

MASAN RESOURCES CORPORATION

Suite 802, Central Plaza, 17 Le Duan, Ben Nghe Ward, District 1,
Ho Chi Minh City, Vietnam



ENGLISH TRANSLATION

PROPOSAL ON PLAN FOR ISSUANCE OF SHARE FOR DIVIDEND PAYMENT

Pursuant to Law on Enterprises No. 68/2014/QH13 passed by the National Assembly on November 26, 2014, and its implementing documents;

Pursuant to Law on Securities No. 70/2006/QH11 passed by the National Assembly on June 29, 2006, and the Law on amendment of and supplementation to Law on Securities No. 70/2006/QH11 passed by the National Assembly on November 24, 2010;

Pursuant to Decree No. 71/2017/ND-CP dated June 6, 2017 of the Government on corporate governance applicable to public companies;

*Pursuant to the Charter of Masan Resources Corporation passed by the General Meeting of Shareholders on April 20, 2018, as amended from time to time (the “**Charter**”);*

Pursuant to the Resolution No. 61/2019/NQ-HDQT dated 09/4/2019 of the Board of Directors of Masan Resources Corporation.

The Board of Directors of Masan Resources Corporation (the “**Company**”) is honored to present to the 2019 Annual General Meeting of Shareholders for approval of the plan for issuance of shares for dividend payment as follows:

1. Issuance Plan
 - a. Name of shares: shares of Masan Resources Corporation.
 - b. Stock ticker: MSR.
 - c. Class of shares: ordinary shares.
 - d. Par value: VND 10,000 per share.
 - e. Total outstanding shares: 899,309,122 shares.
 - f. Total treasury shares: 0 share.
 - g. Total estimated shares to be issued: 89,930,912 shares.
 - h. Total estimated par value of shares to be issued: VND899,309,120,000.
 - i. Issuance ratio: 10%, i.e. on the book closing date for stock dividend payment, a shareholder holding 100 shares shall receive 10 shares.

MASAN RESOURCES CORPORATION

Suite 802, Central Plaza, 17 Le Duan, Ben Nghe Ward, District 1,
Ho Chi Minh City, Vietnam



- j. Recipients of shares: existing shareholders, i.e. shareholders at the book closing date shall receive dividend shares corresponding to their shareholdings.
- k. Time of issuance: proposed to be in 2019, subject to approval of the State Securities Commission of Vietnam.
- l. Source of fund for the issuance: from the undistributed after tax profits as shown in the 2018 audited consolidated financial statements.
- m. Plans for handling fractions of shares: if the issuance of dividend shares gives rise to any fraction of shares, the number of shares that a shareholder receives will be rounded down to the nearest whole number. A fraction of shares (if any) will be cancelled.

*Example: for a shareholder holding 125 shares, the dividend shares that shareholder will receive at the issuance ratio is $125 * 10\% = 12.5$ shares. The number of shares the shareholder actually receives will be 12 shares; 0.5 share will be cancelled.*

- 2. Approve the increase of the charter capital of the Company equivalent to the total par value of the number of actually issued shares.
- 3. Approve the amendment of Article 5.1 of the Company's Charter to record the new charter capital based on the total par value of the number of actually issued shares.
- 4. Approve the depository of the actually issued shares at the Vietnam Securities Depository and the listing of the same on the Hanoi Stock Exchange.
- 5. Designate Mr. Chetan Prakash Baxi – Chairman of the BOD, or Mr. Craig Richard Bradshaw – CEO of the Company to:
 - a. decide the time of issuance and other matters related to the issuance;
 - b. implement the plan for handling fractions of shares as above;
 - c. perform necessary procedures to register the increase of the charter capital, to implement the depository registration with Vietnam Securities Depository and the additional listing of the actually issued new shares on the Hanoi Stock Exchange;
 - d. modify or change the plan of issuance of new shares at requests of the Vietnam State Securities Commission and/or for compliance with relevant regulations; and
 - e. decide other matters and to implement other works to complete the issuance of the dividend shares.

MASAN RESOURCES CORPORATION

*Suite 802, Central Plaza, 17 Le Duan, Ben Nghe Ward, District 1,
Ho Chi Minh City, Vietnam*



Best regards,

Ho Chi Minh City, April 9, 2019

ON BEHALF OF THE BOARD OF DIRECTORS

/signed and sealed/

CHETAN PRAKASH BAXI

Chairman of the Board of Directors