**LIG: Annual General Mandate 2024**

On April 27, 2024, LICOGI 13 Joint Stock Company announced General Mandate No. 26/NQ-LICOGI13-DHDCD as follows:

Article 1. Approve the contents in Proposal No. 01/2024/TT-LICOGI13-HDQT dated April 27, 2024:

Content 1: Approve the Report on production and business results in 2023, the audited Consolidated Financial Statements 2023 and the Holding Company's profit distribution plan in 2023; Production and business plan for 2024.

1. Production and business results and audited Consolidated Financial Statements 2023:

|  |  |  |
| --- | --- | --- |
| No. | Content | Value (VND) |
| 1. | Total assets | 6,584,036,443,989 |
| 2. | Payables | 5,183,574,598,999 |
| 3. | Owners' equity: | 1,400,461,844,990 |
| 4. | Total revenue | 3,321,343,226,581 |
| 5. | Consolidated profit before tax: | 4,211,787,163 |
| 6. | Consolidated profit after tax | 2,606,727,164 |
| Profit after tax of non-controlling shareholders | | (312,687,634) |
| Profit after tax of shareholders of the Holding Company | | 2,919,414,798 |

2. Profit distribution plan for 2023 (Holding Company):

|  |  |  |
| --- | --- | --- |
| No. | Content | Value (VND) |
| A | Profit |  |
| 1. | Profit before tax of the Holding Company | 5,917,739,394 |
| 2. | Corporate income tax | 637,753,192 |
| 3. | Profit after tax of the Holding Company | 5,279,986,202 |
| B. | Distribution of profit after tax |  |
|  | Appropriation for funds: | 527,998,620 |
|  | * Investment and development fund (5%) | 263,999,310 |
|  | * Bonus and welfare fund (5%) | 263,999,310 |
| C | Remaining profit after tax: | 4,751,987,582 |
| D | Undistributed profits (accumulated) | 26,610,072,496 |

1. Production and business plan for 2024:

|  |  |  |
| --- | --- | --- |
| * Consolidated revenue | 2,700 | Billion VND |
| * Investment value: | 1,050 | Billion VND |
| * Profit before tax of the Holding Company: | 15 | Billion VND |

Along with other contents according to the Report of the Company's Board of Directors.

Content 2: Approve LICOGI13's contracts/transactions with Subsidiaries, Joint ventures/affiliated persons to be implemented in 2023 and early 2024

Content 3: Approve the remuneration payment for the Board of Directors, the Supervisory Board, Person in charge of corporate governance and the Board of Directors' Support Team in 2024 with a total amount of VND 1,200,000,000. This total amount does not include salaries for executive positions and are accounted for in production and business expenses in 2024

Content 4: Authorize the Board of Directors to select one of the competent audit companies approved by the State Securities Commission to audit public interest units in the securities sector in 2024 to review the semi-annual Financial Statements and audit the Financial Statements 2024

Content 5: Approve the transfer of 406,000 shares corresponding to 70% of Charter Capital of JVconnect Consulting Joint Stock Company.

Content 6: Approve the transfer of 1,920,000 shares equivalent to 96% of Charter Capital of ADT Son La Energy Joint Stock Company to promote investment in Nam Khan hydroelectric projects and Nam Mua hydroelectric projects in Quynh Nhai District, Son La Province.

Content 7: Approve supplementing registered business lines

Content 8: Approve the Report on supervision results and activities of the Supervisory Board in 2023.

Content 9: Approve the authorization for the Board of Directors to decide on a number of issues under the authority of the General Meeting of Shareholders.

Article 2. Approve the Private placement plan for professional securities investors.

