**CMS: Annual General Mandate 2024**

On April 27, 2024, CMH Vietnam Group JSC announced General Mandate No. 01/2024/NQ-DHDCD-CMH as follows:

‎‎Article 1. Approve the full Report of the Board of Directors in 2023 and plan for 2024

‎‎Article 2. Approve the full Report of the Board of Management in 2023 and plan for 2024

‎‎Article 3. Approve the full Report of the Audit Committee in 2023 and plan for 2024

‎‎Article 4. Approve the production and business results, dividend in 2023 and the Plan on production and business, expected dividend for 2024 with the following main targets:

4.1. Approve the production and business results and dividend in 2023 with some main targets as follows:

Unit: Million VND

|  |  |  |  |  |
| --- | --- | --- | --- | --- |
| No. | Target | Plan | Results | Results/Plan (%) |
| 1 | Revenue from goods sale | 79,423 | 98,102 | 124% |
| 2 | Profit before tax | 2,345 | 3,028 | 129% |
| 3 | Dividend | 0% | 0% |  |

4.2. Approve the production and business and expected dividend in 2024 with some main targets as follows:

Unit: Million VND

|  |  |  |
| --- | --- | --- |
| No. | Target | Value (Million VND) |
| 1 | Revenue from goods sale | 204,333 |
| 2 | Profit before tax | 6,130 |
| 3 | Dividend | 0% |

‎‎Article 5. Approve the Audited Financial Statements 2023 of the Company and the plan on profit distribution for 2023.

Approve the plan on profit distribution, appropriation for funds, and dividend in 2023 as follows:

|  |  |
| --- | --- |
| Target | Value (VND) |
| Undistributed profit transferred to 2023 | 1,181,735,447 |
| Retroactive adjustment on business results in 2022 | -540,769,018 |
| Profit after tax in 2023 | 2,015,920,395. |
| Total undistributed profit: | 2,656,886,824 |
| Remaining undistributed profit | 2,656,886,824 |
| Dividend in 2023 | 0 |
| * Prepayment of dividend in 2023 | 0 |
| * Remaining dividend in 2023 | 0 |
| Appropriation for Financial Reverse Fund | 0 |
| Appropriation for emulation and commendation fund | 0 |
| Appropriation for welfare fund | 0 |
| Undistributed profit transferred to 2024 | 2,656,886,824 |

‎‎Article 6. Approve the selection on the audit company for the Financial Statements 2024, specifically as follows:

The selected audit company for the Financial Statements 2024 is:

1. Name of company: A&C Auditing and Consulting Company Limited - Hanoi Branch

Head office address: No. 40, Giang Vo Street, Dong Da Ward, Hanoi

Business code: 0300449815-002

Or

1. Name of company: AFC Vietnam Auditing Company Limited Northern Branch

Head office address: No. 707, Sunrise Building D11, Tran Thai Tong Street, Dich Vong Hau Ward, Cau Giay District, Hanoi. Business code: 0300448995-004

Authorize the Board of Directors to select 01 of the 02 companies to audit the Financial Statements 2024 of the Company.

‎‎Article 7. Approve the settlement on the use of proceed obtained from the private placement to increase charter capital of the Company in 2022 (details as per Proposal No. 04/2024/TTr-HDQT-CMH dated April 02, 2024 of the Board of Directors)

1. Total number of issued shares: 8,252,500 shares, equivalent to 23.99% of the total offered shares, in which:

* Domestic investors: 8,252,500 shares;
* Foreign investors, economic organizations with foreign investors holding over 50% of the charter capital: 0 share.

1. Selling price:

* Floor price: VND 10,000/ share
* Ceiling price: VND 10,000/share.
* Weighted average price: VND 10,000/share.

1. Total proceed obtained from the offering: VND 82,525,000,000.
2. Total expenses: VND 230,000,000.

* Consultant expense: VND 200,000,000
* Fee for auditing owner’s equity: VND 30,000,000.

1. Total net proceeds from the offering: VND 82,272,600,000.
2. Report on the use of proceeds obtained from the private placement to increase charter capital in 2022

As of December 31, 2023, the Company has used the proceed obtained from the private placement for plans on using proceed approved by the General Meeting of Shareholders, specifically as follows:

|  |  |  |  |  |
| --- | --- | --- | --- | --- |
| No. | Contents | 2022  (VND) | 2023 (VND) | Total (VND) |
| 1 | Total obtained proceed | 82,525,000,000 | 0 | 82,525,000,000 |
| 2 | Total expenses for the issuance | 252,400,000 | 0 | 252,400,000 |
|  | In which:   * Expense for the consultancy service on the issuance * Expense for the service of auditing capital | 220,000,000  32,400,000 | 0  0 | 220,000,000  32,400,000 |
| 3 | Total money used for the purpose of paying the equipment rentals, salary, payables to subcontractors, purchasing supplies, raw materials, input fuel for construction contracts, etc. | 27,705,449,081 | 54,567,150,919 | 82,272,600,000 |
|  | In which, for:   * Construction of irrigation works Contract at Krong Pach Thuong Reservoir, Ea Kar District, Dak Lak Province | 5,229,456,185 | 3,541,566,583 | 8,771,022,768 |
|  | EPC General Contract at the Housing, Cultural and Sports Complex project in Cam Khe Town, Cam Khe District, Phu Tho province | 22,475,992,896 | 51,025,584,336 | 73,501,577,232 |
|  | * Construction contract for the construction of the Northern Truong Vinh tunnel project; bidding package XL01, construction investment for the section of Nghi Son - Dien Chau | 0 | 0 | 0 |
| 4 | Total money used for purchasing machinery and construction equipment for construction contracts | 0 | 0 | 0 |
| 5 | Total amount used is: (=2+3+4) | 27,705,449,081 | 54,567,150,919 | 82,525,000,000. |
| 6 | Total remaining proceed obtained from the private placement transferred to the next period is: | 54,567,150,919 | 0 | 0 |

‎‎Article 8. This General Mandate has been fully approved at the Annual General Meeting of Shareholders 2024 of CMH Vietnam Group JSC This General Mandate takes effects from the date of its signing, the Board of Directors, the Board of Management, and relevant Departments pursuant to this General Mandate to implement.