



Hanoi, 29 March 2013

**REPORT ON BUSINESS MANAGEMENT IN 2012
OF THE BOARD OF MANAGEMENT
OF VINGROUP JOINT STOCK COMPANY**

Respectfully submitted to:

THE GENERAL SHAREHOLDER OF VINGROUP JOINT STOCK COMPANY

1. Business performance of Vingroup Joint Stock Company (“Vingroup”) in 2012

We have spent a year full of economic difficulties,; probably the most challenging year in the last few decades; with frozen real estate market, high increase in inventory; decline of confidence in the market and the demise of hundreds of thousands of entrepreneurs as an inevitable outcome..

As a corporate operating in real estate, tourism and services – the fields which are considered “the eye of the storm,” Vingroup had to face and overcome numerous challenges and obstacles in order to maintain and its investment and business; and continue its stable step towards global integration with the desire to be one of the leading economic groups in Vietnam and the region.

With relentless effort, in 2012, Vingroup has reached a record net revenue of VND 7,904 billion, an increase of 242% compared to 2011; and a profit-after-tax of over VND 1,847 billion, an increase of 72% compared to 2011. Besides, Vingroup also achieved tremendous improvement in professional management capability to timely and effectively enroll major projects; in addition, sales skills are improved impressively as well. Especially, the fact that Vingroup successfully issued USD\$300 million international convertible bonds with 5 years tenor has resonated on the financial markets in Asia in particular and the international financial market in general. It is truly an admirable achievement when Vingroup could mobilize a large volume of capital at low interest rate in such a difficult time of the Vietnamese as well as international financial market.

For details, please refer to the enclosed Report of the Board of Directors and Reports on Project Implementation

2. Activities of the Board of Management (BoM)

a. General activities:

In 2012, the BoM of Vingroup made strategic decisions and orientations; timely and precise instructions to bring about economic and investment efficiency; and sustainable development for the Group

In particular, the BoM has approved various important resolutions, marking significant milestones in the Group's development:

- Establishing Vinpearl One Member Company Limited as being converted from Vinpearl Joint Stock Company upon the merger;
- Approving the plan for issuing international convertible bonds;
- Approving issues related to the transfer of office component in Vincom Center Hanoi Tower B to Vietnam Technological and Commercial Joint Stock Bank (Techcombank)
- Contributing capital for the establishment of Vincom Retail Company Limited;
- Approving the execution of development strategic consultancy service agreement between Vingroup and Mckinsey & Company;
- Establishing subsidiaries in Ho Chi Minh City for the purpose of deploying and operating the buildings which are put into operation;
- Increasing Charter Capital (based on the result of the shares issuance to distribute dividends of 2011 and Quarter I of 2012);
- Appointing new General Director, also the legal representative of Vingroup;
- Mobilizing foreign loan with a total value of USD100 million;
- Etc.

b. BoM's inspection activities

Inspection activities of the BoM for the Board of Directors s performed are executed as stipulated in Charter, Management Regulations, regulations, internal management policy of Vingroup and the current legislation. Details are as follows:

- To inspect the implementation of projects of Vingroup.
- To prepare funds Preparation of funding for the Vingroup projects has been developed by Vingroup;
- To preside over, and organize successfully the Annual Shareholders Meeting 2012 on 25th April 2012;
- To strictly direct the implementation irect strictlof quarterly, semi annual and annual Financial Reports in quarterly, semi annual inancial eports in 2012;
- To monitor the implementation of the resolutions issued by the BoM and Shareholers Council, checking the management of the Board of Directors in the business activities;

- To launch the dividends payment of 2011 and the first quarter of 2012; additional depository and listing of additional shares;
- To collect opinions from General Shareholders Meeting in written ballots to supplementing the business lines and issuing shares to raise equity from its capital surplus.

3. Tentative plans

In the coming time, Vingroup will develop with focus placed on its existing strengths and advantages; consider investment, sales of high-end real estate and tourism as its strategic focal points; concentrate on directing and unified management to make Vingroup an international class and stature brand of Vietnam; details are as follows:

- a. Business activities: revenue and profit in 2013 of Vingroup are mainly generated from regular business activities and the sales of real estate products.

In which revenue from business activities are stable and increasing; and came from the deployment of commercial center buildings, Vincom Center offices (Vincom Center Ba Trieu, Vincom Center Long Bien, Vincom Center A and B in Ho Chi Minh City); hotel and tourism business activities, entertainments under Vinpearl brand (Vinpearl Resort Nha Trang, Vinpearl Land, Vinpearl Luxury Nha Trang, Vinpearl Golf Club – Nha Trang, Vinpearl Luxury Da Nang); Vinmec hospital; beauty and health care services of Vincharm. Revenue from the sales of real estate products is expected to highly increase by the amounts received from the Apartment Selling Contract in the two projects Royal City and Times City, and also the amounts received from the sales of products in Vincom Village.

Property portfolio of Vingroup in 2013 will increase rapidly when the new projects such as Vincom Mega Mall – Royal City (expected to be opened in end of July) and Vincom Mega Mall – Times City (expected to be opened in December) are put into operation.

- b. Management and quality control activities: constantly improve the management processes, improving quality and service standards of services, facilities at their Vincom brand buildings, Vinpearl hotels and entertainment branded Vinpearl recreation centres, Vinmec International General Hospital, the facilities Vincharm services healthcare and, beauty services Vincharm. Further focused, more and complete public works items and services standards for the construction of Vincom Village to make it become the leading ecology urban of Asia.
- c. Corporate management activities: Continue to improve, and standardize the internal regulations, and coordination between the Group Vingroup with the Member companies, departments and divisions.
- d. Source of capital and investment: research plans and carry out of multiple ways to mobilize national and international capital resources.
- e. Human resource management and corporate cultural building: Continue to promote

the training in all departments in order to continually enhance the staff's capacity of staff, have implement policies to attract talents. Highly appreciate discipline and personal abilities capacities, promoting spiritual values with 6 golden core values Credibility - Integrity - Creativity - Speed - Quality - Humanity, and worthy of the slogan "A convergence of quintessence for mutual development".

ON BEHALF OF THE BOM

To:

CHAIRMAN

- As above;

(signed)

- The Office for record

Pham Nhat Vuong

Note: This document may be further amended or supplemented prior to the submission to the General Shareholder Meeting for final consideration and approval at the Meeting.