

REPORT ON CORPORATE GOVERNANCE OF LISTING COMPANY
(Year 2016)

To: **THE STATE SECURITIES COMMISSION (SSC)**
HO CHI MINH STOCK EXCHANGE (HOSE)

Name of listing company: **NAM LONG INVESTMENT CORPORATION**

Address of headoffice: 06 Nguyen Khac Vien street, Tan Phu ward, district 7, Ho Chi Minh City

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Charter capital: 1.421.145.100.000 Viet Nam dong (at the reporting date)

Securities code: NLG

I. ACTIVITIES OF THE GENERAL SHAREHOLDERS' MEETING

Information on meetings and resolutions/decisions of the General Shareholders' Meeting (including the resolutions of the General Shareholders' Meeting adopted in the form of written comments) details as follow:

No.	Resolution/Decision No.	Date	Content
1.	01/2016/NQ/ĐHĐCĐ/ NLG (Adopted in the form of written comments)	18 Mar 2016	Approve the plan to offer convertible bonds ("Bond") to a strategic investor via private placement Approve the plan to offer convertible bonds to Bondholders Approve to authorize Board of Directors
2.	02/2016/NQ/ĐHĐCĐ/ NLG (Approved at the Annual General Shareholders Meeting on 23 Apr 2016)	23 Apr 2016	Approve consolidated financial report for 2015 Approve 2015 profit distribution plan Approve report of the Board of Directors in 2015 Approve business plan 2016, profit distribution and dividend payment plans for 2016 and authorize the Board to organize the execution Approve full text of the revised charter of Nam Long Investment Corporation Approve the operation budget of the Board of Directors, 3 committees, shareholder relation Inspection Committees Approve shares issuance for NLG executives (ESG shares) Approve the report of the Inspection Committee for 2015 Appoint Ernst & Young Vietnam Co. Ltd to be auditor for financial year 2016 Approve the election of 10 Board members for term 2016 - 2021 Approve the election of 3 Inspection Committee members for term 2016 - 2021

II. ACTIVITIES OF BOARD OF DIRECTORS

1. Information about Board of Directors' members and meetings

During 2016, the Board had organized 05 meetings on 26 Feb 2016, 02 Apr 2016, 23 Apr 2016, 05 Aug 2016, and 16 Dec 2016 with attendance ratio as follows:

No.	Board member	Position	Day becoming/no longer member of the Board	Number of attendance	Ratio	Reasons for absence
1.	Mr Nguyen Xuan Quang	Chairman	Board members for term 2011 – 2016, reappoint for term 2016-2021 at the Annual General Shareholders Meeting on 23 Apr 2016	5	100%	
2.	Mr Tran Thanh Phong	Permanent Vice Chairman		5	100%	
3.	Mr Lai Voon Hon	Member		5	100%	
4.	Mr Bui Duc Khang	Member		5	100%	
5.	Mr Chad Ryan Ovel	Member		5	100%	
6.	Mr Trinh Van Tuan	Member		4	80%	personal plan
7.	Mr Ziang Tony Ngo	Member		4	80%	personal plan
8.	Mr Ngian Siew Siong	Member		5	100%	
9.	Mr Cao Tan Thach	Member		5	100%	
10.	Mr Linson Lim Soon Kooi	Member		4	80%	personal plan

2. Supervision activities by the Board of Directors over CEO

- Assign KPIs and review/appraise periodically
- Requests CEO to follow the Board's timely guidance
- Directed BOD sub-committees to supervise and appraise the compliance of CEO on the legal regulations, company charter, Corporate Governance Regulations, prevailing Charter of Authorizations (COAs) and other company regulations
- The assessment and appraisal of business performance 2015 (audited)
- The assessment and appraisal of business performance QI, QII, and QIII of 2016

3. Activities of the Board of Directors' sub-committees

The Board Sub-Committees work as assigned by BOD and follow each Sub-Committees' working plan, periodically review the implementation of each Sub-Committees. The BOD Sub-Committees organizational chart is presented in Annex I. The detailed scopes of work of Sub-Committees are as follow:

- Investment Committee:
 - o Review business plan, project investment cooperation plan, investment/divestment into/from at subsidiaries level proposed by CEO
- Human Resources and External Relations Committee:
 - o Propose new Board for term 2016-2021 for election at Annual General Shareholders Meeting on 23 Apr 2016
 - o Propose candidates for the Board and propose sub-committees members and to be approved by the Board of Director on 25 Apr 2016
 - o Design and assign KPIs 2016 for CEO
 - o Review the execution of ESG Policy 2015
 - o Review HR OB 2015, review headcount planning, HR OB 2016, and NLIC and Group Management organization structure
 - o Design Board of Directors' operation budget policy applied for 2017 going forward
 - o Develop a succession plan for BOM of NLIC
 - o Review headcount planning and OB 2017 of NLIC
- Audit Committee:
 - o Direct Internal Audit Department to audit and prepare evaluation report about audit processes at NLIC and subsidiaries
 - o Organize periodical meeting with Board of Management on audit results to give necessary recommendation to assure the implementation of CEO on the legal regulations, company charter, Corporate Governance Regulations, prevailing Charter of Authorizations (COAs) and other

company regulations as well as the improvement on prevailing operation process and risk management

