

VINGROUP JOINT STOCK COMPANY



No: 01/2018/NQ-DHDCD-VINGROUP

THE SOCIALIST REPUBLIC OF VIETNAM

Independence – Freedom – Happiness



Hanoi, 31 May 2018

**2018 ANNUAL GENERAL MEETING OF SHAREHOLDERS RESOLUTIONS
OF VINGROUP JOINT STOCK COMPANY**

Pursuant to:

- *The Enterprise Law No. 68/2014/QH13 dated 26 November 2014 and related legal documents;*
- *The Securities Law No. 70/2006/QH11 dated 29 June 2006;*
- *The Charter of Vingroup JSC (“Vingroup”);*
- *The 2018 Annual General Meeting of Shareholders (the “AGM”) meeting minutes dated 31 May 2018;*
- *The vote counting report of Vingroup’s AGM dated 31 May 2018*

THE AGM OF VINGROUP RESOLVES TO:

- 1. Approve the Report of the Board of Directors (the “BoD”).**
- 2. Approve the Report of Management on 2017 Business Performance and 2018 Business Plan.**
- 3. Approve the Report of the Supervisory Board on the Business Results of Vingroup, Activities of the BoD and Management in 2017.**
- 4. Approve the 2017 Audited Financial Statements.**
- 5. Approve the Appropriation Plan for 2017 and Quarter I, 2018 according to the Proposal of the BoD.**
- 6. Approve the Remuneration for the BoD and the Supervisory Board according to the Proposal of the BoD.**
- 7. Approve the Change of Business Lines of Vingroup and matters related to the foreign ownership limit according to the Proposal of the BoD.**
- 8. Approve the Amendments and Supplements to the Charter of Vingroup.**
- 9. Approve the Internal Regulations on Corporate Governance of Vingroup and delegation and authorization to the BoD according to the Proposal of the BoD.**
- 10. Approve in-principle the issuance of preferred shares according to the Proposal of the BoD.**
- 11. Implementation of the Resolution**

This Resolution takes effect from the date of signing.

The members of the BoD, the Supervisory Board and Management are responsible for organizing and implementing all contents of this Resolution./.

ON BEHALF OF THE AGM

(signed)

To:

- SSC, HOSE, VSD;
- Shareholders
- Vingroup archives.

**PHAM NHAT VUONG
CHAIRMAN OF THE BOARD**



VINGROUP JOINT STOCK COMPANY
2018 ANNUAL GENERAL MEETING OF SHAREHOLDERS
MEETING MINUTES

VINGROUP JOINT STOCK COMPANY

- Headquarters: No. 7, Bang Lang 1 Street, Vinhomes Riverside Ecological Area, Viet Hung Ward, Long Bien District, Hanoi.
- Business Registration Certificate No.: 0101245486 first issued on 03 May 2002 by the Business Registration Office No. 1 – Department of Planning and Investment of Hanoi.

Time and Venue: The 2018 Annual General Meeting of Shareholders (the “**Meeting**” or the “**AGM**”) was called to order at 9:00AM on 31 May 2018 at Almaz Convention Center, Hoa Lan Street, Vinhomes Riverside Ecological Area, Phuc Loi Ward, Long Bien District, Hanoi.

A. PRE-MEETING FORMALITIES

1. Announcement of the Meeting’s purpose

The MC announced the purpose of the Meeting: The 2018 Annual General Meeting of Shareholders was convened in compliance with the applicable laws and Vingroup’s Charter to seek shareholders’ approval on a number of issues under the jurisdiction of the AGM. The Chairman announced that the Meeting was organized and operated in accordance with the Regulations on the organization and operation of the annual and extraordinary general meeting of shareholders which was approved at the 2017 AGM.

2. Shareholder Attendance Report

Mr. Nguyen The Anh – Head of the Supervisory Board (the “**SB**”) cum Head of the Eligibility Verification Committee gave the shareholder attendance report at 9:05AM:

- Total number of shareholders attending either directly or by proxy was 263, representing 2,465,086,689 shares, equivalent to 93.46% of voting rights (based on the Shareholders Record as of 04 May 2018 provided by the Vietnam Securities Depository).
- Pursuant to Vingroup’s Charter, a Meeting is validly convened when there is a quorum of at least 51% voting rights represented by shareholders attending either directly or by proxy.

Thus, the Meeting satisfied the provisions and can proceed.

3. Introduction of the Presiding Committee and the Chairman of the Meeting:

- Mr. Pham Nhat Vuong – Chairman of the Board of Directors (“**BoD**”) cum Chairman of the Meeting
- Mr. Nguyen Viet Quang – Vice Chairman of the BoD cum Chief Executive Officer
- Mr. Le Khac Hiep – Vice Chairman of the BoD
- Mrs. Nguyen Dieu Linh – Vice Chairwoman of the BoD
- Mr. Marc Villiers Townsend – Member of the BoD

4. Nomination of Meeting Secretaries by the Meeting Chairman: approved by 100% of the shareholders attending the Meeting, as follows:

- Ms. Doan Thi Huong Thanh – Legal Department
- Ms. Trinh Thu Hao – Legal Department

5. Nomination of the Vote Counting Committee: approved by 100% of the shareholders attending the Meeting, as follows:

- Mr. Nguyen Huu Chat – Head of the Vote Counting Committee
- Ms. Ngo Thi Nguyet – Member of the Vote Counting Committee
- Supervisory Shareholder: Mr. Ngac Van Luong – Member of the Vote Counting Committee

B. CONTENT OF THE AGM

I. Meeting Agenda and Regulations on the organization and operation of the annual and extraordinary meetings of shareholders

1. The Presiding Committee announced the Meeting Agenda (*attached hereto as Annex 1*), which was passed by 100% of the shareholders attending the Meeting.
2. The Regulations on Organization and Operations of the Annual and Extraordinary General Meetings of Shareholders (*attached hereto as Annex 2*), which was passed by 100% of the shareholders attending the Meeting.

II. Presentation of reports and proposals discussed and approved by the AGM

1. Mr. Le Khac Hiep – Vice Chairman of the BoD, presented a Summary Report of the BoD.
2. Mr. Nguyen Viet Quang – Vice Chairman of the BoD cum CEO, presented a Summary Report of Management on 2017 business performance and 2018 business plan.
3. Mr. Nguyen The Anh – Head of the Supervisory Board, presented a Summary Report of the Supervisory Board on business results of the Company, and activities of the BoD and Management in 2017.
4. Mrs. Nguyen Thi Thu Hien – Chief Accountant, presented a Summary of the 2017 Audited Financial Statements.
5. Mr. Le Khac Hiep – Vice Chairman of the BoD, presented a Summary of the proposed Appropriation Plan for 2017 and Quarter I, 2018.
6. Mr. Le Khac Hiep – Vice Chairman of the BoD, presented a Summary of the proposed Change of Business Lines and matters related to the foreign ownership limit.
7. Mr. Le Khac Hiep – Vice Chairman of the BoD, presented a Summary of the proposed Amendments and Supplements to the Charter.
8. Mr. Le Khac Hiep – Vice Chairman of the BoD, presented a Summary of the proposed Remuneration for the BoD and the Supervisory Board.
9. Mr. Nguyen Viet Quang – Vice Chairman of the BoD cum CEO, presented a Summary of the proposed Internal Regulations on corporate governance and delegation and authorization to the BoD.
10. Mr. Nguyen Viet Quang – Vice Chairman of the BoD cum CEO, presented a Summary of the proposal regarding in-principle approval of preferred share issuance.
11. Mr. Pham Thieu Hoa – Project Development Director, presented a Summary of Vingroup’s project status and development progress in 2017.

III. Q&A SESSION

The Presiding Committee and the AGM listened to the opinions of the shareholders and discussed the contents of the reports and proposals presented at the AGM.

The AGM agreed on the contents of the discussion and had no further comments.

Content of the discussion is *attached hereto as Annex 3*.

IV. VOTING AND ANNOUNCEMENT OF VOTING RESULTS

1. The Head of the Vote Counting Committee updated on the results of the Shareholder Attendance Report and gave voting instructions:

Updates on number of shareholders before the AGM proceeds to voting as of 10:20AM:

- Total number of shareholders attending in person and by proxy is 308 people, representing 2,491,981,803 shares, accounting for 94.48% of voting rights.

Voting instructions were given.

2. Voting session.

3. Vote counting and announcement of voting results:

- Total number of voting ballots distributed to shareholders: 308 ballots, representing: 2,491,981,803 shares, accounting for 100% voting rights at the Meeting.
- Total number of voting ballots collected: 300 ballots, representing 2,490,271,786 shares, accounting for 100% of voting rights at the Meeting.

(Detailed results are shown in the 2018 AGM Vote Counting Minutes).

V. APPROVALS

1. **Approved: Report of the BoD** (*attached hereto as Annex 4*).

This Report was adopted by 2,486,678,149 shares, equivalent to 99.8% of the total votes.

2. **Approved: Report of Management on 2017 business performance and 2018 business plan** (*attached hereto as Annex 5*).

This Report was adopted by 2,485,002,318 shares, equivalent to 99.8% of the total votes.

3. **Approved: Report of the Supervisory Board on business results of the Company, and activities of the BoD and Management in 2017** (*attached hereto as Annex 6*).

This Report was adopted by 2,489,115,553 shares, equivalent to 99.9% of the total votes.

4. **Approved: 2017 Audited Financial Statements.**

This Report was adopted by 2,489,281,485 shares, equivalent to 99.9% of the total votes.

5. **Approved: Appropriation Plan according to the Proposal of the BoD at the Meeting** (*attached hereto as Annex 7*).

