

HUNG DAO CONTAINER JSC

Stock Code: HDO

SOCIALIST REPUBLIC OF VIETNAM

Independence - Freedom – Happiness

HCMC Dated July 02 2010

STATEMENT

(Ref: Passing the plan of release to increase the charter capital)

Dear Hung Dao Container Shareholders

- Pursuant to the Law on Enterprises 60/2005/QH11 by the eleventh Congress of the Socialist Republic of Vietnam, session 8 on November 29, 2005;
- Pursuant to the Securities Act of the National Assembly on 29/6/2006 70/2006/QH11 regulations on securities and securities market;
- Pursuant to Circular No. 18/2007/TT-BTC March 13, 2007 of Ministry of Finance guiding the purchase and sale of stocks and some cases issuing more shares of public companies;
- Pursuant to Board Resolution No. 20/NQ-HDQT/2010 dated 02/07/2010 of the Hung Dao Container Joint Stock Company.
- On the demand using capital for production and business activities.

Board of Directors (BOD) would like to submit the General Assembly of Shareholders to pass the plan to issue the shares to increase charter capital of 86 billion as follows:

I. ISSUANCE OF SECURITIES

- Name of shares: Shares of Hung Dao Container JSC
- Stock Code: HDO
- The charter capital is now: 43,046,720,000 VND
- Demand to issue additional capital: 42,953,280,000 VND (par value: 10,000 dong per share)
- Type of shares: Common stock
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II. PURPOSE OF ISSUANCE

Additional funding for the plan of asset investment, equipment and additional working capital.

III. DISTRIBUTION METHOD

	DISTRIBUTION FORMS	QUANTITY (Share)
1	Distribution of shares to existing shareholders	2,582,803
2	Distribution to employees of the Company	215,233
3	Strategic Investors	1,497,292
	Total	4,295,328

Based on the list of investment projects proposed above raise capital, issue shares to increase charter capital of the Company is divided into 02 separate phases, as follows:

III.1. Issuance of shares to existing shareholders and employees of Company:

a. Offer to existing shareholders:

- **Number: 2,582,803** share.
- **Subjects:** All the existing shareholders named in the list at the time closing the list for having the right of shareholders.
- **The rate of distribution:** Distribution to existing shareholders in proportion 10: 6 (ie Shareholders holding 10 shares be bought 06 shares). Quality of purchased shares will be rounded down to the unit column.
- **Issue Price:** 11,000 VND / share.
- **Handling the shares no entire registred of all and retail stock (if any):**

In cases the existing shareholders not registre to buy all of the number of registered shares by carry out mode of the right to buy shares and the odd numbers (if any) the amount of the excess shares will be included in the cumulative estimated number of shares sold to strategic investors.

Issuance of shares to existing shareholders shall be carried out in the form of issuing to the public. Therefore, company expecting to complete this issuance within 90 days after the certificate of securities offered for sale to the public approved by the State Securities Commission in effectiveness. In case the issuance not complete within this period, the Company will recommend to the State Securities Commission to consider extending the distribution of securities within a maximum of 30 days.

b. Offering for leaders and key management personnels:

- **Quantity: 215,233** shares.
- **Subjects:** leadership and key management personnel in company named in the list of work to the end of 30/06/2010. The list distributed to officials and leaders of key management personnel on purchase of additional shares will be decided by Board. Of Directors
- **Issue Price:** 12,000 VND / share
- **Conditions of limited Transfer:** The number of shares offered to leaders and major managers in companies will be limited the transfer of 06 months from the time of release. (However the limited transfer term may be changed according to current regulations of the law).
- **Handling of the shares not entire registred:**
In case the leaders and major managers in company do not register to buy all the to be bought shares , the excess number of shares will be included in cumulative estimated number of shares sold to strategic investors.

III.2. Issuance phase of shares to strategic investors:

b. Issuance of investment strategies:

- **Quantity: 1,497,292** shares and the excess number of shares by existing shareholders, leaders and key management personnel in company not registered to buy all the shares and the odd shares (if any).
- **Subjects:** The strategic investors (institutions and individuals) of the company wishing to buy shares.

Assigned to the Board of Directors make decision of the list and the number of shares offered for each specific object, make sure to maximize the benefit of the Company and its shareholders.

