

**CONSTRUCTION INVESTMENT  
CORPORATION 3-2**

Form No. CBTT/SGDHCM-02

**SOCIALIST REPUBLIC OF VIETNAM  
Independence – Freedom – Happiness**

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*Binh Duong, August 28<sup>th</sup>, 2017*

**DISCLOSURE OF INFORMATION ON THE PORTAL OF THE STATE SECURITIES  
COMMISSION OF VIET NAM AND THE HO CHI MINH STOCK EXCHANGE**

To:

- State Securities Commission of Viet Nam
- Ho Chi Minh Stock Exchange

- Name of organization: Construction Investment Corporation 3-2
- Stock code: C32
- Head office: 45A, Nguyen Van Tiet Street, Lai Thieu Ward, Thuan An town, Binh Duong Province.
- Phone: 0274 3759 446- Fax: 0274 3755 605
- The person in charge of information disclosure: Mr. Lu Minh Quan      Position: Corporate Secretary.

I Information Disclosure: Abnormal disclosure within 24 hours.

**Content of Information published (\*):**

- Resolution of the Board of Management on the last registration date for 1<sup>st</sup> dividend payment of 2017.

This information has been posted on the company's website at <http://cic32.com.vn> (August 28<sup>th</sup>, 2017) (Item: "Shareholder relationship - Announcement – 2017").

I commit that the information published herein is true and fully responsible before law for the content of the information published./.

**People are entitled to disclose information**

*(Signed)*

**Lu Minh Quan**

**Attached documents:**

- Resolution of Board of Management No. 21 dated 28/08/2017;
- Resolution of General Meeting of Shareholders No.01 dated 21/04/2017;
- Notification on the last registration date (Form No. 07/THQ) of VSD.





CONSTRUCTION INVESTMENT  
CORPORATION 3-2  
BOARD OF MANAGEMENT

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No.21/NQ-HDQT

Form No. CBTT/SGDHCM-02

SOCIALIST REPUBLIC OF VIETNAM  
Independence – Freedom – Happiness

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Binh Duong, August 28<sup>th</sup>, 2017

**RESOLUTION**

**Re: 1<sup>st</sup> advance payment of the cash dividend of Company in 2017**

**BOARD OF MANAGEMENT OF CONSTRUCTION INVESTMENT CORPORATION 3-2**

Pursuant to the Enterprise Law No. 68/2014 / QH13 dated 26/11/ 2014 of the National Assembly;

Pursuant to the 07<sup>th</sup> amendment and addition of the Charter of Construction Investment Corporation 3-2 passed by the General Meeting of Shareholders on April 21<sup>st</sup>, 2017 and is effective from July 19<sup>th</sup>, 2017.

According to the Minute Of Meeting No. 44 / BB-HDQT dated August 28<sup>th</sup>, 2017 of the Board of Management.

**DECIDES**

**Article 1.** To approve the last registration date of the shareholders list and the 1<sup>st</sup> payment date of the cash dividend of 2017 to existing shareholders as follows:

1. Last Registration Date: **22/09/2017**
2. Exercise ratio for ordinary shares: 12% / share (01 share receives VND 1,200)
3. Payment Date: **22/11/2017**
4. Place of implementation:

- For depository securities: The owner shall carry out procedures for receiving dividends of the company at the depository members where the custody accounts are opened.

- For unconditioned depository: The owner shall receive the dividends of the company at Construction Investment Corporation 3-2, No. 45A, Nguyen Van Tiet Street, Lai Thieu ward, Thuan An town, Binh province (*on business days*) starting from 22/11/2017 and submit the ID card to receive dividend.

**Article 2.** This Resolution is approved by 5/5 members of the Board of Management and is effective from the date of signing.

**Article 3.** The members of the Board of Management shall supervise and inspect the implementation. The General Director shall direct the relevant Departments and individuals for the implementation of this Resolution.

**Receipts:**

- As Article 3;
- Board of Supervisors (Supervision);
- Saved in VT, TK.

