**PPH: Annual General Mandate 2021**

On September 25, 2021, Phong Phu Corporation announced Annual General Mandate No. 329/NQ-DHDCD/PP as follows:

‎‎Article 1. Approve the Report on activities of the Board of Directors in 2020

The Meeting approved the Report on activities of the Board of Directors in 2020.

‎‎Article 2. Approve the Report on production and business results in 2020

The Meeting approved the Income Statement 2020 with the following main targets:

1. Income Statement 2020 (Consolidated):

|  |  |  |  |  |  |
| --- | --- | --- | --- | --- | --- |
| No. | Targets | Unit | 2020 Plan | 2020 Result | % Compared to that in the plan for 2020 |
| 1 | Total revenue | Billion VND | 2,500.0 | 2,464.7 | 98.6% |
| 2 | Profit before tax | Billion VND | 210.0 | 285.6 | 136% |
| 3 | Profit after tax | Billion VND | 204.0 | 283.4 | 139% |

1. Income Statement 2020 (Holding Company):

|  |  |  |  |  |  |
| --- | --- | --- | --- | --- | --- |
| No. | Targets | Unit | 2020 Plan | 2020 Results | % Compared to that in the plan for 2020 |
| 1 | Total revenue | Billion VND | 1,800.0 | 1,906.8 | 105.9% |
| 2 | Profit before tax | Billion VND | 200.0 | 205.8 | 102.9% |
| 3 | Profit after tax | Billion VND | 200.0 | 205.4 | 102.7% |
| 4 | Dividend payment rate | % | 10%-15% | 18% | 120.0% |

1. Approve the production and business plan for 2021

The Meeting approved the production and business plan for 2021 with the following main targets:

|  |  |  |  |  |
| --- | --- | --- | --- | --- |
| No. | Targets | Unit | 2021 Plan (Consolidated) | 2021 Plan (Holding Company) |
| 1 | Total revenue | Billion VND | 2,220 | 1,260 |
| 2 | Profit before tax | Billion VND | 300 | 250 |
| 3 | Profit after tax | Billion VND | 298 | 250 |
| 4 | Dividend payment rate | % |  | 15%-18% |

‎‎Article 3. Approve the Report on examining the production, business and financial activities in 2020 of the Supervisory Board.

The Meeting approved the Report on examining the production, business and financial activities in 2020 of the Supervisory Board.

‎‎Article 4. Approve the Audited Combined and Consolidated Financial Statements 2020

The Meeting approved the Combined and Consolidated Financial Statements 2020 of Phong Phu Corporation audited by A&C Auditing and Consulting Company Limited.

‎‎Article 5. Approve the Plan on profit distribution and dividend payment 2020.

The Meeting approved the Plan on profit distribution and dividend payment 2020, specifically as follows:

|  |  |  |  |
| --- | --- | --- | --- |
| No. | Contents | Unit | Amount |
| 1 | Undistributed profit after tax in the Consolidated Financial Statements 2020 | VND | 456,840,597,191 |
| 2 | Profit used for distribution | VND | 205,429,521,547 |
| 3 | Deductions | VND | 389,333,334 |
| 4 | Expected profit for distribution | VND | 205,040,188,213 |
| a | Dividend distribution to shareholders (18%/par value of share) | VND | 134,407,603,800 |
| b | Appropriation for bonus to the Board of Directors, the Supervisory Board, the Executive Board and diplomatic expense (3% of distributed profit) | VND | 6,151,206,000 |
| c | Appropriation for bonus for exceeding the plan (10% of profit exceeding the plan) | VND | 542,952,000 |
| d | Appropriation for investment and development fund (20% of distributed profit) | VND | 41,008,038,000 |
| e | Appropriation for bonus and welfare fund (7% of distributed profit) | VND | 14,352,813,000 |
| 5 | Remaining profit | VND | 8,577,575,413 |

* Dividend payment rate in 2020: 18%/par value.
* Source for implementation: From undistributed profit after tax in the Audited Consolidated Financial Statements 2020.
* The above appropriation may change depending on the tax settlement results in 2020 of the tax authorities, affecting profit for distribution. The Corporation will report when there is a change to the Shareholders as soon as possible.
* Personal income tax arising from dividends will be deducted when shareholders receive dividends of 2020 according to regulations.
* The Board of Directors is authorized to implement in detail the dividend payment plan for existing shareholders.

‎‎Article 6. Remuneration and bonus for the Board of Directors, the Supervisory Board, the Executive Board and diplomatic expense in 2020 and expectations in 2021

The Meeting approved the remuneration and bonus for the Board of Directors, the Supervisory Board, the Executive Board and diplomatic expense in 2020 and expectations in 2021.

* In 2020:
* The total remuneration of the Board of Directors and the Supervisory Board is VND 66,000,000/month (income after tax).
* The bonus for the Board of Directors, the Supervisory Board, the Executive Board and diplomatic expense is 3% of profit after tax.
* 2021 Plan:
* The total remuneration of the Board of Directors and the Supervisory Board remains the same as in 2020.
* The bonus for the Board of Directors, the Supervisory Board, the Executive Board and diplomatic expense is 3% of profit after tax and 10% of profit after tax exceeding the plan after reducing deductions.

The Meeting authorized the Board of Directors to decide on the specific distribution plan.

‎‎Article 7. Approve the restructuring of investments and business lines of the Corporation: Approve the authorization for the Board of Directors to find partners to divest in accordance with the law of inefficient, long-standing backlog investments due to institutional and non-industry problems in order to concentrate capital to develop core business lines with high efficiency of the Corporation.

Article 8. Effect

This General Mandate was approved in full by the Annual General Meeting of Shareholders 2021 of Phong Phu Corporation at the Meeting and took effect from September 25, 2021.

The Board of Directors is responsible for publishing the General Mandate on the Corporation's website in accordance with the provisions of Law and the Corporation’s Charter.

‎‎Article 9. Terms of enforcement

The Meeting agreed to assign the Board of Directors, the Supervisory Board and the Executive Board to take responsibility for disseminating, implementing and monitoring the implementation process in the spirit of the General Mandate.

All shareholders of Phong Phu Corporation, members of the Board of Directors, the Supervisory Board, the Executive Board and all employees of the Corporation are responsible for implementing this General Mandate.