This Plan was approved by 2,489,203,003 shares, equivalent to 99.9% of the total votes.

6. **Approved: Change of business lines and matters related to the foreign ownership limit according to the Proposal of the BoD** (*attached hereto as Annex 8*).

This Plan was approved by 2,442,920,156 shares, equivalent to 98.1% of the total votes.

7. **Approved: Amendments and supplements to the Charter according to the Proposal of the BoD** (*attached hereto as Annex 9*).

This Plan was approved by 2,442,687,512 shares, equivalent to 98.1% of the total votes.

8. **Approved: Remuneration for the BoD and the Supervisory Board as follows:**

- **Actual remuneration for 2017:**

In 2017, the BoD consisted of 09 members, and the Supervisory Board consisted of 03 members.

- Remuneration for the BoD was VND 12.5 billion – equivalent to 0.23% of the 2017 profit after tax;

- Remuneration for the Supervisory Board was VND 2.0 billion – equivalent to 0.04% of the 2017 profit after tax;

Thus, the total remuneration for the BoD and the Supervisory Board complies with the Resolution passed at the 2017 AGM.

- **Remuneration Plan for 2018:**

- Remuneration for the BoD is limited to a maximum of 0.4% of 2018 profit after tax;
- Remuneration for the Supervisory Board is limited to a maximum of 0.1% of 2018 profit after tax.

The AGM authorised the Chairman of the BoD and the Head of the Supervisory Board to set specific remuneration for the members of the BoD and the Supervisory Board within the limits above.

This Plan was approved by 2,490,156,254 shares, equivalent to 100% of the total votes.

- 9. Approved: Proposal regarding the Internal Regulations on Corporate Governance of Vingroup and delegation and authorization to the BoD according to the Proposal of the BoD (attached hereto as Annex 10).**

This Proposal was approved by 2,490,156,660 shares, equivalent to 100% of the total votes.

- 10. Approved: Proposal regarding in-principle approval of preferred share issuance according to the Proposal of the BoD (attached hereto as Annex 11).**

This Proposal was approved by 2,424,671,768 shares, equivalent to 97.4% of the total votes.

C. ADOPTION OF MINUTES AND MEETING ADJOURNMENT

The Meeting Minutes and enclosed Appendices were adopted and approved by 100% of total votes.

The Chairman of the Meeting adjourned Vingroup's 2018 Annual General Meeting of Shareholders at 11:00AM on the same day.

Meeting Secretaries

Chairman of the Meeting

Doan Thi Huong Thanh

Pham Nhat Vuong

Trinh Thu Hao

ANNEX 1
(Attached to the 2018 AGM Meeting Minutes)

AGENDA
2018 ANNUAL GENERAL MEETING OF SHAREHOLDERS
VINGROUP JOINT STOCK COMPANY

Time: 08:30AM Thursday – 31 May 2018

Venue: Almaz Convention Center, Hoa Lan Street, Vinhomes Riverside Ecological Area, Phuc Loi Ward, Long Bien District, Hanoi, Vietnam.

Time	Content	Chaired by
08:30 – 09:00	Shareholder registration & distribution of meeting materials	Organizing Committee
09:00 – 09:05	Shareholder Attendance Report	Head of Shareholder Eligibility Verification Committee
09:05 – 09:10	Introduction of the Annual General Meeting of Shareholders (“AGM”) Chairperson and Presiding Committee	MC
09:10 – 09:15	Opening ceremony, nomination of AGM Secretaries and Election of Vote Counting Committee	Presiding Committee
09:15 – 09:20	Regulations on the organization and operation of the AGM	Presiding Committee
09:20 – 09:25	Approval of agenda by the AGM	Presiding Committee
09:25 – 10:00	Presentation of reports and proposals:	
	1. Report of the Board of Directors (“BoD”)	Presiding Committee
	2. Report of Management on 2017 business performance and 2018 business plan	Presiding Committee
	3. Report of the Supervisory Board on business results of Vingroup, and activities of the BoD and Management in 2017	Head of the Supervisory Board
	4. 2017 Audited Financial Statements	Chief Accountant
	5. Proposal of the BoD regarding the Appropriation Plan for 2017 and Quarter I, 2018	Presiding Committee
	6. Proposal of the BoD regarding change of business lines	Presiding Committee
	7. Proposal of the BoD regarding amendments and supplements to the Charter	Presiding Committee
	8. Proposal regarding Remuneration for the BoD and the Supervisory Board	Presiding Committee
	9. Proposal of the BoD regarding Internal Regulations on corporate governance	Presiding Committee
	10. Proposal of the BoD regarding the issuance of preferred shares	Presiding Committee
10:00 – 10:30	Q&A session	Presiding Committee
10:30 – 11:00	Voting execution	Vote Counting Committee
	Vote counting	Vote Counting Committee
	Break	
11:00 – 11:10	Announcement of voting results	Vote Counting Committee
11:10 – 11:20	Approval of Shareholder Meeting Minutes and Closing Ceremony	Presiding Committee

ANNEX 2
(Attached to the 2018 AGM Meeting Minutes)

VINGROUP JOINT STOCK COMPANY



THE SOCIALIST REPUBLIC OF VIET NAM

Independence – Freedom – Happiness



Hanoi, 31 May 2018

**REGULATIONS ON THE ORGANIZATION AND OPERATION OF THE ANNUAL AND
EXTRAORDINARY GENERAL MEETINGS OF SHAREHOLDERS OF VINGROUP JOINT
STOCK COMPANY**

Pursuant to:

- *The Enterprise Law No. 68/2014/QH13 adopted by the National Assembly of the Socialist Republic of Vietnam on 26 November 2014;*
- *The Securities Law No. 70/2006/QH11 adopted by the National Assembly of the Socialist Republic of Vietnam on 29 June 2006;*
- *The Law amending and supplementing articles of the Securities Law No. 62/2010/QH12 adopted by the National Assembly of the Socialist Republic of Vietnam on 24 November 2010;*
- *The Charter of Vingroup Joint Stock Company.*

CHAPTER I
GENERAL PROVISIONS

Article 1: Scope and applicability

- 1.1 These Regulations shall apply to the organization of annual and extraordinary general meetings of shareholders (hereinafter referred to as the “**Meeting**” or “**GMS**”) of Vingroup Joint stock Company (hereinafter referred to as “**Vingroup**” or the “**Group**”);
- 1.2 These Regulations set forth provisions on the rights and obligations of shareholders, proxies and relevant parties participating in the Meeting, and on conditions and procedures of the Meeting;
- 1.3 Shareholders or proxies attending the Meeting and relevant parties shall be responsible for implementation in line with the provisions of these Regulations.

CHAPTER II
RIGHTS AND OBLIGATIONS OF GMS PARTICIPANTS

Article 2: Rights and obligations of shareholders or their proxies

- 2.1 Eligibility:
Participants must be shareholders or their proxies as confirmed in writing by one or more shareholders named in Vingroup's Shareholder Register on the record date for the Meeting.
- 2.2 Shareholder rights with regards to the GMS:
 - a. Shareholders have the right to participate in the Meeting or authorize in writing for another person to represent them as a proxy at the Meeting;
 - b. Shareholders and proxies may discuss and vote on all matters within their rights in accordance with the Enterprise Law, other legislative documents and the Vingroup Charter;

- c. The Organizing Committee shall provide Shareholders and proxies with a Meeting agenda and related materials;
- d. Each shareholder or proxy will be provided with a ballot after registration with the Shareholder Eligibility Verification Committee;
- e. Any shareholder or proxy arriving late at the Meeting is entitled to register and vote on the matters yet to be presented or voted. The Chairperson is not obligated to pause the Meeting and the previously voted matters shall not be affected.

2.3 Shareholder obligations with regards to the GMS:

- a. Shareholders and proxies must bring their identity card or passport, invitation letter, and power of attorney (in the case of authorisation or proxies) to the Meeting and register with the Shareholder Eligibility Verification Committee;
- b. All participants must maintain security and order, and must not cause disruption to or disturbance during the GMS;
- c. All voice recordings or images taken during the Meeting must be publicly disclosed and are subject to the approval of the Meeting Chairperson;
- d. All opinions expressed and votes cast shall be made in accordance with the Organizing Committee's guidance. The Chairperson's instructions at the Meeting shall be respected;
- e. All participants must strictly adhere to these regulations and respect the results of the Meeting;
- f. All shareholders shall provide information on related persons or persons with interests related to shareholders as requested by Vingroup.

Article 3: Rights and obligations of the Shareholder Eligibility Verification Committee

3.1 The Shareholder Eligibility Verification Committee shall consist of one head and committee members, chosen by the Chairperson of the Board of Directors (the “**BoD**”) and will be responsible for the following tasks:

- a. Verifying shareholder and proxy eligibility: Request shareholders or proxies participating in the Meeting as well as invited guests to present their ID cards or passports, invitation letters, and power of attorney (in case of proxy);
- b. Handing out ballots and GMS documents to shareholders and proxies;
- c. Reporting shareholder attendance results to the GMS:
 - + Before the Meeting begins;
 - + Prior to each voting session at the Meeting if there is any change in the number of shareholders participating in the Meeting (e.g. latecomers and late registrations).
- d. Identifying interested shareholders who must abstain from voting based on the information obtained by the Shareholder Eligibility Verification Committee or as provided by shareholders.

3.2 The Shareholder Eligibility Verification Committee may form an administrative team to assist in performing its tasks.

