**POB: Annual General Mandate 2020**

On 28 Apr 2020, Thai Binh PetroVietnam Oil Joint Stock Company announced the annual General Mandate 2020 as follows:

Article 1: Approve the operation results of 2019 and term of 2015 – 2020, financial statement of 2019 and plan on profit distribution of 2019 as follows:

1. Operation results of 2019 and term of 2015 – 2020

|  |  |  |  |  |  |  |  |  |
| --- | --- | --- | --- | --- | --- | --- | --- | --- |
| No | Indicator | Unit | Year 2019 | | % Realization/ plan | Period of 2015 - 2019 | | |
| Plan | Realization | Plan | Realization | % Realization/ plan |
| 1 | Total output | M3 | 56,000 | 59,525 | 106% | 249,800 | 268,600 | 107.5% |
| - | Wholesale |  | 31,700 | 27,299 | 86% | 121,125 | 121,731 | 100.5% |
| - | KHCN |  | 5,300 | 11,548 | 218% | 50,875 | 64,906 | 127.6% |
| - | CHXD |  | 19,000 | 20,678 | 109% | 77,800 | 82,023 | 105.4% |
| 2 | Total revenue | VND billion | 811.0 | 826.95 | 102% | 3,175.5 | 3,425.2 | 107.8% |
| 3 | Total profit |  | 3.2 | 3.2 | 100% | 10 | 9.48 | 94.87% |
| 4 | Contributing to the budget |  | 110 | 110 | 100% | 255 | 568 | 222% |
| 5 | Average income | VND million/ person/ month | 8.25 | 8.35 | 101% | 7 | 7.68% | 109.7% |
| 6 | Development of CHXD |  | 01 | 01 | 100% | 7 | 8 | 114% |

2. Approve the financial statement of 2019 audited by An Viet Auditing Co., Ltd

Some basic indicators in the audited financial statement of 2019 as follows:

Unit: VND

|  |  |  |
| --- | --- | --- |
| No | Indicator | Value (VND) on 31 Dec 2019 |
| I | Total assets | 149,124,377,883 |
| 1 | Short-term assets | 63,892,924,875 |
| II | Capital resources | 85,231,453,008 |
| 1 | Payable debts | 149,124,377,883 |
|  | + Short-term debt | 36,290,369,050 |
|  | + Long-term debt | 35,727,869,050 |
| 2 | Equity | 562,500,000 |
| III | Income statement | 112,834,008,833 |
| 1 | Net revenue of selling goods and services | 827,318,578,888 |
| 2 | Profit before tax | 3,200,814,583 |
| 3 | After-tax profit | 2,516,531,190 |

3. Approve the plan on Profit distribution of 2019

|  |  |  |  |
| --- | --- | --- | --- |
| No | Indicator | Approved by the Corporation | |
| Rate | Value (VND) |
| 1 | Retained after-tax profit of 2019 |  | 2,516,531,190 |
| 2 | Collection of tax arrears |  | 0 |
| 3 | After-tax profit of 2019 before extracting for funds |  | 2,516,531,190 |
| 4 | Extracting for funds | 40% | 1,000,000,000 |
| - | Investment and Development Fund | 5% | 125,000,000 |
| - | Reward fund to managers | 5% | 125,000,000 |
| - | Reward fund | 18% | 450,000,000 |
| - | Welfare fund | 12% | 300,000,000 |
| 5 | After-tax profit after extracting for funds | 60% | 1,516,531,190 |
| 6 | Retained profit of previous year |  | 53,682,412 |
| 7 | Profit used for dividend payment |  | 1,570,213,602 |
| 8 | Profit for 2019 dividend payment | 1.4% | 1,526,000,000 |
| 9 | Retained profit carried over the next year |  | 44,213,602 |

Article 2: Approve a number of reports, specifically:

1. Approve the report on the operation results of the Board of Directors in 2019 and the operation orientation in 2020; summary report of the 2015-2020 term and the operation plan for 2020-2025 term of the Board of Directors of the Company

2. Approve the report on the operation results of the Supervisor Board in 2019 and the operation orientation in 2020; the summary report of the term of 2015 - 2020 and the operation plan for the term of 2020 - 2025 of the Supervisory Board of the Company

Article 3: Approve the operation orientation for 2020 and the 2020-2025 term of Thai Binh PetroVietnam Oil Joint Stock Company, specifically:

1. Continue to improve the quality of the direction, support and supervision of the activities of the Board of Directors for the Executive Board, the coordination between members of the Board of Directors. Regularly supervise the implementation of the duties of the Board of Directors in accordance with the General Mandate 2020

2. Improve the quality of the 3-party coordination among the Party Committee - the Board of Directors - The Executive Board in order to maximize the collective strength, create consensus and high consensus in leadership and direction activities; promptly settle all proposals of the Executive Board to create the most favorable conditions for the development of production and business activities of the Company

