**SPH: Annual General Mandate**

On April 15, 2024, Hanoi Seaproducts Import Export Joint Stock Company announced General Mandate No. 113/NQ-TSHN-DHDCD on the following matters:

‎‎Article 1. Approve the Report on the activities of the Company's Board of Directors in 2023 at the Annual General Meeting of Shareholders in 2024.

The main targets of production and business activities in 2023

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| --- | --- | --- | --- | --- | --- | --- |
| No. | Financial targets | Unit | Plan 2023 | Results 2023 | % over Plan 2023 | % over results 2022 |
| 1 | Total revenue and other incomes | Billion VND | 101.32 | 119.17 | 117.62 | 34.14 |
| 1.1 | Seafood processing | Billion VND |  | 29.66 |  | 96.36 |
| 1.2 | General service business | Billion VND |  | 12.46 |  | 85.00 |
| 1.3 | Domestic business | Billion VND |  | 70.01 |  | 36.63 |
| 1.4 | + Financial revenue and other income: | Billion VND |  | 7.04 |  | 144.26 |
| 2 | Import-export turnover and service business | Million USD |  | 14.5 |  | 60.02 |
| 2.1 | Export | - |  | 5.11  3.89 |  |  |
| In which: Processing materials |  |  |  |  |  |
| 2.2 | Import | - |  | 4.62  4.62 |  |  |
| In which: Processing materials |  |  |  |  |  |
| 2.3 | Service and domestic business | - |  | 4.75 |  |  |
| 3 | Profit before tax  tax | Billion VND | -0.8 | -18.27 |  |  |
| 4 | Processing output | Tons |  | 442.47 |  | 93.25 |
| 5 | Payable to state budget: | Billion VND |  | 15.44 |  | 51.85 |

The Company's total revenue in 2023 reached VND 119.17 billion, an increase of 17.62% compared to that of the 2023 plan and a decrease of 66% compared to that of 2022. However, the business results in 2023 with a loss of VND 19.10 billion after tax did not complete the profit plan for 2023.

‎‎Article 2. Approve the Report on the activities of the Company's Supervisory Board in 2023 at the Annual General Meeting of Shareholders in 2024.

‎‎Article 3. Approve the authorization for the Company's Board of Directors to select an independent audit company that meets legal requirements to audit the Company's Financial Statements 2024 based on the proposal of the Supervisory Board.

‎‎Article 4. Approve the audited Financial Statements 2023 according to Audit Report No. 21/2024/BCKT-E.AFA dated March 2, 2024 by ECOVIS AFA Vietnam Auditing - Valuation and Consulting Co., Ltd.

‎‎Article 5. Approve Proposal No. 79/TTr-TSHN-HDQT dated March 22, 2024 on reporting the remuneration of the Board of Directors and Supervisory Board in 2023 and the plan to pay remuneration to the Board of Directors and Supervisory Board in 2024 with a total limit of VND 703,000,000.

‎‎Article 6. Approve Proposal No. 80/TTr-TSHN-HDQT dated March 22, 2024 on the plan to distribute the Company's profit in 2023.

Profit distribution plan in 2023.

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| --- | --- |
| 1. Profit before tax in 2023: | VND -18,268,465,045; |
| 1. Profit after tax in 2023: | VND -19,102,149,791; |
| 1. Undistributed retained profits in previous years: | VND -2,770,718,858; |
| 1. Distributed profit after tax: | VND -21,872,868,376; |
| 1. Total profit distribution: | VND 0; |
| 1. Appropriation for Bonus and welfare fund: | VND 0; |
| 1. Dividend payment rate: | VND 0; |
| 1. Undistributed remaining profit | VND -21,872,868,376. |

Accordingly, the Company will not pay dividends for 2023 and will not allocate funds for bonuses and welfare in 2023.

‎‎Article 7. Approve Proposal No. 81/TTr-TSHN-HDQT dated March 22, 2024 on approving some targets of the production and business plan for 2024, with the following indicators:

|  |  |  |  |
| --- | --- | --- | --- |
| No. | Target | Unit | 2024 Plan |
| I. | Total revenue, including | Billion VND | 71.96 |
| *1* | *Leasing houses, warehouses, yards, electricity, water* | *Billion VND* | *10.29* |
| *2* | *Production, processing* | *Billion VND* | *33.02* |
| *3* | *Interest from deposits, capital advance* | *Billion VND* | *3.23* |
| *4* | *Domestic business* | *Billion VND* | *24.36* |
| *5* | *Other revenue* | *Billion VND* | *1.06* |
| II. | Total expenses | Billion VND | 79.79 |
| III. | Profit before tax | Billion VND | -7.83 |
| IV. | Dividend | % | - |

‎‎Article 8. Approve Proposal No. 82/TTr-TSHN-HDQT dated March 22, 2024 on approving the resignation letter of Mr. Pham Quoc Anh as a member of the Board of Directors and electing an additional member of the Board of Directors (term 2022 - 2026) to replace him, with the following contents:

* Approve the dismissal of the position of member of the Board of Directors according to the resignation letter of the member of the Company's Board of Directors signed on November 7, 2023 by Mr. Pham Quoc Anh with the following specific responsibilities:
* During his tenure, Mr. Pham Quoc Anh did not complete his tasks and did not properly and fully implement some Resolutions of the Board of Directors on the management and administration of the Company;
* Mr. Pham Quoc Anh is responsible for recovering and compensating for related damages to contracts with overdue debts incurred during his management of the Company.
* Elect an additional 01 (one) member of the Board of Directors (term 2022 - 2026).

‎‎Article 9. Approve Proposal No. 83/TTr-TSHN-HDQT dated March 22, 2024 on approving the full text of the Company's Charter of Organization and Operation.

‎‎Article 10. Approve Proposal No. 84/TTr-TSHN-HDQT dated March 22, 2024 on approving the full text of the Company's Internal Regulations on Corporate Governance.

‎‎Article 11. Approve Proposal No. 85/TTr-TSHN-HDQT dated March 22, 2024 on approving the full text of the Regulations on the operation of the Company's Board of Directors.

‎‎Article 12. Approve Proposal No. 03/TTr-TSHN-BKS dated March 22, 2024 on approving the full text of the Regulations on the operation of the Company's Supervisory Board.

‎‎Article 13. Approve Proposal No. 86/TTr-TSHN-HDQT dated March 22, 2024 on updating and supplementing the Company's business lines.

‎‎Article 14. Approve the list of candidates to elect an additional 01 (one) member of the Company's Board of Directors for the term 2022 - 2026, as follows:

Ms. Thieu Thi Thanh Thuy (nominated by shareholder Vietnam Seaproducts Joint Stock Corporation);

‎‎Article 15. Approve the results of electing an additional 01 (one) member of the Company's Board of Directors for the term 2022 - 2026, as follows:

Ms. Thieu Thi Thanh Thuy has been elected as a member of the Company's Board of Directors (term 2022 - 2026).

‎‎Article 16. Terms of enforcement

This General Mandate was approved by the Annual General Meeting of Shareholders 2024 of Hanoi Seaproducts Import Export Joint Stock Company in its entirety at the Meeting and takes effect from the date of signing.

This General Mandate is notified to shareholders of the Company by the Company’s website: <https://seaprodexhanoi.corn>.vn /

The Company's Board of Directors is responsible for implementing this General Mandate in accordance with the provisions of law and the Company's regulations.