

MA SAN GROUP CORPORATION
No.: 199/2013/NQ-HDQT

SOCIALIST REPUBLIC OF VIETNAM
Independence – Freedom – Happiness

Ho Chi Minh City, July 30, 2013

**RESOLUTION OF THE BOARD OF DIRECTORS
MA SAN GROUP CORPORATION**

THE BOARD OF DIRECTORS

- Pursuant to the Law on Enterprises No.60/2005/QH11 approved by the National Assembly on November 29, 2005;
- Pursuant to the Charter of Ma San Group Corporation;
- Pursuant to the Minutes of checking votes No. 198/2013/BBKP-HDQT dated July 30, 2013,

RESOVLED

Article 1: To approve the resignation of Mr. Madhur Maini from the Chief Executive Officer of the Company. The resignation will be effective from 30 July 2013.

Article 2: To approve the Chairman of the Board of Directors, Dr. Nguyen Dang Quang to be in charge of the Chief Executive Officer of the Company from 30 July 2013. Dr. Nguyen Dang Quang will have the rights and obligations as those of the Chief Executive Officer as provided in the Company's Charter and applicable laws. The Board of Directors will submit to the General Meeting of Shareholders to approve Dr. Nguyen Dang Quang to be the Chairman of the Board of Directors and the Chief Executive Officer at the closest meeting of the General Meeting of Shareholders.

Article 3: To approve the appointment of Mr. Madhur Maini as the Chairman of Hoa Bang Lang Consultant Company Limited and to approve the restructuring of Hoa Bang Lang Consultant Company Limited into Masan Consumer Holdings.

Article 4: To approve the appointment of Mr. Michael Hung Nguyen as the Deputy Chief Executive Officer of the Company from 30 July 2013.

Article 5: To authorize Dr. Nguyen Dang Quang, Chairman of the Board of Directors of the Company:

1. To decide the specific terms and conditions of the agreements, contracts, documents in connection with and/or arising from the resignation of Mr. Madhur Maini and the appointment of Mr. Madhur Maini and Mr. Michael Hung Nguyen as provided in Article 1, Article 3 and Article 4 above.
2. To sign and implement the agreements, contracts, documents in connection with and/or arising from the resignation of Mr. Madhur Maini and the appointment of Mr. Madhur Maini and Mr. Michael Hung Nguyen as provided in Article 1, Article 3 and Article 4 above.

3. To decide and implement all necessary actions to complete the restructuring of Hoa Bang Lang Consultant Company Limited into Masan Consumer Holdings.
4. To decide and implement all other necessary actions to complete the issues provided in Article 1, Article 3 and Article 4 above.

Article 6: Relevant departments and individuals are responsible for implementing this Resolution.

Article 7: This Resolution will be effective from the signing date.

**O.B.H THE BOARD OF DIRECTORS
CHAIRMAN**
[signed and sealed]

NGUYEN DANG QUANG