

RESOLUTION
ANNUAL GENERAL MEETING 2020
AN TIEN INDUSTRIES JOINT STOCK COMPANY

GENERAL SHAREHOLDERS

- Pursuant to the Law on Enterprises No. 68/2014/QH13 approved by the National Assembly on 26 November 2014;
- Pursuant to the Charter of An Tien Industries Joint Stock Company;
- Pursuant to the Meeting Minutes Annual General Meeting of An Tien Industries Joint Stock Company No. 2003/2020/BB-ĐHĐ on 20th March 2020.

RESOLUTE

Article 1. To approve the Business results of the Company in 2019

The Meeting has voted to approve the Business results of the Company in 2019 with 100% of agreed votes, 0% of disagreed votes, 0% of neither agreed nor disagreed votes.

The detailed criterias as follow:

Unit: VND

No.	Criteria	2018 Actual	2019 Plan	2019 Actual	2019 Actual/2018 Actual	2019 Actual/2019 Plan
1	Net revenue	4,874	3,000	4,632	95.03%	154.40%
2	Consolidated net profit	45	70	54	120.00%	77.14%

Article 2. To approve the Business plan of the Company in 2020

The Meeting has voted to approve the Business plan of the Company in 2020 with 100% of agreed votes, 0% of disagreed votes, 0% of neither agreed nor disagreed votes.

The detailed criterias as follow:

No.	Criteria	2020 Plan
2	Consolidated revenue (Billion VND)	3,300

3	Consolidated net profit (Billion VND)	60
4	Expected dividend 2020	10-15%

Article 3. To approve the report on operation results 2019 and operation orientation 2020 according to report of the Board of Directors.

The Meeting has voted to approve the report on operation results 2019 and operation orientation 2020 according to report of the Board of Directors with 100% of agreed votes, 0% of disagreed votes, 0% of neither agreed nor disagreed votes.

Article 4. To approve the report on operation results 2019 and operation orientation 2020 according to report of Board of Management.

The Meeting has voted to approve the report on operation results 2019 and operation orientation 2020 according to report of the Board of Management with 100% of agreed votes, 0% of disagreed votes, 0% of neither agreed nor disagreed votes.

Article 5. To approve the Evaluation report of Financial Statements 2019, Operation results report and operation plan 2020, Self-assessment report of Board of Supervisors.

The Meeting has voted to approve the Evaluation report of Financial Statements 2019, Operation results report and operation plan 2020, Self-assessment report of Board of Supervisors with 100% of agreed votes, 0% of disagreed votes, 0% of neither agreed nor disagreed votes.

Article 6. To approve the Audited Separated and Consolidated Financial Statements 2019.

The Meeting has voted to approve the Audited Separated and Consolidated Financial Statements 2019 with 100% of agreed votes, 0% of disagreed votes, 0% of neither agreed nor disagreed votes.

Article 7. To approve the remuneration of Board of Directors and Board of Supervisors 2020

The Meeting has voted to approve the remuneration of Board of Directors and Board of Supervisors 2020 with 100% of agreed votes, 0% of disagreed votes, 0% of neither agreed nor disagreed votes.

The detailed remuneration as follow:

Criteria		2020 Proposal (VND)	2019 Actual (VND)
Remuneration for Board of Directors. In which:	Total	156.000.000	156.000.000
	Chairman of the Board	60.000.000	60.000.000
	Other BOD members	96.000.000	96.000.000
Remuneration for Board of Supervisors. In which:	Total	48.000.000	48.000.000
	Head of the Board	24.000.000	24.000.000
	Other Board members	24.000.000	24.000.000

Article 8. To approve the Proposal of Supervisory Board regarding the selection of Audit company to audit the financial statements 2020

The Meeting has voted to approve the Proposal of Supervisory Board regarding the selection of Audit company to audit the financial statements 2020 with 100% of agreed votes, 0% of disagreed votes, 0% of neither agreed nor disagreed votes.

Article 9. To approve the Company's after-tax profit distribution 2019

The Meeting has voted to approve the Company's after-tax profit distribution 2019 with 100% of agreed votes, 0% of disagreed votes, 0% of neither agreed nor disagreed votes. The details as follow:

Criteria	Total (VND)
Profit after tax of Parent company in accordance with Separate financial statements 2019	50,327,374,952
Profit after tax attributable to equity holders of Parent company in accordance with Consolidated financial statements 2019	46,133,277,723
Net profit before distribution	
Separated	101,204,587,508
<i>Accumulated net profit before distribution as of last period</i>	<i>50,877,212,556</i>
<i>Net profit before distribution this period</i>	<i>50,327,374,952</i>
Consolidated	113,780,479,140

<i>Accumulated net profit after tax before distribution as of last period</i>		<i>67,647,201,417</i>
<i>Net profit after tax before distribution this period</i>		<i>46,133,277,723</i>
Net profit will be distributed as follow		53,308,319,430
1	Welfare fund (10% net profit)	4,613,327,772
2	Investment and development fund (5% net profit)	2,306,663,886
3	Management fund (5% net profit after tax)	2,306,663,886
4	Social activity fund 2020 (5% net profit after tax)	2,306,663,886
5	15%-par-value stock dividend	41,775,000,000

() The undistributed net profit is the profit after tax of the Parent company on the audited consolidated financial statement 2019*

Dividend distribution: Stock dividend.

