

## **ENGLISH TRANSLATION**

### **PROPSAL**

#### **AT THE 2013 ANNUAL GENERAL MEETING OF SHAREHOLDERS**

##### *Regarding: Amendment of Company's Charter*

- Pursuant to the Law of Enterprise No. 60/2005/QH11 passed by the National Assembly of Social Republic of Vietnam on 29 November 2005;
- Pursuant to the Securities Law No. 70/2006/QH11 passed by the National Assembly of Social Republic of Vietnam on 29 June 2006;
- Pursuant to the Circular No. 121/2012/TT-BTC dated July 26, 2012 of the Ministry of Finance prescribing the company management applicable to public companies;
- Pursuant to the Charter of Masan Consumer Corporation (the "Company") dated 23 April 2012 and its amendments from time to time.

We would like the 2013 Annual General Meeting of Shareholders to approve the proposal to amend the Company's charter so as to be in compliance with the current legal regulations and the company's business operations, specifically:

- Approving the amendment of the Company's charter according to the attached draft.
- Approving the amendment to the Company charter with respect to the clauses on charter capital and total outstanding shares on the basis of the actual number of shares to be issued as a result of implementing the plan to increase the charter capital in accordance with the Proposal for the plan to increase the charter capital of the Company in 2013 by the way of issuing shares to employees of the Company under the ESOP plan.
- Authorising the Board of Directors (and to approve the Board of Directors to re-authorize the Chairman) to prepare and draft the amendment to the charter and record in the charter the new charter capital and the actual number of issued shares according to the implementation of the plan to increase the charter capital of the Company in 2013 by the way of issuing shares to employees of the Company under the ESOP plan.

*HCMC, April 8, 2013*

**ON BEHALF OF THE BOARD  
CHAIRMAN**

*(Signed and sealed)*

**NGUYEN DANG QUANG**