**VMK: Annual General Mandate 2024**

On May 26, 2024, Vimarko Joint Stock Company announced General Mandate No. 01/2024/NQ-DHDCD-VMK as follows:

Article 1: Approve the Report on activities of the Board of Directors in 2023, and the Operational plan for 2024.

Article 2: Approve the Report of the Board of Directors on the production and business results in 2023.

Unit: VND

|  |  |  |  |
| --- | --- | --- | --- |
| Content | In 2022 | In 2023 | Growth 2023/2022 (%) |
| Total assets | 78,905,883,097 | 77,638,952,254 | -1.61 |
| Owners’ equity | 38,981,694,974 | 42,700,548,921 | 9.54 |
| Net revenue from goods sold and service provision | 32,700,276,439 | 45,687,586,860 | 39.72 |
| Gross profit from goods sold and service provision | 6,707,313,153 | 7,293,250,074 | 8.74 |
| Profit before tax | 2,889,766,176 | 3,722,286,035 | 28.81 |
| Profit after tax | 2,889,766,176 | 3,718,853,947 | 28.69 |

Article 3: Approve the Report on activities of the Supervisory Board 2023

Article 4: Approve the Production and business plan 2024

|  |  |
| --- | --- |
| Targets | Value |
| Charter capital (VND) | 73,500,000,000 |
| Net revenue (VND) | 50,500,000,000 |
| Profit after tax (VND) | 4,200,000,000 |
| Profit after tax/Net revenue rate | 8.32% |
| Profit after tax/Charter capital rate | 5.71% |
| Dividend payment rate | 6% |

Article 5: Approve the Audited Financial Statements 2023 audited by UHY Auditing and Consulting Company Limited.

Article 6: Approve the plan on profit distribution and appropriation for funds in 2023.

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| --- | --- | --- |
| No. | Targets | Amount (VND) |
| 1.  | Profit after tax in 2023 | 3,718,853,947 |
| 2. | Appropriation for funds | 0 |
| 3. | Profit after tax after appropriation for funds in 2022 (1-2) | 3,718,853,947 |
| 4. | Undistributed profits in the previous years | 131,694,974 |
| 5. | Undistributed profits (=3+4) | 3,850,548,921 |
| 6. | Dividend in 2023 (5%) | 3,500,000,000 |
| 7. | Retained profit (=5-6) | 350,548,921 |

Article 7: Approve the remuneration payment of the Board of Directors, the Supervisory Board in 2023 and the remuneration payment plan for the Board of Directors, the Supervisory Board in 2024

Article 8: Approve the selection of independent audit companies to audit and review the Financial Statements 2024.

Article 9: Approve the addition of the Company's business line.

Article 10: Approve the amendment of the Company's Charter of organization and operation due to the addition of business lines

