**ANNUAL REPORT 2015** 

# NURTURE TREM VALUES



VIETNAMNATIONAL OIL AND GAS GROUP PETROVIETNAM CA MAU FERTILIZER JOINT STOCK COMPANY (PVCFC)



### CONTENTS

#### 04 Key figures

- 06 General Information
- 08 Key performance indicators
- 10 Message from leaders

#### I. CORPORATE INFORMATION

- 14 Establishment and Development Milestones
- 16 Main Business Sectors
- 17 Products Services
- 18 Distribution Network
- 20 Strategic Direction 2015 2025

#### II. CORPORATE STRUCTURE AND MANAGEMENT MODEL

- 24 Shareholder's information and Corporate governance
- 25 Corporate Structure
- 26 Organization Structure
- 28 Board of Directors
- 30 Supervisory Board
- 32 Board of Management

#### III. CORPORATE PERFORMANCE REPORT 2015

- 36 Report of Supervisory Board
- 40 Corporate Governance Report
- 46 Risk Management Report
- 50 Report of Board of Management

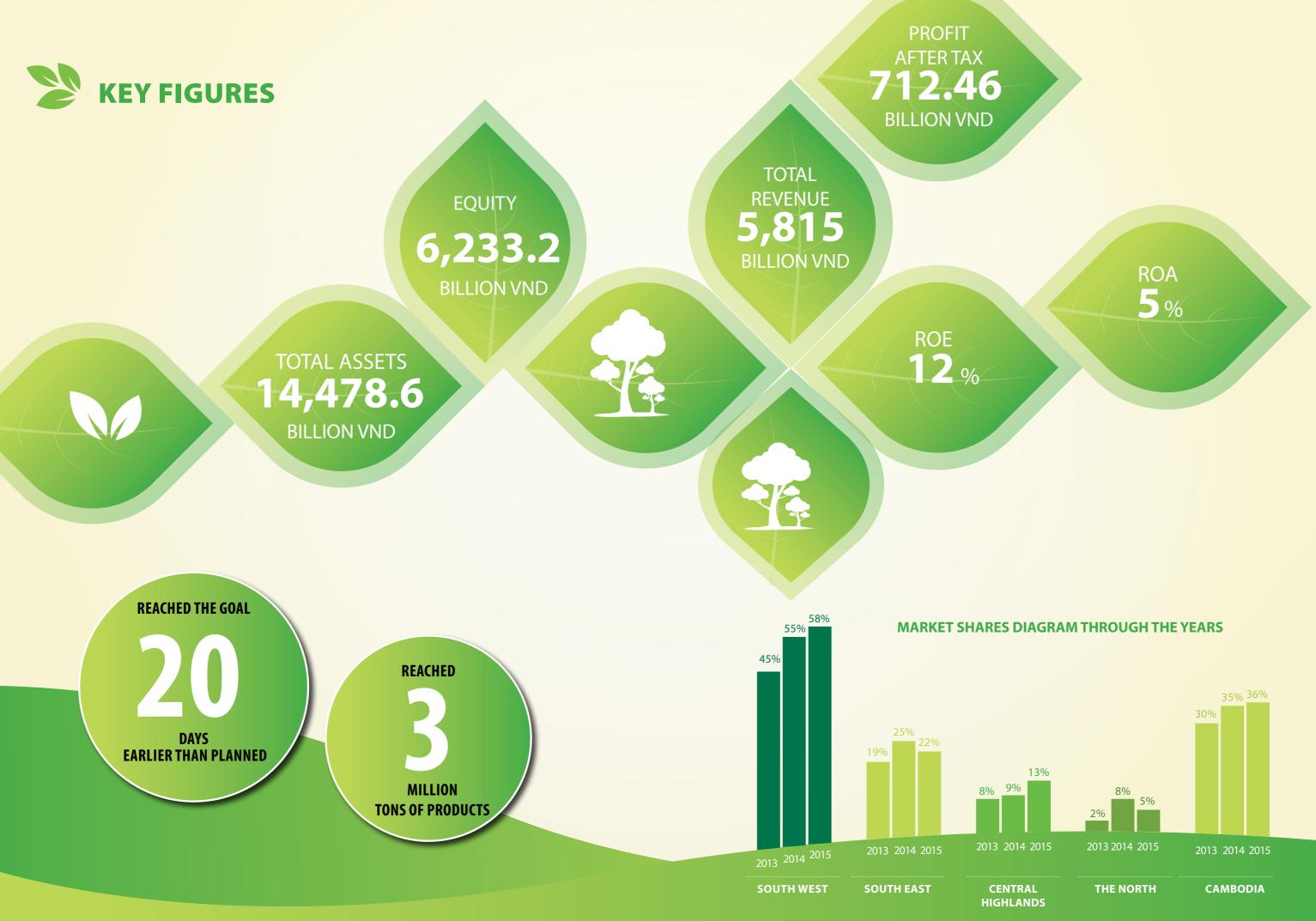
#### V. SUSTAINABILITY REPORT REPORT

- 64 Environmental Impact Report
- 70 R&D Report
- 72 Human Resource Policies Report
- 74 Social Responsibility and
- Community-related Activities Report
- 75 Green Capital Market Report

#### V. CONSOLIDATED FINANCIAL STATEMENTS

- 79 Statement of The Board of Management
- 80 Auditor's Report
- 82 Consolidated Balance Sheet
- 84 Consolidated Income Statement
- 85 Consolidated Cash Flow Statement
- 87 Notes to the Consolidated Financial Statements







### PETROVIETNAM CA MAU FERTILIZER JOINT STOCK COMPANY (PVCFC)

#### SOTCK CODE: DCM

#### Company Name: **PETROVIETNAM CA MAU FERTILIZER** JOINTSTOCK COMPANY

Abbreviation: **PVCFC** 

Capital: 5,294,000,000.000 VND

Headquarters: Lot D, Industrial Zone Ward 1, Ngo Quyen Street, Ward 1, Ca Mau City, Ca Mau Province

Phone: (84-780) 3819000

Fax: (84-780) 3590501

#### English name: PETROVIETNAM CA MAU FERTILIZER JOINT STOCK COMPANY

Business Registration Certificate number: 2001012298

Ho Chi Minh office: Floor 18, Building Petroland, No. 12 Tan Trao, Tan Phu Ward, District 7, HCMC.

Phone: (84-8) 54170555

Fax: (84-8) 54170550

Website: www.pvcfc.com.vn

Maintaining the integrity of our brand that customers trust in as the brand that customers trust in.

**Respond and participate** 

always closely linked with

farmers.

actively in welfare activities,

Dedicated Friendly

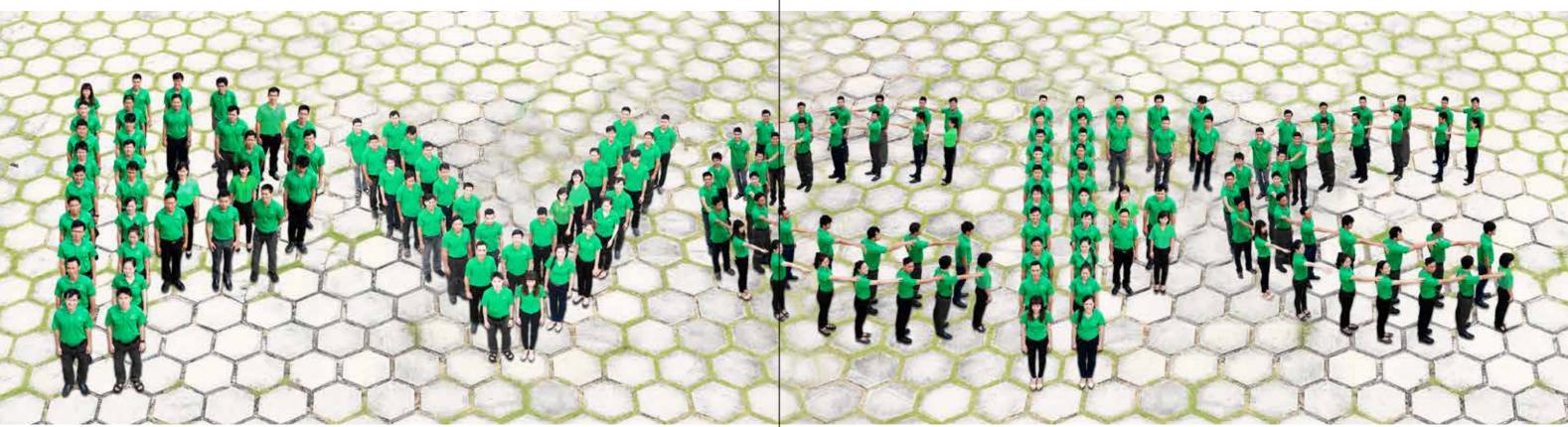
Responsible Harmonious

### VISION

To become the top-ranking enterprise in Vietnam and South East Asia in manufacturing and trading fertilizers and chemicals for agriculture, oil and gas industry.

#### **MISSION**

As a manufacturer and trader of fertilizers within the petrochemical industry for agriculture, PVCFC offers nutritional solutions and contributes to agricultural change to advance sustainable development and environmentally friendly practices, which in turn guarantee benefits for owners, customers, employees and businesses.





### **CORE VALUES**





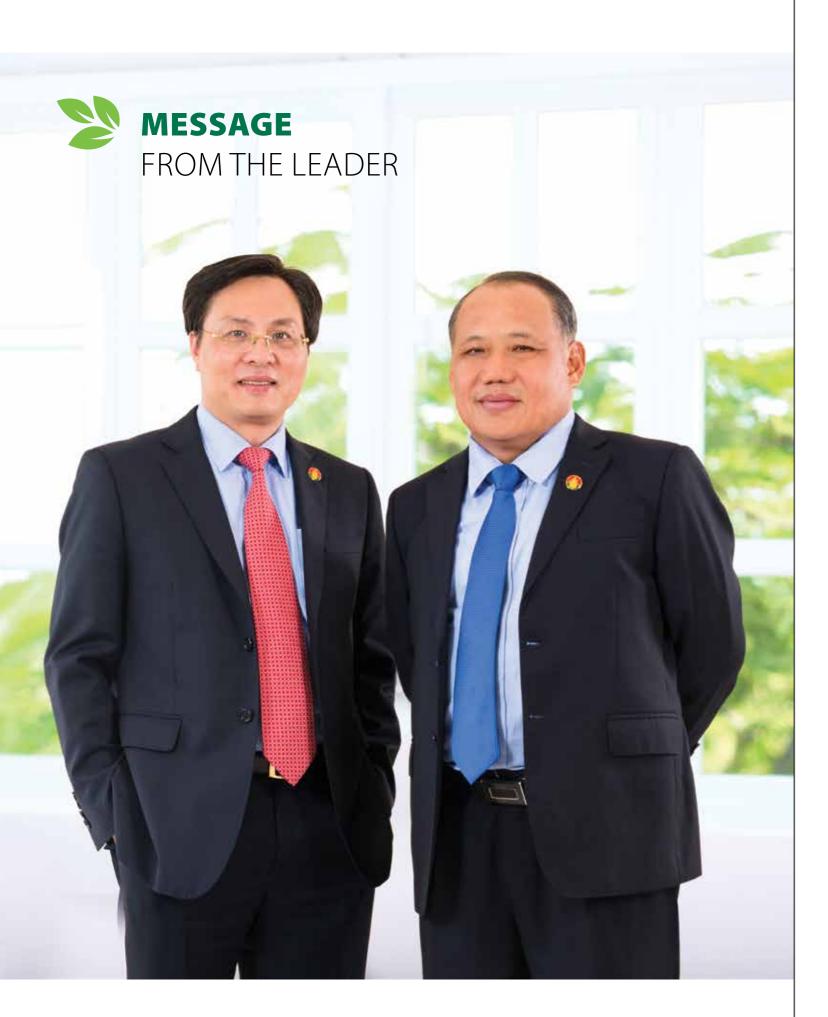
2015 is the first year that PVCFC changed from 100% State - owned Petrovietnam Ca Mau Fertilizer LTD. to Petrovietnam Ca Mau Fertilizer Joint stock company (PVCFC). After one year of operation, PVCFC achieved results as follows:

Data	Beginning of period 2015	End of the period 2015	% Compared to the beginning of the year
Equity (Billion VND)	5.610,62	6.233,19	111%
Equity structure and total debt (%)	0,51	0,76	149%
Total assets (Billion VND)	16.643,78	14.478,62	87%
Total Revenue (Billion VND)	-	5.815,50	-
Profit from operations (Billion VND)	-	712,53	-
Other profit (Billion VND)	-	2,27	-
Profit before tax (Billion VND)	-	714,80	-
Profit after tax (Billion VND)	-	712,46	-
ROA (%)	-	5%	-
ROE (%)	-	12%	-
Production output (Thousand tons)	-	797,15	-
Consumption volume (Thousand tons)	-	773,44	-

Targets	Beginning of period 2015	End of the period 2015	% Compared to the beginning of the year
1. Target for solvency			
Short-term liquidity ratio	1,29	1,83	141%
Quick ratio	1,25	1,67	134%
2. The indicator of capital structure			
Coefficient Debt / Total	0,66	0,57	86%
Assets factor Liabilities / Equity	1,97	1,32	67%
3. Target for operational capacity			
Inventory turnover	-	13,38	-
COGS / Inventories Net	-	10,10	-
Income / total assets	-	0,39	-
4. Indicators of profitability			
Profit after tax coefficient / Net income	-	0,13	-
Profit after tax coefficient / Equity	-	0,12	-
Profit after tax coefficient / Total Assets	_	0,05	-







#### Dear shareholders and investors,

2016, Petrovietnam Ca Mau Fertilizer Joint stock company (PVCFC), formerly known as Petrovietnam Ca Mau Fertilizer LTD, came to its 5th year of operation. This is a remarkable milestone and a valuable opportunity to look back on the five years of establishment and development, as well as contribution to the country's agriculture.

After 5 years of operation, PVCFC has developed strongly and given the name of "Dam Ca Mau" to the position of the leading brands in the field of agriculture, contributed to stabilizing the market, contributed to ensuring national food national food security for green agriculture. PVCFC' activities were beneficial for the relevant stakeholders: farmers, investors, workers within the enterprise, the country as well as the country's economy. In the past 5 years, PVCFC has trained a team of engineers; skilled workers who are dedicated, capable of managing and operating the plant as well as ensuring stable operations, all without foreign assistance. They are the most precious assets; the key to creating accomplishment. In addition, the company has built a distribution network across the country, including thousands of agents: level 1, level 2 and stores, thanks to the development of the business department, sensitivity to the rules of the market, the modern management models and advanced trading methods. Resulting in ensuring, rapid availability. Goods are delivered directly to the customers. High quality professional staff are important factors contributing to the success of PVCFC.

2015 was the last year of the first 5-year period (2011-2015) of PVCFC, and it saw vigorous change the vigorous changing with many landmark achievements, to promote the development of the next 5-year period of PVCFC, such as: officially converted to operate under the model of joint stock company, listed on the HCM City Stock Exchange with the stock code DCM; launched high-end product line N.Humate + Te with superior properties

Mr. Bui Minh Tien CEO



and it was received extremely positively: Dam Ca Mau was officially distributed in Cambodia. 2015 was also the year that PVCFC reaped many achievements, which were recognized by the community and society. Besides the title of national brand, the company has been honored as an "Enterprise for farmers", "Vietnam high quality goods" as voted by consumers, the Vietnam Gold Star Award and the Gold National Quality Award. However, the most important award for us is still the trust of customers. It is what has made "Dam Ca Mau" the No. 1 selection in the Mekong Delta and across the country.

Today, we proudly look back on the past 5 years and confidently look forward to the future, with a deep awareness of the challenges waiting ahead, in the situation that national economy intergrate more with the global economy. With that awareness, we soon had long term to address our goal of sustainable development, continued investment for R&D activities, aims to optimize technology, enhance production efficiency, expand other activities, such as: produce compound fertilizer and micro-organic fertilizer while continuing to invest and participate actively in social welfare. That we are what farmers, investors and clients always agree with and expect.

On this occasion, on behalf of the leaders and PVCFC employees, we would like to thank sincerely the Vietnam Oil and Gas Group, shareholders, investors, business partners, customers and especially all the farmers who have always believed and supported the company during the past 5 years. We strongly believe that, with the resources accumulated with the consensus and the best efforts of our staff, the guidance of the Vietnam Oil and Gas Group, as well as the companionship and support of shareholders and investors, PVCFC will maintain its tradition, strongly move forward and overcome all difficulties and challenges to achieve new success.

**Mr. Nguyen Duc Thanh** BoD Chairman

# **FOCUS ON RESEARCH AND** DEVELOPMENT

PRODUCTS

Green Consumption is the mainstream of world consumption. Modern consumers want to use products that are not only of good products is the core element to create competitive advantages. Understanding this, along with our strong internal force, PVCFC focusing on: constructing package nutrition for crops, diversifying product's quality. All the research works of PVCFC are directed to a and overseas markets. Farmers' benefits are PVCFC's.

16 Main Business Sectors 17 Products - Services

### CORPORATE **INFORMATION**

14 Establishment and Development Milestones

18 Areas of Business and Distribution Systems

20 Strategic Orientation by 2025

### **ESTABLISHMENT** AND **DEVELOPMENT** MILESTONES

#### **ESTABLISHMENT AND DEVELOPMENT**

2008 Ca Mau Fertilizer Plant was established with a total investment of over 900 million dollars, the designed capacity of 800,000 tonnes/year.

03/09/2011 Ca Mau Fertilizer Petroleum LTD company (under the Vietnam Oil and Gas Group) was founded to manage and operate the Ca Maufertilizer plant, with almost 3,200 billion VND capital and 800 employees.

PETROVIETNAM CA MAU

FERTILIZER LTD

**FIRST PRODUCTS UNDER BRAND** "ĐAM CÀ MAU – FOR A GOLDEN HARVEST" JOINT STOCK COMPANY

- On 01/30/2012, PVCFC launched its first commercial product brand "Đam Cà Mau - For A Golden Harvest" in the market.
- On 11/26/2012, PVCFC reached 500,000 tons after nearly 10 months in operation.

#### **PRODUCTION OUTPUT REACHED 1 MILLION TONS**

- On 07/26/2013, PVCFC output reached 1 million tons after nearly 15 months of operation.
- On 09/02/2013, PVCFC was awarded the "Vietnam Gold Star TOP 100" prize from The Vietnam Young **Business Association**

### TRADE 2014 IPO

- Union.
- typically IPO in 2014.
- recognized as a national brand.













14 | www.pvcfc.com.vn



#### **IPO SUCCESSFULLY - TYPICAL**

 On 05/15/2014, PVCFC was awarded the "Typical Agricultural Products 2013" prize from Central Farmers

• On 12/11/2014, IPO successfully with the total value of shares 1,580 billion VND, with 128,951,300 shares sold. The deal was voted

• On 12/23/2014, PVCFC was officially

#### **PETROVIETNAM CA MAU FERTILIZER** JOINT STOCK COMPANY

- On 01/15/2015 PVCFC officially converted to the model of Joint Stock Company with shares listed: DCM on HCM City Stock Exchange (HOSE), with the capital of 5,294 billion VND.
- On 05/28/2015, products of **Ca Mau** fertilizer distributed officially in Cambodia.
- On 11/26/2015, PVCFC launched a new line of products N.HUMATE + TE Vietnam with many special advantages.
- On 12/23/2015, PVCFC output reached 3 million tons after 04 years of operation.

















Owning Ca Mau Fertilizer Plant in the zones of Gas - Electricity Fertilizer Ca Mau, Khanh An commune, U Minh District, Ca Mau Province from 2011 until now, the main business areas are producing, trading and exporting fertilizers and petroleum chemicals.

After 5 years, PVCFC has joined the fertilizer market with its key product granular urea - the first granular urea produced in Vietnam under the name "Đam Cà Mau – For A Golden Harvest". It comes with many superior features compared to traditional fertilizer products in the market.

The Products under the brand name "Đạm Cà Mau - For A Golden Harvest" made a great contribution to the revenue of PVCFC in 2015, including:

 Granular urea fertilizer • Organic mineral fertilizer N.Humate + TE. After nearly 5 years, granular urea fertilizer branded Đam Cà Mau has conquered market and become the first choice of the farmers in the Mekong Delta region with its stable quality, competitive prices and professional, efficient service.

#### **GRANULAR UREA FERTILIZER**

#### Product Specifications

- Particle size: 2 4 mm;
- Nitrogen content :  $\geq$  46.3% max;
- Biuret content:  $\leq 0.99\%$  max; • Moisture: ≤ 0.5% max.

#### **Exclusive features**

- · Resolve slowly, limited protein loss, helps plants absorb nutrients better; • Round seed, low dust, high rigidity,
- convienent to transport; • Low humidity, no lumps, appropriate to be blended with other kinds of fertilizer during fertilization.

PVCFC business plan implemented in 2015

PVCFC cooperation program participants four (large sample field model)

LP DOAN DILY NHI DUGC GIA VIET RAM TỔNG KẾT HOẠT ĐỘNG KINH DOANH 2014

16 www.pvcfc.com.vn

#### **ORGANIC MINERAL** FERTILIZERS N.HUMATE + TE.

#### **Product Specifications**

The rates of major components of the product include:

- Nitrogen (N): 35%
- Humic acid: 7%;
- Zinc (Zn): 1000 ppm;
- Bo (B) 400: ppm.

#### Exclusive features

- Save more fertilizer, increase productivity and the quality of agricultural products;
- Stimulate the roots of plants to help them, stronger and more efficient in order to help increase nutrient absorption and make plants grow better, healthier, with a higher flourishing rate and increased productivity;
- Stimulate beneficial microbiota to develop and help moisturize the soil - best used in conditions of salinity or poor nutrient soil.





Urea Ca Mau appears not only across the country but also in international markets from 2015.

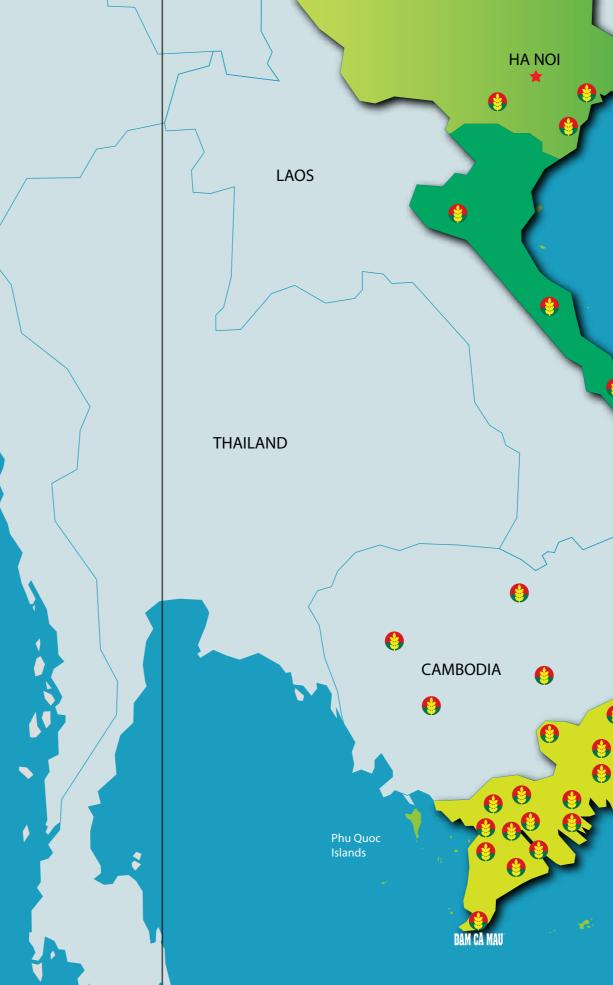
#### **Domestic market**

As of 2015, PVCFC has built an extensive distribution network throughout the country with level 1 and 2 agents in stores nationwide, who are knowledgeable about finance and fertilizers trading. PVCFC also screened these agents annually.

- The main market of PVCFC the Southeast and Southwest region. PVCFC holds the largest market share of The Southwest region.
- The potential markets of PVCFC the mid central and central highlands region and the north.

#### Foreign markets

To expand into new markets, the company focuses on developing markets such as Cambodia, the Philippines, Thailand, Bangladesh, South Korea and Japan in order to export products, if the domestic market slows down. From that, the company will be able to ensure revenue, reduce inventory, reduce the level of competition, and contribute to maintaining and guaranteeing the stability of the domestic fertilizers market.







#### Spratly Islands



With the goal of making "Đam Cà Mau - For A Golden Harvest" the leading brand in the field of manufacturing and trading fertilizers in Vietnam and Southeast Asia by 2025, the leaders have set out the strategic direction of sustainable development for each stage, from short to long term.



#### THE ORGANIZATIONAL AND **MANAGEMENT TARGET**

- Develop highly gualified human resources in order to help serve production and elevate views with the leading experts in the region; providing manpower to foreign countries:
- Develop a corporate culture: "Warm - Friendly, Professional- Creative, Responsible";
- Improve and promote the efficient, advanced management system on the basis of strengthening the application of information technology...

#### **PRODUCTION DEVELOPMENT TARGET**

- · Operate plant efficiently, safely and firmly (110% of design capacity);
- · Optimize production lines; maintain equipment in each stage;
- Diversify Urea fertilizer, synthetic fertilizers and microbiological fertilizers to improve soil, strengthen nutrition for plants and reduce environmental pollution;
- · Develop operational training services,

- maintain, test and manage quality for the same plants;
- Research and develop solutions to improve efficiency and save fuel, save fuel and raw material in production.

#### **BUSINESS STRATEGIC TARGET**

- · Trade effectively different lines of products. Maintain, occupy and take a big part of the market share in South West and Cambodia.
- Expand the market for new products in South East Asia such as Laos, Thailand, Cambodia and other Asian countries.
- Build up a productive distribution channel to local areas. Develop and apply technology in management and strictly control the distribution channel in order to optimize transportation time and to deliver products punctually.
- Develop business activities toward taking part in the closed chain, from "seed - fertilizer - process - service", in order to guarantee the credibility of the brand of the company and maximize the benefits received by Vietnamese agriculturalists.

#### FINANCE STRATEGIC TARGET

- Develop a financial management system which is innovative, modern and efficient;
- Maximize the effectiveness of the ERP system, in order to serve processing, reporting and contributions to enterprise financial management;
- Improve management's capacity and information technology applications to control financial risks and ensure safety and development targets are reached using financial indicators.
- Preserve enhance capital and efficiency.

#### HUMAN **RESOURCE STRATEGIC** TARGET

 Develop human resources through the years to come, not only in terms of increasing headcount numbers but also actively training our staff to help develop their expertise and skills, which will in turn increase work efficiency. We will also pay particular attention to our internal training activities in order to both encourage self reliance as well as to develop

- internal resources and emphasize mutual support between employees. These measures will help make significant savings in our budget and these savings can be used to invest in other categories later on - all while reflecting the spirit of progress and creativity of "Nguoi Dau Khi" in PVCFC.
- · Continue to improve our cultural culture to suit each specific practice period; to enhance our reputation and image; apply appropriate remuneration policies to encourage dedicated, high-quality employees to commit to PVCFC in the long-term.

#### **RESEARCH AND DEVELOPMENT (R&D)** STRATEGIC TARGET

- · Invest in research and cooperate with institutes, universities and leading scientists to provide highquality product lines that meet the needs of the market and that are also environmentally friendly - to contribute to Vietnam's sustainable development in the agricultural sector.
- · Invest in new projects to diversify our products; build research and development centres that will meet current conditions and criteria as well as contribute to research in the new

#### phase.

#### **INVESTMENT STRATEGIC TARGET**

Our strategy is carried out in many forms (including the units inside and outside the fertilizer industry) to enhance Vietnam's sustainable development, the formation of the value change, to improve the efficiency of agricultural products for farmers - seeds, fertilizers - and plant protection; all linked to universities in order to make models that will increase crop yields.

