



# GDS

Global Data Service Joint Stock Company

## MINUTES OF ANNUAL GENERAL SHAREHOLDERS' MEETING 2020

12<sup>th</sup> June, 2020

**Company Name:** *Global Data Service Joint-stock Company (GDS)*

**Registered Address:** *Unit 722, F7, HITC Building, 239 Xuan Thuy, Cau Giay, Hanoi*

**Business Registration No.** 0102669569 **Issued on** July 18<sup>th</sup>, 2018 **at** Hanoi P&I Department.

**Time** : 09:00, 12<sup>th</sup> June, 2020 (Vietnam time)

**Location** : Unit 722, 7F, HITC Building, 239 Xuan Thuy, Cau Giay, Hanoi, Vietnam.

**Subject** : Annual General Meeting of Shareholders 2020 (AGM) of Global Data Service Join Stock Company (GDS)

### A – ATTENDANTS

- Shareholders of Global Data Service Join Stock Company;
- Members of Board of Management (BOM), Inspection Committee (IC) and Board of Directors (BOD), BOM Secretary.

### B - CONTENT OF MEETING

#### **1. Report on checking legal status of shareholders**

Ms. Nguyen Thu Hoai – Member of checking legal status of shareholders, reports on the result of checking legal status of shareholders and declares that the AGM have enough conditions for conducting:

- Total shareholders of GDS: 40 shareholders
- Total issued shares: 37,520,000 shares
- Total of voting right shares: 37,520,000 shares
- Total of attending shareholders or authorized representatives (*at the time of report*): 6 persons who represent for 4 shareholders with 37,356,500 voting shares (equivalent to 99.56%).

(Details of attached list)

Pursuant to the Enterprise Law and Company's Charter, the Annual General Meeting of Shareholders 2020 of GDS has enough conditions to conduct.

#### **2. Electing Chairman and Presidium**

Mr. Hideki Tachi - BOM Chairman introduces members for Chairman and Presidium of the AGM:

- Mr. Hideki Tachi (BOM Chairman) – AGM Chairman
- Mr. Dang Duc Khoi (BOM Member – General Director) - Member of presidium

100% of attending shareholders having voting rights (hereinafter shall be called as “attending shareholders”) approve on this election.

#### **3. Electing Secretary and Vote checking Board**

In order to support for Presidium on making minutes of meeting and voting of AGM, Mr.

Tachi introduced the Secretary Team and Vote checking board as bellows:

- **Secretary Team:**

- Ms. Nguyen Thu Hoai – BOM Secretary

- **Vote checking board**

- Mr. Kosei Kimura – Deputy General Director – Leader
  - Ms. Nguyen Thu Hoai – BOM Secretary – Member
- 100% of attending shareholders approve on this election.

#### **4. Approving on the Agenda of AGM 2020 and Regulation on the organization of AGM 2020**

Mr. Hideki Tachi – AGM Chairman introduces the Agenda of the Meeting and explains the regulation on organization of AGM 2020. 100% of the attending shareholders approve on the Agenda and Regulation on the organization of AGM 2020.

#### **5. Main contents of the meeting**

##### **5.1 Report of Board of Management, Board of Director and Inspection Committee:**

- Mr. Hideki Tachi, Chairman of BOM, reports the activities of BOM in 2019 and plan activities in 2020;
- Mr. Dang Duc Khoi, General Director, reports on the business result of 2019, Audited Financial Statement 2019 and explains the Business Plan and Action Plan for 2020;
- Ms. Bui Ha Chau Giang, IC member, reports on the activities of IC.

*(Details as in attached meeting documents)*

##### **5.2 The proposal submitting to the AGM**

- Mr. Dang Duc Khoi explains the Submission of profit distribution 2019.
- Mr. Dang Duc Khoi explains the Submission of selecting auditing company for FY 2019.

