**MSC: Annual General Mandate**

On 20/04/2017, Phu Nhuan Service Joint Stock Company announced the Annual General Mandate as follows:

**Article 1:** Approve Report of Board of Director on operation condition in 2016 (with the detailed document attached). Therein:

|  |  |
| --- | --- |
| + Total of revenue: | 1.973.595.599.634 VND |
| + Consolidated profit before tax: | 36.319.134.092 VND |
| + Consolidated profit after tax: | 30.792.096.275 VND |

General Meeting voted with 100% approved rate of total shares with voting right presented.

**Article 2:** Approve mission direction, operation orientation, methods of implemented organization in 2017 (With the detailed document attached). Therein:

|  |  |
| --- | --- |
| + Total of revenue: | 1.800.000.000.000 VND |
| + Profit before tax: | 40.000.000.000 VND |
| + Dividend distribution: at lowest | 12% |

General Meeting voted with 100% approved rate of total shares with voting right presented.

**Article 3:** Approve Report of Board of Supervisors in 2016 (With the detailed document attached).

General Meeting voted with 100% approved rate of total shares with voting right presented.

**Article 4:** Approve 2016 profit distribution plan as follows:

|  |  |
| --- | --- |
| **+ Distributed profit after tax:** | **36.243.290.646 VND** |
| - 2016 Consolidated profit after tax: | 30.792.096.275 VND |
| - Undistributed profit after tax of years: | 5.451.194.371 VND |

|  |  |
| --- | --- |
| **+ Profit distribution plan:** |  |
| * Dividend distribution (15% / Share capital): | 33.750.000.000 VND |
| * Deduction for reward & welfare funds: | 500.000.000 VND |
| * Deduction for operation funds of Board of Directors: | 500.000.000 VND |
| * Deduction for operation funds of Board of General Directors: | 500.000.000 VND |
| * Deduction for bonus for Board of Directors & Executive Board: | 500.000.000 VND |
| * Payment for distributing social funds of Company: | 300.000.000 VND |
| * Undistributed profit with retained: | 193.290.646 VND |

General Meeting voted with 100% approved rate of total shares with voting right presented.

**Article 5:** Approve remuneration for Board of Directors & Supervisors in 2017:

|  |  |
| --- | --- |
| + Remuneration for Board of Directors |  |
| * President | 10.000.000 VND/Month |
| * Deputy President | 8.000.000 VND/Month |
| * Members: | 7.000.000 VND/Month |
| + Remuneration for Board of Supervisors |  |
| * Head of Board | 6.000.000 VND/Month |
| * Members: | 4.000.000 VND/Month |

General Meeting voted with 100% approved rate of total shares with voting right presented.

**Article 6:** Approve 2017 bonus for Executive Board as follows:

* To complete the plan: bonus 3% / profit of part of completed plan after tax.
* To exceed the plan: bonus 3% / profit of part of exceeded plan after tax.

General Meeting voted with 100% approved rate of total shares with voting right presented.

**Article 7:** Approve Mr. Nguyen Xuan Han – Board of Director & General Director of Company in 2017 with salary not exceeding 150.000.000 VND / Month.

General Meeting voted with 100% approved rate of total shares with voting right presented.

**Article 8:** Authorize Board of Directors to decide the registration on supplementing / changing the favorable business lines to business strategy of company.

General Meeting voted with 100% approved rate of total shares with voting right presented.

**Article 9:** Approve the plan of stocks issuance to increase the charter capital of Company (With the detailed document attached) with the following major contents:

1. Issuance plan:

* Type of stocks: Common stock;
* Par value: 10.000 VND / Shares
* Number of shares expected to issue: 7.500.000 shares;
* Total value issued according to par value: 75.000.000.000 VND;
* Charter capital after issuance: 300.000.000.000 VND;
* Subject of issuance: Investors are domestic & foreign organizations and individuals participating in investing on stock market;
* Plan of issuance: Auction openly 7.500.000 shares at Stock Exchange;
* Time of implementation: Authorize Board of Directors to decide after State Securities Committee accepted.

1. Authorize Board of Directors:

* Authorize Board of Directors to select consulting units to develop actively the jobs regarding with the favorable share issuance to regulations of law & charters of Company;
* Decide the starting price of auction favorable to regulations of law & ensure benefits of enterprises and shareholders;
* Adjust and / or approve / accept the whole document regarding with the above plan of increasing charter capital, which is favorable with the actual conditions and ensures benefits of enterprises and shareholders;
* After completing the entire issuance, authorize Board of Directors to amend conditions relating to charter capital, shares, stocks at Charters of Company which is suitable for offering results;
* Implement the necessary procedures on registering depository and listing to supplement the entire shares newly issued at Vietnam Securities Depository Center and Stock Exchange;
* Implement the procedures on changing business registration of Company regarding with changing charter capital according to the offering result mentioned the above to the competent state agency;
* Decide the plan on dealing with issues that arise, if any, within scope of the offer conditions;
* Other relative jobs;

General Meeting voted with 100% approved rate of total shares with voting right presented.

**Article 10:** Approve Statement on selecting the company to audit 2017 consolidated financial statement with the following contents:

1. Proposal list of company auditing:

* Vietnam RSM Audit and Consulting Company Limited (RSM);
* Vietnam CPA Auditing Company Limited;
* Vietnam Deloitte Company Limited.

1. Authorize Board of Director to select one of the companies auditing as proposed the above to audit 2017 financial statement. Board of Supervisors shall supervise the implementation progress to Resolution of General Meeting of Shareholders.

General Meeting voted with 100% approved rate of total shares with voting right presented.

**Article 11:** Approve Statement on amending & supplementing 20 articles of Charter on the organization & operation of Phu Nhuan Service Joint Stock Company in 2013 to suit with 2014 Enterprise Law (With the detailed document attached).

General Meeting voted with 100% approved rate of total shares with voting right presented.

**Article 12:** This Resolution was approved by 2017 Annual General Meeting of Shareholders of Phu Nhuan Service Joint Stock Company on 20/4/2017, which shall be published and posted on company’s website: [www.maseco.com.vn](http://www.maseco.com.vn).