**THM: Annual General Mandate 2024**

On April 26, 2024, Tu Hai Ha Nam Joint Stock Company announced General Mandate No. 01/2024/NQ-DHDCD as follows:

‎‎Article 1. Approve the Report of the Board of Directors in 2023.

‎‎Article 2. Approve the Audited Financial Statements 2023.

‎‎Article 3. Approve the business plan for 2024;

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| --- | --- | --- |
| No. | Target | 2024 |
| 1 | Revenue | VND 130 billion |
| 2 | Profit after tax | VND 8 billion |
| 3 | Expected charter capital: | VND 122 billion |
| 4 | Dividend payment rate (expected) | 5%  |

‎‎Article 4. Approve the remuneration payment plan for the Board of Directors.

The General Meeting of Shareholders approves the remuneration budget for the Board of Directors in 2024 to be a maximum of 5% of the actual profit after tax achieved in 2024; at the same time, the General Meeting of Shareholders authorizes the Chair of the Board of Directors to decide on the principles, forms, and specific remuneration levels for each member of the Board of Directors within the total approved remuneration budget.

‎‎Article 5. Approve the share issuance plan to pay dividends,

Dividend payout rate: 10%

Dividend payment source: Deducted from Undistributed Profit after tax

Share issuance plan:

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| --- | --- |
| Shares name: | Shares of Tu Hai Ha Nam Joint Stock Company |
| Securities code | THM |
| Share type: | Common share |
| Par value | VND 10,000/share |
| Issuance price | VND 10,000/share |
| Charter capital before the issuance: | VND 110,480,000,000 |
| Number of outstanding shares | 11,048,000 shares |
| Number of treasury shares | 0 share |
| Number of shares issued at par value: | 1,104,800 share |
| Total expected issuance value at par value | VND 11,048,000,000 |
| Expected number of shares after issuance:  | 12,152,800 share |
| Expected charter capital after the issuance: | VND 121,528,000,000 |
| Issuance rate | 10% (shareholders owning 10 shares will receive 1 additional share) |
| Source of capital for issuance: | From Undistributed Profit after tax as of December 31, 2023 |
| Subjects of the issuance | Existing shareholders of THM named in the list of shareholders recorded by the Vietnam Securities Depository (VSD) on the record date to exercise the right to receive dividends in shares |
| Transfer restrictions | Shares issued to existing shareholders are not subject to transfer restrictions. |
| Issuance method | Issuance of shares to pay dividends (accounting entries change in the owner's capital contribution and undistributed profit after tax) |
| Plan on handling fractional shares | When calculating the number of shares that shareholders are entitled to according to the issuance plan, if the result is a decimal fraction, it will be rounded according to the principle of discarding the decimal fraction (for example, if the number of shares that shareholders are entitled to when paying dividends is 28.5 shares, it will be rounded to 28 shares). |
| Plan on ensuring that the share issuance meets the regulations on the foreign ownership rate. | The shares issued to pay dividends to existing shareholders do not change the ownership rate of foreign investors |
| Expected issuance time: | From Q2/2024 and after being approved by the State Securities Commission |
| Depository and listing: | Shares issued to increase share capital from owners' equity will be deposited and listed immediately after issuance |

The General Meeting of Shareholders authorizes the Board of Directors to decide on the detailed plan to issue shares to pay dividends; at the same time, it authorizes the Chair of the Board of Directors and the Director to carry out the necessary procedures to complete the issuance of shares to pay dividends, change business registration information and amend and supplement the company's charter to record the new charter capital and number of shares according to the actual results of the issuance and register for depository and additional listing of newly issued shares.

‎‎Article 6. Approve the selection of Grant Thornton Vietnam Co., Ltd. as the auditor of the Financial Statements for 2024.

Article 7. Approve the plan to change the trading floor.

The General Meeting of Shareholders approves the plan to register to change the company's trading floor from UPCOM (current trading floor) to listing registration on HOSE (Ho Chi Minh City Stock Exchange).

The General Meeting of Shareholders authorizes the Board of Directors to carry out the necessary procedures to complete the above-mentioned plan to change the trading floor when the increase in charter capital has been completed and Tu Hai Ha Nam Joint Stock Company has met the basic conditions to register for listing on the Ho Chi Minh City Stock Exchange in accordance with the provisions of law.

‎‎Article 8. The Board of Directors, the Board of Managers of the Company and relevant departments and divisions are responsible for the implementation of this General Mandate. The General takes effect from the date of signing.