

**DONG HAI JOINT STOCK
COMPANY OF BEN TRE**
No: 01/NQ-ĐHĐCĐ

SOCIALIST REPUBLIC OF VIETNAM
Independence – Freedom- Happiness

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Ben Tre, May 20th, 2017

RESOLUTION

THE ANNUAL GENERAL SHAREHOLDERS MEETING 2017

- Pursuant to Business Law 2014;
- Pursuant to Charter of Dong Hai Joint Stock Company of Ben Tre;
- Based on The minutes of The Annual General Shareholders Meeting 2017 No 01/BB.ĐHĐCĐ dated May 20th, 2017.

RESOLVES

Article I: Approve the report about result of business and activities in 2016 and the term 2012 - 2016

Rate: 100%

Article II: Approve the 2016 Audited Financial Statements and profit distribution 2016:

No	Target	Amount (VND)
1	Net Revenue from sale	668.121.590.422
2	Profit before tax	96.949.120.406
3	Business income tax	11.223.156.184
4	Profit after tax	85.725.964.222
4.1	Investment and development fund – 5% Profit after tax	4.286.298.211
4.2	Welware and reward fund 2% profit after tax	1.714.519.284
4.3	20% dividend on charter capital. In which, 10% divided by shares, 10% in cash.	48.843.491.000
4.4	Undistributed profit of 2016 turn to 2017	28.906.655.727

Rate: 100%

Article III: Approve the 2016 Audited Financial Statements and profit distribution 2016:

- *Remuneration for the Board, Supervisory Board: 790.000.000 VND*
- *Bonus for Board, Supervisory Board, the Executive Board company: 1.185.000.000 VND*

Rate: 99,93%%

Article IV: Approve the report of the Supervisory Board 2016:

Rate: 100%

Article V: Approve the plan of business activities for the term 2017 – 2021 and for the year of 2017:

***The plan of business activities for the term 2017 – 2021**

- Kraft paper: 848.800 tons
- Carton packaging: 208.500.000 pieces
- Net revenue: 9.956 billions VND
- Profit after tax: 816 billions VND

***The plan of business activities for the year 2017**

- Kraft paper: 55.800 tons
- Carton packaging: 31.200.000 pieces
- Net revenue: 750 billions VND
- Profit after tax: 66 billions VND

Rate:100%

Article VI: Approve the profit distribution plan of 2017 as follows:

- Development investment fund 5% profit after tax
- Bonus and welfare fund 2% profit after tax
- Dividends to shareholders in cash or/and in shares: 20% charter capital

Rate:100%

Article VII: Approve the plan for Remuneration and the bonus for BOD, BOM, BOS of 2017:

- Remuneration for BOD and BOS: 790.000.000 VND.
- The bonus of BOD, BOS, BOM: if targeted plan is achieved 1% profit after tax, above target 10% profit after tax for the exceed.

Rate: 99,93%

Article VIII: Authorize the BOD to select a auditing firm for 2017 financial statements below:

- Deloitte Viet Nam Company Ltd.
- Vietvalues Company Ltd.
- Ernst & Young Viet Nam Company Ltd.

Rate: 100%

Article IX : Approve the Adjustment Giao Long Paper Factory Project - Phase 2: Increase the total investment capital from 720 billion VND to 1.080 billion VND (+/- 5). AGM authorize BODs to implement the project and procedures

Rate: 99,75%

Article X: Approve the content of the Proposal 03/TT-ĐHĐCĐ about issue the shares to pay dividends in 2016

- AGM approve the plan to issue the shares to pay the dividends in 2016.
- Percentage of dividend in 2016: 10% charter capital.
- Formation to pay dividends: by shares

Rate: 100%

Article XI: Approve the content of the Proposal 04/TT-ĐHĐCĐ about issue the shares for existing shareholders:

Rate: 99,86%

- AGM approve the plan to issue the shares for existing shareholders.

The summary of the issuance plan as follows:

