



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 Web: www.namlongvn.com

No.: 01/2017/TT/HĐQT/NLG

HCMC, 18th October 2017

**SUBMISSION OF THE BOARD
COLLECTING WRITTEN OPINIONS OF SHAREHOLDERS
Ref: Rights issue plan for existing shareholders**

To: SHAREHOLDERS OF NAM LONG INVESTMENT CORPORATION

Pursuant to:

- Enterprise law No 68/2014/QH13 approved by National Assembly of the Socialist Republic of Vietnam on 26/11/2014;
- Law on Securities No. 70/2006/QH11 and Amendment of and Supplement to Law on Securities No. 62/2010/QH12 approved by the National Assembly of the Socialist Republic of Vietnam on 24/11/2010;
- The prevailing Charter of Nam Long Investment Corporation;
- Board of Directors Resolution No. 27/2017/NQ/HĐQT/NLG dated 18/10/2017;

A. COMPANY'S INFORMATION

- Company name : Nam Long Investment Corporation
- Stock ticker : NLG
- Address : 6 Nguyen Khac Vien, Tan Phu Ward, District 7, Ho Chi Minh City
- Tel : (84.8) 54161718 Fax: (84.8) 54171819
- Business Registration Certificate: No. 0301438936 issued by Department of Planning and Investment of Ho Chi Minh City for the first time on December 27th 2005, 16th amended on 24/08/2017.

B. THE PURPOSE OF VOTING

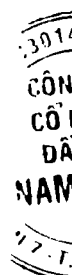
In order to raise fund for expanding the Company's land bank, the Board of Directors respectfully submits to General Shareholders' Meeting to consider and approve the rights issue plan for existing shareholders who are entitled on record date issued by Vietnam Securities Depository.

C. THE MATTERS TO BE APPROVED

Nam Long's BOD respectfully submits the General Shareholders' Meeting ("GSM") for approval on following categories:

1. Rights issue plan for existing shareholders to increase Company's Charter capital as details:

1. Issuer	:	Nam Long Investment Corporation
2. Stock name	:	Share of Nam Long Investment Corporation
3. Stock code	:	NLG
4. Type of share	:	Common share, free transferability
5. Par value	:	VND10.000/share
6. Issuing ratio	:	5:1 (A shareholder holding 1 share will receive 1 right, 5 rights will be allowed to buy 1 new share)
7. Number of outstanding shares	:	157,226,409 shares
8. Number of expected new shares issued:	:	Expected maximum number 31,445,281 shares (equivalent to 20% number of outstanding shares)
9. Purpose of the issuance	:	Raising fund to expand land bank of Company
10. Form of issuance	:	Rights issue plan for existing shareholders
11. Subject to issue	:	Existing shareholders who are entitled on record date issued by Vietnam Securities Depository.
12. Transfer of rights	:	Right is transferable 01 (one) time, shareholders are allowed to transfer their rights to one or more others at agreed price.
13. Offering price	:	Expecting from VND15,000/share to VND20,000/share
14. Principle of defining issuing price	:	Equal to 75% - 100% of Nam Long's book value per share based on the Consolidated interim financial statements as of 30/06/2017 (VND20,168/share)
15. Expected issuing date:	:	Quarter IV/2017 – Quarter I/2018, immediately after receiving the approval of State Securities Committee
16. Dilution conditions	:	Due to the increase in outstanding shares, dilution risks may occur including (i) Diluted EPS, (ii) Diluted book value per share (BVPS), (iii) Dilution of ownership ratio of existing shareholders who unsubscribe and partially subscribe, and (iv) Dilution of trading share price on Ho Chi Minh Stock Exchange.
17. Principle of rounding shares and dealing with shares in case that existing shareholders do not fully exercise their rights.	:	<ul style="list-style-type: none"> - Number of offered shares for each shareholder shall be rounded down to the unit. - For all odd shares from rounding and not exercising the rights and/or just exercise a part of them (if any) (hereinafter referred to as "Shares to be distributed"), these shares shall be accumulated and distributed by the BOD with the price will not be lower than the issuing price. <p>Shares to be distributed are restricted to be transferred 01 (one) year from issuing date.</p>



