**DNW: Annual General Mandate 2024**

On March 29, 2024, Dong Nai Water Joint Stock Company announced General Mandate No. 01/NQ-DHDCD 2024 as follows:

 Article 1: The Annual General Meeting of Shareholders of Dong Nai Water Supply Joint Stock Company 2024 approves the following contents:

1. Approve Report No. 16/BC-HDQT dated March 20, 2024 of the Board of Directors on production and business results in 2023; production and business plan for 2024 with the following main contents:
	1. Production and business results in 2023:

|  |  |  |  |  |  |
| --- | --- | --- | --- | --- | --- |
| No. | Targets | Unit | 2023 Plan | 2023 Results | Compared to Results (%) |
| 1 | Water output |  |  |  |  |
|  | * Water production output
 | m3 | 140,000,000 | 136,458,569 | 97.47 |
|  | * Recorded water output
 | m3 | 114,100,000 | 113,024,002 | 99.06 |
| 2 | Average loss rate | % | 18.5 | 17.2 | -1.3 |
| 3 | Total revenue (Exchange rate difference type) | Million VND | 1,100,000 | 1,106,452 | 100.6 |
|  | * Water revenue
 | Million VND | 1,038,000 | 1,025,098 | 98.8 |
|  | * Revenue from construction and installation
 | Million VND | 28,000 | 31,627 | 112.9 |
|  | * Financial contract revenue (Exchange rate difference type)
 | Million VND | 25,000 | 39,916 | 159.7 |
|  | * Doriv water revenue
 | Million VND | 4,000 | 3,222 | 80.5 |
|  | * Other revenue
 | Million VND | 5,000 | 6,589 | 131.8 |
| 4 | Profit before tax | Million VND | 275,000 | 333,566 | 121.3 |
|  | * Profit from production and business activities
 | Million VND | 275,000 | 305,472 | 111.1 |
|  | * Profit from exchange rate difference
 | Million VND |  | 28,094 |  |
| 5 | Profit after tax | Million VND | 260,000 | 316,595 | 121.8 |
|  | * Profit from production and business activities
 | Million VND | 260,000 | 289,906 | 111.5 |
|  | * Profit from exchange rate difference
 | Million VND | - | 26,689 |  |
| 6 | Payables to the state budget | Million VND | 95,000 | 99,383 | 104.6 |
| 7 | Amounts paid to the state budget | Million VND |  | 101,221 |  |
| 8 | Capital construction investment | Million VND | 503,000 | 259,038 | 51.5 |

* 1. Production and business plan for 2024:

|  |  |  |  |
| --- | --- | --- | --- |
| No. | Contents | Unit | 2024 Plan |
| 1 | Revenue | Million VND | 1,100,000 |
|  | * Water revenue
 | Million VND | 1,038,000 |
|  | * Revenue from construction and installation
 | Million VND | 27,000 |
|  | * Financial contract revenue
 | Million VND | 25,000 |
|  | * Doriv + other revenue
 | Million VND | 10,000 |
| 2 | Profit before tax | Million VND | 275,000 |
|  | * Profit before tax (excluding exchange rate differences)
 | Million VND | 275,000 |
| 3 | Profit after tax | Million VND | 248,000 |
|  | * Profit after tax (excluding exchange rate differences)
 | Million VND | 248,000 |
| 4 | Payables to the state budget | Million VND | 110,000 |
| 5 | Capital construction investment | Million VND | 610,000 |

1. Approve the Company's Financial Statements 2023 audited by A&C Auditing and Consulting Company Limited.
2. Approve Report No. 18/BC-HDQT dated March 20, 2024 of the Board of Directors on the governance situation and operating results of the Board of Directors in 2023; operating plan for 2024.
3. Approve Report No. 01/BC-CN-BKS dated March 8, 2024 of the Supervisory Board on inspection and supervision of the Company's production and business activities in 2023.
4. Approve Proposal No. 19/TTr-HDQT dated March 20, 2024 of the Board of Directors on the plan for profit distribution, appropriation for funds and dividend payment in 2023; plan for profit distribution, appropriation for funds and dividend payment in 2024 as follows:
	1. Plan on profit distribution, appropriation for funds and dividend payment in 2023:

Unit VND

|  |  |  |
| --- | --- | --- |
| No. | Targets | Amount |
| 1 | Charter capital | 1,200,000,000,000 |
| 2 | Production and business profit after tax: | 316,595,170,905 |
|  | * Profit after tax due to unrealized exchange rate difference
 | 26,689,183,270 |
| 3 | Total distributed profit | 289,905,987,635 |
| 4 | Appropriation for funds | 116,934,395,054 |
| a | Investment and development fund (30%) | 86,971,796,291 |
| b | * Bonus and welfare fund (9%)
 | 26,091,538,887 |
|  | In which: * Bonus fund (5%)
 | 14,495,299,382 |
|  | * Welfare fund (4%)
 | 11,596,239,505 |
| c | * Community social work fund
 | 2,899,059,876 |
| d | * Bonus fund of managers (1.5 months average salary of managers)
 | 972,000,000 |
| 5 | Remaining profit after appropriation for funds | 172,971,592,581 |
| 6 | Remaining profit transferred from the previous years | 107,770,830,159 |
| 7 | Total remaining profit | 280,742,422,740 |
| 8 | Dividend payment/charter capital (\*) | 16% |
|  | * Amount for dividend payment
 | 192,000,000,000 |
|  | In which: * Prepaid amount (4%)
 | 48,000,000,000 |
|  | * Remaining amount (12%)
 | 144,000,000,000 |
| 9 | Remaining profit transferred to the next year | 88,742,422,740 |

(\*) authorize the Board of Directors to organize the dividend payment in 2023.

