

**THE MINUTE OF
GENERAL MEETING OF SHAREHOLDERS 2018
SOUTH BASIC CHEMICALS JOINT STOCK COMPANY**

Company name: SOUTH BASIC CHEMICALS JOINT STOCK COMPANY

Address: No. 22 Ly Tu Trong Street, Ben Nghe Ward, District 1, Ho Chi Minh City

Business Registration Certificate No. 0301446260 issued by the Department of Planning and Investment of Ho Chi Minh City with the first time issuance on September 24, 2003 and the 9th amended registration dated February 05, 2017.

Today, at 8h30 on April 23, 2018, the Annual General Meeting of Shareholders 2018 of SOUTH BASIC CHEMICALS JOINT STOCK COMPANY is held at New World Saigon Hotel - 76 Le Lai, District 1, Ho Chi Minh City.

CONTENT OF GENERAL MEETING:

1. Mr. Le Tung Lam directed the opening of the General Meeting

Opening ceremony includes:

- Statement of reasons and introduction of delegates;
- Introduction of personnel as members of the verification committee of shareholders status to attend the General Meeting, including:

The verification committee of shareholders status (3 persons):

1. Ms. Nguyen Thi Minh Anh - Head
2. Ms. Pham Thi Thu Hang - Member
3. Mr. Tran Minh Hien - Member

2. Report on the results of verification of shareholder status at the meeting

Ms. Nguyen Thi Minh Anh reports the results of verification of shareholder status at the meeting: Up to 08 hours 28 minutes on April 23, 2018, total number of shareholders attending and authorizing attendance is 27 shareholders with 37,421,994 voting shares and representing for 84.67% of total voting shares of the Company.

3. Adoption of the Working Regulations and Voting at the General Meeting

Mr. Le Tung Lam presents and directs the General Meeting to approve the working regulations and voting at the General Meeting (*attached documents*), in which: Voting votes to approve the following contents: Approve the chairing staffs. The Secretary; the Vote counting committee; Working regulations and voting at the General Meeting; The agenda of the General Meeting; Report on approving the dismissal and election of supervisors and members of the Board of Directors; Nomination/Appointment of supervisor; List of candidates for the Supervisory Board; Rules of election of supervisor; Regulation on Nomination of Members of Board of Directors; Candidates

for Nomination of Members of Board of Directors: The rules on election of Members of Board of Directors; Minutes, resolutions of the General Meeting and some issues at the General Meeting. Voting cards are used to vote on the main contents of the General Meeting (except for matters voted in the voting cards above).

With 100% of affirmative vote, the entire General Meeting has passed the Working Regulations and voting at the General Meeting.

4. Approve the chairing staffs.

The General Meeting of Shareholders approved the Chairperson with 100% of affirmative vote as follows:

Chairpersons (03 persons):

1. Mr. Le Van Hung - Chair
2. Mr. Nguyen Huu Tho - Member
3. Mr. Le Thanh Binh - Member

5. Approve the secretary and the vote counting committee

The General Meeting of Shareholders has approved the secretary and vote counting committee proposed by the Chairperson with 100% of affirmative vote as follows:

Secretary (02 persons):

1. Mr. Le Tung Lam - Chairman
2. Ms. Vo Thi Diem Hang - Member

Vote counting committee (03 persons):

1. Ms. Nguyen Thi Minh Anh - Chairman
2. Mr. Huynh Phuc Loc - Member
3. Mr. Tran Minh Hien - Member

6. Approve the General Meeting's Working Regulation

Mr. Le Van Hung presented and directed the General Meeting to approve the General Meeting's agenda (*attached document*).

With 100% of affirmative votes, the General Meeting has passed the agenda of the General Meeting.

7. Final report on production and business activities in 2017 and the development plan for 2018

Mr. Nguyen Huu Tho presented the Report on Business Operation in 2017 and the Plan for Development in 2018 of SOUTH BASIC CHEMICALS JOINT STOCK COMPANY (*attached document*), with some main indicators as follows:

+ Results of business and production activities 2017

Unit: Million VND

NO.	Targets	2016	2017	Increase/decrease (+/-%)

NO.	Targets	2016	2017	Increase/decrease (+/-%)
1	Net revenue	1,541,132.06	1,465,857.35	-4.88%
2	Cost of goods sold	1,136,591.09	1,049,885.44	-7.63%
3	Sales from financial operations	19,383.01	24,292.09	25.33%
4	Financial expenses, sales, business management	181,889,80	129,742.33	-28.67%
5	Profits from business activities	242,034.17	310,521.67	28.30%
6	Other profits	-13,093.57	-2,271.68	-82.65%
7	Profit before tax	228,940.60	308,249.99	34.64%
8	Profit after tax	180,350,44	245,793.49	36.29%
9	EPS (VND/ share)	3,680	5,015	36.28%

+ Planning targets 2018

- Industrial production value at actual prices in 2018: VND 1,343 billion
- Total consumption sales: VND 1,362 billion
- Submitting budget: VND 130 billion
- Profit before tax: VND 290 billion.

