**GDA: Annual General Mandates 2024**

On June 28, 2024, Ton Dong A Corporation announced General Mandate No. 01/2024/NQ-DHDCDTN-TDA as follows:

Article 1: Approve the Audited Consolidated Financial Statements 2023 of Ton Dong A Corporation by Ernst & Young Vietnam Limited.

Article 2: The Board of Directors, Supervisory Board, Executive Board, shareholders of the Company and relevant departments/units shall implement the General Mandate based on the General Mandate.

This General Mandate takes effect from the date of its signing.

On June 28, 2024, Ton Dong A Corporation announced General Mandate No. 02/2024/NQ-DHDCDTN-TDA as follows:

Article 1. Approve the profit distribution and dividend payment 2023, the dividend payment plan 2024:

1. Profit distribution in 2023:
2. Report on the situation of appropriation for funds 2023:

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| --- | --- | --- |
| Contents | Rate | Amount (VND) |
| Appropriation for bonus and welfare funds: | 10.11% | 28,674,266,002 |

1. Dividend payment 2023:

* Payment rate: Corresponding to maximum 30%/par value. (In which: 10% in cash and 20% by shares)
* Payment method: In cash or/and by shares.
* Payment time: Expected in 2024 - 2024.
* Authorize the Board of Directors to decide the time for dividend payment in accordance with the company's production and business activities and the detailed dividend payment plan (including the plan to handle fractional shares).

1. Plan on dividend payment 2024:

* Approve the expected dividend rate in 2024 to be submitted to the Annual General Meeting: Expected maximum 30%/par value.
* Payment method: In cash or/and by shares.
* Payment rate: 10%/par value in cash, the remaining maximum 20% by shares.
* Payment time: Expected in 2025 - 2026.
* Implementation plan: Authorize the Board of Directors to implement the following tasks: + Decide the dividend payment rate in cash and/or by shares in accordance with the company's production and business activities.
* Decide on the time and detailed method of dividend payment (including the plan to handle fractional shares).
* Depending on the form of dividend payment, decide whether to carry out the procedures prescribed by law: Adjust on increasing charter capital, establishing procedures for amending the Company's Charter, additional depository, additional listing and other procedures according to the provisions of law or according to the instructions of the State Securities Commission, Hanoi Stock Exchange, Vietnam Securities Depository and Clearing Corporation , Department of Planning and Investment and other competent agencies
* Decide and carry out other procedures that the Board of Directors considers necessary related to the issue.

Article 2: Assign the Board of Directors to organize and implement the contents approved at the Congress under the Charter, applicable laws and regulations at the Company.

Article 3: The Board of Directors, Supervisory Board, Executive Board, shareholders of the Company and relevant departments/units shall implement the General Mandate based on the General Mandate. This General Mandate takes effect from the date of its signing

On June 28, 2024, Ton Dong A Corporation announced General Mandate No. 03/2024/NQ-DHDCDTN-TDA as follows:

Article 1: Approve the production and business plan and budget for 2024 as follows:

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| --- | --- | --- |
| 1 | Total output | 780,000 tons |
| 2. | Total revenue | VND18,000 billion |
| 3. | Profit before tax | VND300 billion |
| 4. | Appropriation for bonus and welfare funds | Up to 15% of profit after tax 2024 |

Authorize the Board of Directors to consider and decide on the profit distribution plan, suitable method and rate based on the business situation.

Article 2: Assign the Board of Directors to organize and implement the contents approved at the Congress in accordance with the provisions of the Charter, current laws and regulations at the Company.

On June 28, 2024, Ton Dong A Corporation announced General Mandate No. 05/2024/NQ-DHDCDTN-TDA as follows:

Article 1. Report on remuneration for the Board of Directors, Supervisory Board and Secretariat of the Board of Directors 2023:

Total remuneration for the Board of Directors, Supervisory Board and Secretariat of the Board of Directors paid in 2023 includes:

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| --- | --- | --- | --- |
| No. | Position | Remuneration | Note |
| 1 | The Chair of the Board of Directors | 1,333,800,000 |  |
| 2 | The Supervisory Board | 85,000,000 |  |
| 3 | The Secretariat | 46,800,000 |  |
|  | Total | 1,465,600,000 |  |

Members of the Board of Directors, Supervisory Board and Secretariat receive remuneration and other benefits according to the Company's annual business results, ensuring compliance with current regulations.

Article 2: Approve the proposed remuneration of the Board of Directors and the Supervisory Board, the Secretariat of the Board of Directors in 2024:

Expected remuneration paid in 2024: Maximum 1% of profit after tax achieved in 2024 based on the Audited Consolidated Financial Statements (after deducting funds appropriated according to regulations).

