

**PEOPLE'S COMMITTEE
OF QUANG NAM PROVINCE**

No.: 3366/QD-UBND

**SOCIALIST REPUBLIC OF VIETNAM
Independence- Freedom- Happiness**

Quang Nam, October 24th, 2019

DECISION

**On Approval of the equitization plan
of Quang Nam Center for Agro-Forestry Varieties**

QUANG NAM PEOPLE'S COMMITTEE

Pursuant to Law on Organization of Local Government dated June 19th, 2015;

Pursuant to Decree No. 126/2017/ND-CP dated November 16th, 2017 of the Government on transforming State-owned enterprises and One-member limited liability companies invested 100% of its charter capital by State enterprises into joint-stock companies;

Pursuant to Decision No. 22/2015/QD-TTg dated June 22nd, 2015 of the Prime Minister on transforming public non-business units into joint-stock companies;

Pursuant to Decision No. 31/2017/QD-TTg dated July 17th, 2017 of the Prime Minister, on criteria, list of branches and fields on transforming public non-business units into joint-stock companies;

Pursuant to Official Letter No. 850/TTg-DMDN dated May 24, 2016 of the Prime Minister on approving the list of public non-business units under the People's Committee of Quang Nam province transformed into joint-stock companies;

Pursuant to Circular No. 40/2018/TT-BTC dated May 04th, 2018, No. 34/2019/TT-BTC dated June 11th, 2019 of the Ministry of Finance guiding the first sale of shares and management and use of money from equitized shares of state-owned enterprises and one member limited liability company invested 100% of its charter capital by a state-owned enterprises converted into joint-stock companies;

Pursuant to Circular No. 35/2016/TT-BLDTBXH dated October 25th, 2016 of the Ministry of Labor, War Invalids and Social Affairs guiding the implementation of policies for employees when transforming public non-business units into joint-stock companies according to Decision No. 22/2015/QD-TTg on June 22nd, 2015 of the Prime Minister;

Pursuant to Decision No. 965/QD-UBND dated March 20th, 2018 of the Provincial People's Committee on equitization, selecting the time of closing the book to determine the unit value and establishing the Equitization Management Committee of Quang Nam Center for Agro-Forestry Varieties;

Pursuant to Decision No. 09/QĐ-UBND dated January 03rd, 2019 by Provincial People's Committee approving the land use plan after equitization of Quang Nam Center for Agro-Forestry Varieties;

Pursuant to Decision No. 2469/QĐ-UBND dated August 02nd, 2019 by Provincial People's Committee on approving the unit value of Quang Nam Center for Agro-Forestry Varieties for equitization;



Pursuant to Decision No. 2962/QĐ-UBND dated September 17th, 2019 of Provincial People's Committee on approving the employment plan when transforming Quang Nam Center for Agro-Forestry Varieties into a joint-stock company;

At the proposal of the Equitization Management Committee of Quang Nam Center for Agro-Forestry Varieties in Statement No. 343/TTr-BCDCPH of October 17th, 2019 and the provincial State Enterprise Innovation and Development Board in Statement No. 516/STC-DMDN dated October 21st, 2019;

HAS DECIDED:

Article 1. Approving the equitization plan of Quang Nam Center for Agro-Forestry Varieties, as follows:

1. Form of equitization: Selling a part of existing State capital at the unit.
2. Name and address of the joint-stock company
 - a) Name in Vietnamese: CÔNG TY CỔ PHẦN GIÓNG NÔNG NGHIỆP QUẢNG NAM
 - b) Name in English: QUANG NAM AGRICULTURAL JOINT STOCK COMPANY
 - c) Head office address: Cau Lau Tay village, Duy Phuoc commune, Duy Xuyen district, Quang Nam province
- Tel: 0235.3849552 Fax: 0235.3849550
3. The unit value at the time of determining the enterprise valuation Dec 31st, 2018
 - Actual value of the unit : 15,671,062,699 VND
 - The value of state capitals in the unit : 13,884,242,937 VND

(In words: Thirteen billion, eight hundred eighty-four million, two hundred forty-two thousand, nine hundred thirty-seven Vietnamese dong)
4. Charter capital, charter capital structure, value and starting price of 1 share
 - a) Charter capital: 13,884,240,000 VND *(Thirteen billion, eight hundred eighty-four million, two hundred forty thousand Vietnamese dong)*
 - b) Charter capital structure:
 - State shares: 69,421 shares, occupying 5.00% of charter capital;
 - Shares sold to employees at preferential prices as prescribed in Clause 1, Article 21 of Decision No. 22/2015/QĐ-TTg dated June 22nd, 2015 of the Prime Minister: 27,700 shares, occupying 2.00% of charter capital;
 - Shares sold to employees with years of long-term working commitment as prescribed in Clause 2, Article 21 of Decision No. 22/2015/QĐ-TTg dated June 22nd, 2015 of the Prime Minister: 10,000 shares, occupying 0.72% of charter capital;
 - Shares sold to the union organization: 0 share;
 - Shares sold to strategic investors: 0 share;
 - Shares auctioned to the public: 1,281,303 shares, occupying 92.28% of charter capital.
 - c) Value of 01 share: 10,000 VND.

