**NED: Annual General Mandate 2024**

On July 26, 2024, North - West Electric Investment and Development Joint Stock Company announced General Mandate No. 01/NQ-DHDCD as follows:

‎‎Article 1. Approve the Report of the Board of Directors and the General Manager on the implementation of tasks and the production and business plan in 2023; the tasks and the production and business plan for 2024.

Production and business results in 2023:

|  |  |  |  |  |  |  |  |
| --- | --- | --- | --- | --- | --- | --- | --- |
| No. | Targets | Unit | Results 2022 | Plan 2023 | Results 2023 | Exercise rate in 2023 | |
| Compared to that in 2022 | Plan 2023 |
| Consolidated Company | |  |  |  |  |  |  |
| 1 | Total revenue and income | Million VND | 96,125 | 89,664 | 72,658 | 75.6% | 81% |
|  | - Electricity production and business |  | 95,575 | 89,664 | 72,655 | 76% | 81% |
|  | - Financial activities |  | 550 |  | 3 | 0.5% |  |
|  | - Other incomes |  |  |  |  |  |  |
| 2 | Profit before tax | Million VND | 28,587 | 15,349 | 5,246 | 18.4% | 34.1% |
| 3 | Profit after tax | Million VND | 25,391 | 13,831 | 3,441 | 13.6% | 24.9% |
| 4 | Rate of Profit/Owners’ equity |  | 6.3% | 3.4% | 0.7% |  |  |
| Holding Company | |  |  |  |  |  |  |
| 1 | Total revenue and income | Million VND | 82,396 | 75,436 | 63,153 | 76.6% | 83.7% |
|  | - Electricity production and business |  | 81,846 | 75,436 | 63,150 | 77.1% | 83.7% |
|  | - Financial activities |  | 550 |  | 3 |  |  |
|  | - Other incomes |  |  | - |  |  |  |
| 2 | Profit before tax | Million VND | 28,578 | 15,187 | 5,251 | 18.4% | 34.6% |
| 3 | Profit after tax | Million VND | 25,370 | 13,668 | 3,785 | 15% | 27.7% |
| 4 | Rate of Profit/Owners’ equity | Million VND | 6.3% | 3.4% | 0.8% |  |  |
| 5 | Dividends in cash | Million VND |  |  |  |  |  |
|  | - Value |  |  | 20,250 |  |  |  |
|  | - Rate/Charter capital |  |  | 5% |  |  |  |

Production and business plan for 2024:

|  |  |  |  |  |  |  |
| --- | --- | --- | --- | --- | --- | --- |
| No. | Targets | | Unit | Results 2023 | Plan 2024 | |
| Value | Plan 2024/Results 2023 |
| Consolidated Company | | |  |  |  |  |
| 1 | | Total revenue and income | Million VND | 72,658 | 78,033 | 107% |
|  | | - Electricity production and business |  | 72,655 | 78,033 | 107% |
|  | | - Financial activities |  | 3 |  |  |
|  | | - Other incomes |  |  |  |  |
| 2 | | Profit before tax | Million VND | 5,246 | 12,127 | 231% |
| 3 | | Profit after tax | Million VND | 3,441 | 9,555 | 278% |
| 4 | | Rate of Profit/Owners’ equity | Million VND | 0.7% | 2.4% |  |
| Holding Company | | |  |  |  |  |
| 1 | | Total revenue and income | Million VND | 63,153 | 65,710 | 104% |
|  | | - Electricity production and business |  | 63,150 | 65,710 | 104% |
|  | | - Financial activities |  | 3 |  |  |
|  | | - Other incomes |  |  |  |  |
| 2 | | Profit before tax | Million VND | 5,251 | 12,859 | 245% |
| 3 | | Profit after tax | Million VND | 3,785 | 10,288 | 272% |
| 4 | | Rate of Profit/Owners’ equity | Million VND | 0.8% | 2.5% |  |
| 5 | | Dividends in cash | Million VND |  |  |  |
|  | | - Value | - |  | 20,250 |  |
|  | | - Rate/Charter capital |  |  | 5% |  |

Article 2. Approve the Report of the Supervisory Board in 2024 and the operational plan and operating orientation for 2024.

‎‎Article 3. Approve the Audited Financial Statements 2023 of the Company.

Article 4. Approve the remuneration payments for the Board of Directors, the Supervisory Board and the Secretariat of the Board of Directors in 2023 and the plan on remuneration payment for the Board of Directors, the Supervisory Board, and the Secretariat of the Board of Directors in 2024.

