

**NAM LONG INVESTMENT
CORPORATION**

THE SOCIALIST REPUBLIC OF VIETNAM
Independence - Freedom - Happiness

No.: 24 /2019/TB/HĐQT/NLG

Hochiminh City, 5th Apr 2019

**DISCLOSURE OF INFORMATION ON THE STATE SECURITIES
COMMISSION'S PORTAL AND HOCHIMINH STOCK EXCHANGE'S PORTAL**

To: - The State Securities Commission
- Hochiminh Stock Exchange

- Organization name : NAM LONG INVESTMENT CORPORATION
- Securities Symbol : NLG
- Address : Floor 11th, Capital Tower
06 Nguyen Khac Vien, Tan Phu Ward
District 7, Hochiminh City, Vietnam
- Telephone : (84-28) 54 16 17 18
- Fax : (84-28) 54 17 18 19
- Submitted by : Mr. Tran Thanh Phong

Position: Permanent Vice Chairman/Party authorized to disclose information

Information disclosure type: Periodic Irregular 24 hours On demand

Content of Information disclosure: Materials for Annual General Shareholders Meeting of Nam Long Investment Corporation, details as follow:

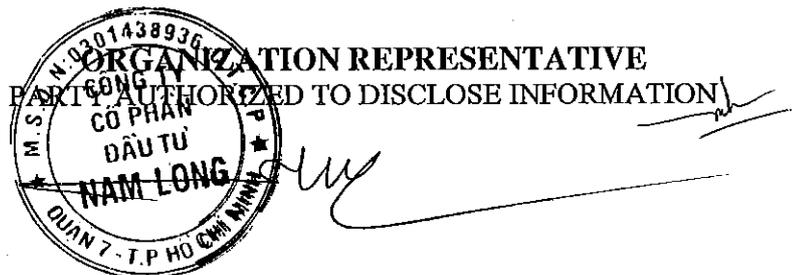
- Meeting invitation;
- Meeting agenda;
- Other related materials.

This information was disclosed on Company's website on 5th Apr 2019. Available at the following link: <https://namlongvn.com/stock/shareholders-meeting/>

I declare that all information provided in this paper is true and accurate; I shall be legally responsible for any misrepresentation.

Attachment:

- Meeting invitation;
- Meeting agenda;
- Other related materials.



TRAN THANH PHONG
PERMANENT VICE CHAIRMAN



NAM LONG

NAM LONG INVESTMENT CORPORATION

6 Nguyen Khac Vien, Tan Phu Ward, Dist 7, Ho Chi Minh City, Vietnam

Tel: (84-28) 54 16 17 18 Fax: (84-28) 54 17 18 19 Website: www.namlongvn.com

MEETING INVITATION

| | |
|-----|---|
| To: | Shareholders of Nam Long Investment Corporation |
| Re: | Annual General Shareholders' Meeting 2019 |

The Board of Directors of Nam Long Investment Corporation would like to invite you to attend the 2019 Annual General Shareholders' Meeting. Detail information is as follows:

Time: 8:30am – 12:00pm, Saturday 20th April 2019

Venue: Lotte Legend Hotel Saigon
No. 2A-4A Ton Duc Thang Street, District 1, HCMC

Agenda: Please see the attachment

- If you are unable to attend the meeting, you can authorize another person by filling out the Letter of Authorization enclosed to this meeting invitation.
- You must bring this Invitation and your original ID/Citizen Identity/Passport in order to attend the meeting.
- All documents for the meeting and related forms shall be available in the Company's website www.namlongvn.com prior to the meeting date.

For any further inquiries, please contact:

Mr. Tran Thanh Phong

Permanent Vice Chairman

Chair of Shareholder Relation Board

Email: qhcd@namlongvn.com

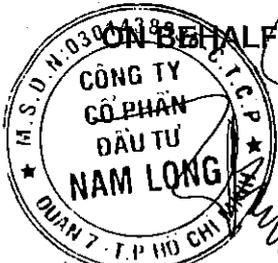
Tel: (84-28) 54 16 17 18

Fax: (84-28) 54 17 18 19

We are looking forward to welcoming you at the meeting.