**ON BEHALF OF THE BOARD OF  
MANAGEMENT**

**CHAIRMAN**

*(Signed and Sealed)*

**Vo Van Lanh**



(Promulgated together with the Regulation on Performance of Ownership of Equity No. 23/QC-VSD dated 13/03/2015)

Form No. 07 / THQ

**CONSTRUCTION INVESTMENT  
CORPORATION 3-2**

**SOCIALIST REPUBLIC OF VIETNAM  
Independence – Freedom – Happiness**

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No. 554/TB-CTY

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Binh Duong, August 28<sup>th</sup>, 2017

Re: Last registration date for implementation of 1<sup>st</sup>  
advance payment of dividend in 2017

**NOTIFICATION**

**(Last registration date for implementation of 1<sup>st</sup> advance payment of dividend in 2017)**

**To:**

- State Securities Commission of Viet Nam
- Ho Chi Minh Stock Exchange

- Name of organization: CONSTRUCTION INVESTMENT CORPORATION 3-2
- Stock code: CIC32
- Head office: 45A, Nguyen Van Tiet Street, Lai Thieu Ward, Thuan An town, Binh Duong Province.
- Phone: 0274 3759 446- Fax: 0274 3755 605

**We would like to announce to the Vietnam Securities Depository (VSD) the last registration date to set up the list of shareholders of the following stocks:**

Name of shares: Construction Investment Corporation 3-2  
Stock Code: C32  
Type of share: Common stock  
Bar value: 10,000 VND (ten thousand dong)  
Stock exchange: HOSE  
Last registration date: **22/09/2017**

**1. Reason and purpose:**

- 1<sup>st</sup> advance payment of dividend of 2017 for existing shareholders.

**2. Specific content:**

- Exercise ratio: 12% / share (1 share will receive VND 1,200)
- Time of implementation: **22/11/2017**
- Place of implementation:



+ For depository securities: The owner shall carry out procedures for receiving dividends of the company at the depository members where the custody accounts are opened.

+ For unconditioned depository: The owner shall receive the dividends of the company at Construction Investment Corporation 3-2, No. 45A, Nguyen Van Tiet Street, Lai Thieu ward, Thuan An town, Binh province (*on business days*) starting from **22/11/2017** and submit the ID card to receive dividend.

**Kindly request the VSD to set up and send us the list of stock owner at the last registration date to following address:**

- Address for receiving the list: 45A Nguyen Van Tiet Street, Lai Thieu ward, Thuan An town, Binh Duong province.

- Phone: 0274 3759 446

Fax: 0274 3755 605.

- Email address for receiving data file: luquan73@yahoo.com.vn

**We are committed that the information on the stock owner in the list shall be used properly and in accordance with VSD regulations. We will be fully responsible for the law if there is any violation.**

**Recipients:**

- As "To":
- Saved in VT, TK.

**ON BEHALF OF THE BOARD OF**

**MANAGEMENT**

**CHAIRMAN**

*(Signed and Sealed)*

**Vo Van Lanh**

**Attached documents:**

*-Resolution of Board of Management No. 21 dated 28/08/2017;*

*-Resolution of General Meeting of Shareholders No.01 dated 21/04/2017;*

PHOTO  
VĂN  
ĐẠI  
HÀNH PH  
CỘNG  
HÒA NH  
DỊCH TH  
- TP

GENERAL MEETING OF  
SHAREHOLDERS  
CONSTRUCTION INVESTMENT  
CORPORATION 3-2

SOCIALIST REPUBLIC OF VIETNAM  
Independence - Freedom - Happiness

Binh Duong, April 21<sup>st</sup>, 2017

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No.01/NQ-DHDCCD

**RESOLUTION**  
**OF THE GENERAL MEETING OF SHAREHOLDERS 2017**

**GENERAL MEETING OF SHAREHOLDERS**  
**CONSTRUCTION INVESTMENT CORPORATION 3-2**

Pursuant to the Enterprise Law No. 68/2014/QH13 dated 26/11/2014 of the National Assembly;