- Review financial statements, monthly/quarterly/yearly management report, review monthly/quarterly business performance via monthly/quarterly/yearly management report
- Continuously keep track of the implementation of internal audit detection and recommendation mentioned on operation process and compliance report
- Periodly meeting with independent auditor on audited financial statements 2015 and review report for the first six month of 2016
- Cooperate with Inspection Committee to evaluate audit quality of independent auditor of 2015
- Cooperate with Inspection Committee in selecting independent auditor for 2016
- Activities of Independent Directors:
 - Board Independent Directors consult BOM in real estate development; project management and development; process systems; sales & marketing; HR...
- Board Office:
 - Organize period Board Meeting, record meeting minutes and related resolution
 - Proceed to get the Board's approval by voting
 - Deploy and supervise BOM on implementing General Shareholders' Meeting/Board decisions, resolutions
 - Coordinate Board Sub-Committees on reviewing materials to submit to the Board
 - Cooperate with Shareholder Relation to organize 2016 Annual General Shareholders' Meeting, take part in review materials to submit to AGM
 - Cooperate with Shareholder Relation in getting General Shareholders' Meeting's approval by voting
 - Lead and work with Corporate lawyer to amend corporate governance regulations in order to enhance corporate governance
 - To be a contact point between Board of Directors and Board of Management
 - Secretary to Board performs well to support the Board
- Shareholder Relation:
 - To be a contact point between Board and shareholders
 - Proceed to get the General Shareholders' Meeting's approval by voting on issuing convertible bonds; cooperate in proceeding the procedure of issuing convertible bonds after approved by General Shareholders' Meeting
 - Organize Annual General Shareholders' Meeting on 23 Apr 2016, record the meeting minute, related resolutions, and disclose information as regulated
 - Conduct public information disclosure periodically and extraordinarily as regulated
 - These following documents were sent to SSC and HOSE:

No.	Date	Documents	Receiver
1.	05 Jan 2016	Disclose information about shareholders list recorded to proceed AGM's voting procedures	HSX/SSC
2.	25 Jan 2016	Disclose information about 2015 corporate governance report	HSX/SSC
3.	04 Feb 2016	Disclose information about financial statements Q4/2015	HSX/SSC
4.	10 Mar 2016	Disclose information about shareholders list recorded for 2 nd dividend advancement for 2015 and Board Resolution on convening Annual General Shareholders' Meeting 2016	HSX/SSC
5.	14 Mar 2016	Disclose information about audited financial statements 2015	HSX/SSC
6.	18 Mar 2016	Disclose information about Board Resolution on the approval of signing contract for CASA project	HSX/SSC
7.	18 Mar 2016	Disclose information about AGM's resolution under written ballot form of obtaining votes for issuing convertible bonds	HSX/SSC

8.	30 Mar 2016	Disclose information about Annual Report 2015	HSX/SSC
9.	30 Mar 2016	Briefing of shareholders list recorded on 24 Mar 2016 for 2 nd dividend advancement for 2015 and the organization of Annual General Shareholders' Meeting 2016	HSX
10.	08 Apr 2016	Disclose information about the issuance of convertible bonds for Ibeworth Pte Ltd	HSX/SSC
11.	20 Apr 2016	Disclose information about financial statements Q1/2016	HSX/SSC
12.	25 Apr 2016	Disclose information about 2016 AGM's meeting minutes and resolutions; Resumé of Board and Inspection Committee Key Members; and Voting summary report	HSX/SSC
13.	25 Apr 2016	Disclose information about Board Resolution on the appointment of Board Chairman, Vice Chairman and Board Sub-Committee members for term 2016-2021	HSX/SSC
14.	06 May 2016	Disclose information about list of related persons of Board and Inspection Committee members	HSX/SSC
15.	20 Jul 2016	Disclose information about financial statements Q2/2016	HSX/SSC
16.	27 Jul 2016	Disclose information about corporate governance report for the first six months of 2016	HSX/SSC
17.	02 Aug 2016	Disclose information about the issuance shares based on employee stock option program	HSX/SSC
18.	09 Aug 2016	Disclose information about six month review report 2016	HSX/SSC
19.	12 Aug 2016	Disclose information about the change of prevalent voting shares quantity	HSX/SSC
20.	16 Aug 2016	Disclose information about dividend advancement for 2016	HSX/SSC
21.	05 Sep 2016	Disclose information about 15 th change of Business Registration Certificate	HSX/SSC
22.	20 Oct 2016	Disclose information about financial statements Q3/2016	HSX/SSC
23.	23 Nov 2016	Disclose information on shareholders list recorded on 09 Dec 2016 for 1 st dividend advancement for 2016	HSX/SSC
24.	09 Dec 2016	Briefing of shareholders list recorded on 09 Dec 2016 for 1 st dividend advancement for 2016	HSX

4. The Board's resolutions/decisions

No	Resolution No.	Date	Content
1.	01/2016/NQ/HĐQT/NLG	08 Jan 2016	Approve to sell stake to Japanese Investors and contribute more capital into ASPL PLB - Nam Long Ltd. Company
2.	02/2016/NQ/HĐQT/NLG	29 Feb 2016	Approve to update NLIC and NLG Organization Charts
3.	03/2016/NQ/HĐQT/NLG	29 Feb 2016	Approving the submission of of Collecting written opinions of Shareholders
4.	04/2016/NQ/HĐQT/NLG	07 Mar 2016	Approve business plan 2016, including plan on HR OB plan Approve convertible bond issuance and approve the execution of AGM voting procedures Approve the convening of Annual General Shareholders Meeting 2016 on 23 April 2016 Approve recommendations from HRER on new Board and Inspection Committee plan for new term 2016 – 2021
5.	05/2016/NQ/HĐQT/NLG	10 Mar 2016	Approval of 2015 2 nd Dividend payment
6.	06/2016/NQ/HĐQT/NLG	18 Mar 2016	Approve the implementation contract for CASA project