8. Report on operations 2017 of the Board of Directors

Mr. Le Van Hung presents the operation report of the Board of Directors in 2017 (attached document), with the following main contents:

+ Evaluation of the implementation of the targets 2017:

Effective implementation of production and related tasks, ending the year 2017, the company's business situation has achieved certain achievements. Specifically:

Unit: Million VND

NO.	Targets	2016	2017	Increase/decrease
1	Net revenue	1,541,132.06	1,465,857.35	-4.88%
2	Profits from business activities	242,034.173	310,521.674	28.30%
3	Other profits	-13,093.57	-2,271.68	-82.65%
4	Profit before tax	228,940.60	308,249.99	34.64%
5	Profit after tax	180,350.44	245,793.49	36.29%

+ Plan and direction of the Board of Directors in 2018:

The Board of Directors of SOUTH BASIC CHEMICALS JOINT STOCK COMPANY expects the company's 2018 business plan as follows:

Unit: Billion VND

Targets	Plan 2017	Implement 2017	Plan 2018	Plan 2018/ Plan 2017	Plan 2018/ Implement 2017
Total consumption sales	1,461	1,466	1,362	93%	93%
Total budget remittances	142	167	130	92%	78%
Profit before tax (parent company only)	260	309	283	109%	92%
Dividend (% of par value)	15%	36%	20%	133%	56%

9. Operation Report of the Supervisory Board 2017

Ms. Do Thi Thoa - the Head of supervisory Board presents the Report of Operation of the supervisory Board in 2017 (attached document).

10. Audited Financial Statements 2017

Ms. Le Thi Ngoc Diep presents the audited financial statement 2017 (attached document), the opinion of the auditor for the financial statement 2017 of SOUTH BASIC CHEMICALS JOINT STOCK COMPANY: AASCS CO.,LTD The auditor gives his opinion: “The consolidated financial statements give a true and fair view of the financial position of SOUTH BASIC CHEMICALS JOINT STOCK COMPANY as of 31/12/2017, as well as its results and cash flows for the year then ended in accordance with the Vietnamese Accounting Standards, the Vietnamese Accounting System and the legal regulations governing the preparation and presentation of these financial statements”.

11. The report approves the dismissal and election of the supervisor

Mr. Le Van Mung presents the statement approving the dismissal and election of the supervisor (attached documents), in which, the Board of Directors submits to the General Meeting of Shareholders for consideration and approval:

- Approving the dismissal of supervisor of Le Thuy Mai
- Approving the election of one (01) supervisor for the term of office is the remaining of the term 2014-2018 to ensure sufficient quantity as prescribed in the Charter on organization and operation of SOUTH BASIC CHEMICALS JOINT STOCK COMPANY and current regulations.

Up to the time of voting (10 hours 01 minutes), the total number of shareholders attending or authorized to attend is **46** shareholders, the total shares of attending shareholders or authorized to attend the meeting is **38,959,037** shares accounting for **88.14%** of total shares of shareholders invited to attend and representing for **88.14%** of charter capital.

Mr. Le Van Hung directs the General Meeting to approve the statement with the voting rate as follows:

- Affirmative vote: **37,496,537** shares, equivalent to **96.25%** of total number of shares of all shareholders attending the meeting.
- Disagreement vote: **1,462,500** shares, equivalent to 3.75% of total number of shares of all shareholders attending the meeting
- Number of votes with no comments: **0** shares, equivalent to 0% of total number of shares of all shareholders attending the meeting

With 96.25% of shares to agree approval, all General Meeting has passed the statement approving the dismissal and election of supervisors.

12. Adoption of the Regulation on nomination, candidacy and election of supervisors

Ms. Nguyen Thi Minh Anh presents the Regulations on Nomination, Candidacy and Election of supervisor (Attachment).

