**MLC: Annual General Mandate 2024**

On April 25, 2024, Lao Cai Urban Environment Joint Stock Company announced General Mandate No. 20/NQ-DHCD as follows:

Article 1. Approve the report on the activities of the Board of Directors in 2023 and directions and tasks in 2024.

Results of production and business activities

Unit: VND.

|  |  |  |  |  |
| --- | --- | --- | --- | --- |
| No. | Target | Results 2022 | 2023 | Comparison (%) |
| Plan | Results | Results 2022 | Plan 2023 |
| 1 | Total revenue | 144,485,653,781 | 147,000,000,000 | 159,309,913,380 | 110.26 | 108.37 |
| 2 | Profit before tax | 12,719,891,749 | 11,500,000,000 | 14,651,916,327 | 115.19 | 127.41 |
| 3 | Profit after tax | 10,979,228,168 | 10,980,000,000 | 12,659,911,513 | 115.31 | 115.30 |
| 4 | Payable to the State budget (VAT and Corporate Income Tax) | 9,079,187,805 | 8,500,000,000 | 10,335,975,385 | 113.84 | 121.60 |
| 5 | Expected dividend payment rate (%) | 13 | 13 | 13 | 100 | 100 |

Article 2. Approve the Report on the activities of the Supervisory Board in 2023 and directions and tasks in 2024.

Article 3. Approve the audited Financial Statements 2023 and select the audit company for the Financial Statements 2024.

1. Approve the Audited Financial Statements 2023.
2. Approve the selection of an audit company for the Financial Statements 2024.

List of independent audit companies to audit the Financial Statements 2024, including:

* 1. Nhan Tam Viet Auditing Company Limited.

Address: 2nd floor, Platinum Residences Building, 06 Nguyen Cong Hoan, Ngoc Khanh Ward, Ba Dinh District, Hanoi City.

* 1. Vietnam Auditing and Evaluation Co., Ltd.

Address: 11th floor, Song Da Building, 165 Cau Giay, Dich Vong Ward, Cau Giay District, Hanoi City.

* 1. CPA Vietnam Auditing Company Limited.

Address: 8th floor, VG Building Office Building, 235 Nguyen Trai, Thanh Xuan District, Hanoi City.

Authorize the Board of Directors of the Company to decide on the selection of 1 of the 3 audit companies mentioned above according to the proposal of the Supervisory Board and assign the Chair of the Board of Directors of the Company to sign the contract of audit services with the selected audit company to audit the Company's Financial Statements 2024.

Article 4. Approve the salary, remuneration, and bonus funds implemented in 2023 of the Company managers and the Supervisory Board; Salary, remuneration, and bonus funds plan for 2024 of the Company's managers and the Supervisory Board.

1. Salary, remuneration, and bonus funds implemented in 2023 for the Company Manager and the Supervisory Board
2. Salary and bonus fund implemented in 2023 for Executive company managers and Executive Chief of the Supervisory Board
	1. Salary fund implemented in 2023 of the Executive company manager and Executive Chief of the Supervisory Board

|  |  |  |  |  |
| --- | --- | --- | --- | --- |
| No. | Full name | Position | Planned salary 2023 (VND/month) | Realized salary 2023 (VND) |
| Monthly salary | Annual salary |
| 1 | 2 | 3 | 4 | 5=4\*120% | 6=5\*12 months |
| 1 | Ngo Van Truong | Chair of the Board of Directors | 3 5,966,000 | 43,159,200 | 517,910,400 |
| 2 | Tran Quang Toan | Manager | 34,633,000 | 41,559,600 | 498,715,200 |
| 3 | Hoang Van Phuong | Deputy Manager | 30,636,000 | 36,763,200 | 441,158,400 |
| 4 | Pham Van Tien | Deputy Manager | 30,636,000 | 36,763,200 | 441,158,400 |
| 5 | Dang Van Giap | Chief Accountant | 27,973,000 | 33,567,600 | 402,811,200 |
| 6 | Dao Thi Minh Thuy | Chief of the Supervisory Board | 30,636,000 | 36,763,200 | 441,158,400 |
|  | Total: |  |  |  | 2,742,912,000 |

* 1. The realized bonus fund of the Executive company managers and the Executive Chief of the Supervisory Board in 2023 is determined by 0.5 months of the average realized salary of the Executive company managers and the Executive Chief of the Supervisory Board.

