



No.: 10/2013/QD-HDQT-VINGROUP

Hanoi, 11 March 2013

**DECISION OF THE BOARD OF MANAGEMENT  
OF VINGROUP JOINT STOCK COMPANY**

*(Re: Approving the capital contribution of Vinpearl One Member Company Limited to establish new limited liability companies)*

**THE BOARD OF MANAGEMENT**

- Pursuant to the Law on Enterprises of the Socialist Republic of Vietnam;
- Pursuant to the Charter of Vingroup JSC (“**Vingroup**”);
- Pursuant to Vingroup’s Board of Management’s Meeting Minutes No. 06/2013/BB-HDQT-VINGROUP dated 11 March 2013.

**HEREBY DECIDES:**

**Article 1:** To approve the capital contribution by Vinpearl One Member Company Limited (“**Vinpearl**”) to establish new limited liability companies (subsidiaries of Vinpearl) in order to implement new tourism projects in Khanh Hoa, as follows:

1. Establishment of Cam Ranh Investment Company Limited:
  - Head Office’s Address: No. 16 Mac Dinh Chi, Phuoc Tien Ward, Nha Trang, Khanh Hoa Province
  - Initial Charter Capital: VND1,623,000,000,000 (*In words: One thousand six hundred and twenty three billion Vietnamese dong*s)
  - Percentage of capital contribution by Vinpearl: Vinpearl registers to contribute VND1,460,700,000,000, equivalent to 90% of the charter capital of Cam Ranh Investment Company Limited.
2. Establishment of Hon Tre Investment and Development Company Limited:
  - Head Office’s Address: D 5.5 Vinh Phuoc Building, Vinh Phuoc Ward, Nha Trang, Khanh Hoa Province
  - Initial Charter Capital: VND1,916,000,000,000 (*In words: One thousand nine hundred and sixteen billion Vietnamese dong*s)
  - Percentage of capital contribution by Vinpearl: Vinpearl registers to contribute VND1,724,400,000,000, equivalent to 90% of the charter capital of Hon Tre Investment and Development Company Limited.

3. Establishment of Vinpearl Long Beach Company Limited:

- Head Office's Address: No. 75B Cu Lao Thuong, Vinh Tho Ward, Nha Trang, Khanh Hoa Province
- Initial Charter Capital: VND120,000,000,000 (In words: One hundred and twenty billion Vietnamese dong)
- Percentage of capital contribution by Vinpearl: Vinpearl registers to contribute VND108,000,000,000, equivalent to 90% of the charter capital of Vinpearl Long Beach Company Limited.

**Article 2.** Appointing representative in charge of managing the capital contributed by Vinpearl in the limited liability companies:

The BoM assigns Mr. Nguyen Trong Hien – a member of Vingroup BoM, Chairman of Vinpearl to decide on the appointment of representative for the capital contributed and to designate personnel for management team in these new limited liability companies.

In case the limited liability companies are to increase/decrease the charter capital and/or to adjust the capital contribution percentage or to amend the enterprise registration contents, the BoM agrees and approves to authorise Mr. Nguyen Trong Hien, on behalf of the owner, to decide the increase/decrease of the capital contribution, including the appointment of new representative for the new amount of capital contributed by Vinpearl in the limited liability companies; and the amendments to enterprise registration contents of the limited liability companies.

**Article 3:** Implementation

The BoM agrees to authorise Mr. Nguyen Trong Hien, a member of Vingroup BoM and Chairman of Vinpearl, to proceed with necessary legal procedures for the capital contribution to establish limited liability companies in compliance with the laws and Charter of Vinpearl.

**Article 4:** This decision takes effect as from the signing date

**Mr. Nguyen Trong Hien** and relevant Heads of pertinent Department/Divisions of Vinpearl are responsible for implementing this Decision.

*To:*

- *As stated in Article 4;*
- *Vingroup's office for record.*

**ON BEHALF OF THE BOARD OF  
MANAGEMENT  
CHAIRMAN**

*(signed & sealed)*

**PHAM NHAT VUONG**