

#### CÔNG TY TNHH KIỂM TOÁN & DỊCH VỤ TIN HỌC TP.HCM

#### **Auditing & Informatic Services Company Limited**

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#### INDEPENDENT AUDITOR'S REPORT

To: Board of Management and Board of General Directors

NAM VIFT JOINT STOCK COMPANY

We have audited the financial statements of Nam Viet Joint Stock Company consisting of Balance Sheet as at December 31, 2014, Income Statement, Cash Flow Statement for the year then ended and Notes to the Financial Statements as set out on Page 04 to Page 33, which were prepared on January 19, 2014.

#### Responsibility of the Board of General Directors

The Board of General Directors is responsible for the preparation and fair presentation of the financial statements in accordance with Vietnamese Accounting Standards, Accounting System (Corporate) and prevailing regulations applicable to the preparation and presentation of the financial statements and also for the internal control that the Board of General Directors considers necessary for the preparation and fair presentation of financial statements that are free from material misstatement, whether due to fraud or error.

#### Responsibility of the Auditor

Our responsibility is to express an opinion on the financial statements based on our audit. We conducted our audit in accordance with Vietnamese Auditing Standards. Those standards require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance whether the financial statements are free from material misstatement.

An audit involves performing procedures to obtain audit evidence about the amounts and disclosures in the financial statements. The procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error. In making those risk assessments, the auditor considers internal control relevant to the Company's preparation and fair presentation of the financial statements in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the Company's internal control. An audit also includes evaluating the appropriateness of accounting policies used and the reasonableness of accounting estimates made by the Board of General Directors as well as evaluating the overall presentation of the financial statements.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion.

#### Auditor's opinion

In our opinion, the financial statements give a true and fair view, in all material respects, of the financial position of Nam Viet Joint Stock Bank as at December 31, 2014 as well as the results of its operation and its cash flows for the year then ended. The financial statements are prepared in compliance with the prevailing Vietnamese Accounting Standards, Vietnamese Accounting System and other statutory requirements relevant to the preparation and presentation of the financial statements.

AUDITOR

**HUYNH THI THU THUY** 

Audit Certificate No.:0978-2013-05-1 Issued by the Ministry of Finance HCMC, March 06, 2015

PRECEIVERAL DIRECTOR

TRÁCH NHIỆM HỮU HẠN KIẾM TOÁN VÀ DỊCH VỤ TIN HỌC THÀNH PHỐ HỐ CHÍ MINH

PHAM THI HONG UYEN

Audit Certificate No.0794-2013-05-1
Issued by the Ministry of Finance

#### NAM VIET JOINT STOCK COMPANY

Form B 01 - DN

## **BALANCE SHEET**

As at December 31, 2014

Unit: VND

| TASSETS  | Code | Notes | Dec. 31, 2014    | Jan. 01, 2014   |
|--|------|-------|------------------|-----------------|
| A. CURRENT ASSETS  | 100  | V.01  | 119,692,122,292  | 130,181,483,340 |
| (100 = 110+120+130+140+150)  |      |       |                  |                 |
| I. Cash and cash equivalents                                       | 110  |       | 6,996,305,479    | 1,456,188,721   |
| 1. Cash  | 111  |       | 6,996,305,479    | 1,456,188,721   |
| 2. Cash equivalents  | 112  |       | -                | -               |
| II. Short-term investments   | 120  |       | -                | -               |
| 1. Short-term investments  | 121  |       | -                | -               |
| 2. Provision for diminution in the value of short-term investments | 129  |       | -                | -               |
| III. Accounts receivable   | 130  |       | 37,294,051,442   | 43,960,426,460  |
| 1. Trade accounts receivable                                       | 131  | V.02  | 32,747,882,158   | 37,306,909,370  |
| 2. Prepayments to suppliers  | 132  | V.03  | 12,150,940,405   | 11,797,588,803  |
| 3. Intercompany receivables  | 133  |       | -                | -               |
| 4. Construction contract-in-progress receivables                   | 134  |       | -                | -               |
| 5. Other receivables   | 135  | V.04  | 2,793,173,102    | 2,623,766,459   |
| 6. Provision for doubtful debts                                    | 139  | V.05  | (10,397,944,223) | 7,767,838,172)  |
| IV. Inventories  | 140  | V.06  | 70,064,219,491   | 80,834,144,387  |
| 1. Inventories   | 141  |       | 71,448,637,782   | 82,840,017,944  |
| 2. Provision for decline in value of inventories                   | 149  |       | (1,384,418,291)  | (2,005,873,557) |
| V. Other current assets  | 150  |       | 5,337,545,880    | 3,930,723,772   |
| 1. Short-term prepayments  | 151  | V.07  | 1,438,787,080    | 793,478,844     |
| 2. Deductible VAT  | 152  |       | 3,477,669,486    | 2,178,104,136   |
| 3. Taxes and other receivables from the State Budget               | 154  | V.08  | -                | 552,863,785     |
| 4. Repurchase and sale of Government's bonds                       | 157  |       | -                | -               |
| 5. Other current assets  | 158  | V.09  | 421,089,314      | 406,277,007     |

