**HU4: Annual General Mandate 2020**

On 01 Jun 2020, HUD4 Investment and Construction Joint Stock Company announced the annual General Mandate 2020 as follows:

I. Approve the report on the operation results of 2019; operation plan for 2020 and operation results of period of 2015- 2020; operation plan for period of 2020 – 2025 in report No.43/ BC – HDQT dated 14 May 2020 of the Board of Directors as follows:

1. Operation results of 2019

|  |  |  |  |  |  |
| --- | --- | --- | --- | --- | --- |
| No | Indicator | Unit | Plan | Realization | Realization/ Plan (%) |
| 1 | Total investment | VND billion | 190 | 198.93 | 104.7% |
| 2 | Total production | VND billion | 430 | 431.49 | 100.3% |
| 3 | Revenue | VND billion | 300 | 261.232 | 87.1% |
| 4 | Contributing to the State's budget | VND billion | 20 | 99.547 | 497.7% |
| 5 | Profit before tax | VND billion | 15 | 15.057 | 100.4% |
| 6 | Owner's equity | VND billion | 206 | 205.163 | 99.59% |
| 7 | Dividend payment (expected) | %/ year | >=5 | 6 | 120% |
| 8 | Average income (person/ month) | VND million | >=7 | 11.88 | 169.7% |

2. Operation plan for 2020

- Investment value: VND 190 billion

- Production and business value: VND 449.5 billion

- Revenue: VND 300 billion

- Profit before tax: VND 15.75 billion

- Contributing to the State's budget: >= VND 25 billion

- Owner's equity: >= VND 206.708 billion

- Average income (workers of the Company) : >= VND 10 million/ person/ month

- Dividend payment: >= 5%/ year

3. Key tasks

4. Specific tasks and solutions to realization in 2020

5. Results of realizing the operation indicators in 05 years (2015 – 2020)

- Production and business value: VND 2,197.540 billion

- Investment value: VND 888.510 billion

- Revenue: VND 1,289.509 billion

- Profit before tax: VND 54.165 billion

- Contributing to the State's budget: VND 270.277 billion

- Owner's equity: VND 205.163 billion

- Dividend payment (average 5 years): 10.2%/ year

6. Main indicators in period of 2020 – 2025

- Growth rate of indicators (production and business value, investment value, revenue, profit before tax, contributing to the State's budget, owner's equity…): from 5-8%/ year in period of 2015 – 2020

- Ensuring job for workers with average income of >= VND 10,000,000/ month

- Dividend payment: >= 5%/ year

7. Operation plan for period of 2020 – 2025

II. Approve the operation results of 2019 and term III (2015 – 2020); operation plan for 2020 and term IV (2020 – 2025) of the Board of Directors; in report No. 44/ BC – HDQT dated 14 May 2020 of the Board of Directors of the Company as follows:

1. Corporate rearrangement and renovation

2. Labor and salary for workers in 2019

- Total salary fund for workers in 2019: VND 6.486 billion; Welfare Reward Fund: VND 1.633 billion; average income in 2019: VND 11.88 million/ person/ month

- Total salary fund for full-time managers in 2019: VND 1.845 billion

- Welfare Reward Fund for full-time managers: VND 230 million

- Average income in 2019: VND 28.83 million/ person/ month

3. Remuneration payment and other payment for operation expense and other interests of the Board of Directors and members of the Board of Directors in 2019

3.1 For members of the Board of Directors and the Supervisory Board including: Mr. Le Quang Hiep (since June 2020 working on a full-time basis); Mr. Nguyen Viet Hung, Mr. Le Do Thang, Ms. Nguyen Thi Nhan, Ms. Nguyen Thi Thanh Thuy, Ms. Nguyen Thi Hoa and Ms. Nguyen Thi Yen are directly involved in the management so the Company pays monthly salary and other benefits in accordance with the general provisions, do not pay the remuneration

3.2 For members of the Board of Directors, the Supervisory Board including: Mr. Le Quang Hiep, Chairman of the Board of Directors (for the first 5 months of 2019, working cum other position); Mr. Doan Van Thanh, Member of the Board of Directors; Ms. Le Thi Mau, member of the Supervisory Board (the first 4 months of 2019):

- Based on the results of the mission completion in 2019, the actual operational situation of the Company, approve the average remuneration: 14% of the average salary of managers; Therefore, the total remuneration paid to 03 part-time members = (01 person x 5 months + 1 person x 12 months + 1 person x 4 months) x 28.83 million x 14% = VND 83.202 million. The spending level is as follows:

|  |  |  |  |  |  |  |
| --- | --- | --- | --- | --- | --- | --- |
| No | Full name | Member of the Board of Directors and Supervisory Board cum other position | Concurrent time | Remuneration/ month (VND) | Total remuneration/ year (VND) | Note |
| 1 | Le Quang Hiep | Chair of the Board of Directors | 5 months | 6,000,000 | 30,000,000 |  |
| 2 | Doan Van Thanh | Member of the Board of Directors | 12 months | 4,000,000 | 48,000,000 |  |
| 3 | Le Thi Mau | Member of the Supervisory Board | 4 months | 1,000,000 | 4,000,000 |  |
|  | Total |  |  |  | 82,000,000 |  |

4. The implementation of profit distribution and extraction to the funds in 2019

4.1. Undistributed profit on 31 December 2019 in the financial statement of 2019: VND 11,784,512,337 (in which: undistributed profit of the previous years: VND -252,055,254; Undistributed profit in 2019: VND 12,036,567,591