No	Resolution No.	Date	Content
7.	07/2016/NQ/HĐQT/NLG	30 Mar 2016	Approve the issuance plan of convertible bonds, list of anticipate strategic shareholders
8.	08/2016/NQ/HĐQT/NLG	31 Mar 2016	Approve to select Nam Khang Construction Investment Development One Member Limited Liability Company to be the contractor for the total construction packages of Block A and the total internal Infrastructure works of Blocks A, A9, A10 and A11 of Ehome 3 Project
9.	09/2016/NQ/HĐQT/NLG	07 Apr 2016	<p>Agree on the 2015 audited performance and profit distribution proposal for 2015 and agree to submit AGM 2016 for approval</p> <p>Agree to submit AGM 2016 for approval on Business Plan 2016</p> <p>Agree on profit distribution plan for 2016, in which dividend payout plan for 2016 is at 5% by cash and at 10% by shares and agree to submit AGM 2016 for approval</p> <p>Agree with proposal on company charter modification and agree to submit AGM 2016 for approval</p> <p>Agree on recommendation from HRER on nomination of Board for new term</p> <p>Agree on recommendation from HRER on nomination of Inspection Committee for new term</p> <p>Agree ESG pool for 2015 at 903.921 shares and agree to submit AGM for approval and issuance for 2016. Approve new ESG pool for 2016 as presented according to the update 3-years BP</p> <p>Agree on Audit Committee's proposal on the external auditor appointment for 2016 in accordance with approved process and agree for Inspection Committee to submit AGM 2016 for approval</p> <p>Approve to increase the credit line of the Loan at OCB to VND300 bil</p>
10.	10/2016/NQ/HĐQT/NLG	08 Apr 2016	Approving the issuance of the convertible bonds to Ibeworth Pte. Ltd.
11.	11/2016/NQ/HĐQT/NLG	25 Apr 2016	Approve to appoint Chairman, Permanent Vice Chairman, and BOD Sub-committee members
12.	12/2016/NQ/HĐQT/NLG	04 May 2016	Approve credit line at Vietcombank - Ky Dong Branch
13.	13/2016/NQ/HĐQT/NLG	17 May 2016	Approve for Nam Long Investment Corporation purchases new issuing shares of Nam Phan Investment JSC
14.	14/2016/NQ/HĐQT/NLG	17 May 2016	Approve for Nam Long Investment Corporation increases the ownership in Nam Long Development Company
15.	15/2016/NQ/HĐQT/NLG	17 May 2016	Approve for taking-over extended land related to Hoang Nam project
16.	16/2016/NQ/HĐQT/NLG	17 May 2016	Approve the changes of NLIC's representative at Nam Long – Hong Phat JSC
17.	17/2016/NQ/HĐQT/NLG	17 May 2016	Approve for Nam Long Investment Corporation finances for Nam Long VCD JSC to deploy Water Point project
18.	18/2016/NQ/HĐQT/NLG	06 Jun 2016	Approve for Nam Long Investment Corporation financing Nam Long - Hong Phat
19.	19/2016/NQ/HĐQT/NLG	06 Jun 2016	Approve the dissolution of Gamuda – Nam Long Joint Venture
20.	20/2016/NQ/HĐQT/NLG	08 Jun 2016	Approve the execution of ESG share issuance
21.	21/2016/NQ/HĐQT/NLG	15 Jun 2016	Approve the implementation of issuing shares based on employee stock option program

No	Resolution No.	Date	Content
22.	22/2016/NQ/HĐQT/NLG	04 Jul 2016	Approve credit line at VPBankh – HCM Branch
23.	23/2016/NQ/HĐQT/NLG	08 Jul 2016	Approve the capital for issuing shares based on employee stock option program
24.	24/2016/NQ/HĐQT/NLG	18 Jul 2016	Approve for Nam Long Apartment Development Company to be the project management consultant for Block A of Ehome 3 Project
25.	25/2016/NQ/HĐQT/NLG	15 Aug 2016	Approve to advance 1 st dividend of 2016 by cash Approve the appointment of Mr Ziang Tony Ngo into Audit Committee, and Mr Ngian Siew Siong into HRER Committee Approve the co-investment with Japanese Investors to develop Phu Huu Project Approve for Nguyen Son Real Estate Company to borrow money from banks, convert BCC capital to charter capital
26.	26/2016/NQ/HĐQT/NLG	15 Aug 2016	Approve to authorize and consign Nam Long DC to manage and operate some specified commercial properties of the Group
27.	27/2016/NQ/HĐQT/NLG	24 Aug 2016	Approve to convert Nam Long DC from a Joint Stock Company to a One member Limited Liability Company
28.	28/2016/NQ/HĐQT/NLG	24 Aug 2016	Approve the selection of Nam Khang Construction Investment Development One Member Limited Liability Company as the constructor for the total construction packages of Fuji Residence and Infrastructure works for phase 2 Flora Anh Dao projects
29.	29/2016/NQ/HĐQT/NLG	07 Sep 2016	Approve to increase capital in Thao Nguyen Company (Ehome 7 Project)
30.	30/2016/NQ/HĐQT/NLG	12 Sep 2016	Approve the divestment plan in Nguyen Phuc Real Estate Investment and Trading Co., (Ehome 6 – FLORA ANH DAO project)
31.	31/2016/NQ/HĐQT/NLG	17 Oct 2016	Approve the credit line at HDBank – HCM Branch
32.	32/2016/NQ/HĐQT/NLG	17 Oct 2016	Approve to sign contract on consulting on marketing and sales strategy with Ziang Tony Ngo
33.	33/2016/NQ/HĐQT/NLG	27 Oct 2016	Approve for Nam Long Investment Corporation to sign the office leasing with Tan Hiep Investment Co., Ltd.
34.	34/2016/NQ/HĐQT/NLG	08 Nov 2016	Agree the bank guarantee with Ocean Commercial Bank for Ehome 8
35.	35/2016/NQ/HĐQT/NLG	11 Nov 2016	Approve the amendment of Corporate Governance Regulations
36.	36/2016/NQ/HĐQT/NLG	23 Nov 2016	2016 1 st Dividend advancement
37.	37/2016/NQ/HĐQT/NLG	28 Nov 2016	Approve to increase the ownership in Nam Long – Hong Phat Joint Stock Company
38.	38/2016/NQ/HĐQT/NLG	30 Nov 2016	Approve to sell Tan Thuan Dong Supermarket Project, District 7, HCMC
39.	39/2016/NQ/HĐQT/NLG	14 Dec 2016	Approve to select Nam Long Apartment Development to be project after-sales management consultant for Block A Ehome 3 Project
40.	40/2016/NQ/HĐQT/NLG	28 Dec 2016	Approve Board of Directors and Inspection Committee's operation budget policy framework applied for 2017 going forward (to be submitted to AGM 2017 for approval) Approve meeting schedule and agenda of AGM and BOD 2017 Approve for Nguyen Son Real Estate Company to increase charter capital to apply for Building Investment Approval of B1

