

HOA SEN GROUP

SOCIALIST REPUBLIC OF VIET NAM

No. 50/CBTT/2015

Independence - Freedom - Happiness

*Re: The Resolution of the General Assembly of
the Shareholders approve the investment plan*



Ho Chi Minh City, August 26st, 2015

**INFORMATION DISCLOSURE ON ELECTRONIC PORTAL OF STATE
SECURITIES COMMISSION OF VIETNAM AND HO CHI MINH CITY
STOCK EXCHANGE**

**Kind attention to: State Securities Commission of Vietnam
Ho Chi Minh City Stock Exchange**

Name of Corporation: **HOA SEN GROUP**

Stock Symbol: **HSG**

Headquarters' address: No. 9, Thong Nhat Boulevard, Song Than 2 Industrial Park, Di An Ward,
Di An Town, Binh Duong Province, Vietnam.

Telephone: +84 650 - 3790 955 Fax: +84 650 - 3790 888

Spokesman: **Mr. VU VAN THANH**

Telephone: +84 8 - 3910 6910 Fax: +84 8 - 3999 0222

Type of disclosed information: 24 hours 72 hours Extraordinary On request
Periodic

Contents of disclosed information:

On August 25st, 2015, the General Assembly of the Shareholders of Hoa Sen Group issued the Resolution numbered 02/NQ/DHDCD/2015 to approve the investment plan. The detailed contents are as follows:

Article 1: Approve the investment plan of Hoa Sen Nghe An Plant project, as follows:

1. Project name: Hoa Sen Nghe An Plant project.
2. Location and total site area:
 - Location: Lot CN 1-8, Dong Hoi industrial park, Quynh Lap village, Hoang Mai town, Dong Nam economic zone, Nghe An province, Vietnam

- Total site area: 45 hectares.

3. Legal investor: Hoa Sen Nghe An One Member Limited Liabilities Company (wholly owned by Hoa Sen Group).

4. Project objectives:

- Building a plant producing cold rolled coils and coated steel sheet products.

- - Scale and designed capacity:

- + 01 Continuous pickling tandem cold rolling mill with capacity of 1,200,000 tons/year.
- + 03 Galvanizing/ Aluminium – Zinc Alloy coating line (NOF) with total capacity of 1,000,000 tons/year.
- + 03 Color coating lines with total capacity of 360,000 tons/year.
- + 01 Edge trimming and rewinding machine with capacity of 300,000 tons/year.
- + 01 Acid regeneration line with capacity of 7,000 litres/hour.
- + 04 Mill roll grinding machines with total capacity of 40 rolls/day.
- + 01 Substation 110KV, 2 machines and each with capacity of 63 MVA, total capacity of 126 MVA.
- + 01 Continuous annealing line with capacity of 400,000 tons/year.
- + Mechanical workshop.

5. Total estimated investment capital: 7,000,000,000,000 VND (seven thousands billion VND), in which:

- Fixed capital: 4,500,000,000,000 VND (four thousands and five hundred billions VND).

-Working capital: 2,500,000,000,000 VND (two thousands and five hundred billions VND).

The Board of Directors respectfully suggest the General Assembly of Shareholders to authorize the Board of Directors based on practical conditions to decide the scale and investment capital of the project, phases and time of implementation, form of investment, methods of mobilizing investment capital, selection of technology, partners and suppliers as well as perform required legal procedures to implement the project according to the law.

Approval voting: 76,73%

Article 2: Approve the plan of conducting pre-feasibility study and feasibility study of the integrated steel mill at economic zone with deep-water seaport, as follows:

1. Project name: Hoa Sen integrated steel mill.
2. Location: The economic zone with deep-water seaport.
3. Project objectives: Investing the integrated steel mill to produce hot rolled coils steel, wire rod steel, section steel and others..., estimated capacity: 5 – 8 million tons/year.

The Board of Directors make proposal to the General Assembly of Shareholders to authorize the Board of Directors to research the site, seaport, etc. and hire a consultancy firm to assess the project, consult procedures of leasing the land, applying for an investment certificate and investment incentives and conduct the pre-feasibility study and feasibility study, etc. The result shall be reported to the General Assembly of Shareholders at the next meetings.

Approval voting: 62,17%

Article 3: The General Assembly of Shareholders agrees to assign the Board of Directors supervise, organize to execute the resolution has been approved and report to the General Assembly of Shareholders at the next meetings.

