



ENGLISH TRANSLATION

Ho Chi Minh City, 24 April 2018

VOTING PROCEDURES

AT THE 2018 ANNUAL GENERAL MEETING OF SHAREHOLDERS

MASAN GROUP CORPORATION

- Pursuant to the Law on Enterprises No. 68/2014/QH13 approved by the National Assembly on 26 November 2014;
- Pursuant to the Charter of Masan Group Corporation (the “**Company**”), amended from time to time,

The vote counting committee would like to inform the voting procedures at the 2018 Annual General Meeting of Shareholders as follows:

1. Voting cards:

The organizing committee issues 2 Voting cards, including:

- 1.1. **Hand-raised voting card:** to vote on general matters as supposed by the Meeting Chairperson and not to be collected to the vote box.
- 1.2. **Voting card** (with choices of Agreement/ Disagreement/ No Opinion): to vote on important matters submitted for the General Meeting of Shareholders’ opinions at the meeting and to be collected into the vote box. This voting card is numbered as the Voting card No. 1.
- 1.3. **Back-up voting card.** This voting card is to vote on new matters arising during the meeting which are required to be approved. This card also includes the choices like the Voting card No. 1 as mentioned at the paragraph 1.2 and is numbered as the Voting card No. 2.

2. Voting procedures:

- 2.1 **With regard to the hand-raised voting card:** voting on the vote number basis

For general issues such as electing voting committee and vote-counting committee; approving the agenda, the Meeting minutes of the General Meeting of Shareholders, the

participating shareholders or their proxy raise the hand-raised voting cards when the Meeting Chairperson asks for votes: Agree/ Disagree/ No Opinion.

2.2 **With regard to the voting card** (with choices of Agreement/ Disagreement/ No Opinion): voting on the basis of number of shares.

2.2.1. Shareholders or their proxy shall mark either V or X on **one** of the 3 choices (Agree/ Disagree/ No Opinion).

2.2.2. Shareholders or their proxy do not mark any choice or do not put the voting card into the voting box which means they choose **No opinion**.

3. Principles to determine the validity of the voting cards:

3.1. Valid voting cards:

3.1.1. Pre-printed form issued by the organizing committee with the company's seal, without erasing or correcting, without other content being added to the cards.

3.1.2. With regard to the voting cards (with choices of Agreement, Disagreement, or No Opinion): only mark with V or X on **one** of three squares corresponding to one of the three choices.

3.2. Invalid voting cards:

3.2.1. The voting cards are not issued by the organizing committee, or are erased or corrected, or new content is added into the voting cards.

3.2.2. With regard to the voting cards (with choices of Agreement, Disagreement, or No Opinion): Marked with more than one choice out of three: Agree, Disagree, No Opinion; or marked with signs other than X or V.

4. Principles to collect and count votes, and voting counting minutes:

4.1. After voting, shareholders shall put their voting cards into vote box. To facilitate the vote counting, the shareholders are kindly requested not fold, crumple the voting cards when putting them in the vote box. The collection of votes shall end when all shareholders or the proxy put their voting cards into the box or when the time for collecting voting cards is up according to the vote counting committee's announcement.

4.2. Vote counting shall be performed immediately after the completion of the voting card collection.

4.3. Results of vote counting are documented with signatures of all members of the vote counting committee. Minutes of vote counting shall consist of main items according to legal regulations and be read aloud before the meeting closing.

5. Approval on the resolutions of the General Meeting of Shareholders

Resolutions of the General Meeting of Shareholders are approved by the voting method once they obtain the minimum percentage of agreement, according to relevant legal regulations and the Charter of the Company:

- 5.1. For resolutions on type of shares and total number of shares of each type, transaction with related parties, transactions of investment, purchase, transfer of bonds, certificates of deposit, and other assets: at least 65% of the total voting shares of shareholders entitled to vote or their proxy attending the meeting who agree on.
- 5.2. Other matters: at least 51% of the total voting shares of shareholders or their proxy attending the meeting who agree on.

6. Claim against the voting and vote counting

All claims, inquiries on the voting and vote counting shall be resolved by the Meeting Chairperson or Head of vote counting committee, provided that such claims and inquiries are raised before the announcement of the meeting minutes.