | **Target** | **%/ Profit after tax** | **Amount** |
| 1 | Total distributed profit after tax |  | 12,136,387,596 |
|  | * Profit after tax of 2019 |  | 6,725,450,077 |
|  | * Undistributed profit after tax transferred from previous years |  | 5,410,937,519 |
| 2 | Funds |  | 2,472,544,025 |
| a | Investment and development fund (15% of profit after tax) | 15% | 1,008,817,512 |
| b | Welfare and bonus fund (17% of profit after tax) | 17% | 1,143,326,513 |
|  | Bonus fund for the employees and staff | 12% | 807,054,009 |
|  | Welfare fund for the employees and staff | 3% | 201,763,502 |
|  | Social fund | 2% | 134,509,002 |
| c | Bonus fund for managers (1.5 of monthly salary) |  | 320,400,000 |
| 3 | Remaining profit for the dividend payment |  | 9,663,843,571 |
|  | * Profit transferred from previous years |  | 5,410,937,519 |
|  | * Remaining profit of 2019 (after deduction to funds) |  | 4,252,906,052 |
| 4 | Rate of dividend payment/ the charter capital (expected) |  | 20%/ charter capital |
| 5 | Expected dividend payment (69.74% of profit after tax) | 69.74% | 4,690,000,000 |
| 6 | Total remaining profit transferred to year 2020 |  | 4,973,843,571 |

5. Approve the operation plan of 2020

|  |  |  |  |
| --- | --- | --- | --- |
| **No.** | **Targets** | **Unit** | **Plan in 2019** |
| 1 | Total revenue | VND | 41,650,000,000 |
| 2 | Profit before tax | VND | 5,100,000,000 |
| 3 | Profit after tax | VND | 4,410,000,000 |
| 4 | Rate of dividend payment/ the charter capital | % | 12%/ charter capital |
| 5 | Payables to the state budget | VND | 3,000,000,000 |
| 6 | Total charter capital | VND | 23,450,000,000 |
| 7 | Basic construction investment | VND | 8,000,000,000 |
| 8 | Rate of profit before tax/ the charter capital | % | 21.75% |

Authorizing the Board of Directors of the Company to base on the business performance of the first 6 months to adjust the business and production plan of 2020 accordingly, specifically:

- Considering and deciding to adjust downward not exceeding 30% of business and production targets approved by the annual General Meeting of Shareholders in 2020

- In case of adjusting downward more than 30% compared to the business and production targets approved by the annual General Meeting of Shareholders in 2020, the Board of Directors of the Company will organize the consulting shareholders via a ballot

6. Approving the Statement on finalization of salaries and remuneration of the Board of Directors and Supervisor Board in 2019; Salary and remuneration plan for the Board of Directors and the Supervisory Board in 2020

6.1 Salaries and remuneration of the Board of Directors and the Supervisory Board in 2019:

- Salary of standing Head of the Supervisor Board: VND 374,400,000

- Remuneration of non-standing members of Board of Directors: VND 192,000,000

- Remuneration of non-standing members of Supervisor Board: VND 120,000,000

6. Plan on salary payment and remuneration payment to the Board of Directors and Supervisor Board in 2020

|  |  |  |  |  |
| --- | --- | --- | --- | --- |
| **No.** | **Contents** | **Number (person)** | **Salary (VND/ person/ month)** | **Remuneration (VND/ person/ month)** |
| I | Board of Directors | 3 | 48,000,000 | 14,000,000 |
| 1 | Chair of Board of Directors | 1 | 48,000,000 |  |
| 2 | Member of Board of Directors | 2 |  | 7,000,000 |
| II | Board of Supervisors | 3 | 24,000,000 | 10,000,000 |
| 1 | Head of Board of Supervisors | 1 | 24,000,000 |  |
| 2 | Member of Board of Supervisors | 2 |  | 5,000,000 |
| III | Secretary of the Company |  |  | 4,000,000 |

(The salary settlement will be made in accordance with Circular No.28/2016/TT- BLDTBXH of the Ministry of Labor, War Invalids and Social Affairs and Business Production Results of 2020)

7. Approve the Statement to the General Meeting of Shareholders on the selection of an auditing Company for financial statement of 2020

The annual General Meeting of Shareholders authorized the Board of Directors of the Company to select one of three auditing companies in the list below to audit the financial statement of 2020 of Dong Nai Water Supply Construction and Services Joint - Stock Company:

- RSM Vietnam Auditing & Consulting Co., Ltd

- VACO Auditing Co., Ltd

- A&C Auditing and Consulting Co., Ltd

8. Adopting the dismissal and additional election of members of the Board of Directors for the term of 2018 - 2023

9. Election results for the Board of Directors for the term of 2018 - 2023:

Members of the Board of Directors elected:

1. Mr. Nguyen Anh Tuan

2. Mr. Dang Nguyen Thanh An

10. The Board of Directors held a meeting to elect the Chairman of the Board of Directors for the term of 2018 – 2023

The Board of Directors elected Mr. Nguyen Anh Tuan to hold the position of Chairman of the Board of Directors of Dong Nai Water Supply Construction and Services Joint - Stock Company for the term of 2018 – 2023

Article 2: The annual General Meeting of Shareholders assigned the Board of Directors and the Supervisory Board to monitor, supervise and direct the Management Board of the Company to strictly comply with the contents of the General Mandate

Article 3: This General Mandate takes effect from April 20, 2020

Board of Directors, Board of Supervisors, Management Board of the Company and related units and individuals are responsible for implementing this General Mandate