**HGW: Annual General Mandates 2024**

On May 28, 2024, HauGiang Water Supply and Sewerage - Projects Urban JSC announced General Mandate No. 23/NQ-DHDCD on approving the Reports at the Meeting as follows:

‎‎Article 1. Approve in full text the Report on the implementation results of the Annual General Mandate 2023, the Plan for 2024 with main targets as follows:

|  |  |  |  |  |  |
| --- | --- | --- | --- | --- | --- |
| No. | Content | Unit | Results 2023 | Plan 2024 | Plan 2024/Results 2023 (%) |
| 01 | Water consumption output | m3/year | 13,943,907 | 14,641,000 | 104.99 |
| 02 | Average water loss rate | %/year | 22.14 | 17.42 | 78.68 |
| 03 | Total revenue (excluding VAT) | Billion VND/year | 318.354 | 306.600 | 96.31 |
| 04 | Total expenses | Billion VND/year | 300.019 | 296.100 | 98.69 |
| 05 | Profit before tax | Billion VND/year | 18.335 | 10.500 | 57.26 |
| 06 | Profit after tax | Billion VND/year | 15.610 | 8.400 | 53.81 |
| 07 | Profit before tax/Charter capital rate | % | 6.27 | 3.38 | 53.91 |
| 08 | Dividend/share rate | % | 2.44 | 1.33 | 54.51 |
| 09 | Ability to pay due debt | Times | Greater than 1 | Greater than 1 | 100.00 |

‎‎Article 2. Approve in full text the Report on activities of the Board of Directors in 2023 and Plan on activities for 2024.

‎‎Article 3. Approve in full text the Report on activities of the Supervisory Board in 2023 and Plan on activities for 2024.

‎‎Article 4. Approve in full text the summary of the audited Consolidated Financial Statements 2023.

‎‎Article 5. This General Mandate was approved by the Annual General Meeting 2024 and takes effect from the date of its signing.

‎‎Article 6. The General Meeting assigned the Board of Directors to direct and organize the implementation of this General Mandate under applicable laws and the HauGiang Water Supply and Sewerage - Projects Urban JSC’s Charter.

On May 28, 2024, HauGiang Water Supply and Sewerage - Projects Urban JSC announced General Mandate No. 24/NQ-DHDCD on approving the audited Consolidated Financial Statements 2023 as follows:

‎‎Article 1. Approve the audited Consolidated Financial Statements 2023 of HauGiang Water Supply and Sewerage - Projects Urban JSC as follows:

1. Main financial targets on the audited Consolidated Financial Statements 2023 are as follows:

|  |  |  |  |
| --- | --- | --- | --- |
| No. | Targets | Unit | Value |
| 1 | Total assets | VND | 463,606,267,125 |
| 2 | Payables | VND | 127,536,647,149 |
| 3 | Net revenue | VND | 305,793,587,113 |
| 4 | Owners’ equity | VND | 336,069,619,976 |
| 5 | Profit before tax | VND | 18,335,334,304 |
| 6 | Profit after tax | VND | 15,610,197,152 |

1. Opinion of the independent audit company on the Consolidated Financial Statements 2023:

The Consolidated Financial Statements have reflected honestly and fairly, in all material aspects, the Consolidated Financial Statements of HauGiang Water Supply and Sewerage - Projects Urban JSC as of December 31, 2023, as well as the consolidated production and business activities results, and consolidated cash flow situation for the fiscal year ending on the same date, in accordance with Vietnamese Accounting Standards and Vietnamese Enterprise Accounting Regime, and provisions of law related to the preparation and presentation of the Consolidated Financial Statements”.

‎‎Article 2. This General Mandate was approved by the Annual General Meeting 2024 and takes effect from the date of its signing.

‎‎Article 3. The General Meeting assigns the Board of Directors to direct the implementation of this General Mandate under applicable laws and the Company’s Charter.

