**TPP: Annual General Meeting of shareholders Mandate**

On 28 feb 2017, Tan Phu Plastic Joint Stock Company announced Board Resolution as follows:

1. Approve Corporate Governance Report, Report of Management Board of 2016 and plan for 2017, with the following norms:
2. Operation results of 2016:

-Revenue: 501.5 billion dongs

- Profit after tax: 21.189 billion dongs

- Profit before tax: 19.335 billion dongs

- Dividend: 15%

2. Operation plan for 2017

-Revenue: 723 billion dongs

- Profit before tax: 38 billion dongs

- Dividend: 15%

1. Approve Report of Supervisory Board of 2016 and plan for 2017
2. Approve audited financial statement of 2016(audited by AFC Vietnam JSC- North Area Branch)
3. Approve Statement regarding profit distribution of 2016; remuneration for Board of Directors and Supervisory Board of 2016 and plan for 2017
4. Profit distribution of 2016:

|  |  |  |  |
| --- | --- | --- | --- |
| No | Contents | Unit | Performance |
|  | Dividend by shares (15% of Charter Capital) | Dongs | 9,899,326,500 |
|  | Remaining Profit | Dongs | 9,324,628,629 |

1. Remuneration for Board of Directors and Supervisory Board:
	1. Remuneration for Board of Directors and Supervisory Board of 2016: 361,506,437
	2. Remuneration plan Board of Directors and Supervisory Board of 2017:

|  |  |  |  |
| --- | --- | --- | --- |
| No | Contents | Unit | Total Remuneration |
|  | Board of Directors | 5 | No |
|  | Supervisory Board | 3 | No |
|  | Total | 8 | No |

1. Approve the Statement regarding authorizing Board of Director to select the auditing unit for Financial Statement of 2017.

Authorize Board of Director to select one of three following companies:

* CPA Vietnam
* AFC Vietnam- North Area Branch
* Grant Thornton Vietnam
1. Approve the Statement regarding conversion from preferred shares to common shares:

|  |  |  |  |
| --- | --- | --- | --- |
| No. | Name | Position | Number of shares |
|  | Tran Ngoc Phuong | Manager of Engineering and technology | 1,000 |
|  | Nguyen Van Quyet | Manager of Ho Chi Minh City Branch | 800 |
|  | Phan Tran Tuan | Mechanical workshop | 200 |
|  | Ha Xuan Lam | Long An Branch | 200 |
|  | Ha Van Quy | Long An Branch | 200 |
|  | Nguyen Van Dinh | Long An Branch | 200 |
|  | Le Van Tuan | Long An Branch | 200 |
|  | Nguyen Duc Hieu | Long An Branch | 200 |
|  | Tran VanKhoi | Long An Branch | 200 |
|  | Pham Tien CUong | Long An Branch | 200 |
|  | Nguyen Duc Toan | Long An Branch | 200 |
|  | Nguyen Hoa Binh | Long An Branch | 200 |
|  | Company union |  | 600 |
|  | Total |  | 4400 |

1. Approve Statement regarding raising the Capital as follows:
2. Name of the shares: shares of Tan Phu Plastic Joint Stock Company
3. Type of shares: Common shares
4. Par value: 10,000 dongs/share
5. Number of shares expected to be issued:

 -Total number of shares expected to be issued: 3,400,449 shares; accounting for 51.5% the outstanding shares

 - Total par value: 34,004,490,000 dongs

4.1 Issue shares to pay dividend:

Number of shares issued: 989,933 shares

Total par value: 9,899,330,000 dongs

Issuance source: Remaining profit after tax

Object to issue shares to: shareholders in track book on record date

Ratio: 100:15 (shareholders owning 100 shares will receive 15 shares)

Plan for rounding shares, handling fractural shares: the number of shares will be rounded to the unit. Fractural shares will be canceled. 4.1 Issue shares to pay dividend:

4.2 Issue share to raise the capital:

Number of shares issued: 2,450,516 shares

Total par value: 24,105,160,000 dongs

Issuance sources: development and investment fund, Charter capital provisions, surplus of contributed shares

Object to issue shares to: shareholders in track book on record date

Ratio: 100:36.5 (shareholders owning 1300 shares will receive 36.5shares)

Plan for rounding shares, handling fractural shares: the number of shares will be rounded to the unit. Fractural shares will be canceled.

1. Time to be issued: QII/2017
2. Authorize to Board of Directors to implement this mandate.
3. Approve the Statement regarding supplement of industry lines:

|  |  |  |
| --- | --- | --- |
| No. | Name of Industry lines | Code |
| 1 | Transportation business by road | 4933 |

1. Approve the Statement regarding changing the Charter
2. Approve the Statement regarding members of Board of Directors:

Approve appointing Mr. Ngo Duc Trung, Deputy General Manager as member of Board of Directors. Reasons: Mr. Nguyen Van Hung, Chairman of Board of Director resigned.

1. Approve Statement regarding election for Supervisory Board term 2015-2020

Election results as follows:

|  |  |  |  |
| --- | --- | --- | --- |
| No. | Name | Number of shares | Ratio (%) |
|  | Ms. Tran Thi Bich Ha | 5,333,364 | 104% |
|  | Ms. Luong Thi Huong | 5,302,749 | 99.78% |
|  | Ms. Tran Minh Trang | 5,302,749 | 99.78% |

1. Execution provision:

This mandate takes effect as from 28 Feb 2017

General Meeting of Shareholders assign to Members of Board of Directors, Board of General Directors and other individuals related to implementing this mandate.