**THW: Annual General Mandate 2024**

On April 25, 2024, Tan Hoa Water Supply Joint Stock Company announced General Mandate No. 006/NQ-TH-DHDCD as follows:

Article 1. Approve the following contents:

1. Report on activities of the Board of Directors in 2023 and operational plan for 2024
2. Report of the Supervisory Board on operating results in 2023 and orientation for 2024
3. Summary report on production and business activities in 2023 and directions for production and business activities in 2024

Results of production and business activities in 2023

|  |  |  |  |
| --- | --- | --- | --- |
| No. | Targets | Unit | 2023 |
| Plan | Results | Rate (%) |
| 1 | 2 | 3 | 4 | 5 | 6-5/4 |
| 1 | Water supplied according to collection standards after treatment | 1.000m3 | 51,400 | 52,992 | 103.10 |
| 2 | Revenue from water supplied according to collection standards after treatment | Million VND | 595,006 | 619,014 | 104.03 |
| 3 | Average selling price according to collection standards after treatment | VND/m3 | 11,576 | 11,681 | 100.91 |
| 4 | Install new small water meters | Item | 600 | 601 | 100.17 |
| 5 | Replace small water meters | Item | 30,133 | 31,172 | 103.45 |
| 6 | Replace large water meter | Item | 53 | 56 | 105.66 |
| 7 | Percentage of households provided with clean water | % | 100 | 100 | 100 |
| 8 | Water loss rate | % | 15.10 | 14.48 | -0.62 |

1. Audited Financial Statements 2023
2. Some targets for production and business plans and financial plans for 2024

|  |  |  |  |  |
| --- | --- | --- | --- | --- |
| No. | Targets | Unit | Plan 2024 | Note |
| A | Production and business |  |  |
| 1 | Water supplied according to collection standards after treatment | Thousand m3 | 53,500 |  |
| 2 | Revenue from water supplied according to collection standards after treatment | Million VND | 631,033 |  |
| 3 | Average selling price according to collection standards after treatment | VND/m3 | 11,795 |  |
| 4 | Install new small water meters | Item | 500 |  |
| 5 | Replace small water meter | Item | 27,582 |  |
| 6 | Replace large water meter | Item | 02 |  |
| 7 | Percentage of households provided with clean water | % | 100 |  |
| 8 | Water loss rate | % | 13.50 |  |
| B | Finance |  |  |
| 1 | Total revenue | Million VND | 173 029 |  |
| 2 | Total profit before tax | Million VND | 11,813 |  |
| 3 | Total profit after tax | Million VND | 8,852 |  |
| 4 | Profit after tax/Charter capital | % | 17.03 |  |
| 5 | Dividend payment rate | % | 6.0 |  |

* Assign the Board of Directors to adjust the production and business plan targets and financial plan for 2024 depending on the actual situation of the unit (if any).

6. Plan on profit distribution and dividend payment in 2023

|  |  |  |  |
| --- | --- | --- | --- |
| No. | Content | Appropriation rate/Distributed profit (%) | Amount (VND) |
| 1 | Dividend payment (6.0%/share par value) | 36 | 2,998,800,000 |
| 2 | Appropriation for funds |  |  |
| - | Investment and development | 4.17 | 347,345,564 |
| - | Bonus and welfare fund | 55.16 | 4,594,684,238 |
| - | Bonus fund for the Executive Board and the Board of Directors | 4.67 | 388,800,000 |

* Assign the Company Manager to carry out dividend payments according to regulations.
1. Agree to approve the selection of AFC Vietnam Auditing Company Limited with an audit fee of VND 65,000,000 (excluding VAT) as the auditor of the Financial Statements 2024 for Tan Hoa Water Supply Joint Stock Company.
* Assign the Company Manager to sign a contract with the selected audit company to audit the Financial Statements in the fiscal year 2024 of Tan Hoa Water Supply Joint Stock Company.
1. Approve:
* The operating budget of the Supervisory Board in 2023 with a total amount (not including VAT) of VND 141, 794,064.
* The Supervisory Board's operating budget plan for 2024 (excluding VAT): VND 250,025,270.
* Assign the Manager and Chief Accountant of the Company to balance and implement according to the spending level approved by the General Meeting of Shareholders and in accordance with the actual situation of the unit.
1. Approve the remuneration report of the Board of Directors and the Supervisory Board in 2023, and the remuneration plan for 2024; Manager salary report in 2023, manager salary fund plan in 2024.
* Report on remuneration payments to the Board of Directors and the Supervisory Board in 2023:
* Members of the Board of Directors: VND 5,500,000/person/month
* Members of the Supervisory Board: VND 4,000,000/person/month