- d) Starting price of the first share auction: 10,000 VND/ 1 share.
5. Method of selling shares for the first time
- a) Sale incentives to employees in the unit as prescribed;
- b) Public auction: At Hanoi Stock Exchange and implemented as prescribed by the law.

6. Registration of transactions and listing on the stock market: Within a maximum of 90 days from the end of the public offering of stocks, the joint-stock company must complete the procedures for registration of concentrated stock depository at Vietnam Securities Depository Center and register transactions on UPCOM system in accordance with the law on securities and securities market (Clause 3, Article 11 of Decree 126/2017/ND-CP dated November 16th, 2017 of the Government)

7. Plan for labor arrangement: Implemented according to Decision No. 2962/QĐ-UBND dated September 17th, 2019 of the Provincial People's Committee.

8. Joint stock company for implementation:

- Having legal status from the date of business registration;
- Implementing the regime of independent economic accounting;
- Having a separate seal, may open accounts at commercial banks for transactions in accordance with provisions of the law;

- Organizing and operating according to the charter of the joint stock company and the Enterprise Law;

- Registering enterprises and business lines in accordance with provisions of the law.

9. Plan for land use: Follow the land use plan approved by the Provincial People's Committee in Decision No. 09/QĐ-UBND dated January 03th, 2019;

10. Equitization expenses: The Director of the unit is responsible for balancing the actual expenses for equitization and sends it to the Department of Finance - Standing Committee of the provincial Enterprise Innovation and Development Board to appraise and submit to the provincial People's Committee for approval.

11. Consulting unit for implementation:

a) Vietnam Bank for Industry and Trade Securities Joint Stock Company (Vietinbank Securities) - Da Nang Branch: Consulting on selling shares for the first time; Consulting depository registration for the winning shares paid with Vietnam Securities Depository (VSD); Consulting registration of stock transactions for the number of winning shares paid on UPCOM; Consulting the first General Meeting of Shareholders;

b) Quang Nam Air Services Joint Stock Company: Consulting translation of equitization plan and announcement of information on auction of shares into English.

Article 2. Responsibilities of agencies and units:

1. Equitization Management Committee of Quang Nam Center for Agro-Forestry Varieties is responsible for directing the Center to sell shares as prescribed.

2. Department of Finance - Standing Committee of the provincial Enterprise Innovation and Development Board are responsible for presiding with the relevant units



to appraise and advise the Provincial People's Committee to approve the balance of equitization expenses and re-approve the enterprise value for the second time.

3. Director of Quang Nam Center for Agro-Forestry Varieties is responsible for operating and managing the unit until the entire assets, capitals, labors ... are transferred to the Joint Stock Company and are responsible for the business results of the unit according to current law provisions.

Article 3. Chief of the Provincial People's Committee Secretariat, Chief of Standing Committee of the provincial Enterprise Innovation and Development Board, Chief of Equitization Management Committee of Quang Nam Center for Agro-Forestry Varieties, Directors of the Departments: Agriculture and Rural Development, Finance, Natural Resources and Environment, Planning and Investment, Labor, Invalids and Social Affairs, Home Affairs, Branch of Quang Nam State Bank, Provincial Labor Union, Provincial Tax Department, Director of Quang Nam Center for Agro-Forestry Varieties and heads of relevant agencies, units are responsible for implementation of this Decision.

This decision takes effect from the date of signing./.

Receivers:

- As Article 3;
- Government Office (report);
- Ministries: Finance, Planning and Investment (report);
- Chairman, vice-chairman of provincial PC;
- Chief, Deputy-chief of PC Secretariat;
- Filing: archives, KTN, TH, KTTT.

**PP. PEOPLE'S COMMITTEE
FOR THE CHAIRMAN
VICE-CHAIRMAN
(Signed and sealed)**

Tran Dinh Tung

Công ty Cổ phần Dịch vụ Hàng không Quảng Nam xin xác nhận bản dịch *tiếng Anh* hoàn toàn đúng so với bản gốc *tiếng Việt* đã giao.

Quang Nam Air Services Joint Stock Company confirm *English Translation* quite right with original *Vietnamese* have signed.

**TM. CÔNG TY
ON BEHALF OF THE COMPANY**



Trần Thị Anh Túng
TRẦN THỊ ANH TÙNG