The General Meeting authorized the Chair of the Board of Directors to decide on the principles, form, remuneration and specific funds for each member of the approved total remuneration fund.

Article 3: Assign the Board of Directors to organize and implement the contents approved at the Congress in accordance with the provisions of the Charter, current laws and regulations at the Company.

Article 4: The Board of Directors, Supervisory Board, Executive Board, shareholders of the Company and relevant departments/units shall implement the General Mandate based on the General Mandate.

This General Mandate takes effect from the date of its signing.

On June 28, 2024, Ton Dong A Corporation announced General Mandate No. 06/2024/NQ-DHDCDTN-TDA as follows:

Article 1: Approve the Report on issued bonds and the plan on share issue, bond issue, specifically:

1. Report on issued bonds:

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| --- | --- |
| * Bond type: | Convertible bonds |
| * Status of issued bonds: | Bonds have no collateral |
| * Volume of bonds issued: | 559,067 bonds |
| * Par value: | VND100,000/bond |
| * Total issue value: | VND55,906,700,000 |
| * Eligible buyers: | Posca Vietnam Co., Ltd |
| * Bond term: | 10 years |
| * Maturity date: | April 28, 2024 |
| * Bond term changes: | 12 years |
| * Maturity date changes: | April 28, 2026 |

1. New plan on share issue and bond issue:

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| --- | --- | --- | --- | --- |
| 1. No. | | | Contents | |
| I | | New share issue for existing shareholders | | |
| 1 | | Share name: | Shares of Ton Dong A Corporation (Securities code: GDA) | |
| 2 | | Share type: | Common shares | |
| 3 | | Par value: | VND10,000/share | |
| 4 | | Transfer restriction time: | According to the agreement of each share purchase contract (for external shareholders) or/and according to the Decision of the Board of Directors. | |
| 5 | | The number of additional shares expected to be issued: | Up to 20% - 30% of the total number of shares outstanding (at the time of implementing the issue). | |
| 6 | | Issue price: | Not lower than par value. | |
| 7 | | Offering time: | Expected in 2025 - 2026.  The specific implementation time is for the Board of Directors to decide on the basis of compliance with the License/Approval of the competent State management agency and in accordance with market conditions. | |
| 8 | | The plan on using the proceeds from the offering: | The proceeds from the offering will be used for new investments and/or additional capital for production and business activities. | |
| 9 | | Eligible buyers: | Existing shareholders on the list of shareholders on the record date to record the list of shareholders are entitled to receive the right to buy additional offered shares by Vietnam Securities Depository and Clearing Corporation according to the law.  The General Meeting authorizes the Board of Directors to choose the record date for the list of shareholders to receive the right to buy additional shares. | |
| 10 | | Implementation: | The General Meeting authorized the Board of Directors to consider and decide on the implementation time and appropriate price at the date of issue. | |
| II | The issue under the Employee Stock Ownership Plan for employees | | | |
| 1 | Issue purposes: | | | To align the interests between employees and the Company |
| 2 | Share name: | | | Shares of Ton Dong A Corporation (Securities code: GDA) |
| 3 | Share type: | | | Common shares |
| 4 | Par value: | | | VND10,000/share |
| 5¬ | The number of additional shares expected to be issued: | | | Up to 5% of the total number of shares outstanding (at the time of implementing the issue) |
| 6 | Eligible buyers: | | | According to the list approved by the Board of Directors |
| 7 | Issue price: | | | VND10,000/share. |
| 8 | Transfer restrictions: | | | Transfer restriction period is 02 years  Benefits arising from the purchased shares (if any) will not be subject to transfer restrictions. |
| 9 | The handling of shares that did not fully distributed: | | | In case the Issuer does not buy all the allocated shares, the Board of Directors will decide to distribute the remaining shares to other employees on the list of shares purchased according to the Decision of the Board of Directors at the selling price and the transfer restriction period remains unchanged. |
| 10 | Expected implementation time: | | | In 2024-2025 |
| III | Register for issue of bonds or convertible bonds | | | |
| 1 | Value of bonds | | | Maximum VND500 billion |
| 2 | Other contents | | | Authorize the Board of Directors to consider and decide |

Article 2: Assign the Board of Directors to organize and implement the contents approved at the Congress in accordance with the provisions of the Charter, current laws and regulations at the Company.

Article 3: The Board of Directors, Supervisory Board, Executive Board, shareholders of the Company and relevant departments/units shall implement the General Mandate based on the General Mandate.

