**LHC: Annual General Mandate 2024**

On April 20, 2024, Lam Dong investment hydraulic construction JSC announced General Mandate No. 01/NQ-DHDCD24-LHC as follows:

‎‎Article 1. Approve the Report on the governance of the Board of Directors and the production and business activities in 2023.

Approve the Audited Separate and Consolidated Financial Statements 2023, including: The auditor’s report; the Balance Sheet; Report on the results of production and business activities, cash flow statement; Footnotes of the Financial Statements. The specific results of production and business activities are as follows:

Consolidated production and business results in 2023:

Unit: Million VND

|  |  |  |
| --- | --- | --- |
| No. | Target | Amount |
| 1 | Net revenue | 1,119,271 |
| 2 | Cost of goods sold | 842,466 |
| 3 | Gross profit | 276,805 |
| 4 | Revenue from financial activities | 5,898 |
| 5 | Financial expenses | 4,671 |
| 6 | Selling expense | 3,162 |
| 7 | General and administrative expense | 119,001 |
| 8 | Net profit from business activities | 155,868 |
| 9 | Other incomes | 10,771 |
| 10 | Other expenses | 5,347 |
| 11 | Other profits | 5,424 |
| 12 | Total profit before tax | 161,293 |
| 13 | Current corporate income tax expense | 34,085 |
| 14 | Deferred corporate income tax expense | 933 |
| 15 | Profit after tax | 126,274 |
| 16 | Profit after tax of the Holding Company | 81,668 |
| 17 | Profit after tax of non-controlling shareholders | 44,606 |
| 18 | Basic earnings per share (EPS) (VND) | 5,671 |
| 19 | Diluted earnings per share | 5,671 |

‎‎Article 2. Approve the Report on activities of the Supervisory Board in 2023

‎‎Article 3. Approve the Audited Financial Statements 2023.

The General Meeting of Shareholders approves the Audited Separate and Consolidated Financial Statements 2023, including:

1. Report of the General Manager;
2. Report of independent auditor;
3. Balance sheet
4. Report on production and business activities results
5. Cash flow statement;
6. Financial Statements Footnotes;

‎‎Article 4. Approve the Plan on Profit Distribution of the Holding Company in 2023

The General Meeting of Shareholders approves the profit distribution plan in 2023. Specifically:

|  |  |  |  |
| --- | --- | --- | --- |
| No. | Explanation | Rate | In 2023 |
| 1 | Profit after tax |  | 37,080,540,335 |
| 2 | Profit distribution: |  | 37,080,540,335 |
|  | Dividend payment of 25% of the outstanding shares | 97.09% | 36,000,000,000 |
|  | Bonus and welfare fund | 0.81% | 300,000,000 |
|  | Investment and development fund | 2.10% | 780,540,335 |

* Assign the Finance and Accounting Division to implement as per Law on Accounting.

‎‎Article 5. Approve the production and business plan, dividend payment and investment plan in 2024.

The General Meeting of Shareholders approves the production and business plan, dividend payment and investment plan in 2024. Specifically:

|  |  |  |  |
| --- | --- | --- | --- |
| No. | Explanation | The Separate 2024 plan of the Holding Company | The Consolidated 2024 Plan |
| 1 | Net revenue | VND 200 billion | VND 1,100 billion |
| 2 | Profit before tax | VND 28.8 billion | VND 103.5 billion |
| 3 | Dividends distributed to shareholders: | 15%-25% |  |
| 4 | Investment for buying fixed assets | VND 4-10 billion |  |
| 5 | Depreciation of fixed assets | VND 4-10 billion |  |
| 6 | Investment into subsidiaries | Up to VND 150 billion. |  |

Assign the Board of Directors to decide based on the production and business situation in 2024.

‎‎Article 6. Approve the selection of an audit company for the Financial Statements 2024

The General Meeting of Shareholders approves the selection of an audit company for the Financial Statements 2024. Specifically:

The list of audit companies expected to audit the Financial Statements 2024 of Lam Dong investment hydraulic construction JSC includes:

1. RSM Vietnam Auditing & Consulting Limited;
2. AASC Auditing Firm Company Limited
3. A&C Auditing and Consulting Company Limited

Authorize the Board of Directors to select of the listed audit companies.

‎‎Article 7. Approve the total amount of remuneration for the Board of Directors and the Supervisory Board in 2023 and decide on the salary and remuneration for the Board of Directors and the Supervisory Board in 2024.

