



SAIGON GENERAL SERVICE CORPORATION

68 Nam Ky Khoi Nghia, District 1, HCM City

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No: 23/TB-HĐQT-SVC

Ho Chi Minh City, 29th May 2018

NOTICE

Nomination candidates to the Board of Directors and the Board of Supervisors for the term of 3rd (2015 – 2020)

- Pursuant to the Law on Enterprises 68/2014/QH13 dated 26 November 2014.
- Pursuant to the Charter of Saigon General Service Corporation (SAVICO) that the first approved on October 08th 2004, the 9th revised and approved on April 1st 2016;
- Pursuant to the Corporate Governance and Regulation of SAVICO that the first approved on April 05th 2013, the 2nd amendment on August 02nd 2016;
- Pursuant to the BOD's Meeting Minutes dated 11 May 2018.

The Board of Directors sincerely informs to our Shareholders about the nomination candidates for additional election to Board of Directors and Board of Supervisors for the term of 3rd (2015 – 2020), as follows:

1. The number of members for additional election to Board of Directors:

The number of members for additional election to BOD: 01 member for the position of independent member of BOD to comply with existing regulations of law on number of independent members in BOD and to meet the development requirements of SAVICO, for the remaining time of the term of 3rd (2015 – 2020).

2. The number of members for additional election to Board of Supervisors:

The number of members for additional election to BOS: 01 member to replace Ms. Phan Phuong Nga has resigned and 01 additional member to enhance the independence and to meet the development requirements of SAVICO, for the remaining time of the term of 3rd (2015 – 2020).

3. The criteria and conditions of independent member of BOD and member of BOS:

The criteria and conditions of independent member of BOD:

Pursuant to article 151 of Vietnam Law on Enterprises, article 2 and article 12 of Decree 71/2017/NĐ-CP, article 23 of the Company's charter, independent member of BOD must meet the criteria and conditions specified as follows:

- Having full capacity for civil acts, and not fall into the category of persons not permitted to manage an enterprise as stipulated in article 18.2 of the Law on Enterprises;
- Having professional expertise and experience in business management of SAVICO and not necessarily be a shareholder of SAVICO;

- Not being a person currently working for SAVICO or any subsidiary company of SAVICO; or not being a person having worked for SAVICO or any subsidiary company of the SAVICO for at least the three preceding years;
- Not being a person who is currently entitled to salary or remuneration from SAVICO, except for allowances which members of the BOD are entitled to in accordance with regulations;
- Not being a person whose spouse, natural father, adoptive father, natural mother, adoptive mother, child, adopted child or sibling is a major shareholder of SAVICO, or a manager of SAVICO or SAVICO' subsidiaries;
- Not being a person directly or indirectly owning at least one per cent of the total voting shares in SAVICO;
- Not being a person having been a member of the BOD or the BOS of SAVICO for at least five preceding years;
- Not being a person working for organizations that provide legal consulting or audit services of SAVICO within the previous two (02) years;
- Not being a person being the member of the BOD of more than 5 other companies.

The criteria and conditions of member of BOS:

Pursuant to article 34.2 of the Company's charter, member of BOS must meet the criteria and conditions specified as follows:

- Having full capacity for civil acts, have sound work ethics, ensuring compliance with the law, Company's charter and regulation;
- Having physical ability, capacity and qualifications to carry out the tasks;
- Duty of loyalty to SAVICO and shareholders;
- Not permitted to hold managerial positions in SAVICO or not being the related person of any member of the BOD, BOM or being prohibited from management of enterprises in accordance with law;
- A member of the BOS may be a shareholder, representative of institution shareholders or may be not a shareholder of SAVICO;

4. Nomination candidates for election to BOD, BOS:

Nomination candidates for election to BOD

Pursuant to article 23.3 of the Company's charter, a shareholder or a group of shareholders holding five (5) or more percent of the voting shares for at least six (06) consecutive months or more, has the right to nominate/ self-nominate candidates to BOD. Shareholder holding below five (5) percent of the voting shares for at least six (06) consecutive months or more may gather their votes to have full conditions to nominate/ self-nominate candidates to BOD. Detail as follows:

