



## GEMADEPT CORPORATION

Address: 06 Le Thanh Ton St, Ward Ben Nghe, District 1, HCMC, Vietnam

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### NOTICE TO BONDHOLDERS REFER TO RECORD DATE OF CONVERTING CONVERTIBLE BONDS INTO SHARES

**1. Issuer: GEMADEPT CORPORATION**

**2. Conversion of convertible bonds into shares:**

**\* Convertible bond**

- Name of bond: Gemadept Corporation Convertible Bond
- Type of bond: Convertible bond - Par value: VND 1,000,000/ bond
- Issuance date: November 22, 2010 - Maturity period: 12 months since the date of issuance
- Coupon: No coupon
- Issued convertible bond amount : 396,787 bonds
- Total value of issued convertible bonds: VND 396,787,000,000
- Purpose of issuance: Swap for shares of Nam Hai Joint Stock Company to increase Gemadept's ownership

**\* Conversion ratio:**

- Conversion price: VND 42,000 per ordinary share
- The number of shares after conversion from the convertible bond shall be rounded down to the nearest one. Fractions of shares shall not be delivered on conversion; instead, payment of cash shall be made. For example, a bondholder owns one convertible bond at the register date shall be eligible to convert to  $1,000,000/42,000 = 23,81$  ordinary shares of GMD at conversion date. The bondholder shall be entitled to 23 ordinary shares of GMD and  $1,000,000 - 42,000 \times 23 = \text{VND } 34,000$  in cash.
- Anti-dilution clause: During the period from issuance date to conversion date, in order to ensure the interest of bondholders, conversion price shall be adjusted according to open price adjustment to GMD ordinary share by Ho Chi Minh Stock Exchange (HOSE) resulting from ordinary share issuance to increase Gemadept's Charter Capital. Hence there has not been any circumstance to change the conversion price since the issuance date till the date of finalizing bondholders' list.
- Name of share: Gemadept Corporation share.
- Type of share: ordinary share - Par value: VND 10,000/share.

**3 Deadline of list finalization:** 17h, November 22, 2011.

**4 Time and place to receive share certificate of ownership:**

Time: from November 28, 2011 to December 02, 2011.

Place: Gemadept Corporation (2bis 4-6 Le Thanh Ton Street, Ben Nghe Ward, District 1, HCMC).

**Chairman**

**DO VAN NHAN**