|            | ASSETS   | Code | Notes | Dec. 31, 2014    | Jan. 01, 2014   |
|------------|--|------|-------|------------------|-----------------|
| В          | LONG-TERM ASSETS   | 200  |       | 45,050,215,803   | 48,521,963,274  |
|            | (200 = 210+220+240+250+260)                              |      |       |                  |                 |
| l.         | Long-term receivables                                    | 210  |       | -                | -               |
| 1.         | Long-term trade receivables                              | 211  |       | -                | -               |
| 2.         | Working capital from sub-units                           | 212  |       | -                | -               |
| 3.         | Long-term intercompany receivables                       | 213  |       | -                | -               |
| 4.         | Other long-term receivables                              | 218  |       | -                | -               |
| 5.         | Provision for doubtful long-term receivables             | 219  |       | =                | -               |
| II.        | Fixed assets   | 220  |       | 33,533,255,507   | 36,959,738,247  |
| 1.         | Tangible fixed assets                                    | 221  | V.10  | 19,332,500,112   | 21,074,544,323  |
|            | Cost   | 222  |       | 57,466,083,474   | 55,683,435,774  |
|            | Accumulated depreciation                                 | 223  |       | (38,133,583,362) | (34,608,891,451 |
| 2.         | Finance lease assets                                     | 224  |       | -                | -               |
|            | Cost   | 225  |       | -                | -               |
|            | Accumulated depreciation                                 | 226  |       | -                | -               |
| 3.         | Intangible fixed assets                                  | 227  | V.11  | 13,774,278,800   | 13,774,278,800  |
|            | Cost   | 228  |       | 14,674,377,750   | 14,674,377,750  |
|            | Accumulated amortization                                 | 229  |       | (900,098,950)    | (900,098,950)   |
| 4.         | Construction in progress                                 | 230  | V.12  | 426,476,595      | 2,110,915,124   |
| III.       | Investment Properties                                    | 240  |       | -                | -               |
|            | Cost   | 241  |       | -                | -               |
|            | Accumulated depreciation                                 | 242  |       | -                | -               |
| IV.        | Long-term investments                                    | 250  | V.13  | 11,498,100,000   | 11,498,100,000  |
| 1.         | Investments in subsidiaries                              | 251  |       | -                | -               |
| 2.         | Investments in associates, joint-ventures                | 252  |       | 11,498,100,000   | 11,498,100,000  |
| 3.         | Other long-term investments                              | 258  |       | -                | -               |
| 4.<br>Iong | Provision for decline in the value of g-term investments | 259  |       | -                | -               |
| V.         | Other long-term assets                                   | 260  |       | 18,860,296       | 64,125,027      |
| 1.         | Long-term prepaid expenses                               | 261  |       | 18,860,296       | 64,125,027      |
| 2.         | Deferred income tax assets                               | 262  |       | -                | -               |
| 3.         | Other long-term assets                                   | 263  |       | -                | -               |
| TO         | TAL ASSETS   | 270  |       | 164,742,338,095  | 178,703,446,61  |

