

MASAN GROUP COMPANY (MSN-HOSE)

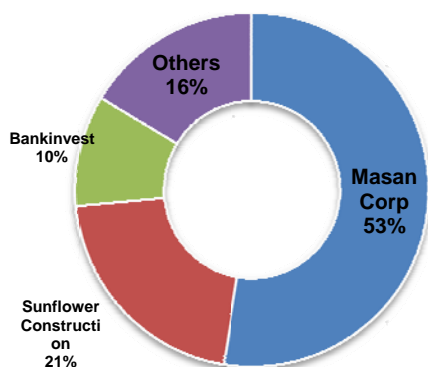
TARGET PRICE VND44,000

INITIATION – 18 NOV 2009

OVERVIEW

Industry	Diversified
Listed	HOSE
Ticker	MSN
Chartered Capital (VND bn)	4,764
52-week high	45,300
52-week low	38,000
Avg trading volume 10 days	278,572

SHAREHOLDER STRUCTURE



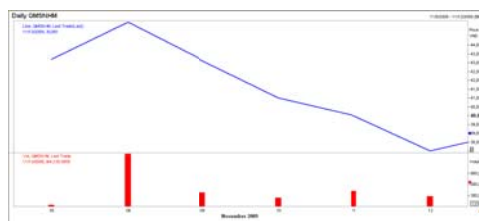
Source: Company prospectus

VALUATION

Price (17/11/2009)	41,000
Market Cap (VND bn)	19,532
EPS 2009 (*)	1,451
PE 2009 (*)	28.2
EPS 2010	2,445
PE 2010 (*)	16.5
PEG	0.24

(*) Adjusted for convertible bond interest and TCB goodwill

SHARE PRICES



Source: Reuters

MASAN GROUP – A TRAILBLAZER AT THE FOREFRONT OF VIETNAM'S GROWTH STORY

We initiate coverage on Masan Group Corporation (MSN), a leading diversified conglomerate in Vietnam with a strong platform for executing accretive M&A transactions and building leading businesses. MSN focuses on the consumer related industries and its current portfolio holds two leading brands in the country namely, Masan Food Corporation (MFC) and Techcombank (TCB). MSN was listed in the Ho Chi Minh City Stock Exchange on 5th November 2009 at a listing price of VND 36,000, and is currently the third largest private sector listed company in Vietnam with a market capitalization of VND 19,532 billion (USD 1.09 billion).

Recommend BUY based on PEG ratio estimate of 0.24-0.26 cf. peer average of 0.85

Our valuation range of VND 40,000 to VND 44,000 translates to 16.3-17.9x 2010E P/E and to a PEG ratio of 0.24-0.26 based on a net income growth of 69% from 2009-2010E. This compares very favorably against other similar conglomerates in the Asian region which trade at PEG ratios between 0.35x-2.0x (based on an average net income growth of 21%) and provides support for further upside. Our valuation is based on an SOTP valuation with MFC valued using a DCF while TCB is valued on a P/BV method. For our low case, P/BV multiple used for the bank is 2.8x. For the best case, we use a P/BV multiple of 3.8x.

Valuation upside from M&A and capital raising capabilities, allowing MSN to develop scale and capture investment opportunities

We expect further upside to our valuation given MSN's M&A capabilities, deal execution track record and support from its majority shareholder, Masan Corporation, which is incubating several businesses through its venture arm, Masan Ventures. This larger "Masan M&A platform," led by a seasoned management team with strong investment and financial backgrounds from firms such as Deutsche Bank, JPMorgan and Merrill Lynch, has both access to growth capital and a focused acquisition strategy for scale businesses and venture opportunities which we have not modeled for. In the past 12 months, during a challenging environment, Masan has been able to close over a combined USD 100 million in deals and capital raising activities, including a cross-border acquisition of a U.S. based business process outsourcing company and an investment from TPG.

Capital structure can be further optimized to enhance MSN's forecasted returns, minimizing dilution for growth capital

MSN is highly underleveraged, with only VND 630 billion of convertible bonds at the holding company level and a cash positive net debt position at MFC, which is consolidated. The convertible bonds are a zero coupon instrument and is best viewed as equity given the likelihood of conversion. Excluding the non cash interest expense from the convertible bonds, Masan will be generating net interest income for the foreseeable future, leaving room for further gearing.

Strengthened corporate governance model based on 3rd party validation and professional management teams

MSN corporate governance is strengthened with reputable strategic and financial partners at all levels in the organization and strong professional management teams. HSBC is a 20% shareholder and strategic partner at Techcombank. Mekong Capital and BankInvest, two leading Vietnam focused funds, are partners at MFC. BankInvest and TPG are investors of MSN. Many of MSN's partners sit on the boards of the companies and are active in operations and strategic decision making. In addition, at all levels, MSN has recruited strong management teams with MNC backgrounds. We view MSN's strategic partnerships with leading global companies and financial investors to provide sources for capital and good corporate governance practices going forwards enabling it to become a "local MNC". In addition, the Group has no cross holdings and has no related party lending from TCB.

Fast growing underlying companies in the right sectors to provide a floor price to our valuation

We forecast average adjusted ROE of 24% p.a. from 2010-2013E from its existing business mix, significantly higher than more diversified conglomerates in the region. We think MSN will provide investors a window to benefit from two strong brands and businesses in Vietnam exposed to the fast growing F&B and financial services sectors. Masan Food Company (MFC) through its track record of product innovation and brand building is set to post revenue CAGR of 48% in 2008-13 due to growth in Vietnam's F&B sector, changing demographics, and expanding distribution network into untapped markets. We expect a well managed Techcombank (TCB) to post a ROE of 32% through its focused strategy targeting the growing SME/MME customers and the burgeoning middle class, focus on high-yielding, transaction-based businesses and strategic partnerships with multi-national and multi-lateral bodies.

Forecast revenue and a adjusted net income CAGR of 35% and 42% from 2009-2013E

On the back of MFC's strong performance we forecast a MSN revenue CAGR of 35% from 2009-2013E flowing through to an EBITDA CAGR of 38% over the same period without taking into account potential new product categories. Our EBITDA margin for the forecast period averages 18%. We expect adjusted net profit (after adding back goodwill amortization charge relating to TCB acquisition and accrued interest on convertible bonds issued to TPG) to increase at a CAGR of 42% from 2009-2013% based on an economic interest of 75.8% in MFC. Our forecasts result in an average ROAA and ROAE of 19% and 24%, respectively, over the same period.

Financial data	2009F	2010F	2011F	2012F	2013F
Revenue (VND Bn)	4,168	6,639	8,988	11,408	13,843
Revenue yoy (%)	NA	59%	35%	27%	21%
Adjusted net income (VND Bn)	691	1,165	1,778	2,253	2,788
Gross margin (%)	35%	34%	34%	34%	34%
Net margin (%)	17%	18%	20%	20%	20%
ROAA	11%	16%	20%	20%	19%
ROAE	13%	21%	26%	24%	22%
EPS	1,451	2,445	3,731	4,441	5,495

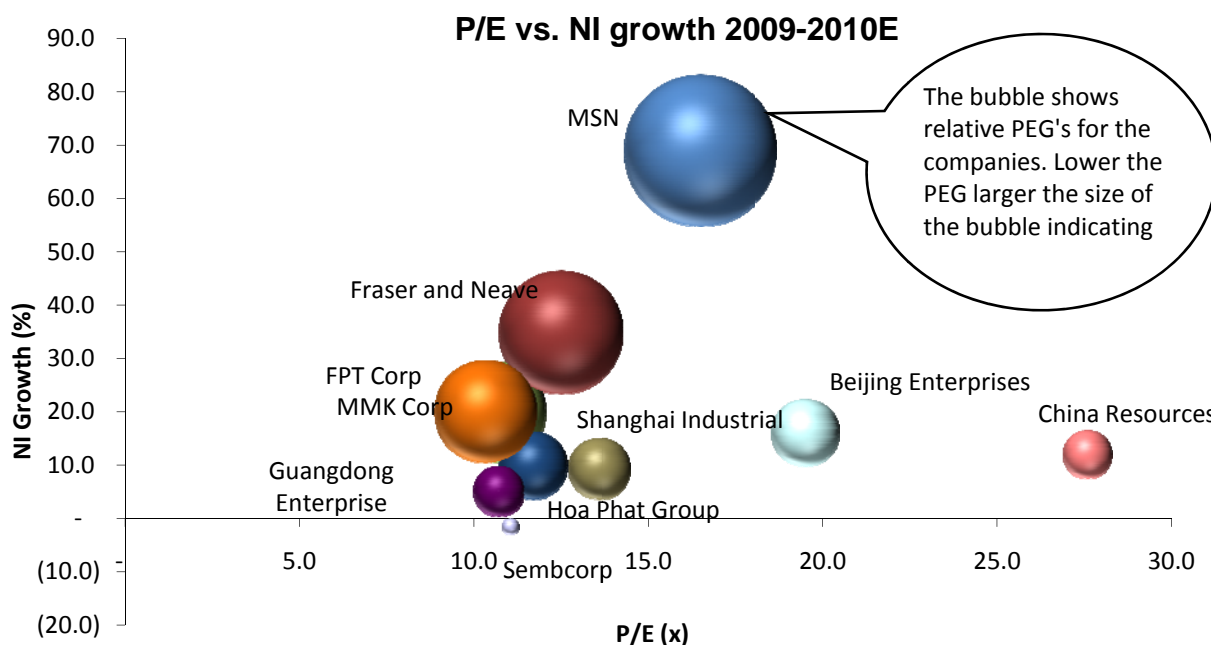
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INVESTMENT OVERVIEW

OUR VALUATION RANGE OF VND 40,000 TO VND 44,000 TRANSLATES TO 16.3-17.9X 2010E P/E AND TO A PEG RATIO OF 0.24-0.26x CF. PEER AVERAGE OF 1.0x, SIGNALING FURTHER UPSIDE

We used a sum of the part valuation to derive our target price range of VND 40,000-44,000 based on two scenarios using the most conservative and best case assumptions. We do not apply a conglomerate discount to our valuation because the operating segments are leaders in their respective industries. We value MFC using a three-stage DCF. TCB is valued using a price-to-book ratio (P/BV). Given the strong expected growth for MSN (69% for MSN cf. an average 21% for the other conglomerates), our PEG ratio of 0.24x-0.26x compares very favorably against other similar conglomerates in the Asian region, which trade between 0.35x-2.0x.



Source: Bloomberg, Analyst estimates

Our three-stage DCF for MFC evaluates three distinct time periods in our forecast, deriving an equity value of VND 19,000 billion for MFC. This valuation translates to a 2010E EV/EBITDA of 16.2x cf. peer average of 10-11x. This is justified using our growth-adjusted EV/EBITDA, which is significantly lower at 0.25-0.30x cf. a peer average of 0.80x, signaling room for upside potential. We believe that the growth-adjusted EV/EBITDA better reflects MSN's robust growth potential cf. peers (2009-11E EBITDA CAGR of 54% cf. peer average of 15%). Given MSN's 75.8% economic interest in the business, this puts the value attributable to the MSN group VND 14,500 billion.

To value TCB, we have used an implied P/BV multiple on the assets of the bank. We have used an implied P/BV multiple of 2.8 – 3.8x, which gives us an equity value of VND 23,946 billion- 32,498 billion for TCB. Our P/BV multiple is slightly higher than the average forward P/B multiples of local banks (2.5-3.0x) but higher than that of regional banks (2.3x). However, we think that our higher multiple for TCB is justified

based on TCB's higher ROE (31% cf. local peer average of 19% and a regional peer average of 17.4%). This puts the value attributable to MSN based on its 20% stake in TCB between VND 4,789 billion to VND 6,500 billion.

WE CONSIDER MSN VALUE ACCRETIVE BASED ON ITS FOCUSED BUSINESS BUILDING CAPABILITIES, STRONG PROFIT GROWTH IN ITS UNDERLYING BUSINESSES AND STRATEGIC GLOBAL PARTNERSHIPS

We forecast an average ROE of 24% in 2010-2013 for MSN, based on its well-defined strategy of building scalable businesses in high growth sectors executed by a world-class management team.

Our forecasted ROE is higher than more diversified conglomerates in the region such as SembCorp (16.5%), Guangdong Investments (12.8%), and Keppel (15.8%). This justifies our belief that MSN has not compromised on growth by building its strategy on two core segments (F&B and banking) to achieve outstanding operational performance.

MSN's two operating companies, Masan Food Company (MFC) and Techcombank (TCB) are exposed to rapidly developing sectors in the economy. MFC is exposed to the packaged food industry, which is expected to grow at a CAGR of 12% p.a on the back of increases in disposable income, working age, and middle class population. TCB is focusing on servicing the private sector, which accounts for 40% of the investments in the economy and the affluent middle class that is expected to constitute a majority of the population by 2013. We expect MSN's world-class management team, which has extensive local and international expertise, to successfully execute its current strategy to exploit such opportunities available in the market.

Proven ability as brand builders in its chosen areas of investments

We see an opportunity to invest in two prominent brands in Vietnam through its listed holding company MSN. A majority of MFC products are market leaders in their respective markets with three of its brands placed among the top 50 brands in Vietnam according to ACNielsen. TCB is the third-largest Joint Stock Commercial Bank (JSCB) in Vietnam in terms of assets and deposit intake. We are confident on MSN's ability to replicate similar successes in its new investments leveraging on its local market knowledge and ability to attract capital.

MSN's M&A capabilities strengthened by access to capital and through its strategic partnerships

We are confident on MSN's M&A capabilities which will enable it to successfully diversify its current portfolio resulting in lower risk and higher EPS accretion to its investors. Further our expectations rely on management's experience in investment banking and M&As, in selecting the most value accretive investments to its current portfolio. We expect MSN's access to local as well as international capital markets through its strategic partnerships will facilitate smooth execution of selected M&A deals. Further we expect MSN's strategy of acquiring controlling stakes will provide the freedom to influence the direction of target companies and thereby prevent profit dilution of its existing businesses.

Masan Corporation and its venture capital arm can contribute in developing some of MSN's future business and while shielding existing businesses from diversification risks

MSN's majority shareholder, Masan Corporation, has a portfolio of businesses and expects to carry out future investments through its venture arm in variety of different industries. We are positive on this arrangement as it will insulate the core businesses

from the risk of entering new businesses and at the same time not limit future growth potential. Masan Corporation and its venture arm currently looks at businesses within the financial services, logistics, agro-commodities and business process outsourcing sectors as probable future investment targets. We are positive on these sectors due to their exposure to consumption-driven GDP growth, rising FDI inflow to the country and favorable demographics. By only having scale and market leading businesses within MSN, investors can gain exposure to a focused and transparent listed vehicle. However, we consider the independent venture arm for new businesses and investments as a provider of further upside to investors while shielding them from risks attached to investing in diversified conglomerates.

MSN's investment strategy validated by its strategic partnerships with world-class firms

MSN's key partners include Texas Pacific Group, Bankinvest, HSBC, and Mekong Capital. We view these as endorsements of MSN's strategy and its attractive investment return potential, and at the same time, providing sources of new capital and management knowhow. We are confident that such partnerships will introduce globally accepted corporate governance practices to MSN and its underlying businesses, improving its credibility and positioning it as a world-class company in Vietnam.

MSN'S F&B AND BANKING SEGMENTS ARE STRONGLY POSITIONED TO BENEFIT FROM VIETNAM'S EMERGING ECONOMIC LANDSCAPE

MFC to post a 48% revenue CAGR in 2008-2013 backed by underlying growth in Vietnam's packaged food industry (12% p.a in 2008-2013), changing customer patterns, and an expanding distribution network

We expect MFC to benefit from growth in the packaged foods industry, underpinned by a double-digit annual growth in the F&B sector. MFC's market leadership in the fish sauce (19.4%), soy sauce (62.8%), and chili sauce markets (25.5%) will enable it to make further ground in these respective markets.

MFC, with its proven strategy of building branded packaged products, is well poised to leverage on changing customer behavior toward increased brand consciousness and greater convenience. MFC's market share improved over 2006-2008 brought about by the shift to branded products from unbranded products. MFC products are positioned in the market as premium brands with quality and health and safety being the differentiating factors from competitors. Moreover, consumers will increasingly give priority to convenience as increasing urbanization and a rise in female workforce participation will drive demand for convenient foods.

MFC's direct distribution network of over 120,000 points of sale in all 65 provinces of Vietnam, coupled with its brand recognition, creates significant barriers to entry in this growth sector. In addition, we view MFC's strategy to expand into two-tier towns and rural markets would lead to future growth.

Based on the outlook for growth drivers we have arrived at total revenue CAGR of 48.4% from 2008-2013E. Our revenue estimates are supported by the introductions of new product variants, and favorable changes in product mix within segments. We expect the Fish sauces segment to post revenue CAGR of 51% from 2008-2013E, increasing its contributions to top line from 45% in 2008 to 50% by 2013E. As a result of its premium pricing strategy we forecast the soya sauce segment revenues to come in at CAGR of 19% over the same period. Our estimates places Chili sauce segments revenue CAGR at 47% during the forecast period on the back of changing product mix. Furthermore, we estimate the instant noodles segment to gain traction in

the market through its new brand Tien Vua introduced last year and to grow at a CAGR of 75% p.a. from 2008-2013E.

Our EBITDA forecast for MFC comes in at an impressive 45% CAGR from 2008-2013E. We expect a slight decline in the EBITDA margin going forward due to increased contribution from its low margin noodles segment. Our EBITDA forecast assumes margin of 18% in 2009(vs.22% in 2008) and to gradually increase and stabilize at 20% by 2011.

TCB to post an ROE of 32% on the back of a banking industry growth of 12-15% p.a in 2009-2014

TCB's SME and MME-focused strategy is capitalizing on the increased participation of the private sector in Vietnam's economic development. TCB saw rapid growth in its corporate bank lending and deposit intake with growth rates of 64% and 54% p.a., respectively, in 2004-2008. By introducing more sophisticated and innovative products to its corporate clientele, TCB has been able to capitalize on Vietnam's significantly underdeveloped banking infrastructure.

TCB has focused on increasing its personal finance services to the affluent segments, leveraging on the increasing retail bank penetration in Vietnam. TCB saw a 71% p.a. CAGR in retail loan growth and an 83% p.a. retail deposit base growth in 2004-2008. Despite TCB's focus on the creditworthy segments with lower credit risk, it has been able to achieve higher interest rates mainly due its efficient execution and sophisticated service offerings. We expect TCB to maintain high interest rates on their loan offerings in the future, as a rising middle class will consider convenience as important as the cost of the facility obtained.

TCB has shifted its focus toward high-yielding, transaction-based businesses. TCB has been migrating its corporate clients to value added and fee-based products. This is evident in the increase in fee-based income that rose at a CAGR of 93% p.a. in 2004-2008. TCB is continuously striving to expand its transaction-based business through product innovation and information infrastructure developments. This will enable TCB to provide its customers a total range of products and services that will increase its market share and position itself as a one-stop financial services provider in the market.

In addition, TCB's operations are strengthened by partnerships with leading agencies. TCB's alliance with HSBC has enabled a smooth transition of world-class management capabilities and technological knowhow from HSBC to TCB operations. We see a key reason for TCB's success has been the secondment of experienced banking personnel from HSBC to TCB. Moreover, IFC has been instrumental in defining TCB's strategy and business offerings for SMEs and improving its IT platform.

Fuelled by favorable macro economic conditions we expect TCB's net interest income to increase 38% p.a. from 2008 to 2013E on the back of a 40% increase in its income generating assets over the same period. Our net interest margin estimate averages 3.4% from 2009-2013, below its historical levels as we expect increased competition for lending among banks. However we see the most growth in TCB's fee and commission income segment with a CAGR of 46% over the forecast period due to bank's strategy to increase its exposure to non interest based income. We expect cost to income ratio to increase substantially from 26% in 2008 to around 32% during the forecast period as a result of network expansion.

We forecast a slight increase in the future NPL ratio to around 2.7% to account for increased demand for new loan facilities in the market. However we expect TCB to increase its loan loss provisions to 65-70% of NPLs providing much required protection. We expect our average ROE forecast of 32% during the forecast period to be the highest, among the JSCBs in Vietnam.

VALUING MASAN GROUP

OUR VALUATION RANGE OF VND 40,000 TO VND 44,000 TRANSLATES TO 16.3-17.9X 2010E P/E AND TO A PEG RATIO OF 0.24-0.26x CF. PEER AVERAGE OF 1.0x, SIGNALING FURTHER UPSIDE

We arrive at a valuation range for MSN starting from a floor price of VND 40,000 based on our most conservative assumptions to a best-case valuation of VND 44,000 at an upside of 10% to the floor price. After adjusting MSN's net income (to be more comparable with global peers) for VND 250 billion goodwill amortization and accrued interest on convertible bonds, our target price range translates to 16.3-17.9x 2010E P/E and to a PEG ratio of 0.24-0.26x. Our valuation range converts in to a market capitalization of VND 19,000 -20,000 billion (USD 1.06-1.11billion)

We believe that our target price range is conservative cf. other diversified peers in the region.

We extended our analysis to other conglomerates in the Asian region (including Vietnam) a market capitalization of less than US\$ 10 billion and market leaders in their respective businesses. Further we have screened our selection to include conglomerates with similar net income growth to MSN in order to draw comparisons to the valuation we derived for MSN.

Company	Market Cap (US\$ billion)	P/E 2010E	Net income growth 2009-2010	PEG
MSN	0.99	16.3	69.0	0.24
Hoa Phat Group	0.74	10.7	5.0	2.14
FPT Corp	0.66	10.3	20.0	0.52
Doosan	1.58	13.0	36.9	0.35
Fraser and Neave	3.78	12.5	34.9	0.36
MMK Corp	2.22	10.6	19.9	0.53
Beijing Enterprises	7.54	19.5	16.0	1.22
China Resources	8.21	27.6	12.0	2.30
Sembcorp	4.14	11.1	(1.6)	na
Guangdong Enterprise	3.38	11.7	9.8	1.19
Shanghai Industrial	5.31	13.6	9.2	1.47

Source: Bloomberg (as at 10 Nov 2009), Analyst estimates

Majority of the well known conglomerates are trading at a 2010E P/E multiples of 10-13x (cf. MSN range of 16.3-17.9x) on the back of substantially lower earnings growth rates vs. MSN's adjusted net profit growth of 69% from 2009-2010E as displayed in the above table. Typically conglomerates in Vietnam trades at much higher PEG ratios (HPG 2.14x and FPT 0.52x) to MSN on the back of lower adjusted net income growth (5%-20%) confirming our view of further upside potential to the valuation range we have provided.

