

No.: 01/2018/BB-ĐHĐCĐ

Ho Chi Minh City, May 19th, 2018

**MINUTES OF THE ANNUAL GENERAL MEETING OF
SHAREHOLDERS OF 2018
PHAN VU INVESTMENT CORPORATION**

I. COMPANY NAME, ENTERPRISE REGISTRATION CERTIFICATE, TIME AND PLACE:

- Company name: Phan Vu Investment Corporation
- Company Headquarters: 37 Hoang Van Thu, Ward 15, Phu Nhuan Dist. HCMC.
- Business registration number: 0302217087 by Department of Planning and Investment of Ho Chi Minh City; first issued on February 8th, 2011, amended 24th on January 5th, 2018.
- Time: 13:30 on May 19th, 2018.
- Location: Tan Son Nhat Hotel - 202 Hoang Van Thu Street, Ward 9, Phu Nhuan District, Ho Chi Minh City, Vietnam.

II. PARTICIPANTS:

Attendees include:

- The Board of Directors (BOD):
Mr. Phan Khac Long - Chairman of the BOD
and the other members of the BOD.
- The Supervisory Board (SB).
- Guests of the Meeting include:
 - o The Board of General Managers of Phan Vu Investment Corporation
 - o The Board of Managers of member companies of Phan Vu Group.
- Shareholders of Phan Vu Investment Corporation as per invitation to the General Meeting of Shareholders.

III. THE MEETING PROCESS:

1. Procedures, rituals:

- Welcome guests, distribute the Meeting's documents, salute the flag.
- Ms. Nguyen To Ha - Head of the shareholder checking committee report the results of checking shareholder status:
 - o The list of shareholders of Phan Vu Investment Corporation at 16:00 on April 19th, 2018 is 69 shareholders equivalent to 28,999,850 shares.
 - o The total number of shareholders attending the meeting is 24 shareholders and the authorized number of shareholders is 16 shareholders; owns and

represents 28,275,411 shares, representing 97.50% of the voting rights of the Company.

- Number of shareholders absent is 29 shareholders; owns and represents 724,439 shares, representing 2.50% of the voting rights of the Company.
- Pursuant to Article 141 of the Enterprise Law of 2014 and the Charter of Phan Vu Investment Corporation, with the attendance of 97.50%, the general meeting of shareholders of Phan Vu Investment Corporation on May 19th, 2018 eligible to proceed.
- Mr. Phan Khac Long - Chairman of the BOD announces reasons, opening the meeting.
- The meeting unanimously voted 100% the Chair of the Meeting, including:
 - Mr. Phan Khac Long – Chairman
 - Mr. Yoshihito Yamamoto - Member
 - Mr. Bui Duc Thong - Member
- The Meeting voted 100% the meeting program.
- The Meeting voted unanimously the Secretariat and the Vote and Election Counting Committee, reaching 100%, including:
 - Secretariat:
 - Mr. Nguyen Minh Chanh
 - Ms. Ha Thi My Quyen
 - Vote and election counting committee:
 - Mr. Nguyen Nang Cuong
 - Ms. Ly Ngoc Hanh
 - Ms. Nguyen Bui Phuong Thao

2. The chairman controled the Meeting including the following contents:

A. APPROVAL THE REPORTS AND STATEMENTS

- **Mr. Bui Duc Thong** - General Director of the company, presented the report on business results in 2017 and business plan in 2018 of Phan Vu Group.
- **Mr. Phan Khac Long** - Chairman of the BOD, presented the report of the BOD in 2017.
- **Mr. Nguyen Quang Trung** - Head of the SB, presented the report on operation results in 2017 and direction of operation in 2018 of the SB.
- **Mr. Nguyen Nang Cuong** – Finance manager, presented the statements:
 - Statement for approval of financial statement 2017 audited by Ernst & Young Vietnam Limited.
 - Statement on distribution of after-tax profit from business results in 2017.
 - Statement on business directions in 2018.
 - Statement for approval of operating expenses and remuneration of the BOD, the SB in 2017 and the operating budget of the BOD and the SB in 2018.
 - Statement on the authorization of the BOD to select the auditor for fiscal year 2018.

- Statement of increasing of charter capital of the company.
- The list of candidates for the BOD and SB for the new term 2018 - 2023.
- **Mr. Vo Hong Quan** - Deputy General Director presented the Statement to amend the company charter in accordance with the current enterprise law.
- **Mr. Nguyen Nang Cuong** - Finance manager of the company, presented the list of candidates for the BOD and the Supervisory Board for the term of 2018 - 2023.

B. DISCUSSION AND RECOMMENDATIONS BY SHAREHOLDERS

The suggestions and comments of shareholders:

➤ **Suggestion 1 - BSC Company**

Recognizing the company's achievements in 2017 and making progress in 2018.

Opinion of the chair:

Thank the shareholders for supporting BOD in the recent past. Looking forward to receive the enthusiastic support of shareholders to the company growing.

➤ **Comments 2 - Mr. Ha Chi Quang**

There are 2 candidates of BOD who have no shares but are still nominated to be a member of the BOD. Why ?

