

No: 146/2018/PHS-BTKCT

Re.: *Disclosing the information related  
to the EGMS dated October 4<sup>th</sup>, 2018*

Ho Chi Minh City, September 13<sup>th</sup>, 2018

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

Phone: (+84 28) 5413 5479

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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 Circular 155/2015/TT-BTC providing guidance on information disclosure on securities market and Article 8.1 Decree 71/2017/NĐ-CP providing guidance on corporate governance applicable to public companies, PHS sincerely discloses the information concerning the Extraordinary General Meeting of Shareholders (“EGMS”) dated October 4<sup>th</sup>, 2018, as follows:

1. Voting ratio: 01 share – 01 voting right;
2. Meeting time: 02:00 PM, October 4<sup>th</sup>, 2018;
3. Venue: 5<sup>th</sup> Floor, CR3-05A, 109 Ton Dat Tien Street, Tan Phu Ward, District 7, Ho Chi Minh City, Vietnam;
4. The content of EGMS dated October 4<sup>th</sup>, 2018: to discuss and approve the content related to the private placement to increase charter capital up to VND 700,000,000,000 (Seven hundred billion Vietnam dong) and the appointment of new member of Inspection Committee.

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. 01/33\_0918/NQ-HĐQT dated September 13<sup>th</sup>, 2018

**Recipient:**

- As above;
- Archive.



**PERSON TO IMPLEMENT  
DISCLOSURE OF INFORMATION**

**Mr. CHEN CHIA KEN**



Ref. No.: 01/33\_0918/NQ-HĐQT

Ho Chi Minh City, September 13<sup>th</sup>, 2018

**RESOLUTION**  
**BOARD OF DIRECTORS OF PHU HUNG SECURITIES CORPORATION**  
**(TERM 2016 – 2019)**

- 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. 01/33\_0918/BB-HĐQT dated September 13<sup>th</sup>, 2018 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 700,000,000,000, main details as below:

1. Agenda of the Extraordinary General Meeting of Shareholders (“**EGMS**”) dated October 4<sup>th</sup>, 2018.
2. Documents sent to shareholders including:
  - 2.1 Invitation Letter to attend the EGMS dated October 4<sup>th</sup>, 2018.
  - 2.2 POA for shareholders’ authorized person to attend the EGMS dated October 4<sup>th</sup>, 2018.
  - 2.3 Agenda of the EGMS dated October 4<sup>th</sup>, 2018.
3. Voting Guideline of EGMS dated October 4<sup>th</sup>, 2018.
4. The purpose of Plan on private placement:
  - 4.1 Inject capital for business activities.
  - 4.2 Inject capital for advanced payments for selling securities.
  - 4.3 Inject capital for margin trading.
5. Plan on private placement and capital utilization to increase PHS’s charter capital up to VND 700,000,000,000.
  - 5.1 Name of shares: Phu Hung Securities Corporation share
  - 5.2 Type of share: ordinary share
  - 5.3 Number of shares issued: 20,000,000 shares
  - 5.4 Par value: VND 10,000/share
  - 5.5 Total offering value at par value: VND 200,000,000,000
  - 5.6 Method: private placement
  - 5.7 The number of investors: under 100 investors as prescribed
  - 5.8 Period of transfer restriction: within 01 (one) year since the completion date of private placement
  - 5.9 Period of expected distribution: within 03 (three) working days from the approval date of SSC on the private placement of PHS.

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6. The list of investors registering to buy PHS's share in the private placement.
7. All documents of application files on private placement.
8. All documents of application files on increasing charter capital.
9. 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 assignment of capital injection, BOD is entitled to:

- a. Change some contents of the Plan of private placement and capital utilization 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 placement and capital utilization, BOD must report such change to the next General Meeting of Shareholders.
- b. Carry out necessary procedures to execute the Plan of private placement and capital utilization 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 investors refuse to buy the registered shares, BOD is allowed to distribute the undistributed shares to other investors in order to ensure that the offer 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 Shareholders.
- d. Prepare and submit additional documents in case SSC and other government agencies request more additional documents concerning the application files on private placement 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 placement 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 placement.
- 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 placement in Vietnam Securities Depository.
- j. Make other necessary decisions, procedures to complete the private placement and the capital injection in accordance with prevailing law and PHS's Charter."

## Article 2: Resolution 2

The Board of Directors passed the revised Charter and the Comparison table and then submit them to EGMS dated October 04<sup>th</sup>, 2018, main details as below:

1. The revised Charter with following details:
  - a. The revised Charter updates the new charter capital of VND 700,000,000,000 (in Article 5.1) after EGMS approves Plan on private placement and Plan on capital injection.
  - b. Other contents in the comparison table between the current Charter and the revised Charter.
2. After EGMS approves the revised Charter, Chairman will sign 01 Vietnamese version and 01 English version for submitting to SSC's approval only.
3. Chairman will sign officially the revised Charter of PHS after State Securities Commission issues the amended License on establishment and operation which updates new charter capital of VND 700,000,000,000. The signing date will be the official effective date of PHS's revised Charter.
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 to be Meeting Chairman of the EGMS dated October 04<sup>th</sup>, 2018, main details as below:

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

1. Chair the EGMS dated October 4<sup>th</sup>, 2018 of the Company.
2. Sign the meeting minutes, resolution and other documents concerning EGMS dated October 4<sup>th</sup>, 2018.

## Article 4: 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 Article 04;
- Archived at BOD Secretary;
- Archived at Company Secretariat.



**For and on behalf of B.O.D.  
CHAIRMAN**

**Albert Kwang-Chin Ting**