

**MINUTES OF
THE 2019 ANNUAL GENERAL MEETING OF SHAREHOLDERS**

Company Name: Construction Investment Corporation 3-2 (stock code: C32).

Head Office's Address: No. 45A Nguyen Van Tiet Street, Lai Thieu Ward, Thuan An Town, Binh Duong Province.

Business registration certificate: No. 3700146225 issued by the Department of Planning and Investment of Binh Duong Province for the first time on December 24th, 2008 and the 10th change on August 08th, 2018.

Time and venue for meeting: At 8.20am on April 23rd, 2019 at the Head Office of Construction Investment Corporation 3-2, No. 45A, Nguyen Van Tiet Street, Lai Thieu Ward, Thuan An Town, Binh Duong Province.

The 2019 Annual General Meeting of Shareholders (AGM) of Construction Investment Corporation 3-2 was carried out according to the convening of the Board of Directors (BOD) with the following specific contents:

I. Check and announce the percentage of shareholders/shareholders' representatives attending the meeting:

➤ Mr. Van Hoang Tung - Head of Shareholder Registration Subcommittee read the Report on shareholder registration results.

At the time before opening the Meeting, there were 45 shareholders and authorized representatives attending the Meeting, owning 12,166,740/15,030,145 shares, representing 80.95% of common shares with the right to attend the meeting.

The number of shareholders and authorized representatives attending the meeting mentioned above is eligible to hold the meeting according to the provisions of the Enterprise Law and the Company's Charter.

II. Introduce the participants, members of the Meeting's Presidency and open the meeting, send the Secretariat:

➤ Mr. Nguyen Xuan Hieu - Chief Accountant of the company - MC introducing the participants in the meeting and members of the Meeting's Presidency.

1. Participants in the meeting:

(1) Mr. Vo Van Lanh - Chairman of the BOD and CEO - Head of Development Policy Subcommittee

(2) Mr. Tran Van Binh - Member of the BOD cum Deputy CEO - Member of Development Policy Subcommittee

(3) Ms. Le Thi Quyet - Independent member of the BOD - Head of Internal Audit Subcommittee

(4) Mr. Thuong Van Huyen - Non-executive member of the BOD - Member of Internal Audit Subcommittee.

(5) All shareholders/shareholders' representatives attending the meeting:

On the guest side:

- Mr. Ngo Minh Quy - Representative of AASC Auditing Firm Company Limited.

2. Composition of the Meeting's Presidency convened by the BOD includes:

- Mr. Vo Van Lanh - Chairman of the BOD and CEO - Chairman of the meeting.

- Mr. Tran Van Binh - Member of the BOD cum Deputy CEO

- Ms. Le Thi Quyet - Independent member of the BOD - Head of Internal Audit Subcommittee

➤ Mr. Vo Van Lanh - Chairman of the BOD announced the opening of the Meeting and sent the Meeting's Secretariat as follows:

3. The Meeting's Secretariat consists of:

- Mr. Lu Minh Quan - Person in charge of CG - Head

- Mr. Pham Dai Nghia - Sales Department - Member

- Ms. Nguyen Ngoc Loi - Construction Stone Enterprise - Member

III. The General Meeting of Shareholders elected the Vote Counting Committee:

➤ Mr. Vo Van Lanh - Chairman of the meeting asked the General Meeting to elect the vote counting committee according to the number and composition proposed by the chairman and shareholders as follows:

1. Mr. Van Hoang Tung - Concrete Culvert Enterprise - Head

2. Mr. Do Viet Cuong - Deputy Head of Finance - Member

3. Ms. Do Thi Ngoc Huyen - Finance Department - Member

4. Mr. Phan Huy Thuan - Deputy Head of Sales - Member

5. Mr. Do Duc Hoang - Human Resources Department - Member

6. Ms. Vo Thi Mai Huyen - Human Resources Department - Member

7. Mr. Bui Le Minh - Construction Stone Enterprise - Member

8. Mr. Tran Trung Hieu - Construction Stone Enterprise - Member

The General Meeting unanimously approved the number and composition of the above vote counting committee at the rate of 100% in the form of holding votes and no other comments.