I. Approve the plan to issue the shares for existing shareholders

1. Proposed number of new share issuance:	5.116.920 shares
2. Means of offering	Public Offering
3. Object for offering	Existing shareholders are on the list at the closing date of the shareholder to exercise the right to buy shares
4. Proposed price:	18.000VND/share
5. Percentage of new issuance	5:1 A shareholder who owns 01 shares will be entitled to 01 right of purchase and 05 rights

	can buy 01 new share on the principle of rounding down to the unit.
6. Lock up period	Shares offered to existing shareholders are not subject to transfer restrictions
7. Transfer of stock options:	Shareholders who own the right to purchase shares may transfer the right to buy one (01) time only to other subjects.
8. Plans for fractional shares and unsold shares:	For odd stocks arising from rounding (if any) and excess shares due to existing shareholders not buying up and / or refusing to buy and / or expire payment of shares without paying for the purchase price (Hereinafter referred to as "Remaining Shares"): The General Meeting of Shareholders authorizes the Board of Directors to decide the offering price, offering price in the principle of offering price not lower than the offer price For existing shareholders (18,000 VND/share) and to ensure compliance with the provisions of current law.
9. Plan of using the proceeds from the offering:	All proceeds from the offering will be used to counterfeit funds for the Giao Long Paper Project - Phase 2.
10. Exercised period	After the General Meeting of Shareholders approves the offering plan and issues a Certificate of Registration of the Offering to the State Securities Commission ("SSC").

II. Approvals in procures relating to increase charter capital

1. To approve increase the charter capital corresponding to a total par value of shares issued
2. Revised the Charter related to charter capital parts

III. Registration and listing new additional shares

IV. Authorization to the Board of Directors

1. Implementation of the plan to offer shares to existing shareholders include:

- Select the appropriate offering time, in order to benefit the shareholders and the Company;
- Make the offer under the approved plan, including the addition, modification, or change of the plan (except for matters requiring the approval of the General Meeting of Shareholders in accordance with the law) as Requirements of the SSC and / or for compliance with relevant laws.
- Changing the appropriate offer price in case of necessity in accordance with the provisions of law;
- Carry out procedures for offering and reporting to the SSC.

2. Authorize the Board of Directors to choose the alternative offer plan (if necessary) so that the capital mobilization of the Company is guaranteed to be successful and in accordance with the law. Offer terms in the alternatives must be most beneficial to shareholders and the Company.

3. Compiling additional listing registration and additional custody registration: carry out procedures, work and select the appropriate time for additional listing on HOSE and register for additional deposit at VSD for the whole. Sets of the number of shares actually issued under the plan approved by the General Meeting of Shareholders;

4. Amend the provisions relating to the charter capital, shares in the Charter of the Company after the completion of the share issuance in accordance with the issuance results;

5. Carrying out the procedures for changing the business registration certificate of the Company relating to the change of the charter capital as a result of each offering to the competent State;

6. Develop detailed plan of allocation of proceeds from the offering and select the timing of disbursement in accordance with the business situation of the Company and ensure the highest benefit to the shareholders and give Company.

7. On a case-by-case basis, the Board of Directors is authorized to decide on other issues and to perform other tasks deemed necessary which Board of Directors or the Chairman concern for the issuance of new shares.

Article XII: Approve the contents of Proposal no 05/TT-ĐHĐCĐ About Plan to issue the share under the program of option for employees

Rate: 99,96%

- AGM approve the plan to issue the shares for the employees.

The summary of the issuance plan as follows:

I. Plan to issue shares for the Employees in 2017

1. Proposed number of new share issuance:	1.200.000 shares
2. The issuance price:	18.000 VND
3. Principle to determine the price:	Authorize the Board of Directors to formulate the principles of determining the detailed selling price
4. Issue rate (number of shares expected to be issued / number of shares in circulation):	4,69%
5. Target and object of the issuance:	<i>Internal person and employees of Dong Hai on the list approved by the Board</i> <i>(Authorize the Board of Directors to decide the policy, criteria and approve the list of ESOP, decide the total number of ESOP shares and the number of shares of each person)</i>
6. Lock up period	02 years from the date of issuance finished.
7. Purpose of issuance:	Associate the objects to buy ESOP shares with the Company. Mobilize counterpart fund for Giao Long Paper Project - Phase 2.
8. Method of dealing with the number of shares not registered to purchase:	In case the person who has the right to purchase does not buy all the shares, the shares shall be distributed to other persons in accordance with the conditions by the Board of Directors and shall not be sold with more favorable conditions in comparison with the conditions for issuance to employees. The offering price is not lower than 18,000 VND / share.
9. Estimated Implementation Time	After the General Meeting of

	Shareholders approves the offer plan and after approval by the competent state agency. Authorization to the Board of Directors to decide the specific time for issuance (in 2017)
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II. Approvals in procures relating to increase charter capital

1. To approve increase the charter capital corresponding to a total par value of shares issued
2. Revised the Charter related to charter capital parts

III. Registration and listing new additional shares

IV. Authorization to the Board of Directors

The General Meeting of Shareholders authorizes the Board of Directors to carry out the following plans under the program of option for employees

