

AUDITOR'S REPORT ON THE CONSOLIDATED FINANCIAL STATEMENTS

For the fiscal year ended December 31, 2012

NO.: 0512375-4/AISC-DN4



Auditing & Informatic Services Company Limited

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**To: Board of Management and Board of Directors
Saigon Bank for Industry and Trade**

We have audited the consolidated financial statements of SAIGON BANK FOR INDUSTRY AND TRADE ("the Bank") consisting of the consolidated balance sheet as at December 31, 2012, the consolidated income statement and consolidated statement of cash flows for the year ended December 31, 2012 prepared January 30, 2013 together with the appended notes as set out on page 5 to 49.

The Board of Management is responsible for the preparation of the consolidated financial statements. It is our responsibilities to form an independent opinion, based on our audit, on these consolidated financial statements.

Basis of auditing

We conducted our audit in accordance with Vietnamese Standards on Auditing. Those standards require that we plan and perform the audit to obtain reasonable assurance that the consolidated financial statements are free from material misstatement. An audit includes examination, on a test basis, of evidence relevant to the amounts and disclosures in the consolidated financial statements. It also includes our assessing of the compliance with the prevailing accounting standards and system (or accepted); Accounting principles and methods applied, the significant estimates and judgments made by the Board of Management in preparation of the consolidated financial statements as well as evaluating the overall presentation of the consolidated financial statements. We believe that our audit provides a reasonable basis for our opinion.

Auditor's opinion

In our opinion, the consolidated financial statements give a true and fair view, in all material respects, of the consolidated state of affairs of Saigon Bank for Industry and Trade as at December 31, 2012, its consolidated operating results as well as consolidated cash flows for the fiscal year ended December 31, 2012, also prepared in compliance with the prevailing Vietnamese Accounting Standards, Accounting System of State Bank of Vietnam and relevant statutory regulations.

Auditor

Nguyen Thi Thanh Huyen
Audit Certificate No.: 1176/KTV
Issued by the Ministry of Finance

HCMC, March 28, 2013

General Director



Pham Van Vinh
Audit Certificate No.: D0112/KTV
Issued by the Ministry of Finance

CONSOLIDATED BALANCE SHEET

As at 31 December 2012

Form No: B02/TCTD

Unit: VND

| No | Items | Notes | 12/31/2012 | 01/01/2012 |
|-------------|--|-------|---------------------------|---------------------------|
| A. | ASSETS | | | |
| I | Cash, gold, silver, and gemstones | | 192,870,629,188 | 179,543,876,454 |
| II | Deposits at the State Bank of Vietnam | | 679,470,155,758 | 321,053,764,218 |
| III | Gold and Deposits at other Credit Institutions and Loans Granted to other Credit Institutions | | 521,594,608,950 | 1,099,635,603,008 |
| | Gold and deposits at other credit institutions | | 521,594,608,950 | 1,099,635,603,008 |
| | Loans granted to other credit institutions | | - | - |
| | Provisions for loan losses | | - | - |
| IV | Trading Securities | | 15,450,000,000 | 15,300,000,000 |
| | Trading securities | | 35,000,000,000 | 35,000,000,000 |
| | Provisions for devaluation of trading securities | | (19,550,000,000) | (19,700,000,000) |
| V | Financial Derivatives and other Financial Assets | | - | - |
| VI | Loans Granted to Customers | | 10,751,469,598,643 | 10,945,454,791,611 |
| | Loans granted to customers | | 10,860,925,255,159 | 11,182,716,228,917 |
| | Provision for loan losses | | (109,455,656,516) | (237,261,437,306) |
| VII | Investment securities | | 1,185,667,286,029 | 1,397,272,000,000 |
| | Available-for-sale securities | | 459,096,386,029 | 200,000,000,000 |
| | Held to maturity securities | | 726,570,900,000 | 1,197,272,000,000 |
| | Provisions for devaluation of securities | | - | - |
| VIII | Equity Investment and Other Investments | | 118,275,610,000 | 118,275,610,000 |
| | Other long-term investments | | 118,275,610,000 | 118,275,610,000 |
| | Provisions for decline in value of long-term investments | | - | - |

