

**THE MEETING MINUTES
THE ANNUAL GENERAL SHAREHOLDERS MEETING 2018**

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 14 dated 21/12/2017 issued by By Department of Planning and Investment of Ben Tre Province.

B. TIME AND PLACE:

- Time : 7h30, June 7th, 2018
- 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 2018, the Board of Directors and the Board of Supervisors.

▪ Total number of shareholders according to the list dated 15/05/2018 of Dong Hai is 793 shareholders, holding a total of 34.459.769 shares, of which:

✓ The number of shareholders to present is 61 shareholders, owns and represents 11.088.852 shares, accounting for 32.18% of the total number of shares of the Company;

✓ Number of shareholders absent and authorized is 44 shareholders, owns and represents 17.829.082 shares, accounting for 51.74% of total shares of the Company;



✓ Number of absent and unauthorized shareholders is 688 shareholders, owns and represents 5.541.835 shares, representing 16.08% 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.

▪ Ms Doan Thi Bich Thuy, 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 Member 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. Ms Doan Hong Lan - Member
3. Ms Nguyen Thi Cam Thi - 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 2017, 2017 Audited

Financial Statements and plan for 2018 (File attached).

2. Ms Doan Thi Bich Thuy - Head of Board of Supervisors reports about the activities of the Board of Supervisors. (File attached).

Mr. Luong Van Thanh - Head of the Project Fork Task reported on the implementation of the project and the report about using capital for the Giao Long Paper Project - Phase 2 (File attached).

3. Mr Le Quang Hiep reported the Proposal No 01/TT-ĐHĐCĐ dated 05/06/2018 about the matters to AGM (File attached).

4. Mr Mr. Nguyen Thanh Nghia reported Proposal No. 02/TT-DHDCĐ dated 28/5/2018 about issue the shares to pay 20% dividends 2017, Proposal No. 03/TT-ĐHĐCĐ dated 05/06/2018 on the plan of offering shares to existing shareholders, (File attached).

5. Ms. Nguyen Ngoc To Uyen - Secretary of the Board approving the draft Company Charter and internal regulations on administration for company.

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

Ông Mr. Le Ba Phuong - Chairman of BOD informed the business situation and business results in the first 5 months of 2018, explaining some issues related to business plan in 2018 and progress of project implementation, project funding and advantages as well as challenges when the project into operation officially.

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 Supervisors.

▪ Based on the Proposal of the Board of Directors to the General Meeting of Shareholders.

▪ The result of voting:

1) The problem 1: Approve the report about result of business and activities

in 2017

<i>Contents</i>	<i>Number of voting</i>	<i>Number of shares</i>	<i>Rate (%)</i>
Approval	105	28.917.934	100%
Disapproval	0	0	0
Blank votes	0	0	0
Invalid votes	0	0	0
TOTAL	105	28.917.934	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 105 votes, equivalent to 28.917.934 shares, accounting for 100%.

2) The problem 2: Approve the 2017 Audited Financial Statements and profit distribution 2017:

No	Target	Amount (VND)
1	Net Revenue from sale	810.024.745.611
2	Profit before tax	93.285.485.248
3	Business income tax	13.031.134.512
4	Profit after tax	80.254.350.736
4.1	Investment and development fund – 5% Profit after tax	4.012.717.537
4.2	Welfare and reward fund 2% profit after tax	1.605.087.015
4.3	Distribute the dividends to shareholders: 20%/charter capital. The AGM approves the plan of distributing 20% of dividends by shares specified in the Proposal no. 02/TT-DHDCD.	68.919.538.000
4.4	Bonus for Board of Directors, Supervisory Board, Executive Board	1.608.000.000
5	Remaining profit not distributed in 2017	4.109.008.184

<i>Contents</i>	<i>Number of voting</i>	<i>Number of shares</i>	<i>Rate (%)</i>
Approval	105	28.917.934	100%
Disapproval	0	0	0
Blank votes	0	0	0
Invalid votes	0	0	0
TOTAL	105	28.917.934	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 105 votes, equivalent to 28.917.934 shares, accounting for 100%.

