**VRG: Annual General Mandate 2024**

On June 28, 2024, Viet Nam Rubber Industrial Zone and Urban JSC announced General Mandate No. 167/2024/NQ-DHDCD as follows:

Article 1: Approve the Report on activities in 2023 and operating orientation for 2024 of the Board of Directors.

Article 2: Approve the Report on activities in 2023 and the plan for 2024 of the Supervisory Board.

Article 3: Approve the Report on the results of production and business activities in 2023 and the production and business plan for 2024 of the Company.

1. Some financial targets in 2023:

|  |  |  |  |  |  |  |  |  |  |
| --- | --- | --- | --- | --- | --- | --- | --- | --- | --- |
| No. | Targets | Unit | | Plan 2023 | | | Results 2023 | | Results/ Plan (%) |
| 1 | Total revenue | Million VND | | 246,044 | | | 551,504 | | 224.14 |
| 1.1 | Revenue from production and business activities of the industrial park | Million VND | | 244,544 | | | 548,836 | |  |
| 1.2 | Revenue from financial activities + other | Million VND | | 1,500 | | | 2,668 | |  |
| 2 | Total expenses | Million VND | | 135,060 | | | 312,075 | | 231.05 |
| 3 | Total profit before tax | Million VND | | 110,984 | | | 239,429 | | 215.73 |
| 4 | Corporate income tax | Million VND | | 22,197 | | | 52,841 | |  |
| 5 | Profit after tax in this period | Million VND | | 88,787 | | | 186,588 | | 210.15 |
| 6 | Profit transferred from the previous year | Million VND | | 3,083 | | | 3,083 | |  |
| 7 | Total accumulated undistributed profit in this period | Million VND | | 91,870 | | | 189,671 | |  |
| 8 | Profit distribution |  | |  | | |  | |  |
|  | * Appropriation for investment and development fund | | Million VND | | 5,000 | 7,500 | |  | |
|  | * Appropriation for bonus and welfare funds, bonus fund for managers | | Million VND | | 2,550 | 11,000 | |  | |
|  | * Dividend payment (Plan 30%, Results 38%) | | Million VND | | 77,685 | 98,400 | | 120.00 | |
|  | * Retained profit | | Million VND | | 6,435 | 72,771 | |  | |
| 9 | Payables to the State budget | | Million VND | | 22,197 | 95,575 | | 430.58 | |
| 10 | Profit before tax/Revenue rate | | % | | 45.11 | 43.41 | |  | |
| 11 | Profit after tax/ charter capital rate | | % | | 42.86 | 92.46 | |  | |

2. Plan on financial targets 2024

|  |  |  |  |  |  |  |  |  |
| --- | --- | --- | --- | --- | --- | --- | --- | --- |
| No. | Targets | Unit | | Results 2023 | Plan 2024 | | Plan/ Results 2023 (%) | |
| 1 | Total revenue | Million VND | | 551,504 | 300,424 | | 54.47 | |
| 1.1 | Revenue from production and business activities of the industrial park | Million VND | | 548,836 | 298,424 | |  | |
| 1.2 | Revenue from financial activities + other | Million VND | | 2,668 | 2,000 | |  | |
| 2 | Total expenses | Million VND | | 312,075 | 192,565 | | 61.71 | |
| 3 | Total profit before tax | Million VND | | 239,429 | 107,859 | | 45.05 | |
| 4 | Corporate income tax | Million VND | | 52,841 | 25,000 | |  | |
| 5 | Profit after tax in this period | Million VND | | 186,588 | 82,859 | | 44.41 | |
| 6 | Profit transferred from the previous year | Million VND | | 3,083 | 72,771 | |  | |
| 7 | Total accumulated undistributed profit in this period | Million VND | | 189,671 | 155,630 | |  | |
| 8 | Profit distribution |  | |  |  | |  | |
|  | * Appropriation for investment and development fund | Million VND | | 7,500 | 8,000 | |  | |
|  | * Appropriation for bonus and welfare funds | Million VND | | 11,000 | 8,000 | |  | |
|  | * Dividend payment (in 2024: 30%) | | Million VND | 98,400 | | 77,685 | | 78.95 |
|  | * Retained profit | | Million VND | 72,771 | | 61,945 | |  |
| 09 | Payables to the State budget | | Million VND | 95,575 | | 26,500 | |  |
| 10 | Profit before tax/Revenue rate | | % | 43.41 | | 35.90 | |  |
| 11 | Profit before tax/Charter capital rate | | % | 92.46 | | 41.65 | |  |

Article 4: Approve the Proposal on the request to approve the Audited Financial Statements 2023 and the profit distribution plan in 2023