Article 4: Rights and Obligations of the Vote Counting Committee

4.1 The Vote Counting Committee consists of one head and committee members, nominated by the GMS Chairperson and approved by the GMS;

4.2 The Vote Counting Committee is responsible for providing guidance on the use of ballots, voting and vote counting procedures, as well as determining and excluding interested shareholders (if any) from

voting on each matter. In the case the Vote Counting Committee fails to identify the exact number of the interested shareholders who must abstain from voting (due to insufficient information or unclear statutory regulations), the votes of such shareholders shall still be counted provided that the Vote Counting Committee record this issue in the vote counting minutes. That the shareholder(s), after voting, are considered as interested shareholders who must abstain from voting does not affect the effectiveness of the resolution for which the shareholders participated in voting, provided that there are still enough essential number of votes for that resolution after the number of votes of the related shareholders are excluded.

- 4.3 The Head of the Vote Counting Committee shall report the vote counting results to the Meeting;
- 4.4 The Vote Counting Committee may form an administrative team to assist in performing its tasks;
- 4.5 The Vote Counting Committee shall be ultimately responsible for the accuracy and integrity of the released results.

Article 5: Rights and obligations of the GMS Chairperson, the Presiding Committee and Secretary

- 5.1 The GMS shall be chaired by the Chairperson of the BoD. The GMS Chairperson shall appoint one or several Secretaries to record minutes of the Meeting;

If the Chairperson of the BoD is absent or unable to conduct the Meeting, the BoD shall elect one of its other members to chair the Meeting. If the BoD fails to elect a Chairperson, the BoD member with the highest standing shall hold a vote among BoD members and shareholders at the Meeting to select a Chairperson. The name of and number of votes for each candidate must be disclosed at the Meeting;

- 5.2 The GMS Chairperson's decisions with regards to order, procedures, as well as matters arising beyond the approved agenda shall be final;
- 5.3 The GMS Chairperson shall conduct the Meeting in an appropriate and orderly manner and allow the Meeting to reflect the wishes of the majority of participating shareholders;
- 5.4 At the Chairperson's discretion, the Meeting may be postponed or held in another location (in compliance with the Enterprise Law and Vingroup Charter) if he or she deems that:
 - a. The venue of the Meeting is not large enough to provide seats for all participants;
 - b. The behaviors of some participants cause disorder and disruptions that hinder the Meeting from proceeding in a fair and lawful manner.
- 5.5 The Chairperson has the right to not respond or just note down comments and suggestions from shareholders if the content of such comments and suggestions are beyond the scope of the approved agenda.
- 5.6 The Chairperson has the right to ask a competent authority to maintain order at the Meeting. He or she may also expel anyone from the Meeting who shows signs of causing disorder, disobeying the Chairperson and the Presiding Committee, or hampering the Meeting progress.
- 5.7 The Presiding Committee consists of several BoD members and managing executives of Vingroup as appointed by the Chairperson. The Presiding Committee shall perform necessary tasks to assist the Chairperson in conducting the GMS.
- 5.8 The Secretary will record the minutes of the Meeting and perform other tasks as assigned by the Chairperson and the Presiding Committee. The Secretary may have one or several assistants.

CHAPTER III
MEETING PROCEDURE

Article 6: Meeting Quorum

- 6.1 The Meeting shall proceed when shareholders and proxies present represent at least 51% of the total voting shares according to the Shareholder Register produced on the date of record for the Meeting (the “**Quorum**”). If a Quorum is not established within 60 minutes after the appointed start of the Meeting per the agenda circulated to shareholders, the Meeting will be deemed ineligible to proceed;
- 6.2 If the Meeting is deemed ineligible to proceed according to the above provisions, a second Meeting shall be convened and conducted in accordance with Vingroup Charter and the Enterprise Law.

Article 7: Conduct of the Meeting

- 7.1 The Meeting shall be conducted per the agenda approved by the Meeting;
- 7.2 The Meeting shall discuss and approve in turn matters on the agenda as regulated in Article 10 of these Regulations;
- 7.3 The Meeting shall be deemed closed after the Meeting Minutes have been approved.

Article 8: Approval of resolutions at the Meeting

- 8.1 Matters presented at the Meeting shall be considered approved if passed by shareholders or their proxies representing at least 51% of the total voting shares attending the Meeting;
- 8.2 The following matters shall be considered approved if passed by shareholders or their proxies representing at least 65% of the total voting shares attending the Meeting:
- Types and amounts of shares offered for transfer or new issuance;
 - Additions or changes of business lines;
 - Organizational and management restructure;
 - Amendments to Vingroup Charter;
 - Project investments or spinoffs worth 35% or more of total assets recorded in the latest financial statements of Vingroup;
 - Reorganization or dissolution of Vingroup.

Article 9: Ballots

- 9.1 Ballots are provided for all shareholders and proxies attending the Meeting and shall contain the shareholder's code, number of voting shares and the matters that require voting at the Meeting. Ballots must include Vingroup's stamp in order to be considered valid;
- 9.2 The voting power of each ballot corresponds to the number of voting shares held by the shareholder or proxy attending the Meeting over the total number of voting shares represented by shareholders and proxies at the Meeting;
- 9.3 The information specified in Article 9.1 can be encoded on the ballot for the purpose of vote counting via computer software.

Article 10: Voting procedures for adopting decisions at the Meeting

Voting on matters at the Meeting, depending on specific cases, shall be conducted in the following manner:

- 10.1. Casting ballots:

- a. Matters on the ballots shall be voted by shareholders and proxies by choosing 'yes', 'no' or 'abstain' for each matter.
- b. Shareholders shall cast their votes according to the following rules:
 - + The casting of votes will begin as signalled by the Chairperson of the Meeting or the Head of the Vote Counting Committee and end when the final shareholder casts his or her vote in the voting box or 30 minutes after the start of the vote casting, whichever comes first. After the voting is completed, the voting box will be sealed;
 - + Votes shall be counted immediately after the voting box is sealed.
- c. The following ballots will be considered invalid and will not be counted:
 - + Ballots that do not bear Vingroup's stamp and do not comply with the form issued by the Organizing Committee;
 - + Ballots that are torn, erased, scratched or revised;
 - + Ballots containing additional information and symbols which lead to the inability to determine the shareholder's choice;
 - + Ballots with two or more votes on the same matter.

Voting for each matter on the ballot is independent from one another and the validity of one vote shall not affect another.

- d. Should a shareholder make a mistake on the ballot, provided that the ballot has not yet been put into the voting box and before the voting deadline, the shareholder may contact the Head of the Vote Counting Committee directly and have the ballot replaced to ensure the shareholder's entitlements.
- 10.2. Voting for members of the Supervisory Board and the BoD will be conducted in accordance with the relevant regulations adopted in the Meeting.

10.3. Direct voting:

Direct voting will apply to cases that do not require voting methods stipulated in Articles 10.1 and 10.2.

Shareholders and proxies attending the Meeting shall vote directly on matters by raising their ballots or other methods as approved by the Chairperson. The Vote Counting Committee will record the approvals, non-approvals, and abstention and announce the results to the Meeting.

Article 11: Regulations on vote counting

- 11.1 The Vote Counting Committee shall count the ballots cast as follows:
- a. The Committee shall work in a room or an area separate from the Meeting;
 - b. The Committee may use electronic equipment to assist the vote counting process;
 - c. The Committee must check the validity of the ballots;
 - d. The Committee must check each ballot and record the vote counting results;
 - e. The Committee must count and exclude the shares that are not eligible for voting (if any, for each matter put up for vote);
 - f. The Committee will seal all voting cards and hand them over to the Chairperson.
- 11.2 Establishing and disclosing the minutes of the vote counting:

- a. Upon vote counting, the votes counting committee shall establish the minutes of the vote counting results;
- b. Content of the minutes must include:
 - + The time and location of the vote counting;
 - + The names of the Vote Counting Committee members;
 - + The total number of shareholders with voting rights attending the Meeting;
 - + The total number of shareholders with voting rights that cast votes;
 - + The number and proportion of valid and invalid ballots;
 - + The number and proportion of votes for each matter;
 - + The final results of the vote count and the signatures of all the Vote Counting Committee members.

Article 12: Expressing opinions at the Meeting

Shareholders or proxies attending the Meeting may offer their opinions by raising their ballots or obtaining permission from the Chairperson. Based on the agenda, the Chairperson shall allot and arrange time for shareholders to express their opinions, the priority of which shall be given to shareholders who register and opinions that are related to the agenda. Comments should be brief and relevant to the topic under discussion. Shareholders should not repeat what has already been expressed by other shareholders and only comments applicable to the agenda will be recorded in the minutes of the Meeting.

Article 13: Minutes of the Meeting

- 13.1 The contents of the Meeting shall be documented in the minutes. The Meeting's Chairperson and Secretary are jointly liable for the truth, accuracy and content of the minutes.
- 13.2 The minutes of the Meeting shall be disclosed and adopted by the Meeting before it closes.
- 13.3 The minutes of the Meeting, shareholders' verification report, vote counting minutes, and other materials recording the progress and results of the Meeting must be archived at Vingroup's headquarters.
- 13.4 The minutes of the GMS will be published on Vingroup's website within 24 hours of the GMS.
- 13.5 The minutes of the Meeting will form the basis of the Meeting's resolutions.

Article 14: General Meeting of Shareholders' Resolutions

- 14.1. Based on the results of the Meeting, the Chairperson shall issue resolutions on matters adopted at the GMS.
- 14.2. Shareholders or group of shareholders have the right to request the Court or Arbitrator to review and/or cancel the GMS' resolutions, or a part thereof, in accordance with provisions in Article 147 of the Enterprise Law.

