**CHS: Annual General Mandate 2024**

On May 28, 2024, Ho Chi Minh City Public Lighting Joint Stock Company announced General Mandate No. 01/NQ-DHDCD as follows:

‎‎Article 1. Approve the amendment of the Company's Charter;

Amendment contents: “Article 21. Terms for General Mandate to be approved

1. General Mandate on the following content shall be approved if approved by the number of shareholders representing at least 65% of the total voting shares of all shareholders attending and voting at the meeting, except as provided in clauses 3, 4, and 5 of this Article:
2. Type of shares and the total number of shares of each type;
3. Amend business lines;
4. Amend the Company's organizational structure;
5. Investment projects or asset sales with a value of 35% or more of the total asset value recorded in the most recent Financial Statements of the Company;

dd) Reorganize and dissolve the Company.

1. General Mandates shall be approved when approved by the number of shareholders holding more than 50% of the total votes of all shareholders attending and voting at the General Meeting, except for the cases specified in Clauses 1, 3, 4 and 5 of this Article.”

‎‎Article 2. Approve the amendment to the Internal regulations on corporate governance.

Amendment contents: “Article 16. Terms for General Mandate to be approved

(Based on the provisions of Article 21 of the Company's Charter)

1. The following contents of General Mandates shall be approved if it was approved by the Shareholders representing 65% or more of the total votes of all Shareholders attending and voting to approve at the General Meeting of Shareholders, except for the following situations in Clauses 3, 4 and 6, Article 148 of Law on Enterprise:
2. Type of shares and total number of shares of each type;
3. Amend business lines;
4. Change of the Company's organizational structure;
5. Investment projects or asset sales with a value equal to or greater than 35% of the total asset value recorded in the most recent Financial Statements of the Company;

dd) Reorganize and dissolve the company;

1. Other issues regulated by the Company’s Charter.
2. General Mandates shall be approved when approved by the number of shareholders holding more than 50% of the total votes of all shareholders attending and voting at the General Meeting, except for the cases specified in Clauses 1 of this Article and Clause 3,4 and 6, Article 148 of Law on Enterprise.”
3. General Mandates approved by 100% of the total number of voting shares are legal and take effect even if the procedures for convening the meeting and approving General Mandate violate the provisions of the Law on Enterprise and the Company’s Charter.”

Article 3. Approve the Financial Statements 2023 audited by AASC Auditing Firm Company Limited on March 29, 2024.

Article 4: Approve the Report on production and business activities 2023 with the following main targets:

*Unit: Million VND*

|  |  |
| --- | --- |
| Target | Results 2023 |
| Revenue | 647,677.9 |
| Expenses | 597,806.56 |
| Profit before tax | 49,871.34 |

Article 4: Approve the Report on salary, and remuneration of the Board of Directors, the Supervisory Board, the General Manager 2022, and the Report on the remuneration payment of the Board of Directors, the Supervisory Board 2023.

Article 5. Approve the Report of the Board of Directors 2023

‎‎Article 6. Approve the Report on activities of the Supervisory Board 2023

Article 7. Approve the Proposal on profit after tax distribution 2023 as follows:

*Unit: VND*

|  |  |  |  |  |
| --- | --- | --- | --- | --- |
| No. | Target | Unit | Plan 2023 | Results 2023 |
| Rate | Value | Rate | Value |
|  | Profit after tax2023 | VND |  | 27,836,650,000 |  | 39,589,370,103 |
| 1 | Appropriation for Investment and Development funds | VND |  | According to the production and business results 2023 | 3% of profit after tax 2023 | 1,187,681,000 |
| 2 | Appropriation for bonus and welfare funds for employees | VND |  | From 0.5 months to a maximum of 3 months of average monthly salary of the employee | Equivalent to 0.747 months of the average monthly salary of the employee | 8,617,545,103 |
| 3 | Appropriation for bonuses for employees who exceed the plan | VND |  | According to the production and business results 2023 | 20% of profit after tax exceeding the plan | 2,350,544,000 |
| 4 | Appropriation for bonus fund for managers | VND |  | 1.5 months of average monthly salary of executive manager of the Company | 1.5 months of average monthly salary of executive manager of the Company | 453,600,000 |
| 5 | Dividend payment | VND | 8.5%/ charter capital | 24,140,000,000 | 9.5%/charter capital | 26,980,000,000 |

