**QBS: Annual General Mandate 2024**

On June 24, 2024, Quang Binh Import and Export Joint Stock Company announced General Mandate No. 24-06/2024/NQ-DHDCD as follows:

‎‎Article 1. The Annual General Meeting of Shareholders approved the following contents:

1. Approve the Report on business activities results in 2023 and the task orientation for 2024
2. Approve the Report on the activities of the Board of Directors.
3. Approve the Evaluation Report of independent members of the Board of Directors on the activities of the Board of Directors
4. Approve the Report on the activities of the Supervisory Board.
5. Approve the Financial Statements 2023 audited by UHY Auditing & Consulting Company Limited.
6. Approve the remuneration payment for the Board of Directors and the Supervisory Board in 2023 and the plan for 2024

Remuneration for the Board of Directors and the Supervisory Board in 2023:

|  |  |  |  |
| --- | --- | --- | --- |
| No. | Position | Expected remuneration according to the Annual General Mandate 2023 (VND/person/month) | Remuneration submitted for settlement approval (VND/person/month) |
| 1 | The Chair of the Board of Directors | 10,000,000 | 9,000,000 |
| 2 | Member of the Board of Directors | 8,000,000 | 7,200,000 |
| 3 | The Chief of the Supervisory Board | 8,000,000 | 7,200,000 |
| 4 | Member of the Supervisory Board | 6,000,000 | 5,400,000 |

Remuneration for the Board of Directors and the Supervisory Board for 2024

|  |  |  |
| --- | --- | --- |
| No. | Position | Remuneration (VND/ person/ month) |
| 1 | The Chair of the Board of Directors | 10,000,000 |
| 2 | Member of the Board of Directors | 8,000,000 |
| 3 | The Chief of the Supervisory Board | 8,000,000 |
| 4 | Member of the Supervisory Board | 6,000,000 |

The remuneration of the Board of Directors and the Supervisory Board is allowed by the General Meeting of Shareholders to be accounted in the Company's operating expenses when incurred.

1. Approve the production and business results in 2023 and the profit distribution plan as follows:

7.1. Results of production and business activities (based on the Audited Financial Statements)

(Unit: VND)

|  |  |
| --- | --- |
| * Net revenue | 453,288,599,350 |
| * Undistributed profits transferred from the previous year (1): | -220,217,002,727 |
| * Profit after tax 2023: | -41,032,681,136 |
| * Profit after tax of the holding company (2): | -41,032,681,136 |
| * Profit after tax of non-controlling shareholders (3) | 0 |
| * Accumulated profit after tax until 2023 (4)=(1)+(2): | -261,249,683,863 |

7.2. Plan on profit distribution: Expect to submit to the Annual General Meeting of Shareholders the profit distribution plan as follows

(Unit: VND)

|  |  |
| --- | --- |
| * Appropriation for bonus and welfare funds | 0 |
| * Appropriation for investment and development fund | 0 |
| * Dividends | 0 |
| * Remaining undistributed profit after tax | -261,249,683,863 |

1. Approve the business plan for 2024 as follows:

|  |  |  |  |  |
| --- | --- | --- | --- | --- |
| No. | Targets | Unit | Results 2023 | Plan 2024 |
| 1 | Charter capital | Billion VND | - | - |
| 2 | Net revenue | Billion VND | 453.3 | 150-200 |
| 3 | Profit before tax | Billion VND | -41.032 | 1-2 |
| 4 | Corporate income tax | Billion VND | 0 | 0.2- 0.4 |
| 5 | Profit after tax | Billion VND | -41.032 | 0.8 - 1.6 |
| 6 | Appropriation for the reserve fund |  | - | - |
| 7 | Expected dividend payment rate | % | 0 | Depends on the actual situation |

1. Approve the list of independent audit companies to audit the Financial Statements 2024

The General Meeting of Shareholders approved the list of audit companies and authorized the Board of Directors to decide to select one of the companies below as the auditor for the fiscal year 2024 of Quang Binh Import and Export Joint Stock Company:

1. KPMG Limited (KPMG)
2. Ernst & Young Viet Nam Limited (E&Y)
3. Deloitte Vietnam Audit Company Limited (DELOITTE)
4. A&C Auditing and Consulting Company Limited (A&C)
5. AASC Auditing Firm Company Limited (AASC)
6. PWC (Vietnam) Limited (PWC)
7. Grant Thornton (Vietnam) Limited (GT)
8. AAC Auditing and Accounting Company Limited (AAC)
9. AFC Vietnam Auditing Company Limited (AFC)
10. Moore AISC Auditing and Informatics Services Company Limited (MOORE AISC)
11. UHY Auditing & Consulting Company Limited (UHY)
12. RSM Vietnam Auditing & Consulting Limited (RSM)
13. VACO Auditing Company Limited (VACO)
14. Anviet Auditing Firm Company Limited (AN VIET)
15. BDO Audit Services Co., Ltd (BDO)
16. FAC Auditing Company Limited (FAC)
17. Viet Nam Auditing & Evaluation Co., Ltd (VAE)
18. ECOVIS AFA VIETNAM Auditing- Appraisal and Consulting Company Limited (ECOVIS AFA VIETNAM)
19. International Auditing Company Limited (ICPA)
20. DFK Viet Nam Auditing Company Limited (DFK)
21. CPA Vietnam Auditing Company Limited (CPA VIETNAM)
22. VIETVALUES Auditing and Consulting Co., Ltd
23. ASCO Firm Auditing And Valuation Company Limited (ASCO)
24. Southern Auditing and Accounting Financial Consulting Services Company Limited (AASCS)
25. Nhan Tam Viet Auditing Company Limited (NVT)
26. S&S Auditing and Consulting Co., Ltd. (S&S)
27. Viet Nam Auditing and Valuation Company Limited (AVA)
28. International Auditing and Valuation Company Limited (IAV)
29. Approve the amendment to the Internal Regulations on Corporate Governance

Assign the Chair of the Board of Directors to sign and promulgate the Internal Regulations on Corporate Governance after being approved by the General Meeting of Shareholders.

1. Approve the amendments of the Company's Charter

Assign the Company’s legal representative to organize the signing and promulgation of the amended Company’s Charter after it is approved by the General Meeting of Shareholders.

1. Approve the dismissal and election of additional members of the Board of Directors

Dismiss Ms. Vu Thi Duong from the position of member of the Board of Directors for the term 2021 - 2026

Elect additional members for the Board of Directors to continue the term 2021 - 2026

1. Elect additional members for the Board of Directors for the term 2021 - 2026

Ms. Tran Thi Yen Chi was additionally elected as a member of the Board of Directors for the term 2021 - 2026.

‎‎Article 2. Terms of enforcement

The contents of this General Mandate were approved by the General Meeting of Shareholders at the Annual General Meeting of Shareholders 2024 on June 24, 2024.

Members of the Board of Directors, the General Manager, the Deputy General Manager and relevant departments of the Company are responsible for implementing this General Mandate.