



No.:08/2014/TT- HDQT

Ho Chi Minh City, April 2nd, 2014

THE 2013 ANNUAL GENERAL MEETING PROPOSAL

Subject: To approve the adjustment of foreign investors' ownership

Pursuant to:

- *The Law on Enterprises No.60/2005/QH11 issued by the National Assembly of the Socialist Republic of Vietnam on November 29th, 2005 and the documents guiding the implementation of Law on Enterprise;*
- *The Law on Securities No.70/2006/QH11 issued by the National Assembly of the Socialist Republic of Vietnam on June 29th, 2006 and Amendment, Law amending and supplementing a number of articles of Securities Law No.62./2010/QH12 issued by the National Assembly of the Socialist Republic of Vietnam on November 24th, 2010 and some documents guiding the implementation of Securities Law;*
- *The ninth amendment of HSC Charter according to the AGM Resolution No.01/2013/NQ-ĐHĐCĐ dated April 26th, 2013;*

Since the HCM stock code listed in Ho Chi Minh Stock Exchange (HOSE), the ownership ratio of foreign investors has always reached 49%. At the moment, the State Securities Commission of Vietnam (SSC) is in the stage of submitting the Prime Minister the Draft of increase in foreign investors' ownership ratio in listed Companies in order to replace the current ratio of 49%.

After discussion, the Board of Directors of Ho Chi Minh City Securities Corporation (BOD) realized that official increase in foreign investors' ownership ratio shall be a good opportunity for HCM stock to raise its liquidity in trading, improve the Company's funding capability when necessary and orient the Company shareholders' structure toward increase in the number of foreign investors.

To ensure the maximum benefit of shareholders, the BOD of HSC would like to propose that the AGM authorizes the BOD to decide the time and to increase foreign investors' ownership ratio to the new maximum in accordance with the applicable law regulations when the related authorities promulgate the Decision on the holding rate of foreign investors on the Vietnamese Securities Market (*replacing the Decision No. 55/2009/QĐ-TTg dated Apr 15th, 2009 on the holding rate of foreign investors on the Vietnamese Securities Market*).

The BOD would like to submit to the AGM for your respective approval.

**For and on behalf of the Board of Directors
CHAIRMAN**

(signed and seal)

ĐỖ HÙNG VIỆT

To:

- *As mentioned above;*
- *BOD Office for record,*