IV. Approve the agenda and working regulations of the General Meeting:

➤ Mr. Vo Van Lanh - Chairman of the General Meeting of Shareholders presented the meeting agenda of the General Meeting of Shareholders including the following contents:

1. 2018 audited financial statements

2. Report on Corporate Governance in 2018

3. Report on the activities of the BOD in 2018 and orientations and plan for 2019

4. Report on the activities of the Board of Directors for the 2014-2019 term and strategic direction of the company for the 2019-2024 term

5. Report on the activities of the Internal Audit Subcommittee in 2018

6. Profit distribution plan and dividend payment ratio in 2018 and Profit distribution plan and dividend payment ratio for 2019

7. Plan for remuneration to the Board of Directors and members of Sub-committees under the Board of Directors and the person in charge of corporate governance in 2019

8. Supplement new business lines

9. Amend and supplement the Xth company's charter due to supplementing business lines and changing the governance and control organization structure due to supplementing subsidiaries

10. Policy on the title of Chairman of the BOD cum CEO of the company in 2019

11. Select an independent auditing company to review and audit the 2019 financial statements

12. The General Meeting discussed, the Chairman answered and voted to approve the reports and proposals

13. Approve the Election Regulations

14. Introduce candidates to vote for members of the BOD

15. Approval of the list of self-nominated and nominated members of the BOD for the 2019-2024 term

16. Shareholders voted

17. Announce the vote counting results for the contents in the vote and the results of election of members of the BOD for the 2019-2024 term

18. Members of the BOD of the new term launched the General Meeting

19. Approve the Minutes of the General Meeting of Shareholders

20. Close the meeting.

➤ Mr. Nguyen Xuan Hieu presented the working regulations of the General Meeting.

❖ The General Meeting unanimously approved the contents of the meeting agenda and the Working Regulations of the General Meeting at the rate of 100% in the form of holding votes and no other comments.

V. Discuss issues in the Meeting Agenda as follows:

➤ Mr. Hieu - Chief accountant of the company presented:

1. 2018 audited financial statements (read auditor's opinion summary).

➤ Mr. Binh on behalf of the BOD presented a summary of the reports as follows:

2. Report on corporate governance in 2018.

3. Report on the activities of the BOD in 2018 and orientations and plan for 2019.

4. Report on the activities of the Board of Directors for the 2014-2019 term and strategic direction of the company for the 2019-2024 term.

➤ Ms. Le Thi Quyet - Independent Member of the BOD - Head of Internal Audit Subcommittee presented:

5. Report on the activities of the Internal Audit Subcommittee in 2018.

➤ Mr. Tran Van Binh on behalf of the BOD presented the contents of the proposal as follows:

6. Profit distribution plan and dividend payment ratio in 2018 and Profit distribution plan and dividend payment ratio for 2019.

7. Plan for remuneration to the Board of Directors and members of Sub-committees under the Board of Directors and the person in charge of corporate governance in 2019.

8. Supplement new business lines.

9. Amend and supplement the Xth company's charter due to supplementing business lines and changing the governance and control organization structure due to supplementing subsidiaries.

10. Policy on the title of Chairman of the BOD cum CEO of the company in 2019.

11. Select an independent auditing company to review and audit the 2019 financial statements.

❖ **The General Meeting discussed, the Chairman answered and voted to approve the contents presented:**

After the members of the Meeting's Presidency presented the contents in the meeting agenda, the Chairman of the Meeting controlled the meeting to discuss issues that shareholders were interested in.

❖ **Comments by shareholders:**

➤ Mr. Peter, shareholder code 1,660, representing group of foreign shareholders owning 24% of C32 shares.

Last year, there were some issues that were not transparent. According to Mr. Van - an independent member of the BOD, there were 5 members in the BOD but only he was independent, the other 4 had certain contacts with Mr. Lanh so Mr. Van's comments were not considered by the BOD. There were a number of issues that might cause loss of the Company's investment capital such as authorizing some outside individuals to hold the ownership of the Company's assets. C32 purchased shares of Thu Duc - Long An Centrifugal Concrete Joint Stock Company (TDLA) through Mr. Tran Huu Nghia and advanced to Mr. Nghia of VND 30 billion to purchase shares of other shareholders but TDLA company did not confirm the shares that had to make provision of VND 15 billion and currently, the Company has advanced to employees to purchase real estate projects...

For C32's investment results, according to Mr. Van, these members of the BOD were related to Mr. Lanh as Hoa An Stone Company in which the participant of the BOD is the daughter of Mr. Lanh and the owners of shares, representatives as members of the BOD of MDG were related to Mr. Lanh...

This year, we nominate Mr. Nghia to join the BOD to make some financial comments of the Company. In the immediate future, we propose to change AASC Auditing Firm Co., Ltd. because it audited for 4 consecutive years; and increase cash dividend payment ratio in 2018 and 2019 to 40% instead of 24% as proposed by the BOD.

In 2018, after Mr. Van joined the BOD of C32, it was suggested that the BOD arranged him to be the Head of Internal Audit Subcommittee, but why the BOD arranged him to be the Head of Human Resources Subcommittee, with such salary and bonus and legal status. This year, suggest the Board of Directors to arrange Mr. Van to be in charge of the Internal Audit Subcommittee under the Board of Directors and suggest the members of the BOD in the new term to consider more carefully investments to help the company better. In the immediate future, in 2019, suggest abandoning the financial investment and project investment plan to rearrange the old investments better then consider investing in the following years. Investments of VND 10 billion or more must be submitted to the Board of Directors for approval.

