

SOCIALIST REPUBLIC OF VIETNAM
Independence – Freedom – Happiness

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No.: **01 /2019/NQ ĐHĐCĐ**

Hà Nội, June 26, 2019

RESOLUTION

ANNUAL GENERAL MEETING OF SHAREHOLDERS 2019

CMC CORPORATION

Based on:

- The Law on Enterprises passed by Vietnam National Congress in 2014;
- The Corporate Charter of the Company;
- Meeting Minute of Annual General Meeting of Shareholders dated June 26, 2019.

On June 26, 2019, at 17h Floor CMC Tower, Duy Tan Street, Dich Vong Hau Ward, Cau Giay, Hanoi, the Annual General Meeting of Shareholders 2019 was held with the participation of 88 shareholders that hold 64,996,223 voting shares representing 90.2 % of the votes of the company. The Annual General Meeting of Shareholders 2019 has ratified the following resolutions:

1. Ratified the Report of Board of Directors on activities of 2018 and Plan for 2019.

Approval rate: 99,910 %

2. Ratified the Report of the Board of Management on the result of 2018 and Business Plan for 2019. .

Approval rate: 99,916 %

3. Ratified the Report of BOS on activities in 2018 and Plan for 2019.

Approval rate: 99,910 %

4. Ratified the Submission No.01/2019/TT-ĐHĐCĐ on Audited Financial statements 2018, Profit distribution for 2018 and Plan for 2019:

4.1. Ratified the full text of Audited combined and consolidated Financial Statements 2018 :

4.1.1. Audited Consolidated Financial Statement 2018:

4.1.1.1. Income statement:

Unit: VNĐ

No.	INDICATORS	Code	Actual 2018 (From 01/04/2018 to 31/03/2019)	Actual 2017 (From 01/04/2017 to 31/03/2018)	Growth (%)
1	Revenue	10	5.185.715.375.665	4.869.842.024.391	6%
2	Gross profit	20	841.111.442.477	753.419.384.179	12%
3	Net Profit from Operating activities	30	247.195.415.230	203.133.201.780	22%
	<i>Net profit in associates</i>	24	20.733.263.357	17.952.134.556	15%
4	Other profit	40	14.656.207.064	15.549.890.159	-6%
5	Total profit before tax	50	261.851.622.294	218.683.091.939	20%
6a	Corporate income tax	51	47.549.485.720	39.139.402.938	21%
6b	Deferred corporate income tax	52	(49.653.240)	(442.983.805)	89%
7	Profit after tax	60	214.252.483.334	179.986.672.806	19%
8	Profit after tax of non controlling shareholders	62	54.769.176.521	46.142.214.633	19%
9	Profit after tax of the holding company	61	159.483.306.813	133.844.458.173	19%

4.1.1.2. Balance sheet

Đơn vị: VNĐ

No.	INDICATORS	Code	31/03/2019	31/03/2018	Growth %
A	CURRENT ASSETS	100	2.198.562.190.256	1.663.913.682.023	32%
I	Cash and cash equivalent	110	432.733.780.074	143.491.061.936	202%
II	Short term financial investment	120	223.273.612.595	193.092.020.501	16%
III	Short term accounts receivable	130	1.209.652.157.070	994.916.060.113	22%
IV	Inventories	140	200.237.606.967	192.684.097.017	4%
V	Other current assets	150	132.665.033.550	139.730.442.456	-5%
B	LONG TERM ASSETS	200	1.510.357.168.585	1.333.714.379.617	13%
I	Long term accounts receivable	210	12.463.472.294	7.640.220.204	63%
II	Fixed assets	220	1.122.560.465.601	1.067.837.375.513	5%
III	Long term assets in progress	240	180.387.839.413	97.345.519.308	85%
IV	Long term financial investments	250	46.954.808.087	28.308.030.413	66%
V	Other long term assets	260	147.990.583.190	132.583.234.179	12%
TOTAL ASSETS		270	3.708.919.358.841	2.997.628.061.640	24%
A	LIABILITIES	300	2.346.363.852.243	1.749.084.725.166	34%
I	Current liabilities	310	1.709.060.892.455	1.416.021.913.453	21%
II	Long term liabilities	330	637.302.959.788	333.062.811.713	91%
B	OWNER'S EQUITY	400	1.362.555.506.598	1.248.543.336.474	9%
I	Owner's contribution capital	411	720.552.100.000	673.419.530.000	7%
II	Share premiums	412	34.444.340.400	34.444.340.400	0%
III	Other owner's capital	414	134.807.600.821	111.266.061.120	21%

