

**NAM LONG INVESTMENT
CORPORATION**

THE SOCIALIST REPUBLIC OF VIETNAM
Independence - Freedom - Happiness

No.: 89 /2017/TB/HĐQT/NLG

Hochiminh City, 1st June 2017

**DISCLOSURE OF INFORMATION ON THE STATE SECURITIES
COMMISSION'S PORTAL AND HOCHIMINH STOCK EXCHANGE'S PORTAL**

To: - The State Securities Commission
- Hochiminh Stock Exchange

- Organization name : NAM LONG INVESTMENT CORPORATION
 - Securities Symbol : NLG
 - Address : Floor 11th, Capital Tower
06 Nguyen Khac Vien, Tan Phu Ward
District 7, Hochiminh City, Vietnam
 - Telephone : (84-8) 54 16 17 18
 - Fax : (84-8) 54 17 18 19
 - Submitted by : Mr. Tran Thanh Phong
Position: Permanent Vice Chairman/Party authorized to disclose information
- Information disclosure type: Periodic Irregular 24 hours On demand

Content of Information disclosure:

1. Memo about Shareholders list recorded for 2016, 2nd dividend payment by cash and stock;
2. Issuance of stock dividend and shares under employee shares granting program.

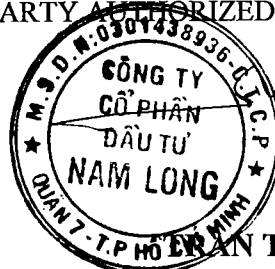
This information was disclosed on Company's website on 1st June 2017. Available at the following link: <http://www.namlongvn.com/thong-cao-bao-chi/>

I declare that all information provided in this paper is true and accurate; I shall be legally responsible for any misrepresentation.

Attachment:

- Memo about Shareholders list recorded;
- Issuance of stock dividend and shares under employee shares granting program.

**ORGANIZATION REPRESENTATIVE
PARTY AUTHORIZED TO DISCLOSE INFORMATION**



**TRAN THANH PHONG
PERMANENT VICE CHAIRMAN**

No. 87/2017/CV_NLG

HCMC, ... June 2017

NOTIFICATION

(Regarding record date for paying stock dividend in 2016 and 2nd cash dividend payment of 2016)

**To: Vietnam Securities Depository
Ho Chi Minh Stock Exchange**

Issuer: Công ty cổ phần Đầu tư Nam Long

Business name: Nam Long Investment Corporation

Headquarter: 6 Nguyen Khac Vien, Tan Phu Ward, District 7, HCMC

Tel: (84.8) 54161718

Fax: (84.8) 54171819

We kindly inform to Vietnam Securities Depository (VSD) and Ho Chi Minh Stock Exchange (HOSE) the record date to make the list of shareholders as followings:

Security name: Nam Long Investment Corporation Stock

Security code: NLG

Share type: Common share

Par value: VND10,000

Stock exchange: HOSE

Record date: 29/06/2017

1. Reason and purpose:

- 2nd cash dividend payment of 2016
- Issuance of stock dividend in 2016

2. Detailed content:

a. 2nd Cash dividend payment of 2016

- Dividend rate: 2.49%/ share (01 share shall receive VND249)
- Payment date: 12/07/2017

b. Issuance of stock dividend in 2016

- Issuing rate: 9.96% (Shareholder that owns 1,000 shares, shall receive 99.6 new shares)
- Rule to handle odd shares: Number of additional shares issued to pay dividends for shareholders shall be rounded. Amount of less than one share (if any) shall be eliminated.



For example: On closing date of shareholder list for stock dividend, shareholder Nguyen Van A currently owns 311 shares. Therefore, shareholder A shall receive the additional shares of $311 \times 9.96\% = 30.9756$ shares. Based on above the rule, after rounding to the unit, shareholder A shall be received 30 shares. The fractional share number of 0.9756 shall be eliminated.

c. Place of execution:

+ For depository securities: Shareholders implement procedures to receive stock dividend at depository members where shareholder opened their depository account

+ For undeposited securities:

- Shareholders implement procedures to receive cash dividend at Nam Long Investment Corporation from 12/07/2017 and bring their identity cards.
- Shareholders implement procedures to receive stock dividend at Nam Long Investment Corporation from 24/07/2017 and bring their identity cards.

