**L40: Annual General Mandate 2024**

On Arpil 26, 2024, 40 Investment and Construction Joint Stock Company announced General Mandate No. 01/NQ-DHDCD as follows:

Article 1: Approve the Report on the Board of Directors’ activities in 2023, production and business results 2023 and production and business plan 2024 with the basic contents as follows:

1. Results of production and business activities in 2023:

(Unit: VND

|  |  |  |
| --- | --- | --- |
| No. | Target | In 2023 |
| 1 | Revenue from goods sold and services provided | 110,689,737,654 |
| 2 | Profit after tax | 1,110,676,742 |
| 3 | Dividend payment rate | 0% |

1. Business plan 2024 with the main targets as follows:

Unit: VND

|  |  |  |
| --- | --- | --- |
| No. | TARGETS | In 2024 |
| 1 | Total revenue | 212,000,000,000 |
| 2 | Total profit before tax: | 6,000,000,000 |
| 3 | Profit after tax | 4,800,000,000 |
| 4 | Dividend payment rate  In which: 10% of profits from production and business activities, the remaining ones are liquidated investments. | 10%-50% |

Article 2: Approve the inspection report on the company's operations in 2023 by the Supervisory Board.

Article 3: Approve the Company's 2023 Financial Statements audited by RSM Vietnam Auditing & Consulting Limited.

Article 4: Approve settlement for remuneration of the Board of Directors and the Supervisory Board in 2023 and decide on the salary, remuneration, bonus of the Board of Directors and Supervisory Board in 2024 as follows:

1. Settlement for remuneration of the Board of Directors and the Supervisory Board in 2023: VND 708,000,000
2. the salary, remuneration, bonus plan for the Board of Directors and the Supervisory Board in 2024:

* Non-executive Chair of the Board of Directors: VND 30,000,000/person/month;
* Vice Chair of the Board of Directors: VND 10,000,000/person/month;
* Members of the Board of Directors and Chief of the Supervisory Board: VND 5,000,000/person/month;
* Member of the Supervisory Board: VND 2,000,000/person/month;

(Compulsory Insurance included)

Article 5: Approve content of the selection of an independent audit company to audit the Financial Statement 2024. The General Meeting of Shareholders authorizes the Board of Directors to choose 01 of the following 03 options:

1. RSM Vietnam Auditing & Consulting Company Limited.
2. AASC Auditing Firm Company Limited (AASC)
3. A&C Auditing and Consulting Company Limited

Article 6: Authorize the Executive General Manager to sign contracts and transactions between the Company and affiliated persons with a value of less than 35% of total estimated assets according to audited Financial Statements as of December 31 every year.

Article 7. Approve the project of establishing a subsidiary.

Approve the full text of Proposal No. 06/TTr-HĐQT on the project to establish a subsidiary.

Article 8: Approve the amendment to the Company's Charter;

Agree to amend clause 2 and clause 3 of Article 28 as follows:

Article 28: Salaries, remunerations, bonuses and other benefits of the Board of Directors

1. Members of the Board of Directors receive salary, remuneration and bonus. Salaries and remunerations are calculated based on the number of work days needed to complete the duties of members of the Board of Directors and are calculated on a daily basis. The Board of Directors estimates the salary and remuneration for each member according to the principle of consensus. The total salary, remuneration and bonus of the Board of Directors is decided by the General Meeting of Shareholders at the annual meeting.
2. Salaries and remunerations of each member of the Board of Directors are included in the Company's business expenses in accordance with the law on corporate income tax, and are shown as a separate section in the annual Financial Statements of the Company. This must be reported to the General Meeting of Shareholders at the annual meeting.

The General Meeting of Shareholders authorizes the Board of Directors to amend and promulgate the Company's Charter in accordance with the provisions of law.

Article 9: Approve the sale of corporate real estate

1. Approve the full text of Proposal No: 08.2/TTr-HDQT dated April 25, 2024 on asset sale Plan.
2. Approve the full text of Proposal No: 08.3/TTr-HDQT dated April 25, 2024 on asset sale Plan.

Article 10: Terms of enforcement

1. This Annual General Mandate was unanimously approved in full by the General Meeting of Shareholders at the Annual General Meeting of Shareholders 2024 and takes effect from the date of approval.
2. Members of the Board of Directors, the Supervisory Board, the Executive Board and all shareholders of I40 Investment and Construction Joint Stock Company are responsible for implementing this Resolution and organizing its implementation according to their authority and position in accordance with the provisions of law and the Company's Charter.