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CÔNG TY CỔ PHẦN
ĐẦU TƯ THẾ GIỚI DI ĐỘNG

CỘNG HÒA XÃ HỘI CHỦ NGHĨA VIỆT NAM
Độc lập - Tự do - Hạnh phúc

CÔNG BỐ THÔNG TIN TRÊN CỔNG THÔNG TIN ĐIỆN TỬ CỦA UBCKNN VÀ SGDCK TP. HCM

Kính gửi: **- Ủy ban Chứng khoán Nhà nước**
- Sở Giao dịch Chứng khoán TP. HCM

Công ty : CÔNG TY CỔ PHẦN ĐẦU TƯ THẾ GIỚI DI ĐỘNG

Mã chứng khoán : MWG

Địa chỉ trụ sở chính : 222 Yersin, P. Phú Cường, Thị xã Thủ Dầu Một, tỉnh Bình Dương

Địa chỉ VP điều hành : Lầu 5, phòng 5.6, Etown 2, 364 Cộng Hòa, P. 13, Q. Tân Bình

Điện thoại : (08) 38125960 Fax: (08) 38125961

Người thực hiện công bố thông tin : TRẦN HUY THANH TÙNG

Địa chỉ : Quận Tân Bình, TP. HCM

Điện thoại : (08) 38125960

Loại thông tin công bố ☐ 24 giờ ☐72 giờ ☐ **bất thường** ☐ theo yêu cầu ☐ định kỳ

Nội dung thông tin công bố: Công bố tài liệu lấy ý kiến cổ đông bằng văn bản

Thông tin này đã được công bố trên trang thông tin điện tử của Công ty WWW.MWG.VN vào ngày 04 tháng 8 năm 2017

Chúng tôi cam kết các thông tin công bố trên đây là đúng sự thật và hoàn toàn chịu trách nhiệm trước pháp luật về nội dung các thông tin đã công bố.

TP. HCM, ngày 05 tháng 8 năm 2017

Đại diện Công bố thông tin

CÔNG TY CỔ PHẦN ĐẦU TƯ THẾ GIỚI DI ĐỘNG
M.S.D.N: 0306731335 - C.P
TP. THỦ DẦU MỘT - BÌNH DƯƠNG

Trần Huy Thanh Tùng

MOBILE WORLD INVESTMENT CORPORATION	THE SOCIALIST REPUBLIC OF VIETNAM Independence – Freedom - Happiness
␣	␣
No: 02-2017/CVDHCD	Ho Chi Minh City, 2nd Aug 2017

PROPOSAL TO COLLECT SHAREHOLDERS' OPINIONS IN WRITING

(Re: Approving the new budget for Mergers and Acquisitions ("M&A") activities, authorising the Board of Directors to undertake M&A activities and approving share issuance through private placement to increase charter capital)

Respectfully submitted to: THE SHAREHOLDERS OF MOBILE WORLD INVESTMENT CORPORATION

- *Pursuant to the Law on Enterprise No. 68/2014/QH13 dated 26 November 2014;*
- *Pursuant to the Charter of Mobile World Investment Corporation;*
- *Pursuant to the actual business operation and performance of Mobile World Investment Corporation;*
- *Pursuant to the Resolution of the General Meeting of Shareholders in 2017 of Mobile World Investment Corporation on 31 March 2017*

The Board of Directors ("**BOD**") respectfully submits to the General Meeting of Shareholders for consideration and approval of the following:

I. APPROVING NEW BUDGET FOR MERGERS AND ACQUISITIONS ("M&A") ACTIVITIES

1. New budget for M&A activities

- Old budget (approved by the General Meeting of Shareholders 2017): VND500 billion.
- New budget: VND2,500 billion

2. The purpose of increasing budget for M&A activities: engaging in M&A activities with retail companies.

3. Source of funding for M&A budget increase:

- Loans and bond issuance;
- Retained earnings;

- New share issuance.

