**CAB: Annual General Mandate 2024**

On June 26, 2024, Viet Nam Television Cable Joint Stock Company announced General Mandate No. No. 18/NQ-DHDCD-VTVcab as follows:

‎‎Article 1. Approve the Report on the activities of the Board of Directors.

‎‎Article 2. Approve the Report on the activities of the Executive Board

Production and business situation 2023

*(Unit: Million VND)*

|  |  |  |  |
| --- | --- | --- | --- |
| Targets | Plan 2023 (Adjusted) | Results 2023 | Results 2023/Plan 2023 (%) |
| Revenue | 2,070,000 | 2,151,959 | 104% |
| Profit before tax | 35,480 | 28,384 | 80% |
| Profit after tax | 28,384 | 23,952 | 84% |

‎‎Article 3. Approve the Report on the activities of the Supervisory Board.

‎‎Article 4. Approve the audited Financial Statements 2023

Some basic financial targets have been audited in the Separate Financial Statements of VTVcab for the fiscal year ended December 31, 2023:

*Unit: VND*

|  |  |  |
| --- | --- | --- |
| No. | Targets | Amount |
| 1 | Total assets | 1,876,218,655,034 |
| 2 | Owners’ equity | 627,891,139,158 |
| 3 | Total revenue includes financial revenue and other income | 2,151,958,597,296 |
| 4 | Total profit before tax | 28,384,411,568 |
| 5 | Profit after tax | 23,952,022,659 |

Some basic financial targets have been audited in the Consolidated Financial Statements of VTVcab for the fiscal year ended December 31, 2023:

*Unit: VND*

|  |  |  |
| --- | --- | --- |
| No. | Targets | Amount |
| 1 | Total assets | 1,897,139,221,010 |
| 2 | Owners’ equity | 572,800,033,887 |
| 3 | Total revenue includes financial revenue, other income, and profit/loss in joint ventures | 2,206,001,548,813 |
| 4 | Total profit before tax | 13,123,911,625 |
| 5 | Profit after tax | 9,689,958,881 |
| 6 | Profit after tax of shareholders of the Holding company | 11,325,932,325 |

‎‎Article 5. Approve the Report on the implementation of the salary fund 2023, Plan 2024 of members of the Board of Directors, the Executive Board, and the Supervisory Board.

* Report on the implementation of the salary and remuneration fund 2023:

*Unit: VND*

|  |  |  |  |
| --- | --- | --- | --- |
| No. | Position | Total salary fund Results 2023 | Total remuneration fund Results 2023 |
| 1 | The Board of Directors | 1,553,633,697 | 0 |
| 2 | The Executive Board | 2,223,906,747 | 0 |
| 3 | The Supervisory Board | 878,400,000 | 58,800,000 |
|  | Total salary, remuneration fund results in 2023 of the Board of Directors, the Executive Board and the Supervisory Board  | 4,655,940,444 | 58,800,000 |

* Salary and remuneration fund plan for 2024:

*Unit: VND*

|  |  |  |  |
| --- | --- | --- | --- |
| No. | Position | Total salary fund Plan 2024 | Total remuneration fund Plan 2024 |
| 1 | The Board of Directors | 1,236,000,000 | 0 |
| 2 | The Executive Board | 1,500,000,000 | 0 |
| 3 | The Supervisory Board | 732.000000 | 58,800,000 |
|  | Total salary, remuneration fund plan 2024 of the Board of Directors, the Executive Board and the Supervisory Board  | 3,468,000,000 | 58,800,000 |

‎‎Article 6. Approve the business plan 2024; Investment Plan 2024

* The business plan 2024 of the holding company:

*Unit: Million VND*

|  |  |  |
| --- | --- | --- |
| No. | Targets | Plan 2024 |
| 1 | Total revenue | 2,008,000 |
| 2 | Total expenses | 1,978,800 |
| 3 | Profit before tax | 29,200 |
| 4 | Profit after tax | 23,960 |

* Investment plan 2024:

|  |  |  |
| --- | --- | --- |
| No. | Content | Estimate |
| I | Investment projects and equipment procurement | 149,488 |
| 1 | Projects 2023 are transitioned to Projects 2024 | 27,097 |
| 2 | Broadcast transmission projects | 15,338 |
| 3 | Program production projects | 14,101 |
| 4 | Projects to increase new services | 9,000 |
| 5 | Information Technology projects | 14,665 |
| 6 | Cable network projects | 59,874 |
| 7 | Other projects | 9,413 |
| II | Projects to purchase fixed assets, equipment, and office repairs  | 47,208 |
| 1 | Projects 2023 are transitioned to Projects 2024 | 28,268 |
| 2 | Projects arising in 2024 | 18,940 |
| 2.1 | Project to upgrade, renovate, and repair the office of Ngoc Khanh building and the commercial floor of FLC Dai Mo building | 13,785 |
| 2.2 | Procurement of assets, tools, and auxiliary office equipment for central Departments in 2024 | 5,155 |
|  | Total | 196,696 |

