**BOT: Annual General Mandate 2024**

On June 4, 2024, Thai Ha Bridge BOT Joint Stock Company announced General Mandate No. 01/2024/NQ-DHDCD-BOT as follows:

‎‎Article 1. Approve the activities Report of the Board of Management on the results of production and business activities in 2023 and the production and business plan for 2024.

Results of production and business activities in 2023

*Unit: VND*

|  |  |  |  |  |
| --- | --- | --- | --- | --- |
| No. | Targets | Plan | Result | Compared to the plan (%) |
| 1 | Total revenue | 100,000,000,000 | 44,751,230,136 | 44.75% |
| 2 | Charter capital | 732,468,000,000 | 592,468,000,000 | 80.89% |
| 3 | Profit after tax | 5,000,000,000 | (83,064,681,558) | - |
| 4 | Dividend | 0% | 0% |  |

Production and business plan for 2024

*Unit: VND*

|  |  |  |  |
| --- | --- | --- | --- |
| No. | Targets | Results 2023 | Plan 2024 |
| 1 | Total revenue | 44,751,230,136 | 300,000,000,000 |
| 2 | Charter capital | 592,468,000,000 | 621,468,000,000 |
| 3 | Profit after tax | (83,064,681,558) | (40,000,000,000) |
| 4 | Dividend | 0% | 0% |

‎‎Article 2. Approve the Report on activities of the Board of Directors in 2023 and the Plan for 2024.

Article 3. Approve the Report on activities of the Supervisory Board in 2023 and the Plan for 2024

‎‎Article 4. Approve the Audited Financial Statements 2023

‎‎Article 5. Approve the Proposal on selecting the audit company for 2024

‎‎Article 6. Approve the Proposal on remuneration payment for the Board of Directors and the Supervisory Board in 2023 and the remuneration payment plan for 2024; The profit distribution plan in 2023 and the expected plan in 2024.

1. Profit distribution plan in 2023

In 2023, the Company did not pay dividends and appropriate funds.

1. Profit distribution plan for 2024

Plan on the dividend payment and appropriation for funds for 2024: Authorize the Board of Directors to implement based on the business results in 2024.

‎‎Article 7. Approve the Proposal on the share issuance plan according to the Employee Stock Ownership Plan in the Company.

1. Issuance plan

|  |  |
| --- | --- |
| 1. Issuer | Thai Ha Bridge BOT Joint Stock Company |
| 1. Name of issued share | Shares of Thai Ha Bridge BOT Joint Stock Company |
| 1. Securities code | BOT |
| 1. Type of issued shares | Common shares |
| 1. Par value | VND 10,000 |
| 1. Number of issued shares | 59,246,800 shares |
| 1. Number of outstanding shares | 59,246,800 shares |
| 1. Expected number of issued shares | 2,900,000 shares |
| 1. Expected maximum total issuance value (at par value) | VND 29,000,000,000 |
| 1. Issue price | VND 10,000 |
| 1. Expected issuance rate | 4.89% of the total outstanding shares of the Company at the time of issuance. |
| 1. Standards and list of eligible employees participating in the Plan | Key personnel and employees have contributed to the Company's development. Authorize the Board of Directors to approve the list of eligible employees participating in the Plan, principles for determining the number of shares distributed to each buyer, and the number of shares distributed to each specific buyer. |
| 1. Issuance Form | Issue share according to the Employee Stock Ownership Plan. |
| 1. Issuance purposes | * Align the interests of employees with the Company; * Supplement additional working capital for the Company. |
| 1. Regulations on transfer restriction | Transfer restriction within 01 years from the end of the issuance. |
| 1. Plan on using capital obtained from the issuance | Supplement working capital for production and business activities of the Company |
| 1. Plan on ensuring share issuance following the regulations on foreign ownership rate | Authorize the Board of Directors to approve the plan to ensure share issuance is following the regulations on foreign ownership rate. |
| 1. Expected time of issuance | In 2024, after the State Securities Commission notifies of receiving complete issuance report documents. |

1. Registration, depository, and additional transactions registration

The General Meeting of Shareholders authorized and assigned the Board of Directors to implement all necessary procedures to register additional securities at the Vietnam Securities Depository and Clearing Corporation and register additional transactions at the Hanoi Stock Exchange for all additional shares issued after completing the issuance following the provisions of the Company's Charter and current law.

‎‎Article 8. Approve the Proposal on supplementing the business lines of the Company

‎‎Article 9. Approve the Proposal on borrowing capital to serve the business activities of the Company

‎‎Article 10. Approve the Proposal on approving the policy of implementing contracts and transactions between the Company and related parties and approving major contracts and transactions

‎‎Article 11. Approve the Proposal on amending the Company’s Charter

‎‎Article 12. Approve the Proposal on amending the Internal Regulations on Corporate governance

Article 13. Approve the Proposal on amending the Operational Regulations of the Board of Directors

‎‎Article 14. Approve the Proposal on amending the Operational Regulations of the Supervisory Board

‎‎Article 15. Approve the Proposal on authorizing Tien Dai Phat Company Limited to represent the joint venture of the Investor to sign the contents of the Thai Ha Bridge BOT project

‎‎Article 16. Approve the Proposal on the dismissal and election of replacing members of the Board of Directors for the 2023 - 2028 term

‎‎Article 17. Approve the Proposal on introducing elected members to replace the members of the Board of Directors for the 2023-2028 term

‎‎Article 18. Approve the dismissal and election of replacing members of the Board of Directors of the Company for the 2023-2028 term, as follows:

Approve the dismissal of members of the Board of Directors for:

1. Mr. Nguyen Hong Quan

Approve the list of elected members of the Board of Directors:

1. Mr. Ta Dai Nghia

‎‎Article 19. Terms of enforcement.

This General Mandate was approved by the Annual General Meeting of Shareholders 2024 of Thai Ha Bridge BOT Joint Stock Company and takes effect from the date of its signing.

Members of the Board of Directors, the Supervisory Board, and the Board of Management are responsible for implementing this General Mandate and organizing the implementation according to operational functions following the provisions of law and the Charter of Organization and Operation of the Company.