

## BHS: Resolution of the 2014 - 2015 Annual General Meeting of Shareholders

Bien Hoa Sugar Joint Stock Company announced the resolution of the 2014 - 2015 Annual General Meeting of Shareholders on December 28, 2015:

Article 1: The Meeting approved contends as follows:

Approving the reports at the 2014 – 2015 Annual General Meeting of Shareholders:

- 1.1 The Operation's report for 2014 - 2015 and plan for 2015-2016
- 1.2 Report on 2014 - 2015 business performance and 2015-2016 of the Supervisory Board
- 1.3 Report on business management in 2014 – 2015 and plan for 2015-2016 of the Board of Supervisors
- 1.4 Separate FS and Consolidated FS for 2014 – 2015 (July 01, 2014 – June 30, 2015) which is audited
- 1.5 Plan for 2014 – 2015 profit distribution (July 01, 2014 – June 30, 2015):

Profit before tax		125,485,193,348
Corporation income tax		34,961,120,858
Profit after tax		97,939,764,574
Retained earnings of the last year		2,245,776,787
Total profit for distribution		100,185,541,361
Development & investment fund	10% of profit after tax	9,793,976,457
Bonus & welfare fund	12% of profit after tax	11,752,771,749
Bonus to the Board of Directors, the Management Board and key staffs	5% of the exceeded profit	1,000,000,000
Dividend	5% charter capital	61,671,999,000
Operation expenses of the Board of Directors and the Board of Supervisors		2,000,000,000

Retained earnings are transferred to the next year		15,964,794,155
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The General Meeting authorized to the Board of Directors to implement the 2014 – 2015 dividend.

1.6 Business plan for 2015-2016 and profit distribution ratio for 2015-2016

- Sugar production: 215,266 tons
- Net revenue: VND3,125 billion
- Profit before tax: VND220 billion
- Allocation to development and investment fund: 10% of profit after tax
- Allocation to bonus and welfare fund: 12% of profit after tax
- Dividend (from July 01, 2015 to June 30, 2016): 8% - 10% par charter capital
- Bonus to the Board of Directors, the Board of Supervisors and key staffs: 5% of the exceeded profit compared to the plan, but not exceed VND1 billion.

1.7 The Meeting will authorize the Board of Directors to choose one of remaining companies in the list of independent auditing companies from fiscal year 2015 – 2016 to fiscal year 2019 – 2020.

1.8 The Meeting approved the Employee Stock Ownership Plan (ESOP)

- Current charter capital: VND1,233,439,980,000
- Estimates the charter capital: VND1,295,111,980,000
- Stock type : Common stock
- Par value : VND10,000 / share
- Volume registered to sell: 6,167,200 shares
- Offering price : VND10,000 / share
- Total value : VND61,672,000,000
- Payment time : expected in January 2016
- Transfer principle : 50% shares are restricted from transfer within 01 year and 50% shares are restricted from transfer within 02 years.

1.9 The Meeting approved to amend the Articles of Association.

1.10 The meeting approved the resignation of Mr. Le Van Dinh as members of the BOD.

- Appointment of Mr. Nguyen Quoc Viet as to members of the Board of Directors.
- The meeting approved the resignation of Mr. Pham Hong Duong, Mr. Nguyen Quoc Viet and Mr. Le Ngoc Thong as members of the BOD.
- The meeting approved the resignation of Mr. Pham Trung Kien as members of the BOS.
- Appointment of Mr. Henry Chung, Mr. Vo Tong Xuan and Mr. Le Quang Hai as to members of the Board of Directors.
- Appointment of Ms. Nguyen Thuy Van as to members of the Board of Supervisors.

1.11 The remuneration and expense of the Board of Directors and the Board of Supervisors in 2015 – 2016: VND4 billion

Operation expenses of the Board of Directors and the Board of Supervisors in 2015 – 2016: VND4 billion

Article 2: Assigned to the Board of Directors are responsible to implement this resolution.

Article 3: This resolution takes effect as from December 28, 2015.