**SNZ: Annual General Mandate 2024**

On April 16, 2024, Sonadezi Corporation announced General Mandate No. 62/NQ-SNZ-QTTH as follows:

‎‎Article 1. The Annual General Meeting of Shareholders 2024 voted to approve the following contents:

1. Approve Report No. 242/BC-SNZ-QTTH dated April 8, 2024 on the production and business results in 2023 and the plan for 2024 with the main contents as follows:
	1. Results of production and business activities in 2023:

Unit: Million VND

|  |  |  |  |  |
| --- | --- | --- | --- | --- |
| No. | Target | Plan | Result | % Result/Plan |
|  | Charter capital: | 3,765,000 | 3,765,000 | 100.00% |
|  | Holding Company |  |  |  |
| 1 | Total revenue | 681,409 | 630,194 | 92.48% |
| 2 | Profit before tax | 503,958 | 470,660 | 93.39% |
| 3 | Profit after tax | 457,726 | 450,821 | 98.49% |
| 4 | Payable to state budget | 69,055 | 61,460 | 89.00% |
| 5 | Return on equity rate: | 11.82% | 11.63% | 98.39% |
|  | Consolidated |  |  |  |
| 1 | Total revenue | 5,943,501 | 5,765,669 | 97.01% |
| 2 | Profit before tax | 1,277,112 | 1,657,702 | 129.80% |
| 3 | Profit after tax | 1.082.591 | 1.398.219 | 129.15% |
| 4 | Payable to State budget | 619,013 | 655,006 | 105.81% |
| 5 | Return on equity rate | 12.57% | 16.90% | 134.45% |

1.2. Production and business plan for 2024:

Unit: Million VND

|  |  |  |  |
| --- | --- | --- | --- |
| No. | Target | Holding Company | Consolidated |
| 1 | Charter capital: | 3,765,000 | 3,765,000 |
| 2 | Total revenue | 695,038 | 6,366,350 |
| 3 | Profit before tax | 504,578 | 1,631,421 |
| 4 | Profit after tax | 462,012 | 1,370,394 |
| 5 | Payable to State budget | 60,019 | 651,314 |
| 6 | Return on equity rate | 11.96% | 15.27% |

1. Approve the separate Financial Statements and the Consolidated Financial Statements for 2023 audited by RSM Vietnam Auditing & Consulting Company Limited.
2. Approve Report No. 243/BC-SNZ-QTTH dated April 8, 2024 of the Board of Directors on activities in 2023 and orientation for 2024.
3. Approve Report No. 244/BC-SNZ-KS dated April 8, 2024 of the Supervisory Board on the inspection and supervision of production and business activities in 2023.
4. Approved Report No. 245/BC-SNZ-QTTH dated April 8, 2024 on salaries and remuneration:
	1. Salaries and remuneration of the Board of Directors and Supervisory Board implemented in 2023 compared to that of the plan:

Unit: VND

|  |  |  |  |
| --- | --- | --- | --- |
| No. | Content | Plan | Result |
| I | Average monthly payment |  |  |
| 1 | Salary of the Chair of the Board of Directors | 88,900,000 | 125,974,316 |
| 2 | Salary of the Head of the Supervisory Board | 39,900,000 | 56,539,653 |
| 3 | Remuneration of 01 member of the Board of Directors | 12,000,000 | 17,360,372 |
| 4 | Remuneration of 01 member of the Supervisory Board | 7,000,000 | 10,126,884 |
| II | Realized remuneration fund for non-executive managers  | 1,682,400,000 | 1,492,992,000 |

* 1. Planned salaries and remuneration of the Board of Directors and Supervisory Board in 2024:

Unit: VND

|  |  |  |
| --- | --- | --- |
| No. | Content | Plan |
| I | Monthly advance payment |  |
| 1 | Salary of the Chair of the Board of Directors | 88,900,000 |
| 2 | Salary of the Head of the Supervisory Board | 39,900,000 |
| 3 | Remuneration of 01 member of the Board of Directors | 12,000,000 |
| 4 | Remuneration of 01 member of the Supervisory Board | 7,000,000 |
| II | The planned remuneration fund of non-executive managers: | 1,700,640,000 |

Based on the production and business results in 2024, the actual salaries and remuneration in 2024 of the Board of Directors and Supervisory Board will be finalized according to Circular No. 28/2016/TT-BLDTBXH dated September 1, 2016 of the Ministry of Labor, Invalids and Social Affairs and will be reported at the Annual General Meeting of Shareholders 2025.