Best regards,

ON BEHALF OF THE BOARD OF DIRECTORS



NGUYEN XUAN QUANG

Chairman

Ho Chi Minh City, 05 April 2019



NAM LONG

NAM LONG INVESTMENT CORPORATION

6 Nguyen Khac Vien, Tan Phu Ward, District 7, Ho Chi Minh City, Vietnam

Tel: (08) 54 16 17 18

Fax: (08) 54 17 18 19

Website : www.namlongvn.com

AGENDA OF ANNUAL GENERAL SHAREHOLDER MEETING 2019

Time : 08g30 - 12g00, 20th April 2019

Location : Lotte Legend Hotel Saigon, District 1, HCMC

| Time | Order | Item | Presented by |
|---|------------------|--|-------------------------------|
| 08:30-09:00 | 1 | Proceedings | |
| | | Welcome – shareholders check in - announcement – delegators introduction – quorum to convene meeting | MC |
| | | Nominate and election for Chair of panel meeting – AGM working regulations – Meeting agenda – Secretariat – Voting board – Information Help Desk Welcome speech | Nguyen Xuan Quang |
| 09:00-09:30 | 2 | Reports | |
| | | (1) Nam Long highlights in 2018 – audited consolidated financial reports 2018 | Chu Chee Kwang |
| | | (2) 2018 profit distribution | |
| | | (3) The issuance of new shares to pay dividend 2018 | |
| | | (4) Business plan update 2018 - 2020 | |
| | | (5) Business plan 2019 + profit distribution and dividend payment plans for 2019 | Nguyen Xuan Quang |
| | | (6) Report of Board of Directors (BOD) in 2018 and direction for 2019 | |
| | | (7) Proposal of Operation budget and remuneration of BOD and IC for 2019 | Ngian Siew Siong |
| | | (8) Report on Directors & Officers Liability Insurance for BOD members in 2018 and recommendation for 2019 | |
| | | (9) Report on ESG Policy execution in 2018 | |
| | | (10) Report of Inspection Committee (IC) in 2018 | Nguyen Luu Tuyen |
| | | (11) New Corporate Governance structure | Tran Thanh Phong |
| (12) Revision of Company Charter & Corporate Governance Regulations | | | |
| 09:30-10:00 | 3 | Submission for approval | |
| | | A. Proposals of the BOD: | Tran Thanh Phong |
| | | (1) Audited consolidated financial report 2018 | |
| | | (2) 2018 profit distribution proposal | |
| | | (3) The issuance of new shares to pay dividend 2018 | |
| | | (4) Business plan 2019 + profit distribution and dividend payment plans for 2019 and authorize the BOD to organize the execution | |
| | | (5) Report of BOD in 2018 | |
| | | (6) Operation budget and remuneration of BOD and IC for 2019 | |
| | | (7) Directors & Officers Liability Insurance for BOD members for 2019 | |
| | | (8) Shares issuance for NLG executives (ESG Policy) | |
| | | (9) The approval of New Corporate Governance structure | |
| (10) The approval of Revision of Company Charter & Corporate Governance Regulations | Nguyen Luu Tuyen | | |
| B. Proposals of the IC: | | | |
| (11) Report of IC in 2018 and Selection of auditor for 2019 | | | |
| 10:00-10:30 | 4 | Discussion | Shareholders – Chair of panel |
| 10:30-11:15 | 6 | Voting | Shareholders |
| | | (1) Voting procedures | Nguyen T Hoai Huong |
| | | (2) Adoption of reports | |
| (3) Adoption of proposals | | | |
| | | 15-minute-break | |
| 11:15-11:30 | 7 | Report on results of voting | Voting Board |
| 11:30-12:00 | 8 | Adoption of minutes of meeting of AGM | Secretariat |
| 12:00 | 9 | Closing | Chair of panel |

Prepared by
SRC Coordinator

Vu Thi My Hanh

Verified by
Permanent Vice Chairman

Tran Thanh Phong

Approved by
Chairman



Nguyen Xuan Quang

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GIẤY ỦY QUYỀN
LETTER OF AUTHORIZATION

Tham dự chương trình nghị sự và biểu quyết tại

To attend and vote at

Đại hội đồng Cổ đông năm 2019

The 2019 Annual General Shareholders' Meeting of

Công ty Cổ phần Đầu tư Nam Long

Nam Long Investment Corporation

Tên cổ đông/ Shareholder's name:.....

Mã số cổ đông/ Shareholder's code:

Địa chỉ/ Address:.....

