**ANT: Annual General Mandate 2024**

On April 17, 2024, An Giang Fruit - Vegetables & Foodstuff Joint Stock Company announced General Mandate No. 01/2024/NQ-DHDCD on approving the contents at the Annual General Meeting of Shareholders 2024 as follows:

Article 1: Approve Report No. 04/2024/BC-HDQT dated March 21, 2024, of the Board of Directors on Report on activities of the Board of Directors in 2023, orientation for activities in 2024.

Article 2: Approve Report No. 01/2024/BC-TGD dated March 21, 2024, of the Board of Management on business results in 2023 and business plan in 2024.

1. Business Activities Results 2023
2. Consolidated Financial Statement:

|  |  |  |  |  |  |
| --- | --- | --- | --- | --- | --- |
| No. | Target | Unit | 2023 Results | 2022 Results | Compared to the same period in 2022 |
| 1 | Total manufactured products | Tons | 23,629 | 17,614 | 134.15% |
| 2 | Sale volume | Tons | 19,368 | 15,938 | 121.52% |
| 3 | Net revenue | Billion VND | 756.40 | 584.54 | 129.40% |
|  | Export turnover | Million USD | 23.53 | 21.65 | 108.71% |
| 4 | Revenue from financial activities | Billion VND | 12.15 | 9.78 | 124.23% |
| 5 | Other income | Billion VND | 10.28 | 0.00 |  |
| 6 | Total cost price | Billion VND | 601.54 | 418.29 | 143.81% |
| 7 | Total cost | Billion VND | 165.60 | 137.05 | 120.83% |
| 8 | Total profit before tax | Billion VND | 11.69 | 38.98 | 29.99% |
| 9 | Corporate income tax | Billion VND | 1.63 | 3.77 | 43.24% |
| 10 | Total profit after tax | Billion VND | 10.06 | 35.21 | 28.57% |
| 11 | Basic earnings per share | VND | 1,412 | 4,191 | 33.69% |

- Total production output was 23,629 tons, an increase of 34.15% over the same period.

- Total sale volume is 19,368 tons, an increase of 21.52% over the same period.

- Net revenue is VND 756.4 billion, an increase of 29.4% over the same period. Of which, total export turnover was USD 23.53 million, an increase of 8.71% over the same period.

- Total profit after tax is VND 10.06 billion, a decrease of 71.43% over the same period.

b. Results of Antesco's separate report compared to the plan approved by the General Meeting of Shareholders 2023:

|  |  |  |  |  |  |
| --- | --- | --- | --- | --- | --- |
| No. | Targets | Unit | 2023 Results | Compared to the 2023 Plan | Compared to the same period in 2022 |
| 1 | Net revenue | Billion VND | 666.22 | 97.97% | 113.97% |
| 2 | Total profit before tax | Billion VND | 24.53 | 58.40% | 62.92% |

- Net revenue is VND 666.22 billion, reaching 97.97% of the 2023 Plan and increasing by 13.97% over the same period.

- Total profit before tax is VND 24.53 billion, reaching 58.40% of the 2023 Plan and 62.92% over the same period.

2. Production, revenue, and profit plan.

*Unit: Billion VND*

|  |  |  |  |  |
| --- | --- | --- | --- | --- |
| No. | Consolidated targets | 2023 Results | 2024 Plan | Comparison (%) |
| 1 | Consumption output (tons) | 19,368 | 23,400.0 | 120.82 |
| 2 | Revenue | 756.40 | 950.0 | 125.60 |
| 3 | Profit before tax | 11.69 | 35.0 | 299.40 |

Article 3: Approve Report No. 01/2024/BC-BKS dated March 21, 2024, of the Supervisory Board on the Supervisory Board's 2023 activity report and 2024 Plan.

Article 4: Approve Proposal No. 02/2024/TT-HDQT dated March 21, 2024, of the Board of Directors on approval of the Audited Financial Statements 2023.

