

NBB: Resolution of Annual General Meeting 2012

NBB Investment Corporation announced the resolution of the 2012 Annual General Meeting, which was held on March 29, 2013:

Article 1: The Meeting approved the report of the Board of Directors about the company performance in 2012 and plan for 2013.

Article 2: The Meeting approved the 2012 audited financial statements and profit distribution as follows:

By: VND

Total revenue	573,032,193,625	73.38% of plan
Profit before tax	232,486,092,392	80.48% of plan
Profit after tax of parent company's shareholders	171,686,493,241	79.25% of plan
- <i>Financial reserve fund</i>	-	
- <i>Bonus fund (5%)</i>	8,584,324,662	
- <i>Welfare fund (5%)</i>	8,584,324,662	
- <i>Expected dividends to shareholders (16%)</i>	24,416,960,000	
- <i>Dividends to preferred stock (VND1,500 per share)</i>	3,900,000,000	
- <i>Investment development fund</i>	-	
- <i>Remuneration for the Board of Directors, the Board of Supervisors</i>	1,000,000,000	

Article 3: The Meeting approved the report of the Board of Supervisors.

Article 4: The Meeting approved business targets, profit distribution plan for 2013:

Business targets for 2013:

- Total revenue: VND601.20 billion
- Profit before tax: VND122.70 billion
- Profit after tax: VND92.02 billion
- Dividend rate: 10%

Profit distribution plan for 2013:

- Financial reserve fund: 0
- Bonus fund: 5%
- Welfare fund: 5%
- Dividends to shareholders: 10%
- Remuneration to the Board of Directors, the Board of Supervisors: 1%.

The remaining will be distributed to the investment development fund and the retained profit.

Article 5: The Meeting approved to assign the Directorates to choose one of four auditing companies: Price Waterhouse Coopers (PWC), Deloitte Touche Tohmatsu (Deloitte), Ernst and Young (E&Y) or KPMG, for the 2013 fiscal year.

Article 6: The Meeting approved that the BOD Chairman concurrently holds the post of CEO.

Article 7: The Meeting approved to cancel the 2,000,000-share issue plan to the public by auction, and cancel the 2:1 bonus share issue plan that was approved in the extraordinary shareholders' meeting on September 25, 2012.

Article 8: The Meeting approved a new issue plan as follows:

Stage 1 (includes 02 steps):

Step 1: Launching a private placement to Beira Limited (DWS Vietnam)

- Issue method: private placement
- Stock type: common stock, restricted to transfer in 01 year from the finish date.
- Par value: VND10,000/share
- Expected issue price: VND55,948/share
- Expected issue volume: 500,000 shares
- Total expected offering value: VND27,974,000,000.
- Purpose: to raise funds for trading and production.
- Time of implementation: from April to September 2013.

- All of the additional shares will be deposited at the Vietnam Securities Depository and listed on the Hochiminh Stock Exchange.

Step 2: Issuing new shares to the existing shareholders at 1:1 in 2013.

- Stock type: common stock, fully transferable.
- Par value: VND10,000/share
- Expected issue price: VND10,000/share
- Expected issue volume: 18,500,000 shares
- Purpose: to raise funds for trading and production.
- Exercise ratio: 1:1.
- Time of implementation: from April to September 2013.
- All of the additional shares will be deposited at the Vietnam Securities Depository and listed on the Hochiminh Stock Exchange.

Stage 2:

Issuing new shares to the existing shareholders at 1:1 in 2014.

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- Par value: VND10,000/share
- Expected issue price: VND10,000/share
- Expected issue volume: 18,500,000 shares
- Purpose: to raise funds for trading and production.
- Exercise ratio: 1:1.
- Time of implementation: in 2014.
- All of the additional shares will be deposited at the Vietnam Securities Depository and listed on the Hochiminh Stock Exchange.

Article 9: The Meeting approved NBB's Business Strategy 2015.

Article 10: The Meeting approved the amendments and supplements to NBB's Articles of Association.

Article 11: The Meeting approved to release 50,000 NBB shares owned by Viet Phat Hung Co., Ltd.

50,000 NBB shares owned by Viet Phat Hung Co., Ltd. will be released if investors complete procedures below:

- a. Investors own at least 50,000 NBB shares.
- b. Investors authorize Mr. Louis T. Nguyen as a representative for all these shares.
- c. Investors have a written commitment to freeze all these shares according to Point 1.b - Article 8 of NBB's Articles of Association, and the Vietnam Securities Depository – Hochiminh Branch approved to change the shares to Type 2 (conditional transfer).

Article 12: This resolution was approved by the 2012 annual general meeting of shareholders.