**FHN: Annual General Mandate 2024**

On April 12, 2024, Hanoi Food Import - Export Joint Stock Company announced General Mandate No. 348/NQ-DHDCD as follows:

‎‎Article 1. Approve the report on business and production results in 2023 and business production plan for 2024 with some main contents as follows:

1. Production and business resuts in 2023:

* Total revenue, income: VND 1,001,162 million/VND 700,000 million, reaching 143%
* Profit after tax: VND 2,034 million/VND 2,000 million, reaching 101.7%
* Payables to the State Budget: VND 14,188 million;
* Average income: VND 9,400,000/person/month
* Dividends in 2023: 4%

1. Production and business plan for 2024:

* Total revenue, income: VND 750,000 million;
* Profit before tax: VND 2,700 million;
* Profit after tax: VND 2,200 million;
* Expected dividend payment rate: 4% (Not including the dividend of 6%/charter capital/year from the residual value of real estate received from the business cooperation contract and the value of the advantage of exploiting land use rights contributed to PPBL JSC, VNFI, equivalent to VND 1.8 billion)
* Contribution to state budget, average income: According to the regulations

The General Meeting of Shareholders authorizes the Board of Directors to actively adjust the business plan in 2024 so that the planned targets are suitable to the actual situation while still ensuring benefits for the Company, investors and shareholders in terms of capital preservation and ensuring the expected dividend as planned.

‎‎Article 2. Approve the report of the Board of Directors on the performance results of the Board of Directors in 2023 and the direction and tasks for 2024.

‎‎Article 3. Approve the audited Financial Statements, the plan for profit distribution, appropriation of funds and dividend payment in 2023

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| --- | --- | --- | --- |
| No. | Targets | Amount | Unit |
| 1 | Short-term assets: | 105,781,055,778 | VND |
| 2 | Long-term assets: | 103,807,453,507 | VND |
| 3 | Payables | 106,311,710,663 | VND |
| 4 | Owners' equity | 103,276,798,622 | VND |
| 5 | Total revenue net of internal transactions | 1,001,162,421,273 | VND |
| 6 | Total expenses net of internal transactions | 997,820,478,764 | VND |
| 7 | Profit before corporate income tax 2023 = (5)-(6) | 3,341,942,509 | VND |
| 8 | Payable corporate income tax 2023 | 1,308,240,285 | VND |
| 9 | Profit after tax in 7-8: | 2,033,702,224 | VND |
| 10 | Foreign exchange gain from revaluation of foreign currency balance at the end of the previous year carried forward to this year | 92,790,721 | VND |
| 11 | Foreign exchange gain from revaluation of foreign currency balance at the end of this year carried forward to the next year | 6,191,500 | VND |
| 12 | Total profit after tax for distribution in 2023 = (9)+(10)-(11) | 2,120,301,445 | VND |
|  | *In which the expected appropriation is:* |  |  |
|  | *Investment and development fund* | *602,256,228* | *VND* |
|  | *Bonus and welfare fund (10% of profit after tax)* | *212,030,145* | *VND* |
|  | *Dividend payment at the rate of 4% x Charter capital* | *1,200,000,000* | *VND* |
|  | *Bonus fund for the Company's Board of Management (5% of profit after tax)* | *106,015,072* | *VND* |
| 13 | Undistributed profit after tax accumulated as of the end of previous period. | 53,732,116,354 | VND |
| 14 | Total accumulated undistributed profit after tax up to the end of this period (2023) = (11)+(13) | 53,738,307,854 | VND |

‎‎Article 4. Approve the Report on activities of the Supervisory Board in 2023.

‎‎Article 5. Approve the list of independent audit companies to audit the Financial Statement 2024 of the Company.

The General Meeting of Shareholders approves authorizing the Board of Directors to approve the list and decide on the independent audit company to audit the Company's Financial Statements 2024.