VSD is requested to make and send us the list of shareholders on record date mentioned above at the following address:

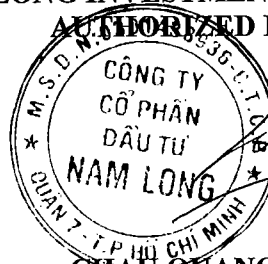
- Address to receive the list (hard copy): Nam Long Investment Corporation, 6 Nguyen Khac Vien, Tan Phu Ward, District 7, HCMC

- Address to receive soft copy: Ms. Nguyen Thi Huong - huong.tnguyen@namlongvn.com, Ms. Cap Thi Mai Phuong - phuong.cap@namlongvn.com

We commit that information on the shareholder list will be used properly and in accordance with VSD regulations. Our company will be fully responsible before the law if there is a violation.

NAM LONG INVESTMENT CORPORATION

AUTHORIZED PERSON



**CHAU QUANG PHUC
CHIEF FINANCIAL OFFICER**

*** Attached document:**

- Resolution of Annual General Shareholders' Meeting 2017
- Resolution of the Board No. 17/2017/NQ/HĐQT/NLG dated on 01/06/2017
- Official letter No. 3750/UBCK-QLCB dated on 07/06/2017 issued by State Security Commission of Vietnam referring to receive full documents for additionally issuing shares to pay stock dividend of NLG

**NAM LONG INVESTMENT
CORPORATION**

SOCIALIST REPUBLIC OF VIETNAM
Independence - Freedom - Happiness

No: 88 / 2017 / CV - NLG

HCMC, ... 13 ... June ... 2017

INFORMATION DISCLOSURE
**ISSUANCE OF STOCK DIVIDEND AND SHARES UNDER EMPLOYEE SHARES
GRANTING PROGRAM**

I. Introduction of issuer

1. Issuer: Nam Long Investment Corporation

2. Business name: Nam Long Investment Corporation

3. Headquarter: 6 Nguyen Khac Vien, Tan Phu Ward, District 7, HCMC

Tel: (08) 54 16 17 18

Fax: (08) 54 17 18 19

4. Security code (if any): NLG

5. Charter capital: VND1,421,145,100,000

Bank account at: Vietnam Technological and Commercial Joint Stock Bank – Phu My Hung

Account number: 102 208 522 90011

6. Legal certificate of business operation

- Enterprise Business Certificate No. 0301438936 issued by Ho Chi Minh City Department of Planning and Investment dated on 27th December 2005 and the 15th amendment dated 1st September 2016.

- Key business line: Trading in real estate, land use rights of the owners or users or tenants. Details: Housing business (building and repairing houses for sale or lease). Investment in construction and infrastructure of industrial zones, high-tech zone. Investment in construction, business, management, exploitation and rental buildings: office buildings, supermarkets, schools, swimming pools, hotels, restaurants, golf courses, sports areas, resorts vacation (not operating at the head office).

Code: 6810

- Main products/ services:

- Development of clean land bank and urban technical infrastructure;
- Housing development ;
- Development of social infrastructures, offices, service departments and resorts

- Total business capital: VND3,147,273,609,838 (based on Owners' equity stated in Audited Consolidated Financial Statement as of 31/12/2016)



II. Purpose of issuance: Shares issuance is to pay stock dividends and to grant employees under Employee Shares Granting (Long-term incentive program for senior managers – ESG)

III. Shares issuance plan

- Security name: Nam Long Investment Corporation (NLG)
- Share type: Common share
- Par value: VND10,000
- Total issued shares: 142,114,510 shares
- Total outstanding shares: 142,114,510 shares
- Treasury shares: 6,502,165 shares (owned by its subsidiary)
- Expected number of issued shares: 15,115,375 shares
- Total amount of par value: VND151,153,750,000
- Issuing rate (*expected number of new shares/ Total outstanding shares*): 10.6361%

1. Issuing stock dividend

- Expected number of issued shares: 14,157,215 shares
- Total amount of par value: VND141,572,150,000
- Issuing rate (*expected number of new shares/ Total outstanding shares*): 9.96%
- Source of capital: Undistributed retained earnings according to audited financial statement in 2016
- Record date: 29/06/2017
- Principle of rounding stocks: Number of additional shares issued to pay dividends for shareholders shall be rounded to the unit. A fractional share number due to be rounded to the units shall be canceled.