On May 28, 2024, HauGiang Water Supply and Sewerage - Projects Urban JSC announced General Mandate No. 25/NQ-DHDCD on approving the profit distribution and dividend payment plan in 2023 as follows:

‎‎Article 1. Approve the profit distribution and dividend payment plan in 2023 of HauGiang Water Supply and Sewerage - Projects Urban JSC as follows:

1. Profit distribution situation in 2022 according to the General Mandate 2023:

|  |  |  |  |  |
| --- | --- | --- | --- | --- |
| No. | Target | Unit | Amount | Compared to the General Mandate 2023 (%) |
| 1 | Profit before tax | VND | 8,184,447,119 | 100% |
| 2 | Appropriation for Science and Technology Development Fund | VND | 0 |  |
| 3 | Corporate income tax payable | VND | 1,651,856,551 | 100% |
| 4 | Profit after tax | VND | 6,532,590,568 | 100% |
| 5 | Minus profit after tax of Cuulong Construction Trading Service Limited Liability Company retained according to the Annual General Mandate 2022 | VND | 330,520,926 | 100% |
| 6 | Remaining profit | VND | 6,202,069,642 | 100% |
| 6.1 | Appropriation for Investment and development fund (25%) | VND | 1,550,517,411 | 100% |
| 6.2 | Appropriation for bonus and welfare funds for employees (34.2%) | VND | 2,121,107,818 | 100% |
| 6.3 | Appropriation for bonus funds for the Managers of the Company (1.5%) | VND | 93,031,045 | 100% |
| 6.4 | Profit for dividend payment (39.3% of profit after tax). | VND | 2,437,413,369 | 100% |

1. Plan on profit distribution in 2023:

|  |  |  |  |  |
| --- | --- | --- | --- | --- |
| No. | Target | Unit | Amount | Compared to the General Mandate 2023 (%) |
| 1 | Profit before tax | VND | 18,335,334,304 | 200.61 |
| 2 | Appropriation for Science and Technology Development Fund | VND | 0 |  |
| 3 | Corporate income tax payable | VND | 2,725,137,152 | 149.98 |
| 4 | Profit after tax | VND | 15,610,197,152 | 213.17 |
| 5 | Minus profit after tax of Cuulong Construction Trading Service Limited Liability Company retained according to the Annual General Mandate 2022 | VND | 135,687,753 | 62.82 |
| 6 | Remaining profit | VND | 15,474,509,399 | 217.74 |
| 6.1 | Appropriation for Investment and Development Fund (25%) | VND | 3,868,627,350 | 211.28 |
| 6.2 | Appropriation for bonus and welfare funds for employees (34.2%) | VND | 5,292,282,214 | 211.35 |
| 6.3 | Appropriation for bonus funds for the Managers of the Company (1.5%) | VND | 232,117,641 | 211.02 |
| 6.4 | Profit for dividend payment (39.3% of profit after tax). | VND | 6,081,482,194 | 211.31 |
| 7 | Dividend payment/share capital rate | % | 2.44 | 210.34 |

1. Plan on dividend payment in 2023:

* Record date for the list of shareholders to receive dividends: No later than July 01, 2024.
* Payment method: Pay in cash or bank transfer.
* Time to announce dividend payment: After July 01, 2024
* Payment time: Within 45 days from the date of announcement of dividend payment.
* Venue to receive dividends in cash: Finance and Accounting Department of HauGiang Water Supply and Sewerage - Projects Urban JSC, No. 263, Tran Hung Dao Road, Area 3, Ward V, Vi Thanh City, Hau Giang Province.

‎‎Article 2. This General Mandate was approved by the Annual General Meeting 2024 and takes effect from the date of its signing.

‎‎Article 3. The General Meeting assigned the Board of Directors to direct and organize the implementation of this General Mandate under applicable laws and the Company’s Charter.

On May 28, 2024, HauGiang Water Supply and Sewerage - Projects Urban JSC announced General Mandate No. 26/NQ-DHDCD on approving the production and business plan, financial plan, profit distribution plan, and plan on consolidated salary fund for 2024 as follows:

‎‎Article 1. Approve the production and business plan, financial plan, profit distribution plan, and plan on consolidated salary fund for 2024 of HauGiang Water Supply and Sewerage - Projects Urban JSC as follows:

1. Production and business plan, financial plan, profit distribution plan, and plan on consolidated salary fund for 2024:

|  |  |  |  |  |  |  |
| --- | --- | --- | --- | --- | --- | --- |
| No. | | Target | | Unit | Plan  2024 | |
| 1 | | Charter capital | | Million VND | 248,783 | |
| 2 | | Clean water consumption output | | m3 | 14,641,000 | |
| 3 | | Revenue | | Million VND | 306,600 | |
| 4 | | Total expenses | | Million VND | 296,100 | |
| 5 | | Profit before tax | | Million VND | 10,500 | |
| 6 | | Appropriation for Science and Technology Development Fund | | Million VND |  | |
| 7 | Profit after tax | | Million VND | | 8,400 |
| 8 | Profit after tax/charter capital rate | | % | | 3.38 |
| 9 | Dividend/share capital rate | | % | | 1.33 |
| 10 | Profit after tax distribution plan for 2024 (appropriated according to % of profit after tax) | |  | |  |
| 10.1 | Remaining profit after tax | | Million VND | | 8,400 |
| 10.2 | Appropriation for Investment and Development Fund (25% of profit after tax) | | Million VND | | 2,100 |
| 10.3 | Appropriation for bonus and welfare fund for employees (34% of profit after tax) | | Million VND | | 2,856 |
| 10.4 | Appropriation for bonus fund for the Managers (1.5% of profit after tax) | | Million VND | | 126 |
| 10.5 | Profit for dividend payment (39.5% of profit after tax) | | Million VND | | 3,318 |

1. Plan on salary fund for the Management (the Executive Board, Chief Accountant and person in charge of accounting) and consolidated salary fund for employees in 2024

Total salary fund of the Managers: VND 5,065,569,208.

Total salary fund for employees: VND 56,893,696,471.

Total salary fund for the Managers and employees: VND 61,959,265,679.

‎‎Article 2. The General Meeting assigned the Board of Directors to flexibly adjust production and business activities according to the actual operating situation of the unit while ensuring profits as planned.

‎‎Article 3. This General Mandate was approved by the Annual General Meeting 2024 and takes effect from the date of its signing.

Article 4. The General Meeting assigned the Board of Directors to direct and organize the implementation of this General Mandate under applicable laws and the Company’s Charter.

On May 28, 2024, HauGiang Water Supply and Sewerage - Projects Urban JSC announced General Mandate No. 27/NQ-DHDCD on approving the report on the implementation of the remuneration fund for the Board of Directors, the Supervisory Board, and the Secretariat of the Company in 2023 and the estimated remuneration plan of the Board of Directors, the Supervisory Board, and the Secretariat of the Company in 2024 as follows:

‎‎Article 1. Approve the results of remuneration payment for the Board of Directors, the Supervisory Board, and the Secretariat of the Company in 2023 as follows:

The Company implemented the remuneration payment for the Board of Directors, the Supervisory Board, and the Secretariat of the Company in accordance with the approved contents of the Annual General Mandate 2023, specifically as follows:

|  |  |  |  |  |
| --- | --- | --- | --- | --- |
| No. | Position | Remuneration  (VND/month) | Number of persons | Total  (VND/year) |
| I | The Board of Directors | | | 1,086,744,000 |
| 1 | Chair of the Board of Directors | 45,200,000  (From January - April 2023) | 1 | 180,800,000 |
| 50,000,000  (From May - December 2023) | 400,000,000 |
| 2 | Members of the Board of Directors | 7,027,000 | 6 | 505,944,000 |
| II | The Supervisory Board | | | 520,016,000 |
| 1 | Chief of the Supervisory Board | 28,822,000  (From January - April 2023) | 1 | 115,288,000 |
| 31,700,000  (From May - December 2023) | 253,600,000 |
| 2 | Members of the Supervisory Board | 6,297,000 | 2 | 151,128,000 |
| III | Company’s Secretariat | 4,723,000 | 1 | 56,676,000 |
| Total (I+II+III): | | | | 1,663,436,000 |

‎‎Article 2. Approve the remuneration plan for the Board of Directors, the Supervisory Board, and the Secretariat of the Company for 2024:

|  |  |  |  |  |
| --- | --- | --- | --- | --- |
| No. | Position | Remuneration (VND/month) | Number of persons | Total (VND/year) |
| I | The Board of Directors | | | 1,105,944,000 |
| 1 | Chair of the Board of Directors | 50,000,000 | 1 | 600,000,000 |
| 2 | Members of the Board of Directors | 7,027,000 | 6 | 505,944,000 |
| II | The Supervisory Board | | | 531,528,000 |
| 1 | Chief of the Supervisory Board | 31,700,000 | 1 | 380,400,000 |
| 2 | Members of the Supervisory Board | 6,297,000 | 2 | 151,128,000 |
| III | Company’s Secretariat | 4,723,000 | 1 | 56,676,000 |
| Total (I+II+III): | | | | 1,694,148,000 |

‎‎Article 3. This General Mandate was approved by the Annual General Meeting 2024 and takes effect from the date of its signing.