Mr. Le Van Hung directs the General Meeting to approve the Regulations on nomination, election and election of supervisors as follows:

- Affirmative vote: **37,496,537** shares, equivalent to 96.25% of the total number of shares of all shareholders attending the meeting.
- Disagreement vote: **1,462,500** shares, equivalent to 3.75% of total shares of all shareholders attending the meeting
- Number of votes with no comments: 0 shares, equivalent to 0% of total number of shares of all shareholders attending the meeting

With **96.25%** of shares agreeing to approve, the General Meeting has passed the Regulations on nomination, election and election of supervisors.

13. Approve the list of candidates for the supervisor

Mr. Le Van Hung presents the list of nominees, candidates for the supervisors as follows:

Shareholder holding 28,731,000 shares, equivalent to 65% of charter capital nominates 01 person: Ms. Nguyen Thi Minh Ha

As such, the list of supervisor candidates includes:

1. Ms. Nguyen Thi Minh Ha

Mr. Le Van Hung directs the General Meeting to approve the list of nominees and candidates for the supervisors with the voting ratio as follows:

- Affirmative vote: 37,456,537 shares, equal to 96.15% of the total number of shares of all shareholders attending the meeting.
- Disagreement vote: 1,462,500 shares, equivalent to 3.75% of total number of shares of all shareholders attending the meeting
- Number of votes with no comments: 40,000 shares, equivalent to 0.10% of total number of shares of all shareholders attending the meeting

With 96.15% of shares agreeing to approve, the General Meeting has passed the list of nominees, candidates for supervisors.

14. Adoption of the Regulation on election for supplementation of supervisors

Mr. Le Thanh Binh presents the Regulation on election for supplementation of supervisors (Attachment).

Mr. Le Van Hung directs the General Meeting to approve the supplementary control of the supervisory Board as follows:

- Affirmative vote: 37,496,537 shares, equivalent to 96.25% of the total number of shares of all shareholders attending the meeting.
- Disagreement vote: 1,462,500 shares, equivalent to 3.75% of total number of shares of all shareholders attending the meeting
- Number of votes with no comments: 0 shares, equivalent to 0% of total number of shares of all shareholders attending the meeting

With 96.25% of shares agreeing to approve, the General Meeting has passed the regulation of electing supplementation of supervisors.

15. Report on the dismissal and additional election of the Members of the Board of Director:

Mr. Le Van Hung presents the report on approving the dismissal and electing additional members of the Board of Directors (Attachment), in which the Board of Directors submits to the General Meeting of Shareholders for consideration and approval:

- Approving the dismissal of the Board Member of Bui Thi Thanh Giang.
- Approving the election of one (01) member of the Board of Directors for the term of office in remaining term of 2014-2018 to ensure sufficient quantity as stipulated in the Charter of organization and operation of SOUTH BASIC CHEMICALS JOINT STOCK COMPANY and current regulations.

Mr. Le Van Hung directs the General Meeting to approve the statement with the voting rate as follows:

- Affirmative vote: **37,496,537** shares, equivalent to **96.25%** of total number of shares of all shareholders attending the meeting.
- Disagreement vote: **1,462,500** shares, equivalent to 3.75% of total shares of all shareholders attending the meeting.
- Number of votes with no comments: 0 shares, equivalent to 0% of total number of shares of all shareholders attending the meeting

With 96.25% of shares agreeing to approve, the General Meeting has approved the proposal to dismiss and add members of the Board of Directors.

16. Adoption of the Regulation on nomination, candidacy and election of additional members of the Board of Directors

Ms. Nguyen Thi Minh Anh presents the Regulations on Nomination, Candidacy, Electing Members of the Board of Directors (Attachment).

Mr. Le Van Hung directs the General Meeting to approve the Regulations on nomination, election and additional election of the Board members as follows:

- Affirmative vote: 37,496,537 shares, equivalent to 96.25% of the total number of shares of all shareholders attending the meeting.
- Disagreement vote: 1,462,500 shares, equivalent to 3.75% of total number of shares of all shareholders attending the meeting
- Number of votes with no comments: 0 shares, equivalent to 0% of total number of shares of all shareholders attending the meeting

With 96.25% of the shares agreeing to approve, all the General Meeting has passed the Regulation on nomination, candidacy and election of additional members of the Board of Directors.

17. Adoption of the list of candidates for the Board of Directors

Mr. Le Van Hung presents the list of nominees and candidates for the Board of Directors as follows:

Shareholder holding 28,731,000 shares, equivalent to 65% of charter capital nominates 01 person: Mr. Phan Thanh Binh

Thus, the list of candidates for a Board Member includes:

1. Mr. Phan Thanh Binh

Mr. Le Van Hung directs the General Meeting to approve the list of candidates for the Board of Directors with voting rate as follows:

- Affirmative vote: 37,456,537 shares, equivalent to 96.15% of the total number of shares of all shareholders attending the meeting.
- Disagreement vote: **1,462,500** shares, equivalent to 3.75% of total number of shares of all shareholders attending the meeting
- Number of votes with no comments: **40,000** shares, equivalent to 0.10% of total number of shares of all shareholders attending the meeting

With 96.15% of shares agreeing to approve, the whole General Meeting has approved the list of candidates for the Board of Directors.