Pursuant to Law on Securities No. 70/2006/QH11 dated 29/06/ 2006;

Pursuant to Law No. 62/2010/QH12 dated 24/11/2010 amending and supplementing a number of articles of the Law on Securities No. 70/2006/QH11 dated 29/06/2006;

Pursuant to the Circular No. 121/2012/TT-BTC dated July 26<sup>th</sup>, 2012 of Ministry of Finance;

Pursuant to the Charter of 6<sup>th</sup> Amendment and Supplement to the Construction Investment Corporation 3-2 passed by the General Meeting of Shareholders dated 21/04/2016

Pursuant to the Minutes of the Annual General Meeting of Shareholders in 2017, Construction Investment Corporation 3-2 No. 01/BB-DHDCCD dated 21/04/2017.

**DECIDES:**

**Article 1. To approve the following contents:**

**1. Report on activities of the Board of Management (BOM) in 2016 and orientation for activities in 2017 (such as documents submitted to the General Meeting of Shareholders) and some major targets as follows:**

**1.1. Business results according to audited financial statements of 2016:**

No.	Item	Unit	Planned	Implemented	Rate (Planned/Implemented)
<b>I. Financial indicators:</b>					
1	Charter capital	Billion dongs	112,00	112,00	100%
2	Revenue from business production	Billion dongs	550,00	520,27	95%
3	Profit before tax	Billion dongs	101,80	116,54	114%
4	Profit after tax	Billion dongs	79,00	93,33	118%
5	Net profit margin	%	14,36%	17,94%	125%
6	Profit after tax /Charter capital	%	70,54%	83,33%	118%
7	Earnings per share	Dongs/share	7.054	8.333	118%
8	Rate of dividend distribution	%/Charter capital	24	24	100%
9	Corporate income tax	Billion dongs	22,80	23,21	102%
<b>II. Total investment</b>		<b>Billion dongs</b>	<b>129,86</b>	<b>138,73</b>	<b>107%</b>
1	Capital Investment	Billion dongs	56,00	60,30	108%
2	Investment in machines, equipment, tools	Billion dongs	18,86	18,58	99%
3	Finanical investment	Billion dongs	55,00	59,85	109%
	- Investment in businesses of the same industry	Billion dongs		44,96	
	- Investment in finance of businesses of the same industry	Billion dongs		14,89	

<b>III. Indicators of labor, income and training:</b>					
1	Average income	Million dongs/person/month	8,50	9,00	106%
2	Average labor productivity	%	+10%	-11%	+89%
3	Training	Million dongs/course	178,8/ 20 courses	171/ 26 courses	106%

1.2. Plan of business production of 2017:

No.	ITEM	UNIT	IMPLEMENTED IN 2016	PLAN IN 2017	% +/- Compared to 2016
<b>I. Financial indicators:</b>					
1	Charter capital	Billion dongs	112,00	136,640	22%
2	Revenue from business production	Billion dongs	520,27	620,00	19%
3	Profit before tax	Billion dongs	116,54	114,00	-2%
4	Profit after tax	Billion dongs	93,33	90,00	-4%
5	Net profit margin	%	17,94%	14,52%	-19,06%
6	Profit after tax/Charter capital	%	83,33%	80,36%	-3,6%
7	Earnings per share	Dongs/share	8.333	8.036	-4%
8	Rate of dividend distribution	%/Charter capital	24	24	0%
9	Corporate income tax	Billion dongs	29,28	24,00	-18%
<b>II. Total investment:</b>		<b>Billion dongs</b>	<b>138,73</b>	<b>170,95</b>	<b>23%</b>
1	Capital Investment	Billion	60,30	82,56	37%

		dongs			
2	Investment in machines, equipment, tools	Billion dongs	18,58	12,31	-34%
3	Finanical investment	Billion dongs	59,85	76,07	27%
	+ Investment in businesses of the same industry	Billion dongs	44,96	46,07	
	+ Investment in finance of businesses of the same industry	Billion dongs	14,89	30,00	
<b>III. Indicators of labor, income and training:</b>					
1	Average income	Million dongs/person/month	9,00	9,00	0%
2	Average labor productivity	%	-11%	+5%	+5%
3	Training	Million dongs/course	171/ 26 courses	125,3/ 14 courses	-27%

2. Report on activities of the Board of Supervisors in 2016 and orientation for operation in 2017 (as submitted to the General Meeting of Shareholders).