| RESOURCES                                       | Code | Notes | Dec. 31, 2014  | Jan. 01, 2014  |
|---|------|-------|----------------|----------------|
| A.LIABILITIES (300 = 310 + 330)                 | 300  |       | 66,183,315,891 | 82,527,545,777 |
| I.Current liabilities                           | 310  |       | 65,290,931,350 | 81,732,439,548 |
| 1.Short-term borrowings & liabilities           | 311  | V.14  | 45,556,167,880 | 60,446,290,794 |
| 2. Trade accounts payable                       | 312  | V.15  | 11,182,261,968 | 13,459,848,771 |
| 3.Advances from customers                       | 313  | V.16  | 181,076,406    | 185,855,396    |
| 4. Taxes and other payables to the State Budget | 314  | V.17  | 243,564,047    | 37,782,342     |
| 5.Payables to employees                         | 315  |       | 3,941,300,390  | 3,343,308,829  |
| 6.Accrued expenses                              | 316  | V.18  | 2,066,250,528  | 1,789,160,732  |
| 7.Intercompany payables                         | 317  |       | -              | н              |
| 8. Construction contract-in-progress payables   | 318  |       | -              | -              |
| 9.Other payables                                | 319  | V.19  | 1,984,995,571  | 2,379,106,652  |
| 10.Provision for short-term payables            | 320  |       | -              | -              |
| 11.Bonus and welfare fund                       | 323  |       | 135,314,558    | 91,086,031     |
| 12. Repurchase and sale of Government's bond    | 327  |       | -              | -              |
| II.Long-term liabilities                        | 330  |       | 892,384,540    | 795,106,228    |
| 1.Long-term trade payables                      | 331  |       | -              | -              |
| 2.Long-term intercompany payables               | 332  |       | -              | H              |
| 3.Other long-term payables                      | 333  |       |                | -              |
| 4.Long-term borrowings and liabilities          | 334  |       | -              | -              |
| 5.Deferred income tax liabilities               | 335  |       | -              | -              |
| 6.Provision for severance allowances            | 336  |       | -              | н              |
| 7.Provision for long-term liabilities           | 337  |       | -              | -              |
| 8.Unrealized revenue                            | 338  |       | 892,384,540    | 795,106,228    |
| 9. Fund for science and technology development  | 339  |       | -              | -              |

|     | RESOURCES                                 | Code | Notes | Dec. 31, 2014   | Jan. 01, 2014   |
|-----|---|------|-------|-----------------|-----------------|
| В.  | OWNERS' EQUITY (400 = 410 + 430)          | 400  |       | 98,559,022,203  | 96,175,900,836  |
| I.  | Owners' equity                            | 410  | V.20  | 98,559,022,203  | 96,175,900,836  |
| 1.  | Owners' capital                           | 411  |       | 80,000,000,000  | 80,000,000,000  |
| 2.  | Share premium                             | 412  |       | -               | -               |
| 3.  | Owners' other capital                     | 413  |       | -               | -               |
| 4.  | Treasury shares                           | 414  |       | (190,000)       | (190,000)       |
| 5.  | Difference upon assets revaluation        | 415  |       | -               | -               |
| 6.  | Foreign exchange differences              | 416  |       | -               | -               |
| 7.  | Investment and development fund           | 417  |       | 8,998,480,400   | 8,383,356,498   |
| 8.  | Financial reserve fund                    | 418  |       | 2,607,242,434   | 2,453,461,458   |
| 9.  | Other funds                               | 419  |       | -               | -               |
| 10. | Undistributed earnings                    | 420  |       | 6,953,489,370   | 5,339,272,880   |
| 11. | Investment reserve for basic construction | 421  |       | -               | -               |
| 12. | Fund for Enterprise Arrangement Support   | 422  |       | -               | -               |
| II. | Budget sources and other funds            | 430  |       | -               | -               |
| 1.  | Budget sources                            | 432  |       | -               | -               |
| 2.  | Fund to form fixed assets                 | 433  |       | -               | -               |
| то  | TAL RESOURCES                             | 440  |       | 164,742,338,095 | 178,703,446,614 |