A point to note is that MFC and TCB are currently trading in the OTC market. However we don't think the trading prices of the two stocks reflect the true value of the companies. Our premise is based on the fact that both stocks are highly illiquid

due to very low free float and the stocks being unlisted. As a result we don't consider the market value derived from the OTC market is a suitable reference for our SOTP derived valuation

Our three-stage DCF derives an equity value of 19,000 billion for MFC.

Our valuation range for MFC translates into a 2010E EV/EBITDA of 16.2x compared with a peer average of 10-11x. This is justified using our growth-adjusted EV/EBITDA which is significantly lower at 0.25-0.30x vs. a peer average of 0.80x signaling room for upside potential. We can see that the growth-adjusted EV/EBITDA better reflects MFC's robust growth potential compared with its peers (2009-11E) EBITDA CAGR of 54% vs. a peer average of 15% (refer the relative valuation table attached).

In arriving at our valuation, we discount MFC's free cash flows before interest using a three-stage discounted cash flow (DCF) model to account more explicitly for each stage of the company's growth and its non-cyclical nature.

The first stage consists of the period 2009E-13E and is based on explicit forecasts of the company's income and cash flows and accounts for c. 20% of the company's value. The second stage consists of the period 2014E-20E and is driven by summary revenue growth, EBITDA margin, and capex assumptions. This section accounts for c. 40% of the firm's value. The third and final stage of the DCF is based on a terminal growth rate assumption.

We assume a WACC of 16.0% for our valuation based on a risk free rate of 10.46% and beta of 0.86.

Our assumptions are presented in the following table

Assumptions	
Revenue growth rate (2014E-20E)	15.00%
EBITDA margin (2014E-20E)	18.00%
Capex as a % of sales	0.50%
Working cap. changes as a % of sales	0.30%
Terminal growth rate	1.5%

Source: Analyst estimates

Our valuation for MFC is based on an EBITDA margin of 18% and a terminal growth rate of 1.5%. We arrive at a firm value for the food company of VND 19,000 billion, which represents a multiple of 16.2x MFC's 2010E EBITDA. This puts the value attributable to the MSN at VND 14,500 billion.

Masan Food Company- DCF Valuation VND in Billions, Except per Share Data												
	2009E	2010E	2011E	2012E	2013E	2014E	2015E	2016E	2017E	2018E	2019E	2020E
Net Sales	4,168	6,639	8,988	11,408	13,843	16,335	19,275	22,745	26,839	31,670	37,370	44,097
EBITDA	765	1,178	1,827	2,278	2,715	2,859	3,373	3,980	4,697	5,542	6,540	7,717
Less: Depreciation & Amortization	(116)	(147)	(166)	(177)	(174)	(174)	(174)	(174)	(174)	(174)	(174)	(174)
EBIT	649	1,031	1,661	2,101	2,541	2,684	3,199	3,806	4,523	5,368	6,366	7,543
Less: Taxes	(85)	(158)	(260)	(453)	(706)	(671)	(800)	(952)	(1,131)	(1,342)	(1,591)	(1,886)
Tax-effected EBIT	564	873	1,400	1,648	1,835	2,013	2,399	2,855	3,392	4,026	4,774	5,657
Plus: Depreciation & Amortization	116	147	166	177	174	174	174	174	174	174	174	174
Less: Capital Expenditures	(538)	(513)	(312)	(224)	(58)	(82)	(96)	(114)	(134)	(158)	(187)	(220)
Less: Changes in Working Capital	(113)	(61)	(62)	(61)	(60)	(49)	(58)	(68)	(81)	(95)	(112)	(132)
Unlevered Free Cash Flow	29	446	1,192	1,539	1,892	2,057	2,419	2,847	3,351	3,947	4,649	5,478
Terminal value												38,311
Present Value of FCF's	29	409	942	1,049	1,111	1,041	1,056	1,071	1,086	1,103	1,120	9,091
DCF Firm Value VND billions	19,107											
DCF firm value in USD billions	1.06											

Source: Analyst estimates

Masan Food Company- Relative Valuation Table

Company	Country	Market Capital USD mn	EV USD mm	P/B 2009E	EV/EBITDA		Growth adjusted EV/EBIT DA	P/E		PEG	EBITDA Margin		2009-2011E CAGR		
					2009E	2010E		2009E	2010E		2009E	2010E	Revenue	EBITDA	Net income
PT Indofood	Indonesia	4833	4,296	3.0	7.3	6.5	0.4	18.6	14.4	1.7	14.3	15.0	6.2	14.7	8.7
Tingyi	China	12615	13,256	8.5	15.9	13.4	0.7	35.3	29.3	1.4	15.9	15.7	20.9	18.4	21.1
Want Want China Holdings	China	7520	7,547	7.4	18.7	14.7	0.6	25.7	20.5	0.8	22.1	22.7	24.9	26.4	24.9
Ajinomoto	Japan	6534	7,671	1.0	6.5	6.2	1.4	44.4	27.0	0.7	9.2	9.4	3.2	4.3	40.9
UniPres China	China	1521	1,748	2.7	11.7	10.0	0.7	22.4	19.3	1.5	12.4	12.7	12.7	14.3	12.9
Fraser and Neave	Singapore	1,628	7,738	1.0	12.1	10.7	0.9	16.1	12.7	0.9	18.4	18.5	12.5	11.8	14.6
Vietnam Dairy Products	Vietnam	1,654	1,628	3.1	9.4	8.5	0.6	12.3	10.7	0.7	24.15	24.2	18.1	15	15
Mean				3.8	11.7	10.0	0.8	25.0	19.1	1.1	16.6	16.9	14.1	15.0	19.7
Median				3.0	11.7	10.0	0.7	22.4	19.3	0.9	15.9	15.7	12.7	14.7	15.0
Masan Food		1,046	1,059	15.3	25.0	16.2	0.30	30.3	21.1	0.4					

Source: Bloomberg (as at 10 Nov 2009), Analyst estimates

Techcombank- Relative Valuation Table

Company name	Country	Market Cap (US\$)	P/B		P/E		ROE	
			2009E	2010E	2009E	2010E	2009E	2010E
Vietnamese Banks								
Asia Commercial Bank	Vietnam	1,790	3.1	2.6	15.3	12.8	23.1	22.3
EXIM Bank	Vietnam	1,296	1.7	1.6	19.4	16.2	8.9	10.0
Sacom Bank	Vietnam	1,042	2.0	1.8	13.9	11.6	15.6	16.2
VIETIN Bank	Vietnam	1,988	2.6	2.3	15.6	15.1	17.7	16.3
VIETCOM Bank	Vietnam	3,395	4.7	3.9	17.7	17.2	26.1	25.2
Mean			2.8	2.5	16.4	14.6	18.3	18.0
Median			2.6	2.3	15.6	15.1	17.7	16.3
Regional banks								
Huaxia Bank	China	8,491	1.9	1.8	17.0	14.2	12.0	12.3
Minsheng Bank	China	21,260	2.3	2.0	13.5	12.2	18.6	16.0
Industrial Bank of China	China	26,496	2.8	2.5	15.1	12.4	19.8	21.7
Danamon Bank	Indonesia	3,916	2.5	2.4	28.2	18.9	13.7	16.9
YesBank	India	924	3.2	2.5	17.4	13.5	20.1	20.6
Indusind Bank	India	661	2.3	2.5	16.1	11.2	14.8	18.6
Mean			2.5	2.3	17.9	13.7	16.3	17.7
Median			2.4	2.4	16.1	14.2	16.7	16.9

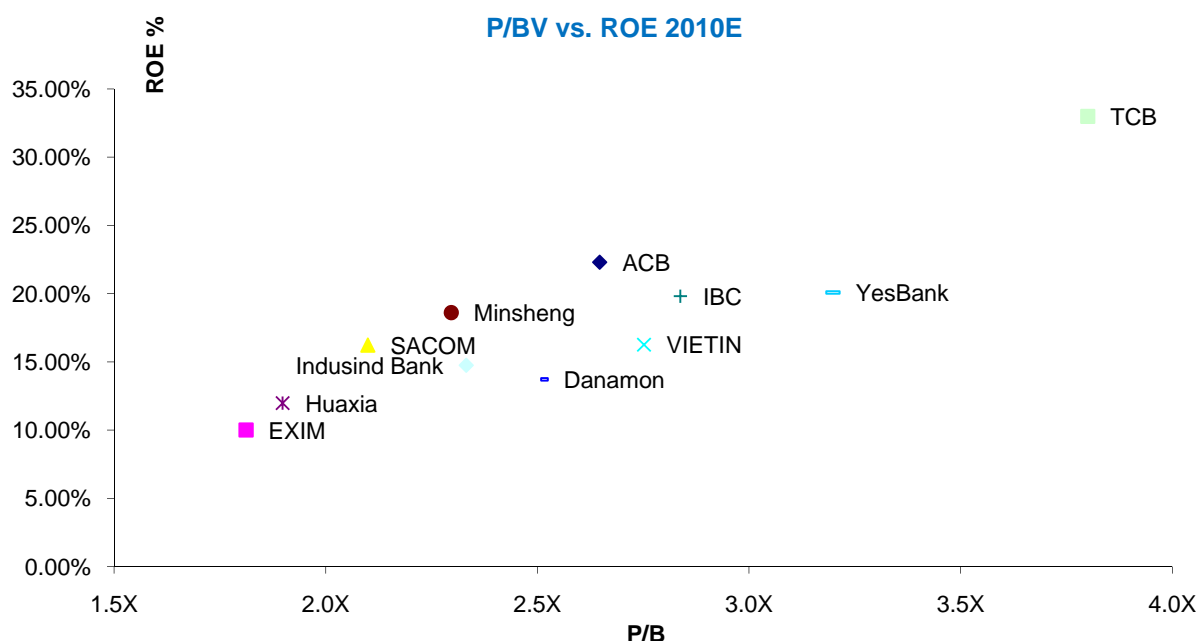
Source: Bloomberg (as at 10 Nov 2009), Analyst estimates

Our implied P/BV multiple of 2.8-3.8x derives an equity value of VND 23,946 billion- 32,498 billion for TCB

To value the bank, we have used an implied P/BV multiple on the assets of the bank. In arriving at our P/BV multiple estimate, we have evaluated the multiples of publicly listed banks both at a local level and at a regional level.

Our P/BV multiple of 2.8-3.8x is higher than multiples of local banks and regional banks (refer the relative valuation table attached above). However, we think that our higher multiple for TCB is justified based on the following:

1. TCB's 2010E ROE of 33% is significantly higher than the local peer average of 18% and the regional peer average of 17.7%.



Source: Bloomberg (as at 10 Nov 2009), Analyst estimates

2. The above scatter diagram clearly shows that TCB's higher ROE compared with its peers justifies a P/B multiple of 3.5x or higher.
3. Continuous hands-on support TCB could receive from its partnership with global banking giant HSBC, which would set it apart from its peers. The management capabilities and technological know-how received from HSBC could provide it with a competitive advantage that other local banks do not possess.

We estimate a floor price of VND 40,000 for MSN based on a conservative scenario for TCB.

We have applied a P/B multiple of 2.8x to our estimated 2010 TCB book value of VND 8.5 billion to arrive at an equity value of VND 23,946 billion for TCB. This puts MSN's share at VND 4,768 billion.

Our best-case scenario returns a price of VND 44,000 at an upside of 10% from our estimated floor price.

In our high case, we have assumed a higher P/B of 3.8x to derive an equity value of VND 32,498 billion for TCB with MSN's share at VND 6,500 billion.

We believe that the following are the key risks to our valuation:

1. MSN may bring in underperforming or uncomplimentary businesses into the Group, which could result in a loss of competitive strengths and dilute the profitability (ROE of 24%) of the current operating companies. In addition, if MSN fails to effectively integrate acquisitions to obtain the necessary synergies, any potential growth opportunities, expansion, and cost rationalization that were anticipated may fail to materialize. We think, however, that such risk will be mitigated to a great extent by Masan Ventures, which will incubate and develop newer and hence riskier businesses. We expect MSN to only acquire and partner with scalable and proven business leaders through control transactions that will provide MSN more room to truly influence its investments.
2. Increasing competition in Vietnam in the F&B sector, especially with the arrival of international brands, could force MFC to increase its expenditure on promotions in order to maintain brand identity and reduce prices to remain competitive. We consider Nestlé's Maggi and Unilever's Knorr brands to pose the biggest threats to MSN's top line especially in the noodles and granule segments. We expect MSN to mitigate these risks through increasing its distribution channels and investing time and resources in cementing its position in target markets through product innovation and brand building.
3. TCB may face increased competition if the current restrictions on foreign banks are lifted by the government in order to comply with its commitments to the WTO to liberalize its banking industry. The resulting competition could significantly restrict operations and the profitability of the bank. We can see that TCB's strategy to partner with foreign banks to improve its services, and its continuous product and service innovation will help in overcoming intense competition.
4. MFC's profitability will depend, to a large extent, on its ability to source raw materials at reasonable prices and at reasonable quality levels. Higher-than-expected inflation (our forecasts reflecting an average cost inflation of 11.5% p.a. based on IMF estimates for 2009-2013) could negatively affect the cost of these raw materials, and if MFC is unable to compensate through increases in product prices, this could adversely affect operating margins. MSN has taken steps to reduce cost inflation through building long-standing relationships with suppliers and by entering into long-term supply contracts on favorable price terms.
5. Owing to its investment exposure to a single country, MSN is subject to changing economic and political conditions in Vietnam that differ significantly from those prevailing in more developed economies. MSN's business performance depends

to a great degree on the growth of the Vietnamese economy. Lower-than-expected economic growth (we have assumed an average GDP growth of 8% in our estimates) may adversely impact MSN's top line, and translate into lower profitability.

6. MSN's inability to fund future investments by obtaining debt and equity facilities on favorable terms may adversely impact its forecast growth based on product innovation and market expansion. We expect MSN to mitigate such risks by continuing to maintain good relationships with local and international banks and through partnerships with local and international investors.

FORECAST FINANCIAL STATEMENTS

Adjustments to the reported net income

Please note we have forecasted MSN financial statements based on Vietnamese Accounting Standards (VAS) and have made the following adjustments to reported net income in order for comparison purposes.

- For 2009 we have added TCB's proforma financial results for the full year
- Under VAS, goodwill arising from acquisition is amortized over 10 years. To be more comparable we have added back the annual goodwill amortization to arrive at our adjusted net profit. We have not adjusted for tax since goodwill on acquisition does not carry tax charges.
- We have added back accrued interest on convertible bonds issued to TPG as we classify convertible bonds as equity in our forecasted financial statements due to the high probability of them being converted to equity in the future.
- Due to the dilutive impact of the convertible bonds we have adjusted the diluted share count by 31m.
- We have used a 75.8% economic interest as our stake in MFC based on the option MSN carries to acquire another 3% in MFC in the future. We expect MSN will be exercising it based on the favorable terms of the option

Masan Group Company
FYE 31st December
Consolidated
VND billion

Income Statement	2009E	2010E	2011E	2012E	2013E
Revenue	4,168	6,639	8,988	11,408	13,843
Cost of goods sold	2,721	4,379	5,908	7,504	9,109
Gross profit	1,447	2,261	3,080	3,904	4,734
Selling Genral & Administration	845	1,292	1,481	1,865	2,256
Earnings from Operations	602	969	1,598	2,039	2,478
Other Activities Income / (Expense)	4	4	4	4	4
Other Financial Income / (Expense)	12	12	12	12	12
EBIT	618	985	1,614	2,055	2,494
Depreciation & amortization (exclu goodwill b	201	399	418	429	426
EBITDA	819	1,384	2,032	2,483	2,921
Interest Income / (Expense)	4	23	75	165	282
Interest on convertible bonds	(24)	(152)	(121)	(31)	0
Associate income	107	484	665	906	1,218
-Goodwill amortization	(84)	(252)	(252)	(252)	(252)
Profit before tax	621	1,087	1,982	2,843	3,743
Taxes	(85)	(158)	(260)	(453)	(706)
Profit after tax	536	929	1,721	2,390	3,037
Minority interest	167	169	317	420	501
Profit attributable to equity holders	369	760	1,405	1,970	2,536
+interest on comnvertible bonds	24	152	121	31	0
+Goodwill amortization	84	252	252	252	252
+Associate income for the full year	214				
Adjusted net profit	691	1,165	1,778	2,253	2,788
 # of Basic shares (m)	 476	 476	 476	 507	 507
# of Diluted shares (m)	507	507	507	507	507
 Basic EPS	 1,451	 2,445	 3,731	 4,441	 5,495
Diluted EPS	1,362	2,296	3,504	4,441	5,495

Source: Analyst estimates

Masan Group Company
FYE 31st December
Consolidated
VND billion

Balance Sheet	2009E	2010E	2011E	2012E	2013E
Current assets					
Cash	348	539	1,750	3,398	5,521
Accounts Receivable	240	388	526	667	809
Inventories	372	610	823	1,047	1,275
Other Current Assets	183	292	396	504	612
Total current assets	1,142	1,829	3,495	5,616	8,217
Non-Current Assets					
PPE	696	1,111	1,293	1,366	1,263
Intangible Fixed Assets (incl. Goodwill)	156	109	72	47	34
Long term investments	72	72	72	72	72
Cost of investments	4,431	4,663	5,076	5,730	6,697
Other Assets	23	23	23	23	23
Total Non-Current Assets	5,379	5,977	6,536	7,238	8,088
Total assets	6,521	7,807	10,032	12,855	16,305
Current liabilities					
Short Term Debt	(0)	0	0	0	0
Accounts Payable & Accrued Expenses	321	525	709	903	1,098
Other Current Liabilities	376	601	809	1,028	1,251
Total Current Liabilities	697	1,126	1,519	1,931	2,349
Non-Current Liabilities					
Long Term Debt	664	654	644	4	0
Provision for severance allowance	1	1	1	1	1
Provision for accrued interest on convertible b	24	176	297	0	0
Total Non-Current Liabilities	689	832	943	6	1
Total liabilities	1,386	1,958	2,462	1,937	2,350
Shareholder's Equity					
Charter Capital	4,764	4,764	4,764	5,073	5,073
Share Premium	1,160	1,160	1,160	1,808	1,808
Reserves	(1,892)	(1,952)	(1,952)	(1,952)	(1,952)
Retained Earnings	771	1,360	2,725	4,675	7,200
Minority Interests	334	516	874	1,312	1,825
Total Equity	5,136	5,849	7,570	10,918	13,955
Total Liability & Equity	6,521	7,807	10,032	12,855	16,305

Source: Analyst estimates

Masan Group Company
FYE 31st December
Consolidated
VND billion

Cashflow Statement	2009E	2010E	2011E	2012E	2013E
Operating Activities					
Net earnings	592	929	1,721	2,390	3,037
Depreciation	141	351	382	404	413
Amortization	59	48	36	25	13
Change in minority interest	1	0	0	0	0
Dividend received	0	0	0	0	0
Other changes	(83)	(332)	(544)	(875)	(1,218)
Working capital changes	(113)	(66)	(62)	(61)	(60)
Net cash provided by operating activities	597	930	1,533	1,882	2,185
Investing activities					
Property and Equipment	(538)	(513)	(312)	(224)	(58)
Decrease/(increase) loans to others	720	(216)	0	0	0
Net cash used in investing activities	182	(729)	(312)	(224)	(58)
Free cashflow from operating activities	59	417	1,221	1,658	2,127
Financing activities					
Increase/(decrease) in short term debt	(297)	0	0	0	0
Increase/(decrease) in long term debt	(270)	(10)	(10)	(10)	(4)
Increase/(decrease) in common stock	0	0	0	0	0
Dividends declared	(400)	0	0	0	0
Net cash used in financing	(967)	(10)	(10)	(10)	(4)
Increase/(decrease) in cash	(189)	191	1,211	1,648	2,123
Cash at beginning of year	536	348	539	1,750	3,398
Cash at end of year	348	539	1,750	3,398	5,521

Source: Analyst forecast

Masan Group Company
FYE 31st December
Consolidated
VND billion

Ratios and financial analysis	2009E	2010E	2011E	2012E	2013E
Growth rate YoY (%)					
Revenue		59%	35%	27%	21%
COGS		61%	35%	27%	21%
Gross profit		56%	36%	27%	21%
SG&A		53%	15%	26%	21%
EBITDA		61%	65%	28%	22%
EBIT		59%	64%	27%	21%
Adjusted net profit		69%	53%	27%	24%
Diluted EPS		69%	53%	27%	24%
Profittability (%)					
Gross profit	35%	34%	34%	34%	34%
EBITDA	14%	15%	18%	18%	18%
EBIT	15%	15%	18%	18%	18%
Adjusted net profit	17%	18%	20%	20%	20%
ROAA	11%	16%	20%	20%	19%
ROAE	13%	21%	26%	24%	22%
Efficiency ratios (x)					
Asset turnover	0.64x	0.93x	1.01x	1.00x	0.95x
Receivable turnover	17.39x	17.10x	17.10x	17.10x	17.10x
Inventory turnover	7.31x	7.18x	7.18x	7.16x	7.15x
Payable turnover	8.48x	8.33x	8.33x	8.31x	8.29x
Liquidity ratios (x)					
Current ratio	1.64x	1.62x	2.30x	2.91x	3.50x
Quick ratio	1.11x	1.08x	1.76x	2.37x	2.96x
Gearing ratio					
Debt/equity	0.13	0.11	0.09	0.00	0.00
Debt/EBITDA	0.81	0.47	0.32	0.00	0.00
Valuation ratios (x)					
Price/sales	4.61x	2.89x	2.14x	1.68x	1.39x
P/E	27.79x	16.49x	10.80x	8.53x	6.89x
P/BV	3.74x	3.28x	2.54x	1.76x	1.38x
P/FCF	325.33x	46.06x	15.73x	11.58x	9.03x
EV/EBITDA	23.08x	13.65x	9.30x	7.61x	6.47x

