



9191 Bolsa Ave, Ste. 207, Westminster, CA 92683  
www.agce-llc.com ♦ contact.agce@gmail.com  
Office: (714) 947-3303 ♦ Direct: (909) 699-1368

## INFORMATION ON LOAN FUNDING FOR PROJECTS FROM THE INVESTMENT FUND

### 1. PARTNERSHIPS

**Borrower:** is a private enterprise, limited liability company, joint-stock company (corporation), and other economic entity that needs loan funding for projects of USD 30 million or more (hereinafter referred to as the project owner).

**Lender:** is an international financial institution that offers loan funding for large-scale projects (hereinafter referred to as the investment fund).

**Consultant:** American Global Consulting Enterprise participates in the investment, mobilization, and arranging of loan funding for the industrial, commercial, healthcare, and service projects in the public and private sectors.

And as the exclusive representative designated by the investment fund to assess the feasibility of the project and coordinate and supervise the loan funding of the investment fund (hereinafter referred to as the consultant).

### 2. FEATURES

**2.1.** Loan funding for projects is classified as follows:

- New project: The project owner has completed all legal documents and files approved by the competent authorities, obtained an investment registration certificate, had a site clearance without compensation or dispute, and signed business agreements and contracts with partners and customers.  
The project owner is ready to start construction or is in the construction stage for the project with the project owner's capital. If the project owner mortgages the project at the bank, the investment fund offers loan funding to pay off the existing outstanding balance of the project.
- Refinancing project: The project owner has mortgaged the project at the bank and commercially operated the project that generates revenue; the investment fund offers loan funding to pay off the existing outstanding balance of the project.

**2.2.** The investment fund offers loan funding for up to 85% of the project's capital investment of 30 million USD or more. The rest is the project owner's capital (cash in bank).

**2.3.** The investment fund does not require a loan funding guarantee from the Government or domestic banks.

**2.4.** The project owner does not need to use the project as collateral for the project loan funding.

- 2.5. The project owner has full ownership, operation and management of the project.
- 2.6. The project owner's loan funding repayment (principal and interest) to the investment fund according to the project's gradually decreasing balance.
- 2.7. The project owner does not pay the penalty fee for the total balance of the project loan funding repayment early.
- 2.8. Loan funding security contract.  
Because the project is unused as collateral, the project owner and the insurance company designated by the investment fund sign a security contract for the loan funding (hereinafter referred to as security contract) if the loan funding repayment plan does not carry out as expected. The project owner pays the insurance company once a loan funding security fee of 0.25% of the total project loan funding when the two parties sign the security contract.
- 2.9. Commitment document.  
The project owner commits in writing not to pledge, mortgage, or transfer part or all of the project to anyone, in any form and for any reason during the loan funding term. This document is notarized by a notary public office, witnessed by the investment fund (or the authorized representative), and the consultant. Each of the parties involved shall keep one (01) notarized copy.
- 2.10. The project owner opens the account of the project at the bank.  
Due to inter-national transactions in USD, the project owner opens the project account (hereinafter referred to as the project account) at one of the international banks with branches in the host country (hereinafter referred to as the project bank). The project owner is the account holder to perform banking transactions and services related to this account.

### 3. TERM

- The maximum loan term is fifteen (15) years.
- The loan funding interest only aka. grace period specified in the loan agreement.

### 4. INTEREST RATE

From 3%/year and up.

### 5. PROCESS

**Stage 1:** After referring to this "Information on loan funding for projects from the foreign investment fund", the project owner and the consultant sign a consulting agreement specifying the responsibilities and rights of each party. The consultant provides this agreement template.

**Stage 2:** Within twenty (20) working days from the date of signing the consulting agreement, the project owner shall provide the consultant with all copies of valid documents notarized by a notary public office or an administrative agency so the consultant can evaluate the feasibility of the project and works with the investment fund:

- 5.1. All complete legal documents and files are approved by the competent authorities, and agreements and contracts are signed with the partners and customers.
- 5.2. Enterprise Registration Certificate (Certificate of Incorporation).

- 5.3. Company's Charter.
- 5.4. Investment Registration Certificate of the project.
- 5.5. A copy of the project owner's passport or identity card if it is a private enterprise or one-member limited liability company.
- 5.6. Written authorization from the company's board of members (directors) to a member as the representative if it is a joint name partnership, joint venture partnership, general partnership, multi-member limited liability company, or joint-stock company (corporation). Attached is a copy of each member's passport or identity card.
- 5.7. Prepare the letter of the loan funding request. The consultant provides this letter template.
- 5.8. Fill out the loan funding application. The consultant provides this form.
- 5.9. Project summary in two (02) pages.
- 5.10. Loan funding withdrawal plan and loan funding repayment plan for the investment fund.
- 5.11. The company's financial statements for the last three (3) years include Balances sheet, Income statement, Cash flow statement, and Notes to the financial statements are audited by one of the international auditing organizations with branches in Vietnam such as PricewaterhouseCoopers, KPMG, Ernst & Young and Deloitte.
- 5.12. Additional information for the new project:
  - A five-year business plan and financial plan are for the project.
  - Written confirmation that the project owner mortgages the project at a bank and has repaid the loan (principal and interest) on schedule (if any).
- 5.13. Additional information for the refinancing project:
  - Project financial statements for the last year and the previous years (if any) based on the project's commercial operation date (COD) include Balance sheet, Income statement, Cash flow statement and Notes to the financial statements are audited by one of the international auditing organizations with branches in Vietnam such as PricewaterhouseCoopers, KPMG, Ernst & Young, and Deloitte.
  - Written confirmation that the project owner mortgages the project at a bank and has repaid the loan (principal and interest) on schedule.

