



Hanoi, June 9<sup>th</sup>, 2020

**MINUTES  
OF THE ANNUAL GENERAL MEETING OF SHAREHOLDERS IN 2020  
OF TIEN THANH TRADING AND SERVICE JOINT STOCK COMPANY**

Today, at 8h00 on June 9<sup>th</sup>, 2020, at Lakeside Hotel, Hanoi – No. 23 Ngoc Khanh street, Giang Vo ward, Ba Dinh district, Hanoi, the Annual General Meeting of Shareholders in 2020 (hereinafter referred as “The General Meeting”) of Tien Thanh Trading and Service Joint Stock Company (*Certificate of Business Registration No.: 0100596523 issued for the first registration by Hanoi Authority for Planning and Investment on 04/11/2003, for the 26<sup>th</sup> amendment on November 14<sup>th</sup>, 2019. Head office: Viet Hung urban area, Duc Giang ward, Long Bien district, Hanoi city*) have taken place.

**I. PARTICIPANTS**

Including shareholders, authorized representatives of shareholders, according to the report on verification of shareholders’ eligibility with specific figures as follows:

- Total direct attending shareholders and representatives authorized to attend the General Meeting is: 27 shareholders, representing for 21.428.000 shares, accounted for 57,3% of total voting shares (based on the Shareholder List made by Vietnam Securities Depository and fixed on 27/03/2020)

- Pursuant to Clause 1, Article 141 of the Enterprise Law No. 68/2014/QH13 dated 26/11/2014 on “Conditions to conduct the General Meeting of Shareholders”, pursuant to Clause 1, Article 19 of the Charter of Tien Thanh Trading and Service Joint Stock Company: With the number of fully eligible shareholders, representing for 21.428.000 shares, equivalent to 57,3% of the charter capital, the General has enough terms and conditions to be conducted.

- To conduct the General Meeting, the Organization Committee requests shareholders to vote by ballot through the agenda with the participation of the Presiding Committee, Secretary Committee and Vote Counting Committee as below:

**Presiding Committee:**

- |                              |                                             |
|------------------------------|---------------------------------------------|
| 1. Mr. Nguyen Huu Truong     | - Chairman of the Board of Directors        |
| 2. Mr. Vu Quoc Hoa           | - Vice - Chairman of the Board of Directors |
| 3. Ms. Nguyen Thi Kim Phuong | - Member of the Board of Directors          |
| 4. Mr. Phan Thanh Nam        | - Member of the Board of Directors cum CEO  |

**Secretary Committee:**

1. Ms. Ha Thi Tuyet Chinh
2. Ms. Pham Thi Huong

**Vote Counting Committee:**

1. Mr. Nguyen Dinh Dung : Head of the Committee



2. Ms. Pham Thi Huyen : Member

3. Ms. Tran Thuy Linh : Member

General Meeting participants voted for the number and participants as above with 100% of votes “for”.

## II. CONTENT OF THE GENERAL MEETING

### 1. Approval on the Agenda and Working regulations at the General Meeting

- The President announced and General Meeting participants approved the General Meeting Agenda with 100% of votes “for”.
- General Meeting participants approved Working regulations at the General Meeting with 100% of votes “for”.

### 2. Reports and statements presented in the General Meeting:

#### 2.1. Mr. Nguyen Huu Truong presented the Report of the Board of Directors, including:

- Income Statement 2019;
- Report on activities in 2019 of the Board of Directors;
- Plans for 2020, including:  
Some criteria of production and business plans for 2020:

*Currency: dong*

Ord.	Criteria	Implemented in 2019	Planned for 2020	Increase/ Decrease (%)
1	Revenue	333.106.170.148	190.000.000.000	-43%
2	Pre-tax profit	37.316.600.914	20.000.000.000	-46,4%
3	After-tax profit	37.316.600.914	20.000.000.000	-46,4%
4	Cash dividends	0%	-	-
5	Stock dividends	-	-	-

#### 2.2. Mr. Phan Thanh Nam presented the audited Financial Statement 2019

#### 2.3. Mr. Vu Quoc Hoa presented the Report on distribution of after-tax profit in 2019 and the Plan for 2020

##### a) Distribution of after-tax profit in 2019

<b>Undistributed after-tax profit</b>	<b>38.953.491.241 dong</b>
- Undistributed after-tax profit accumulated to the end of the previous period	1.636.890.327 dong
- Undistributed after-tax profit in this period	37.316.600.914 dong

Based on assessing the business situation in 2020 facing many difficulties due to the impact of the covid-19 epidemic and expected to continue to affect until 2021. The

Board of Directors presents to the General Meeting of Shareholders for approval the plan of keeping all undistributed after-tax profit for the company's production and business activities.

***b) Plan for 2020***

Based on the implementation of the business plan in 2020, the Board of Directors will submit to The General Meeting of Shareholders the plan to set up funds at The Annual General Meeting of Shareholders in 2021.