### **OFF-BALANCE SHEET ITEMS**

Nguyen Thi Thanh Trang

| ITEMS   | Notes | Dec. 31, 2014 | Jan. 01, 2014 |
|---|-------|---------------|---------------|
| Operating lease assets                                |       | -             | -             |
| 2. Goods held under trust or for processing           |       | -             | -             |
| Goods received on consignment for sale                |       | -             | -             |
| 4. Bad debts written off                              |       | -             | -             |
| 5. Foreign currencies (USD)                           |       | 18,108.43     | 5,517.02      |
| 6. Estimates for non-business and project expenditure |       |               | -             |

HCMC, January 19, 2015

Prepared by Chief Accountant

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Thai Thanh Thuy

Pham Hue Hung

General Director

# **INCOME STATEMENT**For the fiscal year ended December 31, 2014

Unit: VND

|     |                                       |       |       |                 | OTIIL. VIND     |
|-----|---------------------------------------|-------|-------|-----------------|-----------------|
|     | ITEMS                                 | Mã số | TM    | Năm 2014        | Năm 2013        |
| 1.  | Sales                                 | 01    | VI.21 | 208,579,550,863 | 186,937,500,476 |
| 2.  | Less sales deductions                 | 02    |       |                 |                 |
| 3.  | Net sales                             | 10    | VI.22 | 208,579,550,863 | 186,937,500,476 |
| 4.  | Cost of sales                         | 11    | VI.23 | 171,261,347,458 | 160,376,355,452 |
| 5.  | Gross profit                          | 20    |       | 37,318,203,405  | 26,561,145,024  |
|     | (20 = 10 -11)                         |       |       |                 |                 |
| 6.  | Financial income                      | 21    | VI.24 | 2,236,266,140   | 1,234,629,145   |
| 7.  | Financial expenses                    | 22    | VI.25 | 3,871,369,107   | 5,202,552,177   |
|     | In which: loan interest expenses      | 23    |       | 3,308,272,260   | 4,887,240,333   |
| 8.  | Selling expenses                      | 24    | VI.26 | 9,601,727,398   | 6,441,931,108   |
| 9.  | General & administration expenses     | 25    | VI.27 | 16,838,661,099  | 11,791,670,076  |
| 10. | Operating profit                      | 30    |       | 9,242,711,941   | 4,359,620,808   |
|     | (30 = 20 + 21 - 22 - 24 - 25)         |       |       |                 |                 |
| 11. | Other income                          | 31    | VI.28 | 92,064,151      | 371,553,386     |
| 12. | Other expenses                        | 32    | VI.29 | 27,094,438      | 13,263,517      |
| 13. | Other profit (40 = 31 - 32)           | 40    |       | 64,969,713      | 358,289,869     |
| 14. | Net accounting profit before tax      | 50    |       | 9,307,681,654   | 4,717,910,677   |
|     | (50 = 30 + 40)                        |       |       |                 |                 |
| 15. | Corporate income tax - current        | 51    | V.30  | 1,618,632,877   | 920,770,419     |
| 16. | Corporate income tax - deferred       | 52    |       | -               |                 |
| 17. | Net profit after corporate income tax | 60    |       | 7,689,048,777   | 3,797,140,258   |
|     | (60 = 50 - 51 -52)                    |       |       |                 |                 |
| 18. | Earnings per share                    | 70    | V.32  | 961             | 473             |

Prepared by

Nguyen Thi Thanh Trang

**Chief Accountant** 

Thai Thanh Thuy

Pham Hue Hung

HCMC, January 19, 2015

General Director

CASH FLOW STATEMENT
For the fiscal year ended December 31, 2014
(Under direct method)