‎‎Article 4. The General Meeting assigned the Board of Directors to direct and organize the implementation of this General Mandate under applicable laws and the Company’s Charter.

On May 28, 2024, HauGiang Water Supply and Sewerage - Projects Urban JSC announced General Mandate No. 28/NQ-DHDCD on selecting the audit company for the Financial Statements 2024 as follows:

‎‎Article 1. Approve selecting the list of independent audit companies and authorize the Board of Directors to select a specific company named on the list to audit the Financial Statements 2024 of the Company, including the following companies:

1. A&C Auditing and Consulting Company Limited.

Address: No. 02, Truong Son Road, Ward 2, Tan Binh District, Ho Chi Minh City.

1. VIETVALUES Auditing and Consulting Co., Ltd,

Address: No. 33, Phan Van Khoe Road, Ward 13, District 5, Ho Chi Minh City.

1. Moore AISC Auditing and Informatics Services Company Limited.

Address: No. 389A, Dien Bien Phu Road, Ward 4, District 3, Ho Chi Minh City.

1. FAC Auditing Company Limited

Address: No. 64/4, Dong Hung Thuan 21 Road, Dong Hung Thuan Ward, District 12, Ho Chi Minh City.

‎‎Article 2. This General Mandate was approved by the Annual General Meeting 2024 and takes effect from the date of its signing.

‎‎Article 3. The General Meeting assigned the Board of Directors to direct and organize the implementation of this General Mandate under applicable laws and the Company’s Charter.

On May 28, 2024, HauGiang Water Supply and Sewerage - Projects Urban JSC announced General Mandate No. 29/NQ-DHDCD on approving the cancellation of eligibility of public company, cancellation of UPCOM transaction registration, and cancellation of securities registration at Vietnam Securities Depository and Clearing Corporation as follows:

‎‎Article 1. Approve the cancellation of eligibility of public company, cancellation of UPCOM transaction registration, and cancellation of securities registration at Vietnam Securities Depository and Clearing Corporation according to the plan proposed by the Board of Directors in Proposal No. 22/TTr-HDQT dated May 28, 2024, specifically as follows:

* Name of Company: HauGiang Water Supply and Sewerage - Projects Urban JSC.
* Business Registration Certificate: 1800544868 issued by the Department of Planning and Investment of Hau Giang Province for the first time on February 2, 2004 and registered for the 17th change on September 28, 2022.
* Head office address: No. 263 Tran Hung Dao, Ward V, Vi Thanh City, Hau Giang Province, Vietnam.
* Securities code: HGW
* Exchange: UPCOM
* Cancel the eligibility of public company: According to the Law on Securities and guiding documents on the implementation of cancellation of the eligibility of public company.
* Cancel share trading registration on Hanoi Stock Exchange and cancel share registration centrally at Vietnam Securities Depository and Clearing Corporation: After being approved by the State Securities Commission to cancel the eligibility of public companies, HauGiang Water Supply and Sewerage - Projects Urban JSC will continue to cancel UPCOM transaction registration and cancel share registration centrally under applicable laws.
* Implementation time: Completion time is according to the provisions of law and decisions of competent competent authority.

‎‎Article 2. The General Meeting authorized the Board of Directors to implement necessary tasks to complete the cancellation of the eligibility of public company, cancellation of UPCOM transaction registration, and cancellation of securities registration at Vietnam Securities Depository and Clearing Corporation according to the plan approved by the General Meeting, including: Supplement, amend contents related to the plan on cancellation of the eligibility of public company, cancellation of UPCOM transaction registration, cancellation of securities registration, and other issues at the request of state management agency, decide on the implementation time, develop documents, and implement procedures with the State Securities Commission, Stock Exchange and Vietnam Securities Depository and Clearing Corporation as per regulations.

‎‎Article 3. This General Mandate was approved by the Annual General Meeting 2024 and takes effect from the date of its signing.

‎‎Article 4. The General Meeting assigned the Board of Directors to direct and organize the implementation of this General Mandate under applicable laws and the Company’s Charter.