For example: On closing date of shareholder list for stock dividend, shareholder Nguyen Van A currently owns 311 shares. Therefore, shareholder A shall receive the additional shares of $311 \times 9.96\% = 30.9756$ shares. Based on above principle, after rounding to the unit, number of shares, that shareholder A shall be received, will be 30 shares. The fractional share number of 0.9756 shall be canceled.

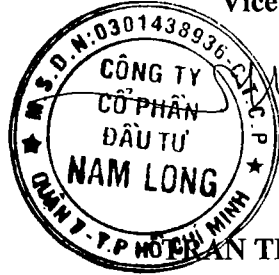
2. Issuing shares according to Employee Shares Granting program (Long-term incentive program for senior managers – ESG)

- Expected number of issued shares: 958,160 shares
- Total amount of par value: VND9,581,600,000
- Issuing rate (*expected number of new shares/ Total outstanding shares*): 0.6742%
- Source of capital (in case of issuing ESG shares): from Bonus and welfare fund based on Statement of changes in charter capital, bonus and welfare fund of Nam Long Investment Corporation, issued on 08/05/2017, after Annual General Shareholders' Meeting 2017 approved to extract the bonus and welfare fund. Amount extracted from Bonus and welfare fund is VND9,581,600,000.
- Restriction on shares transferring (if any): ESG shares are freely transferable.
- Expected date of issuing: 30/06/2017

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P. P. HỒ C

HCMC, 13... June..... 2017

Nam Long Investment Corporation
Authorized person to disclose information
Vice Chairman



HO CHUAN THANH PHONG





**RESOLUTION OF
ANNUAL GENERAL SHAREHOLDERS MEETING
OF NAM LONG INVESTMENT CORPORATION**

Pursuant to:

- 2014 Law on Enterprise effective date from 1st July 2015 substituting for 2005 Law on Enterprise.
- Prevailing Charter of Nam Long Investment Corporation;
- Submissions from the Board and Inspection Committee at the Annual General Shareholders Meeting 2017 of Nam Long Investment Corporation dated 22 April 2017;
- Voting summary report of the Annual General Shareholders Meeting 2017 of Nam Long Investment Corporation dated 22 April 2017;
- Meeting minutes of the Annual General Shareholders Meeting 2017 of Nam Long Investment Corporation dated 22 April 2017.

**THE SHAREHOLDERS MEETING OF
NAM LONG INVESTMENT CORPORATION**

RESOLVES

Article 1: Approve consolidated financial report for 2016 of Nam Long Investment Corporation which was audited by Ernst & Young Vietnam with key accounts below:

Bil VND

No	Items	Actual 2015	Planning 2015	Percentage completion
1	Net revenue	2,534	3,187	80%
2	Profit before tax	484	495	98%
3	Profit after tax	388	399	97%
4	Net profit after minority interests	345	360	96%
5	Earnings per share (VND)	2,367		

Approved voting ratio: 99.757%

Article 2: Approve 2016 profit distribution plan.

Bil VND

No	Description	2015	Notes
1	Net profit to company's shareholders	345.22	
2	Appropriation		
	- Appropriation to Bonus fund (*)	15.89	4,6% of net profit
	- Appropriation to Welfare fund	6.90	2% of net profit
3	Profit after appropriation	322.43	

4	- Cash dividend 2016	70.80	5% par value
	- Stock dividend 2016	141.60	10% par value
5	Retained earnings 2015	110.03	

(*) Approve for payout of the bonus fund by ESG share issuance. The number of shares issued will be officially issued based on ESG policy with total amount of VND 15.89bil.