➤ Shareholder Tran Ky Anh, shareholder code 1361:

In the Annual Report of the Company, the revenue of segments was not detailed; for example, the construction stone revenue in 2018 accounted for 46%/VND 722 billion, equivalent to about VND 332 billion but in the annual report, it was lower than 2017 of VND 272 billion so why called it lower? Suggest the Company to detail each segment's revenue in 2019 for shareholders to understand.

Regarding gross profit in 2017 of concrete culvert segment of 22%, to mid-2018, Thanh Phuoc concrete workshop was put into operation and Thuan Giao concrete workshop was closed, so asset depreciation expense was large and gross profit margin of culvert was only 14%.... suggest the Company to detail segments' gross profit in 2017.

Regarding selling expenses in 2018, it increased 63% due to Outside purchasing services cost, why did it increase strongly? How the transaction contract with Mr. Nghia has been resolved? why the auditor made a provision of VND 15 billion which was a very large number compared to negligible profits in the year.

Regarding construction segment, what was the transition value from 2018 to 2019 while the planned revenue was VND 220 billion, the first quarter of 2019 has signed the contracts with how much value and what was the transition value from 2017 to 2018 to compare. In 2018, the planned revenue was VND 200 billion but in the first 6 months of 2018, no contract was signed, the whole year revenue was only VND 115 billion.

Regarding construction stone segment, the exploitation term expires until December 31st, 2019; can the Company apply for an extension? The exploitation reserve of the newly issued license was 1.5 million m³ but the exploitation capacity was only 760,000 m³/year so in 2019 it is impossible to fully exploit the licensed reserve, how is the Company's reserve direction to maintain production for 2020?

➤ Representative of shareholder Ly Thi Thu Van, shareholder code 9:

I appreciate the striving effort of the Board of Directors, Board of Management and managers and staff of the Company in 2018. However, the plan for 2020 is not in line with the potentials, capabilities and development levels of the Company while in 2019 the Company has launched many investment plans such as Tan Uyen residential area and Nguyen Van Tiet residential area, vibration culvert project and leasing workshop in Thuan Giao ... but the profit plan from 2021 onwards is reduced by 50%. If the above plans are implemented in 2019, the profit of the following years must be very high.

Regarding Tan Dong Hiep quarry project, I know that by the end of 2019, the quarry will be closed, it is impossible to apply for an extension. However, this area has one thing that the Company does not mention is that the processing area can be converted its use purpose into commercial, service and residential areas... which will bring profits for 2021 onwards, not to mention financial investments in companies in the same industry...

Regarding dividend payment ratio in 2020, it reduces from 24% to 20% while profit increases from VND 108 billion in 2019 to VND 130 billion in 2020, which is unreasonable. If the dividend payment ratio is not increased, it must be equal to that of the previous years, and from 2021 onwards, the dividend payment ratio of 15%/year is acceptable. Secondly, revenue in this period decreased by 13.5% but profit decreased by 50% while remuneration to the BOD increased although it decreased from 2%/profit after tax to 1.64% in 2018, equivalent to VND 1.5 billion, 2019 continues to decrease to 1.5%/profit after tax of VND 108 billion, equivalent to VND 1.6 billion, profit after tax in 2020 is VND 130 billion multiplied by 1.5%, equivalent to VND 1.95 billion.

Regarding capital use, the Company currently has bonus fund, development investment fund and undistributed profit, the Company's equity is over VND 300 billion ... while total of short-term and long-term investments is VND 225 billion corresponding to short-term and long-term loans, so all loans are invested for long-term. Regarding short-term revenue of VND 210 billion, the payable to customers is VND 140 billion; the difference is about VND 70 billion. Suggest the BOD and Internal Audit Subcommittee to note it.

➤ Shareholder with shareholder code 1638 (Dung):

Regarding the plan of 106 hectares of construction stone quarry in Dong Phu - Binh Phuoc, please indicate the company's advantages when auctioning this quarry and this quarry's effectiveness compared to that of Tan Dong Hiep quarry.

Has Thanh Phuoc concrete workshop project, phase 2 been operated and how far has it been implemented?

Regarding Dong Phu - Binh Duong Road BOT Project, which the Company contributed capital, this is a new field of the Company, what solution does the company have to ensure success? Does the company directly implement or joint venture with other businesses to implement?

➤ Shareholder Nguyen Khanh Tuan, shareholder code 03.

How much Mien Dong Joint Stock Company (MDG) shares does the Company currently own?

Regarding TDLA Company, after completing the transfer procedure, how much TDLA shares does the Company own?

