**TA3: Annual General Mandate 2024**

On April 26, 2024, 386 Thanh An Construction and Investment Joint Stock Company announced General Mandate No. 21/NQ-DHDCD as follows:

Article 1. Approve Report No. 13/BC-CTCP, dated April 3, 2024 of the Board of Directors on the activities of the Board of Directors and the Executive Board in 2023, direction in 2024;

Article 2. Approve Report No. 02/BC-BKS dated March 28, 2024 of the Company's Supervisory Board on the activities of the Supervisory Board.

Article 3. Approve the Audited Financial Statements 2023:

Certain basic targets:

Unit: Million VND

|  |  |  |
| --- | --- | --- |
| No. | Targets | Amount |
| 1 | Total assets | 323,949 |
| 2 | Owners' equity: | 30,316 |
| *2.1* | *Owner's investment capital* | *23,099* |
| *2.2*  | *Other capital of owners* | *872* |
| *2.3* | *Investment and development fund* | *2,899* |
| *2.4* | *Undistributed profit after tax* | *3,446* |
| 3 | Total Revenue and other income | 142,910 |
| *3.1* | *Net revenue from production and business activities* | *142,705* |
| *3.2* | *Revenue from financial activities* | *20* |
| *3.3* | *Other income* | *185* |
| 4 | Total expense | 142,461 |
| *4.1* | *Cost of goods sold* | *137,293* |
| *4.2* | *Financial expenses* | *0* |
| *4.3* | *Selling expenses* | *1,106* |
| *4.4* | *General and administrative expenses* | *3,891* |
| *4.5* | *Other expenses*  | *171* |
| 4 | Total profit before tax | 449.2 |
| 6 | Profit after tax: | 359.4 |

Article 4. Approve business activity results in 2023, profit distribution plan for 2023 with the following main contents:

Unit: VND

|  |  |  |  |
| --- | --- | --- | --- |
| Targets | Plan 2023 | Results 2023 | Plan completion rate (%) |
| Charter capital | 23,099,080,000 | 23,099,080,000 | 100 |
| Production value | 220,000,000,000 | 170,000,000,000 | 77.3 |
| Total revenue | 176,000,000,000 | 142,910,000,257 | 81.2 |
| Total expense | 174,240,000,000 | 142,460,778,341 | 81.8 |
| Profit before tax | 1,760,000,000 | 449,221,916 | 25.5 |
| Profit after tax | 1,408,000,000 | 359,377,533 | 25.5 |
| Income paid to superiors at 60% of income from joint venture profits of Viet Tin Company, Contract No. 1252, and other payables |  | 23,488,713 |  |
| Appropriation for bonus and welfare funds | 422,400,000 | 100,766,646 | 24 |
| Profits for paying dividends | 704,000,00 | 167,944,410 | 24 |
| The remaining profit is used to create a source to offset backlog and other payments. | 281,600,000 | 67,177,764 | 24 |
| Average income of labor/person/month | 8,900,000 | 8,870,000 | 99.66 |
| Total profit after tax | 359,377,533 |
| Income paid to superiors at 60% of income from joint venture profits of Viet Tin Company, Contract No. 1252, and other payables | 23,488,713 |
| * Appropriation for bonus and welfare funds
 | 100,766,646 |
| * Profits for paying dividends
 | 167,944,410 |
| * The remaining profit is used to create a source to offset backlog and other payments
 | 67,177,764 |

Article 5. Approve production and business plan for 2024, profit distribution in 2024 with the following main targets:

Unit: Million VND

|  |  |  |  |
| --- | --- | --- | --- |
| Targets | Results 2023 | Plan 2024 | %(Plan 2024/Results 2023) |
| Charter capital | 23,099 | 23,099 | 100 |
| Production value | 170,000 | 200,000 | 118 |
| Total revenue | 142,910 | 160,000 | 112 |
| Total expense | 142,461 | 159,200 | 112 |
| In which: |  |  |  |
| Collection and payment of expenses for Thanh An One Member Limited Liability Corporation brand | 0 | 0 | 0 |
| Profit before tax | 449.2 | 800 | 178 |
| Profit after tax | 359.4 | 640 | 178 |
| Income paid to superiors at 60% of income from joint venture profits of Viet Tin Company, Contract No. 1252, and other payables | 23.5 |  |  |
| Appropriation for the Bonus and Welfare Fund | 100.8 | 192 | 191 |
| Profits for paying dividends | 167.9 | 320 | 191 |
| The remaining profit is used to create a source to offset backlog and other payments | 67.2 | 128 | 191 |
| Average income of labor/person/month | 8.87 | 8.9 | 100.3 |
| Recover debts | 190.52 | 182,477 | 95.8 |
| Total distributed profit after tax | 640 |
| * Bonus Fund, Welfare Fund (30% of profit after tax)
 | 192 |
| * Profit for dividend payment (50% of profit after tax)
 | 320 |
| * Remaining profit to create compensation source for backlog and other payments (20% of profit after tax)
 | 128 |

Article 6. Approve the remuneration of the Board of Directors, the Supervisory Board, the person in charge of corporate governance-cum-Secretariat in 2023 and the remuneration plan for the above members in 2024.

1. Remuneration paid to the Chair and Members of the Board of Directors, the Supervisory Board and person in charge of corporate governance-cum-Secretariat in 2023:
* Remuneration for members of the Board of Directors: VND 23,419,200.
* Remuneration for members of the Supervisory Board: VND 12,801,600.
* Remuneration for person in charge of corporate governance-cum-Secretariat: VND 4,580,800.
1. Remuneration plan for the Chair, members of the Board of Directors, Chief of the Supervisory Board, members of the Supervisory Board and person in charge of corporate governance-cum-Secretariat in 2024:

|  |  |  |
| --- | --- | --- |
| No. | Targets | Remuneration (VND/person/month) |
| I | Board of Directors | 05 members |
| 1 | Chair of the Board of Directors | 455,000 |
| 2 | Member of the Board of Directors (04 members) | 409,000 |
| II | Supervisory Board | 03 members |
| 1 | Chief of the Supervisory Board | 455,000 |
| 2 | Member of the Supervisory Board (02 members) | 409,000 |
| III | Person in charge of corporate governance-cum-Secretariat | 01 members |
|  | Person in charge of corporate governance-cum-Secretariat | 409,000 |

Article 7. Approve the authorization for the Board of Directors to select one of two audit companies for the Financial Statements 2024.

The General Meeting of Shareholders unanimously authorized the Board of Directors to decide to select one of two units to audit the Financial Statements 2024 to ensure the regulations as follows:

1. ASCO Firm Auditing And Valuation Company Limited - No. 02, Lane 308, Le Trong Tan Street, Khuong Mai Ward, Thanh Xuan District, Hanoi City.
2. International Auditing and Valuation Company Limited - LK21 Bac Ha Residential Area, Mo Lao Ward, Ha Dong District, Hanoi City, Vietnam.

Article 8. Approve the resignation of two members of the Board of Directors and elected additional members of the Board of Directors

* Members of the Board of Directors resigning:
* Mr. Do Quang Thiep: Chair of the Board of Directors
* Mr. Pham Tien Long: Member of the Board of Directors
* Approve additional election of two members of the Board of Directors.

Article 9. Approve the cancellation of the Company's public company status; Cancel trading registration at HNX and cancel securities registration at VSDC for all TA3 shares.

Article 10. Results of the supplementary election of the Company's Board of Directors for the term 2023 - 2028:

* Members of the Board of Directors additionally elected (02 members):
* Mr. Nguyen Cong Dung
* Mr. Vu The Anh

Article 11. Terms of enforcement.

This General Mandate takes effect from April 26, 2024.

The Board of Directors, the Supervisory Board, and the Board of Managers are responsible for implementing this General Mandate and organizing implementation according to their functions and activities in accordance with the law and the Charter of 386 Thanh An Construction and Investment Joint Stock Company.