

**RESOLUTION**  
**ANNUAL GENERAL MEETING OF SHAREHOLDERS 2019**

- Pursuant to the Enterprise Law (No. 68/2014/QH13) approved by the National Assembly of the Socialist Republic of Vietnam on 26/11/2014;

- Pursuant to the Charter of Organization and Operation of Phu Tai Joint Stock Company;

- Pursuant to the minutes of the Annual General Meeting of Shareholders No. 01/BB-DHĐCĐ dated 06/06/2019;

The Annual General Meeting of Shareholders 2019 (AGMS) of Phu Tai Joint Stock Company conducted a meeting on 06/06/2019 at the company's headquarters, No. 278 Nguyen Thi Dinh, Nguyen Van Cu Ward, Quy Nhon City, Binh Dinh Province.

Total shareholders of the company: 2,458 shareholders, with the total number of holding shares: 48,599,441 shares (according to the list of rights to attend the Annual General Meeting of Shareholders 2019 conducted by the Vietnam Securities Depository) on 15/03/2019).

The total number of shareholders attending the meeting was 69 shareholders, the total number of holding shares and the number of duly authorized shares to attend was 34,606,859 shares, equivalent to 71.21% of the voting shares of company.

The entire shareholders attending the Meeting gathered their intellect, worked urgently and seriously with a high sense of responsibility,

**ANNUAL GENERAL MEETING OF SHAREHOLDERS 2019**

**PHU TAI JOINT STOCK COMPANY**

**DECIDES:**

**Article 1. To unanimously adopt the Operation Report of the Board of Management (BOM) at the Annual General Meeting of Shareholders 2019.**

**1.1. Production and business results in 2018:**

*Targets of parent company:*

- |                      |                    |   |
|----------------------|--------------------|---|
| - Total revenue:     | 2,711 billion VND, | Increase 29% compared to the same period. |
| - Profit before tax: | 424 billion VND,   | increase 14% compared to the same period. |
| - Profit after tax:  | 370 billion VND,   | Increase 14% compared to the same period. |

*Consolidated targets:*

- Total revenue: 4,758 billion VND, increase 18 % compared to the same period.
- Profit before tax: 475 billion VND, increase 12% compared to the same period.
- Profit after tax: 400 billion VND, increase 11% compared to the same period.

**1.2. Production and business plan in 2019:**

*Targets of parent company:*

- Total revenue: 3,150 billion VND, increase 16% compared to the same period.
- Profit before tax: 480 billion VND, increase 13% compared to the same period.
- Profit after tax: 410 billion VND, increase 11% compared to the same period.
- Payment of dividend:  $\geq 30\%$  billion VND

*Consolidated targets:*

- Total revenue: 5,865 billion VND, increase 23% compared to the same period.
- Profit before tax: 555 billion VND, increase 17% compared to the same period.
- Profit after tax: 458 billion VND, increase 15% compared to the same period.

*The Meeting voted:*

Total number of shares participating in voting	: 34,606,859 shares
Method of voting	: Voting directly by raising voting cards
Voting “for”	: 34,606,859 shares
Ratio	:100% of the total votes of participating shareholders
Voting “against”	: 0 shares
Ratio	: 0% of the total votes of participating shareholders
Other opinion	: 0 shares
Ratio	: 0% of the total votes of participating shareholders
Conclusion: The Meeting unanimously adopted with 34,606,859 shares, reaching 100%	

**Article 2. To unanimously adopt the Financial Statement 2018** audited by AASC Auditing Firm Company Limited.

*The Meeting voted:*

Total number of shares participating in voting	: 34,606,859 shares
Method of voting	: Voting directly by raising voting cards
Voting “for”	: 34,606,859 shares
Ratio	: 100% of the total votes of participating shareholders

Voting “against”	: 0 shares
Ratio	: 0% of the total votes of participating shareholders
Other opinion	: 0 shares
Ratio	: 0% of the total votes of participating shareholders
Conclusion: The Meeting unanimously adopted with 34,606,859 shares, reaching 100%	

**Article 3. To unanimously adopt the Plans for profit distribution and dividend payment in 2018 as follows:**

**3.1. Profit distribution plan.**

<b><u>Profit before tax of the parent company</u></b>	<b><u>424,391 million dong</u></b>
CIT payable	54,822 million dong
<b><u>Undistributed after-tax profit</u></b>	<b><u>369,569 million dong</u></b>
- Deduction for setting up reward and welfare funds (5%)	18,478 million dong
- Dividend payment ratio/ charter capital at the record time	32%
- Payment of cash dividend:	150,718 million dong
- Supplement to owner’s equity	200,373 million dong

**3.2. Dividend payment plan in 2018.**

- Form of dividend payment: in cash.
- Dividend payment ratio: 32% of charter capital at the time of closing the dividend payment right.

