**VMC: Annual General Mandate 2024**

On April 19, 2024, Vimeco JSC announced General Mandate No. 01/2024/NQ-DHDCD as follows:

‎‎Article 1. Approve the production and business results in 2023 and plan for 2024 according to Report No. 201/2024/BC-TGD dated March 29, 2024 by the Executive Board

Result of the business activities 2023

Unit: Billion VND

|  |  |  |  |
| --- | --- | --- | --- |
| Targets | 2023 Plan  | 2023 Results  | Compared with (%)2023 Plan |
| 1 Consolidation of the Company |  |  |  |
| Total revenue | 1,524.50 | 1,172.41 | 77% |
| Profit after tax | 8.86 | 4.66 | 53% |
| 2 Holding Company |  |  |  |
| Total revenue | 1,515.46 | 1,161.25 | 77% |
| Profit after tax | 8.50 | 4.66 | 55% |
| Dividend/ share  | 15% | Expected 10% | 67% |

2024 Plan:

Unit: Billion VND

|  |  |  |  |
| --- | --- | --- | --- |
| Targets | 2023 Results  | 2024 Plan | Compared with (%) |
| 1 Consolidation of the Corporation |  |  |  |
| Total revenue | 1,172.41 | 1,211.35 | 103% |
| Profit before tax | 11.495 | 11.555 | 101% |
| 2 Holding Company |  |  |  |
| Total revenue | 1,161.25 | 1,201.35 | 103% |
| Profit before tax | 11.492 | 11.550 | 100% |
| Dividend/ share rate | Expected 10% | Expected 10% | 100% |

‎‎Article 2. Approve the Audited Financial Statements 2023 according to Proposal No. 202/2024/TTr-HDQT dated March 29, 2024 by the Board of Directors of the Company.

‎‎Article 3. Approve the Report on the activities of the Board of Directors and each member of the Board of Directors, orientations and tasks in 2024 as per Report No. 203/2024/BC-HDQT dated March 29, 2024 by the Board of Directors of the Company

‎‎Article 4. Approve Report No. 204/2024/BC-BKS dated March 29, 2024 by the Supervisory Board.

‎‎Article 5. Approve the selection of an independent audit company to review, audit the Financial Statements 2024 by the Company according to Proposal No. 205/2024/TTr-BKS dated March 29, 2024 by the Supervisory Board.

‎‎Article 6. Approve the plan on profit after tax distribution in 2023; plan on transferring the Investment and Development Fund according to Proposal No. 206/2024/TTr-HDQT dated March 29, 2024 by the Board of Directors.

1. Accumulated undistributed profit after tax until December 31, 2023
* Transferred profit after tax from 2022: VND 81,351,386,284
* Profit after tax in 2023: VND 4,658,319,756

Total undistributed profit after tax (as of December 31, 2023): VND 86,009,706,040

1. Issue 2,375,895 shares to increase capital out of owner’s equity (10% of the charter capital), equivalent to the expected amount of (at par value of VND 10,000/ share): VND 23,758,950,000
2. Remaining undistributed profit after tax (1-2): VND 62,250,756,040

‎‎Article 7. Approve the Plan on issuing shares to increase share capital out of owner’s equity according to Proposal No. 207/2024/TTr-HDQT dated March 29, 2024 by the Board of Directors of the Company.

1. Name of the share: Shares of Vimeco JSC
2. Securities code: VMC
3. Share type: Common share
4. Par value: VND 10,000/share
5. Current charter capital: VND 237,589,510,000.
6. Number of treasury shares: 0 shares.
7. Number of outstanding shares: 23,758,951 shares
8. Issuance purpose: Issue shares to outstanding shareholders to increase share capital out of owner’s equity.
9. Issuance rate: 10%/ charter capital, equivalent to the exercise rate of 100:10 (meaning based on the record date to allocate rights, outstanding shareholders owning 01 share will receive 01 right to receive issued shares to increase the owner’s equity, for every 100 rights they will receive 10 additional shares).
10. Number of shares expected to be issued 2,375,895 shares
11. Total value of issued shares at par value: VND 23,758,950,000
12. The source of capital for issuing shares to increase share capital out of owner’s equity: Undistributed profit after tax as of December 31, 2023 in the Audited Financial Statements 2023.
13. Expected charter capital after the share issuance to increase share capital out of owner’s equity is: VND 261,348,460,000
14. Eligible buyers: Outstanding shareholders of the Company whose names are on the list of shareholders recorded by the Vietnam Securities Depository and Clearing Corporation at the record date to exercise the right to receive issued shares to increase the equity from the source of owner’s equity
15. Issuance method: Issue shares to increase share capital out of owner’s equity to outstanding shareholders by the method of exercising rights.
16. The right to receive issued shares to increase share capital out of owner’s equity is not allowed to be transferred, issued shares to increase share capital out of owner’s equity are not subjected to transfer restriction.
17. Handling arising fractional shares (if any): Shares issued to increase share capital out of owner’s equity to outstanding shareholders will be rounded down to the unit. Arising fractional shares (if any) will be removed.
18. Expected issue date: expected to be in 2024, after the State Securities Commission has notified the Company in document and published it on the website of the State Securities Commission on having received all the documents of the report on the share issuance of the Company.
19. Implementation venue:
* For shareholders with deposited shares: Shares will be distributed to the accounts that shareholders have opened at depository members.
* For shareholders whose shares are not deposited: Shareholders carry out procedures to receive issued shares at Vimeco JSC (Address: the Accounting Department of Vimeco JSC, address: Lot E9, Pham Hung Street, Trung Hoa Ward, Cau Giay District, Hanoi. The shareholders must bring along identification documents (ID card and shareholder book).
* Register for depository and additional listing for all issued shares from the issuance to increase the equity out of owner’s equity

All issued shares will be registered for deposit and additional listing with Vietnam Securities Depository and Clearing Corporation (VSDC) and Hanoi Stock Exchange (HNX) according to the provisions of law.

The General Meeting of Shareholders authorizes the Board of Directors to carry out the necessary procedures to register for additional securities and additional listing for the issued shares according to the above plan at VSDC and additional listing registration on Hanoi Stock Exchange (HNX) in accordance with the law.

‎‎Article 8. Approve the salary and remuneration payment plan for the Board of Directors and the Supervisory Board in 2023 and plan for 2024 according to the Proposal No. 208/2024/TTr-HDQT dated March 29, 2024 by the Board of Directors.

‎‎Article 9. Approve the policy on carrying out the transactions with Vietnam Construction and Import - Export Joint Stock Corporation (Vinaconex) and/or member companies in the same group of Vinconex corporation/ group according to Proposal No. 209/2024/TTr-HDQT dated March 29, 2024 by the Board of Directors;

‎‎Article 10. Terms of enforcement

This General Mandate takes effect from April 19, 2024.

The General Meeting assigns the Board of Directors, Executive Board, Supervisory Board of the Company to direct the implementation of the contents approved at the General Meeting, on the basis of ensuring the interests of the Company and shareholders under the Charter of the Company and applicable laws.