18. Adoption of the supplementary terms of the members of the Board of Directors

Mr. Le Thanh Binh presents the supplementary rules of the Board of Directors (Attachment).

Mr. Le Van Hung has directed the General Meeting to adopt the following rules on voting for additional members of the Board of Directors:

- Affirmative vote: 37,496,537 shares, equivalent to 96.25% of the total number of shares of all shareholders attending the meeting.
- Disagreement vote: **1,462,500** shares, equivalent to 3.75% of the total shares of all shareholders attending the Meeting
- Number of votes with no comments: 0 shares, equivalent to 0% of total number of shares of all shareholders attending the meeting

With 96.25% of votes agreeing to approve, the entire General Meeting has approved the rules on additional voting of the members of the Board of Directors.

19. Statement on amendments and supplements to the Charter on Organization and Operation of the Company

Mr. Nguyen Huu Tho presents the amended and supplemented Charter of Organization and Operation of the Company (Attachment), in which:

1. To supplement the trades in order to meet the practical requirements of enterprises:

+ Production of fertilizers and nitrogen compounds (Code of 2012): This is to ensure the convenience of current business activities, as well as enjoy tax incentives for products in the fertilizer sub-category.

+ Repair and maintenance of pre-fabricated metal products (Detail: Repair of containers, tanks, metal containers; Repair and maintenance of pipelines; Repair of mobile welding (Code 3311): to meet the actual situation at the unit, to meet the needs of customers as well as exploit all existing capacity.

+ Repair of machinery and equipment (Detail: Repair and maintenance of industrial machinery and equipment: repair and maintenance of pumps and related equipment; valve repair; repair and maintenance of gears and moving parts of vehicles) (Code 3312): to meet the actual situation at the unit, to meet the needs of customers as well as exploit all existing capacity.

+ Repair of electrical equipment (Detail: repair and maintenance of transformers, transformers and special transformers; repair and maintenance of electric motors, generators; repair and maintenance of switching equipment and equipment; repair and maintenance of relays and industrial supervisors; repair and maintenance of lighting equipment; repair and maintenance of electrical wiring and non-conductive equipment for use in electrical circuits) (Code 3314): to meet the actual situation at the unit, to meet the needs of customers as well as exploit all existing capacity.

+ Production of tanks and metal containers (Detail: Manufacture of tanks, tanks and similar containers, of metal for storage or for production purposes) (Code 2512): to meet the actual situation at the unit, to meet the needs of customers as well as exploit all existing capacity.

+ Produce, distribute steam, hot water (Detail: Production, distribution and distribution of steam and hot water for heating, power supply and other purposes) (Code 3530): To meet with the needs of customers as well as exploit all existing capacity, improve the efficiency of production and business.

2. Other amendments in order to comply with the regulations. of the current law in accordance with the model charter applicable to public companies, issued together with Circular No. 95/2017 / TT-BTC of the Ministry of Finance dated 22 September, Decree No. 71/2017 / ND-CP dated 6/6/2017 of the Government providing guidance on corporate governance applicable to public companies (attached documents)

20. Report on the amendment and supplement of the Regulation on internal management of the Company

Mr. Nguyen Huu Tho presented the amended and supplemented regulation on internal management of the Company (Attachment).

21. Profit Distribution Statement 2017

Mr. Le Thanh Binh presented the Profit Distribution Report for 2017 (attached document) with the following main contents:

Unit: VND

NO.	Targets	Amount
A	Profit after tax	
1	Profit for the year 201 7 (Parent company)	250,941,152,116
2	Profit for the year 2017 (Consolidated)	245,793,488,634
3	Retained earnings of the previous year (parent company)	29,286,570,576
B	Profit distribution	
1	Total expected distribution profit (distribution profit)	254,916,388,000
2	Dividend	159,120,000,000
	Recommend to pay 2017 dividend in cash (36% / charter capital)	159,120,000,000
3	Appropriate funds	95,796,388,000
a	Investment and development fund (29.53% of distribution profit)	75,282,346,000
b	Reward and welfare funds (7.88% of distribution profit)	20,075,292,000
c	Bonus for management board (0.17% of distribution profit)	438,750,000
C	After-tax profit (parent company) is transferred to the following year (A1) + (A3) - (B1)	25,311,334,692

