**VGP: Annual General Mandate 2024**

On June 29, 2024, The Vegetexco Port JSC announced General Mandate No. 197/2024/NQ-DHCD as follows:

Article 1 Approve the Report on the results business activities in 2023 and the business plan for 2024.

Business results of the Company in 2023

Unit: Billion VND

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| --- | --- | --- | --- | --- | --- |
| Targets | Results 2022 | Plan 2023 | Results 2023 | Results/Plan (%) | Results compared to that in the previous year |
| Total revenue | 13,265 | 12,924 | 13,089 | 101% | 99% |
| Total profit | 25.85 | 21.5 | 21.63 | 101% | 84% |
| Profit after tax | 20.58 | 17.2 | 17.218 | 100% | 84% |
| Expected dividend | 6% |  | Share issue for dividend payment |  |  |

Orientation for production and business in 2024

Unit: Billion VND

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| --- | --- | --- | --- |
| Targets | Results 2023 | Plan 2024 | Plan/Results |
| Total revenue | 13,089 | 12,022.8 | 92% |
| Total profit | 21.43 | 21.5 | 100% |
| Profit after tax | 17.218 | 17.170 | 100% |
| Expected dividend | Share issue for dividend payment | 6% | 100% |

Article 2: Approve Report on the activities of the Board of Directors 2023 and the operating plan for 2024: Report of independent member of the Board of Directors.

Article 3: Approve the assessment report of the Financial Statements 2023 and the Report on activities of the Supervisory Board.

Article 4: Approve the Audited Financial Statements 2023.

Article 5: Approve the plan on selecting an audit company for the Financial Statements 2024.

Article 6: Approve the Report on remuneration for the Board of Directors and Supervisory Board 2023 and remuneration plan for 2024.

Article 7: Approve the plan on share issue to increase share capital from the source of owners’ equity.

1. Share issue to increase share capital out of owner’s equity

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| --- | --- | --- |
| 1 | Name of the Issuer: | The Vegetexco Port JSC |
| 2. | Name of issued shares: | Shares of The Vegetexco Port JSC |
| 3. | Type of issued shares: | Common shares |
| 4. | Par value of issued shares: | VND10,000/share |
| 5. | Securities code: | VGP |
| 6. | Charter capital before the issue: | VND82,146,920,000 |
| 7. | Number of issued shares: | 8,214,692 shares |
| 8. | Number of outstanding shares: | 7,825,922 shares |
| **9.** | Treasury shares: | 388,770 shares |
| 10. | Number of shares expected to be issued: | 1,956,480 shares |
| 11. | Total value of shares expected to be issued at par value: | VND19,564,800,000 |
| 12. | Issue method: | Share issue to increase share capital out of owner’s equity |
| 13 | Issue rate: | 25% corresponds to the right exercise rate of 100:25. Accordingly, based on the record date to allocate rights, outstanding shareholders owning 01 share will receive 01 right to receive shares, for every 100 shares they will receive 25 newly issued shares. |
| 14. | Capital source for implementation: | From the share premium of the Company based on the Audited Financial Statements 2023 and ensuring compliance with applicable laws. |
| 15. | Eligible buyers: | Outstanding shareholders on the list on the record date to exercise rights to receive issued shares to increase share capital from the source of owners’ equity. Treasury shares is not entitled for exercising rights |
| 16. | Transfer of right: | Right to receive shares issued to increase the share capital out of owner’s equity is not |
| 17. | Handling arising fractional shares (if any): | The number of new issued shares to increase share capital from the source of owners’ equity received by shareholders will be rounded to the nearest unit according to the principle of rounding down. Fractional shares (if any) will be disposed of.  For example, Shareholder A who owns 1891 shares will receive additional shares as follows: (1891 X 25 )/100 = 472.75 shares. After rounding to the nearest unit according to the principle of rounding down, the number of shares shareholder A is entitled to receive is 472 shares. |
| 18. | Plan on using proceeds from the issue: | After completing the issue, the increased charter capital will be used for the purpose of supplementing the capital source of business activities of the Company. |
| 19. | Expected organization time: | In 2024 or 2025, after the Company completes reporting to the State Securities Commission on the share issue to increase share capital from the source of owners’ equity |
| 20. | Related restriction: | Shares issued to increase the charter capital out of owner’s equity will not be subject to transfer restrictions. Shareholders who own shares under transfer restrictions will still receive shares from the issue (if any). |

1. Approve the work related to share issue

The Board of Directors reported the General Meeting to approve the following contents related to charter capital increase:

1. Approve on increasing charter capital

Approve on increasing charter capital of the Company corresponding to the par value and total number of actually issued shares according to the plan mentioned above.

1. Amend the Company's Charter.

Approve the amendment to the content related to the charter capital and total number of shares of the Company in the Company's Charter based on the actual implementation of the issue plan according to the plan mentioned above.

