**TBB: Annual General Mandate**

On 29 April 2017, Tien Bo Corporation Joint Stock Company announced:

**Article 1:** General Meeting of Shareholders approves the report of the Board of Directors 2017

**Article 2**: Approve the report on business results for 2016 and the business plan of 2017 as follows:

1. Business results in 2016

|  |  |  |  |
| --- | --- | --- | --- |
| **Business results** | **2015** | **2016** | **Increase/ Decrease** |
| - Total revenue | 153.820.729.300 | 302.343.605.042 | 95,65% |
| - Profit before tax | 19.532.438.101 | 37.587.387.720 | 92,44 |
| - Net profit | 15.157.450.961 | 30.067.779.124 | 98,37 |
| - Basic interest/share | 2.653 | 1.486 | -43,98% |
| - Short-term assets | 165.611.481.258 | 343.239.396.316 | 107,25% |
| - Long-term assets | 73.477.038.538 | 205.078.575.318 | 179,11% |
| - Debt | 145.205.057.801 | 120.389.517.247 | -16,88% |
| - Owner’s Equity |  |  |  |

2. Plan in 2017

|  |  |  |  |
| --- | --- | --- | --- |
| **Targets** | **2016** | **Plan in 2017** | **% increase and decrease compared to last year** |
| Net revenue (VND billion) | 300,8 | 450 | 49% |
| Profit after tax (VND billion) | 30,1 | 42 | 39,5% |
| Earnings per share (VND/ share) | 1.486 | 1.100 | -26% |
| Dividend | 6.5% | 10% |  |

**Article 3: Approve the operation report of the Board of Supervisors 2016.**

**Article 4: Approve the audited financial statements of 2016.**

The General Meeting of Shareholders discusses and approves the financial statement 2016 released on March 23, 2016 which has been audited by:

- Auditing company: TTP Auditing Co., Ltd.

- Address: 12th Floor, West Tower, Hancorp Plaza, 72 Tran Dang Ninh, Dich Vong Hau Ward, Cau Giay District, Hanoi.

- Phone: (04) 37425888. Fax: (04) 37578666

**Article 5: Approve the selection of auditing company:**

The General Meeting of Shareholders discusses and approves the authorization of Board of Directors to select the auditing company for the financial statements 2017.

**Article 6: Change the plan of dividend payment for 2015 and profit distribution for 2016:**

1. Change plan of dividend payment for 2015:

- Form of payment: shares.

- Percentage: 3,5% (equivalent to 200:7). Shareholders who own 200 shares at the time of closing the list will receive 07 dividend shares.

- Method of rounding, dealing with odd stocks: The number of additional shares to pay dividends in 2015 by shares is rounded down to the unit position. Odd shares arising from rounding (if any) will be canceled.

- Time: 2nd Quarter of 2017.

The General Meeting of Shareholders authorizes the Board of Directors to carry out procedures related to paying dividends to shareholders.

2. Profit distribution plan 2016:

|  |  |  |
| --- | --- | --- |
| **No** | **Targets** | **2016 (VND)** |
| 1 | Profit before tax | 37.587.387.720 |
| 2 | Cost of Income Tax | 7.519.608.596 |
| 3 | Profit after tax | 30.067.779.124 |
| a. | Bonus fund (5%) + welfare (5%) | 3.067.779.124 |
| b. | Other funds (5%) | 1.503.388.956 |
| c. | Profit to pay dividends in 2016 | 25.155.000.000 |
| d. | Retained profit | 402.612.252 |

Plan of dividend payment 2016:

- Form of payment: shares

- The rate of 6.5% (equivalent to 200: 13): Shareholders who own 200 shares at the time of closing the list will receive 13 dividend shares additionally.

- Method of rounding, dealing with odd stocks: The number of additional shares to pay dividends in 2016 by shares is rounded down to the unit position. Odd shares arising from rounding (if any) will be canceled.

- Time: 2nd or 3rd Quarter 2017.

- The General Meeting of Shareholders authorizes the Board of Directors to carry out procedures related to paying dividends to shareholders.

**Article 8:** Approve the remuneration of Board of Directors and Board of Supervisors 2016

The General Meeting of Shareholders discusses and approves the remuneration of the Board of Directors and Board of Supervisors for 2016:

- Chairman of the Board of Directors: VND 2,500,000/person/month.

- Members of the Board of Directors: VND 2,000,000/person/month.

- Head of Board of Supervisors: VND 1,700,000/person/month.

- Members of Board of Supervisors: VND 1,500,000/person/month.

And expect remuneration for the Board of Directors and Supervisory Board 2017 as follows:

- Chairman of the Board of Directors: VND 10,000,000/person/month.

- Members of the Board of Directors: VND 8,000,000/person/month.

- Head of Board of Supervisors: VND 7.700.000/person/month.

Members of Board of Supervisors: VND 6,500,000/person/month.

**Article 9:** Change the plan of using capital of the share issuance; increase the chartered capital from VND193,5 billion to VND 387 billion

The General Meeting of Shareholders approves the change of capital using plan of the share issuance; increase the chartered capital from VND193,5 billion to VND 387 billion.

|  |  |  |  |
| --- | --- | --- | --- |
| **No** | **Items** | **Estimated investment capital** | **Capital used from the issuance** |
| **1** | **Investment in TBCO 1 project** | **46,7** | **9** |
| a, | Expenses for construction of main works, equipment expenses, work completion ... | 42,5 | 9 |
| b, | Other costs | 5,2 | 0 |
| **2** | **Investment in TBCO 3 project** | **968,4** | **184,5** |
| a, | Clearance Cost | 152,9 | 37,5 |
| b, | Construction cost; devices; tree park infrastructure | 782 | 140 |
| c, | Consultancy fees and management | 29,1 | 7 |
| d, | Other costs | 4,4 | 0 |
|  | **Total** | **1.015,1** | **193,5** |

**Article 10:** Approve the auditing report on capital using of the capital increase from VND 73,5 billion to VND 143,5 billion

The General Meeting of Shareholders discusses and approves the auditing report on capital using of the increase from VND 73,5 billion dong to VND 143,5 billion audited by TTP Auditing Company Ltd.,

**Article 11: Approve the plan of capital contribution for establishment of associate company**

1. Contents:

- Company name: TTB Bac Giang Investment Joint Stock Company;

- Chartered capital: VND 165,000,000,000 of which TB Corporation Joint Stock Company contributes VND 75,000,000,000 equivalent to 46.87% of chartered capital.

- Scope of business: Main businesses are real estate, consulting, real estate brokerage.

- Purpose: Develop real estate projects with TBCO trademark in Bac Giang province.

2. General Meeting of Shareholders authorizes the Board of Directors;

- Carry out the procedures to establish TTP Bac Giang Investment Joint Stock Company.

- Select the legal representative of TTP Bac Giang Investment Joint Stock Company.

**Article 12:** Effect

This resolution takes effect from the date of signing. The Board of Directors, Board of Supervisors, the Board of General Directors and the related persons shall be responsible for the implementation of this resolution.