VND 2,742,912,000: 12 months X 0.5 months = VND 114,288,000.

1. Remuneration and bonus fund in 2023 for Non-executive company managers and Non-executive members of the Supervisory Board
	1. Remuneration fund implemented in 2023 for Non-executive company managers and Non-executive members of the Supervisory Board

|  |  |  |  |  |
| --- | --- | --- | --- | --- |
| No. | Full name | Position | Planned remuneration in 2023(VND/month) | Remuneration implemented in 2023 (VND) |
| Monthly remuneration | Annual remuneration |
| 1 | 2 | 3 | 4 | 5=4\*120% | 6=5\*12 months |
| 1 | Pham Van Tan | Member of the Board of Directors | 4,674,000 | 5,608,800 | 67,305,600 |
| 2 | Dang Anh Tuan | Member of the Board of Directors | 4,674,000 | 5,608,800 | 67,305,600 |
| 3 | Cao Xuan Hoang | Member of the Supervisory Board | 3,505,000 | 4,206,000 | 50,472,000 |
| 4 | Le Thi Thuan | Member of the Supervisory Board | 3,505,000 | 4,206,000 | 50,472,000 |
|  | Total: |  |  |  | 235,555,200 |

* 1. Bonus fund implemented in 2023 for Non-executive company managers and Non-executive members of the Supervisory Board:
		1. : 12 months X 0.5 months = VND 9,814,800.
1. Salary, remuneration, and bonus funds planned for 2024 of the Company Manager and the Company's Supervisory Board
2. Salary and bonus fund planned for 2024 of the Executive company manager and Executive Chief of the Supervisory Board
	1. Planned salary fund for 2024 of the Executive company manager and Executive Chief of the Supervisory Board

|  |  |  |  |  |
| --- | --- | --- | --- | --- |
| No. | Position | Number of people | Realized salary in 2023 (VND/month) | Planned salary in 2024 (VND) |
| Monthly salary | Annual salary |
| 7 | 2 | 3 | 4 | 5=4\*83.4% | 6=3x5x12 months |
| 1 | Chair of the Board of Directors | 1 | 43,159,200 | 35,995,000 | 431,940,000 |
| 2 | Manager | 1 | 41,559,600 | 34,661,000 | 415,932,000 |
| 3 | Deputy Manager | 2 | 36,763,200 | 30,661,000 | 735,864,000 |
| 4 | Chief Accountant | 1 | 33,567,600 | 27,995,000 | 335,940,000 |
| 5 | Chief of the Supervisory Board | 1 | 36,763,200 | 30,661,000 | 367,932,000 |
|  | Total: |  |  |  | 2,287,608,000 |

* 1. The planned bonus fund 2024 for the Executive company manager and the Executive Chief of the Supervisory Board is determined by 0.5 months of the average salary of the Executive company manager and the Executive Chief of the Supervisory Board.

VND 2,287,608,000: 12 months X 0.5 months = VND 95,317,000.

1. Remuneration and bonus fund planned for 2024 for Non-executive company managers and Non-executive members of the Supervisory Board
	1. Planned remuneration fund 2024 for Non-executive company managers and Non-executive members of the Supervisory Board

|  |  |  |  |  |
| --- | --- | --- | --- | --- |
| No. | Position | Number of people | Realized remuneration in 2023 (VND/month) | Planned remuneration2024 (VND) |
| Planned monthly remuneration | Planned annual remuneration |
| 7 | 2 | 3 | 4 | 5=4\*83.3% | 6=3x5x12 months |
| 1 | Member of the Board of Directors | 2 | 5,608,800 | 4,678,000 | 112,272,000 |
| 2 | Member of the Supervisory Board | 2 | 4,206,000 | 3,508,000 | 84,192,000 |
|  | Total: |  |  |  | 196,464,000 |

* 1. Bonus fund planned for 2024 for Non-executive company managers and Non-executive members of the Supervisory Board:

VND 196,464,000: 12 months x 0.5 months = VND 8,186,000.