- Approve dividend settlement for 2016 as follows:

- (i) 1st dividend advance of 2.49% at par value was VND 35.39bil, was executed in December 2016 (charter capital as of December 2016: VND 1,415,721,570,000).
- (ii) Settlement of the remaining 2.49% at par value by cash shall be VND 35.41bil and 9.96% at par value by share shall be VND 141.60bil, and shall execute by 30th August 2017.

Approved voting ratio: 99.699%.

Article 3: Approve the issuance of new shares to pay Dividend 2016

1	Name of issuing share	Share of Nam Long Investment Corporation
2	Type of issuing share	Common share
3	Par value	10.000 VND/share
4	Total number of issued shares	142,114,510 shares
5	Number of outstanding shares	142,114,510 shares (basing on Audited Un-consolidated Financial Report 2016)
6	Treasury shares	6,502,165 shares (owned by a subsidiary)
7	Total number of issued shares (estimated)	14,157,215 shares
8	Total par value (estimated)	VND 141,572,157,000
9	Issuing rate (Total number of issued shares /total outstanding shares)	9.96%
10	Source of fund	Retained earnings basing on audited Financial Report 2016
11	Issuing date	By 30 th August 2017
12	Dealing with number of odd shares	Issued shares to pay dividend to shareholders are rounded to unit column. Number of decimal shares (if any) will be cancelled. <u>Example:</u> At record date for stock dividend, shareholder Mr. Nguyen Van A owns 311 shares. Mr. A receives $311 \times 9.96\% = 30.9756$ newly issued shares. Basing on above principle, Mr. A will receive 30 shares. The odd share of 0.9756 will be cancelled.
13	The positive difference between total estimated value of issued shares to pay dividends (at par value of VND10,000/share) and total par value of shares distributed to existing shareholders will be retained at the Company's retained earnings.	

- Authorize Chairman of BOD to:

- (i) Actively prepare and submit issuance dossiers to State Securities Commission ("SSC"). And actively revise issuance plan (including adding, revising and completing issuance dossiers and related documents as requested by SSC as well as other state authorities);
- (ii) Choose appropriate time for record date and issuance date;
- (iii) Implement all necessary procedures for the issuance, depository of these additional shares at Vietnam Securities Depositories, subsequent listing at Ho Chi Minh Stock Exchange for the issued shares;
- (iv) Amend the articles relating to charter capital, shares in Company's Charter after the issuance (if any);
- (v) Implement all necessary procedures to amend Company's Enterprise Registration Certificate related to the Charter Capital increase after the issuance;
- (vi) Instruct, control, and handle with matters arising during the implementation of above contents.

Approved voting ratio: 99.234%

Article 4: Approve report of the Board in 2016 (*report enclosed*).

Approved voting ratio: 99.510%

Article 5: Approve business plan 2017, profit distribution and dividend payment plans for 2017 and authorize the Board to organize the execution with key targets as follows:

5.1. Business Plan 2017:

Bil VND

No	Objectives	BP 2016	% increase vs 2015
1	Net revenue	3,562	41%
2	Profit after tax	655	69%
3	Net profit after minority interests	503	46%

5.2. Profit Distribution Plan 2017:

Bil VND

No	Items	Year 2016	Notes
1	Net profit to company's shareholders	503	
2	Appropriation		
	- Appropriation to Bonus fund (5%)	25	This will be executed by ESG issuance
	- Appropriation to Welfare fund (2%)	10	
3	Profit after appropriation	468	
4	- Cash dividend 5% (Based on share capital amount of VND 1,421,145,100,000)	71	
5	- Stock dividend 15% (Based on share capital amount of VND 1,421,145,100,000)	213	New shares issuance about 21.3 million shares
6	Retained earnings 2017	183	

