**VCW: Annual General Mandate 2024**

On April 23, 2024, Song Da Water Investment Joint Stock Company announced General Mandate No. 01/2024/NQ-DHDCD as follows:

Article 1. Approve the following contents:

1. Approve Report No. 102/2024/BC-HDQT dated March 28, 2024 of the Company's Board of Directors, specifically:
2. Results of production, business and investment in 2023:

|  |  |  |  |  |  |
| --- | --- | --- | --- | --- | --- |
| No. | Item | Unit | Plan  2023 | Results  2023 | Rate (%)  Results/Plan |
| 1 | Total water output | m3 | 109,636,785 | 111,858,642 | 102% |
| 2 | Revenue from production and business activities | Billion VND | 563.990 | 573.503 | 102% |
| 3 | Profit after tax | Billion VND | 54.379 | 34.045 | 63% |
| 4 | Invest | Billion VND | 1,863.12 | 1,136.42 | 61% |

1. Plan for production and business activities in 2024 with the following main targets:

|  |  |  |  |
| --- | --- | --- | --- |
| No. | Item | Unit | Plan  2024 |
| 1 | Total water output | Million m3 | 115.34 |
| 2 | Revenue from production and business activities | Billion VND | 592.09 |
| 3 | Expenses | Billion VND | 690.39 |
| 4 | Profit after tax | Billion VND | (98.30) |

1. Investment plan for 2024 with main targets as follows:

|  |  |  |  |
| --- | --- | --- | --- |
| No. | List of investments | Capital source plan | Cost plan (Investment level) in 2024 (Billion VND) |
| 1 | Song Da clean water project phase II | Loan capital and own capital | 1,347.36 |
| 2 | Level II pipeline network | Loan capital and own capital | 60.06 |
| 3 | Management Board expenses | Loan capital and own capital | 6.569 |
|  | Total (1) + (2) + (3) |  | 1,413.99 |

The General Meeting of Shareholders assigned/authorized the Company's Board of Directors, based on the actual situation, to consider and adjust the Company's main production, business and investment targets in 2024 accordingly (if necessary).

1. Approve the full text of the Company's Financial Statements 2023 audited by Deloitte Vietnam Company Limited.
2. Approve the full text of Report No. 103/2024/BC-HDQT dated March 28, 2024 of the Board of Directors on the Board of Directors' activities in 2023 and the direction and tasks of the Board of Directors in 2024;
3. Approve the full text of the Report dated March 28, 2024 of the Company's the Supervisory Board on its activities in 2023;
4. Approve the proposed content in Proposal No. 105/2024/TTr-BKS dated March 28, 2024 of the Supervisory Board on selecting an independent audit company to audit the Company's Financial Statements 2024. The General Meeting of Shareholders assigned/authorized the Board of Directors to decide on selecting one of the following audit companies to audit the Company's Financial Statements 2024:

KPMG Limited;

Ernst & Young Vietnam Limited;

Deloitte Vietnam Company Limited;

1. Approve the contents of the report and proposals in Proposal No. 107/2024/TTr-HDQT dated March 28, 2024 of the Board of Directors on the payment of remuneration to the Board of Directors and the Supervisory Board in 2023 and the plan to pay remuneration to the Board of Directors and the Supervisory Board in 2024, specifically as follows:
   1. In 2023: The remuneration of the Board of Directors and the Supervisory Board is: VND 2,640,000,000.

In which:

The Board of Directors: VND 2,040,000,000/year

The Supervisory Board: VND 600,000,000/year

6.2. In 2024: Remuneration plan for the Board of Directors and the Supervisory Board: VND 2,640,000,000

In which:

Remuneration of the Board of Directors: VND 2,040,000,000

The Chair of the Board of Directors: VND 50,000,000/month.

Members of the Board of Directors (04 persons): VND 30,000,000/person/month.

Remuneration of the Supervisory Board: VND 600,000,000

Chief of the Supervisory Board: VND 30,000,000/month

Members of the Supervisory Board (02 people): VND 10,000,000/person/month

1. Approve the proposed content in Proposal No. 108/2024/TTr-HDQT dated March 28, 2024 of the Board of Directors on the profit distribution plan for 2023 and dividend payment plan for 2024, specifically as follows:

|  |  |  |
| --- | --- | --- |
| No. | Content | Value (VND) |
| 1 | Undistributed profit after tax on the Separate Financial Statements as of December 31, 2022. | 587,919,445,792 |
| 2 | Profits distributed according to General Mandate No. 01/2023/NQ-DHDCD dated April 25, 2023 (2nd dividend payment at the rate of 5% for 2022 profits (For 01 share, shareholders will receive VND 500). | 37,500,000,000 |
| 3 | Profit after tax in 2023. | 34,044,845,279 |
| 4 | Total profit distribution source for 2023 (4)=(1)-(2)+(3). | 584,464,291,071 |
| 5 | Proposed profit distribution. | 37,500,000,000 |
|  | In which: |  |
|  | Appropriation for bonus and welfare fund; | 0 |
|  | Dividends in 2023: 5% (For 1 share, shareholders receive VND 500) (\*). | 37,500,000,000 |
| 6 | Profit retained after distribution (6)=(4)-(5). | 546,964,291,071 |
| 7 | Dividend payment plan 2024. | 0 |

1. Approve the full text of Report No. 104/2024/BC-HDQT dated March 28, 2024 of the Company's Board of Directors on the implementation of the authorized contents of the General Meeting of Shareholders to the Board of Directors. At the same time, agree to continue authorizing the Company's Board of Directors to: (1) Adjust the plan related to water source exploitation projects and raw water pipelines from Da River to the water treatment area of the Phase II Project with the goal of optimizing the system and not exceeding the total investment amount that has been approved according to Decision No. 02/2022/QD-HDQT dated August 1, 2022; (2) Decide, organize the implementation, complete the plan and approve the adjusted phase II project (on the basis of the policy of adjusting the source exploitation project plan mentioned above); and (3) other work contents during the implementation of the Phase II Project under the authority of the General Meeting of Shareholders, in accordance with the provisions of current Law. The Company's Board of Directors is responsible for reporting to the General Meeting of Shareholders at the nearest General Meeting of Shareholders on the implementation of the above authorization contents.

Article 2. Terms of enforcement:

1. This General Mandate takes effect from April 23, 2024.
2. Members of the Board of Directors, the Board of Managers, relevant units and individuals are responsible for implementing this General Mandate.