3. Continue to maintain the regular organization of the Board meetings, fully participate in monthly/ quarterly briefings with the Executive Board, timely supervise, grasp difficulties, problems and develop solutions; direct the Executive Board to improve the efficiency of production and business to best achieve all targets and business plans 2020

4. Directing the Executive Board to improve the initiative, responsibility and quality of management, focusing all resources for production and business activities of the Company

Some key indicators

4.1 Production and business targets in 2020 and the term of 2020 - 2025:

|  |  |  |  |  |  |
| --- | --- | --- | --- | --- | --- |
| No | Indicator | Unit | Realization in 2019 | Plan 2020 | Term of 2020 - 2025 |
| 1 | Oil output | M3 | 59,525 | 59,500 | 300,000 – 320,000 |
|  | - Wholesale | M3 | 27,299 | 27,800 |  |
|  | - KHCN | M3 | 11,548 | 10,500 |  |
|  | - Retail | M3 | 20,678 | 21,200 |  |
|  | - Condensate | Litter | 4,165 | 2,400 |  |
| 2 | Total revenue | VND billion | 826,95 | 747,4 | 4,200 |
| 3 | Profit before tax | VND billion | 3.2 | 3.2 | 15-20 |
| 4 | Payable for the State budget | VND billion | 115 | 115 | 520 |
| 5 | Average income | VND million/ person/ month | 8.35 | 8.5 | 9.0 |
| 6 | CHXD development | CHXD | 1 | 1 | 7 |

Article 4: Approve 2019 remuneration for part-time members of Board of Directors and Supervisor Board and 2020 plan

|  |  |  |  |
| --- | --- | --- | --- |
| No | Indicator | 2019 | 2020 |
| 1 | Chair of Board of Directors | VND 5,000,000/ person/ month | VND 5,000,000/ person/ month |
| 2 | Member of Board of Directors | VND 3,000,000/ person/ month | VND 3,000,000/ person/ month |
| 3 | Member of Supervisor Board | VND 2,000,000/ person/ month | VND 2,000,000/ person/ month |
|  | Total remuneration | VND 144,000,000 | Actual payment |

Note: Full-time Chair of the Board of Directors, Member of the Board of Directors cum Director of the Company, full-time Head of the Supervisor Board and employees cum member of the Supervisor Board are entitled to part-time salary and allowances in accordance with the Regulation on salary and bonus payment of the Company. Remuneration fund is recorded in other expenses in the year and is deducted when finalizing corporate income tax as prescribed

Article 5: Approve the selection of the list of auditing companies for financial statement of the Company in 2020 including:

- Deloitte Vietnam Co., Ltd

- VACO Auditing Co., Ltd

- An Viet Auditing Company Limited

At the same time, approving the authorization for the Board of Directors to decide on the selection of an independent auditing unit and the Director to sign an audit contracts with the selected independent auditing company among the list of audit companies mentioned above to audit and review the financial statement of 2020 of Thai Binh PetroVietnam Oil Joint Stock Company in accordance with the current regulations

Article 6: Approving the 2020 profit distribution plan, specifically:

|  |  |  |
| --- | --- | --- |
| No | Indicator | Description |
| 1 | After-tax profit of 2020 | After-tax profit |
| 2 | After-tax profit of 2020 before extracting to funds |  |
| 3 | Extracting to funds, expected:  - Reward fund  - Welfare fund  - Investment and Development Fund  - Reward fund to managers | 40% of the profit before extracting to funds |
| 4 | Retained profit of 2020 after extracting to funds | 4 = 2 - 3 |
| 5 | Retained profit of the previous year |  |
| 6 | Profit used for 2020 dividend payment | 6 = 4 + 5 |
| 7 | 2020 dividend payment | In accordance with the annual General Meeting of Shareholders |

Article 7: Approving the results of election of members of the Board of Directors and the Supervisory Board of PVOIL Thai Binh for the term of 2020-2025 as follows:

a) Members of the Board of Directors:

- Mr. Doan Duy Cong

- Mr. Ton Quoc Binh

- Mr. Tran Minh Tuan

b) Member of Supervisory Board:

- Ms. Nguyen Thi Thanh Thuy

- Mr. Pham Ngoc Anh

- Mr. Dang Tung Son

Article 8: Assigning the Board of Directors to receive the opinions of the annual General Meeting of Shareholders and based on the voting results announced to complete the reports presented at the annual General Meeting of Shareholders; concretize the annual General Meeting of Shareholders, building agendas to implement the General Mandate

Article 9: Implementing provisions:

1. The General Mandate was approved by the annual General Meeting of Shareholders of Thai Binh PetroVietnam Oil Joint Stock Company on April 28, 2020 and takes effect immediately after the end of the annual General Meeting of Shareholders

2. Members of the Board of Directors, the Management Board of the Company and the departments and units under the Company are responsible for implementing this General Mandate