

**MASAN GROUP
CORPORATION**
No.: 1587/2016/NQ-HDQT

SOCIALIST REPUBLIC OF VIETNAM
Independence – Freedom – Happiness
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Ho Chi Minh City, 22 November 2016

**RESOLUTIONS OF THE BOARD OF DIRECTORS
MASAN GROUP CORPORATION**

THE BOARD OF DIRECTORS

- Pursuant to the Law on Enterprises No. 68/2014/QH13 approved by the National Assembly on 26 November 2014;
- Pursuant to Law on Securities No. 70/2006/QH11 adopted by the National Assembly on 29 June 2006, as amended by Law No. 62/2010/QH12 adopted by the National Assembly on 24 November 2010;
- Pursuant to the Charter of Masan Group Corporation (the “**Company**”) dated 25 April 2014, as amended from time to time; and
- Pursuant to the Vote Counting Minutes relating to the collection of written opinions of the Board of Directors No. 1587/2016/BBKP-HDQT dated 22 November 2016.

RESOLVES

Article 1. To approve and propose the collection of written opinions of the shareholders on the following matters:

1. The issuance of shares for increase of share capital with finances from the equity (bonus shares) with the ration of 2:1 (50%);
2. The allocation of the 2015 dividend and advance of 2016 dividend by cash with the ratio 30% (VND3,000/share); and
3. Offshore offering and listing of non-convertible bonds with the aggregate principal amount not exceeding USD300 million.

Article 2. To authorize Mr. Nguyen Dang Quang – Chairman of the Board of Directors and CEO or Mr. Nguyen Thieu Nam – Deputy CEO of the Company to execute required procedures in relation to the collection of written opinions of the shareholders to approve the matters provided in Article 1.

Article 3. Relevant departments and individuals are responsible for implementing this Resolution.

Article 4. This Resolution is effective from the signing date.

**O.B.H. THE BOARD OF DIRECTORS
CHAIRMAN**

[signed and sealed]

NGUYEN DANG QUANG