

HCM City, April 25th, 2015**REPORT OF THE BOARD OF DIRECTORS
NAM LONG INVESTMENT CORPORATION****A. THE OPERATION OF THE BOARD IN 2014****1. Business performance in 2014:**

In 2014, Government has been successful in stabilizing the macro economy. GDP has slightly grown at 5,8% compared to 5,4% of 2013; interest decreased to 8-11% which was suitable to the market, inflation was stable at lower than 5%.

Nam Long had achieved remarkable results in 2014. Revenue increased 44%, profit increased 351% compared to 2013; key product line of EHome confirmed the "break through the market" concept with Ehome sales-out of 1300 units, double sales volume compared to 2013. This strategic product had drawn the attention of domestic and foreign investors to NLG shares. In 2014, Nam Long had successfully placed 25,5 mil shares to HSC, Huong Viet, Tan Hiep, Bridger Capital, Probus Asia and IFC (member of Worldbank).

Board of Nam Long has frequently analyzed and forecasted fluctuations of the market and the entire economy. From which the Board was able to give direction and guidance for Nam Long operation to develop in accordance with market situation and to overcome obstacles. Nam Long had overcome all obstacles successfully in 2014.

For year-end 2014, the net revenue of Nam Long, reached VND 867bil, equivalent to 81% of BP. The Board believes that this performance satisfies the expectation of shareholders.

Followings are key audited numbers of audited 2014 performance:

Unit: VND bil

No	Items	Actual 2013	Planning 2013	Percentage completion
1	Net revenue	867	1.074	81%
2	Profit before tax	139	136	102%
3	Profit after tax	103	99	104%
4	Net profit after minority interest	95	99	96%
5	Earnings per share (VND)	841		

2. Board's operation in 2014:

The Board always conformed to the legal regulations, Company Charter and Corporate Governance Regulations; closely supervised company operations to issue appropriate decisions, as well as controlled the execution of the management in order to protect company common interests.

For year-end 2014, the Board had organized 4 meetings on 28/02/2014, 11/04/2014, 29/08/2014, and 19/12/2014 issued 47 resolutions/decisions (enclosed in the attached Annex).

Followings are key tasks implemented by the Board in 2014 to enhance governance and management abilities as well as increase values for the whole group:

- a. *Establishing the Board's organization and operations in a professional manner, to meet international standards and practices.*
- b. *Directed, supervised and supported the management in private placement.*
- c. *Directed the additional listing of NLG 25,500,000 shares, official trading date was 13/02/2015.*
- d. *Directed the management to execute swap share plan.*
- e. *Selected Ernst & Young Vietnam as the auditor for the 2014 financial reports based on the authorization of Shareholder Meeting 2014.*
- f. *Verified financial statements for year-end 2014*
- g. *Proposed 2015 Business Plan and Profit distribution plan of 2015.*
- h. *Directed to effective operations of BOD sub-committees in verifying investment plans, find solutions for key personnels, and execute solutions to ensure BOM's compliance to promote governance and management capabilities of the BOM.*
- i. *Supervised and ensured the operations of CEO and the management to comply with legal regulations, company charter, Corporate Governance Regulations and commitments to strategic partners. The supervisory range included:*
 - *The management's compliance with 2014 ASM resolutions.*
 - *The management's compliance with Enterprise Law, company charter and Corporate Governance Regulations in daily operations.*
 - *The assessment and appraisal of quarterly, half-yearly and yearly performance.*
 - *Requests on the management to follow the Board's timely guidance.*

3. Operation Expenses of the Board and Inspection Committee in 2014:

During the ASM on 25/04/2014, budget for the Board, Inspection Committee and other committees was approved at max VND 6bil.

For year-end 2014, total actual fees for the Board and Inspection Committee were VND 5.338bil (five billion three hundred thirty eight million dong).

B. ACTION PLAN OF THE BOARD IN 2015

Recovery signals of the Vietnam economy are visible. This is an advantage for the real estate sector to get rid of crisis and speeding up. Therefore, Nam Long should quickly and effectively use the positive macro policies to break through the market in 2015 and following years.