22. Report on the remuneration of the Board of Directors (BOD), Board of supervisors (BOS) and Company Secretary in 2018

Mr. Nguyen Huu Tho presented the report on the remuneration of members of the Board of Directors, Board of supervisors and Company Secretary in 2018 (attached documents) with the following main contents:

President of Board of Directors:	VND 8,000,000 / person / month
The Member of Board of Directors:	VND 6,000,000 / person / month
The Head of Supervisory Board:	VND 6,000,000 / person / month
The Member of Supervisory Board:	VND 4,000,000 / person / month
Company Secretary:	VND 4,000,000 / person / month

23. Report on selection of auditing company in 2018

Ms. Do Thi Thoa presented the selection of the auditing company in 2018 (Attachment), in which the supervisory Board proposed a list of auditing companies meeting the selection criteria of the company will be reviewed for auditing for FY

2018 and review periodical financial statements of SOUTH BASIC CHEMICALS JOINT STOCK COMPANY as follows:

1. AFC Auditing Company Limited (AFC)

Address: No. 4 Nguyen Dinh Chieu Street, Ward 4, District 1, Ho Chi Minh City.

2. Vietnam Auditing and Evaluation Limited Company (VAE)

Headquarter: Floor 11 Song Da Building, 165 Cau Giay, Dich Vong Ward, Cau Giay District, Hanoi.

3. A&C CO., LTD (A & C)

Address: No. 02 Truong Son Street, Ward 2, Tan Binh District, Ho Chi Minh City.

The Board of supervisors submits to the General Meeting of Shareholders for approval criteria for selection of independent auditing companies; list of 03 auditing companies mentioned above; Authorized the Board of Directors to select one of the three auditing companies and assigned the General Director to sign the auditing contract to carry out the review of the semi-annual financial statements and audit of the annual financial statements 2018 of SOUTH BASIC CHEMICALS JOINT STOCK COMPANY.

24. General Meeting's discussion

Shareholder comments:

- The plan to replace the two electrolytic flasks of the Company is delayed a year, affecting the capacity and financial situation of the company?
- Should the company need to mobilize capital to build a new factory, Vinachem will withdraw its capital before the new shareholders to support the capital?
- The company paid land rental for Nhon Trach 6 Industrial Park, Dong Nai Province. Why did not the company pay annual land rent?

Response of the Chair:

- The progress of replacing the two electrolytic tanks has been delayed due to the compliance with the bidding regulations under the Bidding Law. In addition, the Company imports products from the G7 suppliers, due to differences in bidding regulations, negotiates in English and must follow the procedure according to the Law on Tendering of Vietnam leading to the company has been trying its best to accelerate progress. After signing the contract, the new contractor made the order. However, this does not affect the production capacity of the company, because the new buy to replace the old tank, not to invest in capacity increase, in 2017 production exceeded the design capacity. This does not affect the financial status of the company deposits and pay according to delivery progress.
- According to the decision of Prime Minister, the divestment of Vinachem at CSV will be made in 2018, 2019. After the divestment. Vinachem will hold 51% of charter capital. The roadmap and plan submitted by Vinachem to the Ministry of Industry and Trade, the Government decides to approve, CSV does not decide this issue.
- The company paying land rent once will help the bank loan to invest in the factory to meet the credit conditions of the bank.

25. Announcement of voting results

Ms. Nguyen Thi Minh Anh announced the results of voting through the Report, Presentation presented at the General Meeting with the results as follows:

➤ Approve the report on business results in 2017 and the development plan in 2018

- Valid voting: 38,958,677 shares, equivalent to 99.999% of the total number of shares of all shareholders attending the Meeting, of which:
 - Affirmative vote: 38,958,667 shares, equivalent to 99,999% of the total number of shares of all shareholders attending the meeting.
 - Disagreement vote: 0 shares, equivalent to 0% of total number of shares of all shareholders attending the meeting
 - Number of votes with no comments: 0 shares, equivalent to 0% of total number of shares of all shareholders attending the meeting
- Invalid vote: 370 shares, equivalent to 0,001% of the total number of shares of all shareholders attending the meeting.

➤ Adoption of the Board of Directors' Annual Report 2017 and the Orientation Plan 2018

- Valid voting: 38,958,677 shares, equivalent to 99.999% of the total number of shares of all shareholders attending the Meeting, of which:
 - Affirmative vote: 38,958,667 shares, equivalent to 99.999% of the total number of shares of all shareholders attending the meeting.
 - Number of votes with no comments: 0 shares, equivalent to 0% of total number of shares of all shareholders attending the meeting
- Invalid vote: 370 shares, equivalent to 0,001% of the total number of shares of all shareholders attending the meeting.