This information was disclosed on website of Hoa Sen Group on August 26th, 2015 at <http://www.hoasengroup.vn/investors-relation/public-announcements>

We undertake that above disclosed information are completely true and totally take responsibility for the disclosed information before the law.

Thanks and Best regards,

Legal Representative/Spokesman

(Signed and Sealed)

VU VAN THANH

Deputy General Director

To:

- As mentioned above

- Archived



SOCIALIST REPUBLIC OF VIET NAM

Independence - Freedom - Happiness

No. : 02/NQ/DHDCD/2015

Ho Chi Minh City, August 25th , 2015

RESOLUTION

(Re: To approve the investment plan)

THE GENERAL ASSEMBLY OF SHAREHOLDERS OF HOA SEN GROUP

Pursuant to:

- *Law on Enterprises, Law on Securities and other relevant laws;*
- *Charter of Organization and Operation of Hoa Sen Group;*
- *The minutes of votes counting dated August 25th , 2015 of seeking shareholders' written opinions to approve the investment plan.*

RESOLVES

Article 1: Approve the investment plan of Hoa Sen Nghe An Plant project, as follows:

3. Project name: Hoa Sen Nghe An Plant project.
4. Location and total site area:
 - Location: Lot CN 1-8, Dong Hoi industrial park, Quynh Lap village, Hoang Mai town, Dong Nam economic zone, Nghe An province, Vietnam
 - Total site area: 45 hectares.
3. Legal investor: Hoa Sen Nghe An One Member Limited Liabilities Company (wholly owned by Hoa Sen Group).
4. Project objectives:
 - Building a plant producing cold rolled coils and coated steel sheet products.
 - - Scale and designed capacity:
 - + 01 Continuous pickling tandem cold rolling mill with capacity of 1,200,000 tons/year.

- + 03 Galvanizing/ Aluminium – Zinc Alloy coating line (NOF) with total capacity of 1,000,000 tons/year.
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The Board of Directors respectfully suggest the General Assembly of Shareholders to authorize the Board of Directors based on practical conditions to decide the scale and investment capital of the project, phases and time of implementation, form of investment, methods of mobilizing investment capital, selection of technology, partners and suppliers as well as perform required legal procedures to implement the project according to the law.

Approval voting: 76,73%

Article 2: Approve the plan of conducting pre-feasibility study and feasibility study of the integrated steel mill at economic zone with deep-water seaport, as follows:

4. Project name: Hoa Sen integrated steel mill.
5. Location: The economic zone with deep-water seaport.
6. Project objectives: Investing the integrated steel mill to produce hot rolled coils steel, wire rod steel, section steel and others..., estimated capacity: 5 – 8 million tons/year.

The Board of Directors make proposal to the General Assembly of Shareholders to authorize the Board of Directors to research the site, seaport, etc. and hire a consultancy firm to assess the project, consult procedures of leasing the land, applying for an investment certificate and investment incentives and conduct the pre-feasibility study and feasibility study, etc. The result shall be reported to the General Assembly of Shareholders at the next meetings.

Approval voting: 62,17%

Article 3: The General Assembly of Shareholders agrees to assign the Board of Directors supervise, organize to execute the resolution has been approved and report to the General Assembly of Shareholders at the next meetings.

**ON BEHALF OF THE GENERAL
ASSEMBLY OF SHAREHOLDERS**

Recipients:

- *Relevant agencies;*
- *The Board of Directors, the
Board of Supervisors of Hoa Sen
Group;*
- *Filed.*

CHAIRMAN

LE PHUOC VU

No.: 02/BBKP/DHDCD/HSG/2015

Ho Chi Minh City, August 25th, 2015

VOTE COUNTING MINUTES

(Re: Seeking to the General Assembly of Shareholders to approve the investment plan)

Pursuant to:

- *Law on Enterprises, Law on Securities and other relevant laws;*
- *Charter of Organization and Operation of Hoa Sen Group;*
- *The Notice no.45/TTr/HDQT/2015 dated on July 15th, 2015 of the General of Directors of the Hoa Sen Group on seeking to the General Assembly of Shareholders in written opinions to approve the investment plan)*
- *Vote counting result*

I. INFORMATION OF ENTERPRISE:

- Name of enterprise: **HOA SEN GROUP.**
- Address of Head office: No. 09, Thong Nhat Boulevard, Song Than II Industrial Park, Di An Ward, Di An Town, Binh Duong Province, Vietnam.
- Business Registration Certificate No. 3700381324 issued by the Department of Planning and Investment of Binh Duong Province on August 8th, 2001; change 24th on February 4th, 2015.