Article 5. Approve the plan on profit distribution and dividend payment of 2023.

1. Profit after tax in 2023: VND 12,659,911,513.

In which:

* Profit after tax in 2023: VND 12,608,366,713.
* The increase in profit according to Inspection Conclusion 2022: VND 51,544,800.
1. Investment and development fund: VND 3,719,008,019.
2. Bonus and welfare fund: VND 3,518,375,994.

In which:

* Bonus fund for company managers and the Supervisory Board: VND 124,102,800.
* Employees’ bonus and welfare fund: VND 3,394,273,194.
1. Remaining profits in 2023 for dividends: VND 5,422,527,500.
2. Total number of shares eligible for dividend payment: 4,171,175 shares.
3. Dividend payment rate: 13.00%/share (shareholders receive VND 1,300.000 for every share they own).
4. Implementation:

After the profit distribution and dividend distribution plan for 2023 is approved by the General Meeting of Shareholders, the Company's Board of Directors is assigned to decide when to pay and implement the dividend payment 2023 according to regulations.

Article 6. Approve the production and business plan, dividend payment and investment plan for equipment procurement in 2024.

1. Production and business plan, profit distribution, dividend payment in 2024

Unit: VND.

|  |  |  |
| --- | --- | --- |
| No. | Target | Plan 2024 |
| 1 | Total revenue | 163,000,000,000 |
| 2 | Profit before tax | 14,800,000,000 |
| 3 | Payables to the State budget(VAT, Corporate Income Tax) | 10,600,000,000 |
| 4 | Profit after tax | 12,700,000,000 |
| 5 | The profit after tax distribution plan is as follows: |  |
| a | Investment and development fund | 3,734,467,850 |
| b | Bonus and welfare fund | 3,543,004,650 |
| - | Bonus and welfare fund for workers (0.5 months of planned average salary) | 3,439,501,650 |
| - | Bonus fund of the Company managers and the Supervisory Board (0.5 months of planned average salary) | 103,503,000 |
| C | Profit after tax for dividends | 5,422,527,500 |
| 6 | Dividend rate (%) | 13.00 |

1. Investment plan in 2024

Invest with the Enterprise's capital sources (depreciation of fixed assets, development investment and mobilized capital).

Unit: VND.

|  |  |  |  |  |
| --- | --- | --- | --- | --- |
| No. | Content | Expected total investment value | Investment plan in 2024 | Notes |
| 1 | Investment in construction of the Company's Headquarters | 20,000,000,000 | 300,000,000 | Funds for investment preparation |
| 2 | Invest in buying 01 forklift | 300,000,000 | 300,000,000 |  |
| 3 | Invest in buying garbage transport cars to replace 3-wheeled electric vehicles | 6,500,000,000 | 6,500,000,000 |  |
| 4 | Invest in upgrading and renovating the urban tree nursery system | 250,000,000 | 250,000,000 |  |
| 5 | Invest in upgrading and renovating the Garbage Station | 1,500,000,000 | 1,500,000,000 |  |
| 6 | Other investments | 300,000,000 | 300,000,000 |  |
|  | Total: | 28,850,000,000 | 9,150,000,000 |  |

Article 7. Approve amendments and supplements to the Charter; Business registration certificate and Confirmation of changing the Company's business registration content.

Assign the Legal Representative at the Company to complete and sign a new replacement Charter; Complete the application to change the Business Registration Certificate and Confirmation of changing the Company's business registration content according to regulations.

Article 8. Terms of enforcement.

The General Mandate was approved in full by the Annual General Meeting of Shareholders 2024 of Lao Cai Urban Environment Joint Stock Company at the General Meeting and takes effect from April 25, 2024.

The Board of Directors, the Supervisory Board, the Board of Managers of the Company and relevant organizations and individuals are responsible for organizing and implementing this General Mandate, in order to ensure harmony in the interests of shareholders and the Company and comply with the provisions of Law.