



**MASAN CONSUMER CORPORATION**  
Address: 12<sup>th</sup> Floor, Kumho Asiana Plaza Saigon,  
39 Le Duan, Dist. 1, HCMC, Vietnam  
Tel: (84-8) 62 555 660 Fax: (84-8) 38 109 463

**ENGLISH TRANSLATION**

**PROPOSAL**

**AT THE 2017 ANNUAL GENERAL MEETING OF SHAREHOLDERS**

***Regarding: Approval of internal transactions***

- Pursuant to the Law of Enterprise No. 68/2014/QH13 passed by the National Assembly of Social Republic of Vietnam on 26 November 2014;
- Pursuant to the Securities Law No. 70/2006/QH11 passed by the National Assembly of Social Republic of Vietnam on 29 June 2006;
- Pursuant to the Charter of Masan Consumer Corporation (the "Company");
- Based on the business development demand of the Company and its subsidiaries and on the basis of optimizing cash flow of the Company.

We would like the 2017 Annual General Meeting of Shareholders to approve the internal transactions as follows:

1. To approve the Company the Company's provisions of loans and guarantees to the Company's ("**Subsidiary(ies)**") and related persons of the Company's internal persons, with the total value of principals shall be equal to or higher than 35% of the Company's total assets at the nearest financial reports (the "**Related Transaction(s)**").
2. To authorize Dr. Nguyen Dang Quang, Chairman of the Board of Directors, and/or Mr. Seokhee Won, Chief Executive Officer, and/or Mr. Pham Dinh Toai, Deputy Chief Executive Officer of the Company:
  - (i) to decide the specific loan, guarantee amount(s), the terms and conditions of the Related Transaction(s) and contracts, agreements, documents in relation to the Related Transaction(s), including agreements amending the Related Transaction(s) (if any); and
  - (ii) to sign and implement the Related Transaction(s) and contracts, agreements, documents in relation to the Related Transaction(s), including agreements amending the Related Transaction(s) (if any).

*Ho Chi Minh City, April 10, 2017*

**ON BEHALF OF THE BOARD**

**CHAIRMAN**

*(Signed and sealed)*

**NGUYEN DANG QUANG**