**FCC: Annual General Mandate 2024**

On May 10, 2024, Foodstuff Combina Torial Joint Stock Company announced General Mandate No. 01-2024/NQ-DHDCD as follows:

Article 1: Approve the Report on the summary of governance activities for the term 2019-2024 and the operating orientation for the term 2024-2029 of the Board of Directors of the Company;

1. Personnel organization of the Board of Directors and the Supervisory Board:
	1. The Board of Directors:
* The Annual General Meeting of Shareholders 2019 approves the election of the Board of Directors for the term 2019-2024, consisting of 5 members. The list of Board of Directors for the term 2019-2024 as of the reporting date includes 5 members, specifically as follows:

|  |  |  |  |  |  |  |
| --- | --- | --- | --- | --- | --- | --- |
| No. | Full name | Position | Date of birth | Nationality | Ethnic group | Gender |
| 1 | Tran Van Cong | Chair of the Board of Directors | June 09, 1963 | Vietnamese | Kinh | Male |
| 2 | Do Cong Khanh | Vice Chair of the Board of Directors | October 05, 1977 | Vietnamese | Kinh | Male |
| 3 | Nguyen Tuan Tu | Member | August 19, 1968 | Vietnamese | Kinh | Male |
| 4 | Duong Thi Phong | Member | May 01, 1974 | Vietnamese | Kinh | Female |
| 5 | Doan Van Tuyen | Member | January 04, 1969 | Vietnamese | Kinh | Male |

* 1. The Supervisory Board:
* The Annual General Meeting of Shareholders 2019 approves the election of the Supervisory Board for the term 2019-2024, consisting of 3 members. The list of Supervisory Board for the term 2019-2024 as of the reporting date includes 3 members, specifically as follows:

|  |  |  |  |  |  |  |
| --- | --- | --- | --- | --- | --- | --- |
| No. | Full name | Position | Date of birth | Nationality | Ethnic group | Gender |
| 1 | Chu Thi Bich Lien | Chief of the Supervisory Board | December 29, 1974 | Vietnamese | Kinh | Female |
| 2 | Vu Thi Ngoc | Member | October 15, 1987 | Vietnamese | Kinh | Female |
| 3 | Dinh Thi Phuong Dung | Member | April 11, 1982 | Vietnamese | Kinh | Female |

1. Charter capital of the Company:
* Current charter capital of the Company: VND 60,000,000,000
* Actual contributed capital as of April 30, 2024: VND 59,970,400,000
* Total number of shares of the Company: 5,997,040 shares (with a par value of VND 10,000/share)
1. Results of implementing the General Mandate and the Board Resolution in 2023 and the term 2019-2024:
	1. Business results in 2023:

|  |  |  |  |  |
| --- | --- | --- | --- | --- |
| No. | Targets | Unit | 2023 | Comparison (%) |
| Plan | Results  | Results/Plan |
| 1 | Total revenue | Billion VND | 7.2 | 8.1 | 112 |
| 2 | Payables to the State budget | Billion VND | 3 | 2.55 | 85 |
|  | In which: Land rental | Billion VND | 1.9 | 1.9 | 100 |
|  | Other taxes | Billion VND | 1.1 | 0.65 | 59 |
| 3 | Average income of employees/month | Million VND/person | 10 | 10.6 | 106 |
| 4 | Production and business results | Billion VND | 0.15 | 0.54 | 360 |

* Regarding the land in Chuc Son at present, according to the General Mandate, it only allows joint venture capital contribution or maximum lease for 2-3 years. Therefore, there are no interested partners for this land.
	1. Business results for the 5-year period of the term 2019-2024:

|  |  |  |  |  |  |  |  |
| --- | --- | --- | --- | --- | --- | --- | --- |
| No. | Main targets  | Unit | 2019 | 2020 | 2021 | 2022 | 2023 |
| 1 | Total revenue before deductions | Billion VND | 19 | 8.3 | 2.6 | 9.07 | 8.1 |
| 2 | Revenue after deductions | Billion VND | 13.3 | 6.3 | 2.6 | 9.07 | 8.1 |
| 3 | Payables to State budget | Billion VND |  |  |  |  |  |
| 4 | Average income/person/month | Million VND | 6.2 | 6.7 | 9.8 | 9.8 | 10.6 |
| 5 | Production and business results | Billion VND | -8.3 | -19.1 | -0.69 | 2.37 | 0.54 |