‎‎Article 6. Approve the operating budget settlement, remuneration fund of the Board of Directors and Supervisory Board in 2023; Remuneration fund of the Board of Directors and Supervisory Board in 2024:

* 1. Settlement of the Remuneration Fund 2023 for the Board of Directors and Supervisory Board

(Unit: Thousand VND)

|  |  |  |  |  |  |
| --- | --- | --- | --- | --- | --- |
| No. | Position | Number (person) | Annual remuneration amount | | Note |
| Planned figures | Result figures |
| 1 | Chair of the Board of Directors | 01 | 48,000 | 48,000 |  |
| 2 | Non-executive member of the Board of Directors | 04 | 144,000 | 144,000 |  |
| 3 | Non-executive member of the Supervisory Board | 02 | 36,000 | 36,000 |  |
| 4 | Non-executive Secretariat of the Board of Directors | 01 | 18,000 | 18,000 |  |
| 5 | Non-executive assistants of the Board of Directors | 02 | 19,200 | 19,200 |  |
|  | Total |  | 265,200 | 265,200 |  |

* 1. Remuneration fund for the Board of Directors and Supervisory Board in 2024:
     1. Basis for determining the remuneration level of the Board of Directors and Supervisory Board in 2024: Number of members of the Board of Directors and Supervisory Board for the term 2020-2025.
* Orientation and targets of the 2024 business plan approved by the General Meeting of Shareholders.
  + 1. Proposed remuneration for the Board of Directors and Supervisory Board in 2024:

The Board of Directors proposes the General Meeting of Shareholders to approve the remuneration for the Board of Directors and Supervisory Board in 2024 at the same level as implemented in 2023 as follows:

* For concurrent part-time members of the Board of Directors, Board of Directors assistants and Supervisory Board members, the following remuneration levels apply:
* Non-executive Chair of the Board of Directors VND 4,000,000/month
* Non-executive member of the Board of Directors VND 3,000,000/month
* Non-executive member of the Supervisory Board: VND 1,500,000/month
* Non-executive Secretariat of the Board of Directors: VND 1,500,000/month
* Assistants of the Board of Directors: VND 800,000/month
* For full-time members of the Board of Directors and Supervisory Board regularly working at the company, remuneration shall be paid according to the company's salary and bonus regulations.

‎‎Article 7. Approve the plan to distribute the profit after tax generated from the investment properties of Hanoi Food Import-Export Joint Stock Company:

The plan to distribute the profit after tax generated from recognizing the remaining value of real estate received from business cooperation contracts and the value of capital contribution by the advantage of real estate exploitation to VNF1 Food Packaging Joint Stock Company is as follows:

Annual dividend payment (6%/charter capital/year) equivalent to VND 1.8 billion starting from 2024, independent of business results. After 05 years, this dividend rate will be considered for adjustment based on the actual revenue generated from the exploitation of the Company's assets.

With 100% of votes in favor; 0% against and 0% with other opinions.

‎‎Article 8. Decide on approving the project to restructure and rearrange Hanoi Food Import - Export Joint Stock Company for the period 2021-2025.

* Authorize the Board of Directors to sign and announce the Decision approving the project to restructure and rearrange Hanoi Food Import - Export Joint Stock Company for the period 2021-2025.

‎‎Article 9. Elect additional members of the Company's Supervisory Board for the term 2020-2025.

The General Meeting elects and approves the results of the additional election of members of the Company's Supervisory Board for the term (2020-2025).

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| --- | --- | --- |
| No. | Candidate | Result |
|
| 1 | Trinh Ngoc Anh | Elected |

‎‎Article 10. The General Meeting of Shareholders assigns the Board of Directors to carry out necessary tasks to implement the contents of the above General Mandate in accordance with the provisions of law and the Company's Charter.

‎‎Article 11. The General Mandate takes effect from the date of signing and is approved by the Annual General Meeting of Shareholders 2024 of Hanoi Food Import - Export Joint Stock Company at 11.00 a.m. on April 12, 2024.