

No: 90/2020/PHS-BTKCT
Re: *Disclosing contents approved by
the AGMS dated April 27th, 2020*

Ho Chi Minh City, April 27th, 2020

**INFORMATION DISCLOSURE ON WEBSITE OF STATE SECURITIES
COMMISSION AND THE STOCK EXCHANGES**

To:

- **STATE SECURITIES COMMISSION;**
- **HA NOI STOCK EXCHANGE;**
- **HO CHI MINH STOCK EXCHANGE.**

Name: **PHU HUNG SECURITIES (“PHS”)**

Headquarters: 3rd Floor, CR3-03A, 109 Ton Dat Tien Street, Tan Phu Ward, District 7,
Ho Chi Minh City

Phone: (+84 28) 5413 5479 Fax: (+84 28) 5413 5472

Person to implement disclosure of information: Mr. Chen Chia Ken

Type of information disclosure: 24 hours 72 hours Unusual Periodic

Information of disclosed content:

According to Article 9 of Circular 155/2015/TT-BTC on providing guidance on information disclosure on securities market, PHS sincerely discloses contents approved by the Annual General Meeting of Shareholders (AGMS) dated April 27th, 2020, as follows:

1. The Minutes of Meeting of AGMS No. 01/2020/BB-ĐHĐCĐ dated April 27th, 2020;
2. The Resolution of AGMS No. 01/2020/NQ-ĐHĐCĐ dated April 27th, 2020.

These information is disclosed on PHS’s website at <https://www.phs.vn>, tab Shareholders Relations/ Shareholders Information.

PHS commits that the information disclosure above is genuine and takes entire responsibility to the laws for disclosed content.

Attached documents:

- *The Minutes of Meeting of AGMS No.01/2020/BB-ĐHĐCĐ dated April 27th, 2020;*
- *The Resolution of AGMS No. 01/2020/NQ-ĐHĐCĐ dated April 27th, 2020.*

Recipient:

- As above;
- Save: Company’s Secretariat.

**PERSON TO IMPLEMENT DISCLOSURE
OF INFORMATION**



CÔNG TY
CỔ PHẦN
CHỨNG KHOAN
PHU HUNG
QUẬN 7 - TP. HỒ CHÍ MINH

MR. CHEN CHIA KEN

No.: 01/2020/BB-ĐHĐCĐ

Ho Chi Minh City, 27th April, 2020

MINUTES OF MEETING
THE ANNUAL GENERAL MEETING OF SHAREHOLDERS
DATED APRIL 27th, 2020
PHU HUNG SECURITIES CORPORATION

- Company name: : Phu Hung Securities Corporation (PHS)
- Address: : 3rd Floor, CR3-03A, 109 Ton Dat Tien, Tan Phu Ward, District 7, Ho Chi Minh City.
- Business license: : 122/GP-UBCK issued by State Securities Committee dated 20/01/2016;
- Time : Commencing at 02:00 P.M. on April 27th, 2020
Ending at 03:05 P.M on April 27th, 2020
- Venue : 05th Floor, CR3-05A, 109 Ton Dat Tien, Tan Phu Ward, District 7, Ho Chi Minh City.
- Agenda : According to the Agenda of the Annual General Meeting of Shareholders dated April 27th, 2020 which was noticed to all shareholders.
- Chairman of the Meeting : Mr. Chen Chia Ken
- Meeting Secretariat : Ms. Le Thi Thuy Duong – Chief of Meeting Secretariat
- Scrutiny team: : Ms. Truong Nha Nguyen – Chief of scrutiny team
Ms. Nguyen Thi Thao Vy – Member
Ms. Nguyen Thi Thanh Thuy – Member
- Attendees: : The attending shareholders and its authorized people are 11 shareholders; representing 87,245,940 shares; taking 96.94% of the total voting shares. The Annual General Meeting of Shareholders dated April 27th, 2020 (“**Meeting**”) thereby convened in validation as per Law on Enterprise and Charter of Phu Hung Securities Corporation.



I. MEETING OPENING PROCEDURE

1. Shareholders register attendances to receive documents, voting papers, voting cards.
2. Ms. Le Thi Thuy Duong reads the report on Shareholder status verification.
3. Ms. Chieu Nha Thy introduces the participants in the meeting.
 - ◆ Chairman:
 - Mr. Chen Chia Ken – General Director, Chairman of the Meeting.
 - ◆ Meeting Secretariat:
 - Ms. Le Thi Thuy Duong – Chief of Meeting Secretariat
 - ◆ Scrutiny team:
 - Ms. Truong Nha Nguyen – Chief of scrutiny team
 - Ms. Nguyen Thi Thao Vy – Member of scrutiny team
 - Ms. Nguyen Thi Thanh Thuy – Member of scrutiny team

Shareholders votes for passing members of Chairman, Meeting Secretariat, Scrutiny team with 100% of “agree” ratio.

