**THD: Annual General Mandate 2024**

On April 23, 2024, Thaiholdings Joint Stock Company announced General Mandate No. 01/2024/NQ-DHDCD/THD as follows:

‎‎Article 1. Approve the Report of the Board of Directors on the governance in 2023 and the operational plan 2024

* Production and business results in 2023:

|  |  |  |  |
| --- | --- | --- | --- |
| Target | Plan 2023 | Results 2023 | Completion rate (%) |
| Net revenue | 3,272,060,012,774 | 1,870,236,357,826 | 57% |
| Profit before tax | 358,211,747,332 | 326,551,011,737 | 91% |
| Profit after tax | 241,565,398,517 | 224,505,007,760 | 93% |

* Production and business plan in 2024:
* Consolidated net revenue reaches: VND 1,114 billion.
* Consolidated profit before tax reaches: VND 125 billion.
* Consolidated profit after tax reaches: VND 68 billion.

‎‎Article 2. Approve the Report of the Supervisory Board on the business results of the Company, and the performance of the Board of Directors and Managing Director;

‎‎Article 3. Approve the Report on self-assessment of the performance of the Supervisory Board and members of the Supervisory Board.

‎‎Article 4. Approve the Audited Financial Statements 2023.

‎‎Article 5. Approve the list of audit companies for the Financial Statements 2024, specifically:

1. Approve the list of audit companies for the Financial Statements 2024.
2. Implementation:

Assign the Board of Directors to select 01 audit company from the list stated in the Appendix attached to Report No. 02/2024/TTr-BKS/THD dated April 23, 2024 of the Supervisory Board to audit the Company's Financial Statements 2024.

Assign the Company's legal representative to negotiate and sign the Contract and documents related to the selected audit company; direct relevant departments to coordinate the implementation to ensure maximum benefits for the Company and in accordance with legal regulations.

‎‎Article 6. Approve the plan on appropriation for funds and profit distribution in 2023, specifically:

Unit: VND

|  |  |  |  |
| --- | --- | --- | --- |
| No. | Content | Amount | Note |
| I | Undistributed profit after tax | 369,060,349,561 |  |
| 1 | Retained from previous year | 246,058,778,907 |  |
| 2 | In 2023 (Audited Financial Statements) | 123,001,570,654 |  |
| II | Distributed profit after tax | 922,511,780 |  |
| 1 | Bonus fund | 615,007,853 | 12\*0.5% |
| 2 | Welfare fund | 307,503,927 | 12\*0.25% |
| 3 | Dividend (\*) | 0 |  |
| III | Retained undistributed profit after tax | 368,137,837,781 | III=I-II |

(\*) Reason for not paying dividends in 2023: The Company plans not to pay dividends to reinvest all undistributed profit after tax.

‎‎Article 7. Approve the remuneration settlement for members of the Board of Directors and Supervisory Board in 2023, and remuneration plan for members of the Board of Directors and Supervisory Board in 2024, specifically;

* Remuneration for members of the Board of Directors and Supervisory Board in 2023: Based on the current number of members of the Board of Directors and Supervisory Board of the Company, the total remuneration paid to the Board of Directors and Supervisory Board in 2023 is: VND 475,000,000.
* Remuneration plan for members of the Board of Directors and the Supervisory Board in 2024:

|  |  |
| --- | --- |
| The Board of Directors | The Supervisory Board |
| Chair: VND 10,000,000/month; | Chief of the Supervisory Board: VND 5,000,000/month; |
| Member: VND 5,000,000/person/month; | Member: VND 3,000,000/person/month; |

‎‎Article 8. Approve the election of members of the Board of Directors for the term 2024-2029 from April 23, 2024. Specifically, members of the Company Board of Directors for the term 2024-2029 are as follows:

* Mr. Nguyen Chi Kien - Member of the Board of Directors;
* Mr. Vu Ngoc Dinh - Member of the Board of Directors;
* Ms. Vu Thanh Hue - Member of the Board of Directors;
* Mr. Phan Manh Hung - Member of the Board of Directors;
* Ms. Tran Thi Thanh Giang - Independent member of the Board of Directors.

‎‎Article 9. Approve the election of members of the Supervisory Board for the term 2024-2029 from April 23, 2024. Specifically, members of the Company Supervisory Board for the term 2024-2029 are as follows:

* Ms. Nguyen Thu Van;
* Ms. Du Thi Hai Yen;
* Ms. Tran Thi Thanh Nhan.

‎‎Article 10. Approve on selecting UHY Auditing & Consulting Limited to audit the Financial Statements 2023 of the Company.

‎‎Article 11. This General Mandate is approved by the Annual General Meeting of Shareholders 2024 of Thaiholdings Joint Stock Company.

‎‎Article 12. This General Mandate takes effect from the date of its signing. All shareholders of Thaiholdings Joint Stock Company, the Board of Directors, Supervisory Board, Executive Board and relevant individuals and departments are responsible for implementing this General Mandate./.