Article 8. Approve the Proposal on production and business plan 2024 with the following main targets:

Unit: Million VND

|  |  |  |
| --- | --- | --- |
| No. | Target | Plan 2024 |
| 1 | Charter capital | 284,000 |
| 2 | Revenue | 505,000 |
| 3 | Expenses | 468,876 |
| 4 | Profit before tax | 36,124 |

Article 9. Approve the salary, and planned remuneration fund for the Board of Directors, the Supervisory Board 2024:

Unit: VND

|  |  |  |  |
| --- | --- | --- | --- |
| No. | Position | Salary | Remuneration |
| 1 | The salary of executive managers |  |  |
|  | - The Chair of the Board of Directors | 864,000,000 |  |
|  | - The Chief of the Supervisory Board |
| 2 | Remuneration of the non-executive managers |  |  |
|  | - Members of the Board of Directors (04 members) |  | 518,400,000 |
|  | - Members of the Supervisory Board (02 members) |
|  | Total | 864,000,000 | 518,400,000 |

Article 10. Approve the Proposal on the profit after tax distribution plan 2024 as follows:

Unit: VND

|  |  |
| --- | --- |
| Target | Plan 2024 |
| Rate | Value |
| Profit before tax |  | 36,124,000,000 |
| Profit after tax |  | 28,899,200,000 |
| Divide profits to affiliated capital contributors according to the provisions of the signed economic contract | The company does not contribute capital to associates | 0 |
| Offset the loss of previous years has expired, which is deducted from profit before tax according to the regulations | The company does not have losses from previous years that have expired and must be compensated | 0 |
| Investment and development fund |  | According to the production and business results 2024 |
| Appropriation for bonus and welfare funds for employees in the enterprise, and bonus funds for managers:  |  |  |
| - Bonus and welfare funds for employees in the enterprise | From 0.5 months to a maximum of 3 months of average monthly salary of employees | According to the production and business results 2024 |
| - Bonus and welfare funds from the profit exceeding plan | An additional 20% of profits exceeding the plan | According to the production and business results 2024 |
| - Bonus fund for managers | From 1 to 1.5 months of average monthly salary of executive manager of the Company | According to the production and business results 2024 |
| Dividend payment | 8.5% of charter capital | 24,140,000,000 |
| Remaining undistributed profit |  | 0 |

The principles of profit after tax distribution implemented in 2024 are:

* Appropriation for investment and development funds: depending on the business results implemented in 2024, the General Meeting of Shareholders will consider appropriating for investment and development funds to ensure no more than 30% of profit after tax.
* Appropriation for bonus and welfare funds for employees in the enterprise, bonus funds for manager

According to the provisions of Points a and b, Clause 1; Point a; Clause 2, Article 18 of Circular 28/2016/TT- BLDTBXH, for bonus and welfare funds for employees in the enterprise, bonus fund for managers, the amount to be appropriated is 3 months of the average actual salary of the employees, and an additional 20% of profits exceeding the planned profits. Propose the appropriation for bonus and welfare funds for employees from 0.5 months to a maximum of 3 months of the average monthly salary of the employees.

* Appropriation for bonus fund for managers: Appropriate from 1 to 1.5 months of the average actual salary of the executive manager based on the production and business activities.
* Dividend payment: ensure the dividend payment at 8.5%/charter capital.

The official profit after tax distribution will be based on the production and business results 2024 and will be specifically determined at the Annual General Meeting of Shareholders 2025.

Article 11: Approve the Proposal of the Supervisory Board on selecting the audit company to review the Semi-annual Financial Statements and audit the Financial Statements 2024, AASC Auditing Firm Company Limited;

Article 12. This General Mandate was voted for approval by the Annual General Meeting of Shareholders 2024 of Ho Chi Minh City Public Lighting Joint Stock Company on May 28, 2024 and takes effect from the date of its signing./.