- Additional stock issuance: 4,177,500 shares.
- Type of share: Ordinary
- Par value: 10,000 VND/share.
- Subscribers: Existing shareholders.
- Issuance purpose: Stock dividend for existing shareholders distributed from net profit deducted required funds.
- Issuance resource: Net profit in accordance with consolidated financial statement 2019.
- Ratio: 100:15 (i.e: At the closing date of shareholder list, shareholders holding 100 shares will receive 15 additional new shares)
- Rounding method: The number of shares issued for each shareholder will be rounded down to the nearest unit. The residual shares arised from rounding down (if any), the General Shareholder Meeting authorizes the Board of Directors to distribute to other entities under appropriate conditions and methods with price VND 10,000/share. The amount receiving from selling residual shares will be paid to shareholders owning those fractional number of shares.

e.g: Shareholder A at the ex-dividend date owning 2,222 shares, so the stock dividend that Shareholder A will receive is $2,222 \times 15/100 = 333.3$ shares. According to rounding method, the number of Shareholder A receive is 333 shares.

Also,

- To amend the registered charter capital with additional capital after completing stock dividend issuance. I.e: Amend Clause 1, Article 6 “Charter capital, shares, founding shareholders”, updating new charter capital in accordance with the result of stock issuance.

- To register additional shares at Vietnam Securities Depository (VSD) and additionally list the entire newly issued shares at Ho Chi Minh Stock Exchange (HOSE) after completing the issuance plan.
- To authorize the Board of Directors to process the stock dividend plan at appropriate time; carry out the necessary procedures for issuance, dividend payment, additional registration, additional listing, charter amendment and Enterprise Registration Certificate amendment in accordance with requirement of the Law.

Article 10. To approve the plan for dividend payment in 2020

The Meeting has voted to approve the plan for dividend payment in 2020 with 100% of agreed votes, 0% of disagreed votes, 0% of neither agreed nor disagreed votes.

- Expected dividend for 2020: 10-15%/par value
- To authorize the BOD to decide the detailed plan for dividend payment 2020, decide the record date and payment date

Article 11. To approve the funds appropriated from the profits 2018 used for 2019 regarding to the proposal of BOD

The Meeting has voted to approve the funds appropriated from the profits 2018 used for 2019 with 100% of agreed votes, 0% of disagreed votes, 0% of neither agreed nor disagreed votes.

Unit: VND

FUND	PAID	Closing balance as of 31/12/2019
Investment and Development	-	8,736,443,044
Welfare	6,833,793,111	182,821,880
Total	6,833,793,111	8,919,264,924

Article 12. To approve the cancellation of the plan to issue shares under the Employee Stock Ownership Plan (ESOP) 2019

The Meeting has voted to approve the cancellation of the plan to issue shares under the Employee Stock Ownership Plan (ESOP) 2019 which has been approved at Annual General Meeting 2019 No. 190401/2019/NQ-ĐHĐ on 19/04/2019 with details as follow:

- Share: An Tien Industries Joint Stock Company share
- Ticker: HII
- Type of share: Ordinary
- Par value: 10,000 VND/Share

- Outstanding shares: 27,850,000 shares
- Expected number of issued shares: maximum 1,392,500 shares
- Expected value of issued shares (par value): 13,925,000,000 VND
- Ratio of issuance (Number of newly issued shares/Number of outstanding shares): 5%.

Article 13. To approve the amendment of business areas and extension the investment limitation for foreign investors

The Meeting has voted to approve the amendment of business areas and lifting foreign ownership limit with 100% of agreed votes, 0% of disagreed votes, 0% of neither agreed nor disagreed votes.

