

Code FMC
Company name Sao Ta Foods Joint Stock Company
Date 25/9/2015
Subject The Resolution of Extraordinary General Meeting 2015

Content:

Sao Ta Foods Joint Stock Company (FMC) announced the Resolution of Extraordinary General Meeting dated September 25, 2015 as follows:

Resolved

- I. To approve the issues related to offering shares to its existing shareholders.
 To approve the number of estimated shares to be offered
- The current charter capital: VND 200,000,000,000
 - The number of outstanding shares: 20,000,000 shares
 - The number of estimated shares to be offered: 10,000,000 shares
 - The estimated charter capital after completion of the offering: VND 300,000,000,000
- II. To approve the share offering plan to its existing shareholders:
1. Offering share information:
 - Type of share: common share
 - Par value: VND 10,000/ share
 - The estimated offer price: VND 10,000/ share
 - The objects of the offering: all of the existing shareholders whose names in the list on the record date to buy additional shares.
 - Exercise ratio: 2:1 (Each shareholder owning 1 share receives 01 purchase right and 02 purchase rights has right to buy 01 new share as per the rounding rule down to units digit.
 - The number of estimated shares to be offered: 10,000,000 shares
 - The par value of a share: VND 100,000,000,000
 - Share transfer restriction: none
 - Transfer of shares purchase right: The shareholder owning shares purchase right can transferred only once for the other objects during time of purchase registration at least 5 working days prior to the closing date of shares purchase.
 - Plan for dealing with the fractional and unsold shares: will be distributed to other subjects with a price not lower than that offered to the existing shareholders (VND 10,000/ share).
 - Plan for capital use from the offering: the proceeds from the offering will be used as the additional working capital for the company's main business.
 - Time of estimated implementation: as soon as the General Meeting of shareholders approves the shares offer plan and State Securities Commission (SSC) grants the public offer certificate.
 2. The rules on the offer price determination:
 - 2.1 The book value:

Item	30/06/2015
Owner's equity (dongs)	380,057,643,609
Equity capital (dongs)	200,000,000,000

Book value at 30/06/2015	18,535
The adjusted book value after offering 300,000,000,000 dongs	15,652

2.2 Market price

Average market price of 60 sessions (from 11/9/2015 onwards): VND 23,832/ share

2.3 Offer price

The book value and market price are used to evaluate the share price of FMC from VND 15,652/ share to VND 23,832/ share

- III. To approve the issues related to increasing charter capital
 1. To approve the increase of the company's charter capital corresponding to total par value of newly issued shares.
 2. To amend the company's charter related to the charter capital
- IV. To approve the additional listing of newly issued shares at Hochiminh Stock Exchange and the depository registration at Vietnam Securities Depository.
- V. To approve the 2015 dividend payout adjustment in cash from 20% to 50% (based on par value).
- VI. To approve the transfer of money from Investment and Development fund to undistributed profit after tax.
- VII. To approve the resignation of Mr. Hoang Thanh Vu as a member of the Board of Supervisors.
- VIII. To approve to elect Mr. Trieu Tuong Long as an additional member of the Board of Supervisors for the remaining period of 2015-2020.
- IX. To approve the company's charter adjustment, supplement.
- X. Implementation provision
This resolution shall take effect from the date of signing. The Board of Directors is responsible for executing this resolution's contents.