**SPC: Annual General Mandate 2024**

On June 28, 2024, Saigon Plant Protection Joint Stock Company announced General Mandate No. 16/NQ-DHDCD as follows:

‎‎Article 1. Production and business result activities in 2023 and development plan in 2024

The Meeting unanimously approved the report on the activities of the Board of Directors and the Executive Board of the company as follows:

* Production and business results in 2023 (according to consolidated report):

|  |  |  |  |  |
| --- | --- | --- | --- | --- |
| No. | Target | Unit | Results in 2022 | 2023 |
| Plan 2023 | Results in 2023 | %Results/Plan |
| 1 | Production value | Thousand VND | 446,475,433 | 708,691,164 | 410,820,042 | 58% |
| 2 | Output | Tons | 4,161 | 6,606 | 4,529 | 69% |
| 3 | Total revenue | Thousand VND | 1,201,512,451 | 1,236,800,000 | 1,048,010,681 | 85% |
| 4 | Profit before tax | Thousand VND | 31,883,336 | 36,000,000 | -38,503,231 | -107% |
| 5 | Profit after tax | Thousand VND | 24,558,111 | 28,320,000 | -33,135,047 | -117% |
|  | Profit after tax of the holding company | Thousand VND | 24,044,122 |  | -33,481,641 |  |
| 6 | Profit after tax/owners’ equity rate | % | 23% | 26% | -31% | -117% |
| 7 | Payables to the State budget | Thousand VND | 36,984,199 | 40,000,000 | 22,344,848 | 56% |
| 8 | Total salary fund | Thousand VND | 60,900,249 | 61,021,689 | 53,505,567 | 88% |
| 9 | Average labor | person | 466 | 466 | 435 | 93% |
| 10 | Average income/month | VND/Person | 11,163,000 | 11,184,000 | 11,291,868 | 100% |

(Realized salary fund in 2023, The Company is waiting for an opinion from the Department of Labor, War Invalids, and Social Affairs. Therefore, the Company will make adjustments (if any) according to regulations after receiving opinions from relevant agencies).

* Production and business plan in 2024 (according to the consolidated report):

|  |  |  |  |  |  |
| --- | --- | --- | --- | --- | --- |
| No. | Target | Unit | Results 2023 | Plan for 2024 | Plan 2024/ Results 2023 |
| 1 | Production value -price CD 94) | Thousand VND | 410,820,042 | 492,367,231 | 120% |
| 2 | Output | Tons | 4,529 | 5,428 | 120% |
| 3 | Total revenue | Thousand VND | 1,048,010,681 | 1,197,800,000 | 114% |
| 4 | Profit before tax: | Thousand VND | -38,503,231 | 22,400,000 |  |
| 5 | Profit after tax | Thousand VND | -33,135,047 | 21,920,000 |  |
|  | Profit after tax of the holding company | Thousand VND | -33,481,640 | 21,185,408 |  |
| 6 | Profit after tax/owners’ contributed equity rate | % | -31% | 20% |  |
| 7 | Payables to the State budget | Thousand VND | 22,344,848 | 30,000,000 | 134% |
| 8 | Total salary fund | Thousand VND | 53,505,567 | 70,126,185 | 131% |
| 9 | Average labor | person | 435 | 435 | 100% |
| 10 | Average income per month | VND/Person | 11,291,868 | 14,244,754 | 126% |

‎‎Article 2. Approve the content of the Supervisory Board's report:

‎‎Article 3. Approve the Audited Financial Statements 2023, profit distribution 2023, and profit distribution plan 2024:

* The Audited Financial Statements 2023.
* Approve the Consolidated Financial Statements 2023 audited by AASC Auditing Firm Company Limited at the Independent Auditing Report No. 060324.003/BCTC.HCM signed on March 6, 2024
* Approve the Separate Financial Statements 2023 audited by AASC Auditing Firm Company Limited at the Independent Auditing Report No. 060324.003/BCTC.HCM signed on March 6, 2024
* Profit distribution in 2023 and profit distribution plan in 2024
* Profit distributed in 2023

|  |  |  |  |
| --- | --- | --- | --- |
| No. | Targets | Amount (VND) | Note |
| 1 | Undistributed remaining profits from 2022 and earlier (1) - (2) | 11,494,950,822 |  |
| 2 | Remuneration for the Board of Directors and the Supervisory Board executive in 2023 | 230,000,000 | Deducted from remaining profit after tax at the end of 2022 |
| 3 | Undistributed remaining profits from 2022 and earlier (1) - (2) | 11,264,950,822 |  |
| 4 | Profit after tax in 2023 | -33,562,020,194 | According to the Consolidated Financial Statements figures |
| 5 | Appropriation for investment and development fund | 0 |  |
| 6 | Appropriation for bonus and welfare funds | 0 |  |
| 7 | Undistributed remaining profits at the end of 2023 (3) + (4) - (5) - (6) | -22,297,069,372 |  |
| 8 | Dividend payment | 0 | No dividend payment |
| 9 | Undistributed remaining profits | -22,297,069,372 |  |