3) The problem 3: Approve Remuneration and Bonus for the Board, the Supervisory Board 2017:

- Remuneration for the Board, the Supervisory Board: 790.000.000 VND.
- Bonus for the Board, the Supervisory Board: 1.608.000.000 đồng

<i>Contents</i>	<i>Number of voting</i>	<i>Number of shares</i>	<i>Rate (%)</i>
Approval	104	28.912.604	99.98%
Disapproval	0	0	0
Blank votes	1	5.330	0.02%
Invalid votes	0	0	0
TOTAL	105	28.917.934	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 104 votes, equivalent to 28.912.604 shares, accounting for 99.98%.

4) The problem 4: Approve the report of the Supervisory Board 2017:

<i>Contents</i>	<i>Number of voting</i>	<i>Number of shares</i>	<i>Rate (%)</i>
Approval	105	28.917.934	100%
Disapproval	0	0	0
Blank votes	0	0	0
Invalid votes	0	0	0
TOTAL	105	28.917.934	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 105 votes, equivalent to 28.917.934 shares, accounting for 100%.

5) The problem 5: Approve the plan of business activities for the year of 2018:

- Kraft paper: 61.000 tons
- Carton packaging: 31.325.000 products
- Net revenue: 852 billion VND
- Profit after tax: 90 billion VND

<i>Contents</i>	<i>Number of voting</i>	<i>Number of shares</i>	<i>Rate (%)</i>
Approval	105	28.917.934	100%
Disapproval	0	0	0
Blank votes	0	0	0
Invalid votes	0	0	0
TOTAL	105	28.917.934	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 5 is 105 votes, equivalent to 28.917.934 shares, accounting for 100%.

6) The problem 6: Profit distribution plan in 2018:

- Set up the development and investment fund: 5%/profit after tax.
- Set up the bonus and reward fund: 2%/profit after tax.
- Distribute the dividends to shareholders: 20%/charter capital.

<i>Contents</i>	<i>Number of voting</i>	<i>Number of shares</i>	<i>Rate (%)</i>
Approval	105	28.917.934	100%
Disapproval	0	0	0
Blank votes	0	0	0
Invalid votes	0	0	0
TOTAL	105	28.917.934	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 6 is 105 votes, equivalent to 28.917.934 shares, accounting for 100%.

7) The problem 7: Plan of paying remuneration and bonus for Board of Directors, Supervisory Board in 2018

- Remuneration for Board of Directors, Supervisory Board: 790.000.000 VND
- Bonus for Board of Directors, Supervisory Board, Executive Board: bonus 1% of profit after tax and exceed the plan: 10% profit after tax.

<i>Contents</i>	<i>Number of voting</i>	<i>Number of shares</i>	<i>Rate (%)</i>
Approval	104	28.912.604	99.98%
Disapproval	0	0	0
Blank votes	1	5.330	0.02%
Invalid votes	0	0	0
TOTAL	105	28.917.934	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 105 votes, equivalent to 28.912.604 shares, accounting for 99.98%.

8) The problem 8: Authorize the BOD to select a auditing firm for 2018 financial statements below:

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

<i>Contents</i>	<i>Number of voting</i>	<i>Number of shares</i>	<i>Rate (%)</i>
Approval	105	28.917.934	100%
Disapproval	0	0	0
Blank votes	0	0	0
Invalid votes	0	0	0
TOTAL	105	28.917.934	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 105 votes, equivalent to 28.917.934 shares, accounting for 100%.

9) The problem 9: Approve the Adjustment Giao Long Paper Factory Project - Phase 2: Increase the total investment capital from 1.080 billion VND to 1.150 billion VND (+/- 5). Adjustment the project progress: alignment – acceptance time from 10/2018 to 12/2018. Operating from 01/2019. 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	104	28.909.088	99.97%
Disapproval	0	0	0
Blank votes	1	8.846	0.03%
Invalid votes	0	0	0
TOTAL	105	28.917.934	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 105 votes, equivalent to 28.909.088 shares, accounting for 99.97%.

