**VDN: Annual General Mandate 2024**

On June 21, 2024, VINATEX Danang JSC announced General Mandate No. 01/2024/NQ-DHDCD as follows:

Article 1: Approve the Report on the results of implementing the General Mandate 2023 and orientations and solutions to carry out tasks in 2024.

Results of implementation of production and business targets in 2023:

|  |  |  |  |  |
| --- | --- | --- | --- | --- |
| Content | Unit | Results 2022 | Results 2023 | Compared to the same period |
| Revenue from goods sale | Billion VND | 611 | 604 | 98.85% |
| CM Revenue  | USD | 12,628,000 | 12,016,000 | 95.15% |
| Employee | Person | 2,132 | 2,103 | 98.64% |
| Average income | VND/Person/Month | 8,678,000 | 8,606,000 | 99.17% |
| Profit before tax | Billion VND | 15.147 | 7.102 | 46.89% |

Approve orientations and solutions to implement production and business tasks in 2024 with specific targets as follows:

* Revenue from goods sales: VND710 billion;
* Total CM Revenue: USD16.803 million
* Average number of employees: 2,399 people
* Average income per employee: VND10,233,000/person/month
* Profit before tax: VND10 billion
* Dividends: 20%/Charter capital

Article 2: Approve the Board of Directors' report on performance in 2023 and action plan for 2024

Article 3: Approve the Report of the Supervisory Board at the Annual General Meeting of Shareholders 2024 of VINATEX Danang JSC.

Article 4: Approve the Proposal on approving the Financial Statements 2023 to be audited by AAC Auditing and Accounting Company Limited.

Article 5: Approve the Proposal on approving the profit distribution and dividend plan for 2023:

* Profit after tax in 2023: VND6,378,264,421
* Distribution of profit after tax in 2023
	+ Appropriation for bonus and welfare funds: No appropriation
	+ Appropriation for investment and development funds: No appropriation
* Dividend payment in 2023: 20%/Charter capital, in cash

Article 6: Approve the Proposal on the Total remuneration of the Board of Directors and the Supervisory Board in 2024 of VND624,000,000.

Article 7: Approve the Proposal on selecting the independent audit company to audit the Financial Statements 2024, AAC Auditing and Accounting Company Limited.

Article 8: Approve the Proposal on approving the plan to issue shares under the Employee Stock Ownership Plan (ESOP).

1. Share name: Shares of VINATEX Danang JSC
2. Share type: Common shares
3. Securities code: VDN
4. Par value: VND10,000/share;
5. Current charter capital: VND31,429,100,000
6. Total number of shares issued: 3,142,910 shares

In which:

* Number of outstanding shares: 3,130,730 shares
* Number of treasury shares: 12,180 shares
1. Maximum number of shares expected to be issued 156,000 shares
2. Total expected maximum issuance value according to par value: VND1,560,000,000
3. Issuance purpose: Share issuance under the Employee Stock Ownership Plan
4. Subjects of the issuance: Member of the Board of Directors, Member of the Supervisory Board, the Board of Management, Chief Accountant, Heads and Deputy of departments, the Manager and the Deputy Manager, Production Managers of affiliated factories. The Chair and Vice Chair of the Trade Union, staff who have contributed to the development of VINATEX Danang JSC. The General Meeting of Shareholders authorizes the Board of Directors to decide on the standards, list of subjects eligible to participate in the program and quantity distributed to each subject.
5. Rate of number of issued shares (The number of shares expected to be issued/Total number of outstanding shares): 4.98%.
6. Issuance price: VND10,000/share.
7. Principle of determining issuance price: Par value
8. Total expected mobilized capital: VND1,560,000,000
9. Principle of determining the number of shares distributed to each subject: The General Meeting of Shareholders authorizes the Board of Directors to decide the principle of determining the number of shares distributed to each subject at the time of issuance
10. Transfer restriction: The number of shares under the ESOP will be restricted for transfer 100% within 02 year after the completion date of the issuance.
11. Handling in case an employee quits his job during the transfer restriction commitment period: Employees who can participate in buying shares under the employee option program, if they quit before the stated transfer period expires, must commit to reselling to VINATEX Danang JSC for VND10,000/share.
12. Implementation time: After being notified by the State Securities Commission (SSC) of receiving full issuance report documents, it is expected to be implemented in Q3-Q4/2024.
13. Capital use plan: Total proceeds collected from the issuance shall be used for supplementing the working capital of the Company for business activities.
14. Solution in case of failure to offer all shares: The expected number of shares not yet offered for sale will be authorized by the General Meeting of Shareholders to the Board of Directors to be sold to other employees so that the selling price is not lower than VND10,000/share. In case the Board of Directors can not find appropriate employees, the General Meeting of Shareholders authorizes the Board of Directors to decrease the number of shares to be offered in accordance with the number of realized distributed shares
15. Commitment to putting securities into trading on the organized security market: After completing the issuance, the General Meeting of Shareholders approved and authorized the Board of Directors to carry out additional securities registration procedures with Vietnam Securities Depository and Clearing Corporation (VSDC) and additional securities trading registration with Hanoi Stock Exchange (HNX).
16. Approve the change of charter capital: Approve of changing the Charter (the items of the Charter capital, shares, founding shareholders) and adjusting the Business Registration Certificate at the Department of Planning and Investment of Da Nang City after the announcement of the State Securities Commission on full receipt of the issuance results report.

Article 9: Implementation and validity

This General Mandate was approved in full text by the Annual General Meeting of Shareholders 2024 of VINATEX Danang JSC at the meeting and takes effect from June 21, 2024.

The Board of Directors, the Supervisory Board, and the Board of Management are responsible for organizing the implementation of this General Mandate.