No.	INDICATORS	Code	31/03/2019	31/03/2018	Growth %
IV	Exchange difference	417	372.410.000	471.314.384	-21%
V	Retained profit after tax	421	167.459.270.889	156.183.722.979	7%
VI	Interest of non controlling shareholders	429	304.919.784.488	272.758.367.591	12%
TOTAL CAPITAL SOURCE		440	3.708.919.358.841	2.997.628.061.640	24%

4.2.1. Audited Combined Financial Statement 2018:

4.2.1.1. Income statement:

Unit: VNĐ

No.	INDICATORS	Code	(Từ 01/04/2018 – 31/03/2019)	(Từ 01/04/2017 – 31/03/2018)	Growth %
1	Revenue	10	140.949.081.591	153.504.372.757	-8%
2	Gross profit	20	55.747.912.199	44.925.078.078	24%
3	Net Profit from Operating activities	30	117.898.870.519	137.908.048.172	-15%
4	Other profit	40	678.751.724	1.117.446.213	-39%
5	Total profit before tax	50	118.577.622.243	139.025.494.385	-15%
6	Corporate income tax	51	(1.424.392.870)		
7	Deferred corporate income tax	52	(57.996.340)	(57.996.340)	0%
8	Profit after tax	60	117.211.225.713	139.083.490.725	-16%

4.2.1.2. Balance sheet

No.	INDICATORS	Code	31/03/2019	31/03/2018	Grow th %
A	CURRENT ASSETS	100	522.041.916.822	204.882.561.375	155%
I	Cash and cash equivalent	110	300.722.408.901	1.494.635.604	20020%
II	Short term financial investment	120	41.000.000.000	65.000.000.000	-37%
III	Short term accounts receivable	130	179.615.749.413	135.989.582.089	32%
IV	Inventories	140	-	31.753.808	-100%
V	Other current assets	150	703.758.508	2.366.589.874	-70%
B	LONG TERM ASSETS	200	855.845.110.766	788.327.118.684	9%
I	Long term accounts receivable	216	5.000.000.000	29.426.945.000	-83%
II	Fixed assets	220	247.216.209.700	267.564.674.778	-8%
III	Long term assets in progress	240	81.927.199.279	38.462.685.438	113%
IV	Long term financial investments	250	511.801.048.066	442.137.909.243	16%
V	Other long term assets	260	9.900.653.721	10.734.904.225	-8%
TOTAL ASSETS		270	1.377.887.027.588	993.209.680.059	39%
A	LIABILITIES	300	495.654.915.991	153,966,602,593	222%
I	Current liabilities	310	139.321.734.612	128.008.484.973	9%
II	Long term liabilities	330	356.333.181.379	25.958.117.620	1273%
B	OWNER'S EQUITY	400	882.232.111.597	839.243.077.466	5%
I	Owner's contribution capital	411	720.552.100.000	673.419.530.000	7%
II	Share premiums	412	34.444.340.400	34.444.340.400	0%
III	Retained profit after tax	421	127.235.671.197	131.379.207.066	-3%
TOTAL CAPITAL SOURCE		440	1.377.887.027.588	993.209.680.059	39%

Details in the Audited combined and consolidated Financial Statements 2018 attached.

Approval rate: 99,917 %

4.2. Profit distribution 2018 of Holding company

Unit: VNĐ

No.	Indicators	Rate	2018 (VNĐ)
1	Profit after tax (Holding company)		117.211.225.713
2	Reward and welfare funds; Bonus fund of BOD and BOS (*)		(20.348.629.182)
	Including:		
	- Science and Technology fund	-10%	(11.721.122.571)
	- Reward and welfare funds	-6%	(7.032.673.543)
	- Bonus fund of BOD and BOS	-1%	(1.594.833.068)
3	Remaining profit after distributing funds (3) = (1) + (2)		96.862.596.531
4	Remaining profit after distributing funds		30.373.074.666
5	Accumulated undistributed profit on March 31, 2019 after funding (5) = (3) + (4)		127.235.671.197
6	Number of share at 31 Mar 2019		72.055.210
7	Expected dividend payment	15%	108.082.815.000
	Cash dividend	15%	108.082.815.000

(*) Pursuant to Resolution 02/2018/NQ-ĐHĐCĐ dated July 4, 2018.