10) The problem 10: Approve the content of the Proposal 02/TT-ĐHĐCĐ about issue the shares to pay dividends in 2017

Approve the plan of issuing shares to pay dividends in 2017, with the payment

ratio of 20%

The summary of the issuance plan as follows:

I. Approve the plan of issuing shares to pay dividends in 2017

1. Name of shares:	Shares of Dong Hai JSC of Ben Tre
2. Type of shares:	Common shares
3. Par value of shares:	10,000 VND/share
4. Total of stocks:	34.459.769 stocks
5. Number of circulating shares:	34.459.769 shares
6. Number of stocks to be issued:	6.891.954 stocks
7. Total issuance value by par value:	68.919.540.000 VND
8. Issuance ratio (<i>expected number of shares/total shares</i>):	20% of par value (equivalent to 5: 1), each shareholder owning 01 share shall have 01 right, and 05 rights shall be entitled to receive 01 more share. The number of shares received shall be rounded to the nearest unit, and the odd share shall be canceled <i>Example: Shareholder A owns 201 shares, the share to pay dividend at the ratio 20% is 40.2 shares. Thus, shareholder A shall receive 40 additional shares, the odd parts of shares shall be canceled</i>
9. Capital:	Profit after tax is not distributed as of 31/12/2017 according to audited financial statement 2017.
10. Implementation duration:	Immediately after the State Securities Commission ("SSC") has received full reports on the issuance of shares to pay dividends of the Company.
11. Plan of handling the odd shares:	For odd number of shares arising due to rounding down to nearest units, the company shall cancel them.
12. Approval of increasing the charter capital:	Approve the increase of the Company's charter capital by the total par value of the issued shares, as recorded in the report on issuance results to the State Securities Commission.

13. Restrictions on assignment

No assignment restrictions

II. Approve the contents relating to the increase of charter capital

1. Approval of increase of charter capital corresponding to the total par value of issued stock

2. Adjustment of Company's charter relating to charter capital

III. Depository Registration and Additional listing of additional issued shares

IV. Authorize the Board of Directors

Authorize the Board of Directors to carry out the plan of issuing shares to pay dividends:

- Select the appropriate time to implement the issuance plan in the best interest of shareholders and the Company;

- Issue in accordance with the approved plan, including the addition, modification, or change of the plan (except for issues requiring the approval of the AGM in accordance with the law) as required the SSC and / or for the purposes of complying with applicable laws;

- Prepare the additional listing and depository registration dossier: carry out procedures, works and select the appropriate time to register for additional listing on HOSE and register additional depository at VSD on the total number of shares actually issued according to the above plan;

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

- Carry out procedures for changing the enterprise registration of the Company relating to the change of charter capital based on results of the issuance session to the competent State body; and

- Depending on the specific circumstances, the Board of Directors can authorize the Chairman to decide on other matters and to perform other tasks deemed necessary by the Board or the Directors in relation to the issuance of new shares.

<i>Contents</i>	<i>Number of voting</i>	<i>Number of shares</i>	<i>Rate (%)</i>
Approval	105	28.917.934	100%
Disapproval	0	0	0
Blank votes	0	0	0
Invalid votes	0	0	0
TOTAL	105	28.917.934	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 105 votes, equivalent to 28.917.934 shares, accounting for 100%.