II. TIME AND PLACE:

- Time: 2.pm dated on August 25th, 2015
- Place: Representative office of Hoa Sen Group – No. 183 Nguyen Van Troi Street, Ward 10, Phu Nhuan District, Ho Chi Minh City.

III. PARTICIPANT

1. Steering vote counting

- Mr. Le Phuoc Vu – Chairman of the Board of Directors.

- Mr. Tran Ngoc Chu - Vice of Chairman of the Board of Directors.
- Mr. Pham Gia Tuan – The Member of the Board of Directors.
- Mr. Tran Quoc Tri – The Member of the Board of Directors
- Mr. Ly Van Xuan – The Member of the Board of Directors.

2. Supervising vote counting

- Mr. Le Vu Nam – Head of the Board of Supervisors
- Mr. Le Dinh Hanh – Member of the Board of Supervisors.

3. Assistant Division (Vote counting group)

- Mr. Bui Thanh Tam – Head of Legislation and Assistant Division
- Mr. Do Tuan Anh – Head of Assistant Board to the Board of Directors and General Director
- Mr. Pham Tien Phuong – Deputy Head of Assistant Board to the Board of Directors and General Director

IV. CONTENTS

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V. PRINCIPLE AND VOTING RESULT

1. Vote counting principle:

1.1 Statistical principle in vote counting

- Voting result is counted based on legal ballot
- Percentage of voting rounds up to 02 decimal places.
- Vote counting agree rate to approve the decision of the General Assembly of Shareholders pursuant to Law on Enterprise 2014.

1.2 The form of seeking shareholders' written opinion will be deemed unqualified as:

- The form shall not be placed in a sealed envelope.
- The form does not tick (x) or tick 2 and above
- The form does not have the signature of the Shareholders
- The form sent to the Hoa Sen Group after 5.pm on August 25th, 2015.

2. Vote counting result:

Article 1:

Seq.	Content	Total of ballots	Number of shares	Rate (%)
I.	Total number of issued ballots	3,890	96,313,098	100%
II.	Total number of collected ballots, among them:	282	73,930,509	76,76%
1.	Total number of illegal ballots	1	19,400	0,02%
2.	Total number of legal ballots, among them:	281	73,911,109	76,74%
2.1.	<i>Approve ballots</i>	259	73,899,146	76,73%
2.2.	<i>Disapprove ballots</i>	2	2,010	0,00%
2.3.	<i>No option ballots</i>	20	9,953	0,01%
III	Total number of abstain ballots	3,608	22,382,589	23,24%

Article 2:

Seq.	Content	Total of ballots	Number of shares	Rate (%)
I.	Total number of issued ballots	3,890	96,313,098	100%
II.	Total number of collected ballots, among them:	282	73,930,509	76,76%
1.	Total number of illegal ballots	2	20,840	0,02%
2.	Total number of legal ballots, among them:	280	73,909,669	76,74%
2.1.	<i>Approve ballots</i>	259	59,882,492	62,17%
2.2.	<i>Disapprove ballots</i>	3	14,000	0,01%
2.3.	<i>No option ballots</i>	18	14,013,177	14,55%
III	Total number of abstain ballots	3,608	22,382,589	23,24%

VI. CONCLUSION

Based on the voting result, the General Assembly of Shareholders of Hoa Sen Group approved the content had been presenting by the Board of Directors as follows:

Article 1: Approval voting: 76,73%

Article 2: Approval voting: 62,17%

VII. VOTE COUNTING END

1. The vote counting end at 4.pm on the same day
2. The vote counting minutes was made into 6 originals and has the same value.

All the members participate vote counting to approve the minute's content and sign below.

Steering vote counting

Supervising vote counting

Assistant

LE PHUOC VU

LE VU NAM

BUI THANH TAM

The signature approves of the members participate vote counting:

Steering vote counting division

1. Mr. TRAN NGOC CHU
2. Mr. PHAM GIA TUAN
3. Mr. TRAN QUOC TRI
4. Mr. LY VAN XUAN

Supervising vote counting division:

1. Mr. LE VU NAM
2. Mr. LE DINH HANH