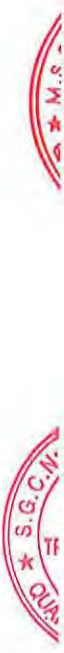




**Masan Group Corporation (formerly known  
as Ma San Group Corporation)  
and its subsidiaries**

Financial Statements for the year ended  
31 December 2015



**Masan Group Corporation (formerly known as Ma San Group Corporation)  
Corporate Information**

**Business Registration  
Certificate No**

0303576603

6 August 2015

The Company's Business Registration Certificate has been amended several times, the most recent of which is dated 6 August 2015. The Certificate and its amendments were issued by the Department of Planning and Investment of Ho Chi Minh City. The initial Business Registration Certificate No. 4103002877 was dated 18 November 2004.

**Board of Directors**

Dr Nguyen Dang Quang	Chairman
Mr Ho Hung Anh	Member
Ms Nguyen Hoang Yen	Member
Mr Nguyen Thieu Nam	Member
Mr Lars Kjaer	Member
Mr Dominic Edward Salter Price	Member

**Board of Management**

Dr Nguyen Dang Quang	Chief Executive Officer
Mr Nguyen Thieu Nam	Deputy Chief Executive Officer
Mr Michael Hung Nguyen	Deputy Chief Executive Officer
Mr Seokhee Won	Deputy Chief Executive Officer

**Legal representative**

Dr Nguyen Dang Quang	Chairman
----------------------	----------

**Registered Office**

Suite 802, 8<sup>th</sup> Floor, Central Plaza  
17 Le Duan Street  
Ben Nghe Ward, District 1  
Ho Chi Minh City  
Vietnam

**Auditor**

KPMG Limited  
Vietnam

## STATEMENT OF THE BOARD OF MANAGEMENT'S RESPONSIBILITY IN RESPECT OF THE FINANCIAL STATEMENTS

The Board of Management of Masan Group Corporation (formerly known as Ma San Group Corporation) ("the Company") presents this statement and the accompanying separate financial statements of the Company and consolidated financial statements of the Company and its subsidiaries (collectively "the Group") for the year ended 31 December 2015 (collectively referred to as "the financial statements").

The Board of Management is responsible for the preparation and fair presentation of the financial statements as at and for the year ended 31 December 2015 in accordance with Vietnamese Accounting Standards, the Vietnamese Accounting System for enterprises and the relevant statutory requirements applicable to financial reporting. In preparing those financial statements, the Board of Management is required to:

- select suitable accounting policies and then apply them consistently;
- make judgments and estimates that are reasonable and prudent;
- state whether applicable accounting standards have been followed, subject to any material departures disclosed and explained in the financial statements; and
- prepare the financial statements on the going concern basis unless it is inappropriate to presume that the Company and the Group will continue in business.

The Board of Management is also responsible for ensuring that proper accounting records are kept which disclose, with reasonable accuracy at any time, the financial position of the Company and the Group and to ensure that the accounting records comply with the requirements of Vietnamese Accounting Standards, the Vietnamese Accounting System for enterprises and the relevant statutory requirements applicable to financial reporting. It is also responsible for safeguarding the assets of the Company and the Group and hence for taking reasonable steps for the prevention and detection of fraud and other irregularities.

The Board of Management confirm that they have complied with the above requirements in preparing these financial statements.

## APPROVAL OF THE FINANCIAL STATEMENTS

We do hereby approve the accompanying financial statements of the Company and the Group as of and for year ended 31 December 2015, which were prepared in accordance with Vietnamese Accounting Standards, the Vietnamese Accounting System for enterprises and the relevant statutory requirements applicable to financial reporting.

On behalf of the Board of Management



Dr Nguyễn Đăng Quang  
*Chairman*  
*Chief Executive Officer*  
Ho Chi Minh City, Vietnam

7 March 2016



**KPMG Limited Branch**  
10<sup>th</sup> Floor, Sun Wah Tower  
115 Nguyen Hue Street  
District 1, Ho Chi Minh City  
The Socialist Republic of Vietnam

Telephone +84 (8) 3821 9266  
Fax +84 (8) 3821 9267  
Internet www.kpmg.com.vn

## **INDEPENDENT AUDITORS' REPORT**

### **To the Shareholders Masan Group Corporation (formerly known as Ma San Group Corporation)**

We have audited the accompanying separate and consolidated financial statements of Masan Group Corporation (formerly known as Ma San Group Corporation) ("the Company") and its subsidiaries (collectively "the Group"), which comprise the separate and consolidated balance sheets as at 31 December 2015, the separate and consolidated statements of income and cash flows for the year then ended and the explanatory notes thereto which were authorised for issue by the Company's Board of Management on 7 March 2016, as set out on pages 5 to 116.

#### **Management's Responsibility**

The Company's Board of Management is responsible for the preparation and fair presentation of these financial statements in accordance with Vietnamese Accounting Standards, the Vietnamese Accounting System for enterprises and the relevant statutory requirements applicable to financial reporting, and for such internal control as the Board of Management determines necessary to enable the preparation of financial statements that are free from material misstatement, whether due to fraud or error.

#### **Auditor's Responsibility**

Our responsibility is to express an opinion on these financial statements based on our audit. We conducted our audit in accordance with Vietnamese Standards on Auditing. Those standards require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether the financial statements are free of material misstatement.

An audit involves performing procedures to obtain audit evidence about the amounts and disclosures in the financial statements. The procedures selected depend on the auditor's judgement, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error. In making those risk assessments, the auditor considers internal control relevant to the entity's preparation and fair presentation of the financial statements in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the entity's internal control. An audit also includes evaluating the appropriateness of accounting policies used and the reasonableness of accounting estimates made by the Company's Board of Management, as well as evaluating the overall presentation of the financial statements.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion.



## Auditor's Opinion

In our opinion, the separate and consolidated financial statements give a true and fair view, in all material respects, of the separate and consolidated financial position of the Company and the Group, respectively, as of 31 December 2015 and of their separate and consolidated results of operations and their separate and consolidated cash flows for the year then ended in accordance with Vietnamese Accounting Standards, the Vietnamese Accounting System for enterprises and the relevant statutory requirements applicable to financial reporting.

### KPMG Limited's Branch in Ho Chi Minh City

Vietnam

Audit Report No: 15-01-411



Chang Hung Cham

Practicing Auditor Registration

Certificate No. 0863-2013-007-1

*Deputy General Director*

Ho Chi Minh City, 7 March 2016

Nguyen Thanh Nghi

Practicing Auditor Registration

Certificate No. 0304-2013-007-1

**Masan Group Corporation (formerly known as Ma San Group Corporation) and its subsidiaries**  
**Balance sheets as at 31 December 2015**

**Form B 01 – DN/HN**  
*(Issued under Circular No. 200/2014/TT-BTC and No. 202/2014/TT-BTC  
dated 22 December 2014 of the Ministry of Finance)*

	Code	Note	<u>Group</u>		<u>Company</u>	
			31/12/2015 VND million	1/1/2015 VND million Reclassified	31/12/2015 VND million	1/1/2015 VND million Reclassified
<b>ASSETS</b>						
<b>Current assets</b>						
<b>(100 = 110 + 120 + 130 + 140 + 150)</b>	<b>100</b>		<b>16,709,473</b>	<b>16,428,327</b>	<b>1,779,993</b>	<b>7,247,661</b>
<b>Cash and cash equivalents</b>	<b>110</b>	<b>7</b>	<b>8,324,476</b>	<b>5,166,415</b>	<b>1,103,659</b>	<b>517,251</b>
Cash	111		918,656	302,970	17,769	9,901
Cash equivalents	112		7,405,820	4,863,445	1,085,890	507,350
<b>Short-term financial investments</b>	<b>120</b>	<b>8</b>	<b>293,990</b>	<b>4,042,212</b>	<b>287,890</b>	<b>239,614</b>
Held-to-maturity investments	123		293,990	4,042,212	287,890	239,614
<b>Accounts receivable – short-term</b>	<b>130</b>	<b>9</b>	<b>3,126,527</b>	<b>5,227,550</b>	<b>316,523</b>	<b>6,420,798</b>
Accounts receivable from customers	131		878,130	4,346,998	19,421	3,072,190
Prepayments to suppliers	132		872,866	341,231	139,931	134,636
Receivables on short-term lending loans	135		762,400	-	-	2,172,320
Other receivables	136		641,598	527,770	157,171	1,041,652
Allowance for doubtful debts	137		(28,589)	(2,064)	-	-
Shortage of assets awaiting for resolution	139		122	13,615	-	-
<b>Inventories</b>	<b>140</b>	<b>10</b>	<b>4,417,969</b>	<b>1,604,854</b>	<b>-</b>	<b>-</b>
Inventories	141		4,434,592	1,627,172	-	-
Allowance for inventories	149		(16,623)	(22,318)	-	-
<b>Other current assets</b>	<b>150</b>		<b>546,511</b>	<b>387,296</b>	<b>71,921</b>	<b>69,998</b>
Short-term prepayments	151		79,536	70,227	974	396
Deductible value added tax	152		445,579	295,726	52,859	50,380
Taxes receivables from State						
Treasury	153	18	21,396	21,343	18,088	19,222

*The accompanying notes are an integral part of these financial statements*

Masan Group Corporation (formerly known as Ma San Group Corporation) and its subsidiaries  
Balance sheets as at 31 December 2015 (continued)

Form B 01 – DN/HN  
(Issued under Circular No. 200/2014/TT-BTC and No. 202/2014/TT-BTC  
dated 22 December 2014 of the Ministry of Finance)

	Code	Note	Group		Company	
			31/12/2015 VND million	1/1/2015 VND million Reclassified	31/12/2015 VND million	1/1/2015 VND million Reclassified
<b>Long-term assets</b> (200 = 210 + 220 + 240 + 250 + 260)	200		55,140,227	36,536,773	22,431,116	17,399,699
<b>Accounts receivable – long-term</b>	210	9	10,432,139	1,447,633	7,908,358	5,025,630
Receivables on long-term lending loans	215		8,563,114	-	4,773,374	2,283,927
Other long-term receivables	216		1,869,025	1,447,633	3,134,984	2,741,703
<b>Fixed assets</b>	220		26,998,134	20,253,476	3,626	9,443
Tangible fixed assets	221	11	19,965,062	18,409,913	2,429	7,172
Cost	222		22,597,132	19,887,100	20,899	20,759
Accumulated depreciation	223		(2,632,070)	(1,477,187)	(18,470)	(13,587)
Finance lease tangible fixed assets	224	12	31,407	44,867	-	-
Cost	225		67,300	67,300	-	-
Accumulated depreciation	226		(35,893)	(22,433)	-	-
Intangible fixed assets	227	13	7,001,665	1,798,696	1,197	2,271
Cost	228		7,906,859	2,262,894	4,532	4,532
Accumulated amortisation	229		(905,194)	(464,198)	(3,335)	(2,261)
<b>Long-term assets in progress</b>	240		5,480,035	3,811,051	-	-
Construction in progress	242	14	5,480,035	3,811,051	-	-
<b>Long-term financial investments</b>	250	8	9,144,883	8,745,176	14,515,337	12,322,338
Investments in subsidiaries	251		-	-	6,526,105	3,389,914
Investments in associates	252		9,124,149	8,601,126	7,989,232	8,932,424
Equity investments in other entity	253		21,646	-	-	-
Allowance for diminution in the value of long-term financial investments	254		(912)	-	-	-
Held-to-maturity investments	255		-	144,050	-	-
<b>Other long-term assets</b>	260		3,085,036	2,279,437	3,795	42,288
Long-term prepayments	261	15	2,042,622	1,369,592	3,795	42,288
Deferred tax assets	262	16	213,737	117,491	-	-
Goodwill	269	17	828,677	792,354	-	-
<b>TOTAL ASSETS (270 = 100 + 200)</b>	270		71,849,700	52,965,100	24,211,109	24,647,360

The accompanying notes are an integral part of these financial statements

**Masan Group Corporation (formerly known as Ma San Group Corporation) and its subsidiaries**  
**Balance sheets as at 31 December 2015 (continued)**

Form B 01 – DN/HN  
 (Issued under Circular No. 200/2014/TT-BTC and No. 202/2014/TT-BTC  
 dated 22 December 2014 of the Ministry of Finance)

	Code	Note	<u>Group</u>		<u>Company</u>	
			31/12/2015 VND million	1/1/2015 VND million Reclassified	31/12/2015 VND million	1/1/2015 VND million Reclassified
<b>RESOURCES</b>						
<b>LIABILITIES (300 = 310 + 330)</b>	<b>300</b>		<b>44,740,654</b>	<b>31,039,961</b>	<b>7,093,306</b>	<b>7,116,242</b>
<b>Current liabilities</b>	<b>310</b>		<b>15,005,196</b>	<b>11,796,756</b>	<b>3,104,584</b>	<b>2,341,101</b>
Accounts payable to suppliers	311		2,419,059	999,340	240	1,451
Advances from customers	312		139,989	35,786	-	-
Taxes payable to State Treasury	313	18	504,532	962,550	-	1,127
Payables to employees	314		257,716	258	-	-
Accrued expenses	315	19	2,875,921	1,862,531	147,891	215,239
Other payables – short-term	319	20	398,473	1,866,738	111,611	1,555,324
Short-term borrowings, bonds and finance lease liabilities	320	21	8,366,625	6,042,278	2,844,842	567,960
Bonus and welfare funds	322		42,881	27,275	-	-
<b>Long-term liabilities</b>	<b>330</b>		<b>29,735,458</b>	<b>19,243,205</b>	<b>3,988,722</b>	<b>4,775,141</b>
Accounts payable to suppliers – long-term	331		75,845	-	-	-
Other payables – long-term	337	20	97,813	177,901	-	75,141
Long-term borrowings, bonds and finance lease liabilities	338	21	27,253,112	17,521,970	3,988,722	4,700,000
Deferred tax liabilities	341	16	1,692,753	932,787	-	-
Provisions – long-term	342	22	615,935	610,547	-	-

*The accompanying notes are an integral part of these financial statements*



Masan Group Corporation (formerly known as Ma San Group Corporation) and its subsidiaries  
Balance sheets as at 31 December 2015 (continued)

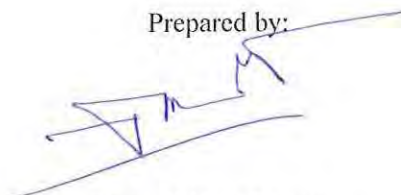
Form B 01 – DN/HN

(Issued under Circular No. 200/2014/TT-BTC and No. 202/2014/TT-BTC  
dated 22 December 2014 of the Ministry of Finance)

	Code	Note	Group		Company	
			31/12/2015 VND million	1/1/2015 VND million Reclassified	31/12/2015 VND million	1/1/2015 VND million Reclassified
<b>EQUITY (400 = 410)</b>	<b>400</b>		<b>27,109,046</b>	<b>21,925,139</b>	<b>17,117,803</b>	<b>17,531,118</b>
<b>Owner's equity</b>	<b>410</b>	<b>23</b>	<b>27,109,046</b>	<b>21,925,139</b>	<b>17,117,803</b>	<b>17,531,118</b>
Share capital	411	24	7,467,179	7,358,081	7,467,179	7,358,081
<i>Shares with voting rights</i>	411a		7,467,179	7,358,081	7,467,179	7,358,081
Share premium	412	24	9,631,106	9,631,164	9,631,106	9,631,164
Other capital	414	25	(9,045,049)	(9,045,049)	(1,488,972)	(1,488,972)
Undistributed profits after tax	421		8,561,380	7,071,887	1,508,490	2,030,845
<i>Undistributed profit/ (accumulated losses) brought forward</i>	421a		7,069,066	5,991,718	2,030,845	(1,206,546)
<i>Undistributed profit/(losses) for the current year</i>	421b		1,492,314	1,080,169	(522,355)	3,237,391
Non-controlling interest	429		10,494,430	6,909,056	-	-
<b>TOTAL RESOURCES (440 = 300 + 400)</b>	<b>440</b>		<b>71,849,700</b>	<b>52,965,100</b>	<b>24,211,109</b>	<b>24,647,360</b>

7 March 2016

Prepared by:



Doan Thi My Duyen  
Chief Accountant

Approved by:



Michael Hung Nguyen  
Deputy Chief Executive Officer  
Chief Financial Officer



Dr Nguyen Dang Quang  
Chairman  
Chief Executive Officer

The accompanying notes are an integral part of these financial statements

Masan Group Corporation (formerly known as Ma San Group Corporation) and its subsidiaries  
Statements of income for the year ended 31 December 2015

Form B 02 – DN/HN

(Issued under Circular No. 200/2014/TT-BTC and No. 202/2014/TT-BTC  
dated 22 December 2014 of the Ministry of Finance)

	Code	Note	Group		Company	
			2015 VND million	2014 VND million Reclassified	2015 VND million	2014 VND million Reclassified
Revenue from sales of goods and provision of services	01	27	31,324,871	16,377,834	-	-
Revenue deductions	02	27	696,461	257,940	-	-
Net revenue (10 = 01 – 02)	10	27	30,628,410	16,119,894	-	-
Cost of sales	11	28	20,819,786	9,703,190	-	-
Gross profit (20 = 10 – 11)	20		9,808,624	6,416,704	-	-
Financial income	21	29	1,382,303	1,570,967	678,580	4,259,505
Financial expenses	22	30	2,714,701	1,710,991	626,779	922,574
<i>In which: Interest expense</i>	23		2,425,305	1,464,722	623,115	909,287
Share of profit/(loss) in associates	24	31	499,017	(53,061)	-	-
Selling expenses	25	32	4,044,357	2,672,111	-	-
General and administration expenses	26	33	1,664,517	1,048,358	583,219	106,980
Net operating profit/(loss) {30 = 20 + (21 - 22) + 24 - (25 + 26)}	30		3,266,369	2,503,150	(531,418)	3,230,381
Other income	31	34	34,513	305,437	9,113	8,443
Other expenses	32	35	74,153	68,856	50	1,433
Results of other activities (40 = 31 - 32)	40		(39,640)	236,581	9,063	7,010
Accounting profit/(loss) before tax (50 = 30 + 40) (carried forward)	50		3,226,729	2,739,731	(522,355)	3,237,391

The accompanying notes are an integral part of these financial statements

Masan Group Corporation (formerly known as Ma San Group Corporation) and its subsidiaries  
Statements of income for the year ended 31 December 2015 (continued)

Form B 02 – DN/HN  
(Issued under Circular No. 200/2014/TT-BTC and No. 202/2014/TT-BTC  
dated 22 December 2014 of the Ministry of Finance)

	Code	Note	Group		Company	
			2015 VND million	2014 VND million Reclassified	2015 VND million	2014 VND million Reclassified
Accounting profit/(loss) before tax (50 = 30 + 40) (brought forward)	50		3,226,729	2,739,731	(522,355)	3,237,391
Income tax expense – current	51	36	817,534	958,677	-	-
Income tax benefit – deferred	52	36	(118,055)	(255,988)	-	-
Net profit/(loss) after tax (60 = 50 - 51 - 52)	60		2,527,250	2,037,042	(522,355)	3,237,391
Attributable to:						
Equity holders of the Company	61		1,478,292	1,080,169	(522,355)	3,237,391
Non-controlling interest	62		1,048,958	956,873	-	-
Earnings per share			VND	VND	VND	VND
Basic earnings per share	70	38	1,965	1,447	-	-
Diluted earnings per share	71	38	1,963	1,418	-	-

7 March 2016

Prepared by:



Doan Thi My Duyen  
Chief Accountant

Approved by:



Michael Hung Nguyen  
Deputy Chief Executive Officer  
Chief Financial Officer



Di Nguyen Dang Quang  
Chairman  
Chief Executive Officer

The accompanying notes are an integral part of these financial statements

Masan Group Corporation (formerly known as Ma San Group Corporation) and its subsidiaries  
Statements of cash flows for the year ended 31 December 2015 (Indirect method)

Form B 03 – DN/HN  
(Issued under Circular No. 200/2014/TT-BTC and No. 202/2014/TT-BTC  
dated 22 December 2014 of the Ministry of Finance)

Code	Note	<u>Group</u>		<u>Company</u>	
		2015	2014	2015	2014
		VND million	VND million	VND million	VND million
<b>CASH FLOWS FROM OPERATING ACTIVITIES</b>					
Accounting profit/(loss) before tax	01	3,226,729	2,739,731	(522,355)	3,237,391
<b>Adjustments for</b>					
Depreciation and amortisation	02	1,814,926	1,120,817	5,957	12,185
Allowances and provisions	03	144,193	64,376	-	-
Net unrealised foreign exchange	04	17,866	49,068	780	(121)
Gains from investing activities	05	(1,798,838)	(1,456,863)	(676,758)	(4,255,696)
Interest expense	06	2,425,305	1,464,722	623,115	909,287
<b>Operating profit/(loss) before changes in working capital</b>	<b>08</b>	<b>5,830,181</b>	<b>3,981,851</b>	<b>(569,261)</b>	<b>(96,954)</b>
Decrease/(increase) in receivables and other assets	09	89,060	(202,202)	537,162	(1,510,445)
Decrease/(increase) in inventories	10	283,372	(609,978)	-	-
Increase/(decrease) in payables and other liabilities	11	1,270,210	(685,798)	1,575	1,396,875
(Increase)/decrease in prepayments	12	(18,263)	201,979	2,637	11,179
		<b>7,454,560</b>	<b>2,685,852</b>	<b>(27,887)</b>	<b>(199,345)</b>
Interest paid	14	(2,318,538)	(1,734,103)	(687,169)	(812,331)
Corporate income tax paid	15	(1,306,820)	(562,747)	-	-
Other payments for operating activities	17	(6,430)	(55,855)	-	-
<b>Net cash flows from operating activities</b>	<b>20</b>	<b>3,822,772</b>	<b>333,147</b>	<b>(715,056)</b>	<b>(1,011,676)</b>

The accompanying notes are an integral part of these financial statements

**Masau Group Corporation (formerly known as Ma San Group Corporation) and its subsidiaries**  
**Statements of cash flows for the year ended 31 December 2015**  
**(Indirect method - continued)**

Form B 03 – DN/HN  
*(Issued under Circular No. 200/2014/TT-BTC and No. 202/2014/TT-BTC  
dated 22 December 2014 of the Ministry of Finance)*

Code	Note	<u>Group</u>		<u>Company</u>		
		2015	2014	2015	2014	
		VND million	VND million	VND million	VND million	
<b>CASH FLOWS FROM INVESTING ACTIVITIES</b>						
	Payments for additions to fixed assets and other long-term assets	21	(3,856,825)	(2,708,702)	(140)	(1,411)
	Proceeds from disposals of fixed assets and other long-term assets	22	6,087	32,300	-	23,183
	Payment for granted loans and term deposit at banks	23	(62,229,339)	(26,000,830)	(1,341,586)	(2,061,325)
	Receipts from collected loans and term deposit receipts	24	57,373,597	24,685,669	766,183	647,042
	Payments for investments in subsidiaries and associates	25	(3,708,222)	(1,174,308)	(4,638,251)	-
	Collections on investments in subsidiaries and associates	26	3,536,943	55,938	3,978,335	818,000
	Receipts of interest, dividend and others	27	767,707	434,094	851,006	559,159
	<b>Net cash flows from investing activities</b>	<b>30</b>	<b>(8,110,052)</b>	<b>(4,675,839)</b>	<b>(384,453)</b>	<b>(15,352)</b>

*The accompanying notes are an integral part of these financial statements*

Masan Group Corporation (formerly known as Ma San Group Corporation) and its subsidiaries  
 Statements of cash flows for the year ended 31 December 2015  
 (Indirect method - continued)

Form B 03 – DN/HN

(Issued under Circular No. 200/2014/TT-BTC and No. 202/2014/TT-BTC  
 dated 22 December 2014 of the Ministry of Finance)

Code	Note	Group		Company		
		2015	2014	2015	2014	
		VND million	VND million	VND million	VND million	
<b>CASH FLOWS FROM FINANCING ACTIVITIES</b>						
	Proceeds from issuance of shares and capital contribution to subsidiaries from non-controlling interest	31	264,123	507,943	109,040	-
	Proceeds from short-term and long-term borrowings	33	39,553,432	21,843,111	4,819,000	735,000
	Payments to settle borrowings	34	(31,741,770)	(17,202,243)	(3,242,119)	(570,000)
	Payments of dividends to non-controlling interest of subsidiaries	36	(640,430)	(1,336,827)	-	-
	<b>Net cash flows from financing activities</b>	40	<b>7,435,355</b>	<b>3,811,984</b>	<b>1,685,921</b>	<b>165,000</b>
	<b>Net cash flows during the year (50 = 20 + 30 + 40)</b>	50	<b>3,148,075</b>	<b>(530,708)</b>	<b>586,412</b>	<b>(862,028)</b>
	<b>Cash and cash equivalents at the beginning of the year</b>	60	<b>5,166,415</b>	<b>5,698,563</b>	<b>517,251</b>	<b>1,379,279</b>
	<b>Effect of exchange rate fluctuations on cash and cash equivalents</b>	61	<b>9,986</b>	<b>(1,440)</b>	<b>(4)</b>	<b>-</b>
	<b>Cash and cash equivalents at the end of the year (70 = 50 + 60 + 61)</b>	70	<b>8,324,476</b>	<b>5,166,415</b>	<b>1,103,659</b>	<b>517,251</b>

7 March 2016

Prepared by:



Doan Thi My Duyen  
 Chief Accountant

Approved by:





Michael Hung Nguyen  
 Deputy Chief Executive Officer  
 Chief Financial Officer

Di Nguyen Dang Quang  
 Chairman  
 Chief Executive Officer

The accompanying notes are an integral part of these financial statements

**Masan Group Corporation (formerly known as Ma San Group Corporation) and its subsidiaries**  
**Notes to the financial statements for the year ended 31 December 2015**

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These notes form an integral part of and should be read in conjunction with the accompanying financial statements.