11) The problem 11: Approve the content of the Proposal 03/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. Name of shares:	Dong Hai Joint Stock Company of Ben Tre
2. Type of shares:	Common shares
3. Par value of shares:	10,000 VND/share
4. Current charter capital	344.597.690.000 VND
5. Number of outstanding shares:	34.459.769 VND
6. Expected offering price:	18.000 VND/share
7. Method of offering:	Offer shares to the public
8. Objects of the offering period:	Existing shareholders are listed on the closing date of the list of shareholders to exercise the right to buy shares
9. Implementation ratio:	10:1 A shareholder owning 01 share shall be entitled to 01 right of purchase and 10 rights shall be entitled to purchase 01 new share on the principle of rounding to the nearest unit.
10. Expected number of shares to be offered:	3.445.977 shares
11. Total issuance value by par value:	34.459.770.000 VND
12. Restrictions on assignment:	Shares offered to existing shareholders are not subject to restrictions on assignment
13. Assignment of share options:	A shareholder owning the right to purchase shares may assign the right to purchase one (01) time only for another.
14. Plan of handling the odd shares and not sold-up shares:	For odd stocks arising from rounding (if any) and excess shares from existing shareholders

	<p>who do not buy out and / or refuse to buy and / or fail to pay the money for buy the shares upon expiry (hereinafter referred to as "Remaining Shares"): The Annual General Meeting of Shareholders ("the AGM") authorizes the Board of Directors to decide the objects to be offered, offering price in the principle of offering price not lower than the price applied for existing shareholders (VND18,000 / share) and ensure compliance with current laws.</p>
<p>15. Ratio of successful offering</p>	<p>Success offering ratio is 80%</p> <p>Plans to deal in the case of a failed offering:</p> <p>In cases where the offered shares are not fully bought and the proceeds are not sufficient to finance the purpose of offering, the Company shall continue to use available funds from the business activities of the Company or the from other sources to supplement the investment in the project. In addition, the AGM authorizes the Board of Directors to distribute the number of odd stocks arising from the rounding up and the number of shares not bought out by the shareholders to other subjects in the appropriate manner and conditions with the price not lower than the current price applied for existing shareholders. The proceeds from the sale of odd shares could support a part of capital for the investment in Giao Long Paper Factory - Phase 2.</p>
<p>16. Plan of using the receivables from the offering period:</p>	<p>All proceeds from the offering period shall be used as the counterpart fund for the Giao Long Paper Factory - Phase 2.</p>
<p>17. Expected implementation time:</p>	<p>After the AGM approves the offering plan and a certificate of offering registration is issued the State Securities Commission ("SSC"). Expected in 2018.</p>

II. Approve the contents related to the capital increase

1. Approval of increase of charter capital corresponding to the total par value of offered shares

2. Adjustment of the Company's Charter relating to the charter capital

III. Depository Registration and Additional listing of additional issued shares

IV. Authorize the Board of Directors

Authorize the Board of Directors these problems:

1. Implementation of the plan to offer shares to existing shareholders including:
 - Selection of suitable time for offering, ensure the highest benefit to the shareholders and the Company;
 - Conduct the offering according to the approved plan, including the addition, modification, or change of the plan (except for matters requiring the approval of the AGM in accordance with the law) as required by the SSC and / or for the purpose of complying with relevant laws.
 - Change the offer price appropriately in case of necessity in accordance with the law;
 - Carry out procedures for offering and reporting to the SSC.
2. Authorize the Board of Directors to select the alternative offering plan (if necessary) so that the capital mobilization of the Company is successful and in accordance with the law. Offering terms in the alternatives must be most beneficial to shareholders and the Company.
3. Prepare the additional listing and depository registration dossier: Perform procedures, works and select the appropriate time for additional listing on HOSE and register for additional depository at VSD on the total number of shares actually issued in accordance with the plan approved by the AGM;
4. Amend the provisions relating to the charter capital, shares in the Charter of the Company after the completion of the issuance of shares to be consistent with the issuance results;
5. Carry out the procedures for changing the business registration certificate of the Company in relation to the change of the new charter capital as a result of each of the above mentioned offering period to the competent State body;
6. Develop in detailed the plan to allocate the proceeds from the offering and select the time of the disbursement in line with the business situation of the Company and ensure the highest benefit to shareholders and for the Company.
7. On a case by case basis, the Board of Directors can authorize the Chairman to decide on other issues and to perform other tasks deemed necessary by the Board of Directors or the Chairman of the Board relating to the issuance of new shares.