3. Audited financial statements 2016 audited by AASC Auditing Company Limited (as submitted to the General Meeting of Shareholders).

4. Profit distribution and dividend payment in 2016; Plan of profit distribution and dividend payment in 2017

4.1. Profit distribution and dividend payment in 2016

Unit: VND

No.	Item	Ratio	Amount
I	Profit after tax		93,326,589,044
II	Reserve funds	34%/ Profit After Tax	31,731,040,275
1	Development Fund	27%/ Profit After Tax	25,198,179,042
2	Bonus and Welfare Fund	5%/ Profit After Tax	4,666,329,452



3	<i>Reward Fund of Management Board</i>	<i>2%/ Profit After Tax</i>	1,866,531,781
III	<b>Payment of corporate dividends in cash</b>	<b>24%/ Charter capital</b>	26,880,000,000
IV	<b>Undistributed profit after tax</b>		34,715,548,769
V	<b>Profit after tax not distributed until late last year</b>		85,865,417,278
VI	<b>Total undistributed profit after tax</b>		120,580,966,047

**Note:**

(2016 dividend has been paid in advance of 12% / share, 01 share received 1,200 dong on December 09<sup>th</sup>, 2016).

*4.2. Plan of Profit distribution and dividend payment in 2017*

Unit: VND

No.	Item	Ratio	Amount
I	<b>Net total revenue</b>		620,000,000,000
II	<b>Profit before tax</b>		114,000,000,000
III	<b>Corporate income tax</b>		24,000,000,000
IV	<b>Profit after tax</b>		90,000,000,000
V	<b>Reserve funds</b>	<i>34%/ Profit After Tax</i>	30,600,000,000
1	<i>Development Fund</i>	<i>27%/ Profit After Tax</i>	24,300,000,000
2	<i>Bonus and Welfare Fund</i>	<i>5%/ Profit After Tax</i>	4,500,000,000
3	<i>Reward Fund of Management Board</i>	<i>2%/ Profit After Tax</i>	1,800,000,000
VI	<b>Payment of corporate dividends</b>	<b>24%/ charter capital</b>	32,793,600,000
VII	<b>Undistributed remaining profit</b>		620,000,000,000

- Company dividend in 2017 is expected to pay at the rate of 24% / Charter capital in cash.

- Annual General Meeting of Shareholders in 2017 agreed to authorize the Board of Management to decide the time to pay dividends in 2016 (the remaining 12% / Charter capital) and to pay dividends in 2017 according to the financial situation of the Company.

**5. Remuneration for the Board of Management, Board of Supervisors, Corporate Secretary, members of the Subcommittees of the Board of Management in 2016 and the Plan of Remuneration in 2017 as follows**

5.1. Remuneration for the Board of Management, Board of Supervisors, Corporate Secretary, members of the Subcommittees of the Board of Management in 2016 is 2%/Profit after tax of 2016, equivalent to 1,866,531,781 VND.

5.2. The plan of Remuneration for the Board of Management, Board of Supervisors, Corporate Secretary, members of the Subcommittees of the Board of Management in 2017 is 2% of Profit after tax.

**6. Issuance of shares to existing shareholders to increase charter capital of the company (issuing bonus shares) with details as follows:**

- Name of stock: Construction Investment Corporate 3-2
- Type of stock: Common stock
- Face value of shares: 10,000 VND / share
- Current charter capital: 112,000,000,000 dong
- Number of shares issued: 11,200,000 shares

*Where: + Outstanding shares: 11,200,000 shares*

*+ Number of treasury shares: 0 shares*

- Expected charter capital's increase

*+ Charter capital before issuance: 112,000,000,000 dong*

*+ Expected charter capital to increase: 22,400,000,000 dong*

*+ Charter capital after issuance: 134,400,000,000 dong*

- Form of issue: shares are issued to increase share capital from equity in 2016.

