**SEA: Annual General Mandate 2024**

On April 26, 2024, Vietnam Seaproducts Joint Stock Company announced General Mandate No. 62/NQ-DHDCD as follows:

‎‎Article 1. Approve the Report of the Board of Directors at the Annual General Meeting of Shareholders in 2024.

* Production and business results 2023;

Unit: VND

|  |  |  |  |  |
| --- | --- | --- | --- | --- |
| No. | Target | Plan 2023 | Results 2023 | Results 2023/Plan 2023 (%) |
| 1 | Total revenue | 166,828,199,763 | 170,729,922,232 | 102.34 |
| 2 | Total expenses | 87,598,388,299 | 86,704,372,971 | 98.98 |
| 3 | Profit before tax | 79,229,811,464 | 84,025,549,261 | 106.05 |

‎‎Article 2. Approve the report on activities of the Supervisory Board in 2023

‎‎Article 3. Approve Proposal No. 47/TTr-TSVN-BKS dated April 3, 2024 on the selection of the audit company for the Financial Statements 2024.

Approve the authorization for the Board of Directors of the Corporation to select an independent audit company that meets legal requirements to audit and review the Financial Statements 2024 of the Corporation based on the proposal of the Supervisory Board.

‎‎Article 4. Approve Proposal No. 51/TTr-TSVN-HDQT dated April 5, 2024 on the approval of the audited Financial Statements (Consolidated and Separate) for 2023 of the Corporation.

‎‎Article 5. Approve Proposal No. 53/TTr-TSVN-HDQT dated April 5, 2024 on the approval of some production and business plan targets for 2024, with some key targets as follows:

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| --- | --- | --- | --- |
| No. | Financial targets | Unit | Plan 2024 |
| 1 | Total revenue | VND | 143,578,000,000 |
| 2 | Total expenses | VND | 73,320,000,000 |
| 3 | Profit before tax | VND | 70,258,000,000 |
| 4 | Dividend payout |  | Expected 4%/par value |

‎‎Article 6. Approve Proposal No. 52/TTr-TSVN-HDQT dated April 5, 2024 on the approval of the profit distribution plan for 2023 of the Corporation as follows:

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| --- | --- | --- |
| No. | Target | Value (VND) |
| 1 | Holding company's profit after tax in 2023 | 75,628,061,755 |
| 2 | Undistributed profits from previous years | 556,221,509,059 |
| 3 | Accumulated profit after tax to be distributed | 631,849,570,814 |
| 4 | Profit distribution in 2023: | 67,321,897,559 |
| a. Bonus and welfare fund (about 6.38% of profit after tax 2023), of which:* *Bonus* *fund for managers*
* *Bonus fund for employees*
* *Welfare fund for managers and employees*
 | 4,826,647,559*455,000,000**1,311,494,268**3,060,153,292* |
| b. Dividend payout 2023 at 5%/par value | 62,495,250,000 |
| 5 | Remaining undistributed profit | 564,527,673,255 |

‎‎Article 7. Approve Proposal No. 54/TTr-TSVN-HDQT dated April 5, 2024 on reporting the remuneration, income, operating expenses of the Board of Directors and Supervisory Board in 2023 and the payment plan for 2024, specifically as follows:

* The total remuneration of the Board of Directors and Supervisory Board in 2023 is VND 552,000,000, equal to the plan approved by the Annual General Meeting of Shareholders in 2023; The total income of the executive Supervisory Board in 2023 is VND 840,329,809 (Income of the executive Supervisory Board includes expenses from the implemented salary fund, bonus and welfare fund in 2023), in accordance with the General Mandate 2023.
* Remuneration of the Board of Directors and Supervisory Board in 2024 is VND 600,000,000; Salaries of the executive Board of Directors and Supervisory Board in 2024 shall comply with the provisions of Decree No. 53/2016/ND-CP dated June 13, 2016 of the Government on labor, salary, remuneration, bonuses for joint-stock companies with state-owned controlling capital, Circular No. 28/2016/TT-BLDTBXH dated September 1, 2016 of the Ministry of Labor, Invalids and Social Affairs guiding the implementation of Decree No. 53 and the Corporation's Income Distribution and Salary Payment Regulation.

‎‎Article 8. Approve Proposal No. 55/TTr-TSVN-HDQT dated April 5, 2024 on the dismissal of the Chief/Member of the Supervisory Board for Mr. Tran Phuoc Thai and the election of 01 (one) additional Member of the Supervisory Board for the term 2020 - 2024 to replace the recently dismissed member.

‎‎Article 9. Approve Proposal No. 56/TTr-TSVN-HDQT dated April 5, 2024 on the dismissal of Members of the Board of Directors for Ms. Luong Thi Thu Huong and Ms. Bui Thi Thanh An; and the election of 02 (two) additional Members of the Board of Directors for the term 2020 - 2024 to replace the recently dismissed members.

‎‎Article 10. Approve the list of candidates for the election of 02 (two) additional Members of the Board of Directors of the Corporation for the term 2020 - 2024 as follows:

* Ms. Do Thi Phuong Lan (nominated by shareholder HD Capital JSC (shareholder owning 14.4% of the Corporation's Charter Capital);
* Mr. Vo Tung Hung (nominated by a group of shareholders owning a total of 10.56% of the Corporation's charter capital (including: shareholder Power Finance Joint Stock Company, shareholder GELEX Group Joint Stock Company and shareholder Nguyen Thi Tai).

‎‎Article 11. Approve the list of candidates for the election of 01 (one) additional Member of the Supervisory Board of the Corporation for the term 2020 - 2024 as follows:

* Ms. Pham Tram Anh (nominated by shareholder HD Capital JSC (shareholder owning 14.4% of the Corporation's Charter Capital).

‎‎Article 12. Approve the election results of 02 (two) additional Members of the Board of Directors of the Corporation for the term 2020 - 2024 as follows:

* Ms. Do Thi Phuong Lan
* Mr. Vo Tung Hung.

‎‎Article 13. Approve the election results of 01 (one) additional Member of the Supervisory Board of the Corporation for the term 2020 - 2024 as follows:

* Ms. Pham Tram Anh

‎‎Article 14. Terms of enforcement

This General Mandate was fully approved by the Annual General Meeting of Shareholders in 2024 of the Corporation at the Meeting and takes effect from April 26, 2024.

The Board of Directors of the Corporation is responsible for implementing this General Mandate and organizing the implementation in accordance with the provisions of law and the Charter of Organization and Operation of the Corporation.