

VINGROUP JOINT STOCK COMPANY**THE SOCIALIST REPUBLIC OF VIETNAM**

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No: 02/2015/TTr-HĐQT-BKS-VINGROUP

Hanoi, 02 April 2015

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

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

Respectfully submitted to: THE ANNUAL GENERAL MEETING OF SHAREHOLDERS

Pursuant to provisions of Laws and the Charter of Vingroup Joint Stock Company.

Pursuant to the Resolution of the Annual General Meeting of Shareholders No. 01/2014/NQ-DHDCD-VINGROUP dated 18 April 2014.

The Board of Management (the “**BOM**”) and the Supervisory Committee (the “**SC**”) hereby request the Annual General Meeting of Shareholders (“**AGM**”) approve the 2014 remuneration and the plan for 2015 remuneration for the members of the Board of Management and the Supervisory Committee as follows:

1. Actual remuneration for 2014:
 - In 2014, the BOM consisted of 11 members, and the SC numbered 5 members.
 - Remuneration for the BOM of VND9.6 billion – equivalent to 0.26% of the 2014 profit after tax
 - Remuneration for the SC of VND1.6 billion – equivalent to 0.04% of the 2014 profit after tax
 - The total remuneration for the BOM and the SC complies with the Resolution from the 2014 AGM.
2. Remuneration Plan for 2015:
 - The BOM and the SC request AGM approval of the 2015 remuneration plan for the BOM and the SC as follows (equivalent to the proposed remuneration plan in 2014):
 - + BOM remuneration limited to a maximum of 0.4% of 2015 profit after tax
 - + SC remuneration limited to a maximum of 0.1% of 2015 profit after tax
 - The BOM and the SC request AGM authorization for the Chairman of the BOM and the Head of the SC to set specific remuneration for the members of the BOM and the SC within the limits above.

The BOM and the SC respectfully submit these Proposals to the AGM for 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.