The AGM ratified the profit distribution and dividend of 2018 as follows:

- ✓ Dividend ratio of 2018: 15%
- ✓ Type of dividend: cash dividend

The AGM authorized BOD to decide on the time and procedures for paying dividend of 2018 to shareholders.

Approval rate: 88,748 %

4.3. Plan for revenue and profit 2019; Plan for profit distribution 2019

The AGM ratified the Plan for revenue and profit 2019 as follows :

4.3.1. Consolidated plan for 2019:

Unit: million dong

No.	Indicators	Năm 2019 (plan)	Actual 2018	Growth
1	Consolidated revenue (excluding revenue of members and affiliated companies)	6.188.271	5.185.715	19.3%
2	Consolidated profit before tax	313.328	261.851	19.6%
3	Consolidated profit after tax of Holding company	185.461	159.483	16.3%

4.3.2. Plan for 2019 of Holding company

Unit: million dong

No.	Indicators	2019 (Plan)	Actual 2018 (**)	Growth
1	Revenue	108.396	104.664	4%
2	Profit before tax	118.246	118.577	-0.3%
3	Profit after tax	117.431	117.211	0.2%

(**) Using management data to correspond to plan 2019, hence there is difference compared to the audited combined Financial Statements of 2018.

4.3.3. Plan for profit distribution 2019 of Holding company

Unit: million dong

TT	Các chỉ tiêu	Tỷ lệ	Năm 2019 (VNĐ)
1	Profit after tax (Holding company)		117.431
2	Reward and welfare funds; Bonus fund for BOD and BOS (*)		(20.644)
	Including:		
	- Science and Technology fund	-10%	(11.743)

	- Reward and welfare funds	-6%	(7.046)
	- Bonus fund of BOD and BOS	-1%	(1.855)
3	Remaining profit after distributing funds (3) = (1) + (2)		96.788
4	Remaining profit after distributing funds		19.153
5	Accumulated undistributed profit on March 31, 2020 after funding (5) = (3) + (4)		115.941
6	Number of share at 31 Mar 2020		100.000.826
7	Expected dividend payment	11.00%	110.000

(***) Bonus fund for BOD and BOS 2019 temporarily deduct 1% consolidated profit after tax of Holding company.

The AGM authorized BOD to plan dividend payment (if any) and interim dividend (if any) for the year of 2019.

Approval rate: **94,324 %**

- 5. Ratified Submission 02/2019/TT ĐHĐCĐ on the adjustment of issuance plan according to ESOP 2018** by which increase the expected issuance amount from 3,360,000 shares (*Three millions three hundred thousands and sixty thousands*) to 3,600,000 shares (*Three millions and six hundred thousands*):

5.1. Issuance plan

5.1.1. The amount and process of issuance

- Intended total amount of shares to be issued: 3,600,000 shares accounted for 4,996% of total outstanding shares.
- Nominal value: VND10.000
- Total par value: 36.000.000.000 đồng.
- Type of shares: Employee stock.
- Offering price: VND10,000/share.

- Plan of using capital mobilized: to supplement working capital for the operation of the Company
- Duration: From July 2019 until the end of December 12/2022 or until all the shares are issued, whichever comes first.
- Expected issuance roadmap: Authorizing the Board of Directors to decide the time of issuance, issuance rate, restriction on assignment of shares and the specific number of shares issued by the program in each year.

5.1.2. Object of the offering:

Key personnel of CMC Corporation and its members meeting the conditions decided by the Board of Directors of CMC, assigned work objectives to the end of the fiscal year 2021.

5.1.3 Registration and listing of the new issued shares:

Based on the actual number of shares issued in each year of the Program according to the decision of the Board of Directors, the AGM approved the additional registration and listing of shares issued at Vietnam Securities Depository Center ("VSD") and Ho Chi Minh Stock Exchange ("HOSE").

