YEAH1 GROUP CORPORATION

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No: 0412A/2018/BBH/ĐHĐCĐBT

Ho Chi Minh, 04th December 2018

MINUTES OF

THE 2018 EXTRAORDINARY GENERAL MEETING OF SHAREHOLDERS

Company Name: **Yeah1 Group Corporation**

Head Office: 1st Floor, Office Tower, Mplaza Building, 39 Le Duan Street, Ben Nghe Ward, District 1, Ho Chi Minh City, Vietnam.

Business Registration No. **0304592171** issued by the Department of Planning and Investment of Ho Chi Minh City for the first time on September 12, 2006 and the 22nd amended registration dated 29th August 2018.

At 09:00 am on 04th December 2018, the 2018 Extraordinary General Meeting ("EGM") of Shareholders of Yeah1 Group Corporation ("the Company" or "YEG") was conducted at the Deutsches Haus Conference Center, 33 Le Duan, District 1, Ho Chi Minh City with the following details:

I. <u>THE MEETING DETAILS:</u>

1. Mr. Nguyen Huy Hoang conducted the opening ceremony including proclaims the reason to hold the meeting and introducing attendants.

2. Mr. Nguyen Tuan Manh reported on verification of the qualification of the shareholders attending the 2018 Extraordinary General Meeting as follows:

- According to the shareholder registration list till 9:00am, the EGM has the presence of 48 shareholders/authorized persons who represent for 24,862,191 shares which accounts for 79.48% of the Company's total outstanding shares and accounts for 79.48% total voting shares.
- Pursuant to Clause 1, Article 141 of the 2014 Law on Enterprise and Article 19 of the Company's Charter, the EGM is legally and lawfully convened with the presence of 79.48% voting right, and shall continue.

3. Mr. Nguyen Tuan Manh presented and directed the Meeting to adopt the working and voting regulations

With 100% of votes approved, the entire Meeting have passed the working regulations and voting.

4. **Mr. Nguyen Huy Hoang introduced the Chairman Board, the Secretary Board and the Election Inspection to shareholders in the Meeting:**

   Chairman board (5 persons):

   - Mr. Nguyen Anh Nhuong Tong – BOD Chairman – Chairperson of the EGM
   - Mr. Dao Phuc Tri – BOD member, CEO
   - Mr. Ly Truong Chien – BOD member
   - Mr. Hoang Duc Trung – BOD member
   - Mr. Niraan De Silva – BOD member, Chief Strategy Executive

   Secretary Board (2 persons):

   - Mr. Nguyen Xuan Tung
   - Ms. Mai Thuy Trang

   Election Inspection (03 persons):

   - Mr. Nguyen Tuan Manh
   - Mr. Nguyen Dang Khoa
   - Mr. Luu Anh Khoa

   The meeting voted and approved the Chairman board, Secretary Board and Election Inspection of the EGM with 100% of the number of voting shares of the Company.

5. **Mr. Vo Thai Phong, on behalf of Chairperson of the EGM, presented and directed the Meeting to adopt the agenda of the EGM.**

   The meeting voted and approved the EGM's Agenda with 100% of the number of voting shares of the Company.

6. **Mr. Nguyen Anh Nhuong Tong, Chairperson of the EGM, had an opening speech at the EGM.**

7. **On behalf of the Chairman Board, Mr. Dao Phuc Tri, BOD member and CEO, presented the flowing proposals:**

   7.1 Proposal for Bonus Share Issuance to Increase Charter Capital Using Owners' Equity;

   7.2 Proposal for Approval of changing the corporate governance structure (dismissal the members of the Board of Supervisors); establishment of Internal Control Subcommittee, Finance and Investment Subcommittee; Human Resources Development Subcommittee affiliated to the BoD

8. On behalf of the Chairman Board, Mr. Vo Thai Phong, CFO, presented the flowing proposals:

8.1 Proposal and Update to the EGM on the Use of Funds and Timeline;

8.2 Proposal for the Matters Authorized to the Board of Directors;

8.3 Proposal for Amending and Supplementing the Company's Charter and Internal Guidelines on the Corporate Governance;

8.4 Proposal for Potential Plan of New Share Issuance for Corporate Activities.

9. EGM's discussion

10. EGM's voting on the above proposals

11. Voting result

Mr. Nguyen Tuan Manh presented voting report for approving proposals:

No.	Voting Content	Approve (%)	Disapprove (%)	Abstain (%)	Voting result
1	Proposal for Bonus Share Issuance to Increase Charter Capital Using Owners' Equity	100	-	-	Approved
2	Proposal for approval of changing the corporate governance structure (dismissal the members of the Board of Supervisors); establishment of Internal Control Subcommittee, Finance and Investment Subcommittee; Human Resources Development Subcommittee affiliated to the BoD	100	-	-	Approved
3	Proposal and Update to the EGM on the Use of Funds and Timeline	100	-	-	Approved
4	Proposal for the Matters Authorized to the Board of Directors	96.91	3.09	-	Approved
	- Authorise the BOD to select, sign and execute contracts of capital contributions, investments, disinvestments, mergers, acquistions, consolidations, lendings, borrowings, purchases and sales of the Company's assets of which the values are equal to or higher than 35% of the total asset value written in the latest financial statement of the Company, unless transactions with the related parties which	96.91	3.09	-	Approved

No.	Voting Content	Approve (%)	Disapprove (%)	Abstain (%)	Voting result
	are prescribed by the Article 162, the Law on Enterprises and by Article 37, the Company's Charter;				
	- Authorize the BOD to execute mergers and acquisitions deals according to the current legal regulations	96.91	3.09	-	Approved
	- Authorize the BOD to make decisions on amendments or supplements the Business Registration Certificate according to the current legal regulations	96.91	3.09	-	Approved
5	Proposal on Amending and Supplementing the Company's Charter and Internal Guidelines on Corporate Governance	100	-	-	Approved
	- Company's Charter	100	-	-	Approved
	- Internal Guidelines on Corporate Governance	100	-	-	Approved
6	Proposal on the New Shares Issuance Plan	96.91	3.09	-	Approved

II. <u>Approval on EGM Resolution 2018:</u>

- On behalf of Secretary Board, Ms. Mai Thuy Trang presented the Meeting Minutes and Resolution of the EGM. The Meeting Minutes and Resolution got 100% approval of the number of voting shares shareholders at the EGM. The BOD was authorized to execute this Resolution.
- Mr. Hoang Duc Trung presented closing speech at the EGM.

Other matters/other proposals/other reports at EGM were approved: No

The 2018 Extraordinary General Meeting of Shareholders of Yeah1 Group Corporation finished at 11:00 on the same day.

Secretary	Chairperson
(Signed)	(Signed and Stamped)
NGUYEN XUAN TUNG	**NGUYEN ANH NHUONG TONG**