**\* To adopt the authorization for the Board of Management:**

The General Meeting of Shareholders unanimously assigned to the Board of Management:

- Decide on a specific time to pay cash dividends.
- Implement procedures related to dividend payment in accordance with provisions of the Law and the Charter of the organization and operation of the company.
- Perform other related works as prescribed.

*The Meeting voted:*

Total number of shares participating in voting	: 34,606,859 shares
Method of voting	: Voting directly by raising voting cards
Voting “for”	: 34,606,859 shares
Ratio	: 100% of the total votes of participating shareholders
Voting “against”	: 0 shares
Ratio	: 0% of the total votes of participating shareholders
Other opinion	: 0 shares
Ratio	: 0% of the total votes of participating shareholders
Conclusion: The Meeting unanimously adopted with 34,606,859 shares, reaching 100%	

**Article 4. To unanimously adopt the report on the use of capital gained from the issuance of shares to increase charter capital from 259,201,940,000 VND to 323,997,480,000 VND (audited).**

*The Meeting voted:*

Total number of shares participating in voting	: 34.606.859 shares
Method of voting	: Voting directly by raising voting cards
Voting “for”	: 34,038,482 shares
Ratio	: 98.36% of the total votes of participating shareholders
Voting “against”	: 568,377 shares
Ratio	: 1.64% of the total votes of participating shareholders
Other opinion	: 0 shares
Ratio	: 0% of the total votes of participating shareholders
Conclusion: The Meeting unanimously adopted with 34,038,482 shares, reaching 98.36%	

**Article 5. To unanimously adopt the plan of remuneration for the Board of Management in 2019.**

*The Meeting voted:*

Total number of shares participating in voting	: 34.606.859 shares
Method of voting	: Voting directly by raising voting cards
Voting “for”	: 34,038,482 shares
Ratio	: 98.36% of the total votes of participating shareholders
Voting “against”	: 0 shares
Ratio	: 0% of the total votes of participating shareholders
Other opinion	: 568,377 shares
Ratio	: 1.64% of the total votes of participating shareholders
Conclusion: The Meeting unanimously adopted with 34,038,482 shares, reaching 98.36%	

**Article 6. To unanimously adopt the Audit Letter, Proposal for selection of independent auditing company in 2019.**

The General Meeting of Shareholders assigns the Board of Management to decide to select an independent auditing company which is AASC Auditing Firm Company Limited or Deloitte Vietnam Company Limited.

The BOM authorizes the General Director to negotiate implementation terms, funding and necessary procedures to perform the audit, fully report the audit results in accordance with provision of the law and the Organization and Operation Charter of the company.

*The Meeting voted:*

Total number of shares participating in voting	: 34.606.859 shares
Method of voting	: Voting directly by raising voting cards
Voting “for”	: 34.606.859 shares
Ratio	: 100% of the total votes of participating shareholders
Voting “against”	: 0 shares

Ratio	: 0% of the total votes of participating shareholders
Other opinion	: 0 shares
Ratio	: 0% of the total votes of participating shareholders
Conclusion: The Meeting unanimously adopted with 34,606,859 shares, reaching 100%	

**Article 7: Responsibility for implementation of the Resolution:**

The General Meeting of Shareholders unanimously assigned the BOM to be responsible for directing and organizing the effective implementation of the contents adopted by the Annual General Meeting of Shareholders 2019, ensuring the interests of shareholders, enterprises and in accordance with the Organization and Operation Charter of the company.

The resolution includes four (04) pages and seven (07) articles. All contents of the Resolution unanimously adopted by the Annual General Meeting of Shareholders 2019 with 34,606,859 shares, reaching 100% of total shares with voting rights at the General Meeting.

This resolution takes effect from the date of signing./.

**Recipients:**

1. *State Security Commission of Vietnam;*
2. *Company Shareholders (website);*
3. *BOM and General Director;*
4. *Archive: TK, VT.*

**PHU TAI JOINT STOCK COMPANY  
ON BEHALF OF GENERAL  
MEETING OF SHAREHOLDERS  
CHAIRPERSON**

**(signed and stamped)  
CHAIRMAN OF THE BOARD  
LE VY**