5.2. Authorization

- 5.2.1. The AGM authorized the Board of Directors to organize the implementation of the entire Program, including but not limited to: Establishing the ESOP Executive Board; developing ESOP regulations; deciding the specific objects of the program; deciding the ratio and number of shares issued under the Program each year; deciding the restriction on assignment of shares issued under the Program; deciding and handling relevant issues and adjusting the program (if any) in accordance with the provisions of the law.
- 5.2.2. The AGM authorized the Board of Directors to carry out necessary procedures to complete the issuance of shares under the Program with relevant agencies; to perform the necessary tasks for additional registration, listing and relieving restrictions on the transfer of the shares at Vietnam Securities Depository Center ("VSD") and Ho Chi Minh Stock Exchange ("HOSE") and other agencies (if any).

- 5.2.3. The AGM authorized the Board of Directors to amend the Corporate Charter of the Company on charter capital and the number of authorized shares basing on the actual amount of share issued under the program each year.
- 5.2.4. The AGM authorized the Board of Directors and CEO to implement procedures to amend and supplement the company registration certificate basing on the actual amount of shares issued under the program each year.
- 5.2.5. The AGM authorized the Board of Directors to issue other relevant documents (if any) on the request of competent agencies to implement the program.

*Approval rate: **88,705** %*

6. Ratified Submission 03/2019/ TT ĐHCĐ on issuance of shares to existing shareholders by the owner's equity as follows:

6.1 To issue shares to raise Charter capital by the owner's equity (Bonus issue)

1.1	Name of stock	are of CMC Technology Corporation Joint stock Company
1.2	Type of share	dinary share
1.3	Nominal value	ĐD 10,000/share
1.4	The total number of shares sold	.055.210 shares
1.5	The number of outstanding stock	.055.210 shares
1.6	The number of treasury shares	share
1.7	The exercise rate	88%
1.8	Object of stock offering	isting shareholders are on the list at the last registration date to close the list of

shareholders to receive bonus shares

- | | | |
|------|--|--|
| I.9 | The number of shares proposed to issue | 345,616 shares at the outside |
| I.10 | Total par value | ID 29,456,160,000 at the outside |
| I.11 | The capital planning | to be paid in capital of stockholders' equity according to the audited financial statement 2018 |
| I.12 | Plan of using capital | to increase working capital for business activities |
| I.13 | Fractional share solution | <p>The bonus shares will be rounded to the nearest whole number, all the decimal places will be deleted</p> <p>For example: A shareholder owning 10,000 shares will receive a bonus of 408.8 shares, of which the decimal place (0.8) will be deleted => the total number of bonus share the shareholder will receives is 408 shares.</p> |
| I.14 | Restriction on assignment of shares | <p>No restriction on assignment</p> <p>The option of bonus shares is non negotiable</p> |
| I.15 | Time of implementation | <p>within Quarter II and III of fiscal year 2019 after the issuance plan has been approved by the State Securities Commission</p> |

6.2 Authorization

The AGM authorized the Board of Directors:

- 6.2.1 To decide the time of issuance of shares to raise Charter capital by the owner's equity.
- 6.2.2 To carry out the procedures and issue the necessary documents to issue shares to increase Charter capital with the State Securities Commission and related agencies.
- 6.2.3 To determine actual number of issued shares after closing the list of shareholders to pay bonus shares, to report to competent state agencies and disclose information according to the provisions of law.
- 6.2.4 To carry out procedures for additional registration and listing of the bonus shares at the Vietnam Securities Depository Center and Ho Chi Minh Stock Exchange.
- 6.2.5 To implement procedures and issue necessary documents to change the contents of the company registration certificate.
- 6.2.6 To amend and supplement Clause 1, Appendix 1 of the Charter of the Company (increasing charter capital and the number of issued shares) after completing the procedures for issuing shares to increase charter capital from the owner's equity.

