

**RESOLUTION OF
THE ANNUAL GENERAL MEETING OF SHAREHOLDERS 2019
OF SAIGON BEER – ALCOHOL – BEVERAGE CORPORATION**

- Pursuant to Law on Enterprises No. 68/2014/QH13;
- Pursuant to the Charter of Saigon Beer – Alcohol – Beverage Corporation (SABECO);
- Pursuant to the Minutes of the Annual General Meeting of Shareholders 2019 of Saigon Beer – Alcohol – Beverage Corporation dated April 12th, 2019,

RESOLVES:

Article 1: Approve the separate financial statements for 2018 and the consolidated financial statements for 2018 of Saigon Beer – Alcohol – Beverage Corporation audited by KPMG (Vietnam) Limited

Article 2: Approve the Board of Directors' report on business performance in 2018 and orientation for 2019

- Key result of 2018:

Categories	Unit	2017 Actual	2018 Plan	2018 Actual	% Growth rate 2018/2017 actual	% Growth rate 2018 actual/ 2018 plan
Total Volume	Million Litres	1,791	1,803	1,796	0.28%	-0.39%
Net Sales	Billion VND	34,193	35,198	35,949	5.14%	2.13%
Profit After Tax	Billion VND	4,949	4,007	4,403	-11.03%	9.88%

- Business plan for 2019:

Categories	Unit	2018 Actual	2019 Plan	% Growth Rate
Total Volume	Million Litres	1,796	1,908	6.24%
Net Sales	Billion VND	35,949	38,871	8.13%
Profit After Tax	Billion VND	4,403	4,717	7.13%

Article 3: Approve the activity report of the Board of Supervisors from January 1st 2018 to July 21st 2018

Article 4: Approve the activity report of the Audit Committee in 2018

Article 5: Approve the selection of independent auditor for SABECO in the fiscal year 2019 and Q1/2020

To grant authorities to the Board to select the independent auditor for SABECO's financial statements in the fiscal year 2019, Q1/2020 and all relevant period as necessary from the list below:

- KPMG (Vietnam) Limited
- PricewaterhouseCoopers (PwC) (Vietnam) Limited
- Ernst & Young (Vietnam) Limited
- Deloitte (Vietnam) Limited

Article 6: Approve 2018 profit distribution

No.	Categories	Budget 2018 (Mil. dong)	Actual 2018 (Mil. dong)
1	Undistributed profit - beginning	6,014,311	5,823,904
2	Profit after tax	4,007,025	4,402,750
3	Profit distribution, in which:	2,508,559	3,512,272
	- Distribute to Bonus and Welfare Fund	226,168	265,052
	- Distribute to Investment and Development fund	1,744	3,156
	- Distribute to Social activities fund	36,163	37,658
	- Dividend	2,244,484	(*)3,206,406
	- Dividend ratio	35.0%	(*)50.0%
4	Undistributed profit - ending	7,512,777	6,714,382

(*) 15% of 2018 special dividend is subjected to the approval of the SABECO's BOD based on the authorization of the shareholders held in the 2019 AGM on April 12th, 2019.

The Board of Directors proposes to the AGM to approve the authorization to the Board of Directors to decide the payment of 2018 special dividend of 15% that shall be paid in 2019.

Article 7: Approve 2019 profit distribution plan

No	Categories	Actual 2018 (Mil. dong)	Budget 2019 (Mil. dong)
1	Undistributed profit – beginning	5,823,904	6,714,382
2	Profit after tax	4,402,750	4,716,987
3	Profit distribution, in which:	3,512,272	2,583,946
	- Distribute to Bonus and Welfare Fund	265,052	286,193
	- Distribute to Investment and Development fund	3,156	2,802
	- Distribute to Social activities fund	37,658	50,467
	- Dividend	3,206,406	2,244,484
	- Dividend ratio	50.0%	35.0%
4	Undistributed profit - ending	6,714,382	8,847,423



Article 8: Approve the settlement of salary, remuneration and bonus of Board of Directors in 2018 and Board of Supervisors from January 1st 2018 to July 21st 2018

No	Explain	Unit	Budget 2018	Actual 2018
1	Salary fund	VND	3,723,160,000	3,621,616,250
2	Remuneration fund	VND	1,438,639,488	1,823,120,957
3	Bonus fund	VND	604,240,000	452,702,031
	Total	VND	5,766,039,488	5,897,439,238

Article 9: Approve the VND **6,322,680,000** salary, remuneration and bonus plan of the Board of Directors and Audit Committee in 2019

Article 10: Approve the amendment of the Charter

Article 11: Approve the amendment of the Internal Regulations on Corporate Governance

Article 12: Implementation provision:

The Resolution of the Annual General Meeting of Shareholders in 2019 of Saigon Beer – Alcohol – Beverage Corporation is approved and takes effect from the signing date.

All shareholders of Saigon Beer – Alcohol – Beverage Corporation, members of the Board of Directors, General Director and all employees of the Corporation are responsible for the implementation of this Resolution.

Recipients:

- SABECO's shareholders;
- Board of Directors;
- General Director;
- Saved at BOD Office, Archived.

**ON BEHALF OF AGM
CHAIRPERSON**



Koh Poh Tiong