<i>Contents</i>	<i>Number of voting</i>	<i>Number of shares</i>	<i>Rate (%)</i>
Approval	104	28.906.434	99.96%
Disapproval	1	11.500	0.04
Blank votes	0	0	0
Invalid votes	0	0	0
TOTAL	105	28.917.934	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 12 is 104 votes, equivalent to 28.906.434 shares, accounting for 99.96%.

12) The problem 12: Approve the Chairman of Board of Directors and CEO of Company in 2018.

<i>Contents</i>	<i>Number of voting</i>	<i>Number of shares</i>	<i>Rate (%)</i>
Approval	104	28.917.934	97.79%
Disapproval	0	0	0
Blank votes	1	637.937	2.21%
Invalid votes	0	0	0
TOTAL	105	28.917.934	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 104 votes, equivalent to 28.279.997 shares, accounting for 97.79%.

13) The problem 13: Approve of the amended charter of the company under Circular 95/2017 /TT-BTC dated 22/9/2017 of the Ministry of Finance guiding Decree 71/2017/ND-CP dated 06/06/2017 of the Government About Administration Guidelines applicable to Public Companies.

<i>Contents</i>	<i>Number of voting</i>	<i>Number of shares</i>	<i>Rate (%)</i>
Approval	102	28.875.487	99.85%
Disapproval	0	0	0
Blank votes	3	42447	0.15%
Invalid votes	0	0	0
TOTAL	105	28.917.934	100%

Approval the problem 13: According to the principle of counting votes and the vote counting formula, the total number of votes approving through problem 1 is 102 votes, equivalent to 28.875.487 shares, accounting for 99.85%.

14) The problem 14: Approving the Internal Regulations on

Administration as amended in accordance with Circular 95/2017/TT-BTC dated 22/9/2017 of the Ministry of Finance guiding some articles of Decree No. 71/2017/ND-CP dated 06/06/2017 by the Government About Administration Guidelines applicable to Public Companies.

<i>Contents</i>	<i>Number of voting</i>	<i>Number of shares</i>	<i>Rate (%)</i>
Approval	103	28.909.758	99.95%
Disapproval	0	0	0
Blank votes	2	14.176	0.05%
Invalid votes	0	0	0
TOTAL	105	28.917.934	100%

Approval the problem 14: According to the principle of counting votes and the vote counting formula, the total number of votes approving through problem 14 is 103 votes, equivalent to 28.909.758 shares, accounting for 99.95%.

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 2017**
- 2. Approve the 2017 Audited Financial Statements and profit distribution 2017**
- 3. Remuneration and bonus for the Board of Directors, Supervisory Board in 2017**
- 4. Approve the report of the Supervisory Board 2017**
- 5. Production and business plan in 2018**
- 6. Profit distribution plan in 2018:**
- 7. Plan of paying remuneration and bonus for Board of Directors, Supervisory Board in 2018**
- 8. Authorize the BOD to select a auditing firm for 2018 financial statements below:**
- 9. Approve the Adjustment Giao Long Paper Factory Project - Phase 2: Increase the total investment capital from 1.080 billion VND to 1.150 billion VND (+/- 5). Adjustment the project progress: alignment – acceptance time from 10/2018 to 12/2018. Operating from 01/2019. AGM authorize BODs to implement the project and procedures.**

10. Approve the content of the Proposal 02/TT-ĐHĐCĐ about issue the shares to pay dividends in 2017

11. Approve the content of the Proposal 03/TT-ĐHĐCĐ about issue the shares for existing shareholders:

12. Approve the Chairman of Board of Directors and CEO of Company in 2018.

13. Approve of the amended charter of the company under Circular 95/2017/TT-BTC dated 22/9/2017 of the Ministry of Finance guiding Decree 71/2017/ND-CP dated 06/06/2017 of the Government About Administration Guidelines applicable to Public Companies.