Article 5: Approve Proposal No. 01/2024/TT-BKS dated March 21, 2024, of the Supervisory Board on choosing an independent audit company to audit the Financial Statements 2024.

Article 6: Approve Proposal No. 03/2024/TT-HDQT dated March 21, 2024, of the Board of Directors on the profit distribution 2023 and profit distribution plan 2024.

1. The profit distribution plan in 2023:

|  |  |  |  |
| --- | --- | --- | --- |
| No. | Targets | Amount (VND) | Notes |
| 1 | Undistributed profit after tax accumulated to the end of the previous year on December 31, 2023 | 47,009,835,771 | On the Audited Consolidated Financial Statements 2023 |
| 2 | Profit after tax of the Holding Company in 2023 | 13,624,047,714 |
| 3 | Undistributed profit after tax as of December 31, 2023 | 60,633,883,485 |
| 4 | Dividend payment by shares in 2022 | 39,998,350,000 | Complete the procedure in 2024 |
| 5 | The remaining distributable undistributed profit after tax on December 31, 2023 | 20,635,533,485 |  |
| 6 | Pay 10% dividend by shares for 2023 | 18,639,823,000 | Over the capital after expected dividend payment 2022 and ESOP 2022 of VND 186,398,230,000 |
| 7 | Retained undistributed profit after tax | 1,995,710,485 |  |

1. Profit distribution plan for 2024

Based on the actual performance of production and business activities in 2024 to adjust the implementation of profit distribution in 2024 at the Annual General Meeting of Shareholders 2025.

Article 7: Approve Proposal No. 04/2024/TT-HDQT dated March 21, 2024 of the Board of Directors on approving the 2024 business plan.

Article 8: Approve Proposal No. 05/2024/TT-HDQT dated March 21, 2024, of the Board of Directors on reporting the remuneration, and budget for the Board of Directors, the Supervisory Board, and the Secretariat in 2023 and plan on remuneration, operating budget for the Board of Directors, the Supervisory Board and the Secretariat in 2024.

Article 9: Approve Proposal No. 06/2024/TT-HDQT dated April 1, 2024, of the Board of Directors on the Plan to issue shares under the ESOP 2022 and the Plan to issue shares to pay dividends of 2023.

1. Detailed charter capital increase plan
	1. Plan to issue shares under the ESOP
* Share name: Shares of An Giang Fruit - Vegetables & Foodstuff Joint Stock Company
* Securities code: ANT
* Type of shares to be issued: Common shares
* Par value: VND 10,000/share
* Issue price: VND 10,000/share
* Principle to determine issue price: Equal to par value of VND 10,000/share
* Number of shares expected to be issued: 240,000 shares.
* Total expected value of issuance at par value: VND 2,400,000,000.
* Issuance rate (The expected number of shares to be issued/Total number of outstanding shares): 1.3043603735%
* Sources for issuing shares: Paid by the employee
* Form of the issuance: Issuing shares under the ESOP
* The subject of the issuance: The Board of Directors, the Executive Board, the Supervisory Board, and key personnel. Authorize the Board of Directors to approve the criteria and list of employees participating in the program, principles for determining the number of shares distributed to each object, and implementation time.
* Use purpose: All proceeds from the issuance will be used to serve the Company's production and business activities.
* Method of handling fractional shares and shares not yet offered for sale: The number of shares not yet offered for sale as expected will be authorized by the General Meeting of Shareholders to be offered to other employees by the General Meeting of Shareholders so that it is not lower than the rate offered to the Board of Directors, the Executive Board, the Supervisory Board, and key personnel according to the ESOP which is VND 10,000/share.
* Transfer restrictions: All shares issued under the ESOP will be restricted from transfer within 01 years from the date of completion of the offering.
* Expected issuance time: From Q2/2024 to Q4/2024, after the State Securities Commission announces the receipt of full issuance report documents.
	1. Plan of share issuance to pay dividends in 2023
* Share name: Shares of An Giang Fruit - Vegetables & Foodstuff Joint Stock Company
* Securities code: ANT
* Type of shares to be issued: Common shares
* Par value: VND 10,000/share
* Number of shares expected to be issued: Maximum 1,863,982 shares.
* Total issuance value (at par value): Maximum VND 18,639,820,000.
* Form of the issuance: Issue shares to pay dividends of 2023.
* Subject of the issuance: All existing shareholders on the list at the date of recording the list of shareholders exercise the rights to receive dividends by shares prepared by Vietnam Securities Depository and Clearing Corporation (VSDC).
* Time to record the list of shareholders: After completing the share issuance under the ESOP, the Board of Directors is authorized to decide when to record the list of shareholders to exercise the right to receive dividends.
* Capital source for issuance: From undistributed profit after tax as of December 31, 2023, on the Company's Audited Consolidated Financial Statements 2023 according to legal regulations.
* Rights exercise rate: The expected rate is 10:1. On the record date for the list of shareholders to exercise their rights, shareholders owning 10 shares will receive 1 new share. The right to receive dividends by shares is not transferable, the issued shares are not subject to transfer restrictions.
* Handling of arising fractional shares: Shares issued to pay dividends to existing shareholders will be rounded down to the nearest unit. The resulting decimal fraction (if any) will be canceled.

