**CEO: Annual General Mandate 2024**

On May 3, 2024, C.E.O Group Joint Stock Company announced General Mandate No. 01/2024/NQ/CEO-DHDCD as follows:

‎‎Article 1. The Annual General Meeting of Shareholders 2024 of C.E.O Group Joint Stock Company approves on:

1. Approve the Report of the Board of Management on production and business results in 2023 and production and business plan for 2024.

* The production and business plan targets in 2023 (According to the data of the audited consolidated Financial Statements 2023)
* Revenue:

Total consolidated revenue in 2023: VND 1,439 million, reaching 48% of the plan

* Profit after tax:

Profit after tax of the Company in 2023 is VND 121.2 billion, reaching 38.5% of the Plan.

* Expected targets of the production and business Plan for 2024.
* Total consolidated revenue VND 2,100 billion;
* Consolidated profit after tax: VND 150 billion;
* Expected dividend: 5-10%

1. Approve the Report on the activities of the Board of Directors in 2023 and the plan for 2024
2. Approve the Report on activities of the Supervisory Board in 2023 and the plan for 2024.
3. Approve the audited Financial Statements 2023, the profit distribution plan in 2023, and the principles for using the Investment and Development Fund.

Plan on profit distribution in 2023:

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| --- | --- | --- | --- |
| No. | Content | Unit: | Amount |
| 1 | Profit after tax in 2023 | VND | 106,043,823,858 |
| 2 | Appropriation for investment and development fund (5% of profit after tax) | VND | 5,302,191,193 |
| 3 | Appropriation for bonus fund for staff (3% of profit after tax) | VND | 3,181,314,716 |
| 4 | Appropriation for collective welfare fund (3% of profit after tax) | VND | 3,181,314,716 |
| 5 | Appropriation for bonus for the Board of Directors and the Board of Management (4% of profit after tax) | VND | 4,241,752,954 |
| 6 | Undistributed profit will be transferred to 2024. | VND | 90,137,250,279 |

The Plan on dividend payment in 2023:

* Payment form: Dividend payment by shares to existing shareholders.
* Implementation rate: 100:5 (Shareholders owning 100 shares will receive 05 new shares).
* Implementation time: After being approved by the Annual General Meeting of Shareholders 2024 and notified in writing by the State Securities Commission on receiving full issuance report dossiers. Expected in 2024.

1. ISSUANCE PLAN

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| --- | --- |
| Share name: | C.E.O Group Joint Stock Company share |
| Securities code: | CEO |
| Share type: | Common share |
| Par value of share: | VND 10,000/share |
| Charter capital: | VND 5,146,787,600,000 |
| Number of shares before issuance: | 514,678,760 shares |
| The number of outstanding shares before issuance: | 514,678,760 shares |
| The number of treasury shares as of December 31, 2023. | 0 shares |
| Type of securities issued: | Common share |
| Number of issued shares: | 25,733,938 shares, equivalent to 5% of the total number of outstanding shares |
| Par value of share: | VND 10,000/share |
| Total issuance value (calculated by par value): | VND 257,339,380,000 |
| Capital source for implementation: | Accumulated undistributed profit after tax as of December 31, 2023 according to the audited Financial Statements 2023 of C.E.O Group Joint Stock Company |
| Issue time: | After being approved by the Annual General Meeting of Shareholders 2024 and notified in writing by the State Securities Commission on receiving full issuance report dossiers. Expected in 2024. |
| Eligible buyers: | Existing shareholders according to the recorded list of shareholders on the record date for the list of shareholders to exercise rights to receive dividends in shares. | |
| Issuance rate: | 5%, corresponding to the right exercise rate of 100:5 (on the record date for the list of shareholders to exercise the rights to receive dividends in shares, shareholders owning 100 shares will receive 05 additional shares). | |
| Rounding principles and plans for handling fractional shares (if any): | For incurred fractional shares (if any) when shareholders exercise the rights, the number of shares that the shareholders receive will be rounded to the nearest unit. Fractional shares (if any) will be canceled  For example: On the record date for the list of shareholders to exercise rights to receive dividends in shares, shareholder A owns 335 shares, so the number of new shares that shareholder A will receive is (335\*5%) = 16.75 shares.  According to the rounding principle, shareholder A will receive 16 new shares. 0.75 fractional shares will be canceled. | |
| Transfer restrictions: | Issued shares are not restricted from transferring. The rights to receive dividends in shares is not transferable. | |
| Distribution method: | * For deposited securities: Shareholders implement procedures to receive shares to pay dividends at Depository Members where the Securities Account is opened. * For undeposited securities: Shareholders implement procedures to receive dividends in shares at the Head Office of C.E.O Group Joint Stock Company, 5th floor, CEO Tower, HH2-1, Me Tri Ha New Urban, Pham Hung Street, Me Tri Ward, Nam Tu Liem District, Hanoi City, Vietnam on working days of the week. When coming to implement the procedures, present the original Certificate of Share Ownership and the original ID Card/Citizen Identification Card/Passport (still valid). | |
| Additional depository and listing: | Shares issued to pay dividends will be additionally registered for deposit at the Vietnam Securities Depository and Clearing Corporation and additionally listed at the Stock Exchange in accordance with the provisions of law. | |

1. Approve on increasing capital and amending the Charter.

The General Meeting of Shareholders approves on increase charter capital corresponding to the total par value of the shares used to pay dividends and update and amend the contents related to charter capital and shares in Clause 1, Article 5 of C.E.O Group Joint Stock Company according to the Charter Capital amount after completing the issuance.

1. Approve the Proposal on selecting an audit company for the fiscal year 2024.
2. Approve on the Proposal on the remuneration of the Board of Directors and the Supervisory Board in 2024.
3. Approve the Proposal on adjusting business lines and amending the Company’s Charter, and Regulations on organization and operation of the Board of Directors.
4. Approve on the dismissal and election of additional members of the Board of Directors for the 2022-2027 term.
   1. Approve the Proposal on the dismissal and election additional members of the Board of Directors for the 2022-2027 term.
   2. Approve the election results on additional members of the Board of Directors for the 2022-2027 term: Mr. Nguyen Van Dong was elected as a member of the Board of Directors for the 2022-2027 term.

‎‎Article 2. Terms enforcement:

1. This General Mandate has been voted for by 100% of the total shares of shareholders directly or by representatives attending the meeting and takes effect from the date of signing.
2. Members of the Board of Directors, the Supervisory Board, and the Board of Management, based on their functions, tasks and authorities, are responsible for organizing and implementing the contents of this General Mandate.