**THB: Annual General Mandate 2024**

On April 26, 2024, Ha Noi - Thanh Hoa Beer JSC announced General Mandate No. 17/NQ-DHDCD-THB as follows:

Article 1. Approve the Board of Directors' Report on activity results 2023 and directions 2024.

Article 2. Approve the Report of the Executive Board on Production and Business Results in 2023 and Plan for 2024.

1. 2023 Results

|  |  |  |  |  |  |  |  |
| --- | --- | --- | --- | --- | --- | --- | --- |
|  | Target | Unit | Results 2022 | 2023 | | Comparison (%) | |
| Plan | Results of the year | Results 2023/same period | Results 2023/Plan 2023 |
|  |  |  | 1 | 2 | 3 | 4=3/1 | 5=3/2 |
| I | Net revenue from goods sales and service provision (Consolidated) | Billion VND | 1,610.40 | 1,719.56 | 1,503.77 | 93.38 | 87.45 |
| II | Total payment to the State budget | Billion VND | 295.55 | 312.53 | 263.48 | 89.12 | 84.31 |
| III | Consolidated profit before tax: | Billion VND | 13.76 | 7.90 | 6.44 | 46.80 | 81.62 |
| IV | Consolidated profit after tax | Billion VND | 9.98 | 5.79 | 5.05 | 50.57 | 87.29 |

1. Production and business plan for 2024

|  |  |  |  |  |  |
| --- | --- | --- | --- | --- | --- |
| No. | Target | Unit | Results 2023 | 2024 Plan | Plan 2024/ Results 2023 (%) |
| 1 | 2 | 3=2/1 |
| I | Net revenue from goods sales and service provision (Consolidated) | Billion VND | 1,503.77 | 1,638.80 | 108.98 |
| II | Total payment to the State budget | Billion VND | 263.48 | 302.83 | 114.93 |
| III | Consolidated profit before tax: | Billion VND | 6.445 | 4.394 | 68.17 |
| IV | Consolidated profit after tax | Billion VND | 5.050 | 3.515 | 69.60 |

Article 3. Approve the Report of the Supervisory Board for 2023 and the plan for 2024.

Article 4. Approve the Audited Financial Statements 2023

Article 5. Approve the plan on profit distribution 2023.

* Distributable profits in 2023: VND 5,050,910,890
* Retained profit from the previous year: VND 0
* Total distributed profit in 2023 is: VND 5,050,910,890
* Profit distribution in 2023:

|  |  |  |  |
| --- | --- | --- | --- |
| No. | Targets | Unit | Amount |
|  | Total profits distributable in 2023 | VND | 5,050,910,890 |
|  | Distribution: |  |  |
| 1. | Bonus and welfare fund  In which: | VND | 752,311,390 |
| - Ha Noi - Thanh Hoa Beer JSC | VND | 476,455,750 |
| - Habeco Central Trading Company Limited | VND | 275,855,640 |
| 2. | Bonus for the Executive Management Board  In which: | VND | 300,000,000 |
| - Ha Noi - Thanh Hoa Beer JSC | VND | 160,000,000 |
| - Habeco Central Trading Company Limited | VND | 140,000,000 |
| 3. | Profits distributed to shareholders: Dividend payment is 3.5% (General Mandate 2023 is expected to be 3.0%). | VND | 3,998,599,500 |

Approve the payment of cash dividends and authorize the Board of Directors to decide when and how to make the payment. Cash dividend payment plan:

* Dividend payment rate: 3.5%
* Amount of dividend payment: VND 3,998,599,500
* Dividend payment time: before October 25, 2024

Article 6. Approve Profit Plan and expected profit distribution in 2024.

* Profit Plan:

|  |  |  |  |
| --- | --- | --- | --- |
| No. | Target | Unit | Amount |
| 1 | Total profit before tax | VND | 4,393,724,190 |
| 2 | Corporate Income Tax expense | VND | 878,744,838 |
| 3 | Total profit after tax | VND | 3,514,979,352 |

* Expected distribution:

|  |  |  |  |
| --- | --- | --- | --- |
| No. | Targets | Unit | Amount |
| 1 | Total profit before tax in 2024 | VND | 4,393,724,190 |
| 2 | Profit after tax | VND | 3,514,979,352 |
| 2.1 | Expected profit distribution | VND | 3,514,979,352 |
| Distribution | | | |
| a | Bonus and welfare fund  In which:   * Ha Noi - Thanh Hoa Beer JSC * Habeco Central Trading Company Limited | VND  VND  VND | 920,065,352  708,277,003  211,788,349 |
| b | Bonus for the Executive Board  In which:   * Ha Noi - Thanh Hoa Beer JSC * Habeco Central Trading Company Limited | VND  VND  VND | 310,000,000  185,000,000  125,000,000 |
| C | Expected dividend at 2.0% | VND | 2,284,914,000 |

