**SIG: Annual General Mandate 2024**

On May 06, 2024, SongDa Investment and Trading Joint Stock Company announced General Mandate No. 14/2024/SODIC/NQ-DHDCD as follows:

‎‎Article 1. Approve the Report on production and business activities results in 2023 and the production and business plan for 2024, specifically as follows:

1. Targets of production and business results in 2023:

Targets of the Holding Company:

|  |  |  |  |  |  |
| --- | --- | --- | --- | --- | --- |
| No. | Targets | Unit | Plan | Results | Results/Plan (%) |
| 1 | Total production and business value | Million VND | 50,000 | 9,616 | 19 |
| 2 | Total revenue from goods sales | Million VND | 42,000 | 8,829 | 21 |
| 3 | Payables to the State budget | Million VND | 1,000 | 3,581 | 358 |
| 4 | Profit before tax | Million VND | 2,000 | (7,254) | (363) |
| 5 | Profit after tax | Million VND | 1,600 | (7,261) | (454) |
| 6 | Average income | Thousand VND/person/month | 12,000 | 12,000 | 100 |
| 7 | Investment and development | Million VND | 13,500 | 1 | 0 |
| 8 | Charter capital | Million VND | 200,000 | 100,000 | 50 |

Consolidated targets:

|  |  |  |  |  |  |
| --- | --- | --- | --- | --- | --- |
| No. | Targets | Unit | Plan | Results | Results/Plan (%) |
| 1 | Total production and business value | Million VND | 130,000 | 99,713 | 77 |
| 2 | Total revenue from goods sales | Million VND | 147,587 | 91,473 | 62 |
| 3 | Payables to the State budget | Million VND | 13,000 | 19,486 | 150 |
| 4 | Profit before tax | Million VND | 15,000 | (706) | (5) |
| 5 | Profit after tax of shareholders of the Holding Company | Million VND | 9,000 | (3,689) | (41) |
| 6 | Average income | Thousand VND/person/month  | 12,000 | 12,000 | 100 |
| 7 | Investment and development | Million VND | 13,500 | 1 | 0 |

1. Targets of business and production plan for 2024

Targets of the Holding Company:

|  |  |  |  |  |  |
| --- | --- | --- | --- | --- | --- |
| No. | Targets | Unit | Results in 2023 | Plan 2024 | Plan 2024/Results in 2023 |
| 1 | Total production and business value | Million VND | 9,616 | 35,000 | 364% |
| 2 | Total revenue from goods sales | Million VND | 8,829 | 30,500 | 345% |
| 3 | Payables to the State budget | Million VND | 3,581 | 600 | 17% |
| 4 | Profit before tax | Million VND | (7,254) | 1,200 | -17% |
| 5 | Profit after tax | Million VND | (7,261) | 800 | -11% |
| 6 | Average income | Thousand VND/person/month | 12,000 | 12,000 | 100% |
| 7 | Investment and development | Million VND | 1 | 700 | 70,000% |
| 8 | Charter capital | Million VND | 100,000 | 200,000 | 200% |

Consolidated targets:

| No. | Target | Unit | Results in 2023 | Plan 2024 | Plan 2024/Results in 2023 |
| --- | --- | --- | --- | --- | --- |
| 1 | Total production and business value | Million VND | 99,713 | 110,000 | 110% |
| 2 | Total revenue from goods sales | Million VND | 91,473 | 100,000 | 109% |
| 3 | Payables to the State budget | Million VND | 19,486 | 15,000 | 77% |
| 4 | Profit before tax | Million VND | (706) | 10,000 | -1416% |
| 5 | Profit after tax of shareholders of the Holding Company | Million VND | (3,689) | 7,000 | -190% |
| 6 | Average income | Thousand VND/person/month | 12,000 | 12,000 | 100% |
| 7 | Investment and development | Million VND | 1 | 700 | 70,000% |
| 8 | Charter capital | Million VND | 100,000 | 200,000 | 200% |

‎‎

Article 2. Approve the Audited Financial Statements 2023.

‎‎Article 3. Approve the Report of the Board of Directors on activities results in 2023 an the orientation for 2024.

‎‎Article 4. Approve the Report of the Supervisory Board on performance in 2023 and the plan for 2024.