Article 15: Effectiveness of these Regulations

- 15.1 These regulations, consisting of three Chapters and fifteen Articles, shall take effect immediately upon being approved by the GMS.
- 15.2 Any amendments or supplements to these regulations must be proposed by the BoD and subsequently voted on and approved by the GMS.

**ON BEHALF OF
THE GENERAL MEETING OF SHAREHOLDERS**

(signed)

**PHAM NHAT VUONG
CHAIRMAN**

ANNEX 3
(Attached to the 2018 AGM Meeting Minutes)

**SUMMARY OF DISCUSSION AT THE 2018 ANNUAL GENERAL MEETING OF
SHAREHOLDERS OF VINGROUP JOINT STOCK COMPANY**

The AGM's secretaries summarized questions for the Presiding Committee and the answers to those questions by the Chairman, on behalf of the Presiding Committee, as follows:

1. What are Vingroup's strategies for VinFast cars to be competitive and to participate in international markets?

Vingroup's first priority is the domestic market. The domestic market is currently very competitive, however, VinFast has a good chance of success thanks to the following factors:

- VinFast will compete on product quality and services.
- VinFast will invest to have a high level of automation, using industrial robots. For example, the welding workshop alone has about 1,200 robots, ensuring almost absolute accuracy, creating quality cars minimizing noise.
- After-sales services, customer care, and promotion will be of high priority in order to have the best quality.
- Regarding sales policy: in addition to the standard sales policy employed by other companies, VinFast will take advantage of the Group's ecosystem. We are researching into combo sales packages that combine the different products and services within the Group (for example, selling house offering promotion on our cars, or vice versa...). Our sales policies therefore will be diversified and differentiated from existing norms in the market and will focus on practicality. In the long run, VinFast plans to export its products overseas. Automobile production will become one of the main business pillars of Vingroup.

2. Information on construction of the metro line.

This project is currently under review and consideration.

3. Please explain the rationale for the 3-year savings deposit of approximately VND 1,800 billion when business activities require funding.

The Group always maintains a cash reserve in order to ensure financial stability. Long-term savings deposits will enjoy the best interest rate. However, given this is a flexible savings deposit, we can withdraw the principal to provide funding for our business when necessary without penalty on interests.

4. Vingroup's projects are often given foreign names making difficult to remember. Vingroup should consider Vietnamese names after the locality of the projects.

The projects must be named to attract potential buyers. Additionally, naming our projects with foreign names is part of Vingroup's strategy of building the Group's projects into highly international, cosmopolitan urban areas with a modern lifestyle, to become the choice of not only the Vietnamese people, but also many foreigners.

5. Vision and implementation for VinID and VinCity in the next 3-5 years.

For VinID, Vingroup will continue to actively implement a holistic ecosystem model with four main functions as follows: (i) a customer care and research center, (ii) a marketing, promotion and sales support channel for the Group, (iii) a payment service such as mobile wallet, credit card, etc., (iv) selling/providing products/services to serve the demand of customers.

As for VinCity, this is one of the two key real estate brands of Vinhomes Joint Stock Company. Besides Vinhomes, VinCity will be the brand for mixed-use urban areas with fully integrated facilities, ranging from hundreds to thousands of hectares, about 30-35km from the city center of Hanoi, Ho Chi Minh City or centers of provinces/cities. Vingroup is studying similar models of satellite cities in developing Asian countries. Thanks to the facilities and benefits of this type of projects, we are optimistic about future sales from VinCity projects.

6. Please elaborate on the plan and prospect of the project at 148 Giang Vo, Hanoi.

Vingroup is actively going through the process of planning, design, and other procedures. However it should be made clear that this is not a BT as mistakenly believed by some, but rather an approved project in conjunction with the equitization of the Vietnam Exhibition Fair Center (VEFAC) in order to mobilize funding from the private sector for development of the new National Exhibition and Fair center, which shall be invested and operated by the investor. The new center's main mission is to serve the needs of the nation. Vingroup will report to the shareholders the status of the project at an appropriate time. With this project, profitability is not the first criteria for Vingroup, but rather we view the project as a contribution to the society.

7. Please clarify the type of preferred shares mentioned in the report of the Board of Directors regarding issuance of preferred shares.

Vingroup is currently in discussion with a number of major foreign corporations as potential strategic partners. In addition to incremental funding for the business, the Group is looking for partners who can share technology, experience and enhance the Group's reputation and image internationally, thus certain

incentives may be necessary to appeal to such investors. The Proposal of the Board of Directors regarding this matter seeks the AGM's approval, procedure-wise. If and when the Group officially issues preferred shares, such issuance will be conducted in a clear and transparent manner.

8. Given the Group expands too fast, what are the long-term risks? The Group is transitioning from real-estate dependent – one with cyclicity – to other sectors with more stable revenue. What is the progress of such transition and when do you expect such transition to be completed?

The long-term risks are already identified in the reports of international financial institutions. The key is risk management:

- Financially, the Group maintains a stable operating budget
- Human resources and talent development serves as the core of our system. Vingroup has developed a solid internal talent development strategy and provides our employees with ample training opportunities to experience best-in-class service quality both domestically and internationally.
- Governance – Vingroup aims to restructure into a holding company model, with each subsidiary operating as an independent profit-and-loss center. The Head office will outline strategies, supervise and provide supporting services to the subsidiaries.
- In terms of the Group's revenue composition, real estate will continue to play a key role within the Group, and contribute towards the development of a modern urban living. Internationally, any developed country must, in the early stage of development, invest in real estate. Vingroup has built a premium brand trusted by the market. In the near future, Vingroup will increase the scale and growth across all of our sectors, however real estate will remain the core. Sales and profits of the real estate segment in particular and those of the Group in general will continue to increase, but the proportion of revenue from real estate will decrease significantly.
- Other sectors are also expected to enjoy remarkable growth, such as retail (VinMart and VinMart+), Hospitality (Vinpearl).

9. Given the retail and hospitality segments still incur losses, what's the Group's plan and when will these segments start making profit?

As with any other business, hospitality and especially retail are in their initial stage of development (increasing scale and coverage), thus understandably are incurring losses. However given their great potential, Vingroup will continue to expand these two segments. In the coming years, hotels and convenience stores/supermarkets which have operated for some time will start making profit, offsetting potential losses by newly opened hotels and convenience stores/supermarkets. We expect these two segments to break even and start making profits in 2020.

10. Vingroup already has a complete ecosystem, but has yet to offer payment and banking products.

What's the long-term plan of the Group regarding such products?

Vingroup will offer those products via VinID as mentioned above. The Group will implement this strategy as quickly as possible but prudently as this depends on many factors such as procedures, technology, human resources, etc. The key is to ensure quality of service.

ANNEX 4
(Attached to the 2018 AGM Meeting Minutes)

VINGROUP JOINT STOCK COMPANY



No.: 01/2018/BC-HĐQT-VINGROUP

THE SOCIALIST REPUBLIC OF VIETNAM

Independence – Freedom – Happiness



Hanoi, 31 May 2018

REPORT OF THE BOARD OF DIRECTORS
AT THE 2018 ANNUAL GENERAL MEETING OF SHAREHOLDERS

Respectfully submitted to: THE ANNUAL GENERAL MEETING OF SHAREHOLDERS

1. Business performance of Vingroup Joint Stock Company (“Vingroup” or the “Group”) in 2017

2017 marked an important milestone for Vingroup with breakthroughs in existing businesses and entrance into a new business area.

With regards to business results, the Board of Directors (the “**BoD**”) believes that the Group and Management made great efforts in achieving excellent growths. 2017 revenue was approximately VND 89.4 trillion; profit after tax was approximately VND 5.7 trillion, representing 55% and 27% growth compared to 2016, respectively.

In operations, 2017 marked the Group’s entrance into several new business areas, including the Group’s seventh core business segment – Industrials – with the VinFast brand for e-scooters and cars.

In 2017, Vingroup initiated the strategy of improving the quality of products and services as the Group aims to attain international five-star standards across all businesses.

With substantial growth in both scope and quality, Vingroup has become the largest private company in Vietnam and the enterprise with the record-high market capitalization of nearly USD 14.7 billion as at end of 24 April 2018.

Vingroup has achieved the following results in its core business areas:

Real estate segment: handed over nearly 14,000 apartments, villas, shophouses, and beach villas; managed 12 projects in five cities and provinces. Vinhomes delivers a modern and high-living-standard environment in line with its slogan of “where happiness lives”.

Investment property segment: successfully listed more than 1.9 billion shares of Vincom Retail (ticker VRE) on the stock market. Vincom Retail opened 15 new malls, bringing the total number of malls across the country to 46. At the same time, Vincom Retail actively implemented the strategy of enhancing shoppers’ retail experience by attracting well-known retail brands such as Zara, H&M, and Pull & Bear to Vincom Retail malls.

Hospitality and Entertainment segment: Vinpearl launched eight new hotels and resorts, one golf course, increasing its total capacity to more than 10,000 rooms. Vinpearl Land facilities also attracted more than 4.3 million customer visits with 42% revenue increase compared to 2016. 2017 marked the Group’s efforts to improve the quality and services at Vinpearl to attain international five-star standards.

Consumer retail segment: thanks to the improvement in service quality, enhanced branding, and shopping experience, VinMart, VinMart+, VinPro and Adayroi achieved 41% growth in revenue during the year, serving more than 80 million customers. VinMart and VinMart+ brands ranked second in the Most popular retailers in Vietnam.

