THANH THANH CONG – BIEN HOA <u>JSC</u>	**SOCIALIST REPUBLIC OF VIETNAM** **<u>Independence - Freedom - Happiness</u>**
No.: 04/BBH - ĐHĐCĐ/TTCBH	*Tay Ninh, October 14th, 2019*

MEETING MINUTES
ANNUAL GENERAL MEETING OF SHAREHOLDERS 2018 - 2019

I. COMPANY INFORMATION

1. **Company name:** Thanh Thanh Cong – Bien Hoa JSC (TTC-BH).
2. **Headquarter:** Tan Hung commune, Tan Chau district, Tay Ninh province.
3. **Business registration certificate number:** 3900244389 issued by the Business Registration Office of the Department of Planning and Investment of Tay Ninh province for the first time on July 15, 1995, registered for the 8th change on October 1, 2019.

II. TIME, LOCATION, ATTENDANCE RATE

1. **Time:** 09:00 October 14, 2019 (Monday).
2. **Location:** Hall of Thanh Thanh Cong - Bien Hoa Joint Stock Company. Address: Tan Hung Commune, Tan Chau District, Tây Ninh Province.
3. **Attendance rate:**

   Mr. Huynh Thanh Nhan - Head of the Voting Inspection Committee of shareholder status presents the report on the results of checking the status of shareholders.

   a. The total number of shareholders with rights to attend the meeting is **9,630** shareholders, owning **555,639,692** shares, equivalent to **100%** of the total voting shares.

   b. Total number of attending shareholders as of 09:00 is 31 shareholders, owning and authorized representative for 403,884,591 shares, accounting for 72.69% of total voting shares.

   The meeting was eligible to hold a legal and valid meeting in accordance with the Company Charter and the law.

III. MEETING CONTENT

1. **Approve the Program of Annual Shareholders Meeting 2018 - 2019:**

   Ms. Vu Thi Hong Dao, on behalf of the Organizing Board, introduced the meeting's content.

   The meeting voted to approve the Congress program with the approval rate reaching **100%.**

2. **Approve the Working Rules of the Annual General Meeting of Shareholders 2018 - 2019:**

   Ms. Vu Thi Hong Dao, on behalf of the Organizing Board, introduced the Working Rules of the Meeting.

   The meeting voted to approve the Congress program with the approval rate reaching **100%.**

3. **Approve the composition of the Presiding Committee, the Secretariat and the Vote Counting Committee:**

Ms. Vu Thi Hong Dao, representative of the Organization Board, read the introduction letter for the Presiding Committee, Secretariat and Voting Inspection Committee as follows:

a. Presiding Committee, included:

–	Mr. Pham Hong Duong	Chairman	Chairperson
–	Mr. Hoang Manh Tien	TV.HĐQT, Trưởng TBKT	Member
–	Mr. Nguyen Thanh Ngu	CEO	Member

b. Secretariat, included:

–	Ms. Nguyen Thi Hong Phan	Deputy Head of Legal Policy	Head
–	Ms. Vo Thi Tuyet Oanh	Legal specialist	Member

c. Voting Inspection Committee, included:

–	Mr. Huynh Thanh Nhan	Head of Internal Audit	Head
–	Mr. Pham Van Hung	Deputy Head of Admin.	Member
–	Ms. Nguyen Thi Anh Thuy	App. Dev Specialist	Member
–	Mr. Le Cong Hieu	Legal Specialist	Member

The Meeting voted on the list of Presiding Committee, Secretariat and Voting Inspection Committee with the approval rate reaching **100%**.

4. **The Chairman of the Board of Directors makes the opening speech.**

5. **Reports presenting:**

a. Mr. Nguyen Thanh Ngu- CEO presented the Report on production and business activities for the 2018-2019 period and the 2019-2020 plan of the Board of Management.

b. Mr. Pham Hong Duong - The Chairman of the Board of Directors presents the Report on the 2018-2019 operating year and the 2019-2020 plan of the Board of Directors.

c. Hoàng Mạnh Tiến - The Chief of Audit Committee presents the 2018-2019 operating report and operation plan for the 2019-2020 of the Audit Committee.

