**CC4: Annual General Mandate 2024**

On May 15, 2024, Investment and Construction Joint Stock Company No.4 announced General Mandate No. 01/2024/NQ-DHDCD as follows:

‎‎Article 1. Approve the Report on production and business results in 2023 and the production and business plan for 2024 of the Company’s General Manager.

‎‎Article 2. Approve the Report on activities in 2023 and operating orientation for 2024 of the Company’s Board of Directors.

1. Some business result targets in 2023

|  |  |  |  |  |  |
| --- | --- | --- | --- | --- | --- |
| No. | Targets | Unit | Plan 2023 | Results 2023 | Results compared to Plan (%) |
| 1 | Total revenue | Billion VND | 1,170.4 | 1,413.4 | 120.8% |
| 2 | Profit before tax | Billion VND | 50.1 | 71.3 | 142.3% |
| 3 | Profit after tax | Billion VND | 38.3 | 55.5 | 145.1% |

1. Some targets of the production and business plan for 2024

|  |  |  |  |  |
| --- | --- | --- | --- | --- |
| No. | Main targets | Unit | Value | Plan 2024/Results 2023 |
| 1 | Total consolidated revenue | Billion VND | 1,201.8 | 85.0% |
| 2 | Consolidated profit before tax | Billion VND | 45.1 | 63.2% |
| 3 | Consolidated profit after tax | Billion VND | 33.2 | 59.8% |

1. Authorize for the Company's Board of Directors

Based on the practical production and business activities of the Company and its member companies in 2024 as well as the market fluctuations, the Board of Directors is authorized to proactively adjust the targets of the Company’s business plan for 2024.

The Board of Directors is also responsible for reporting and explaining to shareholders the above contents at the next Annual General Meeting of Shareholders.

‎‎Article 3. Approve the Report on activities of the Company's Supervisory Board.

‎‎Article 4. Approve the Audited Financial Statements 2023.

‎‎Article 5. Approve the distribution of profit after tax in 2023, the plan for the distribution of profit after tax for 2024

1. Report on production and business results in 2023

|  |  |  |
| --- | --- | --- |
| No. | Targets | Amount (VND) |
| A | Figures in the Holding Company's Separate Financial Statements |  |
| 1 | Accumulated retained profit until the end of 2022 | 43,845,346,580 |
| 2 | Profit after tax in 2023 | 27,821,930,757 |
| 3 | Appropriation from bonus and welfare funds to reward the Executive Board in 2023 | 465,000,000 |
| 4 | Remuneration for the Executive Board of Directors in 2023 | 108,000,000 |
| 5 | Accumulated undistributed profit after tax until December 31, 2023 (5=1+2-3-4) | 71,094,277,337 |
| B | Figures in the Consolidated Financial Statements |  |
| 1 | Accumulated remaining profit until the end of 2022 | 37,698,291,599 |
| 2 | Profit after tax of the Holding Company in 2023 | 34,127,027,406 |
| 3 | Appropriation from bonus and welfare funds to reward the Executive Board in 2023 | 595,050,000 |
| 4 | Remuneration for the Executive Board of Directors in 2023 | 284,858,629 |
| 5 | Accumulated undistributed profit after tax until December 31, 2023 (5=1+2-3-4) | 70,945,410,376 |

1. Approve the profit distribution plan in 2023.

|  |  |  |
| --- | --- | --- |
| No. | Targets | Amount (VND) |
| 1 | Dividends in 2023 (calculated as 5% of the charter capital worth VND 640 billion) | 32,000,000,000 |
| 2 | Retained profit transferred to 2024 in the Separate Financial Statements (2.2=1.A.5-1.1) | 39,094,277,337 |
| 3 | Retained profit transferred to 2024 in the Separate Financial Statements (2.3=1.B.5-1.1) | 38,945,410,376 |

1. Plan on profit distribution for 2024

|  |  |  |
| --- | --- | --- |
| No. | Targets | Rate (%)/  Amount (VND) |
| 1 | Profit after tax in 2024 according to the Separate Financial Statements | 18,600,000,000 |
| 2 | Profit after tax in 2024 according to the Consolidated Financial Statements | 33,200,000,000 |
| 3 | Appropriation for bonus and welfare funds according to the Separate Financial Statements | Maximum 3% of profit after tax |
| 4 | Expected dividend payment rate | 5% |

1. Implementation
2. Authorize the Board of Directors to pay dividends of 2023 according to the rate approved by the General Meeting of Shareholders.
3. Based on the practical production and business activities of the Company and its member companies in 2024 as well as the market situation, the Board of Directors is authorized to prepay dividends of 2024 according to the rate approved by the General Meeting of Shareholders.