1. Approve Proposal No. 246/TTr-SNZ-QTTH dated April 8, 2024 on profit distribution:
	1. Plan on profit distribution in 2023;

Unit: VND

|  |  |  |
| --- | --- | --- |
| No. | Content | Value |
| 1 | Charter capital | 3,765,000,000,000 |
| 2 | Par value of 376,491,800 outstanding shares  | 3,764,918,000,000 |
| 3 | Profit after tax in 2023 | 450,820,858,742 |
|  | *Foreign exchange gain difference*  | *18,463,284* |
|  | *Profit after tax for distribution* | *450,802,395,458* |
| 4 | Fund appropriation | 27,045,863,000 |
|  | *Investment and Development fund 5%* | *22,540,120,000* |
|  | *Bonus and welfare fund for employees (3 months of average actual salary of employees multiplied by the rate of completing the plan of profit after tax)*  | *3,883,651,000* |
|  | *Bonus fund of managers (1-month average salary of managers)* | *622,092,000* |
| 5 | Remaining profit after tax in 2023 after fund allocation | 423,774,995,742 |
|  | *Foreign exchange gain difference* | *18,463,284* |
|  | *Undistributed profit:* | *423,756,532,458* |
| 6 | Retained profit of previous year: | 68,560,361,519 |
|  | *Profit from asset revaluation*  | *35,744,321,412* |
|  | *Undistributed profit:* | *32,816,040,107* |
| 7 | Dividend payment (12% of par value of outstanding shares) | 451,790,160,000 |
| 8 | Profit transferred to the next year: | 40,545,197,261 |
|  | *Profit from asset revaluation* | *35,762,784,696* |
|  | *Undistributed profit:* | *4,782,412,565* |

7.2. Profit distribution plan for 2024

Unit: VND

|  |  |  |
| --- | --- | --- |
| No. | Content | Value |
| 1 | Charter capital: | 3,765,000,000,000 |
| 2 | Par value of 376,491,800 outstanding shares | 3,764,918,000,000 |
| 3 | Profit after tax in 2024 | 462,011,823,099 |
| 4 | Fund appropriation | 28,476,291,000 |
|  | Investment and Development fund 5% | 23,100,591,000 |
|  | Bonus and welfare fund for employees (3 months of planned average salary of employees)  | 4,312,800,000 |
|  | Bonus fund of managers (1.5-month average salary of managers) | 1,062,900,000 |
| 5 | Remaining profit after tax in 2024 after fund allocation | 433,535,532,099 |
| 6 | Retained profit of previous year: | 40,545,197,261 |
|  | Profit from asset revaluation | 35,762,784,696 |
|  | Undistributed profit | 4,782,412,565 |
| 7 | Dividend payment (11% of par value of outstanding shares) | 414,140,980,000 |
| 8 | Profit transferred to the next year: | 59,939,749,360 |
|  | Profit from asset revaluation  | 35,762,784,696 |
|  | Undistributed profit: | 24,176,964,664 |

Based on the production and business results in 2024, the Bonus and welfare fund for employees and the Bonus fund for managers are allocated according to Circular No. 28/2016/TT-BLDTBXH dated September 1, 2016 of the Ministry of Labor, Invalids and Social Affairs.

1. Approve Proposal No. 247/TTr-SNZ-KS dated April 8, 2024 on the selection of the audit company for the Financial Statements 2024:

Authorize the Board of Directors to select one of the three audit companies in the list below to audit the Financial Statements 2024:

* RSM Vietnam Auditing & Consulting Limited.
* VACO Auditing Company Limited;
* A&C Auditing and Consulting Company Limited.
1. Approve the dismissal of Ms. Do Thi Thu Hang from the position of Member of the Board of Directors for the second term (2021-2026) from April 16, 2024.
2. - Approve the election results.

Mr. Truong Dinh Hiep was elected as a Member of the Board of Directors for the second term (2021 - 2026) from April 16, 2024.

‎‎Article 2. This General Mandate takes effect from April 16, 2024. The Board of Directors, the Supervisory Board, the General Manager and other relevant individuals and units are responsible for implementing this General Mandate.