**HNF: Annual General Mandate 2024**

On May 17, 2024, HuuNghi Food Joint Stock Company announced General Mandate No. 91/NQ-TPHN as follows:

Article 1: Approve the personnel structure of the Presidium, the election of the Chair and the Assisting Committee of the Meeting; approve the Meeting's contents and the operational regulations of the General Meeting 2024

Article 2: Approve the full text of the Report on the production and business results of the Executive Board and the plan for 2024

Production and business results in 2023

|  |  |  |  |  |  |  |
| --- | --- | --- | --- | --- | --- | --- |
| No. | Targets | Unit | Results in 2022 | Plan 2024 | Results in 2023 | Comparison between Results in 2023 and Results in 2022 (%) |
| Results in 2023/Plan 2023 | Results in 2023/Results in 2022 |
| 1 | Revenue | Billion VND  | 2,114 | 2,146.42 | 1,916.44 | 89% | 91% |
| 2 | Output | Tons | 22.708 | 24.820 | 21,508 | 87% | 95% |
| 3 | Payable to the state budget | Billion VND | 55.5 | 56.4 | 75 | 133% | 135% |
| 4 | Profit before tax | Billion VND | 138.4 | 52.36 | 83,47 | 159% | 60% |
| 5 | Average number of employees in the year | Person | 2012 | 2025 | 2026 | 100.05% | 100.7% |
| 6 | Average income per person  | Million VND/month | 12.98 | 13 | 12.77 | 98.23% | 98.38% |

Production and business plan 2024

|  |  |  |  |
| --- | --- | --- | --- |
| No. | Target | Unit | Plan 2024 |
| 1 | Output | Tons | 24,149 |
| 2 | Revenue | Billion VND | 2,077.65 |
| 3 | Profit before tax | Billion VND | 68,35 |
| 4 | Average labor | Person | 2028 |
| 5 | Average income (including year-end, Mid-autumn festival, and Lunar New Year bonuses) | Million VND/ person/ month | 14.62 |

Article 3: Approve the full text of the Board of Directors’ Report (on governance and results of the operations of the Board of Directors and each member of the Board of Directors) in 2023 and the plan for 2024; approve the full text of the Report on the corporate governance.

Article 4: Approve the full text of the Supervisory Board's Report (on the Company’s business results, the operating results of the Board of Directors and the Manager (General Manager)); the appraisal of the Supervisory Board to the Audited Financial Statements; the self-evaluation Report on the operating results of the Supervisory Board and the Supervisors in 2023; and the plan for 2024.

Article 5: Approve the full text of Proposal No. 58/TTr-TPHN dated April 09, 2024 on the Audited Financial Statements 2023.

Article 6: Approve the full text of Proposal No. 59/TTr-TPHN dated April 09, 2024 on Mr. Trinh Trung Hieu receiving the transfer of HuuNghi Food Joint Stock Company’s shares from Mr. Trinh Trung Son, exempt from public offering.

Article 7: Approve the full text of Proposal No. 60/TTr-TPHN dated April 9, 2024 on the profit distribution and appropriation for funds in 2023 and Proposal No. 61/TTr-TPHN dated April 09, 2024 on paying dividends in 2023 and authorizing the Board of Directors to select an appropriate time for dividend payment.

Profit distribution plan in 2023

|  |  |  |
| --- | --- | --- |
| No. | Targets | Amount (VND) |
| 1 | Profit after tax in 2023 | 83,472,047,231 |
| 2 | Corporate income tax that must be paid in 2023 | 12,517,644,695 |
| 3 | Profit after tax in 2023 that is used to appropriate funds (Profit after tax) ((3)=(1)-(2)) | 70,954,402,536 |
| 4 | Appropriation for fund to reserve and supplement charter capital |  |
| 5 | Appropriation for investment and development fund (15% of the profit after tax in 2023) | 10,643,160,380 |
| 6 | Bonus and welfare fund (5% of the profit after tax in 2023) | 3,547,720,127 |
| 7 | Undistributed profit after tax accumulated to the end of the previous year | 91,475,399,686 |
| 8 | Unrealized profit due to year-end assessment differences. | 0 |
| 9 | Remaining profit that can be used for distribution ((9)=(3)-(4)-(5)-(6) +(7)-(8) | 148,238,921,715 |
| 10 | Dividend payment rate: 10%/charter capital | 30,000,000,000 |
| 11 | Undistributed profit after tax accumulated to the end of 2023 ((11)=(9)-(10)) | 118,238,921,715 |

Dividends payment in 2024

|  |  |
| --- | --- |
| * Dividend payment form
 | Pay dividends in cash |
| * Expected dividend payment rate
 | 10% (shareholders receive VND 1,000 for every 01 share owned) |
| * Dividend recipients
 | All shareholders of HuuNghi Food Joint Stock Company in the list of shareholders on the record date to exercise the rights to receive shares provided by Vietnam Securities Depository and Clearing Corporation (VSDC). |
| * Payment time
 | Expected to be in 2024, possibly pay/advance for shareholders in 1 round or several rounds within the year. |
| * Source of capital for dividend payment
 | The source of capital for dividend payment to shareholders is defined based on the undistributed profit after tax accumulated to December 31, 2023, of HuuNghi Food Joint Stock Company, ensuring to: (I) Exercise the profit distribution in cash in compliance with the regulations of the Law on Enterprises and applicable Law on Accounting (ii) Have sufficient capital to pay dividends in cash following the provisions of the current law. 1. The Company has fulfilled its tax obligations and other financial obligations according to the regulations of the law
2. The Company has already appropriated funds and compensated for the previous losses according to the regulations of the law and the Company’s Charter
3. After paying off all dividends, the Company still guarantees to settle all due debts and other asset obligations.
 |

Article 8: Approve the full text of Proposal No. 62/TTr-TPHN dated April 09, 2024 on the dividend payment plan in 2024.

Article 9: Approve the full text of Proposal No. 63/TTr-TPHN dated April 09, 2024 on the selection of an audit company for the year 2024.

Article 10: Approve the full text of Proposal No. 64/TTr-TPHN dated April 09, 2024 on the remuneration fund for the Board of Directors and the Supervisory Board in 2024

Article 11: Approve the full text of Proposal No. 65/TTr-TPHN dated April 09, 2024 on re-electing 01 member of the Board of Directors (Mr. Nguyen Thai Duong) for the next five-year term, from 2024 to 2029.

Approve the re-election result of 01 member of the Board of Directors for the next five-year term, from 2024 to 2029.

The list of re-elected members:

|  |  |
| --- | --- |
| No. | Full name |
| 1 | Nguyen Thai Duong |

Article 12. Terms of enforcement:

Pursuant to the Charter of HuuNghi Food Joint Stock Company, all of the above contents are approved in full text by the General Meeting.

This General Mandate takes effect from the date of its signing; The Board of Directors, Supervisory Board, Managing Director and all shareholders of HuuNghi Food Joint Stock Company are responsible for implementing this General Mandate.

The Minutes of the Meeting, Reports, and Proposals submitted to the Annual General Meeting 2024 of HuuNghi Food Joint Stock Company are non-detachable elements of the General Mandate 2024.

The Board of Directors is responsible for disclosing the General Mandate 2024 approved by the General Meeting on May 17, 2024 and publishing on the website of HuuNghi Food Joint Stock Company under applicable laws.