**CNT: Annual General Mandate 2024**

On April 23, 2024, CNT GROUP CORPORATION announced General Mandate No. 01/NQ-DHDCD as follows:

Article 1: Approve the report of the Board of Directors of CNT GROUP CORPORATION on the results of operations in 2023 and the plan for 2024.

Article 2: Approve the report on production and business activities in 2023 and the operation plan for 2024 with some key targets as follows:

* 1. Production and business results in 2023:

Unit Billion VND

|  |  |  |  |  |
| --- | --- | --- | --- | --- |
| No. | TARGETS | Plan | Results | Results/Plan (%) |
| 1 | Net consolidated revenue value | 358 | 364 | 103% |
| 2 | Consolidated profit before tax | 184 | 253 | 137.5% |
| 3 | Consolidated profit after tax | 152 | 214 | 141% |

* 1. Business plan in 2024:

|  |  |  |
| --- | --- | --- |
| No. | TARGETS | Plan |
| 1 | Net consolidated revenue value | VND 240 billion |
| 2 | Consolidated profit before tax | VND 145 billion |
| 3 | Consolidated profit after tax | VND 118 billion |

Article 3: Approve the audited Financial Statement of 2023.

Article 4: Approve the report of the Audit Committee on the results of operations in 2023 and the plan for 2024.

Article 5: Approve the Proposal on reporting the remuneration payment of the Board of Directors in 2023 and the plan for remuneration payment of the Board of Directors in 2024.

Article 6: Proposal to approve the distribution of profit after tax in the fiscal year 2023 and the plan to pay dividends in the fiscal year 2024.

1. Approve the distribution of profit after tax in the fiscal year 2023:

*Unit: VND*

| No. | Content | Amount | Note |
| --- | --- | --- | --- |
| I | Consolidated profit before tax in 2023 | 253,134,862,117 |  |
| II | Corporate income tax in 2023 | 38,356,731,259 |  |
| III | Deferred corporate income tax expense in 2023 | 716,532,039 |  |
| IV | Consolidated profit after tax in 2023 | 214,061,598,819 |  |
| V | Accumulated undistributed profit as of December 31, 2023 | 144,418,741,182 |  |
| 1 | Dividend payment in cash | 3,991,506,900 | Equivalent to VND 100 /share |
| 2 | Dividend payment by shares | 103,779,170,000 | Equivalent to 26% of total outstanding shares |
| VI | Remaining undistributed profit: | 36,648,064,282 |  |

1. Approve the plan to pay dividends for the fiscal year 2024 at the rate of 22%.

The Board of Directors and the General Manager of the Company pledge to make every effort to protect and increase the interests of the Company's shareholders in the coming years.

Article 7: Approve the Proposal on the plan to issue shares to pay dividends in 2023.

1. Approve the plan to issue shares to pay dividends in 2023, details are as follows:

|  |  |
| --- | --- |
| Share name | Shares of CNT Group CORPORATION |
| 2.. Securities code | CNT |
| 3.. Share type | Common and unrestricted from transfer share |
| 4.. Share par value | VND 10,000/share |
| 5.. Total number of issued shares | 40,015,069 shares |
| 6.. Total number of outstanding shares | 39,915,069 shares |
| 7.. Number of each type of preferred shares: | No preferred shares |
| 8.. Number of treasury shares | 100,000 shares |
| 9.. Number of shares expected to be issued as dividends: | 10,377,917 shares |
| 10.. Total value of shares expected to be issued as dividends at par value:  | VND 103,779,170,000 |
| 11.. Dividend payment rateIn 2023 | 26%/par value |
| 12.. Payment method: | By shares |
| 13.. Rights exercise rate: | 100:26 (each shareholder owning 01 share will receive 01 right, and for every 100 rights will receive 26 new shares) |
| 14.. Subjects of the issuance | Existing shareholders according to the list of shareholders recorded by Vietnam Securities Depository and Clearing Corporation (VSDC) at the record date to receive dividends by shares |
| 15.. Capital resource for use | Accumulated undistributed profit after tax as of December 31, 2023, determined according to the audited Consolidated Financial Statements in 2023. In which:* Accumulated undistributed profit after tax of the parent company in 2023: VND 133,743,404,057
* Accumulated undistributed consolidated profit after tax in 2023: VND 144,418,741,182
* Undistributed profit after tax used to pay share dividends: VND 103,779,170,000
 |
| 16.. The execution time | In 2024, immediately after being approved by competent state agencies. |
| 17.. Plan on handling fractional shares | Issued shares will be rounded down to the unit. Fractional shares (decimal part) (if any) shall be canceled and not be issued.For example: At the record date to exercise the rights to receive dividends in 2023, shareholder A owns 99 CNT shares, with the right allocation rate of 100:26, shareholder A will receive an additional 25.74 new shares. According to the principle of handling fractional shares, shareholder A will only receive 25 shares; the fractional part of 0.74 shares will be canceled.  |
| 18.. Plan to use the money obtained from the share issuance: | The additional capital from the issuance of shares to pay dividends to existing shareholders will be used to supplement the Company's business capital. |
| 19.. Registration for securities and additional listing: | All additional shares issued to pay share dividends to existing shareholders will be registered for securities at the Vietnam Securities Depository and Clearing Corporation (VSDC) and registered for trading on the Hanoi Stock Exchange immediately after completing the issuance in accordance with the law. |