‎‎Article 5. Approve the Proposal of the Board of Directors on reporting the remuneration payment for members of the Board of Directors and the Supervisory Board in 2023; plan to pay remuneration, salary, bonus, and other benefits for 2024. Specifically as follows:

1. Report on remuneration payment for members of the Board of Directors and the Supervisory Board in 2023.

Remuneration payment for members of the Board of Directors and the Supervisory Board in 2023 implemented according to the Annual General Mandate 2024 is as follows:

|  |  |  |  |  |  |  |
| --- | --- | --- | --- | --- | --- | --- |
| No. | Position | Quantity | Monthly remuneration | Time (month) | Total amount (VND) | Note |
| 1 | Chair of the Board of Directors | 1 | 3,000,000 | 12 | 36,000,000 |  |
| 2 | Member of the Board of Directors | 2 | 2,000,000 | 12 | 72,000,000 |  |
| 4 | Chief of the Supervisory Board | 1 | 1,500,000 | 12 | 18,000,000 |  |
| 5 | Member of the Supervisory Board | 2 | 1,000,000 | 12 | 24,000,000 |  |
|  | Total | 6 |  |  | 126,000,000 |  |

1. Plan on remuneration payment for members of the Board of Directors and the Supervisory Board for 2024:

|  |  |  |  |  |  |  |
| --- | --- | --- | --- | --- | --- | --- |
| No. | Position | Quantity | Monthly remuneration | Time (month) | Total amount (VND) | Note |
| 1 | Chair of the Board of Directors | 1 | 3,000,000 | 12 | 36,000,000 |  |
| 2 | Member of the Board of Directors | 2 | 2,000,000 | 12 | 48,000,000 |  |
| 3 | Chief of the Supervisory Board | 1 | 1,500,000 | 12 | 18,000,000 |  |
| 4 | Member of the Supervisory Board | 2 | 1,000,000 | 12 | 24,000,000 |  |
|  | Total | 6 |  |  | 126,000,000 |  |

Remuneration for members of the Board of Directors and the Supervisory Board of the Company is temporarily paid quarterly equal to 90% of the remuneration as above and is settled at the end of the fiscal year, after having the Audited Financial Statements.

1. Salary, bonus, and other benefits for members of the Board of Directors and the Supervisory Board in 2024:

Salary, bonus, and other benefits for members of the Board of Directors and the Supervisory Board in 2024 are paid according to the Company’s regulations.

‎‎Article 6. Approve the Proposal of the Supervisory Board on selecting an independent audit company to audit the Financial Statements 2024. Specifically as follows:

* List of independent audit companies approved to audit the Financial Statements of the Company: The independent audit company is on the list of audit companies approved for audit by the State Securities Commission in accordance with the provisions of the Law on Securities and the law on independent audit.
* Audit company: Authorize the Board of Directors of the Company to decide according to the provisions of law and the Company.
* Audit content: Audit the Financial Statements 2024, including the Office’s Financial Statements, the Separate Financial Statements, and the Consolidated Financial Statements.
* Audit fee: Authorize the Board of Directors to decide according to the provisions of law and the Company.
* Implementation time: According to State regulations:
* Implementation venue: At the audit company.

‎‎Article 7. Approve the Proposal of the Board of Directors on the profit distribution plan in 2023 (according to the consolidated profit). Specifically as follows:

|  |  |  |  |
| --- | --- | --- | --- |
| No. | Content | Value (VND) | Note |
| I | Undistributed profit after tax | 13,780,845,423 |  |
| 1 | Undistributed profit after tax accumulated as of the end of previous period. | 17,470,199,455 | Target 421A on the Consolidated Balance Sheet |
| 2 | Undistributed profit after tax of this period | (3,689,354,032) | Target 61 on the consolidated business result |
| II | Undistributed retained amounts | 22,127,394,851 |  |
| 1 | Undistributed profit of member units | 19,161,632,629 | Detail 1 |
| 2 | Commercial disadvantages of capital acquisition of Thanh Ha – Ha Giang Trading and Investment Construction Joint Stock Company. | 1,760,000,000 | Detail 2 |
| 3 | SHW exchange rate difference that has not been evaluated since 2016 | 1,205,762,222 | According to the Report in 2016, the results from the end of 2016 to December 31, 2021 has shown that SHW has not paid all its debts. |
| III | Distributed profit after tax this period | 0 |  |

‎‎Article 8. Approve the Proposal of the Board of Directors on mobilizing investment capital to invest in projects; investing and contributing capital to subsidiaries, joint ventures, and other corporations.

‎‎Article 9. Approve the Proposal of the Board of Directors on increasing the charter capital of the Company.

‎‎Article 10. Terms of enforcement

Members of the Board of Directors, members of the Supervisory Board, the Board of Management, the Chief Accountant, relevant organizations and individuals of the Company, and shareholders shall base on the General Mandate to implement in accordance with the provisions of law, the Charter, regulations of the Company, and this General Mandate.

This General Mandate takes effect from May 06, 2024.