Source: Analyst estimates

Masan Food Company
FYE 31st December
Consolidated
VND billion

Income statement	2009E	2010E	2011E	2012E	2013E
Revenues	4,168	6,639	8,988	11,408	13,843
Cost of goods sold	2,721	4,379	5,908	7,504	9,109
Gross profit	1,447	2,261	3,080	3,904	4,734
Total SG&A	814	1,246	1,435	1,819	2,209
Earnings from Operations	633	1,015	1,645	2,085	2,525
Results of Other Activities Income / (Expense)	4	4	4	4	4
Other Financial Income / (Expense)	12	12	12	12	12
EBIT	649	1,031	1,661	2,101	2,541
D&A	116	147	166	177	174
EBITDA	765	1,178	1,827	2,278	2,715
Interest Income / (Expense)	60	23	75	165	282
EBT	709	1,054	1,736	2,266	2,823
Taxes	85	158	260	453	706
Net Earnings	624	896	1,476	1,813	2,117
Balance Sheet	2009E	2010E	2011E	2012E	2013E
Current Assets					
Cash	209	668	1,925	3,620	5,789
Accounts Receivable	244	388	526	667	809
Inventories	380	610	823	1,047	1,275
Other Current Assets	185	294	398	506	614
Total Current Assets	1,017	1,960	3,673	5,840	8,487
PPE	696	1,111	1,293	1,366	1,263
Intangible Fixed Assets (incl. Goodwill)	156	109	72	47	34
Long-term Investment	72	72	72	72	72
Other Assets	23	23	23	23	23
Total Assets	1,965	3,274	5,133	7,348	9,879
Current Liabilities					
Short Term Debt	0	0	0	0	0
Accounts Payable & Accrued Expenses	327	525	709	903	1,098
Other Current Liabilities	371	596	804	1,023	1,245
Total Current Liabilities	698	1,121	1,514	1,926	2,344
Long Term Debt	34	24	14	4	0
Provision for severance allowance	1	1	1	1	1
Total Liabilities	733	1,147	1,529	1,932	2,345
Shareholder's Equity					
Charter Capital	630	630	630	630	630
Share Premium	(4)	(4)	(4)	(4)	(4)
Bonus & Welfare Funds	(3)	(3)	(3)	(3)	(3)
Retained Earnings	606	1,502	2,978	4,791	6,908
Minority Interests	2	2	2	2	2
Total Equity	1,232	2,128	3,603	5,416	7,534
Total Liability & Equity	1,965	3,274	5,133	7,348	9,879

Source: Analyst estimates

Masan Food Company
FYE 31st December
Consolidated
VND billion

Cashflow Statement	2009E	2010E	2011E	2012E	2013E
Operating Activities					
Net Earnings	624	896	1,476	1,813	2,117
Depreciation	57	99	130	152	161
Amortization	59	48	36	25	13
Change in Minority Interest	1	0	0	0	0
Working Capital Changes	(113)	(61)	(62)	(61)	(60)
Net Cash Provided by Operating Activities	627	982	1,579	1,929	2,232
Investing Activities					
Property & Equipment	(538)	(513)	(312)	(224)	(58)
Decrease/(Increase) Loans to Others	720	0	0	0	0
Net Cash Used in Investing Activities	182	(513)	(312)	(224)	(58)
Cash Flow Available for Financing Activities	810	469	1,267	1,704	2,174
Financing Activities					
Increase/(Decrease) Short Term Debt	(297)	0	0	0	0
Increase/(Decrease) Long Term Debt	(0)	(10)	(10)	(10)	(4)
Increase/(Decrease) Common Stock	0	0	0	0	0
Dividends Declared	(400)	0	0	0	0
Net Cash Provided / (Used) by Financing	(697)	(10)	(10)	(10)	(4)
Increase/(decrease) in cash	112	459	1,257	1,695	2,169
Cash at beginning of year	97	209	668	1,925	3,620
Cash at end of year	209	668	1,925	3,620	5,789

Source: Analyst estimates

Techcombank
FYE 31st December
Consolidated
VND billion

Income Statement	2009E	2010E	2011E	2012E	2013E
Interest and similar income	6,318	8,933	12,226	16,542	22,134
Interest and similar expenses	4,160	5,747	7,681	10,140	13,261
Net interest income	2,158	3,186	4,545	6,402	8,873
Net fee and commission income	608	940	1,420	2,180	3,246
Trading, treasury and other income	1,078	1,370	1,687	2,042	2,410
Total interest and non interest income	3,844	5,496	7,651	10,624	14,529
SG&A	1,153	1,704	2,448	3,506	4,940
D&A	60	83	112	149	196
Net credit loss	493	483	659	928	1,271
Profit before taxation	2,138	3,227	4,432	6,041	8,122
Corporate income tax	534	807	1,108	1,510	2,031
Profit after taxation	1,603	2,420	3,324	4,531	6,092
Dividends	321	484	665	906	1,218
Balance Sheet	2009E	2010E	2011E	2012E	2013E
Assets					
Cash on hand and gold	2,228	3,072	4,136	5,525	7,271
Balances with the State Bank of Vietnam	2,895	3,984	5,356	7,139	9,387
Balances with financial institutions	21,676	29,435	38,317	46,101	54,838
Investments	16,341	22,528	30,337	40,520	53,326
Loans and advances to customers	37,978	52,814	72,451	101,859	139,893
Fixed assets	820	1,131	1,523	2,034	2,677
Other assets	2,104	2,900	3,905	5,216	6,865
Total Assets	84,041	115,864	156,027	208,393	274,257
Liabilities					
Borrowings from the State Bank of Vietnam	0	0	0	0	0
Balances and borrowings from financial institutions	13,079	18,012	24,220	32,290	42,469
Valuable papers	4,027	5,545	7,457	9,942	13,076
Entrusted funds	338	466	626	835	1,098
Deposits from customers	57,900	79,672	107,112	142,773	187,740
General provisions for commitments	50	69	92	123	162
Other liabilities	2,049	2,822	3,794	5,058	6,653
Provision for tax	481	726	997	1,359	1,828
Total Liabilities	77,924	107,311	144,299	192,380	253,026
Equity					
Share capital	3,642	3,642	3,642	3,642	3,642
Share premium	1,063	1,063	1,063	1,063	1,063
Other capital	0	0	0	0	0
Retained earnings	888	2,960	5,637	9,473	14,386
Reserves	524	887	1,385	1,834	2,139
Total Equity	6,117	8,553	11,728	16,013	21,231
Total Liability & Equity	84,041	115,864	156,027	208,393	274,257

Source: Analyst estimates

WHY INVEST IN MASAN GROUP?

INVESTMENT STRATEGY FOCUSED ON BUILDING BRANDS IN HIGH GROWTH SECTORS EXECUTED BY A WORLD-CLASS MANAGEMENT TEAM

We are positive on Masan Group Company (MSN), which is currently one of the largest private sector business groups in Vietnam with a market capitalization above USD 1 billion. We expect MSN will provide investors easy access to two of the fastest growing businesses in Vietnam which are efficiently managed by a world-class management team and a leveraged exposure to the Vietnam growth story through MSN's ability to execute M&A.

MSN has selected MFC and TCB as its two main investments in line with its strategy of picking scalable, high return business opportunities. Both MFC and TCB follow clearly defined business models with focused strategies, limiting investment risks and dilution of management focus. We take in to account MSN's ability to generate exceptional operational performance in its existing businesses to arrive at our ROE forecast and we do not consider its limited investment portfolio as a hindrance to growth. This view is validated by our conservative ROE forecast of 24% p.a from 2010-2013E which is higher than more diversified conglomerates in the region such as SembCorp (16.3%), Guangdong Investments (12.8%) and Keppel (15.8%).

Further we are of the view that MSN will provide investors additional EPS accretion in the future as we expect MSN will diversify its strategy to bring in a number of high growth businesses under its umbrella. We consider MSN's past record as brand builders in Vietnam to assist them in converting up and coming businesses in to brand leaders by implementing world class processors and practices.

Proven ability in selecting the right investment opportunities and transforming them into brand leaders

MSN, since its inception, has picked consumer-related industries for its investment strategy based on its positive outlook on Vietnam's consumption-led economic growth environment (65% of GDP derived from consumption). We think consumer-led industries are inherently less vulnerable to the changes in the economic cycle and are defensive in nature to weather economic downturns. MSN identified these dynamisms to be similar to the Indian growth story and had the foresight to enter into businesses directly led by consumption growth.

It selected the F&B sector as it was the single-biggest contributor to consumption spend and was rising at double digit growth. Additionally, people's consumption patterns were changing from basic foods to value-added products as a result of increased participation in the workforce boosting household income. The rising middle class population helped create a demand for branded products in a market characterized by low quality, unbranded products as they started seeking high quality and healthy products.

MFC was launched in 2002 to exploit such favorable market conditions with the introduction of its Chin-Su soya sauce and have grown rapidly over the years to become a prominent F&B company with an extensive portfolio of brands. Currently, a majority of its products are market leaders in their respective categories and three of its brands are placed among the top 50 brands in Vietnam. MFC has largely been responsible for changing people's mindset about branded food products that it has now become a household name with the brand-conscious customer seeking quality over price.

MFC has built their brand name as a result of extensive advertising and brand building campaigns over the years. It saw a major increase in its marketing expenses

in 2008 and in the first half of 2009 as the company introduced a range of new products to the market. Going forward, management has indicated its commitment toward a continuous brand building campaign to be a part of their holistic strategy.

MFC has been able to maintain its brand leadership through continuous product innovation. Its R&D team's main focus revolves around replicating the same quality in its new products and to further strengthen its competitive advantages to add value to its brand. MFC was able to further strengthen its market leadership by bringing its products under one umbrella brand. Its first and most popular household brand Chin-Su have been extensively used by the company to introduce its subsequent premium products. Even though MFC has been using different brand names for mid-tier and mass markets, it has been able to leverage on the brand "Chin-Su Food" to position its brands as high quality even in those markets. This has helped MFC to charge a premium cf. its competitors and to gain traction in more competitive markets.

MFC's brand building strategy boded well for its top line and bottom line with a revenue and net income CAGR of 84% and 263% respectively from 2006-2008. In 2008 alone, it posted a revenue growth of 191% when a majority of the industries were severely impacted by the global economic meltdown.

MSN decision to enter the banking industry was similarly driven by encouraging macro economic factors. Vietnam has a significantly underdeveloped banking sector cf. other countries in the region with a banking penetration of less than 10%. MSN entered the industry at a time it was characterized by dominant state banks, which were reluctant to extend finance facilities to the expanding private sector due to their lower repayment abilities. Meanwhile, depositors had a low level of trust placed on the banking system preferring more traditional, unorganized means to invest their money. There was further opportunity when the government opened its doors to global trade and foreign direct investment (FDI), creating demand for sophisticated banking and financial services.

TCB's entry into the market clearly tested management's brand building capabilities as they had to come up with ways of building trust among its customers who were weary and ignorant of the banking industry. However, TCB has been able to become a trusted financial service provider to the private sector through quick execution, convenience, and innovative product and service offerings. In Vietnam, the TCB name is synonymous with product innovation and for being technologically savvy. Through its global partnerships and capable management team, it has been able to introduce mobile and internet banking, trade financing facilities, credit cards etc. to customers. This has enabled TCB to position itself as a premium service provider and to charge customers higher rates for the unique services provided. By the end of 2008, TCB was the third-largest JSCB in Vietnam in terms of assets, loans, and deposits and ranked #1 in terms of ROA.

Strategy executed by a world-class management team

We believe it is the ability of the management team that enabled MSN to pick the right industries and build businesses that are market leaders in their respective industries.

One of MSN's execution strategy is to create a "local MNC," a company which combines local infrastructure and knowledge with international best practices and management teams with multinational experience. In order to achieve this, MSN has recruited people with local as well as international expertise to its management team. Chairman Dr. Nguyen Dang Quang is a pioneer in building scalable and leading businesses in Vietnam and he is supported by a team with extensive local market knowledge, which has enabled them to customize their businesses to local needs. Madhur Maini, the group's CEO, brings with him over 14 years of global investment

banking experience with Deutsche Bank and Merrill Lynch and is ably assisted by individuals who have extensive experience in multinational companies such as Unilever, Nestle, HSBC, JPMorgan, etc.

We think it's the management team and its extensive capabilities to build market leaders that differentiate it from other private players in the market. Its proactiveness in identifying trends and aligning its businesses accordingly to those needs have enabled MSN to become a USD 1 billion business in a very short time span.

MSN'S M&A CAPABILITIES STRENGTHENED BY ACCESS TO CAPITAL THROUGH ITS STRATEGIC PARTNERSHIPS

We are of the view that MSN's future growth story may not be limited to its current investments. MSN's experience in building two strong brands can be easily applied to other attractive M&A opportunities that may arise. In the next five years, we expect MSN to become one of the most prominent investment companies in Vietnam through a clearly thought-out diversification strategy bringing in a number of successful brands under its umbrella.

We foresee its future M&A strategy will be strengthened by its ability to raise capital more effectively than most of the other players in the market. It was evident during the global credit crunch when MSN was able to raise more than USD 100 million in capital through its partnerships with entities such as Texas Pacific Group, Bankinvest and Mekong Capital (Please refer below for a detailed description). Given the underdeveloped nature of Vietnam's capital markets, and local banks' preference to lend to the public sector, it is imperative for MSN to have access to international capital markets in order to support its future growth. After taking into account its past record and existing strong relationships with international partners and low leverage, we do not expect MSN to face constraints when raising capital in the future and we view this as a competitive advantage enabling it to make timely investment decisions. In addition, its low leverage will allow MSN to raise debt, minimizing dilution to existing shareholders.

Moreover, we view MSN's future M&A strategy to be different from a typical investment made by a private equity firm or a hedge fund as MSN will strive to gain a controlling interest in its investments. MSN has a 75.8% stake in MFC and is the most influential shareholder of TCB. Although MSN only has a 20% equity stake (due to regulatory constraints) in TCB, the Chairman of TCB is MSN's Vice Chairman, the Vice Chairman of TCB is MSN's Chairman and MSN's CEO is a board member at TCB. MSN's strengths lies in its ability to improve the operational performance of its investee companies through its high degree of involvement in the running of the businesses, transfer of management know how and facilitating partnerships with world class entities.

We expect MSN to apply a similar strategy in its future M&A activities whereby it will gain a controlling stake in order to manage the day to day operations of the target companies. We view this as a prudent strategy by MSN since it will allow them the freedom to decide the direction and scale up the selected businesses to become market leaders with validation from reputable 3rd party partners. Further it will enable MSN to inculcate world class management capabilities into the target companies' management structures through which they can achieve operational excellence. Additionally this will provide MSN control over target companies performances to ensure new investments do not dilute profitability of its existing businesses.

We consider the investment banking and capital market backgrounds of its executives to provide MSN an edge in selecting the most attractive and value accretive investments to its portfolio. Finally we are positive on M&A activities

conducted by Masan as the holding company as it will provide diversification to its current portfolio. We think this will bring in additional EPS accretion to its investors while minimizing investment risks.

MORE UPSIDE FROM MAJORITY SHAREHOLDER AND VENTURE ARM WHICH WE HAVE NOT CONSIDERED IN OUR CURRENT VALUATION

As MSN aims to continue identifying business building and investment opportunities, we believe that MSN's track record, management team, partners and access to capital will allow it to disproportionately grab market share in its targeted investment sectors. This can be achieved through M&A activities at both the MSN and operating company levels and through joint ventures with established international or strong local players. MSN will focus on selected and scale opportunities to avoid over-diversification and dilution of management focus.

One of the attractions we see with MSN's investment strategy is that its majority shareholder, Masan Corporation, will be investing in venture and start-up businesses through its venture capital arm, Masan Ventures. In particular, Masan Ventures will focus on the logistics & distribution, financial services, agro-commodities and business process outsourcing (BPO). Recently, Masan Corporation acquired CompOne Services, a US based outsourcing firm in the healthcare industry.

When the Masan Corporation has expanded the new ventures into profitable businesses, they may be consolidated under the listed company (MSN), which we think can provide attractive return potential for investors in the future. We view this approach as a strategic way of expanding MSN's operations through an efficient and risk minimizing structure.

With an extensive range of growth opportunities that fall within the investment strategy available for MSN, we can see investors will get an opportunity to increase their returns, not only through existing investments, but also through new investments MSN will enter into in the future. Further, MSN's ability to use Masan Corporation as an incubator for new businesses will protect investors from inherent risks attached to group diversification.

STRENGTHENED BY STRATEGIC PARTNERSHIPS WITH WORLD-CLASS FIRMS

MSN has been able to strike alliances with a few key partners which have enabled it easy access to capital and management knowhow. We consider such partnerships to be an endorsement of MSN's strategy and its attractive investment return potential.

- **Texas Pacific Group's (TPG) investment demonstrates its confidence in MSN's potential to deliver growth**

US private equity group, TPG invested VND 630 billion (approximately USD 35 million) in MSN in October 2009.

We expect TPG expertise in growth investing will be invaluable for MSN to achieve substantial growth. This, combined with the broader TPG capital platform, provides MSN with sector expertise, operational insight, geographic breadth, and day-to-day involvement, essential to achieve constantly higher returns in today's investment environment.

- **BankInvest believes MSN's F&B and financial segments cater to growing demand**

BankInvest, a multi-billion European asset manager with USD 35 billion of assets under management, made a USD 22 million investment in MSN in October 2009. This came after the purchase of an 8% stake in MFC in November 2008.

Invested through BankInvest's BI Private Equity New Markets II Fund, it brings to MSN in-depth knowledge of the consumer retail industry and a network of contacts and resources developed over years of operating in emerging markets. We deem partnering with BankInvest as a partner and accepting it as a board member will continue to benefit MSN.

- **HSBC's partnership has been pivotal in establishing best practices for TCB**

HSBC has been a strategic partner of TCB since 2006, when it acquired 10% of the bank. HSBC increased its stake in TCB to 20% by 2008 and became the first foreign bank in Vietnam to hold the maximum allowed interest by a foreign party in a domestic bank.

This partnership has injected best practices in terms of corporate governance and technical support in TCB's operations, while benefiting areas such as retail banking, trade financing, treasury operations, derivatives, and remittances. The HSBC alliance has provided TCB with strong management capabilities, where executives have been recruited to handle positions in key departments. We believe a key reason for TCB's success has been the transfer of experienced banking personnel from HSBC to TCB.

- **Mekong Capital is convinced MFC could become the market leader in the F&B sector**

Mekong Capital's Vietnam Azalea Fund (VAF) is a USD 100 million fund focused primarily on making investments in Vietnamese companies at the pre-listing stage. Utilizing Mekong Capital's proven post-investment value-creation platform, the VAF works closely with its investee companies to empower them in their growth plans and prepare them for listing on a local or regional stock exchange.

In May 2009, Mekong Capital through its Vietnam Azalea Fund (VAF), invested USD 10 million in MFC. We believe Mekong Capital, as a partner and investor in MFC, will be invaluable due to its local expertise to make MFC the leading F&B company in Vietnam.

STORY BEHIND THE CORE SEGMENTS

MFC to post a 48% revenue CAGR in 2008-2013 backed by underlying growth in Vietnam's packaged food industry (12% p.a in 2008-2013), changing customer patterns, and an expanding distribution network

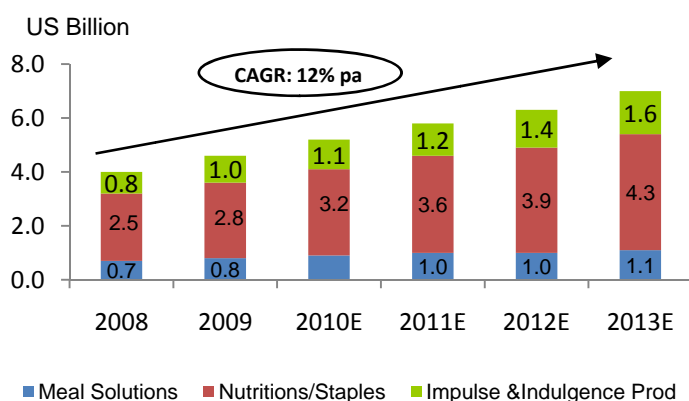
1. Masan Food's well-defined strategy of product innovation and brand building to capitalize on F&B sector growth and changing demographics

▪ MFC's package food business to benefit from the F&B sector growth

We expect Masan Foods to benefit from growth in the packaged foods industry due to its market leadership in the fish sauce, soy sauce, and chili sauce markets with retail market shares of 19.4%, 62.8% and 25.5%, respectively, according to Euromonitor as of the end of 2008. Furthermore, we expect with the growth in the packaged foods industry for Masan to gain traction in its new initiatives as well such as the instant noodles market.

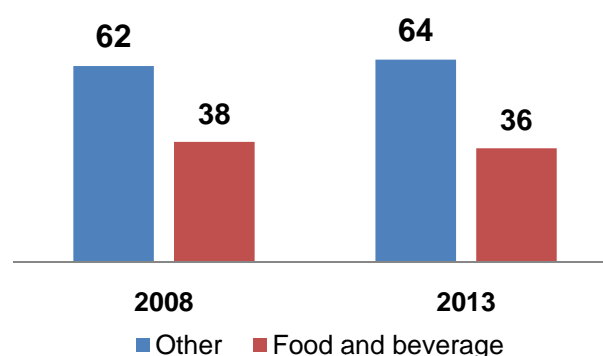
The packaged food industry is positively affected due to the F&B sector growth. F&B makes up more than 50% of consumption and is expected to grow a CAGR of 10.3% p.a. from 2008 to 2013. Historically as well F&B has consistently been c.50% of consumption spending amounting to roughly two thirds of the overall economy.

The Vietnamese packaged food industry, which includes Meal Solutions and Nutrition/Staples is expected to grow at a CAGR of 12% p.a. to USD 7 billion by 2013. Major categories under Meal Solutions include sauces, dressing, and condiments which are expected to grow by a CAGR of 8%. Sauces and granules make up 73.2% of MFC's revenue where Masan enjoys market leadership in the soy sauce, fish sauce, and chili sauce segments. Major categories under Nutrition/Staples include noodles, which are expected to grow by a CAGR of 14%. MFC entered the noodles market in June 2007 and its two differentiated brands Omachi and Tien Vua make up 15.1% of Masan Food's revenue.



Source: GSO, EIU





F&B will remain a significant percentage of consumption in Vietnam



• MFC's brand building strategy to capitalize on Vietnam's increasing brand consciousness and changing consumption patterns

MFC, with its branded product portfolio is well poised to leverage on changing customer preferences towards increased brand consciousness and greater convenience. Most of its products categories are positioned in the market as premium brands with quality, health and safety being the differentiating factor from the competitors. Masan Group's superior management skills are exemplified by the

manner in which in a short period of time significant market share has been captured in the fish sauce, soy sauce, and chili sauce market. Furthermore, with a retail market share¹ of 19.4%, 62.8% and 25.5% in the fish sauce, soy sauce and chili sauce markets, respectively, Masan Foods is the clear market leader. This bodes well for its Instant Noodles segment as the group's brand name and expertise in the other areas could be leveraged to gain market share in this segment.

