

**VIETNAM DAIRY PRODUCTS JOINT STOCK
COMPANY**
(Stock symbol: VNM)

Documents

for

**ANNUAL GENERAL MEETING OF
SHAREHOLDERS
2021**

Ho Chi Minh City, 26th April 2021

ISSUES TO BE APPROVED BY THE ANNUAL GENERAL MEETING OF SHAREHOLDERS (“AGM”)

ISSUE 1. THE AGENDA OF THE AGM

No.	Agenda	Time
I. FORMALITIES		
1	- Opening	8:30
2	- Declaration of conditions to proceed with the AGM (Percentage of shareholder attendance)	8:30 – 8:45
4	- Introduction of Chairperson of the AGM	
5	- Introduction of Secretary of the AGM	
6	- Presentation of Agenda of the AGM	
7	- Presentation of Ballot-counting Committee of the AGM	
II. AGM AGENDA		
	The BoD presents their reports - Operations of the Company in 2020 - Board’s activities in 2020 - Report of the Audit Committee	8:45
	The BoD presents their proposals for the approval and election of shareholders	9:00 – 11:00
1	The 2020 audited financial statements	
2	BoD’s reports	
3	Dividends for the financial year of 2020	
4	Revenue & profit plan for 2021	
5	Plan of dividend for the financial year of 2021	
6	Selection of an independent auditor	
7	BoD’s remunerations in 2021	
8	Amendment of the Charter	
9	Amendment of the Internal Corporate Governance Regulations	
10	Regulations on operation of the BOD	
11	Resignation of Mr. Nguyen Ba Duong	
12	Resignation of Ms. Nguyen Thi Tham	
13	Electing Additional Directors	
	Questions & Answers	
III. VOTING & ELECTION		
	Result of shareholders’ voting & election	
IV. CLOSING		
1	Approving the resolution of the AGM of 2021	11h:5
2	Closing the AGM	12h00

ISSUE 2. MEMBERS OF THE VOTE-COUNTING COMMITTEE

In order to assisting the Annual General Meeting of Shareholders in 2021 (the “AGM”) in vote-counting, the Board of Directors has submitted to the AGM for approval of the Vote-Counting Committee as below:

- | | | |
|----------------------|-------------------------|-------------|
| - Mr. Diệp Hồng Khôn | Senior Legal Manager | Chairperson |
| - Ms. Tạ Hạnh Liên | Internal Audit Director | Member |
| - Mr. Nguyễn Nghị | IT Director | Member |

ISSUE 3. AUDITED FINANCIAL REPORT OF 2020.

Please refer to the audited financial statements of 2020 that have been disclosed and posted onto the Company’s website at:

<https://www.vinamilk.com.vn/en/investor-relations/financial-reports>

ISSUE 4. REPORTS OF THE BOARD

Please refer to the Annual Report of 2020 that has been disclosed and posted onto the Company’s website at:

<https://www.vinamilk.com.vn/en/annual-reports>

- ✓ Company’s performance in 2020;
- ✓ Board’s activities in 2020;
- ✓ Report of Audit Committee

ISSUE 5. DIVIDEND FOR THE FINANCIAL YEAR OF 2020.

The AGM of 2020 approved a dividend for 2020 as of at least 50% of the consolidated net profit (*excluding the profit attributable to minority shareholders*).

Based on the resolution of the AGM of 2020, the Board of Directors has made 02 interim dividend instalments in 2020. The Board of Directors would like to propose to the AGM to approve dividends for the financial year of 2020 as follows:

	Dividend (dong per share)	Total dividend (billion dong)	Record date	Payment date
1 st tranche	2,000	3,483	30-Sep-20	15-Oct-20
2 nd tranche	1,000	2,090	05-Jan-21	26-Feb-21

3 rd tranche	1,100	2,299	08-Jun-21	30-Jun-21
Total for 2020	4,100	7,871	<i>Payout ratio: 71% of the profit attributed to shareholders of the parent company</i>	
Total for 2019	4,500	7,836	<i>Payout ratio: 74% of the profit attributed to shareholders of the parent company</i>	

ISSUE 6. REVENUE & PROFIT PLAN OF 2021 (CONSOLIDATED).

The Board would like to propose the revenue – profit plan for 2021 (consolidated) according to VAS for the AGM’s approval as follows:

Consolidated plan (billion dong)	2021	2020A	vs 2020A	
			Billion dong	Growth %
Total revenues	62,160	59,723	2,437	4.1%
Pre-tax profit	13,690	13,519	171	1.3%
After tax profit	11,240	11,236	4	0.0%
<i>Attributable to shareholders of the parent company</i>	<i>11,120</i>	<i>11,099</i>	<i>21</i>	<i>0.2%</i>

ISSUE 7. PLAN OF DIVIDEND FOR THE FINANCIAL YEAR OF 2021.

The Board of Directors would like to propose to the AGM for approval the cash dividend policy for 2021 of at least 50% of the consolidated profit after tax (*excluding the profit attributable to minority shareholders*). Of which:

- 1st interim dividend of 2021:
 - Dividend : 1,500 dong per share
 - Record date : 08 September 2021
 - Payment date : 30 September 2021
- 2nd interim dividend of 2021:
 - Dividend : 1,400 dong per share
 - Record date : 31 December 2021
 - Payment date : 25 February 2022
- Final dividend of 2021: to be decided by the AGM 2022

ISSUE 8. SELECTING INDEPENDENT AUDITOR.

The Board of Directors would like to propose to the AGM to choose KPMG Limited (Ho Chi Minh City Branch) as the independent auditor for Vinamilk for the financial year of 2021.

ISSUE 9. BOARD'S REMUNERATION IN 2021.

The Board of Directors would like to propose to the AGM to approve a total remuneration for the Board of Directors in 2021 at VND25 billion for 11 members, the same as in 2018, 2019 and 2020.

The remuneration will be calculated and paid in proportion to the actual number of the Directors.

ISSUE 10. AMENDMENT OF THE CHARTER

The Board of Directors would like to propose to the AGM to approve the amendment of the Charter according to the new template.

(Please refer to the Annex)

ISSUE 11. AMENDMENT OF THE INTERNAL REGULATIONS ON CORPORATE GOVERNANCE

The Board of Directors would like to propose to the AGM to approve the Internal corporate governance regulations according to the new template.

(Please refer to the Annex)

ISSUE 12. REGULATIONS ON OPERATION OF THE BOD.

The Board of Directors would like to propose to the AGM to approve the Regulations of operation of the Board of Directors.

(Please refer to the Annex)

ISSUE 13. RESIGNATION OF MR. NGUYEN BA DUONG

On September 17, 2020, Mr. Nguyen Ba Duong, an independent member of the Board of Directors, sent the Board of Directors his letter of resignation for personal reasons.

Therefore, the Board of Directors would like to propose to the AGM for approval of Mr. Nguyen Ba Duong's resignation.

ISSUE 14. RESIGNATION OF MS. NGUYEN THI THAM

On April 7, 2021, Ms. Nguyen Thi Tham, a non-independent member of the Board of Directors, sent the Board of Directors her letter of resignation for personal reasons.

Therefore, the Board of Directors would like to propose to the AGM for approval of Ms. Nguyen Thi Tham's resignation.

ISSUE 15. ELECTING ADDITIONAL DIRECTORS FOR THE OFFICE TERM OF 2017 - 2021

The Board of Directors would like to propose to the AGM to elect two additional Directors for the office term of 2017 – 2021.

The profile of the independent candidate – **Ms. Tieu Yen Trinh** – is enclosed.

The profile of the candidate for the other position – Mr. **Hoang Ngoc Thach** – is enclosed.