14. Approving the Internal Regulations on Administration as amended in accordance with Circular 95/2017/TT-BTC dated 22/9/2017 of the Ministry of Finance guiding some articles of Decree No. 71/2017/ND-CP dated 06/06/2017 by the Government About Administration Guidelines applicable to Public Companies.

The meeting ended at 11h by a same day.

This minutes has been approved by the Meeting.

Secretary

Lê Chi Hoàng Huệ

The Chairman of the Meeting



Lê Bá Phương



RESOLUTION
THE ANNUAL GENERAL SHAREHOLDERS MEETING 2018

- Pursuant to Business Law 2014;
- Pursuant to Charter of Dong Hai Joint Stock Ccompany of Ben Tre;
- Based on The minutes of The Annual General Shareholders Meeting 2018 No 01/BB.DHCD dated June 7th, 2018.

RESOLVES

Article 1: Approve the report about result of business and activities in 2017

Rate: 100%

Article 2: Approve the 2017 Audited Financial Statements and profit distribution 2017:

No	Target	Amount (VND)
1	Net Revenue from sale	810.024.745.611
2	Profit before tax	93.285.485.248
3	Business income tax	13.031.134.512
4	Profit after tax	80.254.350.736
4.1	Investment and development fund – 5% Profit after tax	4.012.717.537
4.2	Welware and reward fund 2% profit after tax	1.605.087.015
4.3	Distribute the dividends to shareholders: 20%/charter capital. The AGM approves the plan of distributing 20% of dividends by shares specified in the Proposal no. 02/TT-DHDCD.	68.919.538.000
4.4	Bonus for Board of Directors, Supervisory Board, Executive Board	1.608.000.000
5	Remaining profit not distributed in 2017	4.109.008.184

Rate: 100%

Article III: Remuneration and bonus for the Board of Directors, Supervisory Board in 2017

- Remuneration for the Board of Directors, Supervisory Board: 790.000.000 VND.
- Bonus for Board, Supervisory Board, the Executive Board company: 1.608.000.000 VND



Rate: 99.98%

Article IV: Approve the report of the Supervisory Board 2017

Rate: 100%

Article V: Production and business plan in 2018

- Kraft paper: 61.000 tons
- Carton packaging: 31.325.000 products
- Net revenue: 852 billion VND
- Profit after tax: 90 billion VND

Rate: 100%

Article VI: Profit distribution plan in 2018:

- Set up the development and investment fund: 5%/profit after tax.
- Set up the bonus and reward fund: 2%/profit after tax.
- Distribute the dividends to shareholders: 20%/charter capital.

Rate: 100%

Article VII: Plan of paying remuneration and bonus for Board of Directors, Supervisory Board in 2018

- Remuneration for Board of Directors, Supervisory Board: 790.000.000 VND
- Bonus for Board of Directors, Supervisory Board, Executive Board: bonus 1% of profit after tax and exceed the plan: 10% profit after tax.

Rate: 99.98%

Article VIII: Authorize the BOD to select a auditing firm for 2018 financial statements below:

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

Rate: 100%

Article IX: Approve the Adjustment Giao Long Paper Factory Project - Phase 2: Increase the total investment capital from 1.080 billion VND to 1.150 billion VND (+/- 5). Adjustment the project progress: alignment – acceptance time from 10/2018 to 12/2018. Operating from 01/2019. AGM authorize BODs to implement the project and procedures.