II. AUTHORISING THE BOARD OF DIRECTORS TO UNDERTAKE M&A ACTIVITIES

The General Meeting of Shareholders authorizes the BOD to undertake M&A activities under the authority of the General Meeting of Shareholders, as follows:

- Decide on the purchase of shares or securities of one or several other companies that are in alignment with the Company's strategic direction and the investment should not exceed the approved budget;
- Decide on the target and timing of M&A transactions;
- Decide on transaction value of M&A transactions;
- Undertake works related to negotiating, signing and completing procedures in accordance with relevant laws for M&A transactions;
- Depending on specific circumstances, the BOD may authorise the Chief Executive Officer to perform one or more of the tasks mentioned above.

III. APPROVING SHARE ISSUANCE THROUGH PRIVATE PLACEMENT TO INCREASE CHARTER CAPITAL

1. Plan for share issuance through private placement to increase charter capital:

• Type of securities	:	Ordinary shares.
• Par value	:	VND10,000 /share.
• Total number of issued shares	:	307,765,789 shares.
• Number of treasury shares	:	136,065 shares.
• Number of outstanding shares	:	307,629,724 shares.
• Number of shares to be issued	:	6,700,000 shares, equivalent to 2.18% of the number of outstanding shares
• Total par value of additional shares	:	VND 67,000,000,000.
• Issuance method	:	Private placement.
• Number of investors to be offered	:	No more than **10** investors.
• Investors	:	The General Meeting of Shareholders authorises the BOD to study, negotiate and decide at the time of the offer based on the following criteria:

- Be domestic and foreign investors;
- Have financial capability and be committed to long-term interests of the Company;
- Have professional capability and be able to effectively support the sustainable development of the Company.

• Expected issue price	:	Authorise to the BOD to negotiate with investors for an appropriate issue price.
• Lock-up period	:	All shares issued in the private placement above are restricted from being transferred within 01 year from the date of issuance.
• Expected issuance date	:	In 2017, after getting approval from the General Meeting of Shareholders and the State Securities Commission.
• Post-issuance charter capital	:	VND3,144,657,890,000.
• Handling of unsold shares	:	After the share issuance is completed, the unsold shares will be considered as unissued stock. The General Meeting of Shareholders authorises the BOD to reduce the number of issued shares in accordance with the number of shares actually sold to investors in the issuance.

2. Plan for the use of proceeds from the share issuance

The total proceeds from the share issuance through private placement to increase charter capital will be used to finance the Company's working capital, as follows:

- Undertake M&A activities.

3. Increasing the charter capital, amending the Company's Charter and Business Registration Certificate based on the share issuance results:

- Authorise the BOD to increase the charter capital and amend the charter capital stated in the Company's Charter in accordance with the total par value of the issued shares under the said share issuance plan;

- Amend the Business Registration Certificate in accordance with the actual share issuance results.

4. Depositing and listing the additional shares

Register and deposit the issued shares under the said issuance plan at the Vietnam Securities Depository and list the additional shares on the Ho Chi Minh City Stock Exchange ("HOSE").

5. Authorising the Board of Directors to undertake related assignments

- Decide an appropriate timing for issuance;
- Supplement and amend the share issuance plan at the request of the State Securities Commission ("SSC") and other relevant state agencies for compliance with relevant laws and regulations, and carry out the work that the BOD deems necessary to implement the issuance;
- Negotiate and sign Share Purchase Agreements with potential investors;
- Perform work in compliance with the law to complete the registration, depositing and listing of the additionally issued shares;
- Decide on the detailed plan for the use of proceeds from the share issuance;
- Decide on the handling of unsold shares;
- Carry out the necessary procedures to implement and complete the share issuance in agreement with the Company's Charter and current laws;
- Amend the Business Registration Certificate and amend the charter capital according to the capital actually raised.

IV. DUE DATE FOR OBTAINING SHAREHOLDERS' OPINIONS IN WRITING

To ensure the rights as well as comply with the regulations, we would like to respectfully ask shareholders to consider and provide opinions on the above resolutions in Written Ballots (refer to the attached template) and send to Mobile World Investment Corporation before 20th Aug 2017 at the following address:

Ms. Nguyen Thi Lien Ngoc

Mobile World Investment Corporation

Address: Room #506, 5th Floor, Etown2 Building, Tan Binh District, HCMC

Telephone: (84-28) 38125960

Please kindly put the Written Ballots in sealed envelopes and send to the Company. Written Ballots are received after the said due date or have been opened are invalid.