- Implement production projects,
- Look for investment opportunities and implement projects;



diversify Urea original, expand the scale of investment in the plant, improve the efficiency of technological equipment, warehousing, logistics... From there, we will continue our projects on chemical, petrochemical and improve production efficiency;

capital contribution with partners to

· Search for investment opportunities, capital contribution, joint venture and joint association projects about implementation of chemical/ petrochemical and foreign key matching... development with favourable conditions;

 Invest in and apply successful management systems such as... These are the management systems of modern human resources in the world today. This is one of the strategic steps to enhance our resources, to develop our management system and improve efficiency. Using these new systems, we will be able to keep up with current currents of international integration and be active and ready to compete with our rivals and assert ourselves in our position in domestic and foreign markets.

#### COMMUNITY RELATIONS STRATEGIC TARGET

- Develop our image further with the community, especially with farmers;
- Perform well in terms of social security and protect the interests of those associated with our production;
- Work towards being among the leading enterprises in environmental protection, social welfare and community development.

High-quality human resources is a strategic factor in the development of enterprises. PVCFC always invests in training and developing human resources - in production and business activities. Main activities will be planned effectively, ensuring labor productivity increases in tandem with environmental protection, through the application of 'green' technology, modernization of production and business processes - all aiming for sustainable growth.

# **TRAINING RESOURCES FOR**

25 Company Structure 28 Introduction of BOD 32 Introduction of BOM



### **COMPANY MODELS** AND SYSTEM MANAGEMENT

24 Shareholders and Shares Information 26 System Management Chart 30 Introduction of Supervisory Board

### SHAREHOLDERS' INFORMATION AND **CORPORATE GOVERNANCE**

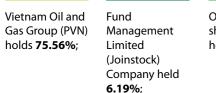
#### SHARE

The charter capital of PVCFC as follows:

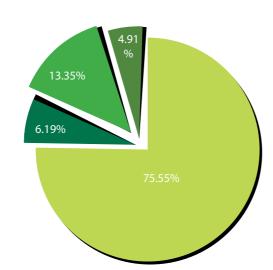
The charter capital	5,294,000,000,000 VND
Par value of shares	10,000 VND/shares
Number of listed shares	529,400,000 shares
Number of ordinary shares in issue	529,400,000 shares
Number of shares free transfer	529,400,000 shares

#### SHAREHOLDER STRUCTURE

According to the most recent list on the date 02/29/2016, PVCFC shareholder structure is as follows:



Other domestic Foreign shareholders shareholders held 13.35%; hold **4.91%** of the charter capital of the



	Number of shareholders	Number of shares	The charter capital
Total shareholders	2,695	529,400,000	100%
Treasury stocks	-	-	-
	-	529,400,000	100%
Among them:			
Domestic shareholders	2,669	503,430,413	95.09%
Institutional	30	451,005,861	85.19%
Individuan	2,639	52,424,552	9.9%
Foreign shareholders	26	25,969,587	4.91%
Institutional	12	25,844,800	4.88%
Individuan	14	124,787	0.02%

Company.

#### LIST OF MAJOR SHAREHOLDERS

According to the most recent list of key date 02/29/2016, the list of shareholders holding a large number of shares in the shareholder structure of PVCFC as follows:

No.	Name of shareholder	Nationality	Number of shares	Percentage
1	Vietnam oil and gas group (PVN)	Việt Nam	400,023,057	75.56%
2	PetroVietnam finance fund management inc (**)	Việt Nam	32,750,390	6.19%

(\*) In 2015, no more shares issued.

(\*\*) In 2015, Fund Management Limited (Join Stock) Company has acquired additional 21,411,680 DCM shares, bringing the number of shares held on 32,750,390 shares (representing 6.19% of shares) and became the major shareholder of PVCFC.

#### **INSIDER LIST**

Member Position		Number of shares (shares) held	
BOARD OF DIRECTORS			
Mr. Nguyen Duc Thanh	Chairman	Private ownership: 8,100 shares Representing for PVN <sup>(*)</sup> : 135,323,057 shares	
Mr. Bui Minh Tien	Commissioner of Board, and Chief Executive Officer	Privately owned: 52,000 shares Representing for PVN(°): 105,880,000 shares	
Mr. Tran Chi Nguyen	Member of the Board	Private ownership: 1,600 shares Representing for PVN(*): 79.41 million shares	
Mr. Tran My	Member of the Board	Private ownership: 2,900 shares Representatives for PVN <sup>(*)</sup> : 79.41 million shares	
Ms. Tran Thi Binh	Independent Board Member Privately owned: 70,000 share		
THE SUPERVISORY BOARD			
Ms. Phan Thi Cam Huong	Chief Supervisor	Private ownership: 200 CP	
Mr. Lam Van Chi	Head of Supervisory Board Inspectors	Private ownership: 1,400 shares	
Mr. Nguyen Thanh Hao	Member of the Board	Privately owned: 0 shares	
BOARD OF MANAGEMENT			
Mr. Nguyen Duc Hanh	Deputy General Manager	Privately owned: 53,000 shares	
Mr. Van Tien Thanh	Deputy General Manager	Privately owned: 30,000 shares	
Mr. Hoang Trong Dung	Deputy General Manager	Privately owned: 31,600 shares	
Mr. Le Ngoc Minh Tri	Deputy General Manager	Private ownership: 1,600 shares	
Mr. Vu Thuy Tuong	Chief accountant	Privately owned: 0 shares	

(\*) Number of shares belonging to the state capital VNM, represented by the members of the Board of Management, to be updated according to the decision represented the capital management of Vietnam Oil and Gas Group (PVN) No. 034/ QD-DKVN dated 01/08/.2015.



Company includes a Company member and the others departments.

#### MEMBER COMPANIES

Company's name:	Ownership:
PetroVietnam Packaging Joint Stock Company	51.03%

#### PETROVIETNAM PACKAGING JOINT STOCK COMPANY

Petro Vietnam Packaging Joint Stock Company was established in August 2010. The main office is located at Industrial Zone Tra Kha, Bac Lieu City, Bac Lieu Province. This is the best position for the supply packages in the southwestern region.

The factory is equipped with modern technological lines, that are imported from European countries. Our team of engineers and workers that are directly engaged in production have been receiving technological transfers directly and meticulously from experts on installation and training.

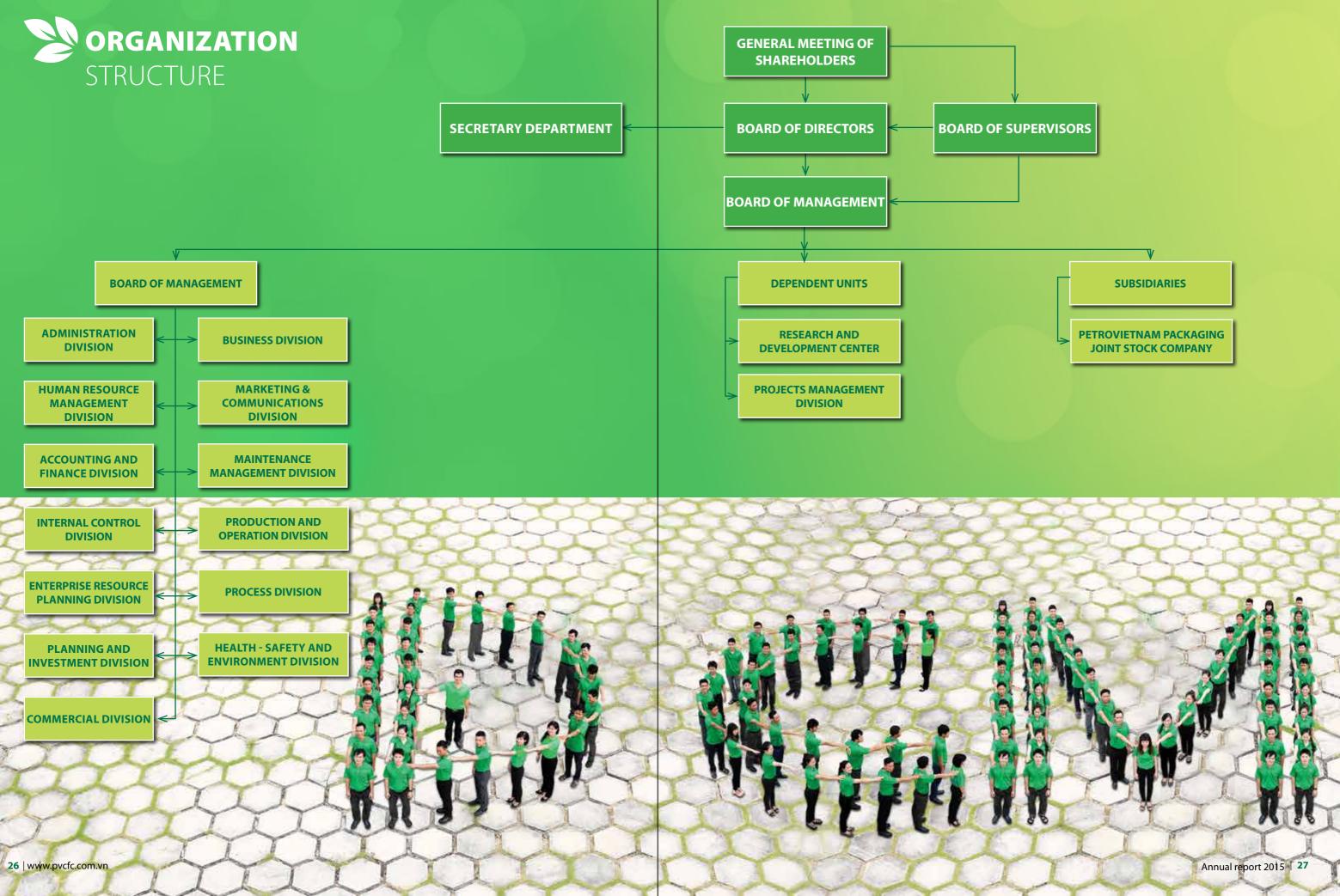
#### **Business direction**

Our guidance from the motto... focussed PPC manufacturing and trading of plastic products (such as plastic...). In the future, PPC will expand the scale of production to respond to developing customer needs in the region, with the aim to export into international markets and diversify business areas so that PPC conforms to the development strategy of the parent...

**Basic financial Information** 

			Capital: 32,650,000,000 VND
			Unit: million VND
	2014	2015	Percentage 2015/2014
The total revenue	157,007.57	144,476.51	92%
The profit after tax	10,240.33	8,947.25	87%









### **BOARD OF DIRECTORS**



MR. NGUYEN DUC THANH Chairman

Qualifications: Master of Science and Technology; Construction engineer; Bachelor of Industrial Management.

Mr. Thanh has years of experience in management at units in the oil industry, such as: Deputy Director of Gas - Now the Vietnam Gas Corporation (PVGAS); Deputy Managing Board at the Project Ca Mau Gas - Power - Fertilizer Complex (CPMB); President and Director of PV Power Engineering 2; Deputy General Director at Petrovietnam Fertilizer & Chemicals Corporation. In 2011, he was appointed as Chairman of the BOD at PVCFC LTD, and served as chairperson of the board when the company switched to Joint stock company from 01/15/2015.

MR. BUI MINH TIEN Member of the BOD and CEO

Qualifications: Master of Business Administration; Bachelor of Economics, Business Administration; Bachelor of Science in Physics.

Mr. Tien has years of experience in business operations in the oil and gas industry and has held important positions such as Deputy General Director of Vietnam Gas Corporation; Chairman of the Board of Director of Petrovietnam Fertilizer & Chemicals Corporation. Mr Tien was appointed as Director and Member of BOD of PVCFC Ltd in 2013. He was appointed as Member of the BOD and CEO at PVCFC Joint stock company from 01/15/2015.

#### The current term (2015 - 2020), the number of members of the Board of Directors is 05 people.

• Resolution dated 01/15/2015 has approved the memberlist of the Board of Directors first term (2015 - 2020) of PVCFC Joint Stock Company.



MR. TRAN MY Member of the BOD MR. TRAN CHI NGUYEN Member of the BOM

Qualifications: Engineer of Industrial Economics

Mr. My began working at the Department of Industrial Gia Lai - Kon Tum since 1985. Then, he assumed the position of Chief Accountant, Head of Finance in Board of Management at Huong Dien Hydroelectric Plant.

He began working at the Ca Mau Gas - Power - Fertilizer Complex in 2006 and assumed the position Deputy Head of Economic Planning. Since 2012, he has worked at PVCFC and has assumed many positions such as Deputy Head of Planning and Investment and Head of Planning and Investment. From 01/2016, he was appointed as the Member of a BOD.

degree in Business Administration (MBA) Mr. Nguyen had worked in Accounting - Ca Mau Province with many different positions until 2008. From 2008 - 2011, he worked in the Finance and Accounting Department Management Board of the Project the Ca Mau Gas - Power - Fertilizer Complex with the title: Expert; Deputy Head. He assumed the position of Comptroller PVCFC in 2012. From 01/2016, he was appointed as Member of Board of Director.

28 | www.pvcfc.com.vn



• Resolution 149/NQ-PVCFC at extraordinary shareholder meeting held on 02/11/2015 passed the appointment of Mrs. Tran Thi Binh as Member of the Board of Directors since 03/01/2015, tenure (2015 - 2020).

Member of the BOD

MRS. TRAN THI BINH

Qualifications: : Bachelor of Economics in Accounting; Bachelor of Law, a Master's

Qualifications: Oil and gas processing Engineer, graduated at Moscow Oil & Gas University; Certificate of Economic Management.

After graduating from the Faculty Refinery Moscow Petrochemical University, she worked at the Center for Information and Documentation Oil since 1982. After 12 years of experience in the fields of oil refinery, in 1995 she moved to work at the Vietnam Oil and Gas Group (PVN) and held many important roles. In 2006, she was appointed as Deputy General Director of PetroVietnam. She was elected to the Board of the Director as an independent member in March 2015.





#### MRS. PHAN THI CAM HUONG Chief Supervisor

#### Members of the Supervisory Board

Qualifications:

Qualifications: BA in economics, public finance sector

Mrs. Huong has 11 years of experience with the positions: accountant and at Thien Thanh Production and Trading Company Limited, Chief Accountant of Tan Thanh Phu My Vietnam Company Limited.

From 2011 - 2015, she worked at PVCFC and assumed the positions Accountant and Deputy Chief Accountant. She was elected to be head of the Board of Supervisors in 01/2015.

Mr. Chi has many years of experience working on the project Ca Mau Gas - Power - Fertilizer Complex and started working at PVCFC in 2012. He was in charge of different positions in the company. As well as being Manager of the Planning -Investment, he was elected into the Board of Supervisors in 01/2015.

The current term (2015 - 2020): the Supervisory Boardconsist of 03 members.

Resolutions dated 01/15/2015 has approved the list of members of the Supervisory Board's first term (2015 – 2020) of **PVCFC Joint Stock Company.** 

MR. NGUYEN THANH HAO

Control chief Members of the Supervisory Board

MRS. PHAN THI CAM HUONG

MR. LAM VAN CHI Members of the Supervisory Board



#### MR. LAM VAN CHI

#### MR. NGUYEN THANH HAO

Members of the Supervisory Board

Engineer of Rural Construction.

Qualifications: Master of Business Administration; Bachelor Accountants.

Mr. Hao started working in the banking sector in 2001 and assumed many positions such as Head of Credit; Deputy Director, Director of Can Tho Branch at Finance Corporation PetroVietnam (now the Vietnam Public Joint-stock Commercial Bank - PVCombank) from 2007 - 2013. He is currently in charge of the Southwest region of PVCombank. Mr. Hao has been a Member of the Supervisory Board since 01/2015.



#### After transforming the LTD Company to Join stock company from 01/2015, the PVCFC Board of Directors has approved a members list of the Board of Management as follows:

• Appointed Mr. Le Ngoc Minh Tri to the position of Deputy General Director, from the date 06/01/2015 according to the Decision No. 973 /QD-PVCFC.

• Received and appointed Mr. VuThuy Tuong to the position of Chief Accountant at PVCFC 06/01/2015 according to Decision No. 974/QD-PVCFC.

\* Mr. Vu Thuy Tuong transferred to Vietnam Oil and Gas Group (PVN) and was appointed as Deputy Director of Finance and Accounting Division from 02/01/2016



MR. BUI MINH TIEN Member of the BOD and General Director

**Oualifications:** Master of Business Administration: Bachelor of Economics. Business Administration; Bachelor of Science in Physics.

Mr. Tien was appointed as General Director and Member of BOD in 2015.

He has years of experience in business operations in the oil and gas industry and has held important positions such as Deputy General Director of Vietnam Gas Corporation; Chairman of the Board of Director of Petrovietnam Fertilizer & Chemicals Corporation. Mr Tien was appointed as Director and Member of BOD of PVCFC Ltd in 2013.

MR. HOANG TRONG DUNG **Deputy General Director Responsible for Business – Network** 

Development - Marketing -

Communications Qualifications: MA in Economics; Chemical Technology Engineer.

Mr. Dung was appointed as Deputy General Director of PVCFC in 01/2015.

He spent many years working (from 1997-2008) in the field of operation, gas processing technology in petroleum companies, such as: Phu My Fertilizer Plant project; Processing Petroleum Division -Vietnam Oil and Gas Group.

He served as Deputy Head of the project Ca Mau Gas - Power - Fertilizer Complex from 2008 - 2011

In 03/2011, he was appointed as Deputy Director of PVCFC LTD and Deputy Head of the project Ca Mau Gas - Power - Fertilizer Complex.

MR. VAN TIEN THANH **Deputy General Director** In charge of Engineering Technology -Operations

**Oualifications:** Mechanical Engineer agroforestry.

Mr. Thanh was appointed as Deputy General Director of PVCFC in 01/2015.

He has years of experience in the field of engineering technology. Since 2005, he worked in the petroleum industry in positions such as Deputy Head of The project Ca Mau Gas -Power - Fertilizer Complex; Head of The project Ca Mau Gas - Power - Fertilizer Complex; Deputy of Morocco Project. He assumed the position of Deputy Director of PVCFC in 2011.



MR. LE NGOC MINH TRI Deputy General Director In charge of Finance and Accounting -Audit

Accounting businesses.

MR. NGUYEN DUC HANH **Deputy General Director** Responsible for Trade and Investment

Plan.

**Oualifications:** 

Economic.

Qualifications: Bachelor of Economics in

Mr. Tri was appointed Deputy

General Director of PVCFC in 06/2015.

He has years of experience in the field of accounting and auditing in Petrovietnam's subsidiaries, such as: Accountant at Petrosetco: Chief Accountant of the management board of Ca Mau Gas - Power - Fertilizer Complex. He was appointed to assume the position of Chief Accountant of PVCFC Company Limited in 2011.

He has many years of experience in business, consulting, management and investment plans. He held the position of Head of Economic Planning of the Management Board of the project Ca Mau Gas - Power -Fertilizer Complex. He was selected for the position Deputy Director and Chairman at Perovietnam Packaging Joint Stock Company in 12/2012 - 01/2015.



• Appointed Mr. Dinh Nhu Cuong to hold the position of Chief Accountant, who is also the Head of Finance -Accounting in PVCFC, instead of Vu Thuy Tuong from the date 02/05/2016, under Decision No. 294 / QD-PVCFC (\*).

Qualifications: Bachelor of Energy

Mr. Hanh was appointed as Deputy General Director in 01/2015.

**Chief Accountant** 

MR. VU THUY TUONG

**Oualifications:** Oualifications: Bachelor of Economics in Finance

Mr. Tuong held the position of Chief Accountant of PVCFC in 06/2015.

He has over 10 years of experience in the field of finance and accounting at Petrovietnam's subsidiaries, such as: General Accountant, Deputy director of Accounting Department at Petrovietnam Oil Corporation (2007-2009); Chief Accountant, Head of Financial and Accounting & Engineering - at PV EIC (2009-2013);

Deputy Head of Investing newly built floating facilities - PVTrans (in 2013-2015); Chief Accountant, Head of Financial and Accounting - PVCFC (2015-2016).

With a rich and diverse resource, Vietnam has been known as a developing country. The moves towards a market economy in recent years has created economic growth and sustainable gains, providing more opportunities and attracting more investment projects. Clearly aware of these things, PVCFC focused on investment development based on modern technologies, in order to use different kinds of natural resources, such as water, effectively and efficiently. PVCFC also controls and strictly monitors any direct impacts on the environment. Every activity of the company comes to the final target, which is to produce green products, enhance the value of agricultural production, improve the soil quality and provide eco-friendly products to farmers.

## **INVESTMENT IN BUILDING**

# REPORT

36 Report of the Supervisory Board 40 Corporate Governance Report 46 Risk Management Report 50 Business Operations Report from Board of Managers



### **ON THE ACTIVITIES** OF THE YEAR 2015

### REPORT OF SUPERVISORY BOARD



"Facing the difficulties of the economy, the tough competition in the fertilizer market, especially from granular urea fertilizer imported into Vietnam and the volatility of exchange rates, 2015 was a year of difficulties and challenges for PVCFC. However, under the close direction and timeliness of the BOM as well as the coordination between departments, PVCFC has overcome these challenges, exceeded the norms of production and business situation in 2015 to ensure the solvency of debts, preserve and develop the capital".

The Supervisory Board (SB) consist of three (03) members elected by the General Assembly of Shareholders (AGM). The SBoperated according to internal regulations and the action plan that was adopted at AGM 2015. The SB have checked and supervised in accordance with the work plans in 2015. The Controllers have done and completed their assigned tasks in accordance with the functions, duties and guarantee the independence, honesty and objectivity.

#### SUMMARY OF THE SB MEETINGS

In 2015, the Supervisory Board held 04 meetings to share opinions and approved the following: Action Plan for 2015; Assign tasks to the Member of the Board according to their expertise: Appraisal report: Quartely/Semi-annual/ Annual financial report; Production and business report; Recommendation from the internal audit... In the process of working, SB regularly exchanges information through different kinds of communication (email, phone, etc.) in order to ensure that the Supervisory Board operated constantly.

The SB monitored and reviewed information on the following: Compliance with the corporate charter and resolution adopted at the AGM; The business efficiency, cost saving methods,

capital preservation; Implementation of economic and technical norms, savings/ cost reduction; The implementation of investment projects; Appraisal of the financial statements.

#### SALARY, OPERATING EXPENSES OF THE SB

Total operating expenses of each member of the Supervisory Board shall be paid based on PVCFC policies. Total income of the Supervisory Board in 2015 was: 1.23 billion VND.

#### SUPERVISORY'S REPORT OF THE SB

#### Monitor the operations in 2015.

After a year switching to joint stock company, PVCFC has exceeded the planned targets of 2015, through specific action programs that have been implemented by the Board of Management of PVCFC. Supervisory Board evaluated the activities of PVCFC in order to always stay up to date with market trends, the supply chain is designed effectively in order to minimize the time meeting the needs of consumers, actively developing technology and improving manufacturing requirements, in order to ensure and improve product quality. PVCFC's results are as follows:

• Total output: 797.15 thousand tons, reaching 107% of the plan.

- Total consumption: 773.44 thousand tons, reaching 104% of the plan;
- Total Revenue: 5,815.5 billion, reaching 106% of the plan;
- Profit before tax: 714.8 billion, reaching 112% of the plan;
- Contributed to the state budget: 27.16 billion, reaching 157% of the target.

#### + Production and business situation

- PVCFC has maintained market stability in the Southwest and Southeast and expanded the system in the Central region, the Central Highlands and Cambodia. The distribution procedure was built accordingly. It helps to reduce risk and time in transferring goods to the entrepot.
- Communication activities and market research date are often held through the organization's technical workshops and seminars for farmers; Sponsored and participated in the domestic exhibition fairs. Sponsored events in agriculture; Deployed customer conferences, customer caring programs and implemented social welfare programs;
- · Ca Mau fertilizer plant operated safely and steadily with the average capacity of 102.73%, the overall maintenance is done on schedule.

#### + The implementation of investment projects in 2015

- tonnes was also finished.
- are monitored closely.

#### + The research and development:

- advanced products N.Humate + TE.
- increase benefits for farmers.
- with labor laws and regulations.



· The projects hitherto have been implemented on schedule in 2015: covering machines at loading port project; ERP system implemented on schedule 01/01/2016 officially, other projects such as warehouses of 10,000

 The total value of implementation of the investment projects of fixed assets and construction in 2015 was 203.53 billion VND, accounting for 72% of the plan. All the projects are held to comply with current regulations and

 In 2015 PVCFC has launched new. Fertilizers

 PVCFC has also cooperated with domestic.... to bring new, high-quality, environmentally friendly products into the fertilizer market to sustainably

#### + The training process in 2015

 The recruitment of PVCFC has always been conducted openly in accordance

 The organization and training management processes comply with regulations in PVCFC.

#### + The 2015 Corporate Governance

- PVCFC focussed on corporate governance and operated business in a professional manner through the organization's traning programs to enhance leadership capacity for key officers of the Company, as well as by applying the ERP system; Promulgate the Regulations and regulations, as required by a public joint stock company.
- Consolidating the personnel, in order to promote the efficiency of the production process and adjust the assignment of leadership, in order to ensure the progress and effectiveness of the work.

#### + The financial investment:

 By 12/31/2015, PVCFC invested in one (01) Subsidiary - Packaging Joint Stock Company Vietnam Oil and Gas, with a capital contribution of 16.66 billion, accounting for 51.03% of chartercapital. Based on the 2015 financial statements of the Corporation Vietnam Oil and Gas Packaging, the subsidiary operated efficiently and exceeded the targets on production, consumption, profits and financial indicators compared to the proposed plan, the after-tax rate of return on capital reached 27.4%.

### REPORT OF THE SUPERVISORY BOARD

#### (CONTINUED)

#### Monitoring the financial situation in 2015

Based on the data report presented by the Board of Management at the BOD's meeting, the regular meetings and the audit report of independent auditors (Deloitte Vietnam Company Limited), ended on 12/31/2015, The SB evaluated the financial situation of PVCFC in 2015 was healthy and able to guarantee payment capability of debts, preserve and grow capital. The assessment results are as follows:

- The financial statements 2015 reflects a true and fair overall view on PVCFC's financial and business performance.
- The financial statements 2015 complied with the current regulations of the Ministry of Finance.
- The accounting information and data were recorded, classified and presented in compliance with Vietnamese Accounting Standards.
- PVCFC periodically announced to the Securities and Exchange Commission and the HOSE in accordance with all the legal governance regulations of a listed company.
- PVCFC has complied with the regulations on capital management, financial management, and optimization of cash flow benefits in 2015;
- The basic financial indicators were reached above the permitted level, namely: Current Liquidity Ratio (1.83 times); Quick ratio (1.67 times); The debt /Total assets (0.57 times); The debt /Equity (1.32 times); After-tax profit margin on equity - ROE (12%); After-tax profit margin on total assets-ROA (5%).

#### Activities of BOD and the BOM in 2015 In 2015, the Supervisory Board attended

Board meetings on a regular basis, and as required. Based on the content of the AGM resolutions and the actual operation situation of PVCFC it shows that the, BOD and the CEO has collaborated very closely, creating convenient conditions for SB to be able to implement roles and responsibilities services, as well as make recommendations and contribute to accomplishing these goals. The report of the Board of Directors and the Board of Directors reflects a full and honest operation situation of PVCFC 2015.

- The Board of Directors has promulgated and strictly implemented the Resolution; Decision related to the operation of PVCFC according to the order, competent, matching the legal basis under the provisions of law and the Company;
- The Board of Directors has held regular meetings, the Board members participated fully in meetings, working with a high sense of responsibility;
- The Board of Directors constantly monitored and timely directed, in order to assist the Board of Management to complete the targets of production and business in 2015;
- Board of Management actively operated activities of PVCFC flexibly and assigned tasks tasks in a specific and clear manner, promoting decentralization in administration, in order to ensure timely processing of work, bringing high efficiency.

#### Evaluate the coordination of activities between the SB, BOD, and BOM.

At PVCFC, the coordination between the SB on the activities of the BOD and BOM are based on the principle of flexibility to ensure the interests of the Company and Shareholders are addressed. In 2015, the BOD and BOM have been closely coordinating, supporting, and creating favorable conditions for the SB in supervision, such as:

- Provide sufficient information on the production situation and the financial situation of PVCFC:
- · Invite fully the relevant departments to participate in meetings of the Board, as well as briefings and other meetings of PVCFC;
- Staffing in collaboration to work with Supervisory when requested;
- · Accordingly, any recommendations for the necessary changes of Supervisory Board were always responded to fully and promptly, effectively contributing to management activities and improving the quality of corporate governance.

