**PVA: Board Resolution**

On 25/02/2015, PetroVietnam Nghe An Construction Joint Stock Company announced Board Resolution as below:

**Article 1: Production business operation**

1. Approve selling shares of the company in Nghe An Petroleum Cement Joint Stock Company to Hoang Phat Vissai Group and other shareholders transfer shares to Hoang Phat Vissai Group.

2. Approve authorizing Board of Directors of Nghe An Petroleum Cement Joint Stock Company to implement reports, guide, confirm and support procedures relating to shares transactions with Hoang Phat Vissai Group.

3. After shares transaction, approve allowing Vissai Group to takeover Nghe An Petroleum Cement Joint Stock Company (the staff, assets and all projects) until 30/01/2015 and Hoang Phat Vissai Group will build the capital plan to enhance the completion of the project and put it into operation, create jobs for the staff and the people.

4. Approve the settlement value of the Clinker project and non-EPC bidding packages according to Document no. 17/TTr-HDQT dated 25/02/2015 of the representative of the capital of the Company in Nghe An Petroleum Cement JSC.

The settlement value of the EPC contract no. 51/2010/ XMDK 12/9 dated 12/01/2010:

- Value of installation and construction: VND 194,227,185,000 (One hundred ninety four billion, two hundred twenty seven million, one hundred and eighty five thousand dongs)

- Value of equipment purchase: USD 18,162,695 (Eighteen million, one hundred sixty two thousand, six hundred and ninety five dollars).

5. Authorize the capital representative to direct Board of Directors in Nghe An Petroleum Cement Joint Stock Company in completing procedures according to regulations.

**Article 2: Organizational work, personnel work**

For consolidating the management apparatus of the Company, Board of Directors approves some contents as follows:

1. Approve dismissing Mr. Nguyen Anh Minh from Member of Board of Directors.

2. Appoint Mr. Bui Tien Thanh (representative for capital of the Company in PVNC) as Member of Board of Directors of the Company.

3. Board of Directors will submit the latest General Meeting of Shareholders for the approval.

**Article 3**: This Board Resolution takes effect from the date of signature. Previous contents contrary to this Board resolution are not valid.

Board of Directors, Management Board, representative of capital, Departments, and leaders of the subsidiary units are responsible for implementation.