➤ Adoption of the Board of supervisors' Report 2017

- Valid voting: 38,958,677 shares, equivalent to 99.999% of the total number of shares of all shareholders attending the Meeting, of which:
 - Affirmative vote: 38,958,667 shares, equivalent to 99,999% of the total number of shares of all shareholders attending the meeting.
 - Disagreement vote: 0 shares, equivalent to 0% of the total number of shares of all shareholders attending the meeting.
 - Number of votes with no comments: 0 shares, equivalent to 0% of total number of shares of all shareholders attending the meeting
- Invalid vote: 370 shares, equivalent to 0.001% of the total number of shares of all shareholders attending the meeting.

➤ Adoption of audited financial statements 2017

- Valid voting: 38,958,677 shares, equivalent to 99.999% of the total number of shares of all shareholders attending the Meeting, of which:

- Affirmative vote: 38,958,667 shares, equivalent to 99,999% of the total number of shares of all shareholders attending the meeting.
- Disagreement vote: 0 shares, equivalent to 0% of the total number of shares of all shareholders attending the meeting.
- Number of votes with no comments: 0 shares, equivalent to 0% of total number of shares of all shareholders attending the meeting
- Invalid vote: 370 shares, equivalent to 0.001% of the total number of shares of all shareholders attending the meeting.

➤ **By electing additionally Ms. Nguyen Thi Minh Ha as the supervisory Board member for the remaining term of 2014-2015**

- Valid voting: 38,958,677 shares, equivalent to 99.999% of the total number of shares of all shareholders attending the Meeting, of which:
 - Affirmative vote: 37,456,167 shares, equivalent to 96.142% of the total number of shares of all shareholders attending the meeting.
 - Disagreement vote: 0 shares, equivalent to 0% of total number of shares of all shareholders attending the meeting
 - Number of votes with no comments: 1,502,500 shares, equivalent to 3.857% of the total number of shares of all shareholders attending the Meeting
- Invalid vote: 370 shares, equivalent to 0.001% total shares of all shareholders attending the meeting.

➤ **Approving the addition of Mr. Phan Thanh Binh to the Board of Directors for the remaining term of 2014 - 2018**

- Valid voting: 38,958,677 shares, equivalent to 99.999% of the total number of shares held by all shareholders attending the Meeting, of which:
 - Affirmative vote: 37,456,167 shares, equivalent to 96.142% total shares of all shareholders attending the meeting.
 - Disagreement vote: 1,462,500 shares, equivalent to 3.754% total shares of all shareholders attending the meeting.
 - Number of votes with no comments: 40,000 shares, equivalent to 0,103% total shares of all shareholders attending the meeting.
- Invalid vote: 370 shares, equivalent to 0,001% of the total number of shares of all shareholders attending the meeting.

➤ **Approve on amending and supplementing the Charter on Organization and Operation (as proposed by the General Meeting for amendment of and additions to the Charter and the draft Charter of Amendment and Addition)**

- Valid voting: 38,958,677 shares, equivalent to 99.999% of the total number of shares of all shareholders attending the Meeting, of which:
 - Affirmative vote: 38,958,667 shares, equivalent to 99.999% total shares of all shareholders attending the meeting.

- Disagreement vote: 0 shares, equivalent to 0% total shares of all shareholders attending the meeting.

- Number of votes with no comments: 0 shares, equivalent to 0% total shares of all shareholders attending the meeting.

• Invalid vote: 370 shares, equivalent to 0.001% of the total number of shares of all shareholders attending the meeting.

➤ **Approve on amending and supplementing the Regulation on internal management of the company**

• Valid voting: 38,958,677 shares, equivalent to 99.999% of the total number of shares held by all shareholders attending the Meeting, of which:

- Affirmative vote: 38,958,657 shares, equivalent to 99,999% total shares of all shareholders attending the meeting.

- Disagreement vote: 0 shares, equivalent to 0% total shares of all shareholders attending the meeting.

- Number of votes with no comments: 0 shares, equivalent to 0% total shares of all shareholders attending the meeting.

• Invalid vote: 380 shares, equivalent to 0.001% total shares of all shareholders attending the meeting.