Answer of the chair:

The law allows members of the BOD to have no shares in the company. They are independent members of the Board. This is good for corporate governance.

➤ **Comment 3: Ernst & Young**

The financial statements of Phan Vu Investment Corporation are honest and reasonable.

Opinion of the chair:

Thanks for the presentation of Ernst & Young.

After the comments and explanations above, the Meeting has no other suggestions and comments.

The chair finished the discussion program.

C. APPROVAL THE MEETING'S DOCUMENTS AND ELECTION:

1. The General Meeting of Shareholders of Phan Vu Investment Corporation voted to approve the documents of the General Meeting of Shareholders by voting method:

- Number of issued voting cards: 40 cards (40 shareholders), equivalent: 28,275,411 votes;
- Number of counted voting cards: 40 cards (40 shareholders), equivalent: 28,275,411 shares, accounting for 100% of total voting rights present at the Meeting.

PHAN VU INVESTMENT CORPORATION

- Results of voting for approval the documents of the Meeting:
 - a. Approved the report on production and business results in 2017 and production and business direction in 2018 of the General Director:
Voting results:
 - Approve: 100%
 - Disapprove: 0%
 - Abstain: 0%
 - b. Approved the performance report of the BOD in 2017:
Voting results:
 - Approve: 100%
 - Disapprove: 0%
 - Abstain: 0%
 - c. Approved the Report of the SB in 2017:
Voting results:
 - Approve: 100%
 - Disapprove: 0%
 - Abstain: 0%
 - d. Approved the Statement of Financial Statements for fiscal year 2017 audited by Ernst & Young Vietnam Limited:
Voting results:
 - Approve: 99.95%
 - Disapprove: 0%
 - Abstain: 0.05%
 - e. Approved the proposal to distribute profits from business results in 2017:
Voting results:
 - Approve: 100%
 - Disapprove: 0%
 - Abstain: 0%
 - f. Approved the presentation of business directions in 2018:
Voting results:
 - Approve: 100%
 - Disapprove: 0%
 - Abstain: 0%
 - g. Approved the Statement of Remuneration and Operating Budget of the BOD and the SB in 2017 and the budget for operation in 2018:
Voting results:
 - Approve: 100%
 - Disapprove: 0%
 - Abstain: 0%
 - h. Approved the Statement on the authorization of the BOD to select the auditor for fiscal year 2018:
Voting results:
 - Approve: 99.95%

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- *Disapprove: 0%*
- *Abstain: 0.05%*

i. Approved the Company's Charter amendment in accordance with the current business law:

Voting results:

- *Approve: 100%*
- *Disapprove: 0%*
- *Abstain: 0%*

j. Approved the Statement on increasing charter capital of the company:

Voting results:

- *Approve: 99.95%*
- *Disapprove: 0%*
- *Abstain: 0.05%*

2. Results of election of the Board of Directors and the Supervisory Boards for the term of 2018 - 2023:

The Meeting conducted the election with the following results:

a. Results of the election of the Board of Directors for the term of 2018 - 2023:

No.	Full name	Total votes	Ratio vote	Result
1	Phan Khac Long	28,464,429	100.67 %	Elected
2	Vu Thi Hien	28,243,908	99.89 %	Elected
3	Akira Kurose	28,243,908	99.89 %	Elected
4	Yoshihito Yamamoto	28,243,908	99.89 %	Elected
5	Nguyen Duc Dung	28,243,908	99.89 %	Elected
6	Đoan Hung Dung	28,243,908	99.89 %	Elected
7	Nguyen Thanh Tung	28,243,908	99.89 %	Elected

b. Results of the election of the Supervisory Board for the term of 2018-2023:

No.	Full name	Total votes	Ratio vote	Result
1	Nguyen Quang Trung	28,243,908	99.89 %	Elected
2	Yoshihiro Nakashita	28,243,908	99.89%	Elected
3	Nguyen To Ha	28,338,417	100.22%	Elected

IV. END OF THE MEETING

This minutes is recorded by the Secretariat of the Meeting with honest and all of content of the Meeting and passed by the Meeting.

The general meeting of shareholders of Phan Vu Investment Corporation voted in favor of Minutes and draft resolutions of the General Meeting of Shareholders, reaching the unanimous 100%.

The 2018 Annual General Meeting of Shareholders of Phan Vu Investment Corporation ended at 17:00 the same day following the closing statement of the Chairman.

The minutes of the Meeting consist of 06 pages, made in 02 copies with the same legal value. The documents attached to this minutes of the General Meeting of Shareholders are legally valid and integral part of this minutes.

HEAD OF SECRETARIAT



NGUYEN MINH CHANH

ON BEHALF OF THE GENERAL
MEETING OF SHAREHOLDERS

CHAIRMAN



PHAN KHAC LONG

Recipients:

- Website of Phan Vu Investment Corporation;
- Save in Admin and the secretary of the Board.

Attached documents:

- Official documents of the Annual General Meeting of Shareholders in 2018;
- Report on shareholder's eligibility to attend the meeting.