Healthcare segment: in 2017, Vinmec increased the scale of its operations to six hospitals with breakthroughs in treatments for cancer, cerebral palsy, autism, cardiovascular surgery, organ transplant, and robotic surgery.

Education segment: Vinschool introduced initiatives to improve the education quality through innovative and progressive curriculum as well as attracting highly qualified teachers. With nearly 19,000 students across 17 campuses nationwide, Vinschool has become the largest private education system in Vietnam.

Agriculture segment: VinEco successfully adopted technological advances in farming, increased automation and experimented new produce across its farms. VinEco's collaboration with 1,000 cooperatives and farming households brought about concrete results, helping to promote a new approach towards clean and responsible farming practices in the country.

Culture – Sports: promoted by Vingroup in 2017 with the launch of VinTata animation studio, Vincom Center for Contemporary Art – VCCA, etc. in order to promote cultural and spiritual values in the community. In particular, the relocation of the headquarter and training center of Vingroup's Promotion Fund for Vietnamese Football Talent (PVF) from Ho Chi Minh City to Hung Yen formed the basis to improving the quality of football training for young talents in accordance with international standards.

The year 2017 also marked a breakthrough by Vingroup with the entrance into a new business segment – **Industrials**, with the launch of the VinFast e-scooters and cars Project. Characterized by the fast execution, steady progress and cooperation with reputable and leading international automotive partners, VinFast is on track to realizing the dream of made-in-Vietnam cars with international standards.

The Group's transformation and effective operating model continue to win the trust of customers, and recognition from professionals, evidenced through a series of prestigious domestic and international awards.

Four of the Group's brands – Vinhomes, Vincom Retail, VinCommerce and Vinpearl – were recognized among the 50 most valuable brands in Vietnam in 2017 by Brand Finance Magazine. Vinhomes was the only real estate brand among Vietnam's top ten most valuable brands consecutively in 2016 and 2017. As for Vincom Retail, FinanceAsia and IFR Asia magazines recognized the Vincom Retail listing and share offering as the Best Private Equity Deal and the Best Frontier Market Transaction regional awards. In 2017, the Vietnam Report honored VinMart and VinMart+ amongst the Top Two Most Popular Retailers and the Fourth of Top 10 Most Respected Retailer in the country according to Vietnam Report.

Internationally, Vingroup was honored by Euromoney with four prestigious country real estate awards: Best Real Estate Developer, Best Mixed-Use Developer, Best Retail Developer, and Best Hospitality Developer. In 2017, Vinhomes was honored by the International Property Awards (IPA) and won the first place (regional) in The Best High Rise Building category.

Such accomplishments could not have been achieved without the concerted efforts by Management and Vingroup's employees. In 2017, the Board implemented several measures to create a lean and more effective organizational structure. Management expanded Vingroup's network and introduced a set of quality-controlling and incentive-based policies in the entire system. Vingroup is constantly striving to renovate itself towards a superior management structure in line with international practices and one which enables Vingroup to effectively monitor the business performance of the Group's subsidiaries (the "P&Ls").

For further information, please refer to the Report of Management and Report on Project Development.

2. Activities of the Board of Directors

2.1 General activities

In 2017, the Board successfully delegated and authored the Chairperson of the Board and the Legal Representative to manage those tasks of administrative, incidental and recurring nature, and focused on formulating policies, guidelines and the long-term development plan of Vingroup.

In 2017, the Board issued resolutions approving important policies that impact the Group's operations and prospects. The resolutions can be summarized as follows:

- Reorganizing the corporate management and operational structure, establishing new P&Ls, making executive appointments at the Group and P&L levels, appointing authorized representative to manage capital contribution at P&L;
- Fund raising, issuance of corporate bonds, pledging of assets.

2.2 The Board's supervisory activities

In compliance with provisions in the Group charter, internal regulations and prevailing law, the BoD has completed the following governance and supervisory activities:

- Supervised the Group's project development and capital-raising exercises to finance project development;
- Successfully organized the Annual General Meeting of Shareholders on 26 April 2017;
- Closely supervised the preparation of the 2017 annual and quarter financial reports and 2017 annual report to ensure compliance with applicable regulations;
- Supervised the implementation of resolutions passed by the General Meeting of Shareholders and the Board;
- Supervised Management's activities in order to improve operational performance and meet business targets;
- Supervised disclosure of information to ensure the transparency and timeliness in accordance with regulations.

3. 2018 plan for the Board

The Group's mission in 2018 is to continue to upgrade the breadth and quality of its operations to achieve international standards.

In terms of scale, Vingroup businesses, in particular Vincom Retail malls, VinMart and VinMart+ retail networks, will expand their presence throughout Vietnam. The Group continues to make heavy investment in its new business areas with the aim of expanding its comprehensive ecosystem of products and services, meeting the needs of the Vietnamese customers. VinFast will launch its first e-scooters and introduce two prototype car models in 2018.

In terms of product and service quality, Vingroup and its subsidiaries will further upgrade all operations to five-star international standards. Vinpearl will strive to bring the quality of its facilities and staff service to the level of perfection. Vinmec's mission is to become a healthcare system that attracts international-standard doctors and employs advanced medical technologies and equipment. Vinschool and VinUni aim to educate the next generation of Vietnamese elites. VinFast will become an international-standard brand of cars and e-scooters.

In terms of Corporate governance: Vingroup will continue to implement the governance revolution that was initiated in 2017, building on the Five Transformational Principles. The objectives of the Principles are to promote internal talent development to attain the highest level of effectiveness, with the ultimate goal of Vingroup not only maintaining the leading private conglomerate in Vietnam but also leaving our mark as a major regional enterprise.

Respectfully submitted to the AGM.

Thank you.

To:

- As stated above;
- Vingroup archives.

**ON BEHALF OF
THE BOARD OF DIRECTORS**

(signed)

**PHAM NHAT VUONG
CHAIRMAN**

ANNEX 5
(Attached to the 2018 AGM Meeting Minutes)

VINGROUP JOINT STOCK COMPANY



No.: 02/2018/BC-TGD-VINGROUP

THE SOCIALIST REPUBLIC OF VIETNAM

Independence – Freedom – Happiness



Hanoi, 31 May 2018

REPORT OF MANAGEMENT
ON 2017 BUSINESS PERFORMANCE AND 2018 BUSINESS PLAN

Respectfully submitted to: THE ANNUAL GENERAL MEETING OF SHAREHOLDERS

In 2017, Vietnam’s GDP growth was 6.81%, exceeding the target of 6.7% set by the Government and the growth rate in 2016. The macroeconomic fundamentals are stable, with inflation remaining at a low level. Against such favorable economic backdrop, striving towards the goal of market leadership and sustainable development, Vingroup Joint Stock Company (“**Vingroup**” or the “**Group**”) has been recognized as the largest private company in Vietnam. The Group enjoyed a successful year with numerous breakthroughs and achievements, and recorded encouraging business results in 2017 as evidenced by the following figures:

I. 2017 business results of Vingroup (in accordance with the VAS consolidated financial statements)

1. Net revenue:

In 2017, Vingroup recorded net revenue of approximately VND 89.4 trillion, an increase of 55% compared to 2016. Among the core businesses of the Group in 2017, the most impressive revenue growth comes from the Sale of Property, which enjoyed a growth rate of 68% year-on-year and recorded a net revenue of approximately VND 62.5 trillion. Other segments also recorded impressive net revenues: Retail Leasing at VND 4.4 trillion, an increase of 33%; Hospitality and Entertainment at VND 5.5 trillion, an increase of 28%; Retail at VND 13.1 trillion, an increase of 41%; Healthcare at VND 1.9 trillion, an increase of 70%, and Education at VND 1.0 trillion, an increase of 42%.

2. Profit after tax: Profit after tax in 2017 reached VND 5.7 trillion.

3. Tax obligations:

- Vingroup's total taxes payable for 2017 amounted to VND 9.4 trillion, of which VND 3.9 trillion was corporate income tax (CIT), VND 4.3 trillion was value-added tax (VAT), and VND 1.2 trillion was other taxes.
- Vingroup paid a total of VND 9.5 trillion to the State Budget in 2017, of which VND 3.9 trillion was corporate income tax (CIT), VND 4.5 trillion was value-added tax (VAT), and VND 1.2 trillion was other taxes.

4. Profit attributable to shareholders:

As audited by Ernst & Young Vietnam Ltd., the total profit after-tax that shareholders of the parent company earned in 2017 was VND 4.5 trillion, resulting in an earnings per share of VND 1,816.

II. 2018 business plan

In 2018, Vingroup aims towards breakthroughs across all business segments: Property, Hospitality and Entertainment, Consumer Retail, Healthcare, Education, and Agriculture, at the same time focusing investment on the Industrials segment with the VinFast automobiles brand. Furthermore, Vingroup will

continue renovate, focusing on the enhancement of the quality of its products and services, improvement of corporate governance and management, and maximizing efficiency across all business lines.

With that in mind, the Management of Vingroup would like to submit to the AGM our targets for 2018 as follows:

- Net revenue from operations: approximately VND 120 trillion;
- Profit after tax: approximately VND 8.5 trillion.

Thank you.

