

VINGROUP JOINT STOCK COMPANY



SOCIALIST REPUBLIC OF VIETNAM

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No: 03/2014/TTr-HDQT-BKS-VINGROUP

Hanoi, 27 March 2014

**PROPOSAL OF THE BOARD OF MANAGEMENT AND THE
SUPERVISORY COMMITTEE**

Re: Approval of the Board of Management and the Supervisory Committee Remuneration

**To: GENERAL SHAREHOLDERS' MEETING OF
VINGROUP JOINT STOCK COMPANY**

Pursuant to provisions of laws and the Charter of Vingroup Joint Stock Company;

Pursuant to the Resolution of the General Shareholders' Meeting No. 02/2013/NQ-DHDCD-VINGROUP dated 8 June 2013;

The Board of Management and the Supervisory Committee would like to hereby submit to the General Shareholders' Meeting (the "GSM") for its consideration and approval on 2013 remuneration and remuneration plan for 2014 for the members of the Board of Management (the "BoM") and the Supervisory Committee (the "SC") as follows:

1. Actual remuneration in 2013:

- In 2013, the BoM consisted of 11 members, and the SC numbered 5 members.
- Remuneration for the BoM was VND10 billion – equivalent to 0.14% of the 2013 profit after tax
- Remuneration for the SC was VND1.3 billion – equivalent to 0.02% of the 2013 profit after tax

Thus the total payments for the BoM and SC's remuneration comply with the Resolution of the 2013 Annual General Shareholders' Meeting.

2. Remuneration Plan for 2014:

- Pursuant to the proposed 2014 Business Plan, the BoM proposes the GSM to endorse the remuneration plan for the BoM and the SC as follows:
 - + Maximum remuneration for the BoM of 0.4% of 2014 profit after tax
 - + Maximum remuneration for the SC of 0.1% of 2014 profit after tax
- The BoM would like to propose to the GSM to assign the Chairman of the BoM and the Head of Supervisory Committee to make decisions on specific rates of remuneration for the members of BoM and of the SC within the total amounts as proposed above.

The BoM would like to submit the Proposal to the GSM for its consideration and approval.

**ON BEHALF OF THE SUPERVISORY
COMMITTEE
HEAD OF THE SC**

(signed)

Nguyen The Anh

**ON BEHALF OF THE BOARD OF
MANAGEMENT
CHAIRMAN**

(signed)

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.