VINACONTROL GROUP

No.: 064/2018/TB-HDQT

SOCIALIST REPUBLIC OF VIETNAM

Independence – Freedom - Happiness

Hanoi, March 9th, 2018

ANNOUNCEMENT

V/v: Nomination, candidature to Board of Directors & Audit Committee - Term 2018-2023

TO: Shareholder of VINACONTROL GROUP

- *Pursuant to Law on Enterprise No.68/2014/QH13 on 26th November 2014;*
- *Pursuant to Law on Securities No. 70/2006/QH11 on 29th June 2006; Law on amending and supplementing a number of articles of the Law on Securities No. 62/2010/QH12 on 24th November 2010;*
- *Pursuant to Circular No.95/2017/TT-BTC on 22nd September 2017 of The Ministry of Finance, prescribing the company management applicable to public companies;*
- *Pursuant to the Charter of Vinacontrol Group approved on 28th March 2008 by General Meeting of Shareholders and all the revised versions.*

The Board of Directors of Vinacontrol Group would like to announce that:

Vinacontrol shall conduct the election of the Board of Directors (BOD) and Audit Committee Term 2018-2023, for ensuring the conformity with Law on Enterprise, Law on Securities, the Company's Charter as well as enhancing the capacity of the company management and control in the new Term.

Conditions for stand and nominate for the position in the BOD and Audit Committee, term 2018-2023:

I. The number of Members of the BOD & Audit Committee

- Vinacontrol Charter stipulates that the number of BOD members is minimum five (03) member and maximum eleven (11) members. The BOD shall propose the number of BOD Members - Term 2018-2023 for the General Meeting of Shareholder to approve and elect.
- It is planned to have five (05) members in the Board of Directors;
- The BOD shall propose the number of Audit Committee Members - Term 2018-2023 for the General Meeting of Shareholder to approve and elect.
- It is planned to have three (03) members in the Audit Committee.

II. Conditions of the candidate

1. Criteria and condition of BOD Member

- Having full capacity for civil acts, and not prohibited from managing an enterprise under the provisions of Enterprise Law;
- Having vision and capacity in forming the Company's strategy, capacity in management control. Priority shall be given to the candidate who has experience in technical and scientific services.
- Having a strong work ethic, good health, honesty and understanding the law.

2. Criteria and condition of Audit Committee Member

- Being 21 years old or older, having full capacity for civil acts, and not prohibited from managing an enterprise under the provisions of Enterprise Law;
- Not being a related person of BOD Members and General Director;
- Not being BOD Member concurrently;
- Not work in the financial department of the company;
- Not being a member or an employee of an independent auditing firm that audited the financial statements of the company for the previous three years
- Having a strong work ethic, good health, honesty and understanding the law;
- Head of Audit Committee is not being the member of Audit Committee, Board of Directors in the other inspection company;
- Head of Audit Committee has must be an auditor or professional accountant and must work full time at the company;
- Member of Audit Committee is not imperative as the company's shareholder or staff.
- Member of Audit Committee must live in Vietnam during the term of active duty.

3. Condition for the nomination & candidature

- Shareholders holding less than five (5%) percent of voting shares for at least six (06) consecutive months may add up his/her shares in order to nominate members of the BOD.
- Shareholder or a group of shareholders holding voting shares for at least six consecutive months:
  - From 5% up to less than 10%: nominate 01 member;
  - From 10% up to less than 30%: nominate 02 members;
  - From 30% up to less than 40%: nominate 03 members;

- From 40% up to less than 50%: nominate 04 members;
- From 50% up to less than 60%: nominate 05 members;
- From 60% up to less than 70%: nominate 06 members;
- From 70% up to less than 80%: nominate 07 members;
- From 80% up to less than 90%: nominate 08 members;

- In case the number of candidates of BOD and Audit Committee is less than the required number, the incumbent BOD shall nominate more candidates.

III. Documents of the nomination & candidature

Documents of the nomination & candidature for electing Board of Directors and Audit Committee - Term 2018-2023 of Vinacontrol Group consists of:

- Letter of Stand for election to Board of Directors/Audit Committee member (Form 01)
- Letter of nomination of Board of Directors/Audit Committee member of shareholder/ group of shareholders (Form 02)
- Curriculum Vitae (Form 03)
- Notarized Copy of ID card/ Passport, Qualifications and Professional Certificates
- An evidence of the number of shares that the shareholder (if self-nominate) or a group of shareholders (if nominate) owning for at least 6 consecutive months or equivalent evidence(s) issued by the Securities Company where a (group of) shareholder(s) opening account(s) or by Issuing organization(s) (according to the list of shareholders as of the record date of Feb 27th 2018)

Notice: A person who stands/ nominated for election to Board of Directors/ Audit Committee member must be responsible before the law and General Meeting of Shareholders for the accuracy and honest of his/her related documents.

Please send the documents of the nomination/candidature for the election to Vinacontrol Head Office **before 16.30h, 29th March 2018** to the address as follows:

VINACONTROL GROUP - BOD's Secretary Team

54 Tran Nhan Tong, Nguyen Du Ward, Hai Ba Trung District, Hanoi, Vietnam

(Or by Email: tochuyenvien@vinacontrol.com.vn / Fax: (+84) 24 3943 3844)

Thank you very much!

Received:

- *Vinacontrol's shareholders*
- *Vinacontrol's members*
- *Information Disclosure Officer*
- BOD *Secretary Team*

REPRESENTATIVE OF THE BOARD OF DIRECTORS

CHAIRMAN

M.S.D.N: 0100107772 - C.T.C.P
CÔNG TY CỔ PHẦN TẬP ĐOÀN VINACONTROL
Q. HAI BÀ TRƯNG - TP. HÀ NỘI

BUI DUY CHINH