**ISH: Annual General Mandate 2024**

On April 24, 2023, IDICO Srok Phu Mieng Hydropower Joint Stock Company announced General Mandate No. 01/NQ-DHDCD as follows:

‎‎Article 1. Approve the Reports and Proposals submitted to the General Meeting of Shareholders, including:

1. Report on the production, business and investment result in 2023 and the plan for 2024 of the Board of Managers of the Company, including the following main targets:
   1. Results of the Production and Business Targets in 2023

|  |  |  |  |  |  |  |
| --- | --- | --- | --- | --- | --- | --- |
| No. | Main targets | Unit | 2023 Plan | 2023 Results | Comparison (%)  2023 Results to | |
| 2023 Plan | Same period of 2022 |
| 1 | Commercial power output | Million kWh | 235 | 254 | 108% | 90% |
| 2 | Clean water output | m3 | 772,000 | 849,056 | 110% | 100% |
| 3 | Total revenue | Million VND | 208,783 | 234,236 | 112% | 88% |
| 4 | Profit before tax | Million VND | 96,692 | 116,462 | 120% | 82% |
| 5 | Profit after tax | Million VND | 77,279 | 93,079 | 120% | 82% |
| 6 | Payables to State Budget | Million VND | 65,452 | 71,685 | 110% | 88% |
| 7 | Investment and development value | Million VND | - | - |  |  |

* 1. Production and business plan for 2024:

|  |  |  |  |  |  |  |  |
| --- | --- | --- | --- | --- | --- | --- | --- |
| No. | Main targets | Unit | 2023 Plan | 2023 Results | 2024 Plan | 2024 Plan/2023 Results (%) | 2024 Plan/2023 Plan (%) |
| 1 | Commercial power output | Million kWh | 235 | 254 | 240 | 94% | 102% |
| 2 | Clean water output | m3 | 772,000 | 849,056 | 787,440 | 93% | 102% |
| 3 | Total revenue | Million VND | 208,783 | 234,236 | 208,956 | 89% | 100% |
| 4 | Profit before tax | Million VND | 96,692 | 116,462 | 95,854 | 82% | 99% |
| 5 | Profit after tax | Million VND | 77,279 | 93,079 | 77,454 | 83% | 100% |
| 6 | Payables to State Budget | Million VND | 65,452 | 71,685 | 66,621 | 93% | 102% |

1. Report of the Board of Directors on the operational results 2023 and the operational plan for 2024.
2. The report on activities in 2023 and the plan in 2024 of the Supervisory Board.
3. Approve the Audited Financial Statements 2023 audited by

CPA Vietnam Auditing Company Limited.

1. Profit distribution plan for 2023 and plan for 2024:

|  |  |
| --- | --- |
| Content | Amount (Unit: VND) |
| 5.1. Profit distribution plan in 2023 |  |
| - Undistributed profit after tax: | 161,802,727,790 |
| + Transferred from 2022: | 68,723,927,225 |
| + Profit after tax in 2023: | 93,078,800,565 |
| - Dividend payment in cash (20% of charter capital): | 90,000,000,000 |
| + Dividend payment (20% of charter capital): | 90,000,000,000 |
| - Appropriation for Bonus and welfare fund (2% of profit after tax 2023): | 1,860,000,000 |
| - Appropriation for bonus fund of the managers: | 639,000,000 |
| + Payment bonus for the Board of Directors and the Supervisory Board; | 639,000,000 |
| Remaining undistributed profit: | 69,303,727,790 |
| 5.2. Plan for 2024 |  |
| a) Production and business plan in 2024 |  |
| - Total revenue | 208,956,000,000 |
| - Profit before tax | 95,854,000,000 |
| - Total profit after tax | 77,454,000,000 |
| b) Plan on profit distribution for 2024 |  |
| - Appropriations for bonus and welfare fund: | 02% of charter capital of 2024 |
| - Dividend payment by cash: | 20%/Charter capital: |

1. Total remuneration and bonus for the Board of Directors and Supervisory Board of the Company in 2023 and the plan for 2024:
   1. Total payment for remuneration of the Board of Directors and Supervisory Board of the Company in 2023 was VND 598,000,000

In which:

* The Board of Directors: VND 429,000,000.
* The Supervisory Board: VND 169,000,000.
  1. Plan for total Remuneration payment and bonus of the Board of Directors and the Supervisory Board of the Company in 2024 is: VND 1,211,000,000, specifically as follows:
  + Total Remuneration and bonus of the Board of Directors of the Company is: VND 862,000,000. The remuneration for each member decided by the Board of Directors of the Company on the principle of consensus.
  + Total Remuneration, bonus of the Supervisory Board of the Company is VND 349,000,000.

