**BDG: Annual General Mandate 2024**

On June 28, 2024, Protrade Garment Joint Stock Company announced General Mandate No. 01/NQ-DHDCD as follows:

‎‎Article 1. Approve the following contents:

1. Approved the Report on summarizing the activities of the Board of Directors in 2023 and the operational plan 2024.
2. Approve the Report of the Executive Board on production and business results in 2023 and the plan 2024.
   1. Production and business results in 2023 through a number of main targets compared to the plan assigned by the General Meeting:

+ A number of main targets in the Consolidated Financial Statements:

|  |  |  |  |  |  |
| --- | --- | --- | --- | --- | --- |
| No. | Target | Unit | 2023 | | |
| Plan | Results | Results/Plan (%) |
| 1 | Net revenue from goods sales and service provision | Billion VND | 1,657 | 1,560 | 94% |
| 2 | Profit before tax | Billion VND | 139 | 158 | 114% |
| 3 | Current corporate income tax | Billion VND | 26 | 32 | 123% |
| 4 | Deferred corporate income tax | Billion VND | - | 4 |  |
| 5 | Profit after tax | Billion VND | 113 | 123 | 109% |

+ A number of main targets in the Separate Financial Statements:

|  |  |  |  |  |  |
| --- | --- | --- | --- | --- | --- |
| No. | Target | Unit | 2023 | | |
| Plan | Results | Results/Plan (%) |
| 1 | Net revenue from goods sales and service provision | Billion VND | 1,657 | 1,560 | 94% |
| 2 | Profit before tax | Billion VND | 128 | 152 | 119% |
| 3 | Corporate income tax | Billion VND | 26 | 32 | 123% |
| 4 | Profit after tax | Billion VND | 102 | 120 | 118% |

1. Business plan 2024:

|  |  |  |  |  |
| --- | --- | --- | --- | --- |
| No. | Target | Unit | 2024 (Separate Report) | 2024 (Consolidated Report) |
| 1 | Charter capital | Billion VND | 248 | 248 |
| 2 | Output. In which: | Item | 4,505,427 | 4,505,427 |
|  | - Shirt | Item | 1,611,112 | 1.611112 |
|  | - Fashion jean | Item | 1,205,796 | 1,205,796 |
|  | - Basic jean | Item | 1,688,519 | 1,688,519 |
| 3 | Total revenue | Billion VND | 1,587 | 1,574 |
|  | In which: Revenue from goods sales and service provision | Billion VND | 1,565 | 1,565 |
| 4 | Total expenses | Billion VND | 1,476 | 1,458 |
| 5 | Profit before tax : | Billion VND | 111 | 116 |
| 6 | Profit after tax | Billion VND | 89 | 94 |

1. Approve the Report on activities of the Supervisory Board in 2023 and the operational plan 2024.
2. Approve the Proposal on increasing charter capital, and amending and supplementing the contents of the Charter of Protrade Garment Joint Stock Company.

Approve on increasing charter capital of Protrade Garment Joint Stock Company from VND120,000,000,000 to VND247,999,200,000 by issuing additional shares using capital from the investment and development fund and undistributed profit after tax; and amending the Charter as follows:

“Article 6. Charter capital, shares, founding shareholders

1. The Charter capital of the Company is VND247,999,200,000.

The Company's total charter capital is divided into 24,799,920 shares at a par value of VND10,000/share.”

Approve on amending and supplementing the contents of the Charter of Protrade Garment Joint Stock Company according to the attached Proposal and draft.

1. Approve the Audited Separate and Consolidated Financial Statements 2023.
2. Approve the Proposal on profit distribution in 2023 and the profit distribution plan 2024.
3. Profit distribution in 2023:

Unit: VND

|  |  |  |  |
| --- | --- | --- | --- |
| No. | Target | Profit distribution in 2023 | Amount |
| 1 | Profit after tax |  | 119,658,386,575 |
| 2 | Appropriation for funds |  | 32,307,764,376 |
| - | Investment and development fund | 20% of profit after tax in 2023 | 23,931,677,315 |
| - | Bonus and welfare fund | 6% of profit after tax in 2023 | 7,179,503,195 |
| - | Bonus fund for the Executive Board | 1% of profit after tax in 2023 | 1,196,583,866 |
| 3 | Dividend payment in cash | 25% of charter capital (VND2,500/share) | 61,999,800,000 |
| 4 | Remaining undistributed profit after tax in 2023 |  | 25,350,822,199 |
| 5 | Undistributed profit after tax accumulated to the end of the previous year |  | 101,304,171,859 |
| 6 | Total undistributed profit after tax |  | 126,654,994,058 |

1. Profit distribution plan 2024

Unit: VND

|  |  |  |
| --- | --- | --- |
| No. | Target | Profit distribution plan 2024 |
| 1 | Appropriation for funds |  |
| - | Investment and development fund | 20% of profit after tax in 2024 |
| - | Bonus and welfare fund | 6% of profit after tax in 2024 |
| - | Bonus fund for the Executive Board | 1% of profit after tax in 2024 |
| 2 | Dividend payment in cash | No less than 10% of charter capital. |

1. Approve the Proposal on approving remuneration for the Board of Directors, Supervisory Board and Secretariat of the Company in 2023; and the remuneration plan for the Board of Directors, Supervisory Board and Secretariat of the Company in 2024.
2. Remuneration for the Board of Directors, Supervisory Board and Secretariat of the Company in 2023 is as follows:

Pursuant to General Mandate No. 01/2023/NQ-DHDCD dated April 26, 2023 of the Annual General Meeting 2023, the total remuneration for the Board of Directors, Supervisory Board and Secretariat of the Company in 2023 as planned is no more than 3.5% of profit after tax in 2023.

Based on the business results in 2023, the Annual General Meeting 2024 approves the remuneration for the Board of Directors, Supervisory Board and Secretariat of the Company in 2023 as 3.5% of profit after tax in 2023 amounting VND4,332,659,678.

1. Remuneration plan for the Board of Directors, the Supervisory Board, and the Secretariat of the Company in 2024:

Based on the Company's production and business plan 2024, the Annual General Meeting 2024 approves the remuneration plan for the Board of Directors, Supervisory Board and Secretariat of the Company in 2024 at no more than 3.5% of profit after tax in 2024.

1. Approve the Proposal on selecting an audit company for the Financial Statements 2024.

Approve selecting AASC Auditing Firm Company Limited to audit the Financial Statements 2024 of Protrade Garment Joint Stock Company.

‎‎Article 2. The Annual General Meeting 2024 of Protrade Garment Joint Stock Company approved on assigning the Board of Directors to direct and organize the implementation fully and effectively under applicable laws and the Company's Charter.

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