6. **Presenting the reports:**

Mr. Nguyen Thanh Ngu proceed to read the Report, including:

- Report 01 regarding approbing Audited Separate financial statements and consolidated financial statements for 2018-2019 (01/07/2018-30/06/2019);
- Report 02 regarding Profit distribution plan for FY 2018 - 2019 (01/07/2018-30/6/2019);
- Report 03 regarding Business plan for the 2019-2020 and the 2019-2020 profit distribution ratio.
- Report 04 regarding The policy of signing related contracts and transactions of the company;

Mr. Hoang Manh Tien proceed to read the Report, including:

- Report 05 regarding Authorize to select an independent auditor to audit the financial statements of 2019-2020;
- Report 06 regarding Board of Directors' remuneration 2019-2020;
- Report 07 regarding Approve the additional election of Member of the Board of Directors;
- Report 08 regarding issuing shares under the company selection program for employees.

7. The meeting conducted the discussion:

7.1. Chairman of the Board of Directors, CEO of the Company shared more details about the prospect of development of sugar industry in the coming time.

7.2. The Head of Audit Committee shared more about the orientation of systematizing the Company's risk management system in the coming time based on reference to good corporate governance practices and risk management system of multinational companies.

7.3. Shareholder Truong Thi Diem Thuy - Shareholder 1-2-6425 asks the Chairperson to provide information on the basis for making a profit plan for the 2019-2020 year just as 2018-2019 for the year while expect high target for sugar industry prospect.

7.4. Pham Ngoc Hanh Shareholders - Shareholders code 1-2-01104 asked the Chairperson to provide information on: opportunities and challenges for SBT after ATIGA.

7.5. Pham Van Hung shareholder - Shareholder code: 1-2-08640 asked the Presidium to provide information on: DEG has just purchased more than 21 million preferred shares, but SBT has registered to offer more than 44 million preferred shares, does SBT still plan to sell more?

8. Mr. Pham Hong Duong made a speech to conclude the discussion of the Presiding Committee:

The delegation and members of the Executive Board explained and clarified the opinions of the shareholders at the meeting.

9. Approve the list of candidates for the Board Member

Mr. Pham Hong Duong announces the list of candidates for the Board of Directors.

The meeting voted for the list of candidates for the Board of Directors with the approval rate of **98.76%.**

10. Instructions for voting and approval of election rules

Mr. Huynh Thanh Nhan - Head of the Voting Inspection Committee guides voting and reading election rules at the Meeting.

Congress voted on election rules with the approval rate reaching 100%.

IV. CONGRESS FOR ELECTION, REPORTS VOTING

The number of shareholders by the time of voting and election is **40** shareholders, owning **429,234,957** shares, accounting for **77.25%** of the total voting shares.

V. VOTING RESULTS AND ELECTION

Mr. Huynh Thanh Nhan - Head of Voting Inspection Committee announces the voting and election results as follows:

A. Voting result

1. Report on production and business activities for the 2018-2019 and the 2019-2020 plan of the Board of Management

Voting result: This content was approved with the approval rate reaching **100%** of the total voting shares of attending shareholders / attending authorization, specifically:

No.	Number of votes		Voting rate
1	Total number of votes with voting rights	429.234.957 vote	100%
2	Total number of valid votes	429.234.209 vote	100%
3	The total number of invalid votes	748 vote	0%
4	Number of votes "Agree"	429.234.209 vote	100%
5	Number of votes "Disagree"	0 vote	0%
6	Number of votes "No Idea"	0 vote	0%

2. Operational Report 2018-2019 and the 2019-2020 plan of the Board of Directors

Voting result: This content was approved with the approval rate reaching **100%** of the total voting shares of attending shareholders / attending authorization, specifically:

No.	Number of votes		Voting rate
1	Total number of votes with voting rights	429.234.957 vote	100%
2	Total number of valid votes	429.234.209 vote	100%
3	The total number of invalid votes	748 vote	0%
4	Number of votes "Agree"	429.234.209 vote	100%
5	Number of votes "Disagree"	0 vote	0%
6	Number of votes "No Idea"	0 vote	0%

3. Operational Report 2018-2019 and operational plan for the 2019-2020 of the Audit Committee

Voting result: This content was approved with the approval rate reaching **100%** of the total voting shares of attending shareholders / attending authorization, specifically:

No.	Number of votes		Voting rate
1	Total number of votes with voting rights	429.234.957 vote	100%
2	Total number of valid votes	429.234.209 vote	100%
3	The total number of invalid votes	748 vote	0%
4	Number of votes “Agree”	429.234.209 vote	100%
5	Number of votes “Disagree”	0 vote	0%
6	Number of votes “No Idea”	0 vote	0%

4. Report 01 regarding Approve Audited Separate financial statements and consolidated financial statements for 2018-2019 (01/07/2018-30/06/2019)

Voting result: This content was approved with the approval rate reaching **100%** of the total voting shares of attending shareholders / attending authorization, specifically:

No.	Number of votes		Voting rate
1	Total number of votes with voting rights	429.234.957 vote	100%
2	Total number of valid votes	429.234.209 vote	100%
3	The total number of invalid votes	748 vote	0%
4	Number of votes “Agree”	429.234.209 vote	100%
5	Number of votes “Disagree”	0 vote	0%
6	Number of votes “No Idea”	0 vote	0%

5. Report 02 regarding Approve Profit distribution plan for FY 2018 - 2019 (01/07/2018-30/6/2019)

Voting result: This content was approved with the approval rate reaching **100%** of the total voting shares of attending shareholders / attending authorization, specifically:

No.	Number of votes		Voting rate
1	Total number of votes with voting rights	429.234.957 vote	100%
2	Total number of valid votes	429.234.209 vote	100%
3	The total number of invalid votes	748 vote	0%
4	Number of votes “Agree”	429.234.209 vote	100%
5	Number of votes “Disagree”	0 vote	0%
6	Number of votes “No Idea”	0 vote	0%

6. **Report 03 regarding Business plan for the 2019-2020 and the 2019-2020 profit distribution ratio**

Voting result: This content was approved with the approval rate reaching **100%** of the total voting shares of attending shareholders / attending authorization, specifically:

No.	Number of votes		Voting rate
1	Total number of votes with voting rights	429.234.957 vote	100%
2	Total number of valid votes	429.234.209 vote	100%
3	The total number of invalid votes	748 vote	0%
4	Number of votes “Agree”	429.234.209 vote	100%
5	Number of votes “Disagree”	0 vote	0%
6	Number of votes “No Idea”	0 vote	0%

7. **Report 04 regarding Approve the policy of signing related contracts and transactions of the company**

Voting result: This content was approved with the approval rate reaching **99,68%** of the total voting shares of attending shareholders / attending authorization, specifically:

No.	Number of votes		Voting rate
1	Total number of votes with voting rights	429.234.957 vote	100%
2	Total number of valid votes	429.234.209 vote	100%
3	The total number of invalid votes	748 vote	0%
4	Number of votes “Agree”	427.881.685 vote	99,68%
5	Number of votes “Disagree”	1.352.524 vote	0,32%
6	Number of votes “No Idea”	0 vote	0%

8. **Report 05 regarding authorize to select an independent auditor to audit the financial statements of the 2019-2020 fiscal year**

Voting result: This content was approved with the approval rate reaching 100% of the total voting shares of attending shareholders / attending authorization, specifically:

No.	Number of votes		Voting rate
1	Total number of votes with voting rights	429.234.957 vote	100%
2	Total number of valid votes	429.234.209 vote	100%