1. Select an independent audit company to audit the Financial Statements 2024 of the Company:

* The selected audit company is an audit company operating legally in Vietnam and is on the list of audit company that are eligible to provide audit services to entities with public interest in the field of securities approved by the Ministry of Finance and the State Securities Commission per Decision No. 2559/QD-BTC dated November 20,2023; having no conflict of interest; having a reputation for audit quality; and having audit fees appropriate to the quality and scope of the audit.
* Authorize the Board of Directors to choose one from the following six companies to audit the Financial Statements 2024:
* CPA Vietnam Auditing Company Limited (Enterprise code: 0101917917) Address: 8rd-floor, VG Building, No. 235 Nguyen Trai Street,Thanh Xuan Trung Ward, Thanh Xuan District, Hanoi, Vietnam.
* PwC (Vietnam) Limited (Enterprise code: 0100157406)

Address: No. 29 Le Duan Road, Ben Nghe Ward, District 1, Ho Chi Minh City, Vietnam.

* Ernst & Young Vietnam Limited (Enterprise code: 0300811802)

Address: No. 2 Hai Trieu Road, Ben Nghe Ward, District 1, Ho Chi Minh City, Vietnam.

* KPMG Limited (Enterprise code: 0100112042)

Address: 46th floor, Keangnam Tower, Hanoi Landmark Tower, 72 Floor Building, Lot E6, Pham Hung Street, Cau Giay New Urban Area, Me Tri Ward, Nam Tu Liem District, Hanoi, Vietnam.

* Deloitte Vietnam Audit Company Limited (Enterprise code: 0100112500; Address: Floor 15, Vinaconex Building, 34 Lang Ha Street, Lang Ha Ward, Dong Da District, Hanoi, Vietnam.
* DN Auditing and Consulting Company Limited (Enterprise code: 0300449815; Address: No. 02 Truong Son Road, Ward 2, Tan Binh District, Ho Chi Minh City, Vietnam.

1. Approve the amended and supplemented Charter of IDICO Srok Phu Mieng Hydropower Jont Stock Company.

* The new Company’s Charter will take effect from the date it is approved by the General Meeting of Shareholders and replaces the current Company’s Charter.

1. Approve the amended and supplemented Internal Regulations on Corporate Governance of DICO Srok Phu Mieng Hydropower Jont Stock Company (Governance Regulations).

* The new Internal Regulations on Corporate Governance will take effect from the date it i approved by the General Meeting and replaces the current Internal Regulations on Corporate Governance.

1. Approve the amended and supplemented Operational Regulation of the Board of Directors of IDICO Srok Phu Mieng Hydropower Joint Stock Company.

* The new Operational Regulation of the Board of Directors will take effect from the date it was approved by the General Meeting of Shareholders and replaces the current the Operational Regulation of the Board of Directors.

1. Approve the amended and supplemented Operational Regulation of the Supervisory Board of IDICO Srok Phu Mieng Hydropower Jont Stock Company.

* The new Operational Regulation of the Supervisory Board will take effect from the date it was approved by the General Meeting and replaces the current Operational Regulation of the Supervisory Board.

‎‎Article 2. Approve the Proposal on the dismissal and election of additional members for the Board of Directors for the term of 2023-2028 as follows:

1. Approve the dismissal of members of the Board of Directors for the 2023 - 2028 term for

* Mr. Nguyen Thanh Hoai.

The dismissal of Mr. Nguyen Thanh Hoai will take effect from the date the General Mandate approved it.

1. Approve the election of additional members of the Board of Directors for the 2023 - 2028 term as follows:

* Members of the Board of Directors:

Mr. Nguyen Quoc Viet.

* The election result of additional members of the Board of Directors in the term of 2023-2028 will take effect from the date the General Mandate approved it.

‎‎Article 3. Approve the dismissal and the election of additional members of the Company’s Supervisory Board for the term 2023 - 2028, specifically as follow:

1. Approve the dismissal of a member of the Supervisory Board for the term 2023-2028 for

* Mr. Nguyen Dang Thanh.

The dismissal of Mr Nguyen Dang Thanh will take effect from the date the General Mandate approved it.

1. Approve the election result of the additional members of the Supervisory Board of the Company in the term 2023 - 2028 as follows:

* Member of the Supervisory Board:

Mr. Doan Huu Nghia.

* The election result of the additional members of the Supervisory Board in the term 2023 - 2028 will take effect from the date the General Mandate approved it.

1. The election result of the Chief of the Supervisory Board:

* Chief of the Supervisory Board: Mr. Doan Huu Nghia.

‎‎Article 4. Terms of enforcement:

The Annual General Meeting of Shareholders 2024 of IDICO Srok Phu Mieng Hydropower Joint Stock Company assigned the Board of Directors to implement and monitor the Executive Board implementing the General Mandate to ensure benefits of the Shareholders and the business under applicable laws.

This General Mandate included 6 pages and was approved at the General Meeting dated April 24, 2024 and takes effects on the date of its signing.