Article 11: Approve the plan on the issuance of shares to pay dividends in 2023

I. The plan on the issuance of shares to pay dividends in 2023

|  |  |  |
| --- | --- | --- |
| * Share name
 | : | Shares of Vimarko Joint Stock Company |
| * Share type
 | : | Common shares |
| * Par value
 | : | VND 10,000/share |
| * Current number of outstanding shares (as of May 26, 2024)
 | : | 3,885,000 shares |
| * Current charter capital (as of May 26, 2024)
 | : | VND 38,850,000,000 |
| The number of outstanding shares is expected after the Company makes a public offering (according to the plan to offer more shares to the public for existing shareholders in Proposal No. 13/2023/Ttr-HDQT-VMK dated August 22, 2023) | : | 7,000,000 shares |
| * Expected charter capital after the Company makes a public offering
 | : | VND 70,000,000,000 |
| * Number of shares expected to be issued
 | : | 350,000 shares |
| * Issuance method
 | : | Issuance of shares to pay dividends 2023 |
| * Total expected issuance value
 | : | VND 3,500,000,000 |
| * The number of outstanding shares after the offering and issuance for dividend payments in 2023
 | : | 7,350,000 shares |
| * Expected charter capital after the issuance
 | : | VND 73,500,000,000 |
| * Eligible buyers
 | : | Existing shareholders named in the list of shareholders at the record date for the list of shareholders to exercise the right to receive dividends by shares issued by the Vietnam Securities Depository and Clearing Corporation as prescribed. |
| * Rights exercise rate
 | : | 5% (On the record date for the list of shareholders to exercise their rights, shareholders owning 100 shares will receive a dividend of 05 new shares according to the principle of rounding down to the unit) |
| * Source of capital to pay dividends in shares
 | : | Undistributed profits after tax of the Audited Financial Statements 2023 |
| * Transfer the rights to receive dividends by shares
 | : | Existing shareholders named in the list at the record date for the list of shareholders exercise the right to receive dividends by shares are not allowed to transfer the rights |
| * Condition for transfer restriction
 | : | Additional issued shares due to dividend payments are free to be transferred |
| * Distribution method
 | : | For deposited securities: Securities owners carry out procedures to receive dividends for dividend payments at depository members where securities depository accounts are opened.For undeposited securities: Securities owners carry out procedures to receive dividends in shares at the Company’s Headquarters. |
| * Expected time of issuance
 | : | The share issuance for dividend payments in 2023 will be carried out after the completion of the offering of more shares to the public to existing shareholders (according to the plan to offer more shares to the public to existing shareholders in Proposal No. 13/2023/Ttr-HDQT-VMK dated August 22, 2023)Expected Q3-4/2024, after being approved by the State Securities Commission |
| * Commitment to trade on the securities market
 | : | The company is committed trade additional issued shares on the securities market within the time limit prescribed by law from the end of the issuance. |
| * Plan for rounding and handling fractional shares:

The number of shares issued in addition to paying dividends in shares will be rounded down to units to ensure that the number of shares distributed does not exceed the total number of issued, the number of fractional shares (if any) will be canceled without implementation, the new charter capital is registered based on the actual number of shares distributed. For example: On the record day for the list of shareholders to make the share issuance for dividend payments, shareholder A currently owns 130 shares. At that time, shareholder A will receive an additional corresponding amount of shares, which is 130 x 5% = 6.5 shares. According to the rounding plan and handling of fractional shares, the number of shares shareholder A receives after rounding is 6 shares, 0.5 fractional shares will be canceled. |

II. Change of business registration and amendment of the charter

* Make changes to business registration with competent State Agencies according to the new capital scale after the end of the issuance
* Amend Clause 1, Article 6 of the Company's Charter according to the new capital scale after the end of the issuance

III. Register for deposit and register for share listing

The entire number of shares issued to pay dividends and additional offerings to existing shareholders will be registered at the Vietnam Securities Depository and Clearing Corporation and registered for trading at the Hanoi Stock Exchange (HNX) in accordance with current law immediately after the end of the offering.

Article 12: Approve the election results of members of the Board of Directors, members of the Supervisory Board for the term 2024-2029 as follows:

* Approve the list of candidates according to the content in Proposal No. 08/2024/Ttr-HDQT-VMK
* Election results: Based on the election results announced at the Meeting, the following individuals have been elected as members of the Board of Directors and the Supervisory Board for the term 2024-2029, specifically:

|  |  |  |
| --- | --- | --- |
| No. | Name of candidate | Position |
| 1 | Tran Quoc Tuan | Members of the Board of Directors |
| 2 | Tran Thuy Loan | Members of the Board of Directors |
| 3 | Do Van Tuan | Members of the Board of Directors |
| 4 | Le Hai Yen | Member of the Supervisory Board |
| 5 | Pham Thi Thanh Huong | Member of the Supervisory Board |
| 6 | Nguyen Thi Thu Huong | Member of the Supervisory Board |

Article 13: Terms of enforcement

This General Mandate is approved by the General Meeting of Shareholders and takes effect from May 26, 2024.

The Board of Directors, the Board of Management, the Supervisory Board and related individuals of Vimarko Joint Stock Company are responsible for implementing the tasks assigned by the General Meeting of Shareholders in this General Mandate to ensure the interests of the Company's shareholders and comply with the provisions of law.