

MA SAN GROUP CORPORATION
No.: 231 /NQ-HDQT-12

SOCIALIST REPUBLIC OF VIETNAM
Independence – Freedom – Happiness

Ho Chi Minh City, October 1, 2012

RESOLUTIONS OF THE BOARD OF DIRECTORS

MA SAN GROUP CORPORATION

THE BOARD OF DIRECTORS

- Pursuant to the Law on Enterprises No. 60/2005/QH11 approved by the National Assembly on November 29, 2005;
- Pursuant to the Charter of Ma San Group Corporation (the “**Company**”);
- Pursuant to the Minutes of checking ballots of the Board of Directors dated October 1, 2012,

RESOLVES

Article 1: In relation to the transfer of the entire charter capital of Hoa Muoi Gio Company Limited (“**Hoa Muoi Gio**”):

1. To approve the Company to sign and implement a capital transfer agreement with Ma San Consumer Corporation (“**MSC**”), pursuant to which the Company will transfer Hoa Muoi Gio’s entire charter capital to MSC (the “**Capital Transfer Agreement**”).
2. To designate Dr. Nguyen Dang Quang, Chairman of the Board of Directors or Mr. Madhur Maini, CEO of the Company, on behalf of the Company:
 - (i) to decide specific terms and conditions of the Capital Transfer Agreement and relevant documents, undertakings, agreements, including the amendments (if any);
 - (ii) to sign, deliver and implement the Capital Transfer Agreement and relevant documents, undertakings, agreements, including the amendments (if any); and
 - (iii) to decide specific contents and implement other necessary actions to complete the capital transfer transaction as mentioned in this Article.

Article 2: Relevant individuals and departments are responsible for implementing these resolutions.

Article 3: These resolutions take effect from the signing date.

O.B.H THE BOARD OF DIRECTORS
CHAIRMAN
[signed and sealed]

NGUYEN DANG QUANG