❖ **Chairman's answers:**

Regarding the Company's assets, until now, there has not been any loss. The Company works under the principle of clarity, transparency, publicity, democracy and legality. If necessary, independent members of the BOD may request the Company to provide records, vouchers and check them at any time. The Company stipulates that direct investments are managed by the Construction Investment Department, while indirect investments are managed by the Sales Department. The Board of Directors authorized the General Director, so the General Director

directed the departments to implement according to regulations. MDG shares held by the State redeemed in large numbers cannot be transferred to the Company due to difficulties in the public offer procedure. Employees of departments performed transactions under strict supervision and high sense of responsibility of the Board of Management, so there has not been any loss from these transactions. Regarding personal loans of VND 36 billion, mainly for purchasing land in Tan My - Tan Uyen and Tam Lap - Phu Giao areas, financial investments have been fully discharged in the first quarter of 2019.

Regarding provisioning of 50% of total value of prepaid amount to implement economic transaction between Mr. Tran Huu Nghia and the Company, since TDLA Company has not yet confirmed the transfer of share ownership between foreign shareholder and Mr. Nghia and Mr. Nghia was suing TDLA Company so the transfer process between Mr. Nghia and the Company was delayed. If the transfer and cancellation of the AGM's results are completed according to the decision of the Court, the Company's ownership ratio at TDLA is 42% instead of 37%.

The fact that the company's employees purchased real estate projects is due to difficulties in legal procedures. If the company purchases, transfer from individual to organization is only possible if there is a policy of the provincial People's Committee and there is a project. The Company is also carrying out procedures to transfer 6 hectares of land in Tan My - Tan Uyen area to the Company, change the purpose of afforestation land and after 2020, change to non-production land. The Land Law and the roadmap are like that, I expect shareholders to sympathize, rather the company is not transparent. As for the change of independent auditing company, this was decided by the General Meeting of Shareholders.

Firstly, the arrangement of Mr. Van - an independent member of the BOD as Head of Human Resources Subcommittee with such salary, bonus and legal status is consistent with the provisions of Decree 71. Secondly, Mr. Van's record in terms of expertise is not auditing, so the BOD wants Mr. Van to be in charge of human resources, activities and regimes of the Company and to understand the rules and regulations of the Company to master them so that later he can be in charge of any position, auditing must also be based on the rules and regulations of the Company to see if he is appropriate, if he does not master the rules and regulations of the Company, how does he control? During the new term 2019-2024 of the Board of Directors, Mr. Van and Mr. Nghia are independent members of the BOD; of course they must be in charge of the Internal Audit Subcommittee and the Human Resources Subcommittee with such salary, bonus and legal status according to regulations.

Regarding the comment of foreign shareholder proposing to pay dividends in 2018, in 2019 of 40%, it is too high, in 2018, big companies in the same industry with C32 did not share any dividends, the Company tried to pay 24% that was higher than the bank interest rate, the remaining profit must be used for development investment for the benefit of Investors and the Company, this is the investment period. Dividends from 2020 onwards are decided by shareholders, the Company only provides orientation.

Regarding the proposal to abandon financial investment and project investment in 2019. The financial investment plan is to transfer shares to the Company. Investments have been made in BOT projects while shareholders request to abandon investments, it is impossible. This is a long-term and sustainable revenue source of the Company later. If the Company wants to

develop, the Company must invest to break through, but improper investment is unlikely to develop. If the Company wants to exploit quarries, the Company must compensate; If not investing, it is impossible to exploit quarries. As for Nguyen Van Tiet residential area project, it was sold to get money to do other projects, not sold to get money out for what. For issues of investment, dividends, ask the General Meeting to vote.

Regarding the construction industry, revenue was high but profit was only 5-7% which must also be maintained to keep forces and maintain the brand to wait for opportunities. It is the same for the leading construction companies in the country. The revenue and profit portion of the Company were presented in the financial statements, the profit margins of the industries have frames, and the Company is also in that frame. For details, please contact the accounting department for support.

The company's profit is mainly from quarries. Costs increase due to deep exploitation, other increasing costs such as fuel, electricity, wages, social insurance, transportation ..., real estate projects have stopped, public capital cannot be deployed, quarries that compete with each other lead to lower selling prices ... So when stone is exhausted, the profit decreases and after 2019, the Company will cooperate with MDG to exploit and process 40 ha quarries in Tan My and Binh Phuoc quarry... During this period, the Company still has 60 lots in Nguyen Van Tiet residential area with the cost of about VND 6 million/m², the market selling price is about VND 30 million/m², the planning has been adjusted and submitted to the Department of Construction, when there is a new project and it is in need of money, the Company sells this project, not in a hurry.

Regarding construction in 2018, all the projects have been handed over, so there is no revenue in the first quarter of 2019, the second quarter of 2019 has revenue, and the construction cycle is like that.