**2.4. Ms. Nguyen Thi Kim Phuong presented the Report on Payment of remuneration for the Board of Directors in 2019 and the Plan for 2020**

***a) Report on Remuneration for the Board of Directors in 2019:***

Remuneration of the Board of Directors: The Board of Directors enjoys the remuneration according to the approved Resolution of the Annual General Meeting of Shareholders in 2019. The company paid members of the Board of Directors in 2019 with the remuneration amount of 204.000.000 dongs (Two hundred and four million dongs).

***b) Plan for 2020 is as follow:***

- Remuneration for the Board of Directors:
  - Chairman of the Board of Directors : 5.000.000 dongs/month
  - Member of the Board of Directors : 3.000.000 dongs/month
- Reward for the Board of Directors

Based on the implementation of the business plan in 2020, the Board of Directors will submit the reward level for the Board of Directors at the Annual General Meeting of Shareholders in 2021.

**2.5. Ms. Nguyen Thi Kim Phuong presented the Report on the selection of auditing company to audit the Company Financial Statement 2020**

Agreeing to authorize the Board of Directors to select 01 independent auditing company in the list approved by the Ministry of Finance to audit listed companies to Audit Financial Statement 2020 and Interim Financial Statement of 2020.

**3. Discussion**

All questions of shareholders were answered by the Presiding Committee.

After hearing answers, the General Meeting participants agreed with report and statement contents presented at the General Meeting.

**4. Announcement of voting results by voting cards:**

- The total number of issued votes is 27 votes, representing for 21.428.000 shares, accounted for 100% of voting shares at the General Meeting.
- The total number of received votes is 27 votes, representing for 21.428.000 shares, accounted for 100% of voting shares at the General Meeting.

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- The total of valid votes is 26 votes, representing for 21.385.000 shares, accounted for 99,8% of voting shares at the General Meeting.
- The total of invalid votes is 01 votes, representing for 43.000 shares, accounted for 0,2% of voting shares at the General Meeting.

#### **4.1. Approval on the report of the Board of Directors**

- The number of votes “Agree”: 26 votes, representing for 21.385.000 shares, accounted for 99,8% of voting shares at the General Meeting.
- The number of votes “Disagree”: 0 votes, representing for 0 shares, accounted for 0% of voting shares at the General Meeting.
- The number of votes “No comment”: 0 votes, representing for 0 shares, accounted for 0% of voting shares at the General Meeting.
- The number of invalid votes: 01 votes, representing for 43.000 shares, accounted for 0,2% of voting shares at the General Meeting.

Thus, with 99,8% of votes “Agree”, The General Meeting agreed to approve: the Report of the Board of Directors.

#### **4.2. Approval on the Audited Financial Statement 2019**

- The number of votes “Agree”: 25 votes, representing for 20.431.980 shares, accounted for 95,4% of voting shares at the General Meeting.
- The number of votes “Disagree”: 01 votes, representing for 953.020 shares, accounted for 4,4% of voting shares at the General Meeting.
- The number of votes “No comment”: 0 votes, representing for 0 shares, accounted for 0% of voting shares at the General Meeting.
- The number of invalid votes: 01 votes, representing for 43.000 shares, accounted for 0,2% of voting shares at the General Meeting.

Thus, with 95,4% of votes “Agree”, The General Meeting agreed to approve: The audited Financial Statement 2019.

#### **4.3. Approval on the report on distribution of after-tax profit in 2019 and the Plan for 2020**

- The number of votes “Agree”: 19 votes, representing for 19.448.243 shares, accounted for 90,8% of voting shares at the General Meeting.
- The number of votes “Disagree”: 07 votes, representing for 1.936.757 shares, accounted for 9% of voting shares at the General Meeting.
- The number of votes “No comment”: 0 votes, representing for 0 shares, accounted for 0% of voting shares at the General Meeting.
- The number of invalid votes: 01 votes, representing for 43.000 shares, accounted for 0,2% of voting shares at the General Meeting.

Thus, with 90,8% of votes “Agree”, The General Meeting agreed to approve: The report on distribution of after-tax profit in 2019 and The plan for 2020.

#### **4.4. Approval on the report on Payment of remuneration for the Board of Directors in 2019 and Plan for 2020**

- The number of votes “Agree”: 24 votes, representing for 21.357.500 shares, accounted for 99,7% of voting shares at the General Meeting.
- The number of votes “Disagree”: 0 votes, representing for 0 shares, accounted for 0% of voting shares at the General Meeting.
- The number of votes “No comment”: 02 votes, representing for 27.500 shares, accounted for 0,1% of voting shares at the General Meeting.
- The number of invalid votes: 01 votes, representing for 43.000 shares, accounted for 0,2% of voting shares at the General Meeting.

Thus, with 99,7% of votes “Agree”, The General Meeting agreed to approve: The report on Payment of remuneration for the Board of Directors in 2019 and Plan for 2020.

#### **4.5. Approval on the report on the selection of auditing company to audit the Company Financial Statement 2020**

- The number of votes “Agree”: 26 votes, representing for 21.385.000 shares, accounted for 99,8% of voting shares at the General Meeting.
- The number of votes “Disagree”: 0 votes, representing for 0 shares, accounted for 0% of voting shares at the General Meeting.
- The number of votes “No comment”: 0 votes, representing for 0 shares, accounted for 0% of voting shares at the General Meeting.
- The number of invalid votes: 01 votes, representing for 43.000 shares, accounted for 0,2% of voting shares at the General Meeting.