**1. Reporting entity**

**(a) Ownership structure**

Masan Group Corporation (formerly known as Ma San Group Corporation) (“the Company”) is a joint stock company incorporated in Vietnam.

The consolidated financial statements comprise the Company and its subsidiaries (together referred to as “the Group”) and the Group’s interest in associates.

As at 31 December 2015, the Group had 43 subsidiaries and 6 associates (1/1/2015: 22 subsidiaries and 3 associates).

**(b) Principal activities**

The principal activity of the Company is investment holding.

The principal activities of the subsidiaries and associates are described as follows:

**Masan Group Corporation (formerly known as Ma San Group Corporation) and its subsidiaries**  
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**Subsidiaries**

**Direct subsidiaries**

<b>Number</b>	<b>Name</b>	<b>Principal activity</b>	<b>Address</b>	<b>Percentage of economic interests at 31/12/2015</b>	<b>1/1/2015</b>
1	Masan Consumer Holdings Company Limited ("MCH")	Investment holding	Suite 802, 8 <sup>th</sup> Floor, Central Plaza, 17 Le Duan Street, Ben Nghe Ward, District 1, Ho Chi Minh City, Viet Nam	100.0%	100.0%
2	Masan Horizon Corporation ("MH") (formerly known as Ma San Horizon Corporation)	Investment holding	Suite 802, 8 <sup>th</sup> Floor, Central Tower, 17 Le Duan Street, Ben Nghe Ward, District 1, Ho Chi Minh City, Vietnam	99.9%	99.9%
3	Masan Nutri-Science Company Limited ("MNS") (formerly known as Sam Kim Company Limited) (i)	Investment holding	Suite 802, 8 <sup>th</sup> Floor, Central Tower, 17 Le Duan Street, Ben Nghe Ward, District 1, Ho Chi Minh City, Vietnam	99.9%	-



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*Indirect subsidiaries*

Number	Name	Principal activity	Address	Percentage of economic interests at 31/12/2015	1/1/2015
1	Masan Consumer Corporation (“MSC”) (formerly known as Ma San Consumer Corporation)	Trading and distribution	12th Floor, Kumho Asiana Plaza Saigon, 39 Le Duan, Ben Nghe Ward, District 1, Ho Chi Minh City, Viet Nam	77.8%	78.4%
2	Masan Food Company Limited (“MSF”)	Trading and distribution	12th Floor, Kumho Asiana Plaza Saigon, 39 Le Duan, Ben Nghe Ward, District 1, Ho Chi Minh City, Viet Nam	77.8%	78.4%
3	Masan HG One Member Company Limited (ii) (“MHG”)	Convenience food manufacturing	Song Hau Industrial Park, Dong Phu Ward, Chau Thanh District, Hau Giang Province, Vietnam	77.8%	-
4	Saigon Nutri Food Joint Stock Company (iii) (“SNF”)	Convenience food manufacturing	Lot K4, No.2 Street, Song Than 2 Industrial Park, Di An Ward, Di An Town, Binh Duong Province, Vietnam	77.8%	-
5	Masan Industrial One Member Company Limited (formerly known as Ma San Industrial One Member Company Limited) (“MSI”)	Seasonings, convenience food manufacturing and packaging	Lot 6, Tan Dong Hiep A Industrial Park, Di An District, Binh Duong Province, Vietnam	77.8%	78.4%
6	Viet Tien Food Technology One Member Company Limited (“VTF”)	Seasonings manufacturing	Lot III-10-Industrial Group III, Tan Binh Industrial Park, Tan Phu District, Ho Chi Minh City, Vietnam	77.8%	78.4%
7	Masan HD One Member Company Limited (formerly known as Ma San HD One Member Company Limited) (“MHD”)	Convenience food manufacturing	Lot 22, Dai An Industrial Park, Tu Minh Ward, Hai Duong City, Hai Duong Province, Vietnam.	77.8%	78.4%

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<b>Number</b>	<b>Name</b>	<b>Principal activity</b>	<b>Address</b>	<b>Percentage of economic interests at 31/12/2015</b>	<b>1/1/2015</b>
8	Ma San PQ Corporation (“MPQ”)	Seasonings manufacturing	Area 1, Suoi Da Hamlet, Duong To Ward, Phu Quoc District, Kien Giang Province, Vietnam.	73.5%	74.0%
9	Masan ĐN One Member Company Limited (“MDN”)	Seasonings, convenience food manufacturing and packaging	Street No. 7, Hoa Khanh Industrial Park, Hoa Khanh Bac Ward, Lien Chieu District, Da Nang City, Vietnam.	77.8%	78.4%
10	Masan MB One Member Company Limited (“MMB”)	Seasonings, convenience food manufacturing and packaging	Area B, Nam Cam Industrial Park – Dong Nam Nghe An Economic Zone, Nghi Long Commune, Nghi Loc District, Nghe An Province, Vietnam.	77.8%	78.4%
11	Masan Beverage Company Limited (“MSB”)	Beverage trading and manufacturing	12th Floor, Kumho Asiana Plaza Saigon – 39 Le Duan, Ben Nghe Ward, District 1, Ho Chi Minh City, Vietnam.	77.8%	78.4%
12	Quang Ninh Mineral Water Corporation (iv) (“QNW”)	Beverage manufacturing	Group 3A, Area 4, Suoi Mo, Bai Chay Ward, Ha Long City, Quang Ninh Province, Vietnam.	50.6%	-
13	VinaCafe Bien Hoa Joint Stock Company (“VCF”) (viii)	Beverage manufacturing	Bien Hoa Industrial Zone I, Bien Hoa City, Dong Nai Province, Vietnam	41.4%	41.7%
14	Vinh Hao Mineral Water Corporation (“VHC”) (viii)	Beverage manufacturing	Vinh Son Hamlet, Vinh Hao Commune, Tuy Phong District, Binh Thuan Province, Vietnam.	49.7%	50.1%
15	Kronfa., JSC (viii)	Beverage manufacturing	Km37, National Road 27, Tan Son Town, Ninh Son District, Ninh Thuan Province, Vietnam	49.7%	50.1%

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<b>Number</b>	<b>Name</b>	<b>Principal activity</b>	<b>Address</b>	<b>Percentage of economic interests at 31/12/2015</b>	<b>1/1/2015</b>
16	Masan Brewery Company Limited (“MB”)	Investment holding	Suite 802, 8th Floor, Central Plaza, 17 Le Duan Street, Ben Nghe Ward, District 1, Ho Chi Minh City, Viet Nam	100.0%	100.0%
17	Masan Master Brewer Company Limited (“MMBr”)(formerly known as Lamka One Member Company Limited)	Beer and beverage trading	10th Floor, Central Plaza, 17 Le Duan Street, Ben Nghe Ward, District 1, Ho Chi Minh City, Vietnam	100.0%	100.0%
18	Masan Brewery PY One Member Company (“MBPY”) (formerly known as Phu Yen Beer and Beverage, JSC)	Beer and beverage manufacturing	Hoa Hiep Industrial Park, Hoa Hiep Bac Ward, Dong Hoa District, Phu Yen Province, Vietnam	100.0%	99.9%
19	Masan Brewery HG One Member Company Limited (v) (“MBHG”)	Beer and beverage manufacturing	Song Hau Industrial Park, Dong Phu Ward, Chau Thanh District, Hau Giang Province, Vietnam	100.0%	-
20	Masan Brewery Distribution One Member Company Limited (vi) (“MBD”)	Beer and beverage trading	10th Floor, Central Plaza, 17 Le Duan Street, Ben Nghe Ward, District 1, Ho Chi Minh City, Vietnam	100.0%	-

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Number	Name	Principal activity	Address	Percentage of economic interests at 31/12/2015	1/1/2015
21	Mapleleaf Company Limited (vii) (“ML”)	Investment holding	Suite 802, 8th Floor, Central Plaza, 17 Le Duan Street, Ben Nghe Ward, District 1, Ho Chi Minh City, Vietnam	99.9%	-
22	Ma San Resources Corporation (“MR”)	Investment holding	Suite 802, 8th Floor, Central Plaza, 17 Le Duan Street, Ben Nghe Ward, District 1, Ho Chi Minh City, Vietnam	72.7%	74.1%
23	Ma San Thai Nguyen Resources Company Limited (“MRTN”)	Investment holding	Suite 802, 8th Floor, Central Plaza, 17 Le Duan Street, District 1, Ben Nghe Ward, Ho Chi Minh City, Vietnam	72.7%	74.1%
24	Thai Nguyen Trading and Investment Company Limited (“TNTI”)	Investment holding	8th Floor, Central Plaza, 17 Le Duan Street, Ben Nghe Ward, District 1, Ho Chi Minh City, Vietnam	72.7%	74.1%
25	Nui Phao Mining Company Limited (“NPM”)	Exploring and processing mineral	Ha Thuong Commune, Dai Tu District, Thai Nguyen Province, Vietnam	72.7%	74.1%
26	Nui Phao – H.C. Starck Tungsten Chemicals Manufacturing LLC (“NPHCS”)	Deep processing of nonferrous metals and precious metals (tungsten)	Hamlet 11, Ha Thuong Commune, Dai Tu District, Thai Nguyen Province	37.1%	37.8%
27	Kenji Company Limited (“Kenji”) (i)	Investment holding	6th Floor, Me Linh Point Tower, 2 Ngo Duc Ke Street, Ben Nghe Ward, District 1, Ho Chi Minh City, Vietnam	99.9%	-
28	Shika Company Limited (“Shika”) (i)	Investment holding	6th Floor, Me Linh Point Tower, 2 Ngo Duc Ke Street, Ben Nghe Ward, District 1, Ho Chi Minh City, Vietnam	99.9%	-

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Number	Name	Principal activity	Address	Percentage of economic interests at 31/12/2015	1/1/2015
29	Meiji Corporation (“Meiji”) (formerly known as Masan Agri Corporation) (i)	Investment holding	12nd Floor, Kumho Asiana Plaza Saigon Tower, 39 Le Duan Street, Ben Nghe Ward, District 1, Ho Chi Minh City, Vietnam	99.9%	-
30	Agro Nutrition International Joint Stock Company (“Anco”) (i)	Animal protein	Lot A4, Street No. 2, Song May Industrial Zone, Trang Bom District, Dong Nai Province, Vietnam	70.0%	-
31	Aqua Nutrition International Joint Venture Co., Ltd (“Anco Vinh Long”) (i)	Animal protein	Area 4, Co Chien Industrial Park, Long Ho District, Vinh Long Province, Vietnam	70.0%	-
32	Agro Nutrition International Binh Dinh One Member Limited Company (“Anco Binh Dinh”) (i)	Animal protein	Lot B4.06, Nhon Hoi Industrial Park (Area A), Nhon Hoi District, Quy Nhon Town, Binh Dinh Province, Vietnam	70.0%	-
33	Agro Nutrition International Thai Nguyen Limited Company (“Anco Thai Nguyen”) (i)	Animal protein	Lot B5- B6, Trung Thanh Industrial Park, Trung Thanh District, Pho Yen Town, Thai Nguyen Province, Vietnam	70.0%	-
34	Agro Nutrition International Tien Giang One Member Limited Company (“Anco Tien Giang”) (i)	Animal protein	Lot 22-23B, Long Giang Industrial Park, Tan Lap 1 Ward, Tan Phuoc District, Tien Giang Province, Vietnam	70.0%	-
35	Agro Nutrition International Nghe An Company Limited (“Anco Nghe An”) (i)	Animal protein	C Area, Nam Can Industrial Park, South East Nghe An industrial zone, Nghi Xa Ward, Nghi Loc District, Nghe An Province, Vietnam	70.0%	-
36	Agro Nutrition International Hau Giang One Member Limited Liability Company (“Anco Hau Giang”) (i)	Animal protein	Tan Phu Thanh Industrial Park – phase 1, Chau Thanh A District, Hau Giang Province, Vietnam	70.0%	-

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<b>Number</b>	<b>Name</b>	<b>Principal activity</b>	<b>Address</b>	<b>Percentage of economic interests at 31/12/2015</b>	<b>1/1/2015</b>
37	Vietnamese – French Cattle Feed Joint Stock Company (“Proconco”) (i)	Animal protein	Bien Hoa I Industrial Zone, Bien Hoa City, Dong Nai Province, Vietnam	68.6%	-
38	Proconco Can Tho Co., Ltd. (“Proconco Can Tho”) (i)	Animal protein	Lot 13, 14 Industrial Park Tra Noc 1, Tra Noc Ward, Binh Thuy District, Can Tho City, Vietnam	68.6%	-
39	Con Co Binh Dinh Co., Ltd. (“Proconco Binh Dinh”) (i)	Animal protein	Lot A-2-5 and Lot A-2-6, Nhon Hoa Industrial Park, Nhon Hoa Ward, An Nhon Town, Binh Dinh Province, Vietnam	68.6%	-
40	Toan Loi Manufacturing and Trading Company Limited (“Toan Loi”) (i)	Animal protein	Yen Phu Hamlet, Giai Pham Commune, Yen My District, Hung Yen Province, Vietnam	68.6%	-

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**Associates**

***Direct associates***

<b>Number</b>	<b>Name</b>	<b>Principal activity</b>	<b>Percentage of economic interests at 31/12/2015</b>	<b>Percentage of economic interests at 1/1/2015</b>
1	Vietnam Technological and Commercial Joint Stock Bank (“Techcombank”)	Banking	19.5%	19.5%

***Indirect associates***

<b>Number</b>	<b>Name</b>	<b>Principal activity</b>	<b>Percentage of economic interests at 31/12/2015</b>	<b>Percentage of economic interests at 1/1/2015</b>
1	Cholimex Food Joint Stock Company (“Cholimex”)	Seasonings manufacturing	32.8%	32.8%
2	Vinh Hao Spirulina Algae Corporation (“VHS”) (formerly known as Vinh Hao Seaweed”)	Algae manufacturing	-	30.0%
3	Thuan Phat Packing Joint Stock Company (“Thuan Phat”) (i)	Packing manufacturing	25.0%	-
4	Loc Khang Joint Stock Company (“Loc Khang”) (i)	Animal protein	26.2%	-
5	Abattoir Long Binh Joint Stock Company (“Abattoir”) (i)	Animal protein	25.0%	-
6	Dong Nai Manufacture, Service and Trading Joint Stock Company (“DN Manu”) (i)	Animal protein	21.3%	-

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- (i) In April 2015, the Company acquired 99.9% equity interest of MNS from other third parties for a consideration of VND2,192,690 million including transaction costs. MNS holds 100.0% equity interest in Kenji, 99.9% equity interest in Shika, 99.9% equity interest in Meiji, 70.0% equity interest in Anco and 52.1% equity interest in Proconco. As a result of this transaction, Kenji, Shika, Meiji, Anco and Proconco became subsidiaries indirectly owned by the Company through MNS.

Anco, a subsidiary, holds 100.0% equity interest in Anco Vinh Long, Anco Binh Dinh, Anco Thai Nguyen, Anco Tien Giang, Anco Hau Giang and Anco Nghe An. As a result of this transaction, Anco Vinh Long, Anco Binh Dinh, Anco Thai Nguyen, Anco Tien Giang, Anco Hau Giang and Anco Nghe An are indirectly owned by the Company through Anco.

Proconco, a subsidiary, holds 100.0% equity interest in Proconco Can Tho, Proconco Binh Dinh and Toan Loi and also holds 25.0% equity interest in Thuan Phat, 26.2% equity interest in Loc Khang, 25.0% equity interest in Abattoir and 21.3% equity interest in DN Manu. As a result of this transaction, Proconco Can Tho, Proconco Binh Dinh and Toan Loi are indirectly owned by the Company through Proconco. Thuan Phat, Loc Khang, Abattoir and DN Manu became the Company's indirect associates through Proconco.

In August and September 2015, Proconco repurchased treasury shares from non-controlling interest. As a result of these transactions, equity interest of the Group in Proconco increased from 52.1% to 65.8% as of 30 September 2015.

In December 2015, Kenji acquired additional 4,412,628 shares of Proconco from non-controlling interest. As a result of this transaction, equity interest of the Group in Proconco increased from 65.8% to 68.6%.

- (ii) In June 2015, the Planning and Investment Department of Hau Giang Province issued the Business Registration Certificate No. 6300262818 approving the establishment of MHG, a newly incorporate 100.0% owned subsidiary of MSF. MHG is indirectly owned by the Company through MSF, an indirect subsidiary of the Company through MCH and MSC.
- (iii) In January 2015, MSF acquired 99.9% equity interest of SNF from other third parties for a consideration of VND200,000 million including transaction costs. As a result of this transaction, SNF became a subsidiary indirectly owned by the Company through MSF, an indirect subsidiary of the Company through MCH and MSC.
- (iv) On 25 December 2015, MSB acquired 65.0% equity interest of QNW from third parties for a consideration of VND140,189 million including transactions cost. As a result of this transaction, QNW became a subsidiary indirectly owned by the Company through MSB, an indirect subsidiary of the Company through MCH and MSC.
- (v) In February 2015, the Planning and Investment Department of Hau Giang Province issued the Business Registration Certificate No. 6300259029 approving the establishment of MBHG, a newly incorporated 100.0% owned subsidiary of MMBr. MBHG is indirectly owned by the Company through MMBr, an indirect subsidiary of the Company through MCH and MB.



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- (vi) In February 2015, the Planning and Investment Department of Ho Chi Minh City issued the Business Registration Certificate No. 0313132445 approving the establishment of MBD, a newly incorporated 100.0% owned subsidiary of MB. MBD is indirectly owned by the Company through MB, an indirect subsidiary of the Company through MCH and MB.
- (vii) In December 2015, the Planning and Investment Department of Ho Chi Minh City issued the Business Registration Certificate No. 0313573915 approving the establishment of ML, a newly incorporated 100.0% owned subsidiary of MH. ML is indirectly owned by the Company through MH.
- (viii) These subsidiaries are indirectly owned by the Company through MCH, MSC and MSB.

All the subsidiaries and associates are incorporated in Vietnam.

The percentage of economic interests represents the effective percentage of economic interests of the Company both directly and indirectly in the subsidiaries and of its subsidiaries or indirect subsidiaries in the associates.

As at 31 December 2015 the Company had 32 employees (1/1/2015: 32 employees) and the Group had 8,660 employees (1/1/2015: 7,047 employees).

**(c) Normal operating cycle**

The normal operating cycle of the Company is generally within 12 months.

**2. Basis of preparation**

**(a) Statement of compliance**

The financial statements have been prepared in accordance with Vietnamese Accounting Standards, the Vietnamese Accounting System for enterprises and the relevant statutory requirements applicable to financial reporting.

**(b) Basis of measurement**

These financial statements, except for the statement of cash flows, are prepared on the accrual basis using the historical cost concept. The statement of cash flows is prepared using the indirect method.

**(c) Annual accounting period**

The annual accounting period of the Company is from 1 January to 31 December.

**(d) Accounting and presentation currency**

The Company's accounting currency is Vietnam Dong ("VND"). These financial statements are prepared and presented in millions of Vietnam Dong ("VND million").

### 3. Adoption of new guidance on accounting system for enterprises

On 22 December 2014, the Ministry of Finance issued Circular No. 200/2014/TT-BTC providing guidance on Vietnamese Accounting System for enterprises (“Circular 200”). Circular 200 replaces previous guidance on Vietnamese Accounting System for enterprises under Decision No. 15/2006/QĐ-BTC dated 20 March 2006 and Circular No. 244/2009/TT-BTC dated 31 December 2009. Circular 200 is applicable for annual accounting periods beginning on or after 1 January 2015.

