**HPD: Annual General Mandate**

On 15th April, 2017, Dak Doa Hydropower Joint Stock Company announced the Annual General Mandate as follows:

**Article 1.** To approve the report of the Board of Directors in 2017 and the second term (2012 ÷ 2017); direction and duties of the Board of Directors in the third term (2017 ÷ 2022) and the plan of operation in 2017.

Some key targets in 2017 ÷ 2022:

- Total electricity production: 230 million KWh.

- Total value of production and business: VND 300 billion.

- Total revenue: VND 280 billion

- Profit before tax: VND 80 billion,

- Owner’s equity as of 31/12/2021: VND 140 billion.

- Total assets as of 31/12/2021: VND 350 billion.

- Outstanding long-term loans as of 31/12/2021: VND 200 billion.

- Average income of employees per month: VND 12 million.

Sustainable maintenance and efficient operation of Dak Doa Hydropower plant. Striving for investment in an additional hydropower plant with a capacity of 5÷10MW in the Central Highlands for 5 years, bringing the total capacity of commercial electricity up to over 70 million KWh per year. Accordingly, the company will become one of the model business enterprises and effectively operate in Gia Lai province.

**Article 2.** To approve the production and business results in 2016:

|  |  |  |  |  |  |
| --- | --- | --- | --- | --- | --- |
| **No.** | **Targets** | **Unit** | **Plan**(assigned by General Meeting of Shareholders) | **Performance in 2016** | **Performance / Plan (%)** |
| 1 | Commercial electricity production | KWh | 34,104,000 | 30,802,239 | 90.3 |
| 2 | Total production and business value | 103 electricity | 50,060,000 | 45,171,295 | 90.2 |
| 3 | Revenue | 103 electricity | 45,509,000 | 41,268,690 | 90.6 |
| 4 | Profit before tax | 103 electricity | 12,471,000 | 8,081,350 | 64.8 |
| 5 | Proceeds into account | 103 electricity | 59,452,000 | 51,677,994 | 86.9 |
| 6 | Per capita income per month | 103 electricity | 9,300 | 7,601 | 81.7 |
| 7 | Investment value | 103 electricity | 1,400,000 | 1,250,863 | 89.3 |

**Article 3.** To approve the audited financial statements in 2016 and selection of auditors for financial statements in 2017.

The 2017 Annual General Meeting of Shareholders authorizes the Board of Directors and the Supervisory Board to decide on the selection of eligible independent auditing company as required to audit the financial statements 2017.

**Article 4.** To approve the profit distribution and dividend payment plan in 2016 as follows:

|  |  |  |  |
| --- | --- | --- | --- |
| **No.** | **Targets** | **Unit** | **Amount** |
| 1 | Total accounting profit before corporate income tax in 2016 | VND | 8,081,350,292 |
| 2 | Corporate income tax expense in 2016 | VND | 769,266,943 |
| 3 | Profit after corporate income tax in 2016 | VND | 7,312,083,349 |
| 4 | Undistributed profit as of 31/12/2015 | VND | 12,631,010,758 |
| 5 | Undistributed profit as of 31/12/2016 | VND | 19,943,094,107 |
| 6 | Distribution of profit after corporate income tax  | VND | 19,943,094,107 |
| 6.1 | Reward and welfare fund (6,1 = 5\*3%) | VND | 598,292,823 |
| 6.2 | Deduction of investment and development fund | VND | 9,376,893,284 |
| 6.3 | Dividend (VND 1,200/share) | VND | 9,967,908,000 |

**Article 5.** To approve the production, business and investment plans in 2017:

|  |  |  |  |
| --- | --- | --- | --- |
| **No.** | **Targets** | **Unit** | **Plan in 2017** |
| 1 | Commercial electricity production | KWh | 38,250,000 |
| 2 | Total production and business value | 103 electricity | 52,410,769 |
| 3 | Revenue | 103 electricity | 48,053,344 |
| 4 | Total cost | 103 electricity | 35,236,274 |
| 5 | Profit before tax | 103 electricity | 12,817,070 |
| 6 | Proceeds into account | 103 electricity | 53,610,699 |
| 7 | Per capita income per month | 103 electricity | 9,495 |
| 8 | Dividend | % | 10% |
| 9 | Investment value | 103 electricity | 955,000 |
| - | Additional investment in 6Kv-side measuring system | 103 electricity | 155,000 |
| - | Investment in spillway | 103 electricity | 800,000 |

