**CC1: Annual General Mandate 2020**

On 19 Jun 2020, Construction Corporation No.1 Joint Stock Company announced the annual General Mandate 2020 as follows:

Article 1: Approve the operation result in 219 and operation plan for 2020 of the holding company as follows:

Unit: VND billion

|  |  |  |  |  |
| --- | --- | --- | --- | --- |
| No | Main indicators | Realization in 2019 | Plan for 2020 | Plan 2020/ realization 2019 |
| A | B | 1 | 2 | 3=2/1 |
| I | Total operation value | 5,048 | 5,228 | 103.6% |
| 1 | Construction value | 3,902 | 4,080 | 104.5% |
| 2 | Other business value | 1,146 | 1,148 | 100.2% |
| II | Some main financial indicators |  |  |  |
| 1 | Total revenue | 5,088 | 5,100 | 100.2% |
| 2 | After-tax profit | 58 | 55 | 94.5% |
| 3 | Profit/ equity | 4.5% | 4.3% | 94.0% |
| III | Total investment value | 303 | 424 | 140% |
| 1 | Project investment value (projects managed by the Corporation) | 107 | 371 | 347% |
| 2 | Financial investment | 196 | 53 | 27% |

Article 2: Approve the operation result of 2019 and operation plan for 2020 of the Board of Directors

Article 3: Approve the audited consolidated financial statement of and the audited general financial statement of 2019

Article 4: Approve the operation report in 2019 and the 2020 plan of the Supervisory Board

Article 5: Approve the plan for profit and dividend distribution for 2019; Plan for profit distribution and dividend payment from production and business results in 2020:

a. Approve the plan on dividend payment and profit distribution for 2019

Unit: VND

|  |  |  |  |  |
| --- | --- | --- | --- | --- |
| No | Extraction to funds | Based on 2019 General Mandate | Profit distribution and dividend payment for 2019 | Note |
| Accumulated retained after-tax profit: VND 61,247,683,000 | | | | |
| 1 | Investment and Development Fund | 6% - 8% | 3,674,860,991 | 6% of after-tax profit |
| 2 | Welfare and Reward Fund | 8% - 10% | 6,124,768,318 | 10% of after-tax profit |
| 3 | Remuneration for the Board of Directors, Supervisor Board, secretary of the Board of Directors | 1% - 2% | 581,878,384 | 1% of after-tax profit (VND 58 billion) |
| 4 | Dividend payment | 4% | 50,444,612,000 | 4.6% (outstanding shares: 109,662,200) |
| 5 | Distribution of retained profit after tax |  | 421,563,489 |  |

b. Approve the plan on profit distribution and dividend payment from production and business results in 2020 as follows:

- Extraction to development investment fund: 4% - 8% of undistributed after-tax profit

- Extraction to reward and welfare fund: 8% -10% of accumulated undistributed after-tax profit but must ensure a minimum of VND 10 billion/ year

- Dividend distribution: 4% of charter capital

Article 6: Approve the plan on remuneration payment to the Board of Directors, the Supervisory Board and the Secretary of the Board of Directors:

a. Finalization of remuneration of the Board of Directors, Supervisor Board, Secretary of the Board of Directors in 2019:

- Undistributed after-tax profit in 2019: VND 58,187,838,390

- Remuneration for the Board of Directors, the Supervisory Board and the Secretary of the Board of Directors, according to plan of 1% of profit after tax in 2019 according to the audited financial statement of the holding company in Article 5 of Resolution 43/ NQ - DHCD2019 passed by the annual General Meeting of Shareholders. The total extracted remuneration: VND 581,878,384, in which, it is expected:

+ Remuneration for the Board of Directors: VND 429,923,000

+ Remuneration for the Supervisory Board: VND 133,425,000

+ Remuneration for the Secretary of the Board of Directors: VND 18,530,384

b. Plan on remuneration for the Board of Directors, Supervisor Board, Secretary of the Board of Directors in 2020: Remuneration is deducted from 1% to 2% of profit after tax in 2020 according to the audited financial statement of the holding company

Article 7: Approving selection of an auditing unit for the financial statement of 2020 for the Corporation: The annual General Meeting of Shareholders authorizes the Board of Directors to consider and decide the selection of 01 of 03 independent auditing companies below to perform the audit of the financial statement of 2020 of Construction Corporation No.1 Joint Stock Company in accordance with the law:

- RSM Vietnam Auditing and Consulting Co., Ltd

- Nam Viet Auditing and Accounting Financial Consultancy Service Company Limited (AASCN)

- A&C Auditing and Consulting Co., Ltd

Assign the General Director of the Corporation to sign an audit service contract with the selected auditing firm

Article 8: Approve the supplementation to the business lines and conversion of business code of Construction Corporation No.1 Joint Stock Company in accordance with Appendix I

The General Director and the legal representative of the Corporation are responsible for carrying out the procedures for supplementing the business lines, changing the industry code and business registration with the competent State agencies in accordance with the law

Article 9: Approve the amendments and supplements to the Charter of Organization and Operation of Construction Corporation No.1 Joint Stock Company in accordance with Appendix II

Assign the General Director of the Corporation to implement the procedures for amending and supplementing the Charter on organization and operation of the Corporation according to regulations

Article 10: Implementation provisions:

1. This annual General Mandate was approved by the Annual General Meeting of Shareholders in 2020 and takes effect from the date of signing

2. The Annual General Meeting of Shareholders in 2020 of Construction Corporation No.1 Joint Stock Company assigns the Board of Directors and Supervisor Board of Construction Corporation No.1 Joint Stock Company to organize the implementation and supervision of the Management Board for implementation of all the contents in this annual General Mandate on the basis of ensuring the highest benefits for Construction Corporation No.1 Joint Stock Company, for shareholders and in accordance with the current provisions of law, the Charter of the Corporation.