**BTB: Annual General Mandate 2024**

On April 16, 2024, Ha Noi - Thai Binh Beer Joint Stock Company announced General Mandate No. 01/2024/NQ-DHDCD as follows:

Article 1. Approve the Board of Directors Activity Report on operating results 2023 and operating orientation 2024.

Article 2. Approve the Board of Directors' Report on production and business results in 2023 and production and business plan in 2024:

* Approve the Report on production and business activities in 2023 with the following main targets:

Results of implementing planned tasks and targets in 2023:

|  |  |  |
| --- | --- | --- |
| No. | Targets | 2023 |
| 1 | Net revenue from goods sales and service provision | VND 159,950,439,070 |
| 2 | Gross profit from goods sale and services provision | VND 21,511,654,683 |
| 3 | Profit before tax | VND 1,331,612,464 |
| 4 | Profit after tax | VND 986,301,757 |
| 5 | Basic earnings per share | VND 128 |

* Approve the business plan 2024:

|  |  |  |  |  |
| --- | --- | --- | --- | --- |
| No. | Target | Unit | 2024 Plan | 2024 Plan compared to  2023 Results  (%) |
| 1 | Net revenue from goods sale and service provision | Billion VND | 150.336 | 93.99 |
| 2 | Payable to the State budget | Billion VND | 140.400 | 89.97 |
| 3 | Profit before tax | Billion VND | 0.0252 | 1.87 |

The General Meeting of Shareholders authorized the Board of Directors to direct the implementation of the Company's business plan for 2024.

Article 3. Approve the Report on the activities of the Supervisory Board in 2023, and the orientation for activities in 2024.

The governance and operations of the Board of Directors and the Board of Managers are consistent with the content of the General Mandate and Board Resolutions; Financial work fully complies with the law on current accounting standards; The Company's Financial Statements 2023 fully, promptly, honestly and reasonably reflect the Company's financial situation as of December 31, 2023, as well as the business activities results in 2023.

Article 4. Approve the Financial Statements 2023 audited by FAC Auditing Co., Ltd.

The Financial Statements 2023 have been audited by FAC Auditing Co., Ltd following prescribed standards, inspected by the Company's Supervisory Board, announced by the Board of Directors of Ha Noi - Thai Binh Beer Joint Stock Company according to regulations, and posted on the Company's website at: <http://tbbeco.com.vn> including:

1. Report of the Board of Managers;
2. Auditor's report;
3. Balance sheet;
4. Income statement;
5. Cash flow statement;
6. Financial Statements footnotes.

Some key targets of production and business activities in 2023 are as follows:

|  |  |  |
| --- | --- | --- |
| No. | Target | 2023 |
| 1 | Net revenue from goods sale and service provision | VND 159,950,439,070 |
| 2 | Gross profit from goods sale and services provision | VND 21,511,654,683 |
| 3 | Profit before tax | VND 1,331,612,464 |
| 4 | Profit after tax | VND 986,301,757 |
| 5 | Basic earnings per share | VND 128 |

Article 5. Approve the Plan for profit distribution and dividend payment in 2023 as follows:

Profit distribution plan for 2023:

|  |  |  |
| --- | --- | --- |
| No. | Content | Value |
| 1 | Net revenue from goods sale and service provision | VND 159,950,369,070 |
| 2 | Profit before tax | VND 1,331,612,464 |
| 3 | Profit after tax | VND 986,301,757 |
| 4 | Appropriation for funds | VND 986,301,757 |
| 4.1 | - Appropriation for bonus and welfare fund | VND 500,000,000 |
| 4.2 | - Undistributed retained profits | VND 486,301,757 |
| 5 | Dividend payment in cash (0% of charter capital) | VND 0 |

Article 6. Approve the selection of an Audit Company to audit the Financial Statements 2024.

To ensure convenience in managing the Company's operations and in auditing the Company's Financial Statements, we respectfully submit to the General Meeting of Shareholders to authorize the Board of Directors to select a company in the List of Independent Audit Companies approved by the State Securities Commission to audit the Financial Statements 2024 and review the quarterly Financial Statements (if necessary at the request of State management agencies).

Article 7. Approve the final settlement of salaries and remunerations of the Board of Directors, the Supervisory Board, and the Company’s Secretariat in 2023; Plan for payment of salaries and remunerations of the Board of Directors, the Supervisory Board, and the Company’s Secretariat in 2024.

The Meeting agreed to approve the salaries and remunerations of the Board of Directors, the Supervisory Board, and the Company’s Secretariat in 2023, and the remuneration plan for the Board of Directors, the Supervisory Board, and the Company’s Secretariat in 2024 as follows:

|  |  |  |  |
| --- | --- | --- | --- |
| No. | Position | Salary and remuneration  2023 | Salary and remuneration plan for 2024 |
| 1 | Salary of the Executive Chair of the Board of Directors, Remuneration of members of the Board of Directors | VND 430,389,000 | VND 414,468,000 |
| 2 | The Supervisory Board | VND 84,000,000 | VND 84,000,000 |
| 3 | The Company’s Secretariat | VND 24,000,000 | VND 24,000,000 |

Article 8. Approve the planned profit distribution plan and expected dividend level in 2024.

