

## **RESOLUTION OF BOARD OF DIRECTORS**

BOARD OF DIRECTORS  
SAIGON SECURITIES INC.

Pursuant to:

- *Charter of Saigon Securities Inc.;*
- *Minutes of the meeting of the Board on 28 October 2014;*

### **RESOLVED THAT**

#### **Article 1: To approve the plan to increase charter capital**

The Board approves following plan to increase charter capital of the Company as follows:

1. To issue bonus shares from owners' equity on the ratio of 20% of par value (shareholders who own 10 shares are entitled to receive 02 bonus shares);
2. To advance 2014 dividend from 2014 estimated profit after tax at the ratio of 10% of par value (shareholders who own 10 shares are entitled to receive 01 share).

This plan should be subject to the approval of the General Shareholders Meeting, which should be voted by collecting written opinions of shareholders or ad-hoc General Shareholders Meeting, including the approval to amend the Charter, to register and to list newly-issued shares on Ho Chi Minh Securities Stock Exchange.

#### **Article 2: To approve to issue straight bonds**

To approve to issue straight bonds with following terms and conditions:

1. Type of bonds: straight bonds (non-convertible), secured or non-secured and may be in one or two type of bonds with different terms;
2. Currency: VND
3. Face value: VND 500 million (five hundred million dong)
4. Total face value to be issued: VND 1,000 – 1,500 billion
5. Expected selling price: 100% face value
6. Bond term: from 01 to 03 years
7. Coupon: authorize the Chairman to decide when submitting detailed plan
8. Coupon payment term: 06 months or 01 year
9. Type of bonds: Book record
10. Buyers: financial institutions in VN and other individual investors
11. Issuance: private placement
12. Principal and coupon payment:
  - Principal shall be paid on maturity date.
  - Coupon shall be paid at each coupon payment term.
13. Timing: after the Company fulfill all required legal procedures.

14. Buy back: the Company has the right to buy back all or a portion of issued bonds before maturity date.
15. Governing law: Vietnamese laws
16. Plan to use principal: to increase working capital.
17. Source to make payment to bond holders:  
Payment to bond holders shall be from following sources:
  - Cash on the balance sheet;
  - Cash flow from business activities;
  - Other sources.

**Article 3: To set a target of business plan in 2014**

Based on market conditions and business result of the Company until the end of 3Q2014, the Board decides to set a target of achieving consolidated profit in 2014 which is VND 1,050 billion (before tax).

**Article 4: Effectiveness of this Resolution**

Authorize the Chairman to prepare detailed plan and to proceed necessary procedures to implement Article 1 and Article 2 of this Resolution.

This Resolution shall be effective from the date of signing. Those persons and departments who are in charged should implement this Resolution.

**ON BEHALF OF THE BOARD OF DIRECTORS  
CHAIRMAN**

Sent to:

- Board members
- BOC, IC, CEO
- Save

(signed and sealed)

**Nguyen Duy Hung**