➤ **Approving the Statement on Profit Distribution in 2017**

• Valid voting: 38,958,677 shares, equivalent to 99.999% of the total number of shares held by all shareholders attending the Meeting, of which:

- Affirmative vote: 38,958,667 shares, equivalent to 99,999% total shares of all shareholders attending the meeting.

- Disagreement vote: 0 shares, equivalent to 0% total shares of all shareholders attending the meeting.

- Number of votes with no comments: 0 shares, equivalent to 0% total shares of all shareholders attending the meeting.

• Invalid vote: 370 shares, equivalent to 0,001% total shares of all shareholders attending the meeting.

➤ **Approved the remuneration statement to the Board of Directors, Board of supervisors and Company Secretary in 2018.**

• Valid voting: 38,958,677 shares, equivalent to 99.999% of the total number of shares of all shareholders attending the Meeting, of which:

- Affirmative vote: 38,958,667 shares, equivalent to 99.999% total shares of all shareholders attending the meeting.

- Disagreement vote: 0 shares, equivalent to 0% total shares of all shareholders attending the meeting.

- Number of votes with no comments: 0 shares, equivalent to 0% total shares of all shareholders attending the meeting.

- Invalid vote: 370 shares, equivalent to 0.001% of the total number of shares of all shareholders attending the meeting.

➤ **Approved the selection report of auditing company of financial statement 2018.**

- Valid voting: 38,958,677 shares, equivalent to 99.999% of the total number of shares

of all shareholders attending the Meeting, of which:

- Affirmative vote: 38,958,667 shares, equivalent to 99.999% of the total number of shares of all shareholders attending the meeting.

- Disagreement vote: 0 shares, equivalent to 0% total shares of all shareholders attending the meeting.

- Number of votes with no comments: 0 shares, equivalent to 0% total shares of all shareholders attending the meeting.

- Invalid vote: 370 shares, equivalent to 0.001% total shares of all shareholders attending the meeting.

26. Adoption of minutes and resolutions of the Annual General Meeting of Shareholders in 2018:

Mr. Le Tung Lam presented the Minutes and Resolution of the Annual General Meeting of Shareholders in 2018 on behalf of the Secretary.

With 100% of affirmative votes, the General Meeting passed the Minutes and Resolutions of the Annual General Meeting of Shareholders of 2018.

The Annual General Meeting of Shareholders 2018 of SOUTH BASIC CHEMICALS JOINT STOCK COMPANY ends at 12:05 hours on the same day.

Secretary
(Signed)
Le Tung Lam

On behalf of The Chair
(Signed and sealed)
Le Van Hung

**RESOLUTION OF THE ANNUAL GENERAL MEETING OF
SHAREHOLDERS 2018**

SOUTH BASIC CHEMICALS JOINT STOCK COMPANY

Base:

- Enterprise Law No. 68/2014 / QH13 passed by the National Assembly of the Socialist Republic of Vietnam on November 26, 2014;
- Law on Securities No. 70/2006 / QH11 passed by the National Assembly of the Socialist Republic of Vietnam on June 29, 2006;
- Charter of organization and operation of SOUTH BASIC CHEMICALS JOINT STOCK COMPANY;
- Minutes of the Annual General Meeting of Shareholders 2018 of SOUTH BASIC CHEMICALS JOINT STOCK COMPANY dated April 23, 2018;

The Annual General Meeting of Shareholders of SOUTH BASIC CHEMICALS JOINT STOCK COMPANY is held at 08:30 on April 23, 2018 at New World Saigon Hotel - 76 Le Lai, District 1 , Ho Chi Minh City with total shareholders attending and authorizing of 27 shareholders with 37,421,994 voting shares and representing for 84.67% of total voting shares. The General Meeting has agreed as follows:

RESOLVES:

Article 1. Approval of the report on the results of production and business activities in 2017 of SOUTH BASIC CHEMICALS JOINT STOCK COMPANY (attached document), with some main targets as follows:

+ Some main targets in 2017:

Unit: Million VND

No.	Targets	2016	2017	Increase/decrease (+/-%)
1	Net revenue	1,541,132.06	1,465,857.35	-4.88%
2	Cost of goods sold	1,136,591.09	1,049,885.44	-7.63%
3	Sales from financial operations	19,383.01	24,292.09	25.33%
4	Financial expenses, sales, business management	181,889.80	129,742.33	-28.67%
5	Profits from business activities	242,034.17	310,521.67	28.30%

No.	Targets	2016	2017	Increase/decrease (+/-%)
6	Other profits	-13,093.57	-2,271.68	-82.65%
7	Profit before tax	228,940.60	308,249.99	34.64%
8	Profit after tax	180,350.44	245,793.49	36.29%
9	EPS (VND/ share)	3,680	5,015	36.28%