Article 7. Approve the selection of an audit company to audit the Financial Statements 2024

Approve the list of 06 audit companies and authorized the Board of Directors to decide and select one of the audit companies in the list to audit the Financial Statements 2024 of VTVcab:

* Deloitte Vietnam Company Limited
* PwC (Vietnam) Limited
* Ernst & Young Vietnam Limited
* KPMG Limited;
* AASC Auditing Firm Company Limited
* A&C Auditing and Consulting Company Limited;

‎‎Article 8. Approve the amendments to VTVcab Charter

‎‎Article 9. Approve the amendment to the Operational Regulations of the Board of Directors.

‎‎Article 10. Approve the amendment to the Internal Regulations on Corporate Governance.

‎‎Article 11. Approve to increase the charter capital

Approve the adjustment to increase charter capital at Viet Nam Television Cable Joint Stock Company (VTVcab) corresponding to the financial investment of Vietnam Television Station at Smart Media Multimedia Limited Company (Smart Media). The detailed content of the share issuance in adjusting charter capital of VTVcab is as follows:

|  |  |
| --- | --- |
| 1. Number of shares expected to be issued
 | 2,089,167 shares |
| 1. Share type
 | Common shares |
| 1. Par value
 | VND10,000/share |
| 1. Issuance price
 | VND10,000 |
| 1. The total value of issued bonds
 | VND20,891,670,000 |
| 1. Name of Issuer:
 | Viet Nam Television Cable Joint Stock Company |
| 1. Subject receiving shares
 | Vietnam Television (VTV)Address: No. 43 Nguyen Chi Thanh Street, Ba Dinh District, Hanoi CityTax code: 0101567589 |
| 1. Distribution plan
 | Direct distribution to Vietnam Television (VTV) |
| 1. Issuance purposes
 | Adjust the charter capital increase corresponding to VTV's investment in VTVcab (\*), equivalent to a 20% share ownership in Smart Media. |
| 1. Expected time of issue:
 | In 2024, the specific issuance time is decided by Board of Directors after receiving approval from competent authorities. |

1. *VTV's investment in VTVcab, representing 20% ownership of VTV in Smart Media Multimedia Limited Company (Smart Media), was transferred to VTVcab according to Decision No. 228/QD-THVN dated February 25, 2016 and the accompanying transfer minutes. The details of the transferred content are as follows:*

|  |  |
| --- | --- |
| Company name | Smart Media Multimedia Limited Company (Smart Media) |
| Head office address: | 7th Floor, VIT Building, No. 519 Kim Ma, Ngoc Khanh Ward, Ba Dinh District, Hanoi City, Vietnam |
| Tax Code | 102662034 |
| VTVcab's ownership rate at Smart Media (after receiving transfer from VTV) | 20% |
| Value at the time of transfer according to Decision No. 228/QD-THVN of Vietnam Television dated February 25, 2016 | VND18,000,000,000 |
| Value after revaluation | VND20,891,676,705 |

The General Meeting of Shareholders authorized/assigned the Board of Directors to carry out tasks related to the adjustment of charter capital as follows:

1. Carry out relevant procedures with the State Securities Commission of Vietnam, Viet Nam Securities Depository and Clearing Corporation (VSDC), Hanoi Stock Exchange (HNX), Department of Planning and Investment, and other functional Departments;
2. Carry out procedures for registering share supplementary trading at HNX and registering additional depository shares at VSDC for the number of shares issued to adjust charter capital;
3. Assign the Board of Directors to carry out procedures for registering changes in charter capital and adjusting the Business Registration Certificate with the Department of Planning and Investment after reporting the issuance results to the State Securities Commission of Vietnam;
4. Carry out other incurred tasks to complete the implementation of increasing charter capital following regulations.

‎‎Article 12. Resolution enforcement

This Annual General Mandate was approved by the Annual General Meeting of Shareholders 2024 of Viet Nam Television Cable Joint Stock Company and takes effect from June 26, 2024.

Members of the Board of Directors, the Executive Board, the Supervisory Board, and related individuals, based on their functions, tasks, and powers, are responsible for organizing and implementing the contents of the General Mandate./.