Rate: 99.97%

Article X: Approve the content of the Proposal 02/TT-ĐHĐCĐ about issue the shares to pay dividends in 2017

Approve the plan of issuing shares to pay dividends in 2017, with the payment ratio of 20%

Rate: 100%

The summary of the issuance plan as follows:

I. Approve the plan of issuing shares to pay dividends in 2017

1. Name of shares:	Shares of Dong Hai JSC of Ben Tre
2. Type of shares:	Common shares
3. Par value of shares:	10,000 VND/share
4. Total of stocks:	34.459.769 stocks
5. Number of circulating shares:	34.459.769 shares
6. Number of stocks to be issued:	6.891.954 stocks
7. Total issuance value by par value:	68.919.540.000 VND
8. Issuance ratio (<i>expected number of shares/total shares</i>):	20% of par value (equivalent to 5: 1), each shareholder owning 01 share shall have 01 right, and 05 rights shall be entitled to receive 01 more share. The number of shares received shall be rounded to the nearest unit, and the odd share shall be canceled <i>Example: Shareholder A owns 201 shares, the share to pay dividend at the ratio 20% is 40.2 shares. Thus, shareholder A shall receive 40 additional shares, the odd parts of shares shall be canceled</i>
9. Capital:	Profit after tax is not distributed as of 31/12/2017 according to audited financial statement 2017.
10. Implementation duration:	Immediately after the State Securities Commission ("SSC") has received full reports on the issuance of shares to pay dividends of the Company.
11. Plan of handling the odd shares:	For odd number of shares arising due to rounding down to nearest units, the company shall cancel them.
12. Approval of increasing the charter capital:	Approve the increase of the Company's charter capital by the total par value of the issued shares, as recorded in the report on issuance

	results to the State Securities Commission.
13. Restrictions on assignment	No assignment restrictions

II. Approve the contents relating to the increase of charter capital

1. Approval of increase of charter capital corresponding to the total par value of issued stock
2. Adjustment of Company's charter relating to charter capital

III. Depository Registration and Additional listing of additional issued shares

IV. Authorize the Board of Directors

Authorize the Board of Directors to carry out the plan of issuing shares to pay dividends:

- Select the appropriate time to implement the issuance plan in the best interest of shareholders and the Company;
- Issue in accordance with the approved plan, including the addition, modification, or change of the plan (except for issues requiring the approval of the AGM in accordance with the law) as required the SSC and / or for the purposes of complying with applicable laws;
- Prepare the additional listing and depository registration dossier: carry out procedures, works and select the appropriate time to register for additional listing on HOSE and register additional depository at VSD on the total number of shares actually issued according to the above plan;
- Amend the provisions relating to the charter capital, shares in the Charter of the Company after the completion of the share issuance session in accordance with the issuance results;
- Carry out procedures for changing the enterprise registration of the Company relating to the change of charter capital based on results of the issuance session to the competent State body; and
- Depending on the specific circumstances, the Board of Directors can authorize the Chairman to decide on other matters and to perform other tasks deemed necessary by the Board or the Directors in relation to the issuance of new shares.

Article XI: Approve the content of the Proposal 03/TT-DHDCĐ about issue the shares for existing shareholders:

Rate: 99,96%

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. Name of shares:	Dong Hai Joint Stock Company of Ben Tre
2. Type of shares:	Common shares
3. Par value of shares:	10,000 VND/share

4.	Current charter capital	344.597.690.000 VND
5.	Number of outstanding shares:	34.459.769 VND
6.	Expected offering price:	18.000 VND/share
7.	Method of offering:	Offer shares to the public
8.	Objects of the offering period:	Existing shareholders are listed on the closing date of the list of shareholders to exercise the right to buy shares
9.	Implementation ratio:	10:1 A shareholder owning 01 share shall be entitled to 01 right of purchase and 10 rights shall be entitled to purchase 01 new share on the principle of rounding to the nearest unit.
10.	Expected number of shares to be offered:	3.445.977 shares
11.	Total issuance value by par value:	34.459.770.000 VND
12.	Restrictions on assignment:	Shares offered to existing shareholders are not subject to restrictions on assignment
13.	Assignment of share options:	A shareholder owning the right to purchase shares may assign the right to purchase one (01) time only for another.
14.	Plan of handling the odd shares and not sold-up shares:	For odd stocks arising from rounding (if any) and excess shares from existing shareholders who do not buy out and / or refuse to buy and / or fail to pay the money for buy the shares upon expiry (hereinafter referred to as "Remaining Shares"): The Annual General Meeting of Shareholders ("the AGM") authorizes the Board of Directors to decide the objects to be offered, offering price in the principle of offering price not lower than the price applied for existing shareholders (VND18,000 / share) and ensure compliance with current laws.
15.	Ratio of successful offering	Success offering ratio is 80%