* Profit distribution plan 2024:

|  |  |  |  |
| --- | --- | --- | --- |
| No. | Target | Amount (VND) | Note |
| 1 | Profit after tax | 21,185,408,000 |  |
| 2 | Appropriation for investment and development funds | 0 | No appropriation |
| 3 | Appropriation for bonus and welfare fund (10%) | 0 | No appropriation  |
| 4 | Dividend payment | 0 | No dividend payment. |
| 5 | The remaining profit compensates for losses in 2023 | 21,185,408,000 |  |

Notes: The company strives to operate production and business activities effectively to pay dividends to shareholders.

‎‎Article 4. Approve the remuneration and bonus for the Board of Directors and the Supervisory Board in 2023 and the remuneration and bonus plan in 2024

* Payment of remuneration for the Board of Directors and the Supervisory Board in 2023:

Total remuneration of the Board of Directors in 2023: VND254,000,000;

* Chair of the Board of Directors VND7,000,000;
* Vice Chair of the Board of Directors: Executive salary
* member of the Board of Directors VND5,000,000/month

Total remuneration of the Supervisory Board in 2023: VND72,000,000;

* The Chief of the Supervisory Board: Executive salary
* Member of the Supervisory Board: VND3,000,000/month
* Remuneration for the Board of Directors and the Supervisory Board in 2024:

In 2024, the Board of Directors includes 05 people, and the Supervisory Board includes 03 people. The proposed remuneration in 2024 for the Board of Directors and the Supervisory Board is as follows:

* Chair of the Board of Directors VND5,000,000/month
* Vice Chair of the Board of Directors: Executive salary
* member of the Board of Directors VND3,000,000/month
* Chief of the Supervisory Board: Executive salary
* Member of the Supervisory Board: VND2,000,000/month

Notes: In case the production and business activities result in 2024 of the company are ineffective (losses), no remuneration will be paid to the Board of Directors and the Supervisory Board.

‎‎Article 5. Approve the selection of an audit company for 2024:

* Approve the criteria for selecting audit company according to the report of the Supervisory Board.
* Agree to authorize the Board of Directors to decide on the audit company as proposed by the Supervisory Board and assign the Company Manager to sign a contract to provide audit services for the Financial Statements 2024 of the Company.

Article 6. Approve the proposal to adjust and supplement the organization and operations charter of the Saigon Plant Protection Joint Stock Company.

The Meeting unanimously approved the proposal to adjust and supplement the  organization and operations charter of the Saigon Plant Protection Joint Stock Company.  Assign the Company Manager to be responsible for amending and signing the Company Charter according to the content approved by the General Meeting of Shareholders.

Article 7. Approve the proposal to adjust and supplement the internal regulations on corporate governance.

The Meeting unanimously approved the proposal to adjust and supplement the internal regulations on corporate governance. Assign the Board of Directors to be responsible for amending and signing the internal regulations on corporate governance according to the content approved by the General Meeting of Shareholders.

Article 8. Approve the proposal to adjust and supplement the operational regulations of the Board of Directors of the Company.

The Meeting unanimously approved the proposal to adjust and supplement the operational regulations of the Board of Directors of the Company. Assign the Board of Directors to be responsible for amending and signing the operational regulations of the Board of Directors of the Company according to the content approved by the General Meeting of Shareholders.

Article 9. Approve the proposal to adjust and supplement the operational regulations of the Supervisory Board of the Company.

The Meeting unanimously approved the proposal to adjust and supplement the operational regulations of the Supervisory Board. Assign the Head of the Supervisory Board to be responsible for amending and signing the operational regulations of the Supervisory Board according to the content approved by the General Meeting of Shareholders.

‎‎Article 10. The General Mandate takes effect from June 28, 2024

The General Mandate was read in front of the General Meeting of Shareholders and approved by the Meeting with 100% approval votes. The Board of Directors is responsible for publishing the General Mandate on the Company's website (www.spchcmc.com.vn) in accordance with the provisions of Law.

‎‎Article 11. Responsibility for promulgation and implementation of this General Mandate.

The Meeting agreed to assign it to the Board of Directors, the Supervisory Board and the Executive Board are responsible for thoroughly disseminating, implementing, inspecting, and supervising the implementation process in the spirit of this General Mandate.