

RESOLUTION

ANNUAL GENERAL MEETING OF SHAREHOLDERS 2019 VIETNAM DAIRY PRODUCTS JOINT STOCK COMPANY

- Pursuant to The Law on Enterprise No. 68/2014/QH13, adopted by National Assembly of Socialist Republic of Vietnam on 26th November 2014;
- Pursuant to The Charter of Vietnam Dairy Products Joint Stock Company;
- Pursuant to The Minutes of the Annual General Meeting of Shareholders 2019 dated April 19th 2019.

The Annual General Meeting of Shareholders 2019 (“AGM”) of Vietnam Dairy Products Joint Stock Company (Vinamilk) was held in Ho Chi Minh City on April 19th 2019, the AGM has approved this Resolution with the contents below:

APPROVED

1. THE AUDITED FINANCIAL STATEMENTS FOR THE FISCAL YEAR 2018

The AGM approves the financial statements for the fiscal year of 2018, audited by KPMG Limited (Ho Chi Minh Branch).

2. REPORT OF THE BOARD OF DIRECTORS (“BoD”) FOR 2018

The AGM approves the BoD’s report for 2018 as presented at the AGM and in the Company’s annual report 2018.

3. DIVIDEND PAYMENT OF THE FISCAL YEAR 2018

The AGM approves the total dividend of the fiscal year 2018 of 4,500 dong per share that is paid to the shareholders as follows:

a. First interim dividend of 2018:

- Dividend rate : 2,000 dong per share
- Record date : 06 September 2018
- Payment date : 26 September 2018

b. Second interim dividend of 2018:

- Dividend rate : 1,000 dong per share
- Record date : 28 December 2018

- Payment date : 28 February 2019

c. The final dividend of 2018:

- Dividend rate : 1,500 dong per share
- Record date : 06 June 2019
- Payment date : 26 June 2019

4. BUSINESS PLAN: REVENUE AND PROFIT FOR 2019

The AGM approves the consolidated revenue and profit plan for 2019 under Vietnamese Accounting Standards as below:

(Billion dong)	Plan for 2019	Actual 2018	Growth	
			Billion dong	% 2018A
Revenue	56,300	52,629	3,671	7.0%
Profit before tax	12,650	12,052	598	5.0%
Profit after tax (*)	10,480	10,227	253	2.5%

Note: () profit attributable to the parent company's shareholders.*

5. DIVIDEND PAYMENT PLAN FOR THE FISCAL YEAR OF 2019

The AGM approves the dividend policy of the fiscal year 2019 of at least 50% of the consolidated net profit. Of which:

- The 1st interim dividend payment of 2019: 2,000 VND/share to be paid in September 2019.
- The 2nd interim dividend payment of 2019: 1,000 VND/share to be paid in February 2020.
- The final dividend of 2019 to be decided by the AGM 2020.

The AGM authorizes the BoM to decide the record dates and payment dates for the 1st interim and 2nd interim payment of 2019 as above.

6. SELECTING INDEPENDENT AUDITOR

The AGM approves to select KPMG Limited (Ho Chi Minh Branch) as the Company's Independent Auditor for the fiscal year 2019.

7. DIRECTOR'S FEES FOR 2019

The AGM approves the Director's fees for the fiscal year of 2019 of 25 billion dong for the number of 11 members. The Director's fees shall be calculated and paid upon actual number of the Board members.

8. SUPPLEMENTING BUSINESS LINE

The AGM approves to supplement the activities of "*buying and selling sugar (not operating at the head office)*" into the business line of "Wholesaling food" (Code 4632).

Code	Business line
4632	Wholesaling food Details: Wholesaling cakes, canned milk, powdered milk, nutrition powder and other dairy products. Buying and selling processed food (not operated at the head office), buying and selling drinking tea (not operated at the head office), buying and selling roasted-grinded-filtered-dissolved coffee (not operated at the head office); <i>buying and selling sugar (not operating at the head office)</i> .

Madam Mai Kieu Lien – CEO and the Company’s legal representative – is responsible for implementing the necessary procedures to revise and amend the Company’s business lines with the competent authorities in accordance with laws and regulations.

9. AMENDING THE COMPANY’S CHARTER

The AGM approves the amendment contents to its Charter as below:

- a. At Article 3 “Lines of business, business philosophy and objective of the Company”: supplement "*sugar wholesaling*" into Clause 1, Article 3 of the Company’s Charter.
- b. At Clause 1, Article 5, “Charter Capital, Shares and Founding Shareholders”: updating the Company’s charter capital as below:

“1. The Company’s Charter Capital shall be VND17,416,877,930,000 (In words: Seventeen thousand four hundred sixteen billion eight hundred seventy seven million nine hundred thirty thousand Vietnamese dong)...”

The AGM approves the Company’s new Charter (in replacement of the Charter approved by the AGM 2018 on 31 March 2018) with the above-mentioned amendments (please see the draft new Charter in the attached document).

**FOR AND ON BEHALF OF THE AGM 2019
CHAIRPERSON**

LE THI BANG TAM