1. Approved to completely remove foreign ownership limit at the An Tien Joint Stock Company

2. Approved to amend the business areas:

- Approved to remove the registered business areas which are no longer suitable with the business activities of the company and the possessions of the foreign investors, including:
 - + Housing construction;
 - + Other civil engineering construction;
 - + Other supporting services for mining;
 - + Freight transportation;
 - + Printing services (Details: Printing and printing service for packaging advertisement);
 - + Transportation service within urban and suburban areas (except for bus);
 - + Waste treatment and disposal;
 - + Printing;
 - + Non-hazardous waste collecting;
 - + Supporting service for railway and road transportation;
 - + Mobile restaurant and catering services;
 - + Short-stay services. Details: Hotel services
- Approved the amendments of the Company's Charter relating to the adjustments of business lines. I.e: To amend the Clause 1, Article 4 'Business area of the Company', removing the business areas stated above.
- Assigned the BoD to process the business area registration removal as stated above.
- Assigned and authorized the BoD to assign personnel, deploy related procedure at Yen Bai Planning and Investment Department regarding to business line amendment.
- Assigned and authorized BoD to continue reviewing the removing the business areas which do not match the foreign ownership ratio (If any); to amend the Company's

Charter, i.e: amend Clause 1, Article 4 “Business area of the Company”; also, process the procedures of Enterprise registration certificate at Yen Bai Planning and Investment Department

3. Depending on the situation of stock market and business operation of the Company, the BoD is authorized to decide the specific foreign ownership percentage, effective date, amend the Company’s Charter, amend the Enterprise registration certificate as required by the authority accordingly.

4. Assigned the General Director to carry out the necessary procedures to amend the foreign ownership ratio at State Securities Commission (SSC), Vietnam Securities Depository (VSD) and Ho Chi Minh Stock Exchange (HOSE).

Article 14. To approve contracts, transactions with related parties occurring from January 1, 2020 to the date before Annual General Meeting 2021

The Meeting has voted to approve the contracts, transactions with related parties occurring from January 1, 2020 to the date before Annual General Meeting 2021 with 100% of agreed votes, 0% of disagreed votes, 0% of neither agreed nor disagreed votes.

1. Approved the contracts, transactions between An Tien Industries JSC and related Parties in accordance with the Law, including: Parent company, affiliates, and other related Parties occurring from January 1, 2020 to the date before AGM 2021 with transaction value exceed 35% of Company’s total assets recorded in latest financial statements, including below transactions:

- Contracts of purchasing supplies, raw materials and goods,....
- Contracts, loans, guarantees, pledges, mortgage to optimize the cashflow and financial activities of the Parties
- Other transactions according to the decision of BoD/CEO from time to time.

2. Authorized the Board of Directors to implement each of the above-mentioned contracts and transactions between An Tien Industries Joint Stock Company and its subsidiaries and affiliated companies and other related parties, ensuring compliance with the provisions of the law, internal regulations of An Tien Industries Joint Stock Company and report the results at the Annual General Meeting of Shareholders 2021.

Article 15. To approve the permission of An Phat Bioplastics JSC to increase its ownership up to 65% without conducting public tender procedure

To approve the permission of An Phat Bioplastics JSC to increase its ownership up to 65% without conducting public tender procedure with 100% of agreed votes, 0% of disagreed votes, 0% of neither agreed nor disagreed votes.

- Approved for An Phat Bioplastics JSC to possess up to 65% of the common shares

with voting rights of the An Tien Industries JSC (“HII”) through purchasing new shares issued or acquiring stocks from existing shareholders without conducting public tender procedure. This offer is effective until An Phat Bioplastics JSC completes the purchases to reach 65% of ownership in HII or until HII has another Resolution regarding to this issue.

- Authorized the BOD to approve the list of shareholders whose stocks are eligible to transfer to An Phat Bioplastics as method stated above.

Article 16. To approve the amendment and supplement to several articles in the Company’s Charter (Detailed amendments and supplements attached)

To approve the amendment and supplement to several articles in the Company’s Charter with 100% of agreed votes, 0% of disagreed votes, 0% of neither agreed nor disagreed votes.

Article 17. To approve the Proposal of Board of Directors regarding Resignation and Election of Board of Directors member

To approve the amendment and supplement to several articles in the Company’s Charter with 100% of agreed votes, 0% of disagreed votes, 0% of neither agreed nor disagreed votes.

Details as below:

1. To approve the Resignation of BOD member – Mr. Nguyen Huu Long
2. To approve the Election of additional BOD member at AGM 2020 to ensure the enough of BOD members.
 - Number of additional BOD member: 01 member
 - Tenure: 04 years for managing member and 03 years for non-managing member
3. To approve the candidate list of additional BOD member

No.	Full name	DOB	Address	Qualification	Current position
1	Nguyen Trung Kien	21/09/1986	No. 16, 583/29 Kim Nguu street, Vinh Tuy ward, Hai Ba Trung district, Hanoi	Bachelor of Economics	No

Article 18. To approve the results of the Election of Board of Director member

Successful candidate:

No.	Full name	Current position	Agreed votes	Tenure
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1	Nguyen Trung Kien	Member of the Board of Directors	100%	3 years
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Article 19. Enforcement

This Resolution contains 19 articles.

Board of Directors, Board of Supervisors, Board of Management and all shareholders are responsible to enforce this Resolution./.

- **O.B.H ANNUAL GENERAL MEETING
CHAIRMAN**

DINH XUAN CUONG