**CMM: Annual General Mandate 2024**

On June 13, 2024, Camimex Joint Stock Company announced General Mandate No. 01/NQ.DHDCD.CMC.24 as follows:

‎‎Article 1. Approve the Report on business results in 2023:

|  |  |  |  |  |  |
| --- | --- | --- | --- | --- | --- |
| **No.** | **Targets** | **Unit** | **Plan 2023** | **Results 2023** | **Results/Plan** |
| 1 | Export turnover | Million USD | 100 | 51.98 | 51.98% |
| 2 | Production volume | Tons | 10,000 | 6,398 | 63.98% |
| 3 | Total net revenue | Billion VND | 2,391 | 1,913 | 80.01% |
| 4 | Profit before tax | Billion VND | 111.7 | 51.49 | 46.10% |
| 5 | Profit after tax | Billion VND | 100.5 | 44.78 | 44.56% |

‎‎Article 2. Approve the Audited Financial Statements 2023 of the Company, including:

1. The Separate Financial Statements;
2. The Consolidated Financial Statements.

‎‎Article 3. Approve the business plan for 2024:

1. Economic targets:

* Export turnover reaches: USD75 million.
* Export volume: 10,000 tons of finished products.
* Total revenue: VND2,300 billion.
* Profit before tax: VND100 billion.
* Profit after tax: VND85 billion.

1. Development orientation and investment projects:

Strive to expand the ecological shrimp farming area to 20,000 hectares.

Invest in high-tech shrimp farming, gradually become partially self-sufficient in raw materials for production and business, and strive to be self-sufficient in 15-30% of Vannamei shrimp input materials by 2030.

Invest in fish processing (processing cod, pollock, seabass, and salmon), and invest in fish farming (salmon and seabass).

Investment plan for 2024:

1. Cold storage of 6,000 tons: Total investment is VND120 billion.
2. High-tech aquaculture: Total investment VND300 billion.

In the above projects, the Company may directly or indirectly participate or implement in subsidiaries and joint ventures with the Company. The investment capital is sourced from equity capital and loan capital. The Board of Directors is authorized to decide on the method of cooperation structure and investment capital structure of projects.

‎‎Article 4. Approve the Reports on activities of the Board of Directors, the Report on activities of the Board of Directors’ independent members, and the Combined Report of the Company’s Supervisory Board.

‎‎Article 5. Approve the selection of an audit company for 2024;

The General Meeting of Shareholders authorizes the Board of Directors of the Company to select an audit company for the Financial Statements 2024 from the following list of audit companies:

* Deloitte Vietnam Company Limited;
* A&C Auditing and Consulting Company Limited;
* VACO Auditing Company Limited;
* PKF Vietnam Company Limited.

‎‎Article 6. Approve the remuneration for the Board of Directors and the Supervisory Board in 2024:

* Chair of the Board of Directors: VND6,000,000/month
* Members of the Board of Directors: VND4,000,000/person/month
* Chief of the Supervisory Board: VND3,000,000/month
* Members of the Supervisory Board: VND2,000,000/person/month

The operating expenses of the Board of Directors and the Supervisory Board to perform tasks assigned by the General Meeting of Shareholders are accounted into production and business expenses of the Company following regulations.

‎‎Article 7. Approve transactions between the Company and affiliated persons, specifically:

1. Affiliated persons who are allowed to transact include:

* Camimex Group Joint Stock Company (Business code: 2000103908);
* Camimex Organic Limited Company (Business code: 2001014506);
* Camimex Foods Joint Stock Company (Business code: 2001309274);
* Camimex Logistics Joint Stock Company (Business code: 0315120124);
* Camimex Farm Joint Stock Company (Business code: 2001353185);
* Camimex Quang Tri Joint Stock Company (Business code: 3200698186);
* Nam Can Seaproducts Import Export Joint Stock Company (Business code: 2000104323);
* Camimex - Nutrition Joint Stock Company (Business code: 3200698186);
* Thao Anh Fish Joint Stock Company (Business code: 1301128799);
* Vinh Hai Seafoods Import Export Company Limited (Business code: 2001165858);
* Thai Minh Hung Foods - Seafoods Company Limited (Business code: 0305300657);
* Kim Ngan Phat Seafood Company Limited (Business code: 2001299280);
* And other affiliated persons (if any).