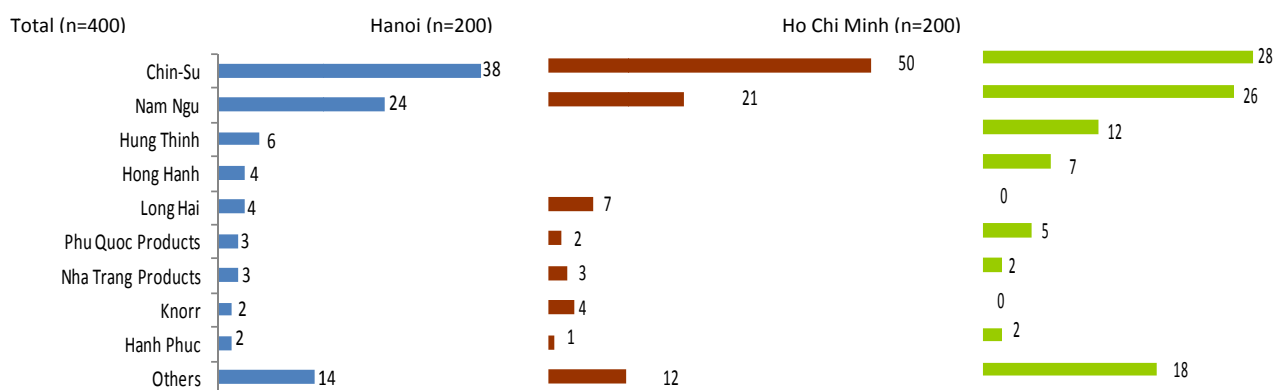
Product segment		% of revenue FY08	Date of market entry	Target market	Market share
Sauces					
Fish sauce	CHIN-SU	51.4%			19.4%
Chin-Su		16.5%	Sep-03	Premium; High quality	6.4%
Nam Ngu #		35.0%	Nov-07	Mid-tier; Value for money	13.0%
Soy sauce		26.8%			62.8%
Chin-Su		2.6%	2008	Premium; High end	6.2%
Tam Thai Tu #		24.2%	May-07	Mid-tier; Affordable	56.6%
Chili sauce		3.1%			25.5%
Chin-Su #		2.2%	Jun-07	Premium; High quality	18.3%
Rong Viet		0.9%	Jun-07	Mass market; Affordable	7.2%
Instant noodles					
Omachi		17.1%			
Tien Vua		14.6%	Jun-07	Premium; High end	2.3%
		1.4%	2009	Mass market; Affordable; Healthy	0.2%
Granules					
Chin-Su		1.5%		Mass market	9.5%

Chin-Su, Tien Vua and Omachi are among the top 50 most well known brands in Vietnam (AC Nielsen)

Market leader

Source: Euromonitor, Company data

MFC has unparalleled brand recognition in Vietnam. Not only does its brands capture high market share in both the high-end and mainstream segment, its Chin-Su brand was voted #1 in the sauce and seasoning category four years in a row by Saigon Marketing, and voted 22nd among the top 25 brands in Vietnam in an ACNielsen survey.

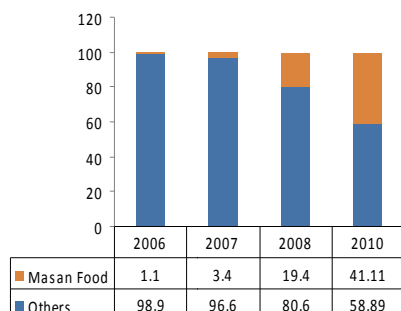


Source: Consumer behavior, Insight

¹ expresses as a percentage of retail sales in the total market for a product without accounting for sales made through food service channels (such as hotels, restaurants and cafes)

Masan Foods has seen its share of the retail market improve significantly over 2006-2008 brought about primarily by the shift in demand to branded products from unbranded products. We expect a similar increase going forward fuelled by increase awareness and preference towards branded products.

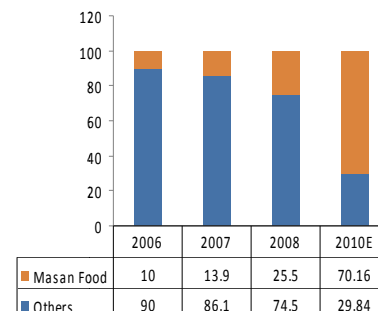
Retail value of the fish sauce market in Vietnam



Retail value of the soya sauce market in Vietnam



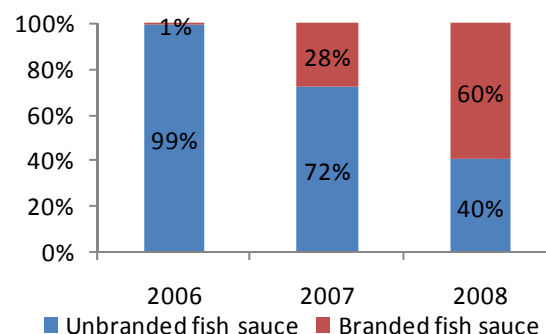
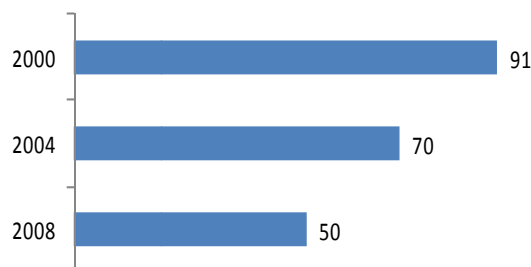
Retail value of chili sauce market in Vietnam



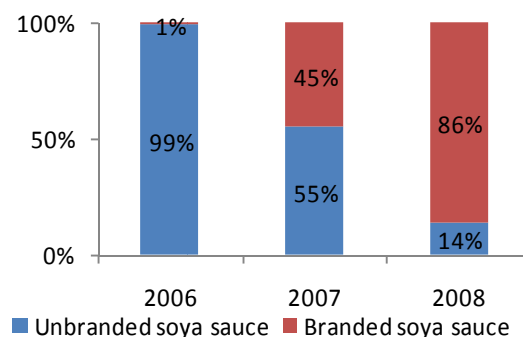
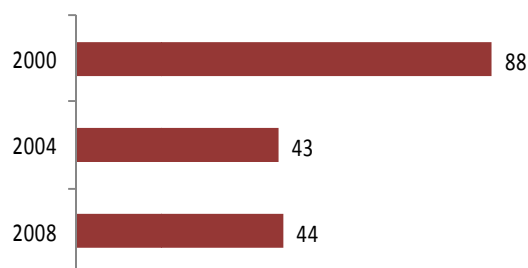
Source: Euromonitor, Company estimates

The increased brand consciousness is due to a rising middle class population with increased disposable income. A recent survey conducted by McKinsey & Company clearly shows the changing trend in customer preference from unbranded to branded products.

Buy brands on promotions



Switch brands to try

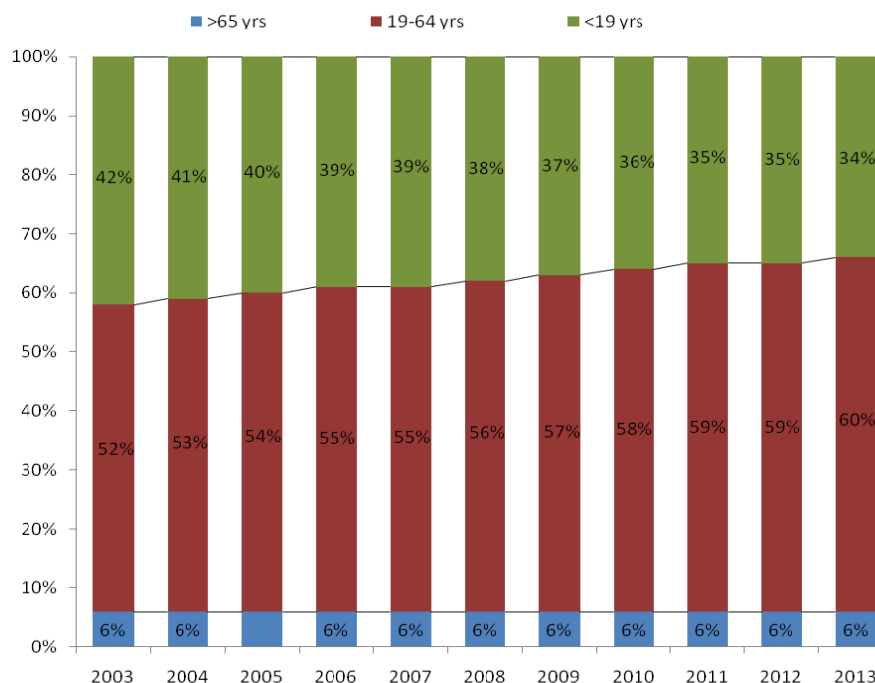


Source: McKinsey & Company TNS, Open Asia

Furthermore, with rising disposable income, increasing preference can be seen toward health and safety foods, especially after the outbreak of SARS and Avian Flu. MFC also has been able to successfully cater to the more health conscious consumers through products. With the 2007 market turmoil due to urea being found in fish sauce and cancer causing 3-MCPD being identified in low and middle-tier

products, MFC quickly captured market share with the introduction of safer food products such as Nam Ngu and Tam Thai Tu, which became market leaders. MFC launched Omachi as a response to concerns in the healthiness of noodle products which are perceived as 'heaty.' Omachi is made with potato based ingredients which address these concerns.

In addition, consumption patterns are changing to more convenient foods from traditional foods in Vietnam as work force participation increases. Vietnam's working age population, constituting the age group of 19-64 years, is expected to increase by 7.1% to 60 million by 2013 (cf. 56 million in 2008), making up 64% of the total population. Vietnam has the highest working population growth CAGR 2008-2013 of 2.6% in the region cf. China, India and other ASEAN countries.



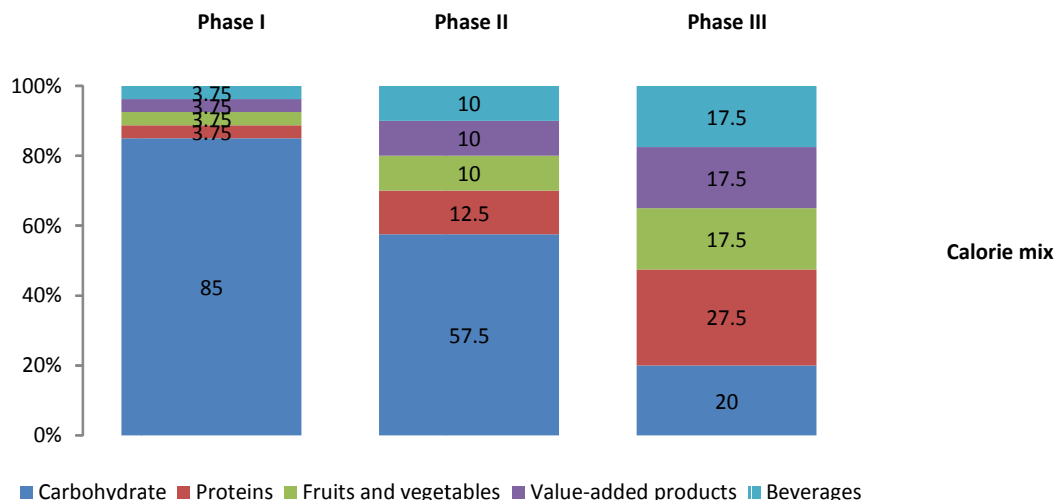
Source: McKinsey & Company

Based on Vietnam's current demographic trends and per capita income, it demonstrates consumption patterns in line with the first phase (countries with GDP per capita of <USD 10,000, 70% of the population above 40 years and <40% of urban population) F&B consumption mix as shown below.

Phase I	GDP per capita PPP	% population > 40 years old	Urban as % of total population
High growth market with large consumption of simple food	Below USD 10,000	Above 70%	Below 40%
Phase II			
Maturing market with increasing shift to nutritious food	USD 10,000-20,000	45-70%	40-75%
Phase III			
Mature market with high consumption of packaged ready to eat food	Above USD 20,000	Below 45%	Above 75%

Source: McKinsey & Company

However, as Vietnam progresses from Phase 1, we expect a gradual shift in the consumption pattern to more value-added products.



* Simple packaged food, fresh	* Frozen food	* Ready-to-eat/takeaway	Form of food
* Limited value-add to food	* Fortification and nutrition in foods	* Organic foods	
Vietnam, Indonesia, India, Thailand	Brazil, Russia, Mexico, Malaysia	U.S, Britain, Germany	Examples

Source: McKinsey & Company

These trends in the economy will have a positive impact in the packaging food industry as consumers will give priority to convenience over and above other factors. Increasing urbanization coupled with an estimated 51% of the female population expected to take part in the work force (vs. 26% for India and 56% for China) the need for easy and convenient food solutions will increase.

2. Increase market share by expanding the current distribution network into tier-two towns and rural areas

▪ MFC's rural expansion is an important driver for future growth

We believe in establishing Masan Food's presence in rural markets as a future growth strategy for the company. MFC is currently exploring possibilities of penetrating rural markets based on a threefold strategy.

- Developing distribution systems for towns of 20,000 people.
- Employing special wholesale programs in the countryside
- Promoting mid-tier brands such as Nam Ngu, Tam Thai Tu and Rong Viet to suit the income levels of the rural population

We think with its existing distribution network, strong brand names and extensive management capabilities; MFC will be successful in establishing its business in rural areas. Further, we consider this to be an important driver of the company's future growth. This is because currently Vietnam's urban population constitutes 28% of the total population compared to an average of 50% for the South East Asian region.

- **MFC's established distribution network and infrastructure gives it an edge over its competitors**

Masan Foods has developed an extensive domestic distribution system covering close to 120,000 points of sale in all 65 provinces of Vietnam. As at August 2009, Masan Food had formed strong relationships with over 130 distributors. Masan Food's five distribution centers in Binh Duong, Tan Binh, Da Nang, Hung Yen and Hai Duong are strategically located to provide its distributors with products within 24 hours of an order being placed. This extensive distribution network coupled with Masan Foods' brand recognition creates significant barriers to entry to a new entrant trying to enter this growth sector.

Masan Food distribution network (Aug 2009)

Region	Distributors	Salesmen	Point of sales
North	42	385	48,976
HCM + East	40	412	33,905
Central	25	177	17,796
Mekong	23	277	17,741
Horeca	1	8	1100
Modern trade	1	68	90
Total	132	1,277	119,608

Source: Company data

Furthermore, Masan Foods is the dominant player in the wet market distribution channels and its trading background and scale provide the ability to source raw materials and manage supply efficiently. In addition, Masan has also changed its distribution structure to cater to the increasing modern retail penetration. These strategically important innovations have led Masan to have an entrenched and sizable distribution network comparable to established players such as Unilever and Vinamilk. With over 120,000 points of sale, Masan Food is only second to Vinamilk in terms of physical presence in Vietnam.

MANAGEMENT OF MASAN FOODS IS SET TO DRIVE FUTURE GROWTH THROUGH A CLEAR STRATEGY OF SELECTING SCALABLE BUSINESSES, BUILDING STRONG BRAND NAMES, AND ATTRACTING TOP TALENT

Masan Foods has a strong management team comprising professionals with both local market knowledge and leading F&B MNC experience (Unilever, P&G, Nestle, etc.). Further, the management team has diverse background with core strengths in marketing/sales, R&D, production and supply chain management.

Mr. Truong Cong Thang, Chief Executive Officer

* Ex-marketing Director of P&G Vietnam for seven years

* Strong track record of success with P&G and now Masan

Mr. Castillo Santos, Chief Operation Officer

* Production and supply chain expert with 31 years of experience, including 14 years with Unilever Vietnam

Mr. Pham Dinh Toai, Chief Financial Officer

* Nine years progressive career advancement in finance & accounting with Unilever Vietnam

Mr. Nguyen Dinh Toan, Director of Branding

* Former Unilever Customer Marketing Director for nine brands

* Brands included OMO, Vim, Sunlight in diverse product categories such as laundry, household care, deodorant and beauty



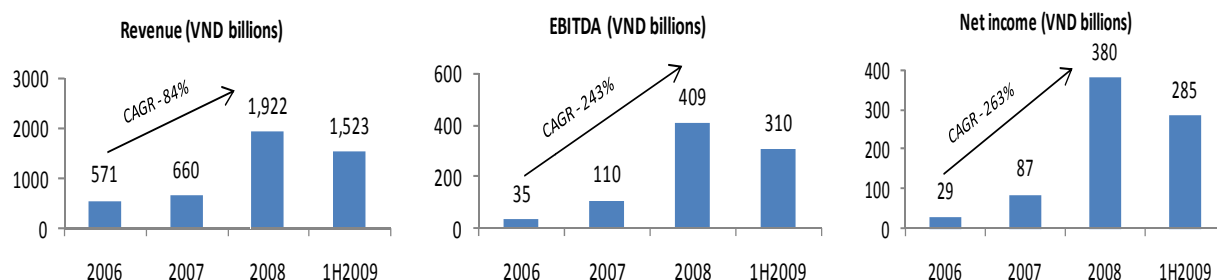
Source: Company data

MFC's past track record and brand building ability has attracted top talent with both domestic and international expertise. We view this to be a positive attribute for the company's growth strategy as the company can leverage on these diverse expertise to build more scalable and profitable businesses in the F&B sector as well as in other related industries.

We think MFC is in a position to capitalize on its extensive management experience to enter into other complementary businesses with potential for scalability. MFC management is currently looking at vertical integration possibilities and expansion into the beverage industry. We are positive on the beverage industry as a growth strategy for MFC, since beverages are expected to constitute 15-20% of the daily diet as a result of increased disposable income, higher percentage of youth population, and urbanization.

FINANCIAL ANALYSIS OF MFC

Key financial snapshot



Source: Company data

Revenues

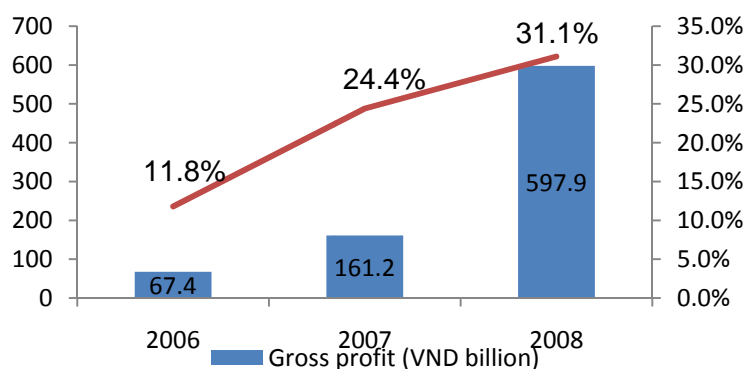
The company's net revenues increased at a CAGR of 83.6% from VND 570.5 billion in 2006 to VND 1,922.1 billion in 2008, mainly driven by strong volume growth of its products. During the first half of 2009, the company recorded net revenues of VND 1,523.4 billion, representing a 120% growth over the same period in 2008.

Masan Food was able to benefit from a number of key events during this period, including the urea health scare in fish sauce and discovery of cancer causing 3-MCPD in soya sauce that led to strong growth across the board. Revenues were also buoyed by the introduction of higher-priced premium products. Further, MFC was able to leverage on its strong brand name to sell more volumes of its high-end products.

Future outlook

We expect 2009E revenues to come in at VND 4,168 billion backed by increased volume growth across the board. Since MFC has historically seen a higher proportion of revenue growth during the second half of the year, we think the company is on the right track to achieve our estimate. Our forecasts assume revenue CAGR of 48% from 2008-2013E as a result of new product innovation, market share acquisition by its existing product portfolio and continued price increases in its premium brands.

Gross profit



Source: Company data

MFC's gross margin improved from 11.8% to 31.1% from 2006 to 2008 mainly by changing focus from exports to domestic market. This enabled the company to

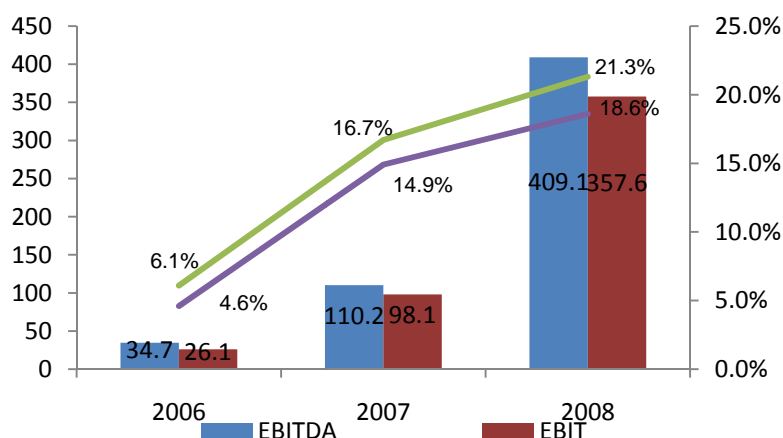
eliminate low margin products from its portfolio and introduce premium high margin products to its local market. Further, greater economies of scale resulting from significant growth in size and the introduction of various programs to enhance efficiency and minimize costs helped to improve gross margin.

MFC reported a gross profit of VND 516 million in the first half of 2009, a 139% increase over the same period last year. Gross profit margin increased to 34% during the first half of 2009.

Future outlook

We expect the 2009E gross margin to increase to 34.7% and hover around 34% during the forecast period. We expect that the company can maintain such margins going forward mainly due to the company's premium product positioning, which allows them to easily pass on raw material costs to its customers.