CMND/Căn cước công dân/Hộ chiếu số/ID/Citizen Identity/Passport No.:

Cấp ngày/ Issued date: Nơi cấp/ Issued place:

Số cổ phần sở hữu (tại ngày chốt danh sách cổ đông 15/03/2019)/ Number of shares owned (as per the List of shareholders as of March 15 2019):

Nay tôi ủy quyền cho Ông/Bà/ I/We hereby authorize Mr/Ms:.....

CMND/Căn cước công dân/Hộ chiếu số/ID/Citizen Identity/Passport No:

Cấp ngày/ Issued date: Nơi cấp/ Issued place:

được thay tôi tham dự Đại hội đồng Cổ đông thường niên năm 2019 và biểu quyết các vấn đề của Đại hội đồng Cổ đông trên số cổ phần thuộc sở hữu của tôi/ to attend and vote at the 2019 Annual General Shareholders' Meeting on my behalf.

....., ngày tháng 2019

..... 2019

Người nhận ủy quyền/ Proxy

(Ký và ghi rõ họ tên)

(Sign, full name)

Người ủy quyền/ Authorizer

(Ký và ghi rõ họ tên/Sign, full name)

(Đóng dấu nếu là cổ đông tổ chức)

(Seal if institutional shareholder)

**CÔNG TY CỔ PHẦN ĐẦU TƯ NAM LONG**

6 Nguyễn Khắc Viện, Phường Tân Phú, Quận 7, TP. Hồ Chí Minh

ĐT: (028) 54 16 17 18 Fax: (028) 54 17 18 19 Website : www.namlongvn.com



TP. Hồ Chí Minh, ngày 20 tháng 04 năm 2019

HCMC, April 20 2019

PHIẾU BIỂU QUYẾT / VOTING CARD

- Họ và tên cổ đông/Full Name:..... Mã số cổ đông/Shareholder's code:.....

- Địa chỉ/Address:.....

- Số cổ phần biểu quyết/Voting rights:.....cổ phần/shares

Căn cứ các nội dung Đại hội đã trình, tôi xin biểu quyết các vấn đề của Đại hội như sau:

For the issues raised in the AGM, I hereby vote as follows:

| STT/No | Vấn đề biểu quyết / Issues | Biểu quyết / Voting | | |
|--------|---|---------------------|--------------------------|-------------------------------|
| | | Đồng ý Agree | Không đồng ý Disagree | Không có ý kiến No opinion |
| 1. | Báo cáo tài chính hợp nhất năm 2018 đã kiểm toán <i>Audited consolidated financial report 2018</i> | | | |
| 2. | Việc phân phối lợi nhuận 2018 <i>2018 profit distribution proposal</i> | | | |
| 3. | Việc phát hành cổ phiếu mới để trả cổ tức năm 2018 <i>The issuance of new shares to pay dividend 2018</i> | | | |
| 4. | Kế hoạch kinh doanh 2019 + Kế hoạch phân phối lợi nhuận & Kế hoạch trả cổ tức 2019 và ủy quyền cho Hội đồng quản trị tổ chức thực hiện <i>Business plan 2019 + profit distribution and dividend payment plans for 2019 and authorize the BOD to organize the execution</i> | | | |
| 5. | Báo cáo hoạt động 2018 của Hội đồng quản trị <i>Report of BOD in 2018</i> | | | |
| 6. | Ngân sách hoạt động và thù lao 2019 của Hội đồng quản trị và Ban kiểm soát <i>Operation budget and remuneration of BOD and IC for 2019</i> | | | |
| 7. | Mua bảo hiểm trách nhiệm cho các Thành viên Hội đồng quản trị năm 2019 <i>Directors & Officers Liability Insurance for BOD members for 2019</i> | | | |
| 8. | Việc phát hành cổ phiếu theo chính sách Thưởng khuyến khích dài hạn cho Lãnh đạo cấp cao (ESG) <i>Shares issuance for NLG executives (ESG Policy)</i> | | | |
| 9. | Việc chuyển đổi mô hình quản trị Công ty <i>New Corporate Governance structure</i> | | | |
| 10. | Việc điều chỉnh Điều lệ & Quy chế quản trị Công ty <i>Revision of Company Charter & Corporate Governance Regulations</i> | | | |
| 11. | Báo cáo hoạt động 2018 của Ban kiểm soát <i>Report of IC in 2018</i> | | | |
| 12. | Việc chọn đơn vị kiểm toán năm 2019 <i>Selection of Auditor for 2019</i> | | | |

Ghi chú :

- Cổ đông đánh dấu "✓ hoặc X" vào ô trống (Đồng ý hoặc Không đồng ý hoặc Không có ý kiến). / Please mark "✓ or X" in the according box (Agree or Disagree or No opinion).