- Issuance the regulations to implement this option;
- Make the plan and implement a detailed plan:
 - ✓ Make a detailed issuance plan, included but not limited to: (i) Number of issued shares; (ii) the timing of the issue and (iii) the duration of the transfer;
 - ✓ Decide target, list of eligible employees and number of shares issued to each employee;
- Processing the number of issued shares not registered to buy all (if any).
- Choose the right time to implement the ESOP
- Make the issuance according to the approved plan, including the addition, modification, or change of the plan (except for matters requiring the approval of the General Meeting of Shareholders in accordance with the law) as requirements of the SSC and / or for compliance with relevant laws;
- Compiling additional listing registration and additional custody registration procedures: Do the procedures, work and select the appropriate time to register additional listing on HOSE and register additional deposit at VSD. The total number of shares actually issued according to the above plan;
- Amendment of provisions relating to the charter capital, shares in the Charter of the Company after the completion of the share issuance in accordance with the issuance results;

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- Carrying out procedures for changing the business registration of the Company relating to the change of charter capital as a result of the issuance to the competent State body; and
- On a case-by-case basis, the Board of Directors is authorized to decide on other matters and to perform other tasks deemed necessary by the Board of Directors or the Chairman concern the issuance of new shares.

Article XIII: Approve the List of Board of Directors for the term 2017 - 2021

1. Mr Nguyen Phan Dung	Rate : 87,43%
2. Mr Le Quang Hiep	Rate : 94,97%
3. Mr Nguyen Thanh Nghia	Rate: 98,24%
4. Mr Tatsuyuki Ota	Rate : 87,49%
5. Mr Le Ba Phuong	Rate : 111,80%
6. Mr Luong Van Thanh	Rate : 117,81%

Article XIV: Approve the List of Supervisory Board for the term 2017 - 2021

1. Mr Nguyen Quoc Binh	Rate: 104,54%
2. Ms Doan Hong Lan	Rate: 64,28%
3. Ms Doan Thi Bich Thuy	Rate: 95,10%

Article XV: Approve the result to vote the Chairman and Vice Chairman for Board of Director for the term 2017 - 2021

1. Mr Le Ba Phuong The Chairman of BOD Number of voting: 6/6 Rate: 100%
2. Mr Luong Van Thanh Vice Chairman of BOD Number of voting: 6/6 Rate: 100%

Article XVI: Approve the result to vote the Head for Board of Supervision for the term 2017 - 2021

Ms Doan Thi Bich Thuy Head of BOS Number of voting: 2/3 Rate: 66,67%

Article XVII: Approve Mr Le Ba Phuong – The Chairman of Board of Directors purlarity the General Manager of Dong Hai 2017

Rate: 100%

The BOD, BOM and relevant parties have responsibility to excute this Resolution. This resolution is effective since the signing date./.



Lê Bá Phương

**DONG HAI JOINT STOCK
COMPANY OF BEN TRE**
No: 01/NQ-ĐHĐCĐ

SOCIALIST REPUBLIC OF VIETNAM
Independence – Freedom- Happiness
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Ben Tre, May 20th, 2017

THE MEETING MINUTES
THE ANNUAL GENERAL SHAREHOLDERS MEETING 2017

A. INFORMATION OF COMPANY

- Name : **DONG HAI JOINT STOCK COMPANY OF BEN TRE**
- Abbreviation : DHC
- Address : Lot AIII, Giao Long Industrial Zone, An Phuoc Ward, Chau Thanh District, Ben Tre Province, Viet Nam
- Telephone : 075 3611666 - 075 2470655
- Website : <http://www.dohacobentre.com.vn>
- The business of the registration: No 1300358260, first registered 02/04/2003 and changed the 13 dated 06/10/2016 issued by By Department of Planning and Investment of Ben Tre Province.

B. TIME AND PLACE:

- Time : 8h, May 20th, 2017
- Address : Dong Khoi 2 Restaurant – No 210B Dong Khoi Strest, Phu Khuong Ward, Ben Tre City, Ben Tre Province

C. PARTICIPANTS AND CONDITIONS TO THE AGM:

- Shareholder of Dong Hai Joint Stock Company of Ben Tre ("the Company") and invited guests according to Invitation to attend the Annual General Meeting of Shareholders in 2017, the Board of Directors and the Board of Supervisors.
- Total number of shareholders according to the list dated 04/05/2017 of Dong Hai is 737 shareholders, holding a total of 25,584,603 shares, of which:
 - ✓ The number of shareholders to present is 32 shareholders, owns and represents 7,981,708 shares, accounting for 31.20% of the total number of shares of the Company;
 - ✓ Number of shareholders absent and authorized is 39 shareholders, owns and



represents 13,767,145 shares, accounting for 53.81% of total shares of the Company;

- ✓ Number of absent and unauthorized shareholders is 666 shareholders, owns and represents 3,835,750 shares, representing 14.99% of the total number of shares of the Company.
- The General Meeting is qualified to proceed according to Article 18 of the Charter of Dong Hai Ben Tre.

