

DECISION

**About the approval of the equitization plan for the Management
Board and Executive Board of the transport station**

**CHAIRMAN OF PEOPLE'S COMMITTEE OF HAU GIANG
PROVINCE**

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

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

Pursuant to the Government's Decree No. 126/2017 / ND-CP dated November 16th, 2017, on conversion from state-owned enterprises and single-member limited liability companies with 100% of charter capital invested by state-owned enterprises into joint-stock companies

Pursuant to Official Letter No. 766 / VPCP-DMDN dated January 25th, 2017 of the Government Office on the list of public non-business units established in Hau Giang province transformed into a joint stock company;

Pursuant to the Circular No. 35/2016 / TT-BLDTBXH dated October 25th, 2016 of the Minister of Labor, War Invalids and Social Affairs guiding the implementation of policies towards employees after transforming public non-business units into Joint-stock companies under Decision No. 22/2015 / QD-TTg dated June 2nd, 2015 of the Prime Minister.

Pursuant to the Minister of Finance's Circular No. 40/2018 / TT-BTC dated May 4th, 2018, providing guidelines for initial offering of shares and management and use of proceeds from equitization of state-owned enterprises and single-member limited liability companies with 100% charter capital invested by state-owned enterprises;

Pursuant to Decision No. 506 / QD-UBND dated March 28th, 2017 of the Chairman of People's Committee of Hau Giang Province on the transfer of the Management Board and Executive Board of the transport station into joint stock company;

Pursuant to the Plan No. 109 / KH-UBND dated September 13th, 2017 of the People's Committee of Hau Giang Province on the implementation of equitization of the Management Board and Executive Board of the transport station;

Pursuant to Decision No. 1967 / QD-UBND dated December 14th, 2018 of the People's Committee of Hau Giang Province on the approval of the value of the



Management Board and Executive Board of transport station at May 31st, 2018 for equitization;

Based on the proposal of the Head of the Equitization Committee of the Management Board and Executive Board of the Transport station at Report No. 02 / TTr-BCCDBT dated January 11th, 2019;

Based on the conclusions of the Permanent Committee of the People's Committee of Hau Giang Province at the meeting on January 28th, 2019,

DECIDES THAT

Article 1. Approving the equitization plan of the Management Board and Executive Board of the Transport station with the following contents:

1. Name of Joint Stock Company:

- Company name in Vietnamese: CÔNG TY CỔ PHẦN BẾN XE TÀU HẬU GIANG.

- Company name in English: HAU GIANG TRANSPORT STATION JOINT STOCK COMPANY.

- Head office: Tran Hung Dao street, area 3, ward 5, Vi Thanh City, Hau Giang Province.

- Phone: 0293.877.448.

2. Hau Giang Transport Station Joint Stock Company has the legal status under Vietnamese law from the date of issuance of the Business Registration Certificate; implement independent economic accounting regime; has the own seal; is allowed to open bank accounts in accordance with law; organize and operate in accordance with the Charter of Hau Giang Transport Station Joint Stock Company, in accordance with the Law on Enterprises and other relevant laws; be allowed to register businesses in accordance with the law.

Hau Giang Transport Station Joint Stock Company inherits the rights, obligations and legal benefits of the Management Board and Executive Board of the Transport station which are being implemented and operated in accordance with the law.

3. Charter capital and structure of issued shares:

- The charter capital of a Joint Stock Company is VND 34,434,500,000 (thirty four billion four hundred and thirty four million five hundred thousand Vietnam dong).

- Par value of one share: VND 10,000.

- Number of shares for initial offering: 3,443,450 shares.

- Share structure issued:

+ State holds: 1,377,380 shares, accounting for 40% of charter capital.

+ Shares sold to employees in enterprises: 53,600 shares, representing 1.557% of charter capital. In which: preferential sale according to actual

working time in the state sector includes 46,200 shares, accounting for 1.342% of charter capital; sale as commitment to work for long term in Joint Stock Companies includes 7,400 shares, accounting for 0.215% of charter capital.

+ Shares sold at the public: 2,012,470 shares, accounting for 58.443% of charter capital.

- Form of selling shares: Selling part of the existing state capital in the company.

- The representative of the owner of state capital at Hau Giang Transport station Joint Stock Company is the People's Committee of Hau Giang province.

4. Organizations to sell shares

- Selling method: auction of shares for the initial offering, then selling shares to employees in the company.

- Selling agency:

+ Auction of shares for public: through intermediary auction organization: Thang Long Auditing and Valuation Limited Company - TDK - Southern Branch affiliated with Beta Securities Joint Stock Company. Auction organization: Ho Chi Minh City Stock Exchange.

+ Shares for employees: done after successful auction of shares to the public. Location for selling shares: Hau Giang Transport station Joint Stock Company.

5. Plan of labor arrangement:

- Total number of employees at the time of valuation of equitized company (May 31st, 2018): 28 people.

- Total number of employees at the time of announcement of the value of the equitized enterprise (December 14th, 2018): 30 people.

- The total number of employees transferred to a joint stock company: 30 people.

- Total redundant workers: 0 people.

6. Land use plan: comply with the land use plan of the Management Board and Executive Board of the Transport station, which was agreed at Official Letter: No. 70 / UBND-KT dated January 12th, 2018, No. 3964 / UBND-KT dated November 15th, 2018 by Chairman of People's Committee of Hau Giang province.

Form of land use: lease land to pay annual rent in accordance with the current provisions of the land law and do not include the value of land use right into the enterprise value when equitizing.

7. Equitization expenses: the proceeds from the sale of shares after deducting equitization expenses shall be paid to the Enterprise Arrangement and Development Fund.

Article 2. The Equitization Committee for the Management Board and Executive Board of the Transport station shall manage the Management Board and Executive Board of the Transport station to sell shares and make reports according to regulations; appraise and submit to the Chairman of the People's Committee for approval of the settlement of equitization expenses, the equitization results of the Management Board and Executive Board of the Transport station.

Article 3. The Head of the Management Board and Executive Board of the Transport station shall be responsible for managing the company until handling over all assets, capital, and labor to the Joint Stock Company and shall be responsible for the business performance of the company in accordance with current law.

Article 4. Director of Department of Finance, Director of Department of Transport, Head of Equitization Committee of Management Board and Executive Board of the Transport station; and heads of the concerned agencies shall have to implement this Decision from the date of signing.

To:

- People's Committee of Province (1D);
- As the article 4;
- Stored at: VT, KT. TĐ

E/2017QD/DA/STC_approval the value of Management Board of Transport Station

**PP. CHAIRMAN
VICE CHAIRMAN**

Truong Canh Tuyen

Công ty TNHH Phạm Lữ Gia xin xác nhận bản dịch *tiếng Anh* hoàn toàn đúng so với bản gốc *tiếng Việt* đã giao.

Pham Lu Gia Company Limited confirm English Translation quite right with original Vietnamese have assigned.

TM. CÔNG TY
ON BEHALF OF THE COMPANY
TRÁCH NHIỆM THỦ HẠM
PHẠM LỮ GIA
SỐ VẤP - T. HỒ CHÍ MINH

MS. LỮ TRUNG DUNG