The Chairman, Secretariat, and Scrutiny team start proceeding the Meeting.

4. Chairman declares Agenda of the meeting.
5. Ms. Chieu Nha Thy reads the Voting guidelines.
6. The Annual General Meeting of Shareholders dated April 27th, 2020 votes for passing Agenda, Voting guidelines and Voting method. Voting has 100% of “agree” ratio.

II. CONFERENCE AND VOTING

1. REPORT

Board of Directors would like to report to Shareholders on the result on capital injection up to VND 900,000,000,000 (in word: nine hundred billion Vietnam dong) as follows:

- 1.1 As approved by Extraordinary General Meeting of Shareholders (“EGMS”) dated 26th September 2019, the dossier of private share issue and dossier of capital injection were submitted to State Securities Commission (“SSC”).
- 1.2 On 9th January 2020, SSC accepted the dossier of private share issuance of PHS.
- 1.3 On 04th March 2020, SSC issued the amended license which updated the new charter capital of PHS being VND 900,000,000,000 (in word: Nine hundred billion Vietnam Dong).

2. VOTING

Subject 1. Discuss and pass audited Financial statement of 2019

The Board of Directors submits Shareholders to pass the audited Financial Statements of 2019 as attachment.

Shareholders vote to pass with the ratio as below:

Vote result	Number of shares (shares)	Percentage
Agree	87,245,940	100%
Disagree	0	0%
Abstain	0	0%

Subject 2. Discuss and pass the Report of the Board of Directors on the Business performance in 2019

The Board of Directors submits Shareholders to pass the Report of the Board of Directors on the Business performance in 2019 as attachment.

Shareholders vote to pass with the ratio as below:

Vote result	Number of shares (shares)	Percentage
Agree	87,245,940	100%
Disagree	0	0%
Abstain	0	0%

Subject 3. Discuss and pass the Report of the Inspection Committee on the Business performance in 2019

The Board of Directors submits Shareholders to pass the Report of the Inspection Committee on the Business performance in 2019 as attachment.

Shareholders vote to pass with the ratio as below:

Vote result	Number of shares (shares)	Percentage
Agree	87,245,940	100%
Disagree	0	0%
Abstain	0	0%

Subject 4. Discuss and pass the Report on Corporate governance of PHS of 2019

The Board of Directors submits Shareholders to pass the Report on Corporate governance of PHS of 2019 as attachment.

Shareholders vote to pass with the ratio below:

Vote result	Number of shares	Percentage
Agree	87,245,940	100%

Vote result	Number of shares	Percentage
Disagree	0	0%
Abstain	0	0%

Subject 5. Discuss and pass the Profit Distribution Plan for 2019 and the authorization for BOD to choose the suitable time and proceed the procedure to pay dividend for shareholders

The Board of Directors submits Shareholders to pass the Profit Distribution Plan for 2019 as attachment with the following details:

- Profit after tax: VND 47,521,553,006
- Additional reserve fund of charter capital
(5% on the profit after tax): VND 2,376,077,650
- Operational risk and financial reserve funds
(5% on the profit after tax): VND 2,376,077,650
- Pay Dividend by cash (3.3 % par value) VND 29,699,838,300

The Board of Directors submits Shareholders to pass the authorization for BOD to choose the suitable time and proceed the procedure to pay dividend for shareholders.

Shareholders vote to pass with the ratio below:

Vote result	Number of shares	Percentage
Agree	87,245,940	100%
Disagree	0	0%
Abstain	0	0%

Subject 6. Discuss and pass the Development and Business plan of the Company in 2020

The Board of Directors submits Shareholders to pass the Development and Business plan of the company in 2020 as attachment.

Shareholders vote to pass with the ratio below:

Vote result	Number of shares	Percentage
Agree	87,245,940	100%
Disagree	0	0%
Abstain	0	0%

Subject 7. Discuss and pass the Financial budget in 2020

The Board of Directors submits Shareholders to pass Financial budget in 2020 as attachment.