*(Details as in attached meeting documents)*

##### **5.3 Changing of BOM member**

- Mr. Hideki Tachi announces the Nomination Letter of NTT Com on changing BOM member. NTT Com introduced Mr. Yasuo Suzuki succeeds to Mr. Hajime Miyazaki as a BOM member of GDS in the remaining period of term 2018-2023.

*(Details as in attached meeting documents)*

##### **5.4 Discussion and agreement on reports and submission**

The attendants discuss on the contents of reports, submissions was explained in the meeting and agree on all most of contents accepting the Submission of returning a part of stakes to shareholder to another EGM.



## 5.5 Voting for approving on the reports and submission

Based on the reports, submission and discussion, AGM process the voting for approving on the contents as bellows:

1) Approving on the Report of Board of Management (BOM) on activities in 2019 and Action Plan in 2020

- Shares of voting “For” : 37,356,500 shares (100%)
- Shares of voting “Against” : 0 shares (0%)
- Shares of blank voting : 0 shares (0%)

2) Approving on the Submission of Business result of 2019 and Audited Financial Statement 2019 with following major contents:

*Unit: Mil. VND*

Contents	Amount
Operating revenue	103,271
Operating cost	74,032
Operating income	29,239
Financial & other income	15,230
Total Profit before tax	44,469

- Shares of voting “For” : 37,356,500 shares (100%)
- Shares of voting “Against” : 0 shares (0%)
- Shares of blank voting : 0 shares (0%)

3) Approving on the Submission of Business Plan of 2020 with following major contents:

*Unit: Mil. VND*

Contents	Amount
Operating revenue	112,355
Financial and other incomes	20,573
Total profit before tax	52,722
Total profit after tax	42,177

- Shares of voting “For” : 37,356,500 shares (100%)
- Shares of voting “Against” : 0 shares (0%)
- Shares of blank voting : 0 shares (0%)

4) Approved on the Submission of Profit Distribution 2019 as follows:

- Distribution to welfare fund : VND 165,000,000
- Distribution to reward fund : VND 129,000,000
- Distribution to other fund : VND 0.00
- Dividends (1,000VND/share) : VND 37,520,000,000

\* AGM 2020 shall authorize BOM to decide detail plan of profit distribution dividend.

- Shares of voting “For” : 37,356,500 shares (100%)
- Shares of voting “Against” : 0 shares (0%)
- Shares of blank voting : 0 shares (0%)

5) Approved to authorize BOM to select an eligible auditing company for financial statement of 2020.

- Shares of voting “For” : 37,356,500 shares (100%)
- Shares of voting “Against” : 0 shares (0%)
- Shares of blank voting : 0 shares (0%)

6) Approving on the Report of Inspection Committee.

- Shares of voting “For” : 37,356,500 shares (100%)
- Shares of voting “Against” : 0 shares (0%)
- Shares of blank voting : 0 shares (0%)

7) Dismissing Mr. Hajime Miyazaki from BOM’ member of GDS.

- Shares of voting “For” : 37,356,500 shares (100%)
- Shares of voting “Against” : 0 shares (0%)
- Shares of blank voting : 0 shares (0%)

8) Appointment Mr. Yasuo Suzuki as new member of BOM of GDS for term 2018-2023.

- Shares of voting “For” : 37,356,500 shares (100%)
- Shares of voting “Against” : 0 shares (0%)
- Shares of blank voting : 0 shares (0%)

**5.6 Other contents:** Nothing

**C – APPROVE ON THE MINUTES OF MEETING, RESOLUTION OF MEETING AND CLOSING MEETING**

This Minute of meeting is completed at 09:45 of 12<sup>th</sup> June, 2020 right after the Annual General Meeting of shareholders 2020 of Global Data Service JSC complete and is made in Vietnamese and English with exactly the same content and legal power.

This minute of meeting already be reported to all attendants of AGM and approved with agreement of 100% attending shareholders of the AGM.



**Hideki Tachi**

Chairman of AGM 2020 – BOM Chairman



**Nguyen Thu Hoai**

Secretary of AGM 2020