**BTB: Annual General Mandate**

On April 28, Ha noi - Thai Binh Beer Joint Stock Company announced the Annual General Mandate as follows:

**Article 1. Summary Report on operations of Board of Supervisors on production and business in 2016 and operation plan in 2017**

• Votes of approval: 6,207,833 shares Proportion: 100% of shares attending the meeting

**Article 2. To approve Report on production and business result in 2016 and production and business plan in 2017:**

⌘ *To approve production and business result in 2016 with main indicators as follows:*

**Result of plan implementation in 2016:**

|  |  |  |
| --- | --- | --- |
| **No.** | **Indicators** | **2016** |
| 1 | Net revenue  | VND 181.18 billion |
| 2 | Gross profit from goods and services provided  | VND 34.52 billion |
| 3 | Net revenue from business activities  | VND 4.15 billion |
| 4 | Profit before tax  | VND 8.95 billion |
| 5 | Profit after tax  | VND 8.82 billion |
| 6 | Basic earning per share  | VND 1,147  |

⌘ *To approve production and business plan in 2017:*

|  |  |  |  |
| --- | --- | --- | --- |
| **Indicator** | **Unit** | **Plan in 2017** | **Plan in 2017/ reached in 2016(%)** |
| Net revenue from goods and services provided | VND billion | 198.792 | 109.72 |
| Beer output of different kinds  | Million litters | 37.5 | 108.18 |
| +Hanoi bottle beer  | Million litters | 26.0 | 110.24 |
| + Thai Binh Beer  | Million litters | 11.5 | 103.79 |
| Payment to budget  | Million litters | 180.0 | 113.06 |
| Profit before tax *(excluding deduction for bad debts)* | VND billion | 12.3 | 137.30 |

General Meeting of Shareholders authorized Board of Directors to direct the implementation of production and business plan in the coming year.

• Votes of approval: 6,207,833 shares Proportion: 100% of shares attending the meeting

**Article 3. To approve Report on operations of Board of Supervisors in 2016**

Administration and management of Board of Directors and Board of Management have complied with provisions specified in the resolution of General Meeting of Shareholders and Board of Directors; Financial operations fully complied with legal regulations on current accounting standards; 2016 financial statements of the company have fully, honestly, promptly and reasonably reflected the financial situation of the company as at December 31, 2016 in material aspects, as well as business result in 2016.

• Votes of approval: 6,207,833 shares Proportion: 100% of shares attending the meeting

**Article 4. To approve the selection of auditing company to audit 2017 financial statements of the company**

In order to ensure the convenience of the management of company and in auditing the financial statements of the company, it is recommended that General Meeting of Shareholders should authorize Board of Directors to select an auditing company among those included in the list of independent auditing companies accepted by State Securities Commission of Vietnam to audit 2017 financial statements and review quarterly financial statements *(if necessary in accordance with regulations of state management agencies).*

• Votes of approval: 6,207,833 shares Proportion: 100% of shares attending the meeting

**Article 5. To approve 2016 financial statements audited by Nam Viet Auditing and Accounting Financial Consulting Services Company Limited**

2016 financial statements of the company include:

(1) Report from Board of Management;

(2) Audit report;

(3) Balance sheet;

(4) Income statement;

(5) Cash flow statement;

(6) Notes to financial statements.

• Votes of approval: 6,207,833 shares Proportion: 100% of shares attending the meeting

**Article 6. To approve plan on profit distribution and dividend payment in 2016.**

1. Profit distribution plan in 2016:

|  |  |
| --- | --- |
| **Content** | **Value** |
| 1. Net revenue  | VND 181.18 billion  |
| 2. Profit before tax  | VND 8.95 billion  |
| 3. Profit after tax  | VND 8.82 billion  |

Since the profit in 2016 was distributed in order to reduce accumulated loss, the company has not appropriated funds. It shall appropriate such funds in accordance with regulations when it makes profits.

2. Dividend distribution plan in 2016

As of December 31, 2016, based on 2016 financial statements, profit of the company in 2016 was VND 8,823,611,389. However, the cumulative loss of the company was VND 11,574,809,901. The company did not pay dividend in 2016. It shall pay dividend to its shareholders when it makes profit in accordance with legal regulations and charter of the company.

• Votes of approval: 6,207,833 shares Proportion: 100% of shares attending the meeting

**Article 7. To approve remuneration and salary of Board of Directors, Board of Supervisors and secretary of the company in 2016 and plan on remuneration and salary of Board of Directors, Board of Supervisors and secretary in 2017**

The General Meeting of Shareholders agreed with the remuneration and salary of Board of Directors, Board of Supervisors and secretary of the company in 2016 and plan on remuneration and salary of Board of Directors, Board of Supervisors and secretary in 2017 as follows:

|  |  |  |  |
| --- | --- | --- | --- |
| **No.** | **Job title** | **Remuneration in 2016** | **Remuneration plan in 2017** |
| 1 | Chairman of Board of Directors  | VND 5 million/ month  | VND 5 million/ month  |
| 2 | Members of Board of Directors  | VND 3 million/ month | VND 3 million/ month |
| 3 | Chief of Board of Supervisors  | VND 8 million/ month | VND 2 million/ month |
| 4 | Members of Board of Supervisors  | VND 1.5 million/ month | VND 1.5 million/ month |
| 5 | Secretary  | VND 1.5 million/ month | VND 1.5 million/ month |

• Votes of approval: 6,207,833 shares Proportion: 100% of shares attending the meeting

**Article 8. To approve the amendment of provisions of Charter on Organization and Operation of the company**

• Votes of approval: 6,207,833 shares Proportion: 100% of shares attending the meeting

**Article 9. To approve result of election of members of Board of Supervisors**

1. General Meeting of Shareholders agreed to approve:

- The dismissal of member of Board of Supervisors, Mr. Nguyen Minh The;

- The submission on election of member of Board of Supervisors;

- Regulations on election of member of Board of Supervisors;

- List of candidates to members of Board of Supervisors.

• Votes of approval: 6,207,833 shares Proportion: 100% of shares attending the meeting

2. Result of electing member of Board of Supervisors, where Ms. Le Thi Phuong Lan was elected as member of Board of Supervisors.

**Article 10. Execution provisions**

Resolution of 2017 Annual General Meeting of Shareholders of Ha noi - Thai Binh Beer Joint Stock Company shall take effect from April 28, 2047.

General Meeting of Shareholders assigned Board of Directors, based on practical situation, to set objectives and take measures to implement the provisions agreed by the Meting, ensuring the highest interest of the company and its shareholders and in line with charter on organization and operation of the company and legal regulations.

The resolution has been dully approved by 2017 Annual General Meeting of Shareholders at the meeting dated April 28, 2017 with the consent percentage of 100% of total shares attending the meeting.