**SDV: Annual General Mandate 2024**

On April 2, 2024, Sonadezi Services Joint Stock Company announced General Mandate No. 34/NQ-DHDCDTN as follows:

Article 1: The Annual General Meeting of Shareholders 2024 voted and approved the following contents:

1. Approve Report No. 151/BC-SDV-HDQT dated March 29, 2024 on production and business results in 2023 and five-year plan in 2024 with the following main contents:
   1. Production and business results in 2023:

Unit: Million VND

|  |  |  |  |  |
| --- | --- | --- | --- | --- |
| No. | Target | Plan | Results | Results/Plan (%) |
|  | Holding Company |  |  |  |
| 1 | Revenue | 374,946 | 433,465 | 115.6% |
| 2 | Profit after tax | 18,478 | 15,225 | 82.4% |
| 3 | Payable to State budget | 39,500 | 44,483 | 112.6% |
|  | Consolidated |  |  |  |
| 1 | Revenue | 406,901 | 466,065 | 114.5% |
| 2 | Profit after tax | 20,545 | 15,713 | 76.5% |
| 3 | Payable to State budget | 43,259 | 47,860 | 110.6% |

* 1. Production and business plan in 2024:

|  |  |  |  |
| --- | --- | --- | --- |
| No. | Target | Plan (million VND) | |
| Holding Company | Consolidated |
| 1 | Total revenue | 348,493 | 380,390 |
| 2 | Profit after tax | 10,017 | 10,227 |
| 3 | Total incurred payable to State budget | 36,085 | 39,793 |

1. Approve the Audited Separate and Consolidated Financial Statements 2023.
2. Approve Report No. 152/BC-SDV-HDQT dated March 29, 2024 on the Board of Directors' activities in 2023 and plan in 2024.
3. Approve Report No. 01/2024/BC-BKS dated March 8, 2024 of the Supervisory Board on production and business activities of Sonadezi Services Joint Stock Company in 2023.
4. Approve Proposal No. 56/TTr-SDV-HDQT dated March 29, 2024 on salary, remuneration, bonus of the Board of Directors, other managers and the Supervisory Board in 2023 and plan in 2024:
   1. Realized remuneration and salary in 2023:

|  |  |  |
| --- | --- | --- |
| No. | Content | Results |
| 1 | Chair of the Board of Directors | VND 120,000,000 |
| 2 | Vice Chair of the Board of Directors | VND 120,000,000 |
| 3 | Member of the Board of Directors (05 members) | VND 427,500,000 |
| 4 | Member of the Supervisory Board (02 members) | VND 84,000,000 |
| 5 | Company’s Secretariat | VND 42,000,000 |

1. Salary of the Chief of the Supervisory Board in 2023: VND 549,500,000.
2. Bonus appropriated from the bonus fund for managers in 2022:

In June 2023, the Board of Directors paid a bonus of VND 420,000,000 from the bonus fund of managers in 2022, as follows:

* Chair of the Board of Directors to: VND 50,000,000
* Vice Chair of the Board of Directors: VND 40,000,000
* Member of the Board of Directors: VND 30,000,000/person
* Board of Management: VND 30,000,000/person
* Chief of the Supervisory Board and Chief Accountant: VND 25,000,000/person
* Member of the Supervisory Board: VND 10,000,000/person
* Company’s Secretariat: VND 20,000,000
  1. Plan for prepayment, salary and remuneration for the Board of Directors, the Supervisory Board and the Company’s Secretariat in 2024:

Temporary remuneration for non-executive managers:

* Chair and Vice Chair of the Board of Directors: VND 10,000,000/person/month
* Member of the Board of Directors (5 members): VND 7,500,000/person/month
* Non-executive Chief of the Supervisory Board: VND 7,500,000/month
* Member of the Supervisory Board (2 members): VND 3,500,000/person/month
* Company’s Secretariat: VND 3,500,000/month

The remuneration payment for non-executive managers is paid according to the actual number of working months and is settled and adjusted on the basis of production and business results exceeding the assigned plan in 2024 and according to the Regulations on remuneration and bonus fund for the Company’s managers.

1. Approve Proposal No. 57/TTr-SDV-HDQT dated March 29, 2024 on the profit distribution plan in 2023 and the plan in 2024:
   1. Profit distribution plan in 2023

|  |  |  |  |  |
| --- | --- | --- | --- | --- |
| No. | Content | Rate of profit after tax | | Amount (VND) |
| Plan | Results |
| 1 | Charter capital |  |  | 50,000,000,000 |
| 2 | Undistributed profit after tax accumulated as of the end of previous period |  |  | 28,921,996,104 |
| 3 | Profit after tax in 2023 |  |  | 15,225,068,756 |
| 4 | Appropriation for funds | 30% | 30% | 4,567,520,626 |
| a | Investment and development fund | 10% |  | 1,522,506,876 |
| b | Bonus and welfare fund for employees | 15.0% | 15.0% | 2,283,760,313 |
| c | Community social work fund | 3.5% | 3.5% | 532,877,406 |
| d | Bonus fund for managers | 1.5% | 1.5% | 228,376,031 |
| 5 | Remaining profit after appropriation for funds |  |  | 10,657,548,130 |
| 6 | Total remaining profit transferred from previous years |  |  | 39,579,544,234 |
| 7 | Dividend | 20% | 20% | 10,000,000,000 |
| 8 | Remaining profit transferred to the next year |  |  | 29,579,544,234 |

The Board of Directors will rely on the financial situation of the Company in the fiscal year 2024 to decide the time to record the list and the appropriate time to pay dividends.

* 1. Profit distribution plan in 2024:

|  |  |  |
| --- | --- | --- |
| No. | Content | % Profit after tax |
| 1 | Appropriation for funds |  |
| a | Investment and development fund | 10% |
| b | Bonus and welfare fund for employees | 20% |
| c | Community social work fund |
| d | Bonus fund for managers |
| 2 | Expected dividend (% of share par value) | 15% |

1. Approve Proposal No. 58/TTr-SDV-BKS dated March 25, 2024 on the selection of an audit company for the Financial Statements 2024:

The General Meeting of Shareholders authorizes the Board of Directors to select one of the following audit companies for the Financial Statements 2024:

|  |  |  |
| --- | --- | --- |
| No. | Name of auditing organization | Head office address |
| 1 | A&C Auditing and Consulting Company Limited | No. 02, Truong Son Street, Ward 2, Tan Binh District, Ho Chi Minh City |
| 2 | RSM Vietnam Auditing & Consulting Limited | No. 140, Nguyen Van Thu Street, Da Kao Ward, District 1, Ho Chi Minh City |
| 3 | VACO Auditing Company Limited | 12A Floor, 319 Corporation Tower, No. 63 Le Van Luong Street, Trung Hoa Ward, Cau Giay District, Hanoi. |

1. Approve dismissing Mr. Vu Van Nam as of member of the Supervisory Board for the term IV (2022-2027) from April 2, 2024 (According to Proposal No. 59/TTr-SDV-HDQT on the dismissal and elect additional members of the Supervisory Board for the term IV (2022-2027).
2. Additional election results of members of the Supervisory Board for the term IV (2022 - 2027): Approve the election results of Ms. Phan Thi Ngan as a member of the Supervisory Board.

After the election results were announced, the Company's Supervisory Board met and agreed to elect Ms. Phan Thi Ngan as the Chief of the Supervisory Board of Sonadezi Services Joint Stock Company for the term IV (2022-2027).

Article 2: This General Mandate takes effect from the date of its signing.

The Board of Directors, the Supervisory Board, the General Manager and relevant departments and individuals are responsible for implementing this General Mandate.