**PIS: Annual General Mandate 2024**

On April 19, 2024, Binh Dinh Pisico Corporation JSC announced General Mandate No. 18/NQ-DHDCD as follows:

1. Approve the report contents of the Board of Management, the Board of Directors, the Supervisory Board and production and business of the entire system in 2023 with revenue of VND 1,683.771 billion, profit of VND 96.285 billion, average income of labor reached VND 8.35 million/person/month, contributing VND 18.111 billion to the State Budget. In which, according to the Financial Statements of Holding Company as follows:

* Revenue: VND 187,911,643,851.
* Profit before tax: VND 33,378,539,353.
* Profit after tax: VND 31,106,752,756.

1. Approve the Financial Statements 2023 of Holding Company and the Consolidated Financial Statements 2023 audited by FAC Auditing Company Limited.
2. Approve the dividends distribution plan, appropriation of funds from profit after tax in 2023, and dividends advancement in 2024:
   1. Dividends distribution plan, appropriation of funds from profit after tax in 2023 are as follows:

|  |  |  |  |
| --- | --- | --- | --- |
| No. | Distribution of profit after tax | Amount | Note |
| I | Undistributed profit after tax | 31,220,697,142 |  |
| 1 | Accumulated profit to the end of the previous year | 113,944,386 |  |
| 2 | Profit in 2023 | 31,106,752,756 |  |
| II | Distribution of profit after tax | 950,000,000 |  |
| 1 | Appropriation for bonus for the Executive Board from profit after tax in 2023. | 150,000,000 |  |
| 2 | Appropriation for bonus and welfare fund from profit after tax in 2023. | 800,000,000 |  |
|  | In which: |  |  |
|  | - Bonus fund (35.00%) | 280,000,000 |  |
|  | - Welfare fund (65.00%) | 520,000,000 |  |
| III | Remaining undistributed profit after tax | 30,270,697,142 |  |

* 1. Dividend advancement Plan in 2024:

Approve the dividend advancement in 2024. Approve the authorization for the Board of Directors, depending on the business results, business plans and ensuring cash flow optimization, to have full authority to decide on all issues related to the advance of dividends in 2024, including whether or not to advance dividends, the level of advance dividends, payment time and payment method, and other issues related to advancement of dividends to shareholders.

1. Approve the production and business plan targets for 2024 as follows:

* Revenue of the entire system: VND 2,005 billion; increased by 19% compared to 2023 Results.
* Profit of the entire system: VND 103 billion, increased by 7% compared to 2023 result.
* Strive to increase the labor average income by over 6% compared to 2023 Results and implement well the regimes for employees according to the provisions of law.
* Make payments to the State Budget accurately, fully, and promptly according to the regulations.
* Continue to maintain good social securities work, demonstrating the business’s responsibility to the community.

In which, the targets of holding company are as follows:

* Revenue of Holding Company: VND 250 billion, increase by 33% compared to 2023 Results.
* Profit after tax of Holding Company: VND 40 billion, increase by 20% compared to 2023 Results.
* Dividend payment rate: 12 % of charter capital or more.

1. Approve the policy, target, orientation, and main solutions according to the report of the Board of Directors and the Board of Management. In which, approves the implementation of investment content as follows:

* Continue to implement the project according to the approved Annual General Mandate 2023. At the same time, authorize the Board of Directors to proactively handle procedure documents to ensure the project is implemented according to the regulations and state management policy including:
* PISICO social housing project
* Anh Viet Residential Area Project
* Complete legal procedures and completing basic construction investment to put into operation the Wood Chip Processing Factory Project in M'Drak District, Dak Lak Province.
* Continue to strengthen support member units in researching legal procedures, policies to implement key projects at units such as:
* P.B.C Joint Stock Company Project to relocate Nhon Binh Industrial Park out of Quy Nhon City.
* PISICO HR ONne Member Co., Ltd Vocational training Center and labor supply abroad project in Long Van Urban Area, Tran Quang Dieu Street
* Qui Nhon Woodchip Co., LTD Bong Son Wood Chip Processing Factory Project - phase 2 in Thiet Dinh Village, Bong Son Ward, Hoai Nhon Town.

1. Approve the transactions with affiliated parties as follows:
   1. Businesses with which Binh Dinh Pisico Corporation JSC signs contract and transact. According to the attached list and any subsidiaries, joint ventures, affiliated individuals and organizations of PDMR of Binh Dinh Pisico Corporation JSC
   2. Subjects of contracts and transactions: Buy and sell products and goods that Binh Dinh Pisico Corporation JSC does business in; borrow and lend capital (borrowing and lending activities comply with the provisions of Article 293 of Decree No. 155/2020/ND-CP dated December 31, 2020 of the Government) and other transaction contracts under the authority of the Board of Directors in accordance with the provisions of the Company's Charter and other provisions of law.
   3. Validity period of contracts and transactions: take effect from the date of its signing.
   4. The General Meeting of Shareholders approves on the authorization to the Board of Management of Binh Dinh Pisico Corporation JSC to decide to sign and implement contracts, transactions (including the extension of signed contracts and transactions) between Binh Dinh Pisico Corporation JSC and the above businesses in accordance with the provisions of law and be responsible to the Board of Directors and the General Meeting of Shareholders for signing and implementing contracts.

(List of affilated businesses attached)

1. Approve the salaries and remunerations implemented in 2023 for the Manager of Binh Dinh Pisico Corporation JSC, the Supervisory Board of Binh Dinh Pisico Corporation JSC as follows:

* The salary fund of Executive Chair of the Board of Directors, the General Manager, the Deputy General Manager, the Executive Chief of Supervisory Board, and the Cheif Accountant implemented in 2023 is: VND 2,533,224,000;
* Remuneration of members of the Board of Directors in 2023: VND 144,000,000; The spending level for each member is implemented according to General Mandate No. 14/NQ-DHDCD dated March 25, 2023 of the Annual General Meeting of Shareholders 2023.
* Remuneration of non-executive members of the Board of Directors: VND 2,500,000/person/month X 12 months X 2 persons = VND 60,000,000

1. Approve the salary and remuneration plan for 2024 of the Manager of Binh Dinh Pisico Corporation JSC, the Supervisory Board of Binh Dinh Pisico Corporation JSC as follows:

* Assign the Board of Directors to consider and decide on the salary of the Executive Chair of the Board of Directors, the General Manager, the Deputy General Manager, the Executive Chief of the Supervisory Board, and the Chief Accountant of Binh Dinh Pisico Corporation JSC according to the results of completing tasks and planned targets for 2024 approved and will report for approval at the General Meeting of Shareholder 2025.
* Remuneration for the non-executive Deputy Chair of Board of Directors: VND 7,000,000/person/month
* Remuneration of non-executive members of the Board of Directors: VND 5,000,000/person/month;
* Remuneration of non-executive members of the Board of Directors: VND 2,500,000/person/month;

1. Approve the selection of an audit company for the Financial Statements 2024 of the Company. Authorize the Board of Directors to proactively make selection in accorddance with regulations.

The General Meeting of Shareholders approves assigning the Board of Directors of Binh Dinh Pisico Corporation JSC to direct, organize the effective implementation of the General Mandate. The Supervisory Board of Binh Dinh Pisico Corporation JSC controls the implementation of the Annual General Mandate 2024 and contents approved according to this General Mandate.