**MND: Annual General Mandate 2024**

On April 17, 2024, Nam Dinh Environment Joint Stock Company announced General Mandate No. 154/2024/NQ-DHDCD as follows:

‎‎Article 1. Approve the following reports:

* Report of the Board of Managers on the results of production and business activities in 2023 and the business plan for 2024.
* Report on the activities of the Board of Directors of Nam Dinh Environment Joint Stock Company in 2023;
* Report on supervision of the Company's activities by the Supervisory Board in 2023

‎‎Article 2. Approve the audited financial statements 2023 of the Company.

‎‎Article 3. Approve the production and business results, the plan on profit distribution, dividend payment of 2023 and the plan for 2024:

Unit VND

|  |  |  |  |  |
| --- | --- | --- | --- | --- |
|  | No. | Target | 2023 | Plan for 2024 |
|  | - | Total asset value | 44,779,452,791 |  |
|  | - | Owners’ equity | 25,151,668,610 |  |
|  | I | Total revenue: | 81,513,965,253 | 84,500,000,000 |
|  | II | Profit before tax | 3,307,276,172 | 3,374,762,040 |
|  | III | Profit after tax | 2,351,092,570 | 2,699,809,632 |
|  | IV | Appropriation for funds | 986,969,137 |  |
|  | 4.1 | Appropriation for investment and development funds | 0 | 0% - 10% of profit after tax after offsetting previous years' losses |
| 4.2 | Bonus fund -17%, Welfare fund -18.23% | 828,246,734 | Maximum not exceeding 3 months of actual salary of employees after offsetting previous years' losses (According to Decree No. 53/2016/ND-CP) |
| 4.3 | Bonus fund for the Executive Management Board -6.75% | 158,722,403 | Maximum not exceeding 1.5 months of average actual salary (According to Decree No. 53/2016/ND-CP) |
| V | Remaining profit after offsetting previous years' losses and appropriation to funds | 1,364,123,433 |  |
| VI | Accumulated distributable profit from previous years | 281,732,817 |  |
| VII. | Dividend advances paid in 2023 | 0 |  |
| VIII | Total accumulated profit for 2023 dividend payment(VII=V+VI-VII) | 1,645,856,250 |  |
| IX | Dividend payment/Expected dividend payout rate (7.5% x charter capital) | 1,645,856,250 | The remaining % of profit after tax after offsetting previous years' losses and appropriation to funds (-6%) |
| X | Retained profit | 0 | 0 |

‎‎Article 4. Approve the plan for salary and remuneration payment to the Board of Directors and Supervisory Board in 2024 as follows:

* 1. Actual salary and remuneration of the Board of Directors and Supervisory Board in 2023:

|  |  |  |  |  |
| --- | --- | --- | --- | --- |
| No. | Content | Quantity | Monthly remuneration (VND/person/month) | Total actual salary and remuneration in 2023 (VND) |
| 1 | The Board of Directors | 04 |  | 1,173,392,136 |
|  | Member of the Board of Directors |  | 1,500,000 |  |
| 2 | The Supervisory Board | 03 |  | 353,546,942 |
|  | Members of the Supervisory Board |  | 600,000 |  |
|  | Total |  |  | 1,526,939,078 |

* 1. Planned salary and remuneration of the Board of Directors and Supervisory Board in 2024:

|  |  |  |  |  |
| --- | --- | --- | --- | --- |
| No. | Content | Quantity | Monthly remuneration (VND/person/month) | Total planned salary and remuneration in 2024 (VND) |
| 1 | The Board of Directors | 05 |  | 1,185,392,136 |
|  | Member of the Board of Directors |  | 1,500,000 |  |
| 2 | The Supervisory Board | 03 |  | 278,400,000 |
|  | Members of the Supervisory Board |  | 600,000 |  |
|  | Total |  |  | 1,463,792,136 |

‎‎Article 5. Approve the proposal on criteria for selecting an audit company for the Financial Statements in 2024 and authorize the Board of Directors to select an appropriate audit company;

The Annual General Meeting of Shareholders 2024 approved the criteria and authorized the Board of Directors to select an appropriate audit company.

‎‎Article 6. Approve the dismissal of members of the Supervisory Board;

The General Meeting of Shareholders of the Company approves the Proposal to dismiss Mr. Tran Trong Thanh from the Supervisory Board for the term 2021-2026 due to his resignation letter.

‎‎Article 7. Approve the dismissal and additional election of members of the Company's Board of Directors.

* The General Meeting of Shareholders of the Company approves the Proposal to dismiss and additionally elect members of the Company's Board of Directors for the term 2021-2026 with the following contents (The Proposal for additional election of members of the Board of Directors is attached):
* Approve the dismissal of Ms. Nguyen Thi Hien as a member of the Company's Board of Directors.
* Approve the number of additional members to be elected to the Company's Board of Directors: 02 person
* Approve the Regulation on additional election of members of the Company's Board of Directors.
* Approve the List of candidates for the Board of Directors:

|  |  |  |  |  |  |
| --- | --- | --- | --- | --- | --- |
| No. | Full name- | Date of birth | Address | Qualification | HanoiBusiness trip |
| 1 | Mr. Vu Van Pha | October 30, 1983 | Nam Giang - Nam Truc - Nam Dinh | Bachelorof Law | Nam Truc Green Environment Company Limited |
| 2 | Ms. Trieu Thi Mo | February 24, 1973 | 505 Tran Thai Tong - Loc Vuong - Nam Dinh | Bachelor of Accounting; | Nam Dinh Environment Joint Stock Company |

* Approve the results of the additional election of members of the Company's Board of Directors: Based on the Election Regulations and the results of the ballot counting for the additional election of members of the Company's Board of Directors, Ms. Trieu Thi Mo and Mr. Vu Van Pha have been elected to the Company's Board of Directors for the term 2021-2026.

‎‎Article 8. The General Meeting of Shareholders authorizes the Board of Directors, based on the objectives, tasks and plans approved by the Annual General Meeting of Shareholders 2024 of Nam Dinh Environment Joint Stock Company, to organize the implementation of this General Mandate in accordance with the provisions of the Law and the Company's Charter.

‎‎Article 9. Terms of enforcement:

This Annual General Mandate was approved by the General Meeting of Shareholders and takes effect from the date of its signing.