#### Proposals of the SB for action plans of 2016

Whilst considering the economy, many difficulties and a decline in oil prices and the phenomenon of mangrove and prolonged drought. In order to maintain and improve the efficiency of production and business activities in 2016, the SB proposed some content for the action plan as follows:

- · Strictly control inventory, manage cash flow efficiently; Savings/cost reduction, lower production costs:
- Strengthen internal controls through building and putting into use the system of internal control and risk management.
- Promote researching new products, the progress of projects and continue to study potential projects.
- Continue to improve our sales network and distributor channels to nearby provinces and countries in the region.

#### **ACTION PLAN OF THE SB IN 2016**

- In 2016, the Supervisory Board will continue focusing on supervision and inspection of PVCFC's activities, as well as strengthening the coordination between the Supervisory Board, the Board of Directors and the relevant departments so that the reception and processing information between the parties is the most effective. Planning activities in 2016 mainly focuses on the following content:
- Supervise the management and administration functions and tasks under the Enterprise Law and the Company's regulations;
- internal regulations of the company.
- business plan in 2016;
- Check and





Monitor the implementation of regulations required under law and the charters of the company and the implementation of the resolutions and decisions of the General Meeting of Shareholders, the Board of Directors, the Regulations, regulations of Vietnam Oil and Gas Group (PetroVietnam), and the

Check and monitor the implementation of the manufacturing

monitor the implementation of the norms "economic and technical" measures to reduce costs;

- Monitor implementation of investment projects;
- Check and supervise the management of the owners of capital and capital investment of PVCFC's other businesses;
- Review the financial report and financial status quarterly and annually.
- Perform other duties and reports as required by the General Meeting of Shareholders, Petro Vietnam and the current regulations;



"PVCFC manages and strictly controls all activities of the company, thereby ensuring the best role of the stakeholders, the shareholders rights. On the other hand, PVCFC always proactively innovates and improves administration to minimize risk, improve operating management and labor productivity growth; thus contributing to sustainable economic development."



### A. REPORT OF THE BOARD OF DIRECTORS

#### **STRUCTURE OF THE BOARD OF DIRECTORS**

2015 - The first year the company converted to the corporation model, as the highest management body, which represents the interests of the shareholders, the Board of Directors (BOD) consists of 05 members elected by the AGM, including: a Chairman and 04 full time members, including 01 independent member; ; who play the management role and monitor the activities of a listed Company.

All members of the BOD have the adequate qualifications and sufficient competencies in the administration of the Company.

The Board of Directors do not establish sub-committees.

**OPERATION OF THE BOARD OF DIRECTORS** 

In 2015, the Board had 04 meetings and consulted several times through documents for the decision of important issues of PVCFC.

About Mrs. Tran Thi Binh - independent Board member elected by the supplement vote on the date 03/01/2015 - Mrs Binh has joined

03 session of the Board since then. In addition to regular & irregular meetings, the Board also regularly attended company's briefings to inspect and evaluate the implementation and monitoring of the activities of the Board of Managers in implementing the Resolutions & Decisions that the board has issued. All Board meetings are attended by the Supervisory Board as observers.

Through these meetings and several times of documented consults, the Board issued the Resolution / Decision to serve the execution of management and business operations of PVCFC in 2015, including important issues as follows:

No.	No. Resolution / Decision	Date issued	The content
1	08/QĐ-PVCFC	15/01/2015	Decision on approval of detaile
2	1162/QĐ-PVCFC-HĐ	08/06/2015	Decision on approval of the res project workshop Ammonia" (N
3	1800/QĐ-PVCFC	01/9/2015	Decision on "Construction and management standard COSO"
4	413/QĐ-PVCFC	13/03/2015	Decision on approval the risk m
5	1492/QĐ-PVCFC	24/7/2015	Decision on approval the purch
6	2466/QĐ-PVCFC	30/12/2015	Decision on approval the issua
7	973/QĐ-PVCFC	25/05/2015	Decision on approval the appo
8	974/QĐ-PVCFC	25/05/2015	The decision on the admission
9	1792/QĐ-PVCFC	28/8/2015	Decision on approval of the sco Consulting environmental impa "Investment in production lines
10	1925/QĐ-PVCFC	02/10/2015	The decision on the establishm "Manufacturing Complex fertili

And other decisions on the issuance of regulations and procedures for the business segments of the company.

In addition to regular & irregular meetings, the Board members also regularly attend company's briefings to inspect and evaluate the implementation of the work and supervise the activities of the Executive Board in implementing the Resolutions & decisions that the board has issued.



#### etailed plans in 2015 PVCFC

e results of the "Report pre-feasibility study to build a capacity expansion ia" (NH3) in Ca Mau Fertilizer Plant.

and operation of internal control system" and "enterprise risk

risk management category in 2015

ourchase of communications station in HCMC

ssuance of "Economic and technical norms" of PVCFC

ppointment of Deputy General Director of the Company

sion and appointment of the chief accountant firm

e scope of work and cost estimates, plans and selection of contractors impact assessment and verification of projects under the project lines from urea fertilizer complex melting"

ishment of appraisal committee of the feasibility study report

ertilizers from urea melt with a capacity of 300,000 tonnes / year"



(CONTINUED)

### **B. SUPERVISING REPORT OF THE BOARD OF MANAGEMENT ACTIVITIES**

Board of Directors (BOD) has inspected and supervised activities of the Board of Management in the implementation of the resolutions passed at the AGM and by Board of Directors in 2014 in compliance with the corporate charter as well as the 2014 Enterprise law:

- Pursuant to the Enterprise Law 2014 and guiding documents;
- · Based on the functions, duties and powers of the Board which are defined in the Charter of PVCFC;
- · Pursuant to the resolutions of the AGM in 2015.

#### PERFORMANCE OF THE BOARD OF DIRECTORS

Based on evaluation methods as follows:

• Through regular or irregular meetings of the Board, the Board of Directors

regularly reviewed and frankly discussed the activities of the Board of Management, the implementation of the strategic direction and 2015 business activities. The Board of Management also decided to report quarterly on their detailed action plans.

- Also, financial reports were updated as required by the Board. The Board of Directors and Management have had either direct discussions or via documents to provide timely solutions to ensure efficient operations of the company.
- Board of Directors attend all monthly/ guarterly Board meetings and briefings chaired by the Board of Management in order to better understand the situation of production and business activities, the problems and difficulties

remaining in the implementation of the plan to take immediate measures for appropriate direction.

Board of Directors carried out assessment of financial statements in accordance with regulations, ensuring the financial situation of a healthy and efficient PVCFC.

#### **CORPORATE BUSINESS ASSESSMENT**

In 2015, despite facing many difficulties with the unpredictable fluctuations of the market, however, PVCFC still excellently completed annual plan and targets for 2015, namely:

#### In Production:

 The safety, stability & efficiency of plant operation have always



been top priority in the company's management plan. The company has developed overall maintenance plan periodically toward meeting criteria: safety and quality assurance. There was no serious incident last year and capacity reached 102.73% (Urea Unit). Production output reached 797.15 thousand tons, exceeding 7% of annual plan and finished 20 days ahead of schedule.

· Developed and applied effectively the economic and technical norms and regularly updated and evaluated them to adjust to actual production.

#### In business

- The company has exceeded the 2015 consumption plan. Additionally, PVCFC has launched more than 300 tons of new products (N.Humate + TE) as a prelude to the production and trading of high-quality fertilizers branded Đam Cà Mau.
- The company has provided the market 773.4 thousand tons, reaching 104% of the plan, with a total revenue of 5,815 billion, Profit before tax is 714.8 billion VND, 12% above planned profit and budget payable exceeded 57%.
- Regularly studied, asserted & updated information on the current market, as a basis for building and implementing appropriate plans for production and business. Actively adjusting product structure and price flexibility in time. Maintaining market share in traditional markets such as the Southwest region, increase market share in new markets such as the Southeast, Central Highlands, North and Cambodia, making "Đạm Cà Mau" one of the prestigious brands in both domestic and Southeast Asia markets.

#### Regarding investments in capital construction and Research & Development

• During the year the company completed and put into use project "Roof shipment port" at the factory; ERP projects are implemented on into use.

high quality fertilizer.

#### On the other operations

- culture of PVCFC";
- interests of shareholders.



schedule, officially operated on 01/01/2016: The project "Warehouse for 10,000 tons of Urea Bags", with a total investment of 150.3 billion, have also been started in 5/2015, which have been completed and put

 The company is also researching and investing in the projects of compound fertilizers, in order to give good quality products and provide solutions for plant nutrition. Officially launched the new product - Premium Fertilizer N.Humate + TE; cooperate with domestic and foreign units, in order to study and test the product lines of

 The company officially listed its shares on the Ho Chi Minh Stock Exchange with the ticker dated 03/31/2015, code: DCM, strictly according to schedule committed to shareholders.

Promulgating the Regulations & Provisions as requested for a public joint stock company; strengthening the organizational structure to be streamlined & efficient; plan and launch the project "Reconstructing

 In terms of corporate governance, the Company has maintained the principle of openness and transparency of business activities; timely & correctly published information upon the changes & adjustments in business indicators related to the rights and

 In addition to the tasks of operation, the Company determines that responsibility for workers and social community is also an important task that sticks throughout the process of formation and long-term development of the Company. The company has repaired and upgraded many of the utilities in the general cafeteria to fully serve the needs of employees and their family members which include: culture, education, sports ... The company has also funded

the construction of schools, hospitals, bridges and roads, support for the poor & farming families and pupils/ students who overcame difficulties in all areas of the country.

#### ASSESSMENT OF THE BOARD **OF MANAGEMENT IN BUSINESS** PERFORMANCE

In 2015, BOM has successfully completed the assigned tasks, ensured its compliance with the resolutions of General Meeting of Shareholders and the Board's direction.

They have complied with the process and regulations in operating activities in accordance with the charter company, corporate governance regulations as well as the provisions of the relevant legislation. The evaluation report is as follows:

- Recognizing the advantages and disadvantages as well as the current status of the Company, the Directors have done many attempts in making the solution timelier and more flexible in conducting business activities in line with the actual situation. The Board has directed the Executive Board to better control costs and perform regular risk control activities, implementing the operation of the plant safely with high efficiency, maintaining and developing the distribution network in both the domestic and the Cambodian market.
- In 2015, BOM issued, internal documents within its competence, in order to effectively control all activities of PVCEC
- Board of Directors has set scientific research as one of the leading operations, to pave the way for the construction of new projects. From December 11/2015, senior product line N.Humate + TE was officially available in the market, marking a new phase of PVCFC, in the process striving to become a provider of nutritional solutions for Crops.

### **CORPORATE GOVERNANCE** REPORT

(CONTINUED)

### C. PLANNING DIRECTION 2016 REPORT THE BOARD OF DIRECTORS

2016 is forecasted to continue being challenging; the Board has identified the key task is to invest in human resources and modern technology in order to strengthen the competing ability in not only domestic but also international markets, putting relentless efforts and innovation in production and business operations in order to optimize and save costs, breaking through in the field of developing new products to bring added value to shareholders and improve the living conditions for employees.

#### **Direction to product development**

PVCFC aimed to develop more new product lines like N.Humate + TE using a platform that utilises modern technology.

Fertilizer granular will be used as inputs for the production of many new products with added value. It provides nutrients for plants using organic fertilizers microbiology, and compound fertilizers to both bring high economic value, but is also environmentally friendly.

#### Direction to business results

The support of the Vietnam Oil and Gas Group (PVN) and other ministries in order to regulate gas prices helped give the company time to increase the competing ability of international stature. In 2016, Vietnam will implement and sign a series of free trade agreements such as the TPP, with many commitments preferential tariffs for exports, this is also advantageous to Ca Mau in the future.

#### Direction to accomplish the targets set for 2016 by shareholders' meeting

- · Complete the 2016 business plan effectively & economically.
- Operate plants effectively, continue to implement technical initiatives, gradually improve product quality, innovate and optimize production to ensure continuity & stability of production, bringing the products to the consumption areas across the country and to appropriately meet needs of farmers.

 Control the technical and economic norms and mining operations at the Plant; strictly administer costs of products to guarantee technical and economic norms and compete with similar products.

- To accelerate the research, development & manufacture of new products in the potential market segment to maximize added value to meet the needs of domestic agricultural production and exports.
- To boost investment, to improve our sales network and extend distribution in key areas in the country and aim to export to other markets in the region such as Cambodia, Myanmar, and Thailand with correct business policies, marketing strategies and reasonable distribution systems that are both specific and effective.
- Using IMC (Intergrated Marketing Communications) to determine the incremental costs of a general plan, assessing the strategic role of the different components of communication such as advertising, sales promotion, propaganda, social welfare activities and the combination of these components to create a clear& effective regular communication, continuously rebranding "Đạm Cà Mau-For a golden harvest" as one of the most trusted brands in the domestic market and Southeast Asia with the core mission of "providing solutions for plant nutrition".
- Complete investment projects according to schedule. Complete the feasibility study of potential projects and take advantage of new technology, materials resources and markets.
- Continue to strengthen our organizational structure and regulations in accordance with the form of a joint stock company, and improve corporate governance. Continue to improve and introduce effective tools and advanced management systems such as ERP, COSO and APC in order to reduce

costs and conduct transparent production activities, thus enhancing our ability to compete.

· Continue to improve and develop the company's culture to create an environment for sustainable development, continue the project "Reconstructing culture" to bring PVCFC its own identity as a strong investment in to the development of People who are the most important resources of our company.

#### Direction to shareholders and investors relations policy

2015 was the first year PVCFC changed its business model to a corporate model. And building up positive relationships with shareholders and owners is something PVCFC has always focused on. Therefore, policies regarding shareholders and investors were gradually prepared and implemented in 2016 with the specific content as follows:

- Established an Investor Relations (IR) division to undertake work effectively and intensively, reflecting the necessary respect for shareholders and owners not only in providing transparent information but also, information that is necessary and timely in order to meet the needs of shareholders and owners.
- Regularly organized activities aimed at increasing annual transparency in business operations and that strengthens the relationship between PVCFC and its investors and shareholders.
- Publish transparency status relationships with investors and owners on PVCFC's media official, namely: Establish "Investors Relations" section on the PVCFC website; publication of investor newsletter, which updates the information necessary for the shareholders and owners of facilities to monitor, update and have exact overview on the activities of the company so the rights and interests of the shareholders, the owners is always ensured in a stable manner.

### **D. TRANSACTION, REMUNERATION & BENEFITS OF BOD, BOM & SUPERVISORY BOARD**

#### SALARY, BONUS, REMUNERATION AND OTHER BENEFITS

PVCFC implements a remuneration scheme for the members of the BOM and BOS in charge of the company and the BOD in accordance with laws and policies to ensure that these are in harmony with the annual wage and salary of the Company and are adequate with the capacity and work results of each member. For the BOM and BOS members that are not dedicated, PVCFC implements a remunerationfor-work mode.

#### **REMUNERATION FOR THE BOARD OF DIRECTORS REPORT**

No.	NAME	POSITION	WAGES, REMUNERATION	BENEFITS AND BONUS	TOTAL
I.	BOARD OF DIRECTORS				
1	Mr. Nguyen Duc Thanh	Chairman of the Board	62.9%	37.1%	100%
2	Mr. Bui Minh Tien	Commissioner of Board, and Chief Executive Officer	62.9%	37.1%	100%
3	Mr. Tran Chi Nguyen	Board member	65.8%	34.2%	100%
4	Mr. Tran My	Board member	65.4%	34.6%	100%
5	Ms. Tran Thi Binh	Board member	62.5%	37.5%	100%
н.	II. THE SUPERVISORY BOARD				
1	Ms. Phan Thi Cam Huong	Head of Supervisory Board Inspectors	67.1%	32.9%	100%
2	Mr. Lam Van Chi	Supervisory Board member	50.0%	50.0%	100%
3	Mr. Nguyen Thanh Hao	Supervisory Board member	50.0%	50.0%	100%
III.	BOARD OF MANAGEM	IENT			
1	Mr. Bui Minh Tien	Board Member, Chief Executive Officer	62.9%	37.1%	100%
2	Mr. Hoang Trong Dung	Deputy General Manager	65.6%	34.4%	100%
3	Mr. Van Tien Thanh	Deputy General Manager	64.4%	35.6%	100%
4	Mr. Nguyen Duc Hanh	Deputy General Manager	65.7%	34.3%	100%
5	Mr. Le Ngoc Minh Tri	Deputy General Manager	65.7%	34.3%	100%
6	Mr. Vu Thuy Tuong	The chief accountant	65.0%	35.0%	100%

#### TRANSACTIONS OF INTERNAL SHAREHOLDERS

In 2015, PVCFC generated no internal transactions between the Company and members of the Board of Management, Supervisory Board, Board of Directors and management staff.

#### STOCK TRANSACTION OF INTERNAL SHAREHOLDERS

- No Trading of DCM stock occurred between PVCFC internal personnel
- Other objects: No notices or reports regarding stock transactions.





"From its earliest days, the work of Risk Management has been determined by PVCFC as one of its main priorities, to be maintained regularly in connection with the strategic goals of efficient business and sustainable development"

At PVCFC, Risk Management (Risk Management) is the duty of all members from the highest level (the Chairman) to the lowest level (direct employees) and is institutionalized in writing released by the Board of Directors.

Business risk management is not only in compliance with the law, but also based on the principle of optimizing cost-effectiveness and ensures consistency with the Company's strategy. PVCFC has built an internal risk management system with the support from risk management advisories.

#### Risk management in every field of activity

In every field of activity in PVCFC, the company has equipped various support tools, serving the purpose of risk management, thus helping PVCFC determine timely processing solutions. PVCFC has identified risk issues in our main activities and support tools as follows:

procedures:

3. Risk management - Operation

• To control the risks of the job steps of

SOPs, PVCFC has had Price Waterhouse

Cooper (PwC) to review the entire

system of all the Company's activities

and constructed internal control

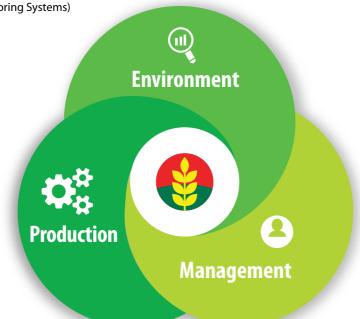
systems based on international

standards COSO-IC (USA).

1. Risk management - Manufacturing operation: PVCFC's key operation principle is to secure production with the highest quality and lowest cost. Therefore, PVCFC has equipped the necessary tools to support the following:

- RBI Software (Risk Based Inspection) to support the management, maintenance and safety inspection of all equipment for static and piping process systems of the plant;
- "Corrosion monitoring system" on-line (ICMS) to control the corrosion of the pipeline system.
- FGMS (Fire & Gas Monitoring System);
- MPS / MMS (Machinary Protection and Monitoring System) to serve monitoring activities and protect the safety of the rotating machinery / equipment;
- Industry-standard laboratory VLAS full of modern analytical equipment to ensure risk control of intermediate product quality at every stage of production and the quality of the final product including product storage;
- · Online analysis system: to control and timely adjust the parameters of technology in production lines and control data to correspond with the laboratory's results;
- MIS (management Information System) serves for the co-production and support of operations in order to optimize operating modes and control over production quotas;

- 2. Risk management Environment: The environmental risk is one of the key risks of particular interest to PVCFC. To ensure control of parameters/indicators of environmental protection under Vietnamese Standards both (TCVN) and International standards (ISO), the following systems have been fitted/installed during the construction of Plant:
- PVCFC's system was equipped with a comprehensive wastewater treatment system;
- Online EMS (Environmental monitoring stations).
- CEMS (Continuous Monitoring Systems)



Emission

Through the above risk management measures, so far PVCFC has identified, measured and avoided risks as follows:

#### **RISK MANAGEMENT – MARKET**

#### **Risk management - Oversupply**

PVCFC has enhanced current distribution, reviewed and reinforced sales and after-sales policies and simultaneously promoted the strategic plan of exporting overseas.

#### **Risk management - Competition**

The intergration into TPP brings Vietnam more opportunities as well as pressure. In considering the ramifications of TPP, PVFC had planned its strategies to exist and develop under the enhanced pressure of competitiveness.

#### **Risk management - Developing new products**

PVCFC has always focused on its product diversification, and has developed new products and expanded the scale and improved business in order to meet the needs and trends prevalent in the market.

#### MANAGEMENT RISK - FINANCE

#### Interest rate

PVCFC has restructured many loans to reduce interest and balance cashflow to re-deposit in case of higher interest rates (interest rates fell in 2015, reducing revenue from financial activities).

#### **Exchange** rate

Balance cash flow to use for prepaid contracts and establish a provision for exchange rate risks.

#### RISK MANAGEMENT **INVESTING IN SUBSIDIARIES**

efficiency.



#### **RISK MANAGEMENT - MANUFACTURING** AND ENVIRONMENTAL PROTECTION

Since officially commencing operations (2012), the Plant has always operated safely and stably - no serious incidents have occurred - furthermore, the quality of our products have always been either the same or higher than published standards; Also, environmental protection indicators have always met the standards of TCVN/ISO and the various State Management Agencies that have certified us through various examinations and inter-disciplinary majors.

PVCFC controls training operation as well as make contact and cooperates with the State Management Agencies (the Department of Natural Resources and Environment, Department of Labour, Invalids and Social Affairs, Public Security Fire Protection) in order to organize training courses in work safety, health and the environment. PVCFC took many initiatives in the improvement of employees in order to improve product quality, save energy, improve safety and promote environmental protection production.

PVCFC had only one subsidiary company named Petro Vietnam Packaging JSC (PPC). Previously, production and business activities of the PPC were not achieved as expected. However, with many solutions in the management of production and operations, PPC is currently operating with a very high

#### **RISK** MANAGEMENT - LEGISLATION

The amendment and supplement of Tax Law came into effect on January 1st 2015 and have had a significant impact on the business. The VAT tax imposed on fertilizer has changed from 5% to non applicable. Hence, our initiative was to improve quality all while diversifying products and actively expanding into domestic and foreign markets in order to ease competitive pressures as well as create more value for the company.



#### **RISK MANAGEMENT DIRECTION**

Through its analysis, identification and control of any risks that may occur; PVCFC in recent years, especially in 2015, has carried out a series of workshops addressing various issues and hired experts and, consultants to coordinate the deployment of system solutions to optimize resources and risk management for the majority of the activities of the company, especially utilising the 2 most modern systems today: SAP ERP and ERM. This is a strategic move to confirm the position of PVCFC in improving efficiency, quality of work and better controlling risks that could impact the Company and this will be advantageous for PVCFC to prepare for deeper integration in this context that will lead to new objectives further down the line, namely:

#### Selecting Management System SAP ERP enterprise resources to elevate the value of the company

Project Management System Enterprise Resource SAP ERP (Enterprise Resource Planning) between PVCFC, the consultant agency E&Y, and the FPT IS was launched on 03/25/2015 in order to standardize business processes, reporting systems, as well as to aid in systems with tightly integrated processes which have unified management models for the whole of PVCFC. In particular, the project provides leaders with the chance to grasp actual situation in the business, to support decision-making, to aid in finding potential projects, and assist business processes to ensure they are a methodical, and improvise promptly with the volatility of the market as well as respond to any market emergencies.

The system will be applied for our affiliates under PVCFC (including offices in Hanoi and Ca Mau, a branch in Ho Chi Minh City, Đạm Cà Mau Plant) and PetroVietnam Packaging JSC in Bac Lieu in 6 main modules: purchase & inventory management (MM), sales administration (SD), production management (PP), accounting management (CO), governance financial accounting (FI) and consolidated accounting (CS).

All employees understand that once the ERP project succeeds, PVCFC will advance to new heights. The event GoLive (01/01/2016) marked the success of PVCFC and opened many promising opportunities for the development of the Company.

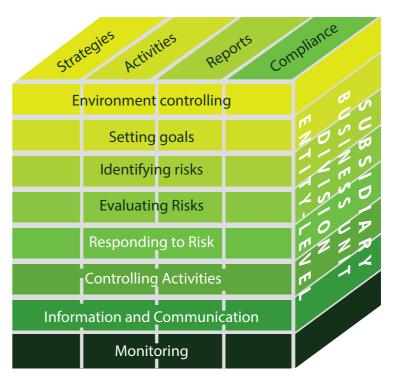
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#### **Selecting Enterprise Risk Management** (ERM) under the COSO standards of the United States

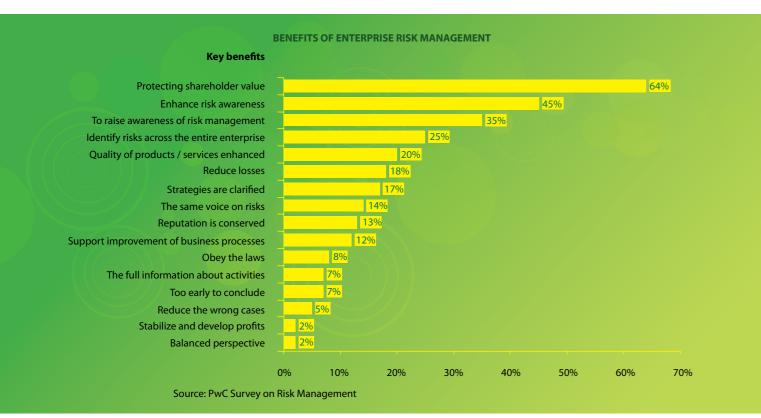
In order to achieve sustainable development, maximize profits and bring peace of mind to shareholders and investors, PVCFC has invested in a Risk Management tool enough to control risk at the aggregate level, which can help companies enhance the effectiveness of management concerning unstable factors. The use of models under ERM COSO is a good method to help PVCFC approach selection systematically and comprehensively in order to help identify, measure and determine the ranking or priorities and deal with the risks affecting business objectives and the most important projects in progress. This is the basis for operating practices and daily business activities taking place in PVCFC.

The model "integrated enterprises risk management COSO" (COSO ERM) is the most advanced system, and is used in many, large corporations in the world to improve the management of enterprises and control any incidents and determine the level of acceptable risk, thereby increasing the value of relevant factors. Currently, this system is being updated to version "COSO ERM-2014" by PwC, with the aim of perfecting its content and its consistency with PVCFC, thereby increasing the value of our programs that manage risk.

For this reason, PVCFC chose the enterprise risk management model (ERM) as a standard COSO ERM-deployment and started building from the second quarter of 2016 with great expectations of an upsurge of activity during period 2016-2020.



Officially operate the enterprise management system "Enterprise Resource Planning (ERP)"



CÔNG TY CỔ PHẨN PHÂN BÓN DẦU KHÍ CẢ MAU ĐƠN VI TƯ VĂN CHỦ ĐẦU TƯ EY Building a better DAM CÁ MAU LỄ VẬN HÀNH CHÍNH THỨC HỆ THÔNG QUẢN TRỊ NGUỒN LỰC DOANH NGHIỆF SAP-ERP Cà Mau, ngày 01 tháng 01 năm 2016



#### Model of the Enterprise Risk Management framework as COSO ERM Standard



### A. BUSINESS PERFORMANCE ASSESSMENT

2015 was a challenging year for the fertilizer industry in Vietnam. Many fertilizer production enterprises in the country, particularly PVCFC have come under pressure due to the domestic market's oversupply. The fluctuation and downward spiral trend in world fertilizer prices as well as; the impact of climate change, mangroves and drought also have impacted consumption and simultaneously in Vietnam, the VAT tax imposed on fertilizer has changed from 5% to non applicable. Furthermore, sharp fluctuations in exchange rates have also impacted significantly on the financial costs and production efficiency of PVCFC. However, the proper guidance and timely, strategic decisions of the Board of Directors have helped PVCFC gradually overcome these challenges to successfully achieve its annual plans and continue to grow from strength to strength to create sustainable value for future development.



