**MCG: Annual General Mandate 2024**

On April 15, 2024, MCG Energy and Real Estate JSC announced General Mandate No. 01/2024/NQ-DHDCD as follows:

‎‎Article 1. The Annual General Meeting of Shareholders in 2024 approves the following contents:

1. Production and business results in 2023 and profit distribution in 2023:

Main targets:

* Output: VND 48.11 billion;
* Revenue: VND 38.49 billion;
* Profit after tax: VND -1.03 billion
* Dividends: No dividend payment

1. Report on the activities of the Board of Directors, Report of the General Manager, Report of the Supervisory Board
2. Audited Financial Statements 2023;
3. Production and business plan for 2024 and dividends for 2024:

* Output: VND 125.482 billion;
* Revenue: VND 161.691 billion;
* Profit after tax VND 1.53 billion;
* Dividends: No dividend payment

1. Salary and remuneration of members of the Board of Directors and Supervisory Board, person in charge of Internal Audit, person in charge of Corporate Governance -cum- Company Secretariat, person in charge of Information Disclosure

The Board of Directors submits to the General Meeting of Shareholders the total salary payment for the Chair of the Board of Directors and remuneration for members of the Board of Directors, Supervisory Board in the fiscal year 2023 is VND 638,094,545; the total remuneration payment for the person in charge of Internal Audit, person in charge of Corporate Governance -cum- Company Secretariat, person in charge of Information Disclosure in the fiscal year 2023 is VND 36,000,000 and proposes the remuneration for members of the Board of Directors and Supervisory Board, person in charge of Internal Audit, person in charge of Corporate Governance -cum- Company Secretariat, person in charge of Information Disclosure in the fiscal year 2024 as follows:

|  |  |  |  |  |
| --- | --- | --- | --- | --- |
| No. | Position | Monthly Salary | Monthly Remuneration | Notes |
| 1 | Chair of the Board of Directors | 52,000,000 | 15,000,000 |  |
| 2 | Member of the Board of Directors | 37,000,000 | 5,000,000 |  |
| 3 | Chief of the Supervisory Board | 22,000,000 | 2,500,000 |  |
| 4 | Member of the Supervisory Board | 12,000,000 | 2,000,000 |  |
| 5 | Person in charge of Internal Audit | 15,000,000 | 2,000,000 |  |
| 6 | In charge of corporate governance-cum-Company Secretariat: | 12,000,000 | 2,000,000 |  |
| 7 | Person in charge of information disclosure | 12,000,000 | 2,000,000 |  |

1. Authorize the Board of Directors
   1. Accept transactions with a value of less than 35% of the total assets recorded in the latest Financial Statements with affiliated persons:

* Organizations and individuals related to the Company include: An Pha Hydropower Investment JSC; Thien Nam Asset Management and Exploitation JSC; Van Lam Mechanical JSC; MCG Construction JSC; Binh Long Renewable Energy JSC; Mechanical and Electrical Equipment and Spare Parts JSC; Khanh Kho Hydropower JSC; Meco Electricity Investment and Development JSC; Meco Saigon Irrigation Construction JSC; MECO Mineral JSC; Hoa Binh Mechanical and Electrical Construction JSC; BP Construction Investment and Consulting JSC; Yen Bai Artificial Board JSC; Ha Tinh Industrial Park Investment and Development JSC; HTC Global JSC; Long Giang Glass Co., Ltd; Long Giang Hung Yen Glass Co., Ltd; Linh Vietnam Investment Co., Ltd. My Hung Renewable Energy JSC; Tien Thanh Development Investment JSC; LTM Quang Binh Entertainment Service Investment and Business JSC.
* Accept transactions with individuals and organizations who are PDMR and affiliated persons of the Company's PDMR.
* The content of the approved related contracts and transactions includes:
* Construction and installation;
* Trading of goods, shares, investment capital contribution; joint venture and association cooperation;
* Borrowing, lending, guaranteeing and receiving guarantees;
* Payment, offsetting, and swapping of debts under the authority of the Board of Directors after being approved by the General Meeting of Shareholders.
  1. Select the timing to decide: Contributing capital, changing ownership rate, divesting capital in some subsidiaries and associates.
  2. Approving the swap of shareholders' debts at the Holding Company for shares in related companies owned by shareholders.
  3. Select the timing to sell treasury shares and investment shares not lower than the market price at the time of sale; sell the remaining assets of the Company at 102 Truong Chinh Project and liquidate other assets to pay debts; and mobilize capital from members of the Board of Directors, the Executive Board or other sources with interest rates equivalent to banks at the time for the Company to resolve financial restructuring.
  4. Write off outstanding receivables and payables of projects/works in accordance with current regulations. Make provisions for doubtful debts and handle doubtful debts using the provision fund in accordance with the law.

1. Authorize the Board of Directors to select one of the following three independent audit companies to audit the fiscal year 2024:

* Hanoi Branch of Auditing And Consulting Co., Ltd

Address: 40 Giang Vo, Cat Linh Ward, Dong Da District, Hanoi City.

* AASC Auditing Firm Company Limited;

Head office address: No. 1, Le Phung Hieu Street, Trang Tien Ward, Hoan Kiem District, Hanoi, Vietnam.

* Nhan Tam Viet Audit Company Limited

Address: 2nd Floor, Platinum Residences Building, No. 06 Nguyen Cong Hoan, Ngoc Khanh Ward, Ba Dinh District, Hanoi, Vietnam.

‎‎Article 2. The General Meeting of Shareholders assigns the Board of Directors to implement the contents stated in Article 1 of this General Mandate in accordance with the provisions of law and the Company's Charter.

‎‎Article 3. This General Mandate was approved by the Annual General Meeting of Shareholders in 2024 of MCG Energy and Real Estate JSC and takes effect from April 15, 2024./.