D. THE CONTENT

- Mr. Luong Van Thanh on behalf of the Organizing Committee stated reasons and introduced delegates.
- Mr. Nguyen Huu Hieu, Head of Supervisory Board, on behalf of the Organizing Committee report on the results of verification of shareholder status and announce the qualification to conduct the meeting.
- Mr. Luong Van Thanh nominated the Chairing Committee, the Secretariat and Voting Committee and voted by the General Assembly as follows:

Chairing Committee:

- | | |
|--------------------------|----------------------------|
| 1. Mr Le Ba Phuong | - The Chairman of BOD |
| 2. Mr Nguyen Thanh Nghia | - The Vice Chairman of BOD |
| 3. Mr Le Quang Hiep | - The Member of BOD |

Secretariat:

- | | |
|-----------------------------|--------------------|
| 1. Ms Le Thi Hoang Hue | - Chief Accountant |
| 2. Ms Nguyen Thi Hong Nhung | - Staff |

Voting Committee:

- | | |
|------------------------|--------------|
| 1. Ms Truong Thi Phieu | - The Head |
| 2. Mr Pham The Tai | - The Member |
| 3. Mr Huynh Canh Toan | - The Member |

I. THE REGULATION OF THE MEETING: Mr. Luong Van Thanh on behalf of the Chairing Committee passed the regulation of the meeting.

II. THE REPORT AND THE PROPOSAL ABOUT THE CONTENTS TO VOTE AT THE MEETING:

1. Ms Ho Thi Song Ngoc – The member of BOD reported:

- The report about result of business and activities in 2016 and the term 2012 – 2016.
- The plan of business and activities in 2017 and the term 2017 - 2021

(File attached).

2. Mr. Nguyen Huu Hieu - Head of Board of Supervisors reports about the activities of the Board of Supervisors. (File attached).
3. Mr. Luong Van Thanh - Head of the Project Fork Task reported on the implementation of the project and the proposal on the increase of capital for the Giao Long Paper Project - Phase 2 (File attached)
4. Mr Le Quang Hiep reported the Proposal No 01/TT-ĐHĐCĐ dated 12/05/2017 about the matters to AGM, Proposal No 03/TT-ĐHĐCĐ dated 12/05/2017 about issue the shares to pay 10% dividends 2016 (File attached).
5. Mr. Nguyen Thanh Nghia reported Proposal No. 04/TT-DHĐCĐ dated 12/5/2017 on the plan of offering shares to existing shareholders, Proposal No. 05/TT-ĐHĐCĐ dated 19/05/2017 on the plan of issuance the share under the program of option for employees (File attached).
6. Mr. Nguyen Thanh Nghia reported the list of candidates, who nominated the Board of Directors and the Board of Supervisors for the term of 2017-2021: The meeting voted and agreed 100%.

III. THE DISCUSSION AND COMMENTS OF THE SHAREHOLDERS AND THE BOD'S EXPLANATION

Mr. Le Ba Phuong - Chairman of the Board informs the situation and business results in the first four months of 2017, explaining some problems related to the business plan in 2017 and the implementation of the project.

IV. THE VOTING FOR THE CONTENTS OF MEETING

- Ms. Truong Thi Phieu - Head of Voting Committee presented The Voting and Election Regulations. The Voting Committee conducted the counting of the votes and report the results of counting votes of the meeting.
- Based on reports of the Board of Directors, Board of Management, audited financial statements and profit distribution plan, report of the Board of

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Supervisors.

- Based on the Proposal of the Board of Directors to the General Meeting of Shareholders, The election of the Board of Directors and Board of Supervisors for the term 2017-2021.

The result of voting:

- 1) **The problem 1: Approve the report about result of business and activities in 2016 and the term 2012 - 2016**

<i>Contents</i>	<i>Number of voting</i>	<i>Number of shares</i>	<i>Rate (%)</i>
Approval	71	21.748.853	100
Disapproval	0	0	0
Blank votes	0	0	0
Invalid votes	0	0	0
TOTAL	71	21.748.853	100

Approval the problem 1: According to the principle of counting votes and the vote counting formula, the total number of votes approving through problem 1 is 71 votes, equivalent to 21,748,853 shares, accounting for 100%.