- Cổ đông vui lòng gửi lại Phiếu biểu quyết cho Ban Tổ chức sau khi đánh dấu xong. / Please return the Voting Card to the Election Committee after voting.

**CÓ ĐỒNG HOẶC NGƯỜI ĐƯỢC ỦY QUYỀN
SHAREHOLDERS OR PROXY**

(Ký và ghi rõ họ tên/ Signed & Full name)



NAM LONG

NAM LONG INVESTMENT CORPORATION

6 Nguyen Khac Vien, Tan Phu Ward, Dist 7, Ho Chi Minh City, Vietnam

Tel: (84.8) 54 16 17 18 Fax: (84.8) 54 17 18 19

Website: www.namlongvn.com

HCMC, 20 April 2019

**REGULATIONS OF
ANNUAL GENERAL SHAREHOLDERS MEETING 2019 OF NAM LONG INVESTMENT
CORPORATION**

Pursuant to

- *Enterprises Law no. 68/2014/QH13 dated 26 November 2014;*
- *Securities Law no. 70/2006/QH11 dated 29 June 2006;*
- *Decree No. 96/2015/NĐ-CP dated 19 October 2015 guiding the implementation of some articles of Enterprises Law*
- *Company Charter of Nam Long Investment Corporation adopted by General Shareholders Meeting dated 23 April 2016;*

For the purpose of a successful organization of Nam long Investment Corporation's Annual General Shareholders Meeting, the Chair Panel kindly submit the Regulations of meeting ("Regulations") for adoption as follows:

Article 1: Scopes of application

- This Regulations is applied during the Annual General Shareholders' Meeting 2019 ("AGM") of Nam Long Investment Corporation ("NLG")
- This Regulations specify the rights and obligations of shareholders / shareholder representatives, of guests, requirements and procedures for conducting this AGM.

Article 2: Targets

- To ensure the Company is in compliance with the Enterprise Law and Company Charter;
- To ensure the Company meet principles of transparency, democracy and legitimate interests of all shareholders;
- To ensure the Annual General Shareholders' Meeting organization is in order.

Article 3: General requirement

- All shareholders/ Proxy ("Shareholders"), guests and other parties at the AGM shall be in the proper place as instructed by the Organizing Committee; restore law and order, no cell phones used (all cell phones must be turned off or keep in silent), no smoking; behave civilized, polite, no obstruction, disorder for the conduction of the AGM in earnest, fair and lawful; in compliance with the direction of the Meeting Board and Organizing Committee.
- Shareholders shall attend the AGM until the end. In the case, Shareholders have to leave the meeting before meeting closing for reasons of force majeure; shareholders may legally authorize their rights and obligations to another person on speaking, voting and electing at the AGM. In case, Shareholders left before closing without notifying Organizing Committee, this Shareholder shall be deemed to give up his/ her shareholders rights at this AGM and have no right to query on the rights related.

- Shareholders are to use and save AGM documents.

Article 4: Rights and obligations of shareholders during the Annual General Shareholders' Meeting

- Participation conditions: shareholder is a legal person, entity or representative shareholder or group of shareholders own voting shares of NLG according to the closed list of shareholders on 15 March 2019 are entitled to attend the AGM.
- The rights and obligations of shareholders during the AGM: Each Shareholders/Shareholders representatives attended the AGM must present identification documents (identity card or passport), power of attorney (if proxy) and the invitation letter submitted to the Voting Board for their participation status. The Voting Board is entitled to reject participation of any Shareholder or his/her proxy who fails to fully provide the said documents. Shareholders or their proxy must comply with the Regulations of AGM. In case of indiscipline, the Chair Panel will consider and handle according to the Clause 7, statement 142 of the Enterprise Law: Requires competent authorities to maintain order at meeting; expel those who do not comply with the Regulations or executing authority of the Chair Panel, intentional disorder, prevent the progress of the meeting or does not comply with the requirements of security checks in the Annual General Shareholders' Meeting or the area of the Meeting. The Shareholders who come late, but satisfy the conditions of participation are entitled to registration instantly, and rights of participation and vote at the meeting, however the Chair does not have the responsibility to adjourn the meeting for his/her registration, and the voting process will not be affected.

