

<b>Code</b>	<b>CII</b>
<b>Company name</b>	Ho Chi Minh City Infrastructure Investment Joint Stock Company
<b>Date</b>	06/03/2020
<b>Subject</b>	Resolution of Annual General Meeting 2019

**Content:**

Ho Chi Minh City Infrastructure Investment Joint Stock Company announces the Resolution of Annual General Meeting 2019 dated June 02, 2020, as follows:

1. Approving the regulations on the holding of Annual General Meeting 2019 of Ho Chi Minh City Infrastructure Investment Joint Stock Company.
2. Approving the financial statements in 2019 audited by CPA Vietnam Auditing Co., Ltd.
3. Approving the reports of the Board of Directors and the Board of Supervisors.
4. Approving the report on business performance in 2019 and business plan for 2020.
5. Approving the profit distribution plan for 2019, the business plan for 2020 and the profit distribution plan for 2020.

Profit distribution plan for 2019

- Reserve fund for charter capital (5% profit after tax): 9,792,186,871 dong
- Bonus, welfare fund (4% profit after tax): 7,833,749,497 dong
- Remuneration of the Board of Directors (1% profit after tax): 1,958,437,374 dong
- Dividend payment: 12% in cash
- The remaining profit after paying dividends and funds will be added to the owner's equity to invest new projects (if any).

Business plan for 2020

- Revenue: 5,800,000 million dong
- Expenses: 4,500,000 million dong
- Profit after tax of shareholders of parent company: 808,000 million dong

### Profit distribution plan for 2020

- Reserve fund for charter capital: 5% profit after tax
- Bonus, welfare fund: 4% profit after tax
- Remuneration of the Board of Directors: 1% profit after tax
- Dividend payment: 16%
- The remaining profit after paying dividends and funds will be added to the owner's equity to invest new projects (if any).

### **6. Approving a plan for issuing convertible bonds to the public with the total issue value of 1,194,191,000,000 dongs ("Bond 1")**

- Bond code: CII\_C\_BOND2020
- Object: the existing shareholders
- Exercise ratio: 200:1 (Those who own 200 purchase rights will be entitled to buy 01 bond at 1,000,000 dongs/bond).
- The purchase rights should be transferred only once.
- Total issue value: 1,194,191,000,000 dongs
- Offering volume: 1,194,191 bonds
- Par value: 1,000,000 dongs/bond
- Offering price: equal to 100% of par value
- Currency unit: VND
- Interest rate: 11%/year
- Bond term: 05 years
- Issue date: in Quarter 2 of 2020 and Quarter 3 of 2020
- Type of the converted share: common share, transferable

### **7. Approving a private placement of bonds with warrants ("Bond 2")**

- Bond code: CII\_W\_BOND2020
- Condition: the issuance of Bond 2 will be conducted if the proceeds from the issuance of Bond 1 (code: CII\_C\_BOND2020) is lower than 800,000,000,000 dongs.

**8. Approving a plan for issuing shares to the public in order to ensure a financial resource to pay for Bond 2**

- Stock type: common stock
- Maximum issue volume: 160,000,000 shares
- Offering price: VND10,000/share
- Objects of the issue in turns:
  - a) The existing shareholders;
  - b) If the existing shareholders refuse to buy, the Company will offer the remaining shares to bondholders of Bond 2 at a price equal to the price offered to the existing shareholders.
  - c) Other investors, the offering price will not be lower than the price offered to the existing shareholders.
- Plan for the proceeds:
  - a) To pay principal, interest and expenses related to Bond 2
  - b) To raise capital for the Company.

**9. Allowing CII to repurchase shares:**

- Maximum number of shares registered for share buyback: 53,000,000 CII shares
- Purpose: to reduce the outstanding volume
- Financial resource: the retained earnings, capital surplus, investment development fund and other funds (if any) according to the latest financial statements.
- Deadline for share buyback: in 05 years from the issue date of Bond 2. The estimated trading time: after receiving the approval from the State Securities Commission.
- Trading method: order-matching

**10. Approving to chose ICPA Co., Ltd. – International Auditing Company Limited as the audit firm for CII in 2020.**

**11. Approving the change of CII’s head office**

- Old address: 20<sup>th</sup> Floor, Sun Wah Building, 115 Nguyen Hue, Ben Nghe ward, district 1, Ho Chi Minh City

- New address: 3A Nguyen Van Thu, Da Kao ward, district 1, Ho Chi Minh City.

**12.** Approving to appoint Ms. Nguyen Le Hoang Yen as Independent Member of the Board of Directors, replacing Mr. Kang Sang In from May 10, 2019.

**13.** This resolution shall take effect from the date of signing.