*For example: Shareholder A owns 166 shares at the record date of the list of shareholders. With the exercise rate of 10:1, Shareholder A will receive 166/10\*1 = 16.6 new shares. According to the above calculation principle, shareholder A will receive 16 new shares, and the decimals of 0.6 shares will be canceled*.

* Expected issuance time: From Q2/2024 to Q4/2024, after the State Securities Commission announces the receipt of full issuance report documents.
1. Register for additional depository and register for additional trading

The entire number of additional shares issued above will be registered as additional securities at VSDC and registered for additional trading at the Hanoi Stock Exchange after the end of the issuance in accordance with regulations.

Article 10: Approve Proposal No. 07/2024/TT-HDQT dated March 21, 2024 of the Board of Directors on listing ANT shares on the Ho Chi Minh Stock Exchange.

Article 11: Approve Proposal No. 08/2024/TT-HDQT dated March 21, 2024 of the Board of Directors on the dismissal and additional election of members of the Board of Directors for the 2021-2025 term.

Article 12: Approve Proposal No. 09/2024/TT-HDQT dated April 15, 2024 of the Board of Directors on approving the list of nominations and candidates for members of the Board of Directors for the 2021-2025 term.

Article 13: Approve the election result of additional members to the Board of Directors for the term of 2021-2025.

Mr. Nguyen Ngoc Bao was elected as a member of the Board of Directors of An Giang Fruit - Vegetables & Foodstuff Joint Stock Company for the term of 2021-2025. Mr. Nguyen Ngoc Bao's term is the remaining period of the 2021-2025 term.

Mr. Truong Van Nhan was elected as a member of the Board of Directors of An Giang Fruit - Vegetables & Foodstuff Joint Stock Company for the 2021-2025 term. Mr. Truong Van Nhan's term is the remaining period of the 2021-2025 term.

Article 14: This General Mandate has been unanimously approved by the Annual General Meeting of Shareholders 2024 and takes effect from the end of the meeting and is accompanied by the following documents:

* Reports and Proposals to the Annual General Meeting of Shareholders 2024;
* Minutes of vote counting results at the Annual General Meeting of Shareholders 2024;
* Minutes of vote counting results for additional members of the Board of Directors for the 2021-2025 term at the Annual General Meeting of Shareholders 2024;
* Minutes of the Annual General Meeting of Shareholders 2024;

Article 15: Members of the Board of Directors, the Board of Management and related units are responsible for implementing the content of this General Mandate in accordance with regulations.

This General Mandate was approved in full by the Annual General Meeting of Shareholders 2024.