**TN1122016: Annual General Mandate 2024**

On April 16, 2024, TNS Holdings Service Trading Joint Stock Company announced General Mandate No. 02/2024/NQ-DHDCD as follows:

Article 1. Approve the Report on the activities of the Board of Directors in 2023 and the operational orientation for 2024

Article 2. Approve the Report on the activities of the Independent Board Member in the Audit Committee in 2023 and the orientation for 2024.

Some consolidated financial expenditures achieved in 2023 are as follows:

|  |  |  |  |
| --- | --- | --- | --- |
| Targets | 2023 | 2022 | Increase/Decrease |
| (Billion VND) | Billion VND | Billion VND | (Billion VND) | % |
| Net revenue | 978.88 | 899.73 | 79.15 | 8.8% |
| Gross profit | 253.92 | 254.82 | (0.90) | -0.4% |
| Profit after tax | 51.84 | 55.39 | (3.54) | -6.4% |

‎‎Article 3. Approve the Audited Financial Statement 2023.

Article 4. Approve the profit distribution plan in 2023 and the dividend payment plan for 2024

1. Plan on profit distribution in 2023;

Based on the Consolidated Financial Statements for 2023, the plan for profit distribution in 2023:

1. Undistributed profit after tax in 2023. VND 50,936,946,875
2. Undistributed profit after tax up to 2022 is: VND 89,021,016,728
3. Total distributable profit after tax is: VND 139,957,963,603
4. Expected profit distribution: VND 74,498,925,000. In which:
* Profit used to pay dividend to shareholders: VND 74,498,925,000
* Profit to extract for investment and development fund: VND 0
* Profit to extract for bonus and welfare fund: VND 0;
1. Dividend payment plan for 2023:
2. Form of dividend payment in 2023: Paid in shares and cash
3. Payment rate: 15%, of which:
* 10% in shares (100:10) (Shareholders owning 100 shares receive 10 new shares).
* 5% in cash (Shareholders receive VND 500 per share owned)
1. Source of capital for payment: The Company's undistributed profit after tax
2. Plan for dividend payment in cash

Assign the Board of Directors to decide on related contents to ensure the completion of cash dividend payment under applicable laws and the Company's Charter.

1. Plan for dividend payment in shares

Plan on handling fractional shares: Assign the Board of Directors to decide.

Listing: The additional shares issued for dividend payment are listed immediately after completing the payment in accordance with the law.

1. Assignment of implementation:

Assign the Board of Directors of the Company to consider and decide the time of dividend payment in shares and other detailed contents, organize the issuance of shares to pay dividends and all other work and procedures to complete the payment, registration, depository, and additional listing of shares on the Ho Chi Minh City Stock Exchange, increase the Company's charter capital corresponding to the number of shares issued on the basis of full compliance with applicable laws and the Company's Charter.

Authorize the Managing Director of the Company to sign and issue the Appendix to the Company's Charter to record the new charter capital of the Company corresponding to the results of share issuance to pay dividends.

1. Dividend payment plan in 2024

Expected dividend payout rate for shareholders: 15%

The General Meeting assigns the Board of Directors of the Company to calculate appropriate plans and timing according to the Company's business results and capital needs in accordance with the law.

Article 5: Approve the remuneration of members of the Board of Directors and Audit Committee in 2023; Plan for remuneration of members of the Board of Directors and Audit Committee in 2024.

‎‎Article 6. Approve the business plan for 2024

Approve the Business Plan for 2024, specifically:

|  |  |
| --- | --- |
| Targets | 2024 Plan (billion VND) |
| Net revenue | 960 |
| Profit after tax | 57 |

‎‎Article 7. Approve the Plan on selection of audit company for the Financial Statements 2024

Article 8: Approve the amendment to the Company’s Charter.

‎‎Article 9. The General Meeting assigns the Board of Directors, Audit Committee and Managing Director of the Company to be responsible for directing and organizing the implementation of the General Mandate under applicable laws and the Company's Charter.

‎‎Article 10. This General Mandate takes effect from the date of its signing.

The Board of Directors, the Audit Committee, the General Manager, the Departments, Divisions, Units and related individuals in the Company are responsible for implementing this General Mandate.