**DRI: Annual General Mandate 2024**

On April 25, 2024, Dak Lak Rubber Investment Joint Stock Company announced General Mandate No. 01/NQ-DHDCD as follows:

‎‎Article 1. Approve the followings contents:

1. Report on the activities of the Board of Directors in 2023 and the plan for 2024;
2. Report on production and business results in 2023 and tasks for 2024 of Dak Lak Rubber Investment Joint Stock Company;
* Results of implementing the financial targets assigned by the General Meeting of Shareholders in 2023 are as follows:

|  |  |  |  |  |  |
| --- | --- | --- | --- | --- | --- |
| No. | Content | Unit | Plan 2023 | Results 2023 | Compared to Plan 2023 |
| 1 | Output | Tons |  |  |  |
| 1.1 | Rubber | Tons | 15,000.00 | 13,851.77 | 92.35% |
| 1.2 | Cashew | Tons | 201.00 | 127.63 | 63.50% |
| 1.3 | Banana | Tons | 1,566.00 | 902.42 | 57.63% |
| 1.4 | Durian | Tons |  | 37.76 |  |
| 2 | Revenue | Billion VND | 529.18 | 452.03 | 85.42% |
| 2.1 | Rubber | Billion VND | 510.51 | 435.78 | 85.36% |
| 2.2 | Cashew | Billion VND | 4.78 | 2.34 | 48.94% |
| 2.3 | Banana | Billion VND | 6.19 | 3.24 | 52.41% |
| 2.4 | Other revenue | Billion VND | 7.70 | 10.66 | 138.50% |
| 3 | Capital price | Million VND/ton |  |  |  |
| 3.1 | Rubber COGS | Million VND/ton | 30.075 | 25.47 | 84.68% |
| 3.2 | Cashew COGS | Million VND/ton | 23.737 | 24.01 | 101.15% |
| 3.3 | Banana COGS | Million VND/ton | 4.882 | 5.48 | 112.27% |
| 3.4 | Durian | Million VND/ton |  | 9.68 |  |
| 4 | Profit before tax | Billion VND | 71.90 | 93.74 | 130.37% |
| 5 | Export ratio | % | 65% | 61.84% | 95.14% |
| 6 | Dividend (expected) | % | 5% | 6% | 120.00% |
| 6 | Income | Million VND/ person/ month |  |  |  |
| 6.1 | Average indirect salary | 17.91 | 18.29 | 102.12% |
| 6.2 | Average direct salary | 5.45 | 3.74 | 68.64% |

* Some investment targets assigned by the General Meeting of Shareholders in 2023:

|  |  |  |  |  |  |
| --- | --- | --- | --- | --- | --- |
| No. | Contents | Unit | Plan - 2023 | Results 2023 | Compared to Plan  |
| I. | Agricultural investment |  | 18,429.14 | 14,485.97 | 78.60% |
| 1 | Rubber investment | Million VND | 4,851.26 | 3,349.71 | 69.05% |
| 2 | Durian investment | Million VND | 13,577.89 | 11,136.27 | 82.02% |
| II. | Construction investment |  | 25,394.91 | 14,751.34 | 58.09% |
| 1 | Banana project | Million VND | 811.40 | 859.82 | 105.97% |
| 2 | Daklaoruco Company | Million VND | 24,583.51 | 13,891.52 | 56.51% |
|  | Total: |  | 43,824.05 | 29,237.31 | 66.72% |

* Consolidated business results in 2023:

|  |  |  |  |  |
| --- | --- | --- | --- | --- |
| No. | Content | Results 2022 | Results 2023 | 2023/2022 (%) |
| 1 | Net revenue from sales and service provision | 496,815,957,810 | 443,508,685,141 | 89% |
| 2 | Cost of goods sold | 293,484,692,778 | 284,218,803,700 | 97% |
| 3 | Revenue from financial activities | 31 232 095759 | 17,798,917,259 | 57% |
| 4 | Financial expenses | 70/516,190,571 | 19,260,401,577 | 27% |
| 5 | Selling expense | 34,903,518,947 | 34,421,706,984 | 99% |
| 6 | General and administrative expense | 22,717,256,899 | 26,784,815,048 | 118% |
| 7 | Other profits | (831,378,048) | (2 882,825,571) | 347% |
| - | Accounting profit before tax | 105,595,016,326 | 93,739,049,520 | 89% |
| 8 | Current corporate income tax expense | 25,228,278,569 | 20/081,207,096 | 80% |
| \*\* | Profit after tax | 80,366,737,757 | 73,657,842,424 | 92% |