‎‎Article 5. Disapprove the profit distribution in 2023 and the plan on profit distribution for 2024.

‎‎Article 6. Approve on authorizing the Board of Directors to select an independent audit company for the fiscal year 2024.

‎‎Article 7. Approve the addition of the Company's Legal Representative.

Add the Company's Legal Representative - the Chair of the Board of Directors.

The Company has 02 Legal Representatives - the Chair of the Board of Directors and the General Manager of the Company. The Chair of the Board of Directors is the first Legal Representative of the Company, represents the Company before the law, and is also the highest Legal Representative of the Company in legal disputes related to the Company. The General Manager is the second Legal Representative of the Company.

‎‎Article 8. Approve the amendment and supplement to the Company’s Charter on organization and operation.

The General Meeting of Shareholders approved the amendment and supplement to the Company’s Charter on organization and operation. The General Meeting of Shareholders authorized the Chair of the Board of Directors and the General Manager of the Company to update and amend the Charter and carry out necessary procedures to sign and promulgate the amended Charter in accordance with the provisions of law.

‎‎Article 9. Approve the dismissal of members of the Board of Directors and the Supervisory Board of the Company.

* Approve the dismissal of Mr. Duong Van Quyen and Mr. Tran Duc Hau from the position of member of the Board of Directors due to their resignations;
* Approve the dismissal of Ms. Bui Thi Van from the position of Chief of the Supervisory Board due to her resignation and the dismissal of Ms. Vu Thi Tra and Ms. Tran Thuy Linh from the position of member of the Supervisory Board due to their resignations;

‎‎Article 10. Approve the election of additional members to the Board of Directors and the Supervisory Board of the Company in the term of 2020 - 2025.

* Approve the election of additional members to the Board of Directors and the Supervisory Board of the Company: 02 members of the Board of Directors and 03 members of the Supervisory Board;
* Approve the Election Regulations;
* Approve the list of candidates for election to the Board of Directors and the Supervisory Board of the Company in the term of 2020 - 2025.

‎‎Article 11. Approve the election results of additional members to the Board of Directors and the Supervisory Board in the term of 2020 - 2025.

According to the Election Minutes, the results of the election of members to the Board of Directors and the Supervisory Board are as follows:

1. Members of the Board of Directors: Mr. Tran Van Ngu and Ms. Tran Thi Hang
2. Members of the Supervisory Board: Mr. Luu Van Ho; Mr. Tran Van Phuc and Ms. Tran Thi Trinh

‎‎Article 12. Approve Mr. Tran Van Ngu (Citizen ID Card No. 036079031956) and the affiliated person to purchase/receive transfer of 2,023,000 shares of North - West Electric Investment and Development Joint Stock Company of shareholder Tran Van Phuc (Citizen ID Card No. : 036078017352), 2,020,700 shares of shareholder Luu Van Ho (Citizen ID Card No. : 036078022004), 800,000 shares of North - West Electric Investment and Development Joint Stock Company of shareholder Dang Thi Loan (Citizen ID Card No. : 022191003800), 868,000 shares of North - West Electric Investment and Development Joint Stock Company of shareholder Nguyen Thi Kim Tuyen (Citizen ID Card No. : 001185013846), 2,022,200 shares of North - West Electric Investment and Development Joint Stock Company of shareholder Tran Ngoc Dinh (Citizen ID Card No. : 036187004962), leading to direct or indirect ownership reaching levels prescribed in Clause 1, Article 35 of Law on Securities No. 54/2019/QH14 without having to carry out public offering procedures.

‎‎Article 13. Approve An Khanh Hung Development Investment Joint Stock Company (Business Registration Certificate No. 0108781782) and the affiliated persons to purchase/receive the transfer of 2,000,000 shares of North - West Electric Investment and Development Joint Stock Company of shareholder Tran Van Trung (Citizen ID Card No. : 036079026183), 400,000 shares of North - West Electric Investment and Development Joint Stock Company of shareholder Nguyen Hong Minh (Citizen ID Card No. : 001069012526), leading to direct or indirect ownership reaching levels prescribed in Clause 1, Article 35 of Law on Securities No. 54/2019/QH14 without having to carry out public offering procedures.

‎‎Article 14. This General Mandate takes effect from the date of its signing.

Members of the Board of Directors, the Supervisory Board, the Board of Management, departments/divisions, units of the Company, the Factory Managers of subsidiaries and affiliated individuals are responsible for the implementation of this General Mandate./.