**VFR: Annual General Mandate 2024**

On April 23, 2024, Transport and Chartering Corporation announced General Mandate as follows:

Article 1. The General Meeting of Shareholders of the Company voted to approve the following General Mandates:

1. General Mandate No. 1: The General Meeting of Shareholders approved the Report of the Board of Management on production and business results in 2023 and production and business plan in 2024.

Report on business results in 2023:

|  |  |  |  |  |  |
| --- | --- | --- | --- | --- | --- |
| Target | Results 2023 | Plan 2023 | Difference between results and plans of 2023 | Results 2022 | Difference between Results 2023 and 2022 |
| 1, Net revenue from goods sales and service provision | 15.07 | 14.69 | 0.38 | 27.68 | (12.60) |
| 2, Cost of goods sold | 13.92 |  |  | 36.12 | (22.20) |
| 3, Financial activity revenue | 20.14 |  |  | 13.73 | 6.41 |
| 4, General and administrative expenses | 7.91 |  |  | 8.05 | (0.14) |
| 5, Net profit from business activities | 12.54 | (5.08) | 17.62 | (9.41) | 21.95 |
| 6, Other profits | 61.59 |  |  | (1.82) | 63.41 |
| 7, Profit before tax | 74.13 |  |  | (11.23) | 85 36 |
| 8, Profit after tax | 74.13 |  |  | (11.24) |  85.17 |

Some business plan targets for 2024:

|  |  |
| --- | --- |
| Target | Amount (billion VND) |
| Revenue from main business activities | 12.05 |
| Profit before fixed costs | 1.76 |
| Profit before tax of main business activities | (1.90) |
| Profit before tax of the entire Company | 7.80 |

1. General Mandate No. 2: The General Meeting of Shareholders approved the Company's Separate Financial Statements and audited Consolidated Financial Statements 2023.
2. General Mandate No. 3: The General Meeting of Shareholders approved the Board of Directors' Activity Report in 2023 and the operating plan 2024.
3. General Mandate No. 4: The General Meeting of Shareholders approved the Supervisory Board's Activity Report in 2023 and the operating plan 2024.
4. General Mandate No. 5: The General Meeting of Shareholders approved the remuneration of members of the Board of Directors and the Supervisory Board in 2023 and estimated remuneration of the Board of Directors and the Supervisory Board in 2024 according to Proposal No. 18/2024/TTr-HDQT dated April 1, 2024 of the Company's Board of Directors, specifically as follows:
	1. Approve the remuneration of the Board of Directors and the Supervisory Board in 2023: VND 297,700,000, including personal income tax (including 12 months' remuneration and 01 month's remuneration on the occasion of Lunar New Year), the total remuneration is included in the Company's business expenses, specifically:
* Total remuneration of the Board of Directors in 2023: VND 162,500,000
* Total remuneration of the Supervisory Board in 2023: VND 135,200,000
	1. The remuneration plan for members of the Board of Directors and the Supervisory Board of the Company in 2024 is as follows:
1. Board of Directors (03 members):
* Chair of the Board of Directors VND 4,500,000/month
* Member of the Board of Directors VND 4,000,000/person/month
1. The Supervisory Board (03 members):
* Chief of the Supervisory Board VND 4,000,000/month
* Members of the Supervisory Board VND 3,200,000/person/month

Total estimated remuneration of members of the Board of Directors and the Supervisory Board in 2024: VND 297,700,000, including personal income tax (including 12 months' remuneration and 01 month's remuneration on the occasion of Lunar New Year).

1. General Mandate No. 6: The General Meeting of Shareholders approved the authorization for the Board of Directors to decide on the selection of an audit company to audit the Company's Financial Statements 2024.
2. General Mandate No. 7: The General Meeting of Shareholders approved no fund appropriation and no dividend distribution to shareholders according to Proposal No. 17/2024/TTr-HDQT dated April 1, 2024 on the Company's profit distribution plan 2023.
* Profit after tax in 2023: VND 74,128,661,300;
* Undistributed profit after tax as of December 31, 2023: - VND 3,023,819,131.
1. General Mandate No. 8: The General Meeting of Shareholders approved the dismissal and election of replacement members of the Supervisory Board for the remaining period of the 2021 - 2026 term as follows:
* Mr. Kieu Manh Hung resigned as a member of the Supervisory Board for the 2021-2026 term.
* Mr. Nguyen Dang Viet Trung was elected as a member of the Supervisory Board for the remaining period of the 2021-2026 term.
1. General Mandate No. 9: The General Meeting of Shareholders fully authorizes the Board of Directors and allows the Board of Directors to authorize the Chair of the Board of Directors or other members to consider, decide, organize the implementation of issues approved by the General Meeting of Shareholders and consider and decide on the contents arising under the authority of the General Meeting of Shareholders that must be resolved between two Annual General Meetings of Shareholders; Carry out relevant procedures according to regulations. The contents of General Mandates and authorizations according to the Annual General Mandate 2023 take effect from the date of approval and have no validity limit until the General Meeting of Shareholders has another General Mandate to replace it.

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/units under the Company and related individuals are responsible for implementing this General Mandate.