On the same date of 22 December 2014, the Ministry of Finance also issued Circular No. 202/2014/TT-BTC providing guidance on preparation and presentation of consolidated financial statements (“Circular 202”). Circular 202 replaces previous guidance on preparation and presentation of consolidated financial statements provided in Part XIII of Circular No. 161/2007/TT-BTC dated 31 December 2007 of the Ministry of Finance. Circular 202 is also applicable for annual accounting periods beginning on or after 1 January 2015.

The Company and the Group have adopted the applicable requirements of Circular 200 and Circular 202 effective from 1 January 2015 on a prospective basis. The significant changes to the Company and the Group’s accounting policies and the effects on the financial statements, if any, are disclosed in the following notes to the financial statements:

- Basis of consolidation (note 4(a)) – gains or losses incurred on partial acquisitions or disposals that do not result in a loss or gain of control are recorded directly in undistributed profits after tax under equity. Non-controlling interest is now reclassified as part of equity;
- Recognition of foreign exchange differences (note 4(b)) – the use of different commercial exchange rates is now provided by Circular 200;
- Goodwill (note 4(l)) – goodwill recorded in the investment in equity accounted investees is now not amortised; and
- Earnings per share (note 4(v)) – profit or loss attributable to the ordinary shareholders of the Company is now determined after deducting amounts appropriated to bonus and welfare fund.

#### 4. Summary of significant accounting policies

The following significant accounting policies have been adopted by the Company and the Group in the preparation of these financial statements.

##### (a) Basis of consolidation

##### (i) *Common-control business combination*

Business combination where the same group of shareholders (“the Controlling Shareholders”) control the combining companies before and after the business combination meets the definition of business combination under common control because there is a continuation of the risks and benefits to the Controlling Shareholders. Such common control business combination is specifically excluded from the scope of Vietnamese Accounting Standard 11-*Business Combination* and in selecting its accounting policy with respect to such transaction, the Group has considered Vietnamese Accounting Standard 01-*Framework* and Vietnamese Accounting Standard 21-*Presentation of Financial Statements*. Based on these standards, the Group has adopted the merger (“carry-over”) basis of accounting. The assets and liabilities of the combining companies are consolidated using the existing book values from the Controlling Shareholders’ perspective. Prior to 1 January 2015, any difference between the cost of acquisition and net assets acquired is treated as a deemed distribution to or contribution from shareholders and recorded directly in other capital under equity. Effective from 1 January 2015, as the result of the adoption of Circular 202, such difference is recorded in undistributed profits after tax under equity. This change in accounting policy has been applied prospectively.

The consolidated statements of income, consolidated statement of cash flows and consolidated movement in owners’ equity include the results of operations of the combining companies as if the group structure had been in existence from the Controlling Shareholders’ perspective throughout the entire periods presented or where the companies were incorporated at a date later than the beginning of the earliest period presented, for the period from the date of incorporation to the end of the relevant reporting periods.

##### (ii) *Non-common control business combination*

Non-common control business combinations are accounted for using the purchase method as at the acquisition date, which is the date on which control is transferred to the Group. Control is the power to govern the financial and operating policies of an entity so as to obtain benefits from its activities. In assessing control, the Group takes into consideration potential voting rights that currently are exercisable.

Under the purchase method, the assets and liabilities of the acquired entity are consolidated using their fair values. Cost of acquisition consists of the aggregate fair value at the date of exchange, of assets given, liabilities incurred or assumed, and equity instruments issued by the Group. Goodwill represents the excess of the cost of acquisition over the Group’s interest in the net fair value of the identifiable assets, liabilities and contingent liabilities of the acquired entity. When the excess is negative, it is recognised immediately in consolidated statement of income.

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Transaction costs, other than those associated with the issue of debt or equity securities, that the Group incurred in connection with business combinations include any costs directly attributable to the combination, such as professional fees paid to accountants, legal advisers, valuers and other consultants to effect the combination. Transaction costs are capitalised into the cost of business combination. General administrative costs and other costs that cannot be directly attributed to the particular combination being accounted for are not included in the cost of the combination; they are recognised as an expense when incurred.

**(iii) *Subsidiaries***

Subsidiaries are entities controlled by the Group. Control exists when the Group has the power to govern the financial and operating policies of an entity so as to obtain benefits from its activities. In assessing control, potential voting rights that currently are exercisable are taken into account. The financial statements of subsidiaries are included in the consolidated financial statements from the date that control commences until the date that control ceases.

**(iv) *Associates (equity accounted investees)***

Associates are those entities in which the Group has significant influence, but not control, over the financial and operating policies. Significant influence is presumed to exist when the Group holds between 20 and 50 percent of the voting power of another entity. Associates are accounted for in the consolidated financial statements using the equity method (equity accounted investees). The consolidated financial statements include the Group's share of the income and expenses of equity accounted investees, after adjustments to align the accounting policies with those of the Group, from the date that significant influence commences until the date that significant influence ceases. When the Group's share of losses exceeds its interest in an equity accounted investee, the carrying amount of that interest (including any long-term investments) is reduced to nil and the recognition of further losses is discontinued except to the extent that the Group has an obligation or has made payments on behalf of the investee.

**(v) *Loss of control***

When the Group loses control over a subsidiary, it derecognises the assets and liabilities of the subsidiary, and any related non-controlling interest ("NCI") and other components of equity. Any resulting gain or loss is recognised in the consolidated income statement. Any interest retained in the former subsidiary when control is lost is stated at the carrying amount of the retained investment in the separate financial statements adjusted for appropriate shares of changes in equity of the investee since the acquisition date, if significant influence in the investee is maintained, or otherwise stated at cost.

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**(vi) Non-controlling interests**

NCI are measured at their proportionate share of the acquiree's identifiable net assets at date of acquisition.

Prior to 1 January 2015, changes in the Group's interest in a subsidiary that do not result in a loss of control are accounted for as transactions with owners. The difference between the change in the Group's share of net assets of the subsidiary and any consideration paid or received is recorded directly in other capital under equity. Effective from 1 January 2015, as the result of the adoption of Circular 202, such difference is recorded in undistributed profits after tax under equity. This change in accounting policy has been applied prospectively.

**(vii) Transactions eliminated on consolidation**

Intra-group balances, and any unrealised income and expenses arising from intra-group transactions, are eliminated in preparing the consolidated financial statements. Unrealised gains and losses arising from transactions with equity accounted investees are eliminated against the investment to the extent of the Group's interest in the investee.

**(b) Foreign currency transactions**

Transactions in currencies other than VND during the period have been translated into VND at actual rates of exchange ruling at the transaction dates. The actual rates of exchange applied to account for foreign currency transaction are determined as follows:

- Exchange rate applied to buying or selling foreign currency is the exchange rate stipulated in the currency exchange contract between the Company or its subsidiaries and the bank.
- Exchange rate applied to capital contribution transaction is the foreign currency buying rate at the transaction date quoted by the bank through which the investor transfers funds for the capital contribution.
- Exchange rate applied to recognise accounts receivable from customers, receivables on lending loans and other receivables is the foreign currency buying rate at the transaction date quoted by the bank through which the Company or its subsidiaries receive money from the customer or counterparty.
- Exchange rate applied to recognise accounts payable to suppliers and other payables is the foreign currency selling rate at the transaction date quoted by the bank through which the Company or its subsidiaries intend to make payment for the liability.
- For asset acquisitions or expenses that are settled with immediate payment, the exchange rate applied is the foreign currency buying rate at the transaction date quoted by the bank through which the Company or its subsidiaries make payment.

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Monetary assets and liabilities denominated in currencies other than VND are translated into VND at actual rates of exchange ruling at the balance sheet date. The actual rates of exchange applied to retranslate monetary items denominated in foreign currency at reporting date are determined as follows:

- For monetary assets (cash and receivables): the foreign currency buying rate at the reporting date quoted by the commercial bank where the Company or its subsidiaries most frequently conducts transactions. Cash at bank and bank deposits are retranslated using the foreign currency buying rate of the bank where the Company or its subsidiaries deposits the money or maintains those bank accounts.
- For monetary liabilities (payables and borrowings): the foreign currency selling rate at reporting date quoted by the commercial bank where the Company or its subsidiaries most frequently conducts transactions.

All foreign exchange differences are recorded in the statement of income.

Prior to 1 January 2015, all foreign exchange differences are recorded in the statement of income, except when they relate to the construction of tangible fixed assets or the translation of foreign currency monetary items during the Company's and/or its subsidiaries' pre-operating stage, in which case they are recorded in the Foreign Exchange Difference Account in equity until the Company or the subsidiaries commence operations. Once the Company or the subsidiaries commence operations and the tangible fixed assets are put into use, the net related foreign exchange gain or loss is transferred to Unearned Revenue Account or Long-term Prepayment Account respectively. The net gain or loss is then amortised on a straight line basis over five years.

Effective from 1 January 2015, as a result of Circular 200 adoption, all foreign exchange differences including those incurred during pre-operating stage are recorded in the separate and the consolidated statement of income. The unamortised balance of foreign exchange differences previously recorded in Long-term Prepayment Account as at 1 January 2015 amounting to VND3,443 million has been transferred to the consolidated statement of income for the year ended 31 December 2015. This change in accounting policy has been applied prospectively. As a result, consolidated net profit for the year ended 31 December 2015 had decreased by VND2,686 million (net of income tax effect of VND757 million).

**(c) Cash and cash equivalents**

Cash comprises cash balances and call deposits. Cash equivalents are short-term highly liquid investments that are readily convertible to known amount of cash, are subject to an insignificant risk of changes in value, and are held for the purpose of meeting short-term cash commitments rather than for investment or other purposes.

**(d) Investments**

**(i) Held to maturity investments**

Held-to-maturity investments are those that the Company and the Group's management has the intention and ability to hold until maturity. Held-to-maturity investments include term deposits at bank. These investments are stated at costs less allowance for doubtful debts.

**(ii) Investments in subsidiaries and associates**

For the purpose of separate financial statements, investments in subsidiaries and associates are initially recognised at cost which includes purchase price plus any directly attributable transaction costs. Subsequent to initial recognition, these investments are stated at cost less allowance for diminution in value. An allowance is made for diminution in investment value if the investee has suffered a loss, except where such a loss was anticipated by the Company and the Group's management before making the investment. The allowance is reversed if the investee subsequently made a profit that offsets the previous loss for which the allowance had been made. An allowance is reversed only to the extent that the investment's carrying amount does not exceed the carrying amount that would have been determined if no allowance had been recognised.

**(iii) Equity investments in other entity**

Equity investments in other entity are initially recognised at cost which include purchase price plus any directly attributable transaction costs. Subsequent to initial recognition, these investment are stated at cost less allowance for diminution in value. An allowance is made for diminution in investment values if the investee has suffered a loss, except where such a loss was anticipated by the the Company and the Group's management before making the investment. The allowance is reversed if the investee subsequently made a profit that offsets the previous loss for which the allowance had been made. An allowance is reversed only to the extent that the investment's carrying amount does not exceed the carrying amount that would have been determined if no allowance had been recognised.

**(e) Accounts receivable**

Accounts receivable from customers and other receivables are stated at cost less allowance for doubtful debts.

**(f) Inventories**

Inventories are stated at the lower of cost and net realisable value. Cost is determined on a weighted average basis and includes all costs incurred in bringing the inventories to their present location and condition. Cost in the case of finished goods and work in progress includes raw materials, direct labour and attributable overheads. Net realisable value is the estimated selling price of inventory items, less the estimated costs of completion and selling expenses.

The Company and the Group apply the perpetual method of accounting for inventory.

(g) **Tangible fixed assets**

(i) *Cost*

Tangible fixed assets are stated at cost less accumulated depreciation. The initial cost of a tangible fixed asset comprises its purchase price, including import duties, non-refundable purchase taxes and any directly attributable costs of bringing the asset to its working condition and location for its intended use, and the costs of dismantling and removing the asset and restoring the site on which it is located. Expenditure incurred after tangible fixed assets have been put into operation, such as repairs and maintenance and overhaul costs, is normally charged to income in the year in which the costs are incurred. In situations where it can be clearly demonstrated that the expenditure has resulted in an increase in the future economic benefits expected to be obtained from the use of tangible fixed assets beyond their originally assessed standard of performance, the expenditure is capitalised as an additional cost of tangible fixed assets.

Including in the cost of tangible assets of the Group, there are certain costs related to mining properties. They comprise mine rehabilitation assets and fair value of mineral reserves from business combination.

(ii) *Depreciation*

*Machinery and equipment and fair value of mineral reserves from business combination directly related to mining activities*

Machinery and equipment and fair value of mineral reserves from business combination which are directly related to the mining exploitation activities is depreciated over its mineral reserve on a unit-of-production basis. Mineral reserves are estimates of the amount of product that can be economically and legally extracted from the Group's mining properties.

*Machinery and equipment of a subsidiary directly related to production activities*

Tangible fixed assets of a subsidiary which are directly related to the deep processing of tungsten products are depreciated over its estimated useful lives on a unit-of-production basis over an estimated production quantity output.

*Others*

Depreciation is computed on a straight-line basis over the estimated useful lives of tangible fixed assets. The estimated useful lives are as follows:

▪ mining properties	15 - 20 years
▪ buildings and structures	4 - 30 years
▪ leasehold improvements	3 - 5 years
▪ office equipment	3 - 10 years
▪ machinery and equipment	3 - 25 years
▪ motor vehicles	3 - 10 years



**(h) Finance lease tangible fixed assets**

Leases in terms of which the Group assumes substantially all the risks and rewards of ownership are classified as finance leases. Tangible fixed assets acquired by way of finance leases are stated at an amount equal to the lower of fair value and the present value of the minimum lease payments at inception of the lease, less accumulated depreciation.

Depreciation on finance leased assets is computed on a straight-line basis over the estimated useful lives of items of the leased assets which is 5 years.

**(i) Intangible fixed assets**

**(i) Land use rights**

Land use rights comprise:

- those granted by the State for which land use payments are collected;
- those acquired in a legitimate transfer; and
- rights to use leased land obtained before the effective date of Land Law (2003) for which payments have been made in advance for more than 5 years and supported by land use right certificate issued by competent authority.

Land use rights are stated at cost less accumulated amortisation. The initial cost of land use rights comprises its purchase price and any directly attributable costs incurred in conjunction with securing the land use rights. Amortisation is computed on a straight-line basis over their useful lives ranging from 19 to 50 years.

**(ii) Software**

Cost of acquisition of new software, which is not an integral part of the related hardware, is capitalised and treated as an intangible asset. Software is amortised on a straight-line basis over 4 and 10 years.

**(iii) Brand name**

Cost of acquisition of brand name is capitalised and treated as an intangible asset.

The fair value of brand name acquired in a business combination is based on the discounted estimated royalty payments that have been avoided as a result of the brand name being owned. The fair value of brand name acquired in a business combination is recognised as an intangible asset and is amortised on a straight-line basis ranging from 10 to 20 years.

**(iv) Customer relationships**

Customer relationships that are acquired by the Group in the acquisition of subsidiary are capitalised and presented as an intangible asset. The fair value of customer relationships acquired in a business combination is determined using the multi-period excess earnings method, whereby the subject assets are valued after deducting a fair return on all other assets that are part of creating the related cash flows. The fair value of customer relationships is amortised on a straight line basis over their useful lives ranging from 5 to 20 years.

**(v) Mineral water resources**

Mineral water resources that are acquired by the Group in the acquisition of subsidiary are capitalised and presented as an intangible asset. The fair values of mineral water resources acquired in a business combination are determined using either the direct comparison method or the multi-period excess earnings method. The direct comparison approach estimates the value of mineral resources by comparing recent asking/transacted price of similar interests located in a similar area. In the multi-period excess earnings method, subject assets are valued after deducting a fair return on all other assets that are part of creating the related cash flows. The fair value of mineral water resources are amortised on a straight line basis over their useful lives ranging from 10 to 37 years.

**(vi) Mining rights**

The mining rights is calculated based on the remaining exploitable reserves multiplied with the price as announced by the provincial authorities in accordance with Decree 203/2013/ND/CP dated 28 November 2013 which became effective from 20 January 2014. Cost of mining rights are stated at an amount equal to the present value of mining rights fee and is capitalised and treated as an intangible asset. Amortisation of mining rights is computed on a straight-line basis over the period of the economic life of the mine reserves.

**(ix) Technology**

Technology that are acquired by the Group in the acquisition of subsidiary are capitalised and presented as an intangible asset.

The fair value of technology acquired in a business combination is determined using the multi-period excess earnings method, whereby the subject assets are valued after deducting a fair return on all other assets that are part of creating the related cash flows. The fair value of technology is amortised on a straight line basis over their useful lives ranging over 5 years.

**(x) Exploitation rights**

Expenditure on obtaining exploitation rights for mineral water resources is capitalised and treated as an intangible asset. Amortisation is computed on a straight-line basis over their useful lives ranging from 9 to 30 years.

**(j) Construction in progress**

Construction in progress represents the cost of construction and machinery which have not been fully completed or installed and mineral assets under development. No depreciation is provided for construction in progress during the period of construction, installation and commissioning stages.

Mineral assets under development comprise mineral reserve and related development costs acquired in a business combination and subsequent development expenditure. These assets are qualified for capitalisation when the mineral reserve to which they relate is proven to be commercially and technically viable. They are initially recognised at their fair value as part of business combination accounting and subsequent development expenditure are capitalised net of proceeds from the sale of ore extracted during the development phase. On completion of development, defined as the time when saleable materials begin to be extracted from the mine, all assets are reclassified to either “machinery or equipment” or “mining properties” in tangible fixed assets or in long-term prepaid expenses.

**(k) Long-term prepayments**

**(i) Mining properties**

Mining properties comprise:

- Capitalised exploration, evaluation and development expenditure (including development stripping); and
- Capitalised production stripping (as described below in ‘Deferred stripping costs’).

*Deferred stripping costs*

In open pit mining operations, it is necessary to remove overburden and other waste materials to access ore body. Stripping costs incurred in the development phase of a mine (development stripping costs) are capitalised as part of the cost of mine under construction. All capitalised development stripping included in assets under construction is transferred to mining properties.

The costs of removal of the waste material during a mine’s production phase (production stripping costs) are deferred where they give rise to future benefits:

- a) It is probable that the future economic benefits will flow to the Group;
- b) The component of the ore body for which access has been improved can be identified; and
- c) The costs incurred can be measured reliably.

Production stripping costs are allocated between the inventory produced and the production stripping asset with reference to the average life of mine strip ratio.

The average life of mine strip ratio represents the ratio of the estimated total volume of waste, to the estimated total quantity of economically recoverable ore, over the life of the mine. These costs are capitalised to the production stripping assets where the current period actual stripping ratio is higher than the average life of mine strip ratio.

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The development and production stripping assets are amortised over the life of the proven and probable reserves of the relevant components on a systematic basis.

**(ii) *Pre-operating expenses***

Pre-operating expenses are recorded in the statement of income, except for establishment costs and expenditures on training, advertising and promotional activities incurred from the incorporation date to the commercial operation date. These expenses are recognised as long-term prepayments, initially stated at cost, and are amortised on a straight line basis over 3 years starting from the date of commercial operation.

**(iii) *Prepaid land costs***

Prepaid land costs comprise prepaid land lease rentals and other costs incurred in conjunction with securing the use of leased land. These costs are recognised in the statement of income on a straight-line basis over the term of the lease from 42 to 50 years.

**(iv) *Land compensation cost***

Land compensation costs comprise costs incurred in conjunction with securing the use of leased land. These costs are recognised in the statement of income on a straight-line basis over the term of the lease of 20 years.

**(v) *Printing axles and tools and supplies***

Printing axles and tools and supplies are initially stated at cost and amortised over their useful lives of 1 to 3 years.

Tools and instruments include assets held for use by the Company and the Group in the normal course of business whose costs of individual items are less than VND30 million and therefore not qualified for recognition as fixed assets under Circular 45/2013/TT-BTC dated 25 April 2013 of the Ministry of Finance which provides guidance on management, use and depreciation of fixed assets. Cost of tools and instruments are amortised on a straight-line basis not more than 3 years.

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(vii) *Goodwill from equitisation*

Goodwill generated from the state-owned enterprise equitisation is recognised as long-term prepayments. Goodwill generated from the state-owned enterprise equitisation includes brand name value and potential development value. Brand name value is determined on the basis of actual costs incurred for creation and protection of trademarks, trade name in the course of the enterprise's operation for the period of five years before the valuation date (including establishment costs and expenditures on training, advertising and promotional activities incurred to promote and introduce the enterprise and its products and website costs). Potential development value is evaluated on the basis of profitability of the enterprise in the future taking into account the enterprise's profit ratio and interest rates of 5-year government bonds. Goodwill generated from the state-owned enterprise equitisation is amortised on a straight-line basis over ten years starting from the date of conversion from a state-owned enterprise into a joint stock company (date of first business registration certificate for a joint stock company).

(viii) *Borrowing fees and arrangement fees*

Borrowing fees and arrangement fees are the costs incurred in conjunction with the obtaining of long-term borrowings and is recognised in the statement of income on a straight-line basis over the term of the borrowings.

Prior to 1 January 2015, the borrowing fees and arrangement fees were recorded under long-term prepayment and amortised over the term of the borrowings. Effective from 1 January 2015, as a result of the adoption of Circular 200, the unamortised balances previously recorded in long-term prepayment will be reclassified to long-term borrowings, bonds and finance lease liabilities and continue to be amortised to the statement of income. Any cost incurred subsequent to 1 January 2015 will be recorded to the statement of income. This change in accounting policy has been applied prospectively.

(I) **Goodwill**

Goodwill arises on acquisition of subsidiaries and associates in non-common control acquisition.

Goodwill is measured at cost less accumulated amortisation. Cost of goodwill represents the excess of the cost of the acquisition over the Group's interest in the net fair value of the identifiable assets, liabilities and contingent liabilities of the acquiree. When the excess is negative (gain from bargain purchase), it is recognised immediately in the consolidated statement of income.

Goodwill arising on acquisition of a subsidiary is amortised on a straight-line basis over 10 years. Carrying value of goodwill arising on acquisition a subsidiary is written down to recoverable amount as management determines that it is not fully recoverable.

In respect of equity accounted investees, the carrying amount of goodwill is included in the carrying value of the investment. Prior to 1 January 2015, goodwill included in the carrying amount of the investment in associates were amortised on a straight-line basis over 10 years. Effective from 1 January 2015, as a result of the adoption of Circular 202, amortisation of goodwill which is included in the carrying amount of investment in associates had ceased. This change in accounting policy has been applied prospectively.

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(m) **Accounts payable to suppliers and other payables**

Accounts payable to suppliers and other payables are stated at their cost.

(n) **Provisions**

A provision is recognised if, as a result of a past event, the Company and the Group has a present legal or constructive obligation that can be estimated reliably, and it is probable that an outflow of economic benefits will be required to settle the obligation. Provisions are determined by discounting the expected future cash flows at a pre-tax rate that reflects current market assessments of the time value of money and the risks specific to the liability.