PVCFC officially operated as a joint stock company from 2015. Therefore, in addition to the opportunity of developing after equitization, PVCFC has had to face many challenges with competitive pressure in the industry in Vietnam getting fiercer. However, owning the only factory granular fertilizer in the Mekong Delta region in Vietnam (the centre for rice - accounting for 50% of fertilizer requirements in the country), along with the most advanced manufacturing line in the country and Southeast Asia; our team of highly qualified and well-trained management personnel have helped PVCFC gain momentum with their exemplary professional competence, always demonstrating a spirit of solidarity and responsibility in their work;

Furthermore, gaining community attention, improving our timeliness and having the support of ministries who regulated gas prices have helped PVCFC grow from strength to strength to gradually overcome many difficulties to achieve many goals in 2015.

#### Production and business results in 2015

- Total revenue: 6% higher than planned;
- Profit before tax: above-plan 12%
- Profit after tax: above –plan 12%
- · Production output: above-plan 7%, reached the goal 20 days earlier than planned;
- Sales volume: above-plan 4%

#### **Business achievements in 2015**

In 2015, PVCFC had exceeded the consumption plan and launched around 500 tonnes of new product N.Humate + TE, producing and trading high-quality fertilizer branded PVCFC with the valuable support of farmers.

#### Market

Officially available in the Vietnam market from 2012 with the granular Urea product, the first and only product manufactured in Vietnam, PVCFC has launched more than 3 million tons of products branded "Đam Cà Mau- For A Golden Harvest" until 12/23/2015.

In 2015, PVCFC remained stable and maintained its No.1 position in the Mekong Delta area and continued to promote the expansion into potential markets such as the Central Region - Highland and the North. Furthermore, dated 05/28//2015, PVCFC successfully launched the new product branded granular Urea CaMau, officially distributed through 04 (four) partners which have signed agent contracts with PVCFC in Cambodia. This, on one hand, helps Cambodian farmers to have access to the high quality granular urea and on the other hand helps to create a premise for PVCFC towards exporting to foreign markets such as Thailand, the Philippines, and Bangladesh in event difficult markets like South Korea and Japan, contributed to stabilizing the domestic fertilizer market and create competitive barriers against foreign products entering Vietnam.

PVCFC aims to brand Đam Cà Mau as one of the prestigious brands on the domestic market and Southeast Asia and to do this, PVCFC has regularly hosted market assessment activities with the following content:

PVCFC regularly updated information, research, and market assessment date (price, supply - demand, inventory, etc.) as a basis for building and implementing plans for production and business accordingly, and actively adjusting product structure and price flexibility in time. At the same time, PVCFC regularly reviewed and evaluated distribution systems to screen new clients to ensure they are in line with our strategic direction of business development.

Organize seminars for farmers and customer conferences to equip them with the most basic knowledge about PVCFC, to emphasize the advancement of scientific techniques in production used to bring economic efficiency. Furthermore, we aim to increase market share, our recognition and branding and



%

**PROFIT BEFORE TAX** EXCEEDED



#### **PRODUCTION CONSUMPTION** EXCEEDED



to help our consumers understand more about PVCFC and what we stand for.

In early 2016, the brand "Đạm Cà Mau" was awarded the title "Vietnam High Quality Goods" voted by consumers, marking a new achievement for us, confirming the confidence our consumers have in our brand "Đạm Cà Mau- For a Golden Harvest".

#### Market share

According to internal statistics, based on consumption of PVCFC compared to the total consumption in the region, the share of PVCFC in 2015 was as follows:

30%
29%
18%
12%

### **B. THE IMPLEMENTATION OF PROPERTY INVESTMENTS**

#### **INVESTMENT IN SUBSIDIARIES REPORT**

PVCFC has a subsidiary with the following information:

Company Name	: PETROVIETNAM PACKAGING JOINT STOCK COMPANY
Abbreviation	: PPC
Capital	: 32,650,000,000 VND
Address	: Lot A1-3, Tra Kha Industrial Park, Ward 8, Dist. Bac Lieu, Bac Lieu
Phone	: (84-781) 3.957.555
Fax	: (84-781) 3.957.666
Business segments	: Manufacturing packaging, sales of sewing PP, PE, cotton
Ticker	: PBP

PVCFC currently holds 1,666,100 shares in PPC is equivalent to the value of 16,661,000,000 VND (percentage of shareholding: 51.03%).

#### Performance results of PPC in 2015

Targets	Calculation Unit	Progress	Năm 2015		Comparing	
			Plan	Proceed	ratios	
		1	2	3	5=3/2	6=3/1
Production	Thousand bags	17,325.13	16,611.00	18,304.94	110.20%	105.66%
Consumption	Thousand bags	17,296.03	16,611.00	18,162.28	109.34%	105.01%
The total revenue	Billion VND	157.29	149.24	144.60	96.89%	91.93%
Profit before tax	Billion VND	11.38	5.32	9.94	186.73%	87.37%
The profit after tax	<b>Billion VND</b>	10.24	4.79	8.95	186.73%	87.37%
Pre-tax profit margin / Capital	%	34.85%	16.31%	30.45%	186.73%	87.37%

#### (CONTINUED)

#### **OTHER INVESTMENTS REPORT**

PVCFC continues to promote the development of investment projects from 2014 onwards to ensure economic efficiency:

### The "10,000 MT urea warehouse" project

With the aim of developing logistics warehousing systems and the

technological equipment of the plant, to ensure the required stability and safety for production since the current storing capacity is low, and to ensure there is no interruption in the case of unfavourable weather conditions, PVCFC has invested in "10,000 MT urea warehouse" with a total investment of 150.3 billion VND from 5/2015. The construction of this warehouse has now been completed and will be in operation soon.





#### ERP project

The project was in progress from 03/25//2015 to standardize business processes and reporting systems, in order to build systems that tightly integrated processes under the unified management model.

The ERP system Phase 1 in the Product and Finance and Accounting modules was successfully put into operation from 01/01/2016.

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### **C. PRODUCT AND SERVICES QUALITY**

During its 5 years of operation, PVCFC has constantly maintained stable operations, with its production rate at 98-100% to ensure stable guality and it is currently working to increase capacity every year.



Purchase; Sell; Storage completed on schedule. Currently, the system is operating stably and PVCFC has continued into the 2nd phase of ERP system implementation with new modules to be completed and put into operation in 2016.

In addition, PVCFC has highlighted the importance of Reseach & Development to enhance product quality, as well as the importance of innovative packaging that is consistent with market demands and that provide consumers with more solutions.

#### **PRODUCT QUALITY**

In 2015, PVCFC has satisfied market demand with 02 high quality products:

#### Urea granular products

Granular urea was the first and only of its line manufactured in Vietnam and they have many advantages over traditional urea products that are available in the market today.

#### Superior products N.Humate + Te

Superior products N.Humate + Te are produced on modern technological lines, reducing the loss of protein, which helps plants grow strong and helps to special nutrients to increase the productivity and quality of agricultural courtyards.

All PVCFC branded products meet the following specified quality standards:

- Vietnam Quality Standard.
- · International Quality Standards.

#### SERVICES

#### Customer care, technical consultancy

PVCFC has organized thousands of seminars for farmers across the country to provide basic technical information and to teach them how to use appropriate products and how to choose a good product. Through these workshops, PVCFC also helps to advise farmers on farming techniques, crop information and the market prices of raw materials and products, as well as advice on how to do business efficiently and compatibly with each region with the biggest goal contribute to farmers' achievements

during a bumper, contribute to farmers' achievements during a bumper season.

#### Sale support services

In order to deliver our products to farmers directly, as well as receive feedback from the market as quickly as possible, PVCFC has built a chain of business support services from the mandates of the relevant departments, detailed as follows:

- Market research department: providing services such as research & findings, collecting information and providing accurate data sources to make decisions and business strategies suitable for each stage and specific to the targeted markets.
- System Development Division: building a strong distribution system that is sustainable and provides efficient services to assist smooth trading.
- Logistics Division: export/ import transportation and warehousing with the aim of delivering goods to the customer safely, accurately and on time.

#### Training and labor supply services

PVCFC always appropriately invests in training and developing highly gualified human resources, building towards a team of human service providers abroad. The content

and form of the training focused on content management, production management and business skills to enhance management, operations, regular maintenance, and the various business activities of the company. The PVCFC production staff have successfully mastered the operation competencies of the domestic & overseas service projects.

### **D. IMPROVEMENTS ON ORGANIZATION, MANAGEMENT** POLICIES

2015, PVCFC has restructured the organization to match the joint stock company model. Accordingly, PVCFC has streamlined corporate structure and reduced middle management to ensure efficient work processing, saving costs previously unnecessarily incurred. In 2016, PVCFC wil improve the system of rules, regulations, streamlined procedures, and ensure the efficient application of information technology in governance in response to the growing trend of growing trends.

#### THE ORGANIZATION AND CORPORATE CULTURE

- The company has issued regulations and provisions as required for a public joint stock company and continues to strengthen the organizational structure to be more streamlined, and line up with the strategic direction of the company.
- PVCFC has launched the project "Reconstructing culture" for the purpose of successfully highlighting the culture of PVCFC since founding days, to identify and replicate existing features of other values and bring positive results to shape PVCFC's cultural identity.

#### **RESTRUCTURING THE ORGANIZATION**

- · PVCFC completed an IPO and officially became a joint stock company on 01/15/2015. Stock was listed on the HCM Stock Exchanges on 03/31/2015, on schedule. Currently, Vietnam Oil and Gas Group are preparing plans to reduce its percentage of shareholding to 51%.
- · Listed shares of PetroVietnam Packaging Joint Stock Company (PPC) with the stock code PBP on Hanoi Stock Exchange since 01/27/2015.

#### ADMINISTRATION AND MANAGEMENT

To standardize and professionalize manufacturing, monitoring and operating processes, PVCFC has actively introduced several technological applications for executive management. Applications of software in production: Using CMMS for maintenance management, MISS for supervision and packing-head

- tracking software.
- e-documents, etc.

The SAP ERP (Enterprise Resource Planning) application is jointly conducted by JSC Fertilizers Petroleum Ca Mau (PVCFC), Ernst & Young (E &Y) consultancy and FPT Information System Company (FIS). Given market fluctuations, the choice of deploying enterprise resource planning - ERP, is seen as a strategic move.

#### TRAINING AND HUMAN RESOURCES DEVELOPMENT

Trained: 7,896 personnel, reaching 202.20% of the 2015 plan. Training expense was equivalent to: 15.85 billion VND.

Focused training on: improving capability management and administration capability. PVCFC also provided. Provided specialty training for engineers in operations and maintenance. We are preparing for future projects worldwide.

HUMAN RESOURCE ACTIVITY, **SALARY & WELFARE POLICIES** 



 Application of software for corporate advertising: logistics management software (Bravo); human resource management software and

PVCFC always creates a safe working environment, implements a friendly labor policy and participates in insurance and other policies, in accordance with the Labor Code and the Company's regulations.

- Human Resources: : The total number of employees by the end of 2015 was 868 people (including 11 representatives from Vietnam Oil and Gas Corporation). PVCFC also streamlined their corporate structure, to improve the operational efficiency of Joint Stock Company.
- Wages: PVCFC's payment of wages and benefits is in accordance with the relevant statutes and regulations of the company, guaranteeing income and stable living conditions for and stable workers and employees. In 2015, monthly earnings was 22.24 million/ person and average income reached 23.71 million / person / month.

#### **OPERATIONS**

Plant operation is always safe and stable with an average capacity of 102.73% (Factory urea).

The overall maintenance plan was periodically built early in the year and resulted in a serious, expeditious safety and guality control assessment that was completed as planned 08/2015 using CMMS software and RBI to examine and assess the corrosion, make a damage diagnosis and offer timely solutions.

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### E. MARKET ASSESSMENT & DEVELOPMENT PLANS

#### **PERFORMANCE SUMMARY OF 2015**

#### In 2015, PVCFC made various guidelines, policies and laws, namely: save 58.73 billion, (204%...) and seriously implement occupational health and environmental protection. PVCFC has always been rated as one of the working units Safety - Health - Environment's leading oil and gas industry, complying with regulations regarding the propagation and dissemination of the constitution and laws for all officers and employees in Vietnam. Performing with the internal spirit of solidarity, PVCFC holds social security programs every year, addressing the activities of mass movement, always caring for the lives of officials and employees.

From our successful results in 2015. PVCFC draws some lessons from our experiences:

- Take advantage of the attention and guidance of the Vietnam Oil and Gas group and its relevant departments to assist in proposals;
- Plan in detail for departments, highlighting its goals and to ensure drastic control of the plan's implementation right from the beginning of the year and also ensure it's carefully evaluated and reviewed regularly;
- Develop a collective sense of solidarity and sincerity towards the common goal of the unit - to uphold the exemplary role of the Leader;
- Build good operating procedures and strongly decentralize subordinates to increase autonomy and responsibility settling affairs.

#### **2016 MARKET PREDICTION**

The Board of Directors predicted that 2016 will continue to be a challenging year. As reported by AgroMonitor Vietnam - Company, the local production capacity of Urea is expected to be higher than 2.35 million tons as previously seen in 2015. Domestic fertilizer demand is expected to increase slightly while crop also increases, it's also expected that restructuring will move towards a more commercial production scale and many will continue to promote fertilizer by emphasizing nutrition - especially the balance between nitrogen, phosphorous and potassium, which increase productivity. AgroMonitor forecasts that the, consumption of urea in 2016 will be 2.25 million tons. Official fertilizer imports and Vietnam's value won't have as much as impact compared to 2015, considering tariffs of Urea exports of ASEAN countries is still 0%. With fertilizer export tax in 2016, China's continued preference for a whole a year are expected to contribute to the fall in global urea prices while supply is expected to remain abundant. This has lead to an increase in competitive pressure, not only between domestic production enterprises but also with import business. Furthermore, domestic enterprises are continuing to expand their production capacities will lead to a rise in inventories. This is also a big challenge for the company, terms of in inventory control, adjusting prices and maintaining the balance in inventory costs.

Meanwhile, Vietnam participates in the ASEAN Free Trade Area (AFTA) and the Agreement on the Trans-Pacific Partnership (TTP) and it brings a lot of competition and challenges; PM3 gas resources from the mine is unstable, leading to risks such as the ability to stop the gas supply, gas supply changes and changes unplanned and gas policy changes in the electrical industry all of these factors will also greatly affect the stable operation of the plant and its production efficiency in 2016.

Along with the difficulties mentioned above, PVCFC have also identified many opportunities to help companies increase their competitiveness and make full use of their respective advantages, to cement its position in the market in 2016, while Vietnam executed and signed several free trade agreements. Vietnam Oil and Gas Group (PVN) has also committed to a return on equity of at least 12% by the year 2018. This is a huge incentive to help developing PVCFC.

#### **2016 PLANS & DIRECTION**

Faced with the opportunities and challenges, key tasks have been identified from board of directors and the Board of Management has launched specific strategies with the following plans and direction:

- · The economic consumption norms -Technical has been issued;
- Information on production plans and programs to deliver gas;
- Planned maintenance and repairs of Đam Cà Mau Plant;
- 2015 Business performance plan.
- Based on the amendment 04 of the gas purchase contract No. 3918/ HDDKVN "PM3 and Block 46 Cai Nuoc", a return on average equity of 12%/year, means the input gas price is effective from 11/2014.
- The international and domestic fertilizer market 2015 and 2016 forecasts.

#### Key tasks in 2016

- · The plant operates efficiently, safely, stably and gradually improves product quality and improves and optimizes level of production. Production output reaches 785.83 thousand tons of urea.
- · Complete the maintenance plan, complete repairs safely, and make continuous progress whilst making cost savings;
- · Control the level of economic, and technical operations at the factory; tightly manage costs - especially the costs of products and ensure that economic and technical norms are kept in mind to ensure we can compete with similar products;
- Promote the research and development of new products in the potential market, in order to add value. The goal by the end of 2016 is to successfully research 2 new product lines for PVCFC:
- · Promote investment and complete our sales network and distribution channels to the provinces as well as other countries in Southeast Asia such as Cambodia, Myanmar and Thailand ... The consumption output should reach 785.83 thousand tons of converted urea.
- Continue to build the brand "Dam Ca Mau" became one of the prestigious brands on the domestic market and in the Southeast: Continuously advertise activities associated with social welfare and the community;
- · Complete the investment project on schedule, complete the feasible level of research on potential projects and take advantage of new technology, raw materials and markets;
- Continue to strengthen organizational

- as ERP, APC, etc;

STT Indicators

I	VOLUME INDI
1	Production
1.1	Urea converted
1.2	Packings
2	Consumption
2.1	Urea converted
2.2	Other Fertilizer
2.3	Packings
11	THE CONSOLI
1	The total reven
3	Profit before ta
4	Profit after tax
5	Budget remitta
ш	FINANCIAL IN COMPANY
1	The total rever
3	Profit before ta
4	Profit after tax
5	Budget remitta
IV	INVESTMENT
1	Value of invest



structure and regulations, in accordance with the form of a joint stock company;

Continue to improve and use the tools at hand, advanced management systems such

Continue to improve and develop the company's culture, creating an environment that promotes sustainable development.

#### Expect indicators for main projects in 2016

	ÐVT	KH 2016
ICATORS		
d	Thousand tons	785.83
	Thousand bags	17,166
d	Thousand tons	785.83
r	Thousand tons	50
	Thousand bags	17,166
IDATED FINANCIAL INDICATORS		
nue	<b>Billion VND</b>	5,845
ax	<b>Billion VND</b>	683.59
(	<b>Billion VND</b>	649.27
ances	Billion VND	50.90
NDICATORS OF THE HOLDING		
nue	Billion VND	5,838
ax	Billion VND	682.56
(	Billion VND	648.43
ances	Billion VND	47.02
INDICATORS		
tment	Billion VND	130.28

(CONTINUED)

### E. MARKET ASSESSMENT & DEVELOPMENT PLANS

(CONTINUED)

#### Investment & Utility/ Equipment Purchasing Plan

2016 has been identified as an important year to implement the projects of PVCFC. In which, we will focus on the following priorities:

- Produce organic mineral fertilizer urea of an original capacity of 30,000 tons/ year (Project group C) this has an estimated investment of 30 billion. The purpose of the project is to develop a fertilizer product line based on "Ca Mau" as inputs, combined with the essential elements, micronutrients and compounds, thereby creating value of the company and meet the diverse needs of nutrition for plants. Currently, PVCFC has assigned the task of PetroVietnam Packaging Joint Stock Company (PPC) studying then running the project at the end of the third quarter / 2016.
- Produce complex urea fertilizer from melting capacity of 300,000 tonnes/year (Project group B). Due to increasing demand for high quality grainy fertilizer, using the available technology of Đạm Cà Mau Plant, products with added nutrients that are compatible with many different kinds of crops, will be central to ensuring PVCFC's competitiveness in the domestic market, and its ability to contribute to the reduction in the number of imported fertilizer. Currently, the project has been approved and it was planned that Vietnam Oil and Gas Corporation and the board of directors at PVCFC will choose the contractors for the project. The project is expected to commence in late 2016 and be completed and put in to use in 2018.

**Research and Development Plans in** 2016

- Successfully introduce 01 new products in 2016;
- Complete the study and optimization of the Ammonia workshop to 110% of its designed capacity.

#### **IMPLEMENTATION PLAN IN 2016**

#### Business Organization and Management

- Develop plans to implement the appropriate in monthly and quarterly instalments. Strengthen inspection to promptly remedy any problems of implementing the plan;
- Improve the operating efficiency of the ERP system - Phase 1 and continue to improve Phase 2;
- Continue to improve the management model so that it is compact and fit effectively with the company's development. Also, to allocate appropriate resources to ensure professional capacity and effectively use human resources.

#### **Manufacturing Operations**

- Maintain and ensure the stability, safety & efficiency of production. Optimize the production process to reduce costs. Re-construct production capacity and product quality to meet consumer demand;
- Ensure support and maintenance software is fully equipped with applications that work effectively in assisting planning, deployment and management activities in the plant's maintenance;
- Strengthen relationships with partners to organize learning, and exchange experiences to develop specialized maintenance techniques to encourage the use of simple materials and to improve teamwork.

• Make the most out of our available resources to perform regular maintenance work in order to maintain the stability and safety of the plant's equipment, thereby reducing the number of repairs and its corresponding expenditures. Also, strive to reduce costs and overhaul maintenance so that it's at least 20% higher than planned.

#### **Sale And Business Development**

- · Actively implement flexible sales policies and strategies. Observe any changes in world prices and take the appropriate measures to reduce the amount of infiltration of cheap urea from abroad into our domestic market.
- Review and re-calculate the demand in each region seasonably in order to actively observe the development of markets where granular product lines have a major advantage. Also, integrate promotional activities that are aimed at effectively trading the Company's newest products;
- Implement appropriate marketing strategies that increase our market share and increase our brand position in the domestic and international markets.

#### Investment in Capital Construction

- Regulate establishing portfolio management, review and periodically update schedule control, and identify the quality and costs of the project;
- Implement solutions like stick construction to, solve difficult problems and ensure these projects are highly effective while in use earlier than expected;
- Invest in new, effective production lines to meet the market access schedule at appropriate stages.



#### Training and Human Resource Development

- · Strengthen training services and selftraining skills to enhance professional skills and foreign language skills to operate effectively and meet the requirements of rapid development and integration, ensuring these measures are consistent with the development orientation of PVCFC;
- · Develop good policies to keep key personnel and create a professional working environment that develops the capabilities of each individual;
- · Efficiently use existing resources to enhance the operational efficiency of PVCFC.

#### Scientific and technological research

 Build portfolio management science topics, review, update and periodically evaluate its effectiveness;

- Promote the market segment;
- improvements whole company.
- Finance
- and financial hedge;



research and development of new products based on technological advantages of the Đạm Cà Mau Plant in each potential

Promote innovation and technical to optimize production, improve plant capacity and work efficiency throughout the

· Control costs, ensuring reduction targets are met - especially in terms of lowering product costs. Also strictly control various kinds of inventory backlog that impacts capital;

Develop and gradually perfect the system of financial risk control, and apply assessment tools such as ERP

- Analyse financial activities to advise leadership in order to help them make timely, strategic decisions;
- Continue to steer unit cost reduction and promote use of resources to perform services (outsourcing only when there is no
- possibility of internal implementation).

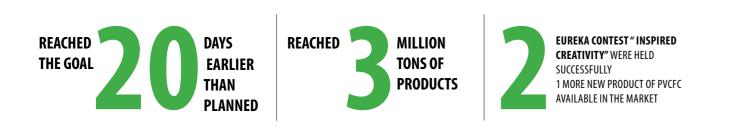
#### **Environment, Safety and Health**

- Continue to maintain the environmental management system according to ISO 14001 international standards;
- Ensure technology and equipment friendly. are environmentally Also ensure that the wastewater treatment system's emissions meet ISO standards, always ensuring those standards are met when implementing new projects.

(CONTINUED)

### F. THE ACHIEVEMENTS IN 2015

In 2015, the achievements, trophies and awards of PVCFC are a testimony to the relentless efforts of all officials and employees of the companyand their work towards a common purpose to bring the products under the brand name of Đạm Cà Mau to new levels.





National brand



CHỨNG NHÂN



Vietnam Golden Rice award Enterprise for farmers



TOP 100 Best Brands of Vietnam Golden Star

#### Remarkable achievements in 2015

- Establishment of Joint Stock Company Đạm Cà Mau Petroleum (01/15/2015), officially listed shares on the HCMCity Stock Exchange (03/2015);
- Organizing successful Party Congress of the Fourth, the term 2015 2020;
- Launch new products premium fertilizer "N.HUMATE + TE";
- Milestone of 3 million tons of products;
- Run the ERP system and GoLive on 01/01/2016;
- Successfully organized two competitions Eureka (Production version, the version of Business);
- Distribution of products branded Đạm Cà Mau For A Golden Harvest" in Cambodia;
- The company partnered with Bellfarm Japan to develop an organic fertilizer line using microbiology and technology to advance cultivation;
- Completed the overall maintenance period in 2015 and reach the output 20 days earlier than scheduled.



Vietnam high quality goods



#### Trophies, awards in 2015

- 2nd time PVCFC honorably in Vietnam Golden Star top 100;
- National Quality Award;
- The prize "Bong Lua Vang" and the title "Doanh Nghiep Vi Nha Nong";
- Typical businesses in the movement to build a new countryside;
- Three years as an enterprise that implements accountability for social security;
- Agricultural Gold Brand 2015;
- Top 50 M&A of the Year 2014-2015.

In 2012, Vietnam determined that building a "Green Economy" is seen as a new approach, in line with the general trend of current economies. Developing a "green economy" should be seen as one of the important measures for the sustainable development of the agricultural sector in Vietnam. Not only for the rational use of natural resources to ensure environmental protection, but also to alter the structure of production and consumption to bring economic benefits, create more jobs and improve people's lives. Integrating the strategic goals issued by the government, as well as understanding our responsibility to the community, PVCFC commits not only to bringing the best nutritional solution for plants, but also to build other programs; to increase benefits in agriculture; and to promote effectively the role of the chain "Government -Scientists - Farmers - Entrepreneurs.

# **SUSTAINABLE**

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64 Environmental Impact Report 70 New Product R&D Report 72 Employee Policies' Report 74 The Social Security and **Community Responsibility Report** 75 Green Capital Market Activities Reports



# **DEVELOPMENT** REPORT



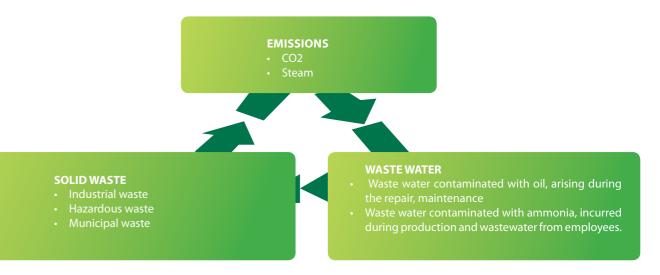


With the most modern technology in Vietnam and Southeast Asia, in 2015, PVCFC proceeded to efficiently use its natural resources, minimizing negative impacts on the environment as well as any effects on the surrounding residential areas. Once the plant starts operating, PVCFC very seriously environment to ensure the discharge always meets the National Standards (QCVN14:2008/BTNMT, QCVN40:2011/BTNMT, QCVN19:2009/BTNMT, QCVN21:2009/BTNMT).

In addition to regular sampling, analytical treatment at wastewater treatment systems; Output at the river and the chimneys in the manufacturing sector, PVCFC has signed a contract with JSC Saigon technology services for the implementation of environmental monitoring inside and in neighbourhoods plants every 3 months, then reporting to the Department of Natural Resources and Environment of the Ca Mau province. In 2015, PVCFC reported directly to the Ministry of Natural Resources and Environment under the current regulations. PVCFC always strictly observed all environmental ordinances in order to not violate the law and comply with implement our commitments.

### **A. MANAGEMENT AND CONTROL PRODUCTION PROCESS**

The entire line of plant applied modern technology from some of the most developed countries in the world in order to minimize the possibility of harm waste has on human health. Some types of waste typically generated in the production process include:



For each type of waste at source, PVCFC follows these specific measures:

#### EMISSIONS

To ensure that the surrounding air is not affected by production activities, the company built two environmental monitoring stations with environmental indicators such as COx, dust, NOx. The air around the plant is monitored periodically and standards are ensured. In addition, Ca Mau fertilizer plant was designed and constructed with 3 and 4 flare stacks in the operating region to completely burn gases emitted during the production process, ensure the environmental emissions achieved QCVN 19:2009 - National technical Regulation on industrial emissions of dust and Inorganic substances , NTR 21:2009/MONRE - National technical Regulation on industrial emissions chemical fertilizer production.

#### WASTEWATER

Wastewater generated from the factory areas at PVCFC is collected at wastewater treatment systems,

including: ammonia contaminated wastewater treatment (capacity: 5 m3/h); oil contaminated wastewater (capacity: 100 m3/h); wastewater (capacity: 10 m3/h).

Water after treatment process reached NTR 40:2011 - The national standard of industrial wastewater. In addition, the company also has a license application for the exploitation and use of surface water and discharge permits into the water.