The Board of Directors is also responsible for reporting and explaining to shareholders the above contents at the next Annual General Meeting of Shareholders.

‎‎Article 6. Approve the remuneration settlement in 2023 and the plan on remuneration payment to the Board of Directors and the Supervisory Board for 2024. Specifically:

1. Remuneration payment to the Board of Directors and the Supervisory Board in 2023:

* The estimate in 2023 approved by the General Meeting of Shareholders: VND 288,000,000
* Actual amount paid: VND 288,000,000

*In which:*

*+ Remuneration of members of the Board of Directors: VND 204,000,000*

*+ Remuneration of members of the Supervisory Board: VND 84,000,000*

2. Plan on remuneration payment to the Board of Directors and the Supervisory Board in 2024:

|  |  |  |  |  |  |
| --- | --- | --- | --- | --- | --- |
| No. | Position | Number of people | Amount/month (VND) | Number of months | Amount (VND) |
| 1 | Chair of the Board of Directors | 01 | 5,000,000 | 12 | 60,000,000 |
| 2 | Member of the Board of Directors | 04 | 3,000,000 | 12 | 144,000,000 |
| 3 | Chief of the Supervisory Board | 01 | 3,000,000 | 12 | 36,000,000 |
| 4 | Members of the Supervisory Board | 02 | 2,000,000 | 12 | 48,000,000 |
|  | Total | 08 |  |  | 288,000,000 |

In which:

* Remunerations paid to executive members of the Board of Directors and the Supervisory Board members are accounted for in general administrative expenses and excluded when calculating corporate income tax.
* Remunerations paid to non-executive members of the Board of Directors and the Supervisory Board are accounted for in general administrative expenses.
* For executive members of the Board of Directors (if any), the salary and bonus regime of the Company is applied.

‎‎Article 7. Approve the list of independent audit companies to prioritize consideration and selection for the Financial Statements 2024.

1. List of selected audit companies
2. CPA Vietnam Auditing Company Limited.
3. A&C Auditing and Consulting Company Limited in Hanoi.
4. Ernst & Young Viet Nam Limited.
5. Authorize the Board of Directors to consider and decide on one of the companies mentioned above to audit the Company's Financial Statements for 2024.

‎‎Article 8. Approve the Audited Report on capital use of the share offering to existing shareholders.

‎‎Article 9. Approve the plan to transfer the share trading registration of Investment and Construction Joint Stock Company No.4 on Upcom Exchange to share listing on the Hanoi Stock Exchange.

1. Cancel the share trading registration of Investment and Construction Joint Stock Company No. 4 on Upcom Exchange to share listing on the Hanoi Stock Exchange.
2. Securities code: CC4.
3. Securities type: Common shares.
4. Par value: VND 10,000/share.
5. Number of shares registered for listing: All shares issued by the Company up to the point of exchange transfer registration for the listing of CC4 shares on the Hanoi Stock Exchange.
6. Expected time to submit listing registration dossiers: 2024 and/or 2025.
7. The General Meeting of Shareholders authorized the Board of Directors to:
8. Decide on the time to change the share listing exchange when Investment and Construction Joint Stock Company No. 4 meets the conditions for share listing according to the provisions of law;
9. Decide and select listing time, listing price, and first trading date on HNX;
10. Perform necessary procedures, complete registration dossiers for the listing of CC4 shares on the Hanoi Stock Exchange, and complete procedures for transferring the exchange of CC4 shares from Upcom to listing on HNX. This includes but is not limited to registering to list shares on HNX, canceling registration for trading shares on Upcom, and recording the list of shareholders at Vietnam Securities Depository and Clearing Corporation to change exchange.
11. Perform other legal procedures as required by relevant authorities to complete the exchange transfer from Upcom to HNX.

‎‎Article 10. Approve amendments and supplements to the Company’s Charter.

‎‎Article 11. Approve the dismissal of Mr. Dao Tien Duong as a member of the Board of Directors from May 15, 2024.

‎‎Article 12. Approve the dismissal of Ms. Vu Thi Khanh Ha from being a member of the Supervisory Board from May 15, 2024.

‎‎Article 13. Elect Mr. Nguyen Tran Tung as an additional member of the Company's Board of Directors for the 2020-2025 term.

‎‎Article 14. Elect Mr. Dang Xuan Hien as an additional member of the Company's Supervisory Board for the 2020-2025 term.

‎‎Article 15. This General Mandate takes effect from the date of its signing. Members of the Board of Directors, the Supervisory Board, the Board of Management, affiliated units of the Company, and relevant organizations and individuals are responsible for implementing this General Mandate.