**Article 6.** To approve the remuneration settlement of members of the Board of Directors and Supervisory Board in 2016, the remuneration plan in 2017:

1. Remuneration settlement in 2016: The average completion rate of main financial economic indicators in 2016 (production and business value, revenue, profit) reached 80%. Remuneration of members of the Board of Directors, Supervisors is VND 441,600,000 in 2016.

2. Remuneration plan in 2017:

- Remuneration of the Board of Directors, Supervisors is settled at the end of the year according to the performance of production and business plan (Targets: output, revenue, profit). If completing 100% of the plan, the total remuneration budget of the Board of Directors, Supervisors is as follows:

|  |  |  |  |
| --- | --- | --- | --- |
| **No.** | **Position** | **Number** | **Remuneration /person/month (VND)** |
| 1 | Chairman of the Board of Directors | 1 | 8,000,000 |
| 2 | Member of the Board of Directors | 4 | 6,000,000 |
| 3 | Chief of Supervisory Board | 1 | 6,000,000 |
| 4 | Supervisor | 2 | 4,000,000 |

- When the completion rate of the main targets (output, revenue, profit) reaches <100% of the annual plan, the remuneration of the Board of Directors and Supervisors is paid corresponding to the plan completion rate and not less than 80% of the entitlement.

3. In case the Company exceeds the profit plan, the Board of Directors is authorized to decide the reward for the Board of Management (members of the Board of Directors, Board of General Directors and other managers) with an amount not exceeding 30% of the after-tax profit beyond the plan but maximum VND 300,000,000 (In words: Three hundred million VND).

**Article 7.** To approve the finalization of the charter capital of the Company according to the actual capital contributed by shareholders and adjust the business registration:

- To finalize the charter capital by the actual capital contributed by shareholders which is VND 83,065,900,000 (In words: Eighty three billion, sixty five million, nine hundred thousand dongs only). Total outstanding shares are 8,306,590 shares (In words: Eight million, three hundred and six thousand, five hundred and ninety shares) with par value of VND10,000/share.

The General Meeting of Shareholders assigns the Board of Directors to work with the authorized body to adjust the business registration according to the new charter capital of VND 83,065,900,000.

**Article 9.** To approve the results of election of candidates to the Board of Directors and Supervisors of the Company for the third term (2017 ÷ 2022):

1. Results of election of the Board of Directors:

|  |  |
| --- | --- |
| (i) Mr. **Tran Van Ngu** | Vote, 161% |
| (ii) Mr. **Pham Van Hung** | Vote, 91% |
| (iii) Mr. **Pham Minh Ngoc** | Vote, 92% |
| (iv) Mr. **Vi Giang Khu** | Vote, 90% |
| (v) Mr. **Nguyen Van Tuy** | Vote, 66% |

The persons named above have been elected to the Board of Directors in 2017 ÷ 2022.

2. Results of election of Supervisory Board:

|  |  |
| --- | --- |
| (i) Mr. **Phan Ngoc Manh** | Vote, 123% |
| (ii) Mr. **Nguyen Tuan Anh** | Vote, 109% |
| (iii) Mr. **Tran Van Thao** | Vote, 69% |

The persons named above have been elected to the Supervisory Board in 2017 ÷ 2022.

**Article 10.** In this resolution, the General Meeting of Shareholders authorizes the Board of Directors to study the securities law, the State management regulations to decide specific issues, implement the production and business plan in 2017, and amend the Company's regulations in accordance with the law. The content of implementation will be reported by the Board of Directors at the latest General Meeting of Shareholders.

**Article 11.** The Board of Directors, Supervisory Board and Board of General Directors shall organize and implement this Resolution.

This resolution is approved by the 2017 General Meeting of Shareholders of Dak Doa Hydropower Joint Stock Company at the meeting. This resolution is sent to all shareholders of the Company.

This resolution takes effect from the date of signing.