

No: 01-2017/NQ-ĐHĐCĐ/TK

RESOLUTION

THE 2017 ANNUAL GENERAL MEETING

CENTURY SYNTHETIC FIBER CORPORATION

Pursuant to:

- *The Law on Enterprise No. 68/2014/QH13 issued by the National Assembly of the Socialist Republic of Vietnam on 26 November 2014 and the documents guiding the implementation of Law on Enterprise;*
- *The Law on Securities No.70/2006/QH11 issued by the National Assembly on 29 June 2006 (“Law on Securities”) and other documents guiding the implementation of Law on Securities;*
- *Law amending and supplementing a number of articles of Securities Law No.62/2010/QH12 issued by the National Assembly on 24 November 2010;*
- *The Charter of Century Synthetic Fiber Corporation;*
- *The minutes of the 2017 Annual General Meeting dated 28 March 2017 of Century Synthetic Fiber Corporation.*

The 2017 Annual General Meeting of Century Synthetic Fiber Corporation was held at 7th Floor, Windsor Plaza Hotel, 18 An Duong Vuong, District 5, HCMC on 28 March 2017 with **74** shareholders and authorized representatives attending the meeting, representing **49,002,646** shares of the Company, accounting for **91.57%** of total voting rights who discussed and approved the following contents:

RESOLUTION

Article 1: Passed the Board of Director ‘s report and Management team ‘s report on 2016 business result:

Some main indicators as follows (Unit: VND)

- Sale revenue: 1.358.284.815.225 VND
- Profit before tax: 30.668.262.118 VND
- Profit after tax: 28.599.093.117 VND

Vote in favor accounted for **100%** of casted votes.

Article 2: Passed the Supervisory Board ‘s report on 2016 business result

Vote in favor accounted for **100%** of casted votes.

Article 3: Agreed on 2016 Financial Statement audited by Ernst & Young Vietnam Co., Ltd (attached in annual report)

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Vote in favor accounted for **100%** of casted votes.

Article 4: Approved for 2016 profit distribution as follows:

- 2016 Profit before tax: 30.668.262.118 VND
- 2016 Profit after tax: 28.599.093.117 VND
- 2016 profit distribution:
 - To pay 2016 dividend in cash (3%/par value): 16.054.807.200 VND
 - 2016 undistributed earnings 12.544.285.917 VND
 - To pay 2016 Dividend in share (at the rate of 12% chartered capital): 64.219.220.000 VND.
 - Capital sources for Share issuance to pay 2016 dividend: from the retained earning of the previous years..

The treasure shares (if any) will not receive the dividend.

- Authorization:

AGSM will authorize the BOD to decide all issues relating to dividend payment in cash and in shares in accordance with the prevailing regulations.

Vote in favor accounted for **100%** of casted votes.

Article 5: Agreed on 2017 business plan.

Revenue and Profit Plan (Unit: VND bn.)

VND bn.	2017 Plan	2016 Actual	2017 vs 2016
Tổng doanh thu	1,914,586,038,219	1,358,284,815,225	41%
Lợi nhuận sau thuế	87,138,102,906	28,599,093,117	205%

Dividend policy:

- The Company targets to pay at least 15% dividend based on par value.
- Depending on the annual business performance, the Company could pay more share dividend for shareholders.
- Dividend payment is based on the principle that the Company prefers retaining earning for reinvestment. Therefore, the mixture of cash and share dividend will depend on the Company 's cashflow and annual investment plan.

Vote in favor accounted for **100%** of casted votes.

Article 6: Approved for authorizing the BOD to appoint the independent audit firm to audit the Financial Statement for the fiscal year 2017 of Century Synthetic Fiber Corporation.

Vote in favor accounted for **100%** of casted votes.

Article 7: Agreed on the remuneration for the BOD and the Supervisory Board (“SB”)as follows:

- The 2017 remuneration for the BOD: VND 540 mn.
- The 2017 remuneration for the SB: VND 96 mn.

Vote in favor accounted for **100%** of casted votes.

This resolution was approved by The 2017 Annual Shareholders Meeting on 28 March 2017 of Century Synthetic Fiber Corporation. The BOD are responsible for implementing this resolution.

HCMC, 28 March 2017
**ON BEHALF OF THE BOD
CHAIRMAN**

[SIGNED]

ĐẶNG TRIỆU HÒA

No: 02-2017/NQ-ĐHĐCĐ/TK

RESOLUTION
2017 ANNUAL GENERAL MEETING
CENTURY SYNTHETIC FIBER CORPORATION

(Re: share issuance to pay 2016 dividend)

Pursuant to:

- *The Law on Enterprise No. 68/2014/QH13 issued by the National Assembly of the Socialist Republic of Vietnam on 26 November 2014;*
- *The Law on Securities No.70/2006/QH11 issued by the National Assembly on 29 June 2006*
- *Amendment, Law amending and supplementing a number of articles of Securities Law No.62/2010/QH12 issued by the National Assembly on 24 November 2010;*
- *Decree No.58/2012/NĐ-CP providing detailed regulations for implementation of a number of Articles of the Law on Securities and Law amending and supplementing a number of articles of Securities Law;*
- *Circular No. 162/2015/TT-NHNN dated 26 October, 2015, providing guidelines on public offering, stock swap, issuance of additional stocks, repurchase of stocks, sale of treasury stocks and tender offer;*
- *The Charter of Century Synthetic Fiber Corporation;*
- *2016 Financial Statements audited by ERSNT & Young Viet Nam Co., Ltd.*
- *The minutes of the 2017 Annual General Meeting dated 28 March 2017 of Century Synthetic Fiber Corporation*

