**TB8: Annual General Mandate 2024**

On April 16, 2024, VVMI - Manufacturing and Materials Equipment Trading Joint Stock Company announced General Mandate No. 0065/NQ-DHDCD as follows:

Article 1: The General Meeting voted to approve the following reports and proposals:

1. Approve the report on production and business results in 2023 with some key indicators as follows:

|  |  |  |  |  |  |
| --- | --- | --- | --- | --- | --- |
| No. | Target | Unit | According to General Mandate | Result | % compared to General Mandate |
| I | Main physical indicators |  |  |  |  |
| 1 | KPK cement bag consumption | Bag | 14,000,000 | 12,814,022 | 92 |
| 2 | Steel mesh for tunnel roof lining consumption | M2 | 1,550,000 | 2,106,968 | 136 |
| 3 | Cold drawn steel production | Tons | 2,842 | 3,840 | 135 |
| 4 | Tunnel support arch consumption | Set | 500,000 | 619,344 | 124 |
| II | Revenue: | Million VND | 265,000 | 333,182 | 126 |
| III | Basic construction investment (including carried over from 2022) | Million VND | 3,767 | 0 |  |
| IV | Depreciation of fixed assets | Million VND | 2,188 | 3,034 | 139 |
| V | Payables to the State budget | Million VND | 3,977 | 6,438 | 162 |
| VI | Employees and income |  |  |  |  |
| 1 | Average annual labor | Person | 140 | 132 | 94 |
| 2 | Average salary | VND/person/month | 9,822,000 | 16,711,173 | 170 |
| VII. | Profit before tax | Million VND | 2,200 | 3,761 | 171 |
| VIII | Dividend payment on contributed capital (12.5 billion) | % | 10 | 16 | 160 |

1. Approve the Report on the activities of the Board of Directors in 2023 and the orientations for 2024
2. Approve the Supervisory Board's supervision report 2023 and operation plan 2024
3. Approve the Financial Statements 2023 with some key indicators as follows:

|  |  |  |  |
| --- | --- | --- | --- |
| No. | Target | Unit | Amount |
| 1 | Revenue in 2023: : | VND | 333,181,989,998 |
| 2 | Profit before tax | 55 | 3,761,761,369 |
| 3 | Non-deductible expenses when calculating expenses on corporate income tax |  | 284,143,704 |
| 4 | Total taxable profit | 55 | 4,045,905,073 |
| 5 | Corporate income tax payment | 55 | 934,983,428 |
| 6 | Profit after tax | 55 | 2,826,777,941 |
| 7 | Distributed profit | 55 | 2,826,777,941 |

1. Approve the profit distribution and dividend payment for 2023

|  |  |
| --- | --- |
| Target | Unit: VND |
| Profit before tax | 3,761,761,369 |
| Corporate income tax payment | 934,983,428 |
| Profit after tax | 2,826,777,941 |
| Profit distribution |  |
| * Dividend payment (16%) | 2,000,000,000 |
| * Remaining profit for fund | 1. 7,941 |
| * Bonus fund | 198,461,382 |
| * Welfare fund: | 463,076,559 |
| * Management bonus fund | 165,240,000 |

1.6. Approve the production and business plan 2024, investment plan, and labor recruitment plan;

a/ Production and business plan with some key targets as follows:

|  |  |  |  |
| --- | --- | --- | --- |
| No. | Main Indicators | Unit | Plan for 2024 |
| I | Physical indicators |  |  |
| 1 | KPK cement bag production and consumption | Bag | 12,800,000 |
| 2 | Steel mesh for tunnel roof lining production and consumption | M2 | 1,550,000 |
| 3 | Expanded metal production and consumption | Kg | 1,200,000 |
| 4 | Tunnel support arch production and consumption | Set | 500,000 |
| 5 | Steel drawing production | Tons | 2,844 |
| 6 | 1-ton Jumbo bag consumption | Piece | 80,000 |
| II | Total revenue: | Million VND | 271,423 |
| III | Depreciation of fixed assets | Million VND | 1364 |
| IV | Regular repair | Million VND | 1480 |
| V | Payables to the State budget | Million VND | 2,650 |
| VI | Employees and income |  |  |
| 1 | Average annual labor | Person/year | 138 |
| 2 | Average salary per employee | VND/person/month | 10,390,250 |
| VII. | Profit before tax | Million VND | 2,500 |
| VIII | Dividend payment | % of charter capital | 12 |

b/ Construction investment plan:

|  |  |  |  |
| --- | --- | --- | --- |
| No. | Investment item | Unit | Plan for 2024 |
| A | Plan for 2024 | Million VND | 300 |
|  | Consulting, appraisal, approval of fire prevention and fighting system investment | Million VND | 300 |

c/ Labor recruitment plan:

|  |  |  |  |  |  |  |
| --- | --- | --- | --- | --- | --- | --- |
| No. | Labor according to 2024 plan | Labor as of  December 31, 2023 | Labor according to 2024 plan | Labor to be recruited | Recruitment time | Recruitment method |
| 1 | Technical labor | 94 | 96 | 2 | Based on production needs at each point in time | New recruitment |
| 2 | Service and support labor | 17 | 17 | 0 | Based on needs at the time | New recruitment |
| 3 | Management labor | 21 | 25 | 4 | Based on needs at the time | New recruitment |
| Total | | 132 | 138 | 6 |  |  |