Article 2. Adoption of the 2017 Operation Report by the Board of Directors and the Orientation Plan 2018 (attached document), with the following key operational indicators:

+ Some production and business targets in 2017 are as follows:

Unit: Million VND

No.	Targets	2016	2017	Increase/decrease
1	Net revenue	1,541,132.06	1,465,857.35	-4.88%
2	Profits from business activities	242,034.173	310,521.674	28.30%
3	Other profits	-13,093.57	-2,271.68	-82.65%
4	Profit before tax	228,940.60	308,249.99	34.64%
5	Profit after tax	180,350.44	245,793.49	36.29%

+ Some main targets for 2018 are as follows:

Unit: Billion VND

Targets	Plan 2017	Implement 2017	Plan 2018	Plan 2018/ Plan 2017	Plan 2018/ Implement 2017
Total revenue	1,461	1,466	1,362	93%	93%
Total budget remittances	142	167	130	92%	78%
Profit before tax (parent company only)	260	309	283	109%	92%
Dividend (% of par value)	15%	36%	20%	133%	56%

Article 3. Approved the Board of supervisors' 2017 Operation Report (attached).

Article 4. Approved the Company's audited financial statements 2017 (attached document).

Article 5. Approved the dismissal of Ms. Le Thuy Mai and elected additionally Ms. Nguyen Thi Minh Ha to the supervisory Board for the remaining term of 2014 - 2018.

Article 6. Approved the dismissal of Ms. Bui Thi Thanh Giang and adding Phan Thanh Binh to the Board of Directors for the remaining term of 2014-2018.

Article 7. To approve the Statement on the amendment and supplement of the Statute on organization and operation of the Company, in which additional branches are added to meet the actual requirements of enterprises and other amendments in order to comply with the regulations. of the current law in accordance with the model charter applicable to public companies, issued together with Circular No. 95/2017 / TT-BTC of the Ministry of Finance dated 22 September, Decree No. 71/2017 / ND-CP dated 6/6/2017 of the Government providing guidance on corporate governance applicable to public companies (attached documents)

Article 8. Passing the Statement on the amendment and supplement of the Regulation on internal management of the Company (attached document).

Article 9. To approve the profit distribution plan for 2017 (attached document), specifically as follows:

Unit: VND

NO.	Targets	Amount
A	Profit after tax	
1	Profit for the year 2017 (parent company)	250,941,152,116
2	Profit for the year 2017 (Consolidated)	245,793,488,634
3	Retained earnings of the previous year (parent company)	29,286,570,576
B	Profit distribution	
1	Total expected distribution profit (distribution profit)	254,916,388,000
2	Dividend	159,120,000,000
	Proposal for dividend payment in 2017 (36% of charter capital)	159,120,000,000
3	Appropriate funds	95,796,388,000
a	Investment and development fund (29.53% of distribution profit)	75,282,346,000
b	Reward and welfare funds (7.88% of distribution profit)	20.075,292,000
c	Bonus for management board (0.17% of distribution profit)	438,750,000
C	After-tax profit (parent company) is transferred to the following year (A1) + (A3) - (B1)	25,311,334,692

Article 10. Approved the Statement of remuneration for the Board of Directors, Board of supervisors and Company Secretary in 2018 (attached document).

Article 11. Approved the selection criteria of independent auditing companies; list of 03 auditing companies; Authorized the Board of Directors to select one of the three auditing companies on the list and assign the General Director to sign the auditing contract to carry out the review of semi-annual financial statements and audit of financial statements in the year 2018 of SOUTH BASIC CHEMICALS JOINT STOCK COMPANY. The list of 03 auditing companies is as follows:

- AFC Auditing Company Limited (AFC)
- Vietnam Auditing and Evaluation Limited Company (VAE)
- A&C CO., LTD (A & C)

Article 12. Terms of enforcement

This resolution is unanimously approved by the General Meeting of Shareholders at the Annual General Meeting of Shareholders 2018 and takes effect from the date of adoption.

The Board of Directors is responsible for organizing the implementation of the Resolution of the General Meeting of Shareholders in accordance with the law and the Charter of organization and operation of the Company.

Recipients:

- State Securities Committee, Ho Chi Minh City Stock Exchange;
- The member of the Boards of Directors, the Board of Supervisory;
- Company Website & Portal;
- Save: Filed, BOD.

**On behalf of THE GENERAL
MEETING OF SHAREHOLDERS
THE CHAIR
(Signed and sealed)
Le Van Hung**