Members receive remuneration according to their term of office. Total remuneration paid to members of the Board of Directors in 2023: VND 264,000,000 and total remuneration for the Supervisory Board in 2023: VND 96,000,000.

* Remuneration plan for the Board of Directors and the Supervisory Board of the Company in 2024: VND 360,000,000
* Member of the Board of Directors: VND 5,500,000/person/month
* Members of the Supervisory Board: VND 4,000,000/person/month
* The salary fund implemented in 2023 for the Chair of the Board of Directors, the Manager, the Deputy Manager, the Chief Accountant, the Executive Chief of the Supervisory Board: VND 3,110,400,000. Members receive salary for their job title according to their time of office.

In which:

* Salary of Chair of the Board of Directors: VND 55,146,848/month.
* Salary of the Manager: VND 50,207,836/month.
* Salary of Deputy Manager of Sales: VND 40,591,482/month.
* Salary of Deputy Manager of Technical: VND 38,506,303/month.
* Salary of Chief of the Supervisory Board: VND 38,506,303/month.
* Salary of the Chief Accountant: VND 36,241,228/month.
* Planned salary fund in 2024 for Chair of the Board of Directors, the Manager, the Deputy Manager, the Chief Accountant, the Executive Chief of the Supervisory Board: VND 2,592,000,000.
* Salaries for the Chair of the Board of Directors, the Manager, the Deputy Manager, the Chief Accountant, the Executive Chief of the Supervisory Board will be paid according to the salary and bonus regulations for Company managers.
* Assign the Manager to adjust data on salary and remuneration payments implemented in 2023; Salary and remuneration plan for 2024 of the executive managers and non-executive managers according to the appraisal opinion (if any) of Saigon Water Corporation (Holding Company) and the Department of Labor, War Invalids and Social Affairs; Report to the Board of Directors to approve adjustments according to regulations.
1. Regarding the signing and transaction of Clean Water Distribution Service Contract, Agreement on Clean Water Distribution Service Contract, Clean Water Distribution Service Authorization Contract with Saigon Water Corporation:
	1. For Clean Water Distribution Service Contract, Agreement on Clean Water Distribution Service Contract, Clean Water Distribution Service Authorization Contract in 2024:

Agree on the content of the report on Tan Hoa Water Supply Joint Stock Company's signing of the Clean Water Distribution Service Contract, Agreement on Clean Water Distribution Service Contract, Clean Water Distribution Service Authorization Contract 2024 between Tan Hoa Water Supply Joint Stock Company and Saigon Water Corporation with service coefficient in 2024 of 0.1914.

* Agree to assign the Board of Directors to consider and approve the policy in case there are changes to the terms that affect the value of the contract, before the Company Manager signs the contract appendices.
	1. For Clean Water Distribution Service Contract, Agreement on Clean Water Distribution Service Contract, Clean Water Distribution Service Authorization Contract in 2025:

Approve the draft Clean Water Distribution Service Contract, Agreement on Clean Water Distribution Service Contract, Clean Water Distribution Service Authorization Contract 2025 between Tan Hoa Water Supply Joint Stock Company and Saigon Water Corporation. Assign the Company Manager to consider and sign the Clean Water Distribution Service Contract, Agreement on Clean Water Distribution Service Contract, Clean Water Distribution Service Authorization Contract in 2025.

In case there are changes to the terms that affect the value of the contract, the General Meeting of Shareholders approves and assigns the Board of Directors to consider and approve before the Company Manager signs the contract appendices.

Article 2. The Board of Directors, the Supervisory Board, and Manager of the Company are responsible for implementing this General Mandate and organizing the implementation of the contents approved by the General Meeting of Shareholders. The General Mandate takes effect from April 25, 2024.