No	Resolution No.	Date	Content
			Area of Nguyen Son Project Approve for Nguyen Son Real Estate Company to implement the bank loan

III. ACTIVITIES OF INSPECTION COMMITTEE

1. Information about Inspection Committee's members and meetings:

No.	Member	Position	Day becoming/no longer member of IC	Number of attendance	Ratio	Reasons for absence
1.	David Yip Chong Kuan	Chief of IC	Term expired on 23 Apr 2016	1/1 [01 Jan 2016 – 23 Apr 2016]	100%	No
2.	David Yip Chong Kuan	Member	Reappoint on 23 Apr 2016	2/2 [23 Apr 2016 – 31 Dec 16]	100%	No
3.	Timothy Thien Chau	Member	Term expired on 23 Apr 2016	1/1 [01 Jan 2016 – 23 Apr 2016]	100%	No
4.	Vuong Thuan	Member	Term expired and reappoint on 23 Apr 2016	3/3 [1 Jan 2016 – 31 Dec 2016]	100%	No
5.	Nguyen Thi Thanh Thao	Chief of IC	Appoint on 23 Apr 2016	2/2 [23 Apr 2016 – 31 Dec 2016]	100%	No

2. Surveillance activities of the Inspection Committee toward the Board of Directors, Board of Management and shareholders:

- Attend quarterly and required Board Meeting to understand company operation
- Report to shareholders the supervision of Inspection Committee on company business activities of 2015 and BP 2016
- Review the suitability of Board decisions, BOM in managing to assure the compliance of CEO on the legal regulations and company charter
- Review quarterly financial statements

3. The coordination among the Inspection Committee with the Board of Directors, Board of Management, and different managers:

- Inspection Committee members were invited to all period Board Meeting
- All Board decisions and resolutions are copied to Inspection Committee timely
- Cooperate with subsidiaries controllers to expand audit scope in order to improve Group operation effectiveness
- Preside over the audit implementation and training for subsidiaries auditors during the audit process

4. Other activities of the Inspection Committee:

- Review independent auditor performance
- Reallocate scope of work of Inspection Committee members and design working plan in order to give inspection advice for BOD and Group
- Inspection Committee closely cooperates with Internal Audit and Internal Compliance Audit Committee to supervise the internal audit of business process

IV. Training on corporate governance

Participate in corporate governance training courses which are organized by The State Securities Commission/Ho Chi Minh Stock Exchange and international audit company/international financial organization.

V. LIST OF AFFILIATED PERSONS OF THE PUBLIC COMPANY AS SPECIFIED IN CLAUSE 34, ARTICLE 6 OF THE SECURITIES LAW (SEMI-ANNUAL/ANNUAL REPORTS) AND TRANSACTIONS OF AFFILIATED PERSONS OF THE COMPANY WITH THE COMPANY

1. List of affiliates of the public company

List of subsidiaries, joint ventures, associates is as follow. List of internal persons is enclosed with Annex II.

Stt	Company name	Business registration no., first date of issue	Address	Note
1.	Nam Long Property Management and Development One Member Limited Company (transformed from Nam Long Development Corporation)			Subsidiary
2.	Nam Long Service Corporation			Subsidiary
3.	Nam Long – Hong Phat Joint Stock Company			Subsidiary
4.	Nguyen Son Real Estate Joint Stock Company (transformed from Nguyen Son Trading Construction Co., Ltd.)			Subsidiary
5.	Nam Long Apartment Development Corporation			Subsidiary
6.	Nam Long Real Estate Transaction Floor One Member Limited Company (transformed from Nam Long Real Estate Transaction Floor Co., Ltd.)			Subsidiary
7.	Nam Long VCD Corporation			Subsidiary
8.	Thao Nguyen Real Estate Business Investment Co., Ltd.			Joint venture
9.	Nam Khang Construction Investment Development One Member Limited Liability Company (transformed from Nam			Subsidiary

	Khang Investment Corporation)			
10.	Nam Phan Investment Corporation			Subsidiary
11.	NLG – NNR – HR FUJI Limited Liability Company (transform from ASPL PLB – Nam Long Limited Liability Company)			Joint venture
12.	Nguyen Phuc Real Estate Investment and Trading Co., Ltd.			Joint venture
13.	Gamuda – Nam Long Development Company Limited			Associate
14.	NN Kikyo Valora Company Limited			Joint venture
15.	NNH Kikyo Flora Company Limited			Joint venture

