**TRT: Annual General Mandate 2024**

On April 25, 2024, RedstarCera Joint Stock Company announced General Mandate No. 146/NQ-DHDCD as follows:

Article 1. Approve the Report of the Board of Directors on the Results of implementing the General Mandate in 2023 and directions and tasks in 2024.

|  |  |  |  |  |  |  |  |  |  |
| --- | --- | --- | --- | --- | --- | --- | --- | --- | --- |
| No. | Target | Unit | Results 2022 | 2023 | | | | Plan 2024 | |
| Plan | Results | Compared to the plan (%) | Compared to 2022 (%) | Amount | Compared to Results 2023 |
| A | B | C | 1 | 2 | 3 | 4 | 5 | 6 | 7 |
| 1 | Revenue | Million VND | 675,971 | 685,000 | 510,715 | 74.55 | 75.55 | 644,000 | 126 |
| 2 | Production |  | 7,957,757 | 7,500,000 | 5,504,850 | 73.37 | 69 | 7,824,000 | 138 |
|  | Ceramic tiles | m2 | 7,474,198 | 7,050,000 | 5,116,650 | 72.5 |  |  |  |
|  | Colored tiles | m2 | 483,559 | 450,000 | 386,291 | 85.8 |  |  |
|  | Clay | Tons | 58,789 |  |  |  |  |  |  |
| 3 | Consumption | m2 | 7,337,046 | 7,900,000 | 5,761,573 | 72.9 | 78.5 | 7,700,000 | 133 |
|  | Ceramic tiles | m2 | 7,116,614 | 7,100,000 | 5,313,460 |  |  |  |  |
|  | Colored tiles | m2 | 220,432 | 400,000 | 448,113 |  |  |
|  | Fire-resistant bricks | Tons | 770 | 500 | 664.75 | 132 | 86 | 500 | 75 |
| 4 | Inventory |  |  |  |  |  |  |  |  |
|  | Ceramic tiles | m2 | 2,123,453 | 1,700,000 | 1,886,084 | 109 | 87.8 | 2,101,734 | 111 |
|  | Fire-resistant bricks | Tons |  | 1,600 | 1,218 |  |  | 718 |  |
| 5 | Profit after tax | Million VND | 28,684 | 10,000 | - 33,667 |  |  | 10,000 |  |
| 6 | Dividends | % | 10% | 10% | 0 |  |  | 0 |  |
| 7 | Major repair investment | Million VND | 12,250 |  | 23,600 |  |  | 60,000 |  |
| 8 | Average income | VND/person/month | 9,650,000 | 9,500,000 | 8,300,000 | 87 | 86 | 9,500,000 | 114 |
|  |  |  |  |  |  |  |  |  |  |

Article 2. Approve the audited financial status report.

Article 3. Approve the Report of the Supervisory Board on the Company's operations in 2023.

Article 4. Approve the content of the Proposals:

1. Production, business and investment plan for 2024.
2. Production, business and financial plan:

* Revenue: VND 644 billion;
* Production of tiles and ceramic tiles: 7,600,000 m2.
* Consumption of tiles and ceramic tiles: 7,700,000 m2.
* Profit after tax: VND 10 billion (excluding profits from Nam Thang project);
* Income: ≥ VND 9,500,000/person/month.

1. Development and investment plan:

* Mining project with an area of 7.5 hectares, total investment of VND 32 billion (land clearance compensation).
* Continue to implement transitional investment projects from 2023, including:
* Construction of an Office Building and Canteen complex, total estimated investment of VND 25 billion (The project implementation time will be considered and decided by the Board of Directors on the basis of restored production and financial resources, appropriate and necessary for the preparation of the expansion investment project - DC4).
* Complete infrastructure, build according to planning and organize product sales under Nam Thang Urban Area Project (if real estate recovers).
* Approve the policy of continuing to consider the possibility of investing in expanding 01 Porcelian/Granite tile production line with the capacity of 3,000,000 ~ 4,000,000 m2/year, total expected investment is more than VND 400 billion.
* Assign the Board of Management to develop a project feasibility study project to submit to competent management agencies and apply for investment licenses;
* Project investment implementation time: end of 2024 at the earliest. The specific time will be assigned to the Board of Directors to decide when market, financial, capital, management, and operating conditions are guaranteed.

