

VINGROUP JOINT STOCK COMPANY



THE SOCIALIST REPUBLIC OF VIETNAM

Independence - Freedom - Happiness



No.: /2014/NQ-DHDCD-VINGROUP

Hanoi, ----- 2014

**(Draft)**

**2014 ANNUAL GENERAL SHAREHOLDERS' MEETING  
RESOLUTION**

**THE GENERAL SHAREHOLDERS' MEETING OF VINGROUP J.S. COMPANY**

Pursuant to:

- *Enterprise Law No. 60/2005/QH11 dated 29 November 2005;*
- *Securities Law No. 70/2006/QH11 dated 29 June 2006;*
- *Charter of Vingroup Joint Stock Company ("Vingroup")*
- *Minutes of the 2014 Annual General Shareholders' Meeting of Vingroup dated 18 April 2014;*
- *Minutes of Vote Counting at the Vingroup Annual General Shareholders' Meeting 2014 dated 18 April 2014.*

**RESOLVES TO:**

- 1. Approve the Board of Management's Report on business management in 2013**
- 2. Approve the Board of Directors' Report on 2013 Business Performance**
- 3. Approve the Inspection Committee's Report on corporate governance of the Board of Management and the Board of Directors of Vingroup in 2013**
- 4. Approve the 2013 Audited Financial Statements**
- 5. Approve the plan for utilizing profit after tax of 2013 according to the Proposal of the BoM at the Meeting**
- 6. Approve the report on the status of the International Convertible Bonds and proposal for approval on the relevant matters according to the Report of the BoM at the Meeting**
- 7. Re-approve the plan to issue new shares and exchange of shares according to the Proposal of the BoM at the Meeting**

8. **Approve the proposal of remuneration for the members of the BoM and the IC according to the Proposal of the BoM at the Meeting**
9. **Approve the proposal to change the headquarters address of Vingroup and accordingly approve the amendment of Clause 3.3, Article 3 of Vingroup's current Charter regarding the change of the headquarters address according to the Proposal of the BoM at the Meeting**

#### **10. Implementation of the Resolution**

This Resolution takes effect from the signing date.

The members of the Board of Management, the Inspection Committee and the Board of Directors are responsible for organising and implementing all contents of this Resolution./.

**On behalf of the General Shareholders' Meeting  
Chairman of the BoM**

*Recipients:*

- *SSC, HOSE, VSD;*
- *All shareholders;*
- *Vingroup Office for record.*

**Pham Nhat Vuong**

*Note: This proposal is subject to appropriate change and supplementation and will be submitted to the General Shareholders' Meeting for consideration and decision on the day of the Meeting.*