2. Transactions between the company and the affiliated persons or between the company and major shareholders, internal persons and related person of internal person are as follow:

No.	Name of organization/individual	Relationship	No., date of issue, place of issue	Address	Time of transaction	Transaction information	Note
1.	Nam Khang Construction Investment Development One Member Limited Liability Company	Subsidiary			31 Mar 2016	Nam Khang constructs project for Nam Long	
2.	Nam Phan Investment Corporation	Subsidiary			17 May 2016	Nam Long purchases new issuing shares of Nam Phan	
3.	Nam Long VCD Corporation	Subsidiary			17 May 2016	Nam Long finances Nam Long VCD	
4.	Nam Long – Hong Phat Joint Stock Company	Subsidiary			06 Jun 2016	Nam Long finances for NL-HP	
5.	Nam Long Apartment Development Corporation	Subsidiary			18 Jul 2016	Nam Long ADC sign management consultant contract for Nam Long	

6.	Nam Khang Construction Investment Development One Member Limited Liability Company	Subsidiary			24 Aug 2016	Nam Khang constructs project for Nam Long
7.	TN Ventures, INC (represented by Mr. Ziang Tony Chi Ngo)	Board member			17 Oct 2016	TN Ventures, INC sign consultant contract with Nam Long
8.	Tan Hiep Investment Company Limited	Company that is related person of Mr Quang (Chairman) owned			27 Oct 2016	Tan Hiep lease office for Nam Long
9.	Nam Long Apartment Development Corporation	Subsidiary			14 Dec 2016	Nam Long ADC to be project after-sales of Nam Long

3. Transaction between internal person of listed company and company's subsidiaries, or the company in which listed company takes controlling power: N/A

4. Transactions between the company and other objects: N/A

VI. TRANSACTIONS OF INTERNAL PERSONS AND RELATED PERSON OF INTERNAL PERSON:

1. List of internal persons and their affiliated persons is enclosed with Appendix II.

2. Transactions of internal persons and affiliated persons on shares of the listed company:

No.	Transaction executor	Relationship with internal shareholder	Number of shares owned at the beginning of the period (Shareholder list recorded on 05 Dec 2015, on the total amount of 141,572,157 shares)		Number of shares owned at the end of the period (Shareholder list recorded on 9 Dec 2016, on the total amount of 142,114,510 shares)		Reasons for increase, decrease (purchase, sale, switch, reward...)
			Number of shares	Ratio (%)	Number of shares	Ratio (%)	
1.	Mr Nguyễn Xuân Quang	Chairman	19,519,039	13.79	20,819,039	14.65	Buy
2.	Mr Nguyễn Nam	Son of Mr Quang	13,318	0.01	213,318	0.15	Buy
3.	Mr Nguyễn Hiệp	Son of Mr Quang	0	0	210,000	0.15	Buy
4.	Mr Châu Quang Phúc	CFO	4	0	93,729	0.07	Buy
5.	Công ty TNHH Đầu tư Tân Hiệp	Company of Mr. Quang's related party (Chairman) own major shares	3,253,217	2.30	3,057,067	2.15	Buy, Sell
6.	Mr Nguyễn Tiến Dũng	Brother of Mr Quang	33,901	0.02	30,901	0.02	Sell
7.	Mrs Ngô Thị Ngọc Liễu	Mother of Mr Cao Tan Thach (Board member)	7,577,111	5.35	7,150,001	5.03	Sell

8.	ASPL V6 Limited	Related party of Mr Lai Voon Hon (Board Member)	9,784,653	6.91	0	0	Sell
9.	Vietnam Azalea Fund Limited	Related party of Mr Chad Ryan Ovel (Board Member)	6,431,286	4.54	0	0	Sell

V. OTHER SIGNIFICANT ISSUES: No

Receivers:

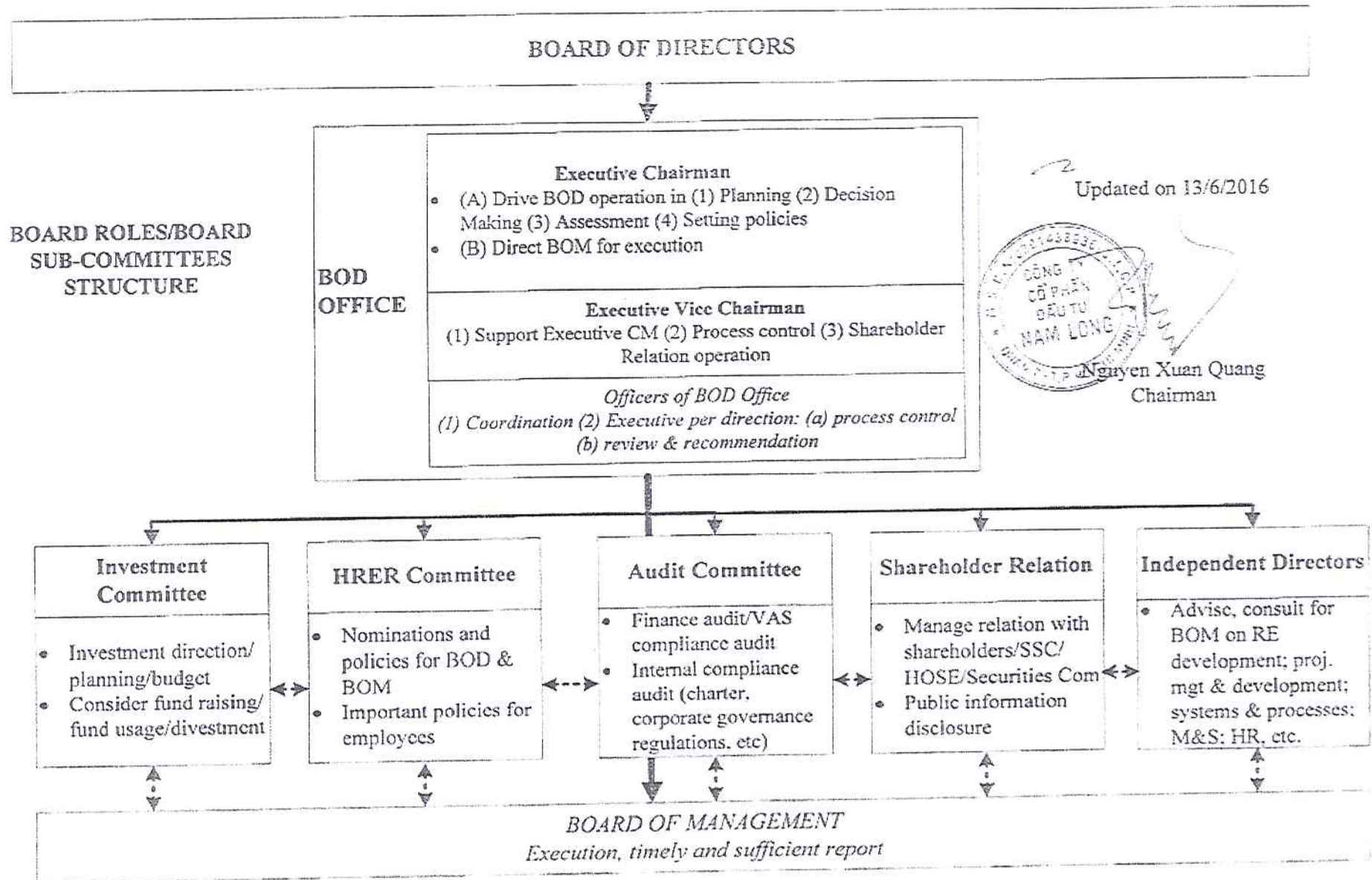
- As above
- Filing at Board Office

CHAIRMAN




NGUYEN XUAN QUANG

II.3. Operations of Board-sub committees.



Notes: → Direct report
 ↔ Coordination

BOARD OF DIRECTORS

**BOARD ROLES/
BOARD SUB-
COMMITTEES
STRUCTURE**

BOD Office	Executive Chairman Mr. Nguyen Xuân Quang
	Executive Vice Chairman Mr. Tran Thanh Phong
	Chief of BOD Office <i>Ms. Nguyen T. Thu Uyen</i>
	BOD Secretary <i>Ms. Nguyen T. Thu Uyen</i>

Updated on 5/8/2016



Nguyen Xuan Quang
Chairman

Investment Committee
<u>Leader</u> Mr. Nguyen Xuan Quang
<u>Members</u> Mr. Tran Thanh Phong Mr. Lai Voon Hon Mr. Bui Duc Khang Mr. Trinh Van Tuan
<u>Coordinator</u> <i>Ms. Nguyen T. Thu Uyen</i>

HRER Committee
<u>Leader</u> Mr. Chad Ryan Ovel
<u>Members</u> Mr. Nguyen Xuan Quang Mr. Lai Voon Hon Mr. Ngian Siew Siong ✓
<u>Coordinator</u> <i>Ms. Nguyen T. Thu Uyen</i>

Audit Committee
<u>Leader</u> Mr. Nguyen Xuan Quang
<u>Members</u> Mr. Tran Thanh Phong Mr. Chad Ryan Ovel Mr. Linson Lim Soon Kooi Mr. Ziang Tony Ngo ✓ <i>Internal Auditor:</i> <i>Ms. Nguyen T. Thanh Thao</i>
<u>Coordinator</u> <i>Ms. Nguyen T. Thanh Thao</i>

Shareholder Relation
<u>Leader</u> Mr. Tran Thanh Phong
<u>Members</u> <i>Chief of Board Office</i> <i>CFO</i> <i>Investment Representative</i>
<u>Coordinator</u> <i>Ms. Nguyen T. Thu Uyen</i>

Independent Directors
<u>Members</u> Mr. Ngian Siew Siong Mr. Trinh Van Tuan Mr. Ziang Tony Ngo
<u>Coordinator</u> <i>Ms. Nguyen T. Thu Uyen</i>

ANNEX II

VI.1. List of internal personnel and their related parties:

No	Name of individuals/companies	Securities Account	Title/Relationship	Owership Certificate	Owership Certificate – date of issue	Owership Certificate – place of issue	Address	# of shares at year end (shareholder list recorded as of 05/12/2016)	% of ownership at year end (%)	Notes
1.	Mr Nguyễn Xuân Quang	N/A	Chairman					20.819.039	14,65	
	Nguyễn Bá Đệ (Pass away)		Father					-	-	
	Bùi Thị Tịnh (Pass away)		Mother					-	-	
	Nguyễn Thị Bích Ngọc		Wife					8.988.601	6,32	
	Nguyễn Nam		Son					213.318	0,15	
	Nguyễn Hiệp		Son					210.000	0,15	
	Nguyễn Tiến Dũng		Brother					30.901	0,02	
	Nguyễn Thị Ngọc Dung		Sister					-	-	
	Nguyễn Thị Ngọc Lan		Sister					-	-	
	Nam Long VCD Corporation		Chairman					-	-	
	Nguyen Son Real Estate Joint Stock Company		Chairman					-	-	