This General Mandate takes effect from the date of its signing.

On June 28, 2024, Ton Dong A Corporation announced General Mandate No. 07/2024/NQ-DHDCDTN-TDA as follows:

Article 1 Approve the election of the Board of Directors for the new term as follows:

New Board of Directors term: In 2024- 2029

Number of members of the Board of Directors: 08 members, including 2 independent members of the Board of Directors

Article 2: Approve the list of elected members of the Board of Directors for the term 20242029, consisting of the following individuals:

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| --- | --- |
| 1. Mr. Nguyen Thanh Trung | * Member of the Board of Directors |
| 1. Ms. Le Thi Phuong Loan | * Member of the Board of Directors |
| 1. Ms. Nguyen Thi Ngoc Quynh | * Member of the Board of Directors |
| 1. Mr. Ho Song Ngoc | * Member of the Board of Directors |
| 1. Mr. Doan Vinh Phuoc | * Member of the Board of Directors |
| 1. Mr. Pham Quoc Thang | * Member of the Board of Directors |
| 1. Mr. Doan Danh Tuan | * Independent member of the Board of Directors |
| 1. Mr. Ngo Van Sinh | * Independent member of the Board of Directors |

Article 3: The new Board of Directors is responsible for organizing a meeting to elect the Chair of the Board of Directors of the Company under applicable laws and the Company's Charter.

Article 4: The Board of Directors, Supervisory Board, Executive Board, shareholders of the Company and relevant departments/units shall implement the General Mandate based on the General Mandate.

This General Mandate takes effect on the date of its signing.

On June 28, 2024, Ton Dong A Corporation announced General Mandate No. 08/2024/NQ-DHDCDTN-TDA as follows:

Article 1: Approve the investment implementation activities at Ton Dong A Corporation includes:

1. Continue the implementation of project The factory produces the post-steel products

* Purpose: Increase galvanized steel sheet production capacity by 1.2 million tons/year; increasing the total capacity of Ton Dong A Corporation to 2 million tons, with the final product being galvanized steel sheets supplied to the construction, household appliance, and automobile industries.
* Investment route: 06 to 08 years from the time of investment license approval (expected total investment of VND10,000 billion for 04 phases).
* Investment method: Establish a Limited Liability Company with Ton Dong A's capital contribution rate not lower than 70%.
* Investment location: In industrial parks in areas near seaports and rivers.

Continue to assign the Board of Directors to implement the remaining contents of the General Mandate.

1. Research and invest abroad

* Purpose: Expand the market, scale of operations, increase the Company's operational efficiency.
* Investment route: 04 to 06 years from the time of investment license approval (expected total investment of VND100 billion)
* Forms of investment abroad: Establish an economic organization according to the provisions of law and the investment recipient country with Ton Dong A's capital contribution rate not lower than 51%.
* Investment location: Southeast Asia region.

The General Meeting authorized the Company's Board of Directors:

* Develop detailed investment plans for project implementation based on the Company's production and business activities.
* Decide all issues related to investment project implementation including: Time of establishment, type of Company, name, address, business lines, charter capital, etc. in accordance with the provisions of law and the Company's Charter.
* Decide to select Partners, Suppliers, and other relevant units and sign contracts with the above units to implement the investment project.
* Decide to adjust the total project investment to suit the actual implementation situation (if any).
* Decide on the capital structure used to implement the project, balance issued capital, loan capital and other capital sources to ensure the efficiency of capital use and the effectiveness of investment projects; Sign loan contracts with credit institutions to mobilize capital to implement the project.

The Board of Directors reports to the General Meeting at the most recent meeting,

1. Implement the investment research plan in real estate and agriculture, with the investment capital rate not exceeding 20% ​​of charter capital or/and 10% of equity in each round of investment:

* Purpose: Diversify activities, expand scale and areas of operation/increase company performance.
* Investment method: Ton Dong A will contribute investment capital directly or assign MTV company to contribute investment capital or establish a new company.
* Agree to assign the Board of Directors to consider and decide on the most optimal plan and capital depending on the actual situation of the company's production and business activities and the market to prepare an investment plan and report to the nearest General Meeting.

Article 2: Assign the Board of Directors to organize and implement the contents approved at the Congress under the Charter, applicable laws and regulations at the Company.

Article 3: The Board of Directors, Supervisory Board, Executive Board, shareholders of the Company and relevant departments/units shall implement the General Mandate based on the General Mandate.

This General Mandate takes effect from the date of its signing.