



TP. Hồ Chí Minh, ngày 16 tháng 01 năm 2017
Ho Chi Minh City, January 16, 2017

Số/Ref: 88/2017/CV-SSIHO

V/v: Công bố Nghị quyết HĐQT về việc phát hành trái phiếu SSIBOND012017

Re: Disclosing Board Resolution on issuance of bond SSIBOND012017

**CÔNG BỐ THÔNG TIN
TRÊN CÔNG THÔNG TIN ĐIỆN TỬ CỦA ỦY BAN
CHỨNG KHOÁN NHÀ NƯỚC VÀ SGĐCK
TP.HCM**

**DISCLOSURE OF INFORMATION
ON THE STATE SECURITIES COMMISSION'S
PORTAL AND HOCHIMINH STOCK
EXCHANGE'S PORTAL**

Kính gửi/To: - Ủy ban Chứng khoán Nhà nước/ *The State Securities Commission*
- Sở Giao dịch Chứng khoán TP. Hồ Chí Minh/ *Hochiminh Stock Exchange*
- Sở Giao dịch Chứng khoán Hà Nội/ *Hanoi Stock Exchange*

Công ty: **CÔNG TY CỔ PHẦN CHỨNG KHOÁN SÀI GÒN**
Organization name: **SAIGON SECURITIES INC.**
Mã chứng khoán: SSI
Securitiy Symbol: SSI
Địa chỉ trụ sở chính: 72 Nguyễn Huệ, P. Bến Nghé, Quận 1, TP. Hồ Chí Minh
Address: 72 Nguyen Hue, Ben Nghe Ward, District 1, HCMC
Điện thoại/Telephone: 08-38242897
Fax: 08-38242997
Người thực hiện công bố thông tin: Nguyễn Hồng Nam
Spokesman: Nguyen Hong Nam
Chức vụ: Phó Tổng Giám đốc
Position: Deputy Chief Executive Officer

Loại thông tin công bố 24 giờ bất thường theo yêu cầu định kỳ

Information discloser type 24 hours irregular on demand periodic

Nội dung thông tin công bố/ *Content of information disclosure:*

Nghị quyết số 01/2017/NQ-HĐQT ngày 16/01/2017 của Hội đồng quản trị Công ty cổ phần Chứng khoán Sài Gòn thông qua việc phát hành trái phiếu SSIBOND012017.

Resolution No. 01/2017/NQ-HĐQT dated January 16, 2017 of the Board of Directors of Saigon Securities Inc. approving issuance of bond SSIBOND012017.

Thông tin này đã được công bố trên trang thông tin điện tử của Công ty vào ngày 16/01/2017 tại đường dẫn www.ssi.com.vn.

This information was posted on SSI website on January 16, 2017 at this link www.ssi.com.vn.

Chúng tôi xin cam kết các thông tin công bố trên đây là đúng sự thật và hoàn toàn chịu trách nhiệm trước pháp luật về nội dung các thông tin đã công bố.

We hereby declare to be responsible for the accuracy and completeness of the above information.

Đại diện tổ chức
Organization representative
Người được ủy quyền công bố thông tin
Party authorized to disclose information



Phalle
Nguyễn Hồng Nam
Phó Tổng Giám đốc
Deputy Chief Executive Officer



**THE RESOLUTION
OF THE BOARD OF DIRECTORS**

Re: Issuance of bond SSIBOND012017

**THE BOARD OF DIRECTORS
SAIGON SECURITIES INCORPORATION**

Pursuant to:

- Law on Enterprises No. 68/2014/QH13 approved by the National Assembly on November 26th, 2014 and its guiding documents;
- Decree No. 90/2011/ND-CP dated October 14th, 2011 of the Government on issuance of corporate bonds;
- Circular No. 211/2012/TT-BTC dated December 5th, 2012 of The Ministry of Finance providing guidelines of implementation of some articles of Decree No. 90/2011/ND-CP dated October 14th, 2011 of the Government on issuance of corporate bonds;
- The Charter of Saigon Securities Inc.;
- The Minutes of collecting voting opinions of members of the Board of Directors on January 16, 2017

RESOLVED THAT

Article 1: To approve the plan for private placement of bond with the following details:

1. The Issuer: Saigon Securities Incorporation (hereinafter referred to as “SSI”)

Saigon Securities Incorporation is operating under Establishment and Operation of Securities Trading License No. 03/GPHDKD dated April 5th, 2000 and the latest Amended License No. 02/GPDC-UBCK dated January 12, 2017 issued by the State Securities Commission.

