

**NAM LONG INVESTMENT
CORPORATION**

THE SOCIALIST REPUBLIC OF VIETNAM
Independence - Freedom - Happiness

No.: 78 /2018/TB/HĐQT/NLG

Hochiminh City, 14th Jun 2018

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

To: - The State Securities Commission
- Hochiminh Stock Exchange

- Organization name : NAM LONG INVESTMENT CORPORATION
 - Securities Symbol : NLG
 - Address : Floor 11th, Capital Tower
06 Nguyen Khac Vien, Tan Phu Ward
District 7, Hochiminh City, Vietnam
 - Telephone : (84-8) 54 16 17 18
 - Fax : (84-8) 54 17 18 19
 - Submitted by : Mr. Tran Thanh Phong
Position: Permanent Vice Chairman/Party authorized to disclose information
- Information disclosure type: Periodic Irregular 24 hours On demand

Content of Information disclosure:

1. The Board's Resolution No. 19/2018/NQ/HĐQT/NLG dated 13th Jun 2018 regarding the approval on issuance of Corporate bonds;
2. Memo regarding the plan of Corporate bonds issuance.

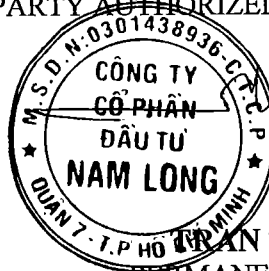
This information was disclosed on Company's website on 14th Jun 2018. Available at the following link: <http://namlongvn.com/stock/information-disclosure/other-documents/>

I declare that all information provided in this paper is true and accurate; I shall be legally responsible for any misrepresentation.

Attachment:

- The Board's Resolution No. 19/2018/NQ/HĐQT/NLG dated 13/06/2018;
- Memo regarding the plan of Corporate bonds issuance.

**ORGANIZATION REPRESENTATIVE
PARTY AUTHORIZED TO DISCLOSE INFORMATION**



TRAN THANH PHONG
PERMANENT VICE CHAIRMAN



NAM LONG

No: 19 /2018/NQ/HĐQT/NLG

NAM LONG INVESTMENT CORPORATION

6 Nguyen Khac Vien, Tan Phu Ward, District 7, Ho Chi Minh City, Vietnam

Tel: (08) 54 16 17 18 Fax: (08) 54 17 18 19 Web: www.namlongvn.com

Ho Chi Minh City, 13 June 2018

RESOLUTION OF THE BOARD

Approval on Issuance of Corporate Bonds

THE BOARD OF NAM LONG INVESTMENT CORPORATION

Pursuant to:

- Charter of Nam Long Investment Corporation;

RESOLVES

Article 1: Approve the plan on issuance of corporate bonds with detailed term and condition as follows:

| | | |
|----|------------------------------------|--|
| 1. | Bond issuer: | Nam Long Investment Corporation |
| 2. | Current principal activities: | Sales of real estate, land using right of shareholder or rental Details: housing trade (construction, renovation of houses for sale or lease). Investment in construction and trade of urban areas. Investment in construction and trade of infrastructures for industrial zones and hi-tech parks. Investment in construction, trade, management and lease of: office buildings, supermarkets, schools, swimming pools, hotels, restaurants. Golf course, sports facility zones and resorts (outside office premises). |
| 3. | Financial performance and results: | Refer to (i) the audited consolidation financial statement in 2016; (ii) the audited consolidation financial statement in 2017 of the Company. |
| 4. | Use of Proceeds: | Proceeds from the issuance shall be used (i) to implement the Company's investment plans and projects, (ii) to increase the operation capital of the Company, and (iii) for other general corporate purposes of the Company as permitted by applicable laws. |
| 5. | Type of bond: | Non-convertible bond, no warrant and with guarantee. |
| 6. | Name of bond: | NLG2018_001 |
| 7. | Issue Method: | Private placement via placement agent in |



