**VE9: Annual General Mandate**

On 28/04/2017, VNECO 9 Investment & Construction JSC announced the Annual General Mandate as follows:

**Article 1.** Approve Financial Statement for Fiscal Year ends on 31/12/2016.

**Article 2.** Approve the 2016 Operation Report of Board of Director and Supervisors.

**Article 3.** Approve distribution plan for profit yielded from 2016 business operation, in particular:

1. Undistributed profits: 835.572.173 VND
2. Distribution plan:

+ Remuneration of Non-executive members of Board of Director (2): 72.000.000 VND

+ Retained profits transferred to 2017: 763.572.173 VND

**Article 4.** Approve remuneration for Members of Board of Director, Supervisors and Company Secretary in 2016 as follows:

|  |  |
| --- | --- |
| * Remuneration for Chairman of Board of Directors:
 | 10.000.000 VND / Month |
| * Vice-Chairman of Board of Directors:
 | 7.000.000 VND / Month |
| * Members of Board of Directors:
 | 3.000.000 VND / Month |
| * Chief of Board of Supervisors:
 | 2.000.000 VND/Month |
| * Member of Board of Supervisors:
 | 1.000.000 VND/Month |
| * Secretary:
 | Calculated as remuneration of Board of Directors Assistant Specialist team. |

**Article 5. Approve 2017 financial indicators:**

|  |  |
| --- | --- |
| 1. Charter capital:
 | 125.236.130.000 VND |
| 1. Bank loan limit (Including guaranteed):
 | 150.000.000.000 VND |
| 1. Sales and supplied services revenue

In which: - Construction: - Hospitality services: | 121.116.861.976 VND112.101.861.976 VND9.015.000.000 VND |
| 1. Cost of goods sold (Direct method)

In which: - Construction: - Hospitality services: | 94.781.773.758 VND89.381.773.758 VND5.400.000.000 VND |
| 1. Gross profit:
 | 26.335.088.218 VND |
| 1. Financial expenses (Loan interest):
 | 4.950.000.000 VND |
| 1. Administrative cost:
 | 10.920.000.000 VND |
| 1. Accounting Profit before tax:
 | 11.095.088.218 VND |
| 1. Corporation income tax:
 | 2.219.017.644 VND |
| 1. Profit after corporation income tax:
 | 8.876.070.574 VND |
| 1. Basic profit per share
 | 670 VND  |

**Article 6.** **Adjust the organizational structure of the Company**

* Change the former organizational structure of the Company to: General Meeting of Shareholders, Board of Directors, Directors and Internal Board of Surveyors under Board of Director according to regulations at Count b, Clause 1, Article 134 of Enterprise Law no. 68/2014/QH13 dated 26/11/2014 by National Assembly.

**Article 7.** **Approve Investment plan and Investment capital contribution.**

+ Approve the investment plan for project “Tu Bong Mineral Water Factory at Co Ma Village, Van Tho Commune, Van Ninh District, Khanh Hoa province;

+ Approve investment capital contribution plan for Project “Afforestation and tourism business under canopy of forest trees at Cam Hai Dong Commune, Cam Lam District, Khanh Hoa Province”; and capital contribution on Project “Silviculture road with combination of tourism & defense security development at Cam Hai Dong Commune, Cam Lam District, Khanh Hoa Province” to serve Project “Afforestation and travel business under canopy of forest trees” invested by Green Nha Trang Tourism Joint-Stock Company.

+ Contribute capital in Project “Hoi Van geothermal power at Binh Dinh Province”.

+ Complete the legal document of investment project “Hoc Chim mineral water vein at Van Phuoc Commune, Van Ninh District, Khanh Hoa Province”

**Article 8.** **Approve the selection result for auditing firms to review 2017 Mid-Year Financial Statement & Financial Statement.**

General Meeting of Shareholders authorizes Board of Directors to select the auditing firm to review 2017 Mid-Year Financial Statement & Financial Statement.

**Article 9.** Approve the Board of Directors member election result in 2017-2022 term. In particular:

|  |  |  |  |
| --- | --- | --- | --- |
| **No.** | **FULL NAME** | **NUMBER OF VOTES** | **RATIO %** |
| 1 | Mr.: Nguyen Van Duy | 11.778.119 | 133% |
| 2 | Mr.: Nguyen Chi Linh | 11.778.119 | 133% |
| 3 | Mrs.: Vu Thi Thanh Nga | 6.962.360 | 78% |
| 4 | Mr.: Ho Van Quang | 6.962.361 | 78% |
| 5 | Mr.: Nguyen Van Cai | 6.962.361 | 78% |

Board of Directors shall discuss and elect Mr. Nguyen Chi Linh to be Chairman of Board of Directors and Mr. Nguyen Van Duy to be Vice Chairman of Board of Directors.

**Article 10.** Approve Charter amendment & supplement according to regulation of Enterprise Law no.: 68/2014/QH13 dated 26/11/2014 of National Assembly.

**Article 11. Implement provisions**

General Meeting of Shareholders appoints Board of Directors to furnish the detailed plan in order to implement this Resolution.

This Resolution shall take effect immediately after Annual General Meeting 2017 of Shareholder ends.