



**PROPOSAL OF THE BOARD OF DIRECTORS  
AND THE SUPERVISORY BOARD**

**Re: Remuneration for members of the Board of Directors and the Supervisory Board**

**Respectfully submitted to: THE ANNUAL GENERAL MEETING OF SHAREHOLDERS**

- Pursuant to relevant laws and the Charter of Vincom Retail Joint Stock Company (the “*Company*”);
- Pursuant to the Resolution of the General Meeting of Shareholders No. 02/2018/NQ-DHĐCĐ-VINCOM RETAIL JSC dated 07 June 2018.

The Board of Directors (the “**BoD**”) and the Supervisory Board hereby request the Annual General Meeting of Shareholders (“**AGM**”) to approve the 2018 remuneration and the plan for 2019 remuneration for the members of the BoD and the Supervisory Board as follows:

**1. Actual remuneration for 2018:**

- In 2018, the Board consisted of nine (09) members and the Supervisory Board consisted of three (03) members;
- Remuneration for the BoD was VND 6.1 billion – equivalent to 0.25% of the 2018 profit after tax;
- Remuneration for the Supervisory Board was VND 0.8 billion – equivalent to 0.03% of the 2018 profit after tax;

The total remuneration for the BoD and the Supervisory Board complies with the Resolution passed at the 2018 AGM.

**2. Remuneration Plan for 2019:**

Based on the 2019 business plan, the BoD and the Supervisory Board request the AGM’s approval of the 2019 remuneration plan for the BoD and the Supervisory Board as follows (consistent with the proposed remuneration plan in 2018):

- Remuneration for the BoD is limited to a maximum of 0.3% of 2019 profit after tax;
- Remuneration for the Supervisory Board is limited to a maximum of 0.05% of 2019 profit after tax.

The BoD and the Supervisory Board request the AGM’s authorization for the Chairperson of the BoD and the Head of the Supervisory Board to set specific remuneration for the members of the BoD and the Supervisory Board within the limits above.

Respectfully submit to the AGM for consideration and approval.

**ON BEHALF OF  
THE SUPERVISORY BOARD**

(signed)

**DO THI QUYNH TRANG  
HEAD OF THE SUPERVISORY BOARD**

**ON BEHALF OF  
THE BOARD OF DIRECTORS**

(signed)

**THAI THI THANH HAI  
CHAIRWOMAN**

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