1. Approve the total amount of remuneration for the Board of Directors and the Supervisory Board in 2023 of: VND 1,738,611,727 (including the salary, remuneration, bonus, and other benefits for the Board of Directors and the Supervisory Board, for the Chair of the Board of Directors only, including the compulsory insurance expenses from July 01, 2020 until now).
2. Decide on the salary and remuneration for the Board of Directors and the Supervisory Board in 2024 as follows:

|  |  |
| --- | --- |
| * 1. Chair of the Board of Directors:   (Excluding the compulsory insurance expenses) | VND 60,000,000/person/month; |
| * 1. Vice Chair of the Board of Directors: | VND 10,000,000/person/month; |
| * 1. Members of the Board of Directors and Chief of the Supervisory Board: | VND 5,000,000/person/month; |
| * 1. Members of the Supervisory Board: | VND 2,000,000/person/month; |

Moreover, the Board of Directors and the Supervisory Board can also receive 10% over the profit exceeding the plane assigned by The General Meeting of Shareholders. The source of remuneration for exceeding the plan is proposed to assign the Board of Directors to balance from companies in the system.

‎‎Article 8. Approve the following content: Not pay dividend at Lam Dong Minerals & Building Materials Joint Stock Company of 65% of profit after tax in 2023 to maintain business operation.

‎‎Article 9. Approve the dismissal of member of the Board of Directors and elect additional member of the Board of Directors.

1. Approve the dismissal of member of the Board of Directors of Mr.: Tran Hung Phuong.
2. Approve the election of 01 additional member of the Board of Directors to carry out the rights and duties of the Board of Directors as per the provisions of the law and Company’s Charter.

‎‎Article 10. Approve the information of the candidate - Ms. Ngo Thu Huong to add to the list of the election for additional member of the Board of Directors for the remaining time of the term of the current Board of Directors (2021-2025)

‎‎Article 11. Approve the election result of additional member into the Board of Directors for the term of 2021-2025.

* Ms. Ngo Thu Huong
* ID No. 001177045450; issued on November 12, 2021; Place of issue: Police Department on Administrative Management of Social Order
* Permanent address: No. 27, C27 Street, Ward 12, Tan Binh District, Ho Chi Minh City
* Qualification: Bachelor of Accounting - Auditing

The list of members of the Board of Directors in the trrm of 2021-2025 after the election:

|  |  |
| --- | --- |
| 1. Mr. Le Dinh Hien | Chair |
| 1. Mr. Tran Viet Thang | Vice Chair |
| 1. Mr. Ly Chu Hung | Member |
| 1. Mr. Phan Cong Ngon | Independent member |
| 1. Ms. Ngo Thu Huong | Member |

‎‎Article 12. Approve the adjustment of Clause 2, Clause 3, Article 28 of the Company’s Charter

|  |  |
| --- | --- |
| The current Company’s Charter | The adjusted Company’s Charter |
| ‎‎Article 28. Remuneration, bonus, and other benefits of members of the Board of Directors | ‎‎Article 28. Salary, remuneration, bonus, and other benefits of members of the Board of Directors |
| 2. Members of the Board of Directors can enjoy working remuneration and bonus. The working remuneration is calculated as per the needed workdays to finish the task of members of the Board of Directors and daily remuneration. The Board of Directors estimates the remuneration for each member based on agreement principle. The total remuneration and bonus of the Board of Directors is decided by the General Meeting of Shareholders at the annual meeting. | 2. Members of the Board of Directors can enjoy salary, working remuneration, and bonus. Salary and working remuneration are calculated as per the needed workdays to finish the task of members of the Board of Directors and daily salary and remuneration. The Board of Directors estimates the salary and remuneration for each member based on agreement principle. The total salary, remuneration, and bonus of the Board of Directors is decided by the General Meeting of Shareholders at the annual meeting. |
| 3. The remuneration of each member of the Board of Directors is included in the business expenses of the Company as per provisions of the Law on corporate income tax, shown as a separate item in the Annual Financial Statements of the Company and must be reported to the General Meeting of Shareholders at the annual meeting | 3. Salary and remuneration of each member of the Board of Directors are included in the business expenses of the Company as per provisions of the Law on corporate income tax, shown as a separate item in the Annual Financial Statements of the Company and must be reported to the General Meeting of Shareholders at the annual meeting |

The General Meeting of Shareholders authorizes the Board of Directors to manage the implementation of the adjustment of the Company's Charter as per the provisions of the law.

‎‎Article 13. Approve the content of increasing the number of members of the Board of Directors of the Company from 05 to 07 people

Implementation Time: In 2026

‎‎Article 14. Approve the General Mandate

The General Mandate has been approved at the 24th Annual General Meeting of Shareholders 2024 dated April 20, 2024

This General Mandate takes effect from the date of its signing. The Board of Directors of Lam Dong investment hydraulic construction JSC is responsible for implementing and leading the Company to correctly implement the contents of this General Mandate.