**NAS: Annual General Mandate 2020**

On 24 Jun 2020, Noibai Airport Services Joint Stock Company announced the annual General Mandate 2020 as follows:

Article 1: The Annual General Meeting of Shareholders in 2020 of Noibai Airport Services Joint Stock Company approved the following contents:

1. Approving the Board of Directors' operation report in 2019 and the 2020 operation plan of the Board of Directors of the Company

(According to Report No.46/BC-NASCO/HDQT dated June 12, 2020)

2. Approve the Supervisory Board's operation report in 2019 and operation plan in 2020

(According to Report No.06/BC-NASCO-BKS dated June 8, 2020)

3. Approve the Statement on audited financial statement of 2019; Profit distribution plan for 2019

(According to Report No.48/TTr-NASCO/HDQT dated June 12, 2020). Specifically:

3.1 Approve the financial statement of 2019 (separate financial statement and consolidated financial statement) audited by UHY Auditing and Consulting Co., Ltd

3.2 Approve the profit distribution plan for 2019 as follows:

Unit: VND

|  |  |  |
| --- | --- | --- |
| No | Item | Amount |
| 1 | Profit before tax  | 32,111,819,552 |
| 2 | Corporate income tax  | 4,820,667,731 |
| 3 | Profit after tax  | 27,291,151,821 |
| 4 | Extraction to funds in 2019 | 11,186,880,364 |
| - | Extraction to development investment fund (20.15% of after tax profit) | 5,500,000,000 |
| - | Extraction to the reward fund for managers | 285,812,500 |
| - | Extraction to the reward and welfare fund (20%) | 5,401,067,864 |
| 5 | Remaining profit after extraction to funds | 16,104,271,457 |
| 6 | Undistributed profit of previous years, in which | 6,935,092,004 |
| - | Profit from revaluation difference of capital contribution (not entitled to dividend payment) | 4,174,213,122 |
| - | The remaining profit for dividend payment  | 2,760,878,882 |
| 7 | Total profit for dividend payment  | 18,865,150,339 |
|  | Expected profit for dividend payment (22%/value of outstanding shares) | 18,294,060,400 |
|  | Retained profit | 571,089,939 |
| 8 | Profit transferred to the next period | 4,745,303,061 |

- The annual General Meeting of Shareholders authorizes the Board of Directors to direct extraction to the funds, rewarding the Board of Directors, the Supervisory Board, paying dividend of 2019 to shareholders in accordance with the provisions of law and the Company's Charter

- The latest time for dividend payment for 2019: in December 2020

4. Approve the results of production and business activities in 2019 and recognizing the targets of production and business plans in 2020 (According to the content of Statement No.49/TTr-NASCO/HDQT dated June 12, 2020)

Some main targets of the business plan for 2020

Unit: VND million

|  |  |  |  |  |
| --- | --- | --- | --- | --- |
| No | Indicator | Realization 2019 | Plan 2020 | Plan 2020/ Realization 2019 |
| Absolute number | Relative number (%) |
| I | Holding company  |  |  |  |  |
| 1 | Total revenue and other income (excluding internal revenue)  | 447,075 | 248,888 | -198,187 | 56 |
| 2 | Profit before tax | 32,112 | 0  | -32,112  | 0 |
|  | In which: |  |  |  |  |
| a | Profit from business activities and other activities | 22,974  | -21,575  | -44,549 |  |
| b | Dividend, profit from investments  | 9,138 | 21,575 | 12,437 | 236 |
| 3 | Profit after tax  | 27,291 | 0 | -27,291  | 0 |
| 4 | Charter capital  | 83,158  | 83,158 | 0 | 100 |
| 5 | Dividend/charter capital ratio (%) (value of outstanding shares) | 22  | 0 | -22 | 0 |
| 6 | Total investment in construction and TTB in the year (disbursement value) | 37,760  | 115,052 | 77,292 | 305 |
| 7 | Capital investment in other enterprises | 0 | -3,780 | -3,780 |  |
| II | Consolidated indicators |  |  |  |  |
| 1 | Total revenue and consolidated income | 619,295  | 438,311 | -180,983 | 71 |
| 2 | Consolidated profit before tax | 42,766 | 7,204 | -35,562 | 17 |

- The annual General Meeting of Shareholders assigned the Board of Directors to closely monitor the market movement, develop and flexibly deploy business operating solutions, exploit all revenue sources and manage expenses to improve business results and minimize losses due to influence of Covid-19

- Authorize the NASCO Board of Directors to review and decide the business and production plan for 2020 after the end of the epidemic and notify shareholders of the results of implementation, ensuring the best interests of the shareholders

5. Approve the Statement on the results of remuneration and bonuses for the Board of Directors and the Supervisory Board in 2019, the plan for remuneration payment in 2020

(According to the content of statement No.50/TTr-NASCO/HDQT dated June 12, 2020), specifically:

5.1 The total remuneration paid to the Board of Directors and the Supervisory Board in 2019: VND 783,960,000

5.2 The remuneration plan for the Board of Directors and the Supervisory Board in 2020:

|  |  |  |
| --- | --- | --- |
| No | Position | Remuneration/person/month (VND) |
| 1 | Chair of the Board of Directors  | 5,400,000 |
| 2 | Member of the Board of Directors  | 4,700,000 |
| 3 | Member of the Supervisory Board  | 4,000,000 |

6. Approve the Statement on selection of an auditing unit for financial statement of 2020 (According to the content of Statement No.07/TTr-BKSNASCO dated June 8, 2020)

Specifically:

6.1 Approve the list of independent auditing firms to choose for auditing the financial statement of 2020 proposed by NASCO Supervisory Board:

- RSM Vietnam Auditing and Consulting Co., Ltd

- UHY Auditing and Consulting Co., Ltd

- AASC Auditing Firm Co., Ltd

6.2 The annual General Meeting of Shareholders authorizes the Board of Directors to select one auditing company in the list approved by the annual General Meeting of Shareholders to carry out the financial statements of 2020 of the Company

7. Approving the Statement on dismissal of 01 member of the Board of Directors

(According to the content of Statement No.51/TTr-NASCO/HDQT dated June 12, 2020)

Approving the dismissal of Mr. Nguyen Van Thang - Member of the Board of Directors

8. Approving the Statement on election of one additional member of the Board of Directors for the 2020-2025 term according to the Statement No.52/TTr-NASCO/BTK dated June 12, 2020 as follows:

Electing Mr. Vu Ngoc Son - born in 1960, education: Bachelor of Administration, Bachelor of Foreign Language, Restaurant Management training, to hold the position of Member of the Board of Directors of Noibai Airport Services Joint Stock Company for term of 2020-2025 from 24 Jun 2020

Article 2: The annual General Meeting of Shareholders assigns the Board of Directors to implement the above contents in accordance with the provisions of the Law, the Company's Charter and report the results of implementation at the coming annual General Meeting of Shareholders

Article 3: This annual General Mandate was adopted by the annual General Meeting of Shareholders of Noibai Airport Services Joint Stock Company and takes effect from June 24, 2020

Shareholders of the Company, members of the Board of Directors, members of the Supervisory Board, the Management Board and relevant individuals are responsible for implementation of the annual General Mandate.