Approval rate: 99,885 %

7. Ratified Submission 04/2019/ TT ĐHCĐ on private placement of shares to foreign investor

7.1. PLAN OF PRIVATE PLACEMENT OF SHARES

- 7.1.1 Name of stock : Share of CMC Technology Corporation Joint stock Company
- Stock symbol **CMG**
- 7.1.2 Type of shares Ordinary shares
- 7.1.3 Nominal value : VND 10,000/ share
- 7.1.4 Method of offering : Private placement
- 7.1.5 Purpose of offering : Offering to strategic investors to joint develop the company

- 7.1.6 Intended total amount of shares : 25,000,000 shares
to be offered
- 7.1.7 Total par value : VND 250,000,000,000
- 7.1.8 Offering price : Not lower than VND 30,000 / share (authorizing the Board of Directors to decide the offering price on the basis of negotiating with Investors).
- 7.1.9 Plan of using capital : The total amount mobilized from the private placement is expected to be about VND 750,000,000,000 which is used to:
- Investing in member companies (current and / or new): VND 450,000,000,000;
 - Investment in technical infrastructure: VND 300,000,000,000
- (Authorized the Board of Directors to adjust the plan of using capital to suit the actual needs and the actual mobilized amount if necessary and to ensure compliance with the law).
- 7.1.10 Object of the offering : Samsung SDS Co. Ltd (or Samsung SDS Asia Pacific Pte. Ltd, is a wholly owned subsidiary of Samsung SDS)
- 7.1.11 Expected dilution rate : In private placement, there is a dilution risk, including: (i) EPS (Earning Per Share); (ii) BVPS (Book Value Per Share); and (iii) diluting the holding rate and voting rights
- 7.1.12 Restriction on assignment of shares : The new shares issued in the private placement are restricted for transferring within 05 (five) years from the date of completion of the offering in accordance with the law.

- 7.1.13 Time of offering : Within Quarter II and III of fiscal year 2019 after the offering plan has been approved by the State Securities Commission and other competent authorities (if any).
- 7.1.14 Waiving preemptive right : Shareholders of the Company agree to waive the preemptive right or similar rights (in accordance with the Law of Vietnam or the Corporate Charter of the Company applicable at the time of the General Meeting of Shareholders ratifies this plan.) relating to the private placement of this plan.
- 7.1.15 Registration and listing of the new issued shares : The new issued shares will be centrally registered at Vietnam Securities Depository Center ("VSD") and listed on Ho Chi Minh Stock Exchange ("HOSE") in accordance with the regulations of law.

7.2. Authorization

The AGM authorized the Board of Directors to implement the Plan of private placement of shares and perform all the works related to the private placement of shares, including but not limited to:

7.2.1 To prepare and implement the detailed offering plan:

- i. To decide appropriate time of offering;
- ii. To implement necessary procedures to limit the maximum foreign ownership ratio (if necessary) to ensure success for the issuance.
- iii. To implement the following detailed plan:
 - To decide the specific object of the offering as mentioned in Section 7.1.10;
 - To decide on the specific number of shares offered and the offering price on the basis of negotiation with the investor, but the number of shares offered will not be more than 25,000,000 shares with the offering price not less than VND 30,000 / share in any case.

- To decide on trading terms and conditions, contracts relating to the issuance (including the subscription agreement and other relevant agreements) to ensure maximum benefits for shareholders and the Company.
 - To prepare and adjust the detailed plan of using the capital mobilized from the offering to ensure the interests of shareholders and the Company in accordance with the law; In case the actual amount obtained from the offering is bigger than VND 750,000,000, based on the actual situation of the Company and its members, the Board of Directors decides to balance, adjust and distribute excess shares for the purpose of capital use mentioned in Section 7.1.9 above.
 - To develop and approve offering documents;
- iv. To implement procedures to complete the tasks under the approved plan, including supplementation, amendment and completion of the plan at the request of the State agencies so that the capital mobilization of the company is carried out and completed legally.
- 7.2.2 To approve the issuance results, to report to competent state agencies and to disclose information according to the regulation of law.
- 7.2.3 To perform procedures and work and decide the appropriate time to register the new issued shares at Vietnam Securities Depository Center and to list at Ho Chi Minh Stock Exchange.
- 7.2.4 To perform procedures to change the business registration on the charter capital of the company according to the result of the offering to raise charter capital with the competent State authority.
- 7.2.5 To amend Clause 1 Appendix 1 of the Corporate Charter (updating the new charter capital and total issued shares) after completing the private placement of shares under the above plan and to amend the business lines at the request of competent state agencies to meet the conditions of private placement for foreign investors (if any).

