

**THIS DOCUMENT IS IMPORTANT AND REQUIRES YOUR IMMEDIATE ATTENTION. WHEN CONSIDERING WHAT ACTION YOU SHOULD TAKE, YOU ARE RECOMMENDED TO SEEK INDEPENDENT FINANCIAL ADVICE FROM YOUR FINANCIAL ADVISER.**

This Tender Form should be read in conjunction with the circular to shareholders of VinaLand Limited dated 17 May 2017 (the "Circular").

Unless the context otherwise requires, the definitions used in the Circular apply in this Tender Form.

# **VINALAND LIMITED**

## **TENDER FORM**

### **Tender Offer**

**To be valid, the Tender Form (together with the required documentation referred to therein) must be completed and returned as soon as possible by mail, by facsimile or by e-mail but in any event so as to reach Standard Chartered Bank, Level 3, 7, Changi Business Park Crescent, Singapore 486028, Attn: Securities Services – Fund Services, or by fax at +(65) 6305 1760 or by e-mail at [sg\\_fundservices@sc.com](mailto:sg_fundservices@sc.com) Attn: Securities Services – Fund Services, by no later than 5.00 pm (Singapore time) on 23 June 2017.**

**ACTION TO BE TAKEN IF YOU DO NOT WISH TO TENDER ORDINARY SHARES PURSUANT TO THE TENDER OFFER**

- DO NOT COMPLETE THE TENDER FORM.

**ACTION TO BE TAKEN IF YOU DO WISH TO TENDER ORDINARY SHARES PURSUANT TO THE TENDER OFFER**

- Read the notes on page 3 of the document.
- Complete Box 1A with your relevant details.
- Tick Box 2A and insert a relevant number of Ordinary Shares in Box 2B.
- Sign Box 3.

PLEASE NOTE:

- Please read the Tender Offer Circular dated 17 May 2017, the terms of which are incorporated in, and form part of, the Tender Form.
- If you have any queries regarding the completion of the Tender Form please contact Nguyen Thi Phuong Hoa (Ms.) of the Investment Manager, **VinaCapital Investment Management Limited**, by telephone on +84 8 3821 9930 or by e-mail at [hoa.nguyen@vinacapital.com](mailto:hoa.nguyen@vinacapital.com). Please note the Investment Manager can only give procedural advice and is not authorised to provide investment advice.

# HOW TO COMPLETE THE TENDER FORM

1

## SHAREHOLDER DETAILS

- Insert your relevant details into Box 1A in **BLOCK CAPITALS**. If the Ordinary Shares are held in Euroclear or Clearstream do NOT complete this form.

2

## ELECTION TO PARTICIPATE IN THE TENDER OFFER

- Tick Box 2A to indicate your intention to participate in the Tender Offer. You **MUST** complete **BOTH** boxes 2A and 2B.
- Complete Box 2B by inserting the number of Ordinary Shares you wish to tender pursuant to the Tender Offer. If you either (i) do not tick Box 2A and a number of Ordinary Shares is inserted in Box 2B; or (ii) tick Box 2A and do not insert a number of Ordinary Shares in Box 2B, your tender election will, subject to the discretion of the Company, be rejected.
- You must sign Box 3 in the presence of a witness who must also sign Box 4 stating his or her name and address.

The Tender Offer is only available to Shareholders on the Register (or, where Ordinary Shares are held in Euroclear and/or Clearstream, otherwise beneficially entitled to such Ordinary Shares) on the Tender Offer Record Date, and only in respect of the number of Ordinary Shares in which such Shareholder is interested on the Tender Offer Record Date. Each Ordinary Share may only be tendered once. If the total number of Ordinary Shares tendered exceeds the total number of Ordinary Shares in which such Shareholder is interested on the Tender Offer Record Date, the Board shall be entitled, in its sole discretion, to reject, adjust or scale down such tender election(s) in whatever way it sees fit without recourse to or by the applicable Shareholder.

3

## SIGNATURES

### INDIVIDUALS

You **MUST SIGN** Box 3 in the presence of an independent witness who should also sign where indicated and add his or her name. In the case of a joint holding, all joint holders must sign and their signatures must be witnessed.

The witness must be over 18 years of age and should not be one of the joint registered holders (if any) or otherwise have any financial interest in the Ordinary Shares. The same person may witness the signature of one or more of the joint holders.

### COMPANIES

Two directors or a director and the secretary where indicated may sign this Tender Form on behalf of a company incorporated in the UK. If the holder is a company incorporated outside the UK, it may sign in accordance with the laws of its jurisdiction of incorporation. In all cases, execution must be expressed to be by the relevant company.

### ALL ORDINARY SHAREHOLDERS

If this Tender Form is signed by a person who is not the registered holder(s), insert the name(s) and the capacity (e.g. executor(s)) of the person signing. If the person executing this Tender Form does so pursuant to a power of attorney the power of attorney (or a duly certified copy) must be lodged with this form for noting. No other signatures will be accepted.

# TENDER FORM

**1**

**COMPLETE IN BLOCK CAPITALS**

Details of the registered holder(s) of the Ordinary Shares:

<b>Box 1A</b>	1. Forename(s): ..... Surname: ..... Address: ..... ..... ..... ..... Post Code: .....	2. Forename(s): ..... Surname: ..... 3. Forename(s): ..... Surname: ..... 4. Forename(s): ..... Surname: .....
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Please enter here a daytime telephone number (including STD Code) where you can be contacted in the event of a query arising from your completion of the Tender Form:

**2**

**ELECTION TO PARTICIPATE IN THE TENDER OFFER**

- If you wish to tender Ordinary Shares pursuant to the Tender Offer, place a ✓ in Box 2A
  
- Insert the number of Ordinary Shares you wish to tender pursuant to the Tender Offer

**COMPLETE BOTH BOX 2A AND BOX 2B**

Box 2A	<input type="checkbox"/>
Box 2B	<input style="width: 100%;" type="text"/>

**3**

**EXECUTION BY INDIVIDUALS**

Signed and delivered as a deed by:      Witnessed by:

1..... Signature & Date	..... Name of Witness	..... Witness Signature	..... Witness Address
2..... Signature & Date	..... Name of Witness	..... Witness Signature	..... Witness Address
3..... Signature & Date	..... Name of Witness	..... Witness Signature	..... Witness Address
4..... Signature & Date	..... Name of Witness	..... Witness Signature	..... Witness Address

**EXECUTION BY A COMPANY**

Executed and delivered as a deed by the company named below:

..... Name of Company

acting by ..... Name of Director..... Signature & Date

..... Name of Secretary/Director\* ..... Signature & Date

\* Circle as appropriate