**VIH: Annual General Mandate 2024**

On April 05, 2024, Viglacera Ha Noi Joint Stock Company announced General Mandate No. 16/VIH-DHCD as follows:

Article 1: Approve the Financial Statements 2023 audited by AASC Auditing Firm Company Limited, and the Report on production and business results in 2023 of the Board of Managers as follows:

|  |  |  |  |  |  |
| --- | --- | --- | --- | --- | --- |
| No. | Targets | Unit | 2023 Plan | 2023 Results | Comparison of 2023 Results/Plan (%) |
| 1 | Profit before tax | Million VND | 10,000 | 3,842 | 38.4 |
| 2 | Basic depreciation of fixed assets | Million VND | 24,700 | 23,524 | 95.2 |
| 3 | Average labor | person | 395 | 376 | 95.2 |
| 4 | Average income | Thousand VND/person/month | 14,380 | 13,334 | 92.7 |
| 5 | Labor productivity (Revenue/person) | Million VND/person/month | 1,623 | 1,485 | 91.5 |
| 6 | Receivables from customers | Million VND | 25,000 | 37,896 | 151.6 |
| 7 | Value of finished goods inventory | Million VND | 76,699 | 91,404 | 119.2 |
| 8 | Value of production and business of goods | Million VND | 640,200 | 573,757 | 89.6 |
| 9 | Revenue from main products | Million VND | 641,200 | 558,410 | 87.1 |
| 10 | Payables to the State budget | Million VND | 19,100 | 16,497 | 86.4 |

‎‎Article 2. Approve the Report of the Board of Directors in 2023, production and business orientation in 2024; profit distribution plan in 2023 as follows:

* 1. Approve the Report of the Board of Directors in 2023 and production and business orientation in 2024 (with detailed Report attached)
  2. Plan on profit distribution in 2023:

|  |  |  |
| --- | --- | --- |
| No. | Target | Amount |
| 1 | Profit after tax in 2023 | 1,850,154,233 |
| 2 | Undistributed profit after tax as of December 31, 2023 | 9,658,079,203 |
| 3 | Profit distribution in 2023: | 1,850,154,233 |
| - | Remuneration for the Board of Directors (members not directly operating) | 134,400,000 |
| - | Appropriation for investment and development fund | 35,754,233 |
| - | Dividend payment in cash at a rate of 3% of charter capital, expected to be paid in Q3/2024 | 1,680,000,000 |
| 4 | Remaining undistributed profit | 7,807,924,970 |

‎‎Article 3. Approve the Report on the management of production and business activities of the Supervisory Board in 2023:

|  |  |  |  |
| --- | --- | --- | --- |
| No. | Target | Unit | Value |
| 1 | Production output | m2 | 7,907,764 |
| 2 | Net revenue | VND | 561,349,028,059 |
| 3 | Charter capital | VND | 56,000,000,000 |
| 4 | Payable to the State Budget | VND | 16,496,771,794 |
| 5 | Average income  person/month | VND | 13,334,192 |
| 6 | Historical cost of fixed assets at the beginning of the period | VND | 500,072,373,472 |
| 7 | Historical cost of fixed assets at the end of the period | VND | 530,655,628,260 |
| 8 | Depreciation of fixed assets in the year | VND | 23,524,252,716 |
| 9 | Profit after tax | VND | 1,850,154,233 |

Article 4: Approve the remuneration for the Board of Directors directly participating the management activities and the Supervisory Board in 2023.