1. Regarding capital for investment:

* Assign the Board of Directors and General Manager to proactively arrange capital for production and business and investment items that have been decided/approved;
* Regarding capital for expansion investment projects: The Board of Directors will report, propose specific plans and collect opinions at the nearest General Meeting of Shareholders/or collect shareholders’ opinions via a ballot after completing the project preparation steps to decide on investment implementation.

1. Approve shareholders (or groups of shareholders including affiliated persons) to receive a share transfer leading to direct or indirect ownership reaching or exceeding 35% or 45% of voting shares without having to carry out public offering procedures, specifically as follows:

* Transferor: Ms. Nguyen Thi Thanh Hai - ID Card No. 031181019098/Passport No. K0142590
* Transferee: Mr. Dang Viet Dung - ID Card No. 031090024353
* Transaction method: put-through or order matching on the exchange.

1. Approve shareholders (or groups of shareholders including affiliated persons) to receive a share transfer leading to direct or indirect ownership reaching or exceeding 25%, 35% or 45% of voting shares without having to carry out public offering procedures, specifically as follows:

* Transferor: Ms. Nguyen Thi Thanh Hai - ID Card No. 031181019098/Passport No. K0142590
* Transferee: Mr. Dang Viet Dung - ID Card No. 031090024353
* Transaction method: put-through or order matching on the exchange.

1. Approve the Remuneration Plan for the Board of Directors and the Supervisory Board in 2024.
2. Remuneration of the Board of Directors and the Supervisory Board

* For members of the Board of Directors, the Supervisory Board who does not work directly at the Company.
* Chair/Vice Chair of the Board of Directors: VND 6 million/person/month.
* Member of the Board of Directors: VND 4 million/person/month.
* Chief of the Supervisory Board: VND 3 million/person/month.
* Member of the Supervisory Board: VND 2 million/person/month.
* For members of the Board of Directors, the Supervisory Board, and Company Secretariat who are Executive or Non-executive members, working directly at the Company, they do not receive remuneration, only the Non-executive salary or allowances that the Company's General Manager balanced and decided on the basis of not exceeding the remuneration mentioned above.

1. Bonus plan 2024: The Board of Directors will consider proposing the bonus fund at the Annual General Meeting of Shareholders 2025.
2. Approve the selection of an audit company for the Financial Statements 2024.

The Meeting authorized the Board of Directors to decide based on the proposal of the Supervisory Board to select an audit company for the Financial Statements 2024 in the list of audit companies qualified to audit approved by the State Securities Commission.

Article 5. Dismissal and additional election of members of the Board of Directors for the term 2021 - 2025, including:

1. Dismissal of the position of Member of the Board of Directors for the term 2021-2025 for Mr. Nguyen Duc Vinh Nam - Born in 1977

Currently a member of the Board of Directors, Deputy General Manager of the Company, he submitted an application for dismissal from the position of Member of the Board of Directors for the 2021 - 2025 term to transfer to Viet Nam Steel Corporation.

1. Electing additional members of the Board of Directors for the 2021 - 2025 term:

Full name: Vu The Anh Date of birth: June 07, 1981

Current address: No. 32, Alley 521/37 Truong Dinh, Tan Mai Ward, Hoang Mai, Ha Noi

Qualification: Deformation Mechanics and Metal Rolling Engineer

Current position: Specialist of Investment Technical Department of Viet Nam Steel Corporation

Article 6. Approve the policy of assigning the Board of Directors to research the criteria and conditions of a public company to submit an application to withdraw from being a public company in accordance with the law.

Article 7. The General Meeting of Shareholders assigned the Board of Directors and the Executive Board to be responsible for implementing and organizing the implementation of the General Mandate in accordance with the Law and the Company's Charter.

Article 8. The General Meeting of Shareholders assigned the Supervisory Board to perform tasks according to current law./.