

NOTIFICATION

Re: Nomination for the Board of Directors

To: Shareholders of Petrovietnam Fertilizer and Chemicals Corporation

According to the announcement on the 2020 Annual General Meeting of Shareholders of Petrovietnam Fertilizer and Chemicals Corporation (PVFCCo), stock code: DPM, the Corporation shall elect 01 additional member of the Board of Directors (BOD);

Pursuant to the Law on Enterprises 2014, Government's Decree No. 71/2017/ND-CP dated 06 June 2017 on corporate governance of public companies, the Corporation's BOD is pleased to announce the nomination for members of BOD as follows:

1. Number of additional members to be elected

According to the current Charter of the Corporation, the BOD consists of 05 to 06 members. Such number of BOD members was elected by the General Meeting of Shareholders respectively on 28 April 2016, 26 April 2018, 10 January 2019 and 17 April 2019. On 01 May 2020, 01 BOD member retired.

To ensure the number of BOD members in accordance with the Corporation's Charter, and to meet the practical requirements in corporate governance, the Corporation shall submit to the General Meeting of Shareholders (GMS) for the election of an additional member of the BOD at the annual meeting on 16 June 2020.

2. Nomination rules

2.1. Self-nominated or nominated candidates for members of the BOD shall meet the following criteria and conditions for BOD members and the following nomination/election rules:

- Have full legal capacity, not prohibited from managing an enterprise under the provisions of the Law on Enterprises; Be an individual shareholder with at least 5% of the total number of ordinary shares; or other types of shareholders with high educational level, business capacity and corporate governance, legal knowledge, and professional experience, especially in the Corporation's field of business;
- BOD members must not be related person of the manager or the person authorized to designate the manager of the parent company - Vietnam Oil and Gas Group (PVN);
- Self-nominated candidates who are individual shareholders must hold at least 5% of the Corporation's total shares with voting rights in a continuous period of at least 6 months until 27 May 2020 - the date of determining the list of shareholders entitled to attend the General Meeting of Shareholders. Other candidates must be nominated by a shareholder or a group of shareholders holding at least 5% of the Corporation's total shares in a continuous period of at least 6 months until 27 May 2020 - the date of determining the list of shareholders entitled to attend the General Meeting of Shareholders.
- Self-nominated and nominated candidates (hereinafter collectively referred to as candidates) must submit a valid and timely candidate profile as prescribed.

2.2. Number of candidates

The minimum number of candidates must be equal to the number of newly elected members, which is 01 member. The shareholder/group of shareholders shall nominate the quantity of candidates according to the Corporation's Charter as follows:

- The shareholder/group of shareholders holding from 5% to less than 10% of the total shares with voting rights in a continuous period of at least 6 months shall be eligible to nominate 01 candidate.
- The shareholder/group of shareholders holding from 10% to less than 30% of the total shares with voting rights in a continuous period of at least 6 months shall be eligible to nominate 02 candidates.
- The shareholder/group of shareholders holding from 30% to less than 40% of the total shares with voting rights in a continuous period of at least 6 months shall be eligible to nominate 03 candidates.
- The shareholder/group of shareholders holding from 40% to less than 50% of the total shares with voting rights in a continuous period of at least 6 months shall be eligible to nominate 04 candidates.
- The shareholder/group of shareholders holding from 50% to less than 60% of the total shares with voting rights in a continuous period of at least 6 months shall be eligible to nominate 05 candidates.
- The shareholder/group of shareholders holding from 60% of the total shares with voting rights in a continuous period of at least 6 months shall be eligible to nominate 06 candidates.

3. Candidate profiles

- A letter of nomination for the BOD, along with the candidate's commitment to act honestly as a BOD member if he/she gets elected to the BOD (according to the attached form);
- A self-declared curriculum vitae (according to the attached form);
- Documents which prove and certify the number of shares owned by the shareholder or group of shareholders in a continuous period of the latest 6 months (until 27 May 2020) or equivalent documents from Securities companies where such (group of) shareholder(s) open account(s) or from the Vietnam Securities Depository (until 25 May 2020);
- Meeting minutes + List of Shareholders (in case candidates are nominated by a group of shareholders);
- Notarized or certified copies of: Identity Card/Passport, professional certificates;

4. Profiles receiving address

- The candidate profiles shall be submitted directly or through registered mail to the headquarter of the Corporation, packaged in a sealed envelope and clearly printed **Candidate profiles for the BOD** on the outer envelope. Recipient's address: **GMS Organizing Committee, PVFCCo, 7th floor, No. 43 Mac Dinh Chi, District 1, HCMC. Tel.: (028) 3825 6258; Fax: (028) 3825 6269.**
- In case you need to contact GMS Organizing Committee to discuss and clarify relevant information, please contact **Mr. Truong The Vinh, Secretary of the Corporation**, phone number: **(028) 3825 6258** (extension: 1117); Mobile phone: **091.369 0088**, or Email: **ttvinh@@pvfcco.com.vn**

5. Candidate Petition Deadline for the Board of Directors

- Candidate Petition Deadline: To notify the candidate information to the shareholders in accordance with the provisions of Decree No. 71/2017/ND-CP of the Government, and to help the Corporation make a list of candidates in time to preparation for the election, the Corporation requests the shareholders to submit candidate profiles before 16:00 on 09 June 2020.

6. Prepare an electoral list to submit to the General Meeting of Shareholders

- After the candidate petition deadline, if the shareholders do not nominate or elect at least 01 candidate or the candidate does not meet the criteria and conditions as prescribed, the current BOD will nominate more candidates under the competence defined in the Charter of the Corporation to report and propose to the General Meeting of Shareholders.
- Only qualified candidate profiles and qualified candidates meeting the corresponding qualifications of the BOD members will be included in the list of candidates announced at the General Meeting of Shareholders.

Thank you for your cooperation and support.

Sincerely,

**ON BEHALF OF THE BOD
CHAIRMAN**

Nguyen Tien Vinh