EBITDA and EBIT



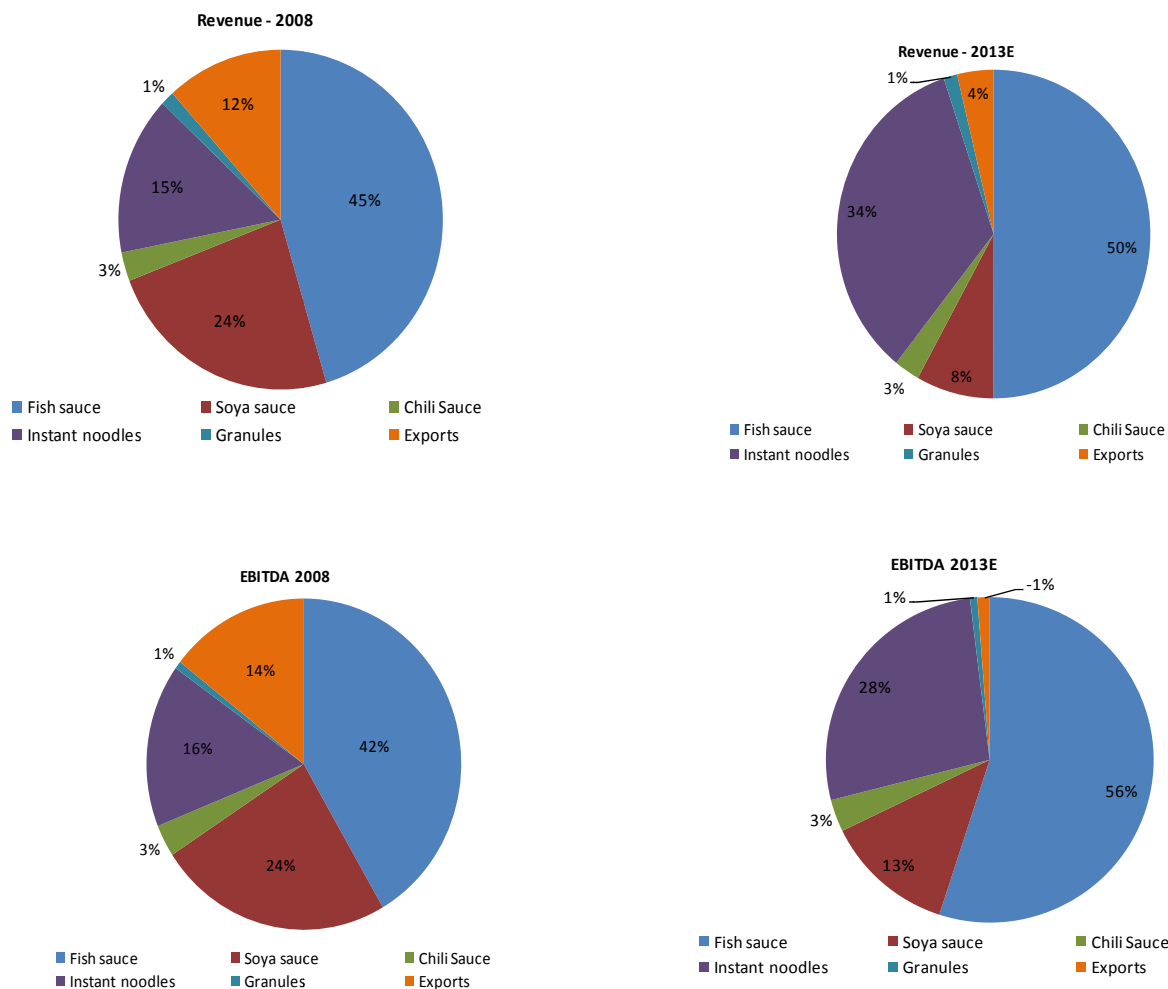
Source: Company data

MFC's EBITDA margin increased from 6.1% to 21.3% from 2006-2008, though at a lower pace due to increased marketing and overhead expenses incurred to support MFC's strong growth. MFC's first half 2009 EBITDA came in at a lower margin of 20.3%.

Future outlook

Our EBITDA estimate for 2009E is at VND 765 billion at an EBITDA margin of 18.4%, gradually increasing to 20% by 2011E. We expect the EBITDA to show a decline from historical years as MFC will invest heavily on marketing and promotion to maintain and increase market share of existing brands as well as to launch new product brands. Further, we expect fixed overheads to rise as the company increases its distribution network to rural areas in the next five years. Our forecasted EBITDA growth is at 45% p.a from 2008-2013E.

Segment analysis



Source: Company unaudited data analyst estimates

1. Fish sauce

Past performance

The fish sauce segment accounted for 45% of MFC's total revenues and 42% of EBITDA in 2008. It posted revenue CAGR of 410% (cf. 16% for the fish sauce market) from 2006-2008 mainly due to the success of its Nam Ngu brand introduced in 2007. The segment posted an EBITDA margin of 20% in 2008 mainly in line with companies overall margins.

Future outlook

We expect the Fish segment to grow at revenue CAGR of 51% from 2008-2013E on the back of fish sauce market growth of 10% during the same period. We expect the Fish Sauce segment to capitalize its brand on end customers' shift from non-branded to branded products. The main contributor to revenue would be Nam Ngu, which we expect to post revenue CAGR of 44.6% over the forecast period. Further, we expect Nam Ngu De Nhi, a new product introduced this year to contribute approximately VND 390 billion to 2009 revenues and post a CAGR of 54% from 2009-2013E. We forecast EBITDA margin to climb to 22% by 2013E as MFC introduces new high margin products to its portfolio.

Fish sauce	2006	2007	2008	2009	2010	2011	2012	2013	2006-2008 CAGR	2008-2013E CAGR
Revenue	34	123	874	2,033	2,999	4,186	5,550	6,929	410%	51%
Growth %		266%	611%	133%	48%	40%	33%	25%		
As a % of company revenue	6%	19%	45%	49%	45%	47%	49%	50%		
Brands										
Chin-Su	34	104	280	413	558	699	846	996	189%	29%
Nam Ngu	0	18	594	1,233	1,731	2,337	3,028	3,761	NA	45%
Nam Ngu II	0	0	0	387	710	1,150	1,676	2,173	NA	54%
As a % of total sales										
Chin-Su	100%	85%	32%	20%	19%	17%	15%	14%		
Nam Ngu	0%	15%	68%	61%	58%	56%	55%	54%		
Nam Ngu II	0%	0%	0%	19%	24%	27%	30%	31%		
EBITDA			177	409	624	947	1,240	1,538	NA	54%
Growth				131%	52%	52%	31%	24%		
EBITDA margin			20%	20%	21%	23%	22%	22%		
As a % of company revenue	0%	0%	42%	53%	53%	52%	54%	57%		

Source: Analyst estimates, segmental breakout are based on management KPI's and are unaudited

2. Soya sauce

Past performance

Contributions from the soya sauce business amounted 24% to MFC's revenue and EBITDA in 2008. Revenue grew at a CAGR of 175% from 2006-2008 on the back of an industry growth of 49%. Segments EBITDA margin came in at 23% for FY2008.

Future outlook

We estimate a revenue CAGR of 19% from 2008-2013E for the Soya Sauce segment on the back of an industry forecast of 9% for the same period. We expect Tam Thai Tu to retain its market leadership while growing at a CAGR of 18% during the forecast period. On the bottom line, we forecast an EBITDA margin of 30-32% during 2009-2013E mainly due to the premium pricing strategy of Tam Thai Tu.

Soya sauce	2006	2007	2008	2009	2010	2011	2012	2013	2006-2008 CAGR	2008-2013E CAGR
Revenue	60	169	455	587	711	844	975	1,106	175%	19%
Growth %		181%	170%	29%	21%	19%	16%	13%		
As a % of company revenue	11%	26%	24%	14%	11%	9%	9%	8%		
Brands										
Chin-Su	60	55	44	85	102	122	141	159	-15%	30%
Tam Thai Tu	0	113	412	503	608	722	835	947	NA	18%
As a % of total sales										
Chin-Su	100%	33%	10%	14%	14%	14%	14%	14%		
Tam Thai Tu	0%	67%	90%	86%	86%	86%	86%	86%		
EBITDA			103	174	212	269	319	359	NA	28%
Growth				70%	22%	27%	19%	13%		
EBITDA margin			23%	30%	30%	32%	33%	32%		
As a % of company revenue			24%	23%	18%	15%	14%	13%		

Source: Analyst estimates, segmental breakout are based on management KPI's and are unaudited

3. Chili sauce

Past performance

The Chili Sauce segment is a small player in the Vietnamese chili sauce market and accounted only for 3% of MFC's total revenue. It grew at revenue CAGR of 86% (vs. industry CAGR 15%) from 2006-2008, while posting EBITDA margin of 25% in 2008.

Future outlook

We forecast a revenue growth of 47% p.a from 2008-2013 on the back of an industry growth rate of 8% p.a. We expect the current product mix of 71% to Chin-Su vs. 29% to Rong Viet to reverse as we forecast a revenue CAGR of 73% for Rong Viet cf. to a more conservative 29% CAGR for Chin-Su from 2008-2013. This forecast includes the recently launched Tam Thai Tu chili sauce brand under Rong Viet as they are both mainstream products. Our EBITDA forecast comes in at 22% for 2009 and increases to 24% by 2013.

Chili Sauce	2006	2007	2008	2009	2010	2011	2012	2013	2006-2008 CAGR	2008-2013E CAGR
Revenue	15	24	53	183	218	258	307	365	86%	47%
Growth %		60%	116%	247%	19%	19%	19%	19%		
As a % of company revenue	3%	4%	3%	4%	3%	3%	3%	3%		
Brands										
Chin-Su	10	16	38	67	80	95	113	134	96%	29%
Rong Viet	5	8	15	116	138	163	194	231	NA	73%
As a % of total sales										
Chin-Su	64%	67%	71%	37%	37%	37%	37%	37%		
Rong Viet	36%	33%	29%	63%	63%	63%	63%	63%		
EBITDA			13	39	45	59	76	89	NA	46%
Growth				197%	13%	32%	29%	17%		
EBITDA margin			25%	22%	21%	23%	25%	24%		
As a % of total EBITDA	0%	0%	3%	5%	4%	3%	3%	3%		

Source: Analyst estimates, segmental breakout are based on management KPI's and are unaudited

4. Instant noodle

Past performance

The Instant Noodles segment contributed 15% and 23% to MFC's revenue and EBITDA, respectively in 2008. The segment saw revenue CAGR of 555% during 2006-2008 while the industry posted revenue CAGR of 19% over the same period. EBITDA margin for the segment was 23% in 2008.

Future outlook

Our revenue CAGR for the Instant Noodles segment for 2008-2013 is at 75% cf. to an industry growth forecast of 8%p.a. Our growth forecast is based on Tien Vua posting impressive revenue CAGR of 176% over the same period due to an increase in market share. However we expect Noodles segment to face intense competition from international players such as Nestlé (Maggi) and Unilever (Knorr) which will be positioned as premium products similar to MSN brands. Nevertheless we believe MSN's ability to better cater to the local taste may mitigate the risk of competition to a greater degree. We expect the EBITDA margin to decline to 9% in 2009 and gradually pick up to 16% during the forecast period as marketing expenses decrease over time as a percentage of sales.

Instant Noodles	2006	2007	2008	2009	2010	2011	2012	2013	2006-2008 CAGR	2008-2013E CAGR
Revenue	7	87	291	1,021	2,300	3,205	3,981	4,729	555%	75%
Growth %		1177%	236%	251%	125%	39%	24%	19%		
As a % of company revenue	1%	13%	15%	24%	35%	36%	35%	34%		
Brands										
Omachi	0	0	267	298	450	608	755	897	NA	27%
Tien Vua	0		24	723	1,850	2,597	3,225	3,832	NA	176%
As a % of total sales										
Omachi			92%	29%	20%	19%	19%	19%		
Tien Vua			8%	71%	80%	81%	81%	81%		
EBITDA			68	87	256	526	644	755	NA	62%
Growth				29%	194%	105%	23%	17%		
EBITDA margin			23%	9%	11%	16%	16%	16%		
As a % of total EBITDA	0%	0%	16%	11%	22%	29%	28%	28%		

Source: Analyst estimates, segmental breakout are based on management KPI's and are unaudited

5. Granules

Past performance

The Granules segment posted revenue CAGR of 149% from 2006-2008 on the back of an industry growth of 24%. The segment's EBITDA margin came in at 12% in 2008.

Future outlook

We estimate a segment revenue CAGR of 49% from 2008-2013E and the revenue CAGR for the new product range to be 26% from 2009-2013E vs. an industry growth estimate of 5%. Due to operational restructuring, we expect the segment to post a negative EBITDA of VND 6 billion in 2009E, and then improve its margins to 11% during the forecast period.

TCB TO POST AN AVERAGE ROE OF 32% ON THE BACK OF A BANKING INDUSTRY GROWTH OF 12-15% P.A IN 2009-2014

Techcombank's (TCB) future growth strategy will be focused on three main initiatives:

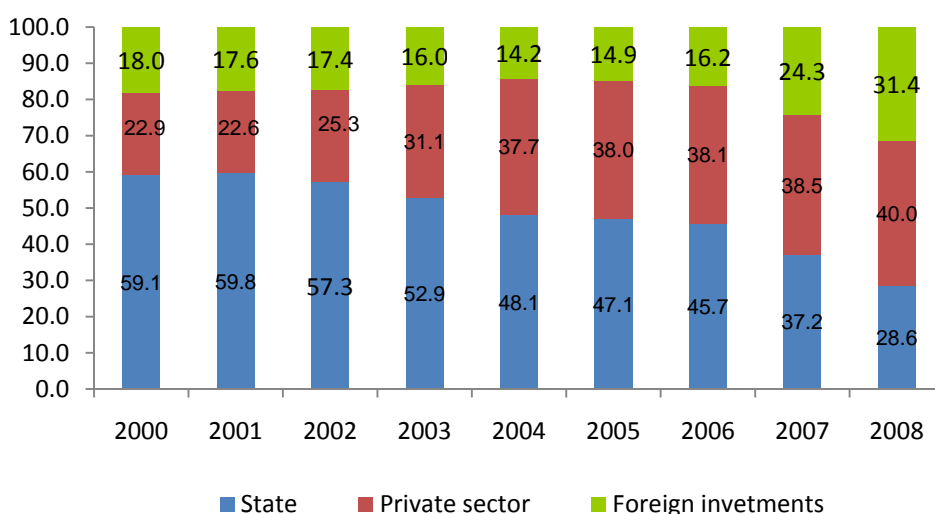
1. SME and MME-focused strategy for both lending and deposit taking
2. Establishing its retail banking operations as a leading bank to the affluent and mass affluent segments in the market
3. Developing its transaction-based banking activities

We view these initiatives are core to TCB's future growth since we expect SMEs and MMEs, the rising middle class, and increasing trade activities domestically and internationally to be Vietnam's growth engines in the medium term.

Increased participation of private sector in economic development to drive demand in TCB's corporate banking division

Private sector has been a key force in Vietnam's economic growth since market liberalization in early 1990s. In 2008 private sector contributed 40% of the total investments in Vietnam significantly higher than state contribution of 29%.

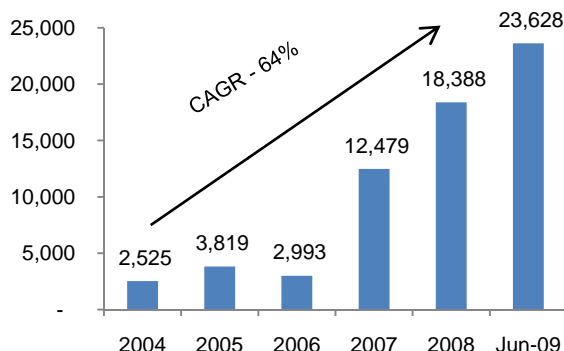
Private sector investments almost doubled from 2000-2008



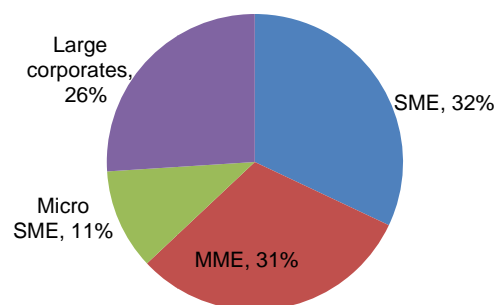
Source: IMF

Currently, 74% of TCB's corporate lending and 59% of deposits come from MME and SME players in the market. As a result, TCB saw rapid growth in its corporate bank lending and deposit intake with growth rates of 64% and 54% p.a., respectively, from 2004 to 2008.

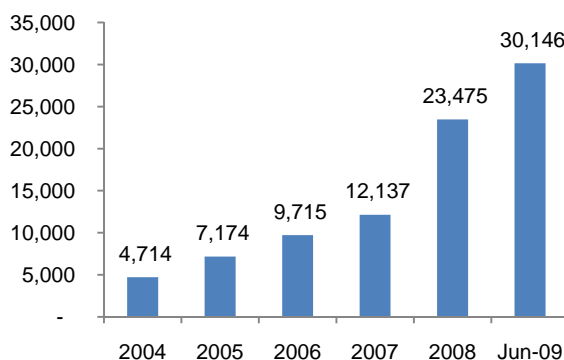
Gross loans and advances to corporate customers (VND billion)



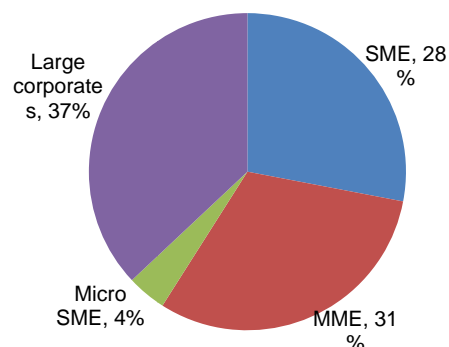
Corporate loans and advances by customer group



No. of customers



Customer segment



Source: Company data

TCB is one of the first banks to have introduced agricultural commodity financing, logistics financing and factoring, trade finance, domestic and international payment services and foreign exchange and commodity derivatives to the market. TCB was the pioneer in introducing mobile banking and internet banking to its corporate customers as a timely response to changing customer needs. By introducing more sophisticated and innovative products to its corporate clientele TCB has been able to capitalize on Vietnam's significantly underdeveloped banking infrastructure.

Further, through its extensive branch network, TCB has been able to reach out to a significant number of SMEs and MMEs operating outside the main city centers in the country. This has been a key reason for TCB's popularity among SMEs due to easy access and convenience.

Another reason TCB has been able to dominate the MME and SME market has been the general cautiousness shown by other private banks to lend to SMEs due to the high risk of non-performing loans. However, TCB has been able to overcome this obstacle by following strict guidelines in evaluating and screening customers. Through its partnership with HSBC, TCB is constantly upgrading its internal credit scoring and risk assessment models to bring about more safety and reliability to its lending operations.

As a result of its focus on SMEs and the MMEs, TCB has been able to attract several development finance institutions to partner lending and development activities in Vietnam. International Finance Corporation (IFC) is one such key partner which provided TCB with over USD 60 million worth of credit facilities in 2008 to fund its lending and trade financing programs focusing on SMEs. Additionally, PROPARGO, a development finance institution established by the French Development Agency, signed a USD 15 million term loan facility with TCB to support its SME lending program.

Going forward, TCB expects to expand its current strategy by capitalizing on its know-how and expertise in catering to growing niche segments in the market. TCB expects to achieve its objective through:

1. Attracting more deposits from deposit-heavy businesses and other organizations
2. Increasing profits/customers through the introduction of flexible credit facilities and fee-generating products
3. Expanding its existing relationships to penetrate supplier and distributor networks by offering working capital financing, factoring etc.
4. Streamlining its operations in order to service more customers and to reduce customer servicing costs

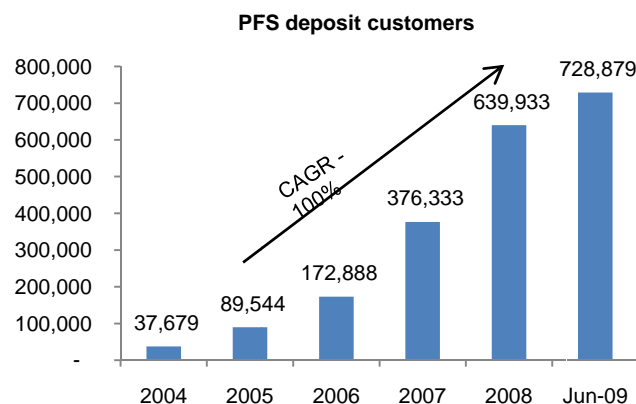
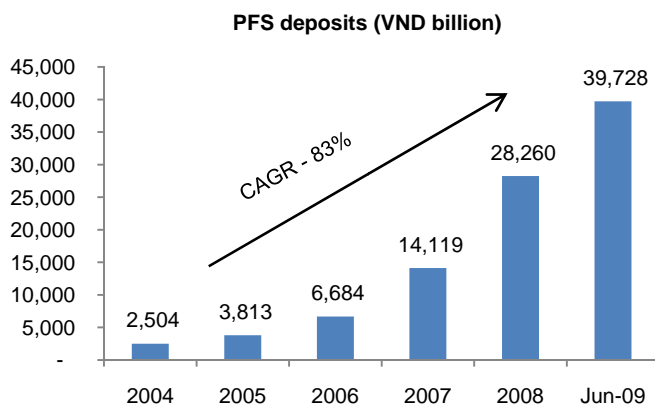
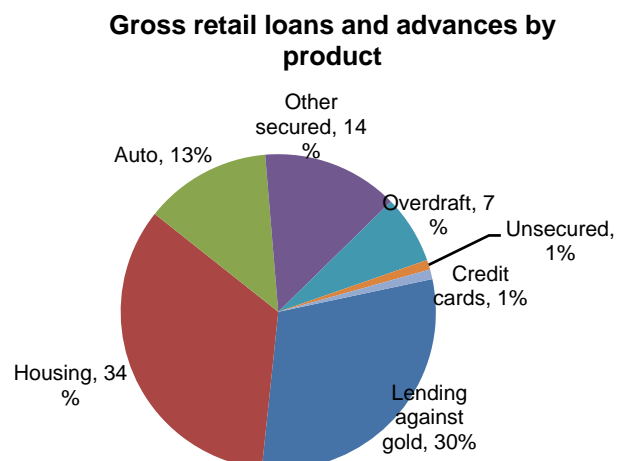
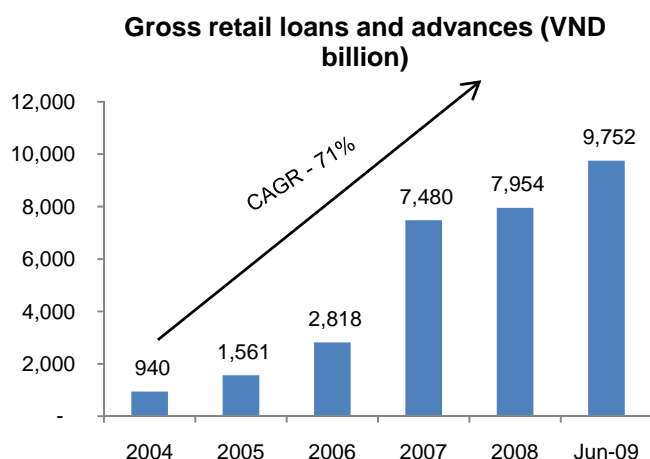
We view all the above developments as positive drivers of future growth in TCB's corporate division. We think it will enable TCB to differentiate itself from a traditional banking institute and move toward a more sophisticated one-stop financial product, service, and solution provider to up and coming entrepreneurs in Vietnam.

