**NAP: Annual General Mandate 2024**

On April 15, 2024, Nghetinh Port Joint Stock Company announced General Mandate No. 01-24/NQ-DHDCD as follows:

‎‎Article 1.

Approve the Report on the activities of the Board of Directors of Nghetinh Port on the results of operations in 2023 and the plan for 2024.

‎‎Article 2.

Approve the Report of the General Manager of Nghetinh Port on the production and business plan, investment in 2023 and assessment of the production and business situation in 2024.

‎‎Article 3.

Approve the Assessment Report of the Independent Member of the Board of Directors for 2023.

‎‎Article 4.

Approve the Report of the Supervisory Board of Nghetinh Port on the results of supervising the production and business activities of Nghetinh Port, supervising the Board of Directors and General Manager of Nghetinh Port in 2023; Directions for activities in 2024.

‎‎Article 5.

Approve the audited Financial Statements of Nghetinh Port Joint Stock Company for 2023.

Some main targets are as follows:

|  |  |  |
| --- | --- | --- |
| No. | Target | Amount (VND) |
| Financial situation |
| 1 | Total assets | 309,519,560,387 |
| 1.1 | Short-term assets: | 57,802,708,451 |
| 1.2 | Long-term assets: | 251,716,851,936 |
| 2 | Total capital sources | 309,519,560,387 |
| 2.1 | Payables | 68,108,204,505 |
| 2.2 | Owners’ equity | 241,411,355,882 |
|  | * Owner's investment capital
 | 215,172,000,000 |
|  | * Investment and development fund.
 | 4,845,748,399 |
|  | * Undistributed profit after tax
 | 21,393,607,483 |
| Business result: |
| 1 | Total revenue | 242,376,861,079 |
| 1.1 | Net revenue | 237,256,266,296 |
| 1.2 | Revenue from financial activities | 3,384,035,661 |
| 1.3 | Other incomes: | 1,736,559,122 |
| 2 | Total profit before tax | 26,386,626,147 |
| 3 | Current corporate income tax expense | 4,993,018,664 |
| 4 | Profit after tax | 21,393,607,483 |
| 5 | Basic earning per share: | 994 |

‎‎Article 6.

Approve the Profit Distribution Plan 2023 of Nghetinh Port.

The plan for distribution, appropriation of funds from profit after tax and dividend payment in 2023 is as follows:

|  |  |  |  |
| --- | --- | --- | --- |
| No. | Target | Amount (Million VND) | Rate(%) |
| 1 | Profit after tax in 2023 | 21,393,607,483 |  |
| 2 | Foreign exchange difference profit due to year-end revaluation | 829,471,327 |  |
| 3 | Distributed profit after tax | 20,564,136,156 |  |
| 4 | Appropriation for investment and development funds | 4,943,618,332 | 24.04% |
| 5 | Appropriation for bonus and welfare funds | 2,182,013,324 | 10.61% |
| 6 | Appropriation for bonus fund for Executive Board | 528,184,500 | 2.57% |
| 7 | Profit after tax for dividend payment | 12,910,320,000 | 6% |

‎‎Article 7.

Approve the Total remuneration and salary of the Board of Directors and Supervisory Board in 2023 and the Remuneration and salary plan for 2024 of the Board of Directors and Supervisory Board

Salary and remuneration fund of the Board of Directors and Supervisory Board of Nghetinh Port in 2023:

* The total remuneration approved by the Annual General Meeting of Shareholders in 2023 is: VND 360,000,000, in which:

+) Remuneration paid to the Board of Directors: VND 204,000,000

+) Remuneration paid to the Supervisory Board: VND 156,000,000

* The total remuneration that the Company has paid and proposes the General Meeting of Shareholders to approve is: VND 360,000,000, in which:

+) Total remuneration of the Board of Directors is: VND 204,000,000

+) Total remuneration of the Supervisory Board is: VND 156,000,000

* Total salary fund of the executive Chair of the Board of Directors in 2023: VND 933.12 million;

Planned salary and remuneration fund for 2024 of the Board of Directors and Supervisory Board:

The total planned remuneration for 2024 is VND 582,000,000, specifically:

* Remuneration of the Board of Directors: VND 330,000,000

+) The excutive Chair of the Board of Directors does not receive remuneration

Vice Chair of the Board of Directors: VND 8,000,000/member/month.