CONSOLIDATED BALANCE SHEET

As at 31 December 2012

Form No: B02/TCTD

Unit: VND

| No. Items | Notes | 12/31/2012 | 01/01/2012 |
|----------------------------------|-------|---------------------------|---------------------------|
| IX Fixed assets | | 880,922,625,162 | 807,467,819,890 |
| Tangible fixed assets | | 534,954,239,590 | 474,801,844,897 |
| Cost | | 737,613,837,534 | 651,122,539,103 |
| Accumulated depreciation | | (202,659,597,944) | (176,320,694,206) |
| Intangible fixed assets | | 345,968,385,572 | 332,665,974,993 |
| Cost | | 384,579,481,488 | 355,096,481,313 |
| Accumulated depreciation | | (38,611,095,916) | (22,430,506,320) |
| X Investment Properties | | - | - |
| XI Other long-term assets | | 506,797,380,946 | 481,111,579,756 |
| Accounts receivables | | 223,537,689,023 | 240,607,335,316 |
| Interests and fees receivable | | 250,684,219,948 | 232,783,692,107 |
| Deferred corporate income tax | | - | 1,978,846,707 |
| Other assets | | 32,575,471,975 | 5,741,705,626 |
| TOTAL ASSETS | | 14,852,517,894,676 | 15,365,115,044,937 |

CONSOLIDATED BALANCE SHEET

As at 31 December 2012

Form No: B02/TCTD

Unit: VND

| No | Items | Notes | 12/31/2012 | 01/01/2012 |
|------------|--|-------|---------------------------|---------------------------|
| B. | LIABILITIES AND OWNERS' EQUITY LIABILITIES | | | |
| I | Borrowings from Government and the State Bank of Vietnam | | - | 768,808,151,358 |
| II | Deposits and borrowings from other credit institutions | | 469,142,641,631 | 1,686,650,801,639 |
| | Deposits from other credit institutions | | 469,142,641,631 | 1,644,994,801,639 |
| | Borrowings from other credit institutions | | - | 41,656,000,000 |
| III | Deposits from customers | | 10,451,684,105,680 | 8,929,180,898,944 |
| IV | Derivative Financial Instruments and Other Financial Liabilities | | - | - |
| V | Trust Funds and Other Borrowed Funds | | 138,910,728,952 | 152,814,041,756 |
| VI | Issuance of valuable documents | | - | 200,000,000,000 |
| VII | Other liabilities | | 253,315,056,661 | 322,734,415,298 |
| | Interests and fees payable | | 136,114,223,253 | 193,281,295,058 |
| | Other accounts payable | | 114,746,583,745 | 126,856,017,126 |
| | Provision for other losses (for off-balance sheet contingencies and commitments) | | 2,454,249,663 | 2,597,103,114 |
| | TOTAL LIABILITIES | | 11,313,052,532,924 | 12,060,188,308,995 |

CONSOLIDATED BALANCE SHEET

As at 31 December 2012

Form No: B02/TCTD

Unit: VND

| No | Items | Notes | 12/31/2012 | 01/01/2012 |
|-------------|---|-------|---------------------------|---------------------------|
| | OWNERS' EQUITY AND FUNDS | | 3,539,465,361,752 | 3,304,926,735,942 |
| VIII | Equity and credit institutions | | 3,080,715,830,000 | 2,960,715,830,000 |
| | Charter capital | | 3,080,000,000,000 | 2,960,000,000,000 |
| | Reserves | | 715,830,000 | 715,830,000 |
| | Other equity | | 161,502,873,350 | 223,591,932,599 |
| | Exchange rate difference | | - | - |
| | Undistributed profit | | 297,246,658,402 | 120,618,973,343 |
| | TOTAL LIABILITIES AND OWNERS' EQUITY | | 14,852,517,894,676 | 15,365,115,044,937 |

