**PVA: Annual General Mandate 2020**

On 22 May 2020, PetroVietnam Nghe An Construction JSC announced the Annual General Mandate 2020 as follows:

Article 1: Report on activities of the Board of Directors in 2019 and operation plan for 2020

1.1 Realization of operation plan for 2019

|  |  |  |  |
| --- | --- | --- | --- |
| Indicator | Plan 2019 (VND billion) | Realization 2019 (VND billion) | Rate (%) |
| Production | 20 | 0 | 0 |
| Total revenue | 30 | 1.12 | 3.73 |
| After-tax profit | 1.5 | -1.32 |  |

The annual General Meeting of Shareholders did not approve the result of implementation of operation plan in the 2019 report of the Board of Directors and 2020 operation plan because the voting rate was only 1.15% of total voting shares

1.2 Other contents in the 2019 report of the Board of Directors and operation plan for 2020

The annual General Meeting of Shareholders approved with voting rate of 100%

Article 2: Report on operation result in 2019 and operation plan for 2020

2.1 Operation result in 2019

|  |  |  |  |  |  |  |
| --- | --- | --- | --- | --- | --- | --- |
| No | Indicator | Unit | Plan 2019 | Realization 2019 | Realization 2019/ plan 2019 | Note |
| A | B | C | 1 | 2 | 3=2/1 | 3 |
| I | Production | VND billion | 20 | 0 |  |  |
| II | Financial indicator |  |  |  |  |  |
| 1 | Charter capital | VND billion | 218.46 | 218.46 | 100.0% |  |
| 2 | Total revenue | VND billion | 30 | 1.12 | 3.73% |  |
| 3 | Profit |  |  |  |  |  |
| 3.1 | Profit before tax | VND billion | 1.5 | (-1.32) |  |  |
| 3.2 | After-tax profit | VND billion | 1.5 | (-1.32) |  |  |
| 3.3 | After-tax profit/ charter capital | % |  |  |  |  |
| 4 | Contributing to the State’s budget | VND billion |  |  |  |  |
| III | Investment indicator | VND billion |  |  |  |  |
| IV | Labor indicator and income |  |  |  |  |  |
| 1 | Labor |  |  |  |  |  |
|  | Average labor | Person | 22 | 15 | 68.2% |  |
| 2 | Total salary fund |  |  |  |  |  |
|  | Realized salary in the period | VND billion | 2 | 0.65 | 32.5% |  |
|  | Average salary | VND million/ person/ month | 4.5 | 3.3 | 73.3% |  |
|  | Average income | VND million/ person/ month | 4.5 | 3.3 | 73.3% |  |
| V | Dividend payment | % | 0 | 0 | 0 |  |

The annual General Meeting of Shareholders did not approve the operation result of 2019 because the voting rate was only 1.15% of total voting shares

2.2 Operation plan for 2020

|  |  |  |  |  |  |
| --- | --- | --- | --- | --- | --- |
| No | Indicator | Unit | Realization 2019 | Plan 2020 | Note |
| A | B | C | 1 | 2 | 3 |
| I | Production | VND billion | 0 | 0 |  |
| II | Financial indicator |  |  |  |  |
| 1 | Charter capital | VND billion | 218.46 | 218.46 |  |
| 2 | Total revenue | VND billion | 1.12 | 50 | Expected: Vung Ang housing area for employees and Anh Son Cement Company |
| 3 | Profit |  |  |  |  |
| 3.1 | Profit before tax | VND billion | (-1.32) | 0 |  |
| 3.2 | After-tax profit | VND billion | (-1.32) | 0 |  |
| 3.3 | After-tax profit/ charter capital | % |  | 0 |  |
| 4 | Contributing to the State’s budget | VND billion | 0 |  |  |
| III | Investment indicator | VND billion | 0 | 0 |  |
| IV | Labor indicator and income |  |  |  |  |
| 1 | Labor |  |  |  |  |
|  | Average labor | Person | 15 | 14 |  |
| 2 | Total salary fund |  | 0.65 |  |  |
|  | Realized salary in the period | VND billion | 0.861 | 2 |  |
|  | Average salary | VND million/ person/ month | 3.3 | 4.5 |  |
|  | Average income | VND million/ person/ month | 3.3 | 4.5 |  |
| V | Dividend payment | % | 0 | 0 |  |

The annual General Meeting of Shareholders did not approve the operation plan for 2020 because the voting rate was only 1.15% of total voting shares

Article 3: Operation report of the Supervisory Board in 2019 and the operation plan for 2020

The annual General Meeting of Shareholders approved the operation report of the Supervisory Board in 2019 and the 2020 plan with the voting rate of 100% of the total voting shares

