**BSG: Annual General Mandate 2024**

On April 25, 2024, Saigon Passenger Transport Joint Stock Company announced General Mandate No. 01/NQ-DHDCD/2024 as follows:

‎‎Article 1. Approve the Performance Report 2023 and key orientations and tasks in 2024 of the Board of Directors of Saigon Passenger Transport Joint Stock Company (Attached document).

‎‎Article 2. Approve the Proposal of the Board of Directors on the voting contents at the General Meeting as follows:

1. Approve the audited Financial Statements for the fiscal year ending December 31, 2023, audited by CPA Vietnam Auditing Company Limited.
2. Approve the results of production and business activities in 2023:

|  |  |  |  |  |  |  |
| --- | --- | --- | --- | --- | --- | --- |
| No. | Targets | Results 2022 (Million VND) | 2023 | | | |
| Plan (Million VND) | Results (Million VND) | % compared to Plan | % compared to the same period |
| 1 | Total revenue | 491,194 | 571,821 | 523,271 | 92% | 107% |
| 2 | Total expenses | 476,179 | 550,000 | 488,250 | 89% | 103% |
| 3 | Profit before tax | 15,015 | 21,821 | 35,021 | 160% | 233% |

1. Approve the 2023 dividend rate: The company does not pay dividends to compensate for losses from previous years.
2. Approve the remuneration settlement of the Board of Directors, Supervisory Board implemented in 2023:

|  |  |  |  |  |
| --- | --- | --- | --- | --- |
| No. | Position | Number of people | Remuneration rate / month (Million VND) | Remuneration fund implemented in 2023  (Million VND) |
| The Board of Directors | | | | |
| 1 | Chief of the Board of Directors | 1 | 8 | 96 |
| 2 | Member | 6 | 6 | 432 |
| The Supervisory Board | | | | |
| 1 | Chief of the Supervisory Board | 1 | 25 | 300 |
| 2 | Members of the Supervisory Board | 2 | 5 | 120 |
| Total | | 10 |  | 948 |

1. Approve the production and business plan for 2024

|  |  |  |
| --- | --- | --- |
| No. | Target | Plan for 2024  (Million VND) |
| 1 | Total revenue | 624,309 |
| 2 | Total expenses In which: | 585,074 |
| * *Employee salary fund* | 196,299 |
|  | * *the Executive Board salary fund* | 3,800 |
| 3 | Profit before tax | 39,235 |

*Notes: The production and business plan 2024 will be adjusted when the Company wins the bid for bus routes and incurs land rental costs for the period from 2016 when the Company's land plots are appraised for land rental prices. In addition, rising inflation risks, bus subsidy mechanisms and policies, and pressure from fluctuations in input material prices... are also factors affecting the proposed production and business plans*.

1. Approve the expected dividend rate of 2024: The company does not pay dividends in 2024 due to compensating for losses from previous years.
2. Approve the plan for remuneration fund of the Board of Directors and the Company's Supervisory Board in 2024:

* Remuneration fund for the Board of Directors VND 528 million, in which:
* Chief of the Board of Directors (01 person) VND 96 Million.
* Members of the Board of Directors (06 members): VND 432 Million.
* Remuneration fund for the Supervisory Board VND 420 million, in which:
* Chief of the Supervisory Board (01 person) VND 300 Million.
* Members of the Supervisory Board (02 members): VND 120 Million.
* Additional remuneration fund for the Board of Directors and Supervisory Board: Additional remuneration for the Board of Directors and Supervisory Board if the Company reaches or exceeds the planned profit level approved by the General Meeting of Shareholders. The additional remuneration fund is recorded in production and business results in 2024. The additional level is 01% of planned profit and 05% of exceeding planned profit. Assign the Board of Directors of the Company to decide on the distribution coefficient of the Additional Remuneration Fund among members of the Board of Directors and the Supervisory Board.

‎‎Article 3. Approve the Performance Results Report 2023 and plans, tasks in 2024 of the Board of Directors of Saigon Passenger Transport Joint Stock Company (Attached document).

‎‎Article 4. Approve the Proposal for selecting an auditing unit for the Financial Statements 2024 of the Supervisory Board of Saigon Passenger Transport Joint Stock Company

Through authorizing the Board of Directors of the Company to decide to select one of 03 audit units in the list of audit firms qualified to provide audit services published by the Ministry of Finance on the web portal requested by the Company's Supervisory Board as below, to review the semi-annual Financial Statements and audit the Financial Statements 2024 of Saigon Passenger Transport Joint Stock Company:

1. CPA Vietnam audit company Limited
2. AFC Vietnam Auditing Co.,Ltd
3. Southern Auditing & Accounting Financial Consulting Services Company Limited

‎‎Article 5. Approve the dismissal of the position of member of the Supervisory Board of Saigon Passenger Transport Joint Stock Company term II (2021 - 2026) for Ms. Vu Thi Hong Cam and Ms. Tran Thi Ngoc Dung. Approve the election of additional members of the Supervisory Board of Saigon Passenger Transport Joint Stock Company term II (2021 - 2026).

‎‎Article 6. Approve the results of additional election of members of the Supervisory Board of Saigon Passenger Transport Joint Stock Company term II (2021 - 2026):

The following Mr./Mrs. have been elected to be members of the Supervisory Board of Saigon Passenger Transport Joint Stock Company term II (2021 - 2026):

1. Ms. Tran Kim Tuyen
2. Ms. Nguyen Thi To Nhu

‎‎Article 7. The Annual General Meeting of Shareholders 2024 of Saigon Passenger Transport Joint Stock Company assigned the Board of Directors to organize and implement the General Mandate of the General Meeting. The Supervisory Board inspect and supervise the management activities of the Board of Directors and the production and business operations of the Company's Executive Board in accordance with the provisions of law, the Company's Charter and this General Mandate.

‎‎Article 8. The Board of Directors, Board of Supervisors, Board of Management of the Company, affiliated units and all shareholders of Saigon Passenger Transport Joint Stock Company are responsible for implementing this General Mandate.

This resolution includes 04 pages and was prepared and approved in full at the Annual General Meeting of Shareholders 2024 of Saigon Passenger Transport Joint Stock Company. This General Mandate takes effect from the date of signing.

The Board of Directors is responsible for announcing the minutes, General Mandate and documents of the Annual General Meeting of Shareholders 2024 and posting them on the Company's website ([www.saigonbus.com.vn](http://www.saigonbus.com.vn)) according to the provisions of law on information disclosure.