* 1. Capital investment management:

The Company has invested in Ha Tay Plant Breeding Joint Stock Company with an amount of nearly VND 7.6 billion. In April 2020, the Company has transferred to a partner with a value of over VND 9.1 billion. Profit is over VND 1.5 billion

All shares invested by the Company in Falcon Dong Truc Joint Stock Company, amounting to VND 11.7 billion, are transferred to a partner at the end of 2020 with a total value of VND 12.5 billion. Profit is VND 800 million.

Up to the present time, the Company has no other investments.

* 1. Profit distribution during the term:

|  |  |  |  |  |  |  |  |
| --- | --- | --- | --- | --- | --- | --- | --- |
| No. | Main targets | Unit | 2019 | 2020 | 2021 | 2022 | 2023 |
| 1 | Owners’ equity | Billion VND | 26 | 6.85 | 6.16 | 8.53 | 9.07 |
| 2 | Total profit after tax | Billion VND | -8.3 | -19.1 | -0.69 | 2.37 | 0.54 |
| 3 | Distribution of funds: |  |  |  |  |  |  |
| * Investment and development fund
 | Million VND | 0 | 0 | 0 | 0 | 0 |
| * Welfare fund
 | Million VND | 0 | 0 | 0 | 0 | 0 |
| 4 | Dividend payment | Million VND | 0 | 0 | 0 | 0 | 0 |

3.5 Remuneration for the Board of Directors, the Supervisory Board, and the Secretariat of the Board of Directors for 2023 and the term 2019-2024:

* The remuneration package for the Board of Directors, the Supervisory Board, and the Secretariat of the Board of Directors in 2023 has amounted to a total of: VND 204,000,000. In which:
* The Board of Directors: VND 132,000,000/05 people/year
* The Supervisory Board VND 48,000,000/03 people/year
* The Secretariat of the Board of Directors: VND 24,000,000/person/year
* The annual remuneration package for the Board of Directors, the Supervisory Board, and the Secretariat of the Board of Directors has amounted to a total of: VND 204,000,000. In which:
* The Board of Directors: VND 132,000,000/05 people/year
* The Supervisory Board: VND 48,000,000/03 people/year
* The Secretariat of the Board of Directors: VND 24,000,000/person/year
1. Task orientation for the term 2024-2029:
2. Business plan for the term 2024-2029:
* The Company continues to primarily engage in contract work and leasing of premises for warehousing and retail business purposes.
1. Main targets:
	* Annual revenue: Maintain and increase revenue by 1-5% compared to the previous year.
	* Total profit after tax: Minimum annual profit must reach 5% of revenue or more.
	* Average income of employees/month: Stable annual growth.

Article 2: Approve the Financial Statements 2023.

The General Meeting of Shareholders approves the Audited Financial Statements 2023 of Foodstuff Combina Torial Joint Stock Company. The Financial Statements 2023 is audited in accordance with the regulation, including:

1. Report of the Board of Managers;
2. Independent Auditor’s Report;
3. Balance sheet as of December 31, 2023;
4. Report on business results in 2023;
5. Cash Flow Statement;
6. Financial Statement Footnotes;

Article 3: Approve the report of the Supervisory Board for 2023.

Article 4: Approve Proposal No. 01-2024/Ttr-HDQT dated March 22, 2024 on selecting an audit company to audit the Financial Statements 2024.

