

Code **DPM**
Company name Petrovietnam Fertilizer and Chemicals Corporation
Date 04/27/2018
Subject Resolution of Annual General Meeting 2018

Content:

PetroVietnam Fertilizer and Chemicals Corporation announced the resolution of the 2018 annual general meeting dated April 22, 2018:

Article 1: Approving the following reports:

1.1. The report of Board of Directors regarding the business performance in 2017.

1.2. The business plan for 2018:

a. Consolidated targets:

No.	Targets	Unit	Plan for 2015
1	Production plan		
	- Phu My fertilizer	ton	800,000
	- UFC 85	ton	13,500
	- NPK Phu My	ton	170,000
	- NH3	ton	55,500
2	Sale plan		
	- Phu My fertilizer	ton	820,000
	- NPK Phu My	ton	150,000
	- Other fertilizers	ton	225,000
	- Chemical:		
	+ NH3	ton	55,500
	+ UFC 85	ton	9,000
	+ CO2	ton	50,000

	+ Other chemicals	ton	1,600
3	Financial plan		
	- Total revenue	billion dongs	8,577
	- Profit before tax	billion dongs	442
	- Profit after tax	billion dongs	371
	- State budget payable	billion dongs	359
	- Capital construction, equipment purchase	billion dongs	1,571

b. Business targets of the parent company:

Targets	Unit	Plan for 2015
Total revenue	billion dongs	8,267
Profit before tax	billion dongs	420
Profit after tax	billion dongs	342
Ratio of Dividend to Charter capital	%	10
State budget payable	billion dongs	341
Investment and construction	billion dongs	1,571

1.3. Approving the audited financial statements audited by Deloitte Viet Nam Co., Ltd.

1.4. Approving the profit distribution plan in 2017 and 2018:

a. The profit distribution plan in 2017:

By: dongs

No.	Item	Amount
1	Profit transferred from the year of	254,653,926,274

	2016	
2	Profit after tax in 2017	712,964,123,469
3	Profit for the distribution	712,964,123,469
4	Fund distribution from the profit after tax in 2017	86,851,250,000
4.1.	Bonus & welfare fund	86,851,250,000
5	Remaining profit after the fund distribution	626,112,873,469
6	Total remaining profit in 2017	880,766,799,743
7	Dividend payment	782,668,520,000
	Dividend per share	2,000
8	Retained profit to be transferred to the year of 2018	98,098,279,743

The company will pay the 2017 dividend in Quarter 2.2018.

b. The profit distribution plan for 2018:

- To pay cash dividend: 10%/ par value.
- Fund distribution from profit after tax:
 - Bonus & welfare fund: 48,764,000,000 dongs

1.5. Approving the report of the Board of Supervisors.

1.6. Approving to authorize the Board of Directors and the Board of Supervisors to choose one of the following auditing firm for fiscal year 2018:

- Deloitte Viet Nam
- PricewaterhouseCoopers Viet Nam
- Ernst & Young Viet Nam
- KPMG Viet Nam

1.7. Approving the remuneration, salary, bonus and other allowance of the Board of Directors and the Board of Supervisors in 2017 and payment plan for 2018:

- Remuneration of the Board of Directors and the Board of Supervisors in 2017:
6,314,000,000 dongs
- Expected remuneration of the Board of Directors and the Board of Supervisors in 2018:
6,251,000,000 dongs

1.8. Approving to amend the Articles of Association.

1.9. Approving the corporate governance regulation.

1.10. Approving the adjustment to the Company's business function. Approving to increase the ownership limit of foreign investors at the Company to 100%.

1.11. Approving the election result of members of Board of Directors and Board of Supervisors for the term of 05 years:

- Mr. Le Cu Tan, Chairman, was re-elected to the Board of Directors.
- Ms. Nguyen Thi Hien, Deputy Chairwoman, was re-elected to the Board of Directors.
- Mr. Nguyen Hong Vinh, Member of Board of Directors, was re-elected to the Board of Directors.
- Mr. Le Vinh Van, Member of Board of Supervisors, was re-elected to the Board of Supervisors.
- Mr. Luong Phuong, Member of Board of Supervisors, was re-elected to the Board of Supervisors.

Article 2: This resolution shall take effect as from April 26, 2018.