#### **SOLID WASTE**

PVCFC waste is categorised into 3 categories: municipal waste, and hazardous waste. The management of solid waste has been reported every 6 months as well as environmental protection. Accordingly, PVCFC signed a contract with specialized units for waste collection and transportation functions according to the provisions of the law.

All kinds of waste are guaranteed to conform to the current national standards before being discharged into the environment.

### **ENVIRONMENTAL IMPACT** REPORT

ONTINUED)

### **B. THE LABOR MANAGEMENT AND WORKPLACE**

Currently, PVCFC was granted certification for ISO 14001: 2004 Environmental Management Systems - Requirements with guidance for use, to help enterprises carry out their responsibilities in protecting the environment. Certificate OHSAS

18001:2007 - helps enterprises manage risks, enhance their reputation and credibility; and other qualifications to contribute to environmental protection in the activities of PVCFC.

PVCFC has proceeded seriously

and knowledge on labor safety, equipped with the tools and the best equipment in order to implement environmental testing annually - including periodic health examinations - 2 times a year for employees.

### C. CA MAU FERTILIZER PLANT AND TECHNOLOGY APPLIED

PVCFC's Ca Mau Fertilizer Plant started with initial funding of more than \$ 900 million and capacity of over 800,000 tons per year. The technologies applied in the plant are among the most advanced and most modern. Most of the major important equipment is imported from the EU/G7.

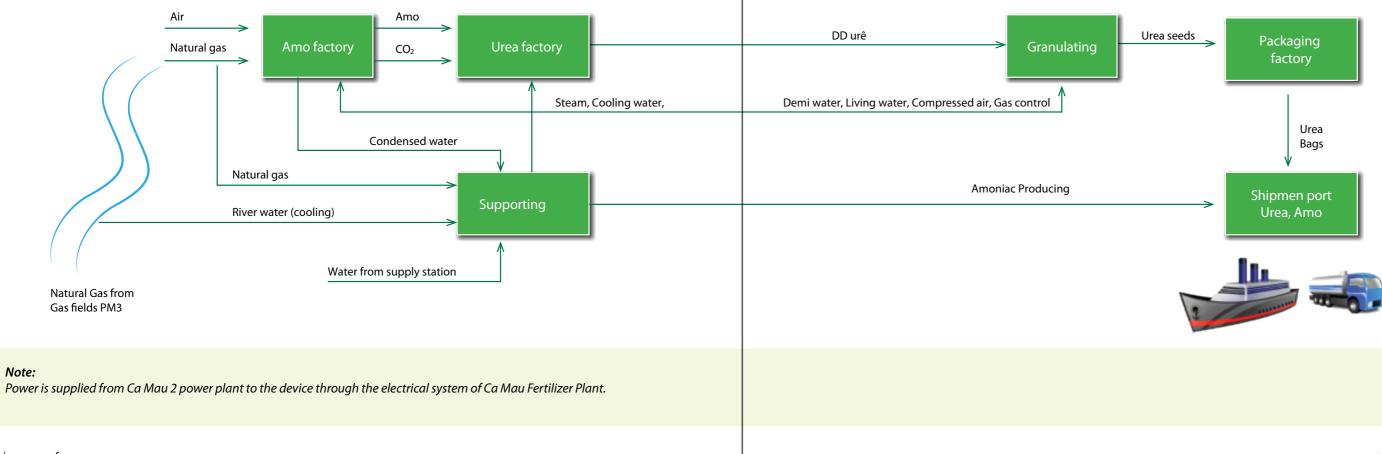
#### **AMMONIA FACTORY**

The Ammonia factory has a capacity 1,350 tons / day ammonia and 1,790 tons / day CO2; technology applied from the 2 copyright companies, Haldor Topsoe SA - Denmark and BASF. Haldor Topsoe technology SA is appreciated worldwide for its low power consumption and high performance. In 2015, Ammonia factory has constantly improved, and optimized power plants, and operated with the average capacity of 104%.

#### UREA FACTORY

The Urea factory with a capacity of 2,385 tons / day applies technology of Snamprogetti urea synthes; using NH3 separated on a the basis of renewable evaporation in circulation, with a designed average capacity of 103%. This technology is regularly updated to enhance the automation and safety in high-voltage technology and explosive environments. Furthermore, the technology currently used in the workshop follow the principle of 'total recycle' - using thoroughly recovered raw materials that are have low-emissions and are environmentally friendly.

#### **MAP of THE TECHONOLOGY IN THE PLANT**





#### **GRANULATION TECHNOLOGY**

Granulating technology is applied in the Toyo Engineering Corp.

Japan (TEC). TEC owns granulation technology called "Fluid Bed Granulation-Spout", which is developed and operated successfully in the granulation factory with a high capacity 3,250 ton / day. Dust filtering equipment TEC technology will recover dust better and reduce the cost of installation. There is almost no dust in the air.

Annual report 2015 | 67



(CONTINUED)

### **D. PLANT OPERATION MANAGEMENT**

Since 2011, PVCFC has fully mastered operations, upheld, and repaired modern technological lines and complex, organizations to operate Ca Mau Fertilizer Plant safely and stably. Construction issued 9 sets of economic norms - technical operation and exploitation in the factory and the Company, thereby helping to control and lower, lower product costs. In addition, PVCFC is the first unit of the Group that provided expert assistance to operator's granulation technology in Venezuela with TOYO Japanese copyright.

#### **TECHNOLOGY MANAGEMENT**

PVCFC always focussed on and adhered to good performance management technology, specialized wiring machines, regularly reviewed and adjusted the effective application of the norms: Consumption of materials - chemicals; Energy consumption - raw materials; Gasoline consumption norms - viscosity grease, that are regularly updated and evaluated to adjust with actual production.

In addition to the primary task at the company, PVCFC also brought professional staff to support the units in sectors such as: support in

terms of personnel management, operation, maintenance, consulting and maintenance system settings, cost control, cost and management accounting; and joined to support overall maintenance at Phu My Fertilizer Plant in 2015.

#### **OPERATION PRODUCTION** MANAGEMENT

The device taken seriously right from the beginning of the year and on a quarterly basis, to review the implementation of the measures, and to control risks, have been identified and updated as they arise during operation in order to coordinate with the relevant departments in controlling the degree of risk.

Furthermore, the Operations Committee has actively set up groups to tackle the big issues of the factory.

Although no extensive knowledge and experience in the fields related to the major existing problems, the implementation study found a possible solution increased the understanding of the technology and equipment of the plants that optimize current procedure.

The research project has been implemented since the beginning of the year; including: Research labyrinth seal corrosion statuses of CO2 compressors, corrosion at E06102, evaluate the operational status of the gather of CO2, assess the situation catalysis

#### MANAGEMENT ON COST SAVINGS

PVCFC implement cost management through planned cost allocation information to each department as a basis for cost control and inspection and assessment of the implementation, and its affordability.

 Perform the consumption rate control: Willow.

 In 2015, PVCFC reduced 58.73 billion, of which: from materials and fuel savings, energy: 36.61 billion, from cost management and sales: 3.18 billion from the management contract and procurement of equipment: 18.94 billion.

#### CLEANING SAFETY, EXPLOSION PREVENTION





68 | www.pvcfc.com.vn



Once every week, every month, all the work will be evaluated and compared, consumption compared to economic and technical norms, helping to significantly reduce material costs

In 2015, PVCFC actively deployed and strictly implemented and complied with the regulations on security affairs, environmental safety, fire safety (fire

protection) in plant to ensure there was no loss of security and safety, right from the early years of establishment. The activities of fire prevention at PVCFC implemented were implemented as follows:

- Regularly held training courses for all officers and employees to raise awareness of compliance with regulations on occupational safety and fire prevention;
- Conducted periodic health examinations for all officers and employees and the medical profession, and made allowances for specific tasks as prescribed;
- Maintained and improved the system of environmental management, OHSAS 18001:2007 on safety management systems and, occupational health.



### NEW PRODUCT R&D REPORT



70 | www.pvcfc.com.vn



With the goal of becoming a key supplier of nutritional solutions for leading crops in Vietnam and the region, our high quality products are supplied to the market with the best service. In 2015, the company has spent 10 billion to finance the work of research and product development (R&D) with 12 research projects, which have all been implemented. All research activities focus on 03 main contents as follows:

#### **RESEARCH ON BUILDING A NUTRITION** SOLUTIONS PACKAGE FOR PLANTS

Immediately after the production of the Ca Mau fertilizer plant was stabilized in 2013, the PVCFC project "Research on chemical properties and nutrient content in the soil and plant in the Mekong Delta, East Southern Highlands ". Accordingly, the company has analyzed, and evaluated hundreds of acres of land and the main crops in key agricultural regions in Vietnam. As a result of that study, PVCFC collaborates with units and major centers in the field agriculture to build packages of suitable nutrient solution for plants and looking to expand organic agriculture, in particular:

- · Coordinated with the IRRI Rice Research Institute for SSNM program implementation and developed a nutrient solution package for Mekong Delta rice:
- Coordinated with centers of hightech agriculture (VINECO, Vien Phu, ...) and developed a nutrient solution package for safe vegetables.

Besides, PVCFC also successfully deployed and adapted to the model that applies the proper nutrition solutions in the chain of linking production and consumption of rice, in the direction of safety and quality for agricultural farmers and the people Tran Van Thoi District, Ca Mau province.

#### RESEARCH AND PRODUCT DIVERSIFICATION

urea products.

After over 2 years of research, piloting production and carrying out many trials, PVCFC continues to launch a high-end product line of organic mineral fertilizers and N.Humate + TE market for, farmers and scientists was very good in 2015.

PVCFC's collaborative research with a leading company in the world to



PVCFC always makes product quality the top criterion for access to markets, so a team of researching and producing always learn and continuously innovate to meet the market with effective product lines, that are environmentally friendly, and capable of soil improvement, enhanced productivity and that have an increased quality of agricultural products. PVCFC core products are Urea granular with features such as slow resolution, that effectively prolong the effect time for the trees In general and to rice in particular, resistant to protein loss, allowing rice plants to have time to absorb nutrients better than traditional

develop other product lines to meet the needs of the market such as microorganic products; biological minerals; and fertilizer with slow resolution and dedicated distribution lines. The signing of collaborative research and production of organic fertilizers with Bellfarm Ltd. - Japan, have paved the way for the company to continue developing R&D activities. Accordingly, the two sides will study pilot production of organic fertilizers and microbial applications on some models on actual planting in Ca Mau and some localities with the aim of improving land cultivation and construction process effects for safe for processing vegetables of high quality to serve the domestic market and export.

#### **RESEARCH AND OPTIMIZATION TECHNOLOGY PRODUCTION AND QUALITY IMPROVEMENT OF EXISTING PRODUCTS.**

Working in parallel with product research and development, PVCFC has always focused on innovative research equipment and existing technology to stabilize and improve product quality, reduce energy consumption and thereby reduce expenditure production costs and minimize the impact on the environment.



#### HUMAN RESOURCE DEVELOPMENT

Developing high-quality human resources was identified as the solid basis for increased competitiveness, towards sustainable development. In the organizational structure, PVCFC has established a "Human Resource Management Division" to develop a strategy, plan and develop human resources within the Company.

#### **OPERATION TRAINING**

In 2015, PVCFC organized training for more than 4,800. Content and form are mainly the responsibility of management and administration the responsibility of production and business. The aim is to enhance management skills, operations, maintenance and, periodic and business activities PVCFC.

#### **Management training**

Training programs are built associated with the universities and institutes at home and abroad to participate in training. In recent years, PVCFC made training programs such as Leadership Stature (Leadership: Great Leaders, Great Teams, Great results); Speed Faith Leaders (Leading at the Speed of Trust); 07 Successful Habits (The 7 Habits of highly effective people); Program Executive Director - CEO, Director of Human Resources, Marketing Director and the program The Professional Middle

PVCFC sponsors the Can Tho soccer team in V League 2015.

### Management; Intensive training to develop experts

With operational objectives including stabilizing plant maintenance and safety effectively, PVCFC made intensive training courses for staff. Many of the engineers appointed to join the training course came from countries like Japan, Singapore, India, the US and European countries.

#### **Regular refresher training**

PVCFC has regularly deployed training for staff: Risk Management & Internal Control; maintenance of lifting equipment and automobiles; improved plant operations through 5S and visual management; Technical maintenance of bearings; Cathodic protection methods in line outside for pipeline corrosion resistant steel in the soil environment; Quality assurance testing results; courses in Marketing, sales, problem solving skills and soft skills such as communication, persuasion to support the best for the job, etc.

#### Internal training

Our internal training programs are our top priority. Internal training activities are organized regularly and are made by the staff and skilled professionals with high professional skills and years of experience in organizational communication in seminars, mentoring during commissioning, repair and perform related tasks and specific training made 1963 unique visitors, a result that reached 160% more than originally planned. Internal training work has brought good results, especially in mass production. The staff of the company can completely replace foreign experts. The staff can operate the plant in a stable way, while participating as a service for the domestic and foreign projects.

#### Nurturing future

We strive to contribute in encouraging and fostering young talents who are still in school, and PVCFC actively supports activities in education and training. The company also sponsored scholarships for talented students and many other activities with a total budget of over 5 billion (2015).

### RECRUITMENT AND DEVELOPMENT OF TALENT

#### Search, recruitment and use of talents

 Search: the company has found talent using the Internet, the press and the media. Furthermore, the company also contacted units in the field to identify candidates with experience and qualifications in accordance with the requirements of employers.  Recruitment and use of talents: Due to our geographic location being far from major economic centers, the company has launched many preferential policies to attract highquality personnel. Selected personnel were guaranteed income at a higher rate than the average and are entitled to preferential housing. The company also created the most favorable conditions for personnel who wished to improve their academic degrees and professional skills such as establishing a library and an English club.

#### Following human resource policies

The company has always focussed on preparations for human resources in the years to come and PVCFC staff review planning for human resources development potential. Because of this, PVCFC have training plans and training appropriate to equip personnel with the skills and knowledge necessary to be able to work in a new location.

#### LIABILITY FOR WORKERS

PVCFC ensures good implementation of deductions and pays full social insurance including, unemployment insurance for all employees in accordance with legal provisions. Also, PVCFC insured personal accident and, life insurance "Welfare as well as retirement", retirement insurance for all officers and employees.



PVCFC strictly implements work safety training, occupational health and labor protection equipment for workers in accordance with regulations; we also make, allowances for laborers working in hazardous environments, offering, periodic health examinations as well as, examinations for staff.

In addition to their monthly salary, PVCFC has a balance of funds to: Reward employees the holidays, for established industries; Subsidies officers

### Cultural and art activities of employees - PVCFC



72 | www.pvcfc.com.vn





and employees when sick, maternity allowances and allowances for when our staff encounter unexpected difficulties; an allowance was also made for officials and employees 08/3 days female, 20/10; a bonus for the officers and employees was awarded to excellent students.

Also, PVCFC organized cultural activities and sports for employees in 2015 with the aim of improving the lives of our officers and employees; to reduce any tension, and improve dedication to work.

Sport exchanges of PVCFC' staff with other units.

## **THE SOCIAL SECURITY** AND COMMUNITY **RESPONSIBILITY** REPORT

In the period since its inception in 2015, PVCFC always thought about social security. With social security funds rising during the year, PVCFC has been implementing many activities including: building more schools to develop education, support to build houses for the poor; Building health centers, funding for poor students, contributing to hunger eradication and poverty alleviation as well as, improving people's knowledge of these issues.

PVCFC cares and maintains activities such

as visiting and giving gifts to poor families, health care, free medication, investment support in upgrading the construction of schools and health centers and creating good social relationships for a beautiful community. The budget for social security activities in PVCFC in 2015 is more than 85 billion VND.

For more than 4 years, social security work has been done very effectively with practical value and brought from the specific programs of action with the desire to further improve the quality of life, to share the misfortune and difficulties of the people, especially farmers. We work with provincial local government in implementing the goal of building new country side and join hands with the country to get the country growing.

Thanks to our efforts in welfare activities, with the national target programs, the PVCFC community has been recognized in the following specific activities:

## **GREEN CAPITAL MARKET ACTIVITIES** REPORTS

After 5 years, the green background is the method chosen to develop the guideline for all business development activities. The entire production line utilises the most modern technology from the developed countries.

Accordingly, a series of measures are in place to improve efficiency in order to save fuel and raw materials in production.

Besides, PVCFC also invested in and gradually implemented product development programs and a plan to increase nutrients for plants and environmental protection programs for the community.

### SOCIAL SECURITY OPERATION, THE COMMUNITY

### 2012

Honoured Top 50"Enterprises responsibilities and community development".

The funds invested in social security activities during the year: 10 billion

## 2013

Honoured Top 50 "Enterprises responsibilities and community development"

Mekong Delta region, by Economic Cooperation Forum Mekong Delta

The funds invested in social security activities during the year: 30 billion

Honoured Top 50 "Enterprises

"Excellent Enterprise for the development community" by the Vietnam Journalist

security activities during the year: 30 billion

## 2015

Honoured Top 50 "Enterprises

security activities during the year: **85 billion** 

### **ACTIVITIES OF ENVIRONMENTAL PROTECTION**



Director General Environment awarded.

## 2014



2015 was the first year that PVCFC operated in the form of a Joint Stock Company.

The company has set aside a budget of about 10 billion for research and development and launched green products like N-Humate + TE. From then, we will gradually implement investment projects and use our capital for green purposes so that we are, ready to overcome challenges to reach new successes in the future.





Green growth is a new direction, promoting economic development and consumption patterns of sustainable production, in order to ensure natural resources and continue to provide the resources and ecosystem services that our lives depend on, serving the global economic development. PVCFC's efforts are the prerequisite step for the model focussing on growth, and eco-friendliness, which our enterprise is following, as well as contributing to shortening jointly implementing the National Strategy about green growth in 2020 that Vietnam is pursuing.

## CONSOLIDATED **FINANCIAL STATEMENTS**

- 79 Reports from Board of Management
- 80 Independent Auditor's Report
- 82 Consolidated Balance Sheet
- 84 Consolidated Income Statement Report
- 85 Consolidated Cash Flow Report
- 87 The Consolidated Financial Statements

### PETROVIETNAM CAMAU FERTILIZER JOINT STOCK COMPANY

### AUDITED CONSOLIDATED FINANCIAL STATEMENTS

FOR THE PERIOD FROM 15 JANUARY 2015 **TO 31 DECEMBER 2015** 

# STATEMENT OF **THE BOARD OF DIRECTORS**

The Board of Directors of PetroVietnam Camau Fertilizer Joint Stock Company (the "Company") presents this report together with the Company's consolidated financial statements for the period from 15 January 2015 (the date on which the Company officially started operating as a joint stock company) to 31 December 2015.

### THE BOARDS OF MANAGEMENT AND DIRECTORS

The members of the Boards of Management and Directors of the Company who held office during the period and to the date of this report are as follows:

#### **Board of Management**

Mr. Nguyen Duc Thanh Mr. Bui Minh Tien Ms. Tran Thi Binh Mr. Tran Chi Nguyen Mr. Tran My

Chairman Member Member Member Member

**Board of Directors** Mr. Bui Minh Tien Mr. Hoang Trong Du Mr. Van Tien Thanh Mr. Nguyen Duc Har Mr. Le Ngoc Minh Tr

#### **BOARD OF DIRECTORS' STATEMENT OF RESPONSIBILITY**

The Board of Directors of the Company is responsible for preparing the consolidated financial statements, which give a true and fair view of the financial position of the Company and of its results and cash flows for the period in accordance with Vietnamese Accounting Standards, the accounting regime for enterprises and legal regulations relating to consolidated financial reporting. In preparing these consolidated financial statements, the Board of Directors is required to:

- Select suitable accounting policies and then apply them consistently;
- · Make judgments and estimates that are reasonable and prudent;
- the consolidated financial statements;
- will continue in business; and
- financial statements so as to minimize errors and frauds.

The Board of Directors is responsible for ensuring that proper accounting records are kept, which are diclosed, with reasonable accuracy at any time, the financial position of the Company and that the consolidated financial statements comply with Vietnamese Accounting Standards, the accounting regime for enterprises and legal regulations relating to consolidated financial reporting. The Board of Directors is also responsible for safeguarding the assets of the Company and hence for taking reasonable steps for the prevention and detection of fraud and other irregularities.

The Board of Directors confirms that the Company has complied with the above requirements in preparing these consolidated financial statements.

For and on behalf of the Board of Directors,

**Bui Minh Tien** General Director 28 March 2016



	General Director
ung	Deputy General Director
1	Deputy General Director
nh	Deputy General Director
ri	Deputy General Director (appointed on 01 June 2015)

State whether applicable accounting principles have been followed, subject to any material departures disclosed and explained in

Prepare the consolidated financial statements on the going concern basis unless it is inappropriate to presume that the Company

• Design and implement an effective internal control system for the purpose of properly preparing and presenting the consolidated

#### No.: /VN1A-HN-BC



#### Shareholders To:

The Board of Management and Board of Directors

#### PetroVietnam Camau Fertilizer Joint Stock Company

We have audited the accompanying consolidated financial statements of PetroVietnam Camau Fertilizer Joint Stock Company (the "Company") prepared on 28 March 2016 as set out from page 4 to page 41, which comprise the consolidated balance sheet as at 31 December 2015, the consolidated income statement and the consolidated cash flows statement for the period from 15 January 2015 (the date on which the Company officially started operating as a joint stock company) to 31 December 2015 and a summary of significant accounting policies and other explanatory information.

#### BOARD OF DIRECTORS' RESPONSIBILITY FOR THE CONSOLIDATED FINANCIAL STATEMENTS

The Board of Directors is responsible for the preparation and fair presentation of these consolidated financial statements in accordance with Vietnamese Accounting Standards, the accounting regime for enterprises and legal regulations relating to financial reporting and for such internal control as the Board of Directors determines is necessary to enable the preparation of the consolidated financial statements so that they are free from material misstatement, whether due to fraud or error.

#### **AUDITOR'S RESPONSIBILITY**

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

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

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

#### **OPINION**

In our opinion, the consolidated financial statements give a true and fair view of the financial position of the Company as at 31 December 2015, and its financial performance and its cash flows for the period from 15 January 2015 to 31 December 2015 in accordance with Vietnamese Accounting Standards, the accounting regime for enterprises and legal regulations relating to financial reporting.

#### **Emphasis of Matters**

- capital portion as at the official date of the Company's transformation into a joint stock company.
- Vietnam Oil and Gas Group, the Company and the State bodies have not given a final decision on the inspection results.
- presented in Note 4 of the Notes to the consolidated financial statements.
- consolidated financial statements were neither reviewed nor audited by an independent audit firm.

Our opinion is not modified in respect of these matters.



**KHUC THI LAN ANH Deputy General Director** 

Audit Practising Registration Certificate No. 0036-2013-001-1

For and on behalf of DELOITTE VIETNAM COMPANY LIMITED

28 March 2016 Hanoi, S.R. Vietnam



As stated in Note 2, the Company has been officially transformed into a joint stock company since 15 January 2015. The consolidated financial statements for the period from 15 January 2015 to 31 December 2015 do not include any adjustments that may arise related to the determination of the State capital portion as the Company has not had a minutes of determination of the State

As stated in Note 18, the Company has recorded an estimated amount of approximately VND 261 billion into account payables to Vietnam Oil and Gas Group (in which the amount payables in 2014 was about VND 163 billion). These amounts might be considered and adjusted by Vietnam Oil and Gas Group to ensure the effectiveness of the fertilizer business and production of the Company

As stated in Note 33, the Company has not made any retrospective adjustments to the financial statements for the period from 01 January 2014 to 31 December 2014 of PetroVietnam Ca Mau Fertilizer Company Limited (equitized entity) according to the inspection results of the State Audit Office of Vietnam and the General Department of Taxation. This results from the fact that

In the period, the Company's Board of Directors decided to change the useful lives of fixed assets of its main machinery and equipment of Ca Mau Fertilizer Production Plant from 10 years to 12 years from 15 January 2015. The effect of such a change was

As stated in Note 37 – Notes to Consolidated Financial Statements, comparative figures on consolidated Balance Sheet, consolidated Income Statement, consolidated Cash Flow and the corresponding notes are figures of consolidated financial statements for the period from 1 January 2014 to 14 January 2015 of PetroVietnam Ca Mau Fertilizer Company Limited (equitized entity). These

**VU MANH HUNG** Auditor

Audit Practising Registration Certificate No. 2737-2013-001-1



As at 31 December 2015

FORM B 01-DN/HN

Unit: VND

ASSE	ETS	Codes	Notes	31/12/2015	14/01/2015 (Restated)
Α.	CURRENT ASSETS	100		4,431,356,579,753	5,525,795,137,984
I.	Cash and cash equivalents	110	5	1,215,079,331,489	2,063,705,227,684
	1. Cash	111		183,079,331,489	2,007,636,718,606
	2. Cash equivalents	112		1,032,000,000,000	56,068,509,078
II.	Short-term financial investments	120	6	2,702,555,555,556	3,166,281,483,374
	1. Held-to-maturity investments	123		2,702,555,555,556	3,166,281,483,374
III.	Short-term receivables	130		79,842,093,989	66,374,358,052
	1. Short-term trade receivables	131	7	7,261,327,710	1,087,367,235
	2. Short-term advances to suppliers	132	8	14,976,365,167	14,275,249,557
	3. Other short-term receivables	136	9	57,604,401,112	51,011,741,260
IV.	Inventories	140	10	391,329,837,679	199,174,510,906
	1. Inventories	141		392,042,685,352	199,174,510,906
	2. Provision for devaluation of inventories	149		(712,847,673)	
V.	Other short-term assets	150		42,549,761,040	30,259,557,968
	1. Short-term prepayments	151	11	22,065,115,079	14,317,038,563
	2. Value added tax deductibles	152		20,046,317,478	15,762,139,410
	3. Taxes and other receivables from the State budget	153	17	438,328,483	180,379,995
B.	NON-CURRENT ASSETS	200		10,047,262,662,133	11,117,988,685,871
۱.	Long-term receivables	210		3,000,000	3,000,000
	1. Other long-term receivables	216		3,000,000	3,000,000
II.	Fixed assets	220		9,848,605,814,914	10,907,368,582,559
	1. Tangible fixed assets	221	12	9,780,140,333,873	10,861,313,002,487
	- Cost	222		13,678,066,136,232	13,545,039,880,463
	- Accumulated depreciation	223		(3,897,925,802,359)	(2,683,726,877,976
	2. Intangible assets	227	13	68,465,481,041	46,055,580,072
	- Cost	228		81,168,329,895	47,157,423,178
	- Accumulated amortisation	229		(12,702,848,854)	(1,101,843,106
III.	Long-term assets in progress	240		95,437,715,195	46,827,865,034
	1. Long-term construction in progress	242	14	95,437,715,195	46,827,865,034
IV.	Other long-term assets	260		103,216,132,024	163,789,238,278
	1. Long-term prepayments	261	11	103,216,132,024	163,789,238,278
тот	AL ASSET (270=100 + 200)	270		14,478,619,241,886	16,643,783,823,855

RES	OURCES	Codes	Notes	31/12/2015	14/01/2015 ((Restated))
с.	LIABILITIES	300		8,245,426,462,266	11,033,166,958,901
Ι.	Current liabilities	310		2,424,036,133,222	4,270,481,897,969
	1. Short-term trade payables	311	15	298,270,780,042	287,568,999,346
	2. Short-term advances from customers	312	16	153,444,525,172	102,928,923,892
	3. Taxes and amounts payable to the State budget	313	17	6,319,345,837	35,883,935,350
	4. Payables to employees	314		69,044,339,084	85,585,097,501
	5. Short-term accrued expenses	315	18	342,691,984,116	320,291,049,130
	6. Short-term unearned revenue	318	19	-	53,261,535,084
	7. Other current payables	319	20	205,977,072,683	2,132,062,449,438
	8. Short-term loans and obligations under finance leases	320	21	1,319,172,808,870	1,250,085,019,739
	9. Bonus and welfare funds	322		29,115,277,418	2,814,888,489
П.	Long-term liabilities	330		5,821,390,329,044	6,762,685,060,932
	1. Other long-term payables	337	20	33,175,238,300	33,175,238,300
	2. Long-term loans and obligations under finance leases	338	21	5,753,087,866,042	6,690,570,382,979
	3. Scientific and technological development fund	343		35,127,224,702	38,939,439,653
D.	EQUITY	400		6,233,192,779,620	5,610,616,864,954
١.	Owner's equity	410	22	6,233,192,779,620	5,610,616,864,954
	1. Owner's contributed capital	411		5,294,000,000,000	5,294,000,000,000
	- Ordinary shares carrying voting rights	411a		5,294,000,000,000	5,294,000,000,000
	2. Investment and development fund	418		372,637,865,219	287,032,617,231
	3. Retained earnings	421		543,413,599,711	6,713,350,648
	- Retained earnings accumulated to the prior period end	421a		1,645,600,058	1,487,801,105
	- Retained earnings of the current period	421b		541,767,999,653	5,225,549,543
	4. Non-controlling interests	429		23,141,314,690	22,870,897,075
тот	AL RESOURCES (440=300+400)	440		14,478,619,241,886	16,643,783,823,855