Article 7. Approve the Remuneration Payment Settlement for members of the Board of Directors, the Supervisory Board, and Secretariat of the Board of Directors in 2023 as follows:

* The Board of Directors:
* Chair of the Board of Directors: VND 8,000,000/month
* Members of the Board of Directors: VND 5,000,000/month
* The Secretariat of the Board of Directors: VND 3,000,000/month (Paid by employee salary fund)
* The Supervisory Board:
* Chief: VND 4,000,000/month (Paid by manager salary fund)
* Members: VND 3,000,000/month
* Total remuneration paid to the Board of Directors and members of the Supervisory Board in 2023 is: VND 408,000,000
* The total remuneration paid to the Secretariat of the Board of Directors in 2023 is: VND 36,000,000 (Calculated in the Employee Salary Fund).

Article 8. Approve the final settlement of salaries for Executive managers in 2023.

The total amount of salary payments for Executive managers is: VND 1,282,164,960.

Article 9. Remuneration plan for the Board of Directors, members of the Supervisory Board, and Secretariat of the Board of Directors in 2024.

* The Board of Directors:
* Chair of the Board of Directors: VND 8,000,000/month
* Members of the Board of Directors: VND 5,000,000/month
* Supervisory Board and Secretariat of the Board of Directors:
* Chief of the Supervisory Board: VND 4,000,000/month (Paid by manager salary fund).
* Member of the Supervisory Board: VND 3,000,000/month
* The Secretariat of the Board of Directors: VND 3,000,000/month (Paid by employee salary fund)

Remuneration is paid once a month, payment period is from the 15th to the 20th of every month

Article 10. Approve the Proposal on selecting a company to audit the semi-annual and annual Financial Statements 2024.

Approve the list of companies to audit the semi-annual and annual Financial Statements 2024, which are independent audit companies on the list of audit companies approved for audit by the State Securities Commission ("Approved audit companies"); at the same time, assign the Board of Directors to select one of the auditing companies named in the list of Approved audit companies mentioned above to audit and review the semi-annual and annual Financial Statements 2024; assign the Company Manager to sign a contract to provide audit services with the selected audit company.

Article 11. Approve the Proposal on amending and supplementing the Company's Charter.

Article 12. Approve the Proposal on amending and supplementing the Internal Regulations on corporate governance.

Article 13. Approve the Proposal on Supplementing business lines.

* List of supplemented business lines:

|  |  |
| --- | --- |
| Business code | Name of business line |
| 4933 | Freight transport by road |

Authorize the Board of Directors or the Legal Representative to carry out procedures for notifying changes in business lines, procedures to adjust the Company's Business Registration Certificate (due to change in business lines) according to the provisions of Law.

Article 14. Approve the Contract in 2024 between the Company and Hanoi Beer Alcohol And Beverage Joint Stock Corporation.

Decise to sign a Sales Contract 2024 with Hanoi Beer Alcohol And Beverage Joint Stock Corporation (The contract has a value of over 10% of the total asset value recorded in the Company's most recent Financial Statements of Ha Noi - Thanh Hoa Beer JSC);

The Company’s Managing Director is assigned to organize the signing of the above Contract; Ensure compliance with the Law, Charter, Regulations, internal regulations and in accordance with the actual production and business situation of the Company.

Article 15. Approve the Proposal on dismissing 02 members of the Board of Directors due to the end of their term and electing 02 additional members of the Board of Directors for the term 2024 - 2029

Article 16. Approve the Proposal on dismissing 01 member of the Supervisory Board due to the end of the term and electing 01 additional member of the Supervisory Board for the 2024 - 2029 term

Article 17: The Meeting unanimously elected the following persons as members of the Board of Directors, term of 2024 - 2029:

* Mr. Le Anh Tuan
* Mr. Luong Xuan Dung.

Article 18: The Meeting unanimously elected Mr. Nguyen Duy Ha as a member of the Supervisory Board, term of 2024-2029.

Article 19. The General Meeting assigned the Board of Directors and Manager of Ha Noi - Thanh Hoa Beer JSC to monitor, urge and organize the implementation of the General Mandate under applicable laws and Company Charter.

Article 20. The General Meeting assigned the Supervisory Board of Ha Noi - Thanh Hoa Beer JSC to supervise and inspect the activities of the Board of Directors and the Company's Managing Director in implementing the General Mandate under applicable laws and Company Charter.

This General Mandate includes 20 Articles, approved in full by the General Meeting at the Annual General Meeting 2024 on April 26, 2024.