Plan for profit distribution and expected dividend in 2024:

|  |  |  |
| --- | --- | --- |
| No. | Content | Value |
| 1 | Net revenue from goods sale and service provision | VND 150.336 billion |
| 2 | Profit before tax | VND 0.0252 billion |
| 3 | Profit after tax | VND 0.0202 billion |
| 4 | Appropriation for funds | VND 0.0202 billion |
| 4.1 | - Appropriation for bonus and welfare fund | VND 0 billion |
| 4.2 | - Undistributed retained profits | VND 0.0202 billion |
| 5 | Dividend payment in cash (0% of charter capital) | VND 0 |

Article 9. Approve the Proposal for approval of the transaction contract with Hanoi Beer Alcohol And Beverage Joint Stock Corporation and member units in the Corporation system, between the Company and affiliated persons.

Approve the Sales Contract in 2025 with Hanoi Beer Alcohol And Beverage Joint Stock Corporation.

Article 10. Approve the election of members of the Board of Directors and Supervisory Board in the term of 2024-2029.

1. Approve the Proposal for election of the Board of Directors and Supervisory Board for the term of 2024 - 2029.

The term of members of the Board of Directors and Supervisory Board for the 2019 - 2024 term has ended. Therefore, to meet the requirements of corporate governance and business operations of the Company in the coming time with the goal of stable growth, the Board of Directors of Ha Noi - Thai Binh Beer Joint Stock Company respectfully submits to the Annual General Meeting of Shareholders 2024 for approval of the election of the Board of Directors and the Company's Supervisory Board for the 2024-2029 term, with the following content:

1. Regarding the duration of the term: 05 years from 2024 - 2029;
2. The number of members of the Board of Directors is: 05 persons.
3. The number of members of the Supervisory Board is: 03 persons.
4. Approve the List of candidates for the Board of Directors and Supervisory Board:

List of Board of Directors candidates:

|  |  |  |  |
| --- | --- | --- | --- |
| No. | Full name | Citizen Identity Card No. | Address |
| 1 | Pham Trung Kien | 033070007287 | No. 64, Lane 5, Group 18, Nghia Do Ward, Cau Giay, Hanoi |
| 2 | Vu Thanh Liem | 034063024091 | Group 23, Bo Xuyen Ward,  Thai Binh City, Thai Binh Province |
| 3 | Hoang Chi Thanh | 035073007495 | 226 B A16 An Duong, Yen Phu, Tay Ho, Hanoi |
| 4 | Nguyen Huu Cuong | 034065001342 | House No. 03, Lane 33, Group 16, Ky Ba Ward, Thai Binh City, Thai Binh Province |
| 5 | Pham Xuan Hanh | 034079013137 | House No. 18, Lane 3, Group 4, Bo Xuyen Ward, Thai Binh City, Thai Binh Province |

List of candidates for the Supervisory Board:

|  |  |  |  |
| --- | --- | --- | --- |
| No. | Full name | ID Card No. | Address |
| 1 | Le Quy Hue | 034073006399 | House No. 02/18, Lane 3, Group 02, Bo Xuyen Ward, Thai Binh City, Thai Binh Province |
| 2 | Le Thi Phuong Lan | 001177017552 | Apartment No. 2206 - CT1 Trang An Complex, No. 1 Phung Chi Kien, Nghia Do, Cau Giay, Hanoi |
| 3 | Nguyen Thi Thu Trang | 036184011816 | 2710 CT1A10 Nam Trung Yen, Yen Hoa Ward, Cau Giay, Hanoi |

1. Approve the Regulations on election of members of the Board of Directors and the Supervisory Board for the term 2024 - 2029 of Ha Noi - Thai Binh Beer Joint Stock Company.
2. Approve election results for members of the Board of Directors and the Supervisory Board for the 2024 - 2029 term

- According to the election vote counting results, the following persons were elected to the Board of Directors for the 2024 - 2029 term:

|  |  |
| --- | --- |
| No. | Full name |
| 1. | Pham Trung Kien |
| 2. | Vu Thanh Liem |
| 3. | Hoang Chi Thanh |
| 4. | Nguyen Huu Cuong |
| 5. | Pham Xuan Hanh |

- According to the election vote counting results, the following persons were elected to the Supervisory Board for the 2024 - 2029 term:

|  |  |
| --- | --- |
| No. | Full name |
| 1. | Le Quy Hue |
| 2. | Le Thi Phuong Lan |
| 3. | Nguyen Thi Thu Trang |

Article 11. Terms of enforcement

The Annual General Mandate 2024 of Ha Noi - Thai Binh Beer Joint Stock Company was approved by the General Meeting of Shareholders and takes effect from April 16, 2024.

The General Meeting of Shareholders assigned the Board of Directors, based on the actual situation, to set goals and measures to organize and implement the contents unanimously approved by the General Meeting on the basis of ensuring the highest benefits for the Company, its shareholders, in accordance with the Company's Charter of Organization and Operation and the provisions of law.