Regarding renovation, mine door closure, exploitation will be stopped in 2019, the Company and other companies are entering into contracts to renovate and close mine door to reserve for production in 2020, then hand over to the State for re-auction. The Company's processing yard area still has about 6 hectares; the Company will coordinate with the companies in the mining cluster to work on the project...

Selling expenses increase due to competition, increased transportation costs. Currently, rotary culverts are not available for sale. The land was previously purchased for VND 1 million, now increased to VND 3 million/m². Invisible values are very high. The Company is a manufacturing company so it needs to invest.

Receivable debts in the first quarter of 2019 decrease, all were collected, only steel has overdue debt of more than VND 45 billion but this is a big customer.

Response to shareholder with shareholder code 1638 (Ms. Dung):

Binh Phuoc Rubber Company is a Party Company, currently managing about 5,000 hectares of rubber, of which 100 hectares are in the quarry planning approved to explore by Binh Phuoc Provincial People's Committee, not auctioned and transferred to Tien Phuoc Company, C32 holds 80%...On this quarry area, a BOT road project passes through, this BOT project was advocated 10 years ago. This road connects from National Highway 14 to Binh Duong, toward Thu Bien Bridge. The Company is currently contributing 15%, if there is an opportunity, the

Company will increase contribution level. When participating in this project, it will solve the Construction. Binh Phuoc Rubber Company has 10km located on this road to construct residential area, industrial zone later, at that time, the Company has many cooperation contracts to implement... This road connects the North from Gia Lai and Kon Tum to here, shortening the transport of goods to the port, so it is convenient for fee collection, the bank also facilitates the Company...

The Company affiliated with MDG has assigned C32 to construct a package of 148 units in Giang Dien area with a total value of VND 130 billion being implemented and other projects. Profits depend on the industry; it is difficult to take profit out of stone for comparison...

Regarding MDG, the Company currently owns 33.76%, C32 Chairman owns 9%, and C32 Trade Union owns 5.81%...

VI. Vote to approve the presented contents:

The Chairman proposed the General Meeting to vote to approve the presented contents.

The General Meeting conducted voting, shareholders put their vote into the ballot box. The vote counting committee conducted the vote counting.

VII. Elect members of the BOD for the 2019-2024 term:

➤ Chairman invited Mr. Van Hoang Tung - Head of Vote Counting Committee to disseminate the Regulation on election of members of the BOD.

➤ Chairman: Reported the list of self-nominated and nominated members of shareholders to send to the Company and control the General Meeting to self-nominate, nominate candidates to elect members of the BOD for the 2019-2024 term as follows:

Up to now, the Company has received the list of candidates nominated to elect members of the BOD for the 2019-2024 term introduced by shareholders and group of shareholders as follows:

Please read full name, year of birth, native place and qualification. Regarding the working process, current position in C32 and other businesses, related benefits, nominating shareholder/group of shareholders..., shareholders should see details in the General Meeting documents.

(1) Mr. Trinh Tien Bay - Year of birth: 1972

- Native Place: Nam Dinh

- Qualification: Master of Business Administration, Engineer, Hydraulic Mechanical Engineering

(2) Mr. Tran Van Binh - Year of birth: 1965

- Native Place: Di An - Binh Duong

- Qualification: Bachelor of Economics

(3) Mr. Vo Van Lanh - Year of birth 1963

- Native Place: Ben Cat - Binh Duong

- Qualification: Bachelor of finance in basic construction, Bridge and road construction engineer.

(4) Mr. Nguyen Huu Nghia - Year of birth 1990

- Native Place: Thua Thien Hue

- Qualification: Bachelor.

(5) Mr. Nguyen Le Van - Year of birth 1983

- Native Place: Khanh Hoa
- Qualification: Bachelor of Economics

Mr. Lanh requested shareholders or groups of shareholders present at the meeting, having enough conditions as prescribed to nominate candidates or self-nominate to elect members of the BOD for the 2019-2024 term.

➤ Shareholders at the General Meeting did not self-nominate and nominate any other candidates.

➤ The General Meeting unanimously approved the Election Regulation at the rate of 100% in the form of holding votes and no other comments.

➤ The General Meeting unanimously approved the list of candidates for the BOD for the 2019-2024 term nominated by shareholders/groups of shareholders at the rate of 100% in the form of holding votes and no other comments.

➤ The Chairman invited the Vote Counting Committee to issue votes and shareholders voted. Shareholders put their vote in the ballot box. The Vote Counting Committee conducted the vote counting and the General Meeting took a break.

After the end of the break, the General Meeting continued to work.

VIII. Count votes, announce the results of vote counting and the decision of the 2019 Annual General Meeting of Shareholders:

➤ Mr. Van Hoang Tung - Head of Vote Counting Committee announced the results of the contents in the vote as follows:

At 11h25 on April 23rd, 2019, the number of shareholders voting at the general meeting was 45 shareholders, representing 12,166,740 shares, accounting for 80.95% of charter capital.

