

**ENGLISH TRANSLATION
FOR REFERENCE PURPOSES ONLY**

MA SAN GROUP CORPORATION

No.: 00251/NQ-DHDCD-11

SOCIALIST REPUBLIC OF VIETNAM

Independence – Freedom – Happiness

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Ho Chi Minh City, November 29, 2011

**GENERAL MEETING OF SHAREHOLDERS' RESOLUTIONS
MA SAN GROUP CORPORATION**

GENERAL MEETING OF SHAREHOLDERS

- Pursuant to the Law on Enterprises in 2005 its documents guiding the implementation;
- Pursuant to the Charter of Ma San Group Corporation (“**Company**”) dated October 9, 2009, as amended from time to time; and
- Pursuant to the Counting votes minutes related to the written collection of shareholders’ opinion dated November 29, 2011,

RESOLVED

Article 1. To approve the issuance of new shares, depository receipts, convertible bonds, bonds plus warrants, options, or other securities that can be converted into the Company’s shares, all of which may be done locally or on an offshore exchange, either through a private placement or public offering, in Vietnam Dong or a foreign currency with the total value of the issuances equivalent from US\$100 million to US\$250 million

Article 2. To approve the increase of charter capital of the Company equivalent to the total par value of the number of shares to be actually issued in the event of issuance of new shares or the number of shares will be issued for the conversion of instruments which are issued in accordance with Article 1.

Article 3. To approve the additional listing of shares to be issued in the event of issuance of new shares or the number of shares will be issued for the conversion of instruments which are issued in accordance with Article 1 on the Ho Chi Minh City Stock Exchange or other stock exchange.

Article 4. To approve the amendments to Article 5.1 of the Company’s Charter (providing charter capital and total number of existing shares) subject, and pursuant, to the number of shares to be actually issued in the event of issuance of new shares or the number of shares will be issued for the conversion of instruments which are issued in accordance with Article 1.

Article 5. To authorize the Board of Directors of the Company, and allow the Board of Directors to re-authorize the Chairman or the CEO, to decide:

- (i) the specific type of instruments to be issued, form of issuance, specific value of the issuance, time of issuance, necessary contents of the issuance plans as required by relevant regulations and other matters related to the issuance of such instruments;
- (ii) to implement necessary procedures related to the issuance of instruments provided in Article 1 and the issuance of shares in the event of issuance of new shares or the issuance of shares for the conversion of instruments which are issued in accordance with Article 1, to register with competent authorities the new charter capital equivalent to the shares to be actually issued and additional listing of the shares to be actually issued on the Ho Chi Minh City Stock Exchange or other stock exchange; and
- (iii) to negotiate, decide terms and conditions of agreements or documents related to the issuance of the instruments provided in Article 1 and execute, deliver and perform such agreements or documents.

Article 6. The Board of Directors and relevant individuals, departments are responsible for implementing these resolutions.

Article 7. These resolutions shall take effect from the signing date.

**ON BEHALF OF THE GENERAL MEETING OF
SHAREHOLDERS**

CHAIRMAN OF THE BOARD OF DIRECTORS
(signed and sealed)

NGUYEN DANG QUANG