

PROPOSAL OF THE SUPERVISORY BOARD

Re.: Electing members of the Supervisory Board for the 2017 – 2022 Term

Respectfully submitted to: THE ANNUAL GENERAL MEETING OF SHAREHOLDERS

The Supervisory Board would like to submit to the Annual General Meeting of Shareholders (“AGM”) for consideration and approval as follows:

1. Background:

- 1.1 The current term for the incumbent Supervisory Board of Vingroup Joint Stock Company (“Vingroup”) expired on 25 April 2017.
- 1.2 Vingroup’s Charter provides that the election of the Supervisory Board members be approved by the AGM.

2. Number of members elected, criteria and methodology of election:

- 2.1 Number of members elected: In accordance with the Charter, the Supervisory Board shall consist of no less than 03 members and a maximum of 05 members. Thus, the Supervisory Board respectfully requests the AGM to approve the number of Supervisory Board members for the new term as 03 members.
- 2.2 Criteria of the Supervisory Board members:
 - a. Candidates are required to satisfy all requirements set forth in Article 164 of the Enterprise Law and Vingroup’s Charter as follows:
 - Are legally competent and not specifically prohibited from founding or managing an Enterprise pursuant to Enterprise Law;
 - Are not the spouses, parents, foster-parents, children, adopted children, or siblings of members of the Board of Directors, the Chief Executive Officer and other Management members;
 - Do not hold management positions at Vingroup. No requirement of share ownership or employment by Vingroup;
 - Are auditors or accountants according to the law; and
 - Are not (i) employees of the accounting and finance function of Vingroup or (ii) members or employees of any independent auditing organizations which are currently conducting an audit of Vingroup’s financial statement reports.

- b. The AGM shall elect the Supervisory Board members in compliance with the Election Regulations (attached) which is approved at this AGM.

3. Dossier for nominated and self-nomination of candidate includes:

- Nomination/self-nomination application form (in prescribed form);
- Résumé filled out by the candidate(s);
- Copies of Identity Card/Passport and Diplomas and/or certificates of educational qualifications of the candidate;
- Valid power of attorney (if the shareholder has a proxy);
- The share certificate owned by the shareholder (if self-nominated) or group of shareholders (in

case of nomination) proving share ownership in the last six (06) consecutive months or equivalent thereof issued by the Vietnam Securities Depository or the securities company where such shareholders have accounts (as of 27 March 2017 – Record date of the Shareholder Register for the 2017 Annual General Meeting of Shareholders);

- The dossier for the nomination must be delivered to the Organizing Committee before 17:00 of 20 April 2017 at the following address:

The Organizing Committee of the 2017 Annual General Meeting of Shareholders (“AGM”) of Vingroup JSC

Address: No 7, Bang Lang 1 Street, Vinhomes Riverside Ecological Area, Viet Hung Ward, Long Bien District, Hanoi, Vietnam

- For cases of nomination/self-nomination at the AGM, shareholder/group of shareholders are requested to provide the required documents to the Chairman of the Presiding Committee as soon as possible.
- Only candidates and nomination/self-nomination that meet with requirements set forth shall be included in the list of candidates announced at the AGM.

We would like to propose the above issues for the AGM’s consideration and approval.

Thank you./.

**ON BEHALF OF
THE SUPERVISORY BOARD**

To:

- *As stated above;*
- *Vingroup archives.*

(signed)

**NGUYEN THE ANH
HEAD OF THE SUPERVISORY BOARD**

Note: Further amendments and supplements to this document may be proposed to the AGM for approval at the GMS.