1. The first company:

UHY AUDITING AND CONSULTING COMPANY LIMITED

Address: 5th Floor (office floor), Tower B2 Roman Plaza Building, To Huu Street, Dai Mo Ward, Nam Tu Liem District, Hanoi City

Phone number: 024.56783999 Fax: 024.56783999

Tax code: 0102021062

1. The second company

A&C Auditing and Consulting Company Limited

Address: No. 40 Giang Vo Street, Kim Ma Ward, Dong Da District, Hanoi City

Phone number: 024.37367879;

Tax code: 0300449815

In case the audit company refuses to sign the contract, or because incurred force majeure circumstances making the audit company unable to implement, the General Meeting of Shareholders authorizes the Board of Directors to select other audit companies eligible to audit the Financial Statements 2024 of the Company.

Article 5: Approve Proposal No. 02-2024/Ttr-HDQT dated March 22, 2024 on the remuneration for the Board of Directors, the Supervisory Board, and the Secretariat of the Board of Directors in 2024.

The remuneration package for the Board of Directors, the Supervisory Board, and the Secretariat of the Board of Directors in 2024 remains the same as in 2023, with a total amount of: VND 204,000,000. In which:

* The Board of Directors: VND 132,000,000/05 people/year
* The Supervisory Board: VND 48,000,000/03 people/year
* The Secretariat of the Board of Directors: VND 24,000,000/person/year

The distribution of remuneration for the Board of Directors will be based on the Board of Directors' assessment of duties to pay each member.

Article 6: Approve Proposal No. 03-2024/Ttr-HDQT dated March 22, 2024 on the expected number of members of the Board of Directors and the Supervisory Board for the term 2024-2029;

1. Board of Directors for the term 2024-2029:

Number of members: 05 people

1. Supervisory Board for the term 2024-2029:

Number of members: 03 people

Article 7: Approve the dismissal of members of the Board of Directors and the Supervisory Board for the term 2019-2024 and the election of members for the term 2024-2029;

1. Approve the dismissal of members of the Board of Directors and the Supervisory Board for the term 2019-2024 (due to the expiration of their term).
2. Approve the list of candidates for the Board of Directors for the term 2024-2029:
* The list of elected members of the Board of Directors for the term 2024-2029 is as follows:

|  |  |  |  |
| --- | --- | --- | --- |
| No. | Full name | Date of birth | ID Card/ Citizen Identity Card/Passport No. |
| 1 | Do Cong Khanh | October 05, 1977 | 036077003692 issued on December 12, 2021, Ho Chi Minh City |
| 2 | Tran Van Cong | June 09, 1963 | 001063020666 issued on June 09, 2023, by the Department of Administrative and Social Affairs. |
| 3 | Nguyen Tuan Tu | August 19, 1968 | 111360244 issued on December 22, 2009, Hanoi. |
| 4 | Duong Thi Phong | May 01, 1974 | 012451264 issued on December 08, 2012, Hanoi |
| 5 | Bui Vu Trung | February 22, 1976 | 079076021919 issued on October 04, 2023, by the Police Department on Administrative Management of Social Order |

1. Approve the list of members of the Supervisory Board for the term 2024-2029:

The list of elected members of the Supervisory Board for the term 2024-2029 is as follows:

|  |  |  |  |
| --- | --- | --- | --- |
| No. | Full name | Date of birth | ID Card/ Citizen Identity Card/Passport No. |
| 1 | Dinh Thi Huong Chi | September 18, 1989 |  030189001197 issued on July 10, 2021 by the Police Department on Administrative Management of Social Order |
| 2 | Vu Thi Ngoc | October 15, 1987 | 030187017915 issued on February 11, 2022, Hai Duong |
| 3 | Dinh Thi Phuong Dung | April 11, 1982 | 001182035744 issued on March 24, 2021 by the Police Department on Administrative Management of Social Order  |

Article 8: Terms of enforcement

1. This General Mandate is approved in full text at the Annual General Meeting of Shareholders 2024 and shall take effect from the date of its approval.
2. Members of the Board of Directors, the Supervisory Board, and the Board of Managers of the Company shall implement on the basis of this General Mandate./.