**VC6: Annual General Mandate 2020**

On 09 Jun 2020, Visicons Construction And Investment Joint Stock Company announced the annual General Mandate 2020 as follows:

Article 1: Approve the operation result of 2019; operation plan for 2020 of the Management Board with main indicators as follows:

1.1 Operation results of 2019

Unit: VND billion

|  |  |  |  |  |
| --- | --- | --- | --- | --- |
| No | Indicator | Plan 2019 | Realization 2019 | Realization rate |
| 1 | Total production | 936.572 | 946.246 | 101.0% |
| 2 | Revenue (with VAT) | 820.821 | 909.259 | 110.8% |
| 3 | Profit before tax  | 10.902 | 9.974 | 91.5% |
| 4 | After-tax profit  | 7.851 | 7.942 | 101.2% |

1.2 Operation plan for 2020

|  |  |  |  |  |
| --- | --- | --- | --- | --- |
| No | Main indicators | Unit | Plan 2020 | Rate % compared to 2019 |
| 1 | Total production | VND billion | 992.152 | 104.9% |
| 2 | Revenue (with VAT) | VND billion | 935.557 | 102.9% |
| 3 | Profit before tax  | VND billion | 10.115 | 101.4% |
| 4 | After-tax profit  | VND billion | 8.092 | 101.9% |
| 5 | Investment | VND billion | 10.0 | 1,841% |
| 6 | Dividend | %/ year | 9% | 100% |

The annual General Meeting of Shareholders authorizes the Board of Directors based on the actual implementation of production and business tasks of the Company to decide the increase (+ 10%), decrease (-10%) for some targets that the annual General Meeting of Shareholders approved

Article 2: Approve the 2019 financial statement of Visicons Construction And Investment Joint Stock Company audited for the fiscal year ended on December 31, 2019 by Deloitte Vietnam Co., Ltd

Article 3: Approve the Report on operation results of 2019 of the Board of Directors. Some key tasks of the Company in 2020

Article 4: Approve the report on operation result of the 2015 - 2020 term of the Board of Directors

Article 5: Approve the development orientation for the 2020-2025 period of the Company

In the period of 2020 - 2025, Visicons Construction And Investment Joint Stock Company continues to implement the goal of sustainable business production, achieving the average annual growth rate of from 5% to 10% of revenue, profit indicators

Article 6: Approve the report on the operation results of 2019 and the report on work term of 2015 - 2020 of the Supervisory Board; Approving the selection of an auditing company to audit the financial statement of the Company in 2020:

6.1 Approving the report on the 2019 business results; Report on the tenure of 2015 - 2020 of the Supervisory Board

6.2 Approve authorization for the Board of Directors to select one of the following auditing companies to review and audit the financial statement of 2020 for the Company:

Ernst & Young Vietnam Co., Ltd (EY)

KPMG Vietnam Co., Ltd (KPMG)

AASC Auditing Firm Co., Ltd

VACO Auditing Co., Ltd

Article 7: Approve the plan on Profit distribution for 2019

|  |  |  |
| --- | --- | --- |
| No | Content | Amount (VND) |
| 1 | Profit before tax of 2019 | 9,973,691,832 |
| 2 | Corporate income tax of 2019 | 2,032,140,211 |
| 3 | Distributed profit in 2019 = (1) – (2) | 7,941,551,621 |
| 3.1 | Dividend payment based on the contributed capital (8,000,000 shares x 9%) | 7,200,000,000 |
| 3.2 | Remuneration payment to the Board of Directors, Supervisor Board (part-time) | 132,000,000 |
| 3.3 | Retained profit for Investment and Development Fund  | 609,551,621 |

Article 8: Approve the 2019 cash dividend plan

Approve the 2019 cash dividend plan in accordance with the Company's 2019 cash advance payment, as follows:

Shareholders who own the right to vote at the Annual General Meeting of Shareholders in 2020 are at the same time the owners of the right to receive 2019 cash dividend of Visicons Construction And Investment Joint Stock Company according to the list of securities owners receiving cash dividend No.C066/ 2020 – VC6/ VSD - DK dated 27 March 2020 of the Vietnam Securities Depository

1. Execution ratio: 9%, equivalent to 01 share receiving VND 900

2. Execution method: In cash

3. Execution time: May 18, 2020

4. Execution place:

+ For deposited securities: The owners carry out the procedures for receiving dividend at the depository members where depository account is opened

+ For non-deposited securities: The owners make procedures for receiving dividend directly at the Headquarter of Visicons Construction And Investment Joint Stock Company (Division of Finance and Accounting - Floor 5, 29T2 Building, Hoang Dao Thuy Street, Trung Hoa Ward, Cau Giay District, Ha Noi City) on working hours from Monday to Friday (except for holidays), starting from May 18, 2020