Shareholders vote to pass with the ratio below:

Vote result	Number of shares	Percentage
Agree	87,245,940	100%
Disagree	0	0%
Abstain	0	0%

Subject 8. Discuss and pass the selection of Auditor in 2020

The Board of Directors submits Shareholders to pass the selection of KPMG Vietnam Co., Ltd to be Auditor in 2020 as attachment.

Shareholders vote to pass with the ratio below:

Vote result	Number of shares	Percentage
Agree	87,245,940	100%
Disagree	0	0%
Abstain	0	0%

Subject 9. Discuss and pass the revised Charter of PHS

The Board of Directors submits Shareholders to pass the amendment of PHS's Charter as attachment.

Shareholders vote to pass with the ratio below:

Vote result	Number of shares	Percentage
Agree	87,245,940	100%
Disagree	0	0%
Abstain	0	0%

Subject 10. Discuss and pass the Audited report on capital utilization of private placement from December 3rd, 2018 to December 6th, 2018 of the Company

The Board of Directors submits Shareholders to pass the Audited report on capital utilization of private placement from December 3rd, 2018 to December 6th, 2018 of the Company as attachment.

Shareholders vote to pass with the ratio below:

Vote result	Number of shares	Percentage
Agree	87,245,940	100%
Disagree	0	0%
Abstain	0	0%

Subject 11. Discuss and pass the Audited report on capital utilization of private placement February 12th, 2020 of the Company

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The Board of Directors submits Shareholders to pass the Audited report on capital utilization of private placement February 12th, 2020 of the Company as attachment.

Shareholders vote to pass with the ratio below:

Vote result	Number of shares	Percentage
Agree	87,245,940	100%
Disagree	0	0%
Abstain	0	0%

III. MEETING CLOSURE

Ms. Le Thi Thuy Duong reads the Minutes of Meeting and the Resolution of the Annual General Meeting of Shareholders.

The Minutes of Meeting and the Resolution are passed with the ratio below:

Vote result	Number of shares	Percentage
Agree	87,245,940	100%
Disagree	0	0%
Abstain	0	0%

MEETING SECRETARIAT



Ms. LE THI THUY DUONG

CHAIRMAN OF THE MEETING



MR. CHEN CHIA KEN

Enclosure:

1.	Submission on the result capital injection up to VND 900,000,000,000 (in word: nine hundred billion Vietnam dong); (Enclosure: 1.1 Official Letter No. 224/UBCK-QLKD of State Securities Commission dated 9 th January 2020 on acceptance of SSC on PHS' application for private placement; 1.2 License No. 12/GPĐC-UBCK dated 04 th March 2020 updating the charter capital up to VND 900,000,000,000 (in word: nine hundred billion Vietnam dong).
2.	Submission on the Audited Financial Statements of 2019; (Enclosure: The Audited Financial Statements of 2019)
3.	Submission on the Report of the Board of Directors on the Business performance in 2019; (Enclosure: Report of the Board of Directors on the Business performance in 2019)
4.	Submission on the Report of the Inspection Committee on the Business performance in 2019; (Enclosure: Report of the Inspection Committee on the Business performance in 2019)
5.	Submission on the Report on Corporate governance of PHS in 2019; (Enclosure: the Report on Corporate governance of PHS in 2019)
6.	Submission on the Profit Distribution Plan for 2019;
7.	Submission on the Development and Business plan of the Company in 2020; (Enclosure: Development and Business plan of the Company in 2020)
8.	Submission on the Financial budget in 2020; (Enclosure: Financial budget in 2020)
9.	Submission on the selection of Auditor in 2020;
10.	Submission on the revised Charter of PHS; (Enclosure: Comparison table between the current Charter and revised Charter of PHS)
11.	Submission on the Audited report on capital utilization of private placement in from December 3 rd , 2018 to December 6 th , 2018 of the Company; (Enclosure: Audited report on capital utilization of private placement from December 3 rd , 2018 to December 6 th , 2018 of the Company)
12.	Submission on the Audited report on capital utilization of private placement in from February 12 th , 2020 of the Company. (Enclosure: Audited report on capital utilization of private placement February 12 th , 2020 of the Company)



RESOLUTION
THE ANNUAL GENERAL MEETING OF SHAREHOLDERS
PHU HUNG SECURITIES CORPORATION

Pursuant to:

- Law on Enterprises No. 68/2014/QH13;
- The current Charter of Phu Hung Securities Corporation;
- The Meeting minutes of the General Meeting of Shareholder No. 01/2020/BB-DHDCD dated 27th April 2020 of Phu Hung Securities Corporation;
- Report on shareholder status verification and minutes of scrutiny at the Annual General Meeting of Shareholders.