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Truong Quynh Anh Preparer

**Dinh Nhu Cuong** Chief Accountant





Bui Minh Tien General Director

28 March 2016

# **CONSOLIDATED INCOME** STATEMENT

For the period from 15 January 2015 to 31 December 2015

#### FORM B 02-DN/HN

				Unit: VND
ITEMS	Codes	Notes	From 15/01/2015 to 31/12/2015	From 01/01/2015 to 14/1/2015 (Restated)
1. Gross revenue from goods sold and services rendered	01	25	5,669,707,612,058	6,444,388,819,130
2. Deductions	02	25	87,468,200,037	73,882,279,558
3. Net revenue from goods sold and services rendered (10=01-02)	10		5,582,239,412,021	6,370,506,539,572
4. Cost of sales	11	26	3,950,628,153,058	4,734,316,733,544
5. Gross profit from goods sold and services rendered (20=10-11)	20		1,631,611,258,963	1,636,189,806,028
6. Financial income	21	28	226,410,038,132	187,098,455,532
7. Financial expenses	22	29	663,674,008,733	462,867,233,686
- In which: Interest expense	23		232,444,268,230	337,658,323,028
8. Selling expenses	25	30	276,442,817,062	192,005,816,039
9. General and administration expenses	26	30	205,377,286,383	166,943,479,212
10. Operating profit (30=20+(21-22)-(25+26))	30		712,527,184,917	1,001,471,732,623
11. Other income	31		6,845,641,304	1,399,380,270
12. Other expenses	32		4,574,358,241	2,328,044,997
13. (Loss)/Profit from other activities (40=31-32)	40		2,271,283,063	(928,664,727)
14. Accounting profit before tax (50=30+40)	50		714,798,467,980	1,000,543,067,896
15. Current corporate income tax expense	51	31	2,338,287,768	36,393,484,504
16. Net profit after corporate income tax (60=50-51)	60		712,460,180,212	964,149,583,392
16.1. Equity holders of the Holding Company	61		708,078,630,765	962,219,375,505
16.2. Non-controlling interests	62		4,381,549,447	1,930,207,887
17. Basic earnings per share	70	32	1,175	-

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Truong Quynh Anh

Preparer

**Dinh Nhu Cuong Chief Accountant** 



Bui Minh Tien General Director

28 March 2016



ITEMS	Codes	From 15/01/2015 to 31/12/2015	From 01/01/2015 to 14/1/2015 (Restated)
I. CASH FLOWS FROM OPERATING ACTIVITIES			
1. Profit before tax	01	714,798,467,980	1,000,543,067,896
2. Adjustments for:			
Depreciation and amortisation	02	1,227,663,327,392	1,403,601,523,651
Provisions	03	712,847,673	(13,766,283,499)
Foreign exchange loss arising from translating foreign currency items	04	301,519,401,097	89,188,458,549
(Gain) from investing activities	05	(166,800,194,704)	(157,317,808,420)
Interest expense	06	232,444,268,230	337,658,323,028
Other adjustments	07	-	16,120,000,000
3. Operating profit before movements in working capital	08	2,310,338,117,668	2,676,027,281,205
(Increase) in receivables	09	(14,122,315,350)	54,514,933,376
Decrease in inventories	10	(192,868,174,446)	241,039,344,715
Increase/(Decrease) in payables (excluding accrued loan interest and corporate income tax payable)	11	87,662,596,361	1,823,078,119,621
Decrease in prepaid expenses	12	52,825,029,738	117,855,678,848
Interest paid	14	(241,907,743,186)	(338,220,869,129)
Corporate income tax paid	15	(33,716,530,306)	(2,535,871,771)
Other cash inflows	16	102,527,500	-
Other cash outflows	17	(65,195,567,014)	(83,617,108,588)
Cash from equitization transfered to the Group		(1,581,808,975,597)	-
Net cash (used in)/generated by operating activities	20	321,308,965,368	4,488,141,508,277
II. CASH FLOWS FROM INVESTING ACTIVITIES			
1. Acquisition and construction of fixed assets and other long-term assets	21	(157,724,934,512)	(90,668,191,835)
2. Proceeds from sale, disposal of fixed assets and other long-term assets	22	354,577,637	-
3. Cash outflow for lending, buying debt instruments of other entities	23	(3,963,556,166,262)	(3,166,281,483,374)
4. Cash recovered from lending, selling debt instruments of other entities	24	4,427,282,094,080	-
5. Interest earned, dividends and profits received	27	164,044,760,321	141,957,783,512
Net cash used in investing activities	30	470,400,331,264	(3,114,991,891,697)



#### FORM B 03-DN/HN

Unit: VND

# **CONSOLIDATED CASH FLOW** STATEMENT

For the period from 15 January 2015 to 31 December 2015

(CONTINUED)

FORM B 03-DN/HN

			Unit: VND
ITEMS	Codes	From 15/01/2015 to 31/12/2015	From 01/01/2015 to 14/1/2015 (Restated)
III. CASH FLOWS FROM FINANCING ACTIVITIES			
1. Proceeds from share issue and owners' contributed capital	31	-	921,959,846,545
2. Proceeds from borrowings	33	13,662,715,542	300,000,000,000
3. Repayment of borrowings	34	(1,263,747,735,281)	(2,430,431,154,806)
4. Dividends and profits paid	36	(390,233,293,375)	(453,867,056,180)
Net cash used in financing activities	40	(1,640,318,313,114)	(1,662,338,364,441)
Net decrease in cash (50=20+30+40)	50	(848,609,016,482)	(289,188,747,861)
Cash and cash equivalents at the beginning of the period	60	2,063,705,227,684	2,352,893,975,545
Effect of changes in foreign exchange rates	61	(16,879,713)	-
Cash and cash equivalents at the end of the period (70=50+60+61)	70	1,215,079,331,489	2,063,705,227,684

Truong Quynh Anh Preparer

**Dinh Nhu Cuong** 

Chief Accountant



**Bui Minh Tien** General Director

28 March 2016



#### **1. GENERAL INFORMATION**

#### Structure of ownership

PetroVietnam Camau Fertilizer Joint Stock Company (the "Company"), formerly known as PetroVietnam Camau Fertilizer Company Limited - a subsidiary of Vietnam Oil and Gas Group, was established in Vietnam under the Corporate Registration Certificate No. 2001012298 dated 24 March 2011 issued by Ca Mau Province's Department of Planning and Investment.

PetroVietnam Camau Fertilizer Company Limited was officially transformed into a Joint Stock Company with the name of PetroVietncam Camau Fertilizer Joint Stock Company under Registration Certificate No. 2001012298 dated 15 January 2015 issued by Ca Mau Province's Department of Planning and Investment, with the charter capital of VND 5,294,000,000. The Company's stocks were listed on the Ho Chi Minh City Stock Exchange on 31 March 2015 under the stock code as "DCM".

The parent company of the Company is Vietnam Oil and Gas Group.

The number of employees as at 31 December 2015 was 1,042 (as at 14 January 2015: 990).

#### **Operating industry and principal activities**

- The operating industry of the Company includes:
- Production of fertilizers, nitrogen compounds and basic chemicals.
- · Wholesale of fertilizers, chemicals used in industry agriculture.
- · Retail of fertilizers, chemicals used in industry agriculture.
- Architectural activities and consultancy on techniques using fertilizers and chemicals.
- Warehousing, storage and handling cargo.
- · Research and experiment development of natural science and engineering, testing and analysing techniques.
- · Machinery and equipment repair and maintenance.

The principal activity of the Company is fertilizer production and trading.

#### Normal production and business cycle

The Company's normal production and business cycle is carried out for a time period of 12 months or less.

#### The Company's structure

The subsidiary of the Company is PetroVietnam Packaging Joint Stock Company.



General information about the subsidiary which has been consolidated to the financial statements of the Company as at 31 December 2015 is as below:

	Place of incorporation and operation	Proportion of ownership interest	Proportion of voting power held	Principal activity
PetroVietnam Packaging Joint Stock Company	Bac Lieu	51.03%	51.03%	Package manufacturing

#### Disclosure of information comparable in the consolidated financial statements

As stated in Note 03, since 15 January 2015, the Company has adopted Circular No. 200/2014/TT-BTC issued by the Ministry of Finance on 22 December 2014 ("Circular 200") guiding the accounting regime for enterprises and Circular No. 202/2014/TT-BTC issued by the Ministry of Finance on 22 December 2014 ("Circular 202") guiding the preparation and presentation of consolidated financial statements. Circular 200 supersedes the regulations for the accounting regime promulgated under Decision No. 15/2006/ QD-BTC dated 20 March 2006 issued by the Ministry of Finance and Circular No. 244/2009/TT-BTC dated 31 December 2009 issued by the Ministry of Finance. Circular 202 supersedes section XIII in Circular No. 161/2007/TT-BTC dated 31 December 2007 of the Ministry of Finance guiding the preparation and presentation of consolidated financial statements in accordance with Vietnamese Accounting Standard No. 25 "Consolidated Financial Statements and Accounting for Investments in Subsidiaries". Accordingly, certain figures of the consolidated balance sheet as at 14 January 2015, of the consolidated income statement and of the consolidated cash flow statement for the period from 1 January 2014 to 14 January 2015 of PetroVietnam Camau Fertilizer Company Limited (equitized entity) have been restated to enhance their comparability with the current period's figures.

#### 2. ACCOUNTING CONVENTION AND FINANCIAL YEAR

#### Accounting convention

The accompanying consolidated financial statements, expressed in Vietnam Dong (VND), are prepared under the historical cost convention and in accordance with Vietnamese Accounting Standards, the accounting regime for enterprises and legal regulations relating to consolidated financial reporting.

The accompanying consolidated financial statements are not intended to present the financial position, results of operations and cash flows in accordance with accounting principles and practices generally accepted in countries and jurisdictions other than Vietnam.

# NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

FORM B 09-DN/HN

(CONTINUED)

### 2. ACCOUNTING CONVENTION AND FINANCIAL YEAR (continued)

#### **Financial year**

The Company has been officially transformed from One Member Company Limited to Joint Stock Company since 15 January 2015, therefore, the Company's accounting period is from 15 January 2015 to 31 December 2015. The Company's next financial years begin on 01 January and end on 31 December.

These consolidated financial statements are prepared for the first period of the Company operating as a joint stock company from 15 January 2015 to 31 December 2015.

#### 3. ADOPTION OF NEW ACCOUNTING GUIDANCE

#### New guidance on accounting regime for enterprises

On 22 December 2014, the Ministry of Finance issued Circular No. 200/2014/TT-BTC ("Circular 200") guiding the accounting regime for enterprises and Circular No. 202/2014/TT-BTC (Circular 202) guiding the preparation and presentation of consolidated financial statements. These circulars are effective for financial years beginning on or after 01 January 2015. Circular 200 supersedes the regulations for accounting regime promulgated under Decision No. 15/2006/QD-BTC dated 20 March 2006 issued by the Ministry of Finance and Circular No. 244/2009/TT-BTC dated 31 December 2009 issued by the Ministry of Finance. Circular 202 will supersede section XIII in Circular No. 161/2007/TT-BTC dated 31 December 2007 of the Ministry of Finance guiding the preparation and presentation of consolidated financial statements in accordance with Vietnamese Accounting Standard No. 25 "Consolidated Financial Statements and Accounting for Investments in Subsidiaries". The Board of Directors has adopted Circular 200 and Circular 202 in the preparation and presentation of the consolidated financial statements for the period from 01 January 2015 to 31 December 2015.

#### 4. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

The significant accounting policies, which have been adopted by the Company in the preparation of these consolidated financial statements, are as follows:

#### Accounting estimates

The preparation of the consolidated financial statements in conformity with Vietnamese Accounting Standards, the accounting regime for enterprises and legal regulations relating to consolidated financial reporting requires the Board of Directors to make estimates and assumptions that affect the reported amounts of assets, liabilities and disclosures of contingent assets and liabilities at the date of the consolidated financial statements and the reported amounts of revenues and expenses during the period. Although these accounting estimates are based on the Board of Directors' best knowledge, actual results may differ from those estimates.

#### **Basis of consolidation**

The consolidated financial statements incorporate the financial statements of the Company and enterprises controlled by the Company (its subsidiaries) for the period from 15 January 2015 to 31 December 2015. Control is achieved where the Company has the power to govern the financial and operating policies of an investee enterprise so as to obtain benefits from its activities.

The results of subsidiaries acquired or disposed of during the year are included in the consolidated income statement from the effective date of acquisition or up to the effective date of disposal, as appropriate.

Where necessary, adjustments are made to the financial statements of subsidiaries to bring the accounting policies used in line with those used by the Company.

Intragroup transactions and balances are eliminated in full on consolidation.

Non-controlling interests in the net assets of consolidated subsidiaries are identified separately from the parent's ownership interests in them. Non-controlling interests consist of the amount of those non-controlling interests at the date of the original business combination (see below) and the non-controlling interests' share of changes in equity since the date of the combination. Losses in subsidiaries are respectively attributed to the non-controlling interests even if this results in the non-controlling interests having a deficit balance.

#### Financial instruments

#### Initial recognition

Financial assets: At the date of initial recognition, financial assets are recognised at cost plus transaction costs that are directly attributable to the acquisition of the financial assets. Financial assets of the Company comprise cash and cash equivalents, short-term financial investments, trade and other receivables.

Financial liabilities: At the date of initial recognition, financial liabilities are recognised at cost plus transaction costs that are directly attributable to the issue of the financial liabilities. Financial liabilities of the Company comprise borrowings, trade and other payables and accrued expenses.

### 4. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (Continued)

#### Financial instruments (Continued)

#### Subsequent measurement after initial recognition

Currently, there are no requirements for the subsequent measurement of the financial instruments after initial recognition.

#### Cash and cash equivalents

Cash and cash equivalents comprise cash on hand, demand deposits and short-term, highly liquid investments that are readily convertible to known amounts of cash and which are subject to an insignificant risk of changes in value.

#### **Financial investments**

#### Held-to-maturity investments

Held-to-maturity investments comprise investments that the Company has the positive intent or ability to hold to maturity, including bank term deposits held to maturity to earn periodic interest.

Held-to-maturity investments are recognised on a trade date basis and are initially measured at acquisition price plus directly attributable transaction costs. Post-acquisition interest income from held-to-maturity investments is recognised in the income statement on an accrual basis. Pre-acquisition interest is deducted from the cost of such investments at the acquisition date.

Held-to-maturity investments are measured at cost less provision for doubtful debts.

The provision for doubtful debts relating to held-to-maturity investments is made in accordance with prevailing accounting regulations.

#### Receivables

Receivables represent the amounts recoverable from customers or other debtors and are stated at book value less provision for

These notes are an integral part of and should be read in conjunction with the consolidated financial statements **88** | www.pvcfc.com.vn



doubtful debts.

Provision for doubtful debts is made for receivables that are overdue for six months or more, or when the debtor is in dissolution, in bankruptcy, or is experiencing similar difficulties and so may be unable to repay the debt.

#### Inventories

Inventories are stated at the lower of cost and net realisable value. Cost of inventory includes direct materials, direct labour costs and overheads, where applicable, that have been incurred in bringing the inventories to their present location and condition. Issue cost is calculated using the weighted average method. Net realisable value represents the estimated selling price less all estimated costs to completion and costs to be incurred in marketing, selling and distribution.

The evaluation of necessary provision for inventory obsolescence follows current prevailing accounting regulations which allow provisions to be made for obsolete, damaged, or sub-standard inventories and for those which have costs higher than net realisable values as at the balance sheet date.

#### Tangible fixed assets and depreciation

Tangible fixed assets are stated at cost less accumulated depreciation.

The costs of purchased tangible fixed assets comprise their purchase prices and any directly attributable costs of bringing the assets to their working conditions and locations for their intended use.

The costs of tangible fixed assets formed from construction investment by contractual mode or self-construction or selfgenerating processes are the settled costs of the invested construction projects in accordance with the prevailing State's regulations on investment and construction management, directly-related expenses and registration fee (if any). In the event the construction project has been completed and put into use but the settled costs thereof have not been approved, the cost of tangible fixed assets is recognised at the estimated cost based on the actual cost incurred. The estimated cost will be adjusted according to the settled costs approved by competent



FORM B 09-DN/HN

(CONTINUED)

authorities.

4. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (Continued)

Tangible fixed assets and depreciation (Continued)

Tangible fixed assets are depreciated using the straight-line method over their estimated useful lives, as follows:

	From 15/01/2015 to 31/12/2015	From 01/01/2014 to 14/01/2015
	(Years)	(Years)
Buildings and structures	5 - 20	5 - 20
Machinery and equipment (*)	5 - 12	5 - 10
Office equipment	3-6	3 - 6
Motor vehicles and transmission equipment	5 - 6	5 - 6
Others	3-6	3 - 6

(\*) According to Official Letter No. 617/BCT-TCNL dated 01 October 2014 issued by the Ministry of Industry and Trade regarding the plan to regulate the gas price for Ca Mau Fertilizer Production Plant, the plan on the gas price for the period from 2015 to 2018 was approved with the 12-year useful life of the Plant. Therefore, the Company's Board of Directors decided to change the useful lives of fixed assets that are main machineries and equipment of Ca Mau Fertilizer Production Plant from 10 years to 12 years from 15 January 2015. Such a change resulted in a decrease in depreciation charged for the period from 15 January 2015 to 31 December 2015 by approximately VND 247 billion compared to the adoption of the useful lives before the Company's transformation into a joint stock company.

The Company's tangible fixed assets were revalued when state-owned enterprises are equitised. Their cost and accumulated depreciation are adjusted based on the revaluation value approved by competent authorities as regulated. Adjusted depreciation was applied when the Company officially started operating as a joint stock company.

Loss or gain resulting from sales and disposals of tangible fixed assets is the difference between profit from sales or disposals of assets and their residual values and is recognised in the income statement.

#### Intangible assets and amortisation

Intangible assets represent land use rights, royalties, parents and computer software that are stated at cost less accumulated amortisation.

Land use rights increase because of the revaluation and transfer to another form in which the State assigns land to the enterprise in exchange of a land use fee, allowing the Company to record an increase in payables to the State when being transformed into a Joint Stock Company.

Intangible fixed assets are depreciated using the straight-line method over their following estimated useful lives:

	From 15/01/2015 to 31/12/2015
Land use right	20 - 50
Royalty, patents	3
Computer software	3

The Company's intangible assets were revalued when state-owned enterprises are equitised. Their cost and accumulated amortisation are adjusted based on the revaluation value approved by competent authorities as regulated. Adjusted amortisation was applied when the Company officially started operating as a joint stock company.

These notes are an integral part of and should be read in conjunction with the consolidated financial statements **90** | www.pvcfc.com.vn

#### 4. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (Continued)

#### **Construction in progress**

Properties in the course of construction for production, rental and administrative purposes or for other purposes are carried at cost. The cost includes any costs that are necessary to form the asset including construction costs, equipment costs and other directly attributable costs in accordance with the Company's accounting policy. Such costs will be included in the estimated costs of the fixed assets (if settled costs have not been approved) when they are put into use.

According to the State's regulations on investment and construction management, the settled costs of completed construction projects are subject to approval by the appropriate level of competent authorities. The final costs of these completed construction projects may vary depending on the final approval by competent authorities.

#### Prepayments

Prepayments are expenses which have already been paid but relate to results of operations across multiple accounting periods. Prepayments comprise the cost of Ca Mau Fertilizer Production Plant's asset insurance, goodwill and other types of long-term prepayments.

The Company's goodwill arises as a result of determining the business value for equitization. This goodwill will be allocated to operating expenses in 3 years since the Company officially operates as a Joint Stock Company.

Other types of long-term prepayments comprise cost of small tools, supplies and spare parts issued for consumption, which are expected to provide future economic benefits to the Company for one year or more. These expenditures have been capitalised as long-term prepayments, and are allocated to the income statement using the straight-line method over the period from two (02) to three (03) years.

#### Science and Technology Development Fund

The Science and Technology Development Fund is appropriated in order to invest for science and technology activities of the Company. This Fund was formed on the basis of the Company's development demand and technology innovation and is recognized in the operation results of the period.

#### **Foreign currencies**

The Company applies the method of recording foreign exchange differences in accordance with the Vietnamese Accounting Standard No. 10 (VAS 10) "Effects of changes in foreign exchange



rates". Accordingly, transactions arising in foreign currencies are translated at exchange rates ruling at the transaction date. The balances of monetary items denominated in foreign currencies as at the balance sheet date are retranslated at the exchange rates on the same date. Exchange differences arising from the translation of these accounts are recognised in the income statement. Unrealised exchange gains as at the balance sheet date are not treated as part of distributable profit to the shareholders.

As guided by Official Letter No. 4360/DKVN-TCKT dated 30 June 2015 and Official Letter No. 3124/DKVN-TCKT dated 13 May 2015 issued by Vietnam Oil and Gas Group, the Company applied the buying rate announced by Joint Stock Commercial Bank for Foreign Trade of Vietnam to translate monetary items denominated in foreign currencies as at 31 December 2015. The above mentioned rate differs from that stated in Circular No. 200/2014/TT-BTC dated 22 December 2014 issued by the Ministry of Finance guiding the accounting regime for enterprises ("Circular 200"). If the Company had applied the recognition of exchange differences as guided by Circular 200, financial expenses would have increased and pre-tax profit for the period from 15 January 2015 to 31 December 2015 would have decreased by approximately VND 34.5 billion.

Foreign exchange gains arising for the period of investment and construction of the Plant have been allocated in full in 2015 to determine the operation results.

#### **Revenue recognition**

Revenue from the sale of goods is recognised when all five (5) following conditions are satisfied:

(a) the Company has transferred to the buyer the significant risks and rewards of ownership of the goods;

(b) the Company retains neither continuing managerial involvement to the degree usually associated with the ownership or effective control over the goods sold;

(c) the amount of revenue can be measured reliably;

(d) it is probable that the economic benefits associated with the transaction will flow to the Company; and

(e) the costs incurred or to be incurred in respect of the transaction can be measured reliably.

Revenue of a transaction involving the rendering of services is recognised when the outcome of such transactions can be measured reliably. Where a transaction involving the rendering of services is attributable to several periods, revenue is recognised in each period by reference to the percentage of

# NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

FORM B 09-DN/HN

(CONTINUED)

### 4. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (Continued)

#### Revenue recognition (Continued)

completion of the transaction at the balance sheet date of that period. The outcome of a transaction can be measured reliably when all four (4) following conditions are satisfied:

(a) the amount of revenue can be measured reliably;

(b) it is probable that the economic benefits associated with the transaction will flow to the Company;

(c) the percentage of completion of the transaction at the balance sheet date can be measured reliably; and

(d) the costs incurred for the transaction and the costs to complete the transaction can be measured reliably.

Interest income is accrued on an accrual basis, by reference to the principal outstanding and at the applicable interest rate. Dividend income from investments is recognised when the Company's right to receive payment has been established.

#### **Borrowing costs**

All borrowing costs are recognised in the income statement when incurred.

#### Taxation

The income tax expense represents the sum of the tax currently payable and deferred tax.

The tax currently payable is based on taxable profit for the period. Taxable profit differs from net profit as reported in the income statement because it excludes items of income or expense that are taxable or deductible in other periods (including loss carried forward, if any) and it further excludes items that are never taxable or deductible.

According to Investment Certificate No. 61101000153 dated 04 December 2012 issued by the People's Committee of Ca Mau province, PetroVietnam Ca Mau Fertilizer Joint Stock Company (the Holding Company) is entitled to tax incentives with regard to the Ca Mau Fertilizer Plant as follows:

- Corporate income tax: The Company is entitled to preferential tax rates, tax exemptions and reductions in accordance with provisions of the prevailing law on corporate income tax.

- Land tax: The Company is exempted/reduced from land use tax, land use fees, rentals and water surface rental in accordance with provisions of the prevailing laws on land and tax.

- Import duty: The Company is exempted from import duty with regard to equipment, materials, motor vehicles and other goods for the implementation of investment projects in accordance

with the law on import/export duties.

For income from main business activities arising from Ca Mau Fertilizer Plant Project, the Company is in the period of corporate income tax exemption. For other operations than Ca Mau Fertilizer Plant Project, the Company is obliged to pay corporate income tax at the applicable rate based on taxable income.

Corporate income tax of PetroVietnam Packaging Joint Stock Company (the Company's subsidiary - PPC) is applied according to Decision No. 22/2010/QD-UBND dated 01 September 2010 of People's Commitee of Bac Lieu province on announcing regulation and policies of encouraging investment, supporting an incentive in Bac Lieu province and the first Investment Certificate No. 60221000003 dated 23 June 2013 issued by Bac Lieu industrial zones Management Unit, the Company is entitled to tax incentives as follows: tax rate incentives of 20% for 10 years and tax exemption for 2 years from arising the taxable income (2012), 50% tax reduction in tax payable for the next 4 years for newly established enterprises of Investment Projects in areas with difficult conditions. 2015 is the second year in which the Company is entitled to 50% tax deduction in tax payable.

Deferred tax is recognised on significant differences between carrying amounts of assets and liabilities in the consolidated financial statements and the corresponding tax bases used in the computation of taxable profit and is accounted for using the balance sheet liability method. Deferred tax liabilities are generally recognised for all temporary differences and deferred tax assets are recognised to the extent that it is probable that taxable profit will be available against which deductible temporary differences can be utilised.

Deferred tax is calculated at the tax rates that are expected to apply in the period when the liability is settled or the asset realised. Deferred tax is charged or credited to profit or loss, except when it relates to items charged or credited directly to equity, in which case the deferred tax is also dealt with in equity. As at 31 December 2015, there was no significant temporary difference between carrying amount of assets and liabilities on the balance sheet and the corresponding tax bases.

Deferred tax assets and liabilities are offset when there is a legally enforceable right to set off current tax assets against current tax liabilities and when they relate to income taxes levied by the same tax authority and the Company intends to settle its current tax assets and liabilities on a net basis.

The determination of the tax currently payable is based on the current interpretation of tax regulations. However, these regulations are subject to periodic variation and their ultimate determination depends on the results of the tax authorities' examinations.

Other taxes are paid in accordance with the prevailing tax laws in Vietnam.

These notes are an integral part of and should be read in conjunction with the consolidated financial statements **92** | www.pvcfc.com.vn

#### **5. CASH AND CASH EQUIVALENTS**

	31/12/2015 VND	14/01/2015 VND
Cash on hand	304,023,932	224,125,074
Cash in bank	182,775,307,557	2,007,412,593,532
Cash equivalents (*)	1,032,000,000,000	56,068,509,078
	1,215,079,331,489	2,063,705,227,684

(\*) Cash equivalents represent the deposits in VND at commercial banks with original terms of three months or less.