- Total number of votes issued: 45 votes, representing 12,166,740 shares, accounting for 100%
- Total number of votes collected: 41 votes, representing 12,159,852 shares, accounting for 99.94%
- Valid votes: 41 votes, accounting for 99.94%
- Invalid votes: 0 vote, accounting for 0%

Contents approved by the General Meeting of Shareholders are as follows:

Content 1: 2018 financial statements (FS) of the Company audited by AASC Auditing Firm Co., Ltd.

Voting results:

- + Number of approval votes accounts for: 94.77%.
- + Number of disapproval votes accounts for: 0.01%.
- + Number of votes with no comments accounts for: 5.16%.

Content 2: Report on Corporate Governance in 2018.

Voting results:

- + Number of approval votes accounts for: 99.94%.
- + Number of disapproval votes accounts for: 0%.
- + Number of votes with no comments accounts for: 0%.

Content 3: Report on the activities of the BOD in 2018 and orientations and plan for 2019 with the following key indicators:

1. Business results of the Company in 2018:

No.	Indicator	Unit	Plan	Implementation	Ratio (Implementation /Plan)
I. Financial indicators					
1	Charter capital	Bil. VND	136.64	150.30	110%
2	Revenue from business operations	Bil. VND	680	722.33	106%
3	Profit before tax	Bil. VND	144	115.14	80%
4	CIT	Bil. VND	29	22.69	78%
5	Profit after tax	Bil. VND	115	92.45	80%
6	Basic earnings per share	VND/share	8,416	6,151	73%
7	Dividend payment ratio	%/CC	24%	24%	100%
II. Total investment:		Bil. VND	102.91	36.62	36%
1	Capital construction investment	Bil. VND	22.91	10.34	45%
2	Investment in machinery and equipment	Bil. VND	43.50	20.99	48%
3	Financial investment	Bil. VND	36.5	5.29	14%
III. Income and training indicators:					
1	Average income	Mil./person/month	11.33	12.3	109%
2	Training course	Course	18	22	122%
3	Training costs	Mil. VND	136	169.02	124%

2. Production and business plan for 2019:

No.	Indicator	Unit	Implementation 2018	PLAN 2019	% +/- compared to implementation 2018
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1. Financial indicators					
1	Charter capital	Bil. VND	150.30	150.30	100%
2	Revenue from business operations	Bil. VND	722.33	875	121%
3	Profit before tax	Bil. VND	115.14	135	117%
4	CIT	Bil. VND	22.69	27	119%
5	Profit after tax	Bil. VND	92.45	108	117%
6	Basic earnings per share	VND/share	6,151	7,186	117%
7	Dividend payment ratio	%/CC	24%	24%	83%
II. Total investment:		Bil. VND	36.620	193.01	527%
1	Capital construction investment	Bil. VND	10.34	19.80	192%
2	Investment in machinery and equipment	Bil. VND	20.99	62.26	297%
3	Financial investment	Bil. VND	5.29	33.75	638%
4	Project investment	Bil. VND	0	77.20	-
III. Income and training indicators:					
1	Average income	Mil./person/month	12.3	13.7	111%
2	Training course	Course	22	21	95%
3	Training costs	Mil. VND	169.02	126	75%

Voting results:

- + Number of approval votes accounts for: 95.61%.
- + Number of disapproval votes accounts for: 0%.
- + Number of votes with no comments accounts for: 4.31%.

Content 4: Report on BOD's activities in the 2014-2019 term and strategic directions for the 2019-2024 term with some key indicators as follows:

1. Business results of the Company in the 2014-2019 term:

Unit: Million dong

Indicator	Implementation	Implementation	Implementation	Implementation	Implementation
	2014	2015	2016	2017	2018
Revenue	453,660	557,407	520,269	559,746	722,333
Profit before tax	89,915	127,459	116,539	114,675	115,144
Profit after tax	67,860	101,287	93,326	91,653	92,446

2. Financial objectives of the Company for the 2019-2023 period:

Unit: Million dong

Indicator	Plan 2019	Plan 2020	Plan 2021	Plan 2022	Plan 2023
Revenue	875,000	850,000	735,000	795,000	950,000
Profit before tax	135,000	162,000	83,000	69,000	77,000
Profit after tax	108,000	130,000	66,000	55,000	62,000
Total investment	193,000	88,000	100,000	98,000	10,000
Charter capital	150,301	150,301	150,301	150,301	150,301
Basic earnings per share (VND)	7,186	8,650	4,390	3,660	4,130
Annual dividend payment ratio	24%	20%	15%	15%	15%

Voting results:

- + Number of approval votes accounts for: 90.03%.
- + Number of disapproval votes accounts for: 0.67%.
- + Number of votes with no comments accounts for: 9.24%.