4.2. The Company's Board of Directors intends to pay dividend and distribution plan for 2019 as follows:

- Accumulated undistributed profit until December 31, 2019: VND 11,784,512,337

- Total profit after tax distributed: VND 11,784,512,337

+ Remaining after-tax profit of the previous year: VND 0

+ Profit in 2018 decreased after auditing: VND (252,055,254)

+ Profit after tax this year (2019): VND 12,036,567,591

The distribution plan is as follows:

- Extraction to the reward and welfare fund: VND 1,630,000,000

- Extraction to the reward fund to the Management Board: VND 230,000,000

- Cash dividend payment (6% of charter capital): VND 9,000,000,000 VND

- Remuneration for part-time members of the Board of Directors and the Supervisory Board: VND 82,000,000

- Retained after-tax profit: VND 842,512,337

4.3. In case the Company's after-tax profit in 2019 changes after the tax settlement of the competent State agency, the increase (decrease) will be adjusted to the beginning balance of the fiscal year of 2020 and noted in the financial statement of 2020

5. Result of implementation of authorized contents of the annual General Meeting of Shareholders of 2019

6. Summary of meetings of the Board of Directors and decisions of the Board of Directors in 2019

7. Result of supervision for Director in 2019

8. Operation results of term III (2015 – 2020)

9. Operation plan for 2020 and term of 2020 – 2025

III. Approve the report on operation of the Supervisory Board at the annual General Meeting of Shareholders of 2020; in report No.45 dated 14 May 2020 of the Supervisory Board as follows:

1. Assessment of operation in 2019

2. Operation results of 2019

IV. Approve the financial statement of 2019 audited by PKF Vietnam Co., Ltd in report No. 46/BC – HDQT dated 14 May 2020 of the Board of Directors of the Company as follows:

5. Approve statement No.47/ TTr – HDQT dated 14 May 2020 of the Board of Directors on financial plan, authorizing the Board of Directors to select an auditing company and implement some contents in 2020 as follows:

5.1 Financial plan for 2020

|  |  |  |  |
| --- | --- | --- | --- |
| No | Indicator | Unit | Plan for 2020 |
| 1 | Total state-owned capital | VND million | 76,500 |
| 2 | Total investment | VND million | 190,000 |
| 3 | Total production | VND million | 449,500 |
| 4 | Total revenue and other income | VND million | 300,000 |
|  | Construction revenue | VND million | 9,091 |
|  | Business and infrastructure revenue | VND million | 290,000 |
|  | Service revenue | VND million | 909 |
| 5 | Profit before tax | VND million | 15,750 |
| 6 | Profit after tax | VND million | 12,600 |
| 7 | Profit after tax/ charter capital | VND million | 10.50% |
| 8 | Owner's equity | VND million | 206.708 |
| 9 | Extraction to KHTSCD, TBTC | VND million | 1,349 |
| 10 | Average labor of the whole year | Person | 72 |
| 11 | Total salary fund | VND million | 11,963 |
| 12 | Payable to the budget | VND million | 15,000 |
| 13 | Contributing to the State's budget | VND million | 25,000 |
| 14 | Total capital need | VND million | 449,500 |
|  | Construction | VND million | 103,300 |
|  | Infrastructure and housing business | VND million | 345,200 |
|  | Service business | VND million | 1,000 |
|  | In which: bank loan + individual mobilization, bond issue and others | VND million | 269,700 |

5.2 Selecting an auditing unit for 2020

5.3 Authorizing the Board of Directors to approve in 2020

VI. Approve statement No.48/ TT – HUD4 dated 14 May 2020 of the Board of Directors on plan for remuneration payment to members of the Board of Directors and Supervisory Board in 2020

6.1 The Company built the average income of part-time managers: VND 6.63 million/ person/ month, equivalent to 20% of the salary of full-time managers (average salary of full-time managers in 2020: VND 33.14 million)

6.2 Remuneration payment

- For full-time members of the Board of Directors and the Supervisory Board of the Company, the Company pays monthly salary and other benefits in accordance with the rule of the Company, therefore, no remuneration is paid

- For part-time members of the Board of Directors, the Supervisory Board (expected to be 02 people), paying total remuneration equal VND 159.12 million (02 people x VND 6.63 million x 12 months). Remuneration is paid 01 time/ year. For members of the Board of Directors, the Supervisory Board who are officials of HUD Group, the money is transferred to the Group for the Group to pay in accordance with the Group's regulations. Remuneration paid is before tax; the individual is responsible for declaring and paying personal income tax according to the law

VII. Approve Charter of the Company including 21 chapters, 54 articles in accordance with the law, actual governance, operation in 2020 and next years

VIII. Approve the result of electing the Board of Directors and Supervisory Board for term of 2020 – 2025 as follows:

Board of Directors: 05 persons

- Mr. Le Quang Hiep

- Mr. Nguyen Viet Hung

- Ms. Tran Thi Quynh Hoa

- Mr. Le Do Thang

- Mr. Hoang Quoc Dat

\* Supervisory Board: 03 persons

- Ms. Nguyen Thi Thanh Thuy

- Ms. Nguyen Thi Hoa

- Ms. Nguyen Thi Yen

IX The annual General Meeting of Shareholders acquires and comprehends all opinions of shareholders to supplement the operation plan for 2020, period of 2020 – 2025

X. The annual General Meeting of Shareholders approved the contents of the General Mandate 2020 through votes

XI. This annual General Mandate takes effect from the signing date. All shareholders of HUD4 Investment and Construction Joint Stock Company, members of the Board of Directors, Supervisory Board and employees of the Company are responsible for following this annual General Mandate