- 2) **The problem 1: Approve the 2016 Audited Financial Statements and profit distribution 2016:**

No	Target	Amount (VND)
1	Net Revenue from sale	668.121.590.422
2	Profit before tax	96.949.120.406
3	Business income tax	11.223.156.184
4	Profit after tax	85.725.964.222
4.1	Investment and development fund – 5% Profit after tax	4.286.298.211
4.2	Welfare and reward fund 2% profit after tax	1.714.519.284
4.3	20% dividend on charter capital. In which, 10% divided by shares, 10% in cash.	48.843.491.000
4.4	Undistributed profit of 2016 turn to 2017	28.906.655.727

<i>Contents</i>	<i>Number of voting</i>	<i>Number of shares</i>	<i>Rate (%)</i>
Approval	71	21.748.853	100
Disapproval	0	0	0
Blank votes	0	0	0
Invalid votes	0	0	0
TOTAL	71	21.748.853	100

Approval the problem 2: According to the principle of counting votes and the vote counting formula, the total number of votes approving through problem 2 is 71 votes, equivalent to 21,748,853 shares, accounting for 100%.

3) The problem 3: Approve Remuneration and Bonus for the Board, the Supervisory Board 2016:

- Remuneration for the Board, the Supervisory Board: 790.000.000 VND.
- Bonus for the Board, the Supervisory Board: 1.185.000.000 đồng

<i>Contents</i>	<i>Number of voting</i>	<i>Number of shares</i>	<i>Rate (%)</i>
Approval	69	21.733.791	99,93
Disapproval	0	0	0
Blank votes	2	15.062	0,07
Invalid votes	0	0	0
TOTAL	71	21.748.853	100

Approval the problem 3: According to the principle of counting votes and the vote counting formula, the total number of votes approving through problem 3 is là 69 votes, equivalent to 21.733.791 shares, accounting for 99,93%.

4) The problem 4: Approve the report of the Supervisory Board 2016:

<i>Contents</i>	<i>Number of voting</i>	<i>Number of shares</i>	<i>Rate (%)</i>
Approval	71	21.748.853	100
Disapproval	0	0	0
Blank votes	0	0	0
Invalid votes	0	0	0
TOTAL	71	21.748.853	100

Approval the problem 4: According to the principle of counting votes and the vote counting formula, the total number of votes approving through problem 4 is 71 votes, equivalent to 21,748,853 shares, accounting for 100%.

5) The problem 5: Approve the plan of business activities for the term 2017 – 2021 and for the year of 2017:

***The plan of business activities for the term 2017 – 2021**

- Kraft paper: 848.800 tons
- Carton packaging: 208.500.000 pieces
- Net revenue: 9.956 billions VND
- Profit after tax: 816 billions VND

***The plan of business activities for the year 2017**

- Kraft paper: 55.800 tons

- Carton packaging: 31.200.000 pieces
- Net revenue: 750 billions VND
- Profit after tax: 66 billions VND

<i>Contents</i>	<i>Number of voting</i>	<i>Number of shares</i>	<i>Rate (%)</i>
Approval	71	21.748.853	100
Disapproval	0	0	0
Blank votes	0	0	0
Invalid votes	0	0	0
TOTAL	71	21.748.853	100

Approval the problem 5: According to the principle of counting votes and the vote counting formula, the total number of votes approving through problem 5 is 71 votes, equivalent to 21,748,853 shares, accounting for 100%.

6) The problem 6: Approve the profit distribution plan of 2017 as follows:

- Development investment fund 5% profit after tax
- Bonus and welfare fund 2% profit after tax
- Dividends to shareholders in cash or/and in shares: 20% charter capital

<i>Contents</i>	<i>Number of voting</i>	<i>Number of shares</i>	<i>Rate (%)</i>
Approval	71	21.748.853	100
Disapproval	0	0	0
Blank votes	0	0	0
Invalid votes	0	0	0
TOTAL	71	21.748.853	100

Approval the problem 6: According to the principle of counting votes and the vote counting formula, the total number of votes approving through problem 6 is 71 votes, equivalent to 21,748,853 shares, accounting for 100%.

7) The problem 7: Approve the plan for Remuneration and the bonus for BOD, BOM, BOS of 2017:

- Remuneration for BODs and BOS: 790.000.000 VND.
- The bonus of BOD, BOS, BOM: if targeted plan is achieved 1% profit after tax, above target 10% profit after tax for the exceed.

<i>Contents</i>	<i>Number of voting</i>	<i>Number of shares</i>	<i>Rate (%)</i>
Approval	69	21.733.791	99,93
Disapproval	0	0	0
Blank votes	2	15.062	0,07
Invalid votes	0	0	0
TOTAL	71	21.748.853	100

Approval the problem 7: According to the principle of counting votes and the vote counting formula, the total number of votes approving through problem 7 is 69 votes, equivalent to 21.733.791 shares, accounting for 99.93%.