The 2017 Annual General Meeting of Century Synthetic Fiber Corporation was held at 7th Floor, Windsor Plaza Hotel, 18 An Duong Vuong, District 5, HCMC on 28 March 2017 withshareholders and authorized representative attending the meeting, representing..... shares of the Company representing, accounting for of total voting rights discussed and approved the following contents:

RESOLUTION

The Annual General Shareholder Meeting (The 'AGSM') approved for share issuance to pay 2016 dividend as follows:

I. PURPOSE OF ISSUANCE:

- Share issuance to pay 2016 dividend;

II. ISSUANCE POLICY:

- Share's name: Share of Century Synthetic Fiber Corporation
- Par value: 10.000 VND/shares
- Type of stock: ordinary share

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- Total chartered capital as at 31/12/2016: 535.160.240.000 VND
- Number of shares to be issued to pay 2016 dividend: 6.421.922 shares
- Total value of shares to be issued at par value to pay 2016 dividend: 64.219.220.000 VND
- Chartered capital after finishing the issuance: 599.379.468.800VND.
- Performing ratio:
 - Payment ratio: 12%/ chartered capital, an equivalent rate of 100:12. At the record date to finalize shareholders list, shareholders who owned 100 old shares will receive 12 new shares.
 - Rules for rounding and handling fractional shares: the number of issued share to pay dividend will be rounded down to the unit. The fractional shares (if any) due to rounding will be cancelled.
 - For example: On the record date to finalize shareholders, shareholder A owned 107 shares. With 12% performing ratio, the shareholder A will receive: $107 \times 12\% = 12,84$ shares. According to rounding policy, the shareholder A receives 12 new shares. The fractional shares of 0,84 will be cancelled.

The right to receive issued share to pay dividend cannot be transferred. The treasure shares are not entitled to the share issuance.

Capital sources for Share issuance: from the retained earning of the previous years..

- Date of issuance: Within from 6 months from the day of 2017 AGSM.

III. LISTING AND DEPOSITORY REGISTRATION FOR ISSUED SHARES:

All newly issued shares will be registered for listing with HCM Stock Exchange and registered for depository with Vietnam Securities Depository after completing the issuance.

IV. AUTHORIZING THE BOD FOR MATTERS RELATING TO THE INCREASE OF CHARTERED CAPITAL:

AGSM will authorize the BOD to decide all matters relating to the share issuance to raise share capital from owner equity. In particular:

- Implementing necessary procedures to register the shares issuance with State Securities Commission (SSC) and explain to SSC (if any);
- Supplementing or modifying the issuance plan at the request of SSC or for compliance with relevant laws (if any);
- Choosing time to finalize the list of shareholders entitled to the rights and implementing the issuance properly;
- Completing procedures for registration of new chartered capital with the Department of Planning and Investment of Ho Chi Minh City after completing the shares issuance;



- Amending the provisions relating to chartered capital, shares, share certificates in the Company's Charter after completing the issuance to reflect the issuance result;
 - Implementing necessary procedures to register for listing and depository of the newly issued shares with HCM Stock Exchange and Vietnam Securities Depository;
 - Other related works to complete the assignment.
- Vote in favor the above mentioned resolution accounted for **99.99%** of casted votes.

This resolution was approved by The 2017 Annual Shareholders Meeting on 28 March 2017 of Century Synthetic Fiber Corporation. The BOD are responsible for implemeting this resolution.

HCMC, 28 March 2017

**ON BEHALF OF THE AGSM
CHAIRMAN**

[SIGNED]

ĐẶNG TRIỆU HÒA



No: 03-2017/NQ-ĐHĐCĐ/TK

RESOLUTION
THE 2017 ANNUAL GENERAL MEETING
CENTURY SYNTHETIC FIBER

(Re: Chairman to concurrently take the position of Managing Director)

Pursuant to:

- *The Law on Enterprise No. 68/2014/QH13 issued by the National Assembly of the Socialist Republic of Vietnam on 26 November 2014 and the documents guiding the implementation of Law on Enterprise;*
- *The Law on Securities No.70/2006/QH11 issued by the National Assembly on 29 June 2006 ("Law on Securities") and other documents guiding the implementation of Law on Securities;*
- *Law amending and supplementing a number of articles of Securities Law No.62/2010/QH12 issued by the National Assembly on 24 November 2010;*
- *The Charter of Century Synthetic Fiber Corporation;*
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The 2017 Annual General Meeting of Century Synthetic Fiber Corporation was held at 7th Floor, Windsor Plaza Hotel, 18 An Duong Vuong, District 5, HCMC on 28 March 2017 with **74** shareholders and authorized representatives attending the meeting, representing **49,002,646** shares of the Company, accounting for **91.57%** of total voting rights who discussed and approved the following contents:

RESOLUTION

Article 1: The Annual General Meeting approved the Chairman Managing Director duality of Century Synthetic Fiber Corporation

- Vote in favor the above mentioned resolution accounted for **88.41% of casted votes.**

This resolution was approved by The 2017 Annual Shareholders Meeting on 28 March 2017 of Century Synthetic Fiber Corporation. The BOD are responsible for implementing this resolution.