<p>18. Solutions for unsold shares, after executing item 17 above.</p>	<p>The minimum successful offering rate is 30% of total offered shares</p> <p>In case that issued shares cannot be acquired as expectation, GSM authorizes to the BOD to:</p> <ul style="list-style-type: none"> i. <i>Extend time of offering shares to ensure the success of this offering that brings highest benefits to Company and Shareholders; or</i> ii. <i>Consider, choose and adjust fundraising options, uses of proceeds basing the principle that those actions will not impact on working capital and company operations; or</i> iii. <i>Consider fundraising plan from other legal sources of funds.</i>
<p>19. Other contents related to change in Company's charter capital and number of outstanding shares</p>	<ul style="list-style-type: none"> i. Approve on amending Company's charter capital as a result of this issuance (if necessary); ii. Approve on revising Enterprise Registration Certificate with new charter capital after issuance iii. Change in registration depository for issued shares at Vietnam Securities Depository ("VSD") and additional listing on Ho Chi Minh Stock Exchange ("HSX").

2. Authorize to the Board of Directors, as followings:

- i. Implement necessary procedures to issue new shares in accordance with this plan, including re-allocating "Shares to be distributed" for appropriate parties as stipulated in Item 17 above;
- ii. Execute the Charter amendment (regulation on charter capital and total number of outstanding shares) as actual result of offering shares based on this plan (if necessary);
- iii. Flexibly adjust allocation of proceeds from this issuance for the purpose of using the capital to ensure the interests of shareholders and the Company;
- iv. Decide on the detailed offering plan, implement all procedures, processes in accordance with the approved plan, including supplement, adjust, complete or change this plan to ensure that fundraising of Company shall be executed and finished in compliance with prevailing Law;
- v. Implement, approve dossiers regarding to change in registration depository at VSD and additional listing of these shares on Ho Chi Minh Stock Exchange;
- vi. Conduct procedures to revise Enterprise Registration Certificate of Company with relevant authorities, in relation to change in charter capital, as a result of this offer.
- vii. Implement all other necessary documents to complete the rights issue as mentioned plan. On a case-by-case basis, the BOD could authorize to Chairman of the BOD or CEO to execute one or more specific tasks above.

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The BOD of the Company hereby submits for consideration, approval and comments in writing on the categories in "Voting sheet" (attached) and return back to the Company before 17:00 on October 30th 2017, to the attention of the address shown below:

Receiver: **Ms. Vu Thi My Hanh – Board Office Executive**

NAM LONG INVESTMENT CORPORATION

No. 6 Nguyen Khac Vien, Tan Phu Ward, District 7, Ho Chi Minh City

Tel: (84.28) 54 16 17 18 Fax: (84.28) 54 17 18 19

Email: qhcd@namlongvn.com

Attached documents:

- Voting sheet
- Resolution of the Board referring to approval on contents of this Submission

**NAM LONG INVESTMENT CORPORATION
ON BEHALF OF THE BOARD OF DIRECTORS
CHAIRMAN**





NAM LONG

NAM LONG INVESTMENT CORPORATION

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

Tel: (08) 54 16 17 18 Fax: (08) 54 17 18 19 Web: www.namlongvn.com

Tp.Hồ Chí Minh, ngày 18 tháng 10 năm 2017
Ho Chi Minh City, 18th October 2017

**PHIẾU LẤY Ý KIẾN BẰNG VĂN BẢN
VOTING SHEET**

**ĐẠI HỘI ĐỒNG CỔ ĐÔNG CÔNG TY CỔ PHẦN ĐẦU TƯ NAM LONG
GENERAL SHAREHOLDERS' MEETING OF NAM LONG INVESTMENT CORPORATION**

Thông tin cổ phiếu nắm giữ/Shares information:

Số lượng cổ phần sở hữu: ...

Number of shares owned

Số lượng cổ phần biểu quyết: ...

Number of votes

Kính gửi/To:

Cổ đông/Name: ...

Địa chỉ/Address: ...

Điện thoại/Tel: ...

Quốc tịch/Nationality: ...

Số CMND/GCND/KDNI/ID No./License: ...

STT/No.: ...

I. THÔNG TIN CÔNG TY/ COMPANY'S INFORMATION:

- Tên công ty: Công ty Cổ phần Đầu tư Nam Long

Company's name: Nam Long Investment Corporation

- Trụ sở chính/: Số 6 Nguyễn Khắc Viện, P. Tân Phú, Quận 7, Tp. HCM

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

- Giấy Chứng nhận Đăng ký Doanh nghiệp: Số 4103004194 do Sở Kế hoạch & Đầu tư Tp.HCM cấp lần đầu ngày 27/12/2005 và Giấy Chứng nhận Đăng ký Kinh doanh điều chỉnh lần thứ 16 số 0301438936 do Sở Kế hoạch & Đầu tư Tp.HCM cấp ngày 24/08/2017.

