

No.: 01/2018/NQ-DHDCD-VINCOM RETAIL JSC

Ha Noi, February 09, 2018

**RESOLUTION OF THE GENERAL MEETING OF SHAREHOLDERS
VINCOM RETAIL JOINT STOCK COMPANY***(Made by the way of collecting written ballots of shareholders)*

The resolutions of General Meeting of Shareholders of Vincom Retail Joint Stock Company (hereinafter collectively referred to as "These Resolutions" and each Resolution is called "a Resolution") is made in the form of collecting written ballots of shareholders in accordance with the provisions of the Enterprise Law in 2014 and the Charter of Vincom Retail Joint Stock Company.

VINCOM RETAIL JOINT STOCK COMPANY (the "Company")

Head office: No. 7, Bang Lang 1 Road, Vinhomes Riverside Ecological Urban Area, Viet Hung Ward, Long Bien District, Ha Noi, Vietnam.

Business Registration Certificate No.: 0105850244, issued by the Business Registration Office No. 1 - Department of Planning and Investment at Ha Noi City for the first time on April 11, 2012.

Based on the results of counting votes in the Minutes of counting votes made by the Vote Counting Committee of the Company on the date of February 09, 2018, The General Meeting of Shareholders of the Company adopts and issues the following Resolutions:

THE FIRST RESOLUTION**Elect additional members of the Board of Directors**

The General Meeting of Shareholders elects following person as additional members of the Board of Directors of the Company:

1. Mr. Jeffrey David Perlman – Member of the Board of Directors
2. Mr. Phan Thanh Son – Independent Member of the Board of Directors

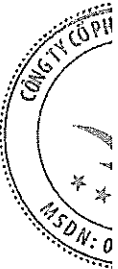
The term of the additional members of the Board of Directors according to the remaining term of the Board of Directors of the Company.

After electing additional members, the Company's Board of Directors including Mr./ Ms. named as follow:

1. Ms. Duong Thi Mai Hoa – Chairwoman of the Board of Directors
2. Ms. Tran Mai Hoa – Member of the Board of Directors
3. Ms. Nguyen Thi Diu – Member of the Board of Directors
4. Ms. Mai Thu Thuy – Member of the Board of Directors
5. Ms. Le Mai Lan – Member of the Board of Directors
6. Mr. Timothy J. Daly – Independent Member of the Board of Directors
7. Mr. Brett Krause – Independent Board Member of the Board of Directors
8. Mr. Jeffrey David Perlman – Member of the Board of Directors
9. Mr. Phan Thanh Son – Independent Member of the Board of Directors

Number of Board members: 09 members

Term of the members of the Board of Directors according to the remaining term of the Company's Board of Directors (2013-2018).



THE SECOND RESOLUTION

Approve the expected remuneration for members of the Board of Directors in 2018

Based on the business plan in 2018, the General Meeting of Shareholders approves the total remuneration paid to the members of the Company's Board of Directors in 2018 at the maximum of 1.200.000.000 VND (*In words: One billion two hundred million Vietnam dong*).

The General Meeting of Shareholders assigns the Chairwoman of the Board to decide the specific remuneration for each member of the Board of Directors in the total remuneration mentioned above and organize the payment of remuneration to the members of the Board of Directors.

This resolution is approved by the shareholders owning 78,51% of the total voting shares of the Company.

IMPLEMENTATION PROVISIONS

1. This Resolution takes effect since the date of signing. The members of the Board of Directors, the Board of Directors and the relevant Departments / Divisions of the Company are responsible for the implementation of this Resolution.
2. This resolution is sent to all shareholders of the Company in accordance with regulations.

Recipient:

- Shareholders;
- Saved office of the Company.

ON BEHALF OF THE GENERAL MEETING OF
SHAREHOLDERS

CHAIRWOMAN OF THE BOARD OF
DIRECTORS



DƯƠNG THỊ MAI HOA