The balance of Cash and cash equivalents as at 31 December 2015 included VND 332 billion of one-month term deposits and VND 1.15 billion of current deposits at Ocean Commercial Joint Stock Commercial Bank ("Ocean Bank"). Under Official Letter No. 17/2015/CV-GDCNCM dated 14 May 2015 issued by Ocean Bank - Ca Mau branch, following the direction of the State Bank of Vietnam, Ocean Bank stopped making any payment to corporate customers having deposits in Ocean Bank from 11 February 2015. However, the State Bank of Vietnam officially took over Ocean Bank and changed Ocean Bank to the Ocean Commercial One Member Limited Liability Bank owned by the State from 08 May 2015. Accordingly, the Company's Board of Directors assessed that the above deposits are recoverable with no risk of loss and then no provision for impairment of assets should be made.

#### 6. FINANCIAL INVESTMENTS

	31/12/	2015	14/01/2015	
	Cost	Carrying amount	Cost	Carrying amount
Short-term held to maturity investments				
Term deposits with maturity over 3 months	2,702,555,555,556	2,702,555,555,556	3,166,281,483,374	3,166,281,483,374

#### 7. SHORT-TERM TRADE RECEIVABLES

Phu My Chemical and Construction Co., Ltd.

Other customers



31/12/2015	14/01/2015
VND	VND
6,817,482,477	-
443,845,233	1,087,367,235
7,261,327,710	1,087,367,235



#### 8. SHORT-TERM ADVANCES TO SUPPLIERS

	31/12/2015 VND	14/01/2015 VND
Petro Enertech Joint Stock Company	4,405,376,200	4,405,376,200
Hanoi University of Agriculture	1,800,000,000	720,000,000
Sac Mau Trading Service Production Company	2,011,606,003	-
Construction & Building Materials No 2 Joint Stock	1,644,274,676	-
Vmark Communication Corporation	-	1,540,000,000
Other suppliers	5,115,108,288	7,609,873,357
	14,976,365,167	14,275,249,557

#### 9. OTHER RECEIVABLES

	31/12/2015 VND	14/01/2015 VND
Phải thu ngắn hạn khác		
Accrued interest receivable from term deposits	32,722,031,077	23,618,288,350
Capital granted to Camau Gas - Power - Fertilizer Project Management Unit (*)	19,718,000,000	19,718,000,000
Collateral, deposits	1,486,690,397	-
Advances to employees	1,858,444,400	1,854,434,950
Others	1,819,235,238	5,821,017,960
Other Long-term Receivables		
Long-term collateral, deposits	3,000,000	3,000,000
	3,000,000	3,000,000

(\*) The balance of capital granted to Camau Gas-Power-Fertilizer Project Management Unit (the "Project Management Unit") represents the amount transferred by the Company to the Project Management Unit from 2013 to settle obligations. The capital grant is unsecured and interest-free.

#### **10. INVENTORIES**

historical cost higher than net realizable value.

	31-12-15		14/01/2015	5
	Cost	Provision	Cost	Provision
	VND	VND	VND	VND
Goods in transit	-	-	2,266,323,450	-
Raw materials	140,654,588,724	-	65,465,719,290	-
Tools and supplies	1,313,881,821	-	30,690,000	-
Work in progress	182,631,367,618	(712,847,673)	65,620,130,244	-
Finished goods	37,091,051,516	-	12,913,695,785	-
Goods on consignment	30,351,795,673	-	52,877,952,137	-
	-	-	-	-
Total	392,042,685,352	(712,847,673)	199,174,510,906	-

Tại ngày 31 tháng 12 năm 2015, Công ty đã trích lập dự phòng giảm giá hàng tồn kho cho một số phế phẩm có giá gốc cao hơn giá trị thuần có thể thực hiện được với số tiền 712.847.673 đồng.

#### 11. PREPAYMENTS

	31/12/2015 VND	14/01/2015 VND
Short-term		
Assets insuarance for Camau Fertilizer Plant	14,615,383,401	12,921,201,403
Other short-term prepaid expenses	7,449,731,678	1,395,837,160
Long-term		
Goodwill (*)	93,026,351,508	136,962,280,053
Current assets handed over from "Camau Fertilizer Production Factory" Project	-	20,714,176,934
Other long-term prepaid expenses	10,189,780,516	6,112,781,291
	103,216,132,024	163,789,238,278

(\*) The Company's goodwill represents the value of goodwill arising from the determination of enterprise value for the purpose of equitisation. Such goodwill is recognized in profit or loss over 3 years from the date on which the Company officially started operating as a joint stock company. The amount recognized as expenses for the period is VND 43,935,928,545.



#### As at 31 December 2015, the Company made a provision of VND 712,847,673 for the devaluation of inventories for some wastes with



#### **12. TANGIBLE FIXED ASSETS**

	Buildings,	Machinery,	Motor vehicles,	Office		
	structures	equipment	transmission equipment	equipment	Others	Total
	VND	VND	VND	VND	VND	VND
COST						
As at 15/01/2015	3,152,236,508,350	10,253,419,418,770	42,489,649,611	38,205,712,488	58,688,591,244	13,545,039,880,463
Transfer from construction in progress	54,962,481,712	4,391,386,356	-	(156,459,655)	-	59,197,408,413
New purchases	35,453,678,928	14,567,030,936	10,910,514,773	15,020,367,977	-	75,951,592,614
Disposals	-	-	-	(2,122,745,258)		(2,122,745,258)
As at 30/6/2015	3,242,652,668,990	10,272,377,836,062	53,400,164,384	50,946,875,552	58,688,591,244	13,678,066,136,232
ACCUMULATED DEPRECIATION						
As at 15/01/2015	773,184,380,465	1,864,144,252,026	17,107,115,437	14,104,480,971	15,186,649,077	2,683,726,877,976
Charge for the period	279,945,591,602	916,898,801,872	8,953,449,488	9,951,715,635	572,111,044	1,216,321,669,641
Reclassify to tools and suppliers	-	-	-	(2,122,745,258)	-	(2,122,745,258)
As at 30/6/2015	1,053,129,972,067	2,781,043,053,898	26,060,564,925	21,933,451,348	15,758,760,121	3,897,925,802,359
NET BOOK VALUE						
As at 30/6/2015	2,189,522,696,923	7,491,334,782,164	27,339,599,459	29,013,424,204	42,929,831,123	9,780,140,333,873
As at 15/01/2015	2,379,052,127,885	8,389,275,166,744	25,382,534,174	24,101,231,517	43,501,942,167	10,861,313,002,487



These notes are an integral part of and should be read in conjunction with the consolidated financial statements **96** | www.pvcfc.com.vn

As stated in Note 4, the Company's Board of Directors decided to change the useful lives of fixed assets that are the main machinery and equipment of Ca Mau Fertilizer Production Plant from 10 years to 12 years from 15 January 2015. Such a change resulted in a decrease in depreciation charged for the period from 15 January 2015 to 31 December 2015 by approximately VND 247 billion compared to the adoption of the useful lives before the Company's transformation into a joint stock company.

As stated further in Note 21, PetroVietnam Packaging Joint Stock Company (the Holding Company) has pledged the entire fixed assets constructed from Ca Mau Fertilizer Plant Project which has the carrying value of VND 9,594,410,781,795 as at 31 December 2015 (as at 14 January 2015: VND 10,745,979,562,564) to obtain bank loans.



As stated in Note 21, PetroVietnam Packaging Joint Stock Company (a subsidiary) has pledged the entire fixed assets formed from Bac Lieu Packages Production Plant Project and the fixed assets formed from loans with total carrying value of VND 46,891,412,496 as at 31 December 2015 (as at 14 January 2015: VND 52,185,297,672) to obtain loans from Vietnam Joint Stock Commercial Bank for Industry and Trade - Bac Lieu branch.

The cost of the Company's fixed assets as at 31 December 2015 includes VND 81,822,315,789 of assets which have been fully depreciated but are still in use (as at 14 January 2015: VND 6,545,876,347).



FORM B 09-DN/HN

(CONTINUED)

#### **13. INTANGIBLE FIXED ASSETS**

	Land use right	Royalty, patents	Computer software	Total
	VND		VND	VND
COST				
As at 15/01/2015	33,175,238,300	-	13,982,184,878	47,157,423,178
Addition	158,417,027	25,343,485,000	6,222,854,256	31,724,756,283
Other increase	-	-	2,286,150,434	2,286,150,434
As at 31/12/2015	33,333,655,327	25,343,485,000	22,491,189,568	81,168,329,895
ACCUMULATED AMORTISATION				
As at 15/01/2015	-	-	1,101,843,106	1,101,843,106
Charge for the period	1,851,265,406	3,322,116,196	6,427,624,146	11,601,005,748
As at 31/12/2015	1,851,265,406	3,322,116,196	7,529,467,252	12,702,848,854
NET BOOK VALUE				
As at 31/12/2015	31,482,389,921	22,021,368,804	14,961,722,316	68,465,481,041
As at 15/01/2015	33,175,238,300	-	12,880,341,772	46,055,580,072

#### **14. CONSTRUCTION IN PROGRESS**

	31/12/2015	14/01/2015
	VND	VND
Long-term construction in progress		
Including:		
- Ure storage	70,503,986,360	2,605,375,433
- Public housing area clearance cost	19,217,326,485	-
- Complex fertilizer production lines from melted Ure	1,788,951,028	-
- Enterprise human resources system	2,296,400,065	1,755,520,289
- Personnel management software	735,000,000	-
- Nitrogen tank for Camau Fertilizer Plant	-	2,075,879,364
- Roof of Fertilizer Plant's production system	-	39,327,548,592
- Others	896,051,257	1,063,541,356
	95,437,715,195	46,827,865,034

#### **15. SHORT-TERM TRADE PAYABLES**

		31/12/2015		14/01/2015	
		VND		VND	
	Amount	Amount able to be paid off	Amount	Amount able to be paid off	
Vietnam Oil and Gas Group (*)	163,690,892,638	163,690,892,638	178,721,870,037	178,721,870,037	
PetroVietnam Power Corporation	27,038,360,664	27,038,360,664	16,431,173,483	16,431,173,483	
Others	107,541,526,740	107,541,526,740	92,415,955,826	92,415,955,826	
	298,270,780,042	298,270,780,042	287,568,999,346	287,568,999,346	
Trade payable to related parties (details presented in Note 36)	201,621,359,072	201,621,359,072	208,062,231,959	208,062,231,959	

(\*) Payable to Vietnam Oil and Gas Group mainly represents the amount for the Company to purchase natural gas of Block PM3 CAA and Block 46-Cai Nuoc under Contract Annex No. 04 dated 17 November 2014 amending the Gas Purchases and Sales Contract No. 3918/ HD-DKVN dated 23 May 2012 and Resolution No. 7287/NQ-DKVN dated 19 October 2015 regarding approval of adjusting estimated gas prices in 2015 between the Company and the Holding Company - Vietnam Oil and Gas Group.

#### **16. SHORT-TERM ADVANCES FROM CUSTOMERS**

	31/12/2015	14/01/2015
	VND	VND
Thai Son Trading and Services Co., Ltd.	19,808,755,500	12,903,744,286
Duy Thanh Co., Ltd.	12,992,033,500	430,000,000
Tuong Nguyen Import & Export Trading and Services Co., Ltd	10,787,671,950	9,278,050,000
Hung Thanh Private Enterprise	11,003,434,219	7,609,649,799
Other customers	98,852,630,003	72,707,479,807
	153,444,525,172	102,928,923,892
Advances from related parties (details presented in Note 36)	3,165,961,760	187,500,000



## NOTES TO THE CONSOLIDATED **FINANCIAL** STATEMENTS FORM B 09-DN/HN

(CONTINUED)

#### **17. TAXES AND AMOUNTS PAYABLE TO THE STATE BUDGET**

	Movement in the period			
ltems	14/01/2015 —	Amount payable	Amount paid	31/12/2015
	VND	VND	VND	VND
a) Amount receivables				
Corporate income tax	180,379,995	180,379,995	-	-
Land rental fee	-	-	397,346,605	397,346,605
Other payables	-	328,814,920	369,796,798	40,981,878
Fees and charges	-	328,814,920	369,796,798	40,981,878
Total	180,379,995	509,194,915	767,143,403	438,328,483
b) Amount payables				
VAT	-	6,295,275,806	5,820,036,587	475,239,219
Import duty	-	986,850,592	986,850,592	-
Corporate income tax (*)	32,914,002,522	2,157,907,773	33,716,530,306	1,355,379,989
Natural resources tax	91,601,280	992,839,680	992,839,680	91,601,280
Land rental fee	-	61,920,420	61,920,420	-
Other taxes	2,878,331,548	16,662,516,642	15,143,722,841	4,397,125,349
Personal income tax	2,878,331,548	16,018,416,036	14,628,748,391	4,267,999,193
Other taxes	-	644,100,606	514,974,450	129,126,156
Total	35,883,935,350	27,157,310,913	56,721,900,426	6,319,345,837

(\*) The opening balance represents the corporate income tax arising on interest on term deposits in the last accounting period in which the Company operated as a Company Limited owned by Vietnam Oil and Gas Group.

As per Official Letter No. 183/CT-TT-HTNNT dated 14 February 2015 issued by the Tax Department of Ca Mau province regarding corporate income tax incentives, the Company is entitled to preferential corporate income tax from Ca Mau Fertilizer Production Plant as it meets the requirement that the area has especially difficult socio-economic conditions. Therefore, incomes from deposit interest or services rendered are subject to preferential corporate income tax. The Tax Department of Ca Mau province submitted a Document to the General Department of Taxation regarding the application of incentives corporate income tax with regards to the Company's term deposit interest. However, by the date of issue of these consolidated financial statements, the Company has not received any guidelines in writing from the General Department of Taxation or the Tax Department of Ca Mau province. Therefore, the Company has not made any adjustments to the corporate income tax recognized and paid as above.

#### **18. SHORT-TERM ACCRUED EXPENSES**

	31/12/2015	14/01/2015
	VND	VND
Accrued expenses payable to Vietnam Oil and Gas Group	261,721,055,666	228,227,076,919
- Estimated gas expenses payable for the period from 1 January 2014 to 31 December 2014 (i)	163,962,886,631	163,962,886,631
- Estimated gas expenses payable for the period from 1 January 2015 to 14 January 2015 (i)	-	62891579288
- Estimated gas expenses payable for the period from 15 January 2015 to 31 December 2015 (ii)	97,758,169,035	-
- Management fee	-	1,372,611,000
Interest expense payable	56,764,718,316	66,228,193,272
Social welfare security expenses	-	7,825,560,463
Electricity expense payable to PetroVietnam Camau Power Company	-	7,343,944,420
Guarantee fees	4,217,691,813	8,941,340,335
Insurance and welfare expenses	16,387,000,000	-
Others	3,601,518,321	1,724,933,721
	342,691,984,116	320,291,049,130

Estimated gas expenses payable to Vietnam Oil and Gas Group for the financial year ended 31 December 2014 are determined and adjusted based on estimated gas price of 2014 (USD 4.06/million BTU) as approved in Decision No. 1107/QD/DKVN dated 14 February 2015 issued by the Member's Council of Vietnam Oil and Gas Group.

Estimated gas expenses payable to Vietnam Oil and Gas Group for the period from 1 January 2015 to 14 January 2015 were determined by the Company based on actual volume of gas consumption and estimated gas price of 2015 (USD 3.81/million BTU) according to Resolution No. 8373/NQ-DKVN dated 27 November 2014 issued by the Members' Council of Vietnam Oil and Gas Group regarding approval of business and production plan in 2015 of the Company.

Estimated gas expenses payable to Vietnam Oil and Gas Group for the period from 15 January 2015 to 31 December 2015 were determined and adjusted by the Company based on the estimated gas price at USD 3.57/million BTU to ensure effectiveness of fertilizer production and the business of the Company with average return on equity equal to 12%/year (excluding VAT and other indirect taxes).

#### **19. SHORT-TERM UNEARNED REVENUE**

Unearned revenue represents foreign exchange gains arising during the period of construction of Ca Mau Fertilizer Production Plant. Based on Decision No. 1989/QD-DKVN dated 25 March 2014 issued by the Members' Council of Vietnam Oil and Gas Group regarding approval of final accounts of the Ca Mau Fertilizer Production Plant project, foreign exchange gain arising during the period of construction of the Plant handed over to the Company amounted to VND 79,892,302,626. Such a difference was allocated fully in the period from 15 January 2015 to 31 December 2015.



# NOTES TO **THE CONSOLIDATED FINANCIAL** STATEMENTS

(CONTINUED)

#### **20. OTHER PAYABLES**

	31/12/2015	14/01/2015
	VND	VND
Other short-term payables		
Camau Gas - Power - Fertilizer Project Management Unit	75,571,633,412	76,525,201,368
- Input VAT for purchasing gas in the construction period before offical commercial operations.	69,617,285,554	69,617,285,554
- Other payables	5,954,347,858	6,907,915,814
Vietnam Oil and Gas Group	119,494,557,567	2,050,804,796,892
- Completed "Camau Fertilizer Production Plant" Project handed over (i)	78,515,027,920	78,515,027,920
- Profit payable (ii)	40,732,029,647	390,233,293,375
- Payable for equitization	247,500,000	1,582,056,475,597
Safety reward fund (iii)	559,651,591	130,337,824
Trade union fee	1,867,411,036	1,848,455,959
Short-term deposit received	413,527,500	311,000,000
Corporate income tax payable in the period from 01/01/2015 to 14/01/2015	1,176,849,040	1,176,849,040
Other short-term payables	6,893,442,537	1,265,808,355
	205,977,072,683	2,132,062,449,438
Other long-term payables		
Payable to the State Budget for land use right handed over (iv)	33,175,238,300	33,175,238,300
	33,175,238,300	33,175,238,300
Other payables to related parties (details presented in Note 36)	195,066,190,979	2,127,329,998,260

According to Decision No. 1989/QD-DKVN dated 25 March 2014 issued by the Members' Council of Vietnam Oil and Gas Group on approval of final accounts of the completed project with regards to Ca Mau Fertilizer Production Plant project, the Company took over fixed assets and current assets of Ca Mau Fertilizer Plant according to finalized value. The Company temporarily recognized the difference between the handed over value and the charter capital and received loans as a payable to Vietnam Oil and Gas Group. The payable balance will be adjusted when the Company performs capital finalization with the Group.

During the period, the Company paid in full the profit payable balances at 14 January 2015 amounting to VND 390,233,293,375 to Vietnam Oil and Gas Group.

As stated in Note 33, the Company has not made any adjustments according to the State Audit of Vietnam's recommendations on the 2014 consolidated financial statements, however, adjusted effects with regards to the consolidated financial statements for the period from 15 January 2015 to 31 December 2015 the profit payable balance to Vietnam Oil and Gas Group shall be adjusted when State Audit of Vietnam reaches their final conclusion and the Company performs the state capital finalization to Vietnam Oil and Gas Group.

The Company provided for a safety reward fund under Official Letter No. 3514/LDTBXH-LDTL dated 16 September 2013 issued by the Ministry of Labour-Invalids and Social Affairs regarding safety reward in order to pay beneficiaries who are workers and staff of Ca Mau Fertilizer Plant.

Other long - term payables represent an amount of VND 33,175,238,300 payable to the State budget because the Company received land use rights according to Vietnam Oil and Gas Group's Decision on corporate valuation for equitization purposes. This amount has not been approved by Ca Mau Province's People's Committee yet and can be adjusted upon final approval of the competent authority.

#### 21. LOANS AND OBLIGATION UNDER FINANCE LEASES

		14/01/2015		In the period		31/12/2015
Items	Amount	Amount able to be paid off	Increase	Decrease	Amount	Amount able to be paid of
	VND	VND	VND	VND	VND	VND
Long-term loans						
BNP Parisbas Bank, Credit Agricole Bank, Export - Import Bank of China (i)	4,217,400,000,000	4,217,400,000,000	236,005,000,029	505,725,000,029	3,947,680,000,000	3,947,680,000,000
Vietnam Joint Stock Commercial Bank for Industry and Trade (ii)	2,717,186,512,683	2,717,186,512,683	157,030,793,704	489,741,384,509	2,384,475,921,878	2,384,475,921,878
Vietnam Public Joint Stock Commercial Bank - Can Tho Branch (iii)	970,035,067,795	970,035,067,795	50,108,358,315	310,770,495,316	709,372,930,794	709,372,930,794
Vietnam Joint Stock Commercial Bank for Industry and Trade - Bac Lieu Branch (iv)	36,033,822,240	36,033,822,240	-	5,302,000,000	30,731,822,240	30,731,822,24(
- Loan Contract No. 11160128/HDTD	34,091,053,491	34,091,053,491	-	5,130,000,000	28,961,053,491	28,961,053,49
- Loan Contract No. 57.140613/HDTD	1,942,768,749	1,942,768,749	-	172,000,000	1,770,768,749	1,770,768,749
Total	7,940,655,402,718	7,940,655,402,718	443,144,152,048	1,311,538,879,854	7,072,260,674,912	7,072,260,674,912
In which:						
Amount due for settlement within 12 months	1,250,085,019,739	-	-	-	-	1,319,172,808,87
Amount due for settlement after 12 months	6,690,570,382,979	-	-	-	-	5,753,087,866,04.

According to Decisions No. 533/QD-DKVN and 534/QD-DKVN dated 19 January 2013 issued by the Chief Executive Officer of Vietnam Oil and Gas Group (the "Group"), since 15 January 2013, the Group has transferred to the Company responsibilities, duties and rights of the Borrower (except loan withdrawal), prescribed in Credit Agreements. The details of the Credit Agreements are as follows:

(i) This is the loan obtained from the Group under Equity Credit Agreement between a group of banks, i.e. BNP Paribas Bank, the Export - Import Bank of China and Credit Agricole Bank, with Vietnam Oil and Gas Group as a borrower. The agreement was signed on 15 September 2011 with the principal of USD 220,000,000. The purpose of the loan is to invest in "Ca Mau Fertilizer Plant" project. The loan term is 120 months from the date of the first disbursement which falls on 25 July 2012. The interest rate is 6-month LIBOR for the due term and is adjusted once every 06 months from the first withdrawal date. The interest is paid once every 6 months.





#### 21. LOANS AND OBLIGATION UNDER FINANCE LEASES (Continued)

(ii) This is the loan obtained from the Group under State Investment Credit Agreement No. HDTDDT-CM/PV-VIETINBANK2009 dated 25 September 2009 between Vietnam Oil and Gas Group (the borrower) and Vietnam Joint Stock Commercial Bank for Industry and Trade (Vietinbank - the lender) with the principal of USD 220,000,000 in order to finance the "Ca Mau Fertilizer Plant" project. The loan term is 120 months from the first disbursement date; in which the grace period is 30 months from the first disbursement date and the principal repayment period is 90 months from the end of the grace period. The interest rate (calculated on the outstanding balance for due term) is the USD -6-month saving deposit interest paid in arrears of Vietinbank plus (+) 2.5% per annum; the interest rate is adjusted once every 6 months from the first withdrawal date. The overdue interest rate equals the interest rate for the due term plus 1% per annum. The interest is paid once every 3 months.

(iii) This is the loan under Credit Agreement No. 235/HDVV-PVB-CNCT dated 31 October 2014 between the Company and Vietnam Public Joint Stock Commercial Bank - Can Tho Branch with the credit limit of USD 48,071,638.74 in order to restructure the loan that is used to finance the "Camau Fertilizer Plant" project according to State Investment Credit Agreement No. 01/2010HDTDDT-NHPT dated 17 June 2010 between the Group and Vietnam Development Bank. The maximum loan term is 38 months from the first disbursement date. Loan interest rate is determined by reference interest plus margin interest (3.15% per annum and fixed during the loan term) on specified date and this interest rate does not exceed 5% at any time of the loan term. The applicable rate for the first year is 4% per annum. Interest will be paid monthly on the first day of the month.

The Vietnam Oil and Gas Group and the Company have pledged fixed assets including buildings and structures, machinery and equipment of Ca Mau Fertilizer Plant to secure the above loans.

(iv) Long-term loans between PetroVietnam Packaging Joint Stock Company (the Company's subsidiary - PPC) and Vietnam Joint Stock Commercial Bank for Industry and Trade - Bac Lieu Branch include:

On 28 January 2011, PPC signed the long-term loan contract No. 111160128/HDTD with Vietnam Joint Stock Commercial Bank for Industry and Trade - Bac Lieu Branch with the principal of VND 60,000,000 and not exceeding 70% of total investment cost of the "Construction of Bac Lieu Packages Production Plant" Project. Loan term is 96 months from the first disbursement date. The loan applied ab interest rate method of floating rate of long-term lending adjusting over time and will be paid monthly. The principal will be repaid after the grace period ends (12 months from the first disbursement date - 04 July 2011) and then it will be repaid in instalments from 30 September 2012 to 30 September 2019. PPC has pledged the entire fixed assets arising from the "Construction of Bac Lieu Packages Production Plant" Project to secure this loan.

On 20 June 2013, PPC signed the long-term contract No. 57.140613/HDTD with Vietnam Joint Stock Commercial Bank for Industry and Trade - Bac Lieu Branch with the principal of VND 3,500,000,000 and total balances of all effective loan contracts not exceeding VND 44,811,053,491 at any time. The purpose of this loan is to supplement and purchase fixed assets. Loan-term is 6 years from the first disbursement date. The loan applied interest rate method of floating rate of long-term lending adjusting over time and will be paid monthly. PPC has pledged the entire fixed assets arising from the "Construction of Bac Lieu Packages Production Plant" Project to secure this loan.

Long-term loans are repayable as follows:

	31/12/2015	14/01/2015
	VND	VND
Within one year	1,319,172,808,870	1,250,085,019,739
In the second year	1,319,172,808,871	1,253,135,024,028
In the third to fifth year	2,953,535,057,170	3,110,038,846,268
After five years	1,480,380,000,001	2,327,396,512,683
Less: amount due for settlement within 12 months	1,319,172,808,870	1,250,085,019,739
(presented in short-term loans and liabilities)		
Amount due for settlement after 12 months	5,753,087,866,042	6,690,570,382,979

These notes are an integral part of and should be read in conjunction with the consolidated financial statements **104** | www.pvcfc.com.vn

#### 22. OWNER'S EQUITY

#### Movement in owner's equity

	Owner's contributed capital	Investment and development fund	Retained earnings	Non-controlling interests	Total
	VND	VND	VND	VND	VND
Balance as at 14/01/2015	5,294,000,000,000	287,032,617,231	6,713,350,648	22,870,897,075	5,610,616,864,954
Profit for the period	-	-	708,078,630,765	4,381,549,447	712,460,180,212
Appropration to investment and development fund (i)	-	85,605,247,988	(85,605,247,988)	-	-
Appropration to bonus and welfare funds (i)	-	-	(85,773,133,714)	(913,331,832)	(86,686,465,546)
Dividends distributed to non- controlling interests of subsidiaries	-	-	-	(3,197,800,000)	(3,197,800,000)
Balance as at 31/12/2015	5,294,000,000,000	372,637,865,219	543,413,599,711	23,141,314,690	6,233,192,779,620

In the period, the Company and its subsidiary approprated to the Investment and Development Fund and Bonus and Welfare Funds under the Resolution passed at the General Shareholders' Meeting.

The Company has not made any adjustments to the balance of the Investment and Development Fund that may arise related to the determination of the State capital portion as at 14 January 2015 as the Company has not had a minutes of determination of the State capital portion as at this date.

#### Shares

	31/12/2015	14/01/2015
	VND	VND
Number of shares issued to the public		
+) Ordinary shares	529,400,000	529,400,000
Number of outstanding shares in circulation		
+) Ordinary shares	529,400,000	529,400,000
An ordinary share has par value of VND 10,000.		