| | | |
|-----|---|--|
| | | accordance with Decree No. 90/2011/ND-CP issued by the Government on October 14, 2011 on issuance of corporate bonds. |
| 8. | Placement agent: | Standard Chartered Bank (Vietnam) Limited |
| 9. | Bondholder's agent - | Ho Chi Minh Securities Corporation |
| 10. | Registrar, paying and transfer agent: | Ho Chi Minh Securities Corporation |
| 11. | Guarantor: | GuarantCo Ltd |
| 12. | Target investors: | Not exceed 6 large investors, including professional investors. Criteria for selecting Bondholders: - Being domestic and foreign organizations and individuals with financial potential |
| 13. | Total bond issuance: | VND660,000,000,000 |
| 14. | Currency: | VND (Vietnamese Dong) |
| 15. | Form of Bond: | Registered in the register and in definitive registered form |
| 16. | Denomination: | VND1,000,000,000 |
| 17. | Numbers of issuance bond: | 660 Bonds |
| 18. | Issuance price: | 100% par value |
| 19. | Tenor: | 7 years from issuance date |
| 20. | Expected issuance date: | In Quarter 2/2018 or Quarter 3/2018 |
| 21. | Coupon rate: | Fixed rate coupon during the tenor of the bond (not exceeding 6.70% per annum) |
| 22. | Resource plan for Bond and interest payment | - Proceeds from sales of apartment, townhouse of developing projects, Vam Co Dong Residential Area (Waterpoint project) and new projects. |
| 23. | Payment method of principal and interest payment: | - Bonds will be paid once at (i) the maturity date; or (ii) the date on which matured Bond is collected before maturity date or other causes under the terms and conditions of the Bonds (the "Bond Conditions"). - Interest will be paid quarterly in accordance with the Bond Conditions. |
| 24. | Other commitments: | Specified in the Bond Conditions. |

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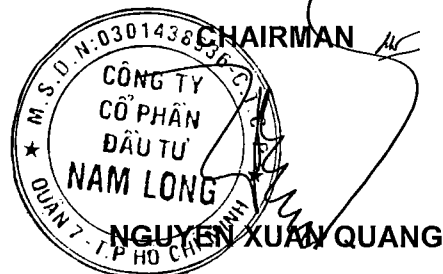
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Article 2: The Board of Directors approves (i) the guarantee by GuarantCo Ltd ("GuarantCo"), a company incorporated in accordance with the laws of Mauritius, having its head office at Level 3, Alexander House, 35 CyberCity, Ebene, Mauritius, of the Company's payment obligation with respect to the Bonds (the "Guarantee") and (ii) the mortgage of the Company's assets to procure the Company's obligations to GuarantCo under the Guarantee and the terms and conditions of the Bonds.

Article 3: The Board of Directors authorises the Chairman to:

- (i) Direct the Management Board and decide the matters relating to the issuance of the Bonds and the Guarantee to ensure the Company's benefits;
- (ii) Negotiate, sign, organise the implementation or re-authorise one or more specific persons (if appropriate) to negotiate and sign all documents in relation to the issuance of the Bonds and the Guarantee, including, but not limited to;
 - (A) the deed of guarantee, the recourse agreement, the security agreement; and
 - (B) Other documents and materials in relation to the issuance of the Bonds and the Guarantee and any amendment, supplement or replacement thereof.
- (iii) Actively prepare bond registration documents to provide to authorities as required; and take initiative in adjusting the issuance plan and detailed conditions (including supplementation, modification and completion of documents) as requested by authorities (if any).

Article 4: This resolution is made in both Vietnamese and English and is effective from the signing date.





