**CEN: Annual General Mandate 2024**

On July 26, 2024, CENCON Viet Nam Joint Stock Company announced General Mandate No. 01/2024/CEN/NQ-DHDCD as follows:

Article 1: Approve the Report on activities of the Board of Managers on the results of production and business activities in 2023 and the production and business plan for 2024.

*Unit: VND*

|  |  |  |  |
| --- | --- | --- | --- |
| No. | Target | Results 2023 | Plan 2024 |
| 1 | Total revenue | 89,692,935,512 | 70,000,000,000 |
| 2 | Charter capital | 217,124,400,000 | 217,124,400,000 |
| 3 | Profit after tax | 108,347,054 | 700,000,000 |
| 4 | Dividend | 0% | 0% |

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

Article 3. Approve the Report on activities of the Supervisory Board 2023 and the plan for 2024.

Article 4. Approve the Proposal on approving the Audited Financial Statements 2023.

Article 5. Approve the Proposal on selecting the audit company for 2024.

‎‎Article 6. Approve the Proposal on remuneration payment for the Board of Directors and the Supervisory Board in 2023; The profit distribution plan in 2023 and expected in 2024.

1. Profit distribution plan in 2023

Implemented according to the Annual General Mandate 2023, the Company made no dividend payment and appropriation for funds in 2023.

1. Profit distribution plan for 2024

The Board of Directors submitted to the General Meeting of Shareholders on not paying dividends in 2024

Plan on appropriation for funds in 2024: Authorize the Board of Directors to implement based on the business results in 2024.

Article 7. Approve the Proposal on reporting the situation of using capital from the public offering of additional shares in 2022

1. Report the results of public offering of additional shares of the Company in 2022:

* The charter capital of the Company before the offering: VND114,276,000,000.
* Total number of offered shares: 10,284,840 shares.
* Total value of mobilized capital from the offering: VND102,848,400,000.
* The charter capital of the Company after completing the offering: VND217,124,400,000.

1. Report on the use of capital from the public offering of additional shares to increase charter capital of the Company in 2022:

* Annual General Mandate 2022 No. 01/2022/CEN/NQ-DHDCD dated March 14, 2022, and Resolution No. 1803/2022/CEN/NQ-HDQT dated March 18, 2022, approved the purpose of using capital from the public offering of additional shares. Resolution No. 2712/2022/CEN/NQ-HDQT dated December 27, 2022, approved on changing the purpose of using the proceeds from the public offering of additional shares, specifically as follows:

|  |  |  |  |  |
| --- | --- | --- | --- | --- |
| No. | Contents | Used amount before adjustment (VND) | Used amount after adjustment (VND) | Rate of change/Total proceeds from the offering |
| 1 | Repay loans from Joint Stock Commercial Bank for Joint Stock Commercial Bank for Foreign Trade of Vietnam - Exchange Branch | 40,000,000,000 | 40,000,000,000 | 0% |
| 2 | Repay loans from Military Commercial Joint Stock Bank - Ba Trieu Branch | 40,000,000,000 | 40,000,000,000 | 0% |
| 3 | Buy land to build a representative office in Hanoi | 13,000,000,000 | 0 | 12.64% |
| 4 | Supplement working capital to serve production and business activities, including: Payment for suppliers, taxes, fees, charges, and other payables to the State Budget | 9,848,400,000 | 22,848,400,000 |
| Total | | 102,848,400,000 | 102,848,400,000 | 0% |

* Based on reality, proceeds from the public offering of additional shares in 2022 have been used as of December 31, 2023, as follows:

|  |  |  |
| --- | --- | --- |
| No. | Contents | Used amount (VND) |
| 1 | Repay loans from Joint Stock Commercial Bank for Joint Stock Commercial Bank for Foreign Trade of Vietnam - Exchange Branch | 40,000,000,000 |
| 2 | Repay loans from Military Commercial Joint Stock Bank - Ba Trieu Branch | 40,000,000,000 |
| 3 | Supplement working capital to serve production and business activities, including: Payment for suppliers, taxes, fees, charges, and other payables to the State Budget. Specifically: | 22,848,400,000 |
|  | - Expenses for the issuance:  + Expenses for granting certificate of share offering and issuance  + Expenses for consulting on securities issuance services  + Expenses for auditing capital increase report | 144,000,000  10,000,000  80,000,000  54,000,000 |
|  | - Payment for suppliers | 22,704,400,000 |
| 4 | Total used amount as of December 31, 2023 | 102,848,400,000 |
| 5 | Remaining proceeds from the offering as of December 31, 2023 | 0 |
| Total | | 102,848,400,000 |

Article 8. Approve the Proposal on establishing the Representative Office of the Company.

Article 9. Approve the Proposal on amending the Company’s Charter.

‎‎Article 10. Approve the Proposal on amending the internal regulations on corporate governance.

Article 11. Approve the Proposal on the dismissal and election to replace members of the Supervisory Board for the term 2024 - 2029

Article 12. Approve the Proposal on introducing personnel replacing members of the Supervisory Board for the term 2024-2029 and the results of elected members of the Supervisory Board for Mr. Ngo Thuong Hung and Ms. Nguyen Thi Dung.

Article 13. Terms of enforcement

This General Mandate was approved by the Annual General Meeting of Shareholders 2024 of CENCON Viet Nam Joint Stock Company and takes effect from the date of its signing.

Members of the Board of Directors, the Supervisory Board, and the Board of Managers are responsible for implementing this General Mandate and organizing the implementation according to operational functions in accordance with the provisions of law and the Charter on Organization and Operation of the Company.