

ENGLISH TRANSLATION
FOR REFERENCE PURPOSES ONLY

**ANNEX OF AMENDMENTS OF MA SAN GROUP
CORPORATION'S CHARTER**

(The first amendment)

(Approved by the 2010 Annual General Meeting of Shareholders on 24 April 2010)

Article 1: To amend, supplement clause 1 of Article 5, Article 20 and the opening paragraph of Article 21 of the Charter dated 9 October 2009 as follows:

1. Clause 1 of Article 5 is amended as below:

“Article 5. Charter Capital and shares

1. The Charter Capital of the Company is VND4,853,998,200,000 (four thousand eight hundred fifty three billion nine hundred ninety eight million two hundred thousand Vietnam dong)”

2. Article 20 is amended as below:

“Article 20. Adoption of decisions of the General Meeting of Shareholders

1. *The decisions of the General Meeting of Shareholders are adopted at the meeting of the General Meeting of Shareholders or in the form of collecting written opinions of the Shareholders.*

The decisions of the General Meeting of Shareholders on the following issues must be adopted by the form of voting at the meeting of the General Meeting of Shareholders:

- a. *To approve the annual financial statements;*
 - b. *The Company's short-term and long-term development plans; and*
 - c. *The appointment, dismissal and replacement of members of the Board of Directors and of the Inspection Committee and the approval of the appointment of the General Director conducted by the Board of Directors.*
2. *The decisions of the General Meeting of Shareholders are adopted at the meeting by at least 65% of the total voting shares of the Shareholders eligible to vote who attend the General Meeting of Shareholders in person or through a Proxy.*

3. *Decisions of the General Meeting of Shareholders at the meeting related to an amendment to or supplement of the Charter, shares types or the number of shares offered for sale, merger, restructure or dissolution of the Company, the sale of assets of the Company or its branches, the purchase transactions affected by the Company or its branches valued at 50% or more of the total value of assets of the Company and its branches recorded in the latest audited accounting books shall be approved by at least 75% of the total voting shares of the Shareholders eligible to vote who attend the General Meeting of Shareholders in person or through the Proxy*
4. *Voting to elect members of the Board of Directors and of the Inspection Committee must be implemented by the method of cumulative voting, whereby each Shareholder shall have his total number of votes respectively to the total number of shares to be owned by him multiplied by the number of members to be elected to the Board of Directors or the Inspection Committee, and each Shareholder shall have the right to accumulate all his votes for one or more candidates.”*

3. The opening paragraph of Article 21 of the Charter is amended as below:

“Article 21. Authority and methods for collecting written opinions of the Shareholders to adopt decisions of the General Meeting of Shareholders

The authority and methods for collecting written opinions of the Shareholders to adopt the decisions of the General Meeting of Shareholders shall be implemented in accordance with the following provisions.”

Article 2: This Annex of the first Amendment of the Charter shall replace the corresponding articles of the Charter dated 9 October 2009 and shall take effect from the date the General Meeting of Shareholders approves. Other articles of the Charter dated 9 October 2009 still remain unchanged and their legal effect.

**CHAIRMAN OF THE BOAR OF
DIRECTORS**

[signed and sealed]

NGUYỄN ĐĂNG QUANG