**DMS: Annual General Mandate 2024**

On April 17, 2024, DMC - Southern Petroleum Chemicals Joint Stock Company announced General Mandate No. 120/NQ-DHDCD-DMCS as follows:

‎‎Article 1. Approve the Report on summarizing production and business activities in 2023 and the plan and key tasks in 2024 of DMC - Southern Petroleum Chemical Joint Stock Company according to the content of Report No. 104/BC-DMCS dated April 5, 2024 of the Company. Some main targets:

1. Results of implementing the main targets of the production and business plan in 2023
* Consumption volume: 40,729.6 tons
* Revenue: VND 382.4 Billion
* Profit before tax: VND 2.01 billion
* Profit after tax: VND 1.19 Billion
* Payables to the State budget: VND 2.95 Billion
* Average income: VND 13.5 million/person/month
* Average labor productivity: VND 796.7 million/person/month
1. Production and business plan in 2024
* Revenue: VND 360.0 billion
* Profit before tax: VND 4.0 billion
* Profit after tax: VND 3.2 billion
* Payables to the State Budget: VND 1.5 billion
* Average income: VND 13.5 million/person/month
* Average labor productivity: VND 533.3 million/person/month
* Investment in basic construction: VND 1.0 billion (Investment construction, warehouse repair)

‎‎Article 2. Approve the Report on activities of the Board of Directors in 2023 and operational direction in 2024 of the Board of Directors of DMC - Southern Petroleum Chemicals Joint Stock Company

‎‎Article 3. Approve the Report on activities of the Supervisory Board in 2023, the operational plan in 2024.

‎‎Article 4. Approve the amendment to Article 25 of the Internal Regulations on Corporate Governance of DMC Company

‎‎Article 5. Approve the dismissal of members of the Board of Directors and members of the Supervisory Board, specifically:

Results of dismissal of members of the Board of Directors and members of the Supervisory Board:

|  |  |
| --- | --- |
| No. | Full name |
|
| I | Member of the Board of Directors |
| 1 | Mr. Nguyen Quoc Tuy |
| 2 | Ms. Nguyen Thi Ngoc Tuyen |
| II | Member of the Supervisory Board |
| 1 | Mr. Nguyen Y Linh |

‎‎Article 6. Approve results of additional election of members of the Board of Directors and members of the Supervisory Board of DMC Company, specifically as follows:

Results of election of members of the Board of Directors:

|  |  |
| --- | --- |
| No. | Full name |
| 1 | Mr. Mai Van Duy |
| 2 | Mr. Ngo Van Phong |

‎‎ Results of election of members of the Supervisory Board:

|  |  |
| --- | --- |
| No. | Full name |
| 1 | Mr. Hoang Le Ha  |

Article 7. Approve the Report on salary, bonus and remuneration of the Board of Directors and Supervisory Board, Manager in 2023 and salary, bonus and remuneration plan of the Board of Directors and Supervisory Board in 2024 according to Proposal No. 105/TTr-DMCS dated April 5, 2024.

In which:

* Implement salary, income and remuneration regime for the Board of Directors, Supervisory Board and Director in 2023:
* Total income of the Chair of the Board of Directors, members of the Board of Directors, Manager, Chief of the Executive Supervisory Board: VND 688,836,400.
* Total remuneration of members of the Board of Directors, Chief of the Supervisory Board, and non-executive supervisors: VND 192,000,000.
* Total income and remuneration of members of the Board of Directors, Manager, and supervisors: VND 880,836,400.
* Salary, bonus and remuneration plan for the Board of Directors, Supervisory Board and Manager in 2024 as follows:
1. Salary and bonus plan

Approve the salary and bonus regime for the Chair of the Board of Directors, executive members of the Board of Directors, Manager and Supervisory Board in 2024 is VND 957,236,520, implemented in accordance with the Regulations/Regulations on salaries and bonuses of DMC - Southern Petroleum Chemicals Joint Stock Company and adjusted in accordance with the Company's business and service results.

1. Remuneration plan:

Approve the remuneration regime for members of the Board of Directors, Supervisory Board, and non-executive Supervisors (except for members of the Board of Directors cum Manager) with the following specific levels:

* Non-executive member of the Board of Directors: VND 3,000,000 per month.
* Non-executive Chief of the Supervisory Board VND 3,000,000 per month.
* Non-executive member of the Supervisory Board: VND 2,000,000 per month.

‎‎Article 8. Approve the Audited Financial Statements 2023 of DMC Company

Article 9: Approve the profit distribution plan in 2023 and the profit distribution plan in 2024

1. Approve the profit distribution plan 2023

Approve results of business and service activities in 2023 of DMC - Southern Petroleum Chemicals Joint Stock Company with a total profit after tax of VND 1,189,705,579.

Approve the plan on dividends payment in cash in 2023 at a rate of 2% equivalent to VND 800,000,000 and Allow the Company to deduct the remaining profit after tax to distribute the bonus and welfare fund in 2023 with the amount of VND 389,705,579.

1. Approve the Plan on profit distribution and dividend payment in 2024

Total planned profit in 2024: VND 4,000,000,000

Profit after tax: VND 3,200,000,000

In 2024, after fulfilling tax obligations to the State and deducting related amounts, the expected plan for profit distribution is as the following rate:

* Expected dividends distribution: 7%/par value of share
* Expected appropriation for bonus and welfare fund (including bonus for the Executive Board): 7% of profit after tax

‎‎Article 10. Approve the selection of audit company in 2024 according to Proposal No. 103/TTr-BCS dated April 5, 2024 with the content:

The Meeting agrees to approve the content of selecting the audit company for the Financial Statements 2023 of DMC Company as one of the following three audit companies:

1. AFC Vietnam Auditing Company Limited
2. Vietvalues Assurance & Consulting Co.,LTD (VIETVALUES)
3. Southern Auditing & Accounting Financial Consulting Services Company Limited (AASCS).
* Assign the Manager to choose 1 (one) of the 3 (three) companies named above as the audit company for the Financial Statements 2024 of DMC Company on the basis of competitive service prices and audit quality meeting the Company's requirements.
* Assign the Manager to sign the audit contract after consulting the Company's Board of Directors to approve the draft contract.

‎‎Article 11. This General Mandate takes effect from April 17, 2024.

‎‎Article 12. The General Meeting of Shareholders assigns the Board of Directors, the Supervisory Board, and the Board of Managers of the Company to organize and implement the contents approved at the General Meeting on the basis of ensuring the interests of the Company and the interests of shareholders, in accordance with the company's organization and operation Charter and current legal regulations, the Departments within the Company to be responsible for implementing this General Mandate.