***Mining rights***

In accordance with the Law on Minerals 2010, a subsidiary of the Company has an obligation to pay the government fees for mining rights grant. The mining rights fees is calculated based on the remaining exploitable reserves multiplied with the price as announced by the provincial authorities in accordance with Decree 2013/2013/ND/CP dated 28 November 2013 which became effective from 20 January 2014. Mining rights grant fees are recognised as intangible fixed assets.

***Mine rehabilitation***

The mining, extraction and processing activities of the Group give rise to obligations for site closure or rehabilitation. Closure and rehabilitation works can include facility decommissioning and dismantling; removal or treatment of waste materials; site and land rehabilitation. The extent of work required and the associated costs are dependent on the requirements of the Ministry of Natural Resources and Environment (“MONRE”) and the Group’s environmental policies based on the Environment Impact Report. The timing of the actual closure and rehabilitation expenditure is dependent on the life and nature of the mine.

When provisions for closure and rehabilitation are initially recognised, the corresponding cost is capitalised as an asset, representing part of the cost of acquiring the future economic benefits of the operation. The capitalised cost of closure and rehabilitation activities is recognised in mining properties and depreciated accordingly. The value of the provision is progressively increased over time as the effect of the discounting unwinds, creating an expense recognised in financial expenses.

Closure and rehabilitation provisions are also adjusted for changes in estimates. These adjustments are accounted for as a change in the corresponding capitalised cost, except where a reduction in the provision is greater than the under-depreciated capitalised cost of the related assets, in which the capitalised cost is reduced to nil and the remaining adjustment is recognised in the statement of income.



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***Severance allowance***

Under the Vietnamese Labour Code, when employees who have worked for 12 months or more (“eligible employees”) voluntarily terminates their labour contracts, the employer is required to pay the eligible employees severance allowance calculated based on years of service and employees’ compensation at termination. Provision for severance allowance has been provided based on employees’ years of service and their current salary level.

Pursuant to Law on Social Insurance, effective from 1 January 2009, the Group and its employees are required to contribute to an unemployment insurance fund managed by the Vietnam Social Insurance Agency. The contribution to be paid by each party is calculated at 1% of the lower of the employees’ basic salary and 20 times the general minimum salary level as specified by the Government from time to time. With the implementation of the unemployment insurance scheme, the Group is no longer required to provide severance allowance for the service period after 1 January 2009. However, severance allowance to be paid to existing eligible employees as of 31 December 2015 will be determined based on the eligible employees’ years of service as of 31 December 2008 and their average salary for the six-month period prior to the termination date.

**(o) Bonds issued**

**Straight bonds**

At initial recognition, straight bonds are measured at cost which comprises proceed from issuance net of issuance costs. Any discount, premium or issuance costs are amortised on a straight-line basis over the term of the bond.

**(p) Classification of financial instruments**

Solely for the purpose of providing disclosures about the significance of financial instruments to the Company and the Group’s separate and consolidated financial positions and results of operations and the nature and extent of risk arising from financial instruments, the Company and the Group classify their financial instruments as follows:

**(i) Financial assets**

***Financial assets at fair value through profit or loss***

A financial asset at fair value through profit or loss is a financial asset that meets either of the following conditions:

- It is considered by management as held for trading. A financial asset is considered as held for trading if:
  - it is acquired principally for the purpose of selling it in the near term;
  - there is evidence of a recent pattern of short-term profit-taking; or
  - a derivative (except for a derivative that is financial guarantee contract or a designated and effective hedging instrument).

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- Upon initial recognition, it is designated by the Company and the Group as financial assets at fair value through profit or loss.

*Held-to-maturity investments*

Held-to-maturity investments are non-derivative financial assets with fixed or determinable payments and a fixed maturity that the Company and the Group has the positive intention and ability to hold to maturity, other than:

- those that the Company and the Group upon initial recognition designates as financial assets at fair value through profit or loss;
- those that the Company and the Group designates as available-for-sale; and
- those that meet the definition of loans and receivables.

*Loans and receivables*

Loans and receivables are non-derivative financial assets with fixed or determinable payments that are not quoted in an active market, other than those:

- that the Company and the Group intends to sell immediately or in the near term, which are classified as held for trading, and those that the entity on initial recognition designates as at fair value through profit or loss;
- that the Company and the Group upon initial recognition designates as available-for-sale; or
- for which the Company and the Group may not recover substantially all of its initial investment, other than because of credit deterioration, which are classified as available-for-sale.

*Available-for-sale financial assets*

Available-for-sale financial assets are non-derivative financial assets that are designated as available for sale or that are not classified as:

- financial assets at fair value through profit or loss;
- held-to-maturity investments; or
- loans and receivables.

**(ii) *Financial liabilities***

*Financial liabilities at fair value through profit or loss*

A financial liability at fair value through profit or loss is a financial liability that meets either of the following conditions:

- It is considered by management as held for trading. A financial liability is considered as held for trading if:
  - it is incurred principally for the purpose of repurchasing it in the near term;



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- there is evidence of a recent pattern of short-term profit-taking; or
  - a derivative (except for a derivative that is financial guarantee contract or a designated and effective hedging instrument).
- Upon initial recognition, it is designated by the Company and the Group as financial liabilities at fair value through profit or loss.

*Financial liabilities carried at amortised cost*

Financial liabilities which are not classified as financial liabilities at fair value through profit or loss are classified as financial liabilities carried at amortised cost.

Guarantees issued are under the category of financial liabilities at fair value through profit or loss but they are not recognised in the financial statements.

The above described classification of financial instruments is solely for presentation and disclosure purpose and is not intended to be a description of how the instruments are measured. Accounting policies for measurement of financial instruments are disclosed in other relevant notes.

**(q) Derivative financial instruments**

The Group holds derivative financial instruments to hedge its exposures to the risk of raw material price fluctuation. Derivative financial instruments are recorded in the balance sheet at cost on the date when the derivative contracts are entered into. Realised gains or losses from derivatives are recognised as financial income or financial expenses in the statement of income.

**(r) Taxation**

Income tax on the profit or loss for the year comprises current and deferred tax. Income tax is recognised in the statement of income except to the extent that it relates to items recognised directly to equity, in which case it is recognised in equity.

Current tax is the expected tax payable on the taxable income for the year, using tax rates enacted or substantially enacted at the balance sheet date, and any adjustment to tax payable in respect of previous years.

Deferred tax is provided using the balance sheet method, providing for temporary differences between the carrying amounts of assets and liabilities for financial reporting purposes and the amounts used for taxation purposes. The amount of deferred tax provided is based on the expected manner of realisation or settlement of the carrying amount of assets and liabilities using tax rates enacted or substantively enacted at the balance sheet date.

A deferred tax asset is recognised only to the extent that it is probable that future taxable profits will be available against which the asset can be utilised. Deferred tax assets are reduced to the extent that it is no longer probable that the related tax benefit will be realised.

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(s) **Equity**

(i) *Share capital and share premium*

Ordinary share capital is classified as equity. The excess of proceeds contributed over the par value of shares issued is recorded as share premium. Incremental costs directly attributable to the issue of ordinary shares are recognised as a deduction from share premium.

(ii) *Other capital*

Agreements to issue a fixed number of shares in the future are recognised based on their fair values at the dates of the agreements under other capital if there are no other settlement alternatives.

Prior to 1 January 2015, equity movements resulting from common-control business combination, acquisition or disposal to non-controlling interest that do not result in a loss of control are recorded in "Other reserves" in equity. Effective from 1 January 2015, as the result of the adoption of Circular 202, such difference is recorded in undistributed profits after tax under equity. This change in accounting policy has been applied prospectively. The other reserves previously recorded has been reclassified to other capital.

(t) **Revenue**

*Goods sold*

Revenue from the sale of goods is recognised in the statement of income when significant risks and rewards of ownership have been transferred to the buyer. For sales of minerals, the sales price is usually determined on a provisional basis at the date revenue recognition and adjustments to the sales price subsequently occurs based on movements in quoted market or contractual prices up to the date of final pricing. The period between provisional invoicing and final pricing is typically between 30 and 60 days, but in some cases can be as long as 90 days. Revenue on provisionally priced sales is recognised based on the estimated fair value of the total consideration receivable. In cases where the terms of the executed contractual sales agreement allow for an adjustment to the sales price based on a survey of the goods by the customer, assay results issued by a third party are preferable, unless customer's survey is within executed contractual tolerance, then sales is based on the most recently determined of product specifications.

No revenue is recognised if there are significant uncertainties regarding recovery of the consideration due or the possible return of goods. Revenue on sales of goods is recognised at the net amount after deducting sales discounts stated on the invoice.

**(u) Financial income and financial expenses**

**(i) Financial income**

Financial income comprises dividend income, interest income from deposits and loans, interest income from loans to subsidiaries, income from disposal of equity interests, foreign exchange gains and realised gains from derivative financial instruments. Dividend income is recognised when the right to receive dividend is established. Interest income is recognised as it accrues in the statement of income.

**(ii) Financial expenses**

Financial expenses comprise interest expenses on borrowings, interest costs, losses from disposal of equity interests, foreign exchange losses and realised losses from derivative financial instruments. Borrowing costs are recognised as an expense in the year in which they are incurred, except where the borrowing costs relate to borrowings in respect of the construction of tangible fixed assets, in which case the borrowing costs incurred during the period of construction are capitalised as part of the cost of the fixed assets concerned.

**(v) Operating lease payments**

Payments made under operating leases are recognised in the statement of income on a straight-line basis over the term of the lease. Lease incentives received are recognised in the statement of income as an integral part of the total lease expense.

**(w) Earnings per share**

The Group presents basic and diluted earnings per share (EPS) data for its ordinary shares. Basic EPS is calculated by dividing the profit or loss attributable to ordinary shareholders of the Company by the weighted average number of ordinary shares outstanding during the year. Diluted EPS is determined by adjusting the profit or loss attributable to ordinary shareholders of the Company and the weighted average number of ordinary shares outstanding for the effects of all dilutive potential ordinary shares.

Prior to 1 January 2015, the profit or loss attributable to the ordinary shareholders of the Company included amounts appropriated to bonus and welfare funds, if any. Effective from 1 January 2015, the profit or loss attributable to the ordinary shareholders of the Company is determined after deducting any amounts appropriated to bonus and welfare funds. This change in accounting policy has been applied prospectively.

**(x) Segment reporting**

A segment is a distinguishable component of the Group that is engaged either in providing related products or services (business segment), or in providing products or services within a particular economic environment (geographical segment), which is subject to risks and rewards that are different from those of other segments. The Group's primary format for segment reporting is based on business segments.

**(y) Related parties**

Parties are considered to be related to the Company and the Group if one party has the ability, directly or indirectly, to control the other party or exercise significant influence over the other party in making financial and operating decisions, or where the Company and the Group and the other party are subject to common control or significant influence. Related parties may be individuals or corporate entities and include close family members of any individual considered to be a related party.

Related companies refer to the investors and their subsidiaries and associates.

**(z) Share-based payments**

Shares issued to employees are recorded at their par value.

**5. Segment reporting**

The Group has three (3) reportable segments, as described below, which are the Group's strategic businesses. The strategic businesses offer different products and services, and are managed separately because they require different technology and marketing strategies. For each of the strategic businesses, the Group's Board of Management reviews internal management reports on a periodic basis.

The Group holds the following business segments through separate subsidiary groups:

- Food and beverage;
- Animal protein;
- Others: mining and processing; financial services.

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(a) Business segments	Food and beverage		Animal protein		Others		Total	
	2015 VND million	2014 VND million Reclassified	2015 VND million	2014 VND million Reclassified	2015 VND million	2014 VND million Reclassified	2015 VND million	2014 VND million Reclassified
Segment revenue	13,916,891	13,294,163	14,053,644	-	2,657,875	2,825,731	30,628,410	16,119,894
Segment gross margin	6,095,489	5,645,811	2,916,623	-	796,512	770,893	9,808,624	6,416,704
Segment results	2,052,023	2,666,839	782,474	194,773	164,636	(357,790)	2,999,133	2,503,822
Net unallocated expenses							(471,883)	(466,780)
Net profit							2,527,250	2,037,042

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	Food and beverage		Animal protein		Others		Total		
	31/12/2015 VND million	1/1/2015 VND million	31/12/2015 VND million	1/1/2015 VND million	31/12/2015 VND million	1/1/2015 VND million	31/12/2015 VND million	1/1/2015 VND million	
Segment assets	20,712,909	15,108,276	14,766,478	-	-	34,546,124	32,556,806	70,025,511	47,665,082
Unallocated assets								1,824,189	5,300,018
<b>Total assets</b>								<b>71,849,700</b>	<b>52,965,100</b>
Segment liabilities	16,381,478	10,963,588	7,804,983	-	-	13,454,736	9,891,791	37,641,197	20,855,379
Unallocated liabilities								7,099,457	10,184,582
<b>Total liabilities</b>								<b>44,740,654</b>	<b>31,039,961</b>
Capital expenditure	1,865,381	843,267	194,788	-	-	1,796,516	1,885,626	3,856,685	2,728,893
Depreciation	380,125	278,654	102,062	-	-	770,150	612,488	1,252,337	891,142
Amortisation	455,809	319,250	247,772	-	-	115,780	201,807	819,361	521,057

**(b) Geographical segments**

During the year ended 31 December 2015 and 31 December 2014, the Group view themselves as operating in one geographical segment which is in Vietnam.

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**6. Business combination**

**(a) Acquisition of SNF**

In January 2015, MSF, an indirect subsidiary of the Company, completed the acquisition of 99.9% equity interest of SNF for a consideration of VND200,000 million, including transaction costs. Such acquisition resulted in the Company gaining 77.8% effective equity interest in SNF as at 31 December 2015.

The acquisition had the following effect on the Group's assets and liabilities on acquisition date:

	Pre-acquisition carrying amounts VND million	Fair value adjustments VND million	Recognised value on acquisition VND million
Cash and cash equivalents	19,161	-	19,161
Accounts receivable from customers	1,619	-	1,619
Other receivables	486	-	486
Inventories	6,575	-	6,575
Other long-term receivables	1,359	-	1,359
Tangible fixed assets - net	11,559	846	12,405
Intangible fixed assets - net	93	40,755	40,848
Long-term prepayments	286	-	286
Current liabilities	(7,762)	-	(7,762)
Deferred tax liabilities	-	(6,445)	(6,445)
<b>Total net identifiable assets acquired</b>	<b>33,376</b>	<b>35,156</b>	<b>68,532</b>
Share of net assets acquired			68,532
Goodwill on acquisition (Note 17)			131,468
<b>Total consideration</b>			<b>200,000</b>
Cash acquired			(19,161)
<b>Net cash outflow</b>			<b>180,839</b>

Goodwill recognised on the acquisition is attributable mainly to synergies which management expect to realise by integrating SNF into the Group's existing business.

During the period from the acquisition date to 31 December 2015, the acquired business contributed net revenue of VND103,265 million and net profit after tax of VND12,462 million to the Group's results.

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**(b) Acquisition of MNS**

In April 2015, the Company completed the acquisition of 99.9% equity interest of MNS for a total consideration of VND2,192,690 million, including transaction costs. Such acquisition resulted in the Company having 99.9% effective equity interest in MNS as at 31 December 2015.

The acquisition had the following effect on the Group's assets and liabilities on acquisition date:

	Pre-acquisition carrying amounts VND million	Fair value adjustments VND million	Recognised value on acquisition VND million
Cash and cash equivalents	1,869,174	-	1,869,174
Short-term financial investments	577,500	-	577,500
Accounts receivables – short-term	859,515	-	859,515
Inventories	3,155,172	-	3,155,172
Other current assets	56,580	-	56,580
Account receivables – long-term	54,434	-	54,434
Tangible fixed assets – net	1,150,394	24,102	1,174,496
Intangible fixed assets – net	4,682,517	487,538	5,170,055
Construction in progress	223,192	-	223,192
Investment in associates and other entity	48,340	-	48,340
Long-term prepayments	121,257	-	121,257
Deferred tax assets	72,542	-	72,542
Short-term borrowings	(682,900)	-	(682,900)
Other current liabilities	(1,573,137)	-	(1,573,137)
Long-term borrowings and finance lease liabilities	(3,645,425)	-	(3,645,425)
Deferred tax liabilities	(742,779)	(76,746)	(819,525)
Provisions - long-term	(32,904)	-	(32,904)
Non-controlling interest	(4,039,942)	(248,081)	(4,288,023)
<b>Total net identifiable assets acquired</b>	<b>2,153,530</b>	<b>186,813</b>	<b>2,340,343</b>
Share of net assets acquired			2,340,331
Negative goodwill on acquisition (Note 29)			(147,641)
<b>Total consideration</b>			<b>2,192,690</b>
Cash acquired			(1,869,174)
<b>Net cash outflow</b>			<b>323,516</b>

The excess fair value of net identifiable assets and liabilities over the cost of the acquisition amounting to VND147,641 million was included in financial income (Note 29).

Negative goodwill recognised on the acquisition is attributable mainly to the Group purchased for a consideration below the fair value of the assets acquired.



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During the period from the acquisition date to 31 December 2015, the acquired business contributed net revenue of VND14,053,644 million and net profit after tax of VND782,474 million to the Group's results.

In 2014, MNS entered into an option agreement with Anco's non-controlling interest shareholders on (1) put option to grant Anco's non-controlling interest shareholders to sell at an agreed price the remaining 30.0% equity interest, which can be exercised in whole within 18 months period from June 2015 and (2) call option to acquire at an agreed price the remaining 30.0% equity interest of Anco, which can be exercised in whole within 24 months period from December 2016.

MNS also enter into option agreement with Anco's non-controlling interest shareholders on call option to acquire at an agreed price the whole equity interest of an existing entity or an entity which will be established by those shareholders in the animal protein industry. This option agreement can be exercised in 2016.

(c) *Acquisition of QNW*

In December 2015, the Company completed the acquisition of 65.0% equity interest in QNW through MSB for a total consideration of VND140,190 million including transaction cost. Such acquisition resulted in the Company having 50.6% effective equity interest in QNW as at 31 December 2015.

The acquisition had the following effect on the Group's assets and liabilities on acquisition date:

	Pre-acquisition carrying amounts VND million	Fair value adjustments VND million	Recognised value on acquisition VND million
Cash and cash equivalents	88,102	-	88,102
Accounts receivable – short-term	2,010	-	2,010
Inventories	28,550	-	28,550
Other current assets	1,800	-	1,800
Tangible fixed assets – net	37,555	(6,940)	30,615
Intangible fixed assets – net	17,822	148,676	166,498
Long-term prepayments	35,936	-	35,936
Current liabilities	(114,449)	-	(114,449)
Long-term accounts payable to suppliers	(12,478)	-	(12,478)
Other payables long-term	(4,672)	-	(4,672)
Deferred tax liabilities	-	(28,347)	(28,347)
<b>Total net identifiable assets acquired</b>	<b>80,176</b>	<b>113,389</b>	<b>193,565</b>
Share of net assets acquired			125,817
Goodwill on acquisition (Note 17)			14,373
<b>Total consideration</b>			<b>140,190</b>
Cash acquired			(88,102)
Payables for equitisation (Note 20)			81,605
Accruals for equitisation			(77,790)
<b>Net cash outflow</b>			<b>55,903</b>

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Goodwill acquired in the acquisition is attributable mainly to synergies which management expect to realise by integrating QNW into the Group's existing business.

The acquisition was on 25 December 2015. Therefore the contribution of revenue and net profit after tax of acquired business to the Group's results during the period from the acquisition date to 31 December 2015 is insignificant.

**7. Cash and cash equivalents**

	<u>Group</u>		<u>Company</u>	
	31/12/2015 VND million	1/1/2015 VND million	31/12/2015 VND million	1/1/2015 VND million
Cash on hand	8,379	1,432	150	124
Cash in banks	909,225	301,538	17,619	9,777
Cash in transit	1,052	-	-	-
Cash equivalents	7,405,820	4,863,445	1,085,890	507,350
	<b>8,324,476</b>	<b>5,166,415</b>	<b>1,103,659</b>	<b>517,251</b>

Cash equivalents represented term deposits at banks with original terms to maturity of three months or less from their transactions dates.

**8. Investments**

	<u>Group</u>		<u>Company</u>	
	31/12/2015 VND million	1/1/2015 VND million Reclassified	31/12/2015 VND million	1/1/2015 VND million Reclassified
<b>Short-term financial investments</b>				
Held-to-maturity investments - short-term (a)	293,990	4,042,212	287,890	239,614
<b>Long-term financial investments</b>				
Investment in subsidiaries (b)	-	-	6,526,105	3,389,914
Investment in associates (c)	9,124,149	8,601,126	7,989,232	8,932,424
Equity investments in other entity (d)	21,646	-	-	-
Allowance for diminution in the value of long-term financial investments	(912)	-	-	-
Held-to-maturity investments - long-term (a)	-	144,050	-	-
	<b>9,144,883</b>	<b>8,745,176</b>	<b>14,515,337</b>	<b>12,322,338</b>

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**(a) Held-to-maturity investments**

Held-to-maturity investments – short-term represented deposits at bank with remaining terms to maturity of less than twelve months from the reporting date.  
 Held-to-maturity investments – long-term represented term deposits at banks with remaining terms to maturity of more than twelve months from the reporting date.

**(b) Investment in subsidiaries**

Details of the Company's investments in indirect subsidiaries are presented in Note 1.

Details of the Company's investment in direct subsidiaries were as follows:

	31/12/2015		1/1/2015		
	% of equity owned	% of voting rights	Cost VND million	Allowance for diminution in value VND million	Fair value VND million
MasanConsumerHoldings Company Limited ("MCH")	100.0%	100.0%	516,600	- (*)	516,600 (*)
Masan Horizon Corporation (formerly known as Ma San Horizon Corporation) ("MH")	99.9%	99.9%	3,816,815	- (*)	2,873,314 (*)
Masan Nutri-Science Company Limited (formerly known as Sam Kim Company Limited) ("MNS")	99.9%	99.9%	2,192,690	- (*)	-
			<u>6,526,105</u>	<u>- (*)</u>	<u>3,389,914 (*)</u>

(\*) At the reporting date, fair value of these investments was not available.