1. Issuance plan
2. Scale of the offering:

* Issuer: LICOGI 13 Joint Stock Company.
* Share name: Shares of LICOGI 13 Joint Stock Company.
* Share type: Common shares.
* Securities code: LIG.
* Par value: VND 10,000/share.
* Issuance plan: Private placement for domestic professional securities investors
* Number of shares registered to offer: 30,000,000 shares.
* Total value of shares offered: VND 300,000,000,000 (based on par value).
* Offering price: VND 10,000/share.
* Offering time: Within 90 days, after the State Securities Commission has approved in writing and posted on the website of the State Securities Commission on receipt of complete registration dossier for private placement of the Issuer.

1. Objects and methods of offering

* Eligible buyers: domestic professional securities investors according to the provisions of law;
* Criteria for selecting professional securities investors:
* domestic individuals and organizations;
* Meet professional securities investor standards according to the provisions of the Law on Securities 2019 and related guiding documents.
* Have confirmation from a competent organization or have legal documents proving eligibility as a professional securities investor according to the provisions of law
* Have financial capacity, technological level, and expertise consistent with the Company's development strategy.
* List and number of investors offered:
* Number of investors offered: Maximum 15 professional securities investors
* List of investors and offering quantity for each investor: Authorize the Board of Directors to select and decide on the list of professional securities investors to be offered for sale along with the number of shares offered to each investor, according to the criteria stated in this Plan.
* Offering method: Direct offering according to the list of professional securities investors approved by the Board of Directors.
* Distribution method:
* Minimum order volume: None
* Purchase right transfer: Professional securities investors are allocated purchase rights according to the approved list; in this case, purchase rights are not allowed to be transferred to other entities.

1. Restrictions and participation rates of foreign investors

* Transfer restrictions: Shares offered privately to professional securities investors are restricted from transfer for 01 year from the date of completion of the offering. Except in cases of transfer between professional securities investors, or implementation under effective court judgments or decisions or inheritance according to the provisions of law.
* Limits on participation rates of foreign investors:
* The maximum foreign investor ownership rate in the Company is 0% according to Notice No. 6017/UBCK-PTTT dated October 7, 2021 of the State Securities Commission.
* According to the Issuance Plan, the investors being offered (including the offering of undistributed shares) are domestic professional securities investors, so the offering is guaranteed to not change the rate owned by foreign investors.
* Authorize the Board of Directors to develop a detailed plan to ensure that the ownership rate of foreign investors does not change according to regulations.

1. Plan for handling unsold shares (if any)

In case at the end of the offering period, professional securities investors do not buy all the shares expected to be offered, the General Meeting of Shareholders authorizes the Board of Directors to continue offering to other domestic professional securities investors according to the criteria stated in this Plan and the provisions of law, or cancel the unsold shares.

1. Purpose and method of using the proceeds from the offering
2. Offering purposes:

Supplement working capital to repay bank debt, loan contracts and other payments.

1. Plan for using proceeds from the offering

The entire expected proceeds from the private placement of VND 300,000,000,000 to supplement working capital will be used by the Company as follows:

Unit: VND

|  |  |  |  |  |
| --- | --- | --- | --- | --- |
| No. | List of capital uses | Capital use purpose | Amount | Expected use time |
| 1 | Supplement working capital | Payment of bank debt, loan contracts and other payments | 300,000,000,000 | 2024-2025 |
|  | Total |  | 300,000,000,000 |  |

Additional depository and listing

All additional shares issued will be additionally registered for deposit at the Vietnam Securities Depository (VSD) and additionally listed on the Hanoi Stock Exchange in accordance with current law.

1. Increasing charter capital and amending company charter:

Approve registering an increase in charter capital with the competent State agency in accordance with the provisions of Law and adjusting the charter capital in the Company's Charter of Organization and Operation corresponding to the total value of shares (according to par value) actually issued after the end of the issuance.

Article 3. The General Meeting of Shareholders of LICOGI 13 Joint Stock Company assigned the Board of Directors to direct and organize the implementation of the contents unanimously approved by the shareholders at this General Meeting in accordance with the provisions of the Law and the Company's Charter.

This General Mandate has been approved by the Annual General Meeting of Shareholders 2024, effective from April 27, 2024.