1. Approve the change of charter capital in the Company's Charter and adjust the content of Business Registration at the Department of Planning and Investment of Ho Chi Minh City after receiving notification of the report on the issuance results from the State Securities Commission.
2. Approve the additional securities registration for all issued shares at the Vietnam Securities Depository and Clearing Corporation (VSDC) and the additional trading registration for all these shares at the Hanoi Stock Exchange.

Article 8: Approve the Proposal on selecting an audit company for the Financial Statements 2024.

Article 9: Approve the Proposal on the plan to divest capital in associate companies.

In 2023, the Company completed the procedures to divest 100% of capital in Ban Tich Construction and Trading Joint Stock Company.

In order to be proactive in financial management and supplement investment capital for the company, the Board of Directors respectfully submits to the General Meeting of Shareholders for approval to continue implementing the plan to divest capital in the following companies:

1. Southern Civil And Industrial Construction Company Limited
* Financial investment value is VND 1,000,000,000 (equivalent to 33.33% of the held capital in Southern Civil And Industrial Construction Company Limited)
* Reason for divestment: The current status of this unit is no longer operating at the registered address, cannot be contacted for work, does not provide periodic Financial Statements, and has no business activities.
* CNT GROUP CORPORATION has made provisions for this investment.
* Proposed divestment rate: Divest 100% of investment value
* Divestment price: VND 1,000,000.
1. Phuoc Hoa Investment and Development Co., Ltd.
* Financial investment value is VND 853,210,000 (equivalent to 2.05% of the held capital in Phuoc Hoa Investment and Development Co., Ltd.)
* Reason for divestment: The current status of this unit is not operating at the registered address, cannot be contacted for work, does not provide periodic Financial Statements, and has no business activities.
* CNT GROUP CORPORATION has made provisions for this investment.
* Proposed divestment rate: Divest 100% of investment value
* Divestment price: VND 1,000,000.

The Board of Directors respectfully submits to the General Meeting of Shareholders to agree to approve and authorize the Board of Directors to:

1. Carry out procedures to divest 100% of CNT GROUP CORPORATION's shares in associate companies at the proposed divestment price above;
2. Select a divestment consulting unit and implement a detailed divestment plan;
3. Select the timing of divestment;
4. And handle all arising issues in the divestment process following the law.

Article 10: Approve the Proposal to continue the transfer of the Company's shares from the UPCOM trading floor (HNX) to listing on the Ho Chi Minh City Stock Exchange (HOSE).

Article 11: Approve the Proposal on amending some business lines of CNT GROUP CORPORATION.

Article 12: Approve the Proposal on amending and supplementing some contents of the Charter on the organization and operation of CNT GROUP CORPORATION.

Article 13: Approve the Proposal to amend and supplement the Internal Regulations on Corporate Governance of CNT GROUP CORPORATION.

Article 14: Approve the Proposal on amending and supplementing the Operating Regulations of the Board of Directors of CNT GROUP CORPORATION.

Article 15: Approve the Proposal on the election of additional members of the Board of Directors for the term 2021-2026.

Article 16: Approve the List of candidates nominated and self-nominated for additional election to the Board of Directors for the term 2021-2026.

Article 17: Approve the results of the additional election of an independent member of the Board of Directors for the remaining time of the term 2021-2026:

List of elected members: Mr. Nguyen Huy Hoang - Independent member of the Board of Directors.

Article 18: This General Mandate takes effect from the date of its signing.

Article 19: All shareholders of CNT GROUP CORPORATION, the Board of Directors and all employees of the Company are responsible for implementing this General Mandate.