	<p>Plans to deal in the case of a failed offering:</p> <p>In cases where the offered shares are not fully bought and the proceeds are not sufficient to finance the purpose of offering, the Company shall continue to use available funds from the business activities of the Company or the from other sources to supplement the investment in the project. In addition, the AGM authorizes the Board of Directors to distribute the number of odd stocks arising from the rounding up and the number of shares not bought out by the shareholders to other subjects in the appropriate manner and conditions with the price not lower than the current price applied for existing shareholders. The proceeds from the sale of odd shares could support a part of capital for the investment in Giao Long Paper Factory - Phase 2.</p>
16. Plan of using the receivables from the offering period:	All proceeds from the offering period shall be used as the counterpart fund for the Giao Long Paper Factory - Phase 2.
17. Expected implementation time:	After the AGM approves the offering plan and a certificate of offering registration is issued the State Securities Commission ("SSC"). Expected in 2018.

II. Approve the contents related to the capital increase

1. Approval of increase of charter capital corresponding to the total par value of offered shares
2. Adjustment of the Company's Charter relating to the charter capital

III. Depository Registration and Additional listing of additional issued shares

IV. Authorize the Board of Directors

Authorize the Board of Directors these problems:

1. Implementation of the plan to offer shares to existing shareholders including:
 - Selection of suitable time for offering, ensure the highest benefit to the shareholders and the Company;

- Conduct the offering according to the approved plan, including the addition, modification, or change of the plan (except for matters requiring the approval of the AGM in accordance with the law) as required by the SSC and / or for the purpose of complying with relevant laws.
 - Change the offer price appropriately in case of necessity in accordance with the law;
 - Carry out procedures for offering and reporting to the SSC.
2. Authorize the Board of Directors to select the alternative offering plan (if necessary) so that the capital mobilization of the Company is successful and in accordance with the law. Offering terms in the alternatives must be most beneficial to shareholders and the Company.
 3. Prepare the additional listing and depository registration dossier: Perform procedures, works and select the appropriate time for additional listing on HOSE and register for additional depository at VSD on the total number of shares actually issued in accordance with the plan approved by the AGM;
 4. Amend the provisions relating to the charter capital, shares in the Charter of the Company after the completion of the issuance of shares to be consistent with the issuance results;
 5. Carry out the procedures for changing the business registration certificate of the Company in relation to the change of the new charter capital as a result of each of the above mentioned offering period to the competent State body;
 6. Develop in detailed the plan to allocate the proceeds from the offering and select the time of the disbursement in line with the business situation of the Company and ensure the highest benefit to shareholders and for the Company.
 7. On a case by case basis, the Board of Directors can authorize the Chairman to decide on other issues and to perform other tasks deemed necessary by the Board of Directors or the Chairman of the Board relating to the issuance of new shares.

Article XII: Approve the Chairman of Board of Directors and CEO of Company in 2018.

Rate: 97.79%

Article XIII: Approve of the amended charter of the company under Circular 95/2017 /TT-BTC dated 22/9/2017 of the Ministry of Finance guiding Decree 71/2017/ND-CP dated 06/06/2017 of the Government About Administration Guidelines applicable to Public Companies.

Rate: 99.85%

Article XIV: Approving the Internal Regulations on Administration as amended in accordance with Circular 95/2017/TT-BTC dated 22/9/2017 of the Ministry of Finance guiding some articles of Decree No. 71/2017/ND- CP dated 06/06/2017 by the Government About Administration Guidelines applicable to Public Companies.

Rate: 99.95%

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

THE CHAIRMAN
THE CHAIRMAN OF BOD

LE BA PHUONG