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Movements of investment in subsidiaries as at 31 December 2015 were as follows:

	MCH VND million	MH VND million	MNS VND million	Total VND million
Opening balance	516,600	2,873,314	-	3,389,914
Acquisition on business combination (Note 6b)	-	-	2,192,690	2,192,690
Capital contribution	-	943,501	-	943,501
Closing balance	516,600	3,816,815	2,192,690	6,526,105

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(c) Investment in associates

Group	31/12/2015			1/1/2015				
	% of equity owned	% of voting rights	Carrying value at equity accounted VND million	Allowance for diminution in value VND million	Fair value VND million	Carrying value at equity accounted VND million	Allowance for diminution in value VND million	Fair value VND million
Vietnam Technological and Commercial Joint Stock Bank ("Techcombank") (*)	19.5%	19.5%	8,838,067	-	(****)	8,357,101	-	(****)
Cholimex Food Joint Stock Company ("Cholimex")	32.8%	32.8%	254,802	-	(****)	240,425	-	(****)
Vinh Hao Spirulina Algae Corporation ("VHS") (formerly known as Vinh Hao Seaweed") (***)	-	-	-	-	-	3,600	-	(****)
Thuan Phat Packing Joint Stock Company ("Thuan Phat") (**)	25.0%	25.0%	8,954	-	(****)	-	-	-
Loc Khang Joint Stock Company ("Loc Khang") (**)	26.2%	26.2%	5,016	-	(****)	-	-	-
A battoir Long Binh Joint Stock Company ("A battoir") (**)	25.0%	25.0%	8,508	-	(****)	-	-	-
Dong Nai Manufacture, Service and Trading Joint Stock Company ("DN Manu") (**)	21.3%	21.3%	8,802	-	(****)	-	-	-
			9,124,149	-	(****)	8,601,126	-	(****)

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Movements of investment in associates as at 31 December 2015 were as follows:

	Techcombank VND million	Cholimex VND million	VHS VND million	Thuan Phat VND million	Loc Khang VND million	Abattoir VND million	DN Manu VND million	Total VND million
Opening balance – as reclassified	8,357,101	240,425	3,600	-	-	-	-	8,601,126
Acquisition on business combination (Note 6b) (**)	-	-	-	7,684	5,070	6,286	8,566	27,606
Share in post-acquisition profit/(loss) of associates during the year	480,966	14,377	-	1,270	(54)	2,222	236	499,017
Disposal of investment	-	-	(3,600)	-	-	-	-	(3,600)
Closing balance	8,838,067	254,802	-	8,954	5,016	8,508	8,802	9,124,149

(\*) Investment in Techcombank represents investment in 30.4% (1/1/2015: 30.4%) of the effective economic interest in Techcombank as of 31 December 2015. The Group's effective economic interest includes 12.4% through direct equity interest (net of dilutive impact of convertible bonds on current equity interest of 15.0%), 3.3% indirect equity interest through Mapleleaf Company Limited (net of dilutive impact of convertible bonds on current equity interest of 4.5%), and 14.7% through 10 year convertible bonds issued by Techcombank which the Company has agreed to irrevocably and mandatorily convert during the conversion period of the convertible bonds, subject to regulatory and other customary approvals.

(\*\*) In April 2015, the Company acquired 99.9% equity interest in MNS which hold 52.1% equity interest in Vietnamese – French Cattle Feed Joint Stock Company (“Proconco”). Proconco hold 25.0% equity interest in Thuan Phat, 25.0% equity interest in Abattoir, 21.3% equity interest in DN Manu and 26.2% equity interest in Loc Khang. As a result of this transaction, these companies became associates indirectly owned by the Company through MNS.

(\*\*\*) In July 2015, VHC has sold its 30% equity interest in VHS, an associate. Such transaction resulted in the Company no longer holds any equity interest in VHS.

(\*\*\*\*) At the reporting date, fair value of these investments was not available.

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**Company**

Details of the Company's cost of investment in associates were as follows:

	31/12/2015		1/1/2015	
	% of equity owned	% of voting rights	Allowance for diminution in value VND million	Cost VND million
Techcombank	15.00%	15.00%	7,989,232	8,932,424
			(*)	(*)

In December 2015, the Company disposed 4.5% (3.3% on fully diluted basis) of its equity interest in Techcombank to ML, a subsidiary indirectly owned by the Company through MH, for a consideration of VND943,192 million, which is equal to the cost of investment.

(\*) At the reporting date, fair value of these investments was not available.

**(d) Equity investments in other entity**

**Group**

Details of the Group's cost of equity investments in other entity were as follows:

	31/12/2015		1/1/2015	
	% of equity owned	% of voting rights	Allowance for diminution in value VND million	Cost VND million
PTSC Dinh Vu Port Company (Note 6(b))	5.9%	5.9%	21,646	(912)
			(*)	(*)

(\*) At the reporting date, fair value of these investments was not available.

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**(e) Transactions in subsidiaries for the year ended 31 Decemeber 2015 – transactions with non-controlling interests**

**(i) Transactions with non-controlling interests in MR**

During the year ended 31 December 2015, MH entered into a number of agreements with MR's non-controlling interest, resulting in the following effects:

	<b>VND million</b>
Transaction amount, net of cash received	29,172
Net assets diluted	(167,181)
	(138,009)

**(ii) Transactions with non-controlling interests in Proconco**

In August and September 2015, Proconco repurchased 41,722,964 treasury shares for VND1,168,243 million, including transaction cost. As a result of this transaction, economic interests of MNS in Proconco increased by 13.7%, resulting in the following effects:

	<b>VND million</b>
Cost of acquisition, cash paid	(1,168,243)
Net assets acquired	1,311,823
	143,580

In December 2015, Kenji acquired additional 2.8% of the equity interests of Proconco for a total consideration of VND123,554 million, resulting in the following effects:

	<b>VND million</b>
Cost of acquisition, cash paid	(123,554)
Net assets acquired	159,968
	36,414



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**(iii) Transaction with non-controlling interests in MSC**

In July 2015, MSC issued shares to certain employees under its employee share based payment plan after obtaining shareholder's approval at its Annual General Meeting, resulting in the following effects:

	<b>VND million</b>
Shares issued at par not subscribed by the Group, net of transaction costs	38,337
Net assets diluted	(66,300)
	(27,963)
	(27,963)

**(f) Significant transactions in subsidiaries in prior years**

In 2014, MCH granted the right to acquire the option interest in MCH worth VND525,900 million to PENM III Germany GmbH & Co. Kg at a pre-agreed valuation which can be exercised after 4 years. MCH has the ability to settle the option by delivering primary shares of MCH or secondary shares owned by the Company or other parties.

**(i) Transactions with non-controlling interests in MR**

On 25 January 2013, BI Private Equity New Market III K/S ("PENM II") subscribed for 15,902,430 mandatorily convertible preference shares in MR for a cash consideration of VND520,709 million. The holders of these mandatorily convertible preference shares shall be paid fixed dividends ranging from 3.0% to 10.0% per annum on the principal amount and the preference shares are mandatorily convertible into ordinary shares within 4 years. The preference shares also confer onto PENM II the right to receive dividends declared to ordinary shareholders in proportion to their shareholding and are automatically converted to ordinary shares in the event of the liquidation of MR.

As part of the agreement, MR is able to exercise its right to convert or force convert the preference shares to ordinary shares according to the terms of the agreement.

**9. Accounts receivable – short-term and long-term**

As at 31 December 2015, a part of short-term receivable of an indirect subsidiary is pledged with banks as security for loans granted to that subsidiary (see Note 21).

As at 31 December 2015, prepayments to suppliers of the Group amounting to VND200,850 million (1/1/2015: VND61,723 million) were related to construction in progress.

As at 31 December 2015, prepayment for land use rights of the Group amounting to VND51,959 million (1/1/2015: Nil) was pledged with the bank as security for loans granted to an indirectly subsidiary of the Company through MCH (Note 21).

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Receivables on lending loans comprised:

	<u>Group</u>		<u>Company</u>	
	31/12/2015 VND million	1/1/2015 VND million	31/12/2015 VND million	1/1/2015 VND million Reclassified
<b>Receivables on short-term lending loans</b>				
Receivables from other loan investing activities (*)	762,400	-	-	-
Receivables from subsidiaries	-	-	-	2,172,320
<hr/>				
<b>Receivables on long-term lending loans</b>				
Receivables from other loan investing activities (*)	8,563,114	-	-	-
Receivables from subsidiaries	-	-	4,773,374	2,283,927
<hr/>				

(\*) The receivables on short-term and long-term lending loans as of 31 December 2015 were a result of the Group's cash management operations to maximise its financial interest income on its more liquid assets. These loans are guaranteed and are secured by the future assets generated by these loans. The interest rate of the long-term lending loan receivables is 12.0% per annum and matures in June 2017, unless repaid earlier. The interest rate of short-term lending loan receivables is 6.0% per annum matures in 2016. The interest is receivable on the maturity or repayment date of the related agreements, whichever earlier. Subsequent to year end, VND9,036,014 million of short-term and long-term lending loans were collected.

Other receivables comprised:

	<u>Group</u>		<u>Company</u>	
	31/12/2015 VND million	1/1/2015 VND million Reclassified	31/12/2015 VND million	1/1/2015 VND million Reclassified
<b>Other short-term receivables</b>				
Receivables from sales of claims	256,200	256,200	-	-
Non-trade receivables from related parties	142,244	142,244	142,244	996,348
Short-term deposits	46,820	5,036	31	-
Accrued interest receivable from deposits	11,773	64,972	2,905	3,398
Services receivable	11,547	11,547	11,547	11,547
Advances	7,359	31,992	444	-
Others	165,655	15,779	-	30,359
<hr/>				
	641,598	527,770	157,171	1,041,652
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	<u>Group</u>		<u>Company</u>	
	31/12/2015 VND million	1/1/2015 VND million Reclassified	31/12/2015 VND million	1/1/2015 VND million Reclassified
<b>Other long-term receivables</b>				
Long-term deposit	45,836	59,835	2,313	9,381
Long-term interest receivables from deposits	-	4,712	-	-
Accrued interest receivable from other loan investing activities (**)	440,103	-	-	-
Other long-term receivables from related parties	-	-	3,132,671	2,732,322
Other (***)	1,383,086	1,383,086	-	-
	<b>1,869,025</b>	<b>1,447,633</b>	<b>3,134,984</b>	<b>2,741,703</b>

(\*\*) Subsequent to year end, this amount was fully collected.

(\*\*\*) Other represented receivables from State Treasury for the land compensation cost of the Nui Phao Mining Project at Ha Thuong Commune, Dai Tu District, Thai Nguyen Province. The amount could be not off with annual land rental fee.

Accounts receivable included the following amounts due from related parties:

	<u>Group</u>		<u>Company</u>	
	31/12/2015 VND million	1/1/2015 VND million Reclassified	31/12/2015 VND million	1/1/2015 VND million Reclassified
<b>Amounts due from the parent company</b>				
Non-trade – short-term	142,244	142,244	142,244	142,244
<b>Amounts due from other related companies</b>				
Loans – short-term	-	-	-	2,172,320
Loans – long-term	-	-	4,773,374	2,283,927
Non-trade – short-term	-	-	-	854,104
Non-trade – long-term	-	-	3,132,671	2,732,322

The short-term non-trade amounts of the Group due from the parent company, Masan Corporation (formerly known as Ma San Corporation), were unsecured, interest-free and receivable in demand.

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As at 31 December 2015, the long-term loans and non-trade receivables due from other related parties of the Company comprised of:

- (a) VND2,520,711 million (1/1/2015: VND2,247,291 million) related to an unsecured loan agreement between the Company and a subsidiary for a principal amount of VND1,962,319 million (1/1/2015: VND1,962,319 million) and interest receivable of VND558,392 million (1/1/2015: VND284,972 million). The loan is revised to be due in 2017 and earns interest at 12.0% per annum (2014: 12.0% per annum);
- (b) An interest receivable on unsecured funding agreement between the Company and a subsidiary amounting to VND490,061 million (1/1/2015: VND487,500 million). The interest will be repayable in 2017;
- (c) VND1,555,324 million (1/1/2015: VND2,134,490 million) related to interest costs charged on unsecured loans amounting to USD218 million and VND2,200 billion made available to a subsidiary. These interest cost are receivable in 2017;
- (d) VND2,521,796 million (1/1/2015: VND2,245,113 million) related to an unsecured loan agreement between the Company and a subsidiary for a principal amount of VND1,997,555 million (1/1/2015: VND1,994,358 million) and interest receivable of VND524,241 million (1/1/2015: VND250,755 million). The loan is due in 2018 and earns interest at 12.0% per annum (2014: 12.0% per annum); and
- (e) VND818,153 million (1/1/2015: Nil) related to an unsecured loan agreement between the Company and a subsidiary for a principal amount of VND813,500 million and interest receivable of VND4,653 million. The loan is due in 2017 and earns interest at 6.0% per annum.

## 10. Inventories

### Group

	31/12/2015		1/1/2015	
	Cost VND million	Allowance VND million	Cost VND million	Allowance VND million
Goods in transit	912,443	-	64,148	-
Raw materials	1,939,680	(10,283)	599,438	(8,580)
Tools and supplies	699,637	-	511,941	-
Work in progress	168,151	-	76,624	-
Finished goods	705,969	(5,906)	366,480	(13,701)
Merchandise inventories	4,453	(434)	5,097	(37)
Goods on consignment	4,259	-	3,444	-
	<b>4,434,592</b>	<b>(16,623)</b>	<b>1,627,172</b>	<b>(22,318)</b>

**Masan Group Corporation (formerly known as Ma San Group Corporation) and its subsidiaries**  
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Movements in the allowance for inventories during the years were as follows:

	<u>Group</u>	
	2015	2014
	VND million	VND million
Opening balance	22,318	20,739
Increase in allowance during the year	94,987	67,433
Allowance utilised during the year	(99,505)	(61,739)
Written back	(1,177)	(3,488)
Disposal of a subsidiary	-	(627)
Closing balance	16,623	22,318

Included in inventories of the Group at 31 December 2015 was VND16,623 million (1/1/2015: VND22,318 million) of slow-moving inventories.

As at 31 December 2015, a part of inventories of an indirect subsidiary is pledged with banks as security for loans granted to a subsidiary (see Note 21).

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**11. Tangible fixed assets**

**Group**

	Mining properties VND million	Buildings and structures VND million	Leasehold improvements VND million	Office equipment VND million	Machinery and equipment VND million	Motor vehicles VND million	Total VND million
<b>Cost</b>							
Opening balance	5,800,051	2,805,492	25,760	77,484	11,123,071	55,242	19,887,100
Acquisition on business combinations (Note 6)	-	531,610	-	1,630	611,904	72,372	1,217,516
Additions	-	83,422	43	19,551	109,311	4,755	217,082
Transfer from construction in progress	-	487,079	-	20,306	1,607,273	3,588	2,118,246
Transfer to long-term prepayments (*)	(773,759)	(52)	-	-	798	-	(773,013)
Disposals	-	(12,317)	-	(836)	(39,257)	(4,626)	(57,036)
Written off	-	(2,405)	-	(4,468)	(1,259)	(4,631)	(12,763)
Reclassifications	-	17,309	(42)	501	(15,700)	(2,068)	-
<b>Closing balance</b>	<b>5,026,292</b>	<b>3,910,138</b>	<b>25,761</b>	<b>114,168</b>	<b>13,396,141</b>	<b>124,632</b>	<b>22,597,132</b>

**Masan Group Corporation (formerly known as Ma San Group Corporation) and its subsidiaries**  
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	Mining properties and structures VND million	Buildings and structures VND million	Leasehold improvements VND million	Office equipment VND million	Machinery and equipment VND million	Motor vehicles VND million	Total VND million
<b>Accumulated depreciation</b>							
Opening balance	171,419	183,107	19,076	36,627	1,040,564	26,394	1,477,187
Charge for the year	173,556	203,440	3,925	15,415	828,175	19,249	1,243,760
Transfer to long-term prepayments (*)	(33,842)	-	-	-	(3)	-	(33,845)
Disposals	-	(7,515)	-	(834)	(29,464)	(4,456)	(42,269)
Written off	-	(2,405)	-	(4,468)	(1,259)	(4,631)	(12,763)
Reclassifications	-	(968)	812	(292)	1,926	(1,478)	-
<b>Closing balance</b>	<b>311,133</b>	<b>375,659</b>	<b>23,813</b>	<b>46,448</b>	<b>1,839,939</b>	<b>35,078</b>	<b>2,632,070</b>
<b>Net book value</b>							
Opening balance	5,628,632	2,622,385	6,684	40,857	10,082,507	28,848	18,409,913
Closing balance	4,715,159	3,534,479	1,948	67,720	11,556,202	89,554	19,965,062

Included in the cost of tangible fixed assets were assets costing VND226,792 million which were fully depreciated as of 31 December 2015 (1/1/2015: VND131,143 million), but which are still in active use.

The carrying amount of tangible fixed assets retired from active use and held for disposal as of 31 December 2015 amounted to VND2,555 million (1/1/2015: Nil).

The carrying amount of temporarily idle equipment in tangible fixed assets amounted to VND64,989 million as of 31 December 2015 (1/1/2015: VND33,679 million).

(\*) Following the guidance of the Ministry of Finance, the Company's subsidiary – NPM has reclassified certain mining related costs to long-term prepayments (Note 15).

**Masan Group Corporation (formerly known as Ma San Group Corporation) and its subsidiaries**  
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As at 31 December 2015, tangible fixed assets with carrying value of VND936,938 million (1/1/2015: VND815,204 million) were pledged with banks as security for loans granted to the subsidiaries and VND10,976 billion (1/1/2015: VND11,698 billion) were pledged with banks as security for long-term bonds issued by subsidiaries (see Note 21).

**Company**

	<b>Leasehold improvements VND million</b>	<b>Office equipment VND million</b>	<b>Total VND million</b>
<b>Cost</b>			
Opening balance	15,098	5,661	20,759
Addition	42	98	140
Closing balance	15,140	5,759	20,899
<b>Accumulated depreciation</b>			
Opening balance	11,353	2,234	13,587
Charge for the year	2,424	2,459	4,883
Closing balance	13,777	4,693	18,470
<b>Net book value</b>			
Opening balance	3,745	3,427	7,172
Closing balance	1,363	1,066	2,429



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**12. Finance lease tangible fixed assets**

**Group**

	<b>Machinery and equipment VND million</b>
<b>Cost</b>	
Opening balance and closing balance	67,300
<hr/>	
<b>Accumulated amortisation</b>	
Opening balance	22,433
Charge for the year	13,460
<hr/>	
Closing balance	35,893
<hr/>	
<b>Net book value</b>	
Opening balance	44,867
Closing balance	31,407
<hr/>	

A subsidiary of the Company leased laboratory equipment for metallurgical assay testing under a finance lease arrangement (Note 21(d)).

**Masan Group Corporation (formerly known as Ma San Group Corporation) and its subsidiaries**  
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**13. Intangible fixed assets**

**Group**

	Land use rights VND million	Software VND million	Brand name VND million	Customer relationships VND million	Mineral water resources VND million	Mining rights VND million	Technology VND million	Exploitation rights VND million	Total VND million
<b>Cost</b>									
Opening balance	170,254	111,350	712,471	375,110	305,336	588,373	-	-	2,262,894
Acquisition on business combinations (Note 6)	186,718	1,109	1,700,112	2,699,104	107,362	-	669,433	13,563	5,377,401
Additions	-	234	-	-	-	-	-	74,845	75,079
Transfer from construction in progress	-	242,864	-	-	-	-	-	-	242,864
Transfer to long-term prepayments	(49,615)	(1)	-	-	-	-	-	-	(49,616)
Written off	-	(1,763)	-	-	-	-	-	-	(1,763)
<b>Closing balance</b>	<b>307,357</b>	<b>353,793</b>	<b>2,412,583</b>	<b>3,074,214</b>	<b>412,698</b>	<b>588,373</b>	<b>669,433</b>	<b>88,408</b>	<b>7,906,859</b>
<b>Accumulated amortisation</b>									
Opening balance	24,053	50,304	188,375	211,107	4,990	5,369	-	-	464,198
Charge for the year	7,895	29,733	120,151	162,564	2,604	30,550	92,096	2,595	448,188
Transfer to long-term prepayments	(5,428)	(1)	-	-	-	-	-	-	(5,429)
Written off	-	(1,763)	-	-	-	-	-	-	(1,763)
<b>Closing balance</b>	<b>26,520</b>	<b>58,273</b>	<b>308,526</b>	<b>373,671</b>	<b>7,594</b>	<b>35,919</b>	<b>92,096</b>	<b>2,595</b>	<b>905,194</b>
<b>Net book value</b>									
Opening balance	146,201	81,046	524,096	164,003	300,346	583,004	-	-	1,798,696
Closing balance	280,837	295,520	2,104,057	2,700,543	405,104	552,454	577,337	85,813	7,001,665

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Included in the cost of intangible fixed assets were assets costing VND21,637 million which were fully amortised as of 31 December 2015 (1/1/2015: VND15,031 million), but which are still in use.

As at 31 December 2015, intangible fixed assets with carrying value of VND611,000 million (1/1/2015: VND652,000 million) were pledged with banks as security for long-term bonds issued by a subsidiary.

As at 31 December 2015, there was no land use rights of the Group (1/1/2015: land use rights with carrying value of VND70,093 million) were pledged with banks as security for loans granted to the Group's subsidiaries (see Note 21).

**Company**

	<b>Software VND million</b>
<b>Cost</b>	
Opening and closing balance	4,532
	4,532
<b>Accumulated amortisation</b>	
Opening balance	2,261
Charge for the year	1,074
	3,335
Closing balance	3,335
	3,335
<b>Net book value</b>	
Opening balance	2,271
Closing balance	1,197
	1,197

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**14. Construction in progress**

	<u>Group</u>		<u>Company</u>	
	2015 VND million	2014 VND million	2015 VND million	2014 VND million
Opening balance	3,811,051	20,042,933	-	10,021
Acquisition on business combinations (Note 6)	223,192	2,799	-	-
Additions during the year	3,825,674	3,356,972	-	1,093
Transfer to tangible fixed assets	(2,118,246)	(17,154,847)	-	(4,313)
Transfer to intangible fixed assets	(242,864)	(67,048)	-	-
Transferred from tools and supplies	397	-	-	-
Transfer to short-term prepayments	(449)	(6,594)	-	-
Transfer to long-term prepayments	(17,874)	(972,598)	-	(63)
Disposals	(825)	(5,263)	-	(4,521)
Written off	(21)	(2,217)	-	(2,217)
Reimbursement of resettlement cost, transfer to other receivables	-	(1,383,086)	-	-
<b>Closing balance</b>	<b>5,480,035</b>	<b>3,811,051</b>	<b>-</b>	<b>-</b>

As at 31 December 2015, construction in progress with carry amount of VND1,039,805 million were pledged with banks as security for loans granted to the Company's subsidiaries (1/1/2015: Nil). In addition, certain constructions in progress relating to the mine developments have also been pledged with banks as security for long-term bonds issued by a subsidiary (see Note 21).

During the year, borrowing costs capitalised into construction in progress amounted to VND319,610 million (for the year ended 31 December 2014: VND412,373 million).