To:

- *As stated above;*
- *Vingroup archives.*

VINGROUP JOINT STOCK COMPANY

(signed)

**NGUYEN VIET QUANG
GENERAL DIRECTOR**

ANNEX 6
(Attached to the 2018 AGM Meeting Minutes)

VINGROUP JOINT STOCK COMPANY

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No.: 03/2018/BC-BKS-VINGROUP

THE SOCIALIST REPUBLIC OF VIETNAM

Independence – Freedom – Happiness

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Hanoi, 31 May 2018

**REPORT OF THE SUPERVISORY BOARD
ON BUSINESS RESULTS OF VINGROUP AND ACTIVITIES OF THE BOARD OF DIRECTORS
AND MANAGEMENT IN 2017**

Respectfully submitted to: THE ANNUAL GENERAL MEETING OF SHAREHOLDERS

2017 was a particularly successful year for the economy with impressive growth rate of 6.81%, exceeding the 6.7% target set by the National Assembly, making it the highest growth rate in last 10 years. The country has also made a series of solid developments: record level of FDI, exports and imports exceeded USD 400 billion, inflation was controlled at a low level, and Vietnam has improved its standing by five places in the competitiveness index compared to 2016.

Against this backdrop, Vingroup Joint Stock Company (“**Vingroup**” or the “**Group**”) has gathered strong momentum and continued to achieve many successes in all of our key segments. The Group maintains its position as a leading private company in Vietnam, contributing to the socio-economic development and urbanization of the country, and providing high quality, safe products and services to consumers and customers nationwide. In 2017, the Supervisory Board has coordinated closely with the Board of Directors (the “**BoD**”) and Management to supervise the issuance and implementation of the resolutions of the General Meeting of Shareholders (the “**GMS**”) and the Board, review and coordinate with the Internal Audit Division of the Group and member companies to ensure proper compliance with legal provisions and internal code of management.

Within the scope of responsibilities, functions and authority as prescribed under the Charter of the Group and in accordance with the Enterprise Law and other regulations applicable to listed companies, in 2017, the Supervisory Board supervised and ensured compliance with the relevant laws and Vingroup’s Charter in relation to financial management and accounting practices, investment and development activities, management of real estate and manufacturing projects, and launching of new businesses. The Supervisory Board also conducted periodical inspection over the financial statements of the Group and its subsidiaries.

On behalf of the Supervisory Board, I would like to report to the Annual General Meeting of Shareholders (the “**AGM**”) as follows:

1. Vingroup’s financial condition:

The Supervisory Board agrees with the contents of both the 2017 consolidated and separate financial statements as prepared by Management and audited by Ernst & Young Vietnam Ltd. These financial statements accurately reflect Vingroup’s financial position as at 31 December 2017 as well as its business performance and cash flows for the fiscal period from 01 January 2017 to 31 December 2017.

Key financial indicators from Vingroup's 2017 consolidated financial statements are as follows:

a. Consolidated business performance:

- Net revenue : VND 89.4 trillion
- Total profit before tax : VND 9.1 trillion
- Net profit after tax : VND 5.7 trillion

b. Consolidated assets:

- Current assets : VND 100.2 trillion
- Non-current assets : VND 113.5 trillion
- Total assets : VND 213.8 trillion

c. Owners' equity: VND 52.6 trillion

Summary:

In 2017, Vingroup achieved a net revenue of VND 89.4 trillion, an increase of 55% compared to 2016. Net profit after tax reached VND 5.7 trillion, an increase of 27% compared to 2016.

2. Assessment of legal compliance and implementation of the resolutions of the General Meeting of Shareholders and the Board of Directors

In 2017, as Vingroup maintained rapid development and expansion of businesses, the Group complied with all applicable laws. Within the scope of our responsibilities and authority, the Supervisory Board hereby concludes that Vingroup conducted its business in a sustainable manner and in compliance with the relevant laws and regulations, and that the implementation of the resolutions by the GMS and the BoD has been thoroughly and properly carried out. The Supervisory Board also concludes that Management of the Group and management of the subsidiaries and the relevant departments have performed their duties, without the incurrance of any serious violations that could potentially damage the Group's reputation or pose a threat to its business operations.

3. Supervision and inspection of the implementation of internal regulations on corporate governance and related parties transactions

Vingroup is engaged in various sectors including property, hospitality and entertainment, consumer retail, healthcare, education, agriculture, and industrials spanning across the country. In 2017, the rapid development and expansion in all of Vingroup's businesses led to a significant increase in the Group's workload and number of transactions. The Supervisory Board concludes that Management has put in a lot of effort to conduct the Group's business, maintained good corporate governance, and successfully minimized risks and ensured compliance.

In 2017, the members of the Supervisory Board have satisfactorily discharged their supervision duties, and provided timely recommendations to Management and the BoD in order to overcome shortcomings and prevent potential risks.

Entering 2018, the future workload and other market challenges will continue to present the BoD, Management and all of Vingroup's employees with great responsibilities, which calls for concerted efforts from every Vingroup member, as well as the support and trust of our Shareholders. The Supervisory Board will do our best in performing our responsibilities and expect to receive the continued support from Shareholders, the BoD and the close collaboration with Management and the relevant divisions within Vingroup.

On this occasion, on behalf of the Supervisory Board, I would like to send our best wishes to the Shareholders, the BoD and Management, and wish for another successful AGM.

Thank you.

To:

- *As stated above;*
- *Vingroup archives.*

**ON BEHALF OF
THE SUPERVISORY BOARD**

(signed)

**NGUYEN THE ANH
HEAD OF THE SUPERVISORY BOARD**

ANNEX 7
(Attached to the 2018 AGM Meeting Minutes)

VINGROUP JOINT STOCK COMPANY



No.: 05/2018/TT-HDQT-VINGROUP

THE SOCIALIST REPUBLIC OF VIETNAM

Independence – Freedom – Happiness



Hanoi, 31 May 2018

PROPOSAL OF THE BOARD OF DIRECTORS

Re: the Appropriation Plan for 2017 and Quarter I, 2018 undistributed earnings

To: THE ANNUAL GENERAL MEETING OF SHAREHOLDERS

As at 31 December 2017, Vingroup Joint Stock Company's ("**Vingroup**") undistributed earnings were **VND 2,865,304,928,042** as stated in the separate financial statements of Vingroup, audited by Ernst & Young Vietnam Limited.

As at 31 March 2018, Vingroup's undistributed earnings were **VND 5,653,189,097,657** as stated in the Quarter I, 2018 separate financial statement of Vingroup.

The Board of Directors (the "**BoD**") would like to submit to the Annual General Meeting of Shareholders (the "**AGM**") for approval of the Appropriation Plan for 2017 undistributed earnings as follows:

- I.** To transfer VND 5,000,000,000 (five billion dong) to the Reserve Fund, as specified in the Charter of the Company.
- II.** To distribute stock dividends to existing shareholders, details as follows:
 1. Eligibility: existing shareholders on Shareholder Register on the last date of registration to receive stock dividends.
 2. Form of distribution: Stock dividends shall be distributed to shareholders according to the determined ratio when they exercise their rights.
 3. Ratio: distributed at the ratio of 1,000:210 to eligible shareholders on the record date (each eligible shareholder who holds 1,000 shares shall be entitled to receive 210 shares as dividends), of which:
 - (i) To pay stock dividends from the undistributed earnings as at 31 December 2017 at the ratio of 1,000:100. The total amount of dividends to be distributed is VND 2,637,707,950,000 (in words: *two trillion, six hundred and thirty seven billion, seven hundred and seven million, nine hundred and fifty thousand dong*), equivalent to VND 1,000 per share.
 - (ii) To pay stock dividends from the undistributed earnings as of 31 March 2018 at the ratio of 1,000:110. The total amount of dividends to be distributed is VND 2,901,478,750,000 (in words: *two trillion, nine hundred and one billion, four hundred and seventy eight million, seven hundred and fifty thousand dong*), equivalent to VND 1,100 per share.
 4. The total number of shares including additional shares to be issued is approximately 3,191,626,624 shares, equivalent to a total par value of VND 31,916,266,240,000 (in words: *thirty one trillion, nine hundred and sixteen billion, two hundred and sixty six million, two hundred and forty thousand dong*).
 5. Type of distributed shares: Fully paid-up ordinary shares with par value of VND10,000/share.
 6. Treatment of fractional shares: The number of shares to be distributed will be rounded down to the nearest integer number; fractional shares (if any) will be cancelled.
For example: Nguyen Van A, who owns 789 VIC shares, will be eligible to receive $789 \times 210 / 1,000 = 165.69$, which would be rounded down to 165 VIC shares, the fractional shares will be cancelled.

The positive difference in value between Vingroup's undistributed earnings and the total par value of shares actually distributed to eligible shareholders will remain as undistributed earnings of Vingroup.

7. Source of Capital: Undistributed earnings as at 31 December 2017 and Quarter I, 2018.
As stated in the separate financial statements audited by Ernst & Young Viet Nam Limited, the undistributed earnings of Vingroup as at 31 December 2017 is VND **2,865,304,928,042** and the undistributed earnings for Quarter I, 2018 is approximately VND **5,653,189,097,657**.
8. Expected timing of distribution: Quarter II, 2018
9. Structure of charter capital after the issuance
 - Total number of outstanding shares: 2,637,707,954 shares
 - Total number of shares to be issued: 553,918,670 shares
 - Type of share: ordinary share
 - Par value: VND10,000/share
 - Expected total number of shares including the additional shares to be issued: 3,191,626,624 shares
 - The charter capital after the issuance (at par value) is expected to increase to VND 31,916,266,240,000 (in words: *thirty one trillion, nine hundred and sixteen billion, two hundred and sixty six million, two hundred and forty thousand dong*).
 - Restrictions: the additional shares to be issued as stock dividends to eligible shareholders are not subject to any transfer restrictions.
10. The number of newly issued shares to eligible shareholders (based on the actual results of the distribution) will be registered with the Vietnam Securities Depository Center ("VSD") and listed on the Ho Chi Minh Stock Exchange ("HOSE").
The specific date for additional listing will be decided by the Chairperson of the BoD.