7.2.6 In order to facilitate the process of implementing the issuance plan, the Board of Directors may authorize the Chairman of the Board of Directors or the General Director to implement one or all of the contents authorized by the General Meeting of Shareholders.

Approval rate: **93,339 %**

8. Ratified Submission 05/2019/ TT ĐHCĐ on amending the business lines of the Company

8.1. To amend the business lines

VSIC code	Current Business lines/ Description	Amended business lines/ Description
10	Agents, brokers, auction Details: Goods purchasing agents, goods selling and consigning agents	Goods Agents, goods brokers, goods auction Details: Goods purchasing agents, goods selling and consigning agents (Foreign-invested economic organizations carry out activities of purchasing and selling goods and activities directly related to the purchasing and selling of goods according to regulations in Decree No. 09/2018 / ND-CP dated January 15, 2018 and Circular No. 34/2013 / TT-BCT dated December 24, 2013)
90	Other telecommunication activities Details: Providing communication services and products; Providing information security products and services; Providing electronic signature authentication	Other telecommunication activities Details: Providing communication services and products; Providing information security products and services (except for services of checking and assessing network information safety; information security services without using civil codes); Providing electronic signature authentication service.

	service.	
20	<p>ublishing software</p> <p>etails: Producing software, providing software and content services and solutions; Publishing software; Data processing services and database-related activities; Processing and exporting software</p>	<p>Publishing software</p> <p>Details: Producing software, providing software and content services and solutions; Publishing software; Data processing services and database-related activities; Processing and exporting software</p> <p>(Foreign-invested economic organizations carry out activities of purchasing and selling goods and activities directly related to the purchasing and selling of goods according to regulations in Decree No. 09/2018 / ND-CP dated January 15, 2018 and Circular No. 34/2013 / TT-BCT dated December 24, 2013))</p>

8.2. Authorization

- The AGM authorizes the BOD to decide the amendment of business lines on the request of competent state agencies.
- The AGM authorizes the Chairman of the BOD to implement the procedures of changing the company registration certificate on the amendment of business lines at competent state agencies.

*Approval rate: **99,917** %*

9. Ratified Submission 06/2019/ TT ĐHCĐ vè on raising Charter capital and Amending and Supplementing Corporate Charter of the company

9.1. Raising Charter capital

Based on the issuance of shares for existing shareholders by the owner's equity and the private placement mentioned above, the AGM ratified to raise the Charter capital in 2019 as follows:

9.1.1. To raise the charter capital of the company from VND 720.550.210.000 to VND 750.008.260.000 đồng at the outside for the first time of 2019;

To assign Board of Directors to approve the actual charter capital after the company has completed the issuance of shares to existing shareholders by the owner's equity.

9.1.2. To raise the charter capital of the company to VND 1.000.008.260.000 at the outside for the second time of 2019 after the Private Placement of shares to strategic investor;

To assign Board of Directors to approve the actual charter capital after the company has completed the issuance of shares

9.2. Corporate Charter amendment: As in the appendix attached.

Approval rate: 94,332 %

10. Ratified Submission 07/2019/TT ĐHĐCĐ on Exemption and election of member of the Board of Directors 2016 – 2021 as follows:

10.1. To approve to exempt Mr. Hoang Ngoc Hung from the position of member of BOD for the term 2016 – 2021.

Approval: 99,917 %

10.2. To approve the List of nominees and candidates to vote for replacement member of BOD.

Approval rate: 99,763 %

10.3. Voting result

No.	Nominee	Voting	Rate
1	Mr. Hà Thế Vinh	64,926,979	99.89%

Note: The term of the elected member is the remaining period of the term 2016-2021.

11. Ratified Submission 08/2019/ TT ĐHĐCĐ về on the remuneration budget for members of Board of Directors and Board of Supervisors 2019

11.1 Fixed payment

Position	Payment/person/month (VND) VAT included (10%)
<i>Chairman of BOD</i>	9.900.000
<i>Vice Chairman of BOD</i>	8.300.000
<i>Member of BOD</i>	6.600.000
<i>Head of BOS</i>	8.300.000
<i>Supervisors</i>	5.000.000

The payment excludes:

- Salary in case BOD or BOS member is either employee of the company or performing their intensive work for the Company.
- Travelling expense, accommodation expense or other reasonable expenses incur during their mission.