8) The problem 8: Authorize the BOD to select a auditing firm for 2017 financial statements below:

- Deloitte Viet Nam Company Ltd.
- Vietvalues Company Ltd.
- Ernst & Young Viet Nam Company Ltd.

<i>Contents</i>	<i>Number of voting</i>	<i>Number of shares</i>	<i>Rate (%)</i>
Approval	71	21.748.853	100
Disapproval	0	0	0
Blank votes	0	0	0
Invalid votes	0	0	0
TOTAL	71	21.748.853	100

Approval the problem 8: According to the principle of counting votes and the vote counting formula, the total number of votes approving through problem 8 is 71 votes, equivalent to 21,748,853 shares, accounting for 100%.

9) The problem 9: Approve the Adjustment Giao Long Paper Project - Phase 2: Increase the total investment capital from 720 billion VND to 1.080 billion VND (+/- 5). AGM authorize BODs to implement the project and procedures .

<i>Contents</i>	<i>Number of voting</i>	<i>Number of shares</i>	<i>Rate (%)</i>
Approval	68	21.694.114	99,75
Disapproval	0	0	0
Blank votes	3	54.739	0,25
Invalid votes	0	0	0
TOTAL	71	21.748.853	100

Approval the problem 9: According to the principle of counting votes and the vote counting formula, the total number of votes approving through problem 9 is 68 votes, equivalent to 21.694.114 shares, accounting for 99,75%.

10) The problem 10: Approve the content of the Proposal 03/TT-ĐHĐCĐ about issue the shares to pay dividends in 2016

- AGM approve the plan to issue the shares to pay the dividends in 2016.
- Percentage of dividend in 2016: 10% charter capital.
- Formation to pay dividends: by shares

<i>Contents</i>	<i>Number of voting</i>	<i>Number of shares</i>	<i>Rate (%)</i>
Approval	71	21.748.853	100
Disapproval	0	0	0
Blank votes	0	0	0
Invalid votes	0	0	0
TOTAL	71	21.748.853	100

Approval the problem 10: According to the principle of counting votes and the vote counting formula, the total number of votes approving through problem 10 is 71 votes, equivalent to 21.748.853 shares, accounting for 100%.

11) The problem 11: Approve the content of the Proposal 04/TT-ĐHĐCĐ about issue the shares for existing shareholders:

AGM approve the plan to issue the shares for existing shareholders.

The summary of the issuance plan as follows:

I. Approve the plan to issue the shares for existing shareholders

1. Proposed number of new share issuance:	5.116.920 shares
2. Means of offering	Public Offering
3. Object for offering	Existing shareholders are on the list at the closing date of the shareholder to exercise the right to buy shares
4. Proposed price:	18.000 VND/share
5. Percentage of new issuance	5:1 A shareholder who owns 01 shares will be entitled to 01 right of purchase and 05 rights can buy 01 new share on the principle of rounding down to the unit.
6. Lock up period	Shares offered to existing shareholders are not subject to transfer restrictions
7. Transfer of stock options:	Shareholders who own the right to purchase shares may transfer the right to buy one (01) time only to other subjects.
8. Plans for fractional shares and unsold shares:	For odd stocks arising from rounding (if any) and excess shares due to existing shareholders not buying up and / or refusing to buy and / or expire payment of shares without paying for the purchase price (Hereinafter referred to as "Remaining Shares"): The General Meeting of

	Shareholders authorizes the Board of Directors to decide the offering price, offering price in the principle of offering price not lower than the offer price For existing shareholders (18,000 VND/share) and to ensure compliance with the provisions of current law.
9. Plan of using the proceeds from the offering:	All proceeds from the offering will be used to counterfeit funds for the Giao Long Paper Project - Phase 2.
10.Exercised period	After the General Meeting of Shareholders approves the offering plan and issues a Certificate of Registration of the Offering to the State Securities Commission ("SSC").

II. Approvals in procures relating to increase charter capital

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III. Registration and listing new additional shares

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- Select the appropriate offering time, in order to benefit the shareholders and the Company;
- Make the offer under the approved plan, including the addition, modification, or change of the plan (except for matters requiring the approval of the General Meeting of Shareholders in accordance with the law) as Requirements of the SSC and / or for compliance with relevant laws.
- Changing the appropriate offer price in case of necessity in accordance with the provisions of law;
- Carry out procedures for offering and reporting to the SSC.