Content 5: Report on the activities of the Internal Audit Subcommittee in 2018:

Voting results:

- + Number of approval votes accounts for: 95.71%.
- + Number of disapproval votes accounts for: 0%.
- + Number of votes with no comments accounts for: 4.23%.

Content 6: Profit distribution plan and dividend payment ratio in 2018; Profit distribution plan and dividend payment ratio for 2019 as follows:

1. Profit distribution plan and dividend payment ratio in 2018:

a. Profit distribution plan:

Unit: VND

No.	Indicator	Proportion	Amount
1	Profit after tax		92,446,286,949

2	Appropriation of funds	34 %/ PAT	31,431,737,563
-	<i>Development Investment Fund</i>	<i>27%/PAT</i>	<i>24,960,497,476</i>
-	<i>Bonus and welfare fund</i>	<i>5%/PAT</i>	<i>4,622,314,347</i>
-	<i>Bonus fund of the Executive Management Board</i>	<i>2%/PAT</i>	<i>1,848,925,739</i>
3	Payment of dividends in cash	24%/CC	36,072,348,000
4	Remaining undistributed after-tax profit		24,942,201,386
5	Undistributed after-tax profit accumulated until the end of the previous year		134,617,031,950
6	Total undistributed after-tax profit		159,559,233,336

b. Dividend payment ratio in 2018:

The 2018 Annual General Meeting of Shareholders approved the cash dividend payment ratio in 2018 of 24%/charter capital. The BOD advanced dividends in the first installment in 2018 on November 29th, 2018. Implementation percentage is: 12%/share (1 share will receive VND 1,200).

The 2019 Annual General Meeting of Shareholders approved the remaining dividend payment ratio in 2018 of 12%/charter capital and authorized the Board of Directors to decide the time of payment according to the financial situation of the Company within 6 months from the closing date of the 2019 Annual General Meeting of Shareholders.

2. Profit distribution plan and dividend payment ratio for 2019:

a. Profit distribution plan:

Unit: VND

No.	Indicator	Proportion	Amount
1	Revenue from business operations		875,000,000,000
2	Profit before tax		135,000,000,000
3	CIT		27,000,000,000
4	Profit after tax		108,000,000,000
5	Appropriation of funds	34%/PAT	36,720,000,000
-	<i>Development Investment Fund</i>	<i>27%/PAT</i>	<i>29,160,000,000</i>
-	<i>Bonus and welfare fund</i>	<i>5%/PAT</i>	<i>5,400,000,000</i>
-	<i>Bonus fund of the Executive Management Board</i>	<i>2%/PAT</i>	<i>2,160,000,000</i>
6	Dividend payment ratio	24%/CC	36,072,348,000
7	Remaining undistributed profit		35,207,652,000

b. Dividend payment ratio for 2019:

The 2019 Annual General Meeting of Shareholders approved the ratio of cash dividend payment in 2019 of 24%/charter capital and authorized the Board of Directors to decide the first time of dividend advance payment in 2019 up to 12%.

Voting results:

- + Number of approval votes accounts for: 61.07%.
- + Number of disapproval votes accounts for: 5.25%.
- + Number of votes with no comments accounts for: 33.63%.

Content 7: Report on remuneration to the Board of Directors, Supervisory Board, members of Sub-committees under the Board of Directors and the person in charge of corporate governance in 2018 and the plan for remuneration to the Board of Directors and members of Sub-committees under the Board of Directors and the person in charge of corporate governance in 2019 as follows:

a. Report on remuneration to the Board of Directors, Supervisory Board, members of Sub-committees under the Board of Directors and the person in charge of corporate governance in 2018:

The 2018 Annual General Meeting of Shareholders approved the remuneration to the Board of Directors, Supervisory Board, members of Sub-committees under the Board of Directors and the person in charge of corporate governance in 2018 of 2%/after-tax profit. However, since April 2018, the governance structure was changed from the Supervisory Board model to the Internal Audit Sub-committee model under the Board of Directors and to save costs in order to reduce actual costs and increase competitiveness, the Board of Directors proactively reduced the remuneration level to the Board of Directors, Supervisory Board, members of Sub-committees under the Board of Directors and the person in charge of corporate governance in 2018 to 1.64%/profit after tax, instead of 2%/profit after tax as in the 2018 Plan. The total remaining remuneration of the Board of Directors, Supervisory Board, members of Sub-committees under the Board of Directors and the Person in charge of CG in 2018 was: VND 1,516,120,000.

b. Plan for remuneration to the Board of Directors and members of Sub-committees under the Board of Directors and the person in charge of corporate governance in 2019 as follows:

The Annual General Meeting of Shareholders approved the remuneration to the Board of Directors and members of Sub-committees under the Board of Directors and the person in charge of corporate governance in 2019 of 1.5%/profit after tax in 2019.