Article 5: Appoint proxy to attend Annual General Shareholders' Meeting

- Shareholders may appoint its representative as proxy to attend the AGM. The proxy is not necessarily the shareholders of Company. The proxy exercises his/her rights in compliance with the power of attorney, the provisions of law and the Charter of Company. Authorized persons do not have the right to authorize a third party.
- The appointment of representative and proxy, change of representative and proxy must be in writing in accordance with the following regulations:
 - + In case shareholder is an individual, power of attorney must be signed by the shareholder.
 - + In case the shareholder is a legal entity / organization, power of attorney must be stamped and signed by the legal representative of that legal person / organization.

Article 6: Voting at the AGM

- All matters in the AGM will be submitted for approval in the manner of public voting of all shareholders on the shares they own.
- Each shareholder will be provided voting card and voting ballots in which shareholders' names are written, on voting slips and several voting cards stating the name of shareholders / representative of shareholders, number of shares with voting rights (ownership and authorization) and a seal stamp of the Company.
- In case of false record, shareholders suggest the Organizing Committee to correct.
 - The matters in the AGM are adopted upon obtaining from at least 65% of the total votes of all shareholders with voting rights who are present directly or via their authorized representatives regarding submitted matters under paragraph 1, Article 20 of the Charter of Company (23 April 2016)

*Notes to the shareholders who are not entitled right to vote: When shareholder are "related person" as defined in Article 4, Clause 17 of the Enterprise Law; Points a, b, Clause 2 Article 159 of the Enterprise Law; Clause 1 of Article 162 of the Enterprise Law; Clause 34 Article 6 of the Securities Law and paragraph 3 Article 14 of the Company Charter (23 April 2016) on the matters submitted at the Annual General Shareholders' Meeting.

Article 7: Speaking at the Annual General Shareholders' Meeting

1. Principles

- During the AGM, Shareholders who want to express an opinion must register the content with the Chair (through The Secretariat), or subscribe directly stated in the order and agreement of the Chair.

2. Speaking method

- Shareholders speak briefly, avoiding duplication and focusing on the right content, in accordance with the contents of the approved agenda of the AGM.
- The Chair will arrange shareholders to speak based on their registration order and will reply all questions from shareholders. In the interest of time, the outstanding questions from shareholders will be replied in written by Shareholders Relationship Committee after the AGM.

Article 8: Authorization and responsibility of the Chair Panel

- The Members: The Chair Panel consists of 3 members. The chairman of the Board of Directors is the Meeting Chairman.
- The Chair Panel will chair the meeting on the principle of democratic centralism; in legal, in order and reflect the wishes of the majority of shareholders and shareholder representatives.
- Duties of the Chair Panel:
 - + To chair the AGM to approved agenda
 - + Guide the discussion of shareholders.
 - + Submission for proposals; give necessary recommendation on the matters for shareholders to vote.
 - + Address the questions raised by shareholders
 - + Queries on the process of election and the Vote counting (if any) will be resolved by the Chair Panel and be recorded in the Minutes of Meeting.

Article 9: Role of the Voting Board

Voting Board is nominated by the Chair Panel and be adopted by shareholders via voting card manner. The Voting Board is responsible for:

- Checking the shareholders' attendance status and report to all shareholders on the status results.
- Providing cards and resolving shareholders' queries on the voting card, if any.
- Counting the exact numbers of voting card to the category of agreement / disagreement / others comments during voting.
- Notify the Secretariat about the results of shareholders' votes on the matters at the AGM on time.



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- Review and report to shareholders assembly on the violation if any during voting.

Article 10: Role of the Meeting Secretariat

The Secretariat, nominated by the Meeting Chairman, is responsible for:

- Recording the properly and accurately proceeding of the meeting, notes the approval and outstanding issues stated in the meeting.
- Supporting the Chair Panel in announcing draft documents, conclusions and resolutions of the AGM.
- Receiving speaking registration of the shareholders.
- Writing out the content of the AGM in the Minutes of Meeting and submit for approval before closing time of AGM.

Article 11: Validation

- The Regulations of the 2018 Annual General Shareholders' Meeting of Nam Long Investment Corporation comes into effect right after being adopted by shareholders.
- This Regulations may be amended from time to time on the basis of recommendation of the Board of Directors and must be adopted by the shareholders via voting.

