**FT1: Annual General Mandate**

On April 25, 2024, Machinery Spare Parts No1 Joint Stock Company announced General Mandate No. 01/NQ-DHDCD as follows:

‎‎Article 1. Approve the Report on production and business results in 2023, and the production and business plan for 2024 by the Executive Board with the following specific targets:

|  |  |  |  |  |
| --- | --- | --- | --- | --- |
| No. | Targets | Unit | Results 2023 | Plan 2024 |
| 1 | Total revenue | Billion VND | 910.15 | 910 |
| 2 | Value of the industry production | Billion VND | 864.40 | 870 |
| 3 | Profit after tax | Billion VND | 59.55 | 52 |

‎‎Article 2. Approve the Report on the performance in 2023 and the plan for 2024 of the Board of Directors.

‎‎Article 3. Approve the Report of the Supervisory Board in 2023.

‎‎Article 4. Approve the Proposal on approving the Financial Statements 2023 audited by Vietnam Auditing and Valuation Company Limited.

‎‎Article 5. Approve the Proposal on profit distribution and dividend payment for 2023 in Proposal No. 02/TTr-HDQT presented by the Board of Directors at the Annual General Meeting of Shareholders 2024 as follows:

* Dividend payment rate: VND 3,700/share;
* Total amount of dividend payment: VND 26,195,456,100;
1. Allocation to funds and profit distribution

Unit: VND

|  |  |  |  |
| --- | --- | --- | --- |
| No. | Target | Rate% | Amount |
| 1 | Remaining profit after tax from previous years |  | 0 |
| 2 | Profit after tax in 2023 |  | 59,546,077,008 |
| 3 | Total profit after tax up to the end of 2023 |  | 59,546,077,008 |
| 4 | Profit distribution |  |  |
| *4.1* | *Investment and development fund* |  |  |
| *4.2* | *Bonus and welfare fund:* |  | *32,133,006,783* |
| *4.3* | *Bonus fund for managers:* |  | *1,217,614,125* |
| *4.4* | *Profit for dividend payment* |  | *26,195,456,100* |

The General Meeting authorizes the Board of Directors, based on the production and business situation in 2024, to organize the implementation of dividend payment to shareholders at an appropriate time in 2024; ensuring compliance with FUTU1's Charter and legal regulations for public companies.

‎‎Article 6. Approve the Proposal on approving the actual salary and remuneration fund in 2023 and approving the planned salary and remuneration fund for 2024 of the Board of Directors and the Supervisory Board in Proposal No. 04/TTr-HDQT presented by the Board of Directors at the Annual General Meeting of Shareholders 2024 as follows:

|  |  |  |  |  |
| --- | --- | --- | --- | --- |
| No. | Position | Number (person) | Results 2023 (VND) | Plan 2024 Million VND |
| I | The Board of Directors | 05 | 2,381 | 2,112 |
| II | The Supervisory Board | 03 | 434 | 370 |
|  | Total | 8 | 2,815 | 2,482 |

Based on the production and business results in 2024, the Company will consider allocating the actual salary and remuneration fund in 2024 to increase or decrease in proportion to the actual profit portion, but the increase shall not exceed 20% and the decrease shall not exceed 40% of the plan;

Other rights of the Board of Directors and the Supervisory Board are in accordance with the provisions of the Law, the Company's Charter and Regulations.

‎‎Article 7. Approve the Proposal on approving the list of audit companies for FUTU1's Financial Statements 2024 in Proposal No. 03/TTr-BKS.

1. The General Meeting of Shareholders authorizes the Supervisory Board to decide on selecting an independent audit company from the list proposed by the Supervisory Board, in accordance with the provisions of the Law, and assigns the Manager of the Company to sign a contract for providing independent auditing services with the selected audit company to audit FUTU1's Financial Statements 2024. The selected audit companies include:
* Vietnam Auditing and Evaluation Co., Ltd. (VAE)
* BDO Auditing Company Limited (BDO);
* AASC Auditing Firm Company Limited;
1. The criteria for selecting an independent audit company are stated in Proposal 03/TTr-BKS presented at the Annual General Meeting of Shareholders 2024.

‎‎Article 8. Approve the Proposal on approving the number of members to be elected to the Board of Directors and the Supervisory Board for the term 2024-2029.

‎‎Article 9. Approve the Proposal on nominating candidates for the Board of Directors for the term 2024-2029.

Article 10. Approve the Proposal on nominating candidates for the Supervisory Board for the term 2024-2029.

‎‎Article 11. Approve the List of members of the Board of Directors and members of the Supervisory Board for the term 2024-2029.

* The list of gentlemen/ladies elected as members of FUTU1's Board of Directors for the term 2024-2029 is as follows:
1. Mr. Ngo Van Thai
2. Mr. Tran Duc Hung
3. Nguyen Duc Dung
4. Mr. Vu Duy Hai
5. Mr. Ho Ngoc Vinh
* The list of gentlemen/ladies elected to FUTU1's Supervisory Board for the term 2024-2029 is as follows:
1. Ms. Dong Thi Thanh Ngan
2. Mr. Bui Tuan Anh
3. Ms. Nguyen Thi Thanh Binh

‎‎Article 12. Terms of enforcement

1. The General Meeting of Shareholders assigns the Board of Directors, the Supervisory Board and the Director of the Company to be responsible for implementing this General Mandate.
2. This General Mandate was unanimously approved by the Annual General Meeting of Shareholders 2024 and takes effect from the end of the Meeting.