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MOBILE WORLD INVESTMENT CORPORATION

No: /2017/

THE SOCIALIST REPUBLIC OF VIETNAM

Independence – Freedom - Happiness

Ho Chi Minh City, 2nd August 2017

DRAFT RESOLUTION

OF THE GENERAL MEETING OF SHAREHOLDERS IN THE FORM OF COLLECTING SHAREHOLDERS' OPINIONS IN WRITING

- *Pursuant to the Law on Enterprise No. 68/2014/QH13 dated 26 November 2014;*
- *Pursuant to the Charter of Mobile World Investment Corporation*
- *Pursuant to the Minute of Vote Counting No. __/2017/ dated ___/___/2017.*

THE GENERAL MEETING OF SHAREHOLDERS

MOBILE WORLD INVESTMENT CORPORATION

RESOLUTIONS:

Article I. Approving new budget for Mergers and Acquisitions ("M&A"):

1. New budget for M&A activities

- Old budget (approved by the General Meeting of Shareholders 2017): VND500 billion.
- New budget: VND2,500 billion

2. The purpose of increasing budget for M&A activities: engaging in M&A activities with retail companies.
3. Source of funding for M&A budget increase:

- Loans and bond issuance;
- Retained earnings;
- New share issuance.

Article II. Authorising the Board of Directors to undertake M&A activities:

The General Meeting of Shareholders authorizes the Board of Directors to undertake M&A activities under the authority of the General Meeting of Shareholders, as follows:

- Decide on the purchase of shares or securities of one or several other companies that are in alignment with the Company's strategic direction and the investment should not exceed the approved budget;
- Decide on the target and timing of M&A transactions;

- Decide on transaction value of M&A transactions;
- Undertake works related to negotiating, signing and completing procedures in accordance with relevant laws for M&A transactions;
- Depending on specific circumstances, the BOD may authorise the Chief Executive Officer to perform one or more of the tasks mentioned above.

Article III. Approving share issuance through private placement to increase the charter capital:

1. Plan for share issuance through private placement to increase charter capital:

• Type of securities	:	Ordinary shares.
• Par value	:	VND10,000 /share.
• Total number of issued shares	:	307,765,789 shares.
• Number of treasury shares	:	136,065 shares.
• Number of outstanding shares	:	307,629,724 shares.
• Number of shares to be issued	:	6,700,000 shares, equivalent to 2.18% of the number of outstanding shares
• Total par value of additional shares	:	VND67,000,000,000.
• Issuance method	:	Private placement.
• Number of investors to be offered	:	No more than 10 investors.
• Investors	:	The General Meeting of Shareholders authorises the BOD to study, negotiate and decide at the time of the offer based on the following criteria: - Be domestic and foreign investors; - Have financial capability and be committed to long-term interests of the Company;

- Have professional capability and be able to effectively support the sustainable development of the Company.

• Expected issue price	:	Authorize to the BOD to negotiate with investors for an appropriate issue price
• Lock-up period	:	All shares issued in the private placement above are restricted from being transferred within 01 year from the date of issuance.
• Expected issuance date	:	In 2017, after getting approval from the General Meeting of Shareholders and the State Securities Commission.
• Post-issuance charter capital	:	VND3,144,657,890,000.
• Handling of unsold shares	:	After the share issuance is completed, the unsold shares will be considered as unissued stock. The General Meeting of Shareholders authorises the BOD to reduce the number of issued shares in accordance with the number of shares actually sold to investors in the issuance.

2. Plan for the use of proceeds from the share issuance

The total proceeds from the share issuance through private placement to increase charter capital will be used to finance the Company's working capital, as follows:

- Undertake M&A activities.