OFF BALANCE SHEET ITEMS

| No | Items | Notes | 12/31/2012 | 01/01/2012 |
|----|-------------------------------|-------|------------------------|------------------------|
| | Contingent liabilities | | 228,766,196,140 | 230,232,817,851 |
| | Capital loan guarantees | | 20,000,000,000 | 12,636,363,000 |
| | Letters of credit | | 66,730,377,381 | 105,631,731,881 |
| | Other guarantees | | 142,035,818,759 | 111,964,722,970 |

Prepared by



Nguyen Thi Thanh Thuy

Chief Accountant



Hua Tuan Cuong

HCMC, Dated January 30, 2013

General Director



Tran Thi Viet Anh

CONSOLIDATED INCOME STATEMENT

For the fiscal year ended December 31, 2012

Form No: B03/TCTD

Unit: VND

| No | Items | Notes | Year 2012 | Year 2011 |
|-------------|--|-------|------------------------|------------------------|
| 1 | Interest income and similar income | | 2,168,260,411,684 | 2,440,672,294,716 |
| 2 | Interest expenses and similar charges | | 1,201,660,507,087 | 1,598,725,101,063 |
| I | Net interest income | | 966,599,904,597 | 841,947,193,653 |
| 3 | Income from services | | 49,476,747,421 | 49,020,183,707 |
| 4 | Expenses of services | | 18,461,883,540 | 23,307,695,863 |
| II | Net gain/loss from services | | 31,014,863,881 | 25,712,487,844 |
| III | Net gain/loss from dealing in foreign currencies | | 6,540,727,700 | 14,914,767,679 |
| IV | Net gain/loss from dealing in trading securities | | (9,237,238) | 91,254,642 |
| V | Net gain/loss from dealing in investment securities | | - | - |
| 5 | Income from other activities | | 57,051,936,071 | 49,364,245,411 |
| 6 | Expenses of other activities | | 19,431,198,927 | 15,049,695,709 |
| VI | Net gain/loss from other activities | | 37,620,737,144 | 34,314,549,702 |
| VII | Income from equity investments | | 9,952,414,326 | 6,444,445,994 |
| VIII | Operating expenses | | 383,108,811,897 | 319,727,845,477 |
| IX | Net operating income before provision for credit losses | | 668,610,598,513 | 603,696,854,037 |
| X | Provision for credit losses | | 275,410,086,479 | 200,528,068,759 |
| XI | Total profit before tax | | 393,200,512,034 | 403,168,785,278 |
| 7 | Current corporate income tax | | 95,953,853,632 | 99,218,570,411 |
| 8 | Deffered corporate income tax | | - | - |
| XII | Corporate income tax | | 95,953,853,632 | 99,218,570,411 |
| XIII | Profit after tax | | 297,246,658,402 | 303,950,214,867 |
| XIV | Minority Interest | | - | - |
| XV | Earnings per share | | 981 | 1,234 |

Prepared by



Nguyen Thi Thanh Thuy

Chief Accountant



Hua Tuan Cuong

HCMC, Dated January 30, 2013

General Director



Tran Thi Viet Anh

CONSOLIDATED STATEMENT OF CASH FLOWS

(Under Direct Method)