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**15. Long-term prepayments**

	Mining properties VND million	Pre-operating expenses VND million	Prepaid land costs VND million	Land compensation costs VND million	Printing axles, tools and supplies VND million	Goodwill from equitisation VND million	Borrowing fees VND million	Arrangement fees VND million	Foreign exchange differences VND million	Others VND million	Total VND million
Opening balance	-	284,985	2,171	632,994	12,480	-	230,665	155,379	35,927	14,991	1,369,592
Additions	145,824	-	33,974	6,425	19,609	-	-	-	-	2,757	208,589
Acquisition on business combinations	-	-	-	-	-	-	-	-	-	-	-
(Note 6)	-	-	93,572	-	19,705	31,344	-	-	-	12,858	157,479
Transfer from/(to) construction in progress	21,210	8,376	-	-	31,125	-	-	-	(43,366)	529	17,874
Transfers from/(to) tangible fixed assets	739,969	-	-	-	(801)	-	-	-	-	-	739,168
Transfers from intangible fixed assets	-	-	44,187	-	-	-	-	-	-	-	44,187
Transfer from short-term prepayments	-	-	-	-	2,624	-	-	-	-	-	2,624
Amortisation for the year	(12,291)	(19,630)	(3,399)	(33,026)	(34,384)	-	(690)	(155,379)	-	(7,356)	(266,155)
Reclassifications	218,749	(226,188)	-	-	-	-	-	-	7,439	-	-
Transfer to long-term borrowings and finance lease liabilities	-	-	-	-	-	-	(229,975)	-	-	-	(229,975)
Disposals	-	-	-	-	(761)	-	-	-	-	-	(761)
Closing balance	1,113,461	47,543	170,505	606,393	49,597	31,344	-	-	-	23,779	2,042,622

As at 31 December 2015, prepaid land costs with carrying value of VND15,709 million (1/1/2015: Nil) were pledged with banks as security for loans granted to subsidiaries (see Note 21).

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Company

	Borrowing fees VND million	Others VND million	Total VND million
Opening balance	35,969	6,319	42,288
Additions	-	212	212
Transfer to long-term borrowings and finance lease liabilities	(35,279)	-	(35,279)
Amortisation for the year	(690)	(2,736)	(3,426)
Closing balance	-	3,795	3,795

**16. Deferred tax assets and liabilities**

*(i) Recognised deferred tax assets and liabilities*

	<u>Group</u>	
	31/12/2015 VND million	1/1/2015 VND million
Deferred tax assets:		
Accrued sales discount	74,263	12,770
Accrued advertising and promotion expenses	109,127	71,916
Accrued transportation costs	8,352	19,116
Others	16,799	9,988
Unrealised profits on intra-group transactions	5,196	3,701
Total deferred tax assets	213,737	117,491
Deferred tax liabilities:		
Tangible fixed assets	(759,684)	(749,161)
Intangible fixed assets	(933,069)	(183,626)
Total deferred tax liabilities	(1,692,753)	(932,787)
	(1,479,016)	(815,296)

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(ii) *Movement in temporary differences during the year*

	1/1/2015 VND million	Group Acquisition on business combination VND million (Note 6)	Recognised in statement of income VND million	31/12/2015 VND million
Accrued sales discount	12,770	-	61,493	74,263
Accrued advertising and promotion expenses	71,916	-	37,211	109,127
Accrued transportation costs	19,116	-	(10,764)	8,352
Others	9,988	69,726	(62,915)	16,799
Unrealised profit on intra-group transactions	3,701	1,217	278	5,196
Tangible fixed assets	(749,161)	(45,079)	34,556	(759,684)
Intangible fixed assets	(183,626)	(807,639)	58,196	(933,069)
	(815,296)	(781,775)	118,055	(1,479,016)

17. **Goodwill**

	VND million
<b>Cost</b>	
Opening balance	942,834
Acquisition on business combination (Note 6)	145,841
Closing balance	1,088,675
<b>Accumulated amortisation</b>	
Opening balance	150,480
Amortisation during the year	109,518
Closing balance	259,998
<b>Net book value</b>	
Opening balance	792,354
Closing balance	828,677

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**18. Taxes receivable and payable to State Treasury**

**(a) Taxes payable to State Treasury**

	<u>Group</u>		<u>Company</u>	
	31/12/2015 VND million	1/1/2015 VND million	31/12/2015 VND million	1/1/2015 VND million
Value added tax	116,597	78,677	-	-
Special consumption tax	62,956	27,451	-	-
Import-export tax	-	7,457	-	-
Corporate income tax	287,683	736,476	-	-
Natural resource taxes	-	70,461	-	-
Personal income tax	31,682	32,669	-	-
Foreign contractor tax	4,449	-	-	-
Other taxes	1,165	9,359	-	1,127
	504,532	962,550	-	1,127

*Movement of taxes payable to State Treasury during the year*

Group

	1/1/2015 VND million	Acquisition on business combinations VND million	Incurred VND million	Paid/ Refund VND million	Net-off VND million	31/12/2015 VND million
Value added tax	78,677	612	2,849,487	(584,985)	(2,227,194)	116,597
Special consumption tax	27,451	-	299,911	(264,406)	-	62,956
Import-export tax payables	7,457	-	169,600	(177,057)	-	-
Corporate income tax	736,476	42,599	817,534	(1,306,820)	(2,106)	287,683
Personal income tax	32,669	3,983	137,479	(141,779)	(670)	31,682
Foreign contractor and other tax payables	79,820	583	223,735	(298,524)	-	5,614
	962,550	47,777	4,497,746	(2,773,571)	(2,229,970)	504,532



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Company

	1/1/2015 VND million	Incurred VND million	Paid VND million	31/12/2015 VND million
Other taxes	1,127	-	(1,127)	-

(b) Taxes receivable from State Treasury

	<u>Group</u>		<u>Company</u>	
	31/12/2015 VND million	1/1/2015 VND million	31/12/2015 VND million	1/1/2015 VND million
Other taxes	21,396	21,343	18,088	19,222

*Movement of taxes receivables from State Treasury during the year*

Group

	1/1/2015 VND million	Acquisition on business combinations VND million	Incurred VND million	Received VND million	Net-off VND million	31/12/2015 VND million
Personal income tax	13	-	657	-	(670)	-
Other taxes	21,330	2,191	55,214	(55,233)	(2,106)	21,396
	21,343	2,191	55,871	(55,233)	(2,776)	21,396

Company

	1/1/2015 VND million	Incurred VND million	Received VND million	31/12/2015 VND million
Other taxes	19,222	1,479	(2,613)	18,088

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19. Accrued expenses

	<u>Group</u>		<u>Company</u>	
	31/12/2015 VND million	1/1/2015 VND million	31/12/2015 VND million	1/1/2015 VND million
Advertising and promotion expenses	758,820	476,995	-	-
Accrued interest payable	481,026	507,510	115,383	192,767
Sales discount and traditional customer support fee	445,632	70,622	-	-
Natural resource taxes and fees	286,166	77,125	-	-
Accruals for construction work	148,815	192,614	-	-
Consultant fee	120,873	55,044	28,040	21,328
Bonus and 13 <sup>th</sup> month salary	91,612	112,489	-	-
Purchase not yet received invoices	67,475	10,401	-	-
Transportation expenses	62,304	103,563	-	-
Exhibition and market fee	32,874	15,193	-	-
Withholding tax	11,363	79,257	2,118	334
Others	368,961	161,718	2,350	810
	2,875,921	1,862,531	147,891	215,239

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**20. Other payables**

	<u>Group</u>		<u>Company</u>	
	31/12/2015 VND million	1/1/2015 VND million	31/12/2015 VND million	1/1/2015 VND million
<b>Other payables – short-term</b>				
Payables for equitisation of a subsidiary (Note 6(c))	81,605	-	-	-
Obligation to issue shares (*)	60,561	-	60,561	-
Dividends payable (**)	54,480	54,672	-	-
Trade union fees, social and health insurance	10,540	104	-	-
Short-term deposits from customers	6,716	935	-	155
Purchase of shares in a subsidiary and associate	-	1,739,738	-	1,500,558
Others	184,571	71,289	51,050	54,611
	398,473	1,866,738	111,611	1,555,324
<b>Other payables – long-term</b>				
Long-term payables	75,009	93,043	-	14,580
Obligation to issue shares (*)	-	60,561	-	60,561
Long-term deposits	22,804	24,297	-	-
	97,813	177,901	-	75,141

(\*) Obligation to issue shares represented the liability to issue an additional variable number of shares as noted in Note 25.

(\*\*) Dividends payables represented the payable to NCI of an indirect subsidiary of the Company.

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**21. Borrowings, bonds and finance lease liabilities**

	<u>Group</u>		<u>Company</u>	
	31/12/2015 VND million	1/1/2015 VND million	31/12/2015 VND million	1/1/2015 VND million
<b>Short-term borrowings</b>				
Short-term borrowings (*)	5,302,490	5,329,971	-	-
Current portion of long-term borrowings (b)(i)	3,064,135	712,307	2,844,842	567,960
	8,366,625	6,042,278	2,844,842	567,960
<b>Long-term borrowings, bonds and financial lease liabilities (**)</b>				
Long-term borrowings, bonds and financial lease liabilities	30,317,247	18,234,277	6,833,564	5,267,960
Repayable within twelve months	(3,064,135)	(712,307)	(2,844,842)	(567,960)
	27,253,112	17,521,970	3,988,722	4,700,000

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(*) Short-term borrowings	1/1/2015		Movement during the year				31/12/2015		
	Carrying amount VND million	Amount within repayment capacity VND million	Acquisition of subsidiaries (Note 6) VND million	Additions VND million	Payments VND million	Unrealised foreign exchange loss VND million	Reclassifications from long-term borrowings VND million	Carrying amount VND million	Amount within repayment capacity VND million
Short-term borrowings	5,329,971	5,329,971	682,900	16,938,456	(17,670,466)	21,629	-	5,302,490	5,302,490
Current portion of long-term borrowings (b)(i)	712,307	712,307	-	-	(142,123)	-	2,493,951	3,064,135	3,064,135
	6,042,278	6,042,278	682,900	16,938,456	(17,812,589)	21,629	2,493,951	8,366,625	8,366,625

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Terms and conditions of outstanding short-term borrowings were as follows:

	Currency	Annual interest rate	<u>Group</u>		<u>Company</u>	
			31/12/2015 VND million	1/1/2015 VND million	31/12/2015 VND million	1/1/2015 VND million
<b>Short-term borrowings</b>						
Secured bank loans	VND	3.8% - 8.0%	681,916	3,327,030	-	-
Secured bank loans	USD	4.5%	1,732,671	1,035,382	-	-
Unsecured bank loan	VND	3.8% - 5.5%	2,322,068	928,228	-	-
Unsecured loan	USD	8.5%	565,835	39,331	-	-
			<b>5,302,490</b>	<b>5,329,971</b>	-	-

As at 31 December 2015, the bank loans were secured by the following assets of the Group:

- (i) 158 million shares of Ma San Resource Corporation (“MR”), a subsidiary of the Group through Masan Horizon Corporation (formerly known as Ma San Horizon Corporation). These shares were also used as security for long-term borrowings and accordingly, included in security disclose in Note 21(\*\*).
- (ii) a part of inventories and short-term receivable of an indirect subsidiary.

The secured bank loans were guaranteed by a subsidiary of the Company (1/1/2015: fixed assets with carrying value of VND885,297 million. Part of these fixed assets with carrying value of VND853,081 million was also used as security for long-term borrowings and accordingly, included in the amount of security disclosed in Note 21(\*\*)).

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(\*\*) Long-term borrowings, bonds and financial lease liabilities

	<u>Group</u>		<u>Company</u>	
	31/12/2015 VND million	1/1/2015 VND million	31/12/2015 VND million	1/1/2015 VND million
Long-term borrowings (a)	961,867	4,015,513	-	-
Convertible loans (b)	567,960	567,960	567,960	567,960
Straight bonds (c)	28,747,968	13,600,000	6,265,604	4,700,000
Finance lease liabilities (d)	39,452	50,804	-	-
	<u>30,317,247</u>	<u>18,234,277</u>	<u>6,833,564</u>	<u>5,267,960</u>

Term and conditions of outstanding long-term borrowings and liabilities were as follows:

	Currency	Interest rate per annum	Year of maturity	<u>Group</u>		<u>Company</u>	
				31/12/2015 VND million	1/1/2015 VND million	31/12/2015 VND million	1/1/2015 VND million
<b>a. Long-term borrowings</b>							
Secured bank loans	VND	6.9% - 9.3%	2017-2020	961,867	276,637	-	-
Secured bank loans	USD	Libor + 3.5% - Libor + 4.5%	2015	-	3,738,876	-	-
				<u>961,867</u>	<u>4,015,513</u>	<u>-</u>	<u>-</u>
<b>b. Convertible loans</b>							
Jade Dragon (Mauritius) Limited	USD	2.0% - 6.0%	2015	-	567,960	-	567,960
Credit Suisse Ag	USD	9.6%	2016	567,960	-	567,960	-
<b>c. Straight bonds (including issuance costs)</b>							
	VND	8.0% - 11.0%	2016-2024	28,747,968	13,600,000	6,265,604	4,700,000
<b>d. Finance lease liability</b>							
	VND	14.0%	2018	39,452	50,804	-	-

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**(a) Long-term borrowings**

As at 31 December 2015, long-term borrowings of the Group comprised of:

- (i) VND denominated loans amounting to VND427,472 million (1/1/2015: VND276,637 million) secured over certain fixed assets with a carrying amount of VND784,683 million, construction in progress of VND427,871 million and prepaid land costs of VND15,709 million (1/1/2015: VND853,081 million of fixed assets).
- (ii) VND denominated loans amounting to VND154,395 million (1/1/2015: Nil) secured over prepayment for land use rights with carrying amount of VND51,959 million, fixed assets with a carrying amount of VND152,255 million and construction in progress with carrying amount of VND611,934 million.
- (iii) In conjunction with the USD denominated short-term secured bank loan, VND denominated loans amounting to VND380,000 million (1/1/2015: Nil) are also secured by 158 million shares of MR, a subsidiary of the Group through MH.

The outstanding of secured bank loans of the Group denominated in USD as at 1 January 2015 amounting to USD175 million, equivalent to VND3,738,876 million would have been matured on 15 August 2016. In August 2015, all outstanding loan together with its accumulated interest expenses and associated cost were paid in advance of the schedule by a subsidiary of the Company.

**(b) Convertible loan**

This loan from Goldman Sachs Group, Inc. through its company named Jade Dragon (Mauritius) Limited (“JD”) represents a USD-denominated convertible loan, with a principal amount of USD30 million.

Among others, the agreement provides the following:

- (i) The interest rate of this loan has two portions: nominal interest rate and deferred interest rate. Deferred interest is not payable if the loan is converted. During the period from 15 December 2010 to 14 December 2012 the nominal interest rate and deferred interest rate are 2.0% per annum and 6.0% per annum respectively. During the period from 15 December 2012 to 14 December 2013 the nominal interest rate and deferred interest rate are 4.0% per annum and 4.0% per annum respectively. During the period from 15 December 2013 to 14 December 2015 the nominal interest rate and deferred interest rate are 6.0% per annum and 2.0% per annum respectively. The loan matures on 14 December 2015. The nominal interest rate is compounded daily and the deferred interest rate is compounded annually. The Group has accrued interest based on the nominal interest rates.
- (ii) The loan may be converted into shares by the lender at any time after two years from 15 December 2010 to the loan’s maturity date.
- (iii) The conversion price was determined at VND65,000 per share.



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- (iv) The Group also separately entered into an arrangement with Masan Corporation which undertakes the risks and obligations to subscribe to and pay a cash consideration of USD30 million plus the deferred interest for 9,000,000 shares under the convertible loan in the event that the lender does not exercise the conversion option.

On 1 December 2015, this loan was amended with the maturity date on 14 December 2016. Credit Suisse Ag, Singapore Branch (“CSA”) became the lender under the Credit Agreement between the Company and JD and CSA. All terms and condition as described above that were agreed previously between the Company and JD are kept the same between the Company and CSA.

**(c) Straight bonds**

The carrying amount of the bonds comprised the following:

	<u>Group</u>		<u>Company</u>	
	31/12/2015 VND million	1/1/2015 VND million	31/12/2015 VND million	1/1/2015 VND million
Straight bonds	29,176,882	13,600,000	6,276,882	4,700,000
Unamortised bond issuance cost (*)	(428,914)	-	(11,278)	-
	<b>28,747,968</b>	<b>13,600,000</b>	<b>6,265,604</b>	<b>4,700,000</b>

- (i) VND76.9 billion (1/1/2015: VND2,200 billion) bonds have an interest rate of 11.0% per annum. The coupons are payable every six months from the disbursement date. These bonds were secured against 6 million (1/1/2015: 22.3 million) convertible bonds issued by Techcombank. These bonds were fully repaid in January 2016;
- (ii) VND2,200 billion (1/1/2015: VND2,500 billion) bonds with a maturity of 3 years at an interest rate of 12.0% per annum in the first year, 12.5% per annum in the second year and 4.0% per annum plus the amalgated average 12 months deposit rates of selected major banks in the third year. The Company has pledged 110 million (1/1/2015: 125 million) shares in MSC as security for these bonds. These bonds were fully repaid in January 2016;
- (iii) VND3,500 billion bonds with a maturity of 5 years at an interest rate of 8.0% per annum in the first year and 3.0% per annum plus the amalgated average 12 months deposit rates of selected major banks in the remaining periods. The Company has pledged 74.6 million shares in MSC as security for these bonds;
- (iv) VND500 billion bonds with a maturity of 5 years at an interest rate of 8.0% per annum in the first year and 3.0% per annum plus the amalgated average 12 months deposit rates of selected major banks in the remaining periods. The Company has pledged 6.7 million shares in MSC as security for these bonds;
- (v) VND2,100 billion (1/1/2015: VND2,100 billion) bonds with a maturity of 10 years at an interest rate of 8.0% per annum. The bonds were guaranteed by Credit Guarantee and Investment Facility and secured over 80.3 million shares of MSC;

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- (vi) VND9,000 billion bonds with a maturity of 5 years at an interest rate of 8.0% per annum in the first year and 3.0% per annum plus the amalgated average 12 months deposit rates of selected major banks in the remaining periods. The bonds were guaranteed by the Company and secured over 129.6 million shares of MSC;
- (vii) VND3,700 billion bonds with a maturity of 5 years at an interest rate of 8.0% per annum in the first year and 3.5% plus the amalgated average 12 months deposit rates of selected major banks in the remaining periods and secured over Masan Nutri-Science Company Limited's equity interest in Anco and Proconco; and
- (viii) VND8,100 billion (1/1/2015: VND6,800 billion) bonds with a maturity of 5 years at an interest at 8% per annum for first year and 3.0% per annum plus the amalgated average 12 months deposit rates of selected major banks in the remaining periods.

These bonds were also secured over long-term fixed assets with carrying amount of VND15,369 billion of indirect subsidiaries of the Company.

- (\*) Prior to 1 January 2015, the bond issuance cost was recorded as borrowing cost under long-term prepayment and amortised over the term of the bonds. Effective from 1 January 2015, as a result of the adoption of Circular 200, such cost is offset directly from the bonds issued.

The secured bonds of the Company amounting to VND6,276.9 billion comprised of (i), (ii), (iii) and (iv) as mentioned above.

During the year, the Company and the Group complied with the loan covenants on the above borrowings.

As at 31 December 2015, the Company and the Group do not have any overdue borrowings including principle and interest.

**(d) Finance lease liability**

The future minimum lease payments under non-cancellable finance leases are:

	31 December 2015			1 January 2015		
	Payments VND million	Interest VND million	Principal VND million	Payments VND million	Interest VND million	Principal VND million
Within one year	21,931	5,219	16,712	20,364	6,788	13,576
Within two to five years	25,064	2,323	22,741	43,861	6,633	37,228
	46,995	7,542	39,453	64,225	13,421	50,804

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22. Provisions – long-term

	<u>Group</u>	
	31/12/2015	1/1/2015
	VND million	VND million
Provision for mining rights fee	561,241	588,373
Provision for mine rehabilitation	20,987	19,485
Provision for severance allowance	33,707	2,689
	615,935	610,547

Movements of provision during the year were as follows:

	<u>Group</u>			Total
	Mining rights	Mine	Severance	
	VND million	rehabilitation VND million	allowance VND million	VND million
Opening balance	588,371	19,487	2,689	610,547
Acquisition on business combinations	-	-	32,904	32,904
Provision made during the year	46,016	1,500	1,248	48,764
Provision used during the year	(73,146)	-	(2,493)	(75,639)
Written back	-	-	(641)	(641)
	561,241	20,987	33,707	615,935

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**23. Change in owners' equity**

Group

	Share capital VND million	Capital surplus VND million	Other capital VND million	Foreign exchange differences VND million	Other reserves VND million	Undistributed profits after tax VND million	Equity attributable to equity holders of The Group VND million	Non - controlling interest VND million	Total VND million
<b>Balance at 1 January 2014</b>	7,349,113	9,601,627	97,703	(43,098)	(8,929,770)	6,357,394	14,432,969	8,828,528	23,261,497
Issuance of new shares due to conversion of debt instruments	8,968	29,537	-	-	-	-	38,505	-	38,505
Transactions with NCI	-	-	-	-	(212,982)	(349,327)	(562,309)	(1,553,662)	(2,115,971)
Net profit for the year	-	-	-	-	-	1,080,169	1,080,169	956,873	2,037,042
Dividend declared	-	-	-	-	-	-	-	(1,304,830)	(1,304,830)
Transfer to funds	-	-	-	-	-	(16,349)	(16,349)	(17,853)	(34,202)
Foreign exchange differences in a subsidiary	-	-	-	43,098	-	-	43,098	-	43,098

<b>Balance at 31 December 2014</b>	7,358,081	9,631,164	97,703	-	(9,142,752)	7,071,887	15,016,083	6,909,056	21,925,139
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	Share capital VND million	Capital surplus VND million	Other capital VND million	Other reserves VND million	Undistributed profits after tax VND million	Equity attributable to equity holders of the Group VND million	Non-controlling interest VND million	Total VND million
<i>Balance at 1 January 2015 - as previously stated</i>	7,358,081	9,631,164	97,703	(9,142,752)	7,071,887	15,016,083	6,909,056	21,925,139
<i>Reclassification</i>	-	-	(9,142,752)	9,142,752	-	-	-	-
<b>Balance at 1 January 2015 – as reclassified</b>	7,358,081	9,631,164	(9,045,049)	-	7,071,887	15,016,083	6,909,056	21,925,139
Issuance of new shares (Note 24)	109,098	(58)	-	-	-	109,040	-	109,040
Transactions with NCI (Note 8)	-	-	-	-	14,022	14,022	(1,082,987)	(1,068,965)
Business combination in MNS (Note 6b)	-	-	-	-	-	-	4,288,035	4,288,035
Payment to Board of Directors fees of subsidiary	-	-	-	-	(1,679)	(1,679)	(1,477)	(3,156)
Net profit for the year	-	-	-	-	1,478,292	1,478,292	1,048,958	2,527,250
Dividend declared	-	-	-	-	-	-	(666,846)	(666,846)
Transfer to funds	-	-	-	-	(1,142)	(1,142)	(309)	(1,451)
<b>Balance at 31 December 2015</b>	7,467,179	9,631,106	(9,045,049)	-	8,561,380	16,614,616	10,494,430	27,109,046

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Company

	Share capital VND million	Capital surplus VND million	Other capital VND million	Other reserves VND million	(Accumulated losses)/ Undistributed profits after tax VND million	Total VND million
<b>Balance at 1 January 2014</b>	7,349,113	9,601,627	97,703	(1,586,675)	(1,206,546)	14,255,222
Issuance of new shares due to conversion of debt instruments	8,968	29,537	-	-	-	38,505
Net profit for the year	-	-	-	-	3,237,391	3,237,391
<b>Balance at 31 December 2014</b>	7,358,081	9,631,164	97,703	(1,586,675)	2,030,845	17,531,118
<i>Balance at 1 January 2015 - as previously stated</i>	7,358,081	9,631,164	97,703	(1,586,675)	2,030,845	17,531,118
<i>Reclassification</i>	-	-	(1,586,675)	1,586,675	-	-
<b>Balance at 1 January 2015 – as reclassified</b>	7,358,081	9,631,164	(1,488,972)	-	2,030,845	17,531,118
Issuance of new shares (Note 24)	109,098	(58)	-	-	-	109,040
Net loss for the year	-	-	-	-	(522,355)	(522,355)
<b>Balance at 31 December 2015</b>	7,467,179	9,631,106	(1,488,972)	-	1,508,490	17,117,803

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## 24. Share capital and capital surplus

The Company's authorised and issued share capital comprises:

	31/12/2015		1/1/2015	
	Number of shares	VND million	Number of shares	VND million
Authorised share capital	746,717,861	7,467,179	735,808,140	7,358,081
Issued share capital				
Ordinary shares	746,717,861	7,467,179	735,808,140	7,358,081
Capital surplus	-	9,631,106	-	9,631,164

All ordinary shares have a par value of VND10,000. Each share is entitled to one vote at meetings of the Company. Shareholders are entitled to receive dividends as declared from time to time. All ordinary shares are ranked equally with regard to the Company's residual assets. In respect of shares bought back by the Company, all rights are suspended until those shares are reissued.

