

F.I.T INVESTMENT JOINT STOCK COMPANY
No. 01/2014/NQ-DHĐCD/FIT

SOCIALIST REPUBLIC OF VIETNAM
Independence – Freedom – Happiness
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Hanoi, 18 January, 2014

RESOLUTION OF GENERAL MEETING OF SHAREHOLDERS

- *Pursuant to the Vietnam Corporate Law No. 60/2005/QH11 passed by National Assembly of Vietnam on 29 November, 2005;*
- *Pursuant to the Vietnam Securities Law No. 70/2006/QH11 passed by National Assembly of Vietnam on 29 June, 2006;*
- *Pursuant to the amendment and addendum of the Vietnam Securities Law No. 62/2010/QH12 passed by the 12th National Assembly of Vietnam on 24 October, 2010;*
- *Pursuant to the Charter of FIT Investment Joint Stock Company*
- *Pursuant to the minutes of 2014 Extraordinary General Meeting of FIT Investment Joint Stock Company on 18 January, 2014*

2014 EXTRAORDINARY GENERAL MEETING OF SHAREHOLDERS

FIT INVESTMENT JOINT STOCK COMPANY

RESOLVES:

Article 1: To adopt the adjustment of 2013 business plan

Items	Value (VND)
Chartered capital	157,500,000,000
Revenues	215,210,000,000
Total profits before tax	44,860,000,000
Total profits after tax	33,645,000,000
Pre-tax profit margin (%)	20.8%
After-tax profits/Chartered capital (%)	21.4%
Dividends (VND/ share)	2,000

Article 2: To adopt the business strategy for 2014 and following years with main contents:

- **Short-term investment strategy:** F.I.T will usually keep close track to the market to assess and seek for investment opportunities, attractive shares to investors, analyzing risk level, setting appropriate plans with flexible time to bring about the best efficiency.

- **Long-term investment strategy:** F.I.T aims to become a leading investment group with a lot of subsidiaries and associated companies.

(Details in the report attached)

Article 3: To adopt the recruitment of foreign senior personnel with the main contents:

- Position: Deputy General Director in charge of business development.
- Main duties: Assisting the BOD in developing business in subsidiaries and associated companies of F.I.T; supporting the Board of Management to build and manage the research process and comprehensively analyze customers, competitors, industries, market, and legal aspects in order to develop full-line strategy, strategies for business units and functional departments; supporting the BOD in analyzing, evaluating and implementing important business development activities, including no limitation of mergers, acquisitions, withdrawn, divestments, joint ventures set up, investments, alliances and investment restructure.
- Requirements: Post Graduate. Having experiences in the field of finance and strategy; Having experiences in FMCG. Sensitive mind in trading & commercial. Having outstanding communication skills and the ability to assess accurately. Having the ability to manage time and making planning. Having the high-level business analysis and modeling skills. Having human resource management and good leadership skills.
- Salary: The Board of Directors is assigned to decide to recruit qualified personnel.

Article 4: To adopt share issuance plan in 2014 as follows:

- Maximum number of shares issued: 34,250,000 shares.
- Number of additional shares issued/ Total number of outstanding shares: 217.46%
- Type of securities: Common Share
- Nominal value: 10,000 VND/share
- Targets: Existing shareholders, employees, strategic partners.
- The number of issued shares to specific objects as follows:
 - ✓ Paying 2013 dividends by shares: the maximum number of shares issued: 3,150,000 shares.
 - ✓ Offering shares to existing shareholders: the maximum number of shares offered: 22,365,000 shares.
 - ✓ Offering shares to strategic partners: the maximum number of shares offered: 7,947,500 shares.
 - ✓ Issuing shares for employees: the maximum number of shares issued: 787,500 shares.

In which, based on the capital using plan, the company plans to offer shares to the existing shareholders and strategic partners in 2 phases, the time between which will not exceed one year.

- Plan for using capital raised from the issuance

- ✓ To increase capital for business purpose, expanding scale of operations;
- ✓ To invest in subsidiaries, joint ventures, associated companies of the consumer, financial and mining products.
- ✓ To add to working capital of the Company;

The EXCOM is authorized to make plan of using capital in details for each above mentioned purpose.

(Details of the issuance plan in the Report attached)

Article 5: To amend the Company's Charter and register the additional listing and additional depository

- The whole additional issue shares will be registered for additional listing with Hanoi Stock Exchange and will be registered for additional depository with Vietnam Securities Depository after issuance completion.
- Amendment & addendum to the Company's Charter, changing business registration relating to the Chartered Capital after the issuance and reporting to the GSM in the next General Meeting.

Article 6: To adopt the change of business address of the Company in 2014, as follows:

- Current business location: 15thFloor, MIPEC Building, 229 Tay Son, Dong Da District, Hanoi.
- New business location: 16thFloor, Hapulico Complex Building, 1 Nguyen Huy Tuong, Thanh Xuan District, Hanoi.

Article 7: To authorize the EXCOM to implement the specific contents of reports approved by the General Meeting of Shareholders

Article 8: Implementation provisions

Member of EXCOM, Inspection Board, and BOD are responsible for implementing this Resolution and fulfill their own operational functions in accordance with the Charter of FIT Investment Joint Stock Company.

On behalf of GSM

Chairman