2. Authorize the Board of Directors to choose the alternative offer plan (if necessary) so that the capital mobilization of the Company is guaranteed to be successful and in accordance with the law. Offer terms in the alternatives must be most beneficial to shareholders and the Company.

3. Compiling additional listing registration and additional custody registration: carry out procedures, work and select the appropriate time for additional listing on HOSE and register for additional deposit at VSD for the whole. Sets of the number of shares actually issued under the plan approved by the General Meeting of Shareholders;



4. Amend the provisions relating to the charter capital, shares in the Charter of the Company after the completion of the share issuance in accordance with the issuance results;

5. Carrying out the procedures for changing the business registration certificate of the Company relating to the change of the charter capital as a result of each offering to the competent State;

6. Develop detailed plan of allocation of proceeds from the offering and select the timing of disbursement in accordance with the business situation of the Company and ensure the highest benefit to the shareholders and give Company.

7. On a case-by-case basis, the Board of Directors is authorized to decide on other issues and to perform other tasks deemed necessary which Board of Directors or the Chairman concern for the issuance of new shares.

<i>Contents</i>	<i>Number of voting</i>	<i>Number of shares</i>	<i>Rate (%)</i>
Approval	69	21.718.453	99,86
Disapproval	0	0	0
Blank votes	2	30.400	0,14
Invalid votes	0	0	0
TOTAL	71	21.748.853	100

Approval the problem 11: According to the principle of counting votes and the vote counting formula, the total number of votes approving through problem 11 is 69 votes, equivalent to 21.718.453 shares, accounting for 99.86%.

12) The problem 12: Approve the contents of Proposal no 05/TT-DHĐCĐ About Plan to issue the share under the program of option for employees

AGM approve the plan to issue the shares for the employees.

The summary of the issuance plan as follows:

I. Plan to issue shares for the Employees in 2017

1. <i>Proposed number of new share issuance:</i>	1.200.000 shares
2. The issuance price:	18.000 VND
3. Principle to determine the price:	Authorize the Board of Directors to formulate the principles of determining the detailed selling price
4. Issue rate (number of shares expected to be issued / number of shares in circulation):	4,69%
5. Target and object of the issuance:	<i>Internal person and employees of Dong Hai on the list approved by the Board</i>

	<i>(Authorize the Board of Directors to decide the policy, criteria and approve the list of ESOP, decide the total number of ESOP shares and the number of shares of each person)</i>
6. Lock up period	02 years from the date of issuance finished.
7. Purpose of issuance:	Associate the objects to buy ESOP shares with the Company. Mobilize counterpart fund for Giao Long Paper Project - Phase 2.
8. Method of dealing with the number of shares not registered to purchase:	In case the person who has the right to purchase does not buy all the shares, the shares shall be distributed to other persons in accordance with the conditions by the Board of Directors and shall not be sold with more favorable conditions in comparison with the conditions for issuance to employees. The offering price is not lower than 18,000 VND / share.
9. Estimated Implementation Time	After the General Meeting of Shareholders approves the offer plan and after approval by the competent state agency. Authorization to the Board of Directors to decide the specific time for issuance (in 2017)

II. Approvals in procures relating to increase charter capital

1. To approve increase the charter capital corresponding to a total par value of shares issued
2. Revised the Charter related to charter capital parts

III. Registration and listing new additional shares

IV. Authorization to the Board of Directors

The General Meeting of Shareholders authorizes the Board of Directors to carry out the following plans under the program of option for employees

- Issuance the regulations to implement this option;
- Make the plan and implement a detailed plan:

- ✓ Make a detailed issuance plan, included but not limited to: (i) Number of issued shares; (ii) the timing of the issue and (iii) the duration of the transfer;
- ✓ Decide target, list of eligible employees and number of shares issued to each employee;
- Processing the number of issued shares not registered to buy all (if any).
- Choose the right time to implement the ESOP
- Make the issuance according to the approved plan, including the addition, modification, or change of the plan (except for matters requiring the approval of the General Meeting of Shareholders in accordance with the law) as requirements of the SSC and / or for compliance with relevant laws;
- Compiling additional listing registration and additional custody registration procedures: Do the procedures, work and select the appropriate time to register additional listing on HOSE and register additional deposit at VSD. The total number of shares actually issued according to the above plan;
- Amendment of provisions relating to the charter capital, shares in the Charter of the Company after the completion of the share issuance in accordance with the issuance results;
- Carrying out procedures for changing the business registration of the Company relating to the change of charter capital as a result of the issuance to the competent State body; and
- On a case-by-case basis, the Board of Directors is authorized to decide on other matters and to perform other tasks deemed necessary by the Board of Directors or the Chairman concern the issuance of new shares.