III. The remaining undistributed earnings will be added to the operating capital of Vingroup.

IV. Authorization to implement:

To ensure the efficient and expeditious implementation of the share issuance, the BoD would like to submit to the AGM for approval of authorizing the Chairperson of the BoD to perform necessary tasks, including but not limited to:

1. Complete all required procedures, consider and determine the details of the stock dividend distribution in compliance with statutory regulations and with Vingroup's Charter, in protection of the interests of the shareholders.
2. Determine the timing of the stock dividend distribution to eligible existing shareholders.
3. Complete all necessary procedures to increase the charter capital and amend the Charter in accordance with the distribution results.
4. Complete all necessary procedures for depositing and listing of the newly issued shares at VSD and HOSE, respectively.

Kindly submit for AGM consideration and approval.

Thank you./.

To:

- As stated above;
- Vingroup archives.

**ON BEHALF OF
THE BOARD OF DIRECTORS
(signed)**

**PHAM NHAT VUONG
CHAIRMAN**

ANNEX 8
(Attached to the 2018 AGM Meeting Minutes)

VINGROUP JOINT STOCK COMPANY

THE SOCIALIST REPUBLIC OF VIETNAM

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Independence – Freedom – Happiness

No.: 06/2018/TT-HDQT-VINGROUP

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Hanoi, 31 May 2018

PROPOSAL OF THE BOARD OF DIRECTORS
Re: Change of business lines and the foreign ownership limit

Respectfully submitted to: THE ANNUAL GENERAL MEETING OF SHAREHOLDERS

In view of the business performance of Vingroup Joint Stock Company (“**Vingroup**” or the “**Group**”) and the level of investment by foreign investors, the Board of Directors (the “**BoD**”) submit to the Annual General Meeting of Shareholders (the “**AGM**”) for approval of the following:

1. Approve the withdrawal of business lines in the Group’s Charter which have provisions on foreign ownership limit (“**FOL**”) of less than 49% in accordance with Vietnam’s WTO commitments and/or related Vietnamese laws (collectively the “**FOL Restricted Business Lines**”); approve the maximum foreign ownership limit at the Group after withdrawing the FOL Restricted Business Lines is 49%;
2. Approve the amendments to the Group’s Charter due to the withdrawal of the FOL Restricted Business Lines;
3. Approve the Group to continue to freeze the foreign ownership limit as previously approved by the AGM but for the purpose(s) determined by the BoD according to the contents as delegated and authorized in section 4;
4. Delegate and authorize the BoD to:
 - a) Review and establish a list of the FOL Restricted Business Lines;
 - b) Determine the appropriate time and issue a decision on withdrawing the FOL Restricted Business Lines but not later than 12 months from the date of the AGM approval;
 - c) Amend the Group’s Charter according to the list of the FOL Restricted Business Lines established by the BoD;
 - d) Implement or direct the implementation of necessary procedures in order to file for changes in the business registration due to the withdrawal of the FOL Restricted Business Lines;
 - e) Determine the purpose(s) of freezing the foreign ownership limit in the Group as mentioned above, implement necessary procedures to obtain approval from the competent authorities (if any) for such adjustment;
 - f) Decide on the use of the remaining foreign ownership limit in the Group (which is being frozen as mentioned above) at times and circumstances deemed appropriate by the BoD; implement all procedures and decide on any other matters necessary in order to be able to use such limits in practice (including working with the competent authorities in Vietnam to unfreeze the limits, partially or in whole, once or several times); and
 - g) Decide on all matters and perform all other necessary procedures related to the withdrawal of the FOL Restricted Business Lines, the freezing of the foreign ownership limit in the Group and the use of the remaining foreign ownership limit.

The BoD may assign others to implement and decide on the issues as delegated or authorized above.
Respectfully submitted to the AGM for consideration and endorsement.

Thank you./.

To:

- *As stated above;*
- *Vingroup archives.*

**ON BEHALF OF
THE BOARD OF DIRECTORS**

(signed)

**PHAM NHAT VUONG
CHAIRMAN**

ANNEX 9
(Attached to the 2018 AGM Meeting Minutes)

VINGROUP JOINT STOCK COMPANY



No.: 07/2018/TT-HĐQT-VINGROUP

THE SOCIALIST REPUBLIC OF VIETNAM

Independence – Freedom – Happiness



Hanoi, 31 May 2018

PROPOSAL OF THE BOARD OF DIRECTORS

Re: Amendments and supplementations to the Charter of Vingroup

Respectfully submitted to: THE ANNUAL GENERAL MEETING OF SHAREHOLDERS

- Pursuant to the Law on Enterprises No. 68/2014/QH13 issued by the National Assembly on 26 November 2014 (“**Enterprise Law**”) and relevant guiding documents;
- Pursuant to the Law on Securities No. 70/2006/QH11 issued by the National Assembly on 29 June 2006 and Law No. 62/2010/QH12 amending and supplementing a number of articles of the Law on Securities issued by the National Assembly on 24 November 2010 (“**Securities Law**”) and relevant guiding documents;
- Pursuant to Decree No. 71/2017/ND-CP dated 06 June 2017 of the Government providing guidance on corporate governance applicable to public companies (hereinafter referred to as “**Decree 71**”);
- Pursuant to Circular No. 95/2017/TT-BTC dated 22 September 2017 of the Ministry of Finance guiding a number of articles of Decree No. 71 (hereinafter referred to as “**Circular 95**”);
- Pursuant to the Charter of Vingroup Joint Stock Company (hereinafter referred to as “**Vingroup**” or the “**Group**”);
- Considering that Vingroup converted of all the international bonds listed on the Singapore Stock Exchange in 2012 with a total value of USD 300 million (“**Bond**”) into the ordinary shares of Vingroup;

The Board of Directors (the “**BoD**”) has reviewed and proposed certain amendments and supplements to a number of Articles of the Charter of Vingroup (the “**Charter**”), the summary of which is as follows:

1. Deleting the provisions relating to the listing of the Bond on the Singapore Stock Exchange as Vingroup converted all of the Bonds into its ordinary shares.
2. Supplementing and updating the business lines of the Group according to the proposal of the BoD to conform with Vietnam’s WTO commitments on the foreign ownership limit of at least 49%.
3. Amending and supplementing the provision on preferred shares to comply with the Enterprise Law and Vingroup’s plan to issue Preferred Shares in future (if any).
4. Amending the provision on the authorities to approve the contracts, transactions between the Group and the parties listed in Article 162.1 of the Enterprise Law.

5. Supplementing a number of definitions, amending certain wordings, terms, abbreviations and references in the Charter (but shall not affect the meaning of articles and clauses of the Charter), abolishing articles and clauses not consistent with the Enterprise Law, the Securities Law, Decree 71 and Circular 95. The General Director, the legal representative of Vingroup, is authorized to conduct the review, amendments and supplements to the Charter of Vingroup.

The key amendments and supplements to the Charter of Vingroup are provided in the Annex attached to this Proposal.

The BoD would like to submit to the Shareholders for consideration and approval of the revised Charter incorporating the amendments and supplements. The revised Charter shall take effect from the date of signing and shall replace the Charter of 28 February 2017 and its amendments and supplements.

The General Director, the legal representative of Vingroup, is authorized to review, complete, sign and issue the revised Charter. The revised Charter will be posted on the website of Vingroup at the link: <http://www.vingroup.net>, under the Shareholder Relations Section.

Thank you.

**ON BEHALF OF
THE BOARD OF DIRECTORS**

To:

- *As stated above;*
- *Vingroup archives.*

(signed)

**PHAM NHAT VUONG
CHAIRMAN**

ANNEX
AMENDMENTS, SUPPLEMENTATIONS TO THE CHARTER

No.	Relevant Article	Current content	New content	Reason for the amendment/ supplementation
1.	Article 4	<p>Business Lines Including 51 business lines.</p>	To update the business lines in accordance with the Proposal of the BoD regarding amendments to the business lines.	To conform with Vietnam's WTO commitments on the ownership ratio of foreign investors
2.	Article 11	<p>Preferred Shares</p> <p>11.1 Subject to the approval of the GSM and in accordance with provisions of the Enterprise Law, the Group shall have the power to issue Preferred Shares. The Preferred Shares shall comprise of the following classes:</p> <p>(a) Preferred Dividend Shares;</p> <p>(b) Preferred Redeemable Shares;</p> <p>(c) Other classes of Preferred Shares as provided in this Charter and the Law.</p> <p>11.2 The owners of Preferred Shares shall be called preferred Shareholders. The rights and obligations of Preferred Shareholders in respect of each class of Preferred Shares shall be determined by the GSM in compliance to the stipulations of the Enterprise Law.</p> <p>11.3 The Preferred Shares may be converted into Ordinary Shares subject to approval of the GSM.</p> <p>11.4 Unless agreed otherwise or decided otherwise by the GSM, any Preferred Shareholder wishing to convert the Preferred Shares into Ordinary Shares must provide written notice to the Group specifying the number of Preferred Shares he/she wishes to convert into Ordinary Shares. The Group will submit any such request to the GSM within seven (7) days of receipt thereof;</p>	<p>Preferred Shares</p> <p>11.1 In addition to the Ordinary shares, the Group shall have the power to issue Preferred Shares. The Preferred Shares shall comprise of the following classes:</p> <p>(a) Preferred Dividend Shares;</p> <p>(b) Preferred Redeemable Shares;</p> <p>(c) Other classes of Preferred Shares.</p> <p>11.2 The owners of Preferred Shares shall be called preferred Shareholders. Subject to the approval of the GSM, the Preferred Shares may be converted into Ordinary Shares.</p> <p>11.3 Unless agreed otherwise or decided otherwise by the GSM, any Preferred Shareholder wishing to convert the Preferred Shares into Ordinary Shares must</p>	In compliance with the 2014 Enterprise Law