11.2 Bonus:

In addition to the fixed payment mentioned above, the AGM ratified the bonus for BOD and BOS as follows:

- Bonus 1% of consolidated profit after tax belonging to the holding company for BOD and BOS if consolidated profit after tax belonging to the holding company reaches from 90% to 100% of the plan.
- Bonus 3% of consolidated above plan profit after tax belonging to the holding company for BOD and BOS if consolidated above plan profit after tax belonging to the holding company exceeds the plan.

*Approval: **99,866 %***

- 12.** The Board of Directors is fully assigned to implement the Resolution in order to complete the targets set by AGM and to ensure the interest of the company and shareholders.

Hà Nội, ngày 26 tháng 06 năm 2019

ĐẠI HỘI ĐỒNG CỔ ĐÔNG

Chủ tọa

Nơi nhận

- Cổ đông công ty
- Hội đồng Quản trị
- Ban kiểm soát Công ty
- Ban điều hành Công ty
- Các cơ quan có thẩm quyền (để báo cáo)
- Lưu VP HĐQT

Nguyễn Trung Chính

APPENDIX

An unseperatable part of Resolution 01 /2019/NQ – ĐHĐCĐ

No.	Article	Current content	Amended content
1	Article 2.4	Chief Executive Officer will act as the legal representative of the company	The Chairman of the Board of Directors and Chief Executive Officer are the legal representative of the company. The rights and obligations of Chairman of BOD and Chief Executive Officer as as the legal representative of the company are decided by the Board of Directors in each period of time.
2	Article 3.1	Business lines of the company	Amend 3 VSIC code 4610, 6190, 5280 according to Submission 05/2019/ TT ĐHĐCĐ on amending the business lines of the Company
3	Article 25.2 (o)	The Board of Directors has the following rights and obligations: Approve sale, loan, borrowing contracts, and other	The Board of Directors has the following rights and obligations: Approve sale, loan, borrowing contracts, and other contracts

		contracts of which the values are lower than 50% of the total asset value written in the latest financial statement of the company, except for contracts and transactions that must be approved by the General Meeting of Shareholders in accordance with law.	of which the values are equal to or higher than 35% of the total asset value written in the latest financial statement of the company, except for contracts and transactions that must be approved by the General Meeting of Shareholders in accordance with law.
4	Article 25.3 (o)	Investments that are not included in the business plan with the budget exceeding twenty (20) billion VND or investments exceeding 10% of the annual business plan and budget;	Investments that are not included in the business plan with the budget exceeding fifty (50) billion VND or investments exceeding 10% of the annual business plan and budget;
5	Article 26	Chairman, Vice Chairman of BOD No stipulation	Chairman, Vice Chairman of BOD To supplement clause 5 as follows: 5. Chairman of the Board of Directors shall exercise other rights and duties as assigned and decided by the Board of Directors in each period of time.

6	Article 30.3 (b)	<p>Chief Executive Officer</p> <p>Decide all issues that do not need approving by resolutions of the Board of Directors, including signing financial and commercial contracts on behalf of the company, organizing and executing the daily operation of the company according the best management practices.</p>	<p>Chief Executive Officer</p> <p>b. Decide all issues that do not need approving by resolutions/ decisions of the Board of Directors and/or Chairman of the Board of Directors, including signing financial and commercial contracts on behalf of the company, organizing and executing the daily operation of the company according the best management practices.</p>
7	Annex 1	<p>Charter Capital: 720.055.210.000 VND</p> <p>Equivalent to: 72.055.210 shares</p> <p>Nominal value: 10,000 VND/ shares (ten thousand dongs)</p>	<p>The Board of Directors will difine the actual charter capital and the number of shares after the company has completeted: (1) issuance of share by paid in capital; (2) private placement of shares.</p> <p>Nominal value: 10,000 VND/ shares (ten thousand dongs)</p>
8		<p>2. Total number of authorized shares: 3.360.000</p> <p>Duration of issuance: from July 2018 to the end of December 2021 or until all the expected shares under ESOP 2018 are issued, whichever comes first.</p>	<p>2. Total number of authorized shares: 3.600.000</p> <p>Duration of issuance: from July 2019 to the end of December 2022 or until all the expected shares under ESOP 2018 are issued, whichever comes first.</p>