5.3. Dividend Proposal for 2017:

- Approve 2016 dividend plan at 5% on charter capital by cash and at 15% on charter capital by stocks. Total dividend plan: **VND 284 bil**. Details are as follows:
 - (i) 5% by cash on charter capital, in which 2.5% by cash with total amount of VND 35.5bil shall be paid in Q4/2017 and 2.5% by cash with total amount of VND 35.5bil shall be paid in Quarter 2/2018, after AGM 2018.
 - (ii) 15% by shares on charter capital with total amount of VND 213bil shall be executed in Quarter 2/2018 after AGM 2018.
- Authorize the Board of Directors to execute 2017 dividend payment plan as mentioned above.
- Authorize Chairman of the Board of Directors to:
 - (i) Implement all necessary procedures to issue, depository of these additional shares, register the subsequent listing of shares issued from above dividend payment plan;
 - (ii) Implement all necessary procedures to amend Company's Enterprise Registration Certificate related to the Charter Capital increase in accordance with share issuance results from above dividend payment plan;
 - (iii) Instruct, control, and handle with issues arising during the implementation of above contents.

Approved voting ratio: 99.454%

Article 6: Approve the operation budget of the Board and Inspection Committee for 2017 as follows:

1. Fixed operation budget: **VND 8.905bil** (in words: *eight billion nine hundred and five million dong*) (equivalent to 0.25% of Revenue 2017).
2. Variable bonus: **VND 5.030bil** (in words: *five billion and thirty million dong*) (equivalent to 1% of Net Profit)

And to authorize Chairman to allocate the budget to each member

Approved voting ratio: 90.055%

Article 7: Approve shares issuance for NLG executives (ESG shares) as follows:

- 7.1 Approving of the issuance of new shares to implement Company's ESG policy as per business performance of 2016.
 - (i) Expected maximum number of ESG shares issued in 2016 is 975,197 shares
 - (ii) Actual number of issued ESG shares will be based on ESG policy promulgated but not exceed 975,197 shares
- 7.2 Approving the employee stock ownership plan as follows:

1	Name of share	Share of Nam Long Investment Corporation
2	Type of share	Common share
3	Par value	10,000 VND/share
4	Total number of issued shares	142,114,510 shares
5	Number of Outstanding shares	142,114,510 shares (based on Audited Un-consolidated Financial Report 2016)
6	Number of Treasury shares	6,502,165 shares (owned by a subsidiary)
7	Issuance purpose	Implement ESG plan approved in 2015 based on business performance 2016

8	Total number of issued shares (estimated)	Expected maximum number of ESG shares issued in 2017 is 975,196 shares
9	Total par value (estimated)	Expected maximum 9,751,960,000 VND
10	Issuing rate (<i>issued shares / outstanding shares</i>)	0.69%
11	Issuing price	0 VND/share
12	Source of Fund	Bonus and welfare fund on Company's audited Equity Report issued on May 2017, after AGM 2017 approving to extract welfare fund. The extracted capital from welfare funds is VND 9,751,960,000.
13	Transfer restriction	No restriction to transfer
14	Issuing date	By 30 th August 2017 and after AGM 2017 approving the extraction for welfare fund
15	Latest ESG	Issuance of 542,353 shares to senior managers at Quarter 3/2016

7.3 Approving to authorize Chairman of BOD to:

- (i) Decide on the total ESG share to be issued in 2017 within the above mentioned total number approved ESG shares and approve the specific number of ESG shares for each beneficiary of ESG policy based on the ESG policy of relevant year;
- (ii) Actively extracting welfare funds based on the approval of Shareholders for ESG 2017;
- (iii) Actively prepare and submit issuance dossiers to State Securities Commission ("SSC"). And actively revise issuance plan (including supplementing, revising and completing issuance dossiers and related documents as requested by SSC as well as other state authorities);
- (iv) Choose appropriate time for issuance date;
- (v) Implement all necessary procedures for the issuance, depository of these additional shares at Vietnam Securities Depositories, subsequent listing at Ho Chi Minh Stock Exchange for total issued shares according to above ESG policy;
- (vi) Amend the articles relating to charter capital, shares in Company's Charter after the issuance (if any);
- (vii) Implement all necessary procedures to amend Company's Enterprise Registration Certificate related to the Charter Capital increase after each successful issuance based on this ESG policy;
- (viii) Instruct, control, and handle with matters arising during the implementation of above contents.