The Board of Nam Long proposes the action plan in 2014 with following critical contents:

- *Directing strategies and plans to achieve the 2020 vision and mission.*
- *Directing to successfully achieve BP 2015 and successfully build 3-year BP 2015-2017 and development orientation for following years.*

- Building the image and brand name of Nam Long and increasing the value of NLG shares thru Investment Relations activities (IR)
- Focusing on the strong development of Ehome product line to meet the large market demand.
- Pushing properties exploitation and project investment co-operation, in which focusing on calling investors for Waterpoint (NL-VCD) and Aquamarine Residences Projects (Nguyen Son Company).
- Increasing land bank for Ehome via project transfer and co-operation with land owners.
- Speeding project development procurement in essential projects to ensure the cash inflows for following years.
- Completing the group finance-accounting model, complete organization chart and work allocation for subsidiaries to maximize the effectiveness for group operations and enhance group revenue and profit figures.
- Promote management and operations capabilities of the BOM thru intensive recruitment; develop human capital with technical and management competences.
- Intensifying the operations of 3 committees in order to improve the Board's governance efficiency.
- Intensifying the supervision, control and the mechanism of periodical reporting between the Board and the management.

The Board has considered and proposed the Business Plan of 2015 as follows

Unit: VND bil

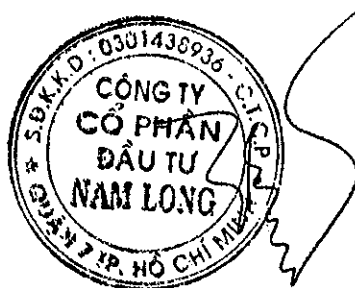
No	Target	Plan 2015	% vs 2014
1	Net Revenue	1,459	168%
2	Profit before tax	234	168%
3	Profit after tax	181	175%
4	Net profit after minority interest	179	187%

In 2015, the Board of Nam Long Investment Corporation shall continue to closely follow up all changes in Government's policies as well as the economic & market fluctuations in order to keep the company growth and to ensure the benefits committed with shareholders.

To overcome challenges and achieve common targets, the Board of Nam Long requests the support and long-term commitment from Shareholders, partners and all of Nam Long staffs.

Yours sincerely,

**On behalf of the Board
Chairman**



NGUYEN XUAN QUANG

ANNEX: LIST OF BOARD'S RESOLUTIONS/DECISIONS IN 2014

No	Number of Resolution/Decision	Date	Content
1	01/2014/NQ/HĐQT/NLG	09/01/2014	Approved related party transaction with Mr Bui Duc Khang buying Ehome 5 apartment
2	02/2014/ NQ/HĐQT/NLG	09/01/2014	Approved related party transaction with Ms Ngo Thi Ngoc Lieu buying Ehome 3 apartment
3	03/2014/ NQ/HĐQT/NLG	13/01/2014	Approved NLIC organization chart effective from 1/1/2014
4	04/2014/ NQ/HĐQT/NLG	15/01/2014	Approved documents related to new CEO appointment
5	05/2014/ NQ/HĐQT/NLG	23/01/2014	Approve share subscription to IFC and terms and conditions for transaction documents
6	06/2014/ NQ/HĐQT/NLG	12/02/2014	Approved the share subscription of investors
7	06a/2014/ NQ/HĐQT/NLG	20/02/2014	Approved the charter capital increase from 955,135,230,000 VND to 1,210,135,230,000 VND
8	07/2014/ NQ/HĐQT/NLG	11/03/2014	Decided to convene the ASM 2014 Approve the dividend payout for 2012 by cash in Q3/2014 Approve shareholders qualified for receiving dividend 2012
9	08/2014/ NQ/HĐQT/NLG	14/04/2014	Approve the resignation of Mr Christopher E. Freund from 11/4/2014
10	08a/2014/ NQ/HĐQT/NLG	05/05/2014	Approve the coding for business license
11	09/2014/ NQ/HĐQT/NLG	13/05/2014	Approve Nam Long ADC to be project manager for Block A1-A2-A3-A4 (EHome3) Approve Nam Long ADC to be project management for Block B1-B2 (EHome4) Approve Nam Long ADC to be project management for EHome5
12	10/2014/ NQ/HĐQT/NLG	13/06/2014	Approve the changes in capital representatives at Nguyen Son and ASPL Nam Long
13	11/2014/ NQ/HĐQT/NLG	13/05/2014	Approve the borrowing from Maybank with 3 years term with principle of max 1,5 mil USD
14	12/2014/ NQ/HĐQT/NLG	29/05/2014	Approve the increase ownership of Nam Long in 9B7 Project.
15	13/2014/ NQ/HĐQT/NLG	03/06/2014	Approve Nam Long ADC to be project management for Block C3-C4 (EHome4)
16	14/2014/ NQ/HĐQT/NLG	03/06/2014	Approve Nam Khang to be contractor for certain construction items of EHome4-Binh Duong
17	15/2014/ NQ/HĐQT/NLG	04/06/2014	Approve profit sharing policy for CEO 2014
18	17/2014/ NQ/HĐQT/NLG	27/06/2014	Approve capital injection for ASPL-Nam Long under a loan contract
19	19/2014/ NQ/HĐQT/NLG	27/06/2014	Approve Nam Khang to be contractor for Block A and infrastructure for Ehome5
20	16/2014/ NQ/HĐQT/NLG	04/07/2014	Approve operation budget 2014
21	18/2014/ NQ/HĐQT/NLG	04/07/2014	Approve on bond issuance
22	20/2014/ NQ/HĐQT/NLG	04/07/2014	Approve the increase credit limit 2014 for Nam Long VCD