Enterprise Registration Certificate: No. 4103004194 issued by Department of Planning and Investment of Ho Chi Minh City for the first time on December 27th 2005 and No. 0301438936 issued by Department of Planning and Investment of Ho Chi Minh City, 16th amended on August 24th 2017.

II. MỤC ĐÍCH LẤY Ý KIẾN/ THE PURPOSE OF OBTAINING VOTES:

Thông qua các nội dung sau đây theo Tờ trình đính kèm:

Approve these below contents as the submission of the Board:

- Phương án phát hành cổ phần cho cổ đông hiện hữu để tăng vốn điều lệ của Công ty;

Rights issuance plan for existing shareholders to increase Company's Charter capital

- Ủy quyền cho Hội đồng quản trị.

Authorization to the Board of Directors.

III. CÁC VẤN ĐỀ CẦN LẤY Ý KIẾN ĐỂ THÔNG QUA QUYẾT ĐỊNH/ THE MATTERS NEED TO BE APPROVED:

TT No	VẤN ĐỀ BIỂU QUYẾT THE VOTING MATTERS	BIỂU QUYẾT / VOTES		
		Tán thành Approve	Không tán thành Disapprove	Không có ý kiến No opinion
1	Phương án phát hành cổ phần cho cổ đông hiện hữu để tăng vốn điều lệ của Công ty và Ủy quyền cho Hội đồng quản trị; <i>Rights issuance plan for existing shareholders to increase Company's Charter capital and Authorize to Board of Directors.</i>			

Hướng dẫn/ Instruction:

- Quý Cổ đông đánh dấu “✓” hoặc “x” vào ô trống (Tán thành hoặc Không tán thành hoặc Không có ý kiến)

Mark (✓) or (x) in 01 of the 03 cells (Approve or Disapprove or No opinion)

- Phiếu lấy ý kiến chỉ được xem là hợp lệ khi đáp ứng các điều kiện sau:

The vote is valid in the following cases:

- ✓ Chỉ đánh dấu vào 01 (một) ô thích hợp cho vấn đề xin ý kiến nêu trên. Trong trường hợp đánh dấu nhầm hoặc thay đổi ý kiến, vui lòng tô đen ô đã chọn và đánh dấu vào ô khác;

Mark in only 1 cell to vote for above matters. In case of wrong mark or changing your opinion, please shade the selected cell and mark in the other cell.

- ✓ Phiếu lấy ý kiến phải do Công ty Cổ phần Đầu tư Nam Long phát hành và phải có con dấu của Công ty Cổ phần Đầu tư Nam Long;

The voting sheet form must be issued by and must be sealed by Nam Long Investment Corporation.

- ✓ Phiếu lấy ý kiến đã được trả lời phải có chữ ký của Cổ đông là Cá nhân, chữ ký của người đại diện hợp pháp và đóng dấu của Cổ đông là Tổ chức.

The fulfilled voting sheet must contain the signature of individual shareholder or the signature of legal representative and stamp of corporate shareholder.

IV. THỜI GIAN GỬI PHIẾU LẤY Ý KIẾN/ DEADLINE FOR SENDING THE VOTING SHEET:

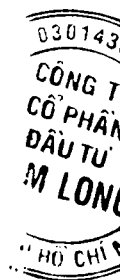
- Phiếu lấy ý kiến đã được trả lời phải được gửi trong phong bì dán kín (đã gửi kèm cho Quý cổ đông) kèm Giấy ủy quyền (nếu có) và Giấy đăng ký doanh nghiệp bản sao hợp lệ nếu cổ đông là Tổ chức tới Công ty Cổ phần Đầu tư Nam Long trước 17:00 giờ ngày 30 tháng 10 năm 2017 theo địa chỉ sau:

The voting sheet has to be sent in a sealed envelope (was enclosed for shareholders) and the Power of Attorney (if any) and the notarized copy of Enterprise Registration Certificate for Institutional shareholders need to be enclosed to the voting sheet and sent to Nam Long Investment Corporation before 17:00 on October 30th 2017 at:

- Công ty Cổ phần Đầu tư Nam Long
Nam Long Investment Corporation
- Số 6 Nguyễn Khắc Viện, P. Tân Phú, Quận 7, Tp. HCM
No. 6 Nguyen Khac Vien, Tan Phu Ward, District 7, Ho Chi Minh City
- Điện thoại/Tel: (84.8) 54 16 17 18 Fax: (84.8) 54 17 18 19
- Người nhận: Bà Vũ Thị Mỹ Hạnh – Chuyên Viên Văn Phòng Hội Đồng Quản Trị
Receiver: Ms. Vu Thi My Hanh – Board Office Executive
- Email: qhcd@namlongvn.com