1. Registration of securities and registration for listing additional number of issued shares

The Board of Directors proposed to the General Meeting to approve the registration of additional securities at the Vietnam Securities Depository and Clearing Corporation and the listing of additional securities at the Hanoi Stock Exchange for the entire actual number of additional shares issued to increase share capital from the source of owners' equity according to the plan mentioned above

Article 8: Approve the profit distribution plan 2023 and the share issue for dividend payment 2023.

1. Share issue for dividend payment

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| --- | --- | --- |
| 1 | Name of the Issuer: | The Vegetexco Port JSC |
| 2. | Name of issued share: | Shares of The Vegetexco Port JSC |
| 3. | Type of shares to be issued: | Common shares |
| 4. | Par value of issued share: | VND10,000/share; |
| 5. | Securities code: | VGP |
| 6. | Charter capital before the issue: | VND82,146,920,000 |
| 7. | Number of issued shares: | 8,214,692 shares |
| 8. | Number of outstanding shares: | 7,825,922 shares |
| **9.** | Treasury shares: | 388,770 shares |
| 10. | Number of shares expected to be issued: | 5,869,441 shares |
| 11. | Total value of shares expected to be issued at par value: | VND58,694,410,000 |
| 12. | Issue method: | Share issue for dividend payment 2023 |
| 13 | Issue rate: | 75% corresponds to the right exercise rate of 100:75. Accordingly, based on the record date to allocate rights, outstanding shareholders owning 01 share will receive 01 right to receive shares, for every 100 shares they will receive 75 newly issued shares for dividend payment. |
| 14. | Capital source for implementation | From the undistributed profit after tax based on the Audited Financial Statements 2023 and ensuring compliance with legal regulations. |
| 15. | Eligible buyers: | Outstanding shareholders according to the record date for the list of shareholders to exercise the rights to receive issued shares as dividends payment in 2023. Treasury shares is not entitled for exercising right |
| 16. | Transfer of right: | The right to receive issued shares for dividend payment in 2023 is not transferable |
| 17. | Handling arising fractional shares (if any): | the number of newly issued shares to implement the dividend payment by shares that each shareholder receives will be rounded to the nearest unit according to the rounding principle. Fractional shares (if any) will be disposed of.  For example: Shareholder A owns 1789 shares, then shareholder A will receive dividends equal to the number of shares as follows: (1789 X 75)/100 = 1341.73 shares. After rounding to the nearest unit according to the principle of rounding down, the number of shares shareholder A is entitled to receive is 1341 shares. |
| 18. | Plan on using proceeds from the issue: | After completing the issue, the increased charter capital will be used for the purpose of supplementing the capital source of business activities of the Company. |
| 19. | Expected organization time: | In 2024 or 2025, after the Company completes reporting to the State Securities Commission on share issue for dividend payment 2023 |
| 20. | Related restriction: | Shares issued to pay dividends in 2023 are not subject to transfer restrictions. Shareholders who own shares under transfer restrictions will still receive shares from the issue (if any). |

1. Approve the work related to share issue

The Board of Directors reported the General Meeting to approve the following contents related to charter capital increase:

1. Approve on increasing charter capital

Approve on increasing charter capital of the Company corresponding to the par value and total number of actually issued shares according to the plan mentioned above.

1. Amend the Company's Charter

Approve the amendment to the content related to the charter capital and total number of shares of the Company in the Company's Charter based on the actual implementation of the issue according to the plan mentioned above.

1. Registration of securities and registration for listing additional number of issued shares

The Board of Directors proposed to the General Meeting to approve the registration of additional securities at the Vietnam Securities Depository and Clearing Corporation and the listing of additional securities at the Hanoi Stock Exchange for the entire actual number of additional shares issued for dividend payment 2023 according to the plan mentioned above

Article 9: Approve the Proposal on approving the dismissal and election of additional members to the Board of Directors for the term 2021-2026.

* Dismiss Ms. Tran Thi Anh Tho from the position of member of the Board of Directors;
* Mr. Hoang Hai was elected a member of the Board of Directors of The Vegetexco Port JSC for the term 2021-2026.

Article 10: The contents that previous General Meetings had approved but had not completed will continue to be implemented in 2024 and report the results to the General Meeting at the latest meeting.

Article 11: The General Mandate takes effect from June 29, 2024. The Board of Directors, Supervisory Board, Executive Board and all shareholders of The Vegetexco Port JSC are responsible for implementing this General Mandate.

Article 12: The Board of Directors is responsible for announcing the Minutes and General Mandate of the General Meeting of The Vegetexco Port JSC and posting them on the Website of The Vegetexco Port JSC (www.vegeport.com.vn) under applicable laws on information disclosure.