Article 4: Remuneration of the Board of Directors and Supervisory Board in 2019, remuneration estimates for 2020 are as follows:

1. Finalization of salaries and remuneration of the Board of Directors and Supervisory Board in 2019:

- Total salary, Board of Directors' remuneration: VND 117,984,090

- Total salary, remuneration for the Supervisor Board: VND 54,081,820

The annual General Meeting of Shareholders approved the remuneration settlement for the Board of Directors and the Supervisory Board in 2019 with the voting rate of 100% of the total voting shares at the Meeting

2. Salary and remuneration plan for the Board of Directors and the Supervisor Board in 2020:

- Salary for full-time Chairman of the Board of Directors: VND 15,000,000/ month

- Remuneration for full-time member of the Board of Directors: VND 8,000,000/ month

- Remuneration for part-time members of the Board of Directors: VND 2,500,000/ month

- Salary of full-time head of the Supervisor Board: VND 10,000,000/ month

- Part-time salary of member of the Supervisor Board: VND 1,500,000/ month

The total salary and remuneration fund for the Board of Directors and the Supervisory Board in 2020: expected VND 456,000,000/ year (in which, the Board of Directors: VND 300,000,000/ year; Supervisory Board: VND 156,000,000)

The annual General Meeting of Shareholders approved the plan on salary and remuneration of the Board of Directors and the Supervisory Board in 2020 with the voting rate of 100% of the total voting shares at the Meeting. The annual General Meeting of Shareholders authorized the Board of Directors to adjust the salary and remuneration for the Board of Directors and the Supervisory Board in accordance with the Corporation's business results in 2020

Article 5: Audited financial statement of 2016

The General Meeting of Shareholders did not approve the audited financial statement of 2016 because the voting rate only reached 1.15% of total voting shares at the Meeting

Article 6: Audited financial statement of 2017

The annual General Meeting of Shareholders did not approve the audited financial statement of 2017 due to the voting rate of only 1.15% of the total voting shares at the annual General Meeting of Shareholders

Article 7: Audited financial statement of 2018

The annual General Meeting of Shareholders did not approve the audited financial statement of 2018 because the voting rate only reached 1.15% of the total voting shares at the annual General Meeting of Shareholders

Article 8: Audited financial statement of 2019

The annual General Meeting of Shareholders did not approve the audited financial statement of 2019 because the voting rate was only 1.15% of the total voting shares at the annual General Meeting of Shareholders

Article 9: Approving the plan for profit distribution in 2019

According to the 2019 financial statement of PetroVietnam Nghe An Construction JSC audited by Vietland Auditing and Consulting Co., Ltd. – Ha Noi Branch

- Revenue: VND 1,123,336,646

- Profit before tax: VND (1,324,558,931)

- Profit after tax: VND (1,329,884,730)

- Accumulated profit after tax (on December 31, 2019): VND -279,912,916,101

Because the accumulated loss at the end of the previous period (December 31, 2018) was VND 278,583,031,371; The business in 2019 lost VND 1,329,884,730. Therefore, the Corporation had no profit to make dividend payment in 2019

The annual General Meeting of Shareholders did not approve the plan for profit distribution in 2019 because the voting rate was 1.15% of the total voting shares at the Meeting

Article 9: Approving the selection of the financial auditing company in 2020:

The annual General Meeting of Shareholders approved with voting rate of 100% of the total voting shares at the annual General Meeting of Shareholders the list of auditors for financial statement of 2020 including one of the following two units:

1) International Auditing Co., Ltd (iCPA)

Address: 15th Floor, Center Buiding Building: Hapulico Complex, No. 01, Nguyen Huy Tuong, Thanh Xuan District, Ha Noi

2) Vietland Auditing and Consulting Co., Ltd – Ha Noi Branch

Address: No.9C, Lane 28, Alley 389/70 Tran Thai Tong Street, Dich Vong Hau Ward, Cau Giay District, Ha Noi

The annual General Meeting of Shareholders authorized the Board of Directors to select 1 of the 2 above-mentioned auditing companies to audit the financial statement of the fiscal year of 2020

Article 11: Effect of the annual General Mandate

The annual General Mandate was approved with the approval ratio of 100% of the total voting shares at the Meeting and effective immediately

This annual General Mandate consists of 05 pages, created at 11:30 on May 22, 2020. Members of the Board of Directors, the Supervisory Board and the shareholders of the Corporation are responsible for implementing it. The Board of Directors, the Management Board and the Supervisory Board were assigned to implement in accordance with the Charter of PetroVietnam Nghe An Construction JSC