Member of the Board of Directors: VND 6,500,000/member/month.

* Remuneration of the Board of Directors: VND 252,000,000

Chair of the Supervisory Board: VND 8,000,000/member/month.

Member of the Supervisory Board: VND 6,500,000/member/month.

* Total salary fund of the excutive Chair of the Board of Directors: VND 589.4 Million.

Article 8. Regarding personnel work at the General Meeting:

* Approve the content of dismissing Ms. Nguyen Thi Minh Thu, Member of the Supervisory Board of Nghetinh Port at the end of the term. (According to Proposal No. 04/TTr-DHDCD dated April 15, 2024 of the Board of Directors of Nghetinh Port).
* Approve the content of additional election of a member of the Supervisory Board of Nghetinh Port for the term 2020 - 2025 (According to Proposal No. 05/TTr-DHDCD dated April 15, 2024 of the Board of Directors of Nghetinh Port).

Results of the additional election of a member of the Supervisory Board of Nghetinh Port for the term 2020 - 2025: Ms. Phan Thi Nhi Ha was elected with a ratio of 48/48 votes, equivalent to: 20,860,560 voting shares, reaching 100%.

‎‎Article 9.

Approve the Production, Business and Investment Plan 2024 of Nghetinh Port Joint Stock Company.

* Regarding the Production and Business Plan

|  |  |  |  |
| --- | --- | --- | --- |
| No. | Items | Unit | Plan for 2024 |
| 1 | Output | Tons | 4,300,000 |
| 2 | Revenue | Million VND | 200,000 |
| 3 | Profit | Million VND | 20,000 |
| 4 | Dividends (%) | VND 550/CP |  |

* Regarding the Investment Plan

|  |  |  |  |  |
| --- | --- | --- | --- | --- |
| No. | Items | Units | Total investment | Capital plan in 2024 |
| I | Investment projects carried over from 2023 | Million VND | 34,230 | 33,944 |
| 1 | Construction investment projects | Million VND |  |  |
| 2 | Equipment purchase project | Million VND | 34,230 | 33,944 |
| 2.1 | Project to invest in 02 fixed pedestal cranes for production and business at Cua Lo Construction Enterprise | Million VND | 34,230 | 33,944 |
| II | Project started in 2024 | Million VND | 13,700 | 13,700 |
| 1 | Construction investment projects | Million VND | 5,000 | 5,000 |
| 1.1 | Construction investment project to upgrade internal roads of Cua Lo Port | Million VND | 5,000 | 5,000 |
| 2 | Equipment purchase project | Million VND | 8,700 | 8,700 |
| 2.1 | Project to invest in 01 crawler excavator | Million VND | 5,000 | 5,000 |
| 2.2 | Project to invest in 01 car (high chassis) for production and business | Million VND | 3,000 | 3,000 |
| 2.3 | Project to invest in 02 Bag conveyors | Million VND | 700 | 700 |
|  | Total | Million VND | 47,930 | 47,644 |

‎‎Article 10.

Approve the Selection of an audit company for the Financial Statements 2024 of Nghetinh Port.

1. Select an independent audit company that simultaneously satisfies the following criteria:

Is an audit company with a reputation for audit quality, eligible to audit public companies in Vietnam; belongs to the list of qualified auditing companies announced annually by the Ministry of Finance.

Is a Company with a team of highly qualified and experienced auditors in the seaport field;

The audit company has no conflict of interest when performing the audit of the Financial Statements for the Company (the audit of the Financial Statements must be independent from the consulting on preparing the Financial Statements);

Has a reasonable audit fee suitable to the content, scope, quality and progress of the audit of Nghetinh Port.

1. List of audit companies proposed by the Company's Supervisory Board:

+) AASC Auditing & Accounting Co., Ltd.

UHY Auditing and Consulting Company Limited

A&C Auditing and Consulting Company Limited

1. The General Meeting authorizes the Board of Directors of the Company to select a reputable independent audit company, ensuring compliance with current legal regulations.

‎‎Article 11. Terms of enforcement

This General Mandate was approved by the Annual General Meeting of Shareholders 2024 of Nghetinh Port Joint Stock Company and takes effect from April 15, 2024.

The General Meeting assigns the Board of Directors of Nghetinh Port to implement the contents of the General Mandate of the Annual General Meeting of Shareholders 2024 of Nghetinh Port Joint Stock Company.