NAM LONG INVESTMENT CORPORATION

6 Nguyen Khac Vien, Tan Phu Ward, District 7, Ho Chi Minh City, Vietnam
Tel: (08) 54 16 17 18 Fax: (08) 54 17 18 19 Web: www.namlongvn.com

NAM LONG

Ho Chi Minh City, 13th Jun 2018

**ANNOUNCEMENT OF THE PLAN
ON ISSUANCE OF CORPORATE BONDS**

**To: Ministry of Finance – Department of Banking and Financial Institution
State Securities Commission
Ho Chi Minh Stock Exchange**

I. General information of the Issuer

- Bond Issuer: **Nam Long Investment Corporation (NLG)**
- Headquarter: 6 Nguyen Khac Vien St., Tan Phu Ward, Dist. 7, HCMC
- Enterprise Registration Certificate No. 0301438936 issued by Ho Chi Minh City of Department of Planning and Investment on December 27th, 2005 and amended for the 17th time on May 17th, 2018
- Main business lines: Sales of real estate, land using right of shareholder or rental. Details: housing trade (construction, renovation of houses for sale or lease). Investment in construction and trade of urban areas. Investment in construction and trade of infrastructures for industrial zones and hi-tech parks. Investment in construction, trade, management and lease of: office buildings, supermarkets, schools, swimming pools, hotels, restaurants. Golf course, sports facility zones and resorts (outside office premises).
- Address:
Standard Chartered Bank (Vietnam) Limited
10th Floor, Saigon Trade Center, 37 Ton Duc Thang St., Dist. 1, HCMC
Tel : (84.28) 3 910 9384

Ho Chi Minh Securities Corporation
5th & 6th Floor, AB Tower, 76 Le Lai St., Dist. 1, HCMC
Tel : (84.28) 3 823 3299 Fax : (84.28) 3 823 3301



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II. The Corporation's financial performance (in 3 recent years before issuing year)

Unit: mil VND

| No. | Item | 2015 | 2016 | 2017 |
|-----|---------------------------|-----------|-----------|-----------|
| 1 | Owners' equity* | 2,426,494 | 3,147,273 | 3,722,748 |
| 2 | Total assets | 5,022,018 | 6,208,809 | 7,905,947 |
| 3 | Profit | 206,244 | 345,217 | 535,017 |
| 4 | Debt ratio/owners' equity | 26.2% | 37.0% | 24.6% |

Note (*): Total owners' equity

III. Information of the plan on issuance of corporate bonds

1. Issuing market: Domestic

2. Term and condition of bonds:

a) Name of bond: Nam Long Investment Corporation Non-convertible bond, no warrant and with guarantee (Bonds code: NLG2018_001).

b) Denomination, number and coupon rate of corporate bonds (expected) by term:

| No. | Tenor | Denomination | Numbers of issuance bond | Coupon rate | Form of Bond | Type of bonds | Payment method of principal and interest payment |
|-----|---------|----------------------|--------------------------|--|--------------|---|---|
| 1 | 7 years | VND 1,000,000,000 | 660 bonds | Fixed coupon rate during the tenor of the bond (not exceeding 6.70% per annum) | Registered | Non-convertible bond, no warrant and with guarantee | <ul style="list-style-type: none"> - Bonds will be paid once at (i) the maturity date; or (ii) the date on which matured Bond is collected before maturity date or other causes under the terms and conditions of the Bonds (the "Bond Conditions"). - Interest will be paid periodically in accordance with the Bond Conditions. |



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- c) Issue method: Private placement for not exceed 6 investors via placement agent
 - d) Placement agent: Standard Chartered Bank (Vietnam) Limited
 - đ) Guarantor: GuarantCo Limited
 - e) Bondholder's agent: Ho Chi Minh Securities Corporation
 - f) Registrar, paying and transfer agent: Ho Chi Minh Securities Corporation
 - g) Expected issuance date: In Quarter 2/2018
 - h) Expected course of issuance: 01 course of issuance
3. Use of Proceeds: Proceeds from the issuance shall be used (i) to implement the Company's investment plans and projects, (ii) to increase the operation capital of the Company, and (iii) for other general corporate purposes of the Company as permitted by applicable laws
4. Corporate/Individual approving the plan on issuance of corporate bonds (name of corporate/individual; no., date of resolution on the approval of issuance plan): Resolution no. 19/2018/NQ/ĐHĐCĐ/NLG dated 15th Jun 2018 of Nam Long Investment Corporation.

Receivers:

- As above;
- Filling: NLG.

NAM LONG INVESTMENT CORPORATION

CHAIRMAN OF THE BOARD



NGUYEN XUAN QUANG

