**PHS: Annual General Mandate 2024**

On April 17, 2024, Phu Hung Securities Corporation announced General Mandate No. 01/2024/NQ-DHDCD as follows:

General Mandate 1. APPROVE THE AUDITED FINANCIAL STATEMENTS FOR 2023

The General Meeting unanimously approved the audited Financial Statements for 2023 according to the attached proposal.

General Mandate 2. APPROVE THE REPORT OF THE BOARD OF DIRECTORS ON 2023 BUSINESS PERFORMANCE

The General Meeting unanimously approved the Report of the Board of Directors on 2023 business performance according to the attached Proposal.

Unit VND

|  |  |
| --- | --- |
| Target | 2023 |
| Total assets | 4,040,738,369,898 |
| Total payables: | 2,428,745,823,487 |
| Owners’ equity | 1,611,992,546,411 |
| Revenue | 599,799,512,180 |
| Activities results | 56,359,359,351 |
| Profit before tax | 56,199,240,960 |
| Profit after tax | 44,550,793,002 |

General Mandate 3. APPROVE THE REPORT OF THE SUPERVISORY BOARD ON 2023 BUSINESS PERFORMANCE

The General Meeting unanimously approved the Report of the Supervisory Board on 2023 business performance according to the attached Proposal.

General Mandate 4. APPROVE THE REPORT ON CORPORATE GOVERNANCE IN 2023

The General Meeting unanimously approved the Report on corporate governance in 2023 according to the attached Proposal.

General Mandate 5. APPROVE THE COMPANY'S DEVELOPMENT AND BUSINESS PLAN FOR 2024

The General Meeting unanimously approved the Company's development and business plan for 2024 according to the attached Proposal.

Unit VND

|  |  |
| --- | --- |
| Target | Plan 2024 |
| Total revenue: | 745,636,273,682 |
| Total expenses  | 613,139,525,726 |
| Profit before tax | 132,496,747,956 |
| Profit after tax | 100,817,673,475 |
| Remuneration of the Board of Directors and Supervisory Board | 1,920,000,000 |

General Mandate 6. APPROVE THE BUDGET ESTIMATE FOR 2024

The General Meeting unanimously approved the budget estimate for 2024 according to the attached Proposal.

General Mandate 7. APPROVE THE SELECTION OF AN INDEPENDENT AUDIT COMPANY FOR 2024

The General Meeting unanimously approved the selection of an independent audit company for 2024 according to the attached Proposal.

General Mandate 8. APPROVE THE PLAN FOR HANDLING BAD DEBTS

The General Meeting unanimously approved the plan for handling bad debts according to the attached Proposal.

General Mandate 9. APPROVE THE PROFIT DISTRIBUTION PLAN 2023 AND AUTHORIZING THE BOARD OF DIRECTORS TO SELECT AN APPROPRIATE TIME AND CARRY OUT PROCEDURES FOR DIVIDEND PAYMENT TO SHAREHOLDERS

The General Meeting unanimously approved the profit distribution plan 2023 and authorized the Board of Directors to select an appropriate time and carry out procedures for paying dividends to shareholders according to the attached proposal.

The profit distribution plan for 2023 is as follows:

|  |  |
| --- | --- |
| Profit after tax in 2023 | VND 44,550,793,002 |
| Undistributed profit as at December 31, 2023: | VND 99,830,543,272 |
| Dividend payment of 2023 in cash: 3% of par value (excluding treasury shares) (\*) | VND 45,002,798,700 |

(\*) The expected dividend payment amount is calculated based on the total number of issued shares as of December 31, 2023. In case the total number of issued shares changes as of the record date for shareholders entitled to receive dividends, the Board of Directors may increase or decrease the payment amount according to the above payout rate if it meets the distributable profit source as prescribed by law.

General Mandate 10. APPROVE THE PLAN FOR PRIVATE PLACEMENT OF SHARES, THE PLAN FOR CAPITAL USE, AND AUTHORIZING THE BOARD OF DIRECTORS TO IMPLEMENT THE PRIVATE PLACEMENT PLAN

The General Meeting unanimously approved the plan for private placement of shares, the plan for capital use, and authorized the Board of Directors to implement the private placement plan according to the attached Proposal.

The General Meeting unanimously approved the list of investors to purchase PHS shares in the private placement as follows:

|  |  |  |  |  |  |  |
| --- | --- | --- | --- | --- | --- | --- |
| No. | Name of Investor | ID Card/Citizen Identification Card/Passport or Business Registration Certificate | Subjects | Number of shares owned before the offering (shares) | Number of shares expected to be allocated (shares) | Expected ownership rate after issuance(%) |
| Strategic investor/ Professional securities investor | Foreign investor/ Economic organization with foreign investors holding more than 50% of charter capital/Domestic investor |
| 1 | Phu Hung Far East Holding Corporation | CA5901 | Strategic investors | Foreign investors | 69,004,600 | 23,000,000 | 46% |
| 2 | New Beam InternationalINC | CB5917 | Strategic investors | Foreign investors | 26,176,745 | 15,500,000 | 20.84% |
| 3 | Dong Bang Development Limited | CB3748 | Strategic investors | Foreign investors | 7,290,486 | 1,800.000 | 4.55% |
| 4 | CatTinh Development Limited | CD2863 | Strategic investors | Foreign investors | 258,77 | 9,700,000 | 4.98% |
| Total |  | 50,000,000 |  |

1. PRIVATE PLACEMENT PLAN TO INCREASE CHARTER CAPITAL
2. Share name: Shares of Phu Hung Securities Corporation;
3. Share type: Cmmon share;
4. Par value: VND 10,000/share;
5. Number of offered shares: 50,000,000 shares;
6. Expected issue price: VND 10,000/share;
7. Total value of offered shares based on the par value: VND 500,000,000,000;
8. Total expected capital raised: VND 500,000,000,000
9. Distribution time: Within 90 days from the date the State Securities Commission approves the Company to conduct a private placement and increase charter capital;
10. Number of participating investors: Ensure under 100 investors as prescribed.
11. PLAN FOR CAPITAL USE

The entire amount of money raised from the offering will be used for the following purposes:

1. Supplement working capital for business activities;
2. Supplement capital for securities sale advance lending and margin lending activities;
3. Enhance financial safety, supplement capital for derivative securities services;
4. Provide other financial-securities services in accordance with the provisions of law.

The use of PHS's issuance capital for business ensures compliance with relevant current regulations.

General Mandate 11. APPROVE THE AMENDMENT AND SUPPLEMENT TO THE COMPANY'S CHARTER

The General Meeting unanimously approved the amendment and supplement to the Company's Charter according to the attached Proposal.

General Mandate 12. APPROVE THE DISMISSAL OF SUPERVISORY BOARD MEMBER MS. KUO, PING MIN AND ELECTING AN ADDITIONAL MEMBER OF THE SUPERVISORY BOARD

The General Meeting unanimously approved the dismissal of Supervisory Board member Ms. Kuo, Ping Min and approved the results of the additional election of a Supervisory Board member for the 2024-2025 term as follows:

Full name: Ms. Wang, Gwan-Fang

General Mandate 13. APPROVE THE ADJUSTMENT OF THE COMPANY'S ORGANIZATIONAL CHART

The General Meeting unanimously approved the adjustment of the company's organizational chart according to the attached Proposal.

General Mandate 14. Terms of enforcement

This General Mandate takes effect from April 17, 2024.

The Board of Directors of Phu Hung Securities Corporation is responsible for organizing and guiding the company to implement the clauses of this General Mandate.