## **6. PROJECT APPROVAL PROCESS**

- 6.1. Within the next thirty (30) working days from the date the project owner delivers and the consultant receives information in accordance with Article 5; the investment fund, through the consultant, notifies the project owner of the approval or refusal of the loan funding.
- 6.2. Within ten (10) working days from the date of the notification of the loan funding approval:
  - The investment fund and the project owner sign a loan agreement specifying the responsibilities and rights of each party. The investment fund provides this agreement template.
  - At the same time as the signing loan agreement, the project owner and the insurance company sign a security contract specifying the responsibilities and rights of each party. The insurance company provides this contract template.
  - At once, the project owner signs a commitment document. The consultant provides this document template.
  - The project owner opens a project account at a project bank in the host country (such as Standard Chartered Bank, HSBC and Citibank). This bank provides project account opening application (hereinafter referred to as the account opening form).

## 7. TRANSFER OF LOAN FUNDING

- 7.1. Within ten (10) working days from the date of the loan agreement, the security contract and the commitment document come into effect, the investment fund's bank transfers the loan funding in USD to the project bank.
- 7.2. Loan funding disbursed from the project account in USD is specified in the account opening form.
- 7.3. The project owner authorizes the project bank to automatically pay off the existing outstanding balance if the project is mortgaged at a bank. The project owner takes back all ownership documents of the project from this bank.

## 8. REPAYMENT SCHEDULE

The project owner's loan funding repayment (principal and interest) to the investment fund according to the schedule specifies in the loan agreement.

## 9. FEES

- 9.1. The project owner agrees to pay the consultant in USD a consulting fee of 4% and a loan funding fee of 4% equal 8% of the total project loan funding.
- 9.2. The consultant is entitled to the consulting fee and loan funding fee when the investment fund and the project owner sign a loan agreement. This fee is paid once by deducting from the first tranche of loan funding disbursed by the project bank to the project owner.
- 9.3. The project owner and the consultant authorize the project bank to automatically transfer the consulting fee and the loan funding fee from the project account to the account at the bank(s) designated by the consultant.

## 10. TOTAL COST

As per the general interpretation below:

Owner's capital: USD **4,500,000** (15% of 30M USD project)

Loan funding: USD **25,500,000** (85% of 30M USD project)

Loan funding term: **15** years

Interest rate: **3%**/year (with **6** months interest only aka. grace period)

- (1) The project owner repays the investment fund the total project loan funding (principal and interest) according to the gradually decreasing balance of the project in fifteen (15) years:  
**USD 31,460,626.00**
- (2) ~~The project owner pays the consultant fee of 4% that is paid once by deducting from the first tranche of loan funding disbursed by the project bank to the project owner:~~  
~~USD 1,020,000 (USD 25,500,000 x 4%)~~ **WAIVED**
- (3) The project owner pays the loan funding fee of 4% that is paid once by deducting from the first tranche of loan funding disbursed by the project bank to the project owner:  
**USD 1,020,000 (USD 25,500,000 x 4%)**

- (4) The project owner pays the insurance company once a loan funding security fee of 0.25% of the total project loan funding when the two parties sign the security contract:  
USD **63,750** (USD 25,500,000 x 0.25%)

The total loan funding cost of the project includes loan funding repayment, consulting fee, loan funding fee, and loan funding security fee for fifteen (15) years:  
USD **32,544,376** [(1) 31,460,626.00 + (2) WAIVED + (3) 1,020,000 + (4) 63,750].

## **11. THE BENEFITS**

The interest rate of **3%/year and features** of the investment fund compared with the long-term lending interest rate of banks in other countries (for example: Vietnam is about **10%/year**), loan funding from the investment fund helps the project owner **reduce the total borrowing cost to maximize the profitability of the project.**

## **12. DISCLAIMER/CONCLUSION**

Information on loan funding for projects from the investment fund is for reference and is subject to change without prior notice.

The signing ceremony for the loan agreement and the security contract can be held at the investment fund office and the insurance company office in their host country.

The project owners who need to discuss their project details, please make contact with our office at (714) 947-3303 or with our representatives:

- Mr. Daniel Nguyen: (949) 214-9745
- Mr. Tuan Nguyen: (714) 881-5678

Please visit our website [www.agce-llc.com](http://www.agce-llc.com) for more information. Thank you!