**BQB: Annual General Mandate 2024**

April 24, 2024, Hanoi - Quang Binh Beer Joint Stock Company announced General Mandate No. 04/NQ-DHDCD-HQB as follows:

‎‎Article 1. Approve the Report on production and business results in 2023, and the production and business plan for 2024.

Production and business results:

|  |  |  |  |  |
| --- | --- | --- | --- | --- |
| Targets | 2023 | 2022 | Comparison between 2023 and 2022 | |
| Increase | Decrease |
| Revenue from sales of goods and services provision | 50,858,230,013 | 24,933,252,763 | 25,924,977,250 |  |
| Revenue deductions |  |  |  |  |
| Net revenue from sales and service provision | 50,858,230,013 | 24,933,252,763 | 25,924,977,250 |  |
| Cost of goods sold | 47,421,957,457 | 27,857,038,683 | 19,564,918,774 |  |
| Gross profit from goods sales and service provision | 3,436,272,556 | (2,923,785,920) | 6,360,058,476 |  |
| Financial revenue | 71,977,160 | 68,578,477 | 3,398,683 |  |
| Financial expenses |  |  |  |  |
| Selling expenses: | 2,944,135,074 | 2,596,730,601 | 347,404,473 |  |
| General and administrative expense | 5,128,420,253 | 4,851,143,522 | 277,276,731 |  |
| Net profit from business activities | (4,564,285,611) | (10,303,240,471) | 5,692,418,519 |  |
| Other incomes | 0 | 62,642,963 |  |  |
| Other expenses | 16,590,922 | 16,106,622 | 484,300 |  |
| Other profits | 46,536,341 | (16,590,922) |  | 29,945,419 |
| Total profit before tax | (4,580,876,533) | (10,256,704,130) | 5,675,827,597 |  |
| Profit after tax | (4,580,876,533) | (10,256,704,130) | 5,675,827,597 |  |
| Basic earnings per share | (790) | (1,768) | 978 |  |

‎‎

Article 2. Approve the Report on the Activities of the Board of Directors in 2023, and the orientation for 2024.

‎‎Article 3. Approve the Report on the Supervisory Board's activities in 2023 and orientation for 2024.

‎‎Article 4. Approve the audited Financial Statements for 2023 of Hanoi - Quang Binh Beer Joint Stock Company:

1. Assets and Capital

|  |  |
| --- | --- |
| * Total assets as of December 31, 2023: * Short-term assets: * Long-term assets: * Total capital as of December 31, 2023: * Liabilities: * Owners’ equity   In which, the Charter Capital | VND 41,186,14,728  VND 19,258,298,109  VND 21,927,842,619  VND 41,186,140,728  VND 14,295,012,803  VND 26,425,841,529  VND 58,000,000,000 |

1. Business results:

|  |  |
| --- | --- |
| Total revenue:  Total profit before tax:  Total profit after tax: | VND 50.858 billion, reaching 86.54% of the annual plan  (VND 4,580,876,533)  (VND 4,580,876,533) |

‎‎Article 5. Approve the settlement of salaries and remuneration for members of the Board of Directors and Supervisory Board in 2023; the plan for profit distribution in 2023 as follows:

1. Settlement of salaries and remuneration in 2023:

The settlement of salaries and remuneration in 2023 for members of the Board of Directors and Supervisory Board is VND 282.465 million, of which:

* Remuneration for non-executive members of the Board of Directors and Supervisory Board: VND 261 million.
* Salary for executive members of the Supervisory Board: VND 21.465 million.

1. Profit distribution plan in 2023

* Profit distribution in 2023: Profit after tax VND (4.580) billion

Due to the loss of VND (4.580) billion in production and business results in 2023, no dividends will be paid to shareholders per their capital contribution; no bonuses for the Executive Board; no deductions for bonus and welfare funds, and production development fund.

‎‎Article 6. Approve the plan for business and production and the profit distribution plan for 2024

1. Plan for 2024:

|  |  |  |
| --- | --- | --- |
| Targets | Unit | Plan for 2024 |
| 1 Total revenue and income  In which: industrial production revenue | Million VND | 62,381  61,140 |
| 2 Total profit before tax | Million VND | 1.88 |
| 3 Total profit after tax: | Million VND | 1.88 |
| 4 Total budget contributions | Million VND | 57,801 |

1. Profit distribution plan 2024

* Planned profit after tax: VND 1.88 million.

The planned profit for 2024 is VND 1.88 million, which is insufficient to distribute dividends to shareholders per their capital contribution as well as to allocate bonuses for the Executive Board, and deduct for bonus and welfare funds and production development fund.

‎‎Article 7. Approve the salary and remuneration plan for 2024 for members of the Board of Directors and Supervisory Board as follows:

1. Salary and remuneration plan:

* Remuneration for non-executive members of the Board of Directors and Supervisory Board: VND 288 million.
* Approve the total basic salary fund according to the plan of the Board of Directors and Chief Accountant in 2024 to be VND 747,302,400. In which:

Manager: VND 23,504,000 /month X 12 months X 1 person = VND 282,048,000

Deputy Manager VND 19,385,600 /month X 12 months X 1 person = VND 232,627,200

Chief Accountant. VND 19,385,600 /month X 12 months X 1 person = VND 232,627,200

* Implement salary payment following the regulations in Circular 28/2016/TT-BLDTBXH dated September 1, 2016, of the Ministry of Labor, Invalids and Social Affairs and Decree 53/2016/ND-CP dated June 13, 2016 of the Government on regulations on labor, salary, remuneration, and bonuses for joint-stock companies with state-controlled capital.

Authorize the Board of Directors to approve the specific salary plan and payment plan for the Board of Managers, Chief Accountant, managers, and employees annually.

1. Realized salary: will be settled according to the principles stipulated in Circular No. 28/2016/TT-BLDTBXH dated September 1, 2016, of the Ministry of Labor, Invalids and Social Affairs guiding the implementation of regulations on labor, salary, remuneration, bonuses for joint stock companies with state-controlled capital and Decree No. 53/2016 ND-CP dated June 13, 2016 of the Government on regulations on labor, salary, remuneration and bonuses for joint stock companies, taking into account the exclusion of objective factors affecting productivity, which is the actual profit in 2024.

‎‎Article 8. Authorize the Board of Directors to select a reputable auditing company from the list of audit companies approved to audit companies of public interest in the securities sector in 2024 by the State Securities Commission to audit the Financial Statements for 2024.

Article 9: Approve supplementing and amending the Company's Charter.

Article 10: Approve supplementing and amending the Company's Internal Regulations on Corporate Governance.

Article 11: Approve supplementing and amending the Operating Regulations of the Board of Directors.

Article 12: Approve the Purchase and Sale Contract 2025 signed between Hanoi Beer Alcohol And Beverage Joint Stock Corporation and Hanoi - Quang Binh Beer Joint Stock Company.

Article 13: Dismiss members of the Board of Directors due to the expiration of their term.

‎‎Article 14. Terms of enforcement

* The entire contents of this General Mandate were unanimously approved by the General Meeting of Shareholders and take effect from the date of signing.
* Members of the Board of Directors, Supervisory Board, Manager, Deputy Manager, and all shareholders of the Company are responsible for implementing this General Mandate.