* 1. Plan for profit distribution, appropriation for funds and dividend payment in 2024:

Unit

|  |  |  |
| --- | --- | --- |
| No. | Targets | Amount |
| 1 | Charter capital | 1,200,000,000,000 |
| 2 | Production and business profit after tax: | 248,000,000,000  |
| 3 | Appropriation for funds | 100,010,000,000 |
| a | * Investment and development fund (30%)
 | 74,400,000,000  |
| b | * Bonus and welfare fund (9%)
 | 22,320,000,000 |
|  | In which: * Bonus fund (5%)
 | 12,400,000,000 |
|  | * Welfare fund (4%)
 | 9,920,000,000 |
| c | * Community social work fund (1%)
 | 2,480,000,000 |
| d | * Bonus fund of managers (1.5 months average salary of managers)
 | 810,000,000 |
| 4 | Remaining profit after appropriation for funds | 147,990,000,000 |
| 5 | Remaining profit transferred from the previous years | 88,742,422,740 |
| 6 | Total remaining profit | 236,732,422,740 |
| 7 | Dividend payment rate/charter capital (expected) | 12% |
|  | * Amount for dividend payment
 | 144,000,000,000 |
| 8 | Remaining profit transferred to the next year | 92,732,422,740 |

1. Approve Proposal No. 20/TTr-HDQT dated March 20, 2024 of the Board of Directors on settlement of the salary and remuneration fund of the Board of Directors and the Supervisory Board in 2023; operating budget, salary plan of the executive Chief of the Supervisory Board, remuneration of the Board of Directors, non-executive Supervisory Board in 2024 as follows:
	1. Salary and remuneration settlement of the Board of Directors and the Supervisory Board in 2023:
		1. Salary and remuneration settlement of the Board of Directors and the Supervisory Board in 2023
2. Salary of the executive Chief of the Supervisory Board: VND 1,084,159,000
3. Remuneration of the Board of Directors and the non-executive Supervisory Board: VND 1,872,000,000
	1. Operating budget, salary plan of the executive Chief of the Supervisory Board, remuneration of the Board of Directors, the non-executive Supervisory Board in 2024:
		1. Operating budget (excluding salary and remuneration expenses):
4. Operating budget of the Board of Directors: VND 900,000,000
5. Operating budget of the Supervisory Board: VND 208,000,000
	* 1. Salary payment for the executive Chief of the Supervisory Board, remuneration of the Board of Directors, and the non-executive Supervisory Board in 2024
6. Planned remuneration fund of the Board of Directors and the non-executive Supervisory Board: VND 1,600,000,000.
7. Monthly temporary spending:

|  |  |  |  |
| --- | --- | --- | --- |
| No. | Content | Quantity | Monthly temporary spending(VND/person/month) |
| 1 | Salary of the executive Chief of the Supervisory Board (\*)  | 1 | 48,400,000 |
| 2 | Remuneration of members of the Board Directors and members of the Supervisory Board |  |  |
| a | Member of the Board of Directors | 7 | 8,000,000 |
| b | Members of the Supervisory Board | 2 | 5,000,000 |

(\*) The salary of the Chief of the Supervisory Board is settled in the realized salary fund of the executive managers.

Realized salary and remuneration of the Board of Directors and the Supervisory Board will be settled as per Circular No. 28/2016/TT-BLDTBXH of the Ministry of Labor, Invalids and Social Affairs and the Company’s production and business results in 2024.

1. Approve Proposal No. 01/TTr-BKS dated March 20, 2024 of the Supervisory Board on selecting the audit company for the Financial Statements 2024:

The General Meeting of Shareholders authorizes the Board of Directors to select one of three audit companies in the list below to audit the Financial Statements 2024 of Dong Nai Water Joint Stock Company:

* A&C Auditing and Consulting Company Limited
* RSM Vietnam Auditing & Consulting Limited
* VACO Auditing Company Limited

‎‎Article 2. The General Meeting of Shareholders assigns the Board of Directors and the Supervisory Board to be responsible for monitoring, supervising and directing the Board of Managers to implement the contents of the General Mandate.

‎‎Article 3. This General Mandate takes effect from March 29, 2024.

The Board of Directors, the Supervisory Board, the Board of Managers and other relevant individuals and units are responsible for implementing this General Mandate.