



MASAN CONSUMER CORPORATION
Address: 12th Floor, Kumho Asiana Plaza Saigon,
39 Le Duan, Dist. 1, HCMC, Vietnam
Tel: (84-08) 62 555 660 Fax: (84-08) 38 190 463

ENGLISH TRANSLATION

No.: 10/2017/TB-HĐQT-MS

Ho Chi Minh City, 13 June, 2017

NOTICE OF THE BOARD OF DIRECTORS OF MASAN CONSUMER CORPORATION

(On the nomination, self-nomination for additional membership of the Board of Directors for the term 2014 - 2019)

To: SHAREHOLDERS OF MASAN CONSUMER CORPORATION

Pursuant to:

- *The Law of Enterprise No. 68/2014/QH13 passed by the National Assembly of Social Republic of Vietnam on 26 November 2014;*
- *The Securities Law No. 70/2006/QH11 passed by the National Assembly of Social Republic of Vietnam on 29 June 2006, as amended in 2010;*
- *The Circular No. 121/2012/TT-BTC dated 26 July 2012 of the Ministry of Finance prescribing the company management applicable to public companies;*
- *The Charter of Masan Consumer Corporation (the “Company”) dated 26 April 2016 and its amendments from time to time;*
- *Resolution of the Board of Masan Consumer Corporation No. 12/2017/NQ-HĐQT-MS dated 24 May 2017.*

The Board of Directors of Masan Consumer Corporation would like to notify all shareholders of the nomination/self-nomination for additional membership of the Board of Directors for the term 2014 - 2019 as following:

- I. Number of additional members of the Board of Directors to be elected:** 1 member
- II. Standards and conditions for a member of the Board of Directors:** according to Point 4 Article 24 Charter of the Company

A member of the Board of Directors must have the following criteria and conditions:

- a. To have full capacity for civil acts, and not belong to the category of persons prohibited from managing an enterprise in accordance with the Law on Enterprises;
- b. Has qualifications and experience of business administration; Members of the Board of Directors are not necessarily shareholders of the Company;
- c. Members of the Board of Directors may concurrently hold the position of Members of the Board of Directors of other companies.

III. Conditions of nomination, self-nomination for membership of the Board of Directors:

3.1. Conditions of self-nomination for membership of the Board of Directors:

According to Point 2 Article 24 of the Charter of the Company, a Shareholder or a group of Shareholders holding more than 5% of the total voting shares of the Company for a consecutive period of six months or more and meeting all the conditions for membership of the Board of Directors specified in Section II of this Notice shall have the right of self-nomination for membership of the Board of Directors of the Company.

3.2. Conditions of nomination for membership of the Board of Directors:

According to Point 2 Article 24 of the Charter of the Company, a Shareholder or a group of Shareholders holding more than 5% of the total voting shares of the Company for a consecutive period of six months or more have the right to nominate candidates to the Board of Directors.

A Shareholder or a group of the Shareholder holding more than 5% to below 10% of the total voting shares shall have the right to nominate one member; from 10% to below 30% shall have the right to nominate up to two members; from 30% to below 50% shall have the right to nominate up to three members; from 50% to below 65% shall have the right to nominate up to four members and from 65% or more shall have the right to nominate a full number of members.

Where the number of candidates that shareholders or groups of shareholders nominate is lower than the required number of candidates for additional membership of the Board of Directors, the number of remaining candidates shall be nominated by the current Board of Directors. In case the current Board of Directors nominate, the nomination mechanism must be clearly announced and approved by the General Meeting of Shareholders prior to nomination.

IV. Documents for nomination/self-nomination:

Shareholders satisfying all criteria for nomination, self-nomination for additional membership of the Board of Directors of Masan Consumer Corporation for the term 2014 – 2019 shall send nomination, self-nomination documents to the Office of the Board of the Company by 5 PM of 20 June, 2017:

Office of the Board - Masan Consumer Corporation

Floor 12, Kumho Asiana Plaza Saigon, 39 Le Duan, District 1, HCMC

Contact: Ms. Dao Thi Thanh Huong

Tel: 0902662660 (Ext: 10303)

Fax: (08) 38 109 463

Email: huongdt2@msc.masangroup.com

Documents for nomination, self-nomination shall include:

- Nomination or self-nomination form for membership of the Board of Directors (according to the required form);
- Curriculum vitae of candidate (according to the required form);
- Certified true copies of ID card/ passport/ relevant degrees.

**ON BEHALF OF THE BOARD
CHAIRMAN**

(Signed and sealed)

NGUYEN DANG QUANG