**VSN: Board Resolution**

On April 24, 2024, Vissan Joint Stock Company announced Resolution No. 2147/NQHDQT-VISSAN on approving documents and materials for the Annual General Meeting of Shareholders 2024 as follows:

‎‎Article 1. Approve the audited of production and business results in 2023 and the production and business plan for 2024 as a basis for submitting to the Annual General Meeting of Shareholders 2024 for consideration and approval, specifically as follows:

1. Production and business results in 2023:

* Total revenue: VND 3,384,604,951,353.
* Total profit before tax: VND 138,570,974,640.
* Output:
* Various types of pork: 9,854 tons.
* Beef: 616 tons.
* Processed foods: 21,511 tons.

1. Production and business plan for 2024:

* Total revenue: VND 3,570,000,000,000.
* Total profit before tax: VND 141,500,000,000.
* Output:
* Various types of pork: 10,000 tons.
* Beef: 600 tons.
* Processed foods: 23,500 tons.

‎‎Article 2. Approve the profit distribution in 2023, the profit distribution plan, temporary appropriation for bonus and welfare fund in 2024 as a basis for submitting to the Annual General Meeting of Shareholders 2024 for consideration and approval, specifically as follows:

* 1. Profit distribution in 2023: (Unit: VND)

|  |  |  |
| --- | --- | --- |
| No. | Target | Amount |
| (1) | Profit after tax in 2023 | 106,794,229,453 |
| (2) | Appropriation for funds, in which: | 73,018,025,545 |
| (2a) | Development and investment fund (15%) | 16,019,134,418 |
| (2b) | Bonus and welfare fund (02 months of average salary in 2023 of employees, plus 20% of the profit exceeding the plan but not exceeding 03 months of average salary) | 56,535,984,534 |
| (2c) | Bonus fund for managers (1.5 months of average realized salary in 2023 of executive managers multiplied by the rate of adjusted planned profit in 2023/approved planned profit in 2023) | 462,906,593 |
| (3) | Remaining profit after fund appropriation in 2023 (3) = (1) - (2) | 33,776,203,908 |
| (4) | Remaining profit from previous years | 189,355,293,359 |
| (5) | Dividends in 2023 (6%/par value) | 48,542,700,000 |
| (6) | Remaining profit after distribution (6) = (3) (4) - (5) | 174,588,797,267 |

1. Profit distribution plan for 2024:

* Investment and development fund: Appropriate 15% of profit after tax
* Bonus and welfare fund: Based on the business results in 2024, it will be decided to appropriate the bonus and welfare fund of employees at the General Meeting of Shareholders 2025.
* Bonus fund for managers: Based on the business results in 2024, a decision will be made to appropriate the bonus fund of managers at the General Meeting of Shareholders 2025.
* Dividend payment to shareholders: 5%/par value

1. Temporary appropriation for bonus and welfare funds in 2024: Temporarily appropriate 10% of profit after tax
2. ‎‎Article 3. Approve the salary and remuneration fund of the Board of Directors and the Supervisory Board in 2023 and the plan in 2024 as a basis for submitting to the Annual General Meeting of Shareholders 2024 for consideration and approval, specifically as follows:
3. Realized salary fund in 2023 of the Executive Chair of the Board of Directors, the Executive Chief of the Supervisory Board; Realized remuneration fund of the Board of Directors and the Supervisory Board:
   1. Realized salary fund in 2023 of the Executive Chair of the Board of Directors, the Executive Chief of the Supervisory Board:

Unit: VND

|  |  |  |  |  |
| --- | --- | --- | --- | --- |
| No. | Position | Plan 2023 | Plan 2023 (adjusted) | Results 2023 |
| 1 | Executive Chair of the Board of Directors | 804,000,000 | 684,000,000 | 684,000,000 |
| 2 | Executive Chief of the Supervisory Board | 720,000,000 | 600,000,000 | 600,000,000 |
| Total | | 1,524,000,000 | 1,284,000,000 | 1,284,000,000 |

1.2. Realized remuneration fund of the Board of Directors and the Supervisory Board:

Unit: VND

|  |  |  |  |  |
| --- | --- | --- | --- | --- |
| No. | Position | Plan 2023 | Plan 2023 (adjusted) | 2023 Results |
| 1 | Board of Directors (non-executive member) | 480,000,000 | 384,000,000 | 384,000,000 |
| 2 | Supervisory Board (non-executive member) | 192,000,000 | 144,000,000 | 144,000,000 |
| Total | | 672,000,000 | 528,000,000 | 528,000,000 |

* Regarding the remuneration of members of the Board of Directors and the Supervisory Board who request not to receive it will be handled by the Company in accordance with regulations.

1. Salary plan of the Executive Chair of the Board of Directors, the Executive Chief of the Supervisory Board in 2024, remuneration of the Board of Directors and the Supervisory Board in 2024:
   1. Salary plan of the Executive Chair of the Board of Directors and Executive Chief of the Supervisory Board in 2024:

Unit: VND

|  |  |  |
| --- | --- | --- |
| No. | Position | Salary fund plan in 2024 |
| 1 | Executive Chair of the Board of Directors | 684,000,000 |
| 2 | Executive Chief of the Supervisory Board | 600,000,000 |
| Total | | 1,284,000,000 |

* 1. Remuneration plan of the Board of Directors and the Supervisory Board in 2024:
* Board of Directors (non-executive member): VND 384,000,000
* Supervisory Board (non-executive member): VND 144,000,000

‎‎Article 4. Agree with the proposal of the Supervisory Board on selecting PwC (Vietnam) Limited as the audit company for the Financial Statements 2024 of Vissan Joint Stock Company as the basis for submitting to the Annual General Meeting of Shareholders 2024 for consideration and approval.

‎‎Article 5. Approve the Report on the reduction of charter capital due to the Company repurchasing shares issued to employees upon termination of labor contracts before the commitment period in accordance with the law as a basis for submitting to the Annual General Meeting of Shareholders 2024 for consideration and approval, specifically:

* Current total charter capital: VND 809,143,000,000, equivalent to 80,914,300 shares.
* Adjust to decrease: VND 92,000,000, equivalent to 9,200 shares.
* Total charter capital after reduction: VND 809,051,000,000, equivalent to 80,905,100 shares.

‎‎Article 6. Approve the content of amendments and supplements to the Company's Charter as a basis for submitting to the Annual General Meeting of Shareholders 2024 for consideration and approval (attached Appendix 1 of the content of amendments and supplements to the Company's Charter).

‎‎Article 7. Approve documents and materials for the General Meeting of Shareholders 2024.

‎‎Article 8. This Resolution takes effect from the date of its signing. Members of the Board of Directors, the General Manager and related departments are responsible for implementing this Resolution.