For the fiscal year ended December 31,2012

Form No: B04/TCTD

Unit: VND

| No | Items | Notes | Year 2012 | Year 2011 |
|--|--|-------|--------------------------|--------------------------|
| CASH FLOWS FROM OPERATING ACTIVITIES | | | | |
| 01 | Interest and similar income | | 2,150,359,883,843 | 2,402,792,211,132 |
| 02 | Interest and similar charges | | (1,258,827,578,892) | (1,546,351,419,872) |
| 03 | Income from services | | 31,014,863,881 | 25,712,487,844 |
| 04 | Differences of actual receipts/payments from operating activities (foreign currencies, gold, securities) | | 6,531,490,462 | 15,006,022,321 |
| 05 | Other income | | 23,732,345,265 | 12,610,007,878 |
| 06 | Proceeds from debts written off, compensated by provision for losses | | 13,845,540,070 | 21,641,005,945 |
| 07 | Payments to employees and management mission | | (337,498,770,809) | (290,471,343,292) |
| 08 | Income tax paid | | (112,959,447,471) | (110,231,425,267) |
| Net cash flows from operating activities before changes in assets and working capital | | | 516,198,326,349 | 530,707,546,689 |
| Changes in operating assets | | | | |
| 09 | (Increase)/ Decrease in cash, gold, and loans to other credit institutions | | - | - |
| 10 | (Increase)/ Decrease in proceeds from securities trading activities | | 211,604,713,971 | 550,202,194,795 |
| 11 | (Increase)/ Decrease in derivative financial instruments and other financial assets | | - | - |
| 12 | (Increase)/ Decrease in loans granted to customers | | 321,790,973,758 | (726,964,355,665) |
| 13 | Decrease in provision for losses | | (391,045,688,434) | (99,253,002,775) |
| 14 | (Increase)/ Decrease in other operating assets | | (9,700,532,853) | 409,931,969,129 |
| Changes in operating liabilities | | | | |
| 15 | Increase/ (Decrease) in borrowings from Government and the State Bank of Vietnam | | (768,808,151,358) | 365,086,209,593 |
| 16 | Increase/ (Decrease) in deposits and borrowings from other credit institutions | | (1,217,508,160,008) | (862,724,158,347) |
| 17 | Increase/ (Decrease) in deposits from customers (Including the State Treasury) | | 1,522,503,206,736 | (107,094,834,536) |
| 18 | Increase/ (Decrease) from issuance of valuable documents (excluding those being accounted to financing activities) | | (200,000,000,000) | (630,263,600,000) |
| 19 | Increase/ (Decrease) in trust funds and other borrowed funds | | (13,903,312,804) | 31,306,218,947 |
| 20 | Increase/ (Decrease) in derivative financial instruments and other financial liabilities | | - | - |
| 21 | Increase/ (Decrease) in operating liabilities | | (7,937,050,572) | (44,422,960,666) |
| 22 | Funds of credit institutions charged | | (96,512,000,000) | (12,579,688,364) |
| I Net cash flows from operating activities | | | (133,317,675,215) | (596,068,461,200) |

CONSOLIDATED STATEMENT OF CASH FLOWS

(Under Direct Method)

For the fiscal year ended December 31, 2012

Form No: B04/TCTD

Unit: VND

| No | Items | Notes | Year 2012 | Year 2011 |
|--|---|-------|--------------------------|--------------------------|
| CASH FLOWS FROM INVESTING ACTIVITIES | | | | |
| 01 | Purchase of fixed assets | | (116,779,440,704) | (243,679,204,082) |
| 02 | Proceeds from disposal of fixed assets | | 42,851,809 | 63,535,879 |
| 03 | Dividend income and share of profit from long-term investments | | 9,952,414,326 | 6,444,445,994 |
| II. Net cash flows from investing activities | | | (106,784,174,569) | (237,171,222,209) |
| CASH FLOWS FROM FINANCING ACTIVITIES | | | | |
| 01 | Increase in share capital due to capital contribution and/or issuance of shares | | 120,000,000,000 | 500,000,000,000 |
| 02 | Dividend paid to shareholders, shared profit | | (86,196,000,000) | (467,530,610,643) |
| III. Net cash flow from financing activities | | | 33,804,000,000 | 32,469,389,357 |
| IV. Net increase in cash and cash equivalents | | | (206,297,849,784) | (800,770,294,052) |
| V. Cash and cash equivalents at the beginning of year | | | 1,600,233,243,680 | 2,401,003,537,732 |
| VI. Adjustments to impacts of exchange rate changes | | | - | - |
| VII. Cash and cash equivalents at the end of year | | | 1,393,935,393,896 | 1,600,233,243,680 |

Prepared by



Nguyen Thi Thanh Thuy

Chief Accountant



Hua Tuan Cuong

HCMC, Dated January 30, 2013

General Director



Tran Thi Viet Anh