**SGI: Annual General Mandate 2024**

On June 20, 2024, Saigon3 Group Investment Development Joint Stock Company announced Annual General Mandate 2024 No. 01/2024/NQ-DHDCD as follows:

Article 1: The General Meeting of Shareholders approved the Report on activities of the Board of Directors 2023 and Plan 2024.

* The consolidated production and business plan 2024 is as follows:

|  |  |  |
| --- | --- | --- |
| No. | Targets | Plan for 2024 |
| 1 | Net revenue (Billion VND) | 1,428.2 |
| 2 | The total revenue and income (Billion VND) | 1,622.5 |
| 3 | The total profit before tax (Billion VND) | 125.3 |
| 4 | Profit after corporate income tax (Billion VND) | 92.9 |
| 5 | The consolidated profit after tax of the holding company (Billion VND) | 53.3 |
| 6 | Owners' equity- the benefit of the minor shareholders (Billion VND) | 2,215 |
| 7 | The consolidated Profit after tax of the holding company/net revenue | 3.73% |
| 8 | The consolidated profit after tax of the holding company/the average of (owners’ equity - the benefit of the minor shareholders) | 2.40% |
| 9 | Expected dividends (%) | 5% |

The General Meeting of Shareholders assigned/authorized the Board of Directors to based on the actual situations carry out the dividend payment to shareholders

Article 2: The General Meeting of Shareholders approved the Report on the production and business results 2023 and Plan 2024.

* The production and business results 2023 (the consolidated Report):

|  |  |  |  |
| --- | --- | --- | --- |
| Targets | Plan 2023  (Billion VND) | Results 2023  (Billion VND) | Results/plan 2023 (%) |
| Total consolidated revenue | 1,671 | 1,606 | 96.1% |
| Consolidated profit after tax | 94.8 | 166.19 | 175.3% |
| The consolidated Profit after tax of the holding company | 44.3 | 118.8 | 268.1% |

Specific activities in 2023 of the subsidiary under Saigon3 Group Investment Development Joint Stock Company:

|  |  |  |  |  |
| --- | --- | --- | --- | --- |
| No. | Company | Total revenue (VND) | Profit before tax (VND) | Note |
| 01 | Saigon3 Group Investment Development Joint Stock Company | 27,143,069,303 | 12,625,971,422 | Separate Financial Statements |
| 02 | Sai Gon 3 Capital Investment Company Limited | 123,568,258,391 | 42,969,458,350 |  |
| 03 | Saigon 3 Garment Joint Stock Company | 1,189,923,171,400 | 103,219,785,009 |  |
| 04 | SaiGon 3 Jean Co.,LTD | 118,201,872,238 | (18,653,635,117) |  |
| 05 | SaiGon Leather Joint Stock Company | 8,076,554,890 | (7,738,064,443) |  |
| 06 | Thanh Cong Securities Company | 164,928,422,688 | 61,345,085,753 |  |
| 07 | Bach Tuyet Cotton Corp | 162,924,312,873 | 8,199,593,413 |  |
| 08 | Bach Tuyet Kotton Company Limited | 37,401,033,588 | 2,651,657,344 |  |
| 09 | Thanh Cong Asset Management Company Limited | 10,661,212,657 | 4,849,280,888 |  |
| 10 | Thanh Cong Investment Funds Joint Stock Company | 18,494,676,347 | 8,969,869,552 |  |

* The consolidated production and business plan 2024:

Business plan in main sectors 2024:

|  |  |  |  |  |
| --- | --- | --- | --- | --- |
| No. | Company | Revenue (Billion VND) | Profit before tax (VND) | Note |
| 01 | Saigon3 Group Investment Development Joint Stock Company | 753,363,013 | (9,062,416,769) | Separate Financial Statements |
| 02 | Sai Gon 3 Capital Investment Company Limited | 36,306,920,282 | (4,114,559,009) |  |
| 03 | Saigon 3 Garment Joint Stock Company | 1,225,329,834,067 | 46,115,111,826 | Profit before tax of Saigon 3 Garment Joint Stock Company has not been appropriated for provisions for SaiGon 3 Jean Co.,LTD |
| 04 | SaiGon 3 Jean Co.,LTD | 122,776,054,071 | (34,190,043,215) |  |
| 05 | SaiGon Leather Joint Stock Company | 2,474,743,931 | (7,064,609,919) |  |
| 06 | Thanh Cong Securities Company & the Investment Fund | 213,482,000,000 | 97,909,755,967 |  |
| 07 | Bach Tuyet Kotton Company Limited & Bach Tuyet Cotton Corp | 203,274,386,002 | 8,517,883,435 |  |

Article 3: The General Meeting of Shareholders approved Report on activities of the Supervisory Board 2023.

Article 4: The General Meeting of Shareholders approved the audited Financial Statements 2023.

Article 5: The General Meeting of Shareholders approved the selection of independent audit companies for the Financial Statements 2024:

The General Meeting of Shareholders authorized the Board of Directors to select one out of three reputable independent audit companies eligible to operate in Vietnam to audit and review the Financial Statements of the fiscal year 2024 of Saigon3 Group Investment Development Joint Stock Company and sign a contract with an audit company:

1. A&C Auditing and Consulting Company Limited
2. PwC (Vietnam) Limited
3. KPMG Limited.

Article 6: The General Meeting of Shareholders approved the remuneration and bonus for the Board of Directors and the Supervisory Board 2023 and Plan 2024:

1. Approve the remuneration and bonus for the Board of Directors and the Supervisory Board 2023:

* Remuneration of the Board of Directors and the Supervisory Board: The Board of Directors and the Supervisory Board did not receive remuneration in fiscal year 2023
* The bonus of the Board of Directors and the Supervisory Board in 2023: 2% of the excess amount of profit after tax 2023, the amount was: VND1,490,438,417
* Assign/authorize the Board of Directors to distribute the bonus to members of the Board of Directors the Supervisory Board in accordance with current regulations.

