**TSJ: Annual General Mandate 2024**

Ha Noi Tourist Service Joint Stock Company announced General Mandate No. 02/2024/NQ-DHDCD as follows:

‎‎Article 1. The General Meeting of Shareholders of the Company approves the following General Mandates:

1. General Mandate 1: The General Meeting of Shareholders approves the Report of the Board of Management on production and business results in 2023 and production and business orientations and plans in 2024.

In 2024, the Company's Executive Board focuses on implementing the following tasks:

* Promote self-trading activities (travel business and office rental), and expand new business lines of the Company on the basis of taking existing advantage of the Company and the strengths of shareholders to ensure the Company's long-term sustainable development targets.
* Research and submit to the Board of Directors for approval of the plan on repairing and renovating constructions showing signs of deterioration (Building No. 2 Nui Truc Street, No. 273 Kim Ma Street,...) to ensure efficiency and capital preservation.
* Continue to streamline the human resources apparatus, promote the attraction of high-quality human resources, and contribute to building a human resources organization with expertise and capacity to contribute to the Company's development.

Production and business results in 2023:

(Unit: Million VND)

|  |  |  |  |  |
| --- | --- | --- | --- | --- |
| No. | Targets | Plan in 2023 | Results in 2023 | Results in 2023/Plan in 2023 |
| 1 | Net revenue from goods sales and service provision | 134,970 | 138,638 | 102.72% |
| 2 | Profit before tax | 30,524 | 83,039 | 272.05% |
| 3 | Profit after tax | 24,271 | 72,975 | 300.67% |
| 4 | Payable to state budget |  | 18,000 |  |

Production and business plan for 2024:

(Unit: Million VND)

|  |  |  |
| --- | --- | --- |
| No. | Targets | Plan for 2024 |
| 1 | Total revenue | 140,500 |
| 2 | Gross profit | 27,500 |
| 3 | Profit before tax | 30,500 |

1. General Mandate 2: The General Meeting of Shareholders approves the Company's Audited Financial Statements 2023.
2. General Mandate 3:
   1. The General Meeting of Shareholders approves the Board of Directors' Report on operating results in 2023 and operating plan for 2024.

In 2024, the Board of Directors will review the implementation situation and legal procedures to find solutions, speed up progress and create development momentum for projects at member companies with capital contribution of the Company: Project of investing in Sao Phuong Dong Hotel of Orient Star Trading and Tourism Joint Stock Company; Project of renovating, repairing and upgrading Pullman Hotel of Global Toserco Limited, Hanoi Hotel of Hanoi Hotel Joint Venture Co., Ltd.

* 1. The General Meeting of Shareholders authorizes the Board of Directors to:
* Approve, decide, and adjust the business plan and budget in 2024 of the Company
* Continue to review and promulgate the Company's Charter and internal regulations in accordance with the law.

1. General Mandate 4: The General Meeting of Shareholders approves the Report on the activities of the Supervisory Board to submit to the Annual General Meeting of Shareholders 2024.
2. General Mandate 5: The General Meeting of Shareholders approves the profit after tax distribution plan in 2023 as follows:

|  |  |  |
| --- | --- | --- |
| No. | Item | Amount |
| A | Distribution of profit after tax in 2023 | 75,443,112,886 |
| I | Profit after tax in 2023 | 75,443,112,886 |
| II | Appropriation for funds, dividend payment in 2023 | 75,443,112,886 |
| 1 | Appropriation for development investment fund = 4.7703%\*(I) | 3,598,866,114 |
| 2 | Appropriation for bonus and welfare fund = 3.0%\*(I) | 2,263,293,386 |
| 3 | Bonus fund for the Executive Board, the Board of Directors, and the Supervisory Board = 3.0%\*(I) | 2,263,293,386 |
| 4 | Dividend payment of 9%/outstanding shares (74,797,400 outstanding shares) | 67,317,660,000 |
| III | Remaining profit after tax in 2023 (III = I-II) | 0 |

1. General Mandate 6: The General Meeting of Shareholders approves the remuneration for members of the Board of Directors and the Supervisory Board in 2023 and estimated remuneration for members of the Board of Directors and the Supervisory Board in 2024, specifically:
2. Remuneration for members of the Board of Directors and the Supervisory Board of the Company in 2023 (including personal income tax and 01 month's remuneration on the occasion of Lunar New Year 2024)::

* Total remuneration of the Board of Directors in 2023: VND 741,000,000
* Total remuneration of the Supervisory Board in 2023: VND 507,000,000

Total: VND 1,248,000,000

This does not include insurance expenses, union expenses and welfare funds enjoyed by the Executive Chief of the Supervisory Board: VND 81,780,000 (Insurance and union expenses) + VND 23,000,000 (welfare fund).

1. Salary/remuneration plan for members of the Board of Directors and the Supervisory Board of the Company in 2024 (including personal income tax and 01 month's remuneration on the occasion of Lunar New Year 2025) as follows:
2. The Board of Directors (05 members):

* Chair of the Board of Directors: VND 15,000,000/month
* Vice Chair of the Board of Directors: VND 12,000,000/month
* Member of the Board of Directors: VND 10,000,000/person/month;

1. The Supervisory Board (03 members):

* Executive Chief of the Supervisory Board VND 29,000,000/month

And they enjoy welfare and social insurance according to the Company's general regulations (The Company pays social insurance, health insurance, unemployment insurance, union fees and appropriate from salary/remuneration of the Chief of the Supervisory Board according to the provisions of law).

* Member of the Supervisory Board: VND 5,000,000/person/month;

1. General Mandate 7: The General Meeting of Shareholders approves the authorization for the Board of Directors to decide on the selection of Deloitte Vietnam Company Limited to be the independent audit company to audit the Company's Financial Statements 2024 or another audit company approved to audit the Financial Statements and assign the Company's General Manager to sign a contract to provide audit services with the selected audit company.
2. General Mandate 8: The General Meeting of Shareholders fully authorizes the Board of Directors to consider, decide, and organize the implementation of issues approved by the General Meeting of Shareholders, consider and decide on other arising issues under the authority of the General Meeting of Shareholders that must be resolved between two Annual General Meetings of Shareholders, carry out related procedures according to regulations. The contents of the General Mandates and authorizations according to the Annual General Mandate 2024 take effect from the date of their approval and do not limit the validity period until the General Meeting of Shareholders makes other decisions to replace them.

Article 2: This General Mandate takes effect from the date of its signing.

Shareholders, the Board of Directors, the Supervisory Board, the Board of Management, Heads of departments/branches/subsidiaries and relevant individuals are responsible for the implementation of this General Mandate.