**RCL: Annual General Mandate 2024**

On April 26, 2024, Cho Lon Real Estate JSC announced Resolution No. 17/NQ-DHDCD as follows:

Article 1: Approve all the following contents:

1. Report on activities of the Board of Directors for term IV (2019-2024) and Orientation for activities of the Board of Directors for term V (2024 - 2029).
2. Report on production and business results 2023 and orientation 2024:

1.1/ Report on production and business results 2023 with following targets:

Unit: Million VND

|  |  |  |  |  |
| --- | --- | --- | --- | --- |
| No. | Target | Results 2023 | Plan 2023 | Rate (%) |
| 1 | Revenue | 14,604 | 60,000 | 24.34% |
| 2 | Profit after tax | 1,365 | 8,000 | 17.06% |
| 3 | Dividend | - | 3% | 0% |

1.2/ The 2024 Production and Business Plan:

Unit: Million VND

|  |  |  |
| --- | --- | --- |
| No. | Target | Plan for 2024 |
| 1 | Revenue | 60,000 |
| 2 | Profit before tax | 9,000 |
| 3 | Dividend | 3% (expected) |

3/ Audited Financial Settlement Report 2023.

4/ Report of the Cho Lon Real Estate JSC’s Supervisory Board.

5/ Proposal for selecting an audit company for the Financial Statements 2024:

Authorize the Supervisory Board and the Board of Directors to coordinate in selecting and signing an audit contract with an independent audit company that meets the audit criteria for public companies in accordance with the provisions of the Securities Law. The selected audit company should be on the list of audit companies approved by the State Securities Commission, has a work schedule and cost level consistent with the Company's actual operations to conduct an audit of the Financial Statements 2024 of the Company according to regulations.

6/ Profit distribution 2023 as follows:

6.1/ Profit distribution as follows:

* Profit after tax of 2023: VND 1,160,720,473.
* Remaining profits from previous years: VND 9,404,465,700
* Accumulated distributed profits: VND 10,565,186,173

Distributed as follows:

|  |  |  |
| --- | --- | --- |
| No. | Content | Amount (VND) |
| 1 | Operating expenses and bonuses for the Board of Directors, the Supervisory Board and the Executive Board.  | 474,800,000 |
| 2 | The Support fund for business activities | 553,900,000 |
| 3 | Bonus and welfare fund | 633,000,000 |
| 4 | The remaining accumulated profits will be transferred to the profit of the following year | 8,903,486,173 |

1. Total salary fund:
* Total salary fund in 2023: VND 4,998,780,566.
* Salary of the Executive Chair of the Board of Directors: VND 780,000,000/year after Personal Income Tax
1. Remuneration of the Board of Directors, the Supervisory Board, Secretariat and other departments:
* Remuneration of the Board of Directors, the Supervisory Board, Secretariat, information disclosure department and Investor relations (IR) 2023 is implemented: VND 564,000,000
1. Dividend payment in 2023:

In 2023, the real estate situation faced numerous difficulties regarding legal, credit, and bonds issues. The company's projects being entangled in legal procedures, resulting in the company's real estate business revenue and profits falling short. Therefore, General Meeting of Shareholders approved not paying dividends in 2023.

7/ Profit distribution plan 2024 as follows:

1. Profit distribution: Profit after tax is expected to be distributed as follows:
* Dividend payment rate: 3% of charter capital (expected).
* Other operational expenses and bonus and welfare fund: Unchanged compared to the Proposal 2023
* In case of exceeding the profit plan, a bonus of 10% is awarded for exceeding the profit plan.
1. Total salary and remuneration fund for the Board of Directors, the Supervisory Board and other departments:
* The General Meeting of Shareholders authorizes the Board of Directors to base on production and business efficiency to appropriate salary funds in accordance with general regulations.
* Salary of the Executive Chair of the Board of Directors and Remuneration of the Board of Directors, the Supervisory Board and other departments:
 Unchanged compared to the Proposal 2023.

8/. Dismissal of the Board of Directors and the Supervisory Board for the fourth term (2019 - 2024) and the personnel structure of the Board of Directors and the Supervisory Board for the fifth term (2024 - 2029) are as follows:

1. Agree on the dismissal of the Board of Directors and the Supervisory Board for the fourth term (2019 - 2024).
2. the personnel structure of the Board of Directors and the Supervisory Board for the fifth term (2024 - 2029) as follows:
* The Board of Directors 05 members
* The Supervisory Board; 03 members
1. Standards and requirements for members of the Company’s Board of Directors and the Supervisory Board: According to the Election Regulations, which have been issued, for the members of the Board of Directors and the Supervisory Board for the fifth term (2024 - 2029) of the Company.

9/. Approve the Election Regulations for the members of the Board of Directors and the Supervisory Board for the fifth term (2024 - 2029).

10/. The list of nominees and candidates for the members of the Board of Directors and the Supervisory Board for the fifth term (2024 - 2029):

1. The list of nominees and candidates for the members of the Board of Directors (In alphabetical order A, B, C):
* Ms. NGUYEN DO NGOC BAO
* Mr. TRAN VAN CHAU
* Mr. TRAN TUAN DAT
* Mr. NGUYEN BAO HUY
* Ms. LE THI THANH NGAN
1. The list of nominees and candidates for the members of the Supervisory Board (In alphabetical order A, B, C):
* Ms. NGUYEN THI NGOC DUYEN
* Mr. NGUYEN XUAN DUNG
* Mr. NGUYEN TAN HUY

11/. The election results for the Board of Directors and the Supervisory Board for the fifth term (2024 - 2029) (with attached counting minutes):

1. The Board of Directors (According to the highest number of votes to the lowest ones):
* Mr. TRAN VAN CHAU
* Ms. LE THI THANH NGAN
* Ms. NGUYEN DO NGOC BAO
* Mr. TRAN TUAN DAT
* Mr. NGUYEN BAO HUY
1. The Supervisory Board (According to the highest number of votes to the lowest ones):
* Ms. NGUYEN THI NGOC DUYEN
* Mr. NGUYEN XUAN DUNG
* Mr. NGUYEN TAN HUY

Article 2: Terms of enforcement.

1/. This General Mandate takes effect from April 26, 2024.

2/. The Board of Directors, the Supervisory Board, the Board of Management of Cho Lon Real Estate JSC and the legal representative of the Company are responsible for directing and implementing this General Mandate according to their functions, tasks and powers in accordance with the provisions of Law and the Company's Charter.