For and behalf of
CHAIRMAN



NGUYEN XUAN QUANG



NAM LONG

NAM LONG INVESTMENT CORPORATION

6 Nguyen Khac Vien, Tan Phu Ward, Dist 7, Ho Chi Minh City, Vietnam

Tel: (84.8) 54 16 17 18 Fax: (84.8) 54 17 18 19 Website: www.namlongvn.com

Date 20 April 2019

RULES OF VOTING AT THE ANNUAL GENERAL SHAREHOLDERS' MEETING 2019 OF NAM LONG INVESTMENT CORPORATION

Pursuant to

- Enterprises Law no. 68/2014/QH13 dated 26 November 2014;
- Securities Law no. 70/2006/QH11 dated 29 June 2006;
- Decree No. 96/2015/NĐ-CP dated 19 October 2015 guiding the implementation of some articles of Enterprises Law
- Company Charter of Nam Long Investment Corporation adopted by General Shareholders Meeting dated 23 April 2016;

A. Purpose:

- To ensure the Company is in compliance with the Enterprise Law and Company Charter;
- To ensure the Company meet principles of transparency, democracy and legitimate interests of all shareholders;
- To ensure the Annual General Shareholders' Meeting organization is in order.

B. Target audience:

Shareholders or his/ her proxy are entitled to vote (according to Nam Long Investment Corporation shareholders' list dated 15 March 2019), present at the AGM 2019.

C. Voting method:

1. Voting method:

Shareholders raise voting card to execute voting as requested by the Chairman on following matters of:

- Members of the Chair Panel
- AGM Regulations
- Secretariat and Voting Board
- AGM agenda
- AGM meeting minutes

To the vote ballot, Shareholders mark (√ or X) in the respective checkbox for Agree, Disagree or abstention, then sign off.

For example: Business Plan 2019

| No | Content | Vote | | |
|----|--------------------|-------|----------|------------|
| | | Agree | Disagree | abstention |
| 1. | Business Plan 2019 | √ | | |



*** Notes to the shareholders who are not entitled right to vote:**

When shareholders are “related person” as defined in Article 4, Clause 17 of the Enterprise Law; Points a, b, Clause 2 Article 159 of the Enterprise Law; Clause 1 of Article 162 of the Enterprise Law; Clause 34 Article 6 of the Securities Law and paragraph 3, Article 14 of the Company Charter (23 April 2016) on the matters submitted at the Annual General Shareholders’ Meeting.

2. Principles of Voting and Vote counting:

- Voting Board inspects the ballot box before proceeding to vote in the view of presence.
- Shareholders present at the poll station and put their votes into the ballot box;
- The voting time close when no shareholders desire putting vote in the ballot box;
- Vote checking must be proceeded after the closing time;
- The voting result will be recorded in the AGM Minutes of Meeting and be announced in the AGM by the Head of the Voting Board.

Announce the Voting Results:

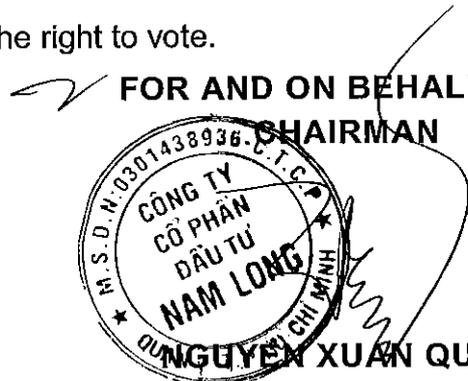
- After the Vote counting, Voting Board must issue the Voting report. The content of this report include: Number of valid votes, invalid votes, total number of votes and the percentage % of valid votes;
- Voting report must be announced public to AGM.

Queries on the Vote counting:

Any queries will be resolved by the Chair Panel and be recorded into the Minutes of Meeting of NLG AGM 2019.

Note:

- Valid voting card: is the card in form issued and sealed by NLG, which must not be erased, edited.
- Invalid voting cards:
 - Voting cards are not in NLG format, not published by NLG and/ or no NLG seal
 - Voting cards that have been edited, erased or added other information or other signals;
 - Voting cards that are damaged.
 - Without shareholders’ signature.
 - Shareholders who are not entitled the right to vote.

 FOR AND ON BEHALF OF BOD

CHAIRMAN



NGUYỄN XUÂN QUANG

