**CSC: Annual General Mandate 2024**

On April 26, 2024, COTANA GROUP Joint Stock Company announced General Mandate No. 01/2024-NQ/DHDCD-CNG on the Meeting on April 26, 2024 as follows:

‎‎Article 1. Approve the Report on production and business results 2023 and production and business plan 2024

* Production and business results in 2023

Unit: Billion VND

|  |  |  |  |  |  |
| --- | --- | --- | --- | --- | --- |
| No. | Target | Plan 2023 | Results  2023 | Results/Plan 2023 (%) | Note |
| [1] | [2] | [3] | [4] | [5] = [4] / [3] | [6] |
| I | Consolidated Group |  |  |  |  |
|  | - Total revenue | 1,024.53 | 553.04 | 54% |  |
|  | - Profit after tax | 152.43 | 79.75 | 52% |  |
| II | Holding Company |  |  |  |  |
|  | - Total revenue | 350.58 | 215.84 | 62% |  |
|  | - Profit after tax | 55.84 | 60.49 | 108% |  |
|  | - Dividend payment (expected) | 15% | 20% | 133% |  |

* Production and business plan for 2024

Unit: Billion VND

|  |  |  |  |  |  |
| --- | --- | --- | --- | --- | --- |
| No. | Target | Results  2023 | Plan 2024 | Compared to 2023 (%) | Note |
| [1] | [2] | [3] | [5] = [4]/[3] | [5] | [6] |
| I | Consolidated Group |  |  |  |  |
|  | - Total revenue | 553.04 | 1,144.30 | 207% |  |
|  | - Profit after tax | 79.75 | 130.83 | 164% |  |
| II | Holding Company |  |  |  |  |
|  | - Total revenue | 215.84 | 253.03 | 117% |  |
|  | - Profit after tax | 60.49 | 60.57 | 100% |  |
|  | - Dividend payment | 20% | 12% | 60% |  |

‎‎Article 2. Approve the Report on activities 2023 and operational plan for 2024 of the Board of Directors

‎‎Article 3. Approve the Report on activities in 2023 and the operational plan for 2024 of the Supervisory Board.

Article 4. Approve the Audited Financial Statements 2023

‎‎Article 5. Approve the selection of the audit company for the fiscal year 2024

‎‎Article 6. Approve the dividend payment 2023 and the expected dividend rate for 2024.