- A shareholder or a group of shareholders holding from 05% to < 10% of the voting shares has the right to nominate maximum 1 candidate;
- A shareholder or a group of shareholders holding from 10% to < 30% of the voting shares has the right to nominate maximum 2 candidates;
- A shareholder or a group of shareholders holding from 30% to < 40% of the voting shares has the right to nominate maximum 3 candidates;

- A shareholder or a group of shareholders holding from 40% to < 50% of the voting shares has the right to nominate maximum 4 candidates;
- A shareholder or a group of shareholders holding from 50% to < 60% of the voting shares has the right to nominate maximum 5 candidates
- A shareholder or a group of shareholders holding from 60% to < 70% of the voting shares has the right to nominate maximum 6 candidates;
- A shareholder or a group of shareholders holding from 70% to < 80% of the voting shares has the right to nominate maximum 7 candidates;
- A shareholder or a group of shareholders holding from 80% of the voting shares has the right to nominate maximum 8 candidates.

In case the number of BOD's candidates through nomination and election is still insufficient quantity needed, the current BOD will introduce more candidates or organize the nomination according to mechanism regulated by SAVICO. The mechanism of nomination or introducing candidates of the current BOD will have to announce clearly to the AGM for approval before nominating candidates.

Nomination candidates for election to BOS:

Pursuant to article 34.2 of the Company's charter, a shareholder or a group of shareholders holding five (5) or more percent of the voting shares for at least six (06) consecutive months or more, has the right to nominate/ self-nominate candidates to BOS. Shareholder holding below five (5) percent of the voting shares for at least six (06) consecutive months or more may gather their votes to have full conditions to nominate/ self-nominate candidates to BOS. Detail as follows:

- A shareholder or a group of shareholders holding from 05% to < 10% of the voting shares has the right to nominate maximum 1 candidate;
- A shareholder or a group of shareholders holding from 10% to < 30% of the voting shares has the right to nominate maximum 2 candidates;
- A shareholder or a group of shareholders holding from 30% to < 40% of the voting shares has the right to nominate maximum 3 candidates;
- A shareholder or a group of shareholders holding from 40% to < 50% of the voting shares has the right to nominate maximum 4 candidates;
- A shareholder or a group of shareholders holding from 50% of the voting shares has the right to nominate maximum 5 candidates.

In case the number of BOS's candidates through nomination and election is still insufficient quantity needed, the current BOS will introduce more candidates or organize the nomination according to mechanism regulated by SAVICO. The mechanism of nomination or introducing candidates of the current BOS will have to announce clearly to the AGM for approval before nominating candidates.

5. Method of electing members of BOD, BOS:

The election of BOD, BOS members is carried out by the method of cumulative voting whereby each shareholder has the total number of votes corresponding to the total number of shares multiplied by the number of elected members of BOD, BOS and the shareholders have the right to place all their votes in one or more candidates of BOD, BOS.

The elected candidates of BOS, BOD are selected based on the votes casting from high to low, starting from the candidate with the highest number of votes until enough members. The method of electing is regulated on the Principles of election additional members to BOD, BOS for the term of III (2015 – 2020).

6. Nomination documents:

- Meeting minutes of group of shareholders (on website at Savico.com.vn);
- Candidacy Letter (on website at Savico.com.vn);
- Curriculum Vitae of Candidate (on website at Savico.com.vn);
- Judicial Certification of Candidate;
- The notarized copies of: ID, Resident permit, certificate of qualifications.

7. Review the candidates' resumes

Base on the documents received, the BOD will review and make the list of candidates who meet the requirements to disclose information and to submit to the AGM for additional election members to BOD, BOS.

8. Closing date

Please kindly complete the nomination documents and sent to SAVICO, address: 9th floor, 277-279 Ly Tu Trong street, Ben Thanh ward, district 1, HCM City, Tel: (84-28) 3821 3913, Fax: (84-28) 3821 3553 before **11st June 2018**.

For and on behalf of the Board

Chairman

(Signed)

Nguyen Binh Minh