1. Approve the remuneration and bonus Plan of the Board of Directors and the Supervisory Board 2024:

* Remuneration for the Board of Directors and the Supervisory Board in 2024 The Board of Directors and the Supervisory Board proposed not to receive remuneration 2024
* The bonus of the Board of Directors and the Supervisory Board in 2024: 2% of the portion exceeding the plan of profit after tax 2024.
* Assign/authorize the Board of Directors to distribute the bonus (if any) to members of the Board of Directors and the Supervisory Board in accordance with current regulations.

Article 7: The General Meeting of Shareholders approved:

* The report of the Board of Directors on the dividend payment 2022: The Company has paid 3% dividend in cash but has not yet carried out 12% payment in shares.
* Adjust the dividend payment rate 2022 and payment method 2022 as follows:
* The 15% dividend payment rate in 2022 was approved by the General Meeting of Shareholders, in which: Dividend in cash was 3% (paid), dividend by shares was 12%.
* Dividend payment rate in 2022 after adjusted is 8% in cash, in which:
* Paid to shareholders: 3% in cash.
* Remaining dividend rate used to be paid to shareholders: 5% in cash.

The General Meeting of Shareholders assigned/authorized the Board of Directors to carry out the procedures and decide the time for dividend payment 2022 in cash (the remaining dividend) in accordance with current regulations.

Article 8: The General Meeting of Shareholders approved to not implement the Plan of share issuance 2022 at 12% approved at General Mandate No. 02/2023/NQ-DHDCD dated May 17, 2023 in the Annual General Mandate 2023. The reasons are: Adjustment in the dividend payment rate 2022 and payment method 2022.

Article 9: The General Meeting of Shareholders approved the dividend payment and profit distribution plan 2023:

1. Approve the dividend payment 2023: The payment rate in cash is 5%. Authorize the Board of Directors to based on the actual situations decide the date for dividend payment in cash in accordance with legal regulations.
2. Approve the profit distribution plan 2023:

|  |  |  |
| --- | --- | --- |
| No. | Content | Amount (VND) |
| I | Undistributed profit after tax | 1,247,347,966,390 |
| 1 | Retained profit from the previous years | 1,128,526,045,547 |
| 2 | Profit after tax in 2023 | 118,821,920,843 |
| II | Profit distribution plan | 76,955,138,417 |
| 1 | Appropriation for financial reserve fund | 0 |
| 2 | Appropriation for bonus and welfare fund | 0 |
| 3 | Appropriation for investment and development fund | 0 |
| 4 | The 2nd dividend payment 2022 in cash (5%/charter capital) | 37,732,350,000 |
| 5 | Dividend payment 2023 in cash (5%/charter capital) | 37,732,350,000 |
| 6 | Remuneration for the Board of Directors and the Supervisory Board in 2023 | 0 |
| 7 | The bonus of the Board of Directors and the Supervisory Board 2023 | 1,490,438,417 |
| III | Retained undistributed profit after tax | 1,170,392,827,973 |

Article 10: The General Meeting of Shareholders approved the result of electing 05 members of the Board of Directors in term of 2024-2029:

|  |  |
| --- | --- |
| No. | Full name |
| 1 | Pham Xuan Hong |
| 2 | Nguyen Khanh Linh |
| 3 | Nguyen Ngoc Diep |
| 4 | Nguyen Quoc Viet |
| 5 | Nguyen Dang Khoa |

Article 11: The General Meeting of Shareholders approved the result of electing 03 members of the Supervisory Board in term of 2024-2029:

|  |  |
| --- | --- |
| No. | Full name |
| 1 | Pham Viet Lan Anh |
| 2 | Le Ngoc Hung |
| 3 | Nguyen Hoang Giang |

Article 12: The General Mandate takes effect from June 20, 2024

This Annual General Mandate was officially approved by the General Meeting of Shareholders at the annual meeting session 2024 held on June 20, 2024.

All shareholders of Saigon3 Group Investment Development Joint Stock Company, members of the Board of Directors, members of the Supervisory Board, the Executive Board, and all employees of Saigon3 Group Investment Development Joint Stock Company are responsible for the implementation of this General Mandate.

On June 20, 2024, Saigon3 Group Investment Development Joint Stock Company announced Annual General Mandate 2024 No. 02/2024/NQ-DHDCD as follows:

Article 1: The General Meeting of Shareholders approved:

Report of the Board of Directors on listing of all Company shares (Security code: SGI on the Hochiminh Stock Exchange, which was approved by the Company's General Meeting of Shareholders in General Mandate No. 03/2022/NQ-DHDCDBT dated July 26, 2022 and General Mandate No. 03/2023/NQ-DHDCD dated May 17, 2023

Proposal of the Board of Directors on continuing to list all Company shares (Security code: SGI on the Hochiminh Stock Exchange and assign/authorize the Board of Directors of the Company with full authority to complete procedures and approve relevant documents including but not limited to deciding, supplementing and editing relevant agreements/issues/documents/records (including issues under the authority of the General Meeting of Shareholders), explain/supplement/edit documents and records to HOSE and state agencies, etc. ensure the listing procedures of SGI security on HOSE carried out successfully.

Article 2: The Annual General Mandate takes effect from June 20, 2024

This Annual General Mandate was officially approved by the General Meeting of Shareholders at the Annual General Mandate 2024 held on June 20, 2024.

All shareholders of Saigon3 Group Investment Development Joint Stock Company, members of the Board of Directors, members of the Supervisory Board, the Executive Board, and all employees of Saigon3 Group Investment Development Joint Stock Company are responsible for the implementation of this General Mandate.