PERSONAL FINANCE SERVICES TO BENEFIT FROM INCREASING RETAIL BANK PENETRATION AND RISING MIDDLE CLASS

Currently, banking assets as a % of GDP stands at 124%, significantly below 162% and 278% for India and China, respectively. Further, in 2007, only 8.2 million of the 85 million population had bank accounts, translating to a penetration rate of less than 10%. This has been one of the driving forces of growth in the retail banking industry over the past few years.

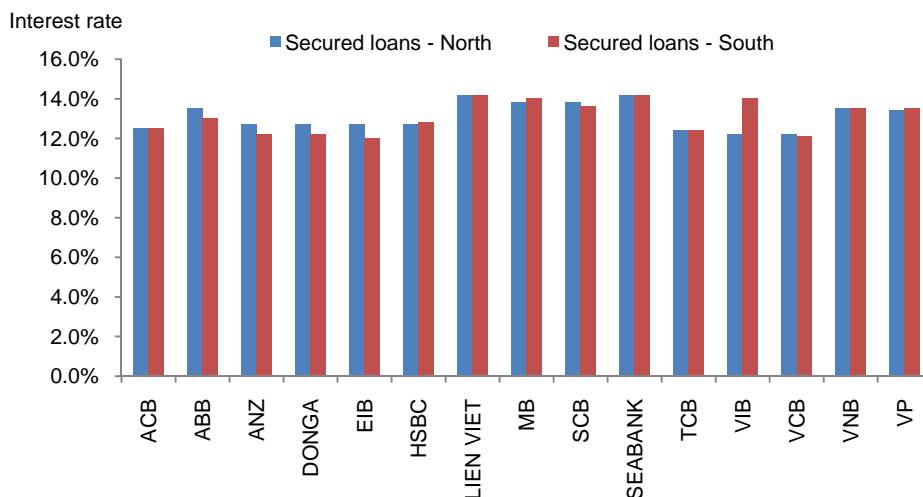
With increases in employment, disposable income, young population and urbanization (as discussed under the MFC segment above), Vietnam's retail banking industry is expected to grow at a CAGR of 12-15% p.a over the next five years.

TCB is poised to exploit this growth through its already established consumer banking experience. TCB saw a retail loan growth CAGR of 71% p.a. from 2004 to 2008 and a retail deposit base growth of 83% annum over the same period.



Source: Company data

Although TCB focuses more on the creditworthy affluent and mass affluent segment with inherently lower credit risk, it has been able to achieve higher interest rates mainly because of its fast and reliable execution and sophisticated service offerings that are unmatched by its competitors. We expect TCB to maintain high interest rates on their loan offerings in the future, as a rising middle class will consider convenience, fast and hassle-free execution and sophistication of the products and services offered as important as the cost of the facility obtained.



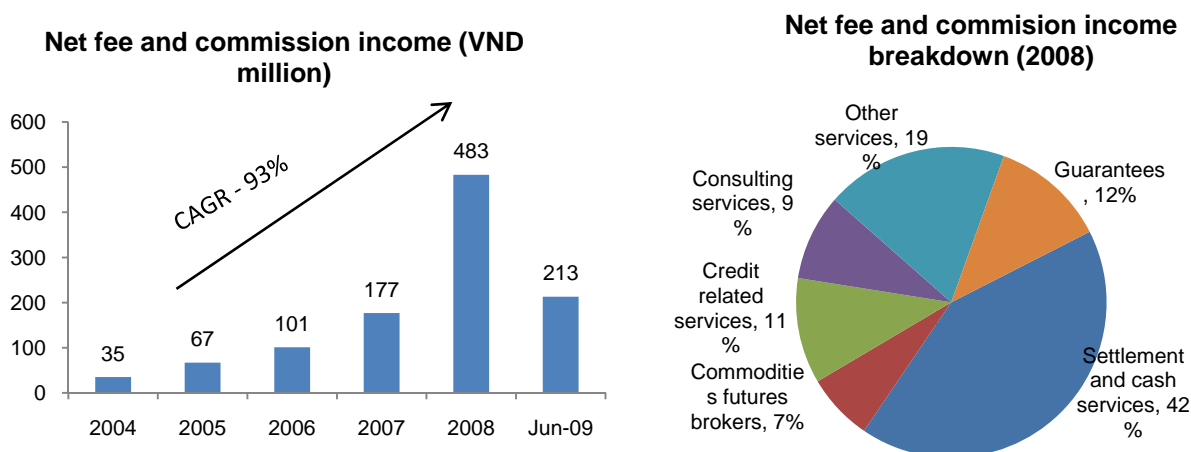
Source: Company data

Further, TCB has been able to attract more customers through its extensive ATM and credit card network via alliances with SmartLink, Banknetvn, HSBC, VISA and MasterCard. TCB is considered as one of the three biggest international card issuing banks in the country with over 143,000 debit and credit cards in circulation by the end of 2008. We consider its market leadership in the credit card market to be a positive driver of future growth as Vietnam ushers in a culture of consumerism based on increased consumer spending. Going forward, we expect TCB to increase its profitability by exploiting cross-selling opportunities to its current customer base.

We expect further income growth potential for the retail division through its Wealth Management Centre (WMC). As the income levels increase in the country, customers may start looking for more sophisticated wealth management services and WMC is currently gearing toward providing customized solutions for each customer based on their financial status and requirements.

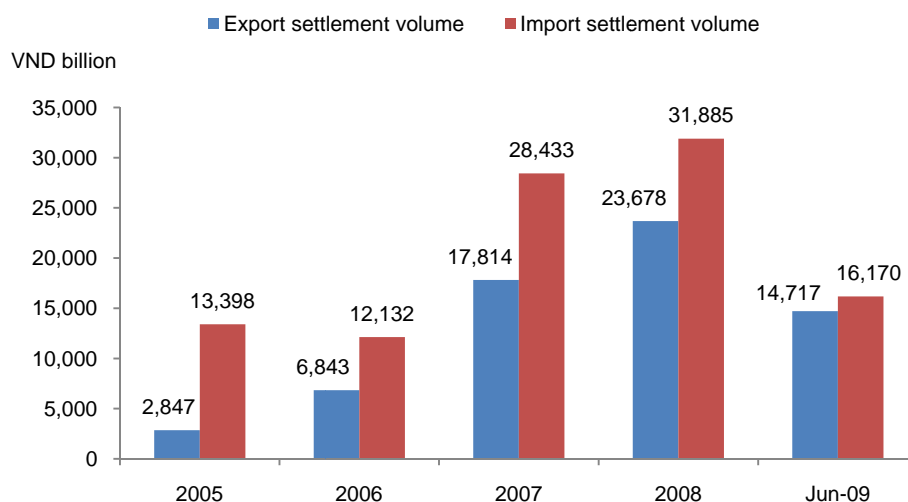
SHIFTING FOCUS TOWARD HIGH-YIELDING, TRANSACTION-BASED BUSINESSES

Over the past few years, TCB has been successful in gradually migrating its corporate banking clients to value added and fee-based products. This is clearly evident in the increase in fee-based income that rose at a CAGR 93% p.a. in the 2004-2008 period.



Source: Company data

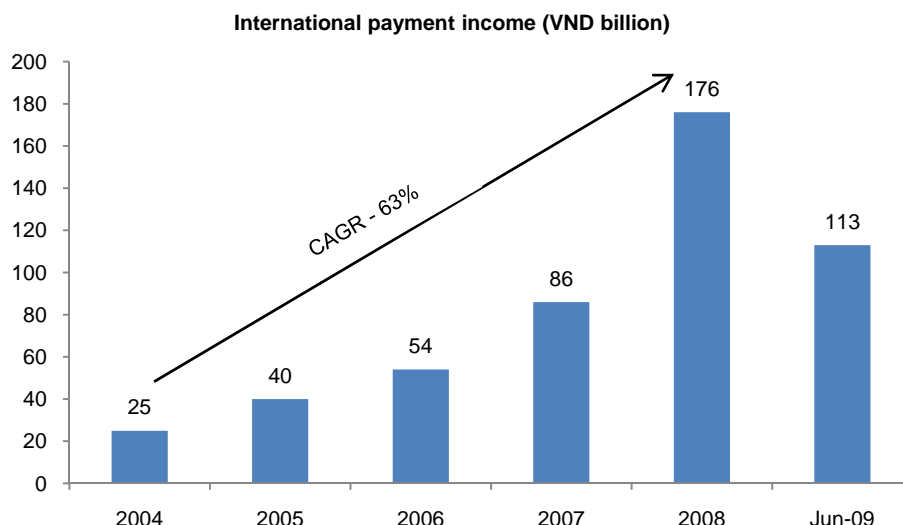
One of the main components of fee-based revenues has been trade finance which increased at a CAGR of 60% from 2004 to 2008. Under trade finance, TCB receives a fee for providing finance facilities at the same time of receiving interest on amounts drawn under the facility. However, the fee income component from the trade facility far exceeds the interest income contributing more to the bottom line. As Vietnam is gearing toward increased foreign trade, opportunities available for TCB to grow its trade finance business are significant.



Source: Company data

Income from the international payment business increased at a rate of 63% p.a. from 2004-2008 adding VND 176 billion to the bank's top line. In the first half of 2009, international payment income reached VND 113 billion well within exceeding last

year's performance. The main drivers behind the success of the international payment business have been the significant investments made by TCB to introduce electronic trading platforms and information systems. This ensures reliable and timely execution of payments, giving TCB an edge over its competitors.

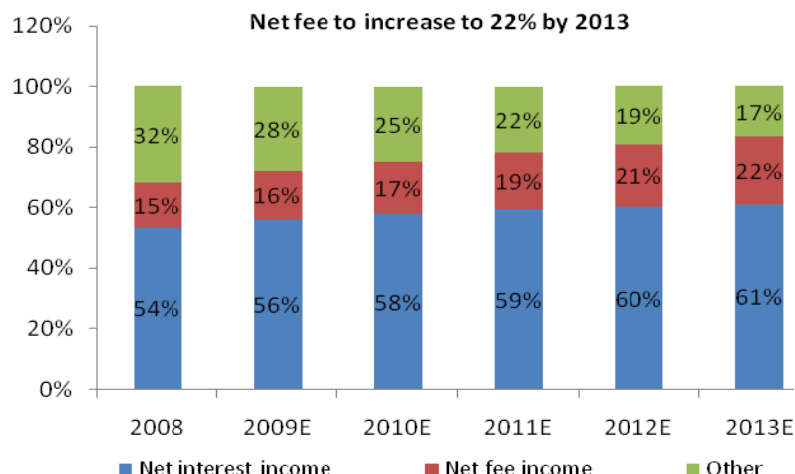


Source: Company data

TCB's foreign exchange business and guarantee business also posted similar results during 2004-2008, increasing 133% and 222% p.a., respectively. Another first from TCB has been the introduction of derivative services to its customers to mitigate exposure to foreign exchange and commodity price risk. Through electronic transactions systems linked to international exchanges, TCB has been able to offer a wide range of hedging mechanisms to producers of agricultural commodities and enterprises involved in the import-export trade.

Vietnam's long-term strategy, focusing on market-based economic growth, will inevitably increase demand for transaction-based banking services. From TCB's perspective, with a SBV-imposed interest rate cap on VND-denominated corporate loans, it's imperative that TCB shifts its business toward transaction and fee-based businesses in order to maintain its growth momentum. As a result, TCB is continuously striving to expand its transaction-based business through product innovation and information infrastructure developments. We expect such developments to add to the profitability of the bank as well as to reduce its exposure to the more competitive retail banking industry. This will enable TCB to provide its customers a total range of products and services that will increase its market share and position itself as a one-stop financial services provider in the market.

Due to the above mentioned reasons, we expect TCB's fee-based income to increase to VND 3,246 billion by 2013 at an income CAGR of 46% from 2008 to 2013E. This will increase its total contribution to the bank's top line from 15% in 2008 to 22% in 2013E.



Source: Company data, analyst estimates

EXPERIENCED MANAGEMENT TEAM WITH MULTINATIONAL MANAGEMENT EXPERTISE AND PROVEN TRACK RECORD TO DIRECT MSN'S FUTURE GROWTH

We think TCB's strong management team, comprising extensive domestic and international banking experience and an established track record as one of the key factors that make TCB a long-term value proposition (for details of the management profile refer the Appendix). One of the key reasons for its success has been the secondment of experienced banking personnel from HSBC to TCB through the former's 20% stake in the latter which has provided TCB with unique management capabilities unmatched by other local banks. We have analyzed key milestones achieved by the management team below, which make TCB one of the best-managed private banks in Vietnam.

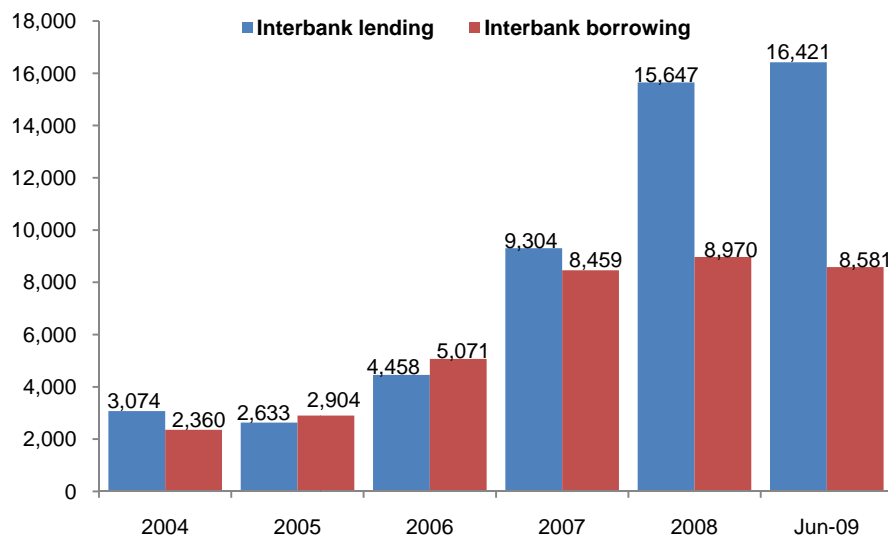
1. Product innovation and introduction of new technology

TCB's strong management team has been instrumental in the introduction of innovative products and services and technological advancements into the bank's operating systems that have made it unique among its peers. This has enabled TCB to introduce many "first of its kind" products and services through a wide range of banking services, providing it with first mover advantage. TCB is the pioneer in introducing Internet banking and mobile banking services in Vietnam. Further, management foresight enabled the bank to be the first JSCB to link its ATM/POS system with four state-owned banks through the Smartlink-Banknetvn system, facilitating TCB customers to access their accounts at more than three quarters of Vietnam's total ATM machines. Additionally, TCB was one of the first JSCBs to issue a Visa Card in 2008. Since then, it has issued 6,113 Visa Cards and is considered as one of the three biggest banks to issue international cards in Vietnam.

F@st VietPay – an online payment service for payments on domestic and international websites, F@st Advance-Overdraft facility, with collaterals as secured assets or customer's salary, Techcombank Vietnam Airlines Visa Card – co-branded Visa Card introduced with Vietnam airlines, allowing customers to accrue bonus miles with every purchase, are some of the other innovative banking facilities introduced by TCB.

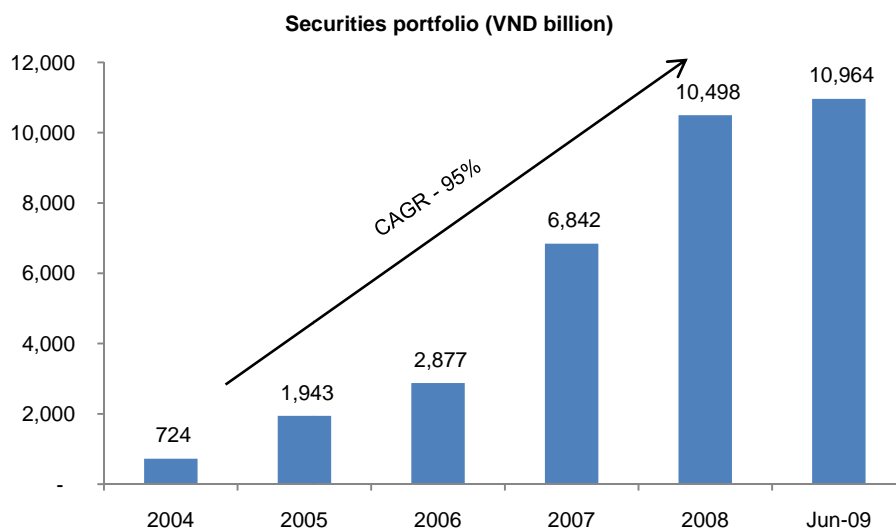
2. Increasing profitability though prudent utilization of liquidity

In the past two years, TCB management has been very active in the interbank lending market. Due to the bank's strong balance sheet and liquidity position, it was able to become a significant net lender, and by the end of first half 2009, TCB had lent VND 16,421 billion (cf. VND 8,581 billion in interbank borrowing) to other banks and financial institutions. This enabled TCB to lend money at a rate as high as 43% to less-liquid banks, significantly boosting its profitability.



Source: Company data

Further, management has been increasingly focusing on portfolio investments to capitalize on its liquidity positions by exploiting attractive capital market opportunities. In 2008 alone TCB was able to realize VND 931 billion from securities trading as a result of management's strategic decision to take advantage of cheaply priced bonds on the back of high interest rates during early-mid 2008.

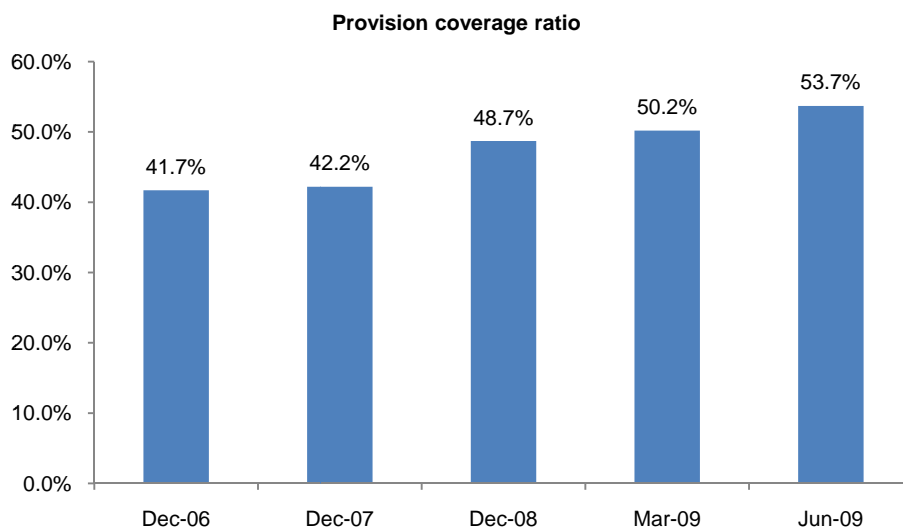


Source: Company data

3. Continuous improvements to the bank's asset quality

Currently TCB's NPL as a % of gross loans stand at 2.54% (vs. an industry average of 3.50%) due to management's stringent credit screening criteria. Even during the height of the credit crisis in 2008 TCB was able to contain its NPLs to a commendable rate of 2.53%.

Further, TCB management follows a prudent provisioning process against loan losses. Apart from following the requirements laid down under SBV regulations and VAS and IFRS accounting standards, TCB itself makes specific provisions as needed based on the quality of its loan books. This has enabled TCB to improve its provision coverage ratio to 53.7% by the end of first half 2009 from 42.2% in 2007.



Source: Company data

TCB generally requires a high level of collateralization for most of its loans. This has enabled TCB to further mitigate its exposure to loan losses and to improve the asset quality of its balance sheet. By the end of June 2009, TCB had a VND 72,302 billion buffer against loan losses compared to gross loan outstanding of VND 33,380 billion, providing a safety net of more than two times its loan value.

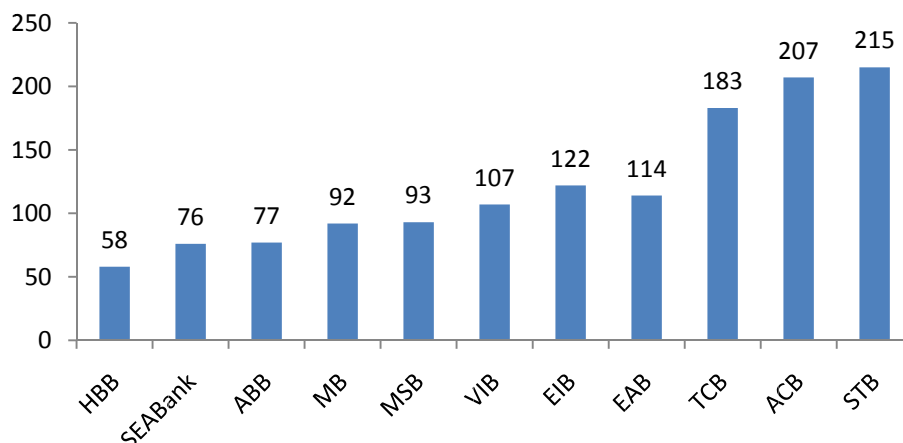
Class	Category	Gross loans outstanding (VND billion)	Specific provisions (VND billion)	General provisions (VND billion)	Collateral value (VND billion)	Buffer against loss (VND billion)
1	Current	30,028	0	260	63,274	63,534
2	Special mention	2,504	47	22	6,223	6,292
3	Substandard	390	39	3	757	799
4	Doubtful	416	68	4	937	1,009
5	Loss	42	12	0	822	876
TOTAL		33,380	166	289	72,013	72,302

Source: Company data

4. Expanding distribution network to increase customer reach

With 51 branches and 132 TSOs by the end of June 2009, TCB has the third-largest network among JSCBs in Vietnam.