#### Charter capital

The charter capital of the Company is VND 5,294,000,000,000. As at 31 December 2015, the charter capital that has been fully contributed by shareholders, as follows:

Shareholders	Per Corporation Registration Certificate		Contributed capital	
	VND	%	31/12/2015	
Vietnam Oil and Gas Group	4,000,230,570,000	75.56%	4,000,230,570,000	
Other shareholders	1,293,769,430,000	24.44%	1,293,769,430,000	
	5,294,000,000,000	100%	5,294,000,000,000	





#### 22. OWNER'S EQUITY (Continued)

#### Non-controlling interests

Non-controlling interests present other shareholders' proportions of net assets and operations resulting from the subsidiary. Noncontrolling interest ratios in the subsidiary is determined as follows:

Amount
VND
32,650,000,000
16,661,000,000
15,989,000,000
48.97%

The non-controlling interest is equal to net assets at the ending date of the period as follows:

	31/12/2015	14/01/2015
	VND	VND
Total assets	41,830,046,431	46,333,758,543
Total liabilities	(18,688,731,741)	(23,462,861,468)
Net asset	23,141,314,690	22,870,897,075
Details are as follow:		
Charter capital	15,989,000,000	15,989,000,000
Other funds	1,191,538,346	439,320,788
Retained earnings	5,960,776,344	6,442,576,287

#### **23. OFF-BALANCE SHEET ITEMS**

	31/12/2015	14/01/2015
Foreign currency		
USD	847,538.81	332,478.10
EUR	0.30	-

These notes are an integral part of and should be read in conjunction with the consolidated financial statements 106 | www.pvcfc.com.vn

#### 24. BUSINESS AND GEOGRAPHICAL SEGMENTS

The Company's principal activities include manufacturing and trading of fertilizers used in agriculture. Accordingly, the financial information presented in the consolidated balance sheet as at 31 December 2015 and all revenue and expenses presented in the consolidated income statement for the period from 15 January 2015 to 31 December 2015 are related to the manufacturing and trading of fertilizers. The revenues and costs of each item of goods and each business activity are presented in Note 25 and Note 26.

The Company carries out the distribution of fertilizer products primarily in the Southwest, Southeast and Central Highlands Markets. During the period, the Company exported Ca Mau Fertilizer Products to Cambodia with revenues of about VND 258 billion (Export turnover for the period from 1 January 2014 to 14 January 2015 was about VND 585 billion) - accounting for the negligible proportion of gross revenue from goods sold and services rendered by the Company. Thus, almost the entire production and business activities of the Company are carried out in the territory of Vietnam.

#### 25. REVENUE FROM GOODS SOLD AND SERVICES RENDERED

	From 15/01/2015 to 31/12/2015	From 01/01/2014 to 14/01/2015
	VND	VND
Sales of ure	5,307,053,911,180	5,962,121,975,079
- Domestic sales	5,043,230,014,360	5,376,765,199,578
- Export	263,823,896,820	585,356,775,501
Sales of Amoniac	112,730,522,160	109,516,553,582
Sales of commercial goods	214,323,492,660	294,791,736,333
Sales of waste products	24,387,151,858	58,525,714,994
Other sales	11,212,534,200	19,432,839,142
	5,669,707,612,058	6,444,388,819,130
Sales deduction		
Trade discounts	82,425,685,037	66,125,735,749
Sales price reduction	5,042,515,000	7,756,543,809
	87,468,200,037	73,882,279,558
Sales in the period with related parties (details presented in Note 36)	138,840,000,000	396,264,496,609

#### 26. COST OF SALES

Cost of ure sold	
Cost of Amoniac sold	
Cost of commercial goods sold	
Other costs	
Provision/(reversal) of inventories devaluation	



4,251,899,449,349 60,339,962,195 294,026,052,957 141,817,552,542 (13,766,283,499)
4,251,899,449,349 60,339,962,195 294,026,052,957
4,251,899,449,349 60,339,962,195
4,251,899,449,349
VIND
VND
From 01/01/2014 to 14/01/2015

These notes are an integral part of and should be read in conjunction with the consolidated financial statements Annual report 2015 | 107

## NOTES TO THE CONSOLIDATED **FINANCIAL** STATEMENTS FORM B 09-DN/HN

(CONTINUED)

#### **27. PRODUCTION COST BY NATURE**

	From 15/01/2015 to 31/12/2015	From 01/01/2014 to 14/01/2015
	VND	VND
Raw materials and consumables	2,232,063,415,966	2,556,019,596,960
Labours	304,270,103,459	310,350,119,528
Depreciation and amortisation	1,227,663,327,392	1,403,601,523,651
Out-sourced services	508,536,312,068	315,012,828,714
Other monetary expenses	79,099,028,761	255,049,344,759
	4,351,632,187,646	4,840,033,413,612

#### **28. FINANCIAL INCOME**

	From 15/01/2015 to 31/12/2015	From 01/01/2014 to 14/01/2015
	VND	VND
Bank deposit interest	166,445,617,067	159,248,016,307
Foreign exchange gain incurred during construction period of Camau Fertilizer Production Plant	53,261,535,084	26,630,767,542
Foreign exchange gain	6,702,885,981	1,219,671,683
	226,410,038,132	187,098,455,532

#### **29. FINANCIAL EXPENSES**

	From 15/01/2015 to 31/12/2015	From 01/01/2014 to 14/01/2015
	VND	VND
Interest expense	232,444,268,230	337,658,323,028
Foreign exchange loss	411,557,413,857	105,933,627,830
Guarantee fee	16,216,828,877	19,167,129,655
Chi phí tài chính khác	3,455,497,769	108,153,173
	663,674,008,733	462,867,233,686

#### **30. SELLING EXPENSES AND GENERAL AND ADMINISTRATIVE EXPENSES**

	From 15/01/2015 to 31/12/2015	From 01/01/2014 to 14/01/2015
	VND	VND
Selling expenses		
Transport, loading and storage expenses	79,480,193,743	66,899,630,136
Social welfare security expenses	75,270,924,800	41,667,287,298
Advertising and communication expenses	75,917,878,358	17,604,092,638
Other expenses	45,773,820,161	65,834,805,967
	276,442,817,062	192,005,816,039
General and administration expenses		
Management personnel expenses	52,644,520,000	46,714,844,339
Management fee payable to Vietnam Oil and Gas Group	26,308,033,440	28,277,928,694
Depreciation and amortization expenses	15,090,800,214	5,931,743,900
Provision for science and technology development fund	-	16,120,000,000
Goodwill	43,925,928,545	-
Other expenses	67,408,004,184	69,898,962,279
	205,377,286,383	166,943,479,212

#### **31. CURRENT CORPORATE INCOME TAX EXPENSE**

	From 15/01/2015 to 31/12/2015	From 01/01/2014 to 14/01/2015
	VND	VND
Corporate income tax from production of ure (*)	-	-
Corporate income tax from production of packages (**)	994,138,952	1,137,814,807
Corporate income tax from other activities	1,344,148,816	35,255,669,697
	2,338,287,768	36,393,484,504

(\*) According to Official Letter No. 4641/TCT-CS issued by the General Department of Taxation on 02 December 2008 in a reply to Vietnam Oil and Gas Group on tax incentives for Ca Mau Fertilizer Plant Project, the Company is entitled to a tax incentive for the corporate income tax rate of 10% for 15 years since the beginning of production and business aactivities, a corporate income tax exemption for 4 years for having taxable income and 50% reduction in tax payable for the 9 years thereafter. The Company has not calculated the corporate income tax on the main operating activities from Ca Mau Fertilizer Plant Project for the period from 15 January 2015 to 31 December 2015 since it is still in the tax incentive period.

For operations other than Ca Mau Fertilizer Plant Project, the Company is obliged to pay corporate income tax at the normal tax rate for taxable income on other activities.





#### 31. CORPORATE INCOME TAX (Continued)

(\*\*) Corporate income tax of PetroVietnam Packaging Joint Stock Company (the Company's subsidiary - PPC) is applied according to Decision No. 22/2010/QD-UBND dated 01 September 2010 of People's Committee of Bac Lieu province on announcing regulation and policies of encouraging investment, supporting and providing incentives in the Bac Lieu province and the first Investment Certificate No. 60221000003 dated 23 June 2013 issued by Bac Lieu industrial zones Management Unit, which the company is entitled to.

(\*\*) Corporate income tax of PetroVietnam Packaging Joint Stock Company (the Company's subsidiary - PPC) is applied according to Decision No. 22/2010/QD-UBND dated 01 September 2010 of People's Committee of Bac Lieu province on announcing regulation and policies of investment encouraging, supporting and incentive in Bac Lieu province and the first Investment Certificate No. 60221000003 dated 23 June 2013 issued by Bac Lieu industrial zones Management Unit, the Company is entitled to tax incentives as follows: tax rate incentives of 20% for 10 years and a tax exemption for 2 years from the taxable income (2012) a 50% tax reduction in tax payable for the next 4 years for newly established enterprises of Investment Projects in areas with difficult socio - economic conditions. 2015 is the second year in which the Company is entitled to a 50% deduction in tax payable.

The determination of the tax currently payable is based on the current interpretation of tax regulations. However, these regulations are subject to periodic variation and their ultimate determination depends on the results of the tax authorities' examinations.

#### **32. BASIC EARNINGS PER SHARE**

	From 15/01/2015
	to 31/12/2015 VND
Profit after tax	708,078,630,765
- Temporary provision for bonus and welfare funds	(85,773,133,714)
Earnings for the purposes of calculating basic earnings per share	622,305,497,051
Weighted average number of ordinary shares	529,400,000
Basic earnings per share	1,175

#### **33. OTHER ISSUES**

In 2015, the State Audit Office of Vietnam (the "SAV") audited the Company's separate financial statements for the year ended 31 December 2014. Adjustments were preliminarily agreed to under the audit minutes dated 02 October 2015 between the audit engagement team and the Company. By the date of issue of these separate financial statements, the SAV has neither given any final conclusion nor issued an auditors' report.

The Board of Directors decided not to adjust retrospectively the separate financial statements for the period from 1 January 2014 to 14 January 2015 (the Company's last operating period as a State-owned company) as per the preliminary conclusion of the SAV. Such adjustments will be made upon the final conclusion of the SAV and the Company's completion of State capital finalization with the Group.

Nevertheless, the Company's Board of Directors decided to make adjustments to the current period's financial statements based on the SAV's recommendations having effects on the separate financial statements for the period from 15 January 2015 to 31 December 2015. This was to ensure that the business and operating results for this period would be reflected precisely.

In 2015, the General Department of Taxation and the Company jointly signed a working minutes on finalization of the 2014 gas price in which the 2014 VAT-exclusive additional gas price was approximately VND 110 billion. By the date of issue of these separate financial statements, the Company has been working with the Group on the finalization of the State capital portion. The accompanying financial statements therefore do not include any adjustments related to this matter. The additional gas price will be recognized upon the Company's completion of the finalization.

These notes are an integral part of and should be read in conjunction with the consolidated financial statements **110** | www.pvcfc.com.vn

#### **34. OTHER COMMITMENTS**

According to Gas Sales Agreement No. 3918/HD-DKVN dated 23 May 2012 between Vietnam Oil and Gas Group and PetroVietnam Ca Mau Fertilizer Company Limited (currently known as PetroVietnam Ca Mau Fertilizer Joint Stock Company), the Company will purchase natural gas of Block PM3 CAA and Block 46 - Cai Nuoc from the Group within 20 years from the official operation date with the output of 457.38 million m<sup>3</sup> of standard gas per year.

According to Contract Annex No. 04 dated 27 November 2014, the gas price in the contract is the price to ensure the efficiency of producing fertilizers with the average return on equity of 12% per year (excluding VAT and other indirect taxes). The gas price in the contract was temporarily calculated to issue invoices and to make monthly payments in the period - the price stated in a document approving the annual business plan which was released by Vietnam Oil and Gas Group.

Under Resolution No. 7287/NQ-DKVN dated 19 October 2015 issued by the Members' Council of Vietnam Oil and Gas Group (the "Group") approving the adjustment made to the estimated gas price in 2015 of PetroVietnam Ca Mau Fertilizer Joint Stock Company (the "Company"), the Company's estimated gas price in 2015 is USD 3.38 per MMBTU. The official gas price will be reviewed for adjustment by the Group to ensure the effectiveness of fertilizer production and business of the Company with profitability ratio as stated in Contract Annex No. 04 mentioned above.

According to Decision No. 29/QD-PVCFC-HD dated 14 January 2015, the board of Management approved the Project of Packed Ure Warehouse Construction with capacity of 10,000 tons at Ca Mau Fertilizer Plant with a total investment of VND 143,237,700,000. The expected completion time is the second quarter of 2016. As at 31 December 2015, the accumulated investment value of this project was VND 70,503,986,360.

#### **35. FINANCIAL INSTRUMENTS**

#### **Capital risk management**

The Company manages its capital to ensure that the Company will be able to continue as a going concern while maximising the return to shareholders through the optimisation of the balance of debt and equity.

The capital structure of the Company consists of net debt (loans and obligations under financial leases as disclosed in Note 21, offset by cash and cash equivalents) and owner's equity (comprising capital, reserves and retained earnings).

Gearing ratio

	31/12/2015	14/01/2015
	VND	VND
Loans and obligations under Financial leases	7,072,260,674,912	7,940,655,402,718
Less: Cash and cash equivalents	1,215,079,331,489	2,063,705,227,684
Net debt	5,857,181,343,423	5,876,950,175,034
Equity	6,233,192,779,620	5,610,616,864,954
Net debt to equity ratio	0.94	1.05





#### 35. FINANCIAL INSTRUMENTS (Continued)

#### Significant accounting policies

Details of the significant accounting policies and methods adopted (including the criteria for recognition, the bases of measurement, and the bases for recognition of income and expenses) for each class of financial asset, financial liability and equity instrument are disclosed in Note 4.

#### **Categories of financial instruments**

	Carrying amo	Carrying amount		
	31/12/2015	14/01/2015		
	VND	VND		
Financial assets				
Cash and cash equivalents	1,215,079,331,489	2,063,705,227,684		
Short-term financial investments	2,702,555,555,556	3,166,281,483,374		
Trade and other receivables	64,868,728,822	52,102,108,495		
Total	3,982,503,615,867	5,282,088,819,553		
Financial liabilities				
Borrowings	7,072,260,674,912	7,940,655,402,718		
Trade and other payables	535,555,679,989	2,450,958,231,125		
Accrued expenses	342,691,984,116	320,291,049,130		
Total	7,950,508,339,017	10,711,904,682,973		

The Company has not determined the fair value of its financial assets and liabilities as at the balance sheet date since there is no comprehensive guidance under Circular No. 210/2009/TT-BTC issued by the Ministry of Finance dated 06 November 2009 ("Circular 210") and other relevant prevailing regulations to determine the fair value of these financial assets and liabilities. While Circular 210 refers to the application of International Financial Reporting Standards ("IFRS") on presentation and disclosures of financial instruments, it did not adopt the equivalent guidance for the recognition and measurement of financial instruments, including application of fair value, in accordance with IFRS.

#### **Financial Risks Management Objectives**

The Company has set up a risk management system to identify and assess the risks assumed by the Company and designed control policies and procedures to manage those risks at an acceptable level. The risk management system is reviewed on a regular basis to reflect changes in market conditions and the Company's operations.

Financial risks include market risk (including foreign currency risk, interest rate risk and price risk), credit risk and liquidity risk.

#### Market risk

The Company's activities expose it primarily to the financial risks of changes in foreign currency exchange rates, interest rates and prices. The Company does not hedge these risk exposures upon its assessment that the cost of hedging foreign exchange risk or interest rate risk might be higher than that incurred from market risk of fluctuation in foreign exchange rates of these instruments in the future.

#### 35. FINANCIAL INSTRUMENTS (Continued)

#### Market risk (Continued)

Foreign currency risk management

The Company undertakes certain transactions denominated in foreign currencies; consequently, exposures to exchange rate fluctuations arise.

The carrying amounts of the Company's foreign currency denominated monetary assets and monetary liabilities at the end of the period are as follows:

	Liabil	Liabilities		ts
	31/12/2015	14/01/2015	31/12/2015	14/01/2015
	VND	VND	VND	VND
United States Dollar (USD)	7,072,903,692,993	7,906,782,907,908	19,010,295,508	7,081,783,530

Foreign currency sensitivity analysis

The Company is mainly exposed to United States Dollar.

The following table details the Company's sensitivity to a 10% increase or decrease in the Vietnam Dong against United States Dollar. 10% is the sensitivity rate used when reporting foreign currency risk internally to key management personnel and represents management's assessment of the reasonably possible change in foreign exchange rates. The sensitivity analysis includes only outstanding foreign currency denominated monetary items and adjusts their translation at the period end for a 10% change in foreign currency rates. For a 10% increase/decrease in United States Dollar against Vietnam Dong, the profit before tax in the period would decrease/increase by the following amounts:

United States Dollar (USD)

#### Interest rate risk management

As presented in Note 21, according to Decisions No. 533/QD-DKVN and No. 534/QD-DKVN dated 19 January 2013 of the Chief Executive Officer of Vietnam Oil and Gas Group, from 15 January 2013, the Group had transferred to the Company responsibilities, obligations and rights of the borrower (except loan withdrawal) prescribed in the Credit Agreements signed with local and foreign banks to finance Ca Mau Fertilizer Plant Project.

Therefore, the Company has interest rate risks arising from interest bearing loans which are arranged. This risk is managed by the Company by maintaining an appropriate level of borrowings and analysing market competition to enjoy favourable interest rates from appropriate lenders.

#### Interest rate sensitivity

The loan's sensitivity to interest rate changes which may arise at an appropriate level is presented in the following table. Assuming all other variables were held constant, if interest rates applicable to floating interest bearing loans had been 200 basis points higher/ lower, the Company's profit before tax for the period from 15 January 2015 to 31 December 2015 would have decreased/increased by VND 158,813,108,054 (for the period from 01 January 2014 to 14 January 2015: VND 141,445,213,498).



From 15/01/2015 to 31/12/2015	From 01/01/2014 to 14/01/2015
VND	VND
(705,389,339,749)	(789,970,112,438)

# NOTES TO **THE CONSOLIDATED FINANCIAL** STATEMENTS

(CONTINUED)

#### 35. FINANCIAL INSTRUMENTS (Continued)

	Increase/(decrease) in basis points	Impact on profit before tax	
		VND	
For the period from 01 January 2014 to 14 January 2015			
VND	+200	(158,813,108,054)	
VND	-200	158,813,108,054	
For the period from 15 January 2015 to 31 December 2015			
VND	+200	(141,445,213,498)	
VND	-200	141,445,213,498	

Share price risk management

The Company is exposed to equity price risks arising from investments in subsidiaries. The Company's Board of Management assesses and approves decisions on investments in subsidiaries such as operating industries and investees. Investments in subsidiaries are held for long-term strategic investments rather than trading purposes. The Company does not have the intention to trade these investments in the foreseeable future.

Commodity price risk management

The Company purchases materials and commodities from local and foreign suppliers for business purposes. Therefore, the Company is exposed to the risks in changes in selling prices of materials and commodities.

#### **Credit risk**

Credit risk refers to the risk that counterparties will default on its contractual obligations resulting in a financial loss to the Company. The Company has a credit policy in place and the exposure to credit risk is monitored on an on-going basis. The Company does not have any significant credit risk exposure to any counterparties because receivables consist of a large number of customers, spread across diverse industries and geographical areas.

#### Liquidity risk management

The purpose of liquidity risk management is to ensure the availability of funds to meet present and future financial obligations. Liquidity is also managed by ensuring that the excess of maturing liabilities over maturing assets in any period is kept to manageable levels relative to the amount of funds that the Company believes it can generate within that period. The Company's policy is to regularly monitor current and expected liquidity requirements to ensure that the Company maintains sufficient reserves of cash, borrowings and adequate committed funding from its shareholders to meet its liquidity requirements in the short and long term.

The following table details the Company's remaining contractual maturity for its non-derivative financial assets and financial liabilities with agreed repayment periods. The tables have been drawn up based on the undiscounted cash flows of financial assets and undiscounted cash flows of financial liabilities based on the earliest date on which the Company can be required to pay. The inclusion of information on non-derivative financial assets is necessary in order to understand the Company's liquidity risk management as the liquidity is managed on a net asset and liability basis.

#### 35. FINANCIAL INSTRUMENTS (Continued)

31/12/2015	Less than 1 year	From 1-5 years	More than 5 years	Total
	VND	VND	VND	VND
Cash and cash equivalents	1,215,079,331,489	-	-	1,215,079,331,489
Short-term financial investments	2,702,555,555,556	-	-	2,702,555,555,556
Trade and other receivables	64,865,728,822	3,000,000	-	64,868,728,822
Total	3,982,500,615,867	3,000,000	-	3,982,503,615,867

31/12/2015	Less than 1 year	From 1-5 years	More than 5 years	Total
	VND	VND	VND	VND
Borrowings	1,319,172,808,870	4,272,707,866,041	1,480,380,000,001	7,072,260,674,912
Trade and other payables	502,380,441,689	33,175,238,300	-	535,555,679,989
Accrued expenses	342,691,984,116	-	-	342,691,984,116
Total	2,164,245,234,675	4,305,883,104,341	1,480,380,000,001	7,950,508,339,017
Net liquidity gap	1,818,255,381,192	(4,305,880,104,341)	(1,480,380,000,001)	(3,968,004,723,150)

14/01/2015	Less than 1 year	From 1-5 years	More than 5 years	Total
	VND	VND	VND	VND
Cash and cash equivalents	2,063,705,227,684	-	-	2,063,705,227,684
Short-term financial investments	3,166,281,483,374	-	-	3,166,281,483,374
Trade and other receivables	52,099,108,495	3,000,000	-	52,102,108,495
Total	5,282,085,819,553	3,000,000	-	5,282,088,819,553

14/01/2015	Less than 1 year	From 1-5 years	More than 5 years	Total
	VND	VND	VND	VND
Borrowings	1,250,085,019,739	4,363,173,870,296	2,327,396,512,683	7,940,655,402,718
Trade and other payables	2,417,782,992,825	33,175,238,300	-	2,450,958,231,125
Accrued expenses	320,291,049,130	-	-	320,291,049,130
Total	3,988,159,061,694	4,396,349,108,596	2,327,396,512,683	10,711,904,682,973
Net liquidity gap	1,293,926,757,859	(4,396,346,108,596)	(2,327,396,512,683)	(5,429,815,863,420)

The Board of Directors assessed the liquidity risk at low levels. The Board of Directors believes that the Company will be able to generate sufficient funds to meet its financial obligations as and when they fall due.





FORM B 09-DN/HN

(CONTINUED)

#### **35. RELATED PARTY TRANSACTIONS AND BALANCES**

#### List of related parties:

Related parties	Relationship
Vietnam Oil and Gas Group	Holding Company
Subsidiaries, Joint ventures and Associates of Vietnam Oil and Gas Group	Entities under the same owner

During the period, the Company entered into the following significant transactions with its related parties:

	From 15/01/2015 to 31/12/2015	From 01/01/2014 to 14/01/2015
	VND	VND
Sales		
South-East PetroVietnam Fertilizer and Chemicals Joint Stock Company	69,420,000,000	198,132,248,304
	69,420,000,000	198,132,248,304
Purchases		
Vietnam Oil and Gas Group	1,578,820,673,284	1,674,967,663,869
PetroVietnam Power Corporation	199,148,803,439	244,910,013,007
Petroleum Industrial Materials Distribution Company	21,552,975,000	55,144,248,727
PVI Holding - Ca Mau Branch	4,912,793,640	46,772,821,156
PetroVietnam Urban Development Joint Stock Company	1,639,450,725	21,561,904,963
PetroVietnam Security Service Corporation	11,579,812,533	9,622,857,574
PetroVietnam Transportation Vung Tau Joint Stock Company	5,033,160,000	7,288,650,000
Brach of Vietnam Petroleum Institute - PetroVietnam Research and Development Center for Petroleum Processing	6,980,252,083	6,413,300,416
PetroVietnam Drilling Trading and Technical Services Joint Stock Company	48,998,449,278	46,772,821,156
Drilling Mud Corporation	4,501,704,308	1,200,753,336
Branch of Vietnam Petroleum Institute - PetroVietnam Research and Development Center for Petroleum Processing	2,003,660,000	6,672,665,625
PetroVietnam Maintenance and Repair Joint Stock Company	6,372,121,961	2,396,498,603
PetroVietnam Drilling Technology and Trading Joint Stock Company	3,707,156,898	-
Binh Son Refining and Petrochemical Co,. Ltd	300,937,990	-
PetroVietnam Infrastructure and Urban Investment Joint Stock Company	32,138,100,000	
PTSC Production Services	2,182,168,201	-
PetroVietnam Energy Technology Joint Stock Company	5,476,652,067	-
PVI Sunlife Insurance Co,. Ltd	12,374,500,000	22,196,530,000
PetroVietnam Machine and Equipment Joint Stock Company	6,591,233,368	-
PetroVietnam Manpower Training College	2,440,137,149	749,397,950
Vietnam Petroleum Institute	1,626,319,117	
Central Gas Energy Joint Stock Company	21,155,278,117	
Mien Trung Petroleum Services and Trading Joint Stock Company	1,417,950,000	-
	1,985,455,993,466	2,146,670,126,382
Remuneration paid to Board of Directors	11,310,086,488	4,821,501,342

These notes are an integral part of and should be read in conjunction with the consolidated financial statements 116 | www.pvcfc.com.vn

#### 35. RELATED PARTY TRANSACTIONS AND BALANCES (Continued)

Significant related party balances were as follows:

### Other short-term receivables Capital granted to Camau Gas - Power - Fertilizer Project Management Unit Accrued interest receivable from Vietnam Public Joint Stock Commercial Ba Short-term trade payables Vietnam Oil and Gas Group PetroVietnam Power Corporation PetroVietnam Urban Development Joint Stock Company Branch of Vietnam Petroleum Institute - PetroVietnam Application and T Center Branch of Vietnam Petroleum Institute - Research and Development Center PetroVietnam Security Service Corporation Petroleum Industrial Materials Distribution Company PetroVietnam Transportation Vung Tau Joint Stock Company PetroVietnam Securities Incorporated PetroVietnam Drilling Trading and Technical Services Joint Stock Company PetroVietnam Maintenance and Repair Joint Stock Company PetroVietnam Energy Technology Joint Stock Company Short-term advances from customers

South-East PetroVietnam Fertilizer and Chemicals JSC

#### Short-term accrued expenses

Vietnam Oil and Gas Group PetroVietnam Power Corporation

#### Other short-term payables

Ca Mau Gas - Power - Fertilizer Project Management Unit Vietnam Oil and Gas Group



	31/12/2015	14/01/2015	
	VND	VND	
it	19,718,000,000	19,718,000,000	
ank - Can Tho Branch	5,323,611,111	5,916,164,954	
	25,041,611,111	25,634,164,954	
	163,690,892,638	178,721,870,037	
	27,038,360,664	16,431,173,483	
	1,010,621,230	2,916,357,002	
Technology Transfer	1,542,818,200	2,201,979,656	
er	529,574,070	-	
	999,784,848	1,505,144,281	
	-	5,845,207,500	
	666,608,000	55,500,000	
	-	385,000,000	
у	2,854,510,812	-	
	2,046,948,653	-	
	1,241,239,957	-	
	201,621,359,072	208,062,231,959	
	3,165,961,760	187,500,000	
	3,165,961,760	187,500,000	
	256,971,553,113	228,227,076,919	
	-	7,343,944,420	
	256,971,553,113	235,571,021,339	
	75,571,633,412	76,525,201,368	
	119,494,557,567	2,050,804,796,892	
	195,066,190,979	2,127,329,998,260	



#### **36. COMPARATIVE FIGURES**

Comparative figures in the consolidated balance sheet, consolidated income statement, consolidated cash flow statement and the corresponding notes are the figures of the consolidated financial statements for the period from 01 January 2014 to 14 January 2015 of PetroVietnam Ca Mau Fertilizer Company Limited (equitized entity). These figures were neither reviewed nor audited but were reclassified by an independent audit company and in accordance with the guidance of Circular 200 and Circular 202 issued by the Ministry of Finance dated on 22 December 2014. These figures are disclosed for reference purposes only and not used for comparative purposes due to an inconsistency in the accounting period.

**Truong Quynh Anh** Preparer



Dinh Nhu Cuong Chief Accountant



**Bui Minh Tien** General Director

28 March 2016



118 | www.pvcfc.com.vn







### **PETROVIETNAM CA MAU FERTILIZER COMPANY**

Head office: Lot D, Ward 1 Industrial Park, Ngo Quyen, Ward. 1, Ca Mau City HCM Office: Floor 18, Petroland Building, 12 Tan Trao, District 7 Tel: +84.780.3819000 | Fax: +84.780.3590501 Email: contact@pvcfc.com.vn www.pvcfc.com.vn