Approved voting ratio: 90.217%

Article 8: Approve the report of the Inspection Committee for 2016 (*report enclosed*).

Approved voting ratio: 88.462%

Article 9: Appoint Ernst & Young Vietnam Co. Ltd to be auditor for financial year 2017.

Approved voting ratio: 88.449%

Article 10: Approve the election of 2 Inspection Committee members to continue the term 2016 - 2021. List of 2 Inspection Committee members are as follows:

1. Mr. Dang Hong Tan, winning rate at 98.92%.
2. Ms. Nguyen Luu Tuyen, winning rate at 100.17%.

Article 11: This Resolution is effective since the signing date. All shareholders, Board members, Inspection Committee members, Management Team and all employees of Nam Long Investment Corporation are responsible to implement this Resolution.

ON BEHALF OF THE SHAREHOLDERS
CHAIRMAN



Recipients:

- Shareholders.
- Board members.
- Inspection Committee members.
- Management team.
- Filing at Board Office.



NAM LONG

NAM LONG INVESTMENT CORPORATION

6 Nguyen Khac Vien, Tan Phu Ward, District 7, HCMC.

Tel: (08) 54 16 17 18 Fax: (08) 54 17 18 19 Web: www.namlongvn.com

No: 17./2017/NQ/HĐQT/NLG

Ho Chi Minh City, ... 01st June 2017

RESOLUTION OF THE BOARD

Ref: Implement to pay cash dividend, issue stock dividend as well as shares based on Employee Shares Granting (“ESG”) program, and approval on issuance dossiers.

THE BOARD OF NAM LONG INVESTMENT CORPORATION

RESOLVES

Article 1: Approve on relevant issues related to issue shares according to Employee Shares Granting (Long-term incentive program for senior managers – ESG):

Pursuant to the Resolution of Annual General Shareholders Meeting (“AGM”) No. 01/2015/NQ/ĐHĐCĐ/NLG dated 25/04/2015, the Shareholders Meeting authorized Chairman of the Board to decide total amount of ESG shares and specific number of ESG shares for each person who is beneficiary of ESG policy based on evaluation result of relevant year. Therefore, the Board of Directors (“BOD”) agrees as follows:

- Standards and conditions of selecting employees benefited from ESG policy: are detailed based on ESG policy
- Issuing date: before 30/08/2017
- List of employees participated in ESG program (attached)

Article 2: Approve on promulgation of ESG policy for senior managers: Details are stated in ESG policy (attached document)

Article 3: Approve on issuance dossiers to pay dividend and issues ESG shares for senior managers

BOD has considered, prepared necessary documents for the issuance, at the same time approved on issuance dossiers.

Article 4: Approve to implement plan of issuing stock dividend and ESG shares for senior managers according to Resolution of AGM No. 01/2017/NQ/ĐHĐCĐ/NLG dated 22/04/2017, as followings:

- Record date for paying stock dividend: 29/06/2017



- Expected date of issuing ESG shares: 30/06/2017

Article 5: Implement plan of cash dividend settlement phase 2 for 2016 with ratio of 2.49%/ par value, equivalent to VND249/ share according to Resolution of AGM No. 01/2017/NQ/ĐHĐCĐ/NLG dated 22/04/2017. Expected dividend settlement is VND35.41 billion, as followings:

- Record date for paying cash dividend: 29/06/2017
- Expected date of paying cash dividend: 12/07/2017

Article 6: Authorize Mr. Nguyen Xuan Quang – Chairman of BOD – conduct necessary procedures to pay cash dividend, implement plan of issuing stock dividend and ESG shares mentioned in this Resolution.

Article 7: Board Members, Board of Management and other relevant Divisions of the Company are responsible for implementing this Resolution.

Article 8: This Resolution, made in Vietnamese and English, is effective from signing date.

Receivers:

- *As mentioned in Article 4*
- *Board Members, Inspection Committee*
- *Filling at Board Office.*

**ONE BEHALF OF THE BOARD
CHAIRMAN**



NGUYEN XUAN QUANG