- Trong trường hợp Phiếu lấy ý kiến đã được gửi đến Cổ đông nhưng bị hoàn trả về do địa chỉ Cổ đông đăng ký không chính xác; hoặc các phiếu lấy ý kiến Cổ đông được gửi về trụ sở Công ty theo địa chỉ đã thông báo nhưng sau thời hạn nêu trên; hoặc các Cổ đông không gửi Phiếu về Công ty; hoặc Phiếu không hợp lệ thì xem là không tham gia biểu quyết với những nội dung lấy ý kiến.

It shall be deemed that the shareholders do not participate in the vote for the above matters in case of (i) the voting sheets, which are sent to shareholders are returned to Company because of the wrong addresses; (ii) the fulfilled voting sheet are sent to Company after the above deadline; (iii) the shareholder does not submit the voting sheet; or invalid voting sheet.



**XÁC NHẬN CỦA CỔ ĐÔNG
SHAREHOLDER'S SIGNATURE**

*(Ký ghi rõ họ tên nếu cổ đông là cá nhân;
ký bởi người đại diện hợp pháp, ghi rõ họ tên và đóng dấu nếu cổ
đông là tổ chức)*

*(Signature and Name of individual shareholder; Signature and
Name of legal representative and stamp of corporate shareholder)*

.....

**CÔNG TY CỔ PHẦN ĐẦU TƯ NAM LONG
NAM LONG INVESTMENT CORPORATION**

**CHỦ TỊCH HỘI ĐỒNG QUẢN TRỊ
CHAIRMAN**



NGUYEN XUAN QUANG





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 Web: www.namlongvn.com

NAM LONG

No.:/2017/NQ/HĐQT/NLG

HCMC, 2017

[DRAFT]

**RESOLUTION OF GENERAL SHAREHOLDERS’ MEETING
UNDER WRITTEN BALLOT FORM FOR OBTAINING VOTES
NAM LONG INVESTMENT CORPORATION**

Pursuant to:

- Enterprise law No 68/2014/QH13 approved by National Assembly of the Socialist Republic of Vietnam on 26/11/2014;
- Law on Securities No. 70/2006/QH11 and Amendment of and Supplement to Law on Securities No. 62/2010/QH12 approved by the National Assembly of the Socialist Republic of Vietnam on 24/11/2010;
- The prevailing Charter of Nam Long Investment Corporation;
- Board of Directors Resolution No. /2017/NQ/HĐQT/NLG dated /..... /2017;
- Minutes of vote counting for shareholders' opinions No..... dated.....

**GENERAL SHAREHOLDERS’ MEETING
NAM LONG INVESTMENT CORPORATION
RESOLUTION**

Article 1: Approve on Rights issue plan for existing shareholders to increase Company Charter capital, as followings:

1. Issuer	:	Nam Long Investment Corporation
2. Stock name	:	Share of Nam Long Investment Corporation
3. Stock code	:	NLG
4. Type of share	:	Common share, free transferability
5. Par value	:	VND10.000/share
6. Issuing ratio	:	5:1 (A shareholder holding 1 share will receive 1 right, 5 rights will be allowed to buy 1 new share)
7. Number of outstanding shares	:	157,226,409 shares
8. Number of expected new shares issued:	:	Expected maximum number 31,445,281 shares (equivalent to 20% number of outstanding shares)
9. Purpose of the issuance	:	Raising fund to expand land bank of Company