2. Main business activities:

- (i) Securities brokerage
- (ii) Securities investment advisory
- (iii) Securities self-trading
- (iv) Securities underwriting

3. Financial status and Business result:

Unit: million VND

No	Items	2015		9 months of 2016	
		Parent company	Consolidation	Parent company	Consolidation
1	Owners' Equity	6,509,233	6,727,609	7,193,470	7,438,508
2	Borrowings	6,530,654	6,669,872	6,448,311	6,476,783
3	Total assets	13,039,887	13,397,481	13,641,781	13,915,291

4	Profit after tax	966,622	850,199	744,606	783,615
---	------------------	---------	---------	---------	---------

Source: Audited FS of the year 2015 and FS of 3Q2016

4. **Name of bond:** SSIBOND012017
5. **Bond type:** Non-convertible and unsecured bond
6. **Par value:** VND500,000,000 (Five hundred million dong) per Bond.
7. **Estimated number of Bonds:** maximum 600 Bonds.
8. **Total offering amount (in par value):** maximum VND300,000,000,000 (Three hundred billion dong)
9. **Expected selling price:** at par value
10. **Maturity:** 02 (two) years
11. **Coupon:** coupon of the first 12 months shall be decided by the Chairman of the Board of Directors at the time of issuance, which is maximum 8.5% per year.
 Coupon of the remaining term until maturity is calculated by sum of maximum 2% per year and arithmetic mean of 12-month term interest rate applicable to VND individual deposit of 4 banks: Joint Stock Commercial Bank for Foreign Trade of Vietnam (Vietcombank), Vietnam Joint Stock Commercial Bank for Industry and Trade (Vietinbank), Bank for Investment and Development of Vietnam Joint Stock Commercial (BIDV) and Vietnam Bank for Agriculture and Rural Development (Agribank), except for BIDV that will apply 364-day term interest rate (if any). In case any referral bank fails to announce such the interest rate, the coupon shall be calculated on arithmetic mean of interest rate announced by the remaining banks on the relevant interest rate determination date.
12. **Coupon period:** once per year
13. **Eligibility:** local and foreign individuals, organizations, except for credit institutions (banks, finance companies, finance leasing companies etc.) and professional securities investors (insurance companies, asset management companies, securities companies, funds etc.).
14. **Method of issuance:** through an Issuing Agent
15. **Type of issuance:** private placement
16. **Number of tranches:** 01 (one) tranche
17. **Payment of principal and coupon of the Bond:**
 - Principal payment will be the one-off payment on the Maturity Date.
 - Coupon payment will be once a year.
18. **Expected issuance time:** within the first quarter of year 2017
19. **Redemption commitment:** SSI commits to redeem Bond every six months. Redemption price is calculated by the following formula:

$$\text{Redemption price} = 1 \times [\text{Par value}] \times (1 + \text{Coupon} \times [\text{number of days holding Bond from the latest date receiving coupon}] / [\text{actual days}])$$
20. **Governing Law:** Vietnamese Law
21. **Purpose of issuance:** enhance capacity of working capital of SSI
22. **Plan of using proceeds:** Total expected maximum proceeds of VND 300,000,000,000 will be used for (i) investing in securities and/or (ii) enhancing capacity of working capital for other business activities of the issuer.
23. **Source for principal and coupon payment:**
 Source for principal and coupon payment including:
 - Cash of SSI at the time of principal and coupon payment;

- Cash flow from business activities;
- Other legitimate sources.

24. Organization paying principal and coupon: Saigon Securities Inc.

Article 2: To authorize the Chairman of the Board of Directors (including relevant person(s) re-authorized by the Chairman of the Board of Directors) to complete and implement the plan for private placement of Bond as stipulated in Article 1, as follows:

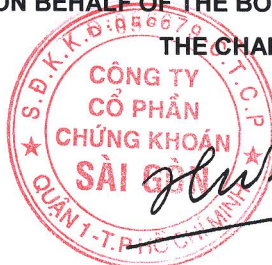
1. Implementation of the plan for issuance in detail:
 - Selecting suitable investors purchasing Bond;
 - Selecting suitable time to offer;
 - Selecting the suitable issuing agent;
 - Making decision on the number of Bonds offered to each investor;
 - Selecting suitable time to issue;
 - Carrying out all necessary procedures for issuance of Bond, including supplementing, amending or substituting this plan as per request of the competent authorities in order for the issuance of the Bond is duly implemented and completed in accordance with laws.
2. Approving the dossiers for offering Bond under the private placement plan as stipulated in Article 1 above, including: Offering Circular of Bond (O.C), Terms and Conditions of Bond, announcements of private placement of Bond, reports of private placement of Bond, bond subscription agreement and other necessary documents of private placement of Bond in accordance with laws.
3. Offering Bond to investors who are eligible to purchase under the issuance plan as stipulated in Article 1.
4. Using proceeds derived from the issuance of Bond under the plan as stipulated in Article 1 properly for the business operations status of SSI and ensuring the best benefits of shareholders and SSI.

Article 3: The Resolution shall take effect from the signing date. Members of the Board of Directors, members of the Board of Management, related departments and individuals of SSI shall take responsibility to implement this Resolution.

Recipients:

- Article 3;
- Filed.

ON BEHALF OF THE BOARD OF DIRECTORS
THE CHAIRMAN



NGUYEN DUY HUNG