The Annual General Meeting of Shareholders (“AGMS”) of Phu Hung Securities Corporation is held at 02:00 P.M. on 27th April 2020 at 5th Floor, CR3-05A, 109 Ton Dat Tien, Tan Phu Ward, District 7, Ho Chi Minh City, the meeting there by convened in validation.

Attendees:

- Shareholders of Phu Hung Securities Corporation (PHS) as the list recorded on April 7th, 2020.
- Number of attending shareholders: 11 shareholders and the authorized people, representing 87,245,940 shares, taking 96.94% of the total voting shares of the Company.



RESOLVES TO

The AGMS of Phu Hung Securities Corporation consents to pass these following resolutions:

RESOLUTION 1. PASS THE AUDITED FINANCIAL STATEMENT OF 2019

The AGMS consents to pass the Audited Financial Statement of 2019 as attachment.

RESOLUTION 2. PASS THE REPORT OF THE BOARD OF DIRECTORS ON THE BUSINESS PERFORMANCE IN 2019

The AGMS consents to pass the Report of the Board of Directors on the Business performance in 2019 as attachment.

RESOLUTION 3. PASS THE REPORT OF THE INSPECTION COMMITTEE ON THE BUSINESS PERFORMANCE IN 2019

The AGMS consents to pass the Report of the Inspection Committee on the Business performance in 2019 as attachment.

RESOLUTION 4. PASS THE REPORT ON CORPORATE GOVERNANCE OF PHS OF 2019

The AGMS consents to pass the Report on Corporate Governance of PHS of 2019 as attachment.

RESOLUTION 5. PASS THE PROFIT DISTRIBUTION PLAN FOR 2019 AND THE AUTHORIZATION FOR BOD TO CHOOSE THE SUITABLE TIME AND PROCEED THE PROCEDURE TO PAY DIVIDEND FOR SHAREHOLDERS

The AGMS consents to pass the Profit Distribution Plan for 2019 as attachment with the following details:

- Profit after tax: VND 47,521,553,006
- Additional reserve fund of charter capital
(5% on the profit after tax): VND 2,376,077,650
- Operational risk and financial reserve funds
(5% on the profit after tax): VND 2,376,077,650
- Pay Dividend by cash (3.3 % par value) VND 29,699,838,300

AGMS consents to pass the authorization for BOD to choose the suitable time and proceed the procedure to pay dividend for shareholders.

RESOLUTION 6. PASS THE DEVELOPMENT AND BUSINESS PLAN OF THE COMPANY IN 2020

The AGMS consents to pass the Development and Business plan of the Company in 2020 as attachment.

RESOLUTION 7. PASS THE FINANCIAL BUDGET IN 2020

The AGMS consents to pass the Financial Budget of the Company in 2020 as attachment.

RESOLUTION 8. PASS THE SELECTION OF AUDITOR IN 2020

The AGMS consents to pass KPMG Viet Nam Co., Ltd to be the selection of Auditor in 2020 as attachment.

RESOLUTION 9. PASS THE REVISED CHARTER OF PHS

The AGMS consents to pass the revised charter of PHS as attachment.

RESOLUTION 10. PASS THE AUDITED REPORT ON CAPITAL UTILIZATION OF PRIVATE PLACEMENT FROM DECEMBER 3rd, 2018 TO DECEMBER 6th, 2020 OF THE COMPANY

The AGMS consents to pass the Audited report on capital utilization of private placement from December 3rd, 2018 to December 6th, 2018 of the Company as attachment.

RESOLUTION 11. PASS THE AUDITED REPORT ON CAPITAL UTILIZATION OF PRIVATE PLACEMENT DATED FEBRUARY 12th, 2020 OF THE COMPANY

The AGMS consents to pass the Audited report on capital utilization of private placement dated February 12th, 2020 of the Company as attachment.

RESOLUTION 12. ORGANIZING IMPLEMENTATION

12.1 The resolution is effective from 27th April 2020.

12.2 The Board of Directors of Phu Hung Securities Corporation is responsible for organizing, leading the Company to implement the above content of the Resolution.

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


CÔNG TY
CỔ PHẦN
CHỨNG KHOÁN
PHÚ HÙNG
QUẬN 7 - TP. HỒ CHÍ MINH

Mr. CHEN CHIA KEN