<i>Contents</i>	<i>Number of voting</i>	<i>Number of shares</i>	<i>Rate (%)</i>
Approval	69	21.740.606	99,96
Disapproval	0	0	0
Blank votes	2	8.247	0,04
Invalid votes	0	0	0
TOTAL	71	21.748.853	100

Approval the problem 12: According to the principle of counting votes and the vote counting formula, the total number of votes approving through problem 12 is 69 votes, equivalent to 21.740.606 shares, accounting for 99.96%.

13) The problem 13: Voting the Board of Directors and Board of Supervisors for the term 2017-2021

Based on the list of nominees, the candidates for the Board of Directors and the Board of Supervisors for the term 2017-2021 have been approved, the Election Committee shall conduct the counting of votes and achieve the following results:

1) Results to vote the Board of Directors for the term 2017-2021

No	Name	Number of voting	Rate
1	Nguyen Phan Dung	19.014.553	87,43%
2	Le Quang Hiep	20.655.111	94,97%
3	Nguyen Thanh Nghia	21.366.849	98,24%
4	Tatsuyuki Ota	19.027.703	87,49%
5	Le Ba Phuong	24.315.384	111,80%
6	Luong Van Thanh	25.623.268	117,81%

2) Results to vote the Board of Supervisor for the term 2017-2021

No	Name	Number of voting	Rate
1	Nguyen Quoc Binh	22.736.082	104,54%
2	Đoan Hong Lan	13.980.272	64,28%
3	Đoan Thi Bich Thuy	20.685.718	95,11%

3) The BOD have the first meeting to vote the Chairman, Vice Chairman of the Board for the term 2017-2021

1. Mr Le Ba Phuong The Chairman of BOD Number of voting: 6/6 Rate: 100%
2. Mr Luong Van Thanh Vice Chairman of BOD Number of voting: 6/6 Rate: 100%

4) Supervisor Board have the first meeting to vote the Head for Board of Supervision for the term 2017 - 2021

Ms Doan Thi Bich Thuy Head of BOS Number of voting: 2/3 Rate: 66,67%

***The General Meeting of Shareholders farewells the Board of Directors, Board of Supervisors for the term 2012-2016 and launches the Board of Supervisors / Supervisory Board for the new term of 2017-2021.**

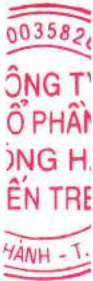
14) The problem 14: Approve Mr Le Ba Phuong – The Chairman of Board of Directors purrarity the General Manager of Dong Hai 2017

Rate: 100%

V. CONCLUSION

Basing on the voting results above, the General Meeting unanimously passed the following issues:

- 1. Approve the report about result of business and activities in 2016 and the term 2012 – 2016**
- 2. Approve the 2016 Audited Financial Statements and profit distribution 2016:**
- 3. Approve the 2016 Audited Financial Statements and profit distribution 2016:**
- 4. Approve the report of the Supervisory Board 2016:**
- 5. Approve the plan of business activities for the term 2017 – 2021 and for the year of 2017:**
- 6. Approve the profit distribution plan of 2017**
- 7. Approve the plan for Remuneration and the bonus for BOD, BOM, BOS of 2017:**
- 8. Authorize the BOD to select a auditing firm for 2017 financial statements**
- 9. Approve the Adjustment Giao Long Paper Factory Project - Phase 2: Increase the total investment capital from 720 billion VND to 1.080 billion VND (+/- 5). AGM authorize BODs to implement the project and procedures**
- 10. Approve the content of the Proposal 03/TT-ĐHĐCĐ about issue the shares to pay dividends in 2016**
- 11. Approve the content of the Proposal 04/TT-ĐHĐCĐ about issue the shares for existing shareholders:**
- 12. Approve the contents of Proposal no 05/TT-ĐHĐCĐ About Plan to issue the share under the program of option for employees**
- 13. Approve the List of Board of Directors for the term 2017 - 2021**
- 14. Approve the List of Supervisory Board for the term 2017 - 2021**



15. Approve the result to vote the Chairman and Vice Chairman for Board of Director for the term 2017 - 2021
16. Approve the result to vote the Head for Board of Supervision for the term 2017 – 2021
17. Approve Mr Le Ba Phuong – The Chairman of Board of Directors purrarity the General Manager of Dong Hai 2017

The meeting ended at 12h10 by a same day.

This minutes has been approved by the Meeting.

Secretary

Lê Thị Hoàng Huệ

The Chairman of the Meeting



Lê Bá Phương