Unit: VND

|     | ITEMS  | Code | Notes | Year 2014       | Year 2014      |
|-----|--|------|-------|-----------------|----------------|
| l.  | CASH FLOWS FROM OPERATING ACTIVITIES   |      |       |                 |                |
| 1.  | Net profit before tax  | 01   |       | 9,307,681,654   | 4,717,910,677  |
| 2.  | Adjustments for :  |      |       |                 |                |
|     | Depreciation and amortisation  | 02   | V.10  | 3,580,520,244   | 2,968,802,610  |
|     | Provisions   | 03   |       | 2,008,650,785   | 2,357,362,492  |
|     | Unrealised foreign exchange gains/ losses                                      | 04   |       | 118,964,804     | (9,624,168     |
|     | Gains/losses from investing activities   | 05   |       | (2,129,250,884) | (1,143,829,577 |
|     | Interest expense   | 06   |       | 3,308,272,260   | 4,887,240,333  |
| 3.  | Profit from operating activities before changes in working capital             | 08   |       | 16,194,838,863  | 13,777,862,370 |
|     | Increase (-)/ decrease (+) in receivables                                      | 09   |       | 3,252,694,123   | (427,850,744   |
|     | Increase (-)/ decrease (+) in inventories                                      | 10   |       | 11,391,380,162  | 1,002,084,00   |
|     | Increase (+)/ decrease (-) in payables (Other than loan interests, income tax) | 11   |       | (2,420,670,545) | (4,288,101,857 |
|     | Increase (-)/ decrease (+) in prepaid expenses                                 | 12   |       | (600,043,505)   | 176,011,462    |
|     | Interest paid  | 13   |       | (3,308,272,260) | (4,887,240,333 |
|     | Corporate income tax paid  | 14   |       | (894,675,290)   | (1,877,046,277 |
|     | Other receipts from operating activities                                       | 15   |       | -               |                |
|     | Other payments for operating activities  | 16   |       | (263,633,424)   | (79,450,000    |
|     | Net cash inflows/(outflows) from operating activities                          | 20   |       | 23,351,618,124  | 3,396,268,628  |
| II. | CASH FLOWS FROM INVESTING ACTIVITIES   |      |       |                 |                |
| 1.  | Purchases of fixed assets and other long-term assets                           | 21   |       | (154,037,504)   | (4,541,272,893 |
| 2.  | Proceeds from disposals of fixed assets and other long-term assets             | 22   |       | 10,000,000      | 20,000,000     |
| 3.  | Loans granted, purchases of debt instruments of                                | 23   |       |                 |                |

| ITEMS   | Code | Notes  | Year 2014         | Year 2013         |
|---|------|--------|-------------------|-------------------|
| 4. Collection of loans, proceeds from sales of debt instruments of other entities | 24   |        | -                 |                   |
| 5. Investments in other entities  | 25   |        | -                 |                   |
| 6. Proceeds from divestment in other entities                                     | 26   |        | -                 | -                 |
| 7.Dividends and interest received   | 27   |        | 2,122,568,538     | 89,000,577        |
| Net cash inflows/(outflows) from investing activities                             | 30   |        | 1,978,531,034     | (4,432,272,316)   |
| III. CASH FLOWS FROM FINANCING ACTIVITIES   |      |        |                   |                   |
| 1.Proceeds from issue of shares and capital contribution                          | 31   |        | -                 | -                 |
| 2.Payments for shares returns and repurchases                                     | 32   |        | -                 | -                 |
| 3.Proceeds from borrowings  | 33   |        | 154,774,068,226   | 141,749,140,978   |
| 4.Repayments of borrowings  | 34   |        | (169,761,269,602) | (137,468,930,003) |
| 5.Payments for finance lease liabilities  | 35   |        | -                 | -                 |
| 6.Dividends paid  | 36   |        | (4,799,988,000)   | (7,199,971,200)   |
| Net cash inflows/(outflows) from financing activities                             | 40   |        | (19,787,189,376)  | (2,919,760,225)   |
| Net cash inflows/(outflows) ( $50 = 20 + 30 + 40$ )                               | 50   |        | 5,542,959,782     | (3,955,763,913)   |
| Cash and cash equivalents at the beginning of the year                            | 60   |        | 1,456,188,721     | 5,401,944,760     |
| Effect of foreign exchange differences  | 61   |        | (2,843,024)       | 10,007,874        |
| Cash and cash equivalents at the end of the year $(70 = 50+60+61)$                | 70   | VII.48 | 6,996,305,479     | 1,456,188,721     |

HCMC, January 19, 2015

Prepared by

Chief Accountant

HAY CES

Pham Hue Hung

General Director

Nguyen Thi Thanh Trang

Thai Thanh Thuy