



**PROPOSED FOR THE OFFERING OF COVERED WARRANTS
AND THE ISSUANCE OF CONVERTIBLE BONDS**

Ho Chi Minh City, December 21, 2017

1. The offering of covered warrants

Upon request of the State Securities Commission on the contents that must be approved by the General Meeting of Shareholders according to Article 4 Circular 07/2016/TT-BTC dated June 29, 2016 on guidelines for offering and transaction of covered warrants, the Board of Directors propose the General Meeting of Shareholders for approval of the content in Article 1 of the draft of the Resolution attached herein.

Article 4 of Circular No. 07/2016/TT-BTC provides that:

"4. An application for warrant offering includes:

...

b) The written records and resolutions of the General Meeting of Shareholders or Members' Council or the written decisions by the owner of the company on approval of the corporate charter, which consists of the terms and conditions regarding the right of a warrant holder, in conformity with this Circular and relevant laws; on approval of the proposition of the offering and total value of the warrant authorized or the proportion of the value of the authorized warrant to the available capital value of the company; on approval of the plan(s) for securing the issuer's payment and other obligations to warrant holders in case of the issuer's insolvency, merger, consolidation, dissolution or bankruptcy;"

2. Issuance of convertible bonds

Based on the Company's need of working capital, the Board of Directors propose for the General Meeting of Shareholders' approval of the private placement of convertible and un-secured bond with maximum amount of VND 1,200 billion with key terms and conditions as stipulated in Article 2 of the draft of the Resolution attached herein.

For the General Meeting of Shareholders consideration and approval.

**ON BEHALF OF
THE BOARD OF DIRECTORS**

Chairman



Nguyen Duy Hung