3. Increasing the charter capital, amending the Company's Charter and Business Registration Certificate based on the share issuance results:

- Authorise the BOD to increase the charter capital and amend the charter capital stated in the Company's Charter in accordance with the total par value of the issued shares under the said share issuance plan;
- Amend the Business Registration Certificate in accordance with the actual share issuance results.

4. Depositing and listing the additional shares

Register and deposit the issued shares under the said issuance plan at the Vietnam Securities Depository and list the additional shares on the Ho Chi Minh City Stock Exchange ("HOSE").

5. Authorising the Board of Directors to undertake related assignments

- Decide an appropriate timing for issuance;
- Supplement and amend the share issuance plan at the request of the State Securities Commission ("SSC") and other relevant state agencies for compliance with relevant laws and regulations, and carry out the work that the Board of Directors deems necessary to implement the issuance;
- Negotiate and sign Share Purchase Agreements with potential investors;
- Perform work in compliance with the law to complete the registration, depositing and listing of the additionally issued shares;
- Decide on the detailed plan for the use of proceeds from the share issuance;
- Decide on the handling of unsold shares;
- Carry out the necessary procedures to implement and complete the share issuance in agreement with the Company's Charter and current laws;
- Amend the Business Registration Certificate and amend the charter capital according to the capital actually raised.

Article IV: Terms of enforcement

The Resolution of the General Meeting of Shareholders of Mobile World Investment Corporation takes effect from the signing date. Shareholders, members of the Board of Directors, members of the Inspection Committee, Board of Management and all employees of Mobile World Investment Corporation are responsible for the implementation of this Resolution ./.

CHAIRMAN OF THE BOARD OF DIRECTORS

To:

- State Securities Commission;
- Ho Chi Minh City Stock Exchange;
- Company's website;
- Archives of Board of Directors Office.

NGUYEN DUC TAI

C.T.C.P ★ DƯƠNG

MOBILE WORLD INVESTMENT CORPORATION

THE SOCIALIST REPUBLIC OF VIETNAM
Independence – Freedom - Happiness

Ho Chi Minh City, 2nd August 2017

GUIDANCE ON HOW TO SUBMIT OPINIONS AND APPROVE THE RESOLUTION OF THE GENERAL MEETING OF SHAREHOLDERS IN WRITING

I. PURPOSE

To provide detailed guidance on how to submit opinions and procedure to approve the Resolution of the General Meeting of Shareholders of Mobile World Investment Corporation (the Company) in writing in accordance with the attached Proposal to collect shareholders' opinions in writing.

II. REGULATIONS AND GUIDANCE

1. Subjects entitled to vote

A shareholder or a legally authorized person of a shareholder who owns ordinary shares of the Company according to the Shareholder Register as at 29 Jun 2017

2. Documents for collecting shareholders' opinion in writing

Documents sent to each shareholder for collecting shareholders' opinion in writing consist of:

- One (01) ***Proposal to collect shareholders' opinions in writing***: is a document showing the proposals that the Company respectfully submits to shareholders for their consideration and approval.
- One (01) ***Written Ballot***: is a document for shareholders to fill out information and vote.
- One (01) ***Draft Resolution of the General Meeting of Shareholders in the form of collecting shareholders' written opinions***: is a document that is used after the shareholder votes.

3. Voting method

- After studying the proposals shown in the Proposal to collect shareholders' opinions in writing, shareholders give their opinions in the Written Ballot.
- To cast their votes, shareholders select one (01) of the three (03) voting selections below:
  - Align
  - Against
  - Abstain

- Voting selection: Shareholders only choose one (01) of the three (03) voting selections and indicate selection by **firmly placing an X** in the appropriate box.

4. Conditions for resolutions to be passed

Pursuant to Article 21 of the Charter of the Company, in collecting shareholders' opinion in writing, resolutions will be passed upon approval of shareholders representing at least seventy-five percent (75%) of the voting shares and such resolutions are as valid as those passed at the General Meeting of Shareholders.