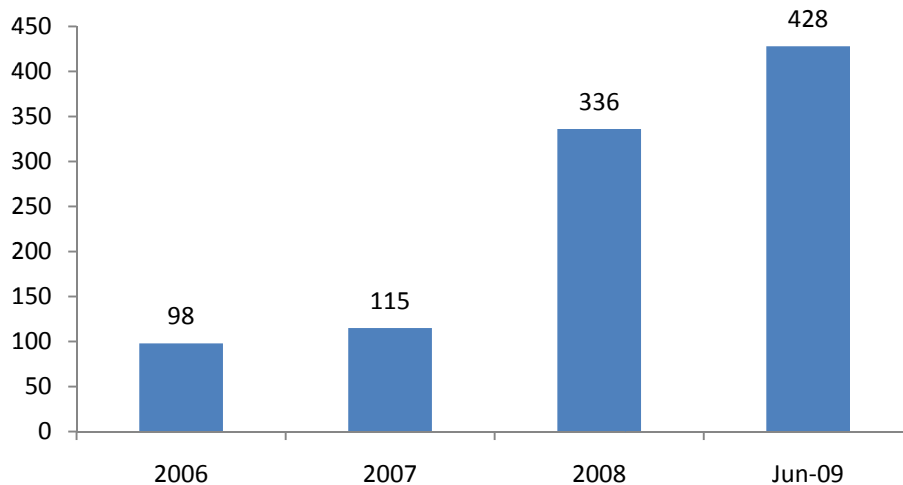
**No. of locations for Techcombank and other JSCBs
(as of 30 June 2009)**



Source: Company data

TCB gives strategic focus to urban areas and is strategically located in all three commercial hubs in the country. TCB's branches are mainly divided into corporate banking and retail banking. This has enabled the bank to provide a specialized service based on the main customer segment in a particular region. TCB has taken special care to expand its ATM network over the past few years with 428 ATMs in operation by the end of June 2009.

No. of Techcombank ATMs (as at 30 June 2009)



Source: Company data

Further, as discussed earlier through its link to the SmartLink-Banknetvn system and its tie up with Visa and MasterCard, TCB customers have access to more than three quarters of ATMs in Vietnam. The results of these expansions were clearly seen as ATM withdrawals and transfers increased 149% to VND 7,744 billion from 2007 to 2008.

5. Continuous brand building strategy

The TCB management has been instrumental in building a strong brand name for the bank in Vietnam. TCB is a front-runner for product innovation among banks in Vietnam and is considered as one of the most technologically advanced banks in the country. Further, in 2008, TCB was recognized as the “most satisfying service provider” among other banks by the readers of Sai Gon Tiep Thi magazine. This was confirmed by another survey by Cimigo which revealed that TCB customers are the most likely to recommend their primary bank to other customers. Further, TCB was the first private bank in Vietnam to be rated by Moody's with a baseline credit assessment of Ba3, which is equivalent to the sovereign rating of the Vietnamese government.

6. Establishing a strong corporate governance framework

A majority of TCB's Board of Directors consists of non-executive directors and the Chairman and CEO roles are separate from one another, establishing globally accepted corporate governance principles in its operations. TCB management is further strengthened by the Board of Supervision, which acts as a check to ensure the bank's activities are run in the best interest of shareholders. Comprising five members, it supervises the bank's financial performance, internal audit process, compliance with accounting rules, and internal controls that are in place. Further, seven more subcommittees directly reporting to the Board of Directors are appointed to overlook several key functions of the bank, and to introduce internationally accepted corporate governance best practices to the organization. These subcommittees include:

1. Audit and risk committee
2. Nomination and remuneration committee
3. Executive Committee
4. Strategic Investment Council
5. IT Steering Committee
6. Asset-Liability Committee
7. Risk settlement Council

TCB'S OPERATIONS ARE STRENGTHENED BY PARTNERSHIPS WITH LEADING DOMESTIC AND INTERNATIONAL AGENCIES

HSBC

One of its alliances has been with global banking giant HSBC, which increased its stake in TCB to 20% in 2008, the maximum ownership a foreign bank is allowed to have in a local bank. This enabled a smooth transition of world-class management capabilities and technological know-how from HSBC to TCB operations.

TCB's Board of Directors comprises two seasoned executives from HSBC, including Head of Asia Pacific Strategy and Planning. Further, TCB's management team has been strengthened through the secondment of several key executives from HSBC. The positions held by such personnel include, Head of Personal Finance Service (PFS) division, Chief Risk Officer, CFO, Head of Collections, and IT Security Consultant. This is a strategic strength for TCB as other JSCBs with strategic alliances with international institutions have not received the same degree of hands-on operational support from its partners. Further, TCB has been able to leverage on HSBC's ATM network to expand its customer reach and jointly promote a wide range of banking products including retail lending and deposit products, trade finance, treasury products, derivatives, and remittance services.

Vietnam Airlines

TCB has been able to tie up with the national carrier, which is also a shareholder of the bank to develop a co-branded credit card that offers the cardholder numerous privileges from both Vietnam Airlines and TCB. It has been able to further leverage on this relationship by arranging aircraft leasing for six new aircraft in collaboration with HSBC and Credit Swiss. TCB currently handles the cash management and payroll functions for several of its subsidiaries. TCB expects to strengthen this relationship in the future through offering more products and services to the national carrier.

Cooperation with international development institutions

TCB's Corporate Banking division has been selected as the preferred partner by various multilateral and overseas development institutes to provide funding, training, and advisory support. IFC has been instrumental in defining TCB's strategy and business offerings for SMEs and improving its IT platform. In 2008, IFC provided more than USD 60 million in credit facilities to fund TCB's lending operations to SMEs.

PROPARCO, a finance institution affiliated to the French Development Agency, extended a credit line of USD 15 million in 2009 for the purpose of supporting TCB's mid- to long-term lending to SMEs. FMO, a public-private international development bank from the Netherlands, has agreed to provide a USD 12 million credit facility for SME loans and home loans and to assist in organizing training courses for TCB employees.

TCB's financial performance

Net interest income

Net interest income increased at a CAGR of 78% from 2004 to 2008 on the back of an interest earning asset growth of 65%. Growth was further fuelled by the net interest margin, which rose to an all-time high of 3.8% in 2008.

Future outlook

We expect TCB's net interest income to reach VND 8,873 billion by 2013E at a CAGR of 38% from 2008 to 2013E. Our assumption is backed by a 40% CAGR over the same period in interest earning assets and a more conservative net interest

margin of 3.4% over the same period. We are of the view that with the expected economic growth, more people will become eligible to receive loan facilities, boosting demand for lending. At the same time, we expect lending rates to be more competitive as new players enter the market and existing players increase their operational efficiencies. We estimate a deposit growth of 37% p.a. over the same period as we expect more people to shift toward higher yielding capital market instruments vis-à-vis bank deposits due to increased popularity of such instruments.

VND Billion	2008	2009E	2010E	2011E	2012E	2013E	CAGR 2004- 2008	CAGR 2008- 2013E
Net interest income	1,761	2,158	3,186	4,545	6,402	8,873	78%	38%
Interest earning assets	26,019	37,978	52,814	72,451	101,859	139,893	65%	40%
Gross deposits	39,618	57,900	79,672	107,112	142,773	187,740	71%	37%
Net interest margin	3.8%	3.1%	3.3%	3.4%	3.6%	3.8%		

Source: Analyst estimates

Non-interest income

TCB's fee and commission income increased 93% p.a from 2004 to 2008 and trading, treasury and other income showed a similar growth of 95% p.a over the same period. In 2008, fee and commissioning income constituted 15% of the total income, while treasury activities contributed 32% on the back of aggressive securities trading activity.

Future outlook

We expect fee and commission income to post a 46% CAGR from 2008 to 2013E as TCB has increased its focus toward higher margin fee-based business. We expect this trend to result in a 22% contribution to total top line in 2013E vs. a 15% contribution in 2008. Our estimates suggest an 18% CAGR for income from trading and treasury activity and a more realistic income contribution of 17% by 2013E.

VND Billion	2008	2009E	2010E	2011E	2012E	2013E	CAGR 2004- 2008	CAGR 2008- 2013E
Net fee & commission income	483	608	940	1,420	2,180	3,246	93%	46%
As a % of total income	15%	16%	17%	19%	21%	22%		
Trading treasury & other income	1,047	1,078	1,370	1,687	2,042	2,410	95%	18%
As a % of total income	32%	28%	25%	22%	19%	17%		

Source: Analyst estimates

Profitability – Cost to income and ROE

In 2008, TCB posted a cost to income ratio of 26% vs. an industry average of 40% on the back of its consistent and continued focus on efficiency. Due to rapid network expansion and high costs associated with recruiting capable management personnel, we expect this ratio to increase slightly in the future and average around 32% from 2009 to 2013E.

We expect TCB to increase its ROE from 26% in 2008 to 33% in 2013E on the back of significant income growth and successful management of operational costs; this is much higher than a local JSCB average of 12-15% and a regional average of 16-17%.

	2008	2009E	2010E	2011E	2012E	2013E
Cost to income ratio	26%	30%	31%	32%	33%	34%
ROA	2%	2%	2%	2%	2%	3%
ROE	26%	27%	33%	33%	33%	33%

Source: Analyst estimates

Asset quality

We expect TCB to comfortably meet the capital adequacy ratio (CAR) of 8% under the Basel II guidelines, which will be implemented in 2010. Our conservative assumptions forecast a 10% CAR well above the stipulated guidelines. Further, we expect TCB to maintain an acceptable NPL to gross loan ratio of 2.5-2.8% during the forecast period. We have increased our NPL ratio slightly to account for robust growth in TCB's loan portfolio over the next five years. However, we expect the company to increase its loan loss provisions going forward, thereby, increasing its NPL coverage ratio from 49% in 2008 to 66-68% over the forecast period.

	2008	2009E	2010E	2011E	2012E	2013E
Capital Adequacy Ratio	10%	10%	10%	10%	10%	10%
NPL/Gross loans	2.5%	2.5%	2.7%	2.8%	2.7%	2.8%
Reserves/NPL	49%	70%	68%	67%	67%	66%

Source: Analyst estimates

APPENDIX

(a) VIETNAM: COUNTRY PROFILE

The Socialist Republic of Vietnam is the easternmost country on the Indochina Peninsula in Southeast Asia. It is bordered by China to the north, Laos to the northwest, Cambodia to the southwest, and the South China Sea to the east. With a population of over 86 million, Vietnam is the 13th most populous country in the world. Vietnam's economy has gradually transitioned from an agriculture based, central planned economy to a more open market economy. Vietnam's unemployment rate recorded 4.7% in 2008, while the inflation rate was 23.1%.

In the post-Vietnam war era, the nation was politically isolated. The government's centrally planned economy hindered growth until it took active steps toward economic reform. In 1986, the government initiated several reforms starting the Doi Moi era. This was followed by the Trade Era to the Accelerated Reform period which has continued to this day.

By 2000, Vietnam had established diplomatic relations with most nations and made a successful bid to become a non-permanent member of the United Nations Security Council in 2008. These efforts to integrate with the international community and transition to a market economy culminated in Vietnam joining the World Trade Organization in 2007. This has led to the next phase of growth through higher Foreign Direct Investment and increased trade flows.

Its economic growth has been the second highest in the world (after China) in the past two decades with Gross Domestic Product (GDP) of USD 89.829 billion in 2008. This large population coupled with a growing middle class will drive domestic consumption, leading to further economic growth. In addition, structural changes in the economy will add further impetus to economic growth, expected to be c.5.6% p.a. over the next five years.

INCREASED DOMESTIC CONSUMPTION AND LIBERALIZATION OF THE FINANCIAL SECTOR: TWO KEY GROWTH ENGINES IN VIETNAM

Strong growth in domestic demand expected to continue:

75% of GDP growth is expected to come from domestic consumption in the coming years. The large population size with increased workforce participation had led to rising income levels. The middle class particularly has driven growth not only in basic categories such as food and apparel but also in more sophisticated categories such as IT and communications.

Vietnam's large population of c.90 million makes it one of the most populous countries in the world. With 56% of the population in the 19-64 age group, there is high participation in the workforce with current demand soaring. Furthermore, with a large proportion about to enter the workforce in the next decade with 38% of the population being below 19 years, domestic consumption is likely to be sustained at high levels in the future.

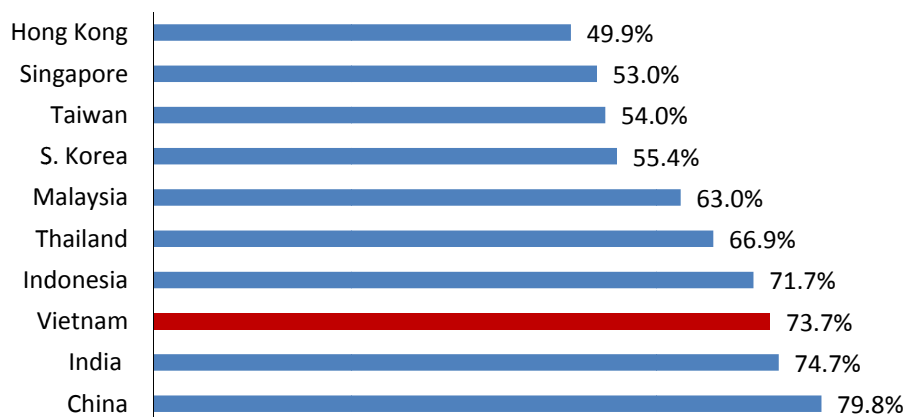
With greater workforce participation, income levels have risen sharply with real GDP per capita on a Purchasing Power Parity adjusted basis increasing threefold in the past 20 years from USD 840 in 1988 to USD 2,500. This in turn has led to the middle class doubling in the past five years with 64% of the population constituting the middle class in 2008 as opposed to 31% in 2003.

The middle class, therefore, has been the momentum behind the growth. In basic categories, such as food and apparel, the middle class will continue to contribute above 50% of total consumption. Furthermore, the middle class will prove the impetus in more sophisticated categories such as IT and communications (2,000% growth in mobile phone subscribers and 1,300% growth in computers from 2003-

2008), transport (70% increase in passenger cars from 2003 to 2008) and financial services (28,000% growth in number of debit cards from 2003 to 2008). Penetration of these products will continue to drive growth as income levels rise further.

Food expenditure is forecasted to remain the largest proportion of consumption. Per capita food spending in Vietnam is relatively low compared to other Asian economies, signifying considerable room for growth in the industry. Busier lifestyles and rising incomes are expected to drive consumption of convenience and packaged foods as well. While price remains the most important factor in purchasing, quality is becoming increasingly important to a more discerning consumer market in Vietnam.

Food spending as a % of retail



Source: EIU, Euromonitor

Furthermore, food and beverages constitutes the largest proportion of consumption with 40% in 2008.

Processed food, the largest sector in manufacturing (c.5% of GDP in 2008) grew by 15% per annum during 1988-2009. In addition, new private sector enterprises mushroomed and grew by 100% per annum between 2000 and 2007.

Development of the financial system will lead to Vietnam's high savings (31% of GDP in 2008) to further add to GDP growth through a credit multiplier effect:

Vietnam's banking sector has grown in parallel with liberalization of the industry and development of its economy. Domestic credit grew at a CAGR of 34% during 2002-2008, with total deposits rising at a CAGR of 33% over the same period.

Despite rapid growth of Vietnam's banking sector in recent years, penetration of the financial sector in general (the banking sector in particular) remains low. As of 2007, there were only 8.2 million bank accounts in Vietnam. This total included 5 million accounts for individuals compared to a total population of 85 million. The government's focus on banking reforms has improved public confidence in banks and spurred strong growth in deposits. However, Vietnam's financial sector penetration lags far behind that of other Asian countries. There still is significant scope for banks in Vietnam to improve their distribution and product offerings in order to encourage greater institutionalization of household savings.

In 2008, Vietnam's financial assets as a percentage of GDP of 124% was lower than other emerging Asian economies. Growing GDP is correlated with increased banking sector penetration. A rise in disposable income triggers an increase in consumer spending and savings which would encourage transactions through banks for convenience and efficiency.

Trends such as improved regulation and growing public confidence in the banking sector, growth in income, improving living standards, a young and increasingly urban population with greater exposure to the banking system, growth in international trading and Vietnam's overall development mean that the country's banking system will play an increasingly prominent role in facilitating transactions for consumer spending and purchases.

POLITICAL STABILITY, MARKET ECONOMY, FOREIGN CAPITAL INFLOWS, STRUCTURAL CHANGES: OTHER KEY INGREDIENTS IN THE VIETNAM GROWTH STORY

- **Political stability and responsive government to drive growth and limit volatility:**

The government is not only adept at responding to economic crises but has also displayed extraordinary dexterity to shift gears when needed. Vietnam has one of the most stable political environments in the world (ranked 139 in the world on the Political Instability Index vs. 40-55 for most ASEAN countries) which will allow the government to continue to pursue reforms aggressively in the future.

- **Shift to market economy from agriculture-based to add further impetus:**

The structure of the economy prior to 1986 was mainly agriculture oriented (42% of GDP in 1988) with services (36%) and industry (22%) being much smaller. With continuous reforms, Vietnam became a more manufacturing-based economy by 2008 (agriculture contributed 22% to GDP, the share of manufacturing and mining increased to 40%, and the share of trade increased to 38% in 2008).

- **FDI and large diaspora fuelling consumption and investment:**

FDI remains a major driver of GDP growth with foreign invested sectors growing twice as fast as GDP growth during 1996-2008. Furthermore, 25% of incremental employment will be created by foreign invested sectors.

The large diaspora of c.3 million earn c.USD 40 billion annually and are fuelling consumption and investments in the economy through:

- (a) Increased remittance flows, which grew 24% over the past five years resulting in USD 8 billion of flows in 2008, c.9% of GDP
- (b) Direct investments of USD 2 billion through 3,000 projects by 2008 focused on trade and services

- **Structural changes to enhance economic growth:**

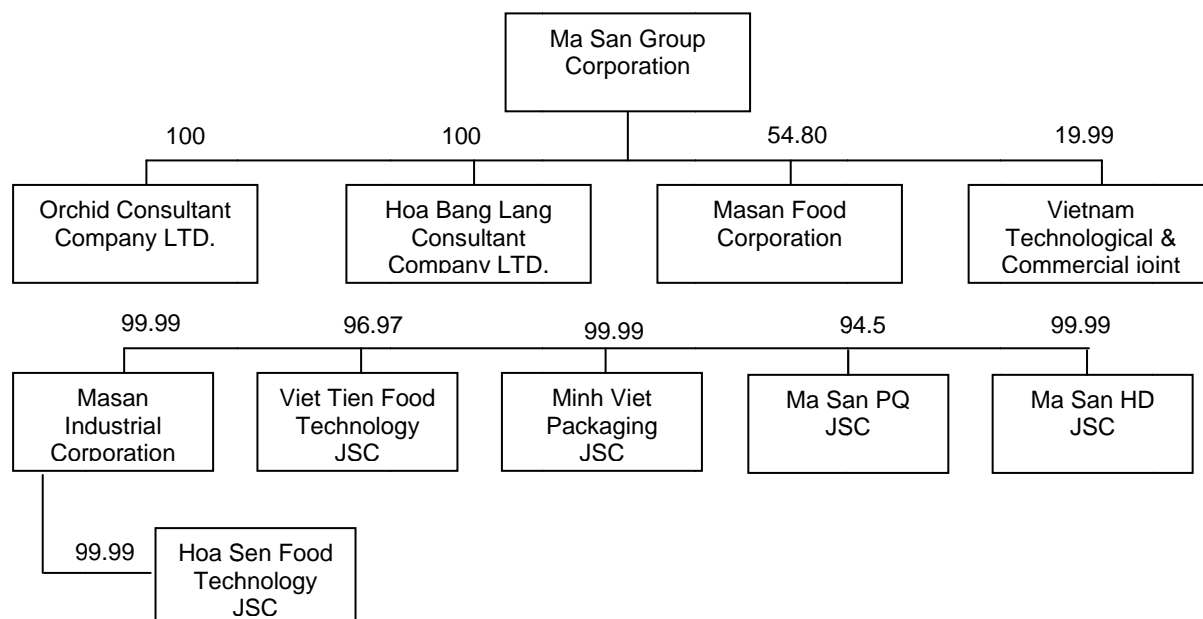
The shift away from SOEs (of the currently existing 2,600 SOEs contributing 31% of the GDP, government has announced plans to equitize 900 SOEs and restructure 1500 SOEs by 2010) to private enterprises, as well as ongoing SOE reform, will drive greater market efficiencies.

Investment in infrastructure (ports, roads, electricity etc.) is expected to increase significantly, driving GDP growth as well acting as an enabler for growth of other sectors in the economy.

(b) MASAN GROUP: COMPANY PROFILE

Masan Group (MSN) is a Vietnamese business group with interests in the consumer and financial services sectors. At present, the group holds a 75.8% economic interest in Masan Food Corporation (MFC), one of the largest food companies in Vietnam, directly and indirectly through its wholly owned subsidiaries, Orchid Consultant Company Ltd. and Hoa Bang Lang Consultant Company Ltd.

MSN has a 20% stake in Techcombank, the third largest private sector bank in Vietnam



Source: Company data (%)

Masan Group focuses on finding business opportunities in sectors that will benefit from Vietnam's economic development and demographic trends. Historically, investment decisions have been made based on the following:

- Scalable and established business
- High return potential
- Strategic and financial investor interest

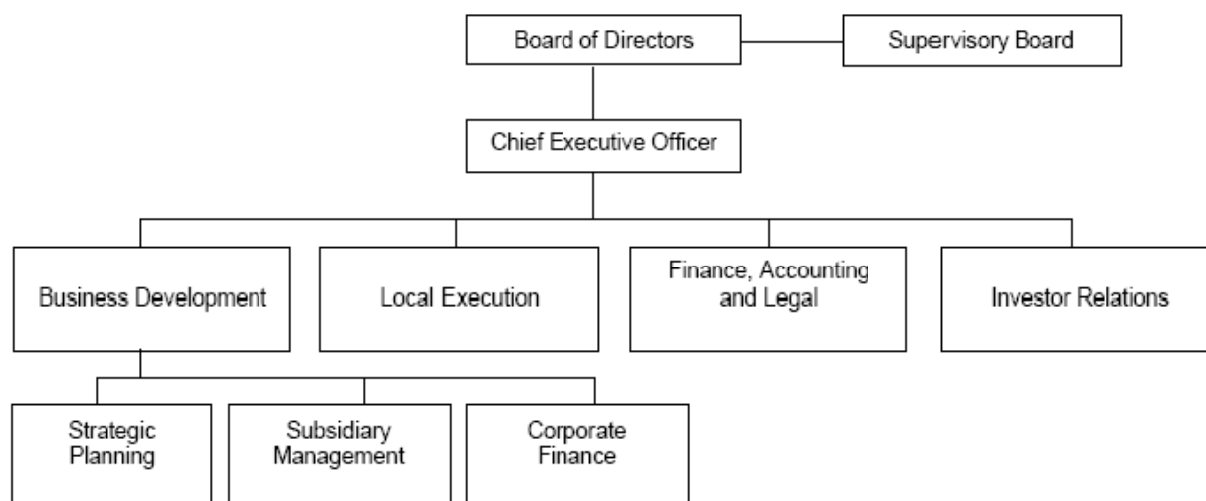
Masan focuses on hiring local management with strong credentials for each portfolio company, handling investor relations, facilitating relationships with foreign entities, raising capital to finance operations, developing growth strategies, and advising the board of directors on brand and product development. The group is engaged in identifying and evaluating business building opportunities that will complement its current portfolio and raise capital to finance investments in such businesses.

