

**RESOLUTION OF GENERAL INVESTOR MEETING
IN THE FORM OF WRITTEN OF VIETJET AVIATION JOINT STOCK COMPANY**

- Pursuant to Law of Enterprise No. 68/2014/QH13 dated 26 November 2014;
- Pursuant to Charter of Vietjet Aviation Joint Stock Company;
- Pursuant to the minutes of counting of the votes in the form of written No. 01-17/VJC-ĐHCĐ-BB dated 3 January 2017.

**GENERAL INVESTOR MEETING
OF VIETJET AVIATION JOINT STOCK COMPANY DECIDES:**

Article 1: Agree the registration, deposit shares of company at Vietnam Securities Depository and registration of listing shares of company at Hochiminh Stock Exchange with the voting rate of 92.38%

1. Registration, deposit shares of company at Vietnam Securities Depository and registration of listing shares of company at Hochiminh Stock Exchange
 - Apply the registration, deposit shares of company at Vietnam Securities Depository
 - Agree the registration of listing all the issued shares of Company at Hochiminh Stock Exchange
 - The propose time for registration, deposit and listing: authorized for Board of Directors to decide the reasonable time for registration, deposit and listing in 2017.
2. Authorised for Board of Directors
Authorised for Board of Directors to choose the reasonable time for registration, deposit and listing and complete the documentation, implement the procedures for registration, deposit and listing in the provision of Law.

Articles 2: Agree the plan to issue individual shares to increase the charter capital with the voting rate of 91.07% (Except the voting shares of related party- Sunny Investment Ltd. Co.)

1. The plan to issue individual shares to increase the charter capital
 - Type of shares : common shares
 - Par value : 10.000 VND/share
 - Total issued shares : 300.000.000 shares
 - Total treasury shares : Nil
 - Total number of shares in issue : 300.000.000 shares
 - Total addition issued shares : 22.388.060 shares equivalent 7.46% (seven point forty six percent) total number of shares in issue
 - Total value at par : 223.880.600 VND
 - The mode of issue : issue individual shares
 - The investors:
 - Name : Sunny Investment Ltd. Co.
 - Business license : Business license No. 0314092837 of Hochiminh City Investment and Development issued on 2 November 2016 and revised the second time on 06 December 2016.

- Head office address : 10th Floor, 58 Nguyen Dinh Chieu, Dakao Ward, District 1, HCMC
 - Price : 84,600 VND/share (Eighty four thousand six hundred Vietnam dong)
 - Total value : 1,894,029,876,000 VND
 - Restricted transfer : total shares issued in the individual shares will be restricted transfer within 1 year after the completed day.
 - Expect time : In 2017, after get approval from General Investor Meeting and State Securities Commission.
 - Total Charter Capital : 3,223,880,600,000
2. Plan to use capital from the issuance
Plan to use capital from the issuance: total capital will add to working capital of Company as following details:
 - Rent, deposit for buying aircraft
 - Upgrade the Information Technology system
 - Others
 3. Increase charter capital and revise the charter of company
Increase charter capital and revise the related information in the charter of company with the total value of total issued shares as the proposed plan.
 4. Deposit and listing the new issued shares
Registration, deposit the addition issued share of company at Vietnam Securities Depository and list the shares at Hochiminh Stock Exchange.
 5. Authorised for Board of Directors complement the following details:
 - Decide the reasonable time
 - Amend and revise the plan according to the requirements of State Securities Commission and Regulator in purpose of compliance the provision of Law and decide the necessary duties for the plan.
 - Implement in the compliance of the provision of Law for the registration, deposit and listing the additional shares.
 - Decide the detailed plan of using capital from the issuance
 - Decide the handling the unsold shares.
 - Implement the procedures to complete the issuance in the provision of Law and Charter of company.
 - Implement the amend Business License and Charter of company according to the new issuance.
 6. Others
All shareholders agreed to not exercise the pre-emptive rights to the new addition shares as the above proposed plan with the proportionately with the own existing shares.

Article 3: Agree to establish subsidiary, joint venture, associate with the voting rate 92.38%

1. Agree to establish subsidiary, joint venture, associate in the following areas:
 - Aircraft leasing: establish subsidiary, joint venture, associate to provide aircraft leasing for the local and international airlines, buying and selling consultant service, negotiation, delivery, broker buying and selling, management aircraft for parties.
 - Airport service: establish subsidiary, joint venture, associate to mine the infrastructure, equipment of airfield, aircraft maintenance service, aviation spare parts, providing services in passenger terminal, cargo, commercial service, providing ground commercial service.

- Franchise: establish subsidiary, joint venture, associate to implement the business operation as franchise. The potential market includes Thailand, Myanmar, China, India, Taiwan, Japan, Korea and others for LCC model.
 - E-commercial: establish subsidiary, joint venture, associate to develop the E-commercial solution and build the database passenger, Hi-tech Aviation Management solution.
 - Finance and Insurance: establish subsidiary, joint venture, associate to provide the consumer finance, insurance... base on the passenger's database and distribution channel of Vietjet.
2. Authorise for Board of Directors
- General Investor Meeting agreed to authorize for Board of Director to prepare the detailed plan to establish the subsidiary, joint-venture, associate as Article III.1 included but no limited for the scope:
- Select the form of business
 - Select the business areas
 - Raise charter capital and form of equity
 - Prepare the operating model, business plan and business development strategy.
 - Select and appoint Board of Management for the company
 - Complete the procedures for business license registration and operate in the provision of Law

Article 4: Agree to authorize for Board of Directors decide the scope of work under the right of General Investor Meeting with the voting rate 92.38%

General Investor Meeting agreed to authorize for Board of Directors to decide the scope of work under the right of General Investor Meeting:

1. Decision to ratified or not ratified one or many related transactions, contracts have the amount equal or greater than 50% (fifty percent) total asset in the recent announced financial statement.
2. Decision to invest or realize the assets have the value equal or greater than 50% (fifty percent) total asset in the recent announced financial statement.
3. Decision to joint in one transaction or many transactions with related parties have at least 30% (thirty percent) total asset in the recent announced financial statement.

Article 5: Implementation

The Resolution of General Investor Meeting of Vietjet Aviation Joint Stock Company has been effective from the day of signing. Shareholders of Vietjet Aviation Joint Stock Company, Board of Director, Board of Supervisors, Board of Management and all staffs will be responsible for the implementation of this decision.

Received:

- *Shareholders*
- *Board of Directors, Board of Supervisors,*
Board of Management
- *Record: BOD's office*

**On behalf of General Investor Meeting
Chairman of Board of Directors**

NGUYEN THANH HA