Thus, with 99,8% of votes “Agree”, The General Meeting agreed to approve: The report on the selection of auditing company to audit the Company Financial Statement 2020.

The Annual General Meeting of Shareholders in 2020 of Tien Thanh Trading and Service Joint Stock Company ends at 12h00 on the same day.

The Minutes was read with the presense of participants at the General Meeting and voted for the approval on 100% of the Minutes content.

**ON BEHALF OF THE  
SECRETARY COMMITTEE**

**Ha Thi Tuyet Chinh**

**CHAIRMAN**

**Nguyen Huu Truong**



## **RESOLUTION**

### **OF THE ANNUAL GENERAL MEETING OF SHAREHOLDERS IN 2020 OF TIEN THANH TRADING AND SERVICE JOINT STOCK COMPANY**

- Pursuant to Enterprise Law No.: 68/2014/QH13 dated November 26<sup>th</sup>, 2014 of the National Assembly of the Socialist Republic of Vietnam;
- Pursuant to the Charter on organization and operation of Tien Thanh Trading and Service Joint Stock Company;
- Pursuant to the Minutes of the Annual General Meeting of Shareholders in 2019 of Tien Thanh Trading and Service Joint Stock Company dated 9 June 2020;
- Pursuant to the Minutes of Vote Counting at the Annual General Meeting of Shareholders in 2020;

The General Meeting of Shareholders of Tien Thanh Trading and Service Joint Stock Company was held in Hanoi on 9 June 2020 and its participants approved on the Resolution of the General Meeting with following contents:

## **RESOLVED**

### **Article 1: To approve the Report of the Board of Directors**

Including: Some criteria of production and business plans for 2020:

*Currency: dong*

<b>Ord.</b>	<b>Criteria</b>	<b>Implemented in 2019</b>	<b>Planned for 2020</b>	<b>Increase/ Decrease (%)</b>
1	Net revenue in product sales and service provision	333.106.170.148	190.000.000.000	-43%
2	Pre-tax profit	37.316.600.914	20.000.000.000	-46,4%
3	After-tax profit	37.316.600.914	20.000.000.000	-46,4%
4	Stock dividends	0%	-	-
5	Cash dividends	-	-	-

The number of votes "Agree": 99,8%

### **Article 2: To approve the audited Financial Statement 2019**

The number of votes "Agree": 95,4%



**Article 3: To approve the report on distribution of after-tax profit in 2019 and Plan for 2020**

<b>Undistributed after-tax profit</b>	<b>38.953.491.241 dongs</b>
- <i>Undistributed after-tax profit accumulated to the end of the previous period</i>	<i>1.636.890.327 dongs</i>
- <i>Undistributed after-tax profit in this period</i>	<i>37.316.600.914 dongs</i>

Based on assessing the business situation in 2020 facing many difficulties due to the impact of the covid-19 epidemic and expected to continue to affect until 2021. The Board of Directors presents to the General Meeting of Shareholders for approval the plan of keeping all undistributed after-tax profit for the company's production and business activities

The number of votes "Agree": 90,8%

**Article 4: To approve the report on Payment of remuneration for the Board of Directors in 2019 and the Plan for 2020**

**a) Report on Remuneration for the Board of Directors in 2019:**

Remuneration of the Board of Directors: The Board of Directors enjoys the remuneration according to the approved Resolution of the Annual General Meeting of Shareholders in 2019. The company paid members of the Board of Directors in 2019 with the remuneration amount of 204.000.000 dongs (Two hundred and four million dongs).

**b) Plan for 2020 is as follow:**

- Remuneration for the Board of Directors:
  - Chairman of the Board of Directors : 5.000.000 dongs/month
  - Member of the Board of Directors : 3.000.000 dongs/month
- Reward for the Board of Directors

Based on the implementation of the business plan in 2020, the Board of Directors will submit the reward level for the Board of Directors at the Annual General Meeting of Shareholders in 2021.

The number of votes "Agree": 99,7%

**Article 5: To approve the report on the selection of auditing company to audit the Company Financial Statement 2019**

Agreeing to authorize the Board of Directors to select 01 independent auditing company in the list approved by the Ministry of Finance to audit listed companies to Audit Financial Statement 2020 and Interim Financial Statement of 2020.

The number of votes "Agree": 99,8%

**Article 6: Implementation provision**



1. This Resolution is approved by participants at the Annual General Meeting of Shareholders in 2020 and comes into force from the date of approval.
2. Members of the Board of Directors, Management Board and the entire shareholders of Tien Thanh Trading and Service Joint Stock Company take the responsibility to implement this Resolution and organize the execution under their working competence and functions in accordance with regulations of the Law and the Charter on organization and operation of the Company.

ON BEHALF OF PARTICIPANTS AT  
GENERAL MEETING OF SHAREHOLDERS  
CHAIRMAN



NGUYEN HUU TRUONG

