**DSV: Annual General Mandate 2024**

On March 28, 2024, Vinh Phu Railway JSC announced General Mandate No. 43/NQ-DHDCD as follows:

The Annual General Meeting of Shareholders 2024 of the Company approves the following contents:

1. Approve Report No. 34/BC-HDQT dated March 26, 2024 of the Board of Directors.
2. Approve Report No. 336/BC-DSVP dated March 26, 2024 of the Executive Board.
3. Approve Report No.20/BC-BKS dated March 08, 2024 of the Supervisory Board.
4. Approve the Company's Financial Statements 2023 audited by BDO Audit Services Co., Ltd, signed on February 19, 2024.
5. Approve the production and business plan for 2024

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| No. | Items, targets | Unit | 2023 Results | 2024 Plan | Rate (%) |
| 1 | Revenue | Million VND | 255,409 | 233,928 | 91.59% |
|  | - Ordered products | Million VND | 133,007 | 141,528 | 106.41% |
|  | - Out-of-order products | Million VND | 122,402 | 92,400 | 75.49% |
| 2 | Expense | Million VND | 250,873 | 228,928 | 91.25% |
| 3 | Profit after tax | Million VND | 4,536 | 5,000 | 110.23% |
| 4 | Dividend payment rate | % | 17.0 | 18.0 | 105.88% |
| 5 | Average income | Million VND | 11.10 | 11.389 | 102.60% |

1. Investment and procurement plan for 2024
* The General Meeting of Shareholders agrees on authorizing the Company's Board of Directors to research and decide on investment plans for machinery and equipment to serve production. With the purpose of having enough machinery and equipment ready to participate in storm and flood prevention, regular maintenance and construction of projects inside and outside the railway industry, gradually bringing mechanization to serve production, improving labor productivity and competitiveness of the Company.
1. Approve plan for labor, salary and remuneration
2. 2023 Results
3. Average labor used: 726 persons (including 6 executive managers and 720 employees).
4. Total realized salary fund paid to employees (break-meals excluded): VND 96,701,000,000, in which the average salary of the employees: VND 11,100,000/person/month.
5. Total actual salary fund for executive managers: VND 2,197,600,000, in which, the average salary of executive managers representing state capital: VND 35,625,000/person/month; in which average salary of executive managers not representing the state capital: VND 27,971,000/person/month.
6. Total remuneration fund for non-executive managers: VND 54,000,000, in which the average remuneration: VND 1,500,000/person/month.
7. 2024 Plan.
8. Total number of planned employees: 661 persons (including 6 executive managers, 458 regular employees, 203 short-term contract employees).
9. Total planned salary fund for employees (break-meals excluded): VND 90,334,100,000, in which the average salary of the employees: VND 11,389,000/person/month.
10. Total actual salary fund for executive managers: VND 1,917,600,000, if which the average salary of executive managers representing state capital: VND 32,600,000/person/month; in which average salary of executive managers not representing the state capital: VND 23,650,000/person/month.
11. Total planned remuneration fund of non-executive managers: VND 54,000,000, in which the average remuneration: VND 1,500,000/person/month.
12. Approve the profit distribution plan
13. Profit distribution plan in 2023

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| --- | --- | --- |
| No. | Target | Amount (VND) |
| 1 | Total profit after tax | 4,535,888,789 |
| 2 | Distribution of corporate funds |  |
|  | Bonus fund for managers | 200,000,000 |
|  | Bonus and welfare fund | 1,511,923,142 |
|  | Investment and development fund | 733,681,347 |
| 3 | Dividend payment to shareholders (17% of charter capital) | 2,090,284,300 |

1. Appropriation for funds and dividend payment in 2024

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| --- | --- | --- |
| No. | Target | Amount (VND) |
| 1 | Profit after tax | 5,000,000,000 |
| 2 | Distribution of corporate funds |  |
|  | Bonus fund for managers | 200,000,000 |
|  | Bonus and welfare fund | 1,750,730,460 |
|  | Investment and development fund | 836,027,340 |
| 3 | Dividend payment rate 18% | 2,213,242,200 |

1. Approve the Report on the remuneration of the Board of Directors, the Supervisory Board in 2023 and the remuneration plan for 2024.

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| No. | Position | Report on remuneration in 2023 | Remuneration in 2024 |
| 1 | Non-executive member of the Board of Directors | VND 1,500,000/member/month. | VND 1,500,000/member/month. |
| 2 | Non-executive member of the Supervisory Board, the Company’s Secretariat | VND 1,000,000/member/month. | VND 1,000,000/member/month. |

1. Select an audit company for the Financial Statements 2024
* The General Meeting of Shareholders agrees on authorizing the Board of Directors to select an independent audit company in the list of audit companies eligible to provide audit services in 2024 of the Ministry of Finance ensuring the order and procedure of the current provisions of law.
1. For authorization for approving the signing of contracts.
* Agree on authorizing the Board of Directors to approve the contract and assign the Company’s Manager to sign a contract for regular maintenance and repair of railway infrastructure with the shareholder, Vietnam Railways.
* For other contracts and transactions with a value equal to or greater than 35% of the Company's total assets, comply with the provisions of law.
1. Cancel Public company
* Agree on assigning the Board of Directors to direct the legal representative of the Company to carry out procedures for canceling the status of a public company in accordance with the provisions of current law.

The Annual General Mandate 2024 of Vinh Phu Railway JSC was approved in full right at the meeting. The Board of Directors and the Supervisory Board are responsible for implementing the General Mandate.