- Objects of issuance: Existing shareholders in the list of shareholders at the closing date of the shareholder. The time to close the list of shareholders is authorized by the General Meeting of Shareholders to authorize the Board of Management to decide.

- Number of shares to be issued: 2,240,000 shares

- Value of issued shares at face value: 22,400,000,000 VND (In words: *Twenty two billion, four hundred million Vietnamese dong only*).

- Proportion of number of shares expected to be issued / total outstanding shares: 20%

- Exercise ratio: 10: 2, every shareholder owning 01 share shall have 01 right to receive additional shares. Ten rights of receiving additional shares will receive 02 new shares. The number of additional shares will be rounded down to the unit, the decimal fraction (if any) will be canceled.

- Plans for dealing with odd shares arising (if any): The number of shares issued to increase share capital from owners' equity will be rounded down to the units, the decimal fraction (if any) will be canceled.

*Example: Shareholder A owns 108 shares at the closing date of the shareholder list. With the exercise ratio of 10: 2, shareholder A receives  $(108/10 * 2 = 21.6)$  21 new shares. According to the calculation principle, shareholder A receives 21 new shares. The odd number of 0.6 shares will be canceled.*

- Capital: Development Investment Fund in accordance with the audited financial statements of 2016.

- Implementation time: After the approval of SSC, it is expected to implement in the second and third quarter of 2017

- Approved the change of charter capital on the company charter and authorized the Board of Management to amend the certificate of business registration with the Department of Planning and Investment of Binh Duong province after the report on the result of offering to the SSC.

- Approved the additional securities registration with the VSD and additional listing registration with the Ho Chi Minh Stock Exchange (HSX)

- General Meeting of Shareholders authorizes the BOM to perform the following issues related to the issuance:

+ *Select the date of closing the list of shareholders to implement the Plan as above;*

+ Complete the amendment of the Charter of organization and operation of the Company (due to change of charter capital) after reporting on issuance to the SSC.

+ Carry out the procedure for changing charter capital and adjusting the business registration certificate at the Department of Planning and Investment of Binh Duong Province after reporting on issuance to the SSC.

+ Carry out related procedures with State Securities Commission, Securities Depository Center, Ho Chi Minh City Stock Exchange and Binh Duong Department of Planning and Investment.

+ Other matters related to the issuance of shares to ensure the successful issuance of shares to increase the charter capital.

**7. Issuing the shares under Employee Stock Option Program (ESOP) with details as follows.**

- Name of stock: Construction Investment Corporation 3-2
- Type of stock: Common stock
- Denomination: 10,000 VND / share
- Total number of outstanding shares: 11,200,000 shares
- Number of shares expected to issue: 224,000 shares, representing 2% of the total number of outstanding shares
- Issue price: 20,000 VND / share
- Principles of determining the selling price: Authorizing the Board of Directors to set up the principle of determining the selling price.
- Total value of issuance at face value: 2,240,000,000
- Total volume of mobilized capital at the estimated selling price: 4,480,000,000 VND
- Expected Charter capital increase:
  - + Charter capital before issuance: 112,000,000,000 dong
  - + The number of Charter capital is expected to increase: 2,240,000,000 dong
  - + Charter capital after issue: 114,240,000,000 dong

- The plan to use the proceeds from the issuance: All proceeds from the issuance will be used to supplement working capital for the company's production and business activities. The detailed capital use plan will authorize the BOM to decide.

- Issuance method: Issuance of shares under Employee Stock Option Program (ESOP).

- Object of issuance: BOM is authorized to approve the criteria and list of employees eligible to participate in the share issue program for employees, the principle of determining the number of shares distributed to each employee.