Voting results:

- + Number of approval votes accounts for: 95.68%.
- + Number of disapproval votes accounts for: 0%.
- + Number of votes with no comments accounts for: 4.27%.

Content 8: Supplementing business lines:

- *Management consultancy activities*, details: Provide advice, guidance and executive assistance to businesses and other organizations in management issues, such as setting operational strategies and plans, human resource policies, implementation and planning; production schedule and monitoring plan. The provision of this business service may include advice, guidance or operational assistance to businesses (line code 7020);

- *Tests and technical analysis*, details: Physical and chemical tests and other analyzes of all materials and products, including: Testing sound and vibration; Testing composition and purity of minerals...; Testing physical composition and performance of materials, such as strength, durability, thickness, radiation capacity ...; Testing welding techniques and welds; Error analysis (line code 7120).

Voting results:

- + Number of approval votes accounts for: 99.93%.
- + Number of disapproval votes accounts for: 0%.
- + Number of votes with no comments accounts for: 0.02%.

Content 9: Amending and supplementing the Xth company's charter due to supplementing business lines and changing the governance and control organization structure due to supplementing subsidiaries.

Voting results:

- + Number of approval votes accounts for: 99.91%.
- + Number of disapproval votes accounts for: 0%.
- + Number of votes with no comments accounts for: 0.03%.

Content 10: Approving the title of Chairman of the Board of Directors cum CEO of the company in 2019.

Voting results:

- + Number of approval votes accounts for: 99.64%.
- + Number of disapproval votes accounts for: 0.09%.
- + Number of votes with no comments accounts for: 0.21%.

Content 11: The General Meeting of Shareholders authorized the Board of Directors to review, evaluate and decide to select the independent auditing company to review the financial statements for the first 6 months of 2019 and audit the 2019 financial statements of the Company in the list of auditing units accepted by the SSC.

Voting results:

- + Number of approval votes accounts for: 60.71%.
- + Number of disapproval votes accounts for: 0.67%.
- + Number of votes with no comments accounts for: 38.56%.

Thus, the General Meeting of Shareholders approved all 11 contents.

IX. Results of election of members of the BOD for the 2019-2024 term:

➤ Mr. Van Hoang Tung - Head of Vote Counting Committee announced the results of election of members of the BOD for the 2019-2024 term as follows:

- Number of votes issued: 45 votes, representing 12,166,740 shares, accounting for 80.95% of charter capital, equivalent to 60,833,700 votes

- Number of votes collected: 42 votes, representing 60,795,505 votes, accounting for 99.94% of attending shares, equivalent to 60,795,505 votes:

+ Valid votes: 41 votes, equivalent to 60,487,384 votes, accounting for 99.43%

+ Invalid votes: 01 vote, equivalent to 6,445 votes, accounting for 0.01% (reason is that code CIC0473 voted more than voting shares)

+ Blank votes: 0 vote.

❖ **List of candidates for the BOD:**

No.	Full name of candidate	Number of votes	Percentage
1	Mr. Trinh Tien Bay	7,740,758	12.73%
2	Mr. Tran Van Binh	12,123,595	19.94%
3	Mr. Vo Van Lanh	21,085,761	34.68%
4	Mr. Nguyen Huu Nghia	10,215,973	16.80%
5	Mr. Nguyen Le Van	9,321,297	15.33%

❖ **Result of election of Board member:**

No.	Full name	Year of birth	Native Place	Qualification
1	Mr. Vo Van Lanh	1963	Binh Duong	Bachelor of finance in basic construction, Bridge and road construction engineer
2	Mr. Tran Van Binh	1965	Binh Duong	Bachelor of Economics
3	Mr. Nguyen Huu Nghia	1990	Thua Thien Hue	Bachelor
4	Mr. Nguyen Le Van	1983	Khanh Hoa	Bachelor of Economics
5	Mr. Trinh Tien Bay	1972	Nam Dinh	Master of Business Administration, Engineer, Hydraulic Mechanical Engineering

The new members of the Board of Directors launched the General Meeting.

VIII. Prepare minutes and close the General Meeting of Shareholders:

➤ On behalf of the Secretariat, Lu Minh Quan presented the minutes and draft Resolution of the 2019 Annual General Meeting of Shareholders.

➤ The Chairman asked the General Meeting for approval of the Meeting's Minutes and Resolution.

❖ The General Meeting unanimously approved the full text of the Minutes and the Resolution of the General Meeting at the rate of 100% in the form of holding votes and no other comments.

The Meeting ended at 11h:30 on the same day, the Chairman and the Secretariat together signed below.

**ON BEHALF OF THE MEETING'S
SECRETARIST
HEAD**

(Signed)
Lu Minh Quan

**ON BEHALF OF THE GENERAL
MEETING OF SHAREHOLDERS
CHAIRMAN**

(Signed and sealed)
Vo Van Lanh