**TVM: Annual General Mandate 2020**

On 28 Apr 2020, Vinacomin Industry Investment Consulting Joint Stock Company announced the annual General Mandate 2020 as follows:

Article 1: Approve the report on operation results of 2019 and operation plan for 2020 with following indicators:

Main indicators in the operation results of 2019 (holding company)

|  |  |  |  |  |  |
| --- | --- | --- | --- | --- | --- |
| No | Indicator | Unit | Plan | Realization | Rate % |
|  | Charter capital | VND million | 24,000 | 24,000 | 100.0 |
|  | Total revenue | VND million | 169,080 | 184,005 | 108.8 |
|  | Contributing to the State budget | VND million | Based on rules | 14,307 |  |
|  | Profit before tax  | VND million | 1,009 | 2,035 | 201.7 |
|  | Dividend payment  | % | ≥4 | 3 | 75.0 |
|  | Average labor | Person | 329 | 292 | 88.8 |
|  | Average income/person/month | VND million | 8.951 | 8.752 | 97.7 |
|  | Construction investment | VND million | 250 | 240 | 96.0 |

Main indicators of 2020 plan (holding company)

|  |  |  |  |  |
| --- | --- | --- | --- | --- |
| No | Indicator | Unit | Plan | Note |
|  | Charter capital | VND million | 24,000 |  |
|  | Total revenue | VND million | 172,000 |  |
|  | Contributing to the State budget | VND million | Based on rules |  |
|  | Profit before tax  | VND million | 1,100 |  |
|  | Dividend payment  | % | ≥4 |  |
|  | Average labor | Person | 297 |  |
|  | Average income/person/month | VND million | 9.393 |  |
|  | Construction investment | VND million | 490 |  |

The annual General Meeting of Shareholders authorized the Board of Directors to adjust the indicators reasonably and on time. The Board of Directors is responsible for report the implementation at the next annual General Meeting of Shareholders

Article 2: Approve disclosure of the financial statement of 2019

Article 3: Approve the report on Profit distribution, dividend payment of 2019 and expected dividend payment rate for 2020

3.1 Dividend payment rate of 2019: 3%

3.2 Dividend payment rate of 2020: ≥ 4%

Approve the report on remuneration payment to members of the Board of Directors, Supervisor Board and corporate governance official in 2019

The annual General Meeting of Shareholders approved the monthly salary and remuneration level for members of the Board of Directors, Supervisor Board, corporate governance official in 2019 as follows:

|  |  |  |  |  |
| --- | --- | --- | --- | --- |
| No | Position | Calculation method  | Amount (VND/person/year) | Note |
| 1 | Chair of Board of Directors  | 18% x 27,000,000 | 58,320,000 |  |
| 2 | Member of Board of Directors  | 18% x 23,000,000 | 49,680,000 |  |
| 3 | Member of Supervisor Board, corporate governance official | 18% x 21,000,000 | 45,360,000 |  |

Article 5: Approve the report on salary payment to managers of the Company of 2019

The annual General Meeting of Shareholders approved the salary payment to the managers of the Company of 2019 as follows:

Unit: VND

|  |  |  |  |  |
| --- | --- | --- | --- | --- |
| No | Full name/ position | Number of working months | Total | In which |
| Management wage | Project wage |
|  | Total |  | 1,693,200,000 | 1,501,200,000 | 192,000,000 |
| 1 | Le Van Duan - Director | 12 | 340,800,000 | 280,800,000 | 60,000,000 |
| 2 | Nguyen Viet Cuong – Deputy Director | 12 | 296,400,000 | 248,400,000 | 48,000,000 |
| 3 | Le Viet Phuong – Deputy Director | 12 | 296,400,000 | 248,400,000 | 48,000,000 |
| 4 | Dao Ngoc Hiep – Deputy Director | 12 | 284,400,000 | 248,400,000 | 36,000,000 |
| 5 | Phung Duc Truong – Chief Accountant | 12 | 226,800,000 | 226,800,000 |  |
| 6 | Tran Thi Minh Thu – Head of Supervisor Board  | 12 | 248,400,000 | 248,400,000 |  |

Article 6: Approve the plan on remuneration payment to members of Board of Directors, Supervisor Board, corporate governance official of the Company and managers of the Company in 2020 as follows:

6.1 Remuneration

|  |  |  |  |
| --- | --- | --- | --- |
| No | Content | Calculation method | Amount (VND) |
| 1 | Chair of Board of Directors  | 27,000,000 x 20% x 0.899 x 12 months | 58,255,200 |
| 2 | Member of Board of Directors  | 23,000,000 x 20% x 0.899 x 12 months x 2 persons | 99,249,600 |
| 3 | Member of Supervisor Board  | 21,000,000 x 20% x 0.899 x 12 months x 2 persons | 90,619,200 |
| 4 | Secretary | 21,000,000 x 20% x 0.899 x 12 months x 1 person | 45,309,600 |
|  | Total |  | 293,433,600 |

6.2 Salary

|  |  |  |  |
| --- | --- | --- | --- |
| No | Content | Calculation method | Amount (VND) |
| 1 | Director | 26,000,000 x 0.899 x 12 months  | 280,488,000 |
| 2 | Deputy Director | 23,000,000 x 0.899 x 12 months x 3 persons | 744,372,000 |
| 3 | Head of Supervisor Board  | 23,000,000 x 0.899 x 12 months | 248,124,000 |
| 4 | Chief Accountant | 21,000,000 x 0.899 x 12 months | 226,548,000 |
|  | Total |  | 1,499,532,000 |

The above expense is entered in the account of business expense in 2020 of the Company. In case of change in salary regulations, assign the Board of Directors to decide the adjustments

Article 7: Approve the Report of Supervisor Board on evaluation of the financial statement of 2019

Article 8: Approval of selection of an independent auditing firm:

The General Meeting of Shareholders approved the selection of AASC Auditing Firm Company Limited to audit the financial statement of the Company in the fiscal year 2020

Article 9: Approve the change in a number of business lines of the Company

Article 10: Approve

10.1 The General Meeting of Shareholders authorized the Board of Directors of the Company to approve and organize the implementation of the Company's development strategy for the period of 2020 - 2025, orientations to 2030 after being approved by the Holding Company - Vietnam National Coal- Mineral Industries Holding Corporation Limited. The Board of Directors is responsible for reporting the results of the performance at the next annual General Meeting of Shareholders

10.2 The General Meeting of Shareholders authorized the Company's Board of Directors to organize the restructuring of Vinacomin Industry Investment Consulting Joint Stock Company in the period of 2017-2020 based on the project approved by the holding company - Vietnam National Coal-Mineral Industries Corporation Limited approved in Document No.4348/ TKV - TCNS dated August 27, 2019 on restructuring the organizational model and labor planning of Vinacomin Industry Investment Consulting Joint Stock Company in the period of 2017-2020. The Board of Directors is responsible for reporting the results of the performance at the next annual General Meeting of Shareholders

10.3 The General Meeting of Shareholders authorizes the Board of Directors of the Company to change a number of business lines of the Company. The Board of Directors is responsible for reporting the results of the performance at the next annual General Meeting of Shareholders

10.4 The General Meeting of Shareholders authorizes the Board of Directors of the Company to decide the investment and sale of the Company's assets valued at 35% or more of the total value of the Company's assets recorded in the latest audited financial statement. The Board of Directors of the Company is responsible for reporting the implementation at the next annual General Meeting of Shareholders

This General Mandate was approved by 100% of the total shares at 12:00 on April 27, 2020