**DDV: Annual General Mandate**

On 20/04/2017, DAP-VINACHEM Joint Stock Company announced the Annual General Mandate as follows

**Article 1. General Meeting of Shareholders approved the following:**

**1. To approve Report from Board of Directors on business result in 2016 and orientation in 2017**

Voting result:

- Number of shares approving: **130,535,264** shares, representing **100%** of shares having voting right of the meeting at the time of voting.

- Number of shares not approving: 0 shares, representing 0% of shares having voting right of the meeting at the time of voting.

- Number of shares having other opinion: 0 shares, representing 0% of shares having voting right of the meeting at the time of voting.

**2. To approve report from Board of Supervisors on business of the company in 2016:**

Voting result:

- Number of shares approving: **130,535,264** shares, representing **100%** of shares having voting right of the meeting at the time of voting.

- Number of shares not approving: 0 shares, representing 0% of shares having voting right of the meeting at the time of voting.

- Number of shares having other opinion: 0 shares, representing 0% of shares having voting right of the meeting at the time of voting.

**3. To approve audited financial statements in 2016 of the company, with the summary of main indicators as follows:**

|  |  |  |  |
| --- | --- | --- | --- |
| **No.** | **Indicators** | **Unit** | **2016** |
| 1 | Net revenue  | VND  | 1,259,463,062,349 |
| 2 | Net profit from business activities  | VND | (470,437,113,003) |
| 3 | Profit before tax  | VND | (469,459,711,926) |
| 4 | Profit after tax  | VND | (469,799,862,276) |
| 5 | Basic earning per share  | VND/share  | (3,215.39) |

Voting result:

- Number of shares approving: **130,535,264** shares, representing **100%** of shares having voting right of the meeting at the time of voting.

- Number of shares not approving: 0 shares, representing 0% of shares having voting right of the meeting at the time of voting.

- Number of shares having other opinion: 0 shares, representing 0% of shares having voting right of the meeting at the time of voting.

**4. To approve Submission on production and business plan in 2017, with the summary of main indicators as follows:**

|  |  |
| --- | --- |
| **Indicators** | **Plan in 2017** |
| 1. Industrial production value based on practical price | VND 2,041.7 billion  |
| 2. Production Dap output  | 268,000 tons  |
| 3. Consumption DAP output  | 268,000 tons |
| 4. Revenue  | VND 2,092.2 billion |
| 5. Profit before tax  | VND 1.2 billion  |

General Meeting of Shareholders authorized Board of Directors of the company to decide the dividend advance payment and make dividend advance payment to shareholders in line with the business result of the company in the year.

Voting result:

- Number of shares approving: **130,535,264** shares, representing **100%** of shares having voting right of the meeting at the time of voting.

- Number of shares not approving: 0 shares, representing 0% of shares having voting right of the meeting at the time of voting.

- Number of shares having other opinion: 0 shares, representing 0% of shares having voting right of the meeting at the time of voting.

**5. To approve Report on income and remuneration of Board of Directors, Board of Supervisors and Secretary of the company in 2016 and Submission on income and remuneration of Board of Directors, Board of Supervisors and Secretary of the company in 2017:**

5.1 Report on income and remuneration of Board of Directors, Board of Supervisors and Secretary of the company in 2016 is as follows:

|  |  |  |  |  |
| --- | --- | --- | --- | --- |
| Subject | No. of persons | Remuneration (VND/month) | Months enjoying remuneration | Amount |
| Chairman of Board of Directors  | 01 | 5,000,000 | 12 | 60,000,000 |
| Members of Board of Directors  | 04 | 4,000,000 | 12 | 192,000,000 |
| Chief of Board of Supervisors  | 01 | 4,000,000 | 04 | 16,000,000 |
| Members of Board of Supervisors  | 02 | 3,000,000 | 12 | 72,000,000 |
| Secretary  | 01 | 3,000,000 | 12 | 36,000,000 |
| **Total** |  |  |  | **376,000,000** |

5.2 Submission on income and remuneration of Board of Directors, Board of Supervisors and Secretary of the company in 2017 is as follows:

a. Income of Chief of Board of Supervisors in charge:

Income of Chief of Board of Supervisors in charge shall be based on business result of the company. Salary of Chief of Board of Supervisors shall be arranged to Payroll of management staff of the company. Salary payment shall be made in accordance with salary payment regulations of the company, equivalent to salary of Chief Accountant. Total maximum income shall not be more than VND 30,000,000/ month.

b. Remuneration of Board of Directors, Board of Supervisors and Secretary of the company shall be as follows:

|  |  |  |  |  |
| --- | --- | --- | --- | --- |
| Subject | No. of persons | Remuneration (VND/month) | Months enjoying remuneration | Amount |
| Chairman of Board of Directors  | 01 | 5,000,000 | 12 | 60,000,000 |
| Members of Board of Directors  | 04 | 4,000,000 | 12 | 192,000,000 |
| Members of Board of Supervisors  | 02 | 3,000,000 | 12 | 72,000,000 |
| Secretary  | 01 | 3,000,000 | 12 | 36,000,000 |
| **Total** |  |  |  | 360,000,000 |

Voting result:

- Number of shares approving: **130,535,264** shares, representing **100%** of shares having voting right of the meeting at the time of voting.

- Number of shares not approving: 0 shares, representing 0% of shares having voting right of the meeting at the time of voting.

- Number of shares having other opinion: 0 shares, representing 0% of shares having voting right of the meeting at the time of voting.

**6. To approve the Submission on selecting auditing company for the financial statements in 2017:**

List of auditing companies considered to be selected as the auditing company for the financial statements in 2017 shall be as follows:

a) AASC Auditing Firm Company Limited.

b) Vietnam Auditing and Valuation Company Limited (AVA).

General Meeting of Shareholders authorized Board of Directors of the company to select one of the auditing companies as above to audit the financial statements in 2017 (including the review of the first six months of 2017 and the whole year of 2017).

Voting result:

- Number of shares approving: **130,535,264** shares, representing **100%** of shares having voting right of the meeting at the time of voting.

- Number of shares not approving: 0 shares, representing 0% of shares having voting right of the meeting at the time of voting.

- Number of shares having other opinion: 0 shares, representing 0% of shares having voting right of the meeting at the time of voting.

**7. To elect members of Board of Supervisors for the term 2015 – 2020:**

7.1 General Meeting of Shareholders accepted the application for resignation of member of Board of Supervisors by Mr. Ha Trung Kien – Chief of Board of Supervisors; to approve Submission of Board of Directors on dismissal of member of Board of Supervisors and election of new member of Board of Supervisors for the term 2015 – 2020.

Voting result:

- Number of shares approving: **130,535,264** shares, representing **100%** of shares having voting right of the meeting at the time of voting.

- Number of shares not approving: 0 shares, representing 0% of shares having voting right of the meeting at the time of voting.

- Number of shares having other opinion: 0 shares, representing 0% of shares having voting right of the meeting at the time of voting.

7.2 The meeting voted to approve election regulations with the result as follows:

- Number of shares approving: **130,535,264** shares, representing **100%** of shares having voting right of the meeting at the time of voting.

- Number of shares not approving: 0 shares, representing 0% of shares having voting right of the meeting at the time of voting.

- Number of shares having other opinion: 0 shares, representing 0% of shares having voting right of the meeting at the time of voting.

7.3 The meeting elected new member of Board of Supervisors for the term 2015 – 2020.

Voting result:

|  |  |  |  |
| --- | --- | --- | --- |
| **No.** | **Full name** | **Votes** | **Proportion** |
| 1 | Ms. Dang Thi Hoa  | 130,534,264 | 99.99% |

Based on vote count result and election regulations approved by the meeting, Ms. Dang Thi Hoa shall be elected as member of Board of Supervisors of the company for the term 2015 – 2020.

7.4 Board of Supervisors elected Ms. Dang Thi Hoa to the position of Chief of Board of Supervisors of the company for the term 2015 – 2020.

**Article 2.** This Resolution shall take effect from the date of signature. Board of Directors shall direct and implement the Resolution.