**SSH: Annual General Mandate 2024**

On April 13, 2024, Sunshine Homes Development Joint Stock Company announced General Mandate No. 01/2024/NQ-DHDCD as follows:

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

‎‎Article 2. Approve the Report on activities of the Executive Board.

1. *Business results of 2023:*

|  |  |  |  |  |  |
| --- | --- | --- | --- | --- | --- |
| *No.* | *Target* | *Unit* | *2022* | *2023* | *Growth (%)* |
| *1* | *Total asset value* | *Billion VND* | *19,326.95* | *13,200.83* | *-31.70* |
| *2* | *Owners’ equity* | *Billion VND* | *5,270.66* | *5,840.45* | *10.81* |
| *3* | *Total revenue* | *Billion VND* | *2,396.5* | *3,858.9* | *61.00* |
| *3.1* | *Net revenue from goods sales and service provision* | *Billion VND* | *858.29* | *2,901.24* | *238.02* |
| *3.2* | *Revenue from financial activities* | *Billion VND* | *1,538.16* | *957.69* | *-37.74* |
| *5* | *Profit before tax* | *Billion VND* | *439.20* | *1,626.89* | *270.43* |
| *6* | *Profit after tax* | *Billion VND* | *329.26* | *1,299.49* | *294.67* |
| *7* | *Rate of Profit after tax/Net revenue* | *%* | *38.36* | *44.79* | *6.43* |
| *8* | *ROE* | *%* | *9.35* | *24.89* | *15.54* |

‎‎Article 3. Approve the Report on activities of the independent members of the Board of Directors.

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

‎‎*Article 5. Approve the Audited Financial Statements 2023 and the plan on profit distribution in 2023*

1. *The profit distribution plan*

|  |  |  |
| --- | --- | --- |
| *No.* | *Target* | *Amount (Billion VND)* |
| *I* | *Undistributed profit after tax* | *2,335.85* |
| *1* | *Accumulated undistributed profit after tax until the end of 2022* | *1,174.62* |
| *2* | *Undistributed profit after tax of this year* | *1,161.24* |
| *II* | *Plan on profit distribution for 2023* | *0* |
| *1* | *Appropriation for funds of the Holding Company* | *0* |
| *1.1* | *Investment and development fund* | *0* |
| *1.2* | *Bonus and welfare fund* | *0* |
| *1.3* | *Bonus fund for the Executive Board* | *0* |
| *1.4* | *Social security fund* |  |
| *2* | *Dividend payment of 2023* | *0* |
| *III* | *The remaining profit after tax [(III) = (I) - (II)]* | *2,335.85* |

‎‎Article 6. Approve the production and business planned targets in 2024

1. Production and business plan for 2024

|  |  |  |
| --- | --- | --- |
| Target | Unit | Plan for 2024 |
| Revenue | Billion VND | 4,000 |
| Profit after tax | Billion VND | 1,050 |

‎‎Article 7. Approve the remuneration and bonus plan for the Board of Directors and the Supervisory Board in 2024.

‎‎Article 8. Approve the selection of an audit company to audit the Financial Statement 2024

‎‎Article 9. Approve the amendment and supplement to the Charter, the Operations Regulations of the Board of Directors and the Operations Regulations of the Supervisory Board

‎‎Article 10. Approve the amendment and supplement to the Internal Regulations on Corporate Governance

‎‎Article 11. Approve the Report on the use of capital obtained from the public offering of additional shares.

*Total proceeds from the offering: VND 1,250,000,000,000*

*The amount used according to the registered purposes is: VND 1,165,705,570,000*

*The amount used for changing the purpose of capital utilization is: VND 84,294,430,000 (according to Resolution No. 08/2022/SSH/NQ-HDQT dated April 18, 2022 on the change of capital utilization purpose) which has been publicly announced in detail on the Company's website on April 19, 2022.*

Remained unused proceeds from the offering: VND 0.

‎‎Article 12. Approve the transfer of shares in Long Bien Construction Investment Joint Stock Company.

‎‎Article 13. Approve the listing of Sunshine Homes Development Joint Stock Company's shares on the Hanoi Stock Exchange.

1. *Cancel the trading registration of SSH shares on the Upcom exchange and the current listing on the Hanoi Stock Exchange.*

*Information about the listed shares is as follows:*

* *Share name: Shares of Sunshine Homes Development Joint Stock Company*
* *Securities type: common share*
* *Securities code: SSH;*
* *Par value: VND 10,000/share*
* *Number of shares registered for listing: The total number of outstanding shares at the time of listing registration;*
* *Expected implementation time: In 2024 - 2025.*

‎‎Article 14. Approve the share issue plan under ESOP (according to Proposal No. 10/SSH/TTr-HDQT dated April 12, 2024 of the Board of Directors).

1. *Issue plan*

|  |  |  |
| --- | --- | --- |
| *1.*  *2.* | *Issuer*  *Name of the issued share:* | *Sunshine Homes Development Joint Stock Company*  *Shares of Sunshine Homes Development Joint Stock Company* |
| *3.* | *Securities code* | *SSH* |
| *4.* | *Type of shares to be issued:* | *Common share* |
| *5.* | *Share par value* | *VND 10,000/share.* |
| *6.* | *Number of issued shares:* | *375,000,000 shares* |
| *7.* | *Number of outstanding shares* | *375,000,000 shares* |
| *8.* | *Expected number of shares to be issued* | *18,750,000 shares* |
| *9.* | *Total expected issue value at par value* | *VND 187,500,000,000* |
| *10.* | *Issue price* | *Authorize the Board of Directors to decide, but not less than VND 12,000/share.* |
| *11.* | *Expected issue rate:* | *5% of the total number of outstanding shares at the time of issuance.* |

1. *Criteria for the selection of employees to attend ESOP: Key personnel and employees who have contributed to the company's development.*
2. *Issue method: Share issuance under ESOP*
3. *Issue purpose:*

* *Align the interests of employees with the Company;*
* *Supplement working capital for the Company.*

1. *Transfer restriction: Authorize the Board of Directors to determine an appropriate transfer restriction time according to legal regulations.*
2. *Plan to use capital from the issuance: Supplement working capital for business activities of the Company.*
3. *Plan for ensuring the share issuance to meet the foreign ownership rate: The Board of Directors is authorized to approve the plan to ensure that the share issuance meets the regulations on foreign ownership rate.*
4. *Expected issue date: During the period of 2024 and 2025, after the State Securities Commission has announced receiving the complete issuance report.*

‎‎Article 15. Assign/authorize

The General Meeting of Shareholders assigns the Board of Directors and the General Manager of the Company to monitor, urge and organize the implementation of the General Mandate in accordance with the Law and the Company's Charter.

The General Meeting of Shareholders assigns the Supervisory Board to supervise and inspect the activities of the Board of Directors and the General Manager of the Company in the implementation of the General Mandate in accordance with the Law and the Company's Charter.

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

This General Mandate takes effect from the date of its signing. This General Mandate is approved in full text by the General Meeting of Shareholders of the Company at the Annual General Meeting of Shareholders 2024.