**CMK: Annual General Mandate 2020**

On 26 May 2020, Vinacomin - MaoKhe Mechanical Joint Stock Company announced the annual General Mandate 2020 as follows:

Article 1: Approve the report presented at the annual General Meeting of Shareholders in 2020 as follows:

Report on the operation results of 2019 and operation plan for 2020 as follows:

|  |  |  |  |
| --- | --- | --- | --- |
| No | Indicators | Realization in 2019 | Plan 2020 |
| 1 | Revenue (VND million) | 217,080 | 209,000 |
| 2 | Profit before tax (VND million) | 4,216 | 2,800 |
| 3 | Average income (VND/ person/ month) | 7,853,000 | 7,977,000 |
| 4 | Dividend payment (%)/ charter capital | 8 | ≥ 8 |

The annual General Meeting of Shareholders approved the dividend payment rate of 2020 of a minimum of 8% of charter capital

The annual General Meeting of Shareholders assigned the Board of Directors to issue a Decision for the Company to carry out

1.2 The report on operation of the Board of Directors on assessment of the business of the Company in 2019, operation plan for 2020 of the Board of Directors

1.3 Audited financial statement of 2019

1.4 Report on appraisal of the audited financial statement of the Supervisory Board

1.5 Report on selecting an independent auditing company to audit the financial statement of 2020

The annual General Meeting of Shareholders approved the selection of AASC Auditing Firm Co., Ltd – headquarter address at No. 01 Le Phung Hieu, Trang Tien Ward, Hoan Kiem District, Hanoi City; Quang Ninh Branch - the address at No.8 Chu Van An, Hong Hai Ward, Ha Long City to audit the semi-annual financial statement and financial statement in 2020 of the Company

In case of disagreement with the Branch of AASC Auditing Firm Company Limited in Quang Ninh on the implementation progress as well as the audit fee, propose the annual General Meeting of Shareholders to authorize the Board of Directors to select one of the auditing companies in the list approved by the State Securities Commission

1.6 Report on the activities of the Supervisory Board and the supervision of the company management activities by the Board of Directors and the CEO

Article 2: Approve the plan on profit distribution for 2019

The annual General Meeting of Shareholders approved the dividend payment rate of 2019: 8%/ charter capital (equivalent to VND 800/ share) and extraction to 2019 funds as follows:

|  |  |  |
| --- | --- | --- |
| No | Description | Amount (VND million) |
| I | Profit before tax | 4,215,906,503 |
| 1 | Corporate income tax | 2,971,890,940 |
| II | Profit after tax (II = I – 1 – 2) | 1,244,015,563 |
| 1 | Dividend payment for 2019: 8%/ charter capital | 1,146,062,400 |
| 2 | Remaining amount for funds | 97,953,163 |
|  | - Investment Development Fund | - |
|  | - Reward fund to employees | - |
|  | - Welfare Reward Fund | 97,953,163 |

The annual General Meeting of Shareholders assigned the Board of Directors to complete the procedures for dividend payment to shareholders in accordance with the law

Article 3: Approve the remuneration payment to the Board of Directors, Supervisory Board and salary for the Company’s managers in 2019 and dividend payment rate for 2020

3.1 Salary, remuneration payment in 2019

In 2019: Remuneration for full-time members of the Board of Directors, Supervisory Board, and monthly salary of the managers comply with the General Mandate of 2019 as follows:

Unit: VND

|  |  |  |  |  |  |  |
| --- | --- | --- | --- | --- | --- | --- |
| No | Position | Number of persons | Total | In which | | Note |
| Salary | Remuneration |
| 1 | Board of Directors | 5 | 254.88 |  | 254.88 | Part-time |
| 2 | Head of the Supervisory Board | 1 | 262.4 | 262.4 |  | Full-time |
| 3 | Member of the Supervisory Board | 2 | 90.72 |  | 90.72 | Part-time |
| 4 | Managers (1 Director, 02 Deputy Directors and 01 Chief Accountant) | 4 | 1,060.6 | 1,060.6 |  | Director, Deputy Director cum member of the Board of Directors |
|  | Total |  | 1,668.6 | 1,323 | 345.6 |  |

3.2 Remuneration, salary in 2020

Total remuneration and salary in 2020 which the Company pays full-time members of the Board of Directors, Supervisory Board and managers of the Company

|  |  |  |  |  |
| --- | --- | --- | --- | --- |
| No | Managers | Number of persons | Remuneration (VND million/ year) | Salary (VND million/ year) |
| 1 | Chair of the Board of Directors | 01 | 61.68 | - |
| 2 | Member of the Board of Directors | 04 | 210.24 | - |
| 3 | Head of the Supervisory Board (full-time) | 01 | - | 330 |
| 4 | Member of the Supervisory Board (part-time) | 02 | 96 | - |
| 5 | Director | 01 | - | 356 |
| 6 | Deputy Director | 02 | - | 630 |
| 7 | Chief Accountant | 01 | - | 288 |
| 8 | Regional allowance |  |  | 8 |
|  | Total |  | 367.92 | 1,612 |

Every month, the advance of 80% of remuneration, salary is made in accordance with the plan, the rest is settled on the basis of the result of completion of the operation plan and performance of members of the Board of Directors, Supervisory Board and managers of the Company

Article 4: Approve the list of candidates to members of the Board of Directors and Supervisory Board for the term of 2020 – 2025

\* Candidates to the Board of Directors

1. Mr. Nguyen Trong Tot – member of the capital management board, representative of TKV

2. Mr. Nguyen Hai Long – Director of the Company, representative of TKV

3. Mr. Dang Van Phoi – Deputy Director of the Company

4. Mr. Vuong Quoc Ha – Deputy Director of the Company

5. Mr. Do Van Hinh –Deputy Secretary of Party Committee, Chair of the Trade Union of the Company

\* Candidates to the Supervisory Board

1. Mr. Le Hong Quang - representative of TKV

2. Mr. Dinh Mai Lam – Head of Department of Human Resources and General Affairs

3. Mr. Nguyen Dai Duong Anh – Head of Department of Planning and Materials

Article 5. Approving the results of election of members of the Board of Directors and the Supervisory Board for the term of 2020 – 2025

\* List of elected members of the Board of Directors:

1. Mr. Nguyen Trong Tot

2. Mr. Nguyen Hai Long

3. Mr. Dang Van Phoi

4. Mr. Vuong Quoc Ha

5. Mr. Do Van Hinh

\* List of members elected to the Supervisory Board:

1. Mr. Le Hong Quang

2. Mr. Dinh Mai Lam

3. Mr. Nguyen Dai Duong Anh

Article 6. Implementation

This annual General Mandate takes effect immediately after the approval of the Annual General Meeting of Shareholders held on May 26, 2020

Members of the Board of Directors, the Supervisory Board and the Management Board are responsible for directing the implementation of this annual General Mandate according to functions, tasks and powers in accordance with the provisions of law and the Charter of the Company and the Board of Directors is responsible for reporting the performance results to the annual General Meeting of Shareholders in 2021.