HCMC, 28 March 2017

ON BEHALF OF THE AGSM

CHAIRMAN

[SIGNED]

ĐẶNG TRIỆU HÒA



No: 04-2017/NQ-ĐHĐCĐ/TK

RESOLUTION
2017 ANNUAL GENERAL MEETING
CENTURY SYNTHETIC FIBER CORPORATION

(Re: Employee stock ownership plan (“ESOP”))

Pursuant to:

- *The Law on Enterprise No. 68/2014/QH13 issued by the National Assembly of the Socialist Republic of Vietnam on 26 November 2014;*
- *The Law on Securities No.70/2006/QH11 issued by the National Assembly on 29 June 2006*
- *Amendment, Law amending and supplementing a number of articles of Securities Law No.62/2010/QH12 issued by the National Assembly on 24 November 2010;*
- *Decree No.58/2012/NĐ-CP providing detailed regulations for implementation of a number of Articles of the Law on Securities and Law amending and supplementing a number of articles of Securities Law;*
- *Circular No. 162/2015/TT-NHNN dated 26 October, 2015, providing guidelines on public offering, stock swap, issuance of additional stocks, repurchase of stocks, sale of treasury stocks and tender offer;*
- *The Charter of Century Synthetic Fiber Corporation;*
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- *The minutes of the 2017 Annual General Meeting dated 28 March 2017 of Century Synthetic Fiber Corporation*

The 2017 Annual General Meeting of Century Synthetic Fiber Corporation was held at 7th Floor, Windsor Plaza Hotel, 18 An Duong Vuong, District 5, HCMC on 28 March 2017 with **74** shareholders and authorized representatives attending the meeting, representing **49,002,646** shares of the Company, accounting for **91.57%** of total voting rights who discussed and approved the following contents:

RESOLUTION

Article 1: The Annual General Shareholders Meeting (The ‘AGSM’) approved the share issuance to Century’s employees in 2017 as follows:

I. Issuance policy

Stock name	Share of Century Synthetic Fiber Corporation
Type of stock	Ordinary stock

Number of shares will be sold	600,000 shares
Par value	10.000 VND/share
Total chartered capital before share issuance under ESOP	VND 599,379,468,800
Total chartered capital after finishing share issuance	VND 605,379,468,800
Price determination principle	The selling price is preferential price that is equal to 71% of the closing price of Century's stock as at 27/03/2017 (VND21,100 per share)
The selling price	21,100 VND/share x 71% = VND14,981 /share, rounded to VND15,000/share
The total amount that Company will receive from the share issuance	VND 9,000,000,000

II. Persons will be entitled to buy share:

Selected employees who have contributed to the Company's development and had long term service for the Company.

III. Criteria for selecting employees::

The BOD hereby authorized the Managing Director to develop the list of employees entitled to the program and to allocate shares to them based on the following rules:

- Working position;
- Service length by the end of December 2016;
- Working efficiency and attitude;

IV. Block-up period

The employees are restricted to transfer 50% shares after the first year and the remaining 50% in the second year from the date of issuance. The Company will buy back shares from employee who violates this rule according to the decision of the BoD.

V. Listing and depository registration for issued shares:

All newly issued shares will be registered for listing with HCM Stock Exchange and registered for depository with Vietnam Securities Depository after completing the issuance.

VI. Authorizing the BOD for matters relating to the increase of chartered capital:

AGSM will authorize the BOD to decide all matters relating to the share issuance to raise share capital from the owners' equity. In particular:

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- Implementing necessary procedures to register the shares issuance with State Securities Commission (SSC) and explain to SSC (if required so);
 - Supplementing or modifying the issuance plan at the request of SSC or for compliance with relevant laws (if required so);
 - Choosing time to finalize the list of shareholders entitled to the rights and implementing the issuance properly;
 - Completing procedures for registration of new chartered capital with the Department of Planning and Investment of Ho Chi Minh City after completing the shares issuance;
 - Amending the provisions relating to chartered capital, shares, share certificates in the Company's Charter after completing the issuance to reflect the issuance results;
 - Implementing necessary procedures to register for listing and depository of the newly issued shares with HCM Stock Exchange and Vietnam Securities Depository;
 - Other related works to complete the assignment.
- Vote in favor the above mentioned resolution accounted for **99.67% of casted votes.**

Article 2: This resolution was approved by The 2017 Annual Shareholders Meeting on 28 March 2017 of Century Synthetic Fiber Corporation. The BOD are responsible for implementing this resolution.

HCMC, 28 March 2017

**ON BEHALF OF THE AGSM
CHAIRMAN**

[SIGNED]

ĐẶNG TRIỆU HÒA