	Tan Hiep Investment Company Limited		Company that is related person of Mr Quang (Chairman) owned					3.057.067	2,15	
2.	Mr Trần Thanh Phong	N/A	Permanent Vice Chairman					8.738.095	6,15	
	Phan Nguyễn Liên Thành		Wife					-	-	
	Trần Chiêu Dương		Daughter					-	-	
	Trần Phạm Thị Phương Thảo		Sister					-	-	
	Trần Anh		Father					-	-	
	Phạm Thị Ba		Mother					-	-	
	Công ty CP Nam Long VCD		Board Member					-	-	
	Nam Long Apartment Development Corporation		Vice Chairman					-	-	
	Nguyen Son Real Estate Joint Stock Company		Board Member					-	-	
	Gamuda – Nam Long Development Company Limited		Chairman					-	-	
	Nam Long Service		Chairman					-	-	

	Corporation									
3.	Mr Bùi Đức Khang	N/A	Board Member					443.793	0,31	
	BÙI PHƯƠNG (Pass away)		Father					-	-	
	PHAN THỊ THANH CHÂN (Pass away)		Mother					-	-	
	BÙI THỊ NGỌC DUNG		Sister					-	-	
	BÙI THỊ NGỌC ĐIẾP		Sister					-	-	
	BÙI THỊ NGỌC ANH		Sister					-	-	
	BÙI THỊ NGỌC LOAN		Sister					-	-	
	BÙI THỊ NGỌC TRANG		Sister					-	-	
	BÙI THỊ NGỌC LIÊM		Sister					-	-	
	BÙI ĐỨC PHÚ		Brother					-	-	
	BÙI ĐỨC QUÝ		Brother					-	-	
	BÙI THỊ NGỌC THỌ		Sister					-	-	
	BÙI PHAN NGỌC ĐỨC		Brother					-	-	
	BÙI NGỌC		Brother					-	-	

	ĐỨC									
	LƯƠNG THỊ XUÂN ĐÀO		Wife					-	-	
	BÙI THỊ THANH CHÂU		Daughter					-	-	
	BÙI THỊ THANH HIỀN		Daughter					-	-	
	Nam Khang Construction Investment Development One Member Limited Liability Company		Chairman cum CEO – owned representative					6.502.165	4,58	
	Nam Long VCD Corporation		Board Member					-	-	
	Nam Long Apartment Development Corporation		Chairman					-	-	
	Nam Vien Design – Construction Consultant Corporation		Chairman					-	-	
	Nam Long Development Corporation		Chairman					-	-	
	Nam Long – Hong Phat Joint Stock Company		Board Member					-	-	

4.	Mr Lai Voon Hon representative for ASPL V6 Limited	N/A	Board Member				0	0	
	Choi Pueh Teng		Wife				-	-	
	Lai Ze Yan		Son				-	-	
	Lai Ze Yi		Daughter				-	-	
	Lai Ze Qi Keira		Daughter				-	-	
	Lai Siew Wah		Father				-	-	
	Liw Yoke Yin		Mother				-	-	
	Lai Voon Keat		Brother				-	-	
	Lai Voon Huey		Sister				-	-	
	Lai Voon Wai		Brother				-	-	
	Lai Voon Mei		Sister				-	-	
	ASPL V6 Limited		General Director – capital representative				0	0	
	Ireka Development Management SdnBhd		Chairman cum CEO				-	-	
	Ireka Corporation Berhad		Group CEO				-	-	

	ICSD Ventures SdnBhd		Co-CEO					-	-	
	Hoa Lam Shangri-La Ltd		CEO					-	-	
	City International Hospital (Thanh Do International Hospital)		CEO					-	-	
5.	Mr Chad Ryan Ovel representative for Vietnam Azalea Fund Limited	N/A	Board Member					0	0	
	Tran Minh Ngoc Thu		Wife					-	-	
	Vienna Mai Ovel		Daughter					-	-	
	Isabella An Ovel		Daughter					-	-	
	Mekong Capital		Partner					-	-	

	ABA Business Solutions Corporation		Board Member					-	-	
	Traphaco		Board Member					-	-	
	AA Corporation		Board Member					-	-	
6.	Mr Trịnh Văn Tuấn	N/A	Board Member					-	-	
	Trịnh Văn Trụ		Father					-	-	
	Trần Thị Lộc		Mother					-	-	
	Cao Thị Quế Anh		Wife					-	-	
	Trịnh Thị Mai Anh		Daughter					-	-	
	Trịnh Mai Linh		Daughter					-	-	
	Trịnh Mai Phương PAULA		Daughter					-	-	

	Trịnh Mai Vân		Daughter					-	-	
	Trịnh Kim Thoa		Sister					-	-	
	Trịnh Văn Tâm		Brother					-	-	
	Trịnh Thị Lan Anh		Sister					-	-	
	Trịnh Văn Dũng		Brother					-	-	
	Orient Commercial Joint Stock Bank		Chairman					-	-	
	Saigon – Binh Chau Tourist Corporation		Board Member					-	-	
	Saigon Mui Ne Resort		Board Member					-	-	
	Sai Gon Tourance Hotel		Board Member					-	-	
7.	Mr Ziang Tony Ngo	N/A	Board Member					-	-	
	MINNELLY LUU		Wife					-	-	
	IAN CHI NGO		Son					-	-	
	ESTELLE AN NGO		Daughter					-	-	

	TIMOTHY NGO		Father					-	-	
	BICH NGO		Mother					-	-	
	ALEXANDER NGO		Brother					-	-	
	Top Mot Vietnam Holdings Pte. Ltd.		Board Member and Co-Founder					-	-	
	Everest Education		Chairman and Co-CEO					-	-	
	Sponsors for Educational Opportunity – Vietnam (Nonprofit organization based at New York)		Board Member					-	-	
8.	Mr Ngian Siew Siong	N/A	Board Member					-	-	
	Chong Sau Chun		Wife					-	-	
	Ngian Yuchun		Child					-	-	
	Ngian Liwan		Child					-	-	
	Ngian Weichern		Child					-	-	
	IFCA MSC Berhad		Independent Board Member					-	-	
	REHDA Institute		Board Member					-	-	
9.	Mr Cao Tân Thạch	N/A	Board Member					273.468	0,19%	

	Cao Tấn Bửu		Father					-	-	
	Ngô Thị Ngọc Liễu		Mother					7.150.001	5,03	
	Lâm Ngọc Minh		Wife					8.067	0,01	
	Cao Triết Nam		Child					-	-	
	Cao Minh Khuê		Child					-	-	
	Cao Duy Thông		Brother					-	-	
	Cao Phương Thảo		Sister					-	-	
	Nam Long Apartment Development Corporation		Board Member					-	-	
	Nguyen Phuc Real Estate Investment and Trading Co., Ltd.		Chairman					-	-	
	NLG – NNR – HR FUJI Limited Liability Company (transform from ASPL PLB – Nam Long Limited Liability Company)		Chairman					-	-	
10.	Mr Linson Lim Soon Kooi representative for Ibeworth Pte Ltd	N/A	Board Member					7.100.000	5,02	
	Lim Bok Hin		Father					-	-	

	Ooi Poh Kin		Mother					-	-	
	Neo Hwee Hoon		Wife					-	-	
	Leanne Lim Shiqi		Child					-	-	
	Justin Lim Jin Yang		Child					-	-	
	Ibeworthy Pte Ltd		Director – capital representative					7.100.000	5,02	
	Keppel Land Vietnam Limited		CEO					-	-	
11.	Mrs Nguyễn Thị Thanh Thảo	N/A	Chief of Inspection Committee					1.687	0	Bổ nhiệm ngày 23/4/2016
	Nguyễn Thị Kim Ánh		Mother					-	-	
	Âu Thế Tuấn		Husband					-	-	
	Nguyễn Thanh Tú		Brother					-	-	
	Nguyễn Thị Thanh Trúc		Sister					-	-	
12.	Mr Yip Chong Kuan	N/A	IC Member					-	-	
	Jeremy Yip Han Wei		Child					-	-	
	Yip Peng Kuan		Brother					-	-	
	Yip Yoon Wah		Father					-	-	
	Ireka Corporation Berhad		Country Head					-	-	
13.	Mr Vương Thuận	N/A	IC Member					-	-	

	Vương Mỹ		Father					-	-	
	Trần Thị Dậu (Đã mất)		Mother					-	-	
	Nguyễn Thị Phương Hiếu		Wife					-	-	
	Vương Thảo Uyên		Daughter					-	-	
	Vương Thảo Trang		Daughter					-	-	
	Vương Thị Nhưng		Sister					-	-	
	Vương Thị Hường		Sister					-	-	
	Vương Thị Ánh		Sister					-	-	
	Vương Thị Ngọc		Sister					-	-	
	Vương Tấn		Brother					-	-	
	Vương Thọ		Brother					-	-	
14.	Mr Timothy Thien Chau	N/A	IC Member					-	-	Miễn nhiệm ngày 23/4/20 16
	Châu Văn Tài (Pass away)		Father					-	-	
	Trần Thị Hên		Mother					-	-	
	Nguyễn Thị Trúc Uyên		Wife					-	-	
	Châu Quan Linh		Child					-	-	
	Châu Kiến Tín		Brother					-	-	
	Châu Kiều Thanh		Sister					-	-	
	Châu Kiều Linh		Sister					-	-	
	Châu Kiến Hòa		Brother					-	-	

	Châu Kiều Anh		Sister					-	-	
15.	Mr Chu Chee Kwang	N/A	CEO					170.655	0,12	
	Chu Chin Koy		Father					-	-	
	Lim Yee Hong		Mother					-	-	
	Ruth Leong		Wife					-	-	
	Tropicana Kajang Hill Sdn Bhd		Director					-	-	
	Sapphire Index Sdn Bhd		Director					-	-	
	Tropicana Business Park Sdn Bhd		Director					-	-	
	Lido Waterfront Boulevard Sdn Bhd		Director					-	-	
	T Botanica Sdn Bhd		Director					-	-	
16.	Mr Châu Quang Phúc	N/A	CFO					93.729	0,07	
	Nguyễn Thanh Huyền		Wife					3.042	0,00	
	Châu Minh Hiền Khánh		Child					-	-	
	Châu Minh Ngọc Khánh		Child					-	-	
	Châu Quang Tuyền		Father					-	-	
	Trần Thị Minh Châu		Mother					-	-	
	Nam Khang Construction Investment Development One Member Limited Liability Company		Board Member					-	-	
17.	Mrs Lương Thị Kim Thoa	N/A	Chief Accountant					20.549	0,01	

	Lương Bá (Pass away)		Father					-	-	
	Vũ Thị Liên		Mother					-	-	
	Trương Văn Nghiêm		Husband					-	-	
	Trương Họa Mi		Daughter					-	-	
	Trương Bá Sơn		Son					-	-	

Note: Board of Director and Inspection Committee was appointed/reappointed for new term 2016 – 2021 at AGM 2016 on 23 Apr 2016.

