

PROPOSAL OF THE BOARD OF DIRECTORS

Re: On the step down of member and election of a new member of the Board of Directors for the term 2018 – 2023

**Respectfully submitted to: THE GENERAL MEETING OF SHAREHOLDERS OF
VINCOM RETAIL JOINT STOCK COMPANY**

The Board of Directors (the “**BOD**”) of Vincom Retail Joint Stock Company (the “**Company**”) is hereby submitting to the General Meeting of Shareholders (the “**GMS**”) to approve the step down of a member of the BOD and election of a new member of the BOD of the Company with the following information:

1. To approve the step down of Ms. Nguyen Thi Diu from the position of member of the BOD according to her resignation letter sent to the Company.
2. To elect Mr. Nguyen The Anh to be a member of the BOD.

The BOD respectfully submit to the GMS for consideration and election of additional BOD member of the Company:

- (i) Number of member of the BOD to be elected: 01 member.
- (ii) Requirements on criteria and conditions for member of the BOD to be elected: Candidates for member of the BOD to be elected must satisfy the standards and requirements set forth in Article 155 of the Law on Enterprises and the Charter of the Company.
- (iii) The term of the additional elected member of the BOD is the remaining term of the BOD (2018 – 2023).

Information about the candidate for the position of member of the BOD to be elected, the Draft of the Election Regulations are attached to this Proposal and posted on the Company's website at the link: <http://ir.vincom.com.vn>, under Information Disclosure/General Meeting of Shareholders section.

Respectfully submit to the GMS for consideration and approval on the step down of the BOD member and the election of new member of the BOD for the 2018 – 2023 term in accordance with the Company’s regulations.

Thank you./.

Recipients:

- As above;
- The Company’s archives

**ON BEHALF OF THE BOARD OF DIRECTORS
CHAIRPERSON**

(signed)

THAI THI THANH HAI

Note:

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