**VEA: Annual General Mandate 2024**

On June 20, 2024, Vietnam Engine and Agricultural Machinery Corporation announced General Mandate No. 01/NQ-DHDCD as follows:

‎‎Article 1. Approve the contents as follows:

1. Approve the Report on activities of the Board of Directors in 2023, and the plan for 2024
2. Approve the Report on the production and business results in 2023, and the plan for 2024
3. Approve the Report on activities of the Supervisory Board in 2023, and the Plan for 2024
4. Approve the Audited Financial Statements 2023
5. Approve the plan on profit distribution in 2023

Unit: VND

|  |  |  |  |
| --- | --- | --- | --- |
| No.  | Targets | Plan | Results |
| 1 | Profit after tax | 5,694,000,000,000 | 6,760,833,309,328 |
| 2 | Profit /share | 42.85% | 50.88% |
| 3 | Distributed profit |  | 6,760,824,940,326 |
|  | - Bonus fund for Employees, Welfare fund |  | 68,611,822,040 |
|  | - Bonus fund for managers, the Chief of the Supervisory Board, and the Members of the Supervisory Board |  | 1,465,934,286 |
|  | - Dividend payment (\*) |  | 6,690,747,184,000 |
|  | - Dividend per share |  | 5,035.18 |
| 4 | Remaining undistributed profit (fractional number after distribution) |  | 8,369,002 |

1. Approve the amendments and supplements to Vietnam Engine and Agricultural Machinery Corporation's Charter
2. Approve the removal of members of the Board of Directors
3. Approve the dismissal of members of the Board of Directors
4. Approve the election of additional members for the Board of Directors for the term of 2022-2027 pursuant to Proposal No. 362/TTr-HDQT dated June 19, 2024 of the Board of Directors.

‎‎Article 2. Approve the main targets of the production and business results in 2023 and the production and business plan for 2024:

Unit: Billion VND

|  |  |  |  |
| --- | --- | --- | --- |
| Main targets | Results 2023 | Plan 2024 | Comparison between 2024 and 2023 |
| 1. Revenue from goods sale & service provision | 318.5 | 552.7 | 174% |
| - Industrial production | 292.8 | 495.2 | 169% |
| - Commerce and Services | 25.7 | 57.5 | 224% |
| 2. Financial Revenue | 7,940.2 | 5,861.1 | 74% |
| 3. Profit after tax | 6,767.8 | 5,488.9 | 81% |

‎‎Article 3. Approve the settlement of the realized salary and remuneration fund in 2023 and the plan on the salary and remuneration fund for 2024 of the Board of Directors and the Supervisory Board

1. Approve the settlement of the salary and remuneration fund of the Board of Directors, and the Supervisory Board in 2023 of VND10.282 billion, equivalent to 70.59% of the plan approved by the Annual General Meeting of Shareholders 2023.
2. Approve the salary and remuneration payment plan of the Board of Directors and the Supervisory Board of Vietnam Engine and Agricultural Machinery Corporation in 2024 of VND10.135 billion.
3. The General Meeting of Shareholders authorizes the Board of Directors to distribute the salary and remuneration fund in 2024. If there are any changes in the number of members of the Board of Directors and the Supervisors as well as working hours during the year, the salary and remuneration fund will be changed accordingly.

‎‎Article 4. Approve the results of the dismissal and election of additional members for the Board of Directors for the term of 2022-2027

1. Approve the results of the removal of members of the Board of Directors in the term of 2022-2027 for Mr. Phan Pham Ha.
2. Approve the results of the dismissal of members of the Board of Directors in the term of 2022-2027 for the 02 members named below:
* Mr. Nguyen Khac Hai, the Chair of the Board of Directors;
* Ms. Nguyen Thi Nga, Member of the Board of Directors.
1. Approve the results of the election of additional members for the Board of Directors in the term of 2022-2027 for 04 members named below:
* Mr. Ngo Khai Hoan, Member of the Board of Directors;
* Mr. Nguyen Hoang Giang, Member of the Board of Directors;
* Ms. Nguyen Thi Hoa, Member of the Board of Directors;
* Ms. Tran Thi Nguyet, Member of the Board of Directors.

‎‎Article 5. Approve the listing of the shares of Vietnam Engine and Agricultural Machinery Corporation

1. Approve the listing of the shares of Vietnam Engine and Agricultural Machinery Corporation
2. The General Meeting of Shareholders authorized the Board of Directors to carry out procedures related to the listing of the shares of Vietnam Engine and Agricultural Machinery Corporation at the Exchange when conditions are met under relevant provisions of law.

‎‎Article 6. Approve the selection of an audit company for the Financial Statements 2024.

1. The General Meeting of Shareholders authorizes the Board of Directors to decide on the selection of one of the audit companies as proposed by the Supervisory Board and assigns the General Manager to sign a contract on the provision of audit services with the selected audit company to audit and review the Financial Statements 2024 of Vietnam Engine and Agricultural Machinery Corporation. The list of Audit Companies to select from includes:
* Deloitte Vietnam Company Limited;
* PwC (Vietnam) Limited;
* Ernst & Young Vietnam Limited;
* KPMG Limited;
* Vietnam Auditing and Evaluation Co., Ltd. (VAE);
* UHY Auditing & Consulting Company Limited;
* VACO Auditing Company Limited.
1. The criteria for selecting an independent audit company are on approving the list of audit companies for the Financial Statements 2024.

‎‎Article 7. Terms of enforcement

1. The General Meeting of Shareholders assigns the Board of Directors, the Supervisory Board and the General Manager are responsible for the implementation of this General Mandate.
2. This General Mandate has been unanimously approved by the General Meeting of Shareholders and takes effect from the end of the Annual General Meeting of Shareholders 2024./.