10. Form of issuance	:	Rights issue plan for existing shareholders
11. Subject to issue	:	Existing shareholders who are entitled on record date issued by Vietnam Securities Depository.
12. Transfer of rights	:	Right is transferable 01 (one) time, shareholders are allowed to transfer their rights to one or more others at agreed price.
13. Offering price	:	Expecting from VND15,000/share to VND20,000/share
14. Principle of defining issuing price	:	Equal to 75% - 100% of Nam Long's book value per share based on the Consolidated interim financial statements as of 30/06/2017 (VND20,168/share)
15. Expected issuing date:	:	Quarter IV/2017 – Quarter I/2018, immediately after receiving the approval of State Securities Committee
16. Dilution conditions	:	Due to the increase in outstanding shares, dilution risks may occur including (i) Diluted EPS, (ii) Diluted book value per share (BVPS), (iii) Dilution of ownership ratio of existing shareholders who unsubscribe and partially subscribe, and (iv) Dilution of trading share price on Ho Chi Minh Stock Exchange.
17. Principle of rounding shares and dealing with shares in case that existing shareholders do not fully exercise their rights.	:	<ul style="list-style-type: none"> - Number of offered shares for each shareholder shall be rounded down to the unit. - For all odd shares from rounding and not exercising the rights and/or just exercise a part of them (if any) (hereinafter referred to as "Shares to be distributed"), these shares shall be accumulated and distributed by the BOD with the price will not be lower than the issuing price. <p>Shares to be distributed are restricted to be transferred 01 (one) year from issuing date.</p>
18. Solutions for unsold shares, after executing item 17 above.	:	<p>The minimum successful offering rate is 30% of total offered shares</p> <p>In case that issued shares cannot be acquired as expectation, GSM authorizes to the BOD to:</p> <ul style="list-style-type: none"> i. <i>Extend time of offering shares to ensure the success of this offering that brings highest benefits to Company and Shareholders; or</i> ii. <i>Consider, choose and adjust fundraising options, uses of proceeds basing the principle</i>

<p>19. Other contents related to change in Company's charter capital and number of outstanding shares</p>	<p><i>that those actions will not impact on working capital and company operations; or</i></p> <p>iii. Consider fundraising plan from other legal sources of funds.</p> <p>i. Approve on amending Company's charter capital as a result of this issuance (if necessary);</p> <p>ii. Approve on revising Enterprise Registration Certificate with new charter capital after issuance</p> <p>iii. Change in registration depository for issued shares at Vietnam Securities Depository ("VSD") and additional listing on Ho Chi Minh Stock Exchange ("HSX").</p>
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Approval rate:%.

Article 2: Approve on authorize to the Board of Directors, as followings:

- i. Implement necessary procedures to issue new shares in accordance with this plan, including re-allocating "Shares to be distributed" for appropriate parties as stipulated in Item 17 above;
- ii. Execute the Charter amendment (regulation on charter capital and total number of outstanding shares) as actual result of offering shares based on this plan (if necessary);
- iii. Flexibly adjust allocation of proceeds from this issuance for the purpose of using the capital to ensure the interests of shareholders and the Company;
- iv. Decide on the detailed offering plan, implement all procedures, processes in accordance with the approved plan, including supplement, adjust, complete or change this plan to ensure that fundraising of Company shall be executed and finished in compliance with prevailing Law;
- v. Implement, approve dossiers regarding to change in registration depository at VSD and additional listing of these shares on Ho Chi Minh Stock Exchange;
- vi. Conduct procedures to revise Enterprise Registration Certificate of Company with relevant authorities, in relation to change in charter capital, as a result of this offer.
- vii. Implement all other necessary documents to complete the rights issue as mentioned plan. On a case-by-case basis, the BOD could authorize to Chairman of the BOD or CEO to execute one or more specific tasks above.

Approval rate:%.

Article 3: All shareholders, Board members, Inspection Committee members and all employees of Company are responsible for the implementation of this Resolution.

Article 4: This resolution, made in Vietnamese and English languages, is effective from date of signing

**ON BEHALF OF GENERAL SHAREHOLDERS' MEETING
CHAIRMAN OF THE BOARD**

Recipients::

- *Shareholders;*
- *State Securities Committee;*
- *BOD, Board of Management;*
- *Board of Directors Office*

NGUYEN XUAN QUANG



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 Web: www.namlongvn.com

No.: 27/2017/NQ/HĐQT/NLG

HCMC, 18th October 2017

BOARD OF DIRECTORS RESOLUTION

Ref: Rights issue plan for existing shareholders

BOARD OF DIRECTORS OF NAM LONG INVESTMENT CORPORATION

Pursuant to:

- Enterprise law No 68/2014/QH13 approved by National Assembly of the Socialist Republic of Vietnam on 26/11/2014;
- Law on Securities No. 70/2006/QH11 and Amendment of and Supplement to Law on Securities No. 62/2010/QH12 approved by the National Assembly of the Socialist Republic of Vietnam on 24/11/2010;
- The prevailing Charter of Nam Long Investment Corporation;

RESOLUTION

Article 1: Submit to General Shareholders' Meeting ("GSM") for approval on rights issue plan for existing shareholders to increase Company Charter capital, as followings:

1. Issuer	:	Nam Long Investment Corporation
2. Stock name	:	Share of Nam Long Investment Corporation
3. Stock code	:	NLG
4. Type of share	:	Common share, free transferability
5. Par value	:	VND10.000/share
6. Issuing ratio	:	5:1 (A shareholder holding 1 share will receive 1 right, 5 rights will be allowed to buy 1 new share)
7. Number of outstanding shares	:	157,226,409 shares
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12. Transfer of rights	:	Right is transferable 01 (one) time, shareholders are allowed to transfer their rights to one or more others at agreed price.
13. Offering price	:	Expecting from VND15,000/share to VND20,000/share
14. Principle of defining issuing price	:	Equal to 75% - 100% of Nam Long's book value



15. Expected issuing date:	<p>per share based on the Consolidated interim financial statements as of 30/06/2017 (VND20,168/share)</p> <p>Quarter IV/2017 – Quarter I/2018, immediately after receiving the approval of State Securities Committee</p>
16. Dilution conditions	<p>Due to the increase in outstanding shares, dilution risks may occur including (i) Diluted EPS, (ii) Diluted book value per share (BVPS), (iii) Dilution of ownership ratio of existing shareholders who unsubscribe and partially subscribe, and (iv) Dilution of trading share price on Ho Chi Minh Stock Exchange.</p>
17. Principle of rounding shares and dealing with shares in case that existing shareholders do not fully exercise their rights.	<ul style="list-style-type: none"> - Number of offered shares for each shareholder shall be rounded down to the unit. - For all odd shares from rounding and not exercising the rights and/or just exercise a part of them (if any) (hereinafter referred to as "Shares to be distributed"), these shares shall be accumulated and distributed by the BOD with the price will not be lower than the issuing price. <p>Shares to be distributed are restricted to be transferred 01 (one) year from issuing date.</p>
18. Solutions for unsold shares, after executing item 17 above.	<p>The minimum successful offering rate is 30% of total offered shares</p> <p>In case that issued shares cannot be acquired as expectation, GSM authorizes to the BOD to:</p> <ul style="list-style-type: none"> <i>i. Extend time of offering shares to ensure the success of this offering that brings highest benefits to Company and Shareholders; or</i> <i>ii. Consider, choose and adjust fundraising options, uses of proceeds basing the principle that those actions will not impact on working capital and company operations; or</i> <i>iii. Consider fundraising plan from other legal sources of funds.</i>
19. Other contents related to change in Company's charter capital and number of outstanding shares	<ul style="list-style-type: none"> i. Approve on amending Company's charter capital as a result of this issuance (if necessary); ii. Approve on revising Enterprise Registration Certificate with new charter capital after issuance iii. Change in registration depository for issued shares at Vietnam Securities Depository ("VSD") and additional listing on Ho Chi Minh Stock Exchange ("HSX").



Article 2: Approve on authorize to the Board of Directors, as followings:

- i. Implement necessary procedures to issue new shares in accordance with this plan, including re-allocating "Shares to be distributed" for appropriate parties as stipulated in Item 17 above;
- ii. Execute the Charter amendment (regulation on charter capital and total number of outstanding shares) as actual result of offering shares based on this plan (if necessary);
- iii. Flexibly adjust allocation of proceeds from this issuance for the purpose of using the capital to ensure the interests of shareholders and the Company;
- iv. Decide on the detailed offering plan, implement all procedures, processes in accordance with the approved plan, including supplement, adjust, complete or change this plan to ensure that fundraising of Company shall be executed and finished in compliance with prevailing Law;
- v. Implement, approve dossiers regarding to change in registration depository at VSD and additional listing of these shares on Ho Chi Minh Stock Exchange;
- vi. Conduct procedures to revise Enterprise Registration Certificate of Company with relevant authorities, in relation to change in charter capital, as a result of this offer.
- vii. Implement all other necessary documents to complete the rights issue as mentioned plan. On a case-by-case basis, the BOD could authorize to Chairman of the BOD or CEO to execute one or more specific tasks above.

Article 3: All shareholders, Board members, Inspection Committee members and all employees of Company are responsible for the implementation of this Resolution.

Article 4: This resolution, made in Vietnamese and English languages, is effective from date of signing

**ON BEHALF OF GENERAL SHAREHOLDERS' MEETING
CHAIRMAN OF THE BOARD**

Recipients:

- Shareholders;
- State Securities Committee;
- BOD, Board of Management;
- Board of Directors Office