1. Production and business targets:
	1. Rubber:
* Exploitation 14,000 tons of dry rubber; average yield of 1.69 tons/ha;
* Expected sales volume of 14,000 tons;
* Average selling price: VND 36.00 million/ton (USD 1,500/ton);
* Cost of goods sold: VND 30,336 million/ton (USD 1,264/ton);
	1. Cashew:
* Output of 137 tons of fresh ones;
* Average selling price: VND 20.70 million/ton (USD 1,000/ton);
* Cost of goods sold: VND 22,41 million/ton (USD 1,040/ton);
	1. Banana:
* Output of 655.5 tons of banana products;
* Average selling price: VND 3.0 million/ton;
* Cost of goods sold of VND 4.352 million/ton;
	1. Durian:
* Output of 300 tons of fruit;
* Average selling price: VND 50.0 million/ton;
* Cost of goods sold of VND 34.759 million/ton;
	1. Preliminary business results for 2024:
* Total revenue and other income: VND 462,501 million
* Revenue from goods sales: VND 454,501 million; In which: Rubber: VND 434,700 million; Cashew: VND 2,835 million; Banana: VND 1,966 million; Durian: VND 15,000 million;
* + Financial revenue and other income: VND 8,000 million;
* Total expenses: VND 388,196 million
* + Rubber expense: VND 371,966 Million.
* + Cashew expense: VND 2,949 Million.
* + Banana expense: VND 2,853 Million.
* + Durian expense: VND 10,427 Million.
* Consolidated profit before tax: VND 74,400 million
* Expected profit after tax: VND 60,620 million;
* Rubber export rate: 65% of total sales volume
* Dividend payment rate in 2024: 6% of the charter capital.
1. Investment targets:
* - Investing in plantation in vegetative phase: VND 9,686,155,470 million, (in which, VND 3,812.46 million for rubber, VND 5,873.69 million for durian), equivalent to 292.47 hectares of rubber plantation in vegetative phase area. Average investment expense is VND 13,035,400/hectare of rubber; with VND 94,353,467/ha for 66.64 hectares of durian in vegetative phase area.
* Capital construction investment: VND 23,883,808,112, in which, VND 855,155,400 for DRI High-Tech Agricuture Limited Company, VND 21,416,600,000 for Daklaoruco and VND 1,612,022,712 for DRI’s Office.
1. Report on activities of the Supervisory Board in 2023 and Orientations for 2024;
2. The company's Financial Statements 2023 audited by AFC Vietnam Auditing Company.

‎‎Article 2. Approve some key production, business and investment targets for 2024 according to Proposal No. 06/TTr-HDQT dated March 27, 2024 of the Board of Directors.

‎‎Article 3. Approve the plan for profit distribution and fund appropriation in 2023 according to Proposal No. 07/TTr-HDQT dated March 27, 2024 of the Board of Directors.

|  |  |  |
| --- | --- | --- |
| Targets | Amount (VND) | Note |
| 1. Profit transferred from 2022
 | 0 | As approved by the General Mandate 2023 |
| 1. Profit after tax in 2023 (2=2.1+2.2)
 | 73,671,476,667 | According to the audited Financial Statements 2023 |
| 1. Undistributed consolidated profit in 2023 (Intra-group foreign exchange gain not distributed according to point d, clause 1, article 74, Circular 200/2014/TT-BTC.)
 | 12,619,032,068 | According to the audited Financial Statements 2023 |
| 1. Profit from production and business activities
 | 61,052,444,599 |  |
| 1. Distributable consolidated profit as of December 31, 2023: 3=0+2-2.1)
 | 61,052,444,599 |  |
| 1. Fund appropriation: 4=(4.1+4.2+4.3)
 | 12,688,502,320 |  |
| 1. Appropriation for bonus and welfare fund 10%
 | 6,105,244,460 | 10% of distributable profit |
| 1. Appropriation for Investment and development fund:
 | 6,105,244,460 | 10% of distributable profit |
| 1. Management bonus fund (1.5 months of average salary)
 | 478,013,400 | According to point a, section 2, article 18, Circular 28/2016/TT-BLDTBXH |
| 1. Remaining profit after fund appropriation 5=(3-4)
 | 48,363,942,279 |  |
| 1. Expected dividend for 2023 at 6% of charter capital
 | 43,920,000,000 |  |
| 1. Corporate income tax on profit transferred from Laos to Vietnam
 | 4,443,942,279 | 10% of expected profit transfer (estimated tax of 4.275 billion LAK) |
| 1. Remaining profit after tax 8=(5-6-7)
 | 0 |  |

(figures based on the 2023 consolidated Financial Statements)

The proposed dividend increased from the planned 5% to 6% as the Company's profit met expectations.

* Interim dividend paid for 2023: 3%
* Remaining dividend: 3%, equivalent to VND 300/share
* Dividend payment time: Expected from July 15, 2024 to August 15, 2024

‎‎Article 4. Approve the remuneration of the Board of Directors and the Supervisory Board in 2024 according to Proposal No. 08/TTr-HDQT dated March 27, 2024 of the Board of Directors.

‎‎Article 5. Authorize the Board of Directors and the Supervisory Board to select the audit company for the Financial Statements 2024 according to Proposal No. 09/TTr-HDQT dated March 27, 2024 of the Board of Directors.

‎‎Article 6. Approve contracts and transactions with related parties of the Company according to Proposal No. 10/TTr-HDQT dated March 27, 2024 of the Board of Directors.

‎‎Article 7. Approve the change of the plan for liquidation and replanting of rubber plantations at Daklaoruco according to Proposal No. 11/TTr-HDQT dated March 27, 2024 of the Board of Directors.

‎‎Article 8. The General Meeting of Shareholders approves the dismissal of Mr. Tran Le from the position of independent member of the Board of Directors according to Proposal No. 12/TTr-HDQT dated March 27, 2024 of the Board of Directors.

‎‎Article 9. The General Meeting of Shareholders elected Mr. Le Dinh Huyen, born on November 25, 1964, with professional qualifications as an Agricultural Engineer and a Bachelor of Economics, as an independent member of the Board of Directors for the 3rd term (2022-2027).

‎‎Article 10. The Annual General Meeting of Shareholders 2024 of Dak Lak Rubber Investment Joint Stock Company assigns the Board of Directors to direct and organize the implementation of the contents approved at this Annual General Meeting in accordance with the provisions of law and the Company's Charter.

Attached to this General Mandate are the documents submitted to the Annual General Meeting of Shareholders 2024.

This General Mandate was approved by the Annual General Meeting of Shareholders 2024 of Dak Lak Rubber Investment Joint Stock Company and takes effect from the date of signing and promulgation.