5. Sending Written Ballots to the Company

Shareholders cast votes and send the Written Ballots to Mobile World Investment Corporation in sealed envelopes before 20th August 2017 at the following address:

Ms. Nguyen Thi Lien Ngoc

Mobile World Investment Corporation

Address: Room 506, 5th Floor, Etown2 Building, Tan Binh District, HCMC

Telephone: (84-28) 38125960

Email: ngoc.nguyenthilien@thegioididong.com

In the case of voting by proxy, the letter of authorization must also be attached.

6. Classification of Written Ballots

Written Ballots are checked for validity and classified as follows:

✓ **Valid Ballot**, is the one:

- Issued by Mobile World Investment Corporation, signed by the Chairman of the Board of Directors with the Company's seal affixed;
- One (01) of the three (03) voting selections is ticked;
- Must have the signature of shareholder being individual; signature of the Legal Representative or Authorised Representative and seal affixed for institutional shareholder;
- Must be placed in **a sealed envelope** and sent to the Company before 20th Aug 2017 postmark date.

✓ **Invalid Ballot,** is the one that does not meet the requirements of a Valid Ballot.

7. Vote Counting Committee

The vote counting procedure is undertaken by the Board of Directors under the supervision of the Board of Supervisory.

8. Checking and summary of results

- Written Ballots are examined and summed up to determine the vote counting result.
- The voting results are determined for each resolution and shall be calculated in percentage (%) rounded to two (02) decimal places.
- Vote Counting Committee is responsible for summing up the voting results and drafting the Minutes of Vote Counting. The Minutes is then signed by the members of the Vote Counting Committee to certify the accuracy, transparency and compliance with rules and vote counting procedures.
- The Minutes of Vote Counting is prepared in compliance with the Law on Enterprise.
- The Company shall publicly disclose the vote counting results on Company's website and means of information disclosure in accordance with the regulations of the State Securities Commission and Ho Chi Minh City Stock Exchange.

To:

- Shareholders of Mobile World Investment Corporation
- Archives of Board of Directors Office

ON BEHALF OF
THE BOARD OF DIRECTOS
CHAIRMAN

M.S.D.N:0306731335-C.T.C.P
CÔNG TY
CỔ PHẦN
ĐẦU TƯ
THẾ GIỚI DI ĐỘNG
TP.THỦ DẦU MỘT-T.BÌNH DƯƠNG

NGUYEN DUC TAI

MOBILE WORLD INVESTMENT CORPORATION
Address: 222 Yersin, Phu Cuong Ward, Thu Dau Mot City, Binh Duong
Mobile: (84-28) 38125960
Business Registration Certificate No. 0306731335 on 16 Jan 2009, 16th amendment on 21 Jun 2017

WRITTEN BALLOT

I. SHAREHOLDER INFORMATION:

- Name of shareholder : ....
- Residential address : ....
- Nationality : ....
- Shareholder Registration Number (*): ....
- Number of voting shares : ....shares

II. PURPOSE OF OBTAINING OPINIONS

Approving the new budget for Mergers and Acquisitions (M&A) activities, authorising the Board of Directors to undertake M&A activities and approving share issuance through private placement to increase charter capital.

III. PROPOSALS FOR VOTING

No.	Proposals	Align	Against	Abstain
1	Approving the new budget for Mergers and Acquisitions (M&A) activities			
2	Authorising the Board of Directors to undertake M&A activities			
3	Approving share issuance through private placement to increase charter capital			

SHAREHOLDER
(Sign and Full name)

HCMC, 2nd August 2017
ON BEHALF OF
THE BOARD OF DIRECTOS
CHAIRMAN

CÔNG TY CỔ PHẦN ĐẦU TƯ THẾ GIỚI DI ĐỘNG
M.S.D.N: 0306731335 - C.T.C.P
TP. THỦ DẦU MỘT T. BÌNH DƯƠNG

NGUYEN DUC TAI

Note:

- ✓ ***Shareholder firmly places "X" in the appropriate box (Alignjhn or Against or Abstain).***
- ✓ ***(*) Shareholder Registration Number:*** *ID Number, Business Registration Number – for domestic investors and Foreign Investor Code – for foreign investors.*
- ✓ *Please kindly send this Written Ballot to Mobile World Investment Corporation before 20th August 2017 postmark date.*