**BXH: Annual General Mandate**

On April 28, 2017, Vicem Packing Hai Phong Joint Stock Company announced the Annual General Mandate as follows:

**Article 1.** To approve the election of members of Board of Directors, under the submission approving personnel of the term 2013 – 2018 (with the votes of approval representing 2,765,463 shares, equaling to 100% total shares having voting right attending the meeting).

\* Personnel of Board of Directors in the term 2013 – 2018 after Mr. Hong Anh Viet is elected to replace Mr. Du Van Hai (retiring under regime) include:

1. Mr. Mai Hong Hai - Chairman of Board of Directors

2. Mr. Nguyen Anh Nghia - Member of Board of Directors

3. Mr. Nguyen Van Hanh - Member of Board of Directors

4. Mr. Pham Van Hung - Member of Board of Directors

5. Mr. Hong Anh Viet - Member of Board of Directors

The election shall take effect from October 31, 2016.

**Article 2.** To approve the amendment of Article 58 – Charter on Organization and Operation of Vicem Packing Hai Phong Joint Stock Company under Submission on amendment and supplement of Charter on Organization and Operation of the company (with the votes of approval representing 2,765,463 shares, equaling to 100% total shares having voting right attending the meeting).

**Article 3.** To approve report on production and business plan in 2016 and production and business plan in 2017 of Board of Management according to report on production and business result in 2016, business plan and orientation in 2017(with the votes of approval representing 2,765,463 shares, equaling to 100% total shares having voting right attending the meeting).

3.1 Production and business result in 2016:

|  |  |  |  |  |
| --- | --- | --- | --- | --- |
| **No.** | **Indicator** | **Unit** | **Reached in 2016** | **% of completion in 2016** |
| 1 | Produced packs  | Piece  | 41,201,140 | 114.45 |
| 2 | Consumed packs  | Piece  | 41,175,255 | 114.38 |
| 3 | Total revenue  | VND billion  | 220,22 | 115.90 |
| 4 | Profit before tax  | VND billion  | 10,897 | 133.97 |
| 5 | Payment to budget  | VND billion  | 9,969 | 129.97 |
| 6 | Average income  | (VND million/ person/ month) | 8.4 | 129.23 |

3.2 Production and business plan in 2017:

|  |  |  |  |
| --- | --- | --- | --- |
| **No.** | **Indicator** | **Unit** | **Budget plan** |
| 1 | Produced packs  | Million pieces  | 38 |
| 2 | Consumed packs  | Million pieces | 38 |
| 3 | Total revenue  | Billion  | 203,622 |
| 4 | Profit before tax  | Billion | 10,897 |
| 5 | Payment to budget  | Billion | 8.2 |
| 6 | Average income  | (VND million/ person/ month) | 7.9 |

**Article 4.** To approve Report on operations in 2016 and operation plan in 2017 of Board of Directors under Report of Board of Directors in 2016 and plan in 2017 (with the votes of approval representing 2,765,463 shares, equaling to 100% total shares having voting right attending the meeting).

**Article 5.** To approve Report on operation supervision in 2016 and operation plan in 2017 of Board of Supervisors under Report on operation supervision in 2016 and operation plan in 2017 of Board of Supervisors (with the votes of approval representing 2,765,463 shares, equaling to 100% total shares having voting right attending the meeting).

**Article 6.** To approve 2016 audited financial statements; Profit distribution plan in 2016 and estimated dividend in 2017 (with the votes of approval representing 2,765,463 shares, equaling to 100% total shares having voting right attending the meeting).

6.1 Financial indicators (as at December 31, 2016):

- Total assets: VND 132,206,117,701

*Where:*

+ Short- term assets: VND 121,235,320,504

+ Long- term assets: VND 10,970,797,197

- Total capital: VND 132,206,117,701

*Where:*

+ Payables: VND 78,107,734,773

+Owner’s equity: VND 54,098,382,928

6.2 Business result in 2016:

- Revenue and other income: VND 220,219,702,976

- Total expenses: VND 209,322,438,958

- Profit after tax: VND 8,543,070,650

- Corporate income tax: VND 2,354,193,368

6.3 Dividend plan in 2017: 100% of charter capital

**Article 7.** To approve profit distribution plan in 2016 (with the votes of approval representing 2,765,463 shares, equaling to 100% total shares having voting right attending the meeting).

Profit distribution plan in 2016:

\* Profit distributed in 2016: VND 8,750,030,069

- Development investment fund: VND 3,526,561,069

- Bonus and welfare fund: VND 1,769,144,000

- Dividend to shareholders (10% of charter capital): VND 3,012,040,000

- Bonus fund of management staff: VND 442,285,000

**Article 8.** To approve the selection of auditing company in 2017

To select An Viet Auditing Company Limited to audit 2017 financial statements as specified in submission sent to General Meeting of Shareholders on the selection of auditing company for 2017 financial statements (with the votes of approval representing 2,765,463 shares, equaling to 100% total shares having voting right attending the meeting).

**Article 9.** To approve the appropriation of bonus fund for management staff of the company in 2017 with an estimated proportion of 5% of profit after tax under Submission on appropriation of bonus fund for management staff of the company (with the votes of approval representing 2,765,463 shares, equaling to 100% total shares having voting right attending the meeting).

**Article 10.** To approve remuneration of Board of Directors, Board of Supervisors and Secretary of the company in 2017 under the Submission on remuneration of Board of Directors, Board of Supervisors and Secretary of the company in 2017 (with the votes of approval representing 2,765,463 shares, equaling to 100% total shares having voting right attending the meeting).

The remuneration of Board of Directors, Board of Supervisors and Secretary of the company in 2017 shall be the same as that in 2016, including remuneration of Board of Directors, Board of Supervisors and Secretary. Total remuneration for the whole year shall be **VND 300,000,000**. In particular:

9.1 Total remuneration of Board of Directors: **VND 204,000,000**

*Where:*

*Chairman of Board of Directors: VND 5,000,000/ month*

*Members of Board of Directors: VND 3,000,000 person/ month*

9.2 Total remuneration of Board of Supervisors: **VND 72,000,000**

*Where:*

*Chief of Board of Supervisors: VND 3,000,000 person/ month*

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

9.3 Total remuneration of Secretary (concurrent): **VND 24,000,000**

*Monthly remuneration: VND 2,000,000*

**Article 11.** Implementation provisions

General Meeting of Shareholders assigned Board of Directors to implement provisions specified in the resolution.

The resolution shall be made in 04 (four) pages, voted by the meeting with 100% votes of approval at 13.00 of the same day.

This resolution shall take effect from April 28, 2017, sent to competent authorities and posted in the website of the company for implementation.