

No: 147/2018/PHS-BTKCT

*Re.: Disclosing the information related
to the EGMS dated September 26th,
2019*

Ho Chi Minh City, September 5th, 2019

**INFORMATION DISCLOSURE ON WEBSITE OF STATE SECURITIES
COMMISSION AND THE STOCK EXCHANGES**

**To: STATE SECURITIES COMMISSION;
HA NOI STOCK EXCHANGE;
HO CHI MINH STOCK EXCHANGE;**

Name: **PHU HUNG SECURITIES CORPORATION (“PHS”)**

Headquarters: 3rd Floor, CR3-03A, 109 Ton Dat Tien Street, Tan Phu Ward, District 7,
Ho Chi Minh City.

Phone: (+84 28) 5413 5479

Fax: (+84 28) 5413 5472

Person to implement disclosure of information: Mr. Chen Chia Ken

Type of Information disclosure: 24 hours 72 hours Unusual Periodic

Information of disclosed content:

According to Article 9 of Circular 155/2015/TT-BTC on guidance for information disclosure on securities market and Article 8.1 of Decree 71/2017/NĐ-CP on guidance for corporate governance applicable to public companies, PHS sincerely discloses the finalising on List of Shareholders attending the Extraordinary General Meeting of Shareholders (“EGMS”) dated September 26th, 2019 and the related information, as follows:

1. Voting ratio: 01 share – 01 voting right;
2. Meeting time: 02:00 PM, September 26th, 2019;
3. Venue: 5th Floor, CR3-05A, 109 Ton Dat Tien Street, Tan Phu Ward, District 7, Ho Chi Minh City, Vietnam;
4. The content of EGMS: to discuss and approve the assignments which is under power of the General Meeting of Shareholders.

These information is disclosed on PHS’s website at <https://www.phs.vn>, tab Shareholders Information.

PHS commits the information disclosure above is genuine and takes entire responsibility to the laws for the disclosed content.

Attached documents:

- Resolution No. 01/43_0819/NQ-HĐQT dated September 5th, 2019

Recipient:

- As above;
- Archive.



Ref. No.: 01/43_0819/NQ-HĐQT

Ho Chi Minh City, September 05th, 2019

**RESOLUTION
BOARD OF DIRECTORS OF PHU HUNG SECURITIES CORPORATION
(TERM 2019 – 2022)**

- Pursuant to Law on Enterprises 2014;
- Pursuant to the current Law on Securities;
- Pursuant to the current Charter of Phu Hung Securities Corporation;
- Pursuant to the Meeting Minutes No. 01/43_0819/BB-HĐQT dated September 05th, 2019 of Board of Directors (BOD) of the Company;

RESOLVE:

Article 1: Resolution 1

The Board of Directors passed the Contents of capital injection up to VND 900,000,000,000, main details as below:

1. To approve Plan on private share issuance and capital usage to increase charter capital of Phu Hung Securities Corporation (“PHS”) up to VND 900,000,000,000:
 - 1.1 Name of shares: Shares of Phu Hung Securities Corporation;
 - 1.2 Type of share: Common share;
 - 1.3 Number of shares issued: 20,000,000 shares;
 - 1.4 Par value: VND 10,000/share;
 - 1.5 Total offering value at par value: VND 200,000,000,000;
 - 1.6 Method: private issue;
 - 1.7 The number of investors: under 100 investors as prescribed;
 - 1.8 Period of transfer restriction: within 01 (one) year since the completion date of private issue;
 - 1.9 Period of expected distribution: within 90 (ninety) days from the approval date of SSC on the private issue of PHS.
2. To approve the purpose of Plan on private share issuance:
 - 2.1 Supplement for working capital of business activities;
 - 2.2 Capital supplement for advanced payments for selling securities;



2.3 Capital supplement for securities margin lending;

3. To approve the list of investors registering to buy PHS's share in the private share issuance.
4. To approve all documents of application files on private share issuance.
5. To approve all documents of application files on increasing charter capital.
6. To authorize for Legal representative to update the list of Shareholders in the application file with the latest list of shareholders before submitting documents to authority agencies.
7. To suggest the EGMS to approve the authorization from EGMS to Board of Director ("**BOD**") to do assignments related to capital injection. Details of suggestion as follows:

"Within the scope of authorization from EGMS to BOD to do the Plan on capital increase by private placement, BOD is entitled to:

- a. Change some contents of the Plan of private share issuance and capital usage in case the current regulation and PHS's charter do not require the EGMS's approval on revising the Plan. In case BOD must revise any content of the Plan of private share issuance and capital usage, BOD must report such change to the next General Meeting of Shareholders.
- b. Carry out necessary procedures to execute the Plan of private share issuance and capital usage including preparation, amendment and submitting the valid documents to State Securities Commission ("SSC") and other government agencies to approve the application files on private placement and the application files on capital injection.
- c. In cases the registered investor refuse to buy the registered shares, BOD is allowed to distribute the undistributed shares to other investors in order to ensure that the private placement is successfully performed according to the Plan on private placement which is approved by EGMS and comply with the current regulations. BOD commits to report such change to the next General Meeting of Shareholder.
- d. Prepare and submit additional documents in case SSC and other government agencies request more additional documents concerning the application files on private share issuance and the application files on capital injection.
- e. Complete all procedures as regulation of Ministry of Finance ("MOF"), SSC and other provisions of law.
- f. Report the result of private issue to MOF, SSC to complete the procedures of post-placement.
- g. Carry out procedures of registration on changing charter capital and amending the license of establishment and operation of PHS after completing the private share issuance.

- h. Perform assignments related to amendment on PHS's Charter and get the signature of the legal representative on the official Charter right after receiving the amended license from SSC.
- i. Register and deposit the number of additional shares issued in the private issue in VSD.
- j. Register for trading the additional shares in UPCOM trading system.
- k. Make other necessary decisions, procedures to complete the private share issuance and the capital injection in accordance with prevailing law and PHS's Charter.

Article 2: Resolution 2

The Board of Directors passed the PHS's revised Charter, main details as below:

- 1. The revised Charter with following details:
 - a. Charter of PHS is revised to update the new charter capital of VND 900,000,000,000.
 - b. Other contents in the comparison table between the current Charter and the revised Charter.
- 2. After EGMS approves the revised Charter, Chairman of the BOD will sign only 01 Vietnamese copy and 01 English copy to submit for approval of State Securities Commission ("SSC") together with application files on increasing charter capital.
- 3. After PHS receives the amended License on establishment and operation, which updates the charter capital of VND 900,000,000,000 from SSC, Chairman of BOD will officially sign PHS's Charter. The revised Charter shall officially take effect from the signing date.
- 4. The comparison table which compares the revised articles in the revised Charter with those in the current Charter.

Article 3: Resolution 3

The Board of Directors passed the POA for Mr. Chen Chia Ken who is the BOD Member cum General Director to be Meeting Chairman of the EGMS dated September 26th, 2019, main details as below:

Mr. Chen Chia Ken – BOD Member cum General Director is able to:

- 1. Chair the EGMS dated September 26th, 2019 of the Company.
- 2. Sign the meeting minutes, resolution and other documents concerning EGMS dated September 26th, 2019.

Article 4: Resolution 4

The Board of Directors passed the Additional of the Derivatives Services into PHS's business activities, main details as below:

- 1. To approve Agenda of the Extraordinary General Meeting of Shareholders ("EGMS") dated September 26th, 2019.
- 2. To approve documents send to shareholders including:

2.1 Invitation Letter to attend the EGMS dated September 26th, 2019;

- 2.2 POA for shareholders' authorized person to attend the EGMS dated September 26th, 2019;
- 2.3 Agenda of the EGMS dated September 26th, 2019.
3. To approve Voting Guideline of EGMS dated September 26th, 2019.
4. In order to prepare for additional the Derivative Securities Service into PHS's business activities, the Board of Directors passed placement the contents of Derivative Securities into EGMS dated September 26th, 2019.

Article 5: Resolution 5

The Board of Directors passed the Renewal of Credit Line Agreement with Indovina Bank, Ho Chi Minh City Branch, main details as below:

Credit line	VND50,000,000,000 (Fifty billion Vietnam Dong)
Period	One year from the signing date
Tenor of loan	Not more than 3 months from drawdown date
Interest rate	Time deposit interest rate in IVB plus 1.5% to 2% p.a. based on money market at disbursement.
Security	Time deposit of an amount equivalent to 40% of the disbursement amount.

Article 6: Resolution 6

The Board of Directors passed the The signing Credit Line Agreement with Taishin International Bank, main details as below:

Credit facility	USD 2,000,000 (Two Million US Dollars)
Facility period	One year from the the first drawdown date
Tenor of loan	Not more than 90 days
Interest rate	Libor + 1.5%net
Guarantor	Mr. Albert Kwang-Chin Ting

Article 7: Organization and implementation

Board of Directors, Inspection Committee, General Director and all the employees of Phu Hung Securities Corporation are responsible for implementing this Resolution from the signing date.

Received:

- As above Article 7;
- Archived at BOD Secretary.

For and on behalf of B.O.D.
Chairman



Albert Kwang-Chin Ting