**DOC: Annual General Mandate 2024**

On May 17, 2024, Dong Nai Joint Stock Company Of Agricultural Material announced General Mandate No. 01/NQ-DHDCD as follows:

Article 1. The Meeting approves the following issues:

Issue 1. Approve the Report on business results and the Audited Financial Statements 2023.

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| --- | --- | --- | --- | --- | --- | --- |
| Target | Unit | Results in 2022 | Results in 2023 | Plan 2023 | Results in 2023/ Results in 2022 (%) | Results in 2023/ Plan 2023 (%) |
| 1. Total output | Tons | 25,037 | 21,359 | 22,600 | 85.31% | 94.51% |
| 1. Net revenue | Million VND | 369,870 | 236,329 | 190,700 | 63.89% | 123.92% |
| 1. Payable to State budget | Million VND | 6,107 | 2,173 | 1,300 | 35.58% | 167.15% |
| 1. Profit before tax | Million VND | 22,344 | 5,920 | 5,000 | 26.49% | 118.40% |
| 1. Profit after tax | Million VND | 17,821 | 4,717 | 4,000 | 26.46% | 117.92% |

Issue 2. Approve the Report of the Board of Directors on the production and business activities results in 2023 and the plan for 2024;

Issue 3. Approve the Report of the Supervisory Board in 2023

Issue 4. Approve the Proposal on profit distribution in 2023:

1. Undistributed profit after tax, including

* Remaining undistributed profit after tax of the previous year: VND 461,045,666
* Profit after tax in 2023: VND 4,717,293,467

1. Total profit distribution:
2. Profit distribution to funds in 2023:

* Investment and development fund: No appropriation
* Bonus and welfare funds for employees, bonus fund for managers: VND 1,112,000,000 (In which: Bonus and welfare fund for employees of VND 900,000,000, bonus fund for managers of VND 212,000,000.
* Profit after appropriation for funds:

VND 4,717,293,467 - VND 1,112,000,000 = VND 3,605,293,467

1. Profit for dividend payment and dividend rate:

VND 3,605,293,467 + VND 461,045,666 = VND 4,066,339,133

Profits after appropriation for funds to pay dividends in cash, dividend rate: 4%/Share par value, equivalent to VND 4,000,000,000.

1. Remaining profit: VND 4,066,339,133 - VND 4,000,000,000 = VND 66,339,133

The General Meeting of Shareholders authorizes the Board of Directors to implement procedures on dividend payment in 2023 in accordance with the current provisions of regulations.

Issue 5. Approve the salary, the bonus, and the remuneration of managers of the Company in 2024.

Report on the total remuneration for the Board of Directors, the Supervisory Board, and the person in charge of corporate governance implemented in 2023 is VND 156 million.

The Meeting approves the remuneration plan in 2024 of the Board of Directors, the Supervisory Board, the person in charge of corporate governance and the salary of the Executive managers, the Chief of the Supervisory Board, specifically as follows:

* Approve the Remuneration in 2024:

Executive Chair of the Board of Directors (VND/person/month): No remuneration, entitled to executive salary approved by the Meeting.

Deputy Chair of the Board of Directors (VND/person/month): VND 4,000,000

Members of the Board of Directors (VND/person/month): VND 3,000,000

Supervisor (VND/person/month): VND 2,500,000

Chief of the Supervisory Board: No remuneration, entitled to executive salary.

Person in charge of corporate governance: VND 1,000,000/month from January 01, 2024.

* Approve the salary of executive Managers (the Executive Chair of the Board of Directors, the Manager, the Deputy Manager, the Chief Accountant, and the Chief of the Supervisory Board) in 2024: Develop and implement according to Circular No. 28/2016/TT-BLDTBXH dated September 01, 2016 of the Ministry of Labor, Invalids and Social Affairs, Decree No. 53/2016/ND-CP, relevant legal documents appropriate to the actual status and characteristics of the Company.
* The planned monthly prepaid salary for 2024 of the Executive Chair of the Board of Directors is VND 25,000,000/month. The income of the Chair of the Board of Directors is calculated based on the Production and Business Results of the Company. Salary payment is based on the Company's Regulations on salary payment.
* Average salary of the Chief of the Supervisory Board: The average realized salary of the Executive Chief of the Supervisory Board in 2023 is VND 20,140,000/month.

The planned monthly prepaid salary in 2024 of the Executive Chief of the Supervisory Board is VND 11,000,000/month. The income of the Executive Chief of the Supervisory Board is calculated based on the Company’s production and business results, the salary payment is implemented according to the Company's Regulations on salary payment

Issue 6. Approve the plan on production and business activities for 2024 and plan on profit distribution for 2024 with the following main targets and contents:

1. Targets of the plan on production, business and financial for 2024:

* Total revenue: VND 180.350 billion;

(Equivalent to the sale volume of: 20,000 tons of all kinds (fertilizer, agricultural products, etc.)

* Incurred payables to the State budget: VND 1.469 billion;
* Profit before tax: VND 4.700 billion
* Profit after tax: VND 3.760 billion
* Return on equity: 3.74%

1. Plan on profit distribution and dividend payment in 2024:

* Profit after tax: VND 3.760 billion
* Total profit distribution:
* Investment and development fund: No appropriation;
* Bonus and welfare fund for employees, bonus fund for managers: Appropriated according to Decree No. 53/2016/ND-CP dated June 13, 2016 of the Government and Circular No. 28/2016/TT-BLDTBXH dated September 1, 2016 of the Ministry of Labor, Invalids and Social Affairs guiding implementation of regulations on labor, salary, remuneration, and bonus for companies whose shares or controlling capital contributed by the State, the relevant legal documents and the actual situation of the Company.
* Dividends in 2024: Expected dividend payment at the rate of 2.7% of par value

The Meeting approves the tasks on production and business - financial and profit distribution in 2024 as above:

Issue 7. Approve the selection of an independent audit company for the fiscal year 2024: The General Meeting of Shareholders authorizes the Board of Directors of Dong Nai Joint Stock Company Of Agricultural Material to select the independent audit company (one of three audit companies: AASC Auditing Firm Company Limited, RSM Vietnam Auditing & Consulting Limited, and Vietland Auditing – Consulting Company Limited).

‎‎Article 2. Terms of enforcement

1. This General Mandate is approved in full text before the Annual General Meeting of Shareholders 2024 of Dong Nai Joint Stock Company Of Agricultural Material and takes effect from the date of its approval by the General Meeting of Shareholders.
2. Members of the Board of Directors, the Supervisory Board, the Executive Board, and shareholders of Dong Nai Joint Stock Company Of Agricultural Material are responsible for implementing this General Mandate and organizing the implementation of this General Mandate according to their authorities and operational functions to ensure the interests of shareholders, the Company, and comply with the provisions of law and the Company’s Charter.