	<p>11.5 Unless agreed otherwise or decided otherwise by the GSM, upon receipt of the resolution of the GSM approving such conversion, the Preferred Shareholder shall return the share certificates in respect of the Shares to be converted to the Group and the Group shall issue new share certificates for the Ordinary Shares resulting from such conversion and record such conversion in the Shareholder Register. Notwithstanding the date on which a certificate for such ordinary Shares is physically delivered to the person entitled thereto, the ownership of ordinary Shares shall be deemed to have begun on the date on which such conversion was recorded in the Shareholder Register.</p> <p>11.6 The Ordinary Shares arising from conversion of any preferred Share shall in all respects rank as one uniform class of shares with the Ordinary Shares issued and outstanding prior to such conversion.</p> <p>11.7 A preferred Shareholder shall have other rights defined in this Charter and the Enterprise Law.</p>	<p>provide written notice to the Group specifying the number of Preferred Shares he/she wishes to convert into Ordinary Shares. The Group will submit any such request to the GMS thereof;</p> <p>11.4 Within three (03) working days upon receipt of the resolution of the GMS approving such conversion, the Preferred Shareholder shall return the share certificates in respect of the Shares to be converted to the Group. After receiving the share certificates from the Preferred Shareholder, the Group shall issue new share certificates for the Ordinary Shares resulting from such conversion and record such conversion in the Shareholder Register. Notwithstanding the date on which a certificate for such ordinary Shares is physically delivered to the person entitled thereto, the ownership of ordinary Shares shall be deemed to have begun on the date on which such conversion was recorded in the Shareholder Register.</p> <p>11.5 The Ordinary Shares arising from conversion of any preferred Share shall in all respects rank in par with the Ordinary Shares issued and outstanding prior to such conversion.</p> <p>11.6 Shareholders holding the same classes of Shares will enjoy the same rights, obligations and</p>	
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			interest. The rights and obligations of Preferred Shareholders in respect of each class of Preferred Shares shall be determined in compliance with the stipulations of the Enterprise Law or the resolution of the GMS.	
3.	Article 35.4	<p>The contracts or transactions between the Group and the parties listed in Article 162.1 of the Law on Enterprises shall not be deemed invalid if:</p> <p>a. Being approved by the BOM, in respect of the contract or transaction having the value below 20% of the total assets value as recorded in the latest audited financial statements of the Group. In such case, the BOM member having related interest shall not be entitled to vote.</p> <p>b. Being approved by the GSM, in respect of the contract or transaction having the value greater or equal to 20% of the total assets value as recorded in the latest audited financial statements of the Group. In such case, the Shareholders having related interest shall not be entitled to vote. The contract or transaction shall be passed if approved by the Shareholders holding from 65% of the remaining voting shares.</p>	<p>The contracts or transactions between the Group with the parties listed in Article 162.1 of the Law on Enterprises shall not be deemed invalid if:</p> <p>a. Being approved by the BoD, in respect of the contract or transaction having the value below 35% of the total assets value as recorded in the latest audited financial statements of the Group. In such case, the BoD member having related interest shall not be entitled to vote.</p> <p>b. Being approved by the GMS, in respect of the contract or transaction having the value greater or equal to 35% of the total assets value as recorded in the latest audited financial statements of the Group. In such case, the Shareholders having related interest shall not be entitled to vote. The contract or transaction shall be passed if approved by the Shareholders holding from 65% of the remaining voting shares.</p>	To comply with the regulations of the 2014 Enterprise Law and Decree 71

ANNEX 10
(Attached to the 2018 AGM Meeting Minutes)

VINGROUP JOINT STOCK COMPANY

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No.: 08/2018/TT-ĐQT-VINGROUP

THE SOCIALIST REPUBLIC OF VIETNAM

Independence – Freedom – Happiness

-----☸ ☉ ☹-----

Hanoi, 31 May 2018

PROPOSAL OF THE BOARD OF DIRECTORS
*(Re: Issuance of Internal Regulations on Corporate Governance,
delegation and authorization to the Board of Directors)*

Respectfully submitted to: THE ANNUAL GENERAL MEETING OF SHAREHOLDERS

The Government has issued Decree No 71/2017/ND-CP dated 06 June 2017 providing the guidance on corporate governance applicable to public companies (“**Decree 71**”). Decree 71 took effect on 01 August 2017 and replaced the Circular 121/2012/TT-BTC dated 26 July 2012 issued by Ministry of Finance providing regulations on corporate governance applicable to public companies (“**Circular 121**”).

Regulations on corporate governance of Vingroup Joint Stock Company (the “**Group**”) is currently in compliance with Circular 121, thus some contents are no longer in accordance with current regulations. Pursuant to Article 7, Decree 71, the internal regulations on corporate governance prepared by the Board of Directors (“**BoD**”) and submitted to the General Meeting of Shareholders (“**GMS**”) for approval, the BoD respectfully submits to the GMS for consideration and approval of the following:

1. Approve the Internal Regulations on Corporate Governance of the Group (“**Regulations on Corporate Governance**”).

The Chairman of the BoD is responsible for the review, amendment, supplement and finalization of the Regulations on Corporate Governance as required by the competent authorities (if any) and / or when there are changes in relevant law and sign to issue the Regulations on Corporate Governance of the Group for implementation.

The Regulations on Corporate Governance shall take effect from the signing date and shall replace the Regulations on Corporate Governance attached to the Decision 76/2013/QĐ-ĐQT-VINGROUP dated 16 August 2013 issued by the BoD. The Regulations on Corporate Governance after issuance will be posted on the website of Vingroup at the link: <http://www.vingroup.net>, under the Shareholder Relations Section.

2. Approve the delegation and authorization to the BoD for consideration and making decision on providing financial support including providing financing and corporate guarantee by the Group to its subsidiaries to allow for flexible and proactive management, planning and implementation of long term development strategy for the Group

Thank you.

To:

- As stated above;

- Vingroup archives.

**ON BEHALF OF
THE BOARD OF DIRECTORS**

(signed)

**PHAM NHAT VUONG
CHAIRMAN**

ANNEX 11

(Attached to the 2018 AGM Meeting Minutes)

VINGROUP JOINT STOCK COMPANY

THE SOCIALIST REPUBLIC OF VIETNAM

Independence – Freedom – Happiness

No: 10/2018/TTr-HDQT-VINGROUP

Hanoi, 31 May 2018

PROPOSAL OF THE BOARD OF DIRECTORS

(Re: In-principle approval of preferred share issuance)

Respectfully submitted to: THE ANNUAL GENERAL MEETING OF SHAREHOLDERS

The Board of Directors (the “**BoD**”) of Vingroup Joint Stock Company (“**Vingroup**”) submits to the Annual General Meeting of Shareholders (the “**AGM**”) for in-principle approval of preferred share issuance (“**New Shares**”) of Vingroup with the following contents:

1. In-principle approval of issuance of New Shares:

Offering purpose	:	To supplement funding source for capital expenditure and working capital of Vingroup.
Name of shares	:	Shares of Vingroup Joint Stock Company.
Type of shares to be issued	:	Preferred shares.
Total number of shares to be issued	:	As per decision of the BoD under authorization below and on the basis of negotiation with investors.
Offer price	:	Based on to the negotiation result with investors.
Total maximum proceeds from issuance of New Shares	:	20,000,000,000,000 VND (<i>In words: Twenty trillion dong</i>).
Issuance method	:	Private placement.
Prospective investors	:	As per decision of the BoD under authorization below.
Time of issuance	:	In 2018.
Transfer restrictions	:	The entire New Shares will be subject to transfer restrictions within one (01) year from the completion date of the issuance of New Shares.
Use of proceeds	:	The proceeds raised from the issuance of New Shares will be used for supplementing funding for capital expenditure and working capital of Vingroup.

2. Implementation authorization:

2.1. Authorize the Chairman of the BoD to implement and decide the following:

- a) Decide the details and number of New Shares, the offer price on the basis of negotiation with investors;
- b) Determine the criteria for selecting investors, change, supplement, and amend the prospective investor universe (if necessary) based on the actual situation;
- c) Implement the issuance of New Shares according to the in-principle approval of AGM and in compliance with the laws;

- d) Approve the content of relevant filings and applications, supplementation, amendment, finalization of the details of the issuance of New Shares to increase charter capital (within the in-principle approval of the AGM) as requested by the State authorities and/or based on the actual situation;
 - e) Decide and direct the increase of charter capital of Vingroup after the completion of the issuance of New Shares based on the actual number of shares successfully issued to investors, register and manage the New Shares according to the law.
- 2.2. Authorize the General Director, the legal representative of Vingroup, to conduct the following tasks:
- a) Implement the necessary procedures for the above Resolution of the AGM, the BoD according to the regulations;
 - b) Implement registration procedures with competent authorities for increasing the charter capital of Vingroup equivalent to the number of New Shares successfully issued to investors/shareholders after the completion of the issuance;
 - c) Other relevant tasks.

Respectfully submitted to the AGM for consideration and endorsement.

Thank you./.

ON BEHALF OF THE BOARD OF DIRECTORS

To:

- *As stated above;*
- *Vingroup archives.*

(Signed)

**PHAM NHAT VUONG
CHAIRMAN**