3	The total number of invalid votes	748 vote	0%
4	Number of votes “Agree”	429.234.209 vote	100%
5	Number of votes “Disagree”	0 vote	0%
6	Number of votes “No Idea”	0 vote	0%

9. Report 06 regarding Board of Directors’ remuneration 2019-2020

Voting result: This content was approved with the approval rate reaching **100%** of the total voting shares of attending shareholders / attending authorization, specifically:

No.	**Number of votes**		**Voting rate**
1	Total number of votes with voting rights	429.234.957 vote	100%
2	Total number of valid votes	429.234.209 vote	100%
3	The total number of invalid votes	748 vote	0%
4	Number of votes “Agree”	429.234.209 vote	100%
5	Number of votes “Disagree”	0 vote	0%
6	Number of votes “No Idea”	0 vote	0%

10. Report 07 regarding Approve additional election of Member of Board of Directors.

Voting result: This content was approved with the approval rate reaching **99,68%** of the total voting shares of attending shareholders / attending authorization, specifically:

No.	**Number of votes**		**Voting rate**
1	Total number of votes with voting rights	429.234.957 vote	100%
2	Total number of valid votes	429.234.209 vote	100%
3	The total number of invalid votes	748 vote	0%
4	Number of votes “Agree”	427.881.685 vote	99,68%
5	Number of votes “Disagree”	1.352.524 vote	0,32%
6	Number of votes “No Idea”	0 vote	0%

11. Report 08 regarding issuing shares under the company selection program for employees

Voting result: This content was approved with the approval rate reaching **99,87%** of the total voting shares of attending shareholders / attending authorization, specifically:

NO.	**Number of votes**	**Voting rate**

1	Total number of votes with voting rights (*)	301.531.543 vote	100,00%
2	Total number of valid votes	301.149.280 vote	99,87%
3	The total number of invalid votes	382.263 vote	0,13%
4	Number of votes "Agree"	299.796.756 vote	99,42%
5	Number of votes "Disagree"	1.246.524 vote	0,41%
6	Number of votes "No Idea"	106.000 vote	0,04%

(*): Total number of votes with voting rights does not include Number of votes of people with interests related to the stock issue under the employee-selected program.

12. Election Results Member Board of Directors

The list of additional elected Board members includes:

Candidate Vo Tong Xuan was elected Member of the BOD with the voting rate of **98.76%**, specifically:

No.	Number of votes		Voting rate
1	Total number of votes with voting rights	429.234.957 vote	100%
2	Total number of valid votes	429.234.209 vote	100%
3	The total number of invalid votes	748 vote	0%
4	Number of votes "Agree"	423.915.643 vote	98,76%
5	Number of votes "Disagree"	0 vote	0%
6	Number of votes "No Idea"	5.318.566 vote	1,24%

VI. Debut of BOD new Member

VII. MEETING SUMMARY

1. The General Meeting of Shareholders approved the Meeting Minutes.

Ms. Nguyen Thi Hong Phan on behalf of the Secretariat of the Congress read the draft Minutes, Resolution of the Annual General Meeting of Shareholders 2018 - 2019.

The Meeting voted to approve the Meeting's Minutes and Resolution with the approval rate reaching 100% of the total voting shares attending the Meeting.

2. Summary speech of the Congress

3. Congress ending

Annual General Meeting of Shareholders 2018 - 2019 Thanh Thanh Cong - Bien Hoa Joint Stock Company ends at 11:50 am on the same day.

The General Meeting of Shareholders agreed to assign BOD and BOM to be responsible for implementing the contents approved at the General Meeting.

ON BEHALF OF THE ANNUAL GENERAL MEETING OF SHAREHOLDERS 2018 – 2019

SIGNATURE OF CHAIRPERSON

CHAIRPERSON

(Signed)

PHAM HONG DUONG

(Signed)	**(Signed)**
HOANG MANH TIEN	**NGUYEN THANH NGU**

SIGNATURE OF SECRETARY

(Signed)	**(Signed)**
VO THI TUYET OANH	**NGUYEN THI HONG PHAN**