- Purpose of release: Recognize the contribution and sticking of the employees, stabilized personnel, improve the working spirit and dedication of employees so that they can contribute to the development of the Company;

- Implementation time: Expected in 2017 after being approved by the State Securities Commission.

- Transfer Terms: Shares issued under the ESOP are limited to transfer within two years from the date of completion of the offering.

- Handling of unsold shares: The General Meeting of Shareholders authorizes the BOM to distribute the shares to other employees in accordance with the purpose of the program.

- General Meeting Shareholders authorizes the BOM to:

+ *Carry out the necessary procedures related to the implementation of the plan of issuing shares under the ESOP in accordance with the applicable laws and the Company's Charter.*

+ *Decide to approve the principle of determining the selling price, the number of shares to be distributed to each object and the list of employees eligible for participation in the program.*

+ *Deal with the number of unsold shares and re-distribute the number of shares purchased under the conditions and ways that the BOM found appropriate.*



+ Carry out procedures for additional securities registration at the Vietnam Securities Depository Center;

+ Carry out the procedures for listing additional shares issued at the Ho Chi Minh City Stock Exchange. Ho Chi Minh;

+ Complete the amendment of the Charter of organization and operation of the Company (due to change of charter capital) after reporting on issuance to the SSC.

+ Carry out the procedure for changing charter capital and adjusting the business registration certificate at the Department of Planning and Investment of Binh Duong Province after reporting on issuance to the SSC.

+ Carry out related procedures with State Securities Commission, Securities Depository Center, Ho Chi Minh City Stock Exchange and Binh Duong Department of Planning and Investment.

+ Other matters related to the issuance of shares to ensure the successful issuance of shares to increase the charter capital.

**8. Use the electronic voting service (E-voting) to collect shareholders' opinions in writing, pass the contents of the General Meeting of Shareholders and the Regulation on the conduct of electronic voting**

**9. Approval of the position of Chairman and General Director of the Company in 2017.**

**10. AASC Auditing Company Limited is selected to be independent auditing company to review the financial report for the first 6 months of 2017 and auditing the financial statement of 2017**

**11. Dismissing members of the Board of Management to:**

- Mr. Phan Thanh Duc
- Mr. Nguyen The Su
- Mr. Huynh Huu Hung

**12. Dismissing members of the Board of Supervisors to:**

- Mr. Nguyen Mai Khanh Trinh
- Mr. Ly Thanh Chau

**13. Results of additional election of members of the Board of Management and the Board of Supervisors for the term 2014-2019:**

❖ **Results of election of additional members of the BOM:**

No.	Full name	Year of birth	Qualification
1	Mr. Tran Van Binh	1965	Bachelor of Economics
2	Mr. Nguyen Xuan Hieu	1982	Bachelor of Economics in Accounting Auditing
3	Ms. Le Thi Quyet	1961	Bachelor of economics in finance and accounting

❖ **The results of the election of members of the Board of Supervisors**

No.	Full name	Year of birth	Qualification
1	Ms. Pham Thi Thuy Tien	1986	Bachelor of Economics, Bachelor of Laws, Auditor Certificate (CPA Vietnam)
2	Ms. Phan Thi Thanh Xuan	1962	Bachelor of Economics in Accounting

**Article 2.** This Resolution was approved by the General Meeting of Shareholders of Construction Investment Corporation (3-2) at its Annual General Meeting of Shareholders in 2017 on April 21st, 2017 with the voting rate of 100% and is effective from April 21st, 2017.

**Articl 3.** The Company's shareholders, members of the Board of Management, Board of Supervisors and the Board of Directors of the Company are responsible for the implementation of this Resolution and organize the implementation according to their functions in accordance with the current law, the company charter and this resolution.

**Recipients :**

- SSC and HOSE
- Shareholder of C32 via website;
- Board of Management, Board of Supervisors and Board of Directors;
- Saved in VT, TK.

**ON BEHALF OF THE GENERAL MEETING OF SHAREHOLDERS**

**CHAIRPERSON**

*[Handwritten Signature]*

**Vo Van Lanh**