‎‎Article 7. Approve the share issuance plan to pay dividends

1. Increase in charter capital through the share issuance plan to pay dividends 2023:

|  |  |
| --- | --- |
| 1. Share name | Shares of COTANA GROUP Joint Stock Company |
| 2. Share type | Common share |
| 3. Securities code | CSC |
| 4. Share par value | VND 10,000/share |
| 5. Charter capital of the Company | VND 311,747,190,000 |
| 6. Total number of issued shares | 31,174,719 shares |
| 7. Maximum number of shares expected to be issued | 6,234,943 shares |
| 8. Total value of shares expected to be issued at par value: | VND 62,349,430,000 |
| 9. Form of issuance | For dividend payment |
| 10. Issuance rate | 20% of the total number of shares outstanding at the time of issuance. At the time of drafting this plan, the company has issued 31,174,719 shares and has no treasury shares, the number of shares currently outstanding is 31,174,719 shares, the number of shares to be issued to pay dividends to shareholders will be based on the proportion of the company's outstanding shares at the time of the record date. |
| 11. Issuance method | Rights exercising method |
| 12. Rights exercise rate | 5:1 (On the record date for the list of shareholders to exercise the rights to receive dividends in share, each shareholder owning 01 share will be entitled to 01 dividend rights, and for every 100 dividend rights, 20 new shares will be issued according to the principle of rounding down to the nearest whole unit). |
| 13. Expected time of issue: | In 2024, after being approved by the General Meeting of Shareholders and upon receipt of written notification from the State Securities Commission regarding the receipt of full documentation for the share issuance to pay dividends by CSC. |
| 14. Subjects of the issuance | All existing shareholders of Cotana Group Joint Stock Company whose names appear on the shareholder list on the record date provided by the Vietnam Securities Depository Center (VSDC) for the share issuance as dividends. |
| 15. Capital source for implementation | The Company's undistributed profit after tax (including the accumulated profit after tax until the end of 2023), shown in the Audited Financial Statements as at December 31, 2023. |
| 16. Transfer restrictions | Additional shares are not subject to transfer restrictions |
| 17. The rounding down principle, handling fractional share: | The number of shares issued will be rounded down to the nearest whole number, and any fractional part (if any) will be canceled and not issued.  For example: On the record date, shareholder A owns 501 shares. With a issuance rate of 20%, the number of additional shares that shareholder A receives is (501 x 20/100 = 100.2 shares). According to the rounding principle, the number of new shares that shareholder A receives is 100 shares, and the fractional shares (0.2 shares) will be canceled. |
| 18. Distribution method | For deposited securities: Securities owners carry out procedures to receive dividends in shares at Custodian where securities depository accounts are opened.  For undeposited securities: Securities owners carry out procedures to receive dividends in shares at the Headquarters of Cotana Group Joint Stock Company, located at Lot CC5A, Linh Dam Peninsula, Hoang Liet Ward, Hoang Mai District, Hanoi. Upon arrival, securities owners need to present their Share Ownership Certificate along with their Citizen Identification Card/Identity Card. |
| 19. Issuance purpose | Issue shares to pay dividends in 2023 to increase the scale of charter capital to serve the Company's activities. |
| 20. Registration of securities and supplementary listing | All the shares issued to pay dividends will be registered for additional listing at the Vietnam Securities Depository Center (VSDC) and supplementary listing at the Hanoi Stock Exchange (HNX) immediately after completion of the issuance process in accordance with the current regulations. |

‎‎Article 8. Approve the capital contribution plan to the subsidiary - Cotana Capital Housing Investment and Development Joint Stock Company.

‎‎Article 9. approve the remuneration for 2023 and the proposed remuneration for 2024 of the members of the Board of Directors and the Supervisory Board.

‎‎Article 10. Approve the election of members of the Board of Directors for the term 2024-2029. Article 11. Approve the election of members of the Supervisory Board for the term 2024-2029

‎‎Article 12. Approve the list of nominees for the election of members of the Board of Directors for the term 2024-2029

‎‎Article 13. Approve the list of nominees, candidates of the Supervisory Board for the term 2024-2029

‎‎Article 14. Approve the list of elected members of the Board of Directors for the term 2019-2024, consisting of the following individuals:

1. Mr. Dao Ngoc Thanh
2. Ms. Dao Thu Thuy
3. Mr. Doan Van Tuan
4. Mr. Bui Tien Hung
5. Ms. Nguyen Do Hoang Lan

Authorize the Board of Directors for the term 2024-2029 to organize a Meeting, elect the Chair of the Board of Directors to implement the functions of the Board of Directors in accordance with the regulations.

‎‎Article 15. Approve the list of elected members of the Supervisory Board for the term 2019-2024, consisting of the following individuals:

1. Ms. Nguyen Hai Yen
2. Mr. Le Van Dang
3. Mr. Dao Hong Son

Authorize the Supervisory Board for the term 2024-2029 to organize a Meeting, elect the Chief of the Supervisory Board, and assign duties to carry out the functions of the Supervisory Board in accordance with the regulations.

‎‎Article 16. Authorization Clause

Authorize the Board of Directors to implement the contents of the Proposals presented at the Annual General Meeting of Shareholders 2024 and to carry out the procedures to amend the business registration content of the company in accordance with the law.

‎‎Article 17. Terms of enforcement

This General Mandate was unanimously approved by the Annual General Meeting of Shareholders of Cotana Group Joint Stock Company on April 26, 2024. Members of the Board of Directors, the Supervisory Board, and the Board of Management are responsible for implementing this General Mandate and organizing its execution according to their respective functions in accordance with the provisions of the law and the Company’s Charter.

This General Mandate takes effect from April 26, 2024.