Profit distribution plan 2023

|  |  |  |  |
| --- | --- | --- | --- |
| No. | Targets | Value (VND) | Note |
| 1 | Accumulated profit after tax as of December 31, 2023 | 189,671,657,237 |  |
|  | In which:   * Profit after tax arising in 2023 | 186,587,914,737 |  |
|  | * The profit after tax transferred from the previous year | 3,083,742,500 |  |
| 2 | Profit distribution in 2023 | 116,900,498,400 |  |
| a | Appropriation for investment and development fund (4.02%) | 7,500,000,000 |  |
| b | Appropriation for bonus and welfare funds | 11,000,000,000 |  |
|  | Bonus fund for managers (1.5-month salary) | 810,000,000 |  |
|  | Bonus fund for employees (4.7-month salary) | 10,190,000,000 |  |
| c | Dividend payment (38%) | 98,400,498,400 |  |
|  | In which:   * Prepaid dividends of 20% | 51,789,736,000 |  |
|  | * Remaining dividend payment of 18% | 46,610,762,400 |  |
| 3 | Retained profit transferred to 2024 | 72,771,158,837 |  |

Article 5: Approve the Proposal on the selection of an audit company for the Financial Statements 2024

1. Based on the capacity and experience of the audit company, the Supervisory Board requested that the Annual General Meeting of Shareholders 2024 approve the selection of one of the following audit companies to audit the Financial Statements 2024 of the Company, including:

* AFC Vietnam Auditing Company Limited;
* AASC Auditing Firm Company Limited;
* Moore AISC Auditing and Informatics Services Company Limited;
* A&C Auditing and Consulting Company Limited;
* Vietnam Auditing and Valuation Company Limited.

1. The General Meeting of Shareholders authorized the Board of Directors to select a specific audit company from among the companies mentioned above for the General Manager to sign an audit contract for the Financial Statements 2024 in accordance with current regulations.

Article 6: Approve the Proposal on the Plan on labor, salary fund, and salary fund distribution in 2024

Article 7: Approve the Proposal on adjusting the total investment of infrastructure investment and construction projects of Cong Hoa Industrial Park, Chi Linh City, Hai Duong Province

Article 8: Approve the Proposal on approving the capital construction investment plan for 2024

Article 9: Approve the Proposal on requesting the approval of the production and business plan and profit distribution plan for 2024

Plan on profit distribution 2024

|  |  |  |  |  |  |  |  |  |  |
| --- | --- | --- | --- | --- | --- | --- | --- | --- | --- |
| No. | Targets | | Unit | | Results 2023 | Plan 2024 | | Plan/Results 2023 | |
| 1 | Total revenue | | Million VND | | 551,504 | 300,424 | | 54.47 | |
| 1.1 | Revenue from production and business activities of the industrial park | | Million VND | |  | 298,424 | |  | |
| 1.2 | Revenue from financial activities + other | | Million VND | | 2,668 | 2,000 | |  | |
| 2 | Total expenses | | Million VND | | 312,075 | 192,565 | | 61,71 | |
| 3 | Total profit before tax | | Million VND | | 239,429 | 107,859 | | 45.05 | |
| 4 | Corporate income tax | | Million VND | | 52,841 | 25,000 | |  | |
| 5 | Profit after tax in this period | | Million VND | | 186,588 | 82,859 | | 44.41 | |
| 6 | Profit transferred from the previous year | | Million VND | | 3,083 | 72,771 | |  | |
| 7 | Total accumulated undistributed profit in this period | | Million VND | | 189,671 | 155,630 | |  | |
| 8 | Profit distribution | |  | |  |  | |  | |
|  | | - Appropriation for investment and development fund | | Million VND | 7,500 | | 8,000 | |  |
|  | | -Appropriation for welfare and bonus funds | | Million VND | 11,000 | | 8,000 | |  |
|  | | -Dividend payment (in 2024: 30%) | | Million VND | 98,400 | | 77,685 | | 78.95 |
|  | | - Retained profit | | Million VND | 72,771 | | 61,945 | |  |

Article 10: The General Meeting of Shareholders approved on dismissing the position of Members of the Board of Directors of Viet Nam Rubber Industrial Zone and Urban JSC for:

1. Mr. Le Van Chanh
2. Mr. Nguyen The Nghia.

Article 11: The General Meeting of Shareholders approved on dismissing the position of the Chief of the Supervisory Board of Viet Nam Rubber Industrial Zone and Urban JSC for Ms. Vu Thi Thu Ha.

Article 12: The General Meeting of Shareholders approved the additional election of:

* Mr. Pham Trung Thai.
* Ms. Pham Thi Tuyet.
* Mr. Nguyen Duc Huynh.
* Mr. Nguyen Hong Thai.

As members of the Board of Directors of Viet Nam Rubber Industrial Zone and Urban JSC for the term 2024 - 2029.

Article 13: The General Meeting of Shareholders approved the additional election of:

* Mr. Tran Duc Nam
* Mr. Nguyen Dinh Duc

As members of the Supervisory Board of Viet Nam Rubber Industrial Zone and Urban JSC for the term 2024 - 2029.

Article 14: Approve the Proposal on approving the settlement of remuneration for members of the Board of Directors; Members of the Supervisory Board and the remuneration payment plan for 2024

Article 15: This General Mandate was approved by the Annual General Meeting of Shareholders 2024 at 8:00 p.m. on June 28, 2024. All shareholders, members of the Board of Directors, the Supervisory Board, the General Manager, the Chief Accountant, Heads of Departments and Divisions of the Company, and subsidiaries based on the General Mandate to implement.