Based on the approved 2024 plan targets, assign the Board of Directors to develop a detailed plan to ensure it aligns with the Company's actual situation in 2024 without reducing profits as per the General Mandate.

1. Approve the remuneration settlement for members of the Board of Directors and Supervisory Board in 2023. The monthly remuneration payment plan for members of the Board of Directors and Supervisory Board in 2024 is as follows:

a/ The total remuneration settlement value for Board of Directors and Supervisory Board members in 2023 is:

|  |  |  |  |  |
| --- | --- | --- | --- | --- |
| No. | Full name | Position | Remuneration | Note |
| 1 | Do Huy Hung | Chair of the Board of Directors | 41,040,000 |  |
| 2 | Nguyen Van Dung | Chair of the Board of Directors | 10,800,000 |  |
| 3 | Pham Duc Khiem | Member of Board of Directors | 45,360,000 |  |
| 4 | Ngo Minh Vinh | member of the Board of Directors | 45,360,000 |  |
| 5 | Tran Thu Huong | Chief of the Supervisory Board | 47,760,000 |  |
| 6 | Pham Thi Thuy Nga | Member of the Supervisory Board | 45,360,000 |  |
| 7 | To Toan Thang | Member of the Supervisory Board | 45,360,000 |  |
|  | Total |  | 281,040,000 |  |

b/ The monthly remuneration payment plan for Board of Directors and Supervisory Board members in 2024 is as follows:

|  |  |  |
| --- | --- | --- |
| No. | Position | Monthly remuneration |
| 1 | Chair of the Board of Directors | VND 4,320,000 |
| 2 | Member of the Board of Directors | VND 3,780,000 |
| 3 | Chief of the Supervisory Board | VND 3,980,000 |
| 4 | Member of the Supervisory Board | VND 3,780,000 |

This is the minimum level. During the year, based on business results, if the salary of the Company's managers is settled higher, the remuneration payment will increase correspondingly, but the maximum payment shall not exceed 20% of the managers' salary level.

1. Approve the proposal to authorize the Board of Directors to select an independent audit company to audit the Financial Statements of VVMI-Manufacturing and Materials Equipment Trading Joint Stock Company in 2024.

The General Meeting of Shareholders approves for the Board of Directors to select one of the three audit companies below to audit the Company's Financial Statements 2024:

* BDO Auditing Company Limited
* Vietnam Auditing and Evaluation Co., Ltd.
* HY Auditing and Consulting Company Limited;

(A summary table of the 03 audit companies is attached)

1. Approve the Proposal to authorize the Manager to sign goods supply contracts with Affiliated Persons under Article 167 of Enterprise Law No. 59/2020.

The General Meeting of Shareholders approves to authorize the Manager to sign goods supply contracts with Affiliated Persons under Article 167 of Enterprise Law No. 59/2020 (Related Persons are units within Vinacomin - Vietbac Mining Industry Holding Corporation and Vietnam National Coal and Mineral Industries Group - Vinacomin). In details:

a/ Cement bag purchase and sale contract with VVMI-Manufacturing and Materials Equipment Trading Joint Stock Company

* Goods name: PCB 40 cement bag
* Estimated quantity: 2,105,250 bags
* Estimated total contract value (VAT included): VND 11,970,872,550.
* Type of contract Fixed unit price
* Delivery location: At VVMI Tan Quang Cement Joint Stock Company
* Implementation time: 6 months since the effective date of the contract

(Draft contract attached)

b/ Cement bag purchase and sale contract with La Hien Cement Joint Stock Company - VVMI

* Goods name: KPK cement bag (PCB30; PCB 40)
* Estimated quantity: 3,968,395 bags
* Estimated total contract value (VAT included): VND 20,867,884,475.
* Type of contract Fixed unit price
* Delivery location: At VVMI La Hien Cement Joint Stock Company
* Implementation time: From the effective date of the economic contract to the end of June 30, 2024

Article 8: Organization of implementation

Assign the Board of Directors on behalf of the General Meeting of Shareholders to organize the implementation of this General Mandate. The Board of Directors is responsible for disclosing information to the Hanoi Stock Exchange and the State Securities Commission within 24 hours and posting it on the website: <http://www.vttbvietbac-vvmi.com.vn>; Shareholders please download at this address.