- **Issue Price:** 13,000 VND / share.
- **Conditions of limited transfer:** The number of shares offered for sale to strategic investors will limit the transfer in 01 years from the time of issuance (the Decree of 01/2010/ND-CP on 04/01/2010 Prime Minister).

Form release: The phase of issuance shares to strategic investors made in the form of separate release. The Board will be authorized in the selection of investors and time to offer in the most appropriate time (The phase of issuance of the shares to strategic investors can be made before or after the issuance of shares for existing shareholders and officials and leading key management personnel but must comply with the provisions of the current legal documents. This investors are not entitled to buy the shares in issuance of shares to existing shareholders.

IV. Plans for use of capital received from the issuance:

Based on the principles for determining the release rates for subjects, based on the expected price of a stock.

1. Estimated amount collected from the issuance:

Subjects	Stock Number	Price / CP	Unit: VND
			Amount
- Existing shareholders	2,582,803	11,000	28,410,833,000
- Officer leadership and key management personnel	215,233	12,000	2,582,796,000
- Strategic Investors	1,497,292	13,000	19,464,796,000
Total	4,295,328		50,458,425,000

2. Plans to use the Amount from the issuance:

50,458 million of capital sources obtained from the issuance will be invested in the following categories:

A. INVESTMENT ASSETS - MACHINERY EQUIPMENT

STT	Name property	Quantity	Price (million)	Amount	Notes
1	Container lifting Truck	1	1.800	1.800	
2	Container Forklift	1	1.400	1.400	
3	Crane box	2	1.500	3.000	
4	Tractor	3	700	2.100	
5	Trailers	3	200	600	
6	500A MIG Welder	20	40	800	
7	Airless paint sprayer	2	100	200	
8	Small tools (grinders, drilling machines, screw machine)		100	100	
				<u>10.000</u>	

B. Supplement of working capital

The remaining amount collected from the issuance will be added to working capital purchase materials to manufacture containers, container purchase old ...

Total amount: 40.458 million

<u>Item</u>	<u>Unit</u>	<u>Number</u>	<u>Price</u>	<u>Amount</u>
1 Production of container for leasing	TEU	380	39	14.934
2 Buying old 20ft container	The	500	20	10.000
3 Buying old 40ft container	The	250	30	7.500
4 Buying old container 40ft HC	The	250	32	8.000
Total				<u>40.434</u>

V. Steps of performance:

1. Time of release:

Time of issuance of the shares will take place in the third quarter - fourth quarter of 2010. Time and the way of specific distribution to the subjects will be decided by the Board of Directors on the basis of conditions in accordance with the charter of the Company and other provisions of law.

2. Transfer of rights to purchase shares:

Existing shareholders having no demand to get the right or only making a part of purchase right of the additional issue shares will be transferred once (can not be transferred to the 3rd).

3. Steps of performance: - Chốt danh sách cổ đông để tiến hành thủ tục gửi thư xin ý kiến bằng văn bản. Ban hành Nghị quyết Đại hội đồng cổ đông bất thường thông qua phương án phát hành và phương án sử dụng vốn.

- Finalizing the list of shareholders to proceed the procedures of sending letters for comments in writing document Release of Resolution for meeting of extraordinary shareholders to pass the plan of issuance and plan for use of capital.

- Preparation and submission of application for securities offered to the public on the Securities Commission; Editing and adding the documents (if required);

- Receiving the certificate offering securities to the public;

- Report on the means of mass communication of information relating to the issuance of the charter capital increase in 2010;

- A written notice to the subjects offered under way at Point 2 - Section II of this plan.

- Arrangement for the subjects in point 2 - Section II of the increasing capital plan to perform the registration and payment of purchase;

- Reporting the results on the issuance.

- Making procedures to change the business registration licence and amendment of the company charter.

- Making application for listing additional shares at the Hanoi Security Exchange on the entire additional issuing shares of the Company.

Hung Dao Container JSC Board of Directors would like to submit the statement to shareholders for consideration and give the voting and commenting on the above plan of issuance.

Destination:

- BOD;
- Shareholders;
- Save TCHC, BOD.

On Behalf of BOARD OF DIRECTORS

Chairman

Tran Van Hung