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| <b>VIETNAM BLUE-CHIP<br/>INVESTMENT FUND<br/>(VF4)</b><br>-----<br><br>No: 01/VF4-2008/BBDH | <b>SOCIALIST REPUBLIC OF VIETNAM</b><br><b>Independence - Freedom - Happiness</b><br>---o0o--- |
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*Ho Chi Minh City, 29 February, 2008*

## RESOLUTION

### GENERAL MEETING FOR ESTABLISHMENT OF VIETNAM BLUE-CHIP INVESTMENT FUND (VF4)

- *Pursuant to the License for offering of Fund Certificates to Public of the Vietnam Leading Enterprise Investment Fund No 04/GP-UBCKNN dated 18 December 2007 issued by the State Securities Committee;*
- *Pursuant to the Vote checking Minutes of the Voting Counting Board dated 29 February 2008 regarding the result of vote checking at the General Meeting for the establishment of VF4 organised in Ho Chi Minh City on 29 February 2008.*

### DECIDED

The General Meeting unanimously passed the Resolutions as follows:

**Article 1: Approval of the Charter of VF4 Fund with the following ratio:**

The General Meeting unanimously passed the Charter, including 14 Chapters, 59 Articles and 4 Appendices at the following voting ratio:

Agreement: 100% of the charter voting capital at the general meeting.  
 Disagreement: 0% of the charter voting capital at the general meeting.  
 Abstention: 0% of the charter voting capital at the general meeting.

**Article 2: Approval of the number of VF4's Board of Representatives and list of voting result of the Board of Trustees in accordance with the Fund Charter as follows:**

The General Meeting passed the number of the members of the Board of Representatives inclusive of 07 members with 99.991% voting capital as follows:

Agreement: 99.991% of the charter voting capital at the general meeting.  
 Disagreement: 0.009% of the charter voting capital at the general meeting.  
 Abstention: 0% of the charter voting capital at the general meeting.

The General meeting passed the result list of the Board of Representatives with 100% voting capital as follows:

Agreement: 100% of the charter voting capital at the general meeting.  
 Disagreement: 0% of the charter voting capital at the general meeting.  
 Abstention: 0% of the charter voting capital at the general meeting.

1. Mr. Huynh Van Thon – General Director and Chairman of the Board of Management of An Giang Plants Protection JSC

2. Mr. Le Hoang Anh – Associate Director, Member of the Board of Management of Dragon Capital Limited.
3. Mr. Dang Thai Nguyen – Director of Viet Securities Company
4. Mr. Tran Duc Tai – Representative for the contributed capital of An Phat Securities Company.
5. Mr. Le Trung Thanh – Deputy General Director of Lam Son Sugar JSC
6. Ms Nguyen Thi Minh Chau – Deputy General Director of PG Bank.
7. Mr. Hsu Juei Mao - Chairman of IBT Securities Co., Ltd

#### **Voting result**

| <b>No.</b> | <b>Full names</b>       | <b>Ratio</b> | <b>Result</b> |
|------------|-------------------------|--------------|---------------|
| 1          | Mr. Huynh Van Thon      | 97.33%       | VOTED         |
| 2          | Mr. Le Hoang Anh        | 98.21%       | VOTED         |
| 3          | Mr. Dang Thai Nguyen    | 97.85%       | VOTED         |
| 4          | Mr. Tran Duc Tai        | 97.03%       | VOTED         |
| 5          | Mr. Le Trung Thanh      | 80.20%       | VOTED         |
| 6          | Ms Nguyen Thi Minh Chau | 98,21 %      | VOTED         |
| 7          | Mr. Hsu Juei Mao        | 93.61%       | VOTED         |

#### **Article 3: Approval of the Custodian Bank for VF4**

The General Meeting unanimously approved to appoint HSBC, Ho Chi Minh Branch as the Custodian Bank for VF4 with the following voting ratio:

Agreement: 100% of the charter voting capital at the general meeting.  
 Disagreement: 0% of the charter voting capital at the general meeting.  
 Abstention: 0% of the charter voting capital at the general meeting.

#### **Article 4: Approval of election of the auditing company for VF4:**

The General Meeting unanimously agreed and passed the selection of the auditing company between KPMG and E&Y for auditing VF4 during the year of 2008 with the following voting ratio:

Agreement: 100% of the charter voting capital at the general meeting.  
 Disagreement: 0% of the charter voting capital at the general meeting.  
 Abstention: 0% of the charter voting capital at the general meeting.

The General Meeting unanimously agreed and authorized the Board of Trustees to choose the auditing company between KPMG and E&Y for auditing VF4 during the year of 2008 with the following voting ratio:

#### **Article 5: Approval of schedule of listing VF4's Fund Certificates at HCMC Securities Trading Center**

The General Meeting unanimously approved the schedule of listing VF4's fund certificates at HCMC Securities Trading Center and assignment to the Fund Management Company with the following voting ratio:

Agreement: 100% of the charter voting capital at the general meeting.  
Disagreement: 0% of the charter voting capital at the general meeting.  
Abstention: 0% of the charter voting capital at the general meeting.

**Điều 6: Approval of the list of Chairman, Vice Chairman of VF4 Fund as follows:**

Mr Dang Thai Nguyen holds the title Chairperson of the Board of Representatives of VF4.

Mrs Nguyen Thi Minh Chau holds the title Vice Chairperson of the Board of Representatives of VF4.

Mr Tran Dac Tai holds the title Vice Chairperson of the Board of Representatives of VF4.

**Article 7: Approval for Remuneration and Operation Expenditure of the Board of Representatives**

- Monthly remuneration of the Board of Representatives may be 27 million Vietnam:
  - Chairperson of the Board of Representatives: 5,000,000 (Five million) Vietnam Dong
  - Vice Chairperson of the Board of Representatives: 4,000,000 (Four million) Vietnam Dong
  - Member of the Board of Representatives: 3,000,000 (Three million) Vietnam Dong
  - Secretary: 2,000,000 (Two million) Vietnam Dong
- Total yearly remuneration of the Board of Representatives may be based on 13 months.
- Besides, the members of the Board of Representatives may be refunded the reasonable traveling costs for attending the meetings of the Board of Trustees or other travels for VF4.
- The remuneration of the members and operation costs of the Board of Trustees shall be subject to VF4's operation costs of each financial year.

These rates of remuneration shall be applied from the date of approval by the General Meeting and stipulating in the Resolution.

The General Meeting unanimously agreed and approved the rates of remuneration and operation costs of the Board with the following voting ratio:

Agreement: 100% of the charter voting capital at the general meeting.  
Disagreement: 0% of the charter voting capital at the general meeting.  
Abstention: 0% of the charter voting capital at the general meeting.

**Article 8: Approval of the Report on VF4's proposed investment plan**

**Article 9: Approval of the Meeting Report and the Resolutions of the General Meeting:**

The General Meeting agreed to pass the Meeting Report and the Resolutions of the General Meeting submitted by the Secretaries Board.

The General Meeting for establishment of VF4 finished at 18:15pm on the date of 29 February, 2008.

**Chair Board**

**Mr. DANG VAN THANH**

**Mr. TRAN THANH TAN**

**Mr. TRAN ANH TUAN**

**Mr. LE ANH MINH**

**Ms LUONG THI MY HANH**

**Mr. ĐANG THAI NGUYEN**

**Secretaries Board**

**CAO THANH LAM**

**TRAN NGOC HAN**