Article 9: Approve the remuneration plan for 2019 for the remuneration plan for 2020 of the Board of Directors, Supervisory Board

9.1 Remuneration for the Board of Directors, Supervisory Board in 2019:

|  |  |  |  |  |  |  |
| --- | --- | --- | --- | --- | --- | --- |
| No | Full name | Position | Remuneration/ month  | Number of months | Amount (including Corporate income tax) | Note |
| I | Board of Directors  |  |  |  |  |  |
| 1 | Do Dinh Hung | Chair of the Board of Directors  | 10,000,000 | 03 | 30,000,000 | To 26 Mar 2019 |
| 2 | Hoang Hoa Cuong | Member of the Board of Directors  | 5,000,000 | 03 | 15,000,000 |  |
| Chair of the Board of Directors  | 10,000,000 | 09 | 90,000,000 | From 26 Mar 2019 |
| 3 | Nguyen Minh Tuan | Member of the Board of Directors  | 5,000,000 | 12 | 60,000,000 |  |
| 4 | Tran Van Khanh | Member of the Board of Directors  | 5,000,000 | 12 | 60,000,000 |  |
| 5 | Nguyen Phan Tuan | Member of the Board of Directors  | 5,000,000 | 12 | 60,000,000 |  |
| 6 | FUJIWARA AKIRA | Member of the Board of Directors  | 5,000,000 | 09 | 45,000,000 | From 26 Mar 2019 |
| II | Supervisor Board  |  |  |  |  |  |
| 1 | Dang Thanh Huan | Head of the Supervisor Board  | 5,000,000 | 12 | 60,000,000 |  |
| 2 | Nguyen Van Cuong | Member of the Supervisor Board  | 3,000,000 | 12 | 36,000,000 |  |
| 3 | Le Thanh Diep | Member of the Supervisor Board  | 3,000,000 | 12 | 36,000,000 |  |
| 4 | Tran Tuan Khanh | Member of the Supervisor Board  | 3,000,000 | 09 | 27,000,000 | From 26 Mar 2019 |
|  | Total |  |  |  | 519,000,000 |  |

9.2 Plan on remuneration payment for the Board of Directors, Supervisory Board in 2020

+ Chairman of the Board of Directors: VND 10,000,000/ 01 person/ 01 month

+ Member of the Board of Directors: VND 5,000,000/ 01 person/ 01 month

+ Head of the Supervisory Board: VND 5,000,000/ 01 person/ 01 month

+ Member of Supervisory Board: VND 3,000,000/ 01 person/ 01 month

Article 10: Approve the election results for members of the Board of Directors, Supervisory Board of Visicons Construction And Investment Joint Stock Company for the term of 2020 – 2025

10.1 Approve the election results and the list of candidates elected to be members of the Board of Directors of Visicons Construction And Investment Joint Stock Company for the term of 2020-2025, including 05 members:

1. Mr. Tran Van Khanh

2. Mr. Hoang Hoa Cuong

3. Mr. TODA KOJI

4. Mr. Nguyen Minh Tuan

5. Mr. Nguyen Phan Tuan

10.2 Approve the election results and the list of candidates elected to be members of Supervisory Board of Visicons Construction And Investment Joint Stock Company for the term of 2020-2025, including 03 members:

1. Mr. Dang Thanh Huan

2. Mr. Tran Tuan Khanh

3. Mr. Nguyen Kien Trung

Article 11: Approve the conclusion of the first meeting of the Board of Directors, the Supervisory Board of Visicons Construction And Investment Joint Stock Company for tenure of 2020 – 2025

11.1 Approve the Resolution of the Board of Directors on election of Mr. Tran Van Khanh to be the Chairman of the Board of Directors of Visicons Construction And Investment Joint Stock Company for the term of 2020-2025

11.2 Approve the Resolution of the Board of Directors on the appointment of Mr. Hoang Hoa Cuong to continue to hold the position of General Director of Visicons Construction And Investment Joint Stock Company for the term of 2020-2025

11.3 Approve the Resolution of the Supervisory Board regarding the election of Mr. Dang Thanh Huan to be Head of the Supervisory Board of Visicons Construction And Investment Joint Stock Company for the term of 2020 – 2025

Article 12: Implementation provisions:

The annual General Mandate of 2020 of Visicons Construction And Investment Joint Stock Company takes effect from the time that the Annual General Meeting of Shareholders in 2020 on 09 Jun 2020 approves

The annual General Meeting of Shareholders assigns the Company's Board of Directors to organize the implementation of the contents approved at the annual General Meeting of Shareholders on the basis of ensuring the highest interests of the Company and the shareholders, in accordance with the Charter of the Company and the provisions of the Law

The annual General Mandate was approved by the annual General Meeting of Shareholders in 2020 of Visicons Construction And Investment Joint Stock Company