23	21/2014/ NQ/HĐQT/NLG	07/07/2014	Approve share swap plan with subsidiaries
24	22/2014/ NQ/HĐQT/NLG	07/07/2014	Approve documentation for new share issuance and private placement
25	23/2014/ NQ/HĐQT/NLG	10/07/2014	Approve auditor appointment for 2014
26	23a/2014/ NQ/HĐQT/NLG	09/09/2014	Approve capital contribution to Nam Long VCD
27	24/2014/ NQ/HĐQT/NLG	11/09/2014	Approve profit sharing policy 2014; Approve ESOP policy Approve group management organization chart Approve operation budget for 2014 and approve related party transactions Approve the signing BCCcontract with NL-ADC for development high rise area of Binh Duong
28	24a/2014/ NQ/HĐQT/NLG	11/09/2014	Approve related party transactions for public disclosure within 24 hours
29	24b/2014/ NQ/HĐQT/NLG	11/09/2014	Approve the investment in Nguyen Son
30	25/2014/ NQ/HĐQT/NLG	18/09/2014	Approve Nam Long providing legal services to Nam Long VCD
31	26/2014/ NQ/HĐQT/NLG	23/09/2014	Approve Nam Khang to be contractor for upgrading road, pavement and manhole of Tan Thuan Dong Residential and Industrial Infrastructure project
32	27/2014/ NQ/HĐQT/NLG	23/09/2014	Approve Nam Khang to be contractor for Club House of Ehome 3
33	28/2014/ NQ/HĐQT/NLG	30/09/2014	Approve additional authorities for Chairman and sub-committees
34	29/2014/ NQ/HĐQT/NLG	06/10/2014	Approve resignation of CEO
35	30/2014/ NQ/HĐQT/NLG	08/10/2014	Approve Nam Long ADC to be project management for Block A of Ehome 5
36	31/2014/ NQ/HĐQT/NLG	13/10/2014	Approve the dividend advance for 2014 3% by cash
37	32/2014/ NQ/HĐQT/NLG	27/10/2014	Approve Nam Khang to be contractor for Block C3, Ehome 4
38	33/2014/ NQ/HĐQT/NLG	03/11/2014	Approve capital representative for Nam Long-Mipha
39	34/2014/ NQ/HĐQT/NLG	14/11/2014	Approve Nam Khang to be contractor for Block B2A7A8 Ehome 3
40	35/2014/ QĐ/HĐQT/NLG	14/11/2014	Approve the removal of CEO
41	36/2014/ QĐ/HĐQT/NLG	24/11/2014	Approve the investment in Nam Phan
42	37/2014/ QĐ/HĐQT/NLG	28/11/2014	Approve the buyout captital of Indochina in BCC Ehome 3
43	38/2014/ QĐ/HĐQT/NLG	28/11/2014	Approve the capital contribution into Nam Long VCD
44	39/2014/ QĐ/HĐQT/NLG	10/12/2014	Approve to sell part of Nam Long capital in Nam Long - Mipha (Ho Tram Project)
45	40/2014/ QĐ/HĐQT/NLG	23/12/2014	Approve the extension of borrowing from HDBank - Tp.HCM
46	41/2014/ QĐ/HĐQT/NLG	31/12/2014	Approve the appointment to Managing Director
47	42/2014/ QĐ/HĐQT/NLG	31/12/2014	Approve the investment in Nguyen Phuc (Ehome 6)