

## FCM: Resolution of AGM 2015

FECON Mining Joint Stock Company announced the resolution of the 2015 annual general meeting dated March 21, 2015:

Article 1: The AGM approved reports

1. The AGM approved business result in 2014 and business plan for 2015 as follows:

- a. Business result in 2014:

*By: Million dong*

	<b>Plan</b>	<b>Result</b>	<b>Ratio</b>
Consolidated revenue	660,000	485,716	73.6%
Profit before tax	88,000	32,543	37%
Profit after tax	66,000	26,879	40.7%

- b. Business plan for 2015

*By: Billion dong*

	<b>Implement in 2015</b>	<b>Plan for 2015</b>	<b>Ratio</b>
Charter capital	410	610	48.8%
Revenue	485.7	600	23.5%
Profit after tax	26.8	40	49%
Dividend (% of Charter capital) (%)	0	5	

2. The AGM approved report of the Board of Directors
3. The AGM approved report of the Board of Supervisors.

Article 2: The AGM approved the audited financial statements in fiscal year 2014 and choose an auditing firm for fiscal year 2015:

*By: dong*

	<b>Parent company</b>	<b>Consolidated</b>
Total assets	848,201,442,977	961,002,911,442
Equity	439,238,575,633	439,796,605,796
Net revenue	486,983,965,882	485,716,639,222
Profit after tax	17,865,919,179	26,879,308,080
EPS (VND/share)	543	747

The AGM approved to select one of four auditing companies to audit the 2015 financial statements (AVA, Deloitte AFC VietNam, CPA)

Article 3: The AGM approved the 2014 profit distribution and business plan for 2015:

1. The 2014 profit distribution:

<b>No.</b>		<b>% of Profit after tax</b>	<b>Value ( dongs)</b>
I	Profit after tax in 2014	100%	24,564,259,849
II	Profit after tax distribution		6,509,528,860
1	Remuneration of the Board of Directors, the Board of Supervisors in 2014 of parent company	1.5%	368,463,898
2	Funds	25%	6,141,064,962
1	Bonus and welfare fund	20%	4,912,851,970
2	Investment and development fund	5%	1,228,212,992
III	Retained earnings	73.5%	18,054,730,989

2. Dividend in 2014: VND0

3. Consolidated business result plan for 2015:

*By: Billion dongs*

	<b>Implement in 2015</b>	<b>Plan for 2015</b>	<b>Ratio</b>

Charter capital	410	610	48.8%
Revenue	485.7	600	23.5%
Profit after tax	26.8	40	49%
Dividend (% of Charter capital) (%)	0	5	

Article 4: The AGM approved remuneration of the Board of Directors, the Board of Supervisors in 2014 and payment plan for 2015:

1. Remuneration of the Board of Directors, the Board of Supervisors in 2014: VND368,463,898
2. Remuneration of the Board of Directors, the Board of Supervisors in 2015: 1.5% of profit after tax

Article 5: The AGM approved to changes plan of the use of proceeds from issuance in 2014:

- Total proceeds before changing: VND142,000,000,000
- Total proceeds after changing: VND140,126,354,545

Article 6; The AGM approved proposal on issuing new shares to raise its charter capital for strategic shareholders:

- Share name: Share of FECON Mining Joint Stock Company
- Type of share: Common share
- Par value: VND 10,000/share
- Number of shares expected to be issued: 20,000,000 shares (in which: foreign strategic shareholders: 20,000,000 shares)
- Total issue value: VND200,000,000,000
- Issuing price: from VND10,000/share or over
- Issue method: Private placement
- Transfer restriction: 03 years as from the finishing date of the issuance
- Time of implementation: authorized to the BOD to decide time for implementation

- Time of offering: estimated in Quarter 3, Quarter 4, 2015 after getting approval from the State Securities Commission
- The new shares will be registered and listed on Vietnam Securities Depository and Hochiminh Stock Exchange according to applicable law

Article 8: The AGM approved the Board of Directors in the term 2015-2019:

1. Mr. Ha The Phuong: Chairman of the BOD
2. Mr. Ha The Long: Deputy Chairman of the BOD
3. Mr. Pham Trung Thanh: Member cum Director
4. Mr. Nguyen Chi Cong: Member
5. Mr. Ngo Manh Quan: Member

Article 9: The AGM approved the Board of Supervisors in the term 2015-2019:

1. Ms. Nguyen Thi Thanh Van: Head of the Board of Supervisors
2. Ms. Nguyen Thi Nghien: Member
3. Mr. Nguyen Manh Quan: Member

Article 10: The AGM approved to amend the Articles of Association.