1. Types of transactions that are approved and allowed to be conducted, including:

* Buy/sell raw shrimp, fish, semi-finished products, finished products;
* Buy/sell supplies and raw materials for aquaculture and processing activities;
* Lease/lend and rent/borrow factories, warehouses, offices, land use rights;
* Borrowing/lending of money;
* Guarantee/receipt of guarantee;
* Using/providing of outsourcing, forwarding, transportation, import, and export services;
* And all other incurring transactions (if any).

‎‎Article 8. Approve changing the share trading registration of Camimex Joint Stock Company from UPCOM to listing shares at the Ho Chi Minh City Stock Exchange, specifically as follows:

1. Transfer of listing exchange

* Share name: Shares of Camimex Joint Stock Company
* Securities code: CMM
* Current exchange: UPCOM
* The Stock Exchange registered for changing listing: Ho Chi Minh City Stock Exchange (HOSE)
* Number of shares registered to be changed to another listing exchange: The entire number of issued shares up to the time of applying for registration to transfer exchange.
* Time registered to transfer listing exchange: 2024 or 2025.
* The official listing time is after the approval of a competent State agency.

1. Cancel the registration of share transaction at UPCOM

* Cancel the registration of share transaction at UPCOM after meeting the conditions for listing: for the entire number of issued shares up to the time of applying for registration to transfer exchange.
* Purpose of canceling transaction: Change share listing to Ho Chi Minh City Stock Exchange. (HOSE).

1. Authorization for the Board of Directors

* Select a consulting company for share listing registration.
* Work with State management agencies to successfully perform the change of exchange, listing, delisting, and recording the list of shareholders at Vietnam Securities Depository and Clearing Corporation to change listing exchange, and proactively adjust the plan according to changes in the law and/or requirements of the competent authority at the time of implementation.
* Determine the price and time of listing registration to bring the best benefits to shareholders and accommodate the provisions of law.
* Perform other legal procedures at the request of competent authorities to complete the transfer of exchange from UPCOM to HOSE.

‎‎Article 9. Approve the changes in business lines and the increase in the maximum foreign ownership rate of the Company as follows:

* 1. Changes in business lines
* Delete the following business lines:

|  |  |
| --- | --- |
| Deleted business lines | Business line code |
| Wholesale of agricultural and forestry raw materials (except wood, and bamboo) and live animals  Details: Import and export of agricultural products and food | 4620 |
| Wholesale of a variety of goods | 4690 |

* Reason for deletion: To ensure the Company's maximum foreign ownership rate.
  1. Increase in maximum foreign ownership rate of the Company
* The maximum foreign ownership rate allowed at Camimex Joint Stock Company is 50% of charter capital.

‎‎Article 10. Approve the Proposal on dismissal and election of members to the Board of Directors for the 2024-2029 term.

1. Dismiss all members of the Company's Board of Directors for the 2019-2024 term:

|  |  |  |
| --- | --- | --- |
| No. | Member of the Board of Directors | Position |
| 1 | Bui Si Tuan | Non-executive Chair of the Board of Directors |
| 2 | Dang Ngoc Son | Executive member of the Board of Directors |
| 3 | Bui Duc Cuong | Executive member of the Board of Directors |
| 4 | Tran Minh Thieu | Independent member of the Board of Directors |
| 5 | Bui Duc Dung | Non-executive member of the Board of Directors |

1. Elect members to the Board of Directors for the 2024-2029 term, including:

|  |  |  |
| --- | --- | --- |
| No. | Member of the Board of Directors | Note |
| 1 | Bui Si Tuan | Non-executive member |
| 2 | Dang Ngoc Son | Executive member |
| 3 | Bui Duc Cuong | Executive member |
| 4 | Tran Minh Thieu | Independent member |
| 5 | Bui Duc Dung | Non-executive member |

‎‎Article 11. Terms of enforcement.

1. The Board of Directors, the Supervisory Board, the Legal Representative of the Company, the Board of Management, departments of the Company, shareholders, and related employees, within the scope of their assigned duties and authority, are responsible for implementing this General Mandate.
2. This General Mandate takes effect from the date of its signing.