The group seeks to benefit through understanding the local market, the vast international industry related exposure of the management team, alliances with reputed international firms, risk management capabilities, and the aptitude to build brands to increase portfolio value.

HISTORY

Masan Group is a product of a restructuring of Masan Corporation's investments in October 2009. Masan Corporation has over 15 years of experience in various sectors ranging from F&B, financial services, trading, mining, shipping and real estate. The restructuring made Masan Group a holding company with interests in MFC and TCB, two of the growth companies previously held by Masan Corporation. This has allowed Masan Group's management to focus on the F&B and banking sectors, areas which have significant growth potential with the changing economic landscape. Masan Group's majority stakeholders continue to be Masan Corporation.

MANAGEMENT STRUCTURE



Source: Company data

KEY EXECUTIVES

Masan Group's operations are backed by well-experienced senior leaders, supported by a team of professionals who possess in-depth industry knowledge and skills. The board and senior management team have experience ranging from reputed financial institutions such as Merrill Lynch, Deutsche Bank, JPMorgan, DBS, Citibank, Standard Chartered, and ABN AMRO, and leading Multi-National Corporations (MNC) consumer companies such as Nestle, Unilever, and Proctor and Gamble (P&G).

Dr. Nguyen Dang Quang

Dr. Nguyen Dang Quang has been the Chairman of Masan Group and Masan Food, and Vice Chairman of Techcombank since 2008. He was a staff member at the Vietnamese Academy of Science from 1991-1994, and since then has held leadership and managerial positions within the group. He holds a PhD in Physics and a post-graduate degree in financial management from Belarusian State University.

Ho Hung Anh

Ho Hung Anh is the Vice Chairman of Masan Group and has been the Chairman of Techcombank and Vice Chairman of Masan Food since 2008. He was a board member during 2003-2006 and was the Vice Chairman from 2006-2007 in Techcombank. He holds a bachelor's degree in electronic engineering from Kiev Polytechnic Institute.

Madhur Maini

Madhur Maini has been the Chief Executive Officer of Masan Group since August 2008 and is a board member of the Masan Group, Masan Food, and Techcombank. Prior to joining Masan, Madhur was employed at Deutsche Bank as the head of credit trading, principal finance and private equity for Southeast Asia.

Madhur has 14 years of investment banking experience and has had an impressive and extensive track record in Asia where he was instrumental in generating new businesses for Merrill Lynch and Deutsche Bank. Some of the senior roles he held include; Country Head of Malaysia - Merrill Lynch (Singapore), Director of Deutsche Bank (Singapore).

Madhur is a graduate of the Management and Technology program at the University of Pennsylvania and he was a Benjamin Franklin Scholar. Further, he holds a bachelor's degree in Economics from the Wharton School, with concentration in finance, and a degree in engineering from the School of Engineering and Applied Sciences.

INVESTMENTS

(a) Masan Food

Industry: Consumer products

Masan Food is one of Vietnam's largest culinary and food convenience companies, with a presence in the fish, soy, chili sauce, and instant noodle markets.

Masan Food's product lines consist of three principal components: (i) sauces (ii) instant noodles, and (iii) granules. Masan Food manages its portfolio of brands by product segment, where each brand would cater a certain target market.

Sauces

Masan Food manufactures fish sauce, soy sauce, and chili sauce. According to Euromonitor, Masan Food's retail value market share of the domestic fish, soy, and chili sauce retail markets stood at 19.4%, 62.8%, and 25.5%, respectively, in 2008.

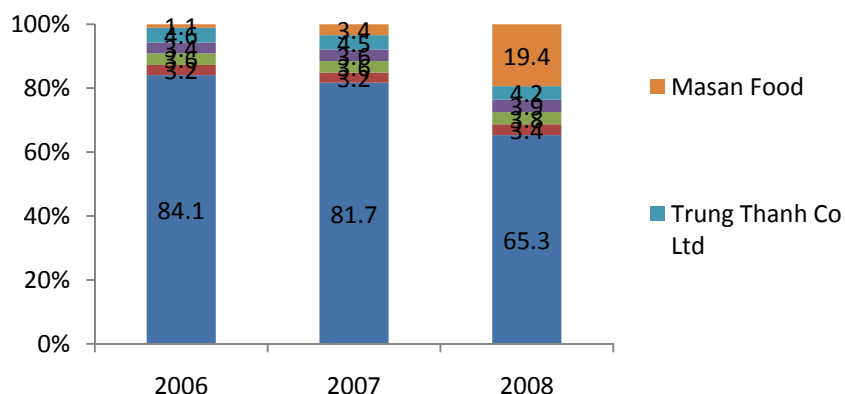
In terms of fish sauce, a condiment derived from fish that is left to ferment, is used in Vietnamese cooking, and can be used in mixed form as a dipping condiment. Masan Food currently manufactures and markets two brands of fish sauce in Vietnam, Chin-Su, and Nam Ngu. Chin-Su is the premium fish sauce product launched in September 2003, while Nam Ngu is the mid-tier segment fish sauce which provides value for customers' money.

Soy sauce is a popular condiment used in Asian countries and has a relatively small market in Vietnam as most consumers' first choice is fish sauce. Masan Food launched its first soy sauce, Chin-Su, a premium value sauce, in 2002 and introduced Tam Thai Tu, targeting the mid-tier market in May 2007. Masan Food introduced a new high-grade variant of Chin-Su in 2008 and currently sells twelve variants of its two brands.

The chili sauce segment in Vietnam is small with modest growth. Chili sauce is mainly consumed in urban areas as dipping sauce. Masan Food currently markets two brands of chili sauce, Chin-Su and Rong Viet.

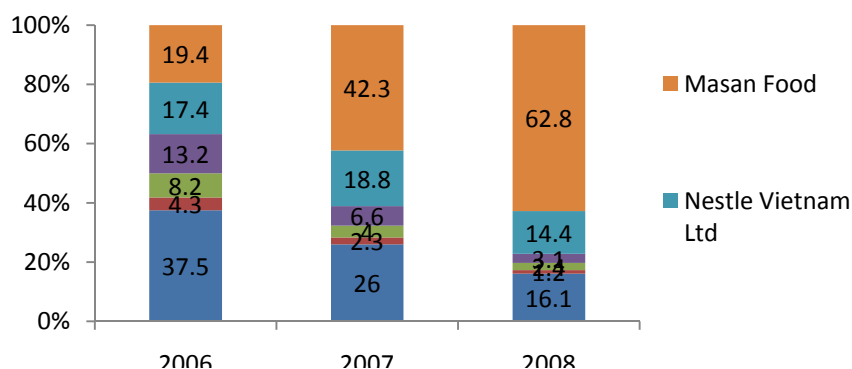
According to Euromonitor, Masan Food's Nam Ngu fish sauce, Tam Thai Tu soy sauce, and Chin-Su chili sauce are market leaders in their respective segments with a share of 13%, 57%, and 18%, respectively, as of Dec 2008. Further, Chin-Su has been voted the number one brand in the sauce and seasoning category for four consecutive years by Saigon Marketing.

RELATIVE VALUE SHARE OF FISH SAUCE MARKET IN VIETNAM



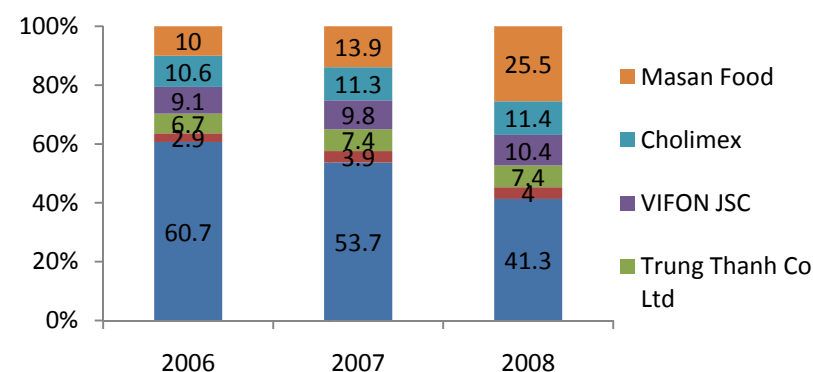
Source: Euromonitor

RELATIVE VALUE SHARE OF SOY SAUCE MARKET IN VIETNAM



Source: Euromonitor

RELATIVE VALUE SHARE OF CHILI SAUCE MARKET IN VIETNAM



Source: Euromonitor

Instant noodles

The instant noodles retail market in Vietnam is growing and is volume driven. Masan Food began marketing instant noodles in June 2007 with the launch of its Omachi premium brand noodles. Masan Food currently manufactures and markets three flavors of Omachi noodles. Sales of its instant noodles increased substantially in 2009 with the introduction of a mass market product line, Tien Vua. The Omachi brand had 2.1% of the instant noodles retail value market in 2008.

Production facilities

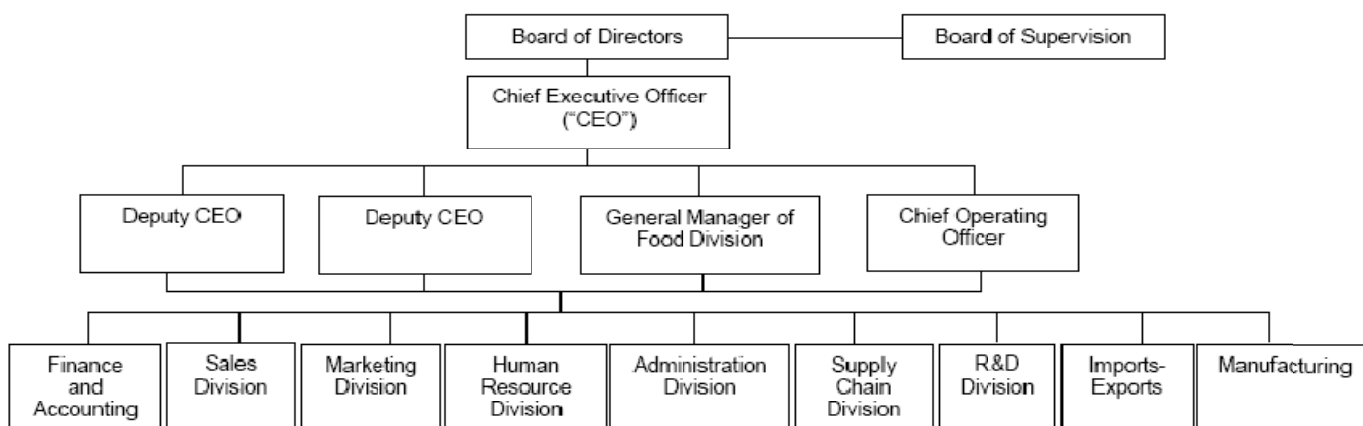
Masan Food produces its brands through one of six subsidiaries, each of which is wholly or majority owned. The six subsidiaries are:

- Masan Industry 99.99%
- Vitecfood 96.97%
- Masan HD 99.99%
- Mivipack 99.99%
- Masan PQ 94.50%
- Hoa Sen 99.99% (held by Masan Industry)

Each subsidiary focuses on a different product or function, though there is overlap in fish sauce and instant noodles. All subsidiaries ship their finished products from the three factories at Binh Duong, Tan Binh, and Hai Duong to Masan Food's distribution centers.

Masan Food has developed an extensive domestic distribution system covering approximately 120,000 Points of Sale (POS) in all 65 provinces of Vietnam. Presently, Masan Food has links with over 130 distributors. Masan Food's five distribution centers in Binh Duong, Tan Binh, Da Nang, Hung Yen, and Hai Duong are located to provide its distributors with products within 24 hours of an order being placed.

MANAGEMENT STRUCTURE



Source: Company data

(b) Techcombank

Industry: Financial services

Techcombank is a joint stock bank, incorporated in Vietnam in 1993. Techcombank was established to act as an efficient non-government financial intermediary and aid in the development of Vietnam.

It has established itself as a market leader in terms of introducing new products, improving service delivery to customers, and upgrading its internal policies and procedures in a move toward implementing international best practices.

Techcombank was among the first banks in Vietnam to utilize a centralized core banking system, create a separate division for credit approval and risk management,

offer internet banking, offer debit cards, and receive a credit rating from an international rating agency.

Techcombank has seen rapid growth over the past four years, expanding its operations from 20 to 50 branches, from 65 to 135 Techcombank Sales Offices (TSO), and from nearly 95 to 500 Automated Teller Machines (ATM).

Techcombank's principal business activities consist of the following:

- Corporate and commercial banking
- Personal Financial Services (PFS)
- Treasury operations

Corporate and commercial banking services have been a core part of Techcombank's business. The corporate banking division provides a full range of commercial banking services including lending, deposit taking, payment services, guarantees, and trade finance for the bank's corporate customers. The bank's treasury center also provides a variety of other products for customers of the corporate banking division, including foreign exchange and commodity derivatives.

Techcombank serves its corporate customers through its network of branches and TSOs managed by the corporate banking division. Presently, the corporate banking division's network comprises approximately 48 branches and 24 TSOs. These branches and TSOs are staffed by over 1,000 employees grouped in teams under relationship managers that focus primarily on serving the needs of the bank's corporate customers.

In addition, the bank offers a wide variety of PFS products to its retail customers, including loans, deposit products, and debit/credit cards. Techcombank serves its retail customers through branches and TSOs managed by the PFS division. The PFS division's network includes two branches and approximately 111 TSOs at present. The bank has its own network of approximately 500 ATMs and has joined its card system with SmartLink and Banknetvn, the two largest card alliances in Vietnam, and formed a strategic partnership with HSBC, giving its retail customers access to over 7,000 ATMs and approximately 14,000 POS nationwide.

Techcombank's treasury center is responsible for managing the bank's liquidity resources and maximizing returns on its excess funding. Given the bank's high level of liquidity from growth in deposits, the profit-making function of the treasury center has become increasingly important. The treasury center's key profit engines include derivatives and future brokerage, lending the bank's excess funds to other banks and investment in securities.

Techcombank has developed a modern and efficient network for delivery of banking services to its customers. Due to the maturity of the market and prevailing customer preferences, branches, and TSOs are the bank's most important delivery channel in Vietnam, with ATMs playing an increasingly important role in facilitating customer transactions. Techcombank is also pioneering more sophisticated distribution networks that are in a nascent stage in Vietnam, such as the Internet and mobile phone banking.

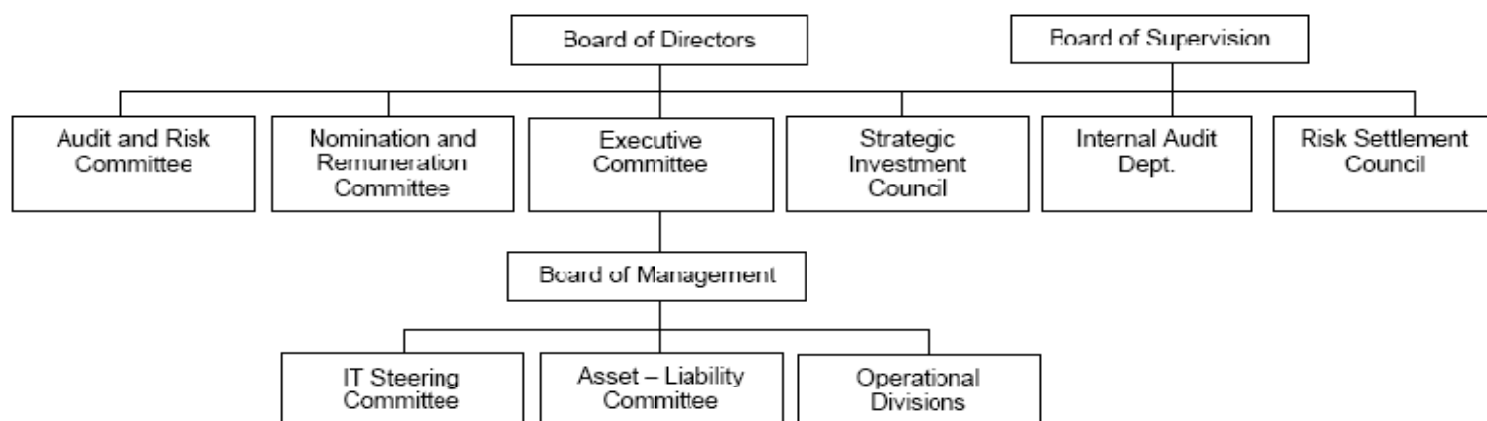
The bank has rapidly grown its branch network in order to increase its reach, expand its customer network, and improve its service platform. Techcombank had approximately 50 branches, including the head office in Hanoi and approximately 135 TSOs, in August 2009. Techcombank currently has the third-largest network among Vietnam's joint stock banks, behind Asia Commercial Joint Stock Bank and Saigon Thuong Tin Commercial Bank.

ATMs play an increasingly important role in facilitating customer transactions in Vietnam. ATMs provide a high level of convenience to the bank's customers. Presently, Techcombank operates nearly 500 ATMs throughout the country. Techcombank completed its system linkup with Visa and MasterCard, enabling its customers to conduct transactions at ATMs and POS around the world.

Further, Techcombank has been a pioneer in the Internet banking segment in Vietnam. The bank's F@st ibank product, first introduced to PFS customers in May 2007, allows its users to check account balances, make transfers, pay bills and print account statements anywhere in the world by logging on to the Techcombank Internet banking website. F@st e-bank, introduced in June 2008, is currently the only full-service Internet banking product offered by a Vietnamese bank to corporate banking customers. This service allows customers to check account balances and transfer funds to other accounts within Techcombank's system or to accounts at different banks.

In terms of mobile phone banking, the F@st Mobipay service provided by the bank allows customers an account at Techcombank to make account inquiries or payments through a registered mobile phone.

MANAGEMENT STRUCTURE



Source: Company data

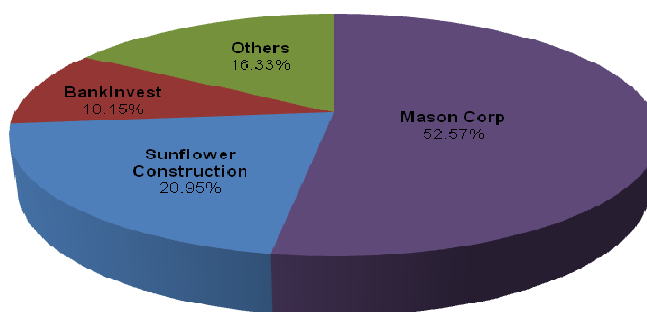
OTHER SUBSIDIARIES

(a) **Hoa Bang Lang Consultant Company Limited**

(b) **Orchid Consultant Company Limited**

Hoa Bang Lang and Orchid Consultant Company Limited are wholly owned subsidiaries of Masan, registered in August 2009. They are licensed to provide management and investment consultancy services (except financial and accounting consultancy services), and currently hold 11.0% and 7.0%, respectively, of Masan Food's total outstanding shares.

MAJOR SHAREHOLDERS



Source: Company data

Note: The above chart shows the shareholding percentages held by various institutes in the Masan Group as of the date of the submission of the HoSE listing prospectus. Masan Corporation holds a 100% stake in Sunflower Corporation.

KEY PARTNERSHIPS

(a) Texas Pacific Group (TPG)

TPG Growth is the growth equity and smaller buyout investment platform of TPG, a global private investment firm founded in 1992, with c. USD 45 billion of assets under management. It manages over USD 2 billion of capital and focuses on funding and growing technology, life sciences, biotechnology, renewable energy, and retail companies. TPG Growth targets investments ranging from USD 20 million to USD 150 million in equity through versatile approaches including venture capital, growth equity, leveraged buyouts, and private investments in public equities on a global basis.

Masan issued three convertible bonds, each valued at VND 180 billion, in September 2009. One convertible bond each was issued to TPG Star Masan Limited, TPG Star Masan II Limited, and TPG Star Masan III Limited, all of which are special purpose vehicles wholly owned by TPG Star LP, an investment fund managed by TPG Growth. In addition, Masan Group issued one convertible bond with a par value of VND 90 billion to TPG Star Masan Limited, in October 2009. The aggregate par value of all convertible bonds issued to the three special purpose vehicles managed by TPG Growth equals VND 630 billion.

(b) BankInvest

The BankInvest Group, a Danish fund management company founded in 1969, is one of the largest asset managers in Scandinavia with c. USD 35 billion under management.

BankInvest launched the Private Equity New Markets (PENM) fund in 2006, and currently has two funds with total capital of USD 225 million. Through PENM, BankInvest provides capital and business know-how and focuses on medium-sized companies with high growth opportunities.

Since 2007, BankInvest has officially become a strategic partner of 12 Vietnam enterprises, including Masan Food. BankInvest purchased an 8% stake in Masan Food in November 2008. Subsequently, BankInvest, through its fund, BI Private Equity New Markets II K/S, purchased a 2.1% stake in Masan Food, and currently holds a 10.1% ownership interest in Masan Group.

(c) HSBC

HSBC has been a strategic partner of Techcombank since 2006, when it acquired 10% of the bank. HSBC increased its stake in Techcombank to 20% by 2008 and became the first foreign bank in Vietnam to hold a 20% interest in a domestic bank. This partnership has injected best practices in terms of corporate governance and technical support to Techcombank operations, while benefiting areas such as retail banking, trading financing, treasury operations, derivatives, and remittances. The HSBC alliance has provided Techcombank with strong management capabilities, where executives have been recruited to handle positions in key departments.

Name	Position	Background
Sumit Dutta	Head of PFS; Member of the Board	Seconded by HSBC
Anthony Guerrier	Chief Financial Officer	Seconded by HSBC
Johnny Crichton	Chief Risk Officer	Seconded by HSBC
Ghislain Hieu Nhan	Head of PFS Lending	Seconded by HSBC
Rahn Wood	Head of PFS Deposits	Seconded by HSBC
Craig Peters	Head of PFS Credit risk	Seconded by HSBC
Patrick Beloeil	Head of Collections	Seconded by HSBC

Source: Company data

(d) **Mekong Capital**

Mekong Capital, through its Vietnam Azalea Fund (VAF), invested c. USD 10 million into Masan Food in May 2009.

The VAF is a USD 100 million fund focused primarily on making investments in Vietnamese companies at the pre-listing stage. Utilizing Mekong Capital's proven post-investment value-creation platform, the VAF works closely with its investee companies to empower them in their growth plans and prepare them for listing on a local or regional stock exchange.

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