According to regulation on managing representative No. 218/TCT-QDHDQT dated July 20, 2021 of Viglacera Corporation - JSC and the General Mandate dated March 30, 2023:

Remuneration for the Board of Directors: VND 172,800,000

Remuneration for the Supervisory Board: VND 62,400,000

Article 5: Approve the production, business and investment plan for 2024 with the following contents:

* 1. Production and business plan in 2024:

|  |  |  |  |
| --- | --- | --- | --- |
| No. | Targets | Unit | 2024 Plan |
| 1 | Profit before tax | Million VND | 1,000 |
| 2 | Basic depreciation of fixed assets | Million VND | 25,080 |
| 3 | Average labor | persons | 374 |
| 4 | Average income | Thousand VND/person/month | 14,519 |
| 5 | Labor productivity (Revenue/person) | Million VND/person/month | 1,488 |
| 6 | Receivables from customers | Million VND | 30,820 |
| 7 | Value of finished goods inventory | Million VND | 89,354 |
| 8 | Value of production and business of goods | Million VND | 556,548 |
| 9 | Revenue from main products | Million VND | 555,823 |
| 10 | Payables to the State budget | Million VND | 15,515 |

* 1. Expected remuneration for the Board of Directors and the Supervisory Board, dividend payment, bonus for the Executive Board in 2024:
     1. Expected remuneration for the Board of Directors, the Supervisory Board in 2024 as follows:

Remuneration of the Board of Directors for members of the State capital representative shall comply with the operating regulations of the authorized representative for the capital of Viglacera Corporation - JSC investing in other enterprises, promulgated together with Decision No. 218/TCT-QDHDQT dated July 20, 2021 of the Board of Directors of the Corporation on promulgating the operating regulations of authorized representatives for the capital of Viglacera Corporation - JSC invests in other Enterprises.

* Chair of the Board of Directors: VND 15 million/person/quarter
* Member of the Board of Directors as the Manager: VND 12 million/person/quarter
* Other members of the Board of Directors: VND 9 million/person/quarter
* Chief of the Supervisory Board: VND 10.5 million/person/quarter
* Member of the Supervisory Board: VND 4.5 million/person/quarter

1. Expected dividend payment rate in 2024:

* No dividend payment

1. Expected bonus for the Board of Directors and the Executive Board in 2024:

* If the profit before tax in 2024 exceeds VND 1 billion, the Board of Directors and the Executive Board will be rewarded with 50% of the excess profit after paying corporate income tax

Article 6: Approve selling off the Company's products produced during the period to Viglacera Ceramic Tiles Trading Joint Stock Company, Viglacera Corporation - JSC to ensure compliance with the regulations at Point d, Clause 2, Article 138, Clause 1 and Clause 3, Article 167 of the Law on Enterprises and Clause 4, Article 293 of Decree 155/2020.

Article 7: Authorize the Board of Directors and the Board of Managers to select an audit company named in the list of listed companies approved by the State Securities Commission according to the proposal of the Supervisory Board of the Company to review the Semi-annual Financial Statements and the Financial Statements 2024.

Article 8: Authorize the Board of Directors to amend and supplement the Company’s Charter, Internal Regulations on Corporate Governance, Operating Regulations of the Board of Directors and authorize the Supervisory Board to amend, supplement the Operating Regulations of the Supervisory Board in accordance with reality according to the provisions of law.

(Detailed draft attached).

Article 9: Approve the General Meeting of Shareholders authorizing:

* Authorize the Board of Directors, the Board of Managers has full authority to decide on the approval and settlement of investment capital for major repairs, periodic maintenance, and liquidation of fixed assets and unused supplies to recover capital within the authority of the Board of Directors and the Board of Managers stipulated in the Company's Charter.
* Authorize the Board of Directors of the Company to list VIH shares on the HNX stock exchange when eligible.

Article 10: Information disclosure: Information on the production and business activities of the Company is posted on: http://www.viglacerahanoi.com.vn

Article 11: The General Meeting of Shareholders assigns the Board of Directors and the Supervisory Board to implement the contents of the above General Mandate and report the results to the next General Meeting of Shareholders.

This General Mandate was approved in full by the Annual General Meeting of Shareholders 2024 of Viglacera Ha Noi Joint Stock Company. The Board of Directors implements based on the contents of this General Mandate.