Capital surplus represents the excess of the proceeds on issuance of shares over the par value.

Movements in issued share capital during the year were as follows:

	2015		2014	
	Number of shares	VND million	Number of shares	VND million
Balance at beginning of the year	735,808,140	7,358,081	734,911,338	7,349,113
Issuance of new shares to settle debt instruments	-	-	896,802	8,968
Insurance of new shares	10,909,721	109,098	-	-
Balance at the end of the year	746,717,861	7,467,179	735,808,140	7,358,081

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## 25. Other capital

Other capital represents the fair value of the Company's fixed number of shares to be issued at a future date and the reclassification from other reserves.

	31/12/2015 and 1/1/2015			
	<u>Group</u>	<u>VND</u>	<u>Company</u>	<u>VND</u>
	Number of shares	million	Number of shares	million Reclassified
Parent company credit support (*)	2,450,353	97,703	2,450,353	97,703
Other reserves reclassification	-	(9,142,752)	-	(1,586,675)
	<u>2,450,353</u>	<u>(9,045,049)</u>	<u>2,450,353</u>	<u>(1,488,972)</u>

(\*) In 2012, the Company entered into convertible loan agreements for USD30 million (equivalent to VND624,840 million) with Mount Kellett Capital Management LP through its company named MRG Limited for a term of 4 years.

To enhance the creditworthiness of the Company and facilitate the financing transaction, the parent company also entered into arrangement with the Company and the lender in which the parent company undertakes the risks and obligations to subscribe to the Conversion Shares and directly pay the principals and deferred interests to the lender in the event that the lender do not exercise the conversion option. The parent company did not receive any consideration or other benefits in return for such undertakings on behalf of the Company.

Among others, the agreements provide the following:

- (i) The convertible loan bear semi-annual coupons interest of 5.0% per annum in year one, 6.0% per annum in years two and three, and 7.0% per annum for the remaining term of the convertible loan. A deferred interest which would achieve an effective rate of return of 10.0% is payable if the conversion option is not exercised; and
- (ii) The shares to be issued on conversion ("Conversion Shares") shall be determined based on an initial conversion price of VND85,000 per share and subject to ratchet adjustments and other terms of the definitive agreement. However, the maximum number of Conversion Shares will be 9.6 million. The mandatorily issuable minimum number of Conversion Shares is 7.5 million, which is treated as an equity instrument.

In July 2013, the Company repurchased two thirds of the convertible loan of USD30 million subscribed by MRG Limited, resulting in the maximum number of Conversion Shares being reduced to 3.2 million and the mandatorily issuable minimum number of Conversion Shares was reduced to 2.5 million as at 1 January 2015 and 31 December 2015.



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**26. Off balance sheet items**

**(a) Lease**

The future minimum lease payments under non-cancellable operating leases were:

	<u>Group</u>		<u>Company</u>	
	31/12/2015 VND million	1/1/2015 VND million	31/12/2015 VND million	1/1/2015 VND million
Within one year	86,801	39,061	6,766	6,766
Within two to five years	126,464	38,729	435	7,201
More than five years	164,498	3,676	-	-
	<u>377,763</u>	<u>81,466</u>	<u>7,201</u>	<u>13,967</u>

**(b) Capital expenditure**

As at reporting date, the following outstanding capital commitments have been approved but not provided for in the balance sheet:

	<u>Group</u>		<u>Company</u>	
	31/12/2015 VND million	1/1/2015 VND million	31/12/2015 VND million	1/1/2015 VND million
Approved and contracted	794,265	358,541	-	-
Approved but not contracted	1,048,718	1,898,417	-	-
	<u>1,842,983</u>	<u>2,256,958</u>	<u>-</u>	<u>-</u>

**(c) Foreign currencies**

**Group:**

	31/12/2015		1/1/2015	
	Original currency	VND million equivalent	Original currency	VND million equivalent
USD	13,425,910	300,734	9,141,772	195,314
EUR	1,378	34	179,401	4,611
SGD	358	6	-	-
		<u>300,774</u>		<u>199,925</u>

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**27. Revenue from sales of goods and provision of service**

Total revenue represents the gross invoiced value of goods sold and services rendered exclusive of value added tax.

Net revenue comprised:

	<u>Group</u>		<u>Company</u>	
	2015 VND million	2014 VND million Reclassified	2015 VND million	2014 VND million
Total revenue				
▪ Sales of finished goods	31,223,998	16,288,802	-	-
▪ Others	100,873	89,032	-	-
	31,324,871	16,377,834	-	-
Less sales deductions				
▪ Sales discounts	(606,034)	(192,121)	-	-
▪ Sales returns	(90,427)	(65,819)	-	-
	(696,461)	(257,940)	-	-
	30,628,410	16,119,894	-	-

**28. Cost of sales**

	<u>Group</u>		<u>Company</u>	
	2015 VND million	2014 VND million Reclassified	2015 VND million	2014 VND million
Total cost of sales				
▪ Finished goods sold	20,654,605	9,632,010	-	-
▪ Others	71,371	7,235	-	-
▪ Allowance for inventories	93,810	63,945	-	-
	20,819,786	9,703,190	-	-

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**29. Financial income**

	<u>Group</u>		<u>Company</u>	
	2015 VND million	2014 VND million Reclassified	2015 VND million	2014 VND million Reclassified
Interest income from:				
• Deposits	355,444	372,720	28,811	26,318
• Loans to subsidiaries	-	-	617,142	775,095
• Other loan investing activities	481,084	32,233	30,806	-
Negative goodwill on acquisition of a subsidiary (Note 6b)	147,641	-	-	-
Foreign exchange gains	66,502	34,859	1,821	753
Disposals of investments in subsidiaries	-	1,111,073	-	286,587
Dividend income	-	-	-	3,169,052
Realised gains from derivative financial instruments	17,623	16,772	-	-
Others (*)	314,009	3,310	-	1,700
	1,382,303	1,570,967	678,580	4,259,505

(\*) Included in others are income received from non-controlling interest of a subsidiary.

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**30. Financial expenses**

	<u>Group</u>		<u>Company</u>	
	2015 VND million	2014 VND million Reclassified	2015 VND million	2014 VND million Reclassified
Interest expense for:				
• Bank loans	271,425	451,685	690	-
• Bonds	2,106,907	1,013,037	551,379	689,200
• Subsidiary	-	-	28,952	220,087
• Other parties	46,973	-	42,094	-
Foreign exchange losses	206,819	95,933	718	14
Realised losses from derivative financial instruments	12,014	48,704	-	-
Others	70,563	101,632	2,946	13,273
	2,714,701	1,710,991	626,779	922,574

**31. Share of profit/(loss) in associates**

	<u>Group</u>	
	2015 VND million	2014 VND million
Share of profit in associates	499,017	610,246
Adjustment arising from purchase price allocation and goodwill amortisation	-	(663,307)
	499,017	(53,061)

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**32. Selling expenses**

	<u>Group</u>		<u>Company</u>	
	2015 VND million	2014 VND million Reclassified	2015 VND million	2014 VND million
Promotion and advertising expense	2,349,885	1,313,732	-	-
Transportation expense	842,352	821,914	-	-
Staff cost	523,640	282,962	-	-
Exhibition expense	55,158	81,122	-	-
Marketing research expense	51,567	47,921	-	-
Other expenses	221,755	124,460	-	-
	<b>4,044,357</b>	<b>2,672,111</b>	<b>-</b>	<b>-</b>

**33. General and administration expenses**

	<u>Group</u>		<u>Company</u>	
	2015 VND million	2014 VND million Reclassified	2015 VND million	2014 VND million
Staff cost	591,940	425,014	49,679	40,854
Depreciation and amortisation	571,516	365,973	5,957	12,186
Research and development	21,225	28,815	-	-
System lease line and IT services	86,993	25,154	-	-
Office rental	47,326	39,158	7,106	14,639
Outside services	76,258	31,021	8,062	12,218
Other expenses (*)	269,259	133,223	512,415	26,653
	<b>1,664,517</b>	<b>1,048,358</b>	<b>583,219</b>	<b>106,550</b>

(\*) Included in other expenses of the Company is expense to a subsidiary.

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34. Other income

	<u>Group</u>		<u>Company</u>	
	2015 VND million	2014 VND million Reclassified	2015 VND million	2014 VND million Reclassified
Income from sale of claims	-	256,200	-	-
Gains on disposals of fixed assets	3,309	9,117	-	-
Others	31,204	40,120	9,113	8,443
	34,513	305,437	9,113	8,443

35. Other expenses

	<u>Group</u>		<u>Company</u>	
	2015 VND million	2014 VND million Reclassified	2015 VND million	2014 VND million Reclassified
Loss from fixed assets, construction in progress and other assets disposed	12,816	14,553	-	1,433
Others	61,337	54,303	50	-
	74,153	68,856	50	1,433

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36. Income tax

(a) Recognised in the statement of income

	<u>Group</u>		<u>Company</u>	
	2015 VND million	2014 VND million	2015 VND million	2014 VND million
<b>Current tax expense</b>				
Current year	831,685	970,348	-	-
Over provision in prior years	(14,151)	(11,671)	-	-
	817,534	958,677	-	-
<b>Deferred tax benefit</b>				
Origination and reversal of temporary differences	(127,630)	(242,480)	-	-
Effect of change in tax rate	9,575	(13,508)	-	-
	(118,055)	(255,988)	-	-
Income tax expense	699,479	702,689	-	-

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(b) Reconciliation of effective tax rate

Group

	2015		2014	
	%	VND million	%	VND million
Accounting profit before tax	100.0%	3,226,729	100.0%	2,739,731
Tax at the Company's income tax rate	22.0%	709,880	22.0%	602,741
Effect of different tax rates in subsidiaries	(10.6%)	(341,610)	(5.7%)	(156,466)
Effect of consolidation transactions	(0.1%)	4,164	5.5%	149,703
Non-deductible expenses	4.0%	130,121	0.2%	5,233
Effect of share of associates net of tax	(3.4%)	(109,784)	0.4%	11,673
Changes in temporary differences	(0.3%)	(10,268)	-	-
Deferred tax assets not recognised	11.9%	385,550	5.4%	148,612
Over provision in prior years	(0.4%)	(14,151)	(0.4%)	(11,671)
Effect of change in tax rate	1.0%	32,619	(0.5%)	(13,508)
Tax loss utilised	(2.7%)	(87,042)	(1.2%)	(33,628)
	21.7%	699,479	25.7%	702,689

Company

	2015		2014	
	%	VND million	%	VND million
Accounting (loss)/profit before tax	100%	(522,355)	100%	3,237,391
Tax at CIT rate applicable	(22.00%)	(114,918)	22.00%	712,226
Tax exempt income	-	-	(21.54%)	(697,191)
Non-deductible expenses	20.71%	108,160	0.01%	19
Changes in temporary differences	0.17%	899	(0.63%)	(20,480)
Deferred tax assets not recognised	1.12%	5,859	0.16%	5,426
	-	-	-	-



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**(c) Applicable tax rates**

The Company has an obligation to pay the government corporate income tax (“CIT”) at the rate of 22% of taxable profits.

The usual income tax rate applicable to enterprises before any incentives is 22% for 2014 and 2015, and will be reduced to 20% from 2016.

The Company’s subsidiaries enjoy various tax incentives which provide some subsidiaries with further tax exemptions and reductions.

**(d) Tax contingencies**

The taxation laws and their application in Vietnam are subject to interpretation and change over time as well as from one tax office to another. The final tax position may be subject to review and investigation by a number of authorities, who are enabled by law to impose severe fines, penalties and interest charges. These facts may create tax risks in Vietnam that are substantially more significant than in other countries. Management believes that it has adequately provided for tax liabilities based on its interpretation of tax legislation, including on transfer pricing requirements and computation of corporate income tax. However, the relevant authorities may have different interpretations and the effects could be significant.

**37. Significant transactions with related parties**

In addition to related party balances and transactions disclosed in other notes to these financial statements, the Group has the following transactions with related parties during the year:

**Group**

Related Party	Nature of transaction	2015 VND million	2014 VND million
<b>Other related parties</b>			
Vietnamese French Cattle Feed Joint Stock Company	Dividend receivable	-	80,000
Vietnam Technological and Commercial Joint Stock Bank	Loans received	2,596,819	1,035,382
	Loan paid	1,375,112	-
	Interest expense on loans received	131,393	20,042
<b>Key management personnel</b>	Remuneration to Board of management (*)	72,049	41,417

(\*) *No board fees were paid to Board of Directors members for the years ended 31 December 2015 and 31 December 2014.*

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**Company**

<b>Related Party</b>	<b>Nature of transaction</b>	<b>2015 VND million</b>	<b>2014 VND million</b>
<b>Subsidiaries</b>			
<b>Masan Consumer Corporation (formerly known as Ma San Consumer Corporation)</b>	Loans received	-	735,000
	Loan repaid through assignment of loan to another subsidiary	-	7,709,298
	Interest repaid through assignment of loan to another subsidiary	-	2,831,626
	Dividend income	-	1,240,800
	Interest expense on long-term loans	-	222,087
	Acquisition of a subsidiary	-	1,246,496
<b>Masan Horizon Corporation (formerly known as Ma San Horizon Corporation)</b>	Loan provided	3,196	941,588
	Interest income from loan provided	546,907	475,115
<b>Ma San Resources Corporation</b>	Interest income from loan provided	52,914	141,527
	Interest received	786,000	-
	Loans received	210,000	-
<b>Nui Phao Mining Company Limited</b>	Interest income from loan provided	11,322	123,664
	Loan provided	-	210,000
	Offsetting of debts	490,000	-
<b>Masan Brewery Company Limited</b>	Loan provided	-	475,657
	Loans received	79,569	452,577
	Interest income from loan provided	1,345	32,436
	Loan collected through net off with capital contribution	-	368,300
	Interest received	4,897	-
<b>Masan Consumer Holdings Company Limited</b>	Transferring shares to another subsidiary	-	4,409,682
	Dividend income	-	1,928,252
	Loan provided	-	194,465
	Loan collected	-	194,465
	Interest income from loan provided	-	2,353
<b>Shika Company Limited</b>	Loan provided	1,050,500	-
	Interest income from loan provided	4,653	-
	Loan collected	237,000	-
<b>Kenji Company Limited</b>	Loan received	629,000	-
	Interest expense on loan receipt	28,952	-
	Loan repaid	629,000	-
	Interest repaid	28,952	-
<b>Key management personnel</b>	Remuneration to Board of management (*)	5,260	3,518

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(\*) *No board fees were paid to Board of Directors members for the years ended 31 December 2015 and 31 December 2014.*

**38. Earnings per share**

**(a) Basic earnings per share**

The calculation of basic earnings per share at 31 December 2015 was based on the profit attributable to ordinary shareholders of VND1,478,292 million (2014: VND1,080,169 million) of the Group and a weighted average number of ordinary shares outstanding of 752,369,623 shares during the year (year ended 31 December 2014: 746,740,068 shares).

For the purpose of calculating basic earnings per shares, shares that are issuable solely after the passage of time are treated as outstanding shares from the date that the right to the shares comes into existence calculated as follows:

**(i) Net profit attributable to ordinary shareholders**

	<b>2015</b>	<b>2014</b>
	<b>VND million</b>	<b>VND million</b>
Net profit attributable to ordinary shareholders	1,478,292	1,080,169

**(ii) Weighted average number of ordinary shares**

	<b>2015</b>	<b>2014</b>
Issued ordinary shares at the beginning of the year	735,808,140	734,911,338
Effect of shares issued for cash	5,111,130	-
Effect of shares issued to discharge convertible bonds, loans and Promissory Notes	-	378,377
Effect of shares to be issued solely after the passage of time	11,450,353	11,450,353
<b>Weighted average number of ordinary shares at the end of the year</b>	<b>752,369,623</b>	<b>746,740,068</b>

**(b) Diluted earnings per share**

The calculation of diluted earnings per share for the years ended 31 December 2015 and 31 December 2014 was based on net profit attributable to shareholders and a weighted average number of ordinary shares outstanding after adjustment for the effect of all dilutive potential ordinary shares.

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**(i) Net profit attributable to ordinary shareholders (diluted)**

	<b>2015</b>	<b>2014</b>
	<b>VND million</b>	<b>VND million</b>
Net profit attributable to shareholders	1,478,292	1,080,169

Potential dilutive ordinary shares have no income effect on the net profit attributable to shareholders for the year ended 31 December 2015 (2014: Nil).

**(ii) Weighted average number of ordinary shares (diluted)**

	<b>2015</b>	<b>2014</b>
Weighted average number of ordinary shares (basic)	752,369,623	746,740,068
Effect of potential dilutive share ordinary shares	753,954	15,048,569
Weighted average number of ordinary shares (diluted)	753,123,577	761,788,637

**39. Share-based payment**

The Company has an employee share-based payment plan to award shares based on the assessment of the performance of employees. The future issuance of shares under the plan has to be approved by the shareholders at Annual General Meeting.

On 13 July 2015, the Company's share capital increased from VND7,358,081 million to VND7,467,179 million with the issuance of additional 10,909,721 shares issued to employees under employee share-based payment plan.

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#### 40. Financial risk management

The Board of Management has overall responsibility for establishing, developing and monitoring the Group's risk management policies.

##### (a) Credit risk

Credit risk is the potential financial loss resulting from the failure of a customer or a counterparty to settle its financial and contractual obligations to the Group and Company, as and when they fall due, and arises principally from the Group and the Company's accounts receivable from customers and other receivables, deposits in banks, and guarantees issued to banks for loans granted to entities within the Group.

##### (i) Exposure to credit risk

The following represents the maximum credit exposure of the Group and Company:

	Note	Group		Company	
		31/12/2015 VND million	1/1/2015 VND million	31/12/2015 VND million	1/1/2015 VND million
Cash and cash equivalents	(ii)	8,316,097	5,164,983	1,103,509	517,127
Held to maturity investments – short-term	(ii)	293,990	4,042,212	287,890	239,614
Accounts receivable – short-term - net	(iii)	849,541	4,344,934	19,421	3,072,190
Receivables on short-term lending loans	(iv)	762,400	-	-	2,172,320
Other receivables – short-term	(iii)	641,598	527,770	157,171	1,041,652
Receivables on long-term lending loans	(iv)	8,563,114	-	4,773,374	2,283,927
Other receivables – long-term	(iii)	1,869,025	1,447,633	3,134,984	2,741,703
Held to maturity investments – long-term	(ii)	-	144,050	-	-
Guarantees issued		-	65,884	-	-
		21,295,765	15,737,466	9,476,349	12,068,533

##### (ii) Cash and cash equivalents, held to maturity investments – short-term and long-term

Cash and cash equivalents, held to maturity investments – short-term and long-term are placed with financial institutions which are regulated. Investments and transactions involving derivative financial instruments are allowed only with counterparties after assessment by management. Management does not foresee any significant credit risks from these deposits nor expect these financial institutions to default.

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(iii) *Accounts receivable from customers – short-term and long-term, other receivables – short-term and long-term*

The Group and the Company's exposure to credit risk in relation to receivables is influenced mainly by the individual characteristics of each customer or counter party. In response to the risk, the Group generally transact with customers on cash on delivery terms. For instances where customers are granted credit terms, management has established a credit policy under which each customer is analysed individually for creditworthiness before credit terms are offered.

The carrying amount of the accounts receivable from customers – short-term and long-term, other receivables – short-term and long-term represents the maximum credit exposure.

The Group establishes allowance for doubtful debt that represents its estimate of incurred losses in respect of accounts receivable from customers, receivables on lending loans and other receivables.

Movements of allowance for doubtful debts were as follows:

	<u>Group</u>	
	2015 VND million	2014 VND million
Opening balance	2,064	1,784
Addition from business acquisition	24,864	-
Increase in allowance during the year	3,169	501
Allowance utilised during the year	(599)	(151)
Written back	(909)	(70)
Closing balance	28,589	2,064

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The Group and the Company believe that, apart from the amount provided for above, no further allowance for doubtful debts is necessary in respect of the outstanding receivables as of 31 December 2015. The ageing analysis of the accounts receivable from customers – short-term and long-term and other receivables – short-term and long-term is as follows:

	<u>Group</u>		<u>Company</u>	
	31/12/2015		31/12/2015	
	Gross VND million	Impairment losses VND million	Gross VND million	Impairment losses VND million
Not past due	3,196,906	-	3,311,576	-
Past due 0 – 30 days	89,829	-	-	-
Past due 31 – 180 days	42,304	(100)	-	-
Past due 181 – 365 days	11,111	(2,126)	-	-
Past due over 365 days	48,603	(26,363)	-	-
	3,388,753	(28,589)	3,311,576	-
				6,855,545

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**(iv) Receivables on lending loans**

The Group and the Company are exposed to credit and interest risk in connection with short-term and long-term lending loans which comprise a part of the Group's cash management operations to maximise its financial interest income on its more liquid assets. To mitigate the credit risk, such loans are backed by pledges of collateral and financial guarantees, which the Board of Management continuously monitors. Subsequent to year end, VND9,036,014 million of short-term and long-term lending loans were collected.

**(v) Guarantees**

The Group is also exposed to credit risk in connection with the guarantees it has issued to banks for loans granted to Minh Viet Packaging One Member Limited, a third party, and the Group's subsidiaries including Ma San Industrial One Member Company Limited, Viet Tien Food Technology One Member Company Limited and Masan HD One Member Company Limited (formerly known as Ma San HD One Member Company Limited).

The risk represents the loss that would be recognised on default by the lenders. To mitigate this risk, management continually monitors the performance of the subsidiaries and third party.

**(b) Liquidity risk**

Liquidity risk is the risk that the Group and the Company will encounter difficulty in meeting the obligations associated with its financial liabilities that are settled by delivering cash or another financial asset.

The Group and the Company's approach to managing liquidity is to ensure, as far as possible, that it will always have sufficient liquidity to meet its liabilities when due, under both normal and stressed conditions, without incurring unacceptable losses or risking damage to the Group and the Company's reputation.

Typically the Group and the Company ensures that it has sufficient cash on demand to meet expected operational expenses, including the servicing of financial obligations; this excludes the potential impact of extreme circumstances that cannot reasonably be predicted, such as natural disasters.



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As at 31 December 2015 and 1 January 2015, the financial liabilities with fixed or determinable payments have the following contractual maturities including the estimated interest payments:

**Group**

	Carrying amount VND million	Contractual cash flows VND million	Within 1 year VND million	1 – 2 years VND million	2 – 5 years VND million	More than 5 years VND million
<b>31 December 2015</b>						
Accounts payable to suppliers – short-term	2,419,059	(2,419,059)	(2,419,059)	-	-	-
Payables to employees	257,716	(257,716)	(257,716)	-	-	-
Accrued expenses – short-term	2,875,921	(2,875,921)	(2,875,921)	-	-	-
Other short-term payables excluded obligation to issue shares	337,912	(337,912)	(337,912)	-	-	-
Short-term borrowings, bonds and finance lease liabilities	5,302,490	(5,389,751)	(5,389,751)	-	-	-
Accounts payable to suppliers – long-term	75,845	(75,845)	-	(75,845)	-	-
Other long-term payables	97,813	(97,813)	-	(97,813)	-	-
Long-term borrowings, bonds and finance lease liabilities	30,746,161	(41,587,364)	(5,110,356)	(2,525,331)	(31,191,645)	(2,760,032)
	42,112,917	(53,041,381)	(16,390,715)	(2,698,989)	(31,191,645)	(2,760,032)
<b>1 January 2015</b>						
Accounts payable to suppliers – short-term	999,340	(999,340)	(999,340)	-	-	-
Payables to employees	258	(258)	(258)	-	-	-
Accrued expenses – short-term	1,862,531	(1,862,531)	(1,862,531)	-	-	-
Other payables – short-term	1,866,738	(1,866,738)	(1,866,738)	-	-	-
Short-term borrowings, bonds and finance lease liabilities	5,329,971	(5,394,075)	(5,394,075)	-	-	-
Other long-term liabilities, excluded obligation to issue shares	117,340	(117,340)	-	(117,340)	-	-
Long-term borrowings, bonds and finance lease liabilities	18,234,277	(24,596,493)	(1,689,081)	(9,392,100)	(10,574,829)	(2,940,483)
	28,410,455	(34,836,775)	(11,812,023)	(9,509,440)	(10,574,829)	(2,940,483)

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**Company**

	Carrying amount VND million	Contractual cash flows VND million	Within 1 year VND million	1 – 2 years VND million	2 – 5 years VND million
<b>31 December 2015</b>					
Accounts payable to suppliers – short-term	240	(240)	(240)	-	-
Accrued expenses	147,891	(147,891)	(147,891)	-	-
Other payables – short-term, excluded obligation to issue shares	111,611	(111,611)	(111,611)	-	-
Long-term borrowings, bonds and finance lease liabilities	6,844,842	(8,599,470)	(3,209,126)	(357,000)	(5,033,344)
	<b>7,104,584</b>	<b>(8,859,212)</b>	<b>(3,468,868)</b>	<b>(357,000)</b>	<b>(5,033,344)</b>
<b>1 January 2015</b>					
Accounts payable to suppliers – short-term	1,451	(1,451)	(1,451)	-	-
Accrued expenses	215,239	(215,239)	(215,239)	-	-
Other payables – short-term	1,555,324	(1,555,324)	(1,555,324)	-	-
Other payables – long-term, excluded obligation to issue shares	14,580	(14,580)	-	(14,580)	-
Long-term borrowings, bonds and finance lease liabilities	5,267,960	(6,263,385)	(1,166,805)	(5,096,580)	-
	<b>7,054,554</b>	<b>(8,049,979)</b>	<b>(2,938,819)</b>	<b>(5,111,160)</b>	<b>-</b>

It is not expected that the cash flows included in the Group and Company's maturity analysis could occur significantly earlier, or at significantly different amounts.

**(c) Market risk**

Market risk is the risk that changes in market prices, such as foreign exchange rates and interest rates will affect the Group and the Company's results of operations or the value of its holdings of financial instruments. The objective of market risk management is to manage and control market risk exposures within acceptable parameters, while optimising the return.

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*Currency risk*

The Group and the Company is exposed to currency risk on sales, purchases and borrowings that are denominated in a currency other than the respective functional currencies of Group entities. The currencies in which these transactions are primarily denominated are the United States dollar (USD), Euro (EUR), Australian dollar (AUD), Singapore dollar (SGD), Thai Baht (THB), and Chinese Yuan Renminbi (CNY).

In respect of other monetary assets and liabilities denominated in foreign currencies, the Group's policy is to ensure that its net exposure is kept to an acceptable level by buying or selling foreign currencies at spot rates when necessary to address short-term imbalances.

At 31 December 2015 and 1 January 2015, the Group and the Company had the following net exposed asset/(liability) positions:

	Group							Company
	USD	EUR	AUD	SGD	THB	CNY	GBP	USD
<b>31 December 2015</b>								
Cash and cash equivalents	13,425,909	1,378	-	358	-	-	-	4,467
Trade and other receivables (*)	10,171,593	-	-	399,418	-	-	-	867,000
Trade and other payables (**)	(18,183,910)	(1,974,736)	(4,275,560)	(501,485)	(11,289,906)	(1,955,251)	(8,765)	-
Short-term borrowings, bonds and finance lease liabilities	(25,114,736)	-	-	-	-	-	-	-
Other long-term liabilities	(1,166,237)	-	-	-	-	-	-	(30,000)
	<u>(20,867,381)</u>	<u>(1,973,358)</u>	<u>(4,275,560)</u>	<u>(101,709)</u>	<u>(11,289,906)</u>	<u>(1,955,251)</u>	<u>(8,765)</u>	<u>841,467</u>
	Group							Company
	USD	EUR	AUD	SGD	THB	CNY		USD
<b>1 January 2015</b>								
Cash and cash equivalents	9,141,772	179,401	-	-	-	-	-	7,064
Trade and other receivables (*)	18,276,662	-	-	-	-	-	-	-
Trade and other payables (**)	(3,805,647)	(3,003,750)	(1,200,202)	(138,555)	(3,380,904)		(1,955,251)	(302,466)
Accrual expenses	(2,631,637)	-	-	-	-	-	-	-
Short-term borrowings	(52,283,698)	-	-	-	-	-	-	-
Long-term borrowings, bonds and finance lease liabilities	(175,000,000)	-	-	-	-	-	-	-
Other long-term liabilities	-	-	-	-	-	-	-	(700,000)
	<u>(206,302,548)</u>	<u>(2,824,349)</u>	<u>(1,200,202)</u>	<u>(138,555)</u>	<u>(3,380,904)</u>		<u>(1,955,251)</u>	<u>(995,402)</u>

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- (\*) Trade and other receivables comprise of accounts receivable from customers – short-term and long-term, receivable on lending loans and other receivables – short-term and long-term.
- (\*\*) Trade and other payables comprise of accounts payable to suppliers – short-term, payables to employees, accrued expenses and other payables – short-term and long-term.

The following were the significant exchange rates applied by the Group and Company:

	<u>Group and Company</u>			
	Exchange rate as at 31/12/2015		Exchange rate as at 1/1/2015	
	Buying rate VND	Selling rate VND	Buying rate VND	Selling rate VND
USD1	22,400	22,530	21,365	21,435
EUR1	24,161	24,979	25,702	26,324
AUD1	15,994	16,765	17,291	17,714
SGD1	16,064	16,032	15,974	16,396
THB1	630	639	634	668
CNY1	3,457	3,521	3,395	3,509
GBP1	34,103	33,552	33,077	33,488

Below is an analysis of the possible impact on the profit before tax of the Group and profit/(loss) before tax of the Company by a fluctuation of the following currencies after taking into account the current level of exchange rates and the historical volatility as well as market expectations. This analysis assumes that all other variables, in particular interest rates, remain constant.

	<u>Group</u> Increase/(decrease) in profit before tax as at 31/12/2015 VND million	<u>Company</u> Decrease in loss before tax as at 31/12/2015 VND million
USD (5% strengthening against VND)	(25,570)	(911)
EUR (6% weakening against VND)	2,518	-
AUD (5% weakening against VND)	3,840	-
SGD (1% weakening against VND)	86	-
THB (4% weakening against VND)	313	-
CNY (2% strengthening against VND)	(24)	-
GBP (3% strengthening against VND)	(1)	-

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	<u>Group</u> Increase/(decrease) in profit before tax as at 1/1/2015 VND million	<u>Company</u> Decrease in profit before tax as at 1/1/2015 VND million
USD (1% strengthening against VND)	(44,077)	(288)
EUR (11% weakening against VND)	7,985	-
AUD (8% weakening against VND)	1,660	-
SGD (2% weakening against VND)	44	-
THB (1% strengthening against VND)	(21)	-
CNY (2% weakening against VND)	133	-

The opposite movement of the currencies would have the equal but opposite effect to the profit/(loss) before tax of the Group and the Company at the reporting date, respectively.

***Interest rate risk***

The Group and the Company's exposure to changes in interest rates relates primarily to floating rate interest-bearing financial assets and financial liabilities. Interest rate risk is managed by the Group and the Company on an on-going basis with the primary objective of limiting the extent to which interest expense could be affected by an adverse movement in interest rates.

The Group and the Company does not hedge its exposure to changes in interest rates on interest-bearing borrowings.

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At the reporting date the interest rate profile of the Group and the Company's interest-bearing financial instruments was as follows:

	<u>Group</u>		<u>Company</u>	
	31/12/2015 VND million	1/1/2015 VND million	31/12/2015 VND million	1/1/2015 VND million
<b>Fixed rate instruments</b>				
Cash equivalents	7,405,820	4,863,445	1,085,890	507,350
Held to maturity investments – short-term	293,990	4,042,212	287,890	239,614
Receivables on short-term lending loans from subsidiaries	762,400	-	-	2,172,320
Receivables on long-term lending loans from a third party	8,563,114	-	-	-
Receivables on long-term lending loans from subsidiaries	-	-	4,773,374	2,283,927
Held to maturity investments – long-term	-	144,050	-	-
Short-term borrowings, bond and finance lease liabilities	(4,227,547)	(3,568,345)	-	-
Long-term borrowings, bonds and finance lease liabilities	(8,984,294)	(2,667,960)	(6,844,842)	(567,960)
	<b>3,813,483</b>	<b>2,813,402</b>	<b>(697,688)</b>	<b>4,635,251</b>
<b>Variable rate instruments</b>				
Cash in banks	909,225	301,538	17,619	9,777
Short-term borrowings, bond and finance lease liabilities	(1,074,943)	(1,761,626)	-	-
Long-term borrowings, bonds and finance lease liabilities	(21,761,867)	(15,566,317)	-	(4,700,000)
	<b>(21,927,585)</b>	<b>(17,026,405)</b>	<b>17,619</b>	<b>(4,690,223)</b>

***Sensitivity analysis for variable rate instruments***

An increase of 100 basis points in interest rates would have decreased the profit before tax of the Group by VND219,276 million (1/1/2015: VND170,026 million) and increased the profit before tax of the Company by VND176 million (1/1/2015: VND46,902 million).

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**(d) Carrying amount of financial assets and liabilities**

The following tables summarise the classification of financial assets and liabilities by their carrying amounts shown on the balance sheet by Circular 210 categories:

**Group**

	Loans and receivables VND million	Financial liabilities carried at amortised cost VND million	Total carrying amount VND million
<b>31 December 2015</b>			
Cash and cash equivalents	8,324,476	-	8,324,476
Held to maturity investments – short-term	293,990	-	293,990
Accounts receivable from customers – short-term – net (*)	849,541	-	849,541
Receivables on short-term lending loans	762,400	-	762,400
Other receivables – short-term	641,598	-	641,598
Receivables on long-term lending loans	8,563,114	-	8,563,114
Other receivables – long-term	1,869,025	-	1,869,025
	21,304,144	-	21,304,144
Accounts payable to suppliers – short-term	-	(2,419,059)	(2,419,059)
Payables to employees	-	(257,716)	(257,716)
Accrued expenses	-	(2,875,921)	(2,875,921)
Other payables – short-term	-	(337,912)	(337,912)
Short-term borrowings, bonds and finance lease liabilities	-	(8,366,625)	(8,366,625)
Accounts payable to suppliers – long-term	-	(75,845)	(75,845)
Other payables – long-term	-	(97,813)	(97,813)
Long-term borrowings, bonds and finance lease liabilities	-	(27,253,112)	(27,253,112)
	-	(41,684,003)	(41,684,003)

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	<b>Loans and receivables VND million</b>	<b>Financial liabilities carried at amortised cost VND million</b>	<b>Total carrying amount VND million</b>
<b>1 January 2015</b>			
Cash and cash equivalents	5,166,415	-	5,166,415
Held to maturity investments – short-term	4,042,212	-	4,042,212
Accounts receivable from customers – short-term – net	4,344,934	-	4,344,934
Other receivables – short-term	527,770	-	527,770
Other receivables – long-term	1,447,633	-	1,447,633
Held to maturity investments – long-term	144,050	-	144,050
	<hr/> 15,673,014	-	<hr/> 15,673,014
Accounts payable to suppliers – short-term	-	(999,340)	(999,340)
Payables to employees	-	(258)	(258)
Accrued expenses	-	(1,862,531)	(1,862,531)
Other payables – short-term	-	(1,866,738)	(1,866,738)
Short-term borrowings, bonds and finance lease liabilities	-	(5,329,971)	(5,329,971)
Other payables – long-term	-	(177,901)	(177,901)
Long-term borrowings, bonds and finance lease liabilities	-	(18,234,277)	(18,234,277)
	-	<hr/> (28,471,016)	<hr/> (28,471,016)



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**Company**

	Loans and receivables VND million	Financial liabilities carried at amortised cost VND million	Total carrying amount VND million
<b>31 December 2015</b>			
Cash and cash equivalents	1,103,659	-	1,103,659
Held to maturity investments – short-term	287,890	-	287,890
Accounts receivable from customers – short-term – net (*)	19,421	-	19,421
Other receivables – short-term (*)	157,171	-	157,171
Receivables on long-term lending loans	4,773,374	-	4,773,374
Other receivables – long-term (*)	3,132,671	-	3,132,671
	9,474,186	-	9,474,186
Accounts payable to suppliers – short-term	-	(240)	(240)
Accrued expenses	-	(147,891)	(147,891)
Other payables – short-term	-	(111,611)	(111,611)
Short-term borrowings, bonds and finance lease liabilities	-	(2,844,842)	(2,844,842)
Long-term borrowings, bonds and finance lease liabilities	-	(3,988,722)	(3,988,722)
	-	(7,093,306)	(7,093,306)

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	Loans and receivables VND million	Financial liabilities carried at amortised cost VND million	Total carrying amount VND million
<b>1 January 2015</b>			
Cash and cash equivalents	517,251	-	517,251
Held to maturity investments – short-term	239,614	-	239,614
Trade and other receivables – short-term (*)	4,113,842	-	4,113,842
Receivables on short-term lending loans	2,172,320	-	2,172,320
Receivables on long-term lending loans	2,283,927	-	2,283,927
Other receivables – long-term	2,741,703	-	2,741,703
	<b>12,068,657</b>	<b>-</b>	<b>12,068,657</b>
Accounts payable to suppliers – short-term	-	(1,451)	(1,451)
Accrued expenses	-	(215,239)	(215,239)
Other payables – short-term	-	(1,555,324)	(1,555,324)
Short-term borrowings, bonds and finance lease liabilities	-	(567,960)	(567,960)
Other payables – long-term	-	(75,141)	(75,141)
Long-term borrowings, bonds and finance lease liabilities	-	(4,700,000)	(4,700,000)
	<b>-</b>	<b>(7,115,115)</b>	<b>(7,115,115)</b>

**(e) Estimating the fair value**

*Cash and cash equivalents, held to maturity investments – short-term, accounts receivable from customers – short-term, receivables on short-term lending loans, other receivables – short-term, accounts payable to suppliers – short-term and other financial liabilities*

The carrying amounts of these financial assets and financial liabilities approximate their respective fair values due to the short-term maturity of these instruments.

*Accounts receivable from customers – long-term, receivables on long-term lending loans, other receivables – long-term, long-term financial investments, short-term and, long-term borrowings, bonds and finance lease liabilities guarantees issued, call and put options*

The Group has not determined fair values of these financial instruments for disclosure in the financial statements because information about their market prices is not available and there is currently no guidance on determination of fair value using valuation techniques under the Vietnamese Accounting Standards or the Vietnamese Accounting System for enterprises. The fair values of these financial instruments may differ from their carrying amounts.

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Guarantees received and issued are under the category of financial assets and financial liabilities at fair value through profit or loss but they are not recognised in the financial statements. Fair value of the guarantees received and issued have not been determined as information about their market prices is not available and there is currently no guidance on determination of fair value using valuation techniques under the Vietnamese Accounting Standards or the Vietnamese Accounting System for enterprises.

**41. Corresponding figures**

As described in Note 3, the Group adopted Circular 200 and Circular 202 effective from 1 January 2015. As a result, the presentation of certain financial statement captions has been changed. Certain corresponding figures as of 1 January 2015 and for the year ended 31 December 2014 have been reclassified to conform to the requirements of Circular 200 and Circular 202 in respect of financial statement presentation. A comparison of the amounts previously reported and as reclassified was as follows:

**(a) Balance sheets**

	<u>Group</u>		<u>Company</u>	
	1/1/2015 (as reclassified) VND million	31/12/2014 (as previously reported) VND million	1/1/2015 (as reclassified) VND million	31/12/2014 (as previously reported) VND million
Receivables on short-term lending loans	-	-	2,172,320	-
Other receivables – short-term	527,770	490,742	1,041,652	3,183,613
Shortage of assets awaiting resolution	13,615	-	-	-
Other current assets	-	50,643	-	30,359
Receivables on long-term lending loans	-	-	2,283,927	-
Other receivables – long-term	1,447,633	1,387,798	2,741,703	5,016,249
Investments in associates	8,601,126	8,597,526	-	-
Held to maturity investments – long-term	144,050	147,650	-	-
Other long-term assets	-	59,835	-	9,381
Other capital	(9,045,049)	97,703	(1,488,972)	97,703
Other reserves	-	(9,142,752)	-	(1,586,675)

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**(b) Statements of income**

	<u>Group</u>		<u>Company</u>	
	2015 (as reclassified) VND million	2014 (as previously reported) VND million	2015 (as reclassified) VND million	2014 (as previously reported) VND million
Total revenue	16,377,834	16,346,576	-	-
Cost of sales	9,703,190	9,489,008	-	-
Selling expenses	2,672,111	2,864,837	-	-
Other income	305,437	405,287	8,443	67,929
Other expenses	68,856	158,904	1,433	60,919

**42. Post balance sheet events**

**In January 2016**

Singha Asia Holding Pte. Ltd (“Singha”) invested VND13,343,726 million and VND1,111,900 million in cash in exchange for primary shares of MCH, and MB respectively, representing an equity interest of 14.3% and 33.3% respectively. The agreement between MCH and Singha also allowed Singha to increase its equity interest in MCH to 25% by investing an additional USD450 million. The funding and closing of the remaining USD450 million by Singha to increase its equity interest in MCH to 25% is subject to customary regulatory and corporation approvals.

MCH increased its equity interests in MSC from 77.8% to 96.7% by purchasing from non-controlling interest shares.

MSC’s wholly-owned subsidiary, MSB, acquired an additional 2,657,641 shares of VHC. Such transaction resulted in MSB’s equity interest in VHC being increased from 64.0% to 84.2%.

MNS, through its wholly-owned subsidiary, Kenji, acquired an additional 10,412,088 shares of Proconco. Such transaction resulted in MNS’s equity interest in Proconco being increased from 68.6% to 75.2%.

The Company issued bonds amounting to VND2,000 billion with a maturity of 5 years at an interest rate of 8.0% per annum in the first year and 3.0% per annum plus the amalgated average 12 month deposit rates of selected major banks in the remaining periods. The proceeds were used to refinance bonds amounting to VND2,276.9 billion (refer to Note 21). As a result, 6 million convertible bonds issued by Vietnam Technological and Commercial Joint Stock Bank (“Techcombank”) and 110 million shares in MSC were unpledged.

Anco, an indirect subsidiary of the Group, granted a call option to a member of Board of Directors of a subsidiary to buy 5% of Anco’s equity interest on a fully diluted basis at par value, which can be exercised within 10 years from January 2016. In February 2016, this option was acquired at an agreed price by MNS as part of MNS’s overall restructuring and efforts to increase its equity interest in its subsidiaries, particularly Anco and Proconco.

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**In February 2016**

MSC's wholly-owned subsidiary, MSB, acquired an additional 1,850,000 shares of VCF. Such transaction resulted in MSB's equity interest in VCF being increased from 53.2% to 60.2%.

7 March 2016

Prepared by:



Doan Thi My Duyen  
Chief Accountant

Approved by:



Michael Hung Nguyen  
Deputy Chief Executive Officer  
Chief Financial Officer



Dr. Nguyen Dang Quang  
Chairman  
Chief Executive Officer

