

ENGLISH TRANSLATION

**PROPOSAL ON ISSUANCE PLAN OF SHARE TO INCREASE THE SHARE
CAPITAL FROM OWNERS' EQUITY ("SHARE BONUS")**

Pursuant to Law on Enterprises No. 68/2014/QH13 passed by the National Assembly on November 26, 2014, and its implementing documents;

Pursuant to Law on Securities No. 70/2006/QH11 passed by the National Assembly on June 29, 2006, and the Law on amendment of and supplementation to Law on Securities No. 70/2006/QH11 passed by the National Assembly on November 24, 2010;

Pursuant to Decree No. 71/2017/ND-CP dated June 6, 2017 of the Government on corporate governance applicable to public companies;

*Pursuant to the Charter of Masan Resources Corporation passed by the General Meeting of Shareholders on May 26, 2015, as amended from time to time (the "**Charter**");*

The Board of Directors of Masan Resources Corporation (the "**Company**") is honored to present to the 2018 Annual General Meeting of Shareholders for approval of the issuance plan of shares to increase the share capital from the owners' equity (the "Share Bonus") as follow

1. Class of shares to be issued: ordinary shares.
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 - b. Par value: VND 10,000 per share.
 - c. Time of issuance: proposed to be within 2018, subject to approval by the State Securities Commission of Vietnam;
 - d. Recipients of share bonus: current shareholders, i.e. shareholders at the book closing date shall receive share bonus corresponding to their shareholdings;
 - e. Issuance ratio: 100:25 (25%), i.e. on the book closing date, a shareholder holding 100 shares shall receive 25 bonus share;
 - f. Proposed total number of share bonus to be issued: at the maximum of 25% of the total issued shares at the time of book closing date for the issuance of the share bonus;
 - g. Handling of fractional share: if the issuance of share bonus gives rise to fractional share, the number of shares that a shareholder receive will be

MASAN RESOURCES CORPORATION

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Ho Chi Minh City, Vietnam*



rounded down to ensure that will not exceed the total number shares to be issued.

- h. Source of fund for the issuance: from capital surplus.
- 2. Approve the increase of the charter capital of the Company equivalent to the total par value of the number of actually issued shares.
- 3. Approve the amendment of Article 5.1 of the Company's Charter to record the new charter capital based on the total par value of the number of actually issued shares.
- 4. Approve the depository of the actually issued shares at the Vietnam Securities Depository and the listing of the same on the Hanoi Stock Exchange.
- 5. Designate Mr. Chetan Prakash Baxi – Chairman of the BOD, or Mr. Craig Richard Bradshaw – CEO of the Company to:
 - a. decide the time of issuance and other matters related to the issuance;
 - b. deal with the shares that will not be subscribed;
 - c. perform necessary procedures to register the increase of the charter capital, to implement the depository registration with Vietnam Securities Depository and the additional listing of the actually issued new shares on the Hanoi Stock Exchange;
 - d. modify or change the plan of issuance of new shares at requests of the Vietnam State Securities Commission and/or for compliance with relevant regulations; and
 - e. decide other matters and to implement other works to complete the issuance of the share bonus.

Best regards,

Ho Chi Minh City, April 10, 2018

ON BEHALF OF THE BOARD OF DIRECTORS

/signed and sealed/

CHETAN PRAKASH BAXI

Chairman of the Board of Directors