**BLT: Annual General Mandate 2024**

On May 6, 2024, Binh Dinh Food Joint Stock Company announced Annual General Mandate No. 01/NQ-DHDCD as follows:

‎‎Article 1. Approve the Report on the work and activities of the Board of Directors 2023

‎‎Article 2. Approve the Report on production and business results for 2023 and the production and business plan for 2024.

Production and business results 2023

|  |  |  |  |  |  |  |
| --- | --- | --- | --- | --- | --- | --- |
| No. | Target | Unit | Plan 2023 | Results 2023 | Compared to Plan (%) | Compared to 2022 (%) |
| 1 | Purchase | Tons |  |  |  |  |
|  | * Rice and paddy (converted to rice)
 | Tons | 90,000 | 115,097 | 127.89 | 112.94 |
| 2 | Sell | Tons |  |  |  |  |
|  | * Rice and paddy (converted to rice)
 | Tons | 85,000 | 114,282 | 134.45 | 105.88 |
| 3 | Total revenue | Million VND | 926,057 | 1,492,753 | 161.19 | 127.83 |
| 4 | Export turnover | Thousand USD | 36,456 | 59,654 | 163.63 | 128.64 |
| 5 | Profit before tax | Million VND | 6,600 | 18,157 | 275.11 | 148.17 |
| 6 | Profit/ charter capital rate | % | 16.5 | 45.39 | 275.11 | 148.17 |
| 7 | Payable to the State budget (paid amount) | Million VND | According to the regulations | 4,324 |  | 148.98 |
| 8 | Dividend | % | 5.8 |  |  | 0 |

Production and Business Plan 2024

Some main production and business targets:

* Purchase:
* Foodstuff (converted to rice): 95,000 tons
* Sell:
* Foodstuff (converted to rice): 95,000 tons
* Direct export: 87,000 tons
* Domestic business: 8,000 tons
* Total revenue: VND 1,250 billion
* Profit before tax: VND 7.8 billion
* Payable to the State budget: According to the regulations
* Enhance trade promotion activities, and maintain and expand the company's consumer market.
* Continue to invest in upgrading equipment and processing lines to increase processing capacity and improve product quality at various units.
* Invest in building a reinforced concrete revetment system, semi-roofed houses, and ancillary facilities, and restore production activities at the Hoa Loc warehouse cluster - Hoa Binh Exported Food Processing Enterprise

‎‎Article 3. Approve the Report of the Supervisory Board 2023.

‎‎Article 4. Approve the Company's Financial Statements 2023 audited by CPA Vietnam Auditing Company Limited.

‎‎Article 5. Approve the content of the Proposal presented by the Board of Directors.

* 1. Approve the remuneration for the Board of Directors, the Supervisory Board, and the Secretariat (non-executive manager) 2023 and the plan for 2024.

*Unit: VND*

|  |  |  |  |  |
| --- | --- | --- | --- | --- |
| No. | Position | Number of people | 2023 | Plan 2024 |
| Remuneration (VND /person/month) | Total planned amount | Total amount executed | Remuneration (VND /person/month) | Total planned amount |
| 1 | Chair of the Board of Directors | 1 | 6,000,000 | 72,000,000 | 64,000,000 | 6,000,000 | 72,000,000 |
| 1 | Member of the Board of Directors | 4 | 5,000,000 | 240,000,000 | 224,000,000 | 5,000,000 | 240,000,000 |
| 2 | Chief of the Supervisory Board | 1 | 4,000,000 | 48,000,000 | 44,000,000 | 4,000,000 | 48,000,000 |
| 3 | Supervisor | 2 | 3,000,000 | 72,000,000 | 60,000,000 | 3,000,000 | 72,000,000 |
| 4 | The Secretariat of the Board of Directors | 1 | 2,000,000 | 24,000,000 | 20,000,000 | 2,000,000 | 24,000,000 |
|  | Total | 9 |  | 456,000,000 | 412,000,000 |  | 456,000,000 |

* 1. Approve the profit after tax distribution 2023 and the plan for 2024.

*Unit: VND*

|  |  |  |  |
| --- | --- | --- | --- |
| No. | Content | 2023 | Plan 2024 |
| Plan | Results |
| 1 | Profit before tax | 6,600,000,000 | 18,157,524,966 | 7,800,000,000 |
| 2 | Undistributed profit after tax |  | 70,517,759,690 | 35,337,759,690 |
| a | Undistributed profit after tax accumulated as of the end of the previous period |  | 56,200,000,000 | 29,097,759,690 |
| b | Undistributed profit after tax of the current period | 5,280,000,000 | 14,317,759,690 | 6,240,000,000 |
| 3 | Bonus and welfare fund | 2,312,000,000 | 5,313,000,000 | 2,260,000,000 |
| 4 | Manager bonus fund | 648,000,000 | 907,000,000 | 702,000,000 |
| 5 | Dividend payment | 2,320,000,000 | 35,200,000,000 | 3,278,000,000 |
|  | Dividend/ charter capital  | 5.800% | 88.000% | 8.195% |
| 7 | Remaining undistributed profit | 0 | 29,097,759,690 | 29,097,759,690 |

* 1. Approve authorizing transactions with affiliated persons in 2024.

The Annual General Meeting of Shareholders authorizes the Board of Directors of Binh Dinh Food Joint Stock Company to decide on contracts or transactions within the jurisdiction of the Annual General Meeting of Shareholders under Clause 3 of Article 167 of Law on Enterprises No. 59/2020/QH14 for contracts or transactions between the Company and affiliated persons under the jurisdiction of the Annual General Meeting of Shareholders.

* 1. Approve the Charter of Organization and Operation of Binh Dinh Food Joint Stock Company, and other regulations under the jurisdiction of the Annual General Meeting of Shareholders.

Based on the provisions of Law on Enterprises No. 59/2020/QH14 approved by the National Assembly of the Socialist Republic of Vietnam on June 17, 2020, the Board of Directors proposes the following documents for approval:

* Draft Charter of Organization and Operation of Binh Dinh Food Joint Stock Company;
* Draft of the Internal Regulations on corporate governance;
* Draft Regulation on the operation of the Board of Directors;
* Draft Regulation on the operation of the Supervisory Board.

‎‎Article 6. Selection of an audit company for the Financial Statements 2024;

Approve the selection of reputable and qualified audit companies for the Financial Statements 2024; authorizing the General Manager of the Company to sign the audit contract.

List of selected audit companies:

* KPMG Limited.
* AASC Auditing Firm Company Limited
* Southern Auditing & Accounting Financial Consulting Services Company Limited
* CPA Vietnam Auditing Company Limited

‎‎Article 7. Approve the dismissal of Mr. Le Phat Tai, terminating his position as a Member of the Board of Directors, and Chair of the Board of Directors of Binh Dinh Food Joint Stock Company for the term 2023-2027.

‎‎Article 8. Approve the election of additional members of the Board of Directors for the term 2023-2027.

|  |  |
| --- | --- |
| No. | Full name |
| 1 | Nguyen Vuong Quoc |

‎‎Article 9. Terms of enforcement

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

Members of the Board of Directors, the Board of Management, and the Supervisory Board are responsible for implementing the tasks assigned